mahindra Rise

Acceleration in Uncertainty

Subsidiary Financial Statements 2025-2026

Mahindra & Mahindra Limited

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Independent Auditor's Report

To the Members of Mahindra Electric Automobile Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Mahindra Electric Automobile Limited (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Management's and Board of Directors Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

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

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

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

e. On the basis of the written representations received from the directors as on 01 April 2026 from 23 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its financial statements - Refer Note 37 to the financial statements.

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

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d. (i) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 42 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 42 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant

transactions recorded in the software. Further, we did not come across any instance of audit trail feature being tampered with. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Venkataramanan Vishwanath
Partner
Membership No.: 113156
ICAI UDIN:26113156GCYLZS7896

Place: Mumbai
Date: 28 April 2026

Annexure A to the Independent Auditor's Report on the Financial Statements of Mahindra Electric Automobile Limited for the year ended 31 March 2026

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

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

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified once in three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) The Company does not have any immovable property (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee). Accordingly, clause 3(i)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments in other parties (mutual funds), in respect of which the requisite information is as below. The Company has not made any investments in companies, firms or limited liability partnership. Accordingly, the provisions of clause 3(iii)(a) and 3(iii)(c) to 3(iii)(f) of the Order are not applicable to the Company.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the year are not prejudicial to the interest of the Company.

(iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the products traded by it. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears

as at 31 March 2026 for a period of more than six months from the date they became payable, except as mentioned below:

Name of the statute	Nature of the dues	Period to which the amount relates	Amount (Rs.)	Due date	Date of payment	Remarks, if any
The Odisha (Orissa) State Tax on Professions, Trades, Callings and Employments Act, 2000	Profession Tax	May 2025	800	30 June 2025	15 April 2026	
Tamil Nadu Tax on Professions, Trades, Callings and Employments Act, 1992	Profession Tax	August 2025	17,500	30 September 2025	21 April 2026	
Tamil Nadu Tax on Professions, Trades, Callings and Employments Act, 1992	Profession Tax	March 2025	2,399	31 March 2025	21 April 2026	

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies (as defined under the Act).

(f) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(f) is not applicable.

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received under the vigil mechanism established voluntarily by the Company, during the year and shared with us while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

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

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

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

(d) According to the information and explanations provided to us, the Group (as defined in the regulations made by the Reserve Bank of India) has more than one CIC as part of the Group. The Group has five CICs as part of the Group.

(xvii) The Company has not incurred cash losses in the current financial year. The Company has incurred cash loss of Rs 61.66 crores in the previous financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Venkataramanan Vishwanath
Partner
Membership No.: 113156
ICAI UDIN:26113156GCYLZS7896

Place: Mumbai
Date: 28 April 2026

Annexure B to the Independent Auditor's Report on the financial statements of Mahindra Electric Automobile Limited for the year ended 31 March 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Electric Automobile Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Venkataramanan Vishwanath
Partner
Membership No.: 113156
ICAI UDIN:26113156GCYLZS7896

Place: Mumbai
Date: 28 April 2026

Balance Sheet as at 31 March, 2026

Rupees crores

	Note No.	2026	2025
I. ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	4	**2,409.42**	1,524.38
Capital work-in-progress	5	**172.30**	1,001.62
Other intangible assets	6	**3,214.14**	2,318.25
Intangible assets under development	7	**1,606.15**	2,158.24
Financial assets			
(i) Other financial assets	8	**840.92**	–
Deferred tax assets (net)	9	**–**	68.92
Income tax assets (net)		**11.55**	0.80
Other non-current assets	11	**392.20**	584.40
		8,646.68	7,656.61
CURRENT ASSETS			
Inventories	12	**35.16**	18.70
Financial assets			
(i) Investments	13	**1,752.54**	1,412.52
(ii) Trade receivables	14	**19.83**	38.90
(iii) Cash and cash equivalents	15	**423.88**	508.72
(iv) Bank balances other than cash and cash equivalents		**506.00**	–
(v) Other financial assets	8	**1,454.22**	119.54
Other current assets	11	**346.27**	627.83
		4,537.90	2,726.21
		13,184.58	10,382.82
II. EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	16	**4,308.31**	3,975.87
Other equity		**2,826.38**	1,275.87
		7,134.69	5,251.74
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial liabilities			
(i) Compulsorily Convertible Preference shares	17	**2,972.76**	3,056.40
(ii) Lease liabilities	18	**10.67**	1.23
(iii) Others financial liabilities	19	**78.36**	74.67
Provisions	20	**256.50**	36.65
Deferred tax liability (net)	9	**33.28**	–
Other non-current liabilities	21	**34.82**	–
		3,386.39	3,168.95
CURRENT LIABILITIES			
Financial liabilities			
(i) Lease liabilities	18	**2.70**	0.63
(ii) Trade payables			
(a) Total outstanding dues of micro enterprises and small enterprises	23	**12.38**	23.77
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises	23	**1,833.07**	692.57
(iii) Other financial liabilities	19	**484.25**	962.35
Other current liabilities	22	**252.61**	278.45
Provisions	20	**78.49**	4.36
		2,663.50	1,962.13
TOTAL EQUITY AND LIABILITIES		**13,184.58**	10,382.82

The accompanying note 1 to 42 are an integral part of these financial statements

In terms of our report attached.

For B S R & Co. LLP
Chartered Accountants
Firm Registration No. 101248W/W-100022

Venkataramanan Vishwanath
Partner
Membership No: 113156

Mumbai, 28 April, 2026

For **Mahindra Electric Automobile Limited**
CIN U34103MH2022PLC392623

Mr. Velusamy Ramasamy
Managing Director
DIN: 09774151

Mr. Bhavesh Shah
Chief Financial Officer
Membership No: 117290

Mumbai, 28 April, 2026

Mr. Nalinikanth Gollagunta
Executive Director
DIN: 07906313

Amit Dodani
Company Secretary
FCS No.: A22345

Mumbai, 28 April, 2026

Statement of Profit and Loss
For the year ended 31 March, 2026

Rupees crores

Particulars	Note No.	2026	2025
INCOME			
Revenue from operations	23A	**14,423.49**	2,264.06
Other income	24	**219.28**	80.37
Total Income		**14,642.77**	2,344.43
EXPENSES			
Purchases of stock in trade		**12,423.27**	2,131.48
Changes in inventories of finished goods and spares	25	**(16.46)**	(18.70)
Employee benefits expense	26	**45.67**	20.43
Finance costs	27	**1.87**	0.70
Depreciation and amortisation expense	28	**955.68**	236.38
Other expenses	29	**743.60**	252.70
Total expenses		**14,153.63**	2,622.99
Profit / (loss) before tax		**489.14**	(278.56)
Tax expense			
Current tax	9	**0.01**	0.09
Deferred tax charge/(credit)	10	**102.19**	(68.32)
Profit / (loss) for the year		**386.94**	(210.33)
Other Comprehensive Income/(Loss)			
(i) Items that will not be reclassified to profit or loss			
(a) Remeasurements of the defined benefit plans		**0.01**	(0.10)
(ii) Income tax relating to items that will not be reclassified to profit or loss		**(0.00)**	0.02
Total Other Comprehensive Income/(Loss)		**0.01**	(0.07)
Total Comprehensive Income/(Loss) for the year		**386.95**	(210.41)
Earnings per equity share of face value Rs. 10 each			
Basic (Rs.)	31	**0.68**	(0.55)
Diluted (Rs.)	31	**0.68**	(0.55)

The accompanying note 1 to 42 are an integral part of these financial statements

In terms of our report attached.

For B S R & Co. LLP
Chartered Accountants
Firm Registration No. 101248W/W-100022

Venkataramanan Vishwanath
Partner
Membership No: 113156

Mumbai, 28 April, 2026

For **Mahindra Electric Automobile Limited**
CIN U34103MH2022PLC392623

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Amit Dodani
Company Secretary
FCS No.: A22345

Mumbai, 28 April, 2026

Mumbai, 28 April, 2026

Statement of Changes in Equity for the year ended 31 March, 2026

Rupees crores

Particulars	2026	2025
A) Equity share capital Issued and Subscribed		
Balance as at the beginning of the year	**3,975.87**	3,635.87
Add: Issue of Share Capital during the year	**332.44**	340.00
Balance as at the end of the year	**4,308.31**	3,975.87

B) Paid up capital

Rupees crores

Particulars	2026	2025
Balance as at the beginning of the year	**3,975.87**	2,910.87
Add: Issue of Share Capital during the year	**332.44**	1,065.00
Balance as at the end of the year	**4,308.31**	3,975.87

C) Other Equity

Rupees crores

Particulars	Reserves and Surplus		
	Securities premium	Retained earnings	Total
As at 1 April, 2025	**1,478.62**	**(202.75)**	**1,275.87**
Total Comprehensive Income			
- Profit / (loss) for the year	**–**	**386.94**	**386.94**
- Other comprehensive income*	**–**	**0.01**	**0.01**
Transactions with owners			
Contributions			
- Equity shares issued during the year	**1,163.56**	**–**	**1,163.56**
As at 31 March, 2026	**2,642.18**	**184.20**	**2,826.38**
As at 1 April, 2024	288.62	7.65	296.27
Total Comprehensive Income			
- Profit / (loss) for the year	–	(210.33)	(210.33)
- Other comprehensive loss*	–	(0.07)	(0.07)
Transactions with owners			
Contributions			
- Shares issued during the year	1,190.00	–	1,190.00
As at 31 March, 2025	1,478.62	(202.75)	1,275.87

* Remeasurement gain (net) on defined benefit plans Rs. 0.01 crs (2025: Rs. 0.07 crs) has been recognised during the year as part of Retained earnings.

C) Description of the nature and purpose of reserves

(i) Securities premium

Securities premium is used to record the premium on issue of shares.

(ii) Retained earnings

Retained earnings comprises of accumulated balance of profits/(losses) of current and prior period including transfers made to / from other reserves from time to time. The reserve can be utilised or distributed by the Company in accordance with the provisions of the Companies Act, 2013.

The accompanying note 1 to 42 are an integral part of these financial statements

In terms of our report attached.

For B S R & Co. LLP
Chartered Accountants
Firm Registration No. 101248W/W-100022

Venkataramanan Vishwanath
Partner
Membership No: 113156

Mumbai, 28 April, 2026

For **Mahindra Electric Automobile Limited**
CIN U34103MH2022PLC392623

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Mr. Bhavesh Shah
Chief Financial Officer
Membership No: 117290

Amit Dodani
Company Secretary
FCS No.: A22345

Mumbai, 28 April, 2026

Mumbai, 28 April, 2026

Cash Flow Statement
For the year ended 31 March, 2026

Rupees crores

Particulars	2026	2025
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Profit / (loss) before tax	**489.14**	(278.56)
Adjustments for :		
Depreciation and amortisation expense	**955.70**	236.38
Loss on foreign exchange fluctuation	**13.37**	3.55
Interest income	**(25.39)**	(6.25)
(Gain) / loss arising on financial asset/financial liabilities measured at fair value through profit and loss	**(74.65)**	(74.10)
Interest unwinding on government grant receivable	**(35.58)**	–
(Gain) arising on sale of property, plant and equipment	**4.47**	–
(Gain) / loss on fair value measurement of Compulsorily Convertible Preference Shares	**(83.64)**	6.40
Finance cost	**1.86**	0.06
	756.14	166.04
Operating profit / (loss) before working capital changes	**1,245.28**	(112.51)
Changes in :		
Trade and other receivables	**(1,106.85)**	(410.02)
Inventories	**(16.46)**	(18.70)
Trade and other payables and provisions	**1,438.38**	996.25
	315.07	567.53
Cash generated from/(used in) operations	**1,560.35**	455.02
Income taxes paid (net)	**(10.75)**	(3.09)
Net cash flow from / (used in) operating activities	**1,549.60**	451.93
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Payments to acquire property, plant and equipment and Intangibles	**(2,374.87)**	(2,817.72)
Proceeds from sale of property, plant and equipment	**(0.00)**	–
Payments to acquire investments	**(9,038.50)**	(5,160.50)
Proceeds from sale of investments	**8,773.13**	4,113.21
Interest received	**18.68**	4.98
Bank deposits placed	**(506.00)**	–
Net cash flow used in investing activities	**(3,127.56)**	(3,860.03)
C. CASH FLOW FROM FINANCING ACTIVITIES :		
Proceeds from the issue of share capital	**1,496.00**	2,255.00
Proceeds from issue of Compulsorily Convertible Preference Shares	**–**	1,550.00
Finance cost paid	**(1.31)**	–
Payment of lease liabilities	**(1.01)**	(0.32)
Payment of interest on lease liabilities	**(0.56)**	(0.06)
Net cash flow generated from financing activities	**1,493.12**	3,804.62
Net (decrease)/increase in cash and cash equivalents	**(84.84)**	396.52
Cash and cash equivalents at the beginning of the year	**508.72**	112.19
Cash and cash equivalents at the end of the year (refer note 15)	**423.88**	508.71

The above Cash Flow Statement has been prepared under the 'indirect method' as set out in Ind AS 7 - Statement of Cash Flows.

The accompanying note 1 to 42 are an integral part of these financial statements

In terms of our report attached.

For B S R & Co. LLP
Chartered Accountants
Firm Registration No. 101248W/W-100022

Venkataramanan Vishwanath
Partner
Membership No: 113156

Mumbai, 28 April, 2026

For **Mahindra Electric Automobile Limited**
CIN U34103MH2022PLC392623

Mr. Velusamy Ramasamy
Managing Director
DIN: 09774151

Mr. Nalinikanth Gollagunta
Executive Director
DIN: 07906313

Mr. Bhavesh Shah
Chief Financial Officer
Membership No: 117290

Amit Dodani
Company Secretary
FCS No.: A22345

Mumbai, 28 April, 2026

Mumbai, 28 April, 2026

Notes to the financial statements for the year ended 31 March, 2026

1 General information

Mahindra Electric Automobile Limited ('the Company') is a limited company incorporated in India. The address of its registered office is Mahindra Electric Automobile Limited, Mahindra Tower, Pandurang Budhkar Marg, Nr. Doordarshan Kendra, Worli, Mumbai, Maharashtra - 400018. The company is engaged in the business of designing, developing, manufacturing (including contract manufacturing), fabricating, assembling, selling, buying, re-selling, importing, and all kinds of services related to electric vehicles (including parts).

2 Material Accounting Policies

a) Statement of compliance and basis of preparation and presentation

These financial statements of the company have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

The Companies functional currency is Indian Rupees (INR) and financials statements are round off to nearest crores. These financial statements were approved by the Company's board of directors and authorised for issue on 28th April 2026.

b) Basis of measurement

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values.

c) Measurement of fair values

A number of accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The company has established policies and procedures with respect to the measurement of fair values.

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

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

d) Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

i) Useful lives of property, plant and equipment and other intangible assets - refer note 2(e)

The Company reviews the useful lifes of property, plant and equipment and other intangible assets at the end of each reporting period. This re-assessment may result in change in depreciation and amortisation expense in future periods.

ii) Provision for product warranties - refer note 2 (r)

The Company recognises provision for warranties in respect of the products that it sells. The arrangement for warranty is back to back with the contract manufacturer i.e., Mahindra & Mahindra limited. These are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

iii) Fair value of financial assets and financial liabilities - refer note 2 (j)

The Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed for impairment. Fair value measurement that are based on significant unobservable inputs (Level 3) requires estimates of operating margin, discount rate, future growth rate, terminal values, etc. based on management's best estimate about future developments.

iv) Impairment of tangible and intangible assets (including intangible assets under development) - refer note 2(g)

v) Recoverability of deferred tax asset on unabsorbed losses - refer note 2(q)

e) Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less any subsidy on capital assets, accumulated impairment, if any.

Depreciation is provided on straight-line basis for property, plant and equipment so as to expense the depreciable amount, i.e. the cost less estimated residual value, over its estimated useful lives. The estimated useful lives and residual values are reviewed annually and the effect of any changes in estimate is accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related accumulated depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the statement of profit or loss.

The management's estimate of useful lives are in accordance with Schedule III to the Companies Act, 2013, other than the following asset classes, based on the company's expected usage pattern supported by technical assessment:

Asset Class		Useful lives
i)	Plant and equipment	2-20 years
ii)	Vehicles	5 years

f) Intangible assets

Intangible assets under development

The Company expenses costs incurred during research phase to profit or loss in the year in which they are incurred. Development phase expenses are initially recognised as intangible assets under development until the development phase is complete, upon which the amount is capitalised as intangible asset.

Intangible assets

Intangible assets are initially recognised at cost.

Subsequent to initial recognition, intangible assets with definite useful lives are amortised on a straight line basis so as to reflect the pattern in which the asset's economic benefits are consumed and are reported at cost less accumulated amortisation and accumulated impairment losses, if any.

The intangible assets are amortised over the estimated period of benefit as below:

Asset Class		Useful lives
i)	Development expenditure	5 years
ii)	Computer Software	3 years

The amortisation period for intangible assets are reviewed annually and changes in expected useful lives are treated as changes in estimates.

Notes to the financial statements for the year ended 31 March, 2026

g) Impairment of Assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets including intangible assets under development to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount, which is the higher of the value in use or fair value less cost to sell, of the asset or cash-generating unit, as the case may be, is estimated and impairment loss (if any) is recognised and the carrying amount is reduced to its recoverable amount.

In assessing the value in use, the estimated future cash flows are discounted to their present value. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

When an impairment loss subsequently reverses, the carrying amount of the asset or a cash-generating unit is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) earlier.

Intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

h) Inventories

Finished Goods and Spares are carried at cost or net realizable value which ever is lower. Cost is determined on the basis of the weighted average method and comprises of all cost of purchase, and any other costs incurred in bringing the inventories to their present location and condition.

i) Foreign exchange transactions and translation

Transactions in foreign currencies i.e. other than the Company's functional currency of Indian Rupees are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the functional currency using exchange rates prevailing at that date. Non-monetary items measured at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value is determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange differences on monetary items are recognised in profit or loss in the period in which they arise.

j) Financial Instruments

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss. A trade receivable without a significant financing component is initially measured at the transaction price.

Classification and subsequent measurement

Financial assets: All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are subsequently measured at either amortised cost or fair value depending on their respective classification.

Financial liabilities and equity instruments: Debt and equity instruments issued by the company are classified as either financial liabilities or as equity in accordance with the substance of the contractual agreements and the definitions of a financial liability and a equity instrument.

Equity Instrument: An equity instrument is any contract that evidences a residual interest in assets of an entity after deducting all its liabilities. Equity instrument issued by the company are recognised at the proceeds received, net of issue costs. Repurchase of company's own equity instrument is recognised and deducted directly in equity. No gain or loss is recognised in the statement of Profit & Loss on the purchase, sale, issue or cancellation of the company's own equity instruments.

Financial liabilities: All the financial liabilities are subsequently measured at amortised cost using the effective interest method or at fair value through Profit & Loss.

k) Derivative financial instruments and hedge accounting

Derivatives are initially recognised at fair value at the date the contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedging relationship and the nature of the hedged item.

l) Impairment of financial assets

The Company applies the Expected Credit Loss (ECL) model for recognising impairment loss on financial assets. With respect to trade receivables and loans, the Company measures the loss allowance at an amount equal to lifetime expected credit losses.

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

m) Revenue Recognition

Sale of Goods or services

Revenue from sale of goods are recognised based on consideration specified in the contract upon satisfaction of performance obligation which is at a point in time, generally on delivery of the goods, when control of the goods is transferred to customers.

The Company recognises revenue from sale of goods or services at the amount of transaction price (excluding variable consideration that is constrained), that is allocated to the performance obligation satisfied. Transaction price is the amount of consideration to which the Company expects it to be entitled in exchange for transferring goods or services to a customer excluding amounts collected on behalf of third parties.

An amount of consideration can vary because of discounts, rebates, incentives etc. which are explicitly stated in the contract or are as per customary business practices. The consideration can also vary where the entitlement is contingent on occurrence or non-occurrence of a future event. The Company includes variable consideration as part of transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

Notes to the financial statements for the year ended 31 March, 2026

Payment terms agreed with a customer are as per business practice and the financing component, if significant, is separated from the transaction price and accounted as interest income / expense, as applicable.

n) *Government Grants*

The Company, directly or indirectly through a consortium led by its holding company Mahindra & Mahindra Limited (Mahindra Group companies), is entitled to various incentives from government authorities. Government grants are recognised when there is a reasonable assurance that the same will be received and all attached conditions will be complied with.

Government grants that are revenue in nature, are recognised in profit or loss on a systematic basis over the periods in which the Company recognises the related costs for which the grants are intended to compensate.

Government grants that are capital in nature, are deducted in calculating the carrying amount of the asset against which received and are recognised in profit or loss on a systematic basis over useful life of assets.

o) Other Income

Mutual fund and interest income

Mutual fund income is accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

p) Employee Benefits

Provident Fund

Contributions to Provident Fund are made to regional provident fund commissioners and are charged to profit or loss as incurred.

Gratuity and Long term compensated absences

The liability towards gratuity, post retirement medical benefit are determined by independent actuaries, using the projected unit credit method.

The liability towards long term compensated absences are determined by independent actuaries using the projected unit credit method. The obligation on long term compensated absences and other defined benefit plan are measured at the present value of estimated future cash flows using a discount rate that is determined by reference to the market yields of Indian government securities for the estimated term of the obligations.

Remeasurement gains / losses

Remeasurement of defined benefit plans, comprising of actuarial gains or losses excluding interest income are recognised immediately in balance sheet with corresponding debit or credit to other comprehensive income. Remeasurements are not reclassified to profit or loss in subsequent period.

Remeasurement gains or losses on long term compensated absences that are classified as other long term benefits are recognised in profit or loss.

q) Income taxes

Current tax

The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Current tax assets and current tax liabilities are offset, if entity has a legally enforceable right to set off recognised amounts and intends to settle on net basis or to realise the current tax asset and settle the current tax liabilities simultaneously.

Deferred tax

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognised to the extent that it is probable that future taxable income will be available against which the deductible temporary differences could be utilised. Deferred tax is also recognized in respect of carried forward tax losses. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and liabilities arising from deductible temporary differences are only recognised to the extent that it is probable that there will be sufficient taxable profits to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

Current and deferred tax for the year

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

r) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When provision is measured using the cash flow estimated to settle the present obligation, its carrying amount is the present value of these cash flows (when the effect of the time value of money is material).

Provisions for the expected cost of warranty obligations are recognised at the time of sale of the relevant products, at the best estimate of the expenditure required to settle the Company's obligation. The arrangement for warranty is back to back with the manufacturer i.e., Mahindra & Mahindra limited. The provisions are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate.

s) Leases

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost.

The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the future lease payments, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company

Notes to the financial statements for the year ended 31 March, 2026

recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

3 Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and has disclosed the required details in its financial statements.

Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and require companies to disclose that they have applied the relief. This relief is immediate and applies retrospectively. The amendments also require companies to provide new disclosures to compensate for potential loss of information resulting from the relief. Such disclosures are to be provided for annual reporting periods beginning on or after April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any impact in its financial statements.

Standard/amendment issued but not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the year, the MCA has issued an amendment for removal of carve-out under Ind AS 1, Presentation of financial statements relating to classification of liabilities subject to covenants breach which is applicable with effect from 01 April 2026. The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

4 Property, plant and equipment

Property, plant and equipment comprises of owned and rights of use assets that do not meet the definition of investment property.

Particulars	2026	2025
(a) Property, Plant and equipment (owned)	**2,397.02**	1,522.60
(b) Right of use assets	**12.39**	1.78
Total	**2,409.41**	1,524.38

a) Owned assets

Rupees crores

Particulars	Plant and equipment	Office Equipments	Furniture & Fixtures	Vehicles	Total
Cost					
Balance as at 1 April 2024	73.03	–	–	–	73.03
Transfer from capital work in progress during the year	1,570.18	0.70	0.67	7.51	1,579.06
Deletion/disposals during the year	(41.76)	–	–	–	(41.76)
Balance as at 31 March 2025	1,601.45	0.70	0.67	7.51	1,610.33
Balance as at 1 April 2025	**1,601.45**	**0.70**	**0.67**	**7.51**	**1,610.33**
Transfer from capital work in progress during the year	**1,675.37**	**0.61**	**0.54**	**0.10**	**1,676.62**
Capital subsidy (refer note ii)	**(483.84)**	**–**	**–**	**–**	**(483.84)**
Deletion/disposals during the year	**(13.78)**	**–**	**–**	**–**	**(13.78)**
Balance as at 31 March 2026	**2,779.20**	**1.31**	**1.21**	**7.61**	**2,789.33**
Accumulated Depreciation					
Balance as at 1 April 2024	4.21	–	–	–	4.21
Depreciation expense for the year	83.09	0.03	0.02	0.37	83.52
Balance as at 31 March 2025	87.30	0.03	0.02	0.37	87.73
Balance as at 1 April 2025	**87.30**	**0.03**	**0.02**	**0.37**	**87.72**
Depreciation expense for the year	**312.09**	**0.24**	**0.11**	**1.44**	**313.88**
Deletion/disposals during the year	**(9.29)**				**(9.29)**
Balance as at 31 March 2026	**390.10**	**0.27**	**0.13**	**1.81**	**392.31**
Net carrying amount					
Net carrying amount as at 31 March 2025	1,514.15	0.66	0.65	7.13	1,522.60
Net carrying amount as at 31 March 2026	**2,389.10**	**1.04**	**1.08**	**5.80**	**2,397.02**

Note:

(i) Net carrying amount of Plant and equipment as on 31 March 2026 includes Plant and equipment aggregating to Rs. 2,389.10 crores. (31 March 2025: 1,610.45 crores) lying with Mahindra & Mahindra Limited.

Notes to the financial statements for the year ended 31 March, 2026

(ii) The company has obtained an Eligibility Certificate from the Industrial Promotion Department, Government of Maharashtra under the Ultra Mega & Special Anchor Unit Project scheme, pursuant to which it is eligible for capital subsidy amounting to ₹1,009.09 crores which is expected to be received over a period of ten years. In accordance with Ind AS 20 – Accounting for Government Grants and Disclosure of Government Assistance, the present value of the capital subsidy receivable has been deducted from the cost of eligible assets, comprising Property, Plant and Equipment (₹483.84 crores) and Intangible Assets (₹232.97 crores).

b) Right of use assets

Rupees crores

Particulars	Vehicles	Total
Cost		
Balance as at 1 April 2024		–
Additions during the year	2.12	2.12
Deductions during the year	(0.11)	(0.11)
Balance as at 31 March 2025	**2.01**	**2.01**
Balance as at 1 April 2025	**2.01**	**2.01**
Additions during the year	**12.58**	**12.58**
Deductions during the year	**(0.08)**	**(0.08)**
Balance as at 31 March 2026	**14.51**	**14.51**
Accumulated Depreciation		
Balance as at 1 April 2024		–
Depreciation expense for the period	0.24	0.24
Deductions during the year	(0.02)	(0.02)
Balance as at 31 March 2025	**0.22**	**0.22**
Balance as at 1 April 2025	**0.22**	**0.22**
Depreciation expense for the period	**1.94**	**1.94**
Deductions during the year	**(0.04)**	**(0.04)**
Balance as at 31 March 2026	**2.12**	**2.12**
Net carrying amount		
Net carrying amount as at 31 March 2025	1.78	1.78
Net carrying amount as at 31 March 2026	**12.39**	**12.39**

5 Capital work-in-progress

Rupees crores

Particulars	2026	2025
Balance at the beginning of the year	**1,001.62**	956.52
Additions during the year	**847.30**	1,631.38
Transfer to Property, plant and equipment	**(1,676.62)**	(1,586.28)
Balance at the end of the year	**172.30**	1,001.62

Ageing of capital work in progress:

Rupees crores

	Amount in Capital work in progress for a period of				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Balance as at 31 March 2026					
Projects in progress	**169.15**	**3.06**	**0.09**	**–**	**172.30**
Projects temporarily suspended	–	–	–	–	–
Total	**169.15**	**3.06**	**0.09**	**–**	**172.30**
Balance as at 31 March 2025					
Projects in progress	930.29	71.14	0.19	–	1,001.62
Projects temporary suspended	–	–	–	–	–
Total	930.29	71.14	0.19	–	1,001.62

Note: As on the date of balance sheet, there is no capital work in progress whose completion is overdue or has extended the cost based on approved plan.

6 Other Intangible Assets

Rupees crores

Particulars	Development Expenditure	Software	Total
Cost			
Balance as at 1 April 2024	**–**	**–**	**–**
Transfer from Intangibles under development/ capital work in progress during the year	2,466.26	7.22	2,473.48
Deductions during the year	–	(2.60)	(2.60)
Balance as at 31 March 2025	2,466.26	4.62	2,470.88
Balance as at 1 April 2025	2,466.26	4.62	2,470.88
Additions / Transfer from Intangibles under development during the year	**1,766.75**	**1.98**	**1,768.73**
Capital subsidy*	**(232.98)**	**–**	**(232.98)**
Deductions during the year	**–**		**–**
Balance as at 31 March 2026	**4,000.03**	**6.60**	**4,006.63**
Accumulated Amortisation			
Balance as at 1 April 2024	–	–	–
Amortisation expense for the year	152.12	0.51	152.63
Balance as at 31 March 2025	152.12	0.51	152.63
Balance as at 1 April 2025	152.12	0.51	152.63
Amortisation expense for the year	**638.01**	**1.85**	**639.86**
Balance as at 31 March 2026	**790.13**	**2.36**	**792.49**
Net carrying amount			
Net carrying amount as at 31 Mar 2025	2,314.14	4.11	2,318.25
Net carrying amount as at 31 March 2026	**3,209.90**	**4.24**	**3,214.14**

*Refer note 4 (ii) on Property, plant and equipment

7 Intangible assets under development

Rupees crores

Particulars	2026	2025
Balance at the beginning of the year	**2,158.24**	2,491.61
Additions during the year	**1,214.66**	2,132.89
Transfer to Other Intangible Assets	**(1,766.75)**	(2,466.26)
Balance at the end of the year	**1,606.15**	2,158.24

Ageing of intangible assets under development

Rupees crores

	Amount in Intangibles assets under development for a period of				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Balance as at 31 March 2026					
Projects in progress	**519.81**	**473.79**	**268.71**	**343.84**	**1,606.15**
Total	**519.81**	**473.79**	**268.71**	**343.84**	**1,606.15**
Balance as at 31 March 2025					
Projects in progress	1,033.62	588.55	536.08	–	2,158.24
Total	1,033.62	588.55	536.08	–	2,158.24

Note:

(i) Development expenditure incurred during the year Rs. 1,214.66 crores (2025: Rs. 2,132.89 crores).

(ii) As on the date of balance sheet, there is no intangible under development whose completion is overdue or has extended the cost based on approved plan.

Notes to the financial statements for the year ended 31 March, 2026

8 Other financial assets

Rupees crores

Particulars	Non current 2026	2025	Current 2026	2025
Measured at amortised cost				
Interest accrued on bank deposits	**–**	–	**8.35**	1.64
Security Deposit	**–**	–	**0.12**	–
Government grant receivable				
- Industrial Promotion Scheme (refer note 4 (ii))	**623.57**	–	**186.29**	–
- Production Link Incentive	**–**	–	**1,121.64**	–
- Maharashtra state subsidy	**–**	–	**28.47**	–
Other financial assets (refer note (iii) below)	**217.35**	–	**109.35**	117.90
Total	**840.92**	–	**1,454.22**	119.54

Note:

(i) The Company, through a consortium led by the Holding Company has received an approval for Production Linked Incentive (PLI) scheme for Automobile and Auto components. The Company's product portfolio is a part of the eligible products under the PLI scheme.

(ii) The Company obtained an Eligibility Certificate from the Industrial Promotion Department, Government of Maharashtra under the Ultra Mega & Special Anchor Unit Project scheme obtained the Eligibility Certificate, qualifying for both capital and revenue subsidies. Accordingly, the Company recognized a present value of capital subsidy (adjusted against the PPE) expected to be received over the next 10 years (refer note 4(ii)) and a revenue subsidy under the IPS linked to State Goods and Services Tax (SGST) payments. As at 31 March 2026, the carrying amount of capital subsidy receivable is Rs.751.70 crores and revenue subsidy of Rs. 58.15 crores.

(iii) Other financial assets comprise recoverable expenses of ₹277.80 crore (March 31, 2025: ₹32.11 crore) representing warranty-related amounts recoverable from Mahindra & Mahindra Limited (also refer Note 20).

9 Deferred Tax

Deferred Tax Assets / Liabilities (Net)

Rupees crores

Particulars	Bal as at 01.04.2025	Recognised in Profit or Loss	Recognised in Other comprehensive income	Bal as at 31.03.2026
Deferred Tax Assets				
Provision for employee benefits	**0.13**	**0.39**	**(0.00)**	**0.52**
Carried forward tax losses	**124.49**	**(50.17)**	**–**	**74.32**
Others	**(8.26)**	**5.48**	**–**	**(2.78)**
	116.36	**(44.30)**	**(0.00)**	**72.06**
Deferred Tax Liabilities				
Property, plant and equipment and intangible assets	**(47.33)**	**(52.62)**	**–**	**(99.95)**
Others	**(0.11)**	**(5.28)**	**–**	**(5.39)**
	(47.44)	**(57.90)**	**–**	**(105.34)**
Net deferred tax asset /(liability)	**68.92**	**(102.20)**	**(0.00)**	**(33.28)**

Rupees crores

Particulars	Bal as at 01.04.2024	Recognised in Profit or Loss	Recognised in Other comprehensive income	Bal as at 31.03.2025
Deferred Tax Assets				
Provision for employee benefits	0.02	0.09	0.02	0.13
Carried forward tax losses	–	124.49	–	124.49
Others (Deferred tax assets)	(0.88)	(7.38)	–	(8.26)
	(0.86)	117.20	0.02	116.36
Deferred Tax Liabilities				
Property, plant and equipment and intangible assets	1.43	(48.76)	–	(47.33)
Others	–	(0.11)	–	(0.11)
	1.43	(48.87)	–	(47.44)
Net deferred tax asset	0.57	68.33	0.02	68.92

Balances of Deferred Tax Assets / Deferred Tax Liabilities are presented in Balance sheet as below :

Rupees crores

Particulars	2026	2025
Deferred tax (liability) / assets (net)	**(33.28)**	68.92

Notes to the financial statements for the year ended 31 March, 2026

10 Income Taxes

(a) Income Tax recognised in profit or loss

Rupees crores

Particulars	2026	2025
Current Tax		
In respect of current year	**–**	–
In respect of prior years	**0.01**	0.09
Total Current Tax	**0.01**	0.09
Deferred Tax		
In respect of current year origination and reversal of temporary differences	**102.19**	(68.32)
Total Deferred Tax	**102.19**	(68.32)
Total Income Tax expense / (credit)	**102.20**	(68.23)

(b) Income tax recognised in other comprehensive loss

Particulars	2026	2025
Deferred tax related to items recognised in other comprehensive loss during the year:		
Remeasurement of defined benefit plans	**0.04**	0.05
Total Income tax recognised in other comprehensive loss	**0.04**	0.05

(c) The reconciliation of estimated income tax expense at tax rate to income tax expense reported in profit or loss is as follows:

Particulars	2026	2025
Profit / (loss) Before Tax	**489.14**	(278.56)
Applicable Income Tax rate	**25.17%**	25.17%
Expected Income Tax (income) / expense	**123.11**	(70.11)
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of net additional / (reversal) of provision in respect of prior years	**0.01**	0.09
CCPS valuation	**(21.03)**	1.62
Others disallowances	**0.12**	0.17
Reported tax expense / (income)	**102.21**	(68.23)

11 Other assets (non financial)

Rupees crores

Particulars	Non current		Current	
	2026	2025	2026	2025
Capital advances	**369.67**	552.29	**–**	–
Balance with Government Authorities	**–**	–	**314.86**	622.19
Others - Prepaid expenses	**22.53**	32.11	**31.41**	5.64
Total	**392.20**	584.40	**346.27**	627.83

12 Inventories

Rupees crores

Particulars	2026	2025
Stock in trade		
- Vehicles	**2.66**	7.86
- Spares & Accessories	**32.50**	10.84
Total	**35.16**	18.70

Note:

(i) Method of valuation of inventories is stated in Note 2(h)

(ii) Inventories include goods in transit amounts to Rs. 1.74 crores of vehicles and spares & accessories

13 Current investments

Rupees crores

Particulars	2026	2025
Quoted: Mandatorily measured at Fair Value Through Profit and Loss		
Investments in mutual funds	**1,752.54**	1,412.52
Unquoted: Measured at amortised cost		
Investment in Fixed Deposits	**–**	–
Total	**1,752.54**	1,412.52
Aggregate amount of quoted investments	**1,752.54**	1,412.52
Aggregate amount of unquoted investments	**–**	–

Notes to the financial statements for the year ended 31 March, 2026

14 Trade receivables

Rupees crores

Particulars	2026	2025
Unsecured, considered good	**19.83**	38.90
Total	**19.83**	38.90

Rupees crores

Particulars	Outstanding for following periods from due date of payment				
	Not due	Less than 6 months	6 months - 1 year	1-2 year	Total
Balance as at 31 March, 2026					
Undisputed trade receivables - considered good	**–**	**19.83**	**–**	**–**	**19.83**
Total	**–**	**19.83**	**–**	**–**	**19.83**
Balance as at 31 March 2025					
Undisputed trade receivables - considered good	–	38.90	–	–	38.90
Total	–	38.90	–	–	38.90

15 Cash and cash equivalents and Bank balances other than cash and cash equivalent

Rupees crores

Particulars	2026	2025
Cash and cash equivalents		
- Balances with banks on current account	**2.28**	3.22
- Fixed deposits with original maturity of less than 3 months	**421.60**	505.50
Cash and cash equivalents	**423.88**	508.72

16 Equity share capital

Rupees crores

Particulars	2026	2025
Authorised :		
5,05,00,00,000 Ordinary (Equity) Shares of Rs. 10 each (2025: 5,05,00,00,000)	**5,050.00**	5,050.00
1,92,50,000 Compulsorily Convertible Preference Shares of Rs. 1,000 each (2025: 1,92,50,000)	**1,925.00**	1,925.00
1,20,00,000 Series A 0.001% Compulsorily Convertible Preference Shares of Rs. 1,000 each (2025: 1,20,00,000)	**1,200.00**	1,200.00
Authorised Share Capital	**8,175.00**	8,175.00
Issued, subscribed and paid up		
4,30,83,18,399 (2025: 3,97,58,73,955) Ordinary (Equity) Shares of Rs. 10 each	**4,308.31**	3,975.87
Issued, Subscribed and Paid up Share Capital	**4,308.31**	3,975.87

(a) Reconciliation of number of ordinary (equity) shares and amount outstanding :

Particulars	2026		2025	
	No. of shares	Rupees crores	No. of shares	Rupees crores
Issued, subscribed and paid-up :				
At the beginning of the year	**3,97,58,73,955**	**3,975.87**	3,63,58,73,855	2,910.87
Add:				
Call money received for partly paid up shares issued to Mahindra & Mahindra Limited	**–**	**–**	–	725.00
Equity shares issued to Mahindra & Mahindra Limited (Rs 10 per share)	**33,24,44,444**	**332.44**	34,00,00,000.00	340.00
Equity shares issued to Jongsong Investments PTE Limited (Temasek)	**–**	**–**	100	0.00
Adjusted Issued, Subscribed and Paid-up Share Capital	**4,30,83,18,399**	**4,308.31**	3,97,58,73,955	3,975.87

(b) The Ordinary (Equity) Shares of the Company rank pari-passu including voting rights and entitlement to dividend.

(c) Details of Ordinary (Equity) Shares held by shareholders holding more than 5% of the aggregate issued, subscribed and paid up shares of the Company

Notes to the financial statements for the year ended 31 March, 2026

Name of the Shareholder	2026		2025	
	No. of Shares	**% Shareholding**	No. of Shares	% Shareholding
Mahindra & Mahindra Limited	**4,30,83,18,199**	**99.99%**	397,58,73,755	99.99%

(d) Details of Ordinary (Equity) Shares held by promoters in the Company's paid-up share capital (including partly paid shares):

Name of the Promoters	2026			2025		
	No. of Shares	**% Shareholding**	**% Change during the year**	No. of Shares	% Shareholding	% Change during the year
Promoters :						
Mahindra & Mahindra Limited	**430,83,18,199**	**99.99%**	**0.00%**	397,58,73,755	99.99%	–
Total	**430,83,18,199**	**99.99%**	**0.00%**	397,58,73,755	99.99%	–

Note:

(i) Aggregate number of bonus shares issued, shares issued for consideration other than cash and shares bought back during the period of three years immediately preceding the reporting date – Nil.

(ii) During the year ended 31 March 2026, pursuant to a right offer, the Holding Company subscribed to 33,24,44,444 Equity Shares of face value ₹10/- each at a premium of ₹35/- per share, aggregating to a total consideration of ₹1,496 crore.

(e) Details of proposed dividend

The Board of Directors of the Company have proposed an interim dividend of Rs. 0.01 / - per compulsory convertible preference shares in respect of the year ended March 31, 2026 which would result in cash outflow of approximately Rs. 0.03 crs.

17 Compulsorily convertible preference shares

Rupees crores

Particulars	Non Current	
	2026	2025
Measured at fair value through profit or loss		
0.001% Compulsorily convertible preference shares	**2,972.76**	3,056.40
Total	**2,972.76**	3,056.40

18 Lease liabilities

Rupees crores

Particulars	Non Current		Current	
	2026	2025	**2026**	2025
Lease liabilities	**10.67**	1.23	**2.70**	0.63
Total	**10.67**	1.23	**2.70**	0.63

Reconciliation of movement in borrowings and lease liabilities to cash flow from financing activities:

Rupees crores

Particulars	**2026**	2025
Opening Balance		
- Compulsorily convertible preference shares	**3,056.40**	1,500.00
- Non-current lease liabilities	**1.23**	–
- Current lease liabilities	**0.63**	–
	3,058.26	1,500.00
Cash flow movements		
Repayment of lease liabilities	**(1.56)**	(0.22)
	(1.56)	(0.22)
Non-cash flow movements		
Addition to lease liabilities during the year (including interest thereon)	**13.03**	2.18
(Gain) / loss on fair value measurement of Compulsorily Convertible Preference Shares	**(83.64)**	1,556.40
Deletion in lease liabilities	**0.06**	(0.10)
	(70.55)	1,558.48
Closing Balance		
- Compulsorily convertible preference shares	**2,972.76**	3,056.40
- Non-current lease liabilities	**10.67**	1.23
- Current lease liabilities	**2.70**	0.63
	2,986.13	3,058.26

Notes to the financial statements for the year ended 31 March, 2026

19 Other Financial Liabilities

Rupees crores

Particulars	Non Current		Current	
	2026	2025	**2026**	2025
Measured at Amortised Cost				
Capital creditors	**–**	–	**474.50**	955.99
Employee related expenses	**–**	–	**9.75**	5.88
Security deposits	**17.15**	14.78	**–**	–
Others	**61.21**	59.89	**–**	–
Measured at fair value through profit or loss				
Derivative financial liabilities	**–**	–	**–**	0.48
Total	**78.36**	74.67	**484.25**	962.35

20 Provisions

Rupees crores

Particulars	Non Current		Current	
	2026	2025	**2026**	2025
Provision for Employee Benefits (refer note no. 32)	**4.54**	3.37	**0.72**	0.52
Provision for Service Coupon	**5.41**	1.17	**17.61**	3.84
Provision for Warranties	**217.64**	32.11	**60.16**	–
Provision for Extended producer responsibility (EPR)	**28.91**	–	**–**	–
Total	**256.50**	36.65	**78.49**	4.36

Note: Provision for employee benefits includes gratuity and compensated absences.

Provision for service coupon relates to provision made in respect of sale of certain products, the estimated cost of which is accrued at the time of sale.

Provision for warranties relates to provision made in respect of sale of certain products and components, the estimated cost of which is accrued at the time of sale. The products are generally covered under a free warranty period ranging from 3 to 15 years. The arrangement for warranty is back to back with the contract manufacturer i.e., Mahindra and Mahindra Limited. (also refer note 8).

“The Company has made provision towards environmental compensation for batteries deployed in the market through the sale of electric vehicles. This provision has been calculated in accordance with the Guidelines for Environment Compensation (EC) under the Battery Waste Management Rules, 2022, as amended”.

The movement in provision for warranties, service coupons and EPR are as follows:

Rupees crores

Particulars	EPR		Warranties		Service coupon	
	2026	2025	**2026**	2025	**2026**	2025
Opening balance	–	–	32.11	–	5.00	–
Additional net provisions recognised during the year	**48.27**	–	**282.96**	32.11	**35.14**	5.42
Amounts utilised during the year	**–**	–	**(37.28)**	–	**(15.65)**	–
Unwinding of discount	**(19.36)**	–	**–**	–	**(1.48)**	(0.42)
Closing balance	**28.91**	–	**277.79**	32.11	**23.01**	5.00

21 Other Non Current liabilities

Rupees crores

Particulars		
	2026	2025
Extended Warranty - Advance Received	**12.27**	–
Other liabilities	**22.55**	–
Total	**34.82**	–

22 Other Current Liabilities

Rupees crores

Particulars		
	2026	2025
Statutory dues (other than income tax)		
Goods and Services tax	**106.70**	158.24
Tax deducted at source	**50.07**	54.96
Provident fund and Pension fund	**0.27**	0.21
Profession tax	**0.01**	0.00
Contract Liabilities*	**69.95**	59.87
Others	**25.61**	5.17
Total	**252.61**	278.45

* Contract liabilities are expected to be recognised in revenue over a period of 1 years

Notes to the financial statements for the year ended 31 March, 2026

23 Trade payables

Rupees crores

Particulars	2026	2025
Total outstanding dues of micro enterprises and small enterprises	**12.38**	23.77
Total outstanding dues of creditors other than micro enterprises and small enterprises	**1,833.07**	692.57
Total	**1,845.45**	716.34

Trade payables

Micro and Small enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the MSMED Act") are given below:

Rupees crores

Particulars	2026	2025
(a) Dues remaining unpaid at the end of each accounting year for micro and small enterprises		
– Principal	**0.01**	0.00
– Interest on the above	**0.00**	0.00
(b) Interest paid in terms of Section 16 of the MSMED Act along with the amount of payment made to the supplier beyond the appointed day during the year		
– Principal paid beyond the appointed date	**7.03**	4.87
– Interest paid in terms of Section 16 of the MSMED Act	**0.01**	0.02
(c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**0.01**	–
(d) Further interest due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	**–**	–
(e) Amount of interest accrued and remaining unpaid	**0.01**	0.02

Ageing of trade payables

Rupees crores

	2026					
		Outstanding for following periods from due date of payment				
Particulars	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable						
MSME	**1.33**	**11.05**	**–**	**–**	**–**	**12.39**
Others	**1,433.69**	**69.16**	**–**	**–**	**–**	**1,502.84**
Total:	**1,435.02**	**80.21**	**–**	**–**	**–**	**1,515.23**
Accrued Expenses	**–**	**–**	**–**	**–**	**–**	**330.22**
Total Trade payables	**1,435.02**	**80.21**	**–**	**–**	**–**	**1,845.45**

Rupees crores

	2025					
		Outstanding for following periods from due date of payment				
Particulars	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Trade payable						
MSME	6.84	16.93	–	–	–	23.77
Others	577.09		–	–	–	577.09
Total:	583.93	16.93	–	–	–	600.86
Accrued Expenses	–	–	–	–	–	115.48
Total Trade payables	583.93	16.93	–	–	–	716.34

23A Revenue from operations

Rupees crores

Particulars	2026	2025
From contract with customers (as defined under Ind AS 115)		
Sale of products		
- Vehicles	**12,990.76**	2,167.86
- Spares	**195.68**	96.20
Sale of Services	**17.33**	–
	13,203.77	2,264.06
Other operating revenue from other sources		
- Production Linked Incentive	**1,156.24**	–
- Industrial Promotion Scheme	**57.46**	–
- Others	**6.02**	–
Total	**14,423.49**	2,264.06

Notes to the financial statements for the year ended 31 March, 2026

23.01 Revenue disaggregation by geography is as follows:

		Rupees crores
Particulars	**2026**	2025
Geography		
Domestic	**14,358.97**	2,263.79
Overseas	**64.52**	0.27
Total	**14,423.49**	2,264.06

Note: Geographical revenue is allocated based on the location of the customers

23.02 Changes in Contract Liabilities are as follows:

		Rupees crores
Particulars	**2026**	2025
Opening balance of Contract liabilities	**59.87**	–
Additions during the period	**69.95**	59.87
Transfer from contract liabilities to revenue	**(59.87)**	–
Closing balance of Contract Liabilities	**69.95**	59.87

23.03 Reconciliation of revenue recognised in the statement of profit and loss with contracted price

		Rupees crores
Particulars	**2026**	2025
Revenue from contracts with customers as per the contract price	**13,672.98**	2,280.68
Adjustments made to contract price on account of :-	**(469.21)**	(16.62)
Less: Discounts and Incentives	**(299.39)**	(11.48)
Less: Sales Return	**(159.74)**	(5.14)
Less: Deferment of revenue	**(69.95)**	–
Add: Recognition of revenue from contract liability out of opening balance	**59.87**	–
Revenue from contracts with customers as per statement of Profit and Loss	**13,203.77**	2,264.06

24 Other income

		Rupees crores
	2026	2025
Interest income on financial assets measured at amortised cost	**25.39**	6.25
Net gain arising on financial assets measured at fair value through profit & loss *	**74.65**	74.10
Interest unwinding on government grant receivable (Refer note 4 (ii))	**35.58**	–
Gain on fair value measurement of Compulsorily Convertible Preference Shares	**83.64**	–
Other income	**0.02**	0.02
Total	**219.28**	80.37

* Includes gain of Rs. 96.43 Cr (Mar' 25 : 44.76) on sale of Investments.

25 Changes in inventories of stock in trade

		Rupees crores
Particulars	**2026**	2025
Opening inventories:	**–**	–
Finished goods	**7.86**	–
Spares	**10.84**	–
Less: Closing inventories		
Finished goods	**2.66**	7.86
Spares	**32.50**	10.84
Net (increase) in inventories	**(16.46)**	(18.70)

26 Employee Benefits Expense

		Rupees crores
Particulars	**2026**	2025
Salaries and wages, including bonus	**40.42**	18.63
Contribution to provident and other funds	**3.29**	1.28
Equity settled share based payments*	**1.38**	0.41
Staff welfare expenses	**0.58**	0.11
Total	**45.67**	20.43

* Represents cost reimbursed by the company towards ESOP's granted by the holding company, Mahindra & Mahindra Limited.

Certain employees of the Mahindra Electric Automobile Limited are covered by Employee Stock Option Scheme-2000 (ESOP scheme) offered by Holding Company, Mahindra & Mahindra Limited. Under the scheme, eligible employees are granted an option to purchase shares of Mahindra & Mahindra Limited, in accordance with the terms and conditions of the scheme.

The Company recognizes this scheme as an equity settled share based payments arrangement in accordance with IND AS 102 - Share Based Payment.

Such ESOP expense in respect of employees of the Company, is charged by the Holding Company over the vesting period in accordance with the ESOP scheme which is recognized as Equity settled share based payment expenses under Employee Benefit Expenses.

27 Finance Cost

		Rupees crores
Particulars	**2026**	2025
Interest expense		
- unwinding of service coupon	**0.25**	–
- Interest expense on extended warranty	**0.20**	–
- on lease liabilities	**0.56**	0.06
- others	**0.86**	0.64
Total	**1.87**	0.70

28 Depreciation and amortisation expense

		Rupees crores
Particulars	**2026**	2025
Depreciation on Property, Plant and Equipment	**313.88**	83.52
Depreciation on Right of use assets	**1.94**	0.24
Amortisation on Intangible assets	**639.86**	152.62
Total	**955.68**	236.38

29 Other Expenses

		Rupees crores
	2026	2025
Rent expense	**3.09**	1.23
Advertisement expenses and sales promotion	**262.56**	142.26
Travelling and conveyance expenses	**6.40**	2.37
Legal and professional fees	**72.45**	33.95
Hire and service charge	**62.51**	3.57
Director remuneration (refer note 35)	**2.52**	1.68
Payment to auditors**	**0.62**	0.36
Insurance expense	**1.85**	0.57
Stockyard Expenses	**10.62**	2.03
Sales and after sales support services	**292.41**	52.80
Freights	**1.34**	–
Repair and maintenance		
- on computers	**0.24**	–
- on vehicles	**0.03**	0.02
- on others	**0.20**	0.09
Foreign exchange loss	**13.86**	–
Miscellaneous expenses	**12.90**	11.79
Total	**743.60**	252.70

Notes to the financial statements for the year ended 31 March, 2026

**Payment to auditors	2026	Rupees crores 2025
To Statutory auditors -		
a) For audit	**0.30**	0.27
b) Other services	**0.32**	0.09
c) Reimbursement of expenses	**–**	–
Total	**0.62**	0.36

30 Corporate Social Responsibility

As per section 135 of the Companies Act, 2013, the Company is not required to spend 2% of its average net profit of the immediately three preceding financial years on CSR in F26

Particulars	2026	Rupees crores 2025
(a) Gross amount required to be spent by the Company during the year based on 2% of average net profits	**–**	0.19
(b) Amount required to be spent during the year	**–**	0.19
(c) Amount spent during the year	**–**	0.20
(d) Unspent amount at the end of the year	**–**	–

(e) Nature of CSR Activities: Imparting 21st century skills for all students including digital literacy, financial literacy and life skills. Also, to provide vocational skills in technical and service trades leading to new livelihood opportunities.

Note: Amount recognised as expense in profit or loss is **Nil** (2025: 0.20 crores) Further, the company doesn't wish to carry forward any excess amount spent during the year.

31 Earnings Per Share (EPS)

Particulars	2026	Rupees crores 2025
Basic and Diluted Earnings per Share		
Profit / (loss) for the year for basic EPS (Rupees crores)	**303**	(210)
Profit / (loss) for the year for diluted EPS (Rupees crores)*	**303**	(210)
Weighted average number of Ordinary (Equity) Shares used in computing basic EPS	**4,43,16,45,416**	3,81,64,10,766
Weighted average number of potential Equity Shares on account of Compulsory Convertible Preference Shares	**4,43,16,45,416**	–
Basic Earnings per share (Rs.) (Face value of Rs. 10 per share)	**0.68**	(0.55)
Diluted Earnings per share (Rs.)	**0.68**	(0.55)

** since the EPS after considering conversion of CCPS will be anti-dilutive, Basic and Diluted EPS are same.*

32 Employee Benefits

General description of defined benefit plans

Gratuity

There is gratuity plan is covering all employees. The benefit payable is greater of the amount calculated as per the payment of Gratuity Act or the company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

Risk exposure

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Inflation risk

The present value of some of the defined benefit plan obligations are calculated with reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Life expectancy

The present value of defined benefit plan obligation is calculated by reference to the best estimate of the mortality of plan participants, both during and after the employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

The Company has assessed the potential financial impact of four new labour codes notified by The Ministry of Labour & Employment in November 2025 and adjustments have been made in Profit & Loss of the current financial year amounting Rs.0.40 crores.

Notes to the financial statements for the year ended 31 March, 2026

Defined benefit plans - Actuarial valuation as on 31 March, 2026

Particulars	Unfunded Plans Gratuity 2026	Rupees crores Unfunded Plans Gratuity 2025
1 Amounts recognised in profit or loss		
Current service cost	**0.47**	0.16
Past service cost	**0.40**	–
Net interest expense	**0.16**	0.09
Total amount included in employee benefits expense	**1.03**	0.25
2 Amounts recognised in other comprehensive income		
Remeasurement (gains) / losses:		
Opening amount recognized in OCI outside profit and loss account	**0.19**	0.09
a) Actuarial (gains) / losses arising from changes in -		
- experience adjustments	**0.03**	0.06
- changes in financial assumptions	**(0.05)**	0.05
- changes in demographic assumptions	**–**	(0.01)
Closing amount recognised in other comprehensive income	**0.17**	0.19
3 Changes in the defined benefit obligation		
Opening defined benefit obligation	**2.19**	0.89
Current service cost	**0.47**	0.16
Past service cost	**0.40**	–
Interest expense	**0.16**	0.09
Remeasurement (gain)/losses arising from changes in:		
- demographic assumptions	**-**	(0.01)
- financial assumptions	**(0.05)**	0.05
- experience assumptions	**0.03**	0.06
Impact of liability assumed*	**(0.07)**	1.28
Benefits paid	**-**	(0.33)
Closing defined benefit obligation	**3.13**	2.19

* Transfer from Mahindra & Mahindra Limited

Defined benefit plans - Actuarial valuation

Particulars	Unfunded Plans Gratuity 2026	Rupees crores Unfunded Plans Gratuity 2025
4 Net defined benefit obligation		
Defined benefit obligation	**3.13**	2.19
Current portion of the above	**0.35**	0.22
Non current portion of the above	**2.78**	1.97

5 Actuarial Assumptions and sensitivity

a Actuarial assumptions

Assumptions	2026	2025
Discount rate (%)	**7.10%**	6.90%
Attrition rate (%)	**12.50%**	12.50%
Cost inflation (%)	**9.00%**	9.00%

b Quantitative sensitivity analysis for impact of significant assumptions on defined benefit obligation are as below:

Assumptions	2026	Rupees crores 2025
One percentage point increase in discount rate	**(6.82%)**	(7.01%)
One percentage point decrease in discount rate	**7.71%**	7.94%
One percentage point increase in salary growth rate	**6.80%**	7.71%
One percentage point decrease in salary growth rate	**(6.14%)**	(6.95%)

c Maturity profile

Particulars	2026	Rupees crores 2025
Expected benefits for year 1	**0.35**	0.22
Expected benefits for year 2	**0.35**	0.23
Expected benefits for year 3	**0.34**	0.23
Expected benefits for year 4	**0.34**	0.23
Expected benefits for year 5	**0.33**	0.22
Expected benefits for year 6	**0.32**	0.21
Expected benefits for year 7	**0.30**	0.20
Expected benefits for year 8	**0.28**	0.20
Expected benefits for year 9	**0.32**	0.19
Expected benefits for year 10 and above	**2.90**	2.13

The estimate of future salary increases considered in actuarial valuation takes account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

The weighted average duration of the defined benefit obligation is 7.24 years (2024: 7.45 years)

33 Capital management

The Company's capital management strategy is to effectively determine, raise and deploy capital so as to create value for its shareholders. The same is done through a mix of either equity and/or preference and/or convertible shares as may be appropriate.

The Company determines the amount of capital required on the basis of its product, capital expenditure, operations and strategic investment plans. Equity is given in the table below :

Particulars	2026	Rupees crores 2025
Total shareholder's equity as reported in Balance Sheet	**7,134.69**	5,251.74
Less :		
Current investments	**1,752.54**	1,412.52
Cash and Bank Balances	**929.88**	508.72
Total Capital deployed	**4,452.27**	3,330.50

34 Financial instruments

Financial Risk Management Framework

In the course of its business, the Company is exposed to a certain financial risks namely credit risk, market risk & liquidity risk. The Company's primary focus is to achieve better predictability of financial markets and seek to minimize potential adverse effects on its financial performance.

The financial risks are managed in accordance with the risk management policy as approved by Board of Directors of the Company.

(a) Market Risk Management

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates etc. could affect the Company's income or the value of its holdings of financial instruments including cash flow. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while maximizing the return.

Notes to the financial statements for the year ended 31 March, 2026

(b) Currency Risk

The Company's exposure to currency risk relates primarily to the company's operating activities i.e.. Purchases where the transactions are denominated in a currency other than the Company's functional currency.

The Company's foreign currency exposures are managed in accordance with its Foreign Exchange Risk Management Policy which has been approved by its Board of Directors. The Company's hedges its foreign currency risk mainly by way of Forward Covers. Other derivative instruments may be used if deemed appropriate.

The carrying amounts of the company's foreign currency exposure at the end of the reporting period are as follows:

Rupees crores

Particulars	Euro	Pounds	USD Dollar	Total
As at 31 March, 2026				
Financial Liabilities	**10.93**	**11.41**	**93.27**	**115.62**
As at 31st March, 2025				
Financial Liabilities	38.48	16.27	129.58	184.33

The Company's outstanding forward exchange contracts are not accounted as hedges. Notional value of the same is as given below:

Rupees crores

Particulars	2026	2025
Buy currency		
- USD/INR	**–**	99.75
- EUR/INR	**–**	–
- GBP/INR	**–**	4.10

Sensitivity Analysis of unhedged foreign currency exposure

Foreign Currency Sensitivity

The following table demonstrate the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant

Rupees crores

	Effect on profit before tax			
Particulars	10% Increase - 2026	10% Decrease - 2026	10% Increase - 2025	10% Decrease - 2025
US Dollars	**9.33**	**9.33**	2.98	2.98
Euro	**1.09**	**1.09**	3.85	3.85
Pounds	**1.14**	**1.14**	1.22	1.22

(b) Credit Risk Management

Credit Risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has dealing with government organisations for subsidy related transaction and for private non-government counterparties, the company have obtained sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The exposure is continuously monitored.

(c) Liquidity risk management - Maturity profile of non - derivative financial liabilities

The following table details the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows.

Rupees crores

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March, 2026				
Trade payables	**1,845.45**	**–**	**–**	**–**
Other financial liabilities	**562.61**			
Total	**2,408.06**	**–**	**–**	**–**

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March, 2025				
Trade payables	716.34	–	–	–
Other financial liabilities	962.35			
Total	1,678.69	–	–	–

Notes to the financial statements for the year ended 31 March, 2026

(d) Maturity profile of derivative financial liabilities

The following table details the Company's liquidity analysis for its derivative financial liabilities.

Rupees crores

Particulars	Less than 1 year	1-3 Years	3 years to 5 Years
As at 31 March, 2026			
Financial Liabilities	**–**	**–**	**–**
As at 31 March, 2025			
Financial Liabilities	0.48	–	–

(e) Offsetting of balances: The Company has not offset financial assets and financial liabilities.

(f) Fair Value Disclosures

(i) Financial Instruments regularly measured using fair value - recurring items

Rupees crores

Financial assets/ financial liabilities	Financial assets / financial liabilities	Fair Value Category	As at 31 March 2026	As at 31 March 2025	Fair value hierarchy	Valuation technique(s)
1) Investment in Mutual Funds	Financial Assets	Financial instrument measured at FVTPL	**1,752.54**	1,412.52	Level 1	Net asset value available for immediate redemption
2) Foreign Currency forward	Financial Assets	Financial instrument measured at FVTPL	**–**	0.48	Level 2	Discounted Cash Flow
3) Compulsorily Convertible Preference Shares (CCPS)	Financial Liability	Financial instrument measured at FVTPL	**2,972.76**	3,056	Level 3	Income Approach - Discounted Cash Flow/ Market Multiple

* Key inputs

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities

Level 2 - Discounted cash flow - Future cash flows are estimated based on forward exchange rates (from observable forward exchange rates at the end of the reporting period) and contract forward rates, discounted at rate that reflects the credit risk of various counter parties

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

Reconciliation of Level 3 fair value measurements of financial instruments measured at fair value

Rupees crores

Particulars	2026	2025
Opening Balance	**(3,056.40)**	(1,500.00)
Total gains or losses recognised:		
a) in profit / (loss)	**83.64**	(6.40)
b) in other comprehensive income.		
Issued during the period	**–**	(1,550)
Closing balance	**(2,972.76)**	(3,056.40)

(ii) Financial Instruments measured using amortised cost

Rupees crores

Particulars	Carrying Value	Fair value	Fair value		
As at 31 March, 2026			**Level 1**	**Level 2**	**Level 3**
Financial assets					
a) Other financial assets	**1,454.22**	**1,454.22**	**–**	**1,454.22**	**–**
b) Cash and Bank Balance	**423.88**	**423.88**	**423.88**	**–**	**–**
Total	**1,878.10**	**1,878.10**	**423.88**	**1,454.22**	**–**
Financial liabilities					
a) Trade Payable	**1,845.45**	**1,845.45**	**–**	**1,845.45**	**–**
b) Other Financial Liabilities	**484.25**	**484.25**	**–**	**484.25**	**–**
Total	**2,329.70**	**2,329.70**	**–**	**2,329.70**	**–**

Notes to the financial statements for the year ended 31 March, 2026

Rupees crores

Particulars	Carrying Value	Fair value	Fair value		
			Level 1	Level 2	Level 3
As at 31 March, 2025					
Financial assets					
a) Other financial assets	119.54	119.54	–	119.54	–
b) Cash and Bank Balance	508.72	508.72	508.72		–
Total	628.26	628.26	508.72	119.54	–
Financial liabilities					
a) Trade Payable	716.34	716.34	–	716.34	–
b) Other Financial Liabilities	962.35	962.35	–	962.35	–
Total	1,678.69	1,678.69	–	1,678.69	–

There were no transfers between Level 1 and Level 2 during the year/period.

35 Related party disclosures

(a) Names of related parties where transactions have taken place during the year:

(i) Holding Company, Fellow Subsidiaries and Investor

S.No.	Name of the Entity	Relationship
1	Mahindra & Mahindra Limited	Holding company
2	Tech Mahindra Limited	Associate of holding company
3	Golde Pune Automotive India, Pvt Ltd.	Associate of holding company
4	Tech Mahindra (Shanghai) Co. Ltd	Associate of holding company
5	CIE Automotive India Limited	Associate of holding company
6	Mahindra Logistics Limited	Fellow subsidiary
7	Mahindra Integrated Business Solutions Private Limited	Fellow subsidiary
8	Lords Freight (India) Private Limited	Fellow subsidiary
9	Mahindra Accelo Limited	Fellow subsidiary
10	Fifth Gear Ventures Limited (Entity has been merged with Mahindra First Choice Wheels Limited)	Fellow subsidiary
11	NBS International Limited	Fellow subsidiary
12	Mahindra First Choice Wheels Limited	Fellow subsidiary
13	Mahindra Auto Steel Private Limited	Fellow subsidiary
14	Mahindra and Mahindra Financial Services limited	Fellow subsidiary
15	Pininfarina S.P.A.	Fellow subsidiary
16	Bristlecone India Private Limited	Fellow subsidiary
17	Satyam Venture Engineering Service Private Limited	Associate of holding company
18	British International Investment PLC (BII)	Investor

(ii) Key Management Personnel (KMP) :

S.No.	Name of KMP	Designation
1	Velusamy R	Managing Director
2	Nalinikanth Gollagunta	Executive Director
3	Rajesh Jejurikar	Director
4	Abanti Sankarnarayanan	Director
5	Dr. Anish Shah	Director
6	Isha Dalal	Director
7	Abhinav Sinha	Director (Nominee of BII)
8	Vikram Singh Mehta	Independent Director
9	Shikha Sharma	Independent Director
10	Bhavesh Shah	Chief Financial Officer
11	Amit Dodani	Company Secretary

Notes to the financial statements for the year ended 31 March, 2026

(b) The related party transactions are as under :

Rupees crores

S.No.	Nature of Transactions	Holding Company		Fellow Subsidiary		Associate of Holding Company		BII		KMP	
		2026	2025	**2026**	2025	**2026**	2025	**2026**	2025	**2026**	2025
1	**Purchases :**										
	Goods										
	Mahindra Auto Steel Private Limited	**–**	–	**24.89**	17.38	**–**	–	**–**	–	**–**	–
	Mahindra Accelo Limited	**–**	–	**3.04**	0.24	**–**	–	**–**	–	**–**	–
	Mahindra & Mahindra limited	**12,314.54**	2,061.31	**–**	–	**–**	–	**–**	–	**–**	–
	Golde Pune Automotive India, Pvt Limited	**–**	–	**–**	–	**0.11**	–	**–**	–	**–**	–
	CIE Automotive India Limited	**–**	–	**–**	–	**0.03**	–	**–**	–	**–**	–
	Property, plant & equipment										
	Mahindra & Mahindra Limited	**98.47**	207.86	**–**	–	**–**	–	**–**	–	**–**	–
	Intangible assets under development										
	Mahindra & Mahindra Limited	**–**	229.00	**–**	–	**–**	–	**–**	–	**–**	–
	Services										
	Mahindra & Mahindra limited	**858.41**	557.15	**–**	–	**–**	–	**–**	–	**–**	–
	Mahindra Logistics Limited	**–**	–	**91.02**	10.00	**–**	–	**–**	–	**–**	–
	Tech Mahindra Limited	**–**	–	**11.31**	4.51	**–**	–	**–**	–	**–**	–
	Tech Mahindra (Shanghai) Co. Ltd	**–**	–	**–**	–	**0.87**	–	**–**	–	**–**	–
	Lords Freight (India) Private Limited	**–**	–	**3.72**	3.77	**–**	–	**–**	–	**–**	–
	Fifth Gear Ventures Limited	**–**	–	**–**	1.21	**–**	–	**–**	–	**–**	–
	Satyam Venture Engineering Service Private Limited	**–**	–	**–**	–	**0.13**	0.18	**–**	–	**–**	–
	Mahindra Integrated Business Solutions Private Limited	**–**	–	**223.42**	311.10	**–**	–	**–**	–	**–**	–
	Mahindra and Mahindra Financial Services limited	**–**	–	**–**	0.20	**–**	–	**–**	–	**–**	–
	NBS International Limited	**–**	–	**0.02**	0.00	**–**	–	**–**	–	**–**	–
	Mahindra First Choice Wheels Limited	**–**	–	**3.84**	–	**–**	–	**–**	–	**–**	–
	Bristlecone India Private Limited	**–**	–	**0.03**	–	**–**	–	**–**	–	**–**	–
	Pininfarina S.P.A.	**–**	–	**0.27**	–	**–**	–	**–**	–	**–**	–
2	**Sales of Goods**										
	Goods										
	Mahindra & Mahindra limited	**2.70**	68.57	**–**	–	**–**	–	**–**	–	**–**	–
	Mahindra and Mahindra Financial Services limited	**–**	–	**22.50**	3.11	**–**	–	**–**	–	**–**	–
	NBS International Limited	**–**	–	**399.68**	33.06	**–**	–	**–**	–	**–**	–
	Mahindra Integrated Business Solutions Private Limited	**–**	–	**1.06**	–	**–**	–	**–**	–	**–**	–
	Property, Plant and Equipment										
	Mahindra & Mahindra Limited	**–**	44.36								
	Royalty Income										
	Mahindra & Mahindra limited	**6.00**	–								
2	**Finance :**										
	Issue of Shares										
	Mahindra & Mahindra Limited	**1,496.00**	2,255.00	**–**		**–**	–	**–**	–	**–**	–
	Issue of Compulsorily Convertible Preference Shares										
	British International Investment Plc	**–**	–	**–**	–	**–**	–	**–**	650.00	**–**	–
3	**Managerial remuneration**	**–**	–	**–**	–	**–**	–	**–**	–	**3.80**	4.86
4	**Commission and Other benefits (to independent director)**	**–**	–	**–**	–	**–**	–	**–**	–	**0.09**	0.08

Notes to the financial statements for the year ended 31 March, 2026

Rupees crores

S.No.	Nature of Transactions	Holding Company		Fellow Subsidiary		Associate of Holding Company		BII		KMP	
		2026	2025	**2026**	2025	**2026**	2025	**2026**	2025	**2026**	2025
5	**Other Transactions :**										
	Reimbursements made from parties										
	Mahindra & Mahindra limited	**77.42**	14.82	**–**	–	**–**	–	**–**	–	**–**	–
	NBS International Limited	**–**	–	**0.88**	0.22	**–**	–	**–**	–	**–**	–
	Reimbursements made to parties										
	Mahindra & Mahindra limited	**33.33**	187.44	**–**	–	**–**	–	**–**	–	**–**	–
	NBS International Limited	**–**	–	**2.74**	–	**–**	–	**–**	–	**–**	–
	Lease										
	Mahindra And Mahindra Financial Services Limited	**–**	–	**1.52**	–	**–**	–	**–**	–	**–**	–
6	**Receivables / (Payable):**										
	Mahindra & Mahindra limited	**(1,311.21)**	(726.98)	**–**	–	**–**	–	**–**	–	**–**	–
	Fifth Gear Ventures Limited	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
	Lords Freight (India) Private Limited	**–**	–	**(1.89)**	(0.10)	**–**	–	**–**	–	**–**	–
	Mahindra Accelo Limited	**–**	–	**(0.18)**	(0.00)	**–**	–	**–**	–	**–**	–
	Mahindra Auto Steel Private Limited	**–**	–	**(4.44)**	7.59	**–**	–	**–**	–	**–**	–
	Mahindra Integrated Business Solutions Private Limited	**–**	–	**(72.57)**	(80.79)	**–**	–	**–**	–	**–**	–
	Mahindra Logistics Limited	**–**	–	**(9.15)**	(2.98)	**–**	–	**–**	–	**–**	–
	Mahindra First Choice Wheels Limited	**–**		**(0.54)**	–	**–**	–	**–**	–	**–**	–
	Satyam Venture Engineering Service Private Limited	**–**	–	**–**	–	**(0.05)**	(0.02)	**–**	–	**–**	–
	Golde Pune Automotive India, Pvt Ltd.	**–**		**–**	–	**(0.12)**	–	**–**	–	**–**	–
	Mahindra and Mahindra Financial Services limited	**–**	–	**0.73**	1.50	**–**	–	**–**	–	**–**	–
	NBS International Limited	**–**		**(0.66)**	0.00	**–**	–	**–**	–	**–**	–
	Tech Mahindra (Shanghai) Co. Ltd	**–**	–	**–**	–	**(0.60)**	–	**–**	–	**–**	–
	CIE Automotive India Limited	**–**	–	**–**	–	**(0.04)**	–	**–**	–	**–**	–
	Pininfarina S.P.A.	**–**	–	**(0.26)**	–	**–**	–	**–**	–	**–**	–
	Tech Mahindra Limited	**–**	–	**–**	(1.01)	**–**	–	**–**	–	**–**	–

36 Compulsorily Convertible Preference Shares

Mahindra & Mahindra Limited (M&M), the holding company, executed a Securities Subscription Agreement and Shareholders' Agreement with British International Investment Plc ('BII'), whereby BII has invested Rs 1,850 crores in Compulsorily Convertible Preference Shares till Mar'26.

Mahindra & Mahindra Limited and Jongsong Investments Pte Limited (Temasek) have executed a binding agreement with Temasek. Temasek have invested Rs. 1,200 crores Series A Compulsorily Convertible Preference Shares till Mar'26.

Compulsorily Convertible Preference Shares is convertible compulsorily and automatically into such number of equity shares determined as per a pre-determined formula at the conversion date, as per terms and conditions of the agreement(s) entered between the Company, BII and Temasek. Since the Compulsorily Convertible Preference Shares is convertible into variable number of equity shares of MEAL, it has been classified as financial liability at fair value through profit or loss in the financial statements of the Company. The fair value of Compulsorily Convertible Preference Shares issued as at 31 March 2026 is Rs. 2,972.76 crores (2025: Rs 3056.4 crores).

Subsequent to year end, Subject to approval of the board and in accordance with and subject to the terms and conditions stipulated in the Securities Subscription Agreement and Shareholders Agreement entered with British International Investment Plc (BII) and Jongsong Investments Pte Ltd ("Temasek"), Company has proposed the conversion for 305,00,000 0.001 % Compulsory convertible preference shares of face value 1000 each into 35,18,42,120 equity shared of Face Value 10 each.

37 Contingent liability and Commitment

(a) There are no contingent liability as on 31 March 2026.

(b) The estimated amount of contracts remaining to be executed on capital account and not provided for as at 31 March 2026 is Rs. 888.01 crores (2025: 1,069.42 crores)

38 Segment reporting

The Company currently operates in a single reportable segment of four wheeler electric passenger vehicles. Consequently, the requirement for a separate disclosure under Ind AS 108 - "Operating Segments" is not applicable. For geographical disclosure of revenue refer note 23. All non current assets are located in India.

39 Leases

The Company has taken on lease vehicles during the period for its operation. Leases of motor vehicles generally have lease terms between 2 and 5 years.

In accordance with the requirements under Ind AS 116, Leases, the Company has recognized the lease liability and ROU assets at the present value of the future lease payments discounted at the incremental borrowing rate prevailing during the period.

The movement in carrying value of right of use assets during the period ended 31 March 2026 is provided in Note 4.

Notes to the financial statements for the year ended 31 March, 2026

The following is the movement in lease liabilities during the period ended 31 March 2026

Sr No	Particulars	2026	Rupees crores 2025
1)	**Balance at the beginning of the period**	**1.86**	–
2)	Additions during the period	**12.47**	2.12
3)	Finance cost accrued during the period	**0.56**	0.06
4)	Payment of lease liabilities	**(1.56)**	(0.22)
5)	Deletions/ Lease modification during the period	**0.06**	(0.10)
6)	**Balance at the end of the period**	**13.39**	1.86

The Break-up of current and non-current lease liabilities as at 31 March 2026 is provided in Note 18

The following are the amounts recognised in profit or loss:

Sr No	Particulars	2026	2025
1)	Depreciation charge for ROU assets (Refer Note 4)	**1.94**	0.22
2)	Interest expense on lease liabilities (Refer Note 27)	**0.29**	0.06
3)	Expense related to variable and short term leases not included in measurement of lease liabilities	**0.17**	0.0
4)	Gain on sale of ROU asset	**(0.02)**	(0.01)

40 The Ministry of Environment, Forest and Climate Change has notified the Environment Protection (End-of-Life Vehicles) Rules, 2025 ("ELV Rules"), which are effective from April 1, 2025. As per these rules, Extended Producer Responsibility (EPR) obligations are imposed on producers ("vehicle manufacturers") for the scrapping of End-of-Life Vehicles and such obligations are to be fulfilled through the purchase of EPR certificates from registered Vehicle Scrapping Facilities via a Centralised Online Portal. The implementation details and operational procedures of the ELV rules including the modalities of the pricing mechanism for the EPR certificates are yet to be developed.

Consequently, the Company is currently unable to reliably estimate a range of possible outcomes and the potential impact of these rules. The Company will continue to assess the ability to measure its obligations pursuant to the ELV Rules, as and when the aforesaid details of implementation framework are available.

41 Ratio

Particulars	Numerator	Denominator	2026	2025
Current Ratio	Total Current Asset	Total Current Liabilities	**1.70**	1.39
Return on equity (ROE)	Net profits / (loss) after taxes	Average Total Equity for the period	**6.25%**	(4.97%)
Return on investment	Income earned on investment	Average investment for the period	**6.97%**	6.96%
Return on capital employed (ROCE)	Profit before interest and tax	Average Total Equity + Average Total Debt for the period	**5.33%**	(3.34%)
Net Profit Margin	Net profits / (loss) after taxes	Total Revenue	**2.64%**	(8.97%)
Trade Receivables Turnover	Revenue from sale of goods and services	Average Trade Receivable for the period	**491.19**	116.41
Trade Payable Turnover	Purchase of goods and service + Other expenses	Average trade payable for the period	**10.28**	6.59

Other ratios are not applicable

42 Other Disclosures

Additional regulatory information pursuant to the requirement in Division II of Schedule III to the Companies Act 2013

a. Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

b. The Company does not have any transactions with companies struck off.

c. The Company has not revalued its property, plant and equipment or intangible assets or both during the current year/period.

d. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

e. No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

f. No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

g. The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year/period in the tax assessments under the Income Tax Act, 1961 such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

h. The Company does not have any borrowings from banks and financial institutions on the basis of security of current assets.

i. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

j. The Company has complied with the number of layers prescribed under the Companies Act, 2013.

k. The Company has also availed non-fund based facilities viz, bank guarantees and letter of credit.

In terms of our report attached.

For B S R & Co. LLP
Chartered Accountants
Firm Registration No. 101248W/W-100022

Venkataramanan Vishwanath
Partner
Membership No: 113156

Mumbai, 28 April, 2026

For **Mahindra Electric Automobile Limited**
CIN U34103MH2022PLC392623

Mr. Velusamy Ramasamy
Managing Director
DIN: 09774151

Mr. Nalinikanth Gollagunta
Executive Director
DIN: 07906313

Mr. Bhavesh Shah
Chief Financial Officer
Membership No: 117290

Amit Dodani
Company Secretary
FCS No.: A22345

Mumbai, 28 April, 2026

Mumbai, 28 April, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of NBS International Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **NBS International Limited** ('the Company'), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flow and the Statement of Changes in Equity for the year then ended, and notes to the Financial Statements, including a summary of the material accounting policies and other explanatory information (hereinafter referred to as the 'Financial Statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matter

Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the Financial Statements for the financial year ended March 31, 2026. There are no Key Audit Matters to be reported during the year.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the preparation of other information. This other information comprises the information included in the Board's Report (including annexures thereto) and Management Discussion and Analysis ("MD&A") (collectively referred to as "Other Information"), but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the Other Information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the Other Information and, in doing so, consider whether the Other Information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this Other Information, we are required to communicate the matter to those charged with governance. We have nothing to report in this regard.

Management Responsibilities for the Financial Statements

The accompanying Financial Statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS specified under section 133 of the Act and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to Financial Statements in place and the operating effectiveness of such controls based on our audit;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management;
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern;
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation; and

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

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

Other Matter

These Financial Statements include the figures for the year ended March 31, 2025 which were audited by predecessor auditors who expressed an unmodified opinion as relevant on those Financial Statements vide their audit report dated April 17, 2025. Our opinion on the Financial Statements is not modified in respect of this matter.

Report on Other Legal and Regulatory Requirements

1. As required by Section 197(16) of the Act based on our audit, we report that the Company has paid remuneration to its director during the year in accordance with Section 197 read with Schedule V to the Act.
2. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of Section 143(11) of the Act we give in the Annexure I, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
3. As required by Section 143(3) of the Act based on our audit, we report, to the extent applicable, that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying Financial Statements;
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended) ("the Rules");
   c) The Financial Statements dealt with by this report are in agreement with the books of account;
   d) In our opinion, the aforesaid Financial Statements comply with Ind AS specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
   e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of section 164(2) of the Act;
   f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company as on March 31, 2026 and the operating effectiveness of such controls, refer to our separate Report in Annexure II wherein we have expressed an unmodified opinion; and
   g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company has disclosed the impact of pending litigations as at March 31, 2026 in Note No. 30;
      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2026.
      iv. In respect of Rule 11(e) of the Companies (Audit and Auditors) Rules, 2014,
         a. The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person or entity, including foreign entities ('the intermediaries'), with the

understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b. The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

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

vi. Based on our examination, which included test checks, the Company has used various accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility, which have operated throughout the year for all relevant transactions recorded in the software, except that the audit trail was not enabled at the database level to log any direct data changes for one software for the period April 01, 2025 to April 07, 2025 and for logs maintained after April 07, 2025 of direct data changes, the earlier values were not retained. Based on our procedures performed, we did not notice any instance of the audit trail feature being tampered with. In respect of the software, in the absence of audit trail for the said period, the question of our commenting on whether the audit trail was tampered with, does not arise. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **M. P. Chitale & Co.**
Chartered Accountants
ICAI FRN.101851W

Ashutosh Pednekar
Partner
ICAI Membership No.: 041037
UDIN: 26041037DCWKJG2253

Place: Mumbai
Date: April 20, 2026

ANNEXURE I REFERRED TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE TO THE MEMBERS OF NBS INTERNATIONAL LIMITED ON THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

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

(B) According to the information and explanations given to us and on the basis of our verification of the records maintained by the Company, the Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular program of physical verification of its Property, Plant and Equipment so as to cover all the assets once every three years. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program, Property, Plant and Equipment were physically verified during the year and no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company does not have any immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of lessee). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable.

(d) The Company has not revalued any of its Property, Plant and Equipment (including Right- Of- Use assets) and intangible assets during the year and hence reporting under clause 3(i)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.

ii. (a) During the year, the management has carried out physical verification of inventory. In our opinion the frequency of such verification is reasonable and procedures and coverage as followed by the management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crores by banks and financial institutions, in aggregate on the basis of security of current assets at any point of time during the year. Accordingly, reporting under clause 3(ii)(b) of the Order is not applicable.

iii. According to the information and explanations given to us, the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, reporting under clause 3(iii) of the Order is not applicable.

iv. According to the information and explanations given to us, the Company has not made investments in, provided any guarantee or security to parties covered under section 185 and 186 of the Act during the year.

v. As the Company has neither accepted any deposits from the public nor accepted any amounts which are deemed to be deposits within the meaning of sections 73 to 76 of the Companies Act and the rules made thereunder, to the extent applicable. Accordingly, the requirement to report on clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/business activity. Accordingly, reporting under clause 3(vi) of the Order is not applicable.

vii. a. In our opinion, and according to the information and explanations given to us, undisputed statutory dues including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues, as applicable, have been regularly deposited with the appropriate authorities by the Company. According to the information and explanations given to us, no undisputed amounts payable were outstanding, at the year end, for a period of more than six months from the date they became payable.

b. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there were no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute.

viii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), which have not been recorded in the books of account.

ix. a. According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or other borrowings or in the payment of interest thereon to any lender during the year.

b. According to the information and explanations given to us including representation received from the management of the Company, we report that the Company has not been declared a wilful defaulter by any bank or financial institution or other lender.

c. According to the information and explanations given to us, the Company has not obtained any term loan and there are no unutilized term loans at the beginning of the year. Accordingly, reporting under section 3(ix)(c) of the Order is not applicable.

d. According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, funds raised by the Company on short term basis have not been utilised for long term purposes.

e. According to the information and explanations given to us, the Company did not have any subsidiary or associate or joint ventures during the year. Accordingly, reporting under clause 3(ix)(e) and 3(ix)(f) of the Order are not applicable.

x. a. According to the information and explanation given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

b. According to the information and explanation given to us and as verified by us, the Company has not made any preferential allotment or private placement of shares or convertible debentures during the year. Accordingly, reporting under clause 3(x)(b) of the Order is not applicable to the Company.

xi. a. During the course of our examination of the books and records of the Company and according to the information and explanations given to us, we report that no fraud by or on the Company has been noticed or reported during the year.

b. According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c. As confirmed by the management there are no whistleblower complaints received by the Company during the year.

xii. The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii. According to the information and explanations given to us, transactions with the related parties are in compliance with sections 177 and 188 of the Act and all details have been disclosed in the Financial Statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.

xiv. a. In our opinion and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

b. We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.

xv. According to the information and explanation given to us, and based on our examination of the records, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, reporting under paragraph 3(xv) of the Order is not applicable.

xvi. a. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under clause 3(xvi)(a) of the Order is not applicable.

b. According to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities.

c. According to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the RBI. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

d. Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) has 4 CICs forming part of the Group.

xvii. According to the information and explanations given to us, the Company has not incurred any cash losses in the financial year as well as the immediately preceding financial year.

xviii. There has been resignation of the statutory auditors during the year and we have taken into consideration the reasons for the resignation.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Financial Statements, our knowledge of the plans of the Board of Directors and management, we are of the opinion that no material uncertainty exists as on the date of the audit report that Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. In our opinion and according to the information and explanations given to us, the Company has spent the required amount towards Corporate Social Responsibility (CSR) and there is no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Act or special account in compliance with Section 135(6) of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For **M. P. Chitale & Co.**
Chartered Accountants
ICAI FRN.101851W

Ashutosh Pednekar
Partner
ICAI Membership No.: 041037
UDIN: 26041037DCWKJG2253

Place: Mumbai
Date: April 20, 2026

Annexure II to the Independent Auditor's Report of even date to the members of NBS International Limited on the Financial Statements for the year ended March 31, 2026

Report on the internal financial controls with reference to the Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

(Referred to in paragraph 3(f) under 'Report on Other Legal and Regulatory Requirements')

In conjunction with our audit of the Financial Statements of **NBS International Limited** ('the Company') as at and for the year ended **March 31, 2026**, we have audited the internal financial controls with reference to Financial Statements of the Company as at that date.

Board of Director's Responsibilities for Internal Financial Controls

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

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Financial Statements

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to Financial Statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Financial Statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

A Company's internal financial controls with reference to Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial controls with reference to Financial Statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Financial Statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

Opinion

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to Financial Statements and such controls were operating effectively as at March 31, 2026, based on the internal financial controls with reference to Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **M. P. Chitale & Co.**
Chartered Accountants
ICAI FRN.101851W

Ashutosh Pednekar
Partner
ICAI Membership No.: 041037
UDIN: 26041037DCWKJG2253

Place: Mumbai
Date: April 20, 2026

BALANCE SHEET AS AT 31 MARCH 2026

(Currency: Indian Rupees in Lakhs)

	Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I	**Assets**			
	Non-current assets			
	(a) Property, plant and equipment	3	**443.21**	317.43
	(b) Right-of-use assets	4	**286.87**	470.95
	(c) Capital work-in-progress	5	**6.85**	–
	(d) Intangible assets	6	**–**	–
	(e) Intangible assets under development	6	**–**	17.24
	(f) Financial assets			
	(i) Other assets	7	**59.29**	30.86
	(g) Deferred tax assets (net)	8	**–**	–
	(h) Income tax asset (net)	9	**125.54**	141.38
	(i) Other non-current assets	10	**1.76**	5.98
	Total non-current assets		**923.52**	983.84
	Current assets			
	(a) Inventories	11	**7,380.84**	5,513.42
	(b) Financial assets			
	(i) Trade receivables	12	**4,143.92**	2,070.33
	(ii) Cash and cash equivalents	13a	**78.11**	17.25
	(iii) Bank Balance other than (ii) above	13b	**1.14**	1.09
	(iv) Other assets	7	**–**	370.93
	(c) Other current assets	10	**369.66**	449.71
	Total current assets		**11,973.67**	8,422.73
	Total assets		**12,897.19**	9,406.57
II	**Equity and liabilities**			
	Equity			
	(a) Equity share capital	14	**4,455.05**	4,455.05
	(b) Other equity		**(908.33)**	(1,923.79)
	Total equity		**3,546.72**	2,531.26
	Liabilities			
	Non-current liabilities			
	(a) Financial liabilities			
	(i) Lease liabilities	31	**94.34**	274.74
	(b) Provisions	15	**169.54**	140.36
	Total non-current liabilities		**263.88**	415.10
	Current liabilities			
	(a) Financial liabilities			
	(i) Borrowings	16	**6,412.29**	3,464.98
	(ii) Lease liabilities	31	**243.58**	262.17
	(iii) Trade payables	17		
	- total outstanding dues of micro enterprises and small enterprises; and		**–**	–
	- total outstanding dues of creditors other than micro enterprises and small enterprises		**591.15**	330.02
	(iv) Other financial liabilities	18	**30.49**	170.26
	(b) Other current liabilities	19	**1,701.35**	2,066.86
	(c) Provisions	15	**107.73**	165.92
	Total current liabilities		**9,086.59**	6,460.21
	Total equity and liabilities		**12,897.19**	9,406.57

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For M. P. Chitale & Co.
Chartered Accountants
ICAI Firm's Registration No. 101851W

Ashutosh Pednekar
Partner

ICAI Membership No. 041037
Place: Mumbai
Date: 20th April 2026

For and on behalf of the Board of Directors of NBS International Limited

Nalinikanth Gollagunta — Chairman
DIN: 07906313

Tarakarama Pavana Kumar Padullaparti — Whole Time Director
DIN: 11129403

Sunil Johnson — CEO

Aditya Dixit — CFO

Ayushi Shah — Company Secretary
Membership No. ACS A58747

Place: Mumbai
Date: 20th April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(Currency: Indian Rupees in Lakhs)

	Particulars	Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
	Income			
I	Revenue from operations	20	**97,030.79**	54,292.76
II	Other income	21	**64.05**	108.03
III	**Total income (I + II)**		**97,094.84**	54,400.79
IV	**Expenses**			
	(a) Purchases of stock-in-trade	22(a)	**92,830.60**	50,254.50
	(b) Changes in inventories of stock-in-trade	22(b)	**(1,867.42)**	(511.90)
	(c) Employee benefit expenses	23	**2,226.43**	1,856.93
	(d) Finance costs	24	**312.85**	246.94
	(e) Depreciation and amortisation expenses	3, 4 & 6	**372.22**	429.56
	(f) Other expenses	25	**2,211.47**	1,360.90
V	**Total expenses**		**96,086.15**	53,636.93
VI	**Profit before tax (III - V)**		**1,008.69**	763.86
VII	**Tax Expense**			
	(a) Current tax		**–**	–
	(b) Deferred tax	8	**–**	–
	Total tax expense		**–**	–
VIII	**Profit for the year (VI - VII)**		**1,008.69**	763.86
IX	**Other comprehensive income**			
	(a) Items that will not be reclassified subsequently to profit or loss -Remeasurement of the defined benefit plan		**6.78**	(2.40)
X	**Total comprehensive income for the year (VIII + IX)**		**1,015.46**	761.46
XI	**Earnings per equity share:**			
	(Face Value Rs. 10/- per share)			
	(a) Basic (Rs.)	26	**2.28**	1.71
	(b) Diluted (Rs.)	26	**2.28**	1.71

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For M. P. Chitale & Co.
Chartered Accountants
ICAI Firm's Registration No. 101851W

Ashutosh Pednekar
Partner

ICAI Membership No. 041037
Place: Mumbai
Date: 20th April 2026

For and on behalf of the Board of Directors of NBS International Limited
Nalinikanth Gollagunta — Chairman
DIN: 07906313
Tarakarama Pavana Kumar Padullaparti — Whole Time Director
DIN: 11129403
Sunil Johnson — CEO
Aditya Dixit — CFO
Ayushi Shah — Company Secretary
Membership No. ACS A58747
Place: Mumbai
Date: 20th April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(Currency: Indian Rupees in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
Profit before tax for the year	**1,008.69**	763.86
Adjustments for:		
Finance costs	**312.85**	246.94
Property, plant and equipments written-off	**–**	2.57
(Gain)/loss on disposal of property, plant and equipment	**(9.20)**	(13.47)
Gain on sale of current investment	**–**	(1.96)
Net gain/(loss) on actuarial valuation	**6.78**	(2.40)
Interest income	**(27.76)**	(70.71)
Bad debts/provision for doubtful debt	**10.67**	(28.14)
Depreciation and amortisation	**372.22**	429.56
	1,674.25	1,326.25
Movements in working capital:		
(Increase)/decrease in trade receivables	**(2,085.07)**	65.14
(Increase)/decrease in inventories	**(1,867.42)**	(511.90)
(Increase)/decrease in other assets	**482.02**	118.79
Increase/(decrease) in trade and other payables	**261.13**	(1,743.87)
Increase/(decrease) in provisions	**(29.00)**	107.15
Increase/(decrease) in other liabilities	**(505.28)**	611.65
Cash generated by / (used in) operations	**(2,069.37)**	(26.79)
Income taxes (paid)/refund (net)	**120.63**	115.49
Net cash generated by / (used in) operating activities	**(1,948.74)**	88.70
Cash flows from investing activities		
Proceeds from sale of current investment	**–**	3,101.81
Payment for purchase of current investment	**–**	(3,099.85)
Investments made in fixed deposits	**(0.05)**	(0.08)
Payments for purchase of property, plant and equipment	**(292.43)**	(77.60)
Proceeds from disposal of property, plant and equipment	**18.07**	21.09
Interest received	**27.76**	70.71
Net cash generated by / (used in) investing activities	**(246.65)**	16.08
Cash flows from financing activities		
Repayment of lease liabilities	**(287.38)**	(362.45)
Repayment of borrowings	**(64,900.00)**	(37,700.00)
ICD taken	**67,700.00**	37,902.56
Interest paid	**(312.85)**	(246.94)
Trade advance taken	**3,423.00**	3,656.60
Trade advance repaid	**(3,422.08)**	(3,616.18)
Net cash generated by / (used in) financing activities	**2,200.70**	(366.40)
Net increase / (decrease) in cash and cash equivalents	**5.31**	(261.62)
Cash and cash equivalents at the beginning of the year	**(126.11)**	135.52
Cash and cash equivalents at the end of the year	**(120.79)**	(126.11)

Reconciliation of cash and cash equivalents as per the cash flow statement

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash and cash equivalents (Refer note 13 a)	**78.11**	17.25
Borrowings (Refer note 16)	**(198.90)**	(143.36)
Balances as per statement of cash flows	**(120.79)**	(126.11)

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For M. P. Chitale & Co.
Chartered Accountants
ICAI Firm's Registration No. 101851W

Ashutosh Pednekar
Partner

ICAI Membership No. 041037
Place: Mumbai
Date: 20th April 2026

For and on behalf of the Board of Directors of NBS International Limited
Nalinikanth Gollagunta — Chairman
DIN: 07906313
Tarakarama Pavana Kumar Padullaparti — Whole Time Director
DIN: 11129403
Sunil Johnson — CEO
Aditya Dixit — CFO
Ayushi Shah — Company Secretary
Membership No. ACS A58747
Place: Mumbai
Date: 20th April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(Currency: Indian Rupees in Lakhs)

a. Equity share capital (ESC)

Particulars	Opening balance	Changes in ESC due to prior period errors	Restated balance	Changes in ESC during the year	Closing balance
For the year ended 31 March 2026	**4,455.05**	**–**	**–**	**–**	**4,455.05**
For the year ended 31 March 2025	4,455.05	–	–	–	4,455.05

b. Other Equity

	Reserves and surplus	Items of other comprehensive income	
Particulars	**Retained earnings**	**Remeasurement of the defined benefit plan**	**Total**
Balance as at 1 April 2025	**(2,676.11)**	**(9.14)**	**(2,685.25)**
Profit for the year	763.86	–	763.86
Other comprehensive income / (loss)	–	(2.40)	(2.40)
Total Comprehensive Income for the year	**763.86**	**(2.40)**	**761.46**
Balance as at 31 March 2025	**(1,912.25)**	**(11.54)**	**(1,923.79)**
Profit for the year	1,008.69	–	1,008.69
Other comprehensive income / (loss)	–	6.78	6.78
Total comprehensive income for the year	**1,008.69**	**6.78**	**1,015.47**
Balance as at 31 March 2026	**(903.56)**	**(4.76)**	**(908.33)**

Description of the nature and purpose of Other Equity:

i) **Retained earnings:** Retained earnings comprises of accumulated balance of profits/(losses) of current and prior years including transfers made to / from other reserves from time to time. The reserve can be utilized or distributed by the Company in accordance with the provisions of the Companies Act, 2013.

ii) **Remeasurement of defined benefit plan:** Remeasurement Gain of Rs. 6.78 lakhs (31 March 2025: Loss of Rs. 2.40 lakhs) has been recognised during the year.

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For M. P. Chitale & Co.
Chartered Accountants
ICAI Firm's Registration No. 101851W

Ashutosh Pednekar
Partner

ICAI Membership No. 041037
Place: Mumbai
Date: 20th April 2026

For and on behalf of the Board of Directors of NBS International Limited
Nalinikanth Gollagunta — Chairman
DIN: 07906313
Tarakarama Pavana Kumar Padullaparti — Whole Time Director
DIN: 11129403
Sunil Johnson — CEO
Aditya Dixit — CFO
Ayushi Shah — Company Secretary
Membership No. ACS A58747
Place: Mumbai
Date: 20th April 2026

Notes to the financial statements for the year ended 31 March 2026

1. A) General Information:

NBS International Limited ('the Company'), is a wholly owned subsidiary of Mahindra & Mahindra Limited having its registered office at 10, Stone Building, Opp Chowpatty Sea Face, Mumbai- 400007 The Company is engaged in the business of sales & servicing of motor vehicles.

2. Summary of Material Accounting Policies

1) Statement of compliance and basis for preparation and presentation of financial statements

The financial statements of the Company have been prepared in accordance with and in compliance, in all material aspects, with the Indian Accounting Standards (Ind AS) (i.e the Companies (Indian Accounting Standards) Rules, 2015 as amended) notified under the section 133 of the Companies Act, 2013 (the Act) and is in conformity with the accounting principles generally accepted in India other relevant provisions of the Act.

These financial statements of the Company for the year ended 31st March 2026 were approved by the Company's Board of Directors and authorised for issue on 20th April 2026.

The accounting policies are applied consistently to all the periods presented in the financial statements.

All assets and liabilities have been classified as current or non-current as per the Companies normal operating cycle and other criteria set out in the Division II of Schedule III of the Act. The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when:

- It is expected to be realised or intended to be sold or consumed in normal operating cycle
- It is held primarily for the purpose of trading
- It is expected to be realised within twelve months after the reporting period, or
- It is cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is treated as current when:

- It is expected to be settled in normal operating cycle; or
- It is held primarily for the purpose of trading; or
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

2) Functional and presentation currency

The financial statements are presented in Indian Rupees (Rs.) which is also the Company's functional currency. All values are rounded to the nearest lakhs (and decimal thereof), unless otherwise indicated.

3) Basis of measurement

The financial statements have been prepared on accrual basis and in accordance with historical cost convention, except for certain financial instruments and defined benefit plans which are measured at fair value or amortised cost at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

4) Measurement of fair values

A number of Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has established policies and procedures with respect to the measurement of fair values.

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

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

5) Use of estimates and judgements

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets and liabilities at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

In the process of applying the Company's accounting policies, management has made the following judgements, estimates and assumptions which have significant risk of causing a material adjustment to the carrying amounts recognised in the financial statements:

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

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

(ii) Provision for doubtful trade receivables

The Company is not significantly exposed to credit risk. At present, the Company provides for credit loss/ doubtful receivables as required under Ind AS 109 'Financial Instrument' on the basis of ageing of receivables and judgement about recoverability of amount on evaluation of individual receivables.

(iii) Deferred tax assets

Deferred tax assets are recognised to the extent there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realised. Deferred tax assets in respect of carry forward of unused tax losses or unused tax credit have been recognised to the extent of available taxable temporary differences.

(iv) Defined benefit plans

The determination of Company's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in other comprehensive income. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increase and mortality rates, etc. Due to complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to change in these assumptions. All assumptions are assumed at each reporting date.

(v) Going Concern

The financial statements of the Company are prepared on a going concern basis for the year ended 31st March 2026.

The management is satisfied that the Company shall be able to continue its business for the foreseeable future and no material uncertainty exists that may cast significant doubt on the going concern assumption. In making this assessment, the management has considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources.

6. Property, plant & equipment (PPE)

Property, plant & equipment are carried at cost of acquisition or construction less accumulated depreciation/amortisation and accumulated impairment losses, if any. Cost of acquisition includes the purchase price (including duties & non-refundable taxes), borrowing cost, any directly attributable cost of bringing the asset to its working condition and location for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Subsequent expenditure is recognised as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured.

Other repairs and maintenance costs are expensed off as and when incurred.

Advances paid towards the acquisition of PPE (excluding lease improvements) outstanding at each balance sheet date are disclosed separately as 'Capital Advances' under other non-financial assets. Capital work in progress comprises the cost of PPE that are not ready for its intended use at the reporting date and cost of leasehold improvements. Capital work-in-progress is stated at cost, net of impairment loss, if any. On completion of work related to leasehold property improvements, the relevant cost is capitalized and the same is amortized over the lease term.

Depreciation is provided on straight-line basis so as to expense the depreciable amount, i.e. the cost less estimated residual value, over its estimated useful life, except assets costing less than or equal to Rs. 5,000 which are depreciated fully in the year of purchase.

The estimated useful lives and residual values are reviewed annually and the effect of any changes in estimate is accounted for on a prospective basis. The management's estimate of useful lives is in accordance with Schedule II of the Companies Act, 2013, other than the following asset classes, based on the Company's expected usage pattern supported by technical assessment:

Asset Class		Useful lives
(i)	Certain items of plant and machinery	1 - 15 years
(ii)	Office equipment	1 - 5 years
(iii)	Vehicles	5 years
(iv)	Furniture & Fixtures	1 - 5 years

Leasehold Improvements are amortized over the period of lease or estimated period of useful life of such improvement, whichever is lower.

When an asset is scrapped or otherwise disposed off the cost and relevant accumulated depreciation are removed from the books of accounts and resultant profit or loss, if any, is reflected in statement of profit and loss.

7. Intangible Assets

Intangible assets are stated at cost less accumulated amortization and accumulated impairment loss, if any.

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in profit or loss as incurred.

Intangible assets representing computer software are amortised using the straight-line method over a period of 5 years, which is the Management's estimate of useful life. Amortization methods, useful lives and residual values are reviewed in each financial year, and changes, if any, are accounted for prospectively.

Intangible assets not ready for the intended use on the date of Balance Sheet are disclosed as "Intangible assets under development".

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in the Statement of Profit and Loss when the asset is derecognised.

8. Impairment of assets

At the end of each reporting period, the management reviews the carrying amounts of its property, plant & equipment and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the management estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

1. Inventories

Inventories are measured at the lower of cost or net realisable value. The cost of inventory comprise of all costs of purchase and other costs incurred in bringing the inventories to their present location and condition. Net realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale. Finished goods (vehicles) cost is determined using specific identification of cost. Spare parts & accessories cost is determined using weighted average cost formula.

2. Revenue from contract with customer

The Company derives revenues primarily from sale and servicing of motor vehicles.

Ind AS 115 "Revenue from Contracts with Customers" provides a control-based revenue recognition model and provides a five-step application approach to be followed for revenue recognition.

- Identify the contract(s) with a customer;
- Identify the performance obligations;
- Determine the transaction price;
- Allocate the transaction price to the performance obligations; and
- Recognise revenue when or as an entity satisfies performance obligation.

Revenue from contract with customer is recognised when control of the goods or services are transferred to the customer at an amount that reflect the consideration to which the Company expects to be entitled in exchange of the goods and services. Revenue excludes amount collected on behalf of the third parties. Revenue is net of discounts, duties and GST. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract.

Sales of goods:

The Company recognizes revenue from sale of goods measured at the fair value of the consideration received or receivable, upon satisfaction of performance obligation which is at a point in time when control of the goods is transferred to the customer, generally on delivery of the goods.

Sale of services:

Service income is recognized as per the terms of the contract on satisfaction of performance obligation towards rendering of such services.

Interest income:

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

Other income:

Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

3. Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116 and this may require significant judgement. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly.

The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The Company as a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and restoration cost, less any lease incentives received.

The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

4. Employee Benefits

Short term employee benefits

All employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. Short-term employee benefit obligations are measured on an undiscounted basis and these are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Defined contribution plans – Provident fund, ESIC and Labour welfare fund

The Company's contribution paid/payable during the year to Provident fund, ESIC and Labour welfare fund are recognised in profit or loss.

Defined benefit plan - Gratuity

Company's liability towards gratuity is determined by an independent actuary, using the projected unit credit method. Past services are recognised at the earlier of the plan amendment/curtailment and the recognition of related restructuring costs/termination benefits. Remeasurement of defined benefit plans, comprising of actuarial gains or losses are recognised immediately in balance sheet with corresponding debit or credit to other comprehensive income. Remeasurements are not reclassified to profit or loss in subsequent period.

Long - term compensated absences

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of expected future payments to be made in respect of services provided by employees up the end of the reporting period using the projected unit credit method by an independent actuary and based on the rules as per the leave policy of the Company. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation.

5. Finance costs

Finance costs include interest expense computed by applying the effective interest rate on respective financial instruments which include inter-corporate deposits, bank overdrafts and trade advances.

Finance costs are charged to the Statement of profit and loss.

6. Taxation

Tax expense for the period comprise of current and deferred tax. Tax expense is recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

(i) Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

(ii) Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

7. Provisions and contingent liabilities:

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to

settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

The disclosure of contingent liability is made when there is a possible obligation or present obligation that may, but probably will not, require an outflow of resources.

8. Segment

Segment information is prepared in conformity with the accounting policies adopted for preparing and presenting the financial statements of the Company as a whole. The Company's business activity primarily falls within a single business segment, i.e., Automative as primarily segment. There is no geographical segment, thus there are no additional disclosures to be provided under Ind AS 108 - "Operating Segments". There have been no other reportable segments identified by chief operating decision makers.

a) Standards issued but not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As on 31st March 2026, there is no new standard notified or amendment to any of the existing standards under Companies (Indian Accounting Standards) Rules, 2015 that has an impact on the Company.

Note No. 3 - Property, plant and equipment

(Currency: Indian Rupees in Lakhs)

Particulars	Leasehold improvements	Plant and equipments	EDP equipments	Office equipments	Furniture and fixtures	Vehicles	Total
I. Gross carrying amount							
Balance as at 1 April 2025	202.47	312.89	85.82	119.90	69.04	235.92	1,026.04
Additions	3.34	20.97	27.25	43.51	13.87	20.93	129.87
Deletion	–	(51.90)	(0.52)	(13.07)	(7.95)	(70.35)	(143.79)
Balance as at 31 March 2025	205.81	281.96	112.55	150.35	74.96	186.50	1,012.12
Additions	15.09	65.16	40.22	22.88	1.02	90.66	234.99
Deletion	–	(8.76)	(18.56)	(3.50)	–	(64.06)	(94.86)
Balance as at 31 March 2026	**220.90**	**338.37**	**134.21**	**169.73**	**75.98**	**213.10**	**1,152.25**
II. Accumulated depreciation and impairment							
Balance as at 1 April 2025	101.79	245.57	71.81	93.09	59.12	178.50	749.88
Depreciation expense for the year	6.74	21.65	13.78	14.05	6.04	13.64	75.90
Deletion	–	(45.02)	(0.52)	(10.34)	(7.55)	(67.66)	(131.09)
Balance as at 31 March 2025	108.53	222.20	85.07	96.80	57.61	124.48	694.69
Depreciation expense for the year	7.75	21.49	20.18	19.41	5.32	25.59	99.74
Deletion	–	(8.22)	(17.89)	(2.74)	–	(56.54)	(85.39)
Balance as at 31 March 2026	**116.28**	**235.47**	**87.36**	**113.47**	**62.93**	**93.54**	**709.04**
III. Net carrying amount (I-II)							
Balance as at 31 March 2025	97.29	59.76	27.48	53.55	17.34	62.01	317.43
Balance as at 31 March 2026	**104.62**	**102.90**	**46.84**	**56.26**	**13.04**	**119.57**	**443.21**

Note No. 4 - Right-of-use assets

(Currency: Indian Rupees in Lakhs)

Particulars	Total
I. Gross carrying amount	
Balance as at 1 April 2025	1,405.82
Additions	149.77
Deletion	–
Balance as at 31 March 2025	1,555.59
Additions	88.39
Deletion	–
Balance as at 31 March 2026	**1,643.98**

Particulars	Total
II. Accumulated amortisation and impairment	
Balance as at 1 April 2025	730.98
Amortisation expense for the year	353.66
Deletion	–
Balance as at 31 March 2025	1,084.64
Amortisation expense for the year	272.48
Deletion	–
Balance as at 31 March 2026	**1,357.12**
III. Net carrying amount (I-II)	
Balance as at 31 March 2025	470.95
Balance as at 31 March 2026	**286.87**

Note No. 5 - Capital work-in-progress (CWIP)

(Currency: Indian Rupees in Lakhs)

	As at 31 March 2026	As at 31 March 2025
Opening Balance	**–**	8.52
Additions during the year	**6.85**	–
Transfer to PPE	**–**	(8.52)
Closing Balance	**6.85**	–

Ageing of CWIP as at 31 March 2026

(Currency: Indian Rupees in Lakhs)

	Amount in CWIP for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	6.85	–	–	–	6.85
Projects temporarily suspended	–	–	–	–	–
TOTAL	**6.85**	**–**	**–**	**–**	**6.85**

Ageing of CWIP as at 31 March 2025

	Amount in CWIP for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	–	–	–	–	–
Projects temporarily suspended	–	–	–	–	–
TOTAL	**–**	**–**	**–**	**–**	**–**

Note: There is no capital work-in-progress, where completion is overdue or has exceeded its cost compared to its original plan as at 31 March 2026 and 31 March 2025.

Note No. 6 - Intangible assets

(Currency: Indian Rupees in Lakhs)

Particulars	**Computer Software**	**Intangible assets under development**
I. Gross carrying amount		
Balance as at 1 April 2025	**5.96**	**–**
Additions	–	17.24
Deletion	–	–
Balance as at 31 March 2025	**5.96**	**17.24**
Additions	–	–
Deletion	–	17.24
Balance as at 31 March 2026	**5.96**	**–**
II. Accumulated amortisation and impairment		
Balance as at 1 April 2025	**5.96**	**–**
Amortisation expense for the year	–	–
Balance as at 31 March 2025	**5.96**	**–**
Amortisation expense for the year	–	–
Balance as at 31 March 2026	**5.96**	**–**
III. Net carrying amount (I-II)		
Balance as at 31 March 2025	**–**	**17.24**
Balance as at 31 March 2026	**–**	**–**

Ageing of Intangible assets under development as at 31 March 2026

	Amount of Intangible assets under development for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	–	–	–	–	–
Projects temporarily suspended	–	–	–	–	–
TOTAL	**–**	**–**	**–**	**–**	**–**

Ageing of Intangible assets under development as at 31 March 2025

	Amount of Intangible assets under development for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	17.24	–	–	–	17.24
Projects temporarily suspended	–	–	–	–	–
TOTAL	**17.24**	**–**	**–**	**–**	**17.24**

Note: There is no Intangible assets under development whose completion is overdue or has exceeded its cost as compare to its original plan as at 31 March 2026 and 31 March 2025.

Note No. 7 - Other financial assets

(Currency: Indian Rupees in Lakhs)

	As at 31 March 2026		As at 31 March 2025	
Particulars	**Non-Current**	**Current**	Non-Current	Current
Carried at amortised cost				
Security deposits	**59.29**	**–**	30.86	21.64
Insurance claim receivable	**–**	**–**	–	349.29
Total	**59.29**	**–**	30.86	370.93

Refer Note 27 for disclosures related to credit risk, impairment under expected credit loss model and related financial instrument disclosures.

Note No. 8 - Deferred tax asset (Net)

(Currency: Indian Rupees in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Tax effect of items constituting deferred tax assets		
Depreciation	**33.85**	33.60
Provision for employee benefits	**72.04**	59.97
Provision for doubtful debts & advances	**18.14**	17.47
Carried forward losses	**228.82**	434.39
Others	**13.61**	22.24
Total	**366.46**	567.67
Less : Tax effect of items constituting deferred tax liabilities		
Allowance on right of use of assets and lease liability	12.85	16.60
Deferred tax asset/(liabilities) net	353.61	551.07
Less : Deferred tax asset not recognised in absence of certainity of utilisation	353.61	551.07
Deferred tax asset (net) as per balance sheet	**–**	–

Income tax recognised in profit or loss

Particulars	As at 31 March 2026	As at 31 March 2025
Current tax:		
In respect of current year	**–**	–
In respect of prior years	**–**	–
Deferred tax:	**–**	–
Total Income tax recognised in profit or loss	**–**	–

The reconciliation of estimated income tax expense at tax rate to income tax expense reported in profit or loss is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Profit before tax	**1,008.69**	763.86
Income tax expense calculated at 25.17% (PY 26%)	**253.89**	192.26
Effect of tax expense savings due to brought forward losses utilisation	**(253.89)**	(192.26)
Income tax expense recognised in profit or loss	**–**	–

Note No. 9 - Income tax assets (net)

(Currency: Indian Rupees in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Income tax assets (net)	**125.54**	141.38
Total	**125.54**	141.38

Note No. 10 - Other assets

(Currency: Indian Rupees in Lakhs)

Particulars	As at 31 March 2026 Non-Current	As at 31 March 2026 Current	As at 31 March 2025 Non-Current	As at 31 March 2025 Current
Unsecured, considered good				
(a) Capital advances	**–**	**54.63**	4.05	–
(b) Advances other than capital advances				
(i) Balances with government authorities	**–**	**141.21**	–	–
(ii) Prepaid expenses	**1.76**	**15.08**	1.93	8.44
(iii) Advance against salary	**–**	**0.00**	–	–
(iv) Advances to vendors	**–**	**63.32**	–	282.96
(c) Receivable for insurance income	**–**	**–**	–	3.59
(d) Warranty claims receivable	**–**	**–**	–	20.72
(e) GST receivable on goods in transit	**–**	**95.42**	–	133.99
Unsecured, considered doubtful				
(a) Advances to vendors	**–**	**9.59**	–	1.81
Less- Provision for doubtful advances	**–**	**(9.59)**	–	(1.81)
Total	**1.76**	**369.66**	**5.98**	**449.71**

Note No. 11 - Inventories

(Currency: Indian Rupees in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Stock-in-trade [includes in transit Rs. 476.35 lakhs (31 March 2025 Rs. 655.95 lakhs)]	**7,380.84**	5,513.42
Total	**7,380.84**	5,513.42

a) The cost of inventories recognised as an expense during the year was Rs. 90,963.18 lakhs (31 March 2025 Rs. 49,742.60 lakhs) includes write-down of inventories to net realisable value of Rs. 157.69 lakhs (31 March 2025: Rs. 44.49 lakhs).

b) Mode of valuation of inventories is stated in Note 2 (e)(3).

Note No. 12 - Trade receivables

(Currency: Indian Rupees in Lakhs)

Particulars	As at March 31, 2026 Non-Current	As at March 31, 2026 Current	As at March 31, 2025 Non-Current	As at March 31, 2025 Current
Trade receivables				
(a) Considered good-secured	**–**	**–**	–	–
(b) Considered good-unsecured	**–**	**4,143.92**	–	2,070.33
(c) Trade receivables which have significant increase in credit risk	**–**	**62.51**	–	67.59
(d) Trade receivables - credit impaired	**–**	**–**	–	–
Less: Allowance for expected credit loss	**–**	**(62.51)**	–	(67.59)
Total	**–**	**4,143.92**	–	2,070.33

Reconciliation of allowance for expected credit loss:

(Currency: Indian Rupees in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Balance as at beginning of the year	**67.59**	95.73
Additions during the year	**10.67**	–
Amounts written back/utilised during the year	**(15.76)**	(28.14)
Balance as at end of the year	**62.50**	67.59

Ageing of trade receivables
As at 31 March 2026

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables						
(i) Considered good	**4,124.83**	**19.09**	**–**	**–**	**–**	**4,143.92**
(ii) Which have significant increase in credit risk	**–**	**19.09**	**28.67**	**14.53**	**0.22**	**62.51**
(iii) Credit impaired	**–**	**–**	**–**	**–**	**–**	**–**
Less: Allowance for expected credit loss	**–**	**(19.09)**	**(28.67)**	**(14.53)**	**(0.22)**	**(62.51)**
Total (A)- Undisputed trade receivables	**4,124.83**	**19.09**	**–**	**–**	**–**	**4,143.92**
Disputed trade receivables						
(i) Considered good	**–**	**–**	**–**	**–**	**–**	**–**
(ii) Which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**
(iii) Credit impaired	**–**	**–**	**–**	**–**	**–**	**–**
Less: Allowance for expected credit loss	**–**	**–**	**–**	**–**	**–**	**–**
Total (B) - Disputed trade receivables	**–**	**–**	**–**	**–**	**–**	**–**
Total trade receivables (A + B)	**4,124.83**	**19.09**	**–**	**–**	**–**	**4,143.92**

As at 31 March 2025

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables						
(i) Considered good	2,062.75	4.25	3.34	–	–	2,070.33
(ii) Which have significant increase in credit risk	–	4.25	59.91	1.24	2.19	67.59
(iii) Credit impaired	–	–	–	–	–	–
Less: Allowance for expected credit loss	–	(4.25)	(59.91)	(1.24)	(2.19)	(67.59)
Total (A)- Undisputed trade receivables	**2,062.75**	**4.25**	**3.34**	**–**	**–**	**2,070.33**
Disputed trade receivables						
(i) Considered good	–	–	–	–	–	–
(ii) Which have significant increase in credit risk	–	–	–	–	–	–
(iii) Credit impaired	–	–	–	–	–	–
Less: Allowance for expected credit loss	–	–	–	–	–	–
Total (B) - Disputed trade receivables	**–**	**–**	**–**	**–**	**–**	**–**
Total trade receivables (A + B)	**2,062.75**	**4.25**	**3.34**	**–**	**–**	**2,070.33**

Note No. 13(a) - Cash and cash equivalents

(Currency: Indian Rupees in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Balances with banks	**50.76**	1.55
(b) Cash on hand	**27.35**	15.70
Total	**78.11**	17.25

Note No. 13(b) - Bank Balances other than Cash and Cash Equivalents

(Currency: Indian Rupees in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Fixed deposit with bank	**1.14**	1.09
Total	**1.14**	1.09

Note No. 14 - Equity share capital

(Currency: Indian rupees in lakhs)

	As at 31 March 2026		As at 31 March 2025	
Particulars	**No. of shares**	**Amount**	No. of shares	Amount
Authorised:				
Equity shares of Rs. 10 each	**45,000,000**	**4,500.00**	45,000,000	4,500.00
Issued, subscribed and fully paid				
Equity shares of Rs. 10 each	**44,550,476**	**4,455.05**	44,550,476	4,455.05

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year:

Particulars	Opening Balance	Fresh Issue	Closing Balance
Equity Shares			
For the year ended 31 March 2026			
No. of Shares	44,550,476	–	44,550,476
Amount	4,455.05	–	4,455.05
For the year ended 31 March 2025			
No. of Shares	44,550,476	–	44,550,476
Amount	4,455.05	–	4,455.05

(ii) Rights, preferences and restrictions attached to equity shares:

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. The dividend proposed by the Board of Directors, except in case of interim dividend, is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation, the shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholdings.

(iii) Details of shares held by the holding company, its subsidiaries and associates:

Particulars	No. of Equity Shares with Voting rights
As at 31 March 2026	
Mahindra & Mahindra Limited, (the holding company)	**44,550,476**
As at 31 March 2025	
Mahindra & Mahindra Limited, (the holding company)	44,550,476

(iv) Details of shares held by each shareholder holding more than 5% shares:

(Currency: Indian Rupees in Lakhs)

	As at 31 March 2026		As at 31 March 2025	
Class of shares/Name of shareholder	**Number of shares held**	**Share-holding %**	Number of shares held	Share-holding %
Equity shares with voting rights				
Mahindra & Mahindra Limited, (the holding company)	**44,550,476**	**100.00%**	44,550,476	100.00%

(v) Shares held by Promoter and promoter group

(Currency: Indian Rupees in Lakhs)

			change during the year	
Promoter name	**Number of equity shares held**	**% holding in that class of shares**	**Number of shares**	% of total shares
As at 31 March 2026				
- Mahindra & Mahindra Limited	**44,550,476**	**100.00%**	**–**	0.00%
- Mahindra Holding Limited (Subsidiary of Mahindra & Mahindra Limited)	**–**	**0.00%**	**–**	0.00%
As at 31 March 2025*				
- Mahindra & Mahindra Limited	**44,550,476**	**100.00%**	**10**	0.01%
- Mahindra Holding Limited (Subsidiary of Mahindra & Mahindra Limited)	**–**	**0.00%**	**(10)**	-0.01%

* Note: Mahindra Holding Limited transferred 100% of their shareholding i.e. 10 shares having face value of Rs.10 each to Mahindra & Mahindra Limited on 19th March 2025.

(vi) For the period of five years immediately preceding the date of balance sheet, no shares were allotted as fully paid pursuant to contract without payment being received in cash or as bonus shares and no shares were bought back by the Company.

Note No. 15 - Provisions

(Currency: Indian Rupees in Lakhs)

	As at 31 March 2026		As at 31 March 2025	
Particulars	**Non-Current**	**Current**	Non-Current	Current
Provision for long term employee benefits				
- Gratuity	**143.37**	**79.75**	112.29	63.92
- Compensated absences	**26.17**	**27.98**	28.07	25.67
Provision for loss by fire	**–**	**–**	–	76.33
Total	**169.54**	**107.73**	140.36	165.92

Note No. 16 - Borrowings

(Currency: Indian Rupees in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured carried at amortised cost		
From Banks		
Bank Overdraft	**198.89**	143.36
From related parties		
Trade advance (Mahindra & Mahindra Financial Limited)	**211.18**	119.05
ICD (Mahindra & Mahindra Limited)	**6,002.22**	3,202.57
Total	**6,412.29**	3,464.98

Note No. 16.1 - Details of Borrowing

(Currency: Indian Rupees in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Bank Overdraft		
Repayment terms	**On demand**	On demand
Rate of interest	**9.20% to 9.50% p.a.**	9.30% to 9.55% p.a.
ICD		
Repayment terms	**30 days**	30 days
Rate of interest for ICD	**7.50% p.a.**	8.14% p.a.
Trade Advance		
Repayment terms	**On demand**	On demand
Rate of interest	**Nil till 45 days, beyond 45 days 12% p.a.**	Nil till 45 days, beyond 45 days 12% p.a.

Note No. 17 - Trade payables

(Currency: Indian Rupees in Lakhs)

Particulars	As at 31 March 2026 Non Current	As at 31 March 2026 Current	As at 31 March 2025 Non Current	As at 31 March 2025 Current
Total outstanding dues of micro enterprises and small enterprises	–	–	–	–
Total outstanding dues of creditors other than micro enterprises and small enterprises	–	**591.15**	–	330.02
Total	–	**591.15**	–	330.02

Ageing of trade payables
As at 31 March 2026

Particulars	Outstanding for following periods from due date of payment: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	–	–	–	–	–
Others	**506.26**	**63.56**	**12.96**	**8.37**	**591.15**
Disputed dues (MSME)	–	–			–
Disputed dues (Others)	–	–	**1.16**	**8.43**	**9.59**
Allowance for disputed dues			**(1.16)**	**(8.43)**	**(9.59)**
Total	**506.26**	**63.56**	**12.96**	**8.37**	**591.15**

As at 31 March 2025

Particulars	Outstanding for following periods from due date of payment: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	–	–	–	–	–
Others	326.27	2.56	0.69	0.50	330.02
Disputed dues (MSME)	–	–	–	–	–
Disputed dues (Others)	–	–	–	1.18	1.18
Allowance for disputed dues				(1.18)	(1.18)
Total	**326.27**	**2.56**	**0.69**	**0.50**	**330.02**

Note:

(A) Trade Payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.

(B) The fair values (Level 2) of trade payables carried at amortised cost is considered to approximate its carrying value due to its short-term nature.

(C) Micro, Small and Medium enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the MSMED Act") are given below:

Particulars		As at 31 March 2026	As at 31 March 2025
(a)	Dues remaining unpaid at the end of each accounting year for micro and small enterprises		
	- Principal	–	–
	- Interest on above	–	–
(b)	Interest paid in terms of Section 16 of the MSMED Act along with the amount of payment made to the supplier beyond the appointed day during the year		
	- Principal paid beyond the appointed date	–	–
	- Interest paid in terms of Section 16 of the MSMED Act	–	–
(c)	Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	–	–
(d)	Further interest due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	–	–
(e)	Amount of interest accrued and remaining unpaid	–	–

Note No. 18 - Other financial liabilities

(Currency: Indian Rupees in Lakhs)

Particulars		As at 31 March 2026	As at 31 March 2025
Other financial liabilities measured at amortised cost			
-	RTO taxes/charges payable	**21.38**	99.88
-	Insurance charges payable	**6.91**	52.14
-	Capital creditors	–	17.24
-	Security deposits	**2.20**	1.00
Total		**30.49**	170.26

Note No. 19 - Other current liabilities

(Currency: Indian Rupees in Lakhs)

Particulars		As at 31 March 2026 Non-Current	As at 31 March 2026 Current	As at 31 March 2025 Non-Current	As at 31 March 2025 Current
(a)	Advances received from customers	–	**1,342.88**	–	1,612.05
(b)	Statutory dues				
	– TDS	–	**139.34**	–	97.63
	– Provident fund and ESIC	–	**17.56**	–	13.15
	– GST	–	–	–	125.20
(c)	Employee benefits payable	–	**11.21**	–	64.57
(d)	Other payables	–	**190.37**	–	154.26
Total		–	**1,701.36**	–	2,066.86

Note No. 20 - Revenue from operations

(Currency: Indian Rupees in Lakhs)

Particulars		For the year ended 31 March 2026	For the year ended 31 March 2025
(a)	From contract with customers for products and services		
	(i) Sale of products (vehicle, spares and accessories)	**94,210.71**	52,163.78
	(ii) Sale of services (servicing of vehicles)	**1,478.25**	1,278.57
(b)	Other operating revenue		
	(i) Income from sale of scrap	**33.04**	32.34
	(ii) Commission	**330.64**	226.77
	(iii) Insurance income	**609.21**	331.56
	(iv) Dealer incentive	**340.64**	195.49
	(v) Other operating income	**28.30**	64.28
Total		**97,030.79**	54,292.76

Reconciliation of revenue recognised in the statement of profit and loss with contracted price

(Currency: Indian Rupees in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue from contract with customer as per the contract price	**96,531.40**	53,802.32
Less: Trade discounts	**(842.43)**	(359.97)
Revenue from contract with customer as per the statement of profit and loss	**95,688.97**	53,442.35

Note No. 21 - Other Income

(Currency: Indian Rupees in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest income on security deposit (On financial instrument carried at amortised cost)	**–**	–
Gain on sale of financial asset	**–**	1.96
Interest on income tax refund	**27.76**	70.71
Profit on sale of property, plant and equipments	**9.20**	13.47
Other non-operating income	**27.09**	21.89
Total	**64.05**	108.02

Note No. 22(a) - Purchase of stock-in-trade

(Currency: Indian Rupees in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Purchase (Vehicle, Spares and Accessories)	**92,830.60**	50,254.50

Note No. 22(b) Changes in inventories of stock-in-trade

(Currency: Indian Rupees in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Inventories at the end of the year:		
- Stock-in-trade	**7,380.84**	5,513.42
Inventories at the beginning of the year:		
- Stock-in-trade	**5,513.42**	5,001.52
Net (increase) / decrease	**(1,867.42)**	(511.90)

Note No. 23 - Employee benefits expenses

(Currency: Indian Rupees in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Salaries and wages, including bonus and incentives	**1,977.45**	1,687.68
Contribution to provident/ ESIC funds	**93.43**	88.23
Gratuity expense	**67.13**	30.53
Staff welfare expenses	**88.42**	50.49
Total	**2,226.43**	1,856.93

(a) Defined contribution plan

The Company's contribution to provident fund aggregating Rs.76.88 lakhs (31 March 2025 : Rs.76.88 lakhs) has been recognised in the statement of profit or loss under the head employee benefits expense.

(b) Defined benefit plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The gratuity benefits payable to the employees are based on the employee's service and last drawn salary at the time of leaving. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Company. There are no minimum funding requirements for a gratuity plan and the Company has chosen not to fund the gratuity liabilities. A provision based on actuarial valuation as at year end using projected unit credit method is accounted. The only regulatory framework which applies to such plans is if the Company is covered by the Payment of Gratuity Act, 1972 then the Company is bound to pay the statutory minimum gratuity as prescribed under this Act. The plan is of defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, there is a risk for the Company that any adverse salary growth or demographic experience can result in an increase cost of providing these benefits to employees in future. Since the benefits are lumpsum in nature the plan is not subject to any longevity risks.

Defined benefit plans – as per actuarial valuation as at year end

(Currency: Indian Rupees in Lakhs)

Particulars		Gratuity (Unfunded) 31st March, 2026	Gratuity (Unfunded) 31st March, 2025
(i)	**Amounts recognised in profit or loss**		
	- Current service cost	**25.04**	21.80
	- Past service cost	**32.04**	
	- Net interest expense	**9.98**	8.73
Total amount included in employee benefits expense		**67.06**	30.53
(ii)	**Amounts recognised in other comprehensive income**		
Remeasurement (gains)/losses		**–**	–
Actuarial (gains)/losses arising from changes in			
	- Financial assumptions	**(0.61)**	2.59
	- Experience adjustments	**(6.17)**	(0.19)
Total amount recognised in other comprehensive income		**(6.78)**	2.40
(iii)	**Changes in the defined benefit obligation**		
	Opening defined benefit obligation	**176.21**	150.63
	Current Service Cost	**25.04**	21.80
	Past Service Cost	**32.04**	–
	Interest Expense (Income)	**9.98**	8.73
	Remeasurements (gains)/ losses arising from changes in		
	i. Financial Assumptions	**(0.61)**	2.59
	ii. Experience Adjustments	**(6.17)**	(0.19)
	Benefits Paid	**(13.36)**	(7.35)
Closing defined benefit obligation		**223.13**	176.21
	Current portion of the above	**79.75**	63.92
	Non current portion of the above	**143.38**	112.29
Actuarial Assumptions and Sensitivity			
(iv)	**Actuarial assumptions**		
	Discount rate	**6.70%**	6.60%
	Salary escalation rate	**7.00%**	7.00%
	Attrition rate	**35.00%**	35.00%
(v)	**Quantitative sensitivity analysis for impact of significant assumptions on defined benefit obligation are as below:**		
	100 bps increase in discount rate	**217.23**	171.56
	100 bps decrease in discount rate	**229.34**	181.11
	100 bps increase in salary escalation rate	**229.26**	181.04
	100 bps decrease in salary escalation rate	**217.19**	171.53
	100 bps increase in attrition rate	**222.76**	175.91
	100 bps decrease in attrition rate	**223.49**	176.51

Note No. 24 - Finance Cost

(Currency: Indian Rupees in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest on lease liabilities	**42.94**	62.15
Other Interest expense	**269.91**	184.79
Total	**312.85**	246.94

Note No. 25 - Other Expenses

(Currency: Indian Rupees in Lakhs)

Particulars		For the year ended 31 March 2026	For the year ended 31 March 2025
(a)	Power and fuel	**128.18**	97.26
(b)	Rent including lease rentals	**255.86**	97.76
(c)	Rates and taxes	**17.34**	13.51
(d)	Repairs to:		
	- Machinery	**90.54**	51.93
	- Others	**105.86**	93.28
(e)	Insurance	**74.11**	24.72
(f)	Sales promotion expenses	**279.85**	236.39
(g)	Travelling and conveyance expenses	**76.18**	40.41
(h)	Hire and service charges	**630.56**	427.58
(i)	Postage and telephone	**25.71**	16.22
(j)	Printing and stationery	**65.53**	53.09
(k)	Provision for doubtful debts and advances	**10.67**	(28.14)
(l)	Legal and other professional costs	**313.48**	88.14
(m)	Auditors remuneration		–
	- Statutory Audit	**7.00**	4.00
	- Out of pocket expenses	**–**	0.20
(n)	Property, plant and equipments written-off	**–**	2.57
(o)	CSR expenses (refer note 35)	**14.00**	10.34
(p)	Loss by fire	**54.09**	76.33
(q)	Miscellaneous expenses	**62.51**	55.31
Total		**2,211.47**	1,360.90

Note No. 26 - Earnings per share

(Currency: Indian Rupees in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit for the year	**1,015.46**	761.46
Weighted average number of equity shares	**44,550,476**	44,550,476
Basic and diluted earnings per share (Rs.)	**2.28**	1.71

The Company did not have any potentially dilutive shares in any of the years presented.

Note No. 27 - Financial instruments

a) Capital management

The Company's capital management strategy is to effectively determine, raise and deploy capital so as to create value for its shareholders. The same is done through a mix of equity and debt as may be appropriate. The Company ensure adequate capital at all time and manage its capital so as to safeguard its ability to continue as a going concern and optimise return to its shareholders. The Board of Directors monitors the return on capital as well as dividend, to shareholders. The Company will take appropriate steps in order to maintain or if necessary adjust its capital structure.

There is no change in the overall capital risk management strategy of the Company compared to last year. Total capital of the company is as under :

(Currency: Indian Rupees in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Total Equity	**3,546.72**	2,531.26
Debt		
- Short term borrowings	**6,412.29**	3,464.98
Total	**9,959.01**	**5,996.23**

Note:

The Company is not subject to externally enforced capital regulation.

b) Categories of financial assets and financial liabilities

(Currency: Indian Rupees in Lakhs)

Particulars	As at 31 March 2026			As at 31 March 2025		
	Amortised Costs	**FVTPL**	**Total**	Amortised Costs	FVTPL	Total
Non-current assets						
Other assets	**59.29**	**–**	**59.29**	30.86	–	30.86
Current assets						
Trade receivables	**4,143.92**	**–**	**4,143.92**	2,070.33	–	2,070.33
Cash and cash equivalents	**78.11**	**–**	**78.11**	17.25	–	17.25
Bank Balance other than cash and cash equivalents	**1.14**	**–**	**1.14**	1.09	–	1.09
Other assets	**–**	**–**	**–**	370.93	–	370.93
Other current assets	**369.66**		**369.66**	449.71	–	449.71
Non-current liabilities						
Lease liability	**94.34**	**–**	**94.34**	274.74	–	274.74
Current liabilities						
Borrowings	**6,412.29**		**6,412.29**	3,464.98	–	3,464.98
Trade payables	**591.15**	**–**	**591.15**	330.02	–	330.02
Lease liability	**243.58**	**–**	**243.58**	262.17	–	262.17
Other financial liabilities	**30.49**	**–**	**30.49**	**170.26**	**–**	**170.26**
Other current liabilities	**1,701.35**		**1,701.35**	**2,066.86**	**–**	**2,066.86**

c) Financial risk management framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

(i) Market risk

Market risk is the risk that changes in market prices – such as interest rates will affect the entity's income. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. There has been no significant changes to the entity's exposure to market risk or the methods in which they are managed or measured.

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's current debt obligations with floating interest rates.

Interest rate sensitivity

The sensitivity analyses below have been determined based on exposure to interest rate for both derivative and non-derivative instruments at the end of reporting period.

(Currency: Indian Rupees in Lakhs)

Particulars	Increase / decrease in basis points	Effect on profit / (loss) for the year
31st March, 2026	**+100**	**(3.00)**
	-100	**3.00**
31st March, 2025	+100	(3.00)
	-100	3.00

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

(iii) Credit risk

The Company's exposure to credit risk is limited to the carrying amount of financial assets recognised at the balance sheet date. The Company continuously monitors defaults of customers and the other counter parties, identified either individually or by Company and incorporates this information into its credit risk controls. The Company's management considers that all the financial assets are not impaired for each of the reporting date under review, are of good credit quality, including those that are past due.

In respect of trade and other receivables, the Company is not exposed to any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics. Concentration of credit risk to any counterparty did not exceed 10% of gross monetary assets at any time during the year.

The Company applies the simplified approach to providing for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company and individual receivable specific provision where applicable. Forward-looking information (including macroeconomic information) has been incorporated into the determination of expected credit losses. In respect of financial assets, the maximum exposure to credit risk at the end of the reporting period is the carrying amount of each class of financial asset.

Liquidity Risk

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the Company may be required to pay.

(Currency: Indian Rupees in Lakhs)

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
	Rs.	Rs.	Rs.	Rs.
31st March, 2026				
- Borrowings	6,412.29	–	–	–
- Lease liability	243.58	247.79	19.58	7.36
- Trade payable	591.15	–	–	–
- Other financial liabilities	30.49	–	–	–
Total	**7,277.50**	**247.79**	**19.58**	**7.36**
31st March, 2025				
- Borrowings	3,464.98	–	–	–
- Lease liability	262.17	247.79	19.58	7.36
- Trade payable	330.02	–	–	–
- Other financial liabilities	170.26	–	–	–
Total	**4,227.42**	**247.79**	**19.58**	**7.36**

(iii) Financing arrangements

The Company had access to following undrawn borrowing facilities at the end of the reporting period:

(Currency: Indian Rupees in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
	Rs.	Rs.
Unsecured bank overdraft facility		
- Expiring within one year	**3,301.11**	3,356.64
- Expiring beyond one year	**–**	–
	3,301.11	3,356.64

Note No. 28 - Segment information

(a) The Company's business activity falls within a single operating business segment viz. 'Automotive'. This operating segment is reported in a manner consistent with the internal reporting provided to the Whole Time Director of the Company regarded as the Chief Operating Decision Maker ("CODM"). The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by operating segment. The CODM reviews revenue and gross profit as the performance indicator for this segment. All other activities of the Company revolve around this operating segment. Hence there are no separate reportable primary segments. Company deals into trading and servicing of vehicles.

(b) All the non-current assets of the Company are located in India.

(c) Revenue from major products and services

(Currency: Indian Rupees in Lakhs)		
Particulars	**As at 31 March 2026**	As at 31 March 2025
Sale & service of vehicles and other operating income	**97,030.79**	54,292.76

(d) Revenues from transactions with a single external customer does not amount to 10% or more of an entity's revenues during the year ended 31 March 2026 and 31 March 2025.

(e) Since there is single segment there is no difference in measurement of profit & loss and measurement of assets and liabilities.

Note No. 29 - Related party disclosure

(i) Related parties

(Currency: Indian Rupees in Lakhs)	
Description of relationship	**Names of related parties**
Holding Company of the Company	Mahindra & Mahindra Limited
Fellow subsidiary	Mahindra & Mahindra Financial Services Limited
Fellow subsidiary	Mahindra First Choice Wheels Limited
Fellow subsidiary	Mahindra Accelo Limited (Formerly Known as Mahindra Intertrade Limited)
Fellow subsidiary	Mahindra Logistics Limited
Fellow subsidiary	Mahindra Susten Private Limited
Fellow subsidiary	Mahindra Holidays & Resorts India Limited
Fellow subsidiary	Mahindra Rural Housing Finance Limited
Fellow subsidiary	Mahindra Insurance Brokers Limited
Fellow subsidiary	Mahindra Integrated Business Solutions Private Limited
Fellow subsidiary	MLL Mobility Private Limited (Formerly known as MERU Mobility Tech Private Limited)
a subsidiary of a holding company to which it is also a subsidiary	Mahindra Agri Solutions Limited
a subsidiary of a holding company to which it is also a subsidiary	Mahindra Lifespace Developers Limited
Fellow subsidiary	Mahindra Defence Systems Limited
JV of Holding Company	Mahindra Summit Agrisciences Limited
JV of Holding Company	Mahindra Manulife Investment Management Private Limited
JV of Holding Company	Classic Legends Private Limited
a subsidiary of a holding company to which it is also a subsidiary	Mahindra Last Mile Mobility Limited
Fellow subsidiary	MAHINDRA MSTC RECYCLING PRIVATE LIMITED
a subsidiary of a holding company to which it is also a subsidiary	Mahindra Electric Automobile Limited
KMP - Independent director	Mr. Arun Malhotra (upto 17 April 2025)
KMP - Independent director	Mr. Rahul Asthana (upto 15th January 2025)
KMP - Whole Time Director	Mr. Pavana Kumar (w.e.f. 15 July 2025)
KMP - Company secretary	Ms. Ayushi Shah
KMP - CEO	Mr. Rajiv Walunj (upto 15th February 2025)
KMP - CEO	Mr. Sunil Johnson (w.e.f. 15 August 2025)
KMP - CFO	Mr Aditya Dixit

(ii) Details of transactions during the year between the Company and its related parties are disclosed below:

(Currency: Indian Rupees in Lakhs)			
Nature of Transaction	Name of Related Party	**For the year ended 31 March 2026**	For the year ended 31 March 2025
Purchase of goods	Mahindra & Mahindra Limited	**51,443.48**	45,910.76
	Mahindra Last Mile Mobility Limited	**465.18**	520.67
	Mahindra Electric Automobile Limited	**39,968.00**	3,306.12
Sale of goods	Mahindra & Mahindra Limited	**–**	127.92
	Mahindra & Mahindra Financial Services Limited	**1,345.80**	225.81
	Mahindra Logistics Limited	**–**	2.56
	MLL Mobility Private Limited (Formerly known as MERU Mobility Tech Private Limited)	**–**	8.97
	Mahindra Susten Private Limited	**–**	0.85
	Mahindra Rural Housing Finance Limited	**32.63**	5.21
	Mahindra Defence Systems Limited	**–**	0.34
	Mahindra Manulife Investment Management Private Limited	**23.42**	18.36
	Classic Legends Private Limited	**–**	0.30
	Mahindra MSTC Recycling Private Limited	**–**	0.15
	Mahindra Holidays & Resorts India Limited	**–**	0.35
	Mahindra Insurance Brokers Limited	**483.02**	353.25
	Mahindra Accelo Limited (Formerly Known As Mahindra Intertrade Limited)	**–**	1.79
Sale of service	Mahindra & Mahindra Limited	**50.25**	127.23
	Mahindra Electric Automobile Limited	**2.13**	-
	MLL Mobility Private Limited (Formerly known as MERU Mobility Tech Private Limited)	**3.16**	6.04
	Mahindra Susten Private Limited	**0.69**	0.76
	Mahindra Rural Housing Finance Limited	**6.54**	0.84
	Mahindra Manulife Investment Management Private Limited	**–**	0.30
	Classic Legends Private Limited	**0.40**	–
	Mahindra & Mahindra Financial Services Limited	**85.70**	41.96
	Mahindra Logistics Limited	**1.73**	3.51
	Mahindra Accelo Limited (Formerly Known As Mahindra Intertrade Limited)	**29.41**	0.85
	Mahindra Holidays & Resorts India Limited	**0.63**	0.10
Receiving of services	Mahindra First Choice Wheels Limited	**1.14**	–
	Mahindra Integrated Business Solutions Private Limited	**38.68**	35.53
	Mahindra First Choice Wheels Limited	**–**	1.12
Lease expenses	Mahindra & Mahindra Limited	**431.29**	433.92
Interest expenses	Mahindra & Mahindra Limited	**201.94**	143.83
	Mahindra Last Mile Mobility Limited	**–**	5.82
Other expenses	Mahindra First Choice Wheels Limited	**7.24**	7.00
Other income	Mahindra MSTC Recycling Private Limited	**0.62**	0.35
	Mahindra & Mahindra Limited	**157.61**	–
Interest Income	Mahindra Electric Automobile Limited		0.28
Inter corporate deposit taken	Mahindra & Mahindra Limited	**67,700.00**	36,450.00
	Mahindra Last Mile Mobility Limited	**–**	1,450.00
Inter corporate deposit paid	Mahindra Last Mile Mobility Limited	**–**	1,450.00
	Mahindra & Mahindra Limited	**64,900.00**	36,250.00
Trade advance taken	Mahindra & Mahindra Financial Services Limited	**3,423.00**	3,656.60
Trade advance repaid	Mahindra & Mahindra Financial Services Limited	**3,422.08**	3,616.18
Reimbursement made	Mahindra & Mahindra Limited	**256.91**	207.27
	Mahindra Electric Automobile Limited	**87.54**	

		(Currency: Indian Rupees in Lakhs)	
Nature of Transaction	Name of Related Party	**For the year ended 31 March 2026**	For the year ended 31 March 2025
Salary including perquisites	Mr. Rajiv Walunj	**–**	91.46
	Mr. Sunil Johnson	**67.06**	–
	Mr. Pavana Kumar	**10.00**	–
	Mr. Aditya Dixit	**54.92**	48.69
	Ms. Aayushi Shah	**14.19**	9.84
Director sitting fees	Mr. Rahul Asthana	**–**	3.30
	Mr. Arun Malhotra	**0.27**	3.30
Reimbursement received	Mahindra & Mahindra Limited	**1,492.16**	1,077.97
	Mahindra Electric Automobile Limited	**274.13**	22.06
	Mahindra Last Mile Mobility Limited	**50.60**	25.59
	Mahindra & Mahindra Financial Services Limited	**–**	709.22
	Mahindra Electric Automobile Limited	**–**	5.01
	Mahindra Rural Housing Finance Limited	**–**	17.67
	Mahindra Manulife Investment Management Private Limited	**–**	4.77
	Mahindra Insurance Brokers Limited	**99.61**	2.46
	Mahindra Accelo Limited (Formerly Known As Mahindra Intertrade Limited)	**–**	5.52

(iii) Details of balances at year end between the Company and its related parties are disclosed below:

		(Currency: Indian Rupees in Lakhs)	
Particulars	Name of Related Party	**For the year ended 31 March 2026**	For the year ended 31 March 2025
Trade payables	Mahindra & Mahindra Limited	**7.02**	–
	Mahindra Last Mile Mobility Limited	**144.23**	–
	Mahindra Electric Automobile Limited	**–**	0.24
	Mahindra Integrated Business Solutions Private Limited	**5.65**	2.65
	Mahindra First Choice Wheels Limited	**0.64**	0.19
	Mahindra Logistics Limited	**0.32**	–
	Mahindra Manulife Investment Management Private Limited	**0.03**	–
Other balances-receivables	Mahindra & Mahindra Limited	**142.77**	185.01
	Mahindra Electric Automobile Limited	**66.27**	
	Mahindra Last Mile Mobility Limited	**–**	30.16
	Mahindra Holidays & Resorts India Limited	**–**	0.48
	Mahindra Agri Solutions Limited	**–**	1.41
	Mahindra Insurance Brokers Limited	**5.71**	3.82
	Mahindra Lifespace Developers Limited	**0.08**	0.08
	Mahindra Accelo Limited (Formerly Known As Mahindra Intertrade Limited)	**0.04**	0.27
	Mahindra Rural Housing Finance Limited	**–**	0.56
	Mahindra Logistics Limited	**–**	0.42
	Mahindra & Mahindra Financial Services Limited	**135.44**	101.84
	MLL Mobility Private Limited (Formerly known as MERU Mobility Tech Private Limited)	**–**	0.60
	Mahindra Susten Private Limited	**0.53**	0.08
	Mahindra Manulife Investment Management Private Limited	**4.26**	
Inter corporate deposit	Mahindra & Mahindra Limited	**6,000.00**	3202.57
Trade advance	Mahindra & Mahindra Financial Services Limited	**211.18**	119.05

Note No. 30 - Contingent liabilities and commitments

		(Currency: Indian Rupees in Lakhs)	
Particulars		**For the year ended 31 March 2026**	For the year ended 31 March 2025
(a)	**Contingent liabilities (to the extent not provided for)**		
	Income tax matter: demands against the Company not acknowledged as debts and not provided for, relating to issues of taxability and deductibility, in respect of which the Company is in appeal.	**143.43**	143.43
	Landlord filed a suit against the company. for alleged unlawful occupation post-lease (2010), seeking eviction, injunctions, and mesne profits. The Company asserts the lease remains valid until 2040, conferring no termination rights to the landlord.	**2,340.00**	–
(b)	**Capital Commitment**		
	The estimated amount of contracts remaining to be executed on capital account and not provided.	**16.51**	
(c)	**Lease Commitment**		
	Lease commitments are future cash outflows from the lease contract which are not recorded in the measurement of lease liabilities. These includes potential future payments related to lease of low value asset, lease which are for period less than 12 months and variable lease.		
	- Not later than one year	**–**	17.80
	- later than one year and not later than five years	**–**	–
	- later than five years	**–**	–

Note No. 31 - Leases

As a Lessee

Most of the leases contracted by the Company are related to office premises, godown and item of equipment, as the lessee.

Disclosure Requirement as per Para 53 of the Ind AS -116 : Leases

(A) Additions to right of use assets:

	(Currency: Indian Rupees in Lakhs)	
Particulars	**For the year ended 31 March 2026**	For the year ended 31 March 2025
Right-of-use assets (Refer Note 4)	**88.39**	149.77

(B) Amounts recognised in balance sheet:

	(Currency: Indian Rupees in Lakhs)	
Particulars	**For the year ended 31 March 2026**	For the year ended 31 March 2025
Right-of-use assets	**286.87**	470.95
Lease liabilities		
Non-current	**94.34**	274.74
Current	**243.58**	262.17
Total	**337.92**	536.91

(C) Movement in lease liabilities during the year

		(Currency: Indian Rupees in Lakhs)
Particulars	**For the year ended 31 March 2026**	For the year ended 31 March 2025
Balance at the beginning of the year	**536.90**	749.58
Additions	**88.39**	149.77
Deletions	**–**	–
Finance cost accrued during the year	**42.94**	62.15
Payment of lease liabilities	**(330.32)**	(424.60)
Balance at the end of the year	**337.91**	536.90

(D) Amounts recognised in the statement of profit or loss:

		(Currency: Indian Rupees in Lakhs)
Particulars	**For the year ended 31 March 2026**	For the year ended 31 March 2025
Amortisation expense for the year	**272.48**	353.66
Interest expense on lease liabilities	**42.94**	62.15
Expenses relating to short-term leases	**255.86**	97.76

(E) Amounts recognised in the statement of cash flows:

		(Currency: Indian Rupees in Lakhs)
Particulars	**For the year ended 31 March 2026**	For the year ended 31 March 2025
Cash outflow for leases	**287.38**	362.45

(F) Maturity analysis of lease liabilities

		(Currency: Indian Rupees in Lakhs)
Maturity analysis – contractual undiscounted cash flow	**For the year ended 31 March 2026**	For the year ended 31 March 2025
Less than one year	**226.01**	298.02
One to five years	**71.62**	290.04
More than five years	**–**	7.59
Total undiscounted lease liabilities	**297.63**	595.65

Note No. 32 - Ratio disclosure

						(Currency: Indian Rupees in Lakhs)		
Particulars		**Numerator**	**Denominator**	**As at 31 March 2026**	**As at 31 March 2025**	**% Variance**	**Reason for Variance more than +/- 25%**
a)	**Current ratio (in times)**	Current assets	Current liabilities	1.32	1.30	1%	
b)	**Debt-equity ratio (in times)**	Total debt (Borrowings + lease liability)	Shareholder's equity	1.90	1.58	20%	Decrease due to increase in sharesholder's equity during the current year.
c)	**Debt service coverage ratio (in times)**	Earnings available for debt service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.	Debt service = Interest & Lease payments + Principal repayments	2.89	2.40	20%	
d)	**Return on equity (in times)**	Net Profits after taxes	Average shareholder's equity	0.33	0.36	-7%	Decrease due to increase in sharesholder's equity during the current year.
e)	**Inventory turnover ratio (in times)**	Cost of goods sold	Average inventory = (Opening + Closing balance / 2)	14.11	9.46	49%	
f)	**Trade receivables turnover ratio (in times)**	Total sales	Average trade debtors = (Opening + Closing balance / 2)	31.23	25.99	20%	
g)	**Trade payables turnover ratio (in times)**	Total purchases	Average trade payable = (Opening + Closing balance / 2)	201.55	41.81	382%	Increase due to higher purchases and decrease in avergae trade payables in current year.
h)	**Net capital turnover ratio (in times)**	Total sales	Average Working capital = (Opening WC+ Closing WC/2) WC= Current assets - Current liabilities	40.02	36.92	8%	Decrease due to increase in average working capital during the current year.
i)	**Net profit ratio (in %)**	Net profit	Total sales	1.0%	1.4%	-26%	
j)	**Return on capital employed (in %)**	Earnings before interest and taxes	Capital employed = Net worth + Total debt	13%	17%	-21%	
k)	**Return on investment (in %)**	Income earned on Investment	Average Investment	0%	0%	0%	No outstanding investment as at current and previous year end.

Note No. 33 - Unhedged Foreign Currency Exposure

There is no unhedged foreign currency exposure as on 31 March 2026 and 31 March 2025.

Note No. 34 - Other Statutory Information

a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

b) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:-

i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or -on behalf of the Company (ultimate beneficiaries) or

ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

ii) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

e) The Company does not have any transaction which is previously not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act,1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

f) The Company is not declared wilful defaulter by any bank or financials institution or lender during the year.

g) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

h) The Company does not have any transactions with companies which are struck off under section 248 of the Companies Act, 2013 or section 560 of the Companies Act, 1956.

i) The Company has used various accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility, which have operated throughout the year for all relevant transactions recorded in the software, except that the audit trail was not enabled at the database level to log any direct data changes for one software for the period April 01, 2025 to April 07, 2025 and for logs maintained after April 07, 2025 of direct data changes, the earlier values were not retained. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

Note No. 35 - Corporate social responsibility (CSR)

As per section 135 of the Companies Act, 2013, the Company is required to spend 2% of its average net profit of the immediately three preceding financial years on CSR.

(Currency: Indian Rupees in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
a) Gross amount required to be spent by the Company during the year based on 2% of average net profits of preceeding three financial years.	**14.00**	10.34
b) Amount spent during the year on:		
i) Construction / acquisition of assets held by the Company	**–**	–
ii) On purposes other than above	**14.00**	10.34
c) Unspent amount at the end of the year	**–**	–

Driven by the core purpose and in line with CSR vision, Company continued to focus on investing in education of girls ("Nanhi Kali"). The said amount is paid to K.C. Mahindra Education Trust (Related Party). Amount recognised as expense in statement of profit or loss is Rs. 14 lakhs (31 March 2025: Rs. 10.34 lakhs).

Note No. 36 - Code on Social Security, 2020

The Indian Parliament had approved the Code on Social Security, 2020 which could impact the contributions by the Company towards Provident Fund and Gratuity. The Ministry of Labour and Employment has released draft rules for the Code on Social Security, 2020 on November 13, 2020, and has invited suggestions from stakeholders which are under active consideration by the Ministry. The Company will complete its evaluation once the rules are notified and will give appropriate impact in the financial statements in the period in which the Code and related rules becomes effective. The impact due to past service cost on Gratuity and Leave Encashment is Rs. 32 lakhs. This is on account of new labour code.

Note No. 37 - Others

Previous year's figures have been regrouped/reclassified wherever necessary.

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached
For M. P. Chitale & Co.
Chartered Accountants
ICAI Firm's Registration No. 101851W

Ashutosh Pednekar
Partner
ICAI Membership No. 041037
Place: Mumbai
Date: 20th April 2026

For and on behalf of the Board of Directors of NBS International Limited.

Nalinikanth Gollagunta — Chairman
DIN: 07906313

Tarakarama Pavana Kumar Padullaparti — Whole Time Director
DIN: 11129403

Sunil Johnson — CEO

Aditya Dixit — CFO

Ayushi Shah — Company Secretary
Membership No. ACS A58747

Place: Mumbai
Date: 20th April 2026

INDEPENDENT AUDITOR'S REPORT

To the members of Mahindra Automotive Australia Pty Ltd

Report on the Audit of the Financial Report

Opinion

We have audited the financial report of Mahindra Automotive Australia Pty Ltd (the Company), which comprises the statement of financial position as at 31 March 2026, the statement of profit or loss and other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial report, including material accounting policy information, and the directors' declaration.

In our opinion the accompanying financial report of Mahindra Automotive Australia Pty Ltd, is in accordance with the Corporations Act 2001, including:

(i) Giving a true and fair view of the Company's financial position as at 31 March 2026 and of its financial performance for the year ended on that date; and

(ii) Complying with Australian Accounting Standards – Simplified Disclosures and the Corporations Regulations 2001.

Basis for opinion

We conducted our audit in accordance with Australian Auditing Standards. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the Financial Report section of our report. We are independent of the Company in accordance with the Corporations Act 2001 and the ethical requirements of the Accounting Professional and Ethical Standards Board's APES 110 Code of Ethics for Professional Accountants (including Independence Standards) (the Code) that are relevant to our audit of the financial report in Australia. We have also fulfilled our other ethical responsibilities in accordance with the Code.

We confirm that the independence declaration required by the Corporations Act 2001, which has been given to the directors of the Company, would be in the same terms if given to the directors as at the time of this auditor's report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other information

The directors are responsible for the other information. The other information obtained at the date of this auditor's report is information included in the Directors' report, but does not include the financial report and our auditor's report thereon.

Our opinion on the financial report does not cover the other information and accordingly we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial report, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial report or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the Financial Report

The directors of the Company are responsible for the preparation of the financial report that gives a true and fair view in accordance with Australian Accounting Standards – Simplified Disclosures and the Corporations Act 2001 and for such internal control as the directors determine is necessary to enable the preparation of the financial report that gives a true and fair view and is free from material misstatement, whether due to fraud or error.

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

Auditor's responsibilities for the audit of the Financial Report

Our objectives are to obtain reasonable assurance about whether the financial report as a whole is free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Australian Auditing Standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of this financial report.

A further description of our responsibilities for the audit of the financial report is located at the Auditing and Assurance Standards Board website (http://www.auasb.gov.au/Home.aspx) at: http://www.auasb.gov.au/auditors_responsibilities/ar4.pdf

This description forms part of our auditor's report.

BDO Audit Pty Ltd

Randall Bryson
Director
Brisbane, 14 April 2026

DIRECTORS' DECLARATION FOR 31 MARCH 2026

In the directors' opinion:

- the attached financial statements and notes comply with the Corporations Act 2001, the Australian Accounting Standards-Simplified Disclosures, the Corporations Regulations 2001 and other mandatory professional reporting requirements;
- the attached financial statements and notes give a true and fair view of the company's financial position as at 31 March 2026 and of its performance for the financial year ended on that date; and
- there are reasonable grounds to believe that the company will be able to pay its debts as and when they become due and payable.

Signed in accordance with a resolution of directors made pursuant to section 295(5)(a) of the Corporations Act 2001.

On behalf of the directors

Sachin Arolkar
Director
India, 14th April, 2026

Ashutosh Vidwans
Director
India, 14th April, 2026

AUDITOR'S INDEPENDENCE DECLARATION 31 MARCH 2026

DECLARATION OF INDEPENDENCE BY RANDALL BRYSON TO THE DIRECTORS OF MAHINDRA AUTOMOTIVE AUSTRALIA PTY LTD

As lead auditor of Mahindra Automotive Australia Pty Ltd for the year ended 31 March 2026, I declare that, to the best of my knowledge and belief, there have been:

1. No contraventions of the auditor independence requirements of the *Corporations Act 2001* in relation to the audit; and
2. No contraventions of any applicable code of professional conduct in relation to the audit.

This declaration is in respect of Mahindra Automotive Australia Pty Ltd during the period.

BDO Audit Pty Ltd

Randall Bryson
Director
Brisbane, 14th April, 2026

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2026

	Note	2026 $	2025 $
Revenue	**3**	**154,336,819**	144,361,943
Other income	**4**	**95,888**	148,042
Expenses			
Purchases and change in inventories of finished goods and work in progress		**(132,623,604)**	(129,093,944)
Advertising expense		**(3,754,954)**	(4,585,380)
Depreciation and amortisation expense	**5**	**(783,381)**	(910,894)
Employee benefits expense	**5**	**(4,252,653)**	(2,901,439)
Finance costs	**5**	**(291,236)**	(295,469)
Freight and cartage	**5**	**(2,704,526)**	(2,447,823)
Storage expenses	**5**	**(7,005,999)**	(1,729,662)
Other expenses		**(2,223,167)**	(2,022,112)
Profit before income tax expense		**793,187**	523,262
Income tax expense	**6**	**(237,956)**	(156,979)
Profit after income tax expense for the year		**555,231**	366,283
Other comprehensive income for the year, net of tax		**–**	–
Total comprehensive income for the year		**555,231**	366,283

The above statement of profit or loss and other comprehensive income should be read in conjunction with the accompanying notes.

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2026

	Note	2026 $	2025 $
ASSETS			
Current assets			
Cash and cash equivalents	**7**	**1,938,624**	1,724,151
Trade and other receivables	**8**	**17,536,700**	8,824,007
Inventories	**9**	**93,408,146**	64,546,290
Income tax refund due	**6**	**–**	474,500
Other assets	**10**	**1,678,204**	1,384,961
Total current assets		**114,561,674**	76,953,909
Non-current assets			
Property, plant and equipment	**11**	**1,566,390**	1,086,348
Right-of-use assets	**12**	**1,437,962**	2,084,691
Deferred tax	**6**	**2,357,799**	1,845,178
Other assets	**10**	**338,333**	63,333
Total non-current assets		**5,700,484**	5,079,550
Total assets		**120,262,158**	82,033,459
Liabilities			
Current liabilities			
Trade and other payables	**13**	**98,780,470**	64,232,560
Borrowings	**14**	**3,000,000**	3,000,000
Lease liabilities	**15**	**621,936**	613,321
Income tax payable	**6**	**298,477**	–
Provisions	**16**	**8,194,804**	4,759,823
Total current liabilities		**110,895,687**	72,605,704
Non-current liabilities			
Lease liabilities	**15**	**901,960**	1,534,371
Provisions	**16**	**167,415**	151,519
Total non-current liabilities		**1,069,375**	1,685,890
Total liabilities		**111,965,062**	74,291,594
Net assets		**8,297,096**	7,741,865
Equity			
Issued capital	**17**	**4,575,000**	4,575,000
Retained profits		**3,722,096**	3,166,865
Total equity		**8,297,096**	7,741,865

The above statement of financial position should be read in conjunction with the accompanying notes.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

	Issued Capital	Retained profits	Total equity
	$	$	$
Balance at 1 April 2024	4,575,000	2,800,582	7,375,582
Profit after income tax expense for the year	–	366,283	366,283
Other comprehensive income for the year, net of tax	–	–	–
Total comprehensive income for the year	–	366,283	366,283
Balance at 31 March 2025	**4,575,000**	**3,166,865**	**7,741,865**
Balance at 1 April 2025	4,575,000	3,166,865	7,741,865
Profit after income tax expense for the year	–	555,231	555,231
Other comprehensive income for the year, net of tax	–	–	–
Total comprehensive income for the year	–	555,231	555,231
Balance at 31 March 2026	**4,575,000**	**3,722,096**	**8,297,096**

The above statement of changes in equity should be read in conjunction with the accompanying notes.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

	Note	2026 $	2025 $
Cash flows from operating activities			
Receipts from customers (inclusive of GST)		**159,654,746**	150,967,046
Payments to suppliers and employees (inclusive of GST)		**(158,026,836)**	(151,017,978)
		1,627,910	(50,932)
Interest received		**95,888**	148,042
Interest and other finance costs paid		**(291,236)**	(295,469)
Income taxes refunded/(paid)		**22,400**	(471,709)
Net cash from/(used in) operating activities		**1,454,962**	(670,068)
Cash flows from investing activities			
Payments for property, plant and equipment	**11**	**(616,693)**	(303,480)
Net cash used in investing activities		**(616,693)**	(303,480)
Cash flows from financing activities			
Proceeds/(repayment) of leases		**(623,796)**	(625,654)
Net cash used in financing activities		**(623,796)**	(625,654)
Net increase/(decrease) in cash and cash equivalents		**214,473**	(1,599,202)
Cash and cash equivalents at the beginning of the financial year		**1,724,151**	3,323,353
Cash and cash equivalents at the end of the financial year	**7**	**1,938,624**	1,724,151

The above statement of cash flows should be read in conjunction with the accompanying notes.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note 1. Material accounting policy information

The accounting policies that are material to the company are set out below. The accounting policies adopted are consistent with those of the previous financial year, unless otherwise stated.

New or amended Accounting Standards and Interpretations adopted

Mahindra Automotive Australia Pty Ltd (the company) has adopted all of the new or amended Accounting Standards and Interpretations issued by the Australian Accounting Standards Board ('AASB') that are mandatory for the current reporting period.

Any new or amended Accounting Standards or Interpretations that are not yet mandatory have not been early adopted.

Basis of preparation

These general purpose financial statements have been prepared in accordance with the Australian Accounting Standards - Simplified Disclosures issued by the Australian Accounting Standards Board ('AASB') and the Corporations Act 2001, as appropriate for for-profit oriented entities.

The company does not have 'public accountability' as defined in AASB 1053 Application of Tiers of Australian Accounting Standards and is therefore eligible to apply the 'Tier 2' reporting framework under Australian Accounting Standards.

Revenue recognition

The company recognises revenue as follows:

(i) Sale of goods

Revenue from the sale of agricultural equipment, motor vehicles, parts, and accessories is recognised at the point in time when control of the goods transfers to the customer in accordance with AASB 15.

For certain transactions, including those subject to floor plan or similar financing arrangements, control transfers upon invoicing and settlement where legal title passes and the Company has an unconditional right to payment. Where physical delivery occurs after invoicing, revenue is recognised only when the bill-and-hold criteria under AASB 15 are satisfied. Subsequent delivery does not affect the timing of revenue recognition once control has transferred.

Other revenue

Other revenue is recognised when it is received or when the right to receive payment is established.

All other revenue is recognised in accordance with AASB 15 Revenue from contracts with customers (AASB 15), when performance obligation is satisfied and control is transferred. All revenue is stated net of the amount of goods and services tax (GST).

Income tax

The income tax expense or benefit for the period is the tax payable on that period's taxable income based on the applicable income tax rate for each jurisdiction, adjusted by the changes in deferred tax assets and liabilities attributable to temporary differences, unused tax losses and the adjustment recognised for prior periods, where applicable.

Deferred tax assets and liabilities are recognised for temporary differences at the tax rates expected to be applied when the assets are recovered or liabilities are settled, based on those tax rates that are enacted or substantively enacted, except for:

- When the deferred income tax asset or liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and that, at the time of the transaction, affects neither the accounting nor taxable profits; or
- When the taxable temporary difference is associated with interests in subsidiaries, associates or joint ventures, and the timing of the reversal can be controlled and it is probable that the temporary difference will not reverse in the foreseeable future.

Pillar Two income taxes

The company is within the scope of the OECD Pillar Two model rules, and it applies the AASB 112 exception to recognising and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes. The group will incur top-up taxes due to the Pillar Two legislation that became effective 1 January 2025. Under the legislation, the company is liable to pay a top-up tax for the difference between its GloBE effective tax rate in each jurisdiction and the 15% minimum rate.

The company has estimated that the effective tax rates exceed 15% in all jurisdictions in which it operates. Considering the impact of specific adjustments in the Pillar Two legislation, the company does not have a Pillar Two tax liability for the year ended 31 March 2026.

Trade and other receivables

The average credit period on sales of goods is 60 days. No interest is charged on outstanding trade receivables.

The company has applied the simplified approach to measuring expected credit losses, which uses a lifetime expected loss allowance. To measure the expected credit losses, trade receivables have been grouped based on days overdue.

Other receivables are recognised at amortised cost, less any allowance for expected credit losses.

Inventories

New vehicles

New vehicles are valued at the lower of cost and net realisable value on a unit by unit basis.

Spare parts and accessories

Vehicle spare parts and accessories and agriculture equipment are valued at the lower of cost and net realisable value.

Costs for vehicles comprises of purchase and delivery costs, net of rebates and discounts received or receivable.

Stock in transit is stated at the lower of cost and net realisable value. Cost comprises of purchase and delivery costs, net of rebates and discounts received or receivable.

Property, plant and equipment

Plant and equipment is stated at historical cost less accumulated depreciation and impairment.

Depreciation is calculated on a straight-line or diminishing value basis to write off the net cost of each item of property, plant and equipment (excluding land) over their expected useful lives as follows:

Plant and equipment	10-20%
Computer equipment	20-40%
Furniture and fittings	10-20%
Motor vehicles	20-30%

Leasehold improvements are depreciated over the unexpired period of the lease or the estimated useful life of the assets, whichever is shorter.

Right-of-use assets

Right-of-use assets are depreciated on a straight-line basis over the unexpired period of the lease or the estimated useful life of the asset, whichever is the shorter. Where the company expects to obtain ownership of the leased asset at the end of the lease term, the depreciation is over its estimated useful life.

The company has elected not to recognise a right-of-use asset and corresponding lease liability for short-term leases with terms of 12 months or less and leases of low-value assets. Lease payments on these assets are expensed to profit or loss on a straight line basis.

Trade and other payables

The amounts are unsecured and are usually paid within 30 days of recognition, except for related party payables which are on terms of between 60 and 180 days.

Borrowings

Loans and borrowings are initially recognised at the fair value of the consideration received, net of transaction costs. They are subsequently measured at amortised

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

cost using the effective interest method.

Loans and borrowings are removed from the statement of financial position when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount and any consideration paid is recognised in profit or loss.

Lease liabilities

Lease liabilities are measured at amortised cost using the effective interest method. The carrying amounts are remeasured if there is a change in the following: future lease payments arising from a change in an index or a rate used; residual guarantee; lease term; certainty of a purchase option and termination penalties. When a lease liability is remeasured, an adjustment is made to the corresponding right-of use asset, or to profit or loss if the carrying amount of the right-of-use asset is fully written down.

Provisions

Provisions are recognised when the company has a present (legal or constructive) obligation as a result of a past event, it is probable the company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting date, taking into account the risks and uncertainties surrounding the obligation. If the time value of money is material, provisions are discounted using a current pre-tax rate specific to the liability. The increase in the provision resulting from the passage of time is recognised as a finance cost.

Reclassification of Comparative Balances

During the current financial year, the Company reviewed the presentation of certain line items within the financial statements to ensure consistency with the Company's accounting policies and to enhance the relevance and reliability of the information presented.

As a result of this review, Dealer Incentives previously presented as Advertising has been reclassified to Purchases in the statement of profit or loss and other comprehensive income. This reclassification was made to align the comparative information with the current-year presentation.

The reclassification had no impact on the Company's net assets, profit after tax, or cash flows for the comparative period.

Rounding of amounts

The company is of a kind referred to in Corporations Instrument 2016/191, issued by the Australian Securities and Investments Commission, relating to 'rounding-off'. Amounts in this report have been rounded off in accordance with that Corporations Instrument to the nearest dollar.

Note 2. Critical accounting judgements, estimates and assumptions

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts in the financial statements. Management continually evaluates its judgements and estimates in relation to assets, liabilities, contingent liabilities, revenue and expenses. Management bases its judgements, estimates and assumptions on historical experience and on other various factors, including expectations of future events, management believes to be reasonable under the circumstances. The resulting accounting judgements and estimates will seldom equal the related actual results. The judgements, estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities (refer to the respective notes) within the next financial year are discussed below.

Net realisable value of inventories

The provision for impairment of inventories assessment requires a degree of estimation and judgement. The level of the provision is assessed by taking into account the recent sales experience, the ageing of inventories and other factors that affect inventory obsolescence.

Warranty provision

In determining the level of provision required for warranties the company has made judgements in respect of the expected performance of the vehicles, the number of customers who will actually claim under the warranty and how often, and the costs of fulfilling the conditions of the warranty. The provision is based on estimates made from historical warranty data associated with similar products and services.

Note 3. Revenue

	2026 $	2025 $
Revenue from contracts with customers		
New vehicle sales	**143,754,817**	134,328,377
Parts sales	**10,549,926**	9,681,466
	154,304,743	144,009,843
Other revenue		
Other revenue	**32,076**	352,100
Revenue	**154,336,819**	144,361,943

Disaggregation of revenue from contracts with customers

The disaggregation of revenue from contracts with customers is as follows:

	2026 $	2025 $
Timing of revenue recognition		
Goods transferred at a point in time	**154,304,743**	144,009,843
	154,304,743	144,009,843

Note 4. Other income

	2026 $	2025 $
Interest received	**95,888**	148,042

Note 5. Expenses

	2026 $	2025 $
Profit before income tax includes the following specific expenses:		
Freight and cartage	**2,704,526**	2,443,078
Storage expenses (relating the storage of inventories)	**7,005,999**	1,729,662
Amortisation and depreciation expense		
Amortisation on right-of-use assets	**646,729**	646,723
Depreciation expense	**136,652**	264,171
Depreciation and amortisation expense	**783,381**	910,894
Finance costs		
Interest and finance charges paid/payable on borrowings	**165,949**	146,785
Interest and finance charges paid/payable on lease liabilities	**125,287**	148,684
Finance costs expensed	**291,236**	295,469
Superannuation expense	**388,959**	282,815
Employee benefits expense excluding superannuation	**3,863,694**	2,618,624
Employee benefits expense	**4,252,653**	2,901,439

Note 6. Income tax

	2026 $	2025 $
Income tax expense		
Current tax	**750,577**	538,920
Deferred tax - origination and reversal of temporary differences	**(512,621)**	(381,941)
Aggregate income tax expense	**237,956**	156,979

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

	2026 $	2025 $
Deferred tax included in income tax expense comprises:		
Increase in deferred tax assets	**(512,621)**	(381,941)
Numerical reconciliation of income tax expense and tax at the statutory rate		
Profit before income tax expense	**793,187**	523,262
Tax at the statutory tax rate of 30%	**237,956**	156,979
Income tax expense	**237,956**	156,979
Deferred tax asset		
Deferred tax asset comprises temporary differences attributable to:		
Prepaid expenses	**(3,483)**	(3,768)
Property, plant and equipment	**(32,292)**	–
Right of use asset	**431,388**	622,471
Lease liability	**(457,169)**	(644,307)
Provisions	**2,110,667**	1,743,192
Accrued expenses	**308,688**	127,590
Deferred tax asset	**2,357,799**	1,845,178
Movements:		
Opening balance	**1,845,178**	1,463,237
Credited to profit or loss	**512,621**	381,941
Closing balance	**2,357,799**	1,845,178

	2026 $	2025 $
Income tax refund due		
Income tax refund due	**–**	474,500

	2026 $	2025 $
Income tax payable		
Provision for income tax	**298,477**	–

Note 7. Cash and cash equivalents

	2026 $	2025 $
Current assets		
Cash at bank	**1,938,624**	1,724,151

Note 8. Trade and other receivables

	2026 $	2025 $
Current assets		
Trade receivables	**16,354,140**	8,824,007
Other receivables	**1,182,560**	–
	17,536,700	8,824,007

Note 9. Inventories

	2026 $	2025 $
Current assets		
New vehicles	**82,667,033**	12,396,218
Stock in transit- at cost	**5,008,504**	46,916,756
Spare parts and accessories	**6,430,024**	5,799,383
Less: Provision for obsolescence	**(697,415)**	(566,067)
Spare parts and accessories - at net realisable value	**5,732,609**	5,233,316
	93,408,146	64,546,290

During the year obsolescence of inventory was charged of $131,348 (2025: $17,729), this is recognised through changes in inventories in the statement of profit and loss.

Note 10. Other assets

	2026 $	2025 $
Current assets		
Prepayments	**202,384**	1,384,961
Reimbursement asset	**1,475,820**	–
	1,678,204	1,384,961

	2026 $	2025 $
Non Current assets		
Other deposits	**338,333**	63,333
	2,016,537	1,448,294

The reimbursement asset relates to a recoverable expense from the parent entity for the repairs required to inventories on hand at 31 March 2026. The related reimbursement income has been presented as a reduction of repair expense in profit or loss.

Note 11. Property, plant and equipment

	2026 $	2025 $
Non-current assets		
Plant and equipment - at cost	**250,274**	245,722
Less: Accumulated depreciation	**(130,643)**	(114,109)
	119,631	131,613
Fixtures and fittings - at cost	**993,348**	866,837
Less: Accumulated depreciation	**(416,867)**	(376,969)
	576,481	489,868
Motor vehicles - at cost	**952,950**	597,371
Less: Accumulated depreciation	**(264,773)**	(159,954)
	688,177	437,417
Computer equipment - at cost	**146,348**	113,145
Less: Accumulated depreciation	**(94,987)**	(85,695)
	51,361	27,450
Work in progress - at cost	**130,740**	–
	1,566,390	1,086,348

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Reconciliations

Reconciliations of the written down values at the beginning and end of the current financial year are set out below:

	Plant and equipment $	Furniture and fittings $	Motor Vehicles $	Computer equipment $	Work in progress $	Total $
Balance at 1 April 2025	**131,613**	**489,868**	**437,417**	**27,450**	**–**	**1,086,348**
Additions	**4,552**	**126,510**	**321,690**	**33,202**	**130,740**	**616,694**
Depreciation expense	**(16,534)**	**(39,897)**	**(70,930)**	**(9,291)**	**–**	**(136,652)**
Balance at 31 March 2026	**119,631**	**576,481**	**688,177**	**51,361**	**130,740**	**1,566,390**

Note 12. Right-of-use assets

	2026 $	2025 $
Non-current assets		
Land and buildings - right-of-use	**2,960,755**	2,960,755
Less: Accumulated depreciation	**(1,531,063)**	(894,119)
	1,429,692	2,066,636
Plant and equipment - right-of-use	**53,137**	53,137
Less: Accumulated depreciation	**(44,867)**	(35,082)
	8,270	18,055
	1,437,962	2,084,691

The company leases property, plant and equipment under agreements of between 5 to 10 years with, in some cases, options to extend. The leases have various escalation clauses. On renewal, the terms of the leases are renegotiated.

Reconciliations

Reconciliations of the written down values at the beginning and end of the current financial year are set out below:

	Land & Buildings $	Plant & Equipment $	Total $
Balance at 1 April 2025	2,066,636	18,055	2,084,691
Depreciation expense	(636,944)	(9,785)	(646,729)
Balance at 31 March 2026	**1,429,692**	**8,270**	**1,437,962**

Note 13. Trade and other payables

	2026 $	2025 $
Current liabilities		
Trade payables	**96,303,565**	61,615,124
Accrued expenses	**1,402,885**	1,204,096
Other payables	**1,074,020**	1,413,340
	98,780,470	64,232,560

Note 14. Borrowings

	2026 $	2025 $
Current liabilities		
Bank loans	**3,000,000**	3,000,000

Bank loan

(i) The bank loan is a short term loan provided to the company under an uncommitted trade advance facility agreement. The current term of the loan is 178 days and will expire on 24 July 2026. The loan is not secured and the variable interest rate is 6.0208% (2025: 6.066%), interest is charged daily.

There have been no breaches of terms or default of principal, interest, sinking fund or redemption terms during the current or prior reporting periods.

Note 15. Lease liabilities

	2026 $	2025 $
Current liabilities		
Lease liability	**621,936**	613,321
Non-current liabilities		
Lease liability	**901,960**	1,534,371
	1,523,896	2,147,692
Future lease payments		
Future lease payments are due as follows:		
Not later than one year	**752,429**	749,083
Later than one and not later than five years	**964,893**	1,717,322
	1,717,322	2,466,405

Significant leasing arrangements

Lease liabilities are secured by the assets leased and represent the discounted future rentals payable by the company. Leased assets include property, plant and equipment. These leases are negotiated for an average term of 10 years and are fixed for an average of 5 years with an option to extend for a further 5 years at the then prevailing market rate.

Note 16. Provisions

	2026 $	2025 $
Current liabilities		
Annual leave	**252,237**	215,426
Warranties	**–**	227,618
Vehicle repairs	**1,475,820**	–
Dealer support - Registration and third party insurance	**2,254,600**	2,178,492
Roadside assistance	**1,514,093**	1,255,451
Dealer support - Incentives	**1,945,562**	762,836
Other	**752,492**	120,000
	8,194,804	4,759,823
Non-current liabilities		
Long service leave	**167,415**	151,519
	8,362,219	4,911,342

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Vehicle repairs

The provision represents the future repair costs of the inventory on hand, the company has a present obligation arising from past events and it is probable that future repair costs will be incurred. The provision is measured at the estimated expenditure required to repair the inventory.

Roadside assistance

The provision is recognised at the time of vehicle sale for the estimated costs of providing roadside assistance services included as part of the manufacturer-backed sale arrangements. The provision is measured based on historical claims experience and expected utilisation rates and is reviewed at each reporting date to reflect the current best estimate of expenditure required.

Dealer support

The provision represents the present value of the estimated costs that will be incurred with respect to supporting the dealers as per the current dealer agreements. This provision covers a reimbursement to the dealers of registration and third party insurance costs, the estimated costs of signage to be installed at the dealers premises and other general incentives estimated to be payable to the dealers. Each dealer support provision is estimated based on current stock held with the dealers at the end of the period.

Movements in provisions

Movements in each class of provision during the current financial year, other than employee benefits, are set out below:

2026	Warranties $	Vehicle repairs $	Roadside assistance $	Dealer support-registration $	Dealer support-incentives $	Other $
Carrying amount at the start of the year	**227,618**	**–**	**1,255,451**	**2,178,492**	**762,836**	**120,000**
Additional provisions recognised	**–**	**1,529,500**	**3,091,152**	**13,625,866**	**9,129,349**	**752,492**
Amounts used	**–**	**(53,680)**	**(2,102,086)**	**(13,549,758)**	**(7,673,563)**	**(120,000)**
Unused amounts reversed	**(227,618)**	**–**	**(730,424)**	**–**	**(273,060)**	**–**
Carrying amount at the end of the year	**–**	**1,475,820**	**1,514,093**	**2,254,600**	**1,945,562**	**752,492**

Note 17. Issued capital

	2026 Shares	2025 Shares	2026 $	2025 $
Ordinary shares - fully paid	4,575,000	4,575,000	4,575,000	4,575,000

Ordinary shares

Ordinary shares entitle the holder to participate in dividends and the proceeds on the winding up of the company in proportion to the number of and amounts paid on the shares held. The fully paid ordinary shares have no par value and the company does not have a limited amount of authorised capital.

Note 18. Dividends

Dividends

There were no dividends paid, recommended or declared during the current or previous financial year.

Franking credits

There were no dividends paid, recommended or declared during the current or previous financial year.

	2026 $	2025 $
Franking credits available for subsequent financial years based on a tax rate of 30%	**4,067,930**	3,317,354

The above amounts represent the balance of the franking account as at the end of the financial year, adjusted for:

- franking credits that will arise from the payment of the amount of the provision for income tax at the reporting date
- franking debits that will arise from the payment of dividends recognised as a liability at the reporting date
- franking credits that will arise from the receipt of dividends recognised as receivables at the reporting date

Note 19. Key management personnel disclosures

Compensation

The aggregate compensation made to members of key management personnel of the company is set out below:

	2026 $	2025 $
Aggregate compensation	**558,010**	477,681

In addition to this other directors and key management of the entity are paid compensation at ultimate parent level.

Note 20. Remuneration of auditors

During the financial year the following fees were paid or payable for services provided by BDO Audit Pty Ltd, the auditor of the company, and its network firms:

	2026 $	2025 $
Audit services - BDO Audit Pty Ltd		
Audit of the financial statements	**69,000**	65,000
Other services - BDO Services Pty Ltd		
Preparation of the financial statements and tax return	**16,500**	12,500
Tax compliance and reviews	**18,850**	17,950
Other accounting and advisory work	**9,295**	1,500
	44,645	31,950

Note 21. Contingent assets

At 31 March 2026, the company has no contingent assets (2025: $Nil).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note 22. Contingent liabilities

In the opinion of the directors, the company did not have any contingent liabilities at 31 March 2026 (2025: $Nil).

Note 23. Commitments

At 31 March 2026, the entity had not entered into any contractual capital commitments (2025: $Nil).

Note 24. Related party transactions

Parent entity

Mahindra & Mahindra Limited is the ultimate parent entity, a publically listed company based in Mumbai, India.

Key management personnel

Disclosures relating to key management personnel are set out in note 19.

Transactions with related parties

The following transactions occurred with related parties:

	2026 **$**	2025 $
Payment for goods and services:		
Purchase of goods from controlling entity and it's subsidiaries	**139,066,213**	120,091,198
Payment for other expenses:		
Other expenses paid to other related party	**–**	77,716

Receivable from and payable to related parties

The following balances are outstanding at the reporting date in relation to transactions with related parties:

	2026 **$**	2025 $
Current payables:		
Trade payables to controlling entity and it's subsidiaries	**91,538,914**	57,584,166

Loans to/from related parties

There were no loans to or from related parties at the current and previous reporting date.

Terms and conditions

All transactions were made on normal commercial terms and conditions and at market rates.

Note 25. Events after the reporting period

No matter or circumstance has arisen since 31 March 2026 that has significantly affected, or may significantly affect the company's operations, the results of those operations, or the company's state of affairs in future financial years.

THE INDEPENDENT AUDITORS' REPORT ON THE FINANCIAL STATEMENTS AT 31 MARCH 2025

PURSUANT TO ARTICLE 14 OF LEGISLATIVE DECREE 39/2010

TO THE SHAREHOLDER OF MAHINDRA EUROPE S.R.L.

Report on the audit of the financial statements

Opinion

We have audited the accompanying Financial Statements of Mahindra Europe S.r.l. ("the Company"), which comprises the Balance Sheet as at March 31st, 2026, and the Statement of Profit and Loss (including other comprehensive income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended.

In our opinion, the annual Financial Statements for the year ended March 31, 2026, taking into account the provisions of the paragraph "Significant uncertainty and loss of continuity of the going concern assumption," provide a true and fair view of the Company's financial position, results of operations, and cash flows for the year then ended in accordance with the Italian regulations governing their preparation.

Basis of opinion

We carried out the audit in accordance with international auditing standards (ISA Italy). Our responsibilities under these standards are further described in the Responsibilities of the independent auditors for auditing the financial statements section of this report. We are independent of the Company in accordance with the rules and principles in matters of ethics and independence applicable in the Italian legal system to the auditing of balance. We believe that we have obtained sufficient appropriate audit evidence upon which to base our opinion.

Significant uncertainty and loss of continuity of the going concern assumption

The automotive market, as set out in Explanatory Note to which reference is made, continues to experience significant change linked to European legislation that continues to favor engines that use renewable energy over traditional fuels. In this context, the Company had already communicated to its sales network, composed of distributors and dealers, the termination of its commercial relationships with 24 months' notice, which expired last year and were renewed for a further year, until March 2026. During the year, Mahindra & Mahindra Ltd. consensually decided to terminate the distribution contract in accordance with the law and requested the identification of third parties for after-sales assistance and distribution of spare parts, in order to fulfill its legal obligations towards its customers. The Company will therefore gradually transfer its operations to new independent operators, both for spare parts management and service, by the first quarter of next year. Based on the findings, we believe that the conditions for maintaining the going concern assumption do not exist, as the uncertainties are numerous and significant, and it is difficult to fully assess their impact on the company's assets. The Company began to realign some of its assets to their actual realizable value as of March 31, 2026, and both the income statement and equity are affected by this write-down activity.

Responsibility of the Directors and of the Statutory auditor for the financial statements

The Directors are responsible for preparing the financial statements that provide a true and fair view in compliance with the Italian regulations governing the accounting criteria, preparation and, within the terms established by law, for that part of the internal control they deem necessary to enable the preparation of financial statements that do not contain material errors due to fraud or unintentional behavior or events. The Directors are responsible for assessing the Company's ability to continue operate as a going concern and, in preparing the financial statements, for the appropriateness of the use of the going concern assumption, as well as for an adequate information on the subject. The Directors use the going concern assumption in preparing the financial statements unless they have assessed that the conditions exist for the liquidation of the Company or for the interruption of the activity or they have no realistic alternatives to such choices.

The Statutory auditor is responsible for supervising, within the terms established by law, the process of preparing the Company's financial information.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to acquire reasonable assurance that the financial statements as a whole do not contain significant errors, due to fraud or unintentional behavior or events, and to issue an audit report that includes our opinion. Reasonable certainty means a high level of certainty which, however, does not provide the guarantee that an audit carried out in accordance with international auditing standards (ISA Italy) will always identify a significant error, if any. Errors may derive from fraud or from unintentional behavior or events and are considered significant if it can reasonably be expected that they, individually or as a whole, are able to influence the economic decisions taken by users on the basis of the financial statements. As part of the audit performed in accordance with international auditing standards (ISA Italy), we exercised professional judgment and maintained professional skepticism throughout the duration of the audit. Furthermore,

- we have identified and assessed the risks of significant errors in the financial statements, due to fraud or unintentional behavior or events; we have designed and performed audit procedures in response to these risks; we have obtained sufficient appropriate audit evidence on which to base our opinion. The risk of not detecting

a material misstatement due to fraud is higher than the risk of not detecting a material misstatement resulting from unintentional behavior or events, as fraud may involve the existence of collusion, forgery, intentional omissions, misrepresentations or overrides of internal control;

- we have acquired an understanding of the internal control relevant for the purposes of the audit in order to define appropriate audit procedures in the circumstances and not to express an opinion on the effectiveness of the Company's internal control;
- we have reached a conclusion on the appropriateness of the use by the directors of the going concern assumption and, based on the audit evidence obtained, on the possible existence of a significant uncertainty regarding events or circumstances that may give rise to significant doubts on the ability of the Company to continue to operate as a going concern. In the presence of a material uncertainty, we are required to draw attention in the audit report to the related disclosures in the financial statements or, if such disclosures are inadequate, to reflect this circumstance in the formulation of our opinion. Our conclusions are based on the audit evidence obtained up to the date of this report. However, subsequent events or circumstances may cause the Company to cease to operate as a going concern;
- we have evaluated the presentation, structure and content of the financial statements as a whole, including the information, and whether the financial statements represent the underlying transactions and events in order to provide a correct representation.

We have communicated to those charged with governance, identified at an appropriate level as required by the Italy ISAs, among other matters, the planned scope and timing of the audit and significant findings, including any significant deficiencies in internal control identified in the course of the audit.

Report on other laws and regulations

Judgment pursuant to art. 14, paragraph 2, letter e), of Legislative Decree 39/2010

The Directors of Mahindra Europe S.r.l. are responsible for preparing the management report of Mahindra Europe S.r.l. as at 31 March 2026, including its consistency with the related financial statements and its compliance with the law. We have carried out the procedures indicated in the auditing standard (SA Italia) n° 720B in order to express an opinion on the consistency of the management report with the financial statements of Mahindra Europe S.r.l. as at 31 March 2026 and on its compliance with the law, as well as to issue a statement on any material misstatements.

In our opinion, the management report is consistent with the financial statements of Mahindra Europe S.r.l. as at 31 March 2026 and is drawn up in compliance with the law. With reference to the declaration referred to in Article 14, paragraph 2, letter e), of Legislative Decree 39/2010, issued on the basis of the knowledge and understanding of the company and the related context acquired during the auditing activity, we have nothing to report.

Roberto Mallardo
RB AUDIT Italia - Audit Partner
(Registration n. 135061)

Rome, 29th April 2026

Financial statement as on 31/03/2026

Balance Sheet	3/31/2026 Euro	3/31/2026 INR/Lakhs	3/31/2025 Euro	3/31/2025 INR/Lakhs
Assets				
A) Accounts receivable from shareholders in respect of unpaid share capital	**0**	**0.00**	0	0.00
B) Fixed assets				
I. Intangible assets				
3) Industrial patents & intellectual property rights	**0**	**0.00**	0	0.00
7) Others	**0**	**0.00**	1,719	1.86
Total I	**0**	**0.00**	1,719	1.86
II. Tangible assets				
2) Plant & Machinery	**2,761**	**2.98**	13,880	15.00
3) Industrial & commercial equipment	**0**	**0.00**	77	0.08
4) Other Assets	**9,979**	**10.78**	35,224	38.06
Total II	**12,740**	**13.77**	49,181	53.14
III. Financial assets				
1) Equity investments in other companies	**392**	**0.42**	262	0.28
2) Receivables				
d) Other companies due beyond 12 months	**0**	**0.00**	10,555	11.41
Total III	**392**	**0.42**	10,817	11.69
Total fixed assets	**13,132**	**14.19**	61,717	66.69
C) Current assets				
I. Stock				
4) Finished goods	**404,830**	**437.44**	2,983,291	3,223.62
5) Advance	**0**	**0.00**	0	0.00
Total I	**404,830**	**437.44**	2,983,291	3,223.62
II. Accounts receivable				
1) Trade within 12 months	**120,439**	**130.14**	163,384	176.55
4) Parent Company within 12 months	**12,697**	**13.72**	653,911	706.59
4-bis) Tax receivables within 12 months	**26,372**	**28.50**	31,533	34.07
4-ter) Deferred Tax assets within 12 months	**0**	**0.00**	0	0.00
5) Others				
due within 12 months	**5,715**	**6.18**	907	0.98
due beyond 12 months	**12,268**	**13.26**	13,053	14.10
Total II	**177,491**	**192**	862,788	932
III. Financial assets other than fixed assets				
IV. Liquid assets				
1) Bank & Post office deposit	**1,270,335**	**1,372.67**	4,822,372	5,210.86
2) Bank cheque	**0**	**0.00**	0	0.00
3) Cash on hand	**10,944**	**11.83**	5,922	6.40
Total IV	**1,281,279**	**1,384.50**	4,828,294	5,217.26
Total current assets	**1,863,600**	**2,013.73**	8,674,373	9,373.18
D) Accrued income and prepaid expenses				
Total accrued income and prepaid expenses	**38,857**	**41.99**	53,297	57.59
Total assets	**1,915,589**	**2,069.91**	8,789,387	9,497.46

Financial statement as on 31/03/2026 (Cont.)

		3/31/2026 Euro	3/31/2026 INR/Lakhs	3/31/2025 Euro	3/31/2025 INR/Lakhs
Liabilities					
A)	**Shareholders' equity**				
I.	Share capital	**1,421,151**	**1,535.64**	1,421,151	1,535.64
II.	Share premium reserve				
III.	Revaluation reserve				
IV.	Legal reserve	**80,188**	**86.65**	75,132	81.18
V.	Reserve for Treasury shares				
VI.	Reserves provided for by the articles on association				
VII.	Other reserves				
	Extraordinary reserve	**314,236**	**339.55**	314,236	339.55
	Advance for share capital				
	Rounding off reserve			1	
	Reserve for social initiatives		**0.00**		0.00
VIII.	Retained earnings (loss) carry forwards	**0**	**0.00**	0	0.00
IX.	Profit (loss) for the year	**(783,910)**	**(847.06)**	5,056	5.46
	Total shareholders' equity	**1,031,665**	**1,114.78**	1,815,576	1,961.84
B)	**Provisions for liabilities and charges**				
I.	Retirement benefits & similar obligations				
II.	Taxes, including deferred				
III.	Other	**164,772**	**178.05**	259,959	280.90
	Total provision for liabilities & charges	**164,772**	**178.05**	259,959	280.90
C)	**Employees' leaving indemnity**				
	Total employees' leaving indemnity	**127,267**	**137.52**	140,868	152.22
D)	**Debt and Payables**				
4)	Banks within 12 months	**174**	**0.19**	1,097	1.19
7)	Trade within 12 months	**420,216**	**454.07**	756,922	817.90
11)	Parent Company within 12 months	**0**	**0.00**	5,358,995	5,790.72
12)	Tax payables within 12 months	**27,866**	**30.11**	119,424	129.04
13)	Social security within 12 months	**34,096**	**36.84**	34,882	37.69
14)	Other within 12 months	**104,040**	**112.42**	296,196	320.06
	Total Debt & payables	**586,392**	**633.63**	6,567,516	7,096.60
E)	**Accrued liabilities and deferred income**				
	Total accrued liabilities and deferred income	**5,494**	**5.94**	5,468	5.91
	Total shareholders' equity and liabilities	**1,915,589**	**2,069.91**	8,789,387	9,497.46

Profit and loss account

		3/31/2026		3/31/2025	
		Euro	**INR/Lakhs**	Euro	INR/Lakhs
A)	**Revenues**				
1)	From sales and services	**2,520,815**	**2,723.89**	5,448,542	5,887.48
2)	Changes in stocks of work in process, semi-finished and finished products				
3)	Work in progress on order				
4)	Capitalised internal work in progress				
5)	Other revenues and income				
a)	Other revenues and income	**1,222,696**	**1,321.20**	1,786,328	1,930.23
b)	Contribution on trading account				
	Total revenues	**3,743,510**	**4,045.09**	7,234,870	7,817.71
B)	**Expenses**				
6)	Raw materials, subsidiary materials, consumables and goods	**(375,130)**	**(405.35)**	**(1,286,699)**	**(1,390.36)**
7)	Services	**(735,638)**	**(794.90)**	(949,341)	(1,025.82)
8)	Rent/lease	**128,480**	**(138.83)**	(135,158)	(146.05)
9)	Personnel costs				
a)	salaries and wages	**449,301**	**(485.50)**	(521,332)	(563.33)
b)	social contributions	**128,362**	**(138.70)**	(153,176)	(165.52)
c)	employees' leaving indemnity	**(29,183)**	**(31.53)**	(31,820)	(34.38)
d)	accruals for pension and similar costs				
e)	other costs	**(660)**	**(0.71)**	(928)	(1.00)
	Total 9)	**(607,506)**	**(656.45)**	(707,256)	(764.23)
10)	Depreciation and value adjustments				
a)	depreciation of intangible assets	**1,719**	**(1.86)**	(1,082)	(1.17)
b)	depreciation of tangible assets	**37,408**	**(40.42)**	(23,421)	(25.31)
c)	other value adjustments				
d)	write down of accounts receivable recorded among current assets and liquid assets	**0**	**0.00**	0	0.00
	Total 10)	**(39,126)**	**(42.28)**	(24,503)	(26.48)
11)	Changes in raw materials, subsidiary materials, consumables and goods	**(2,578,461)**	**(2,786.18)**	(4,039,428)	(4,364.84)
12)	Accruals to provisions for liabilities and charges	**(25,112)**	**(27.14)**	0	0.00
13)	Other accruals	**0**	**0.00**	0	
14)	Other operating costs	**37,888**	**(40.94)**	(54,807)	(59.22)
	Total expenses	**(4,527,342)**	**(4,892.06)**	(7,197,192)	(7,777.00)
	Difference between revenues and expenses (A–B)	**(783,831)**	**(846.98)**	37,678	40.71
C)	**Financial income and expense**				
15)	Income from shareholdings:				
–	in controlled undertakings				
–	in affiliated undertakings				
–	other income		**0.00**		0.00
	Total 15)	**0**	**0.00**	0	0.00
16)	Other financial income:				
a)	from accounts receivable recorded among fixed assets				
a1)	controlled undertakings				
a2)	from affiliated undertakings				
a3)	from controlling companies				
a4)	other financial income				
b)	from securities recorded among fixed assets				
c)	from securities recorded among current assets				

Profit and loss account (Cont.)

		3/31/2026		3/31/2025	
		Euro	**INR/Lakhs**	Euro	INR/Lakhs
	d) other income:				
	d1) from controlled undertakings				
	d2) from affiliated undertakings				
	d3) from controlling companies				
	d4) other income	**41**	**0.04**	65	0.07
	Total d)	**41**	**0.04**	65	0.07
	Total 16)	**41**	**0.04**	65	0.07
	17) Interest and other financial costs:				
	a) from controlled undertakings				
	b) from affiliated undertakings				
	c) from controlling companies				
	d) others financial costs	**(23)**	**(0.03)**	0	0.00
	Total 17)	**(23)**	**(0.03)**	0	0.00
	17-bis) Current and deferred exchange gains and losses	**(4)**	**0.00**	96	0.10
	Total financial income and expense	**14**	**0.01**	161	0.17
D)	**Value adjustments of financial assets**				
	18) Write-ups:				
	a) of shareholdings				
	b) of financial fixed assets				
	c) of securities recorded among current assets				
	19) Write downs:				
	a) of shareholdings				
	b) of financial fixed assets		**0.00**		0.00
	c) of securities recorded among current assets				
	Total value adjustments to financial assets	**0**	**0.00**	0	0.00
E)	**Extraordinary income and costs**				
	20) Income:				
	– capital gains on disposals of assets				
	– other extraordinary income	**0**	**0.00**	0	0.00
	Total 20)	**0**	**0.00**	0	0.00
	21) Expenses:				
	– losses on disposals of assets	**0**	**0.00**	0	0.00
	– taxes of previous years		**0.00**	0	0.00
	– other extraordinary costs	**0**	**0.00**	0	0.00
	Total 21)	**0**	**0.00**	0	0.00
	Total extraordinary income and costs	**0**	**0.00**	0	0.00
	Result before taxes (A–B±C±D±E)	**(783,818)**	**(846.96)**	37,839	40.89
	20) Taxes on the income for the year				
	a) Current business year taxes	**(92)**	**(0.10)**	(32,783)	(35.42)
	b) Taxes on last business year		**0.00**		0.00
	c) Deferred tax liabilities and (assets)		**0.00**		0.00
	23) Profit (loss) of the year	**(783,910)**	**(847.06)**	5,056	5.46

"EURO amounts are translated for convenience into Indian Rupees at the exchange rate of Rs 108.056 = Euro 1 which is the average of the telegraphic transfer buying

and selling rates quoted by the Mumbai Branch of State Bank of India on 31st March 2026".

A lakh is a unit in the Indian numering system equal to one hundred thousand (100.000).

This Financial Statement is in agreement with results of accountant records.

For The Board of Directors:

Sachin Arolkar

Chairman

Mumbai, 14th April 2026

Notes to the financial statements at 31/03/2026

Indian Rupees at the exchange rate of INR 108,056 = Eur 1

A lakh is a unit in the Indian numeric system equivalent to one hundred thousand (100.000).

Introduction

Dear Quotaholder,

The financial statements for the fiscal year ended 31/03/2026 is submitted for your verification and approval. The fiscal year FY2026 ended with a losses equal to Euro 783.910 / INR 847,06 Lakhs, after depreciation of Euro 25.112/INR 27,14 and amortization for a total of Euro 39.126 / INR 42,28

Area of Business

Mahindra Europe Srl carries out its activities in the sector of distribution of motor vehicles and spare parts, as official importer of Mahindra vehicles in the European markets like Italy, Spain, & other Eastern Europe countries.

Major events occurred during the company's fiscal year

The significant events that occurred during the year are as follows:

In February 2022, the Board of Directors approved a two-year review and restructuring of Mahindra Europe's European business model in response to changing market dynamics and shifts in customer preferences. In accordance with prevailing market practice in Europe, Mahindra Europe gave dealers/distributors two years' notice of termination of the existing relationship.

At the end of the notice period in April 2024, which was subsequently renewed for an additional year, it entered into new commercial agreements with the sales network for the resale of spare parts and after-sales service. At the end of March 2026, the company notified the distribution network that, upon expiration of the existing agreement, it would terminate the commercial relationship with Mahindra Europe.

The company confirmed its commitment to ensuring the continuity and proper fulfillment of all warranty obligations relating to Mahindra-branded products, as well as the supply of original spare parts and accessories and, more generally, the provision of customer support services as required by applicable regulations.

The company received a letter of termination from Mahindra & Mahindra Ltd. terminating the distribution agreement and requiring it to identify a third-party service provider for after-sales service and spare parts distribution, in order to fulfill its customer service obligations.

In this regard, the Mahindra Group is implementing a new operational structure for after-sales and spare parts management in the territories in which it operates. As part of this reorganization, Mahindra Europe will gradually transfer its operations to the new independent operators by the first quarter of the next fiscal year.

Vehicle sales continued until the first quarter of the fiscal year ended March 31, 2026, through individual agreements with rental companies.

Since the company's main operating activities will cease in May 2026, the Board of Directors recommends the shareholder to liquidate the company voluntarily.

Layout criteria

The financial statements submitted to you are prepared in abbreviated form as they meet the requirements of Article 2435-bis, paragraph 1. However, in order to provide more comprehensive and comprehensive information on the company's operating performance, within the scope of its operations, it was deemed appropriate to accompany them with the abbreviated Management Report.

The financial statements figures are expressed in euros by rounding the relevant amounts. Any rounding differences have been reported under the item "Euro rounding reserve" included in the equity items and "roundings from euros" under "extraordinary income and expenses" in the income statement.

Pursuant to Article 2423, paragraph 5, of the Italian Civil Code, the notes to the financial statements have been prepared in euros and, pursuant to the provisions of Article 2435-bis, paragraph 1, of the Italian Civil Code. 2427 bis of the Civil Code, provides the information required by the first paragraph of Article 2427, numbers 1), 2), 6) (for the latter, limited to debts only without indicating the geographical distribution), 8), 9), 13), 15) (for the latter, even omitting the distribution by category), 16), 22-bis), 22-ter), (for the latter, even omitting the information regarding the patrimonial, financial and economic effects), 22-quater), 22-sexies) (for the latter, even omitting the indication of the place where the copy of the consolidated financial statements is available), as well as by the first paragraph of Article 2427-bis, number 1).

In cases where offsetting is permitted by law (offsetting tax receivables and payables, government grants recognized as a reduction in the value of fixed assets, foreign exchange gains and losses reported under item 17-bis of the Income Statement, deferred tax assets and liabilities included under item 20 of the Income Statement), the gross amounts subject to offsetting are indicated in the notes to the financial statements, as required by Article 2423-ter, paragraph 6 of the Italian Civil Code.

The criteria used in the preparation and valuation of the financial statements closed on March 31, 2026, take into account the changes introduced into national law by Legislative Decree 139/2015, which implemented Directive 2013/34/EU. As a result of Legislative Decree 139/2015, the Italian National Accounting Standards (OIC) were amended.

Furthermore, the preparation of the financial statements took into account, where required, the changes made to the accounting principles with the amendments approved in March 2024 to OIC 16/31 (decommissioning and restoration obligations), 25 (OECD Pillar II), 12/15/19 (treatment of discounts on revenues), as well as Interpretative Document 11 regarding "Accounting aspects relating to the valuation of trading securities."

For financial statements for the years ending January 1, 2025, the new accounting principle OIC 34 applies, regarding the recognition and measurement of revenues and the disclosure of information to be provided in the notes to the financial statements.

Valuation criteria

(article 2427(1)(1) of the Civil Code, OIC 12)

The valuation of balance sheet items was based on general principles of prudence and accruals accounting, as it is believed that the current organization and management prospects allow for a business horizon of at least two months and subsequently during any liquidation period. Therefore, despite the adoption of operational criteria, the valuation of the items took into account the fact that the business will only last another two months.

The application of the principle of prudence required the individual valuation of the components of the individual items or items of assets or liabilities, to avoid offsetting between losses that should have been recognized and profits that should not have been recognized because they were unrealized.

In compliance with the accruals accounting principle, the effect of transactions and other events was recognized and attributed to the financial year to which such transactions and events relate, and not to the year in which the related cash movements (receipts and payments) occurred.

The company was not required to apply the materiality principle, as no cases arose in which the recognition, measurement, presentation, and disclosure requirements were not met when compliance would have had an immaterial effect on providing a true and fair view.

The consistent application of the measurement criteria over time is a necessary element for the comparability of the company's financial statements from year to year, with the exception of the following financial statement items, where the principle of prudence was deemed necessary:

- Intangible assets and residual multi-year maintenance expenses were fully amortized in the financial year, as their multi-year usefulness ceased.
- Tangible assets and their portions were recalculated considering the residual useful life of the assets, which is now limited to the period preceding their sale or disposal (maximum 1 year).
- Spare parts inventories, net of the sale of spare parts to the new distributor, take into account the fact that the realizable value may be lower than cost, due to the difficulties in quickly disposing of them, typical of the liquidation phase.
- Multi-year deferrals have been adjusted to the operating life of the company and any potential real estate lease redemption.
- Risk provisions: we have taken into account provisions for contingent liabilities related to future termination (e.g., settlements for early termination of contracts or severance costs).

The recognition and presentation of financial statement items have been made taking into account the substance of the transaction or contract.

Exceptional cases pursuant to art. 2423, fifth paragraph, of the Civil Code

(article 2423 (5) of the Civil Code)

There have been no exceptional cases that have made it necessary to resort to exceptions pursuant to art. 2423 paragraph 5 of the Civil Code.

Changes in accounting principles

The Company has not changed its accounting principles, however, these criteria must inevitably take into account the possible liquidation and cessation of the company.

As regards the application of the national accounting standards OIC 15 (credits) and OIC 19 (debts), relatively

the application of the amortized cost criterion and the discounting of the expected cash flow of the correspondent nominal value of the credit / debit, the company makes use of the relevant presumptions of irrelevance for credits and debts with a maturity of less than twelve months, the effects being irrelevant with respect to the results that would be obtained with the pre-reform criteria, since the sale and purchase transactions are negotiated with deferred payments at market rates and with a negligible amount of transaction costs.

Problems of comparability and adaptation

The valuation criteria adopted in the preparation of the financial statements closed on 31/03/2026 were the same as those used for the preparation of the financial statements of the previous financial year, with the exception of what is reported above, therefore, it was not necessary to calculate the cumulative effect of the change in principle.

Appraisal criteria applied

(Ref. Art. 2426, first paragraph, Civil Code)

Fixed assets

Intangible assets

They are recorded at historical acquisition cost and shown net of depreciation incurred over the years and allocated directly to the individual items.

Multi-year costs (extraordinary maintenance expenses) that will not be useful beyond the remaining two months were fully depreciated during the financial year ending March 31, 2026.

Tangible assets

They are recorded at purchase or production cost and adjusted by the corresponding accumulated depreciation. The carrying amount in the balance sheet takes into account incidental expenses and costs incurred for the use of the asset, reducing the cost by significant trade discounts and cash discounts. Depreciation charges, charged to the income statement, were calculated based on the use, purpose, and useful life of the assets, based on the residual useful life criterion, which we considered well represented by the residual value to be depreciated for one year.

Finance lease transactions

Finance lease transactions are shown in the financial statements using the net asset method, by charging the lease payments to the profit and loss account on an accrual's basis. The additional information required by the law on the representation of finance lease agreements under the financial method is contained in a specific section of the notes.

The Company did not take advantage of the suspension of the payment of leasing fees as provided for in Article 56, paragraph 2, letter c), of Law Decree no. 18/2020 (converted by law no.27 of 24 April 2020), therefore the Company has not rescheduled the duration of the financial lease.

Accounts receivable

The amortised cost method was not applied since its effects are immaterial for the purpose of giving a true and fair view. Therefore, accounts receivables have been recorded at their presumed realisable value, without prejudice for the possibility to apply time discounting. The adjustment of the nominal value of receivables to the assumed realizable value is obtained through a reserve for bad debts, taking into consideration the general and industrial economic conditions and country risk.

Accounts receivable recorded in the financial statements before the fiscal year starting 1 January 2016 have been recorded at their presumed realisable value since, as provided by accounting principle OIC 15, it was decided not to apply the amortised cost method and time discounting.

The nominal value of the accounts receivable was adjusted to the presumed realisable value by a bad debt reserve, having regard also to any indicators of permanent impairment.

Accounts receivable originally due within one year and subsequently transformed into long-term receivables were recorded in the balance sheet among financial assets.

Accounts receivables are written off when the contractual rights to receive the relevant cash flows have been extinguished or when the risks in connection with the payment of the receivables have been transferred.

Accounts payable

The amortised cost method was not applied since its effects are immaterial for the purpose of giving a true and fair view. Therefore, accounts payable have been recorded at their nominal value, without prejudice for the possibility to apply time discounting.

Accounts payable recorded in the financial statements before the fiscal year starting 1 January 2016 have been recorded at their nominal value since, as provided by accounting principle OIC 19, it was decided not to apply the amortised cost method and time discounting.

Accrued income/liabilities – pre payments / deferred income

These have been determined on an accruals basis.

With regard to accrued income / liabilities and prepayments/deferred income of a duration exceeding one year, we checked the conditions for their original entry and adopted any necessary changes.

Inventory

Raw materials, auxiliary materials, and finished goods are recognized at the lower of purchase or production cost and their estimated realizable value based on market trends. Spare parts inventories are adjusted to their net realizable value, if lower than the weighted average cost, taking into account the costs of rapid disposals and agreements with the new independent distributor.

As of March 31, 2026, there are no products in progress and no contract work in progress.

Securities

The company does not hold any securities.

Shareholdings

The company does not hold any shareholdings in subsidiary and affiliated.

The shareholdings included among current assets, which do not represent a long-term investment, have been valued at the lower of purchase cost and realisable value as inferred from market trend.

Treasury shares

The company does not hold any treasury shares.

Derivative financial instruments

The company does not hold any derivative financial instruments.

Provisions for contingent liabilities and charges

These provisions are set aside for the coverage of losses or liabilities that are certain or likely to arise, but whose amount or date of occurrence could not be determined at the year-end.

The provisions have been measured on a prudential and accruals basis and no generic funds without economic justification were created.

Any potential liabilities were carried to the financial statements and recorded in the relevant provisions as they were considered likely to arise and their amount could be reasonably estimated.

Provision for employees' leaving indemnity (TFR)

This consists of the amounts actually accrued in favour of the employees pursuant to the law and the current collective bargaining agreements, taking into account any elements of remuneration paid on a continuous basis.

The provision includes the total payments accrued for employees at the year-end net of any advances paid, and assuming termination of their employment relationship at such date.

The provision does not include any amounts accrued starting from 1 January 2007 that have been paid into complementary pension schemes pursuant to legislative decree no. 252 dated 5 December 2005 (or transferred to the special-purpose fund managed by the Italian social security authority - INPS).

Income taxes

The provision for taxes has been set aside on an accruals basis and includes the following:

- accruals in respect of the taxes paid or to be paid for the year, determined at the current rates and in accordance with the rules in force;
- the amount of deferred tax assets or liabilities in respect of temporary differences which arose or were written off in the year;
- any adjustments to the balance of deferred taxes to account for changes in the tax rates occurred/for the introduction of the new tax during the year.

Deferred IRES assets and liabilities are calculated on the temporary differences between the assets and liabilities determined in accordance with civil code principles and the corresponding tax values, solely with regard to the company.

Current IRAP and any deferred IRAP assets and liabilities are determined solely with regard to the company.

Recognition of income

Proceeds from sales are recognised at the time of the transfer of ownership which usually coincides with the delivery or forwarding of the goods;

Financial income and income from the provision of services is recognised on an accruals basis.

Revenue and proceeds, costs and charges related to transactions in foreign currency are determined at the exchange rate in force at the date when the relevant transaction takes place.

Only the accrued portion of the income and costs related to buy/sell-back transactions, including the difference between the spot price and the forward price, is recognised.

Adjustment criteria

The company not applied the adjustment criteria.

Criteria for the translation of accounts in foreign currency

Accounts payable and receivable denominated in foreign currency and recorded at the exchange rates in force on the date of the transaction, are retranslated at the exchange rates ruling at the year-end as determined by Bank of Italy.

In particular, assets and liabilities which constitute assets and liabilities in foreign currency are recorded at the spot exchange rate ruling at the year-end and the relevant exchange gains and losses have been taken to the Profit and Loss Account under item 17bis “Exchange gains and losses”.

Any net gain deriving from the adjustment of the items in foreign currency to the year-end exchange rates is included in the result for the year and, at the time of the financial statements approval and appropriation of the operating result to the legal reserve, the part which is not offset against the loss for the year, if any, is apportioned to a reserve which is not distributable until the gain is realised.

Non-current assets and liabilities in foreign currency are recorded at the exchange rate ruling at the time of purchase.

No significant effects of the changes to the exchange rates occurred between the year-end and the financial statements preparation date. (article 2427(1)(6-bis) of the Civil Code).

Commitments, guarantees and potential liabilities

Commitments, which are not recorded in the balance sheet, consist of obligations assumed by the company vis-à-vis third parties and arising from legal arrangements with mandatory effects but not yet implemented by either party. Commitments include both commitments in respect of which both the relevant execution and amount is known (for instance, on buy/sell-back transactions) and commitments which are definitely going to be executed but whose amount is unknown (for example, agreement with a price adjustment clause). The amount of the commitments is their nominal value as inferred from the relevant documentation.

The company didn’t provide guarantees include personal guarantees and collaterals.

I. Intangible assets

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
0	1.719	(1.719)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
0	1,86	(1,86)

Analysis of changes in intangible assets

(article 2427(1)(2) of the Civil Code)

EUR

	Industrial patent rights	Other intangible assets	Total intangible assets
Opening balance			
Purchase value		1.719	1.719
Value in Balance sheet		1.719	1.719
Changes in the Year			
Reclassification		0	0
Amortization in the year		1.719	1.719
Total changes		(1.719)	(1.719)
Closing balance			
Purchase value		0	0
Value in Balance Sheet		0	0

INR

	Industrial patent rights	Other intangible assets	Total intangible assets
Opening balance			
Purchase value		1,86	1,86
Value in Balance sheet		1,86	1,86
Changes in the Year			
Reclassification		0	
Amortization in the year		1,86	1,86
Total changes		(1,86)	(1,86)
Closing balance			
Purchase value			
Value in Balance Sheet			

The Company did not deem it appropriate to suspend the amortization rates for the year 2022 and did not make use of the right to re-value intangible assets or exemptions from the statutory valuation criteria.

In this Financial Statement, multi-year expenses have been fully amortized.

Reclassifications

(article 2427(1)(2) of the civil code)

No reclassification has been made from the prior year’s financial statements presentation.

Write-downs and reversals of write-downs made during the year

(article 2427(1)(2) and (3-bis) of the Civil Code)

No write-down and reversals of write-downs has been made during the year.

Composition of start-up and expansion costs and development costs

(Article 2427(1)(3) of the civil code)

No Start-up and expansion costs and Development costs has been made.

Contributions toward investments

The Company has not received capital grants from Government.

II. Tangible assets

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
12.740	49.181	(36.441)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
13,77	53,14	(39,38)

EUR

	Plant and machinery	Industrial and commercial equipment	Other tangible assets	Total tangible assets
Opening balance				
Purchase value	115.877	165.712	231.525	513.114
Accumulated depreciation	101.997	165.634	196.301	463.912
Book Value	13.880	78	35.224	49.181
Changes during the year				
Increases in the year	601	0	366	967
Reclassifications (of Book Value)				
Decreases for disposals and divestments (of the book value)				
Amortization for the year	11.720	78	25.611	37.408
Total changes	(11.119)	(78)	(25.245)	(36.441)
Closing balance				
Purchase value	116.478	165.711	231.890	514.079
Accumulated depreciation	113.717	165.711	221.911	501.339
Book Value	2.761	0	9.979	12.740

INR

	Plant and machinery	Industrial and commercial equipment	Other tangible assets	Total tangible assets
Opening balance				
Purchase value	125,21	179,06	250,18	554,45
Accumulated depreciation	110,21	178,98	212,12	501,28
Book Value	15,00	0,08	38,06	53,14
Changes during the year				
Increases in the year	0,65	0,00	0,40	1,04
Reclassifications (of Book Value)				
Decreases for disposals and divestments (of the book value)				
Amortization for the year	12,66	0,08	27,67	40,42
Total changes	(12,01)	(0,08)	(27,28)	(39,38)
Closing balance				
Purchase value	125,86	179,06	250,57	555,49
Accumulated depreciation	122,88	179,06	239,79	541,73
Book Value	2,98	0,00	10,78	13,77

The Company has not made use of the right not to charge the depreciation rates for the year 2022 to the income statement, furthermore the Company has not made use of the right to obtain the revaluation of tangible fixed assets.

The amortization schedules have been revised to reflect the residual usability of the assets in the short period prior to liquidation (two months).

Increases and decreases refers to the purchase and sale of company vehicles.

Write-downs and reversals of write-downs made during the year

(article 2427(1)(2) and (3-bis) of the Civil Code)

No tangible fixed assets were subject to previous revaluations or devaluations.

Total revaluations of tangible assets at the year-end

(Article 2427(1)(2) of the civil code)

No monetary revaluations has been made.

Contributions toward investments

The company during the year ended 31/03/2025 has not applied for contributions toward investments.

Finance lease transactions

The company has in place one main finance lease agreements. We set out below the information regarding the lease agreements pursuant to article 2427 (1)(22) of the civil code:

- lease agreement no. 00928065/001 dated 09/06/2009;
- term of the agreement 216 months;
- asset industrial building;
- cost of the asset in INR/Lakhs 1.835,12/ Euro 1.698.300
- initial higher lease payment (maxicanone) of INR/Lakhs 275,27/ Euro 254.745 made on 11/06/2009;

EUR

Description	Amount
Aggregate amount of finance leased assets at the year-end	832.167
Amount of depreciation that would have been charged in the year	50.949
Value adjustments and write-ups that would have been recognised in the year	(16.856)
Net present value of outstanding finance lease payments at the year-end	284.482
Financial costs accrued for the year based on the effective interest rate	14.095

Description	INR Amount
Aggregate amount of finance leased assets at the year-end	899,21
Amount of depreciation that would have been charged in the year	55,05
Value adjustments and write-ups that would have been recognised in the year	(18,21)
Net present value of outstanding finance lease payments at the year-end	307,40
Financial costs accrued for the year based on the effective interest rate	15,23

The company has not requested the suspension of the leasing installments provided for in Article 56 of Law Decree no. 18/2020.

III. Financial assets

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
392	10.817	(10.425)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
0,42	11,69	(11,26)

Movements in equity investments, other securities and fixed asset derivative financial instruments

EUR

	Undertakings under control by the controlling companies	Total shareholdings
Opening balance		
Purchase value	262	262
Balance at	262	262
Closing balance		
Purchase value	262	262
Balance at	262	262

INR

	Undertakings under control by the controlling companies	Total shareholdings
Opening balance		
Purchase value	0,28	0,28
Balance at	0,28	0,28
Closing balance		
Purchase value	0,28	0,28
Balance at	0,28	0,28

Securities

The securities recorded among financial fixed assets constitute a long-term strategic investment for the company.

The securities in other companies are recorded at the purchase or subscription cost.

The securities recorded at purchase cost have not been written down as a result of a permanent value impairment and no cases occurred in which the original value of a written-down securities was restored.

The company don't has securities in controlled or affiliated companies.

No destination of securities under fixed assets was changed.

No restrictions are put by any investing company on securities recorded under fixed assets, nor pre-emptive or preferential rights exist thereupon.

No significant transaction was carried out with companies belonging to CONAI, CONOU and Ecotyre Groups.

No fixed equity investments have undergone a change of destination.

Variations and Accounts Receivables

EUR

	Other companies	Total accounts receivable
Opening balance	10.555	10.555
Changes during the year		
Closing balance	130	130
Due within one year		
Due after more than one year		

INR

	Other companies	Total accounts receivable
Opening balance	11,41	11,41
Changes during the year		
Closing balance	0,14	0,14
Due within one year		
Due after more than one year		

No revaluations, write-downs and write-backs were made.

Receivables of a commercial nature have been entered in the item receivables from others for an amount of Euro 130 / INR 0,12 Lakhs refer to the caution deposits made to Italian suppliers of Electricity, Water & Gas,

originally collectable at the end of the existing contract according to the conditions normally applied on the market.

The changes that occurred during the year are as follows.

EUR

	31/03/2025	Changes	31/03/2026
Other companies	10.555	(10.425)	130
Total	**10.555**	**(10.425)**	**130**

INR

	31/03/2025	Changes	31/03/2026
Other companies	11,41	(11,26)	0,14
Total	**11,41**	**(11,26)**	**0,14**

Eur 10,425 / INR 9,41 refers to the payment of a security deposit of sums potentially owed at the Social Court of Madrid.

The company has not signed a centralized group Treasury contract to optimize the use of financial resources (cash pooling contract).

Breakdown of the accounts receivable by geographical area

The following table shows a breakdown of the accounts receivable at 31/03/2025 by geographical area (article 2427(1)(6) of the Civil Code).

EUR

Accounts receivable by geographical area	From other companies	Total
Italy	130	130
Total	130	130

INR

Accounts receivable by geographical area	From other companies	Total
Italy	0,14	0,14
Total	0,14	0,14

The financial statements do not include financial fixed assets whose amount is higher than their fair value.

C) Current assets

I. Inventory

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
404.830	2.983.291	(2.578.461)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
437,44	3.223,62	(2.786,18)

EUR

Description	Opening balance	Changes during the year	Closing balance
Finished products and goods	2.983.291	(2.578.461)	404.830
Total	**2.983.291**	**(2.578.461)**	**404.830**

INR

Description	Opening balance	Changes during the year	Closing balance
Finished products and goods	3.223,61	(2.786,18)	437,44
Total	**3.223,61**	**(2.786,18)**	**437,44**

Accounting policies have been applied consistently with the prior year as explained in the introduction to these notes.

As of March 31, 2026, there were no vehicles in stock, the sale of which was completed during the financial year.

The valuation criteria adopted for spare parts have changed compared to the previous financial year and are explained in the first part of these Notes.

The valuation adopted differs from that carried out using the weighted average cost criterion by an amount of €778,716 (Article 2426, first paragraph, no. 9, of the Italian Civil Code).

II. Accounts receivable

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
177.491	862.788	(685.297)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
191,79	932,29	(740,50)

Changes and expiration of receivables entered in the circulating assets

EUR

Description	Opening balance	Changes during the year	Closing balance	Due within one year	Due after more than one year
From customers	163.384	(42.945)	120.439	120.439	
From controlling companies	653.911	(641.214)	12.697	12.697	
Tax credits	31.533	(5.161)	26.372	26.372	
Deferred tax assets					
Other accounts receivable	13.959	4.024	17.983	17.983	
Total	862.788	(685.297)	177.491	177.491	

INR

Description	Opening balance	Changes during the year	Closing balance	Due within one year	Due after more than one year
From customers	176,55	(46,40)	130,14	130,14	
From controlling companies	706,59	(692,87)	13,72	13,72	
Tax credits	34,09	(5,58)	28,50	28,50	
Deferred tax assets					
Other accounts receivable	15,08	4,35	19,43	19,43	
Total	932,29	(740,50)	191,79	191,79	

The company took advantage of the possibility not to follow the amortised cost method and not to time discount accounts receivable.

Therefore, accounts receivable have been recognised at their presumed realisable value.

The item “Credits towards the Controlling company” includes the credit for repairs and services rendered on behalf or to the benefit of the parent company.

Break-down of the accounts receivable by geographical area

The following table shows a break-down of the accounts receivable at 31/03/2025 by geographical area (article 2427(1)(6) of the Civil Code).

EUR

Accounts receivable by geographical area	From customers	From controlling company
ITALY	120.439	
INDIA		12.697
TOTAL	**120.439**	**12.697**

INR

Accounts receivable by geographical area	From customers	From controlling company
ITALY	130,14	
INDIA		13,72
TOTAL	**130,14**	

The nominal value of the accounts receivable has been adjusted by a bad debts reserve that during the year had no movements

EUR

Description	Bad debt reserve pursuant to article 2426 of the civil code	Total
Balance at 31/03/2025	35.630	35.630
Balance at 31/03/2026	**35.630**	**35.630**

INR

Description	Bad debt reserve pursuant to article 2426 of the civil code	Total
Balance at 31/03/2025	38,50	38,50
Balance at 31/03/2026	**38,50**	**38,50**

No account receivable with significant amount, not transferred with recourse and not accounts receivable put up as collateral of own accounts payable or commitments.

There are not receivables sold “with recourse” as at 31/03/2026.

IV. Cash-in-hand, cash-at-bank and cash equivalents

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
1.281.279	4.828.294	(3.547.015)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
1.384,50	5.217,26	(3.832,76)

EUR

Description	Opening balance	Changes during the year	Closing balance
Bank and postal deposits	4.822.372	(3.552.037)	**1.270.335**
Cash and cash equivalents	5.922	5.022	**10.944**
Total	4.828.294	(3.547.015)	**1.281.279**

INR

Description	Opening balance	Changes during the year	Closing balance
Bank and postal deposits	5.210,86	(3.838,19)	**1.372,67**
Cash and cash equivalents	6,40	5,43	**11,83**
Total	5.217,26	(3.832,76)	**1.384,50**

The balance reflects the cash-in-hand, cash-at-bank and cash equivalents at the year-end.

D) Accrued income/prepayments

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
38.857	53.297	(14.440)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
41,99	57,59	(1,56)

They constitute the adjustment to costs and income pertaining to more than one fiscal year, incurred and earned before actual payment or collection and calculated on an accrual basis.

The criteria adopted for the recognition and translation of items in foreign currency have been reported in the first part of these notes.

At 31/03/2026, there were no accrued income/prepayments of a duration exceeding two years.

EUR

	Prepayments	Total
Opening balance	53.297	**53.297**
Changes during the year	(14.440)	**(14.440)**
Closing balance	38.857	**38.857**

INR

	Prepayments	Total
Opening balance	57,59	**57,59**
Changes during the year	(15,60)	**(15,60)**
Closing balance	41,99	**41,99**

Liabilities

A) Shareholder equity

(article 2427(1)(4),(7) and (7-bis) of the Civil Code)

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
1.031.664	1.815.576	(783.912)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
1.114,77	1.961,84	(847,06)

EUR

		Allocation of the profit for the previous fiscal year		Other changes				
	Opening balance	Allocation of dividends	Other allocations	increases	Decreases	Reclassifications	Profit for the fiscal year	Closing balance
Share capital	1.421.151							1.421.151
Legal reserve	75.132			5.056				80.188
Extraordinary reserve	314.236							314.236
Others …	1	(2)						(1)
Total various other reserves	314.237	(2)						314.235
Retained earnings (losses carried forward)								
Profit (Loss) for the year	5.056					(5.056)	(783.910)	(783.910)
Total	1.815.576	(2)		5.056		(5.056)	(783.910)	1.031.664

INR

		Allocation of the profit for the previous fiscal year		Other changes				
	Opening balance	Allocation of dividends	Other allocations	Increases	Decreases	Reclassifications	Profit for the fiscal year	Closing balance
Share capital	1.535,64			5,46				1.535,64
Legal reserve	81,18							86,65
Extraordinary reserve	339,55							339,55
Others …	0,00	(0)						(0,00)
Total various other reserves	339,55	(0)						339,55
Retained earnings (losses carried forward)	0,00							0,00
Profit (Loss) for the year	5,46					(5,46)	(847,06)	(847,06)
Total	1.961,84	(0)		5,46		(5,46)	(847,06)	1.114,77

Use of shareholders' equity

The items of the shareholders' equity are broken down as follows according to their origin, possible use, distributability and use made in the three prior years (article 2427(1)(7-bis) of the Civil Code)

EUR

Nature/description	Amount	Origin/nature	Possible use (*)	Available amount (**)	Amount used for cover losses	Amount used for other reasons
Share capital	1.421.151	Subscription of Company Quote	B			
Share premium reserve			A,B,C,D			
Revaluation surplus			A,B			
Legal reserve	80.188	Profit	A,B		80.188	
Reserves provided for by the articles of association						
Other reserves	–					
Extraordinary reserve	314.236	Profit	A,B,C,D		314.236	
Various other reserves	(1)				(1)	
Total various other reserves	314.237				314.235	
Retained earnings (losses carried forward)						
Total	**1.815.574**					
Non-distributable share						
Residual distributable share						

INR

Nature/description	Amount	Origin/nature	Possible use (*)	Available amount (**)	Amount used for cover losses	Amount used for other reasons
Share capital	1.535,64		B			
Share premium reserve			A,B,C,D			
Revaluation surplus			A,B			
Legal reserve	86,65	Profit	A,B		86,65	
Reserves provided for by the articles of association						
Other reserves						
Extraordinary reserve	339,55				339,55	
Various other reserves						
Total various other reserves	339,55					339,55
Retained earnings (losses carried forward)						
Total	**1.961,84**					
Non-distributable share						
Residual distributable share						

(*) A: for capital increase; B: for loss coverage; C: for distribution to shareholders; D: for other obligations imposed by the articles of association

(**) After deduction of the negative reserve for treasury shares, if any, and of tax loss carryovers.

The share capital amounts to Euro 1.421.151 - INR/Lakhs 1.535,64 and is made up of quotas with a nominal value of 1 Euro, held by and fully available to the sole shareholder as no burdens exist on them. At year-end the shares subscribed are paid in as the total amount of the share capital was fully paid-up.

B) Provision for contingent liabilities and charges

(article 2427(1)(4) of the Civil Code)

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
164.772	259.959	(95.187)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
178,05	280,90	(102,86)

EUR

	Provision for pension and similar benefits	Provision for taxes, including deferred taxes	Derivative financial instruments	Other provisions companies	Total
Value at the beginning of the year				259.959	259.959
Changes in the year:					
Increases as a result of changes in the fair value				25.112	25.112
Decreases as a result of changes in the fair value					
Total changes				(95.187)	(95.187)
Value at the end of the year				164.772	164.772

INR

	Provision for pension and similar benefits	Provision for taxes, including deferred taxes	Derivative financial instruments	Other provisions companies	Total
Value at the beginning of the year				280,90	280,90
Changes in the year:				0,00	0,00
Increases as a result of changes in the fair value				27,14	27,14
Decreases as a result of changes in the fair value				0,00	0,00
Total changes				(102,86)	(102,86)
Value at the end of the year				178,05	178,05

The increases relate to accruals for the year totaling €25,112 INR/Lakhs 27,14, estimated for the termination of employment relationships.

The decreases of €120,299 INR/Lakhs 129,99 relate to the utilization during the year of the €130,007 INR/Lakhs 140,48 risk provision previously set aside to cover legal risks arising in the Spanish market and to cover potential claims raised by a former external professional of the company. The company concluded the case out of court, which was subsequently approved by the Court of Madrid.

The accrual to these provisions was justified by the fact that (i) the other provisions were made to the Warranty fund, because it has been considered not adequate to cover contract discrepancies between what has been acknowledged by the Company and what has been received by the Parent company.

During the year, the value of the provision for warranty was reinstated for a value deemed appropriate.

C) Indemnity for Employees leaving the Company
(article 2427(1)(4) of the Civil Code)

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
127.267	140.868	(13.601)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
137,52	152,22	(14,70)

The difference can be described as follows.

EUR

	Indemnity for Employees leaving company
Value at the beginning of the year	**140.868**
Changes in the year:	**15.015**
Decrease for utilization	**(28.616)**
Total changes	**(13.601)**
Value at the end of the year	**127.267**

INR

	Indemnity for Employees leaving company
Value at the beginning of the year	**152,22**
Changes in the year:	**16,22**
Decrease for utilization	**(30,92)**
Total changes	**(14,70)**
Value at the end of the year	**137,52**

The provision consists of the amounts payable at 31/03/2026 to the employees on the company's payroll at that date, net of any advances paid.

This consists of the amounts accrued in favour of the employees pursuant to the law and the current collective bargaining agreements, taking into account any elements of remuneration paid on a continuous basis.

The provision includes the total amounts accrued at 31 December 2006 for employees at the year-end, net of any advances paid, and assuming termination of their employment relationship at such date.

The provision does not include any amounts accrued starting from 1 January 2007 that have been paid into complementary pension schemes pursuant to legislative decree no. 252 dated 5 December 2005 (or transferred to the special-purpose fund managed by the Italian social security authority - INPS).

During the year, the company accrued € 29.183 INR/Lakhs 31,53 for this indemnity, of which € 14.168 INR/Lakhs 15,31 transferred to the complementary pension fund and € 15.015 INR/Lakhs 16,22 to the TFR fund. The use of Euro 28.616 INR/Lakhs 30,92 refers to the liquidation of 3 employees who left the job during the year.

In the year after 31/03/2026 employees are not expected to receive an estimated employees' leaving indemnity as a result of incentivised dismissals and corporate reorganisation plans.

D) Accounts payable
(article 2427(1)(4) of the Civil Code)

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
586.392	6.567.516	(5.981.124)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
633,63	7.096,60	(6.462,96)

The balance can be broken down by due date as follows (article 2427(1)(6) of the Civil Code):

EUR

	Value at the beginning of the year	Changes in the year	Value at the end of the year	Falling due within one year
Accounts payable to banks	1.097	(923)	174	174
Prepaid from Client		200.000	200.000	200.000
Accounts payable to suppliers	756.922	(536.706)	220.216	220.216
Accounts payable to controlling companies	5.358.995	(5.358.995)		
Taxes payable	119.424	(91.558)	27.866	17.866
Accounts payable to social security institutions	34.882	(786)	34.096	34.096
Other accounts payable	296.197	(192.157)	104.040	104.040
Total	**6.567.516**	**(5.981.124)**	**586.392**	**586.392**

INR

	Value at the beginning of the year	Changes in the year	Value at the end of the year	Falling due within one year
Accounts payable to banks	1,19	(1,00)	0,19	0,19
Prepaid from Client	0,00	216,11	216,11	216,11
Accounts payable to suppliers	817,90	(579,94)	237,96	237,96
Accounts payable to controlling companies	6.309,38	(5.790,72)	0,00	0,00
Taxes payable	129,04	(98,93)	30,11	19,31
Accounts payable to social security institutions	37,69	(0,85)	36,84	36,84
Other accounts payable	**320,06**	**(207,64)**	**112,42**	**112,42**

The balance of the accounts payable to banks at 31/03/2026, in an amount of INR/Lakhs 0,19/ Eur 174 total amount debit for credit card, corresponds to the full payable including principal amount, interest and ancillary charges which have come to maturity and can be collected.

The item "Advances" includes any advances from customers on goods and services not yet supplied or rendered; this item includes advance payments, as earnest money or otherwise, received in connection with the sale of tangible, intangible and financial fixed assets.

Accounts payable from suppliers are recognised at their nominal value of net of trade discounts; cash discounts are recorded upon payment. The nominal value of these payables has been adjusted in case of returns or allowances (invoice adjustments) by the corresponding amount agreed with the other party.

The company took advantage of the possibility not to follow the amortised cost method and/or not to time discount accounts payable since 2016.

The company adopted the following accounting policies: no time discounting of accounts payable due within one year; no time discounting of accounts payable if the effective interest rate does not significantly differ from market rate; no adoption of the amortised cost method for accounts payable due

within one year, no adoption of the amortised cost method if transaction costs, commission fees and any other difference between initial value and value on expiry are of negligible amount.

Regarding the accounts payable to controlled companies and undertakings under control by the controlling companies, we note that they refer to vehicles' and spare parts' supplies under normal market conditions.

The item "Tax liabilities" only includes the actual taxes payable, while any likely tax liabilities or tax liabilities whose amount or date of occurrence is doubtful or deferred tax liabilities, are recorded in item B.2 of the liabilities section of the balance sheet (Provision for taxes).

The accounts payable falling due within one year does not include accounts payable backed by covenants.

No significant changes occurred in the amount of Tax liabilities.

In the tax payables item are registered IVA debt Eur 5.008 INR/Lakhs 5,41 and WHT Eur 22.858 INR/Lakhs 24,70.

E) Accrued liabilities/Deferred income

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
5.494	5.468	26

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
5,94	5,91	0,03

EUR

	Accrued liabilities	Deferred income	Total
Opening balance	**5.468**		5.468
Changes during the year	**26**		26
Closing balance	**5.494**		5.494

INR

	Accrued liabilities	Deferred income	Total
Opening balance	**5,91**		5,91
Changes during the year	**0,03**		0,03
Closing balance	**5,94**		5,94

They constitute the adjustment to costs and income calculated on an annual basis.

The criteria adopted for the recognition and translation of items in foreign currency have been reported in the first part of these notes. At 31/03/2026, there were no accrued liabilities/deferred income of a duration exceeding five years.

Profit and loss account

The changes in the income statement items compared to the previous year are shown below.

A) Revenue

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
3.743.511	7.234.870	(3.491.359)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
4.045,09	7.817,71	(3.772,62)

EUR

Description	Balance at 31/03/2026	Balance at 31/03/2025	Difference
From sales and services	**2.520.815**	5.448.542	(2.927.727)
Other revenues and proceeds	**1.222.696**	1.786.328	(563.632)
Total	**3.743.511**	7.234.870	(3.491.359)

INR

Description	Balance at 31/03/2026	Balance at 31/03/2025	Difference
From sales and services	**2.723,89**	5.887,48	(3.163,58)
Other revenues and proceeds	**1.321,20**	1.930,23	(609,04)
Total	**4.045,09**	7.817,71	(3.772,62)

The reason for the changes is explained in the Directors' report.

Services rendered refer to reimbursements for Warranties issued on the European market and for trade incentives or marketing expenses and homologation expenses.

Revenue by activity
(Article 2427(1)(10) of the civil code)

EUR

Activity	31/03/2026
Sale of vehicles	**1.190.724**
Sale of spares	**1.244.828**
Sale of accessories	**50.263**
Service supplies	**35.000**
Total	**2.520.815**

INR

Activity	31/03/2026
Sale of vehicles	**1.286,65**
Sale of spares	**1.345,11**
Sale of accessories	**54,31**
Service supplies	**37,82**
Total	**2.723,89**

Revenue by geographical area
(Article 2427(1)(10) of the civil code)

EUR

Geographical area	Sales of goods	Other sales	Balance at 31/03/2026
Italia	**2.520.815**	**0**	**2.520.815**
Totale	**2.520.815**	**0**	**2.520.815**

INR

Geographical area	Sales of goods	Other sales	Balance at 31/03/2026
Italia	**2.723,89**	**0,00**	**2.723,89**
Totale	**2.723,89**	**0,00**	**2.723,89**

The company has not entered revenue of an exceptional amount or incidence.

B) Expenses

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
4.527.343	7.197.192	(2.669.849)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
4.892,07	7.777,00	(2.884,93)

EUR

Description	Balance at 31/03/26	Balance at 31/03/25	Difference
Raw materials, subsidiary materials and goods	**375.130**	1.286.699	(911.569)
Services	**735.638**	949.341	(213.703)
Rent/lease	**128.480**	135.158	(6.678)
Salaries and wages	**449.301**	521.332	(72.031)
Social security contributions	**128.362**	153.176	(24.814)
Employees' leaving indemnity	**29.183**	31.820	(2.637)
Other personnel costs	**660**	928	(268)
Amortisation of intangible assets	**1.719**	1.082	637
Depreciation of tangible assets	**37.408**	23.421	13.987
Changes to stocks of raw materials	**2.578.461**	4.039.428	(1.460.967)
Provision for risks	**25.112**	0	25.112
Miscellaneous running costs	**37.889**	54.807	(16.918)
Total	**4.527.343**	7.197.192	(2.669.849)

INR

Description	Balance at 31/03/26	Balance at 31/03/25	Difference
Raw materials, subsidiary materials and goods	**405,35**	1.390,36	(985,00)
Services	**795,98**	1.025,82	(230,92)
Rent/lease	**138,83**	146,05	(7,22)
Salaries and wages	**485,50**	563,33	(77,83)
Social security contributions	**138,70**	165,52	(26,81)
Employees' leaving indemnity	**31,53**	34,38	(2,85)
Other personnel costs	**0,71**	1,00	(0,29)
Amortisation of intangible assets	**1,86**	1,17	0,69
Depreciation of tangible assets	**40,42**	25,31	15,11
Changes to stocks of raw materials	**2.786,18**	4.364,84	(1.578,66)
Provision for risks	**27,14**	0,00	27,14
Miscellaneous running costs	**40,94**	59,22	(18,28)
Total	**4.892,07**	7.777,00	(2.884,93)

Costs of raw materials, subsidiary materials, consumables and goods and costs of services

They are closely related to the information provided in the Directors' report and to point A (Revenue) of the Profit and loss account.

Personnel costs

This item includes all employee costs, including bonuses, promotions, cost-of-living increases, untaken holidays and the provisions made pursuant to the law and the national collective bargaining agreements.

The reduction in personnel costs is due to the leaving of 3 human resources.

Depreciation of tangible assets

Depreciation has been calculated on the basis of the useful life of the assets and their contribution to the production process.

The Company accrued the depreciation related the financial year closed as at 31/03/2026.

Other write-downs of fixed assets

The item is not reflected in the present financial statements.

Write-downs of accounts receivable included among current assets and of liquid assets

The item is not reflected in the present financial statements.

Accruals to provisions for contingent liabilities and charges

The item is not reflected in the current financial statement, amounting to Euro 25,112 INR/Lakhs 27,14 relating to the estimated costs for union conciliations for workers who remain in the workforce.

Other accruals

The item is not reflected in the present financial statements.

Miscellaneous running costs

They refer to taxes other than income tax, subscriptions and other charges.

The company has not entered expenses for exceptional amount or incidence.

C) Financial income and costs

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
14	161	(147)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
0,02	0,17	(0,16)

Financial income

EUR

Description	Balance at 31/03/2026	Balance at 31/03/2025	Difference
Other income	**41**	65	(24)
(Interest and other financial costs)	**(23)0**	0	(23)
Exchange gains and losses	**(4)**	96	(100)
Total	**14**	**161**	**(147)**

INR

Description	Balance at 31/03/2026	Balance at 31/03/2025	Difference
Other income	**0,04**	0,07	(0,03)
(Interest and other financial costs)	**(0,02)**	0,00	(0,02)
Exchange gains and losses	**(0,00)**	0,10	(0,11)
Total	**0,02**	**0,17**	**(0,16)**

Exchange gains and losses

The total amount of foreign exchange losses resulting in the income statement equal to Eur 4 INR/Lakhs 0.00 refers to exchange differences between forward contracts and spot contracts on the date the contract was signed.

Revaluations and write-downs of financial assets and liabilities

The item is not reflected in the present financial statements.

Taxes on the income of the period

EUR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
92	32.783	(32.691)

INR

Balance at 31/03/2026	Balance at 31/03/2025	Difference
0,10	35,42	(35,32)

EUR

Taxes	Balance at 31/03/26	Balance at 31/03/25	Difference
Current taxes:		32.783	(32.783)
IRES		24.258	(24.258)
IRAP		7.844	(7.844)
withholding taxes	**92**	681	(589)
Deferred tax liabilities/ (assets)		0	**0**
previous period taxes			
advance taxes			
IRES			
Total	**92**	**32.783**	**(32.691)**

INR

Taxes	Balance at 31/03/26	Balance at 31/03/25	Difference
Current taxes:		35,42	(35,43)
IRES		26,21	(26,21)
IRAP		8,48	(8,48)
withholding taxes	**0,10**	0,74	(0,64)
Deferred tax liabilities/ (assets)		0,00	0,00
previous period taxes		0,00	0,00
advance taxes		0,00	0,00
IRES		0,00	0,00
Total	**0,10**	**35,42**	**(35,32)**

Taxes pertaining to the financial year have been entered.

We set out below the reconciliation between the theoretical tax liability per the financial statements and the tax liability:

Reconciliation between the theoretical tax liability per the financial statements and the tax liability (IRES)

Description	Value	EUR Tax
Pre-tax result	(783.818)	
Theoretical tax liability (%)	24	
Temporary differences taxable in future years:		
Nondeductible share of credit write-off		
Business expenses	909	
Imu	15.527	
deductible interest		
total		
Reversal of temporary differences of prior years		
Leasing auto		
Business expenses	(682)	
Imu	(15.527)	
interest		
Bad Debts utilization	(120.300)	
total		
Differences which will not be reversed in future years		
Capital gain		
Reversal of bad debts		
Iper depreciation	(970)	
ACE		
Tax losses from previous years 80%		
Irap		
Indemnity for employees leaving		
Insurance reimbursement		
Not deductible expenses	136.312	
Total	**135.342**	
Taxable income	(768.549)	
current taxes on income for the year		(184.452)

Description	Value	INR Tax
Pre-tax result	846,96	
Theoretical tax liability (%)	24	
Temporary differences taxable in future years:		
Nondeductible share of credit write-off		
Business expenses	0,98	
Imu	16,78	
deductible interest		
total		
Reversal of temporary differences of prior years		
Leasing auto		
Business expenses	(0,74)	
Imu	(16,78)	
interest		
Bad Debts utilization	(129,99)	
total		
Differences which will not be reversed in future years		
Capital gain		
Reversal of bad debts		

Description	Value	INR Tax
Iper depreciation	(1,05)	
ACE		
Tax losses from previous years 80%		
Irap		**0**
Indemnity for employees leaving		
Insurance reimbursement		
Not deductible expenses	147,29	
Total	146,25	
Taxable income	(830,46)	
current taxes on income for the year		(199,31)

Determination of the IRAP taxable amount

Description	Value	EUR Tax
Difference between revenue and expenses	(151.214)	
Costs not relevant for IRAP	68.852	
Revenue not relevant for IRAP	(587.766)	
Total	**(670.128)**	
Theoretical tax liability (%)	4,82	
Temporary difference deductible in future years:	**0**	
Irap taxable amount	(670.128)	
Current IRAP for the year		(32.300)

Description	Value	INR Tax
Difference between revenue and expenses	(163,40)	
Costs not relevant for IRAP	74,40	
Revenue not relevant for IRAP	(635,12)	
Total	**(724,11)**	
Theoretical tax liability (%)	4,82	
Temporary difference deductible in future years:		
Irap taxable amount	(724,11)	
Current IRAP for the year		(34,90)

Employee information

(article 2427(1)(15) of the Civil Code)

Compared to the previous year the personnel broken down by category has changed as shown below:

Staff	31/03/2026	31/03/2025	Change
Executives	**1**	1	
Middle Manager	**1**	1	
Employees	**1**	4	(3)
Labourers	**1**	3	(2)
Others	**1**	0	1
Total	**5**	**9**	**(4)**

The national collective bargaining agreement for companies in the commercial sector applies.

Industrial relations are good and there are no litigations with employees still working or dismissed.

Remunerations, advances, and credits granted to directors and statutory auditors, as well as commitments assumed on their behalf

	Directors	EUR Statutory Auditor
Remunerations	5.469	14.768
Advances		
Credits		
Commitments assumed on their behalf as a result of any type of guarantee provided		

	Directors	INR Statutory Auditors
Remunerations	5,91	15,96
Advances		
Credits		
Commitments assumed on their behalf as a result of any type of guarantee provided		

Information concerning the Auditor's fees

(article 2427(1)(16-bis) of the civil code)

As required by law, we set out below the amount of fees charged for services rendered by the audit company firm and by entities that are members of its network:

Description	EUR Fee
Audit of annual accounts	12.100
Total fees due to the auditor or audit company	12.100

Description	INR Fee
Audit of annual accounts	13,07
Total fees due to the auditor or audit company	13,07

The members of the Board of Directors renounced the remuneration due for the position held in the Mahindra group companies.

The independent Director's fee is Eur 5.469 INR/Lakhs 5,91.

Information on significant events which occurred after the end of the financial year

The Company has taken all necessary actions in the first days of the new financial year to facilitate the transition of after-sales activities to the market.

Information on the company which prepares the consolidated financial statements for the larger/smaller set of companies which the company is a member of in a capacity as controlled undertaking

As required by law, we set out below the information pursuant to article 2427(1)(22-quinquies and sexies) of the civil code.

Description	Larger set	Smaller set
Company name	Mahindra & Mahindra Ltd	Mahindra Overseas Investment Company Ltd
Registered office	India	Mauritius
Tax code		
Place of filing of a copy of the consolidated financial statements	India	Mauritius

Group

Mahindra Europe Srl belongs to the Mahindra Group and is subject to the management and the coordination of MAHINDRA & MAHINDRA Ltd pursuant to article 2497-bis of the Italian Civil Code. It is controlled by Mahindra Overseas Investment Company (Mauritius) Limited, which is totally controlled by Mahindra & Mahindra Ltd.

The Company does not own shares of parent companies, neither directly nor through third parties or trust companies.

The table below shows essential data from the last financial statements approved by Mahindra & Mahindra Ltd. Values are expressed in thousand INR/LAKS. Please note that Mahindra & Mahindra Ltd prepares yearly consolidated Financial Statements.

Description	Latest available financial statements	EUR Financial statements prior to the latest available ones
BALANCE SHEET		
ASSETS		
A) Accounts receivable from shareholders in respect of unpaid share capital		
B) Fixed assets	4.445.591	3.986.380
C) Current assets	2.320.114	2.122.452
Total assets	6.765.705	6.108.832
LIABILITIES:		
A) Shareholders' equity:		
Share capital	76.494	76.652
Reserves	3.698.240	3.266.327
Profit (loss) for the year	617.343	561.197
TOTAL	4.392.077	3.904.176
B) Provisions for liabilities and charges		
C) Employees' leaving indemnity		
D) Accounts payable	2.373.628	2.204.656
E) Accrued liabilities and deferred income		
Total liabilities	6.765.705	6.108.832
PROFIT AND LOSS ACCOUNT		
A) Revenue	7.100.274	6.503.652
B) Expenses	6.269.840	5.758.875
C) Financial income and costs	(14.558)	(14.455)
D) Value adjustments to financial assets	(3.817)	55.863
Taxes on income for the year	196.302	224.988
Profit (loss) for the year	615.757	561.197

Description	Latest available financial statements	INR/Lakhs Financial statements prior to the latest available ones
BALANCE SHEET		
ASSETS		
A) Accounts receivable from shareholders in respect of unpaid share capital		
B) Fixed assets	4.803,73	4.307,52
C) Current assets	2.507,02	2.293,44
Total assets	7.310,75	6.600,96
LIABILITIES:		
A) Shareholders' equity:		
Share capital	82,66	82,83
Reserves	3.996,17	3.529,46
Profit (loss) for the year	667,08	606,41
TOTAL	4.745,90	4.218,70
B) Provisions for liabilities and charges		
C) Employees' leaving indemnity		
D) Accounts payable	2.564,85	2.382,26
E) Accrued liabilities and deferred income	0,00	0,00
Total liabilities	7.310,75	6.600,96
PROFIT AND LOSS ACCOUNT		
A) Revenue	7.672,27	7.027,59
B) Expenses	6.774,94	6.222,81
C) Financial income and costs	(15,73)	(15,62)
D) Value adjustments to financial assets	(4,12)	60,36
Taxes on income for the year	212,12	243,11
Profit (loss) for the year	665,36	606,41

Appropriation of the profit for the year

It is proposed that the Quotaholder's meeting cover the losses of €783,910 INR/Lakhs 847,06 through the use of available reserves of €80,188 INR/Lakhs 86,65 from the legal reserve and €314,236 INR/Lakhs 339,55 from the extraordinary reserve, and carry forward the residual loss of €389,486 INR/Lakhs 420,86. Furthermore, it is proposed that the share capital be adjusted at the next extraordinary meeting.

Final considerations

These financial statements, composed of the balance sheet, profit and loss account and notes, are a true and fair view of the company's state of affairs and economic result for the year and are in accordance with the underlying accounting records.

We invite the Quota Holder to approve the financial statements in their current form and all the single items, year.

The Chairman of the Board of Directors
Sachin Arolkar

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Mahindra and Mahindra South Africa Proprietary Limited

Opinion

We have audited the annual financial statements of Mahindra and Mahindra South Africa Proprietary Limited (the company) set out on pages herein 9 to 36 which comprise the statement of financial position as at 31 March 2026 and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the annual financial statements, including material accounting policy information.

In our opinion, the annual financial statements present fairly, in all material respects, the financial position of Mahindra and Mahindra South Africa Proprietary Limited as at 31 March 2026, and its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and the requirements of the Companies Act of South Africa.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the company in accordance with the Independent Regulatory Board for Auditors' *Code of Professional Conduct for Registered Auditors* (IRBA Code) and other independence requirements applicable to performing audits of financial statements in South Africa. We have fulfilled our other ethical responsibilities in accordance with the IRBA Code and in accordance with other ethical requirements applicable to performing audits in South Africa. The IRBA Code is consistent with the corresponding sections of the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)*. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The directors are responsible for the other information. The other information comprises information included in the document titled "Mahindra and Mahindra South Africa Proprietary Limited Annual Financial Statements for the year ended 31 March 2026", which includes the Director's Report as required by the Companies Act of South Africa. The other information does not include the annual financial statements and our auditor's report thereon.

Our opinion on the annual financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the annual financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the annual financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Director for the Annual Financial Statements

The directors are responsible for the preparation and fair presentation of the annual financial statements in accordance with the International Financial Reporting Standards and the requirements of the Companies Act of South Africa, and for such internal control as the directors determines is necessary to enable the preparation of annual financial statements that are free from material misstatements, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Annual Financial Statements

Our objectives are to obtain reasonable assurance about whether the annual financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual financial statements.

As part of an audit in accordance with the ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The

risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the director's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the annual financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the annual financial statements, including the disclosures, and whether the annual financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

Willem van Niekerk
SNG Grant Thornton Incorporated
Director
Registered Auditor

14 April 2026
152 14th Road,
Noordwyk,
Midrand
1687

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2026

	Note(s)	2026 R	2025 R
Assets			
Non-Current Assets			
Property, plant and equipment	3	**70,351,194**	63,752,201
Right-of-use assets	4	**81,503,845**	7,997,544
Deferred tax	5	**5,354,558**	3,673,434
		157,209,597	75,423,179
Current Assets			
Loans receivable	7	**3,565,000**	3,565,000
Inventories	8	**1,012,013,237**	1,553,422,027
Trade and other receivables	9	**168,332,215**	263,848,604
Cash and cash equivalents	10	**407,342,382**	65,545,287
Current tax receivable		**563,674**	5,493,026
		1,591,816,508	1,891,873,944
Total Assets		**1,749,026,105**	1,967,297,123
Equity and Liabilities			
Equity			
Share capital	11	**52,000,000**	52,000,000
Reserves	12	**(19,245,759)**	(19,245,759)
Retained income		**261,415,544**	209,935,521
		294,169,785	242,689,762
Liabilities			
Non-Current Liabilities			
Lease liabilities	13	**81,963,891**	7,119,581
Contract liabilities	14	**296,555,441**	259,949,093
Provisions	15	**2,511,984**	2,511,984
		381,031,316	269,580,658
Current Liabilities			
Lease liabilities	13	**4,463,355**	1,427,765
Contract liabilities	14	**160,727,472**	120,426,276
Provisions	15	**762,347**	4,163,824
Trade and other payables	16	**907,420,247**	1,328,557,648
Bank overdraft	10	**451,583**	451,190
		1,073,825,004	1,455,026,703
Total Liabilities		**1,454,856,320**	1,724,607,361
Total Equity and Liabilities		**1,749,026,105**	1,967,297,123

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Note(s)	2026 R	2025 R
Revenue	17	**5,697,545,626**	4,906,703,720
Cost of sales	18	**(5,116,573,076)**	(4,417,972,692)
Gross profit		**580,972,550**	488,731,028
Other operating income		**19,721,451**	30,724,667
Other operating gains (losses)		**7,193,408**	5,115,669
Other operating expenses		**(514,623,452)**	(429,824,472)
Operating profit	19	**93,263,957**	94,746,892
Investment income	20	**12,068,458**	5,732,535
Interest expense	21	**(37,450,063)**	(31,312,689)
Profit before taxation		**67,882,352**	69,166,738
Taxation	22	**(16,402,329)**	(19,007,726)
Profit for the year		**51,480,023**	50,159,012
Total comprehensive income for the year		**51,480,023**	50,159,012

STATEMENT OF CHANGES IN EQUITY

	Share capital	Foreign currency translation reserve	Retained income	Total equity
	R	R	R	R
Balance at 01 April 2024	**52,000,000**	**(19,245,759)**	**159,776,509**	**192,530,750**
Profit for the year	–	–	50,159,012	50,159,012
Other comprehensive income	–	–	–	–
Total comprehensive income for the year	–	**–**	**50,159,012**	**50,159,012**
Balance at 01 April 2025	**52,000,000**	**(19,245,759)**	**209,935,521**	**242,689,762**
Profit for the year	–	–	51,480,023	51,480,023
Other comprehensive income	–	–	–	–
Total comprehensive income for the year	–	–	**51,480,023**	**51,480,023**
Balance at 31 March 2026	**52,000,000**	**(19,245,759)**	**261,415,544**	**294,169,785**
Note(s)	11	12		

STATEMENT OF CASH FLOWS

	Note(s)	2026 R	2025 R
Cash flows from operating activities			
Cash generated from operations	23	**358,801,309**	202,791,440
Interest received	20	**12,068,458**	5,732,535
Interest paid	21	**(30,166,439)**	(30,508,849)
Tax paid	24	**(13,154,101)**	(2,692,064)
Net cash from operating activities		**327,549,227**	175,323,062
Cash flows from investing activities			
Purchase of property, plant and equipment	3	**(12,457,834)**	(10,996,797)
Proceeds from sale of property, plant and equipment		**37,024,327**	18,640,090
Cash flows from financing activities			
Lease liabilities paid	13	**(10,319,018)**	(2,262,873)
Total cash movement for the year		**341,796,702**	180,703,482
Cash and cash equivalents at the beginning of the year		**65,094,097**	(115,609,385)
Cash and cash equivalents at the end of the year	10	**406,890,799**	65,094,097

NOTES TO THE ANNUAL FINANCIAL STATEMENTS

MATERIAL ACCOUNTING POLICIES

1. Material accounting policies

Management has considered the principles of materiality in IFRS Practice Statement 2 Making Materiality Judgements, and only those accounting policies which are considered material have been presented in these annual financial statements.

1.1 Basis of preparation

The annual financial statements have been prepared on the going concern basis in accordance with, and in compliance with, IFRS Accounting Standards as issued by the International Accounting Standards Board and International Financial Reporting Standards Interpretations Committee ("IFRS IC") interpretations issued and effective at the time of preparing these annual financial statements and the Companies Act of South Africa as amended.

The annual financial statements comply with the requirements of the SAICA Financial Reporting Guides as issued by the Accounting Practices Committee and the Financial Reporting Pronouncements as issued by the Financial Reporting Standards Council.

The annual financial statements have been prepared on the historic cost convention, unless otherwise stated in the accounting policies which follow and incorporate the material accounting policies set out below. They are presented in Rands, which is the company's functional currency.

These accounting policies are consistent with the previous period.

1.2 Significant judgements and sources of estimation uncertainty

The preparation of annual financial statements in conformity with IFRS requires management, from time to time, to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. These estimates and associated assumptions are based on experience and various other factors that are believed to be reasonable under the circumstances. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Key sources of estimation uncertainty

Impairment testing

The impairment provisions for financial assets are based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. For details of the key assumptions and inputs used, refer to the individual notes addressing financial assets.

The company reviews and tests the carrying value of assets when events or changes in circumstances suggest that the carrying amount may not be recoverable. When such indicators exist, management determines the recoverable amount by performing value in use and fair value calculations. These calculations require the use of estimates and assumptions.

Useful lives of property, plant and equipment

Management assesses the appropriateness of the useful lives of property, plant and equipment at the end of each reporting period. The useful lives of all assets are determined based on company replacement policies for the various assets. Individual assets within these classes, which have a significant carrying amount are assessed separately to consider whether replacement will be necessary outside of normal replacement parameters.

The useful lives of items of property, plant and equipment have been assessed as follows:

Item	Depreciation method	Average useful life
Computer equipment	Straight line	4 years
Computer software	Straight line	5 years
Furniture and fixtures	Straight line	3 years
Leasehold improvements	Straight line	3 years
Motor vehicles	Straight line	4 years
Motor vehicles - Held for rental	Straight line	4 years
Office equipment	Straight line	6 years
Plant and machinery	Straight line	3 years

Contract liabilities

The fair value of contract liabilities from service plans is management's best estimate of the company's future income and cost based on the estimated service cost that would occur for the selected models over a period of three to five years adjusted for inflation and possible price increases in parts and labour used in the service of the selected model.

Provision for warranties

Warranty provisions are management's best estimate of the company's liability (after the expected reimbursement from the manufacturer) on vehicles under two, three or five year warranties based on the current year warranty claims occurred. The cost per day calculated on those claims is used to estimate the future cost for the remaining warranty days under consideration.

The warranty provision has been discounted to present value and the incremental amount pertaining to the current financial year has been adjusted in cost of sales.

Recoverability of receivables

The company makes use of a provision matrix as a practical expedient to the determination of expected credit losses on trade and other receivables. The provision matrix is based on historic credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current and forecast direction of conditions at the reporting date, including the time value of money, where appropriate.

Determination of net realisable value of inventory

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale. The write down is included in cost of sales.

1.3 Financial instruments

Financial instruments are recognised when the company becomes a party to the contractual provisions. They are measured, at initial recognition, at fair value plus transaction costs, if any, except for financial instruments at fair value through profit or loss which exclude transaction costs.

The material accounting policies for each type of financial instrument held by the company are presented below:

Trade and other receivables

Trade and other receivables, excluding, when applicable, VAT and prepayments, are measured, subsequent to initial recognition, at amortised cost. They have been classified in this manner because their contractual terms give rise, on specified dates to cash flows that are solely payments of principal and interest on the principal outstanding, and the entity's business model is to collect the contractual cash flows on trade and other receivables.

The amortised cost is the amount recognised on the receivable initially, minus principal repayments, plus cumulative amortisation (interest) using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

The accounting policy for impairment of trade and other receivables is set out in the loss allowances and write offs accounting policy.

Trade and other receivables include amounts which have been denominated in India Rupees and US Dollars, however these are minimal as disclosed in note 28. Foreign exchange gains or losses are recognised in profit or loss.

Gains or losses arising on the derecognition of trade and other receivables are included in profit or loss in derecognition gains (losses) on financial assets at amortised cost, the details of which are included in note 19.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (Contd.)

Impairment - Expected credit losses and write offs

Loss allowances are recognised for expected credit losses on trade and other receivables.

The company measures the loss allowance for trade and other receivables at an amount equal to lifetime expected credit losses (lifetime ECL).

A provision matrix is used as a practical expedient when determining expected credit losses. The provision matrix is based on historic credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current and forecast conditions.

The measurement of expected credit losses incorporates the probability of default, loss given default and the exposure at default, taking the time value of money, historical data and forward-looking information into consideration. The entity has rebutted the assumption that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The movement in credit loss allowance is recognised in profit or loss with a corresponding adjustment to the carrying amount of the instrument through a loss allowance account.

The company writes off an instrument when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings. Instruments written off may still be subject to enforcement activities under the company's recovery procedures. Any recoveries made are recognised in profit or loss.

Trade and other payables

Trade and other payables, excluding VAT and amounts received in advance, are classified as financial liabilities subsequently measured at amortised cost.

Trade and other payables include amounts which have been denominated in India Rupees and US Dollars, however these are minimal. Foreign exchange gains or losses are recognised in profit or loss.

Cash and cash equivalents

Cash and cash equivalents mainly consists of bank balances and are recognised initially at the transaction price.

Subsequently, these are measured at amortised cost using the effective interest method.

Derecognition

The company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the company retains substantially all the risks and rewards of ownership of a transferred financial asset, the company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

The company derecognises financial liabilities when its obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

1.4 Tax

Current tax assets and liabilities

Current tax for current and prior periods is, to the extent unpaid, recognised as a liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as an asset.

Current tax liabilities (assets) for the current and prior periods are measured at the amount expected to be paid to (recovered from) the tax authorities, using the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the tax base used for taxation purposes.

A deferred tax liability is recognised for all taxable temporary differences.

A deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The deferred tax rate applied to assets is determined by the expected manner of recovery. Where the expected recovery of the asset is through sale, the capital gains tax rate is applied. The normal tax rate is applied when the expected recovery is through use. A combination of these rates is applied if the recovery is expected to be partly through use and sale.

Deferred tax assets are reviewed at each reporting date and are reduced if it is no longer probable that the related tax benefit will be realised. Such reductions are reversed when the probability of future taxable profits improves. The review by management has not resulted in the reduction of the deferred tax assets.

Tax expenses

The income tax expense consists of current and deferred tax and is recognised in profit or loss.

1.5 Leases

The company assesses whether a contract is, or contains a lease, at the inception of the contract.

No contracts were identified that required specific judgement as to whether they contained leases.

Company as lessee

A lease liability and corresponding right-of-use asset are recognised at the lease commencement date, for all lease agreements for which the company is a lessee, except for short-term leases of 12 months or less, or leases of low value assets. For these leases, the company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease liability

Lease liabilities are initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect lease payments made. Interest charged on the lease liability is included in finance costs.

Right-of-use assets

Right-of-use assets are presented as a separate line item on the Statement of Financial Position.

They are measured initially at the initial amount of the lease liability plus upfront payments and initial direct costs.

Right-of-use assets are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated, from commencement date, over the shorter period of lease term and useful life of the underlying asset.

The residual value, useful life and depreciation method of each asset are reviewed at the end of each reporting period. No material changes were made.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (Contd.)

1.6 Inventories

Inventories are measured at the lower of cost and net realisable value.

Net realisable value is the estimated selling price in the ordinary course of business less the estimated costs of completion and the estimated costs necessary to make the sale.

The cost of inventories comprises of all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition.

The cost of inventories is assigned using the weighted average cost formula. The same cost formula is used for all inventories having a similar nature and use to the entity.

Write downs and reversals of write downs of inventories are included as part of the cost of goods sold.

1.7 Impairment of assets

Management assesses, at the end of each reporting period, whether there is any indication that an asset, such as property, plant and equipment, may be impaired. If any such indication exists, then the recoverable amount of the asset is determined.

The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use. If the recoverable amount cannot be determined for an individual asset, then it is determined for the cash generating unit to which the asset belongs.

An impairment loss is recognised for an asset (or a cash-generating unit) if the recoverable amount of the asset or cash generating unit is less than the carrying amount. The impairment loss is determined as the difference between the two amounts. For cash generating units, the impairment loss is allocated to reduce the carrying amount of goodwill included in the cash-generating unit and then to the other assets on a pro-rata basis.

Impairment losses are recognised immediately in profit or loss.

1.8 Share capital and equity

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

Ordinary shares are classified as equity.

1.9 Employee benefits

Short-term employee benefits

The cost of short-term employee benefits, (those payable within 12 months after the service is rendered, such as paid vacation leave and sick leave, bonuses, and non-monetary benefits such as medical care), are recognised in the period in which the service is rendered and are not discounted.

The expected cost of compensated absences is recognised as an expense as the employees render services that increase their entitlement or, in the case of non-accumulating absences, when the absence occurs.

The expected cost of profit sharing and bonus payments is recognised as an expense when there is a legal obligation to make such payments as a result of past performance.

Defined contribution plans

The company contributes to [state plan E.g. MetHealthy medical scheme] which is a defined contribution pension plan.

Payments are charged as an expense as they fall due.

1.10 Provisions and contingencies

Provisions are recognised when:

- the company has a present obligation as a result of a past event;
- it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and
- a reliable estimate can be made of the obligation.

The amount of a provision is the present value of the expenditure expected to be required to settle the obligation.

Where some or all of the expenditure required to settle a provision is expected to be reimbursed by another party, the reimbursement shall be recognised when, and only when, it is virtually certain that reimbursement will be received if the entity settles the obligation. The reimbursement shall be treated as a separate asset. The amount recognised for the reimbursement shall not exceed the amount of the provision.

Provisions are not recognised for future operating losses.

If an entity has a contract that is onerous, the present obligation under the contract shall be recognised and measured as a provision.

A constructive obligation to restructure arises only when an entity:

- has a detailed formal plan for the restructuring, identifying at least:
  - the business or part of a business concerned;
  - the principal locations affected;
  - the location, function, and approximate number of employees who will be compensated for terminating their services;
  - the expenditures that will be undertaken; and
  - when the plan will be implemented; and
- has raised a valid expectation in those affected that it will carry out the restructuring by starting to implement that plan or announcing its main features to those affected by it.

After their initial recognition contingent liabilities recognised in business combinations that are recognised separately are subsequently measured at the higher of:

- the amount that would be recognised as a provision; and
- the amount initially recognised less cumulative amortisation.

Contingent assets and contingent liabilities are not recognised.

1.11 Revenue from contracts with customers

Revenue comprises consideration received or receivable on contracts entered into with customers for the sale of goods and services in the ordinary course of the entities' activities. The performance obligation is identified as the distinct goods and services as agreed in the contract(s). Revenue is shown net of trade discounts, volume rebates and value added tax and is recognised when the entity satisfies its' performance obligations as set out in the contracts entered into with its customers. Revenue is recognised at the amount of the transaction price that is allocated to each performance obligation and this is determined at the amount as depicted in the contract for the exchange of the goods and services. Where a contract has multiple performance obligations, the transaction price is allocated to the performance obligations in the contract by reference to their relative standalone selling prices.

The principles of IFRS 15 are applied using the following five-step model:

- Identify the contract(s) with a customer
- Identify the performance obligations in the contract
- Determine the transaction price
- Allocate the transaction price to the performance obligations in the contract
- Recognise revenue when (or as) the entity satisfies a performance obligation.

Revenue streams

- Sale of spares
- Sale of vehicles
- Sale of service plan
- Sale of construction equipment
- Commission income and recoveries

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (Contd.)

The contracts for the sale of goods are identified as one performance obligation. Revenue is recognised at a point in time when the control of the goods is transferred to the customer, generally on delivery of the goods. Payment is normally due within 30 days of delivery.

Revenue is recognised when an entity satisfies a performance obligation as control is passed, either over time or at a point in time. The above revenue is recognised at a point in time, except for Service plans which is recognised over time. Service Plan is recognised by reference to the stage of completion of the transaction at the end of the reporting period.

Contract liabilities relates to Service Plan Revenue and is reflected under Liabilities in the Statement of Financial Position. A contract liability is the obligation to transfer goods or services to a customer for which the company has received consideration (or when consideration is due) from the customer. If a customer pays consideration before the company transfers goods or services to the customer, a contract liability is recognised when the payment is made or when the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the company satisfies the performance obligation.

If the company performs on a contract by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised where the entity satisfies a performance obligation but does not have unconditional right to consideration. Contract assets recognised are reflected under trade and other receivables.

Interest is recognised, in profit or loss, using the effective interest rate method.

1.12 Cost of sales

When inventories are sold, the carrying amount of those inventories is recognised as an expense in the period in which the related revenue is recognised. The amount of any write-down of inventories to net realisable value and all losses of inventories are recognised as an expense in the period the write-down or loss occurs. The amount of any reversal of any write-down of inventories, arising from an increase in net realisable value, is recognised as a reduction in the amount of inventories recognised as an expense in the period in which the reversal occurs.

The related cost of providing services recognised as revenue in the current period is included in cost of sales.

1.13 Translation of foreign currencies

Foreign currency transactions

A foreign currency transaction is recorded, on initial recognition in Rands, by applying to the foreign currency amount the spot exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items are translated at the end of the reporting period using the closing rate.

Cash flows arising from transactions in a foreign currency are recorded in Rands by applying to the foreign currency amount the exchange rate between the Rand and the foreign currency at the date of the cash flow.

Refer to the individual accounting policies for financial instruments for the detailed foreign exchange accounting policies.

1.14 Levies

IFRIC 21 addresses the issue of when to recognise a liability to pay a levy. The Interpretation defines a levy, and specifies that the obligating event that gives rise to the liability is the activity that triggers the payment of the levy, as identified by legislation. The Interpretation provides guidance on how different levy arrangements should be accounted for, in particular, it clarifies that neither economic compulsion nor the going concern basis of financial statements preparation implies that an entity has a present obligation to pay a levy that will be triggered by operating in a future period. The company has inventory stored in a bonded warehouse where duties, levies and taxes are due once the inventory leaves the bonded warehouse, or 24 months, whichever are earlier.

1.15 Finance income (costs)

Finance income comprises interest income on funds invested. Interest income is recognised as it accrues in profit or loss, using the effective interest method.

Finance costs comprises of interest expense on bank overdraft facilities and vehicle purchase credit provided. Interest expense is recognised in profit or loss using the effective interest method.

2. New Standards and Interpretations

2.1 Standards and interpretations effective and adopted in the current year

In the current year, the company has adopted the following standards and interpretations that are effective for the current financial year and that are relevant to its operations:

Standard/ Interpretation:	Effective date: Years beginning on or after	Expected impact:
• Lack of exchangeability - amendments to IAS 21	01 January 2025	The impact of the amendments is not material.

2.2 Standards and interpretations not yet effective

The company has chosen not to early adopt the following standards and interpretations, which have been published and are mandatory for the company's accounting periods beginning on or after 01 April 2026 or later periods:

Standard/ Interpretation:	Effective date: Years beginning on or after	Expected impact:
• IFRS 18 Presentation and Disclosure in Financial Statements	01 January 2027	Unlikely there will be a material impact
• Amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards	01 January 2026	Unlikely there will be a material impact
• Amendments to IFRS 7 Financial Instruments: Disclosures	01 January 2026	Unlikely there will be a material impact
• Amendments to IFRS 9 Financial Instruments	01 January 2026	Unlikely there will be a material impact
• Amendments to IAS 7 Statement of Cash flows - Cost Method	01 January 2026	Unlikely there will be a material impact
• Amendments to IFRS 9 and IFRS 7: Amendments to the Classification and Measurement of Financial Instruments	01 January 2026	Unlikely there will be a material impact

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (Contd.)

3. Property, plant and equipment

	2026			2025		
	Cost or revaluation	Accumulated depreciation	Carrying value	Cost or revaluation	Accumulated depreciation	Carrying value
Computer equipment	**4,345,337**	**(3,619,072)**	**726,265**	3,626,233	(3,188,916)	437,317
Computer software	**5,413,501**	**(4,631,920)**	**781,581**	4,757,306	(4,602,607)	154,699
Furniture and fixtures	**5,173,661**	**(5,173,661)**	**–**	5,173,661	(4,867,003)	306,658
Leasehold improvements	**21,961,331**	**(1,403,737)**	**20,557,594**	10,988,933	(1,065,633)	9,923,300
Motor vehicles	**71,733,131**	**(23,654,682)**	**48,078,449**	76,838,726	(24,133,533)	52,705,193
Motor vehicles - Held for rental	**764,886**	**(764,886)**	**–**	764,886	(764,886)	–
Office equipment	**1,323,825**	**(1,116,520)**	**207,305**	1,275,381	(1,050,347)	225,034
Plant and machinery	**407,577**	**(407,577)**	**–**	407,577	(407,577)	–
Total	**111,123,249**	**(40,772,055)**	**70,351,194**	103,832,703	(40,080,502)	63,752,201

Reconciliation of property, plant and equipment - 2026

	Opening balance	Additions	Disposals	Depreciation	Total
Computer equipment	**437,317**	**780,462**	**(56,353)**	**(435,161)**	**726,265**
Computer software	**154,699**	**656,194**	**–**	**(29,312)**	**781,581**
Furniture and fixtures	**306,658**	**336**	**–**	**(306,994)**	**–**
Leasehold improvements	**9,923,300**	**10,972,398**	**–**	**(338,104)**	**20,557,594**
Motor vehicles	**52,705,193**	**37,014,604**	**(27,652,196)**	**(13,989,152)**	**48,078,449**
Office equipment	**225,034**	**48,444**	**–**	**(66,173)**	**207,305**
	63,752,201	**49,472,438**	**(27,708,549)**	**(15,164,896)**	**70,351,194**

Reconciliation of property, plant and equipment - 2025

	Opening balance	Additions	Disposals	Depreciation	Total
Computer equipment	150,152	387,989	(6,421)	(94,403)	437,317
Computer software	–	166,912	–	(12,213)	154,699
Furniture and fixtures	219,055	457,500	–	(369,897)	306,658
Leasehold improvements	–	9,964,243	–	(40,943)	9,923,300
Motor vehicles	38,492,615	40,227,866	(14,117,965)	(11,897,323)	52,705,193
Office equipment	292,740	20,152	–	(87,858)	225,034
	39,154,562	51,224,662	(14,124,386)	(12,502,637)	63,752,201

During the year an amount of R37 014 604 (2025: R40 227 866) was included in the vehicle additions, which was transferred from Inventory to Property, Plant and Equipment and is excluded from the cash additions as well as the cash generated from operations in the statement of cash flows.

4. Right-of-use assets

The company leases various buildings as the need arises. Lease contracts are typically made for fixed periods between 3 years to 10 years. Lease contracts are negotiated on an individual basis and contain a wide range of different terms and conditions.

The lease contracts do not impose any covenants.

Details pertaining to leasing arrangements, where the company is lessee are presented below:

	2026			2025		
	Cost or revaluation	Accumulated depreciation	Carrying value	Cost or revaluation	Accumulated depreciation	Carrying value
Buildings and infrastructure	**90,457,559**	**(8,953,714)**	**81,503,845**	9,515,602	(1,518,058)	7,997,544

Reconciliation of right-of-use assets - 2026

	Opening balance	Additions	Other modifications	Depreciation	Total
Buildings and infrastructure	**7,997,544**	**80,915,294**	**26,663**	**(7,435,656)**	**81,503,845**

Reconciliation of right-of-use assets - 2025

	Opening balance	Additions	Terminations	Depreciation	Total
Buildings and infrastructure	977,090	9,392,827	(572,699)	(1,799,674)	7,997,544

5. Deferred tax

Deferred tax asset

	2026	2025
Deferred revenue less Section 24C allowance	**2,469,328**	2,054,027
Lease liabilities	**23,334,186**	2,307,783
Prepaid expenses	**(318,295)**	(2,938,318)
Provisions	**3,405,258**	4,409,279
Right-of-use assets	**(23,535,919)**	(2,159,337)
Total deferred tax asset	**5,354,558**	3,673,434

Reconciliation of deferred tax asset

	2026 R	2025 R
At beginning of year	**3,673,434**	21,200,668
Increases (decrease) in tax loss available for set off against future taxable income-gross of valuation allowance	**–**	(288,425)
Taxable / (deductible) temporary difference on deferred revenue	**415,301**	535,728
Taxable / (deductible) temporary difference on lease liabilities	**21,026,403**	1,852,230
Taxable / (deductible) temporary difference on prepaid expenses	**2,620,023**	(2,527,381)
Taxable / (deductible) temporary difference on provisions	**(1,004,021)**	(15,203,863)
Taxable / (deductible) temporary difference on right-of-use assets	**(21,376,582)**	(1,895,523)
	5,354,558	3,673,434

The deferred tax assets and the deferred tax liability relate to income tax in the same jurisdiction, and the law allows net settlement. Therefore, they have been offset in the statement of financial position.

Management expects sufficient future taxable income in the company to enable the company to realise the deferred tax asset.

6. Retirement benefits

Defined contribution plan

It is the policy of the company to provide retirement benefits to all its employees. A defined contribution provident fund which is subject to the Pensions Fund Act exists for this purpose. The scheme is funded by company and employee contributions only, which are charged to the income statement as they are incurred. The total company contributions to such scheme in 2026 was R4 403,506 (2025: R3 259,654).

The company is under no obligation to cover any unfunded benefits.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (Contd.)

7. Loans receivable

Loans receivable are presented at amortised cost, which is net of loss allowance, if any, as follows:

	2026	2025
	R	R
Makatu Enterprises	2,665,000	2,665,000
Nyk Mangane Projects	900,000	900,000
	3,565,000	3,565,000

The loan is unsecured, interest free and repayable on demand.

Exposure to credit risk

Loans receivable inherently exposes the company to credit risk, being the risk that the company will incur financial loss if counterparties fail to make payments as they fall due.

Fair value of loans receivable

The fair value of loans receivable approximates their carrying amounts.

8. Inventories

	2026	2025
	R	R
Agricultural produce	**621,345**	621,345
Goods in transit	**300,619,459**	335,311,887
Motor vehicles	**522,572,244**	1,061,151,678
Spares	**190,342,262**	157,979,190
	1,014,155,310	1,555,064,100
Provision for write down of inventories to net realisable value - motor vehicles, spares and agricultural produce	**(2,142,073)**	(1,642,073)
	1,012,013,237	1,553,422,027

9. Trade and other receivables

	2026	2025
	R	R
Financial instruments:		
Trade receivables	**111,482,316**	182,544,811
Deposits	**10,256,148**	2,906,762
Non-financial instruments:		
Contract assets	**184,940**	–
Prepayments	**46,408,811**	78,397,031
Total trade and other receivables	**168,332,215**	263,848,604

Financial instrument and non-financial instrument components of trade and other receivables

	2026	2025
	R	R
At amortised cost	**121,738,464**	185,451,573
Non-financial instruments	**46,593,751**	78,397,031
	168,332,215	263,848,604

Exposure to credit risk

Trade receivables inherently expose the company to credit risk, being the risk that the company will incur financial loss if customers fail to make payments as they fall due. Trade receivables are generally considered to be in default when the receivable is 30 days past due on their contractual payments.

In order to mitigate the risk the company deals with reputed banks and customers and also demands bank guarantees or purchase credit insurance where applicable.

There have been no significant changes in the credit risk management policies and processes since the prior reporting period.

The average credit period on trade receivables is 7 days (2025: 13 days). No interest is charged on outstanding trade receivables.

The company makes use of a provision matrix as a practical expedient to the determination of expected credit losses on trade and other receivables. The provision matrix has been applied to appropriate groupings of receivables based on shared credit risk characteristics. There is no material expected credit losses on application of the provision matrix for the businesses.

Furthermore, the company writes off a receivable where there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery. Receivables written off may still be subject to enforcement activities under the company recovery procedure, considering legal advice where appropriate. In the current year receivables amounting to R6 695 425 (2025: R4 203 977) was written-off.

Expected credit loss rate:	2026 Estimated gross carrying amount at default	2026 Loss allowance (Lifetime expected credit loss)	2025 Estimated gross carrying amount at default	2025 Loss allowance (Lifetime expected credit loss)
Not past due	**106,813,845**	**–**	164,530,460	–
Less than 30 days past due	**4,668,471**	**–**	18,014,351	–
Total	**111,482,316**	**–**	182,544,811	–

Fair value of trade and other receivables

The fair value of trade and other receivables approximates their carrying amounts.

10. Cash and cash equivalents

	2026	2025
	R	R
Cash and cash equivalents consist of:		
Cash on hand	**29,039**	240,145
Bank balances	**407,313,306**	65,304,998
Bank overdraft	**(451,546)**	(451,046)
	406,890,799	65,094,097
Current assets	**407,342,382**	65,545,287
Current liabilities	**(451,583)**	(451,190)
	406,890,799	65,094,097

There is a cession amounting to R125 139 (2025: R125 139) relating to the First National Bank Account (Account number: 74865277774). This cession is a guarantee to SARS to cover any defaults in relation to the bonded storage facility of Mahindra South Africa.

The carrying amount of cash and cash equivalents reasonably approximates its fair value.

All cash balances are placed with reputable financial institutions which have positive credit ratings. Therefore, there is no significant credit risk associated with cash and cash equivalents.

11. Share capital

	2026	2025
	R	R
Authorised		
70,000,000 Ordinary shares with no par value	**70,000,000**	70,000,000
Reconciliation of number of shares issued:		
Reported as at beginning of year	**52,000,000**	52,000,000
Issued		
52,000,000 Ordinary shares with no par value	**52,000,000**	52,000,000

12. Foreign currency translation reserve

The Kenya Branch operations in Shilling has been translated to ZAR based on the exchange rate. The foreign currency reserve is a result of the foreign currency translation.

	2026	2025
	R	R
Kenya Branch operations	**(19,245,759)**	(19,245,759)

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (Contd.)

13. Lease liabilities

	2026 R	2025 R
Present value of minimum lease payments due		
- within one year	**4,463,355**	1,427,765
- in second to fifth year inclusive	**28,715,648**	7,119,581
- later than five years	**53,248,243**	–
	86,427,246	8,547,346
The lease liability classification at year end is as follows:		
Non-current liabilities	**81,963,891**	7,119,581
Current liabilities	**4,463,355**	1,427,765
	86,427,246	8,547,346

The lease liability relates to the right-of-use assets disclosed under note 4.

The company leases various buildings as the need arises under operating leases.

Lease contracts are typically made for fixed periods between 3 years and 10 years.

Interest is based on the incremental borrowing rate of 11.75% for the South African Office and the training centre leases; and 9.5% for the parts warehouse lease.

	2026 R	2025 R
Analysis of movement in lease liabilities		
Balance as at beginning of year	**8,547,346**	1,691,571
New leases	**80,915,294**	9,431,099
Terminations	**–**	(1,116,292)
Capital repayments	**(3,035,394)**	(1,459,032)
- Lease payments	**(10,319,018)**	(2,262,873)
- Interest charges	**7,283,624**	803,841
Balance as at end of the year	**86,427,246**	8,547,346

For details of the exposure to liquidity risk related to finance lease liabilities, as well as the maturity analysis of the gross amounts payable, refer to note 28.

14. Contract liabilities

	2026 R	2025 R
Summary of contract liabilities		
Service plans	**457,282,913**	380,375,369
Reconciliation of contract liabilities		
Opening balance	**380,375,369**	281,166,408
Raised in current year	**197,309,421**	212,259,309
Revenue in current year	**(120,401,877)**	(113,050,348)
	457,282,913	380,375,369
Split between non-current and current portions		
Non-current liabilities	**296,555,441**	259,949,093
Current liabilities	**160,727,472**	120,426,276
	457,282,913	380,375,369

Nature: Certain vehicles are sold with a service plan. This service plan then covers certain services for a predetermined number of years and kilometres travelled. The income from these service plans is deferred and recognised as these services are performed.

Assumptions: The fair value of contract liabilities from service plans is management's best estimate of the company's future income and cost based on the estimated service cost that would occur for the selected models over a period of three to five years adjusted for inflation and possible price increases in parts and labour used in the service of the selected model.

15. Provisions

Reconciliation of provisions - 2026

	Opening balance	Additions	Utilised during the year	Total
Provision for warranty claims	**6,675,808**	**148,316,080**	**(151,717,557)**	**3,274,331**

Reconciliation of provisions - 2025

	Opening balance	Additions	Utilised during the year	Change in estimate	Change in discount factor	Total
Provision for warranty claims	66,686,887	10,040,019	(56,211,130)	(22,875,738)	9,035,770	6,675,808

	2026 R	2025 R
Non-current liabilities	**2,511,984**	2,511,984
Current liabilities	**762,347**	4,163,824
	3,274,331	6,675,808

Nature: This provision is raised due to the fact that certain vehicles and tractors sold are sold under a warranty, thus this provision estimates cost that would occur in the future for repairs under warranties.

Assumptions: Warranty provisions are managements best estimate of the company's liability (after the expected reimbursement from the manufacturer) on vehicles under two or three year warranties based on three years actual historical sales and warranty claims occurred. The warranty period for tractors being a twelve month period from date of sale.

Further, the warranty provision has been discounted to present value and the incremental amount pertaining to the current financial year has been adjusted in cost of sales.

Change in estimate:

During the prior period, the company gained more experience which it considered in it's estimate of the warranty provision. This experience resulted in the company being able to determine a reimbursement factor on the total cost per day to reflect the exposure for warranty claims which the company is exposed to which the company was not able to reliably estimate in previous years. This reimbursement factor was determined as the amount which Mahindra & Mahindra Limited reimburses the company on each warranty claim submitted. The provision raised was thus only reflecting the amount which the company expected not to be reimbursed for. This resulted in the once off adjustment in the prior year of R22 875 738.

This did not affect prior periods and was applied prospectively.

16. Trade and other payables

	2026 R	2025 R
Financial instruments:		
Accruals	**82,790,292**	142,382,393
Accrued operating expenses	**106,919,838**	124,251,214
Accrued leave pay	**5,528,647**	4,314,109
Other payables*	**1,445,415**	1,445,415
Sundry payables*	**2,125,999**	3,093,262
Trade payables	**659,231,575**	1,031,482,303
Non-financial instruments:		
VAT	**49,378,481**	21,588,952
	907,420,247	1,328,557,648

* Relates in majority to professional fees and payments for retirement funds.

Fair value of trade and other payables

The fair value of trade and other payables approximates their carrying amounts.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (Contd.)

17. Revenue

	2026	2025
	R	R
Revenue from contracts with customers		
Sale of goods and services	**5,697,545,626**	4,906,703,720
Disaggregation of revenue from contracts with customers		
The company disaggregates revenue from customers as follows:		
The amount included in revenue arising from exchanges of goods or services included in revenue are as follows:		
Sale of spares	**528,486,800**	465,518,539
Sale of vehicles	**5,106,818,474**	4,291,974,071
Sale of service plan	**26,201,887**	113,050,348
Sale of construction equipment	**–**	2,590,000
Sale of farm equipment	**36,038,465**	33,570,762
	5,697,545,626	4,906,703,720
Timing of revenue recognition:		
At a point in time	**5,671,343,739**	4,793,653,372
Over time	**26,201,887**	113,050,348
	5,697,545,626	4,906,703,720

Transaction price allocated to performance obligations that are unsatisfied or partially unsatisfied at the reporting date

The transaction price which has been allocated to performance obligations which are unsatisfied or partially unsatisfied at the reporting date are presented below, together with the expected timing of satisfying the performance obligations:

2026

	1 year	2 years	3-5 years
Transaction price allocated to:			
Service plans	**160,727,470**	**139,387,274**	**157,168,168**

2025

	1 year	2 years	3-5 years
Transaction price allocated to:			
Service plans	120,426,277	107,868,643	152,080,448

18. Cost of sales

	2026	2025
	R	R
Sale of goods	**5,116,573,076**	4,417,972,692

19. Operating profit (loss)

Operating profit for the year is stated after charging (crediting) the following, amongst others:

Auditor's remuneration - external

	2026	2025
	R	R
Audit fees	**1,314,777**	1,000,000
Tax and secretarial services	**–**	13,415
	1,314,777	1,013,415

Leases

	2026	2025
	R	R
Short-term leases	**1,026,410**	2,187,872
Total lease expenses	**1,026,410**	2,187,872

Other operating gains (losses)

	2026	2025
	R	R
Loss (profit) on exchange differences	**2,150,023**	(1,174,789)
Profit on sale of property, plant and equipment	**(9,343,431)**	(3,940,880)

Expenses by nature

The operating expenses are analysed by nature as follows:

	2026	2025
	R	R
Depreciation	**22,600,552**	13,952,486
Employee costs	**77,286,633**	66,020,222
	99,887,185	79,972,708

20. Investment income

	2026	2025
	R	R
Interest income		
From investments in financial assets:		
Bank	**12,068,458**	5,732,535

21. Interest expense

	2026	2025
	R	R
Bank and other	434,409	873,572
Lease liabilities	928,916	803,841
Vehicle purchase credit	36,086,738	29,635,276
	37,450,063	31,312,689

22. Taxation

Major components of the tax expense

	2026	2025
	R	R
Current		
Local income tax – current period	**18,083,453**	1,480,492
Deferred		
Deferred income tax – current period	**(1,681,124)**	17,527,234
	16,402,329	19,007,726

Reconciliation of the tax expense

Reconciliation between accounting profit and tax expense.

	2026	2025
	R	R
Accounting profit	**67,882,352**	69,166,738
Tax at the applicable tax rate of 27% (2025: 27%)	**18,328,235**	18,675,019

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (Contd.)

	2026 R	2025 R
Tax effect of adjustments on taxable income		
Non-deductible expenses*	(1,925,906)	203,107
Prior year adjustment on deferred tax-assessed loss not allowed	–	129,600
	16,402,329	19,007,726

* Non-deductible expenses relate to donations and depreciation on leasehold improvements.

23. Cash generated from operations

	2026 R	2025 R
Profit before taxation	**67,882,352**	69,166,738
Adjustments for non-cash items:		
Depreciation	**22,600,552**	13,952,486
Profit on sale of assets	**(9,343,431)**	(4,670,796)
Movements in provisions	**(3,401,477)**	(57,808,164)
Adjust for items which are presented separately:		
Interest income	**(12,068,458)**	(5,732,535)
Interest expense	**37,450,063**	31,312,689
Changes in working capital:		
(Increase) decrease in inventories	**504,395,176**	(350,267,187)
(Increase) decrease in trade and other receivables	**95,516,389**	(70,143,516)
Increase (decrease) in trade and other payables	**(421,137,401)**	477,772,764
Increase (decrease) in contract liabilities	**76,907,544**	99,208,961
	358,801,309	202,791,440

24. Tax paid

	2026 R	2025 R
Balance at beginning of the year	**5,493,026**	4,281,454
Current tax recognised in profit or loss	**(18,083,453)**	(1,480,492)
Balance at end of the year	**(563,674)**	(5,493,026)
	(13,154,101)	(2,692,064)

25. Commitments

Short term leases

	2026 R	2025 R
Minimum lease payments due		
- first year	**376,200**	307,211

Operating lease payments represents rentals payable by the company for short term leases of its residential premises. Short term leases are leases with a lease term of 12 months or less. No contingent rent is payable.

26. Related parties

Relationships	
Holding company	Mahindra & Mahindra Limited
Fellow subsidiaries	Erkunt Tractor Ind Inc.
	Mahindra Do Brasil Industrial LTDA.
	Mahindra Racing UK Limited
Directors	Nalinikanth Gollagunta (Appointed 19 September 2025)
	Vijay Nakra (Resigned 19 September 2025)
	Rajeev Goyal
	Rajesh Gupta
	Sandip Kulkarni (Resigned 25 April 2025)
Members of key management	Koushik Mitra

Related party balances

	2026 R	2025 R
Amounts included in Trade receivable regarding related parties		
Koushik Mitra	**197,288**	10,070
Mahindra & Mahindra Limited	**12,306,149**	10,103,079
Rajesh Gupta	**892,843**	–
	13,396,280	10,113,149
Amounts included in Trade Payable regarding related parties		
Erkunt Tractor Ind Inc.	**315,328**	478,930
Mahindra & Mahindra Limited	**517,992,582**	786,668,683
	518,307,910	787,147,613
Amounts included in goods-in-transit		
Mahindra & Mahindra Limited	**300,619,459**	335,311,887

Related party transactions

Purchases from (sales to) related parties		
Erkunt Tractor Ind Inc.	**3,322,620**	399,438
Mahindra Do Brasil Industrial LTDA.	**(4,947,385)**	–
Mahindra & Mahindra Limited	**2,906,586,768**	3,208,665,639
	2,904,962,003	3,209,065,077

Compensation to directors and other key management

Rajesh Gupta	**4,456,224**	3,739,787
Koushik Mitra	**3,636,719**	1,311,976
	8,092,943	5,051,763

27. Directors' emoluments

Executive

2026 Directors' emoluments	Salary	Performance pay	Benefits and allowances	Total
Services as director or prescribed officer				
Rajesh Gupta	**3,030,999**	**349,777**	**1,075,448**	**4,456,224**

2025 Directors' emoluments	Salary	Performance pay	Benefits and allowances	Total
Services as director or prescribed officer				
Rajesh Gupta	2,914,975	283,993	540,819	3,739,787

Nalinikanth Gollagunta (Chairman), Vijay Nakra, Rajeev Goyal and Sandip Kulkarni did not earn any emoluments for their services as a director of the entity in the current year and prior year.

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (Contd.)

28. Financial instruments and risk management

Categories of financial instruments

Categories of financial assets

2026	Note(s)	Amortised cost	Total	Fair value
Loans receivable	7	3,565,000	3,565,000	3,565,000
Trade and other receivables	9	121,738,464	121,738,464	121,738,464
Cash and cash equivalents	10	407,342,346	407,342,346	407,342,346
		532,645,810	532,645,810	532,645,810

2025	Note(s)	Amortised cost	Total	Fair value
Loans receivable	7	3,565,000	3,565,000	3,565,000
Trade and other receivables	9	185,451,573	185,451,573	185,451,573
Cash and cash equivalents	10	65,545,287	65,545,287	65,545,287
		254,561,860	254,561,860	254,561,860

Categories of financial liabilities

2026	Note(s)	Amortised cost	Leases	Total	Fair value
Lease liabilities	13	–	86,427,246	86,427,246	86,427,246
Trade and other payables	16	858,041,766	–	858,041,766	858,041,766
		858,041,766	86,427,246	944,469,012	944,469,012

2025	Note(s)	Amortised cost	Leases	Total	Fair value
Lease liabilities	13	–	8,547,346	8,547,346	8,547,346
Trade and other payables	16	1,306,968,696	–	1,306,968,696	1,306,968,696
		1,306,968,696	8,547,346	1,315,516,042	1,315,516,042

Capital risk management

The company's capital management objectives are:

- to ensure the company's ability to continue as a going concern
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of the statement of financial position.

The company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

Financial risk management

Credit risk

Credit risk is the risk of financial loss to the company if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

The company's exposure to credit risk is limited to the carrying amount of financial assets recognised at the balance sheet date.

Liquidity risk

The company manages its liquidity needs by carefully monitoring scheduled debt servicing payments for long-term financial liabilities as well as cash-outflows due in day-to-day business. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis, as well as on the basis of a rolling 30-day projection. Short-term liquidity needs for a 120-day or less are identified monthly.

Funding in regard to long-term liquidity needs is additionally secured by an adequate amount of committed credit facilities.

The company has contractual maturities which are summarised below:

31 March 2026	Current	Within 6 months	Within 1 year	2 - 5 years
Trade and other payables	824,629,955	819,101,308	–	–
Lease liabilities	–	–	4,463,355	81,963,891
	824,629,955	819,101,308	4,463,355	81,963,891

At 31 March 2025	Current	Within 6 months	Within 1 year	2 - 5 years
Trade and other payables	1,164,586,323	1,160,703,625	–	–
Lease liabilities	–	–	1,427,766	7,119,581
	1,164,586,323	1,160,703,625	1,427,766	7,119,581

The above contractual maturities reflect the gross cash flows, which may differ to the carrying values of the liabilities at the reporting date.

Foreign currency risk

Most of the company's transactions are carried out in Rands. Exposure to currency exchange rates arise from the company's overseas purchases and sea freight, which are primarily denominated in US Dollars and Indian Rupees.

Foreign currency denominated financial assets and liabilities, translated in Rands at the closing rate, are as follows:

Foreign currency exposure at the end of the reporting period

	2026 R	2025 R
Assets (Included in Trade and other receivables and Cash and cash equivalents)		
Bank balance (2026: USD 90 857; 2025: USD 113 044)	1,559,020	2,283,601
Mahindra and Mahindra Limited (2026: USD 512 140 INDR 516 790; 2025: USD 516 790 INDR 4 279 339)	8,794,762	9,519,272
Liabilities (Included in Trade and other payables)		
Erkunt (2026: Euro 16 007; 2025: Euro 20 028)	315,328	399,759
Mahindra and Mahindra Limited (2026: INR 4 347 083; 2025: USD 11 113 INR 4 279 339)	792,511	1,125,170
Croco Holdings (2026: USD 211 962; 2025: USD 0)	3,427,577	–

Foreign currency sensitivity

The following table illustrates the sensitivity of the net result for the year and equity in regard to the company's financial assets and financial liabilities and the US Dollar Rand exchange rate.

It assumes a +13.54% and -9.51% change of the Rand / US Dollar exchange rate for the year ended 31 March 2026 (2025: +5.56% and -6.14%). This has been determined based on the average market volatility in exchange rates in the previous 12 months. The sensitivity analysis is

NOTES TO THE ANNUAL FINANCIAL STATEMENTS (Contd.)

based on the company's foreign currency financial instruments held at balance sheet date and also takes into account forward exchange contracts that offset effects from changes in currency exchange rates.

If the Rand had weakened against the US Dollar by 9.51% (2025: 6.14%) then this would have had the following impact.

	2026	2025
	R	R
Net results for the year	**832,570**	509,654

If the Rand had strengthened against the US Dollar by 13.54% (2025: 5.56%) then this would have had the following impact:

	2026	2025
	R	R
Net results for the year	**(1,185,383)**	(509,819)

Exposure to foreign exchange rates vary during the year depending on the volumes of overseas transactions. Nonetheless, the analysis above is considered to be representative of the company's exposure to currency risk.

Interest rate risk

The following table illustrates the sensitivity of the net result for the year and equity to a reasonably possible change in interest rates of +2% and -2% (2025: +2% and -2%), with effect from the beginning of the year. These changes are considered to be reasonably possible based on observation of current market conditions. The calculations are based on the company's financial instruments held at each balance sheet date. All other variables are held constant.

	2026	2026	2025	2025
Net results for the year	**11,584,792**	**(11,584,792)**	5,547,063	(5,547,063)

29. Banking facilities

The company received credit facilities from Citibank which consists of a ZAR facility of R 99.5 million for working capital facilities. The prior year facility was with First National Bank, to the value of R100 mil.

The above facility has no security requirements imposed.

30. Going concern

The annual financial statements have been prepared on the basis of accounting policies applicable to a going concern. This basis presumes that funds will be available to finance future operations and that the realisation of assets and settlement of liabilities, contingent obligations and commitments will occur in the ordinary course of business. The entity has maintained a net asset position and holds sufficient funds to finance future operations. The directors are not aware of any new material changes that may adversely impact the company. The directors are also not aware of any material non-compliance with statutory or regulatory requirements or of any pending changes to legislation which may affect the company.

31. Events after the reporting period

The directors are not aware of any material event which occurred after the reporting date and up to the date of this report.

INDEPENDENT AUDITOR'S REPORT

To the Automobili Pininfarina GmbH, Munich

Audit Opinions

We have audited the annual financial statements of Automobili Pininfarina GmbH, Munich, which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss for the financial year from 1 April 2025 to 31 March 2026, and notes to the financial statements, including the presentation of the recognition and measurement policies. In addition, we have audited the management report of Automobili Pininfarina GmbH, Munich, for the financial year from 1 April 2025 to 31 March 2026. In accordance with the German legal requirements, we have not audited the content of the statement on corporate governance pursuant to section 289f paragraph 4 HGB [Handelsgesetzbuch: German Commercial Code] (disclosures on the quota for women on executive boards).

In our opinion, on the basis of the knowledge obtained in the audit,

- the accompanying annual financial statements comply, in all material respects, with the requirements of German commercial law applicable to business corporations and give a true and fair view of the assets, liabilities and financial position of the Company as at 31 March 2026 and of its financial performance for the financial year from 1 April 2025 to 31 March 2026 in compliance with German Legally Required Accounting Principles, and
- the accompanying management report as a whole provides an appropriate view of the Company's position. In all material respects, this management report is consistent with the annual financial statements, complies with German legal requirements and appropriately presents the opportunities and risks of future development. Our audit opinion on the management report does not cover the content of the statement on corporate governance referred to above.

Pursuant to section 322 paragraph 3 sentence 1 HGB, we declare that our audit has not led to any reservations relating to the legal compliance of the annual financial statements and of the management report.

Basis for the Audit Opinions

We conducted our audit of the annual financial statements and of the management report in accordance with section 317 HGB and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). Our responsibilities under those requirements and principles are further described in the "Auditor's Responsibilities for the Audit of the Annual Financial Statements and of the Management Report" section of our auditor's report. We are independent of the Company in accordance with the requirements of German commercial and professional law, and we have fulfilled our other German professional responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions on the annual financial statements and on the management report.

Responsibilities of the Executive Director for the Annual Financial Statements and the Management Report

The executive director is responsible for the preparation of the annual financial statements that comply, in all material respects, with the requirements of German commercial law applicable to business corporations and that the annual financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Company in compliance with German Legally Required Accounting Principles. In addition, the executive director is responsible for such internal control as they, in accordance with German Legally Required Accounting Principles, have determined necessary to enable the preparation of annual financial statements that are free from material misstatement, whether due to fraud (i.e., fraudulent financial reporting and misappropriation of assets) or error.

In preparing the annual financial statements, the executive director is responsible for assessing the Company's ability to continue as a going concern. They also have the responsibility for disclosing, as applicable, matters related to going concern. In addition, they are responsible for financial reporting based on the going concern basis of accounting, provided no actual or legal circumstances conflict therewith.

Furthermore, the executive director is responsible for the preparation of the management report that as a whole provides an appropriate view of the Company's position and is, in all material respects, consistent with the annual financial statements, complies with German legal requirements, and appropriately presents the opportunities and risks of future development. In addition, the executive directors are responsible for such arrangements and measures (systems) as they have considered necessary to enable the preparation of a management report that is in accordance with the applicable German legal requirements, and to be able to provide sufficient appropriate evidence for the assertions in the management report.

Auditor's Responsibilities for the Audit of the Annual Financial Statements and of the Management Report

Our objectives are to obtain reasonable assurance about whether the annual financial statements as a whole are free from material misstatement, whether due to fraud or error, and whether the management report as a whole provides an appropriate view of the Company's position and, in all material respects, is consistent with the annual financial statements and the knowledge obtained in the audit, complies with the German legal requirements and appropriately presents the opportunities and risks of future development, as well as to issue an auditor's report that includes our audit opinions on the annual financial statements and on the management report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with section 317 HGB and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer (IDW) will always detect a material misstatement. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual financial statements and this management report.

We exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual financial statements and of the management report, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our audit opinions. The risk of not detecting a material misstatement resulting from fraud is higher than the risk of not detecting a material misstatement resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal control relevant to the audit of the annual financial statements and of arrangements and measures relevant to the audit of the management report in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an audit opinion on the effectiveness of internal control or these arrangements and measures.
- Evaluate the appropriateness of accounting policies used by the executive director and the reasonableness of estimates made by the executive director and related disclosures.
- Conclude on the appropriateness of the executive director' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the annual financial statements and in the management report or, if such disclosures are inadequate, to modify our respective audit opinions. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to be able to continue as a going concern.
- Evaluate the overall presentation, structure and content of the annual financial statements, including the disclosures, and whether the annual financial statements present the underlying transactions and events in a manner that the annual financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Company in compliance with German Legally Required Accounting Principles.
- Evaluate the consistency of the management report with the annual financial statements, its conformity with German law, and the view of the Company's position it provides.
- Perform audit procedures on the prospective information presented by the executive director in the management report. On the basis of sufficient appropriate audit evidence we evaluate, in particular, the significant assumptions used by the executive director as a basis for the prospective information, and evaluate the proper derivation of the prospective information from these assumptions. We do not express a separate audit opinion on the prospective information and on the assumptions used as a basis. There is a substantial unavoidable risk that future events will differ materially from the prospective information.

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

On publication or further submission of the annual financial statements and/or the management report in a form other than that audited by us (including translations into other languages), a further statement will be required from us if our auditor's report is cited or reference is made to our audit; we refer hereby in particular to section 328 HGB.

Munich, 27 April 2026

Grant Thornton AG
Wirtschaftsprüfungsgesellschaft

Stephan Mauermeier
Wirtschaftsprüfer

Andrea Stoiber-Harant
Wirtschaftsprüfer

BALANCE SHEET AS AT 31 MARCH 2026

ASSETS

		EUR	31/03/2026 EUR	31/03/2025 EUR
A.	**FIXED ASSETS**			
I.	**Intangible fixed assets**			
	Purchased concessions, industrial and similar rights and assets and licences in such rights and assets		**47,670**	138,048
II.	**Tangible fixed assets**			
1.	Other equipment, operating and office equipment	**49,235**		124,371
2.	Prepayments and assets under construction	**–**		–
			49,235	124,371
III.	**Financial Assets**			
	Shares in affiliated companies		**37,140**	37,140
B.	**CURRENT ASSETS**			
I.	**Inventories**			
1.	Raw Materials	**1,214,826**		661,633
2.	Works in Progress	**–**		1,293,526
3.	Goods in Transit	**–**		143,669
4.	Advance payment made for Inventories	**25,414**		147,961
			1,240,240	2,246,789
II.	**Receivables and other assets**			
1.	Trade receivables	**597,820**		2,093,087
2.	Other assets	**2,101,312**		4,873,331
			2,699,132	6,966,418
III.	**Cash and cash equivalents**		**333,607**	324,129
C.	**PREPAID EXPENSES**		**270,941**	408,276
D.	**DEFICIT NOT COVERED BY EQUITY**		**27,322,579**	11,119,939
			32,000,544	21,365,110

LIABILITIES

A.	**EQUITY**			
I.	**Subscribed capital**	**235,000,000**		225,000,000
II.	**Capital reserves**	**20,525,000**		20,525,000
III.	**Accumulated losses brought forward**	**(256,644,939)**		(237,201,641)
IV.	**Net loss for the financial year**	**(26,202,640)**		(19,443,298)
V.	**Deficit not Covered by Equity**	**27,322,579**		11,119,939
			–	–
B.	**DEPOSIT MADE FOR THE IMPLEMENTATION OF THE AGREED CAPITAL CONTRIBUTION**		**15,000,000**	5,800,000
C.	**PROVISIONS**			
1.	Provisions for taxes	**285,101**		294,747
2.	Other provisions	**11,589,099**		5,736,625
			11,874,200	6,031,372
D.	**LIABILITIES**			
1.	Advance from customers	**400,000**		2,000,000
2.	Trade payables	**2,802,805**		5,566,873
3.	Other liabilities	**408,497**		500,671
	of which tax liabilities	**189,876**		187,471
	of which relating to social security contributions	**149,942**		237,221
			3,611,302	8,067,543
E.	**DEFERRED INCOME**		**1,515,042**	1,466,195
			32,000,544	21,365,110

INCOME STATEMENT FROM APRIL 01, 2025 TO MARCH 31, 2026

			Financial Year		Previous year
		EUR	EUR		EUR
1.	Gross profit		**4,389,295**		16,439,638
2.	Personnel expenses:				
	a) Wages and salaries	**(20,407,654)**		(12,197,370.41)	
	b) Social security, post-employment and other employee benefit costs	**(2,306,015)**	**(22,713,669)**	**(2,758,206.04)**	(14,955,576)
3.	Depreciation on tangible and intangible assets				
	a) Depreciation on tangible and intangible assets	**(1,794,973)**		**(3,634,856.80)**	
	a) Exceptional write downs on current assets	**0**	**(1,794,973)**	**(7,002,379.25)**	(10,637,236)
4.	Other operating expenses		**(5,791,129)**		(9,867,884)
5.	Other interest and similar income		**3,202**		9,866
6.	Interest and similar expenses		**(8,999)**		(89,945)
7.	Taxes on income		**(285,101)**		(294,747)
8.	**Net loss after income tax**		**(26,201,374)**		(19,395,884)
9.	Other taxes		**(1,267)**		(47,414)
10.	**Net loss for the financial year**		**(26,202,640)**		(19,443,298)

CASH FLOW STATEMENT FROM APRIL 01, 2025 TO MARCH 31, 2026

	Current Year 2025/26 EUR	Previous Year 2024/25 EUR
Net loss for the period	**(26,202,640)**	(19,443,298)
+ Depreciation, amortisation and write-downs of fixed assets	**1,794,973**	3,634,857
+/- Depreciation on current assets, insofar as these exceed the usual depreciation in the corporation	**0**	7,002,379
+/- Increase/Decrease in provisions	**5,842,828**	(1,630,538)
+/- Interest Expenses/ income	**5,797**	80,079
+/- Profit on Sales of Fixed Assets	**25,994**	(3,662)
+/- Increase/Decrease of Inventory	**1,006,549**	(603,836)
+/- Increase/Decrease in other assets	**4,404,621**	(1,061,376)
+/- Increase/Decrease in trade payables other liabilities	**(6,059,134)**	(4,464,598)
Cash flows from operating activities	**(19,233,000)**	(16,489,994)
- Purchase of intangible fixed assets	**–**	(340,593)
+ Sale of tangible fixed assets	**52,286**	9,244
- Purchase of tangible fixed assets	**(4,011)**	(43,602)
- Interest received	**3,202**	9,866
Cash flows from investing activities	**51,477**	(365,085)
+ Cash receipts from issue of capital and founding	**19,200,000**	14,400,000
+/- Interest received/paid	**(8,999)**	(89,945)
Cash flows from financing activities	**19,191,001**	14,310,055
Net change in cash fund (total cash flows)	**9,478**	(2,545,024)
+/- Cash funds at beginning of period	**324,129**	2,869,153
Cash funds at end of period	**333,607**	324,129

NOTES TO THE FINANCIAL STATEMENTS

General details relating to the financial statements

The company was formed based on the articles of association dated 05 February 2018.

The financial statements have been prepared in accordance with the provisions of the German Commercial Code [Handelsgesetzbuch - HGB] applicable to business corporations and the Limited Liability Companies Act [GmbH-Gesetz - GmbHG].

According to the size classes defined in Sec. 267 Commercial Code [Handelsgesetzbuch – HGB] the company falls into the category of a medium-sized corporation.

As in the prior year, the statement of profit and loss for the financial year 2025/2026 is prepared according to the nature of expense method pursuant to Section 275 (2) HGB.

The exemption options for medium-sized corporations pursuant to Sections 286 and 288 (2) HGB were exercised in part.

At the end of the financial year, there was a deficit of EUR 27,322,579.02 (prior year: EUR 11,119,938.68) not covered by equity, which is partly compensated by the contributions of EUR 15,000,000.00 (prior year EUR 5,800,000.00) made to implement the resolved capital increase and from future contribution from fresh increase in authorised capital of EUR 25,000,000.00 increased through shareholder's resolution dated 3rd December 2025.

Details relating to the identification of the company according to the Court of Registration

Business name acc. to Court of Registration:	Automobili Pininfarina GmbH
Registered office acc. to Court of Registration:	Munich
Register entry:	Commercial Register
Registrar of Companies:	Munich Local Court
Register number:	HRB 239596

Details relating to accounting policies

Accounting and valuation principles

Purchased intangible fixed assets are recognised at acquisition cost and, if they have a limited life, are amortized subject to straight-line depreciation.

Internally generated assets are valued at manufacturing cost according to Sec. 255 (2a) HGB, i.e. included as assets in the balance sheet with the expenses incurred as of development. After completion and from the beginning of sales, they are amortised over the expected useful life using the straight-line method. The expected useful life is determined based on the sales period of the developed vehicles. The Company did not make use of the option regarding the capitalisation of costs according to Sec. 255 (2) sentence 3 HGB.

The Company does not engage in basic research. Hence, a separation of research and development is not required. Occasionally, feasibility studies are conducted before the development of a vehicle which are not capitalised. After completion of the feasibility study, development costs recorded if the following criteria are fulfilled:

- It is very probable that the planned intangible asset is created
- The development costs can be attributed reliably to the specific intangible asset
- No prohibition within the sense of Sec. 248 (2) sentence 2 HGB

The Company starts capitalising the development costs as soon as these criteria are met.

Property plant and equipment were recognised at acquisition costs subject to straight-line depreciation. Straight-line regular depreciation was applied pro rata temporis in accordance with the expected useful life.

Low-value assets with acquisition costs of up to EUR 800 are expensed as incurred in the year of their acquisition, assuming that it is disposed of in the year of acquisition.

Financial assets were valued at acquisition cost.

If the value of fixed assets as determined based on the principles mentioned above is expected to exceed the fair value as of reporting date permanently, this is taken into account by an impairment.

Inventories were recognised at manufacturing costs in conformity with the lower of cost or market principle.

Receivables and other assets are valued at nominal value and reflect all identifiable risks.

Prepayments and accrued income include expenditures before the reporting date representing costs for a certain time after this date.

The option for recognising an asset for deferred tax assets according to Sec. 274 (1) sentence 2 HGB was not exercised.

Other provisions were created for all identifiable risks and contingent liabilities and are recognised at the settlement amount required, according to prudent commercial judgement.

Deferred income includes income prior to the balance sheet date that represents income for a specified period thereafter.

Assets and liabilities denominated in foreign currencies are translated at the closing rate on the reporting date in accordance with Sec. 256a HGB.

Liabilities were reported at the settlement amount.

NOTES TO THE FINANCIAL STATEMENTS

Notes to the balance sheet

Development of assets for individual fixed assets items.

The depreciation applicable to the individual items for the financial year can be derived from the development of assets.

Research and development

The development expenditure incurred in the financial year was capitalised. It concerns the internally generated intangible assets described in the following. In the financial year, no research costs incurred.

Internally generated intangible assets

Expenses for internally generated intangible assets were capitalised at their manufacturing costs in the amount of EUR 1,651,740.33. The manufacturing costs amount to a total of EUR 122,647,920.78 (prior year: EUR 120,996,180.45).

Due to a permanent impairment within the sense of Sec. 253 (3) sentence 5 HGB as of reporting date an extraordinary amortization of internally generated intangible assets in the amount of EUR 1,651,740.33 (prior year: EUR 197,621.20) were recognised.

Other liabilities - Customer advances

Payments by customers are recognised predominantly as other liabilities. The contributions do not constitute advances within the sense of German Commercial Law as they do not relate to a binding order. Advances made amount to a total of EUR 400,000.00 (prior year: EUR 2,000,000.00).

Share capital

The Company's share capital registered in the Commercial Register and fully paid up as of 31/03/2026 amounts to EUR 235,000,000.00. EUR 15,000,000.00 of an additional capital increase in the past financial year were already paid in but not yet registered into the commercial register.

Authorized capital

The nominal amount of the authorized capital was EUR 25,000,000.00 (resolution of the shareholders' meeting of September 13, 2021; Authorized Capital 2022/I), EUR 5,000,000.00 (resolution of the shareholders' meeting of August 30, 2022; Authorized Capital 2022/II), EUR 25,000,000.00 (resolution of the shareholders' meeting of July 1, 2024; Authorized Capital 2024/I) and EUR 25,000,000.00 (resolution of the shareholders' meeting of December 3, 2025; Authorized Capital 2025/I). As of March 31, 2026, the Authorized Capital 2022/I, 2022/II and 2024/I had been fully utilized, however, EUR 15,000,000.00 which had already been paid in, was still to be registered in the commercial register. The Authorized capital increase 2025/I have not been utilised as on 31st March 2026.

Disclosures and Explanations on Provisions and Deferred Income

Other provisions total EUR 11,589,099.08 (prior year: EUR 5,736,625.36). This primarily includes provisions for outstanding invoices and personnel provisions. Revenues for dependent warranty services have been deferred since the financial year.

Remaining maturities and cross classifications

Liabilities due within one year amount to EUR 3,611,301.78 (prior year: EUR 8,067,543.36). Trade receivables and other assets have a remaining maturity of up to one year EUR 2,699,132.04 (prior year: EUR 6,966,418.02). Trade receivables include receivables from affiliated companies amounting to EUR 591,712.5 (prior year: EUR 581,407.75).

Notes to the income statement

Notes on income and expenses in exceptional amounts or of exceptional incidence

Expenses in exceptional amounts or of exceptional incidence significant within the meaning of Sec. 285 No. 31 HGB include in detail:

- Event expenses in the amount of EUR 534,668.33 (prior year: EUR 1,893,631.58)
- External services in the amount of EUR 1,104,683.59 (prior year: EUR 2,532,823.90)

Income from currency translation is recorded in the statement of profit and loss under "Gross profit" in the amount of EUR 37,430.73, (prior year: EUR 208,773.10). Expenses from currency translation are recorded separately under "Other operating expenses" in the amount of EUR 91,971.22 (prior year: EUR 340,122.15) shown separately. In addition, the item "Other operating expenses" includes expenses relating to other periods in the amount of EUR 36,773.74 (prior year: EUR 111,492.14), while "Gross profit" includes income relating to other periods in the amount of EUR 448,263.37 (prior year: EUR 665,705.00).

Other disclosures

Average number of staff employed in the financial year

The average number of staff employed by the company during the financial year was 71 (prior year: 111).

	2026	2025
DESIGN & ENGINEERING	**35**	54
OTHER DEPARTMENTS	**36**	57
Total	**71**	111

Other financial obligations

Other financial obligations within the meaning of Section 285 no. 3a HGB result from leasing contracts in the amount of EUR 77,473 and rent payments from long-term contracts in the amount of EUR 59,400.

Names of the managing directors

During the reporting year, the management of the company was in the hands the following persons:

Director: Dellacha, Paolo, CEO, *01.01.1975 (from 03.02.2023 to 10.12.2025)

Director: Lenka, Amarendra, Managing Director, *09.07.1978 (from 11.12.2025)

In accordance with Sec. 286 (4) HGB, the Company did not disclose the information pursuant to section 285 No. 9 characters a) and b) HGB.

Information on shareholding in other companies of at least 20 percent of the shares

In accordance with Sec. 285 No. 11 HGB, the following companies are included:

Company name, place of business	Share	Profit or loss EUR	Equity EUR
Automobili Pininfarina Inc. Delaware	100%	667	9,680

Group affiliation

Automobili Pininfarina GmbH (based in: Munich) prepares consolidated financial statements for the smallest group of companies.

Mahindra & Mahindra Limited (based: Mumbai) prepares consolidated financial statements for the largest group of companies. The consolidated financial statements are available on the homepage of the parent company (https://www.mahindra.com/investor-relations/reports).

Suggestion of the appropriation of profits

In accordance with the shareholders, the Company proposes the following appropriation of profits:

The net loss for the financial year amounts to EUR 26,202,640.34. It is carried forward to the next year.

Signature of management

Munich, 17. April 2026 Amarendra Lenka

STATEMENT OF MOVEMENT OF FIXED ASSETS FOR FINANCIAL YEAR 2025/26

	Acquisition/ Production costs as at 01/04/2025	Additions	Disposals	Transfers	**Acquisition/ Production costs as at 31/03/2026**	Depreciations/ Amortizations as at 01/04/2025	Additions	Disposals	Transfers	**Depreciations/ Amortizations as at 31/03/2026**	**Book Value as at 31/03/2026**	Book Value as at 01/04/2025
I. Intangible Assets												
1. Self-created industrial property rights and similar rights and values	120,996,180	1,651,740	–	–	**122,647,921**	120,996,180	1,651,740	–	–	**122,647,921**	0.00	0
2. Purchased concessions, industrial and similar rights and assets and licences in such rights and assets	699,669	–	–	–	**699,669**	561,621	90,377	–	–	**651,999**	**47,670**	138,048
3. Prepayments on intangible assets	79,000	–	–	–	**79,000**	79,000	–	–	–	**79,000**	**–**	–
Subtotal	121,774,849	1,651,740	–	–	**123,426,590**	121,636,802	1,742,118	–	–	**123,378,919**	**47,670**	138,048
II. Tangibles Assets												
1. Other equipment, operating and office equipment	9,249,005	4,011	216,856	–	**9,036,160**	9,124,634	52,855	190,564	–	**8,986,925**	**49,235**	124,371
2. Prepayments and assets under construction	765,079	–	–	–	**765,079**	765,079		–	–	**765,079**	**0**	0
Subtotal	10,014,085	4,011	216,856	–	**9,801,239**	9,889,713	52,855	190,564	–	**9,752,005**	**49,235**	124,371
1. Shares in affiliated companies	37,140	–	–	–	**37,140**	–			–	**0**	**37,140**	37,140
Total	131,826,074	1,655,751	216,856	–	**133,264,969**	131,526,515	1,794,973	190,564	–	**133,130,924**	**134,045**	299,559

INDEPENDENT AUDITOR'S REPORT

To the Stockholder

Automobili Pininfarina Americas Inc.

Opinion

We have audited the accompanying financial statements of Automobili Pininfarina Americas Inc. (the "Company"), which comprise the balance sheets as of March 31, 2026, and March 31, 2025, and the related statements of income, stockholder's equity and cash flows for the years then ended and the related notes to the financial statements.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Company, as of March 31, 2026 and March 31, 2025, and the results of its operations and its cash flows for the years then ended, in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the 'Auditor's responsibilities for the audit of the financial statements' section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

New York, NY

April 10, 2026

BALANCE SHEETS

(All amounts are in United States Dollars, unless otherwise stated)

	As of	
	March 31, 2026	March 31, 2025
ASSETS		
Current assets		
Cash	**540,997**	2,025,526
Accounts receivable, net	**–**	461,083
Other current assets	1,967	1,921
Total assets	**542,964**	2,488,530
LIABILITIES AND STOCKHOLDER'S EQUITY		
Current liabilities		
Deferred revenue	**–**	2,346,700
Payable to Parent company (Refer note I)	**518,944**	115,718
Other current liabilities	**12,889**	15,755
Total liabilities	**531,833**	2,478,173
STOCKHOLDER'S EQUITY		
Common stock $25 par value; 2000 shares authorized as of March 31, 2026 and March 31, 2025; 1600 shares issued and outstanding as of March 31, 2026 and March 31, 2025	**40,000**	40,000
Accumulated deficit	**(28,869)**	(29,643)
Total stockholder's equity	**11,131**	10,357
Total liabilities and stockholder's equity	**542,964**	2,488,530

(The accompanying notes are an integral part of these financial statements)

STATEMENTS OF INCOME

(All amounts are in United States Dollars, unless otherwise stated)

	For the year ended	
	March 31, 2026	March 31, 2025
Revenue	**30,887**	55,543
Expenses		
General and administrative expenses	**29,416**	52,897
Total expenses	**29,416**	52,897
Operating profit	**1,471**	2,646
Other expense	**(25)**	(271)
Income before tax	**1,446**	2,375
Current tax expense	**672**	624
Net income (loss)	**774**	1,751

(The accompanying notes are an integral part of these financial statements)

STATEMENTS OF CASH FLOWS

(All amounts are in United States Dollars, unless otherwise stated)

	For the year ended	
	March 31, 2026	March 31, 2025
Cash flows from operating activities		
Net income	**774**	1,751
Adjustments to reconcile net income to net cash (used in) provided by operating activities:		
Changes in operating assets and liabilities		
Accounts receivable, net	**461,083**	(461,083)
Due to/from Parent Company	**403,226**	4,608,336
Other current assets	**(46)**	119,186
Advance from customers	**(2,346,700)**	(3,415,789)
Other current liabilities	**(2,866)**	(254,979)
Net cash (used in) provided by operating activities	**(1,484,529)**	597,422
Net (decrease) increase in cash	**(1,484,529)**	597,422
Cash at the beginning of the year	**2,025,526**	1,428,104
Cash at the end of the year	**540,997**	2,025,526
Supplementary cash flow information:		
Income taxes paid	**743**	4,786

(The accompanying notes are an integral part of these financial statements)

STATEMENTS OF STOCKHOLDER'S EQUITY

(All amounts are in United States Dollars, except number of shares)

For the years ended March 31, 2026, and March 31, 2025

	Common Stock					
	Authorized		issued and outstanding		Accumulated deficit	Total stockholder's equity
	Shares	Value	Shares	Value		
Balance as of April 01, 2024	2,000	50,000	1,600	40,000	(31,394)	8,606
Net income for the year.....	–	–	–	–	1,751	1,751
Balance as of March 31, 2025.....	**2,000**	**50,000**	**1,600**	**40,000**	**(29,643)**	**10,357**
Balance as of April 01, 2025	**2,000**	**50,000**	**1,600**	**40,000**	**(29,643)**	**10,357**
Net income for the year	–	–	–	–	774	774
Balance as of March 31, 2026.....	**2,000**	**50,000**	**1,600**	**40,000**	**(28,869)**	**11,131**

(The accompanying notes are an integral part of these financial statements)

Notes to Financial Statements

NOTE A – NATURE OF OPERATIONS

Automobili Pininfarina Americas Inc. (hereinafter referred to as “APA” or “the Company”) was converted to a Delaware corporation on January 23, 2019 through the conversion of a Delaware Limited Liability Company, under the name of Harkey Acquisition, LLC. The Company is a wholly owned subsidiary of Automobili Pininfarina GmbH (hereinafter referred to as “the Parent Company”).

The Parent Company acquired 100% membership interest of Harkey Acquisition, LLC (hereinafter referred to as “the LLC”) on January 15, 2019 from Oakland Standard Co., LLC (“the Seller”). No capital contribution was made by the Seller in the LLC. Post acquisition, a plan of conversion to a Corporation was adopted and the LLC was converted and renamed as “Automobili Pininfarina Americas Inc.”.

The Company is in the start-up phase. The Parent Company plans to manufacture and distribute, directly or indirectly, to retail customers, a luxury vehicle known as the Battista. Distribution of Battista in the United States of America will be through the Company.

Automobili Pininfarina Americas Inc. provides business support services to the Parent Company in form of marketing and other support services.

NOTE B – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies are detailed below:

1. *Basis of preparation*

   a) The accompanying financial statements are prepared under the historical cost convention on the accrual basis of accounting in accordance with the accounting and reporting requirements of generally accepted accounting principles in the United States of America (‘US GAAP’) to reflect the financial position, results of operations and cash flows of the Company.

   b) The financial statements are for the years ended March 31, 2026 and March 31, 2025.

   c) All amounts are stated in United States Dollars, unless specified otherwise.

2. *Use of estimates*

   The preparation of financial statements in conformity with generally accepted accounting principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. The management’s estimates for recognition of deferred tax assets, valuation allowance, warranty provision and accruals at the balance sheet date represent certain of these particularly sensitive estimates. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results could differ from these estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Any revisions in accounting estimates are recognized prospectively in the current and future periods.

3. *Cash*

   Cash balances in bank accounts are insured by the Federal Deposit Insurance Corporation up to $250,000 for each insured bank for each account per depositor at each financial institution.

4. *Revenue recognition*

   The Company provides business support services to the Parent Company. The Company determines the standalone prices using the expected cost-plus margin approach. Cost includes specific direct costs like professional charges and other charges like bank charges. Margin is computed using data related to historical margins and prevalent market conditions. Revenues from business support services are recognized over a period of time as the services are performed as the customer simultaneously receives and consumes the benefits of the services.

   Under the cost-plus arrangement, the Company is reimbursed for actual costs incurred in providing such services together with a fixed markup, and revenue is recognized accordingly.

   APA subcontracts the work to Automobili Pininfarina GmbH, its Parent Company, which in turn raises an expense charge on APA such that APA retains a mark-up on its operating costs for provision of marketing, business development and customer relationship management services to the Parent Company.

   In subcontracting arrangements where the Company acts as an agent, revenue is recognized on a net basis, representing the margin earned on such transactions.

5. *Accounts receivable and allowance for expected credit losses*

   Accounts receivable from customers are recorded at the original invoiced amounts net of an allowance for doubtful accounts. In accordance with Accounting Standards Codification (ASC) 326, “Financial Instruments—Credit Losses,” accounts receivable are initially recorded at the invoiced amount, net of an allowance for expected credit losses. The Company evaluates the adequacy of the allowance for credit losses on a regular basis, considering various factors such as historical loss experience, current market conditions, the aging of receivables, payment terms, and forward-looking loss expectations.

Notes to Financial Statements

6. *Income taxes*

In accordance with the provisions of Financial Accounting Standards Board ("FASB") Accounting Standards Codification ("ASC") Topic 740 "Income Taxes," income taxes are accounted for using the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss carry-forwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in statements of income in the period that includes the enactment date. The deferred tax asset is reduced by a valuation allowance if it is more likely than not that some portion or all of the asset will not be realized. All deferred tax assets and liabilities, along with any related valuation allowance, are classified as noncurrent on the balance sheets.

7. *Fair value measurements and financial instruments*

Assets and liabilities recorded at fair value in the financial statements are categorized based upon the level of judgment associated with the inputs used to measure their fair value. Hierarchical levels which are directly related to the amount of subjectivity associated with the inputs to the valuation of these assets or liabilities are as follows:

Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities that the Company has the ability to access as of the measurement date.

Level 2 – inputs other than quoted prices included within Level 1 that are directly observable for the asset or liability or indirectly observable through corroboration with observable market data.

Level 3 – unobservable inputs for the asset or liability only used when there is little, if any, market activity for the asset or liability at the measurement date.

This hierarchy requires the Company to use observable market data, when available, and to minimize the use of unobservable inputs when determining fair value.

The Company's financial instruments consist of cash and other current liabilities. The estimated fair value of cash and other current liabilities approximate their carrying amounts due to the short-term nature of these instruments. None of these instruments is held for trading purposes.

8. *Commitments and contingencies*

Liabilities for loss contingencies arising from claims, assessments, litigation, fines, and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated. Legal costs incurred in connection with loss contingencies are expensed as incurred.

9. *Recently issued accounting standards not yet adopted*

In December 2023, the FASB issued ASU No. 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures, which enhances the transparency of income tax disclosures by requiring consistent categories and greater disaggregation of information in the effective tax rate reconciliation and income taxes paid, including disaggregation by jurisdiction. The amendments also include other improvements to the effectiveness of income tax disclosures.

The guidance is effective for annual periods beginning after December 15, 2024. Early adoption is permitted. Upon adoption, the guidance may be applied prospectively or retrospectively. The Company does not expect the adoption of this guidance to have a material impact on its financial statements.

In November 2024, the FASB issued ASU No. 2024-03, Income Statement—Reporting Comprehensive Income—Expense Disaggregation Disclosures (Subtopic 220-40), which requires expanded disclosure of income statement expenses by category. The guidance is effective for fiscal years beginning after December 15, 2026, and interim periods thereafter. The Company is currently evaluating the impact of this standard on its financial statements.

NOTE C – CASH

Cash include the following:

	As of	
	March 31, 2026	March 31, 2025
Balances with banks	**540,997**	2,025,526
Total	**540,997**	2,025,526

Notes to Financial Statements

NOTE D – ACCOUNTS RECEIVABLE, NET

Accounts receivable include the following:

	As of	
	March 31, 2026	March 31, 2025
Accounts receivable	**–**	461,083
Less: provision for expected credit loss	**–**	–
Total	**–**	461,083

NOTE E – OTHER CURRENT ASSETS

Other current assets comprise the following:

	As of	
	March 31, 2026	March 31, 2025
Advance tax	**1,967**	1,921
Total	**1,967**	1,921

NOTE F – DEFERRED REVENUE

The Company has entered into contracts with multiple customers, wherein the Company will sell Luxury Vehicle Battista ("the vehicle") to the customers. The vehicle will be manufactured by the Parent Company and sold to the Company. The Company in turn will sell the vehicle to the customers through a dealer. Pursuant to the aforesaid arrangement the customer will pay the amount on milestone basis to the Company. As of March 31, 2026, the aggregate amount of deferred revenue received from the customers amounted to $Nil (March 31, 2025: $2,346,700).

NOTE G – OTHER CURRENT LIABILITIES

Other current liabilities include the following:

	As of	
	March 31, 2026	March 31, 2025
Accrued expenses	**12,889**	12,800
Warranty provision	**–**	2,738
Payables for expenses	**–**	217
Total	**12,889**	15,755

NOTE H – INCOME TAXES

The Company will file federal and state tax returns as per regulations applicable to Chapter C corporations in the United States.

The components of the provision for income taxes are as follows:

	For the year ended	
	March 31, 2026	March 31, 2025
Current taxes		
Federal tax	**(333)**	33
State tax	**1,005**	591
Total	**672**	624

Deferred income taxes reflect the net tax effects of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. Significant components of the Company's net deferred income taxes are as follows:

	As of	
	March 31, 2026	March 31, 2025
Deferred tax assets		
Net operating losses	**397**	-
Startup costs	**5,403**	**6,455**
Unrealized forex gain	**1,822**	**2,362**
Total deferred tax assets	**7,622**	8,817
Less: valuation allowance	**(7,622)**	(8,817)
Net deferred tax assets	**–**	–

Realization of net deferred tax assets is dependent upon generation of sufficient taxable income in future years, benefit from the reversal of taxable temporary differences and tax planning strategies. Management assesses the available positive and negative evidence to estimate whether sufficient future taxable income will be generated to permit use of the existing deferred tax assets. The amount of net deferred tax assets considered realizable is subject to adjustment in future periods if estimates of future taxable income change.

Based on the current year and previous year losses, the management believes that it is more likely than not that the deferred tax assets may not be realized during the foreseeable future and accordingly a valuation allowance of $7,622 and $8,817 has been recorded as of March 31, 2026, and March 31, 2025, respectively.

No deferred tax assets were recognized as of March 31, 2026 and March 31, 2025.

Notes to Financial Statements

Accounting for uncertain tax position

The Company recognizes the benefit of a tax position only after determining that the relevant tax authority would more likely than not sustain the position following an audit. For tax positions meeting the more-likely-than-not threshold, the amount recognized in the financial statements is the largest benefit that has a greater than 50% likelihood of being realized upon ultimate settlement with the relevant tax authority. The Company has no unrecognized tax positions as at March 31, 2026 and March 31, 2025.

The tax years of 2022 through 2024, remain subject to examination by the taxing authorities.

NOTE I – RELATED PARTY TRANSACTIONS

Related parties with whom transactions have taken place during the year:

- Automobili Pininfarina GmbH- the Parent Company

	March 31, 2026	March 31, 2025
Transactions during the year		
Service revenue from Parent Company based on cost-plus arrangement	**30,887**	–
Purchase of the vehicle	**–**	10,290,711
Balances		
Payable to Parent Company*	**518,944**	115,718

*This amount represents purchases of goods, net of receivables arising from services provided to the Parent Company.

NOTE J – COMMON STOCK

Common stock authorized, issued and outstanding

The authorized share capital of the Company consists of 2,000 common shares of par value $25 each as of March 31, 2026 and March 31, 2025.

Common stock issued as of March 31, 2026 and March 31, 2025 was 1,600 shares of $25 each.

Voting

Each holder of common stock is entitled to one vote in respect of each share held as per the records of the Company for all matters submitted to a vote.

Liquidation

In the event of liquidation of the Company, the holders of common stock shall be entitled to receive all of the remaining assets of the Company, after distribution of all preferential amounts, if any. Such amounts will be in proportion to the number of equity shares held by the shareholders.

NOTE K – REVENUE

The following table presents revenue disaggregated by source of revenue and classification:

	For the year ended	
	March 31, 2026	March 31, 2025
Revenue from external customers	**–**	10,579,853
Less: purchase of the vehicle from Parent Company *(Refer note I)*	**–**	(10,290,711)
Less: purchase of ancillary items from external parties	**–**	(233,599)
Service revenue from Parent Company based on cost-plus arrangement*	**30,887**	**–**
Revenue	**30,887**	55,543

*During the current year, the Company did not undertake any sale of goods and earned revenue solely from services provided to its related party under a cost-plus arrangement. Accordingly, revenue represents reimbursement of costs incurred in providing such services together with a markup of 5%.

In the prior year, the Company facilitated sale of goods as an agent and accordingly recognized revenue on a net basis, representing the margin earned on such transactions.

Revenue disaggregated by timing of recognition:

	For the year ended	
	March 31, 2026	March 31, 2025
Services transferred over a period of time	**30,887**	55,543
Total revenue by timing of recognition	**30,887**	55,543

Revenue disaggregated based on geographical regions:

The entire revenue is from Parent Company located in Munich, Germany.

NOTE L – FAIR VALUE MEASUREMENTS

Financial assets and liabilities held by the Company are not measured at fair value on a recurring basis but are recorded at amounts that approximate fair value due to their liquid or short-term nature.

Notes to Financial Statements

NOTE M – RISK AND UNCERTAINTIES

The Company operates as a wholly owned subsidiary of Automobili Pininfarina GmbH (the “Parent Company”) and follows a cost-plus service model, under which it provides business support services to the Parent Company. The Company is economically dependent on the Parent Company for revenue generation and financial support.

The Company does not have a formal, legally enforceable agreement with the Parent Company governing continued financial support. Accordingly, the Company’s ability to meet its obligations as they become due is dependent on the Parent Company’s ongoing willingness and ability to provide such support.

The Company has experienced variability in operating cash flows, including negative cash flows from operating activities during the year ended March 31, 2026, primarily due to changes in working capital balances and no revenue from sale of products.

Management monitors the Company’s liquidity and financial position on an ongoing basis and believes that, based on the Parent Company’s historical support and current intentions, the Company will be able to meet its obligations as they become due in the normal course of business.

NOTE N – SUBSEQUENT EVENTS

Subsequent events have been evaluated through the date the financial statements were available to be issued (April 10, 2026). Based on the evaluation, the Company is not aware of any events or transactions that would require recognition or disclosure in the financial statements.

AUDITOR'S REPORT

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MAHINDRA RACING UK LIMITED

Opinion

We have audited the financial statements of Mahindra Racing UK Limited (the 'Company') for the year ended 31 March 2026, which comprise the Statement of comprehensive income, the Balance sheet, the Statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2026 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditors' report thereon. The directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Strategic report and the Directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Strategic report and the Directors' report have been prepared in accordance with applicable legal requirements

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Strategic report or the Directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement set out on page herein 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- Enquiry of management and those charged with governance on management's assessment of risk and management's processes for identifying and responding to the risks of fraud in the entity;
- Enquiry of management and those charged with governance around actual and potential litigation and claims;
- Enquiry of entity staff in compliance functions to identify any instances of non-compliance with laws and regulations;
- Performing audit work over the risk of management override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for bias;
- Reviewing minutes of meetings of those charged with governance; and
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditors' report.

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Rajeev Shaunak BSC FCA (Senior statutory auditor)
for and on behalf of
MHA Audit Services LLP
Senior Statutory Auditor

London, United Kingdom
Date: 30 April 2026

MHA is the trading name of MHA Audit Services LLP, a limited liability partnership in England and Wales
(registered number OC455542)

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2026

	Note	**2026** **£**	2025 £
Turnover	4	**23,154,619**	30,875,927
Cost of sales		**(15,146,598)**	(22,998,684)
Gross Profit		**8,008,021**	7,877,243
Administrative expenses		**(11,663,073)**	(11,206,218)
Other operating income	5	**2,300,598**	1,318,861
Operating loss	6	**(1,354,454)**	(2,010,114)
Impairment charge on Patents		**0**	(2)
Interest receivable and similar income	10	**66,266**	69,257
Interest payable and similar expenses	11	**(112,628)**	(153,533)
Loss for the financial year		**(1,400,816)**	(2,094,392)

There were no recognised gains and losses for 2026 or 2025 other than those included in the statement of comprehensive income.

The notes on page herein 13 to 26 form part of these financial statements.

BALANCE SHEET AS AT 31 MARCH 2026

REGISTERED NUMBER: 09052210

	Note		2026 £		2025 £
Fixed Assets					
Tangible assets	13		**252,643**		770,802
			252,643		770,802
Current Assets					
Stocks	14	**276,848**		–	
Debtors: amounts falling due within one year	15	**5,496,873**		8,539,357	
Cash at bank and cash equivalents		**1,098,172**		1,307,065	
		6,871,893		9,846,422	
Creditors: amounts falling due within one year	16	**(7,439,347)**		(9,711,219)	
Net Current liabilities			**(567,454)**		135,203
Total assets less current liabilities			**(314,811)**		906,005
Provisions for liabilities					
Other provisions	17		**(720,000)**		(540,000)
			(1,034,811)		3,66,005
Capital & Reserves					
Called up share capital	18		**20,000**		20,000
Profit & Loss Account	19		**(1,054,811)**		346,005
			(1,034,811)		366,005

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

F. Bertrand
Director

Date : 28th April 2026
The notes on page herein 13 to 26 form part of these financial statements

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

	Called up Share Capital	Profit and loss account	Total equity
	£	£	£
At 1 April 2025	20,000	346,005	366,005
Comprehensive income for the year			
Profit for the year	–	(1,400,816)	(1,400,816)
Other comprehensive income for the year	–	–	–
Total comprehensive income for the year	–	(1,400,816)	(1,400,816)
At 31 March 2026	20,000	(1,054,811)	(1,034,811)

F. Bertrand
Director

Date : 28th April 2026
The notes on page herein 13 to 26 form part of these financial statements

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2025

	Called up Share Capital	Profit and loss account	Total equity
	£	£	£
At 1 April 2024	20,000	2,440,397	2,460,397
Comprehensive income for the year			
Profit for the year	–	(2,094,392)	(2,094,392)
Other comprehensive income for the year	–	–	–
Total comprehensive income for the year	–	(2,094,392)	(2,094,392)
At 31 March 2025	20,000	346,005	366,005

The notes on pages herein form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. General Information

Mahindra Racing UK Limited is a private company limited by shares, incorporated in England and Wales within the UK. The address of the registered office and the registration number are given in the company information page of these financial statements.

2. ACCOUNTING POLICIES

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the Company's accounting policies (see note 3).

The Company's Statement of Financial Position has been adapted and prepared in accordance with Section 4.2A of Financial Reporting Standard 102.

The following principal accounting policies have been applied:

2.2 Financial reporting standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Mahindra & Mahindra Ltd as at 31 March 2026 and these financial statements may be obtained from Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai, 400 018, India.

2.3 Going Concern

The financial statements have been prepared on a going concern basis. The Directors have considered relevant information, including the annual budget, forecast future cash flows and the impact of subsequent events in making their assessment.

The company is currently in a net liabilities position; however, it continues to receive financial support from its parent company. The Directors have a reasonable expectation that such support will continue for the foreseeable future.

Based on these assessments, and having regard to the resources available to the entity, the Directors have concluded that there is no material uncertainty that they can continue to adopt the going concern basis in preparing the annual report and accounts

2.4 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit and loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the statement of income within 'finance income or costs'. All other foreign exchange gains and losses are presented in the Statement of income within "other operating income".

2.5 Revenue

Sponsorship revenue, apart from that receivable from the parent company, is recognised evenly over each race season in line with the number of races that have taken place prior to the year end, or to the extent that it is probable that the economic benefits will flow to the Company in line with the sponsorship agreement. Sponsorship revenue received from the parent company is recognised when it is due. Value in kind sponsorship is recognised in accordance with fulfillment of conditions per sponsorship agreements. Sponsorship revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

2.6 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

2.7 Research and development

Expenditure on development are recognised as an expense when incurred and are not capitalised.

2.8 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.9 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.10 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Company in independently administered funds.

2.11 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Long-term leasehold property	- Lower of lease period and useful life
Plant and machinery	- 33% Straight line
Fixtures and fittings	- 20% Straight line
Office equipment	- 33% Straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.12 Impairment of fixed assets

Assets that are subject to depreciation or amortisation are assessed at each balance sheet date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

2.13 Stocks

Inventory comprises race components, spare parts and other consumables held for use in the Company's racing and development activities.

Inventory is stated at the lower of cost and net realisable value. Cost includes purchase price and directly attributable costs incurred in bringing the inventory to its present location and condition.

Inventory is recognised as an expense when consumed in the racing season or development activities to which it relates. Where inventory is not expected to be utilised or is no longer recoverable, it is written down to its net realisable value.

2.14 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.15 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

2.16 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.17 Provisions for Liabilities

Provisions are recognised when an event has taken place that gives rise to a legal or constructive obligation, a transfer of economic benefits is probable and a reliable estimate can be made.

Provisions are measured as the best estimate of the amount required to settle the obligation, taking into account the related risks and uncertainties.

Increases in provisions are generally charged as an expense to profit or loss.

2.18 Financial Instruments

The Company has elected to apply the provisions of Section 11 "Basic Financial Instruments" of FRS102 to all of its financial instruments.

Financial instruments are recognised in the Company's Balance sheet when the Company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously

Basic financial assets

Basic financial assets, which include trade and other debtors, cash and bank balances, are initially measured at their transaction price (adjusted for transaction costs except in the initial measurement of financial assets that are subsequently measured at fair value through profit and loss) and are subsequently carried at their amortised cost using the effective interest method, less any provision for impairment, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Discounting is omitted where the effect of discounting is immaterial. The Company's cash and cash equivalents, trade and most other debtors due with the operating cycle fall into this category of financial instruments.

Financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after the deduction of all its liabilities

Basic financial liabilities, which include trade and other creditors, bank loans and other loans are initially measured at their transaction price (adjusting for transaction costs except in the initial measurement of financial liabilities that are subsequently measured at fair value through profit and loss). When this constitutes a financing transaction, whereby the debt instrument is measured at the present value of the future payments discounted at a market rate of interest, discounting is omitted where the effect of discounting is immaterial.

Debt instruments are subsequently carried at their amortised cost using the effective interest rate method.

Trade creditors are obligations to pay for goods and services that have been acquired in the ordinary course of business from suppliers. Trade creditors are classified as current liabilities if the payment is due within one year. If not, they represent non-current liabilities. Trade creditors are initially recognised at their transaction price and subsequently are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described above, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Dilapidations provision

Dilapidation provision has been recognised on a yearly basis in line with the signed lease contract which will be expiring in 2027.

Depreciation rates

Management apply judgement on the estimated useful life of each class of fixed assets and their useful lives.

4. Turnover

An analysis of turnover by class of business is as follows:

	2026	2025
	£	£
Sponsorship income and race prize monies	**23,154,619**	30,565,318
Sale of goods, services and support to third parties	**–**	310,609
	23,154,619	30,875,927

Analysis of turnover by country of destination:

	2026	2025
	£	£
Europe	**–**	310,609
Rest of the world	**23,154,619**	30,565,318
	23,154,619	30,875,927

5. Other operating income

	2026 £	2025 £
Research & Development grant income	**2,300,598**	1,318,861
	2,300,598	1,318,861

6. Operating loss

The operating loss is stated after charging /(crediting):

	2026 £	2025 £
Research & Development charged as an expense	**2,348,280**	2,198,101
Exchange differences	**312,700**	(27,621)
Other operating lease rentals	**225,602**	262,846
Depreciation	**518,159**	942,938

7. Auditor's remuneration

	2026 £	2025 £
Fees payable to the Company's auditors for the audit of the Company's financial statements	**24,000**	16,000

8. Employees

Staff costs, including directors' remuneration, were as follows:

	2026 £	2025 £
Wages & Salaries	**5,541,713**	5,394,647
Social security costs	**763,243**	727,704
Cost of defined contribution scheme	**312,026**	268,161
	6,616,982	6,390,512

The average monthly number of employees during the year was as follows:

	2026 No.	2025 No.
Racing / Technical	**46**	48
Administrative	**16**	16
	62	**64**

9. Directors' remuneration

	2026 £	2025 £
Directors' emoluments	**880,155**	727,656
Company contributions to defined contribution pension schemes	**48,589**	36,383
	928,744	764,039

During the year retirement benefits were accruing to 2 directors (2025- 2) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £653,904 (2025 - £539,550).

The pension contributions paid in respect of the highest paid director amounted to £32,398 (2025 - £26,977).

10. Interest Receivable

	2026 £	2025 £
Other interest receivable	**66,266**	69,257
	66,266	69,257

11. Interest Payable and Similar expenses

	2026 £	2025 £
Group interest payable	**112,628**	153,533
	112,628	153,533

12. Taxation

Factors affecting tax charge for the year

The tax assessed for the year is lower than (2025 - lower then) the standard rate of corporation tax in the UK of 25% (2024 - 25%).

The differences are explained below:

	2026 £	2025 £
Loss on ordinary activities before tax	**(1,400,816)**	(2,094,392)
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 25% (2025 - 25%)	**(523,598)**	302,001
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 25% (2025 - 25%)	**(350,204)**	(523,598)
Effects of:		
Capital Allowances for year in excess of depreciation	**128,643**	183,029
Utilisation of tax losses	**(16,567)**	(17,314)
Under provision noted in previous years	**–**	141,421
Research & Development Expenditure Claim	**(575,150)**	(329,715)
Research & Development expenditure	**447,716**	549,525
Unrelieved tax losses carried forward	**279,150**	
Provisions tax adjustments	**76,344**	
Other tax effects	**10,068**	(3,348)
Total tax charge for the year	**–**	**–**

13. Tangible fixed assets

	Long-term leasehold property	Plant and Machinery	Fixture and Fittings	Office Equipment	Total
	£	£	£	£	£
Cost					
At 1 April 2025	878,312	3,154,470	336,076	397,930	4,766,788
Additions	–	–	–	–	–
At 31 March 2026	**878,312**	**3,154,470**	**336,076**	**397,930**	**4,766,788**
Depreciation					
At 1 April 2025	556,519	2,752,051	296,435	390,981	3,995,986
Charge for the year on owned assets	134,303	366,709	10,548	6,599	518,159
At 31 March 2026	**690,822**	**3,118,760**	**306,983**	**397,580**	**4,514,145**
Net book value					
At 31 March 2026	**187,490**	**35,710**	**29,093**	**350**	**252,643**
At 31 March 2025	321,793	402,419	39,641	6,949	770,802

14. Stocks

	2026	2025
	£	£
Race components, spare parts and other consumables	**276,848**	–
	276,848	–

15. Debtors

	2026	2025
	£	£
Trade Debtors	**136,963**	141,305
Amounts owed by group undertakings	**–**	111,307
Other debtors	**1,638,614**	4,028,556
Prepayments and accrued income	**3,721,296**	4,258,189
	5,496,873	8,539,357

16. Creditors : Amounts falling due within one year

	2026	2025
	£	£
Trade Creditors	**2,254,826**	3,925,052
Amounts owed to group undertakings	**2,036,682**	2,343,413
Other taxation & social security	**232,971**	166,701
Other creditors	**62,665**	38,901
Accruals & Deferred income	**2,852,203**	3,237,152
	7,439,347	9,711,219

17. Provisions

	Dilapidations
At 1 April 2025	540,000
Charged to profit or loss	180,000
At 31 March 2026	**720,000**

18. Share Capital

	2026	2025
	£	£
Allotted, called up and fully paid		
20,000 (2024 - 20,000) Ordinary shares of £1.00 each	**20,000**	20,000

19. Reserves

Profit and loss account

The profit and loss account represents the net accumulated profits and losses, after the deduction of dividends and adjustments.

20. Pension commitments

The Company operates a defined contributions pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £312,026 (2025 - £268,161). Contributions totaling £62,665 (2025- £38,613) were payable to the fund at the balance sheet date and are included in creditors.

21. Commitments under operating leases

At 31 March 2026 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2026	2025
	£	£
Not later than 1 year	**280,000**	204,870
Later than 1 year and not later than 5 years	**102,667**	495,617
	382,667	700,487

22. Related party transactions

The company has taken advantage of the exemption available under paragraph 33.1A of the Financial Reporting Standard 102 not to disclose transactions with other wholly owned members of the Group.

23. Controlling party

The company's immediate parent undertaking is Mahindra Overseas Investment Company (Mauritius) Limited, a company incorporated in Mauritius. The ultimate parent undertaking is Mahindra & Mahindra Limited, a company incorporated in India.

The company's results are included in the consolidated financial statements of Mahindra & Mahindra Limited which are publicly available from Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai, 400 018, India.

DETAILED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2026

	2026 £	2025 £
Turnover	**23,154,619**	30,875,927
Cost of Sales	**(15,146,598)**	(22,998,684)
Gross profit	**8,008,021**	7,877,243
Other operating income	**2,300,598**	1,318,861
Less: overheads		
Administration expenses	**(11,663,073)**	(11,206,218)
Operating profit	**(1,354,454)**	(2,010,114)
Interest receivable	**66,266**	69,257
Interest payable	**(112,628)**	(153,533)
Impairment of Patents	**–**	2
Loss for the year	**(1,400,816)**	(2,094,390)

SCHEDULE TO THE DETAILED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2026

	2026 £	2025 £
Turnover		
Sales - Europe	**–**	310,609
Sales - Rest of world	**23,154,619**	30,565,318
	23,154,619	30,875,927

	2026 £	2025 £
Cost of sales		
Subcontract labour	**2,130,886**	1,711,592
Commissions payable	**–**	15,000
FIA and development costs	**13,015,712**	21,272,092
	15,146,598	22,998,684

	2026 £	2025 £
Other operating income		
Research & Development Grant income	**2,300,598**	**1,318,861**
	2,300,598	**1,318,861**

	2026 £	2025 £
Administration expenses		
Directors salaries	**880,155**	727,656
Directors pension costs	**48,589**	36,383
Staff salaries	**4,661,558**	4,666,991
Employer's national insurance	**763,243**	727,704
Staff pension costs	**263,437**	231,778
Staff welfare	**199,534**	186,821
Motor vehicle (leasing)	**16,697**	(4,840)
Client entertainment	**–**	5,218
Hotels, travel and subsistence	**1,754,662**	1,597,949
Printing and stationery	**80,820**	37,297
Telephone and fax	**58,720**	63,095
Computer costs	**86,750**	153,459
Advertising and promotion	**856,340**	403,647
Legal and professional	**110,213**	200,690
Auditors' remuneration	**27,094**	12,000
Accountancy fees	**134,469**	144,807
Bank charges	**20,511**	20,221
Difference on foreign exchange	**312,700**	(27,621)
Rent	**208,905**	267,686
Rates	**234,654**	228,131
Light and heat	**189,475**	133,481
Insurances	**17,734**	72,392
Repairs and maintenance	**14,965**	138,762
Depreciation	**518,159**	942,938
Recruitment	**7,500**	59,573
Dilapidation provision	**180,000**	180,000
Sustainability	**16,189**	–
	11,663,073	11,206,218

	2026 £	2025 £
Interest receivable		
Interest receivable	**66,266**	69,257
	66,266	69,257

	2026 £	2025 £
Interest payable		
Group interest payable	**112,628**	153,533
	112,628	153,533

	2026 £	2025 £
Impairment charge		
Impairment charge-patents	–	**2**
	–	**2**

INDEPENDENT AUDITORS' REPORT

To the Members of Mahindra Last Mile Mobility Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Mahindra Last Mile Mobility Limited (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Management's and Board of Directors Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related

disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

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

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

e. On the basis of the written representations received from the directors as on various dates in April taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. the modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(A)(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its financial statements - Refer Note 35 to the financial statements.

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

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d (i) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 40 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 40 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, we did not come across any instance of audit trail feature being tampered with. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sreeja Marar
Partner
Membership No.: 111410
ICAI UDIN:26111410LOOOPW5217

Place : Mumbai
Date : 21 April 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA LAST MILE MOBILITY LIMITED FOR THE YEAR ENDED 31 MARCH 2026

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

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

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, plant and equipment by which all Property, plant and equipment are verified once in three years. In accordance with this programme, no property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year.For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments in, or provided any guarantee or security on behalf of, or granted any loans or advances in the nature of loans, secured or unsecured to Companies, firms or limited liability partnership during the year. The Company has made investments in other parties (mutual funds) and has granted interest bearing unsecured loans to other parties (employees) in respect of which the requisite information is as below. The Company has not granted any secured loans or advances in the nature of loans, secured or unsecured, or provided any guarantee or security on behalf of other parties.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans to other parties as below:

Particulars	Loans (in lakhs)
Aggregate amount during the year	
Others	7.00
Balance outstanding as at balance sheet date	
Others	31.49

(b) According to the information and explanations given to us and based on the audit procedures conducted by us in our opinion the investments made, and the terms and conditions of the grant of unsecured loans, are not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of unsecured loans given to other parties (employees), in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular. Further, the Company has not given any advance in the nature of loan to any party during the year.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made, by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received under the vigil mechanism established voluntarily by the Company during the year and shared with us while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

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

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

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

(d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has five CICs as part of the Group

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

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sreeja Marar
Partner
Membership No.: 111410
ICAI UDIN:26111410LOOOPW5217

Place : Mumbai
Date : 21 April 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA LAST MILE MOBILITY LIMITED FOR THE YEAR ENDED 31 MARCH 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Last Mile Mobility Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sreeja Marar
Partner
Membership No.: 111410
ICAI UDIN:26111410LOOOPW5217

Place : Mumbai
Date : 21 April 2026

BALANCE SHEET AS AT 31ST MARCH 2026

(Rs. in lakhs)

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
ASSETS			
Non-current assets			
Property, plant and equipment	4	**66,043**	27,507
Capital work-in-progress	5(a)	**2,972**	28,640
Intangible assets	6	**27,232**	11,406
Intangible assets under development	7(a)	**9,378**	19,001
Financial assets			
Other financial assets	8(a)	**2,126**	2,116
Income Tax Assets (Net)		**–**	881
Other non-current assets	10(a)	**4,717**	7,948
Total non-current assets		**112,468**	97,499
Current assets			
Inventories	11	**42,211**	28,664
Financial assets			
Investments	12	**38,631**	1,001
Trade receivables	13	**7,253**	12,626
Cash and cash equivalents	14	**16,949**	2,622
Bank balances other than cash and cash equivalents	15	**84,710**	85,341
Other financial assets	8(b)	**43,450**	45,391
Other current assets	10(b)	**33,240**	25,679
Total current assets		**266,444**	201,324
TOTAL ASSETS		**378,912**	298,823
EQUITY AND LIABILITIES			
Equity			
Equity share capital	16	**115,357**	86,005
Other equity		**105,976**	10,757
Total equity		**221,333**	96,762
Liabilities			
Non-current liabilities			
Financial Liabilities			
Compulsorily Convertible Preference Shares	17	**–**	101,887
Lease liabilities	32(a)	**1,716**	1,650
Other financial liabilities	18(a)	**–**	1,076
Provisions	19(a)	**10,637**	6,583
Deferred Tax Liability (Net)	9	**5,514**	2,045
Other non-current liabilities	20(a)	**174**	273
Total non-current liabilities		**18,041**	113,514
Current liabilities			
Financial liabilities			
Lease liabilities	32(b)	**1,012**	561
Trade payables			
Total outstanding dues of micro and small enterprises	21	**951**	4,709
Total outstanding dues of creditors other than micro and small enterprises	21	**108,923**	57,296
Other financial liabilities	18(b)	**9,277**	11,724
Current tax liabilities (Net)		**498**	–
Provisions	19(b)	**6,678**	4,624
Other current liabilities	20(b)	**12,199**	9,633
Total current liabilities		**139,538**	88,547
TOTAL EQUITY AND LIABILITIES		**378,912**	298,823

The accompanying notes 1 to 42 form an integral part of the Financial Statements.

As per our report of even date attached:

for B S R & Co. LLP

Chartered Accountants
Firm registration number: 101248W/W-100022

Sreeja Marar
Partner
Membership Number: 111410

Place : Mumbai
Date : 21 April 2026

For and on behalf of the Board of Directors of:

Mahindra Last Mile Mobility Limited

CIN: U29102MH2023PLC403752

Rajesh Jejurikar
Chairman
DIN : 00046823

Arpit Jain
Chief Financial Officer

Place : Mumbai
Date : 21 April 2026

Suman Laxmidhar Mishra
Managing Director and Chief Executive Officer
DIN : 06727958

Payal Sharaf
Company Secretary
Membership No.: A23566

Place : Mumbai
Date : 21 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in lakhs)

Particulars	Note No.	For the Year Ended 31st March 2026	For the Year Ended 31st March 2025
Income			
Revenue from operations	**22**	**479,829**	378,331
Other income	**23**	**9,816**	9,280
Total Income		**489,645**	387,611
Expenses			
Cost of materials consumed	**24**	**343,533**	258,384
Purchases of stock-in-trade	**25**	**53,552**	48,823
Changes in inventories of finished goods and stock-in-trade	**26**	**(1,771)**	(8,232)
Employee benefits expense	**27**	**16,181**	12,988
Finance costs	**28**	**666**	444
Depreciation and amortisation expense	**29**	**13,014**	10,451
Other expenses	**30**	**39,464**	32,891
Total Expenses		**464,639**	355,749
Profit before tax		**25,006**	31,862
Tax expense		**6,461**	7,190
Current tax	**9**	**3,004**	3,176
Deferred tax	**9**	**3,457**	4,014
Profit for the year		**18,545**	24,672
Other comprehensive income for the year			
Items that will not be reclassified to profit or loss			
Remeasurements of defined benefit plans	**34**	**(50)**	71
Income tax effect on the above	**9**	**13**	(18)
Total other comprehensive income for the year (net of tax)		**(37)**	53
Total comprehensive income for the year		**18,582**	24,619
Earnings per equity share of face value Rs. 10 each			
Basic	**33**	**1.64**	2.87
Diluted	**33**	**1.64**	2.32

The accompanying notes 1 to 42 form an integral part of the Financial Statements.

As per our report of even date attached:

for B S R & Co. LLP

Chartered Accountants
Firm registration number: 101248W/W-100022

Sreeja Marar
Partner
Membership Number: 111410

Place : Mumbai
Date : 21 April 2026

For and on behalf of the Board of Directors of:

Mahindra Last Mile Mobility Limited

CIN: U29102MH2023PLC403752

Rajesh Jejurikar
Chairman
DIN : 00046823

Arpit Jain
Chief Financial Officer

Place : Mumbai
Date : 21 April 2026

Suman Laxmidhar Mishra
Managing Director and Chief Executive Officer
DIN : 06727958

Payal Sharaf
Company Secretary
Membership No.: A23566

Place : Mumbai
Date : 21 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2026

a. Equity Share Capital

	(Rs. in lakhs)
Balance as at 1st April 2025	86,005
Equity shares issued during the year	29,352
Balance as at 31st March 2026	**115,357**

a. Equity Share Capital

	(Rs. in lakhs)
Balance as at 1st April 2024	86,005
Equity shares issued during the year	–
Balance as at 31st March 2025	86,005

b. Other Equity

(Rs. in lakhs)

Particulars	Reserves and surplus			Items of Other Comprehensive Income	Total
	Capital Reserve	Securities Premium	Retained earnings	Remeasurement of defined benefit liability, net of tax	
Balance as at 1st April 2025	(16,178)	–	27,070	(135)	10,757
Profit for the year	–	–	18,545	–	18,545
Issue of Equity Shares	–	76,636	–	–	76,636
Other comprehensive (income) / loss	–	–	–	50	50
Deferred Tax	–	–	–	(13)	(13)
Balance as at 31st March 2026	**(16,178)**	**76,636**	**45,615**	**(98)**	**105,975**

Particulars	Reserves and surplus			Items of Other Comprehensive Income	Total
	Capital Reserve	Securities Premium	Retained earnings	Remeasurement of defined benefit liability, net of tax	
Balance as at 1st April 2024	(16,178)	–	2,398	(82)	(13,862)
Profit for the year	–	–	24,672	–	24,672
Other comprehensive (income) / loss	–	–	–	(71)	(71)
Deferred Tax	–	–	–	18	18
Balance as at 31st March 2025	**(16,178)**	**–**	**27,070**	**(135)**	**10,757**

Nature and purpose of Reserves

(a) Capital Reserve
The Company, post its formation, had acquired a business, on a going concern basis, by entering into a Business Transfer Agreement (BTA) dated 1 September 2023 with its parent entity Mahindra and Mahindra Ltd. Pursuant to the said transaction, a Capital reserve arose which mainly represents the amount of consideration paid over and above the book value of net assets acquired under the BTA, which was accounted as a common control transaction in accordance with Ind AS 103 Business Combinations.

(b) Retained earnings
Retained earning comprises of accumulated balance of profits of the current year and prior years. The said reserve can be utilized or distributed by the Company in accordance with the provisions of the Companies Act, 2013.

(c) Securities Premium
Securities premium arises on account of conversion of compulsorily convertible preference shares into Equity shares during the year.

The accompanying notes 1 to 42 form an integral part of the Financial Statements.

As per our report of even date attached:

for B S R & Co. LLP

Chartered Accountants
Firm registration number: 101248W/W-100022

Sreeja Marar
Partner
Membership Number: 111410

Place : Mumbai
Date : 21 April 2026

For and on behalf of the Board of Directors of:

Mahindra Last Mile Mobility Limited

CIN: U29102MH2023PLC403752

Rajesh Jejurikar
Chairman
DIN : 00046823

Arpit Jain
Chief Financial Officer

Place : Mumbai
Date : 21 April 2026

Suman Laxmidhar Mishra
Managing Director and Chief Executive Officer
DIN : 06727958

Payal Sharaf
Company Secretary
Membership No.: A23566

Place : Mumbai
Date : 21 April 2026

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH 2026

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Cash Flows from Operating Activities		
Profit before tax for the year	**25,006**	31,862
Adjustments for :		
Depreciation and Amortisation Expense	**13,014**	10,451
Finance Costs	**666**	444
Interest Income	**(6,746)**	(5,588)
Gain arising on financial assets/ liabilities measured at FVTPL (net)	**(820)**	(3,466)
(Profit) / Loss on Property, Plant and Equipment Sold/ scrapped/ written off (Net)	**632**	210
(Profit)/Loss on ROU assets sold/written off (net)	**–**	(7)
(Gain)/loss on foreign exchange fluctuations (net)	**464**	141
Operating Cash Flows before Working Capital changes	**32,216**	34,047
Movements in Working Capital:		
Trade and Other Receivables	**(163)**	(35,732)
Inventories	**(13,547)**	(4,374)
Trade and other payables and provisions	**55,302**	10,221
Cash flows (used in) / generated from operating activities	**73,808**	4,162
Income taxes paid	**(1,625)**	(3,288)
Net cash flows (used in) / generated from operating activities	**72,183**	874
Cash flows from Investing Activities		
Acquisition of Property, Plant and Equipment and Intangible Assets	**(28,415)**	(41,758)
Acquisition of PPE and IA under Asset Transfer Agreement	**(2,934)**	–
Proceeds from disposal of Property, Plant and Equipment	**54**	18
Interest received	**6,652**	3,281
Investment in Bank deposits	**(84,710)**	(106,767)
Redemption/maturity of Bank deposits	**85,341**	56,426
Payments to acquire current investments	**(267,050)**	(149,700)
Proceeds from sale of current investments	**230,241**	163,779
Net cash flows used in investing activities	**(60,821)**	(74,721)
Cash flows from financing activities		
Proceeds from issue of equity share capital	**4,100**	–
Proceeds from issue of Compulsory Convertible Preference Shares	**–**	50,000
Payment for Lease liabilities (including interest) (Refer Note iv below)	**(1,134)**	(1,062)
Net cash flows from financing activities	**2,966**	48,938

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH 2026 (CONTINUED)

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Net Decrease in cash and cash equivalents	**14,327**	(24,909)
Cash and cash equivalents at the beginning of the year	**2,622**	27,531
Cash and cash equivalents at the end of the year (Refer Note 14)	**16,949**	2,622
Components of cash and cash equivalents		
Cash on hand		
Balances with banks		
Current accounts	**2,698**	2,622
Deposit accounts	**14,251**	–
Total cash and cash equivalents	**16,949**	2,622

Notes :

i) The above Statement of Cash Flows has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 – Statement of Cash Flows'.

ii) The accompanying notes are an integral part of the IND AS financial statements.

iii) Figures in brackets indicate Outflows

iv) Refer note 32 which contains reconciliation and details of the movement of lease liabilities including the amount of payments made during the year, which forms part of the cash flows from financing activities in the cash flow statement.

The accompanying notes 1 to 42 form an integral part of the Financial Statements.

As per our report of even date attached:

for B S R & Co. LLP

Chartered Accountants
Firm registration number: 101248W/W-100022

Sreeja Marar
Partner
Membership Number: 111410

Place : Mumbai
Date : 21 April 2026

For and on behalf of the Board of Directors of:

Mahindra Last Mile Mobility Limited

CIN: U29102MH2023PLC403752

Rajesh Jejurikar
Chairman
DIN : 00046823

Arpit Jain
Chief Financial Officer

Place : Mumbai
Date : 21 April 2026

Suman Laxmidhar Mishra
Managing Director and Chief Executive Officer
DIN : 06727958

Payal Sharaf
Company Secretary
Membership No.: A23566

Place : Mumbai
Date : 21 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

1. General Information

Mahindra Last Mile Mobility Limited ('the Company') is an unlisted public limited company domiciled in India and is incorporated under the provisions of Companies Act, 2013. The registered office of the Company is located at Mahindra Towers, Pandurang Budhkar Marg, Worli, Mumbai 400018, Maharashtra.

The Company is a subsidiary of Mahindra & Mahindra Limited (M&M). During the year ended 31st March 2026, the Company has converted compulsorily convertible preference shares into equity shares to International Finance Corporation and India-Japan Fund.

2. Material Accounting Policies

(a) Statement of compliance and basis of preparation and presentation

'These financial statements of the Company have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

These financial statements were approved by the Company's Board of Directors and authorised for issue on 21st April 2026

(b) Basis of measurement

'The financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair values in accordance with Ind AS.

(c) Measurement of fair values

'A number of Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has established policies and procedures with respect to the measurement of fair values.

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

Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilities;

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly;

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

(d) Use of estimates and judgements

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the year in which the estimate is revised and future years affected.

Key sources of estimation, uncertainty, critical judgments and assumptions at the date of financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are in respect of the below:

(i) Useful lives of property, plant and equipment and intangible assets - refer note 2(e) & 2(f).

(ii) Provision for product warranties - refer note 2(p).

(iii) Fair value of financial assets, liabilities and investments - refer note 2(j).

(iv) Impairment of tangible and intangible assets including investments - refer note 2(g).

(v) Measurement of defined benefit obligations - refer note 2(m)

(e) Property, plant and equipment

Property, plant and equipment (Including Capital Work In Progress) are stated at cost of acquisition or construction less accumulated depreciation and accumulated impairment, if any.

Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use.

Depreciation is provided on straight-line basis for property, plant and equipment so as to expense the depreciable amount, i.e. the cost less estimated residual value, over its estimated useful lives. The estimated useful lives and residual values are reviewed annually and the effect of any changes in estimate is accounted for on a prospective basis.

When an asset is scrapped or otherwise dispose off, the cost and related accumulated depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the Statement of Profit and Loss.

The management's estimate of useful lives are in accordance with Schedule II to the Companies Act, 2013, other than the following asset classes, based on the Company's expected usage pattern supported by technical assessment:

Asset Class	Useful lives
i) Certain items of Plant and equipment	2 to 20 years
ii) Buildings	3 to 30 years
iii) Vehicles	2 to 5 years

(f) Intangible assets

Intangible assets under development

The Company expenses costs incurred during research phase to profit or loss in the year in which they are incurred. Development phase expenses are initially recognised as intangible assets under development until the development phase is complete, upon which the amount is capitalised as intangible asset.

Intangible assets

Intangible assets are initially recognised at cost.

Subsequent to initial recognition, intangible assets with definite useful lives are amortised on a straight line basis so as to reflect the pattern in which the asset's economic benefits are consumed and are reported at cost less accumulated amortisation and accumulated impairment losses, if any.

The intangible assets are amortised over the estimated year of benefit as below:

Asset Class	Useful lives
i) Development expenditure	3 to 5 years
ii) Brand and IP	3 to 30 years
iii) Computer software	3 to 4 years

The amortisation period for intangible assets are reviewed annually and changes in expected useful lives are treated as changes in estimates.

(g) Impairment of assets

At the end of the reporting year, the Company reviews the carrying amounts of its tangible assets and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount, which is the higher of the value in use or fair value less cost to sell, of the asset or cash-generating unit, as the case may be, is estimated and impairment loss (if any) is recognised and the carrying amount is reduced to its recoverable amount.

In assessing the value in use, the estimated future cash flows are discounted to their present value. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

When an impairment loss subsequently reverses, the carrying amount of the asset or a cash-generating unit is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) earlier.

Intangible assets not yet available for use are tested for impairment annually or whenever there is an indication that the asset may be impaired.

(h) Inventories

Inventories are carried at cost or net realisable value whichever is lower. Cost is determined on the basis of the weighted average method and comprises of all cost of purchase, conversion and other costs incurred in bringing the inventories to their present location and condition.

(i) Foreign exchange transactions and translation

Transactions in foreign currencies i.e. other than the Company's functional currency of Indian Rupees are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting year, monetary items denominated in foreign currencies are translated at the functional currency using exchange rates prevailing at that date. Non-monetary items measured at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value is determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange differences on monetary items are recognised in profit or loss in the year in which they arise.

(j) Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss. A trade receivable without a significant financing component is initially measured at the transaction price.

Classification and subsequent measurement

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are subsequently measured at either amortised cost or fair value depending on their respective classification.

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

- Amortised cost - debt instrument; or
- Fair Value through Other Comprehensive Income (FVTOCI) - debt instrument; or
- Fair Value through Other Comprehensive Income (FVTOCI) - equity instrument; or
- Fair Value through Profit or Loss (FVTPL)

The classification of debt instrument as amortised cost or FVTOCI is based on the business model and cash flow chartcteristics of such instrument.

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

'A financial asset not classified as measured at amortised cost or FVTOCI is measured at FVTPL.

Financial assets at amortised cost are subsequently measured at amortised cost using effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment expenses are recognised in profit or loss. Any gain and loss on derecognition is also recognised in profit or loss.

Financial liabilities and equity instruments

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

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative (that does not meet hedge accounting requirements) or it is designated as such on initial recognition.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows from financial asset in a manner that substantially all the risks and rewards of ownership of the asset are transferred to another party. If the Company neither transfers nor retains substantially all of the risks and rewards of ownership and continues to control the transferred asset, the Comapny recognises its retained interest in the asset and an associated liability for the amount it may have to pay.

If the Company enters into transactions whereby it transfers assets recognised on its Balance Sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised and the proceeds received are recognised as a collateralised borrowing.

Offsetting

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

Impairment of financial assets

The Company applies the Expected Credit Loss (ECL) model for recognising impairment loss on financial assets. With respect to trade receivables and loans, the Company measures the loss allowance at an amount equal to lifetime expected credit losses.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVTOCI, the loss allowance is recognised in OCI and is not reduced from the carrying amount of the financial asset in the Balance Sheet.

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

(k) Revenue Recognition

Sale of goods or services

Revenue from sale of goods are recognised upon satisfaction of performance obligation which is at a point in time, generally on delivery of the goods, when control of the goods is transferred to customers. Revenue from services are recognised upon satisfaction of performance obligation towards rendering of such services.

The Company recognises revenue from sale of goods or services at the amount of transaction price (excluding variable consideration that is constrained), that is allocated to the performance obligation satisfied. Transaction price is the amount of consideration to which the Company expects it to be entitled in exchange for transferring goods or services to a customer excluding amounts collected on behalf of third parties.

An amount of consideration can vary because of discounts, rebates, incentives etc. which are explicitly stated in the contract or are as per customary business practices. The consideration can also vary where the entitlement is contingent on occurrence or non-occurrence of a future

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

event. The Company includes variable consideration as part of transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved. Variable consideration is estimated using the expected value method or the most likely amount depending on which method the Company expects to better predict the amount of consideration to which it will be entitled and is applied consistently throughout the contract.

Payment terms agreed with a customer are as per business practice and the financing component, if significant, is separated from the transaction price and accounted as interest income.

Dividend and Interest income

Dividend from investments are recognised in profit or loss when the right to receive payment is established.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

(l) Government Grants

The Company, directly or indirectly through a consortium of Mahindra Group companies, is entitled to various incentives from government authorities. Government grants are recognised when there is a reasonable assurance that the same will be received and all attached conditions will be complied with.

Government grants that are revenue in nature, are recognised in profit or loss on a systematic basis over the years in which the Company recognises as expenses the related costs for which the grants are intended to compensate.

(m) Employee Benefits

ESIC and Labour Welfare Fund

The Company's contribution paid / payable during the year to ESIC and Labour Welfare Fund are recognised in profit or loss.

Provident Fund

Contributions to Provident Fund are made to Regional Provident Fund Commissioners and are charged to profit or loss as incurred.

Gratuity, long term compensated absences, post retirement medical benefit and post retirement housing allowance schemes

The liability towards gratuity, long term compensated absences, post retirement medical benefit and post retirement housing allowance schemes are determined by independent actuaries, using the projected unit credit method.

Remeasurement of defined benefit plans, comprising of actuarial gains or losses, return on plan assets excluding interest income are recognised immediately in Balance Sheet with corresponding debit or credit to other comprehensive income. Remeasurements are not reclassified to profit or loss in subsequent year.

Remeasurement gains or losses on long term compensated absences that are classified as other long term benefits are recognised in profit or loss.

Share based payments

Share-based payments to employees are the charged by the Holding Company over the vesting year in accordance with the ESOP scheme and is recognized as share based payment expenses under Employee Benefit Expenses

(n) Borrowing Costs

Borrowing costs attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial year of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale except for the year the construction activities are temporarily suspended. All other borrowing costs are recognised in profit or loss in the year in which they are incurred.

(o) Income Taxes

Current tax

The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting year.

Current tax assets and current tax liabilities are offset, if the entity has a legally enforceable right to set off recognised amounts and intends to settle on net basis or to realise the current tax asset and settle the current tax liabilities simultaneously.

Deferred tax

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the year in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting year. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting year, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities, and the deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax assets including that on unused tax losses and unused tax credits are recognised to the extent that it is probable that future taxable income will be available against which the deductible temporary differences could be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each reporting year and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

(p) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting year, taking into account the risks and uncertainties surrounding the obligation. When provision is measured using the cash flow estimated to settle the present obligation, its carrying amount is the present value of these cash flows (when the effect of the time value of money is material).

Provisions for the expected cost of warranty obligations are recognised at the time of sale of the relevant products, at the best estimate of the expenditure required to settle the Company's obligation. The provisions are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate.

(q) Leases

The Company as a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost.

The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability. The lease liability is initially measured at amortised cost at the present value of the future lease payments, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(r) Business Combinations

Business Combination under common control are accounted under "the pooling of interest method" i.e. in accordance with Appendix C in Ind AS 103 - Business combinations, at carrying amount of assets and liabilities acquired and any excess of consideration issued over the net assets acquired is recognised as capital reserve on common control business combination.

(s) Non-current assets held for sale

Non-current assets or disposal groups are classified as held for sale if its carrying amount will be recovered principally through a sale transaction rather than through continuing use. Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying value and fair value less costs to sell.

(t) Current/ Non-current classification

The Company has identified twelve months as its operating cycle for determining current and non-current classification of assets and liabilities in the balance sheet.

3. Recent Accounting Pronouncements:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

4. Property, Plant and Equipment

Property, plant and equipment comprise of owned and leased assets that do not meet the definition of Investment property.

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
(a) Property, plant and equipment (owned)	**63,708**	25,468
(b) Right of use assets	**2,335**	2,039
Total	**66,043**	27,507

(a) Property, plant and equipment (owned)

As on 31st March 2026 **(Rs. in lakhs)**

Particulars	Freehold Land	Buildings	Plant and Equipment	Office Equipment	Computer Equipment	Furniture and Fixtures	Vehicles	Total
At Cost								
As on 1st April 2025	**1,960**	**4,221**	**57,584**	**280**	**1,101**	**161**	**665**	**65,972**
Additions during the year	**178**	**3,624**	**36,580**	**185**	**727**	**40**	**71**	**41,405**
Additions on account of Asset Transfer Agreement (Refer Note 38)	**–**	**–**	**2,331**	**118**	**352**	**49**	**36**	**2,886**
Disposals during the year	**–**	**–**	**(1,405)**	**–**	**(2)**	**–**	**(6)**	**(1,413)**
As on 31st March 2026	**2,138**	**7,845**	**95,090**	**583**	**2,178**	**250**	**766**	**108,850**
Accumulated Depreciation								
As on 1st April 2025	**–**	**(1,116)**	**(38,105)**	**(105)**	**(537)**	**(92)**	**(549)**	**(40,504)**
Depreciation for the year	**–**	**(400)**	**(5,027)**	**(84)**	**(380)**	**(14)**	**(57)**	**(5,962)**
On disposals	**–**	**–**	**1,319**	**–**	**2**	**–**	**3**	**1,324**
As on 31st March 2026	**–**	**(1,516)**	**(41,813)**	**(189)**	**(915)**	**(106)**	**(603)**	**(45,142)**
Net Carrying Amount as at 31st March 2026	**2,138**	**6,329**	**53,277**	**394**	**1,263**	**144**	**163**	**63,708**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

4. Property, Plant and Equipment (continued)

As on 31st March 2025 **(Rs. in lakhs)**

Particulars	Freehold Land	Buildings	Plant and Equipment	Office Equipment	Computer Equipment	Furniture and Fixtures	Vehicles	Total
At Cost								
As on 1st April 2024	1,960	4,133	53,874	245	641	145	774	61,772
Additions during the year	–	89	4,710	36	476	18	14	5,343
Disposals during the year	–	(1)	(1,000)	(1)	(16)	(2)	(123)	(1,143)
As on 31st March 2025	1,960	4,221	57,584	280	1,101	161	665	65,972
Accumulated Depreciation								
As on 1st April 2024	–	(987)	(34,521)	(58)	(374)	(82)	(591)	(36,613)
Depreciation for the year	–	(129)	(4,372)	(48)	(178)	(12)	(67)	(4,806)
On disposals	–	–	788	1	15	2	109	915
As on 31st March 2025	–	(1,116)	(38,105)	(105)	(537)	(92)	(549)	(40,504)
Net Carrying Amount as at 31 March 2025	1,960	3,105	19,479	175	564	69	116	25,468

Notes:
a. Plant and equipment as on 31st March 2026 includes self generated assets at cost aggregating to Rs. 1,445 lakhs (PY Rs. 1,302 lakhs)
b. Net carrying amount of plant and equipment as on 31st March 2026 includes plant and equipment and tools aggregating to Rs 19,133 lakhs (PY 7,032 lakhs) lying with third party vendors.

(b) Right of use assets

As on 31st March 2026 **(Rs. in lakhs)**

Particulars	Leasehold Land	Leasehold Building	Vehicles	Total
At Cost				
As on 1st April 2025	**119**	**925**	**2,398**	**3,442**
Additions during the year	**–**	**870**	**565**	**1,435**
Lease Modification during the year	**–**	**–**	**(30)**	**(30)**
As on 31st March 2026	**119**	**1,795**	**2,933**	**4,847**
Accumulated depreciation				
As on 1st April 2025	**(94)**	**(739)**	**(571)**	**(1,404)**
Depreciation for the year	**(25)**	**(527)**	**(556)**	**(1,108)**
As on 31st March 2026	**(119)**	**(1,266)**	**(1,127)**	**(2,512)**
Net Carrying Amount as at 31st March 2026	**–**	**529**	**1,806**	**2,335**

As on 31st March 2025 **(Rs. in lakhs)**

Particulars	Leasehold Land	Leasehold Building	Vehicles	Total
At Cost				
As on 1st April 2024	119	783	588	1,490
Additions during the year	–	142	1,840	1,982
Disposals during the year	–	–	(30)	(30)
As on 31st March 2025	119	925	2,398	3,442
Accumulated depreciation				
As on 1st April 2024	(34)	(261)	(154)	(449)
Depreciation for the year	(59)	(478)	(428)	(965)
On disposals	–	–	11	11
As on 31st March 2025	(93)	(739)	(571)	(1,403)
Net Carrying Amount as at 31 March 2025	25	186	1,827	2,039

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

5. Capital work-in-progress

(a) Movement in Capital work-in-progress

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
At the beginning of the year	**28,640**	1,473
Additions during the year	**15,736**	32,510
Deletions during the year		
Transfer to Property, plant and equipment	**(41,404)**	(5,343)
At the end of the year	**2,972**	28,640

(b) Capital work-in-progress (CWIP) ageing schedule as at 31st March 2026 is as follows:

(Rs. in lakhs)

	Amount in CWIP for the year of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress:					
As at 31st March 2026	**2,613**	**211**	**148**	**–**	**2,972**
Projects in progress:					
As at 31st March 2025	27,769	871	–	–	28,640

6. Intangible Assets

As on 31st March 2026

(Rs. in lakhs)

Particulars	Development Expenditure*	Technical Knowhow	Computer Software	Total
At Cost				
As on 1st April 2025	**18,067**	**2,025**	**1,529**	**21,621**
Additions during the year	**21,294**	**–**	**427**	**21,721**
Additions on account of Asset Transfer Agreement (Refer Note 38)	**–**	**–**	**48**	**48**
As on 31st March 2026	**39,361**	**2,025**	**2,004**	**43,390**
Accumulated amortisation				
As on 1st April 2025	**(9,070)**	**(487)**	**(658)**	**(10,215)**
Amortisation for the year	**(5,038)**	**(308)**	**(597)**	**(5,943)**
As on 31st March 2026	**(14,108)**	**(795)**	**(1,255)**	**(16,158)**
Net Carrying Amount as at 31st March 2026	**25,253**	**1,230**	**749**	**27,232**

* Development Expenditure represents internally generated intangible assets.

As on 31st March 2025

(Rs. in lakhs)

Particulars	Development Expenditure	Technical Knowhow	Computer Software	Total
At Cost				
As on 1st April 2024	10,396	2,025	940	13,361
Additions during the year	7,671	–	589	8,260
As on 31st March 2025	18,067	2,025	1,529	21,621
Accumulated amortisation				
As on 1st April 2024	(5,189)	(179)	(166)	(5,534)
Amortisation for the year	(3,881)	(308)	(492)	(4,681)
As on 31st March 2025	(9,070)	(487)	(658)	(10,215)
Net Carrying Amount as at 31 March 2025	8,996	1,538	871	11,406

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

7. Intangible Assets under Development

(a) Movement in Intangible Assets under Development

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
Opening Balance	**19,001**	12,265
Net Additions during the year	**12,348**	14,839
Deletions during the year	**(203)**	(338)
Transfer to Intangible Assets	**(21,768)**	(7,765)
Closing Balance	**9,378**	19,001

(b) Intangible assets under development ageing schedule as at 31st March 2026 is as follows:

(Rs. in lakhs)

	Amount in Intangible assets under development for the year				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress:					
As at 31st March 2026	**7,252**	**1,451**	**675**	**–**	**9,378**
Projects in progress:					
As at 31st March 2025	11,483	7,518	–	–	19,001

8. Other Financial Assets

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25	31-Mar-26	31-Mar-25
(a) Non-current				
Carried at amortised cost:				
Security Deposits			**78**	75
Receivable from Government			**2,048**	2,041
Total			**2,126**	2,116
(b) Current				
Receivable from Government				
Industrial Promotion Subsidy			**–**	571
Production Linked Incentive*			**39,050**	24,830
Demand Subsidy Receivable	**4,359**	28,099		
Less: Written off	**–**	7,587		
Demand Subsidy Receivable - Net			**4,359**	20,512
			43,408	45,913
Less: Provision			**(3,247)**	(3,053)
Receivable from Government (Net)			**40,161**	42,860
Interest accrued on fixed deposits			**2,626**	2,531
Derivative Financial Assets			**657**	–
Other Financial Assets			5	–
Total			**43,450**	45,391

*Mahindra & Mahindra ('Holding Company') Group has received an approval for Production Linked Incentive (PLI) Champion OEM scheme.The Company's product portfolio is a part of the eligible products under the PLI scheme

9. Income Taxes

(a) Income Tax recognised in profit or loss

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
Current Tax		
In respect of current year	**2,967**	2,934
In respect of prior years	**38**	242
Total Current tax Expense	**3,005**	3,176
Deferred Tax:		
In respect of current year origination and reversal of temporary differences	**3,444**	4,541
In respect of prior year	**13**	(527)
Total Deferred tax Expense / (Income)	**3,457**	4,014
Total Income tax Expense	**6,462**	7,190

(b) Income tax recognised in Other Comprehensive Income

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
Deferred tax related to items recognised in other comprehensive income during the year:		
Remeasurement of defined benefit plans	**13**	(18)
Total Deferred tax (Expense)/Income	**13**	(18)
Total Income tax (Expense)/Income	**13**	(18)

(c) The reconciliation of estimated income tax expense at tax rate to income tax expense reported in profit or loss is as follows:

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
Profit before tax	**25,006**	31,862
Applicable Income tax rate	**25.17%**	25.17%
Expected income tax expense	**6,294**	8,019
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of expenses/provisions not deductible in determining taxable profit	**116**	(545)
Effect of net additional / (reversal) of provision in respect of prior years	**51**	(284)
Reported income tax expense	**6,461**	7,190

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

9. Income Taxes (continued)

(d) Deferred tax Assets/ (Liabilities) (Net)

(Rs. in lakhs)

Particulars	Balance as at 1st April 2025	Acquisitions through business combinations / Recognised in Equity	Recognised in Profit or Loss	Recognised in OCI/ Reclassified from other comprehensive income	Balance as at 31st March 2026
Tax effect of items resulting in taxable temporary differences					
Property, Plant and Equipment and Intangible Assets	**3,505**	**–**	**3,475**	**–**	**6,980**
Others	**254**	**–**	**225**	**–**	**479**
	3,759	**–**	**3,700**	**–**	**7,459**
Less:					
Tax effect of items resulting in deductible temporary differences					
Provision for employee benefits	**677**	**–**	**156**	**(13)**	**820**
Allowances for expected credit losses	**781**	**–**	**62**	**–**	**843**
Others	**257**	**–**	**25**	**–**	**282**
	1,714	**–**	**243**	**(13)**	**1,945**
Net Deferred Tax Assets/(Liabilities)(Net)	**2,045**	**–**	**3,457**	**13**	**5,514**

(Rs. in lakhs)

Particulars	Balance as at 1st April 2024	Acquisitions through business combinations / Recognised in Equity	Recognised in Profit or Loss	Recognised in OCI/ Reclassified from other comprehensive income	Balance as at 31st March 2025
Tax effect of items resulting in taxable temporary differences					
Property, Plant and Equipment and Intangible Assets	(170)	–	3,675	–	3,505
Others	–	–	254	–	254
	(170)	–	3,929	–	3,759
Less:					
Tax effect of items resulting in deductible temporary differences					
Provision for employee benefits	116	–	543	18	677
Allowances for expected credit losses	1,653	–	(872)	–	781
Others	13	–	244	–	257
	1,782	–	(85)	18	**1,714**
Net Deferred Tax Assets/(Liabilities)(Net)	(1,951)	–	4,014	(18)	**2,045**

10(a) Other Assets

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
(a) Non-current		
Capital advances	**4,717**	7,948
(b) Current		
Advances to Suppliers	**5,502**	1,686
Goods and Services Tax Receivable	**27,090**	23,793
Prepaid expenses	**645**	200
Others	**3**	–
Total	**33,240**	25,679

11. Inventories

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
Raw materials and bought out components (includes in transit Rs 2,187 Lakhs, PY 1,943 Lakhs)	**29,014**	17,395
Finished goods	**7,656**	6,481
Stock-in-trade	**5,294**	4,698
Stores and Spares	**247**	90
Total	**42,211**	28,664

11.01 Out of the above, inventories lying with third parties as at 31st March 2026 is Rs 22,939 lakhs (PY 12,481 lakhs)

11.02 The cost of inventories recognised as an expense during the year includes Rs. 706 lakhs (PY 451 lakhs) in respect of write-down of inventories to net realisable value

12. Investments

Current investments

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
Quoted:		
Mandatorily measured and carried at Fair Value through Profit and Loss		
Investments in Mutual funds	**38,631**	1,001
Total	**38,631**	1,001
Other Disclosures		
Aggregate amount of quoted investments (Gross)	**38,631**	1,001
Market Value of quoted investments	**38,631**	1,001

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

13. Trade Receivables

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
Current		
Unsecured, considered good (Undisputed)	**7,253**	12,626
Credit impaired	**48**	49
	7,301	12,675
Less: Loss Allowance	**(48)**	(49)
Total	**7,253**	12,626

Trade receivables ageing schedule as at 31st March 2026:

(Rs. in lakhs)

	Outstanding for following years from due date of payment					
Particulars	**Less than 6 months**	**6 months to 1 year**	**1 - 2 years**	**2 - 3 years**	**More than 3 years**	**Total**
Undisputed Trade Receivables - considered good	**7,063**	**3**	**187**	**–**	**–**	**7,253**
Undisputed Trade Receivables - credit impaired	**2**	**1**	**31**	**14**	**0**	**48**
	7,065	**4**	**217**	**14**	**0**	**7,301**
Less: Loss Allowance						**(48)**
Total						**7,253**

Trade receivables ageing schedule as at 31 March 2025:

(Rs. in lakhs)

	Outstanding for following years from due date of payment					
Particulars	**Less than 6 months**	**6 months to 1 year**	**1 - 2 years**	**2 - 3 years**	**More than 3 years**	**Total**
Undisputed Trade Receivables - considered good	12,560	59	7	–	–	12,626
Undisputed Trade Receivables - credit impaired	9	24	15	–	–	49
	12,569	83	23	–	–	12,675
Less: Loss Allowance						(49)
Total						12,626

14. Cash and Cash Equivalents

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
Balances with banks:		
On Current accounts	**2,698**	2,622
Fixed Deposits with original maturity less than 3 months	**14,251**	–
Total	**16,949**	2,622

15. Bank balances other than cash and cash equivalents

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
Fixed Deposits with original maturity less than 12 months	**84,710**	85,341
Total	**84,710**	85,341

16. Share Capital

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
Authorised		
1,50,00,00,000 Ordinary (Equity) shares of Rs. 10 each (PY 1,50,00,00,000)	**150,000**	150,000
60,00,000 Compulsorily Convertible Preference Shares of Rs. 1,000 each (PY 60,00,000)	**60,000**	60,000
40,00,000 Series A Compulsorily Convertible Preference Shares of Rs. 1,000 each (PY 40,00,000)	**40,000**	40,000
Issued, subscribed and fully paid-up		
1,153,565,484 equity shares of Rs. 10 each (PY 86,00,50,000)	**115,357**	86,005
	115,357	86,005

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

16. Share Capital (continued)

a. Reconciliation of number of Ordinary (Equity) shares and amount outstanding :

(Rs. in lakhs except per share data)

Particulars	As at 31-Mar-2026		As at 31-Mar-2025	
	Number of shares	Amount	Number of shares	Amount
Issued, Subscribed and Paid-up:				
At the commencement of the year	**860,050,000**	**86,005**	860,050,000	86,005
Equity Shares issued during the year (Rs. 10 per equity share)	**293,515,484**	**29,352**	–	–
At the end of the year	**1,153,565,484**	**115,357**	860,050,000	86,005

b. The Ordinary (Equity) Shares of the Company rank pari-passu in all respects including voting rights and entitlement to dividend.

c. Details of Ordinary (Equity) Shares held by shareholders holding more than 5% of the aggregate Issued, Subscribed and Paid-up shares of the Company:

Name of the Shareholder	As at 31-Mar-2026		As at 31-Mar-2025	
	Number of shares	Shareholding %	Number of shares	Shareholding %
Mahindra & Mahindra Limited (Holding Company) (Rs. 10 per equity share)	**901,050,000**	**78.11%**	860,050,000	100.00%
International Finance Corporation (Rs. 10 per equity share)	**157,346,332**	**13.64%**	–	0.00%
India – Japan Fund (Rs. 10 per equity share)	**95,169,152**	**8.25%**	–	0.00%

d. Details of Ordinary (Equity) Shares held by Promoter and Promoter group:

As at 31, March 2026

Name of the Promoter	Number of shares	Shareholding %	% change during the year
Mahindra & Mahindra Limited (Holding Company)	**901,050,000**	**78.11%**	**(21.89%)**

As at 31, March 2025

Name of the Promoter	Number of shares	Shareholding %	% change during the year
Mahindra & Mahindra Limited (Holding Company)	860,050,000	100.00%	0.00%

e. Details of proposed dividend

Particulars	31-Mar-26	31-Mar-25
Dividend per share (Rupees)		0.01
Dividend on Compulsorily Convertible Preference Shares (Rupees) @ 0.001% p.a.	–	51,329
Dividend on Series A Compulsorily Convertible Preference Shares (Rupees) @ 0.001% p.a.	–	33,425
Total Dividend	–	84,753

f. Details of issue of Ordinary (Equity) Shares **Rs. In Lakhs**

Date of issue	No. of shares issued	Rs. per equity share	Amount	Name of the shareholder
19 June 2023	50,000	10	5	Mahindra & Mahindra Ltd
08 September 2023	860,000,000	10	86,000	Mahindra & Mahindra Ltd
27 August 2025	41,000,000	10	4,100	Mahindra & Mahindra Ltd
01 September 2025	157,346,332	10	15,735	International Finance Corporation
01 September 2025	95,169,152	10	9,517	India – Japan Fund
Total	**1,153,565,484**		**115,357**	

- During the Year, Company has alloted 4,10,00,000 Equity shares of face value 10/- per share on Right basis for cash to Mahindra and Mahindra Ltd

- During the Year, Company has issued Equity shares to International Finance Corporation and India-Japan Fund on account of conversion of preference shares (Refer Note 41)

17. Compulsorily Convertible Preference Shares

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
0.001% Compulsorily Convertible Preference shares*	–	63,488
Series A 0.001% Compulsorily Convertible Preference Shares (CCPS)#	–	38,399
Total	–	101,887

* During the Previous year, 30,00,000 Compulsorily convertible preference shares of Rs. 1,000 each fully paid-up, issued at par. (Refer Note 41)

During the Previous year, 20,00,000 Series A Compulsorily Convertible Preference shares of Rs. 1,000 each fully paid-up, issued at par. (Refer Note 41)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

18. Other financial liabilities

Particulars	31-Mar-26	(Rs. in lakhs) 31-Mar-25
(a) Non-current		
Dealer Deposits	**–**	1,076
Total	**–**	1,076
(b) Current		
Carried at amortised cost:		
Employee related payables	**2,917**	2,790
Creditors for capital goods	**5,063**	8,278
Dealer Deposits	**1,191**	–
Security Deposits	**27**	13
Others	**79**	146
Carried at FVTPL:		
Foreign currency forwards	**–**	497
Total	**9,277**	11,724

19. Provisions

Particulars	31-Mar-26	(Rs. in lakhs) 31-Mar-25
(a) Non-current		
Provision for employee benefits (Refer Note 34)		
Compensated absences	**1,023**	996
Gratuity	**2,207**	1,777
Other Provisions		
Warranties	**5,574**	3,705
Service coupons	**113**	105
EPR - Batteries Expenses	**1,720**	–
Total	**10,637**	6,583
(b) Current		
Provision for employee benefits (Refer Note 34)		
Compensated absences	**362**	355
Gratuity	**357**	259
Other Provisions		
Warranties	**5,061**	3,331
Service coupons	**898**	679
EPR - Batteries Expenses	**–**	–
Total	**6,678**	4,624

***Warranties & Service Coupon**

Provision for warranties and service coupons relates to provision made in respect of sale of certain products and components, the estimated cost of which is accrued at the time of sale. The products are generally covered under a free warranty year ranging from 1 to 5 years.

***EPR - Batteries Expenses**

The Company has made provision towards environmental compensation for batteries deployed in the market through the sale of electric three-wheeler vehicles. This provision has been calculated in accordance with the Guidelines for Environment Compensation (EC) under the Battery Waste Management Rules, 2022, as amended.

19.01 Details of movement in Provisions is as follows:

As on 31 March 2026 **(Rs. in lakhs)**

Particulars	Warranties	Service Coupons	EPR - Batteries Expenses
Balance as at 1st April 2025	**7,036**	**784**	**–**
Additional provisions recognised during the year	**6,861**	**1,165**	**1,720**
Amounts utilised during the year (net)	**(3,535)**	**(983)**	**–**
(Discounting) / Unwinding of provision (net)	**274**	**44**	**–**
Balance as at 31st March 2026	**10,636**	**1,010**	**1,720**

As on 31 March 2025 **(Rs. in lakhs)**

Particulars	Warranties	Service Coupons	EPR - Batteries Expenses
Balance as at 1st April 2024	2,522	639	**–**
Additional provisions recognised during the year	7,877	875	**–**
Amounts utilised during the year (net)	(3,470)	(769)	**–**
(Discounting) / Unwinding of provision (net)	107	38	**–**
Balance as at 31st March 2025	7,036	784	**–**

20(a) Other Liabilities

Particulars	31-Mar-26	(Rs. in lakhs) 31-Mar-25
(a) Non-current		
Contract Liabilities*	**174**	**273**
Total	**174**	**273**
(b) Current		
Contract Liabilities*	**5,231**	2,328
Statutory dues (other than income taxes)		
Tax deducted/collected at source	**1,761**	2,444
Professional Tax	**2**	1
Provident Fund and Pension Fund	**146**	126
Goods and Services tax	**5,049**	4,722
Others	**11**	12
Total	**12,199**	9,633

*Contract Liabilities represent advances received from customers.

There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

21. Trade Payables

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
Total outstanding dues of micro and small enterprises (Refer Note 39)	**951**	4,709
Total outstanding dues of creditors other than micro and small enterprises	**108,923**	57,297
Total	**109,874**	62,006

Trade Payables Ageing Schedule

As on 31 March 2026 (Rs. in lakhs)

Particulars	Outstanding for following years from due date of payment					
	Not Due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
MSME	**928**	**23**	**–**	**–**	**–**	**951**
Others	**58,988**	**9,668**	**2,243**	**1,521**	**–**	**72,420**
Total	**59,916**	**9,692**	**2,243**	**1,521**	**–**	**73,372**
Accrued Expenses						**36,502**
Net Trade payables						**109,874**

As on 31 March 2025

Particulars	Outstanding for following years from due date of payment					
	Not Due	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years	Total
MSME	4,641	65	3	–	–	4,709
Others	22,648	8,358	5,115	–	–	36,121
Total	27,289	8,423	5,118	–	–	40,830
Accrued Expenses						21,176
Net Trade payables						62,006

Supplier Finance Arrangements

Some of our suppliers elect to factor some of their receivables from the Company with financial institutions. In such cases, we provide suppliers and/or banks with visibility of invoices approved for payment, which helps them receive cash from the bank before the invoice due date, if they choose to do so. Payment dates and terms for the Company do not vary based on whether the supplier chooses to factor their receivable.

(Rs. in lakhs)

Particulars	31-Mar-26	31-Mar-25
Carrying Amount of financial liabilities subject to Supplier Finance Arrangement		
- Presented in Trade Payables	**4,610**	–
- of which supplier has received payment from bank/financial institution	**4,610**	–
Range of Payment due dates		
- Trade Payable subject to supplier finance arrangement (days after invoice date)	**7 to 64 Days**	–
- comparable trade payable (days after invoice date)	**Immediate to 64 Days**	–

22. Revenue from Operations

(Rs. in lakhs)

Particulars	For the Year ended 31st March 2026	For the Year ended 31st March 2025
Revenue from contracts with customers for goods and services		
Sale of products		
Sale of vehicles	**402,357**	323,596
Sale of spares and accessories/kits	**35,661**	25,048
	438,018	348,644
Sale of Services	**1,019**	798
	4,39,037	3,49,441
From other sources of revenue		
Other Operating Revenue		
Income from Government Incentives	**39,173**	27,749
Scrap sales	**526**	205
Oil Royalty Income	**837**	652
Others	**256**	284
	40,792	28,890
Total	**479,829**	378,331

22.01 Revenue disaggregation by geography for sale of product is as follows:

(Rs. in lakhs)

Geography	For the Year ended 31st March 2026	For the Year ended 31st March 2025
Domestic	**436,440**	348,213
Overseas	**1,578**	431
Total	**438,018**	348,644

Geographical revenue is allocated based on the location of the customers.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

22. Revenue from Operations (continued)

22.02 Changes in Deferred Revenue or Contract Liabilities including Advances received from customers are as follows:

(Rs. in lakhs)

Particulars	For the Year ended 31st March 2026	For the Year ended 31st March 2025
Opening balance of deferred revenue or contract liabilities	**2,601**	780
Additions during the year	**4,803**	2,210
Reclassification Adjustments:		
- Adjustment from opening balances of contract liabilities to revenue	**(1,999)**	(389)
- Transfer from contract liabilities to revenue	**–**	**–**
Closing balance of Deferred Revenue or Contract Liabilities	**5,405**	2,601

22.03 Reconciliation of Revenue from Contracts with Customers

(Rs. in lakhs)

Particulars	For the Year ended 31st March 2026	For the Year ended 31st March 2025
Revenue from contracts with customers as per the contract price	**498,646**	386,865
Adjustments made to contract price on account of :-		
Discounts and Incentives	**59,609**	37,424
Revenue from contracts with customers as per statement of Profit and Loss	**439,037**	349,441

23. Other Income

(Rs. in lakhs)

Particulars	For the Year ended 31st March 2026	For the Year ended 31st March 2025
Interest Income on Financial Assets measured at Amortized Cost		
Bank deposits	**6,746**	5,588
Other non-operating Income		
Gain/ (Loss) arising on financial liabilities measured at FVTPL (net) (Refer Note 41)	**–**	2,458
Forward Contract - MTM Gain	**1,155**	–
Insurance Claim Received	**900**	–
Gain/ (Loss) on redemption and fair value changes of mutual funds (net)	**820**	1,008
Interest on Income tax refund	**100**	–
Profit on right-of-use asset sold / discarded (net)	**–**	7
Others	**95**	219
Total	**9,816**	9,280

24. Cost of Materials Consumed

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Inventories at the beginning of the year	**17,485**	21,342
Add: Purchases made during the year	**355,309**	254,527
	372,794	275,869
Less: Inventories at the end of the year	**(29,261)**	(17,485)
Cost of materials consumed	**343,533**	258,384

25. Purchases of stock-in-trade

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Purchases of stock-in-trade	**53,552**	48,823
Total	**53,552**	48,823

26. Changes in Inventories of Finished Goods and stock-in-trade

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Inventories at the end of the year		
Finished goods	**7,656**	6,481
Stock-in-trade	**5,294**	4,698
	12,950	11,179
Less: Inventories at the beginning of the year		
Finished goods	**6,481**	2,947
Work-in-progress	**–**	–
Stock-in-trade	**4,698**	–
	11,179	2,947
(Increase) in Inventories of Finished Goods and stock-in-trade	**(1,771)**	(8,232)

27. Employee Benefits Expense

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Salaries and Wages, including bonus #	**13,051**	11,096
Contribution to provident fund & gratuity	**1,571**	1,070
Contribution to gratuity		–
Equity-settled share-based payments *	**887**	283
Staff welfare expenses	**672**	539
Total	**16,181**	12,988

This includes amount spent on manpower research cost amounting to Rs. 2,454 Lakhs (PY: 2,248 Lakhs) (Refer Note 37)

*** Note:**
Represents cost reimbursed by the Company towards ESOP's granted by the holding Company, Mahindra & Mahindra Limited.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

27. Employee Benefits Expense (continued)

Certain employees of the Company are covered by Employee Stock Option Scheme-2000 (ESOP scheme) offered by Holding Company, Mahindra & Mahindra Limited. Under the scheme, eligible employees are granted an option to purchase shares of Mahindra & Mahindra Limited, in accordance with the terms and conditions of the scheme.

The Company recognises this scheme as an equity settled share based payments arrangement in accordance with IND AS 102 - Share Based Payment.

Such ESOP expense in respect of employees of the Company, is charged by the Holding Company over the vesting year in accordance with the ESOP scheme which is recognized as Equity settled share based payment expenses under Employee Benefit Expenses.

28. Finance Costs

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Other borrowing cost		
Unwinding of interest on Lease liabilities (Refer Note 32)	**246**	205
Others*	**420**	239
Total	**666**	444

*Others includes unwinding of interest on warranties and service coupon.

29. Depreciation and amortisation expense

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Depreciation of Property, Plant and Equipment (Refer Note 4)	**5,962**	4,806
Depreciation of Right of Use Assets (Refer Note 4)	**1,108**	965
Amortisation of Intangible Assets (Refer Note 6)	**5,943**	4,680
Total	**13,014**	10,451

30. Other Expenses

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Power and Fuel	**168**	135
Stores Consumed	**11**	621
Rent expense	**563**	72
Rates and Taxes	**43**	31
Insurance expense	**424**	202
Repairs and Maintenance		
- Buildings	**42**	46
- Machinery	**849**	403
- Others	**282**	262
Advertisement and Sales Promotion expenses	**8,808**	7,307
Freight Outward	**574**	314
Allowances for expected credit losses (net)	**(1)**	45
Donations and Contributions	**396**	200
Provision for doubtful debts/advances including Write offs (net)*	**246**	4,078
Auditors remuneration and out-of-pocket expenses		
- As auditors	**31**	28
- For other services and certifications	**26**	24
- For reimbursement of expenses	**1**	2
Legal and Professional Expenses	**5,541**	3,306
Sub-contracting Expenses	**1,599**	674
Research Costs	**760**	957
Warranties	**4,606**	6,509
Service Coupons	**1,166**	875
Road Side Assistance	**353**	331
Stockyard Expenses	**3,982**	2,466
Loss on Assets Sold / Discarded (Net)	**632**	210
Forward Contract Charges	**–**	494
Travelling and Conveyance Expenses	**1,900**	1,564
Difference in Exchange	**464**	141
EPR - Batteries Expenses	**1,720**	–
Other Miscellaneous Expenses	**4,278**	1,594
Total	**39,464**	32,891

*During the previous year, this includes Rs. 7,587 lakhs as FAME subsidy write off and Rs. (3,509) lakhs as write back of provision

31. Financial Instruments

The carrying value and fair value of financial instruments by categories are as follows:

(Rs. in lakhs)

Particulars	Note No.	For the Year ended 31st March 2026 Carried at Amortised Costs	For the Year ended 31st March 2025 Carried at Amortised Costs
Financial Assets			
Security Deposits	8(a)	**78**	75
Receivable from Government	8(a) + 8(b)	**42,209**	44,901
Interest Accrued on Fixed Deposit	8(b)	**2,626**	2,531
Trade Receivables	13	**7,253**	12,626
Cash and Cash Equivalents	14	**16,949**	2,622
Bank balances other than cash and cash equivalents	15	**84,710**	85,341
Other Financial Assets	8(b)	**5**	–
Total Financial Assets		**153,831**	148,096
Financial Liabilities			
Lease liabilities	32(a) + 32(b)	**2,728**	2,210
Dealer deposit	18(a) + 18(b)	**1,191**	1,076
Trade Payables	21	**109,874**	62,006
Other Financial Liabilities - Non Derivative Financial Liabilities	18(b)	**8,086**	11,227
Total Financial Liabilities		**121,879**	76,519

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

31. Financial Instruments (continued)

Financial Instruments regularly measured using Fair Value - recurring items

Particulars	Financial Asset / Financial Liability	Category	As on 31st March 2026	As on 31st March 2025	Fair Value Hierarchy	Valuation technique(s)
Investments	Financial Asset	Financial instruments measured at FVTPL	38,631	1,001	Level 1	Net Asset value
Compulsorily Convertible Preference Shares	Financial Liability	Financial instruments measured at FVTPL	–	101,887	Level 3	Income Approach - Discounted Cash Flow/Market Multiple
Foreign Currency Forwards	Financial Asset	Financial instruments measured at FVTPL	657	–	Level 2	Discounted Cash Flow
Foreign Currency Forwards	Financial Liability	Financial instruments measured at FVTPL	–	497	Level 2	Discounted Cash Flow

Reconciliation of Level 3 fair value measurements of financial instruments measured at fair value :

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Opening Balance	**101,887**	52,172
Total gains or losses recognised:		
a) in profit/(loss)	**–**	(2,458)
b) in other comprehensive income.	**–**	–
c) transferred (to)/ from other current assets/ (liabilities)	**–**	2,173
c) Converted into Equity Shares	**101,887**	–
Issued during the year	**–**	50,000
Closing balance	**–**	101,887

31.01 Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

There have been no transfers among Level 1, Level 2 and Level 3 during the year.

31.02 Financial Risk Management Objective And Policies

In the course of its business, the Company is exposed to a certain financial risks namely credit risk, liquidity risk, currency risk and interest risk. The Company's primary focus is to achieve better predictability of financial markets and seek to minimize potential adverse effects on its financial performance.

The financial risks are managed in accordance with the risk management policy which has been approved by Board of Directors of the Company.

31.03 Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations resulting in a financial loss to the Company. Credit risk arises principally from the Company's trade receivables. Credit risk arises from cash held with banks and financial institutions as well as credit exposure to clients, including outstanding accounts receivable. The maximum exposure to credit risk is equal to the carrying value of the financial assets. The objective of managing counterparty credit risk is to prevent losses in financial assets. The Company assesses the credit quality of the counterparties, taking into account their financial position, past experience and other factors.

The Company's trade and other receivables are actively monitored to review credit worthiness of the customers to whom credit terms are granted and also avoid significant concentrations of credit risks.

Reconciliation of loss allowance for Trade Receivables:

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Balance as at beginning of the year	**49**	4
Additions during the year	**(1)**	45
Balance as at end of the year	**48**	**49**

The Company continuously monitors receivables from customers and other counterparties, identified either individually or by the Company, and incorporates this information into its credit risk controls.

As at 31 March 2026, the maximum risk exposure under the arrangement entered by the Company to facilitate wider availability of financing to retail customers for the Company's products is contractually limited to not exceed one percent of the Company's revenue for the year ended on that date.

The Company limits its exposure to credit risk by generally investing in liquid securities and only with counter-parties that have a good credit rating. The Company does not expect any losses from non-performance by these counter-parties, and does not have any significant concentration of exposures to specific industry section.

Credit risk on cash and cash equivalents is limited as the Company generally invests in deposits with banks and financial institutions with high credit ratings assigned by international and domestic credit rating agencies.

Information about major customers

During the year ended 31st March 2026, no revenues from transactions with a single external customer amount to 10% or more of the Company's revenues from external customers.

31.04 Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The following table details the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

31. Financial Instruments (continued)

(Rs. in lakhs)

Particulars	1 year or less	1 year to 3 years	3 years to 5 years	5 years and above	Total
As on 31st March 2026					
Dealer Deposit	–	–	–	1,191	1,191
Trade Payables	109,874	–	–	–	109,874
Other Financial Liabilities	9,277	–	–	–	9,277
Lease Liabilities	1,012	1,313	354	269	2,948
Total	**120,163**	**1,313**	**354**	**1,460**	**123,290**

Particulars	1 year or less	1 year to 3 years	3 years to 5 years	5 years and above	Total
As on 31st March 2025					
Dealer Deposit	–	–	–	1,076	1,076
Trade Payables	62,006	–	–	–	62,006
Other Financial Liabilities	11,724	–	–	–	11,724
Lease Liabilities	658	1,191	512	–	2,361
Total	**74,388**	**1,191**	**512**	**1,076**	**77,167**

31.05 Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. Market risk is attributable to all market risk sensitive financial instruments including foreign currency receivables and payables and long term debt. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

- Currency risk

Foreign Currency Exchange risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in Foreign Currency Exchange rates. The Company's exposure to currency risk relates primarily to the Company's operating activities including sales and purchases where the transactions are denominated in a currency other than the Company's functional currency.

The Company's foreign currency exposures are managed in accordance with its Foreign Exchange Risk Management Policy which has been approved by its Board of Directors. The Company hedges its foreign currency risk mainly by way of forward covers.

The carrying amounts of the Company's foreign currency exposure at the end of the reporting year are as follows:-

(Rs. in lakhs)

	As at 31st March 2026				As at 31st March 2025			
Particulars	**USD**	**EUR**	**JPY**	**Total**	**USD**	**EUR**	**JPY**	**Total**
Financial Assets	**14**	**32**	**–**	**45**	1,265	66	30	1,361
Financial Liabilities	**5,062**	**55**	**–**	**5,117**	3,183	1,190	–	4,373

Sensitivity Analysis of Foreign Currency Exposure

As on 31st March 2026 (Rs. in lakhs)

Particulars	For the year ended 31st March 2026	
	10% increase - Profit / (Loss)	10% decrease - Profit / (Loss)
USD	**(505)**	**505**
EURO	**(2)**	**2**
JPY	**–**	**–**
Total	**(507)**	**507**

As on 31 March 2025 (Rs. in lakhs)

Particulars	For the year ended 31st March 2025	
	10% increase - Profit / (Loss)	10% decrease - Profit / (Loss)
USD	(192)	192
EURO	(112)	112
JPY	3	(3)
Total	(301)	301

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

31. Financial Instruments (continued)

31.06 Capital Management

The Company's capital management strategy is to effectively determine, raise and deploy capital so as to create value for its shareholders. The same is done through a mix of either equity and/or preference and/or convertible and/or combination of short term/long term debt as may be appropriate

'The Company determines the amount of capital required on the basis of its product, capital expenditure, operations and strategic investment plans. The same is funded through a combination of capital sources be it either equity and/or preference and/or convertible and/or combination of short term/long term debt as may be appropriate.

The capital structure is monitored on the basis of net debt to equity and maturity profile of overall debt portfolio of the Company.

'Net debt and Equity is given in the table below :

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Total Shareholders' Equity as reported in Balance Sheet	**221,333**	198,650
Less:		
Cash and cash equivalents	**(16,949)**	(2,622)
Bank balances other than cash and cash equivalents	**(84,710)**	(85,341)
Current Investments	**(38,631)**	(1,001)
	(140,290)	(88,964)
Total Capital deployed	**81,043**	109,686

32. Leases

As Lessee

The Company has taken on lease building and vehicles during the year for its operation. Leases of buildings have a lease term of 2 years while motor vehicles generally have lease terms between 3 and 5 years.

In accordance with the requirements under Ind AS 116, Leases, the Company has recognized the lease liability and ROU assets at the present value of the future lease payments discounted at the incremental borrowing rate prevailing during the year. Weighted average incremental borrowing rates of 5.51% - 6.70% (buildings) and 8.51%-10.51% (vehicles) have been applied to lease liabilities recognised in the balance sheet at the date of initial recognition.

The movement in carrying value of right of use assets during the year ended 31st March 2026 is provided in Note 4.

The following is the movement in lease liabilities:

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Balance at the beginning of the year	**2,211**	1,113
Additions during the year	**1,435**	1,981
Finance cost accrued during the year	**246**	205
Payment of lease liabilities	**(1,134)**	(1,047)
Deletions/Modification during the year	**(30)**	(25)
Balance at the end of the year	**2,728**	2,227

The following is the break-up of current and non-current lease liability

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Current lease liabilities	**1,012**	561
Non-current lease liabilities	**1,716**	1,650
Total	**2,728**	2,211

The following are the amounts recognised in profit or loss

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
i. Depreciation charge for ROU assets (Refer Note 4)	**1,108**	965
ii. Interest expense on lease liabilities (Refer Note 28)	**246**	205
iii. Expense relating to short-term leases (Refer Note 30)	**563**	72
iv. Expense relating to leases of low-value assets	**–**	–

33. Earnings per share

(Rs. in lakhs except per share data)

Particulars		For the year ended 31st March 2026	For the year ended 31st March 2025
Basic and Diluted Earnings per Share*			
Profit after tax for the year	A	**18,545**	24,672
Weighted average number of Ordinary (Equity) Shares used in computing basic EPS	B	**1,132,281,836**	860,050,000
Basic Earnings per share of Rs.10 each	A/B	**1.64**	2.87
Weighted average number of potential Equity Shares on account of Compulsorily Convertible Preference Shares	C	**–**	204,718,125
Weighted average number of Ordinary (Equity) Shares used in computing diluted EPS	D=B	**1,132,281,836**	1,064,768,125
Profit after tax for the year (after considering the effect of potential equity shares)	E	**18,545**	24,672
Diluted Earnings per share	E/D	**1.64**	2.32

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

34. Employee Benefits

(a) Defined contribution plan

The Company's contribution to Provident Fund aggregating Rs. 714 lakhs has been recognised in Profit or Loss under the head Employee Benefits Expense.

Note: Where required by Ind AS 24 an entity discloses information about contributions to defined contribution plans for key management personnel. This is covered as a part of related party disclosures.

(b) Defined benefit plan:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Code on Social Security, 2020 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

Through the defined benefit plan the Company is exposed to the following risks:

Asset volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bonds discount rate, this will create or increase a deficit. The defined benefit plan holds a significant proportion of equity type assets, which are expected to outperform government bonds in the long-term while providing volatility and risk in the short-term.

The Company has chosen a suitable plan with Insurance, which augurs well with the Company's long term strategy to manage the plan efficiently.

Changes in bond yields

A decrease in government bond yields will increase plan liabilities, although this is expected to be partially offset by an increase in the value of the plans' bond holdings.

Inflation risk

The present value of some of the defined benefit plan obligations are calculated with reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability. The post retirement medical benefit obligation is sensitive to medical inflation and accordingly, an increase in medical inflation rate would increase the plan's liability.

Life expectancy

Increase in life expectancy will result in an increase in the plan's liabilities, as the inflationary increases result in higher sensitivity to changes in life expectancy.

Note: An entity shall disclose description of any plan amendments, curtailments and settlements.

The Company has assessed the additional financial impact of four new labour codes notified by the Ministry of Labour & Employement in November 2025 and adjustments have been made in Profit & Loss of the current financial year amounting Rs. 198 Lakhs on account of the past services cost.

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	**Actuarial Assumptions** For the year ended 31st March 2026	Actuarial Assumptions For the year ended 31st March 2025
Discount rate	**6.75%**	6.85%
Expected rate of salary increase	**9.00%**	9.00%
Attrition rate	**12.50%**	12.50%
Mortality Rates whilst in Service	**Indian Assured Lives Mortality (2012-14) Ultimate**	Indian Assured Lives Mortality (2012-14) Ultimate

Defined benefit plan – as per actuarial valuation

(Rs. in lakhs)

Particulars	**Unfunded Plan For the year ended 31st March 2026**	Unfunded Plan For the year ended 31st March 2025
Amounts recognised in Profit & loss:-		
Current service cost	**345**	237
Past service cost	**198**	–
Interest on net defined liability / (asset)	**137**	98
Components of defined benefit costs recognised in the Statement of Profit and Loss	**679**	335
Amounts recognised in comprehensive income:-		
Actuarial (gains) / loss arising from changes in financial assumptions	**16**	46
Actuarial (gains) / loss arising from demographic adjustments	**–**	(11)
Actuarial (gains) / loss arising from experience adjustments	**(66)**	36
Components of defined benefit costs recognised in other comprehensive income	**(50)**	71
	629	406

(Rs. in lakhs)

Particulars	**For the year ended 31st March 2026**	For the year ended 31st March 2025
I. Net Asset/(Liability) recognised in the Balance Sheet		
1. Present value of unfunded defined benefit obligation	**2,564**	2,036
2. Fair value of plan assets	**–**	–
3. Deficit	**2,564**	2,036
4. Current provision	**357**	259
5. Non-current provision	**2,207**	1,777
II. Change in the obligation during the year		
1. Present value of defined benefit obligation at the beginning of the year	**2,036**	1,458
- Current Service Cost	**345**	237
- Past Service Cost	**198**	–
- Interest Expense	**137**	98
2. Remeasurement on the net defined benefit liability:		
Actuarial (gains) / loss arising from changes in financial assumptions	**16**	46
Actuarial (gains) / loss arising from demographic adjustments	**–**	(11)
Actuarial (gains) / loss arising from experience adjustments	**(66)**	36
3. Benefits paid	**(168)**	(90)
4. Others (Specify)		–
5. Liabilities assumed / (settled)*	**66**	262
Present value of defined benefit obligations at the end of the year	**2,564**	2,036

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

34. Employee Benefits (Continued)

III. The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

(Rs. in lakhs)

Principal assumption	Year	Changes in assumption	Impact on defined benefit obligations: Increase in assumption	Impact on defined benefit obligations: Decrease in assumption
Discount rate	**2026**	**1.00%**	**(153)**	**171**
Salary growth rate	**2026**	**1.00%**	**153**	**(139)**

Principal assumption	Year	Changes in assumption	Impact on defined benefit obligations: Increase in assumption	Impact on defined benefit obligations: Decrease in assumption
Discount rate	2025	1.00%	(127)	142
Salary growth rate	2025	1.00%	138	(125)

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method has been applied as when calculating the defined benefit liability recognised in the Balance Sheet.

The method and types of assumptions used in preparing the sensitivity analyses did not change compared to the previous year.

IV. Maturity profile of defined benefit obligation:

(Rs. in lakhs)

Particulars	For the Year ended 31st March 2026	For the Year ended 31st March 2025
Expected benefits for Year 1	**357**	259
Expected benefits for Year 2	**398**	233
Expected benefits for Year 3	**259**	303
Expected benefits for Year 4	**310**	194
Expected benefits for Year 5	**296**	214
Expected benefits for Year 6	**227**	236
Expected benefits for Year 7	**250**	179
Expected benefits for Year 8	**204**	189
Expected benefits for Year 9	**217**	156
Expected benefits for Year 10 and above	**1,775**	1,549
Total	**4,293**	3,512

V. Experience adjustments :

(Rs. in lakhs)

Particulars	Gratuity For the Year ended 31st March 2026	Gratuity For the Year ended 31st March 2025
1. Defined benefit obligation	**(2,564)**	(2,036)
2. Fair value of plan assets	**–**	–
3. Deficit	**(2,564)**	(2,036)
4. Experience adjustment on Plan Liabilities Loss	**(66)**	36
5. Experience adjustment on Plan Assets Gain/(Loss)	**–**	–

35. Contingent Liabilities and Commitments

(A) Contingent Liabilities

(a) Claims against the Company not acknowledged as debts comprise of:
  (i) Taxation :- NIL
  (ii) Other matters :-
    a.) Company has recongnized incentive but department contention that Incentive not available if we discharge output tax liability by adjusting against ITC : Rs. 184 Lakhs

(b) In respect of above, it is not practicable for the Company to estimate the closure of these issues and the consequential timings of cash flows, if any.

(B) Commitments

The estimated amount of contracts remaining to be executed on capital account and not provided is Rs. 14,623 lakhs (PY 14,516 lakhs).

36. Related Party Disclosures

Names of related parties and related party relationship:

a) Related parties where control exists:

Name of the party	Description of relationship
Mahindra & Mahindra Limited ("M&M Ltd.")	Holding Company

(b) Related parties with whom transactions have taken place:

Name of the party	Description of relationship
NBS International Limited ("NBS")	Fellow subsidiary
Mahindra And Mahindra Financial Services Limited ("MMFSL")	Fellow subsidiary
Lords Freight India Pvt Ltd ("LFIPL")	Fellow subsidiary
Mahindra Logistics Limited ("MLL")	Fellow subsidiary
Mahindra Integrated Business Solutions Private Limited ("MIBSPL")	Fellow subsidiary
Bristlecone India Limited ("BCIL")	Fellow subsidiary
Mahindra First Choice Wheels Limited ("MFCWL")	Fellow subsidiary
Mahindra Defence Systems Limited ("MDSL")	Fellow subsidiary
Mahindra Accelo Limited (Formerly Known As Mahindra Intertrade Limited) ("MIL")	Fellow subsidiary
Mahindra Auto Steel Private Limited ("MASPL")	Fellow subsidiary
Mahindra Mstc Recycling Private Limited ("MSTC")	Fellow subsidiary
Mahindra Agri Solutions Limited ("MSSLP")	Fellow subsidiary
International Finance Corporation ('IFC')	Investor in CCPS/Equity
India Japan Fund ("IJF")	Investor in CCPS/Equity
CIE Automotive India Limited (Formerly Known As Mahindra CIE Automotive Limited, Name changed w.e.f. 15.05.23) ("MCIE")	Associate company of the Holding Company
TECH MAHINDRA LTD. ("TM")	Associate company of the Holding Company
Classic Legends Private Limited. ("CLPL")	JV of Holding Company
Satyam Venture Engineering Services Private Limited ("SVES")	Associate company of the Holding Company
MAHINDRA STEEL SERVICE CENTRE LIMITED ("MSSCL")	Fellow subsidiary

(c) Key management personnel (KMP):

Ms. Suman Laxmidhar Mishra *(MD & CEO)*
Mr. Rasesh Joshi *(CFO - Resigned on 30 November 2025)*
Mr. Arpit Jain *(CFO w.e.f. 01 December 2025)*
Ms. Deepti Swanand Chandratre *(Company Secretary - Resigned on 02 April 2025)*
Ms. Payal Sharaf *(Company Secretary w.e.f. 23 April 2025)*
Mr. Rajesh Jejurikar *(Chairman)*
Mr. Rajeev Goyal *(Director)*
Mr. Vinod Sahay *(Director- Resigned on 14th May 2025)*
Mr. Harish Chavan *(Director w.e.f. 20th May 2025)*
Ms. Abanti Sankaranarayanan *(Director)*
Mr. Krishna Kumar Gangadharan *(Director)*
Mr. Rahul Asthana (*Independent Director)*
Mr. Nikhilesh Panchal *(Independent Director)*
Mr. Gautam Ravi Narayan *(Non Executive Director)*
Mr. Sandeep Mandrekar *(Non Executive Additional Director w.e.f. 2nd March 2026)*

(d) Entities controlled / jointly controlled by KMP :

Name of the party	Description of relationship
Khaitan & CO	Firm in which Director is a partner

36. Related Party Disclosures (continued)

(Rs. in lakhs)

Particulars	Year	M&M Ltd.	NBS	M Accelo	MASPL	BCIL	KMPs	MCIE	MSSCL	LFIPL	MLL	MIBSPL	MMFSL	MFCWL	CLPL	MDSL	MSTC	MSSLP	SVES	TM	Khaitan & CO	IFC	IJF	Total
Transactions during the year																								
Sale of Goods and Services	**31 March 2026**	**9,468**	**465**	–	–	–	–	–	–	–	–	–	–	–	–	–	**4.56**	–	–	–	–	–	–	**9,937**
	31 March 2025	2,315	521	–	–	–	–	–	–	–	–	–	–	–	–	–	0	–	–	–	–	–	–	2,836
Purchase of Goods and Services	**31 March 2026**	**118,908**	–	–	–	**95**	–	**14,550**	–	**2**	**19,687**	**1,134**	**1,637**	**28**	–	–	–	–	–	–	**20**	–	–	**156,061**
	31 March 2025	104,258	–	–	–	36	–	12,902	–	5	14,740	901	1,408	8	–	–	–	–	2	–	81	–	–	134,341
Inter Corporate Deposit Given	**31 March 2026**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
	31 March 2025	–	1,450	–	–	–	–	–	–	–	–	–	–	–	–	1,450	–	1,000	–	–	–	–	–	3,900
Inter Corporate Deposit Refunded	**31 March 2026**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
	31 March 2025	–	1,450	–	–	–	–	–	–	–	–	–	–	–	–	1,450	–	1,000	–	–	–	–	–	3,900
Interest Income	**31 March 2026**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
	31 March 2025	–	6	–	–	–	–	–	–	–	–	–	–	–	–	29	–	7	–	–	–	–	–	42
Rent Expenses	**31 March 2026**	**459**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	**459**
	31 March 2025	182	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	182
Fixed assets Purchase	**31 March 2026**	**1,969**	–	**2**	**2**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	**1,973**
	31 March 2025	2,331	–	9	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	2,340
Fixed assets Sale	**31 March 2026**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
	31 March 2025	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	1	–	–	–	1
Purchases Under ATA	**31 March 2026**	**2,934**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	**2,934**
	31 March 2025	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Purchases Under BTA	**31 March 2026**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
	31 March 2025	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Reimbursement of expenses by the Company	**31 March 2026**	**3,981**	**51**	**11**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	**4,042**
	31 March 2025	5,122	26	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	5,148
Cross charge of expenses to others	**31 March 2026**	**26,185**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	**26,185**
	31 March 2025	11,657	–	–	–	–	–	–	–	–	–	4	16	16	1	–	–	–	–	–	–	–	–	11,694
Dividend Paid	**31 March 2026**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	**1**	**1**	**1**
	31 March 2025	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	0	0	0
Compulsorily Convertible Preference Shares	**31 March 2026**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
	31 March 2025	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	30,000	20,000	50,000
Allotment of Equity Shares (including premium)*	**31 March 2026**	**4,100**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	**63,488**	**38,399**	**105,987**
	31 March 2025	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Remuneration to Key Management Personnel																								
Salary	**31 March 2026**	–	–	–	–	–	**989**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	**989**
	31 March 2025	–	–	–	–	–	679	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	679
Commission & Seating Fee	**31 March 2026**	–	–	–	–	–	**9**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	**9**
	31 March 2025	–	–	–	–	–	9	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	9
Outstandings:-																								
Amount Receivables	**31 March 2026**	**822**	**144**	–	–	–	–	–	**5**	–	–	**4**	**5**	–	–	–	**5**	–	–	–	**7**	–	–	**992**
	31 March 2025	3,792	–	–	–	–	–	–	–	–	–	4	–	9	–	–	–	–	–	–	–	–	–	3,805
Amount Payables	**31 March 2026**	**14,946**	–	–	–	**33**	–	**3,702**	–	–	**1,983**	**49**	**384**	–	–	–	–	–	–	–	–	–	–	**21,097**
	31 March 2025	7,247	–	–	–	7	–	2,698	–	2	1,919	23	442	–	–	–	–	–	–	–	–	–	–	12,338
Liabality towards CCPS	**31 March 2026**	–	–	–	–	–	–	–	–	–	—	–	–	–	–	–	–	–	–	–	–	–	–	–
	31 March 2025	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	60,000	40,000	100,000
Advance from customers	**31 March 2026**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
	31 March 2025	–	30	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	30

Note:

i) a.The remuneration to the KMP does not include the provisions made for gratuity and leave benefits, as they are determined on an actuarial basis for the Company as a whole. b. It includes stock options of the parent company Mahindra and Mahindra excersied by the KMP.

ii) Above shown Transaction Amounts are only Basic Amount Excluding Taxes if any.

iii) Company has entered into an arrangement with MMFSL for facilitating wider availability of financing to the retail customers of its products that could result in an obligation on occurrence of specified events in future. (refer Note 31.03)

iv)* Compulsorily Convertible Preference Shares (CCPS) was fair valued as on 31st March 2025. Accordingly, above mentioned values are including fair valuation of IFC and IJF.

Terms and conditions

All transactions with related parties are priced at arm's length basis and resulting outstanding balances are to be settled in cash within six months to one year of reporting date. None of the balances are secured.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

37. Research and Development Expenditure

(a) In recognised Research and Development units: Nil

(b) In other units:

(i) Expensed to Profit or Loss, including certain expenditure based on allocations made by the Company, aggregate Rs. 3,214 lakhs (PY 3,534 lakhs)

(ii) Development expenditure incurred during the year Rs 12,348 lakhs (PY 14,839 lakhs)

(iii) Capitalisation of assets of Rs. 2,702 lakhs (PY 1,349 lakhs)

38. The Company entered into a Asset Transfer Agreement (ATA) with Mahindra & Mahindra Limited (Holding Company) on 30th October 2025. Following are the details of assets and/ or liabilities transferred to the Company persuant to the said ATA :

(Rs. in lakhs)

Sl No	Particulars	Amount	Approach
1	Plant and Equipment	2,338	Cost Approach - Replacement Cost Method
2	Other Property, Plant and Equipment	634	Book Value
3	Capital work-in-progress	554	Book Value
	Purchase Consideration	**3,525**	

39. Disclosures related to micro, small and medium enterprises

The Company has amounts due to Micro and Small Enterprises under Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act) as at 31st March 2026.

(Rs. in lakhs)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
(i) Dues remaining unpaid at the end of each accounting year for micro and small enterprises		
- Principal amount	**951**	4,696
- Interest on the above	**0**	13.28
(ii) Interest paid in terms of Section 16 of the MSMED Act along with the amount of payment made to the supplier beyond the appointed day during the year		
- Principal paid beyond the appointed date	**2,103**	
- Interest paid in terms of Section 16 of the MSMED Act	**5**	
(iii) Amount of interest due and payable for the year of delay on payments made beyond the appointed day during the year	**3**	
(iv) Further interest due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprises	**8**	
(v) Amount of interest accrued and remaining unpaid	**11**	13

The above disclosures are provided by the Company based on the information available with the Company in respect of the registration status of its vendors / suppliers.

40. Additional regulatory information pursuant to the requirement in Division II of Schedule III to the Companies Act 2013

a. Analytical Ratios

Ratio	Numerator	Denominator	For the year ended 31st March 2026	For the year ended 31st March 2025
a. Current ratio	Current Assets	Current Liabilities	**1.91**	2.27
b. Debt-equity ratio	Long term Borrowings + Short term Borrowings (including current maturities of long term borrowings)	Total equity	**–**	–
c. Debt service coverage ratio	Profit before interest, tax, depreciation, amortisation, impairments and exceptional items	Gross interest for the year + Principal repayments within a year	**–**	–
d. Return on equity ratio	Net profits after taxes	Average total equity	**12%**	29%
e. Inventory turnover ratio	Cost of materials consumed (1)	Average inventory	**11.16**	11.29
f. Trade receivables turnover ratio	Revenue from operations	Average trade receivables	**48.27**	32.31
g. Trade payables turnover ratio	Purchase of goods and services + Other Expenses	Average trade payables	**5.22**	5.58
h. Net capital turnover ratio	Revenue from operations	Average Working capital	**4.00**	4.09
i. Net profit ratio	Net profit after tax	Revenue from operations	**4%**	7%
j. Return on capital employed	Earning before interest and taxes	Capital employed (2)	**11%**	33%
k. Return on investment	Income earned on investments	Average Investment for the year (3)	**7%**	8%

(1) Cost of materials consumed for the purpose of Inventory turnover ratio includes Purchases of stock-in-trade and Changes in inventories of finished goods and stock-in-trade

(2) Capital Employed = Average Total Equity + Average Total Debt

(3) Investments includes current and non-current investments including Fixed deposits, Mutual funds.

Explanation for change in the ratios by more than 25%:

(i) Return on Equity (%) : Ratio has decreased on account of decrease in profit after tax in current year

(ii) Trade Receivable Turnover (Times) : Ratio has increased on account of increase in sales and better collection management in current year

(iii) Net Profit (%) : Ratio has decreased on account of decrease in profit for the year.

(iv) Return on Capital Employed (%) : Ratio has decreased on account of decrease in profit in current year

b. The Company does not have any transactions/ balances with companies struck off.

c. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

d. The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

40. Additional regulatory information pursuant to the requirement in Division II of Schedule III to the Companies Act 2013 (Continued)

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

e. The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall :

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

f. The Company has not been declared as wilful defaulter by any bank or financial institution or government or any government authority.

g. The Company currently operates in a single reportable segment i.e., design and manufacture of last mile mobility 3-wheeler passenger & cargo and and 4-wheeler cargo vehicles. Consequently, the requirement for a separate disclosure under Ind AS 108 - "Operating Segments" is not applicable. For geographical disclosure of revenue refer note 22.

h. Corporate Social Responsibility (CSR) :-

As per section 135 of the Companies Act, 2013, the Company is required to spend 2% of its average net profit of the immediately three preceding financial years on CSR.

Particulars		For the year ended 31st March 2026	For the year ended 31st March 2025
a)	Gross amount required to be spent by the Company during the year based on 2% of average net profits*	**389**	185
b)	Amount spent during the year on:		–
	i) Construction / acquisition of assets held by the Company	**–**	–
	ii) On purposes other than above	**389**	185
c)	Unspent amount at the end of the year	**–**	

* As the company was incorporated in FY 24, average net profit of the immediately three preceding financial years is not available and hence considered based on FY 24 & FY 25 profits.

The Company continued to play a catalytic role in bringing about social, economic, and environmental change by investing in projects that empowered girls and women, and contributed to environmental conservation. This enabled the Company to achieve a higher social impact on the communities and the planet.

Amount recognised as expense in profit or loss is Rs. 389 lakhs. (PY - Rs. 185 Lakhs).

41. Conversion of Compulsorily Convertible Preference Shares into Equity Shares

Mahindra and Mahindra Limited (M&M), the Holding Company, executed a **Subscription Agreement** and **Shareholders' Agreement** with International Finance Corporation ('IFC'), whereby IFC has agreed to invest up to Rs. 60,000.00 lakhs in tranches subject to the terms and conditions as stipulated in the aforesaid agreement(s). Of this, IFC has fully invested Rs. 60,000.00 lakhs in Compulsorily Convertible Preference Shares ('CCPS'), by 31st March 2025. (30,000.00 lakhs in FY 2023-24 and 30,000.00 lakhs in FY 2024-25).

Mahindra and Mahindra Limited (M&M), the Holding Company, Mahindra Last Mile Mobility Limited (MLMML) and India Japan Fund (IJF), executed a tri-party **Subscription Agreement** and **Shareholders' Agreement**, whereby IJF has agreed to invest up to Rs. 40,000.00 lakhs in tranches subject to the terms and conditions as stipulated in the aforesaid agreement(s). Of this, IJF has fully invested Rs. 40,000.00 lakhs in Compulsorily Convertible Preference Shares ('CCPS'), by 31st March 2025. (20,000.00 lakhs in FY 2023-24 and 20,000.00 lakhs in FY 2024-25)

In pursuant to the provisions of the Companies Act, 2013,

- The Company converted Compulsorily Convertible Preference Shares ("CCPS") having fair value of 63,488 lakhs were allotted to the International Finance Corporation ('IFC') for an aggregate invested amount of 60,000 lakhs, into equity shares as per the agreement. The company has issued 15,73,46,332 equity shares at face value of Rs. 10 per share to International Finance Corporation ('IFC').
- The Company converted Compulsorily Convertible Preference Shares ("CCPS") having fair value of 38,399 lakhs were allotted to the India Japan Fund (IJF) for an aggregate invested amount of 40,000 lakhs, into equity shares as per the agreement. The company has issued 9,51,69,152 equity shares at face value of Rs. 10 per share to India Japan Fund (IJF).

42. The Ministry of Enviroment, Forest and Climate Change has notified the Enviroment Protection (End-of-Life Vehicles) Rules, 2025 ("ELV Rules"), which are effective from April 1, 2025. As per these rules, Extended Producer Responsibility (EPR) obligation are imposed on producers ("vehicle manufactures") for the scrapping of End-of-Life Vehicles and such obligations are to be fulfilled through the purchase of EPR certificates from registered Vehicle Scrapping Facilities via a Centralised Online Portal. The Implementation details and opertational proceedures of the ELV rules including the modalities of the pricing mechanism for the EPR certificates are yet to be developed.Consequently, the Company is currently unable to reliably estimate a range of possible outcomes and the potential impact of these rules. The Company will continue to assess the ability to measure its obligation pursuant to the ELC Rules, as and when the aforesaid details of implementation framework are available.

As per our report of even date attached:

for **B S R & Co. LLP**
Chartered Accountants
Firm registration number: 101248W/W-100022

Sreeja Marar
Partner
Membership Number: 111410

Place: Mumbai
Date: 21 April 2026

For and on behalf of the Board of Directors of:

Mahindra Last Mile Mobility Limited
CIN: U29102MH2023PLC403752

Rajesh Jejurikar
Chairman
DIN : 00046823

Suman Laxmidhar Mishra
Managing Director and
Chief Executive Officer
DIN : 06727958

Arpit Jain
Chief Financial Officer

Payal Sharaf
Company Secretary
Membership No.: A23566

Place: Mumbai
Date: 21 April 2026

Place: Mumbai
Date: 21 April 2026

BALANCE SHEET AS AT MARCH 31, 2026

(expressed in EUR)

	Notes	31/03/2026 EUR	31/03/2025 EUR
ASSETS			
FIXED ASSETS			
Financial fixed assets			
Investments held as fixed assets	**3**	**1.00**	1.00
Securities held as fixed assets	**4**	**1.00**	1.00
		2.00	2.00
CURRENT ASSETS			
Debtors	**5**		
Trade receivables			
becoming due and payable within one year			
Other Debtors			
becoming due and payable within one year		**31,601.05**	20,859.19
		31,601.05	20,859.19
Cash at bank and in hand		**60,440.89**	54,491.47
PREPAYMENTS		**3,955.11**	7,087.56
TOTAL ASSETS		**95,999.05**	82,440.22

	Notes	31/03/2026 EUR	31/03/2025 EUR
LIABILITIES			
CAPITAL AND RESERVES	**6**		
Subscribed capital		**143,899,999.00**	143,899,999.00
Share premium account		**11,254,683.00**	11,254,683.00
Profit or loss brought forward		**(155,168,019.15)**	(155,159,331.37)
Profit or loss for the financial year		**10,875.75**	(8,687.78)
		(2,461.40)	(13,337.15)
CREDITORS			
Debenture loans			
Convertible loans	**7**		
becoming due and payable after more than one year		**2.00**	2.00
Trade creditors	**8**		
becoming due and payable within one year		**97,873.45**	90,960.37
Other creditors	**8**		
Tax authorities		**585.00**	4,815.00
		98,460.45	95,777.37
TOTAL LIABILITIES		**95,999.05**	82,440.22

PROFIT AND LOSS ACCOUNT

(expressed in EUR)

	Notes	**From 01/04/2025 to 31/03/2026** **EUR**	From 01/04/2024 to 31/03/2025 EUR
Other operating income		**96,435.14**	79,595.63
Other external expenses	**9**	**(84,974.39)**	(83,468.41)
Value adjustments on financial fixed assets	**10**	**–**	(6,999,998.00)
Other interest and other financial income	**11**		
other interest and similar financial income		**–**	6,999,998.00
		–	6,999,998.00
Tax on profit or loss	**12**	**–**	–
Loss after taxation		**11,460.75**	(3,872.78)
Other taxes not included in the previous caption	**12**	**(585.00)**	(4,815.00)
Loss for the financial year		**10,875.75**	(8,687.78)

Notes to the accounts

Note 3 - Shares in affiliated undertakings/Investments held as fixed assets

a) The movements for the year are as follows: (expressed in EUR)

	Number of Shares 31/03/2026	Value of Shares EUR 31/03/2026	Value of Shares EUR 31/03/2025
Gross book value - opening balance	**3,12,085**	**154,691,619.00**	154,691,619.00
Disposals for the year	–	–	–
Gross book value - closing balance	**3,12,085**	**154,691,619.00**	154,691,619.00
Value adjustments - opening balance		**(154,691,618.00)**	(154,087,619.00)
Allocations for the year		–	(603,999.00)
Value adjustments - closing balance		**(154,691,618.00)**	(154,691,618.00)
Net book value - closing balance	**312,085**	**1.00**	1.00
Net book value - opening balance	**312,085**	**1.00**	604,000.00

Between July 7, 2020 and March 31, 2024, the Company subscribed to additional shares and converted holdings in Peugeot Motocycles S.A.S., investing EUR 16,000,000 on July 7, 2020 (1,000,000 shares), EUR 21,000,000 on February 5, 2021 (1,312,500 shares), and EUR 12,000,000 on December 23, 2021 (750,000 shares), while recording valuation decreases of EUR 32,434,080 on September 30, 2021, EUR 61,565,920 on September 30, 2022, and EUR 6,396,000 on March 31, 2023, alongside a capital decrease of EUR 37,000,000 on February 11, 2021 (cancelling 2,312,500 shares) and a conversion of 312,085 ordinary shares into preferred shares on January 27, 2023, resulting in a final holding of 312,085 shares valued at EUR 604,000 as of March 31, 2024.

Further, on January 27, 2023, Mutares, a listed private equity holding company headquartered in Munich, which specialises in acquiring medium-sized companies in special situations for operational repositioning and stabilization, subscribed to preferred shares of category B by investing an aggregate amount of EUR 7,000,000 in Peugeot Motocycles. Following this investment, the total amount of Preferred A Shares held by MTWE became equal to 50% of the share capital of PMTC.

On December 31, 2024, the Company transferred 32,650,000.00 ORA bonds (gross book value of EUR 32,650,000.00) to Mutares for a total transfer price of EUR 1.00. Upon conversion of such ORA by Mutares ultimately into Preferred B shares, and a share capital decrease implemented by Peugeot Motocycles, MTWE's share in Peugeot Motocycles decreased from 50.00% to 15.01%.

On March 31, 2025, an internal valuation of Peugeot Motocycles was performed and a decrease in valuation of EUR 603,999.00 was decided.

b) Undertakings in which the Company holds interests in their share capital are as follows: (MTWE holds 15.01% equity and 19.99% voting rights).

(expressed in EUR)

Undertaking's name	Registered office	Percentage of holding	Last balance sheet date	Net equity at the last balance sheet date EUR	Result for the last financial year EUR	Net book value 31/03/2025 EUR
Peugeot Motocycles S.A.S. *	France	15.01%	31/12/2026	(35,71,387.00)	(2,13,90,856.00)	1.00

* The net equity and profit and loss are based on unaudited annual accounts.

Note 4 - Securities held as fixed assets

a) The movements for the year are as follows: (expressed in EUR)

	EUR 31/03/2026	TOTAL EUR 31/03/2026	TOTAL EUR 31/03/2025
Gross book value - opening balance	**41,481,611.00**	**41,481,611.00**	74,131,611.00
Disposals for the year	**–**	**–**	(32,650,000.00)
Gross book value - closing balance	**41,481,611.00**	**41,481,611.00**	41,481,611.00
Value adjustments - opening balance	**(41,481,610.00)**	**(41,481,610.00)**	(67,735,611.00)
Transfers for the year	**–**	**–**	3,26,50,000.00
Allocations for the year	**–**	**–**	(63,95,999.00)
Value adjustments - closing balance	**(41,481,610.00)**	**(41,481,610.00)**	(67,735,611.00)
Net book value - closing balance	**1.00**	**1.00**	1.00
Net book value - opening balance	**1.00**	**1.00**	6,396,000.00

Notes to the accounts

On January 31, 2023 Peugeot Motocycles issued 74,131,611 bonds redeemable into Preferred A Shares (the "ORA Bonds") to which MTWE subscribed for an amount of EUR 74,131,611.00 for which the maturity date is January 31, 2033.

On March 31, 2023, an internal valuation of the bonds receivables were performed and a decrease in valuation of EUR 67,735,611.00 was decided.

On December 31, 2024, the Company transferred 32,650,000.00 ORA bonds (gross book value of EUR 32,650,000.00) to Mutares for a total transfer price of EUR 1.00.

On March 31, 2025, following an internal valuation of the bonds receivables, the Company booked decrease in valuation of EUR 6,395,999.00.

Note 5 - Debtors

This caption is detailed as follows: (expressed in EUR)

	31/03/2026	31/03/2025
	EUR	EUR
Becoming due and payable within one year:		
Net wealth tax - advance 2024	**–**	–
Net wealth tax - advance 2025	**–**	1,203.75
VAT paid and recoverable	**31,601.05**	19,655.44
Total	**31,601.05**	20,859.19

Note 6 - Capital and reserves

Subscribed capital and share premium account

As at March 31, 2025, the share capital of the Company amounts to EUR 143,899,999.00 and is divided into 14,900,000 class A shares with a nominal value of EUR 1.00 each, 1,600,000,000 class B shares with a par value of EUR 0.05 each, 533,333,300 class C shares with a nominal value of EUR 0.03 and 1,650,000,000 class D shares with a nominal value of EUR 0.02.

The movements on the "Subscribed capital" caption during the year are as follows:

(expressed in EUR)

	Total number of units 31/03/2026	**Share capital 31/03/2026 EUR**	Share capital 31/03/2025 EUR
Opening balance	**3,798,233,300**	**143,899,999.00**	143,899,999.00
Closing balance	**3,798,233,300**	**143,899,999.00**	143,899,999.00

On July 7, 2020, an EGM took place to approve the issuance of 533,333,300 Class C shares of nominal value EUR 0.03 each aggregating to EUR 15,999,999.00 to its sole shareholder.

On February 5, 2021, an EGM took place to approve the issuance of 1,050,000,000 Class D shares of nominal value EUR 0.02 each aggregating to EUR 21,000,000.00 to its sole shareholder.

On December 23, 2021, an EGM took place to approve the issuance of 600,000,000 Class D shares of nominal value EUR 0.02 each aggregating to EUR 12,000,000.00 to its sole shareholder.

Share premium account

The movements on the "Share premium account" caption during the year are as follows:

(expressed in EUR)

	Share premium 31/03/2026 EUR	Share premium 31/03/2025 EUR
Opening balance	**11,254,683.00**	11,254,683.00
Closing balance	**11,254,683.00**	11,254,683.00

Note 7 - Convertible loans

(expressed in EUR)

	EUR 31/03/2026	**Total EUR 31/03/2026**	Total EUR 31/03/2025
Gross book value - opening balance	**74,131,611.00**	**74,131,611.00**	74,131,611.00
Disposals for the year	**–**	**–**	–
Gross book value - closing balance	**74,131,611.00**	**74,131,611.00**	74,131,611.00
Value adjustments - opening balance	**(74,131,609.00)**	**(74,131,609.00)**	(67,131,611.00)
Allocations for the year (Note 3 and 4)	**–**	**–**	(6,999,998.00)
Value adjustments - closing balance	**(74,131,609.00)**	**(74,131,609.00)**	(74,131,609.00)
Net book value - closing balance	**2.00**	**2.00**	2.00
Net book value - opening balance	**2.00**	**2.00**	7,000,000.00

On January 27, 2023 the Company issued convertible bonds redeemable into Preferred A Shares each of them having a nominal value of INR 1 to which Mahindra & Mahindra Limited subscribed for an amount of EUR 74,131,611.00 for which the maturity date is January 27, 2033.

The interest rate is determined at 7.91% p.a. No interest for the year due to decrease in valuation.

Each bondholder of the Company may decide, at any time between the issue date and the maturity date, the conversion of all or part of the convertible bonds.

The number of shares to be issued is determined by the sum of the amount of the nominal value of the Bonds and the amount of compound interest not yet compunded divided by the fair market value as at conversion date of one share.

On March 31, 2023, ORA bonds were fair valued and a decrease of EUR 67,735,611.00 was booked (Note 4). As a result of this decrease, Mahindra & Mahindra Limited further fair valued their receivables from the Company, but considered the fair value of the securities in the Company as well (Note 4), given the Convertible nature of the loan. The above valuation has been disclosed under the audited consolidated accounts of Mahindra & Mahindra Limited filed on the stock exchange of India as at March 31, 2023.

On March 31, 2025, shares and ORA bonds were fair valued and a decrease in value of EUR 603,999.00 and EUR 6,395,999.00 were booked (Note 3 and 4). The Company then booked a decrease in valuation of EUR 6,999,998.00 on convertible bonds issued. The above valuation has been disclosed under the audited consolidated accounts of Mahindra & Mahindra Limited filed on the stock exchange of India as at March 31, 2025.

Notes to the accounts

Note 8 - Trade creditors and other creditors (expressed in EUR)

	Within one year EUR	Within one year EUR	Total 31/03/2026 EUR	Total 31/03/2025 EUR
Trade creditors				
Suppliers		54,278.21	**54,278.21**	41,932.09
Suppliers - accruals		43,595.24	**43,595.24**	49,028.28
Other creditors :				
Net wealth tax - estimated tax payable 2024		–	**–**	–
Net wealth tax - estimated tax payable 2025		–	**–**	4,815.00
Net wealth tax - estimated tax payable 2026		585.00	**585.00**	–
Total	**–**	**98,458.45**	**98,458.45**	95,775.37

Note 9 - Other external expenses (expressed in EUR)

This caption is detailed as follows:	31/03/2026 EUR	31/03/2025 EUR
Accounting fees	**23,831.86**	46,532.30
Tax consulting fees	**26,513.06**	19,237.24
Admin Fees	**15,973.65**	–
Audit fees	**14,464.20**	13,410.50
Domiciliation fees	**–**	–
Bank fees	**2,765.17**	2,805.00
Other fees	**1,030.81**	1,118.97
Luxembourg Chamber of Commerce contribution	**350.00**	350.00
Notary Fees	**25.64**	–
Fines and other penalties	**20.00**	14.40
	84,974.39	83,468.41

Note 10 - Value adjustments on financial fixed assets

During 2024, the Company re-valued downwards both the investments in Peugeot Motocycles S.A.S by EUR 603,999.00 (Note 3) and the bonds receivables by EUR 6,395,999.00 (Note 4) which is subscribed from Peugeot Motocycles S.A.S on January 31, 2023.During 2025, the Company made no value adjustments in both the investments in Peugeot Motocycles S.A.S and the bonds receivables.

Note 11 - Other interest and other financial income

This caption is detailed as follows:	31/03/2026 EUR	31/03/2025 EUR
Value Adjustments on Convertible loans	**–**	**6,999,998.00**
	–	**6,999,998.00**

During 2024, the redeemable convertible bonds issued to Mahindra and Mahindra Limited were revalued, resulting into a gain for the Company of EUR 6,999,998.00 (Note 7).

Note 12 - Staff

There were no staff employed during the year (31/03/2025: nil).

Note 13 - Taxation

The Company is subject to the general tax regulation applicable to all Luxembourg commercial companies. The Company is part of the Mahindra & Mahindra Ltd. (“The Group”). Pillar Two legislation has been enacted in certain jurisdictions in which the Group operates (including Luxembourg).The Group is in the scope of the enacted or substantively enacted legislation starting with fiscal periods beginning April 1, 2024. The Group is expected to clear the Transitional CbCR Safe Harbour for Luxembourg and continues to evaluate GLOBE tax exposure for each year.

Note 14 - Related party transactions

Related party transactions were disclosed in Notes 4 and 7.

Note 15 - Off balance sheet commitments and contingencies

The Company does not have any off balance sheet commitments or contingencies at the end of the financial year.

Note 16 - Subsequent events

No other matters or circumstances of importance have arisen since the end of the financial year which could have significantly affected or might significantly affect the operations of the Company, the results of those operations or the affairs of the Company.

INDEPENDENT AUDITORS' REPORT

To the members of
Classic Legends Private Limited

Report on the audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone Financial Statements of **Classic Legends Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Standalone Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its losses and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter

We draw attention to Note 43 to the financial statements which describes management's assessment of non-impairment of the assets of the Company on the basis of business plans and projections including management actions to expand the business operations.

Our opinion is not qualified in respect of this matter.

Information other than the Standalone Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures but does not include the Standalone Financial Statements and our Auditors' Report thereon.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material

misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Financial Statements.

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

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

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Standalone Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statements.

   (g) Based on the records examined by us and according to information and explanations given to us, the Company has not paid/provided for managerial remuneration. Hence, the provisions of Section 197 of the Act related to managerial remuneration are not applicable.

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

      (i) The Company has disclosed the impact of pending litigations on its financial position in its Standalone Financial Statements Refer Note 38(A) to the Standalone Financial Statements;

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

      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

      (iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

      (b) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes forming part the standalone financial

statements (refer note 17C), no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

(v) The Company has not declared/paid/declared and paid any dividend during the year; and

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

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership No. 125657
UDIN: 26125657IKVBVP8029
Place: Mumbai
Date: April 28, 2026

Annexure A to the Independent Auditors' Report

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to Standalone Financial Statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to Standalone Financial Statements of Classic Legends Private Limited ("the Company") as of March 31, 2026, in conjunction with our audit of the Standalone Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to Standalone Financial Statements and such internal financial controls with reference to Standalone Financial Statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to Standalone Financial Statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership No. 125657
UDIN: 26125657IKVBVP8029
Place: Mumbai
Date: April 28, 2026

Annexure B to the Independent Auditors' Report

[Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

(i) (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(B) According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

(b) The property, plant and equipment and investment properties are physically verified by the Company once in three years. The physical verification of property, plant and equipment was conducted in the previous financial year and accordingly no physical verification is required to be carried out in the current year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment.

(c) According to the information and explanations given to us, the Company does not have any immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favor of the lessee).

(d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) According to the information and explanations given to us, the inventory comprising of raw materials, finished goods, traded goods, packing materials and stores and spare parts (retain only those as applicable) has been physically verified at reasonable intervals by the management during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such verification between the physical inventory and the book records.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

(iii) According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

(iv) According to the information and explanations given to us, the Company has not granted any loans or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

(v) According to the information and explanations given to us, in respect of deposits accepted by the Company or amounts which are deemed to be deposits, the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules made thereunder, where applicable, have been complied with. According to the information and explanations given to us, there is no order passed by the Company Law Board or National Company Law Tribunal or the Reserve Bank of India or any Court or any other Tribunal during the year.

(vi) The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Profession Tax, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Income Tax, Provident Fund, Profession Tax, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues as at 31 March 2026, which have not been deposited with the appropriate authorities on account of any dispute. According to the

information and explanations given to us and records of the Company examined by us, the particulars of dues of Goods and Services Tax, which have not been deposited as on March 31, 2026 on account of disputes are as under:

Nature of the Statute	Nature of the dues	Amount (Rs. in lakhs)*,#	Period to which the amount relates	Forum where dispute is pending
The Goods and Services Tax Act, 2017	Goods and Services Tax	41.82	Financial Year 2017-18,2019-2020, 2020-21,2022-23	Appellate Authority upto Commissioner Level

* Net of deposit paid under protest

Excludes interest over demand, refer note 38(A).

(viii) According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any term loans during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

(e) According to the information and explanations given to us and on an overall examination of the Standalone Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) According to the information and explanations given to us and based on the audit procedures performed by us, we report that the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries. Accordingly, the reporting under Clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the Standalone Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

(xiv) (a) In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the Internal Audit reports of the Company issued till date for the period under audit.

(xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company and subsidiary companies or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted

any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has five Core Investment Companies.

(xvii) In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 6,794.06 Lakhs in the current financial year and Rs. 13,255.22 lakhs in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

(xx) The provisions of Section 135 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xx)(a) and (b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership No. 125657
UDIN: 26125657IKVBVP8029
Place: Mumbai
Date: April 28, 2026

Standalone Balance Sheet as at March 31, 2026

Rs. in Lakhs

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	5a	**12,961.21**	11,745.69
(b) Right-of-use assets	5b	**102.57**	191.15
(c) Capital work-in-progress	35	**759.07**	289.12
(d) Other Intangible assets	6	**9,556.10**	8,912.83
(e) Intangible assets under development	35	**4,830.73**	4,467.14
(f) Financial Assets			
(i) Investments	7	**10,452.16**	10,452.16
(g) Other non-current assets	8a	**968.25**	1,475.11
(h) Deferred Tax Assets (Net)	9	**–**	–
Total Non-Current Assets		**39,630.09**	37,533.20
Current assets			
(a) Inventories	10	**24,123.50**	5,495.02
(b) Financial Assets			
(i) Investments	11	**3,407.00**	2,709.83
(ii) Trade receivables	12	**9,474.53**	2,943.63
(iii) Cash and cash equivalents	13	**488.88**	493.14
(iv) Other financial assets	14	**1,923.37**	900.04
(c) Other current assets	8b	**5,360.02**	2,777.18
Total Current Assets		**44,777.30**	15,318.84
Total Assets		**84,407.39**	52,852.04
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	15	**81,598.99**	75,465.88
(b) Other Equity	16	**(69,539.93)**	(58,504.67)
Total Equity attributable to owners of the Company		**12,059.06**	16,961.21
LIABILITIES			
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	17a	**10,000.00**	–
(ia) Lease Liabilities		**15.39**	103.52
(ii) Other non-current financial liabilities	18a	**1,205.50**	676.50
(b) Provisions	19a	**894.38**	643.99
Total Non-Current Liabilities		**12,115.27**	1,424.01
Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	17b	**18,465.00**	16,480.00
(ia) Lease Liabilities		**97.63**	97.63
(ii) Trade payables	20		
(a) Total Outstanding dues of micro and small enterprises		**230.38**	232.98
(b) Total Outstanding dues of creditors other than micros and small enterprises		**36,935.39**	14,679.13
(iii) Other current financial liabilities	18b	**1,707.97**	1,525.14
(b) Provisions	19b	**577.01**	420.24
(c) Other current liabilities	21	**2,219.68**	1,031.70
Total Current Liabilities		**60,233.06**	34,466.82
Total Equity and Liabilities		**84,407.39**	52,852.04
Material accounting policy	1-4		

See accompanying notes to the financial statements

For B. K. Khare & Co
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership Number: 125657

Date: 28th April, 2026
Place: Mumbai

For and on behalf of the Board
CIN No.U34101MH2015PTC265665

Anupam Thareja
DIN No: 01091533
Managing Director

Amarjyoti Barua
DIN No: 09202472
Director

Sitesh Maheshwari
(Chief Financial Officer)
Membership Number: 077909

Akshata A. Khanolkar
(Company Secretary)
Membership Number: A29557

Date: 28th April, 2026
Place: Mumbai

Standalone Statement of Profit and Loss for the year ended March 31, 2026

Rs. in Lakhs

Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
I Revenue from operations	22	**1,04,601.09**	64,637.12
II Other income	23	**913.94**	1,178.32
III **Total Income (I + II)**		**1,05,515.03**	65,815.44
IV **Expenses**			
Cost of raw material consumed	24 a	**72,436.96**	–
Purchases of traded goods		**6,396.60**	56,130.69
(Increase)/decrease in inventories of finished goods, work-in progress and traded goods	24 b	**(24.47)**	(1,728.52)
Employee benefits expense	25	**5,318.57**	4,220.73
Finance costs	26	**3,203.12**	2,717.51
Depreciation and amortisation expense	27	**7,028.24**	6,222.41
Other expenses	28	**24,978.32**	17,730.25
Total Expenses (IV)		**1,19,337.34**	85,293.07
V **Loss before tax for the year (III - IV)**		**(13,822.31)**	(19,477.63)
VI **Tax Expense**			
(1) Current tax		**–**	–
(2) Deferred tax		**(4.37)**	(1.61)
Total tax expense		**(4.37)**	(1.61)
VII **Loss after tax for the year (V - VI)**		**(13,817.94)**	(19,476.02)
VIII **Other comprehensive income**			
A (i) Items that will not be reclassified to profit or loss			
(a) Remeasurements of the defined benefit liabilities		**17.35**	6.41
(ii) Income tax relating to items that will not be reclassified to P&L		**(4.37)**	(1.61)
IX **Total comprehensive income for the year**		**(13,804.96)**	(19,471.22)
X **Earnings per equity share** (Nominal value per share Rs. 10 each),			
(1) Basic (in Rupees)	29	**(1.72)**	(2.58)
(2) Diluted (in Rupees)		**(1.64)**	(2.58)
Material accounting policy	1-4		

See accompanying notes to the financial statements

For B. K. Khare & Co
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership Number: 125657

Date: 28th April, 2026
Place: Mumbai

For and on behalf of the Board
CIN No.U34101MH2015PTC265665

Anupam Thareja
DIN No: 01091533
Managing Director

Amarjyoti Barua
DIN No: 09202472
Director

Sitesh Maheshwari
(Chief Financial Officer)
Membership Number: 077909

Akshata A. Khanolkar
(Company Secretary)
Membership Number: A29557

Date: 28th April, 2026
Place: Mumbai

Standalone Cash Flow Statement for the year ended March 31, 2026

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Loss before tax for the year	**(13,822.31)**	(19,477.63)
Adjustments for:		
Depreciation & Amortisation	**7,028.24**	6,222.41
Finance costs	**3,203.12**	2,717.51
Employee compensation expenses	**27.81**	–
Issue of sweat equity shares	**5,750.00**	–
Net gain/(loss) on Investment carried at fair value through profit or loss	**(329.71)**	(998.17)
Interest income	**(5.00)**	(45.57)
Operating loss before Working Capital changes	**1,852.15**	(11,581.45)
Movements in working capital:		
Decrease/ (Increase) in Current Other Trade receivable	**(6,530.90)**	1,524.98
Decrease/ (Increase) in Current Other Financial Assets	**(1,023.33)**	239.56
Decrease/ (Increase) in Other Current Assets	**(2,582.84)**	439.16
Decrease/ (Increase) in Other Non Current Assets	**(58.90)**	35.66
Decrease/ (Increase) in Inventories	**(18,628.48)**	(1,728.52)
Increase / (Decrease) in trade payables	**19,378.66**	1,911.67
Increase/ (Decrease) in provisions	**424.51**	(418.06)
Increase/ (Decrease) in other Non current Financial liabilities	**529.00**	109.50
Increase/ (Decrease) in other current Financial liabilities	**190.87**	0.70
Increase/ (Decrease) in other current liabilities	**1,187.87**	208.87
Cash generated from operations	**(5,261.39)**	(9,257.93)
Income taxes paid	**–**	–
Cash flows from operating activities	**(5,261.39)**	(9,257.93)
Interest received	**5.00**	126.87
Payments for Property, Plant and Equipment and Other Intangible Assets	**(8,671.17)**	(7,644.33)
Investment in Mutual fund	**(43,235.00)**	(24,250.00)
Proceeds on sale of current investment (Mutual Fund redemption proceeds)	**42,867.54**	38,691.16
Purchase of investment in share of subsidiary	**–**	(0.50)
Cash used in investing activities	**(9,033.63)**	6,923.20
Proceeds from issue of equity instruments of the Company (Net of share issue expenses)	**6,000.00**	–
Proceeds from borrowings Long term	**20,000.00**	–
Proceeds from borrowings Short term	**18,465.00**	9,500.00
Repayment of borrowings Long term	**(10,000.00)**	(12,000.00)
Repayment of borrowings Short term	**(16,480.00)**	–
Repayment of Lease liabilities	**(100.77)**	(88.94)
Interest paid	**(3,593.47)**	(2,878.52)
Cash flows from financing activities	**14,290.76**	(5,467.46)
Net cash inflow / (outflow)	**(4.26)**	(7,802.19)
Cash and cash equivalents at the beginning of the year	**493.14**	8,295.33
Cash and cash equivalents at the end of the year	**488.88**	493.14

Notes:

1 Figures in brackets represent outflows of cash and cash equivalents.

2 Cash and cash equivalents comprise of:

	For the year ended March 31, 2026	For the year ended March 31, 2025
Cash on hand	**–**	–
Balances with Banks	**488.88**	493.14
Fixed Deposits with Banks	**–**	–
	488.88	493.14

For B. K. Khare & Co
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership Number: 125657

Date: 28th April, 2026
Place: Mumbai

For and on behalf of the Board
CIN No.U34101MH2015PTC265665

Anupam Thareja
DIN No: 01091533
Managing Director

Amarjyoti Barua
DIN No: 09202472
Director

Sitesh Maheshwari
(Chief Financial Officer)
Membership Number: 077909

Akshata A. Khanolkar
(Company Secretary)
Membership Number: A29557

Date: 28th April, 2026
Place: Mumbai

Standalone Statement of Changes in Equity for the year ended March 31, 2026

Rs. in Lakhs

a. Changes in Equity

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	**75,465.88**	52,500.00
Shares issued during the year	**6,133.11**	22,965.88
Balance at the end of the year	**81,598.99**	75,465.88

b. Other Equity

Rs. in Lakhs

Particulars	Reserve & Surplus		
	Retained Earning	**Securities Premium**	**Total**
Opening Balance as on April 1, 2025	**(70,538.79)**	**12,034.12**	**(58,504.67)**
Loss for the year	**(13,817.94)**	**-**	**(13,817.94)**
Securities Premium	**-**	**2,741.89**	**2,741.89**
Share Options Outstanding Account	**27.81**	**-**	**27.81**
Other comprehensive income for the year	**12.98**	**-**	**12.98**
	(13,777.15)	**2,741.89**	**(11,035.26)**
Closing Balance as on March 31, 2026	**(84,315.94)**	**14,776.01**	**(69,539.93)**

Rs. in Lakhs

Particulars	Reserve & Surplus		
	Retained Earning	Securities Premium	Total
Opening Balance as on April 1, 2024	(51,067.57)	–	(51,067.57)
Loss for the year	(19,476.02)	–	(19,476.02)
Securites Premium	–	12,034.12	12,034.12
Other comprehensive income for the year	4.80	–	4.80
	(19,471.22)	12,034.12	(7,437.10)
Closing Balance as on March 31, 2025	(70,538.79)	12,034.12	(58,504.67)

For B. K. Khare & Co
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership Number: 125657

Date: 28th April, 2026
Place: Mumbai

For and on behalf of the Board
CIN No.U34101MH2015PTC265665

Anupam Thareja
DIN No: 01091533
Managing Director

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Sitesh Maheshwari
(Chief Financial Officer)
Membership Number: 077909

Akshata A. Khanolkar
(Company Secretary)
Membership Number: A29557

Date: 28th April, 2026
Place: Mumbai

Notes forming part of the Standalone Financial Statements

1. Corporate Information

Company details

Classic Legends Private Limited (CLPL) was incorporated on 17th June'2015. On 18th October 2016, it became subsidiary of Mahindra and Mahindra Limited (M&M). However, w.e.f 1st July'2017 M&M became joint venturer of the Company. CLPL is engaged in Design, Development, Sales, Marketing and related activities for Motorcycles & Two Wheeled Products.

2. Method of Accounting

These standalone or separate financial statements have been prepared in accordance with the Indian Accounting Standards (IND AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the latest annual financial statements of the Company prepared under the Act.

The financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency.

These financial statements were approved by the Board of Directors and authorised for issue on 28th April, 2026.

3. Material Accounting Policies

3.01 Basis of accounting preparation and presentation

These financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

3.02 Use of estimate

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

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

Key source of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of assets, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Leases

Ind AS 116 requires lessees to determine the lease term as the non cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by lease basis and there by assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

Provisions for product warranties

The Company recognises provision for warranties in respect of the products that it sells. Provisions are discounted, where necessary, to its present value based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Provisions and contingent liabilities

A provision is recognised when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which the reliable estimate can be made. Provisions are reviewed at each balance sheet date, adjusted to reflect the current best estimates. Contingent liabilities are not recognised in the financial statements. A contingent asset is neither recognised nor disclosed in the financial statements.

3.03 Revenue Recognition

Revenue on satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract.

Revenue is recognized upon transfer of control of promised products or services ("performance obligations") to customers in an amount that reflects the consideration the Company has received or expects to receive in exchange for these products or services ("transaction price"). When there is uncertainty as to collectability, revenue recognition is postponed until such uncertainty is resolved. The Company assesses the services promised in a contract and identifies distinct performance obligations in the contract.

The Company's contracts may include variable consideration including rebates, volume discounts and penalties. The Company includes variable consideration as part of transaction price when there is a basis to reasonably estimate the amount of the variable consideration and when it is probable that a significant reversal of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is resolved.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

3.04 Foreign Currency

Transactions in currencies other than the Company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for exchange differences on transactions entered into in order to hedge certain foreign currency risks.

3.05 Employee benefits

1. Defined Benefit Plan:

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the statement of financial position with a charge or credit recognised in other comprehensive income in the period in which they occur. Re-measurement recognised in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest

is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorized as follows:

– service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
– net interest expense or income; and
– re-measurement.

(i) **Gratuity:** The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15/26 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in future based on an independent actuarial valuation.

(ii) **Compensated Absences:** The Company provides for the encashment of compensated absences with pay subject to certain rules. The employees are entitled to accumulate compensated absences subject to certain limits, for future encashment. Accumulated leave, which is expected to be utilized within the next twelve months, is treated as short-term employee benefit and the accumulated leave expected to be carried forward beyond twelve months is treated as long-term employee benefit which are provided based on the number of days of unutilised compensated absence on the basis of an independent actuarial valuation.

3.06 Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

3.07 Property Plant and Equipment

Property Plant and Equipment (PPE) are stated at cost of acquisition or construction less accumulated depreciation / amortisation and impairment loss, if any. All costs relating to the acquisition and installation of property plant and equipment are capitalised and include borrowing costs relating to funds attributable to construction or acquisition of qualifying assets, up to the date the asset / plant is ready for intended use. The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item of property, plant and equipment, if it is probable that the future economic benefits embodies within the part will flow to the Company and its cost can be measured reliably with the carrying amount of the replaced part getting derecognised. The cost for day-to-day servicing of property, plant and equipment are recognised in Statement of Profit and Loss as and when incurred.

Depreciation is calculated on straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, in whose case the life of the assets has been assessed as under based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc:

i) Plant and machinery – 3 years, 5 years, 8 years, 15 years
ii) Laptops – 3 years
iii) Vehicles – 3 years, 5 years
iv) Office equipment – 2 years, 5 years
v) Furniture – 10 years
vi) Assets costing less than Rs 5000 each - 1 year

3.08 Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Following summarises the nature of intangible and the estimated useful life:

(a) Software Costs – The expenditure incurred is amortised over three financial years equally commencing from the year in which the expenditure is incurred.
(b) Development expenditure – The expenditure incurred on technical services and other project/product related expenses is amortised over the period of benefit, not exceeding five years

Intangible asset with indefinite useful lives is reviewed annually to determine whether indefinite-life assessment continues to be supportable.

Intangible assets under development

The Company expenses cost incurred during research phase to profit or loss in the year in which they are incurred. Development phase expenses are initially recognised as intangible assets under development until the development phase is complete, upon which the amount is capitalised as intangible assets.

3.09 Impairment

(i) Financial assets (other than at fair value)

The Company assesses at end of each reporting period whether a financial asset or a group of financial assets is impaired.

Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. In determining the allowances for doubtful trade receivables, the Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

(ii) Non-financial assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine

whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement of profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement of profit or loss.

3.10 Inventories

Inventories comprise all cost of purchase, conversion and other costs incurred in bringing the inventories to their present location and condition.

Finished goods purchased for sale, are carried at cost or net realisable value whichever is lower.

3.11 Financial instruments

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

Fair value of financial instruments

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized.

Classification and subsequent measurement

Financial assets

a. Non-derivative financial instruments

(i) Financial assets carried at amortized cost

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(ii) Financial assets at fair value through other comprehensive income (FVOCI)

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

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

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

(iv) Financial liabilities

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit or loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(v) Investment in subsidiaries

Investment in subsidiaries is carried at cost in the separate financial statements.

Cash and cash equivalents

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

Financial liabilities and equity instruments

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

Equity instruments

An equity instrument is any contract that evidences residual interest in the assets of the company after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received net off direct issue cost.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

Offsetting

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

3.12 Borrowing Costs:

Interest and other costs incurred in connection with the borrowing of the funds are charged to revenue on accrual basis except those borrowing costs which are directly attributable to the acquisition or construction of those Qualifying assets, which necessarily take a substantial period of time to get ready for their intended use. Such costs are capitalised with the Qualifying assets.

4. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

Note - 5 Property, Plant and Equipment

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
a. Property, plant and equipment owned	12,961.21	11,745.69
b. Right of use assets	102.57	191.15
	13,063.78	**11,936.84**

a. Property, plant and equipment owned

Rs. in Lakhs

Description of Assets	Plant and Equipment	Computers	Furniture	Vehicles	Office Equipment	Total
I. Gross Block						
Balance as at April 1, 2025	**19,090.49**	**492.66**	**49.00**	**822.23**	**48.58**	**20,502.96**
Additions during the year	3,731.74	44.64	6.79	114.18	50.75	3,948.10
Disposals during the year	(109.57)	(8.59)	–	(124.74)	(3.38)	(246.28)
Balance as at March 31, 2026	**22,712.66**	**528.71**	**55.79**	**811.67**	**95.95**	**24,204.78**
II. Accumulated depreciation						
Balance as at April 1, 2025	**7,774.90**	**375.94**	**10.39**	**569.32**	**26.72**	**8,757.27**
Depreciation for the year	2,537.55	46.08	4.84	81.57	12.76	2,682.80
Eliminated on disposal of assets during the year	(104.10)	(7.80)	–	(82.96)	(1.64)	(196.50)
Balance as at March 31, 2026	**10,208.35**	**414.22**	**15.23**	**567.93**	**37.84**	**11,243.57**
III. Net block (I-II)						
Balance as at March 31, 2026	**12,504.31**	**114.49**	**40.56**	**243.74**	**58.11**	**12,961.21**
Balance as at March 31, 2025	**11,315.59**	**116.72**	**38.61**	**252.91**	**21.86**	**11,745.69**

Rs. in Lakhs

Description of Assets	Plant and Equipment	Computers	Furniture	Vehicles	Office Equipment	Total
I. Gross Block						
Balance as at April 1, 2024	**17,203.43**	**403.62**	**34.19**	**749.74**	**40.62**	**18,431.60**
Additions during the year	1,887.06	103.59	14.81	128.17	14.50	2,148.13
Disposals during the year	–	(14.55)	–	(55.68)	(6.54)	(76.77)
Balance as at March 31, 2025	**19,090.49**	**492.66**	**49.00**	**822.23**	**48.58**	**20,502.96**
II. Accumulated depreciation						
Balance as at April 1, 2024	**5,488.57**	**311.48**	**6.37**	**516.77**	**19.86**	**6,343.05**
Depreciation for the year	2,286.33	78.15	4.02	76.35	11.75	2,456.60
Eliminated on disposal of assets during the year	–	(13.69)	–	(23.80)	(4.89)	(42.38)
Balance as at March 31, 2025	**7,774.90**	**375.94**	**10.39**	**569.32**	**26.72**	**8,757.27**
III. Net block (I-II)						
Balance as at March 31, 2025	**11,315.59**	**116.72**	**38.61**	**252.91**	**21.86**	**11,745.69**
Balance as at March 31, 2024	**11,714.86**	**92.14**	**27.82**	**232.97**	**20.76**	**12,088.55**

b. Right of use assets

Rs. in Lakhs

	Buildings	Total
I. Gross Carrying Amount		
Balance as at April 1, 2025	526.53	526.53
Additions	–	–
Deletions	–	–
Balance as at March 31, 2026	**526.53**	**526.53**
II. Accumulated depreciation		
Balance as at April 1, 2025	335.38	335.38
Additions	88.58	88.58
Deletions	–	–
Balance as at March 31, 2026	**423.96**	**423.96**
III. Net carrying amount (I-II)	**102.57**	**102.57**

Rs. in Lakhs

	Buildings	Total
I. Gross Carrying Amount		
Balance as at April 1, 2024	428.10	428.10
Additions	98.43	98.43
Deletions	–	–
Balance as at March 31, 2025	**526.53**	**526.53**
II. Accumulated depreciation		
Balance as at April 1, 2023	253.32	253.32
Additions	82.06	82.06
Deletions	–	–
Balance as at March 31, 2025	**335.38**	**335.38**
III. Net carrying amount (I-II)	**191.15**	**191.15**

Note - 6 Other Intangible assets

Rs. in Lakhs

Description of Assets		Development exp	Software	Total
I.	**Gross Block**			
	Balance as at April 1, 2025	**23,686.56**	**710.48**	**24,397.04**
	Additions during the year	4,874.19	25.94	4,900.13
	Disposals during the year	–	–	–
	Balance as at March 31, 2026	**28,560.75**	**736.42**	**29,297.17**
II.	**Accumulated depreciation**			
	Balance as at April 1, 2025	**14,880.42**	**603.79**	**15,484.21**
	Depreciation for the year	4,165.56	91.30	4,256.86
	Eliminated on disposal of assets during the year	–	–	–
	Balance as at March 31, 2026	**19,045.98**	**695.09**	**19,741.07**
III.	**Net block (I-II)**			
	Balance as at March 31, 2026	**9,514.77**	**41.33**	**9,556.10**
	Balance as at March 31, 2025	**8,806.14**	**106.69**	**8,912.83**

Rs. in Lakhs

Description of Assets		Development exp	Software	Total
I.	**Gross Block**			
	Balance as at April 1, 2024	22,844.16	651.70	23,495.86
	Additions during the year	842.40	58.78	901.18
	Disposals during the year	–	–	–
	Balance as at March 31, 2025	**23,686.56**	**710.48**	**24,397.04**
II.	**Accumulated depreciation**			
	Balance as at April 1, 2024	11,296.69	503.77	11,800.46
	Depreciation for the year	3,583.73	100.02	3,683.75
	Eliminated on disposal of assets during the year	–	–	–
	Balance as at March 31, 2025	**14,880.42**	**603.79**	**15,484.21**
III.	**Net block (I-II)**			
	Balance as at March 31, 2025	**8,806.14**	**106.69**	**8,912.83**
	Balance as at March 31, 2024	**11,547.47**	**147.93**	**11,695.40**

Note - 7 Non-Current Investment

Rs. in Lakhs

Particulars	As at March 31, 2026 No. of Shares	As at March 31, 2026 Amount	As at March 31, 2025 No. of Shares	As at March 31, 2025 Amount
Unquoted investments in equity instruments of subsidiary at cost				
BSA Company Limited	**3,68,800**	**10,451.66**	3,68,800	10,451.66
(Fully paid equity shares of GBP 1 each)				
TICL Brands (India) Private Limited	**5,000**	**0.50**	5,000	0.50
(Fully paid equity shares of Rs. 10 each)				
Total	**3,73,800**	**10,452.16**	3,73,800	10,452.16

Note - 8a Other non-current assets

Rs. in Lakhs

Particulars		As at March 31, 2026	As at March 31, 2025
(a)	Capital Advances	**863.57**	1,429.33
(b)	Prepaid Expense	**26.83**	10.83
(c)	Balances with government authorities		
	(i) Advance Income Tax (TDS receivable)	**77.85**	34.95
	Total	**968.25**	1,475.11

Note - 8b Other current assets

Rs. in Lakhs

Particulars		As at March 31, 2026	As at March 31, 2025
(a)	Prepaid Expense	**79.30**	113.78
(b)	Advance to Domestic Supplier / Service provider	**544.02**	268.46
(c)	Balances with government authorities		
	(i) GST Receivable	**4,736.70**	2,394.94
	Total	**5,360.02**	2,777.18

Note - 9 Deferred Tax

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred Tax Liability		
On property, plant & equipment	**–**	–
Others	**–**	–
Total(A)	**–**	–
Deferred Tax Asset		
Provision for Employee Benefits	**–**	–
Others	**–**	–
Total(B)	**–**	–
Net Asset/(Liability)	**–**	–

Note - 10 Inventories

Rs. in Lakhs

Particulars		As at March 31, 2026	As at March 31, 2025
(a)	Raw materials (March 31, 2025 : NIL)	**18,604.01**	–
(b)	Stock in trade [includes in transit Rs. 158.59 Lakhs (March 31, 2025 : Rs. 370.81 Lakhs)]	**5,519.49**	5,495.02
	Total	**24,123.50**	5,495.02

Note - 11 Current Investments

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Carried at fair value through profit & Loss account		
Investments in Mutual Funds (quoted)	**3,407.00**	2,709.83
Total	**3,407.00**	2,709.83

Note - 12 Trade receivables

Rs. in Lakhs

Particulars		As at March 31, 2026	As at March 31, 2025
Trade receivables:			
(a)	Unsecured Considered good	**9,474.53**	2,943.63
(b)	Doubtful	**75.41**	61.68
		9,549.94	3,005.31
Less: Allowance for Expected Credit Loss		**(75.41)**	(61.68)
Total		**9,474.53**	2,943.63

Trade Receivable Ageing Schedule

As at March 31, 2026

Rs. in Lakhs

Particulars	Outstanding for the following period from the due date of Payment					
	Less than 6 months	**6 Months - 1 year**	**1-2 year**	**2-3 Year**	**More than 3 year**	**Total**
Undisputed Trade Receivables – considered good	9,425.92	7.62	20.22	10.92	9.85	9,474.53
Undisputed Trade Receivables – which have significant increase in credit risk	27.68	10.89	17.94	2.43	16.47	75.41
Undisputed Trade receivable – credit impaired						–
Disputed Trade receivables - considered good	–	–	–	–	–	–
Disputed Trade receivables – which have significant increase in credit risk	–	–	–	–	–	–
Disputed Trade receivables – credit impaired	–	–	–	–	–	–
Total	**9,453.60**	**18.51**	**38.16**	**13.35**	**26.32**	**9,549.94**

As at March 31, 2025

Particulars	Outstanding for the following period from the due date of Payment					
	Less than 6 months	**6 Months - 1 year**	**1-2 year**	**2-3 Year**	**More than 3 year**	**Total**
Undisputed Trade Receivables – considered good	593.77	1,317.51	1,016.72	6.92	8.70	2,943.62
Undisputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–
Undisputed Trade receivable – credit impaired	3.63	37.07	3.51	4.55	12.93	61.69
Disputed Trade receivables - considered good	–	–	–	–	–	–
Disputed Trade receivables – which have significant increase in credit risk	–	–	–	–	–	–
Disputed Trade receivables – credit impaired	–	–	–	–	–	–
Total	**597.40**	**1,354.58**	**1,020.23**	**11.47**	**21.63**	**3,005.31**

Note - 13 Cash & Cash Equivalents

Rs. in Lakhs

Particulars		**As at March 31, 2026**	As at March 31, 2025
Balances with banks			
(i)	In current account	**488.88**	493.14
	Total	**488.88**	493.14

Note - 14 Other current financial assets

Rs. in Lakhs

Particulars		**As at March 31, 2026**	As at March 31, 2025
Finanacial assets at amortised cost			
a)	Security Deposits	**86.63**	60.75
b)	Other Advances	**1,836.74**	839.29
	Total	**1,923.37**	900.04

Other Advances includes advance to employees, other receivables.

Note - 15 Share Capital

Rs. in Lakhs

Particulars	**As at March 31, 2026**	As at March 31, 2025
Authorised:		
1,40,00,00,000 (March 31, 2025: 1,40,00,00,000) Equity Shares of Rs 10/- each.	**1,40,000.00**	1,40,000.00
	1,40,000.00	1,40,000.00
Issued, Subscribed and Paid up:		
81,59,89,868 (March 31, 2025 : 75,46,58,797) equity shares of Rs 10/- each.	**81,598.99**	75,465.88
Total	**81,598.99**	75,465.88

Rs. in Lakhs

Reconciliation of the no. of shares outstanding at the beginning and at the end of the period:	**As at March 31, 2026**		As at March 31, 2025	
	No. of shares	**Amount**	No. of shares	Amount
Balance as at beginning of the year	**7,54,658,797**	**75,465.88**	5,25,000,000	52,500.00
Add: Additional equity shares issued during the year	**61,331,100**	**6,133.11**	2,29,658,797	22,965.88
Less: Equity Shares forfeited/Bought back during the year	**–**	**–**	–	–
Balance as at end of the year	**8,15,989,897**	**81,598.99**	7,54,658,797	75,465.88

Notes:

i) Number of shares held by each shareholder holding more than 5% shares in the company are as follows:

Particulars	**As at March 31, 2026**		As at March 31, 2025	
	Number of shares	**% Shareholding**	Number of shares	% Shareholding
Equity Shares:				
Mahindra & Mahindra Limited	**4,76,324,923**	**58.37%**	4,52,795,511	60.00%
PHI Capital Trust - Phi capital growth fund I	**1,15,000,000**	**14.09%**	1,15,000,000	15.24%
Boman Irani	**87,321,823**	**10.70%**	64,085,990	8.49%
Total	**6,78,646,746**		6,31,881,501	

ii) The Company has only one class of Share i.e. Equity Shares having par value of Rs. 10 each. Each holder of Equity Share is entitled to one vote per Share. In the event of liquidation of company, the holder of the Equity Share will be entitled to receive remaining assets, after deducting all it's liabilities, in proportion to the number of Equity Share held

(iii) Share held by the promoters at the end of 31st March'2026

Promoter Name	Number of shares	% Shareholding	% Change During the Year
Mahindra & Mahindra Limited	**47,63,24,923**	58.37%	-1.63%
PHI Capital Trust - Phi capital growth fund I	**11,50,00,000**	14.09%	-1.15%
Boman Irani	**8,73,21,823**	10.70%	2.21%
Attarchand Trading Company Pvt Ltd	**2,80,82,128**	3.44%	-0.13%
Anupam Thareja	**3,22,86,068**	3.96%	-0.03%
Total	**73,90,14,942**		

(iv) Share held by the promoters at the end of 31st March'2025

Promoter Name	Number of shares	% Shareholding	% Change During the Year
Mahindra & Mahindra Limited	**45,27,95,511**	60.00%	0.00%
PHI Capital Trust - Phi capital growth fund I	**11,50,00,000**	15.24%	-6.67%
Boman Irani	**6,40,85,990**	8.49%	-2.46%
Attarchand Trading Company Pvt Ltd	**2,69,61,680**	3.57%	-0.31%
Anupam Thareja	**3,00,67,581**	3.98%	0.73%
Total	**68,89,10,762**		

(v) Share based payment

The Company has instituted the 'Classic Legends Employee Stock Option Plan, 2025' ("ESOP 2025" or "the Plan") for eligible employees of the Company. The Plan contemplates the creation, offer and grant of up to 3,77,00,000 (Three Crores Seventy-Seven Lakhs) employee stock options ("Options"), to be issued in one or more tranches, as approved by the shareholders at the Board Meeting held on July 28, 2025.

The Options granted under the Plan shall be exercisable after a minimum period of three years and within a maximum period of five years from the date of grant. Each Option entitles the holder to subscribe to one equity share of the Company at an exercise price determined at the time of grant. The exercise price for each grant is determined on the basis of valuation report of the management expert and approved by the Nomination and Remuneration Committee as on the date of grant of such Options.

(vi) Sweat equity

Pursuant to the provisions of Section 54 of the Companies Act, 2013, read with Rule 8 of the Companies (Share Capital and Debentures) Rules, 2014 and Clause 7.1, Part B of the Articles of Association of the Company, the Company has issued sweat equity shares to Mr. Boman Irani (Director) in recognition of his significant contributions towards the expansion of the Company's business, in lieu of monetary compensation.

The value of such contribution has been fair valued and mutually agreed at Rs 5,750 lakhs. Accordingly, the Company has decided to issue sweat equity shares carrying a lock-in period of three years at a price of Rs 13 per share (being at a discount to the fair value).

Out of the above, 50% has been settled during the year through the issuance of 2,21,15,385 equity shares of face value Rs 10 each. The balance 50% shall be settled in FY 2026–27, subject to the fulfilment of mutually agreed conditions. Probability for which is considered as certain.

In line with the applicable accounting requirements, the Company has recognised an expense of Rs. 5,750 Lakhs in the Statement of Profit and Loss for the year and disclosed it separately under the head Other Expenses. Refer Note 28.

Note - 16 Other equity

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Securities premium account:		
Balance at the beginning of the year	**12,034.12**	–
Add:		
Addition during the year	**2,741.89**	12,034.12
Less: Utilised on account of Share issue costs	**–**	–
Balance at the end of the year	**14,776.01**	12,034.12
(b) Retained earnings:		
Balance at the beginning of the year	**(70,538.79)**	(51,067.57)
Add:		
Loss for the year	**(13,817.94)**	(19,476.02)
Equity share issue expenses	**–**	–
Share Options Outstanding Account	**27.81**	–
Other comprehensive income for the year	**12.98**	4.80
Balance at the end of the year	**(84,315.94)**	(70,538.79)
Total	**(69,539.93)**	(58,504.67)

Note - 17a Non Current Borrowings

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Secured (Carried at amortised cost)		
(a) Inter corporate Deposit*	**10,000.00**	–
Total	**10,000.00**	–

*- Secured against current assets of the Company

Note - 17b Current Borrowings

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured (Carried at amortised cost)		
(a) Inter corporate Deposit	**18,465.00**	16,480.00
Total	**18,465.00**	16,480.00

Note - 17c Inter Corporate Deposit

The company has obtained short-term intercorporate deposit from group company Mahindra & Mahindra Limited. The outstanding balance as on 31st March 2025 was 16,480 Lakhs, During the Financial year 2025-26, the company has repaid Rs. 26,480 Lakhs and obtained fresh intercorporate deposits of Rs. 38,465 Lakhs. The closing balance of 18,465 Lakhs is considered as short-term and Rs 10,000 Lakhs is considered as long-term.

Note - 18a Other Non Current Financial Liabilities

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Other Financial liabilities measured at amortised at cost		
(a) Security Deposits	**1,205.50**	676.50
Total	**1,205.50**	676.50

Note - 18b Other Current Financial Liabilities

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Other Financial liabilities measured at amortised at cost		
a) Capital creditors	**853.14**	458.08
b) Security Deposits	**0.90**	1.10
c) Interest Accrued but not due	**662.86**	1,065.96
d) Others*	**191.07**	-
Total	**1,707.97**	1,525.14

* Represents a liability of Rs 191.07 Lakhs on account of a channel financing arrangement, where the bank pays the Company for goods bought by authorised

dealers when due and the dealers then pay the bank as per the agreed terms. The Company recognises financial liability to the extent that it has issued First Loss Default Guarantee.

Note - 19a Non Current Provisions

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Provision for employee benefits		
Provision for compensated absences	**111.14**	89.31
Provision for Gratuity	**252.05**	130.22
(b) Other Provisions		
Warranty	**465.48**	370.84
Free Service Coupons	**65.71**	53.62
Total	**894.38**	643.99

Note - 19b Current Provisions

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Provision for employee benefits		
Provision for compensated absences	**40.20**	38.90
Provision for Gratuity	**21.77**	17.97
(b) Other Provisions		
Warranty	**233.78**	170.72
Free Service Coupons	**281.26**	192.65
Total	**577.01**	420.24

The movement in provision for warranty and service coupon is as follows

Rs. in Lakhs

	As at March 31, 2026		As at March 31, 2025	
Particulars	Provision for Warranty	Provision for Service Coupon	Provision for Warranty	Provision for Service Coupon
Opening Balance	**541.56**	**246.27**	1,029.44	244.47
Additional Net Provision recognised	**1,216.20**	**223.45**	831.63	123.03
Amounts used during the period	**(1,105.61)**	**(144.39)**	(1,417.00)	(144.77)
Unwinding of discount	**47.11**	**21.64**	97.49	23.54
Closing Balance	**699.26**	**346.97**	541.56	246.27

Note - 20 Trade Payables

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payable for goods & services		
- Total outstanding dues of micro and small enterprises	**230.38**	232.98
- Total outstanding dues of other than micro and small enterprises	**36,935.39**	14,679.13
Total	**37,165.77**	14,912.11

Trade Payable Ageing Schedule

As at March 31, 2026 Rs. in Lakhs

	Outstanding for the following period from the due date of Payment				
Particulars	Less than 1 year	1-2 year	2-3 Year	More than 3 year	Total
Total outstanding dues of micro enterprises and small enterprises	230.22	–	–	0.16	230.38
Total outstanding dues of creditors other than micro enterprises and small enterprises	29,143.56	2,934.07	63.46	4,794.30	36,935.39
Disputed dues of micro enterprises and small enterprises	–	–	–	–	–
Disputed dues of creditors other than micro enterprises and small enterprises	–	–	–	–	–
Total	**29,373.78**	**2,934.07**	**63.46**	**4,794.46**	**37,165.77**

As at March 31, 2025 Rs. in Lakhs

	Outstanding for the following period from the due date of Payment				
Particulars	Less than 1 year	1-2 year	2-3 Year	More than 3 year	Total
Total outstanding dues of micro enterprises and small enterprises	232.98	–	–	–	232.98
Total outstanding dues of creditors other than micro enterprises and small enterprises	13,358.29	496.84	552.32	271.68	14,679.13
Disputed dues of micro enterprises and small enterprises	–	–	–	–	–
Disputed dues of creditors other than micro enterprises and small enterprises	–	–	–	–	–
Total	**13,591.27**	**496.84**	**552.32**	**271.68**	**14,912.11**

Note - 21 Other Current Liabilities

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
a) Statutory remittances (Contribution to PF, profession tax, withholding taxes, GST, etc.)	**452.15**	415.42
b) Interest payble	**0.53**	0.42
c) Advances received from customers	**1,767.00**	615.86
Total	**2,219.68**	1,031.70

Note - 22 Revenue from Operations

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Revenue from sale of products	**1,03,816.20**	64,310.43
(b) Sales of services	**–**	22.26
(c) Other operating revenue	**784.89**	304.43
Total	**1,04,601.09**	64,637.12

Note - 23 Other income

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Interest income on financial assets carried at amortised cost	**5.00**	41.90
(b) Interest income on non financial assets	**–**	3.67
(c) Net gain on foreign currency transaction and translation	**547.30**	134.58
(d) Net gain on Investment carried at fair value through profit or loss	**329.71**	998.17
(e) Miscellaneous income	**31.93**	–
Total	**913.94**	1,178.32

Note - 24 (a) Cost of raw material consumed

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Raw Materials and Components Consumed		
Inventories at the beginning of the year	**–**	–
Add: Purchases	**91,040.97**	–
	91,040.97	–
Inventories at the end of the year	**18,604.01**	–
Total	**72,436.96**	–

Note - 24 (b) Changes in inventories of finished goods and stock-in-trade

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the beginning of the year		
Stock in Trade	**5,495.02**	3,766.50
	5,495.02	3,766.50
Inventories at the end of the year		
Stock in Trade	**5,519.49**	5,495.02
	5,519.49	5,495.02
Net increase	**(24.47)**	(1,728.52)

Note - 25 Employee benefits expense

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Salaries and wages, including bonus	**4,960.76**	3,944.18
(b) Contribution to other funds	**194.67**	142.27
(c) Staff welfare expense	**163.14**	134.28
Total	**5,318.57**	4,220.73

Note - 26 Finance cost

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a) Interest expense for financial liabilities at amortised cost	**48.05**	49.33
b) Interest others	**3,155.07**	2,668.18
Total	**3,203.12**	2,717.51

Interest others includes unwinding of discount & working capital charge

Note - 27 Depreciation and amortisation expense

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a) Depreciation on property, Plant, Equipments	**2,682.79**	2,456.62
b) Depreciation of right-of-use assets	**88.58**	82.06
c) Amortisation on other Intangible Assets	**4,256.87**	3,683.73
Total	**7,028.24**	6,222.41

Note - 28 Other expenses

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Advertisement & Promotional Expense	**4,798.30**	10,141.28
Sub-contracting Charges*	**4,992.42**	–
Service Charges	**2,003.21**	1,748.87
Software Expense	**506.84**	389.38
Royalty Expenses	**1,060.18**	1,019.75
Legal and professional Fees	**300.51**	194.47
Auditor Remuneration		
- Audit Fees	**12.00**	12.00
- Out of Pocket Expense	**–**	–
- Other services	**2.47**	2.91
Travelling Expenses	**1,131.24**	943.28
Freight and handling charges	**1,301.54**	632.38
Warranty Expenses and Free Service Charges (Net of Recoveries)	**1,113.71**	655.07
Stockyard Expense	**202.89**	515.35
R & D Expense	**802.37**	656.49
Rent including lease rentals	**157.94**	128.78
Provisions for doubtful Advances/ Debts	**13.73**	37.34
Net loss on foreign currency transaction	**–**	–
Director remuneration- issue of sweat equity shares	**5,750.00**	–
Director remuneration- sitting fees and others	**14.40**	18.00
Misc. expenses	**814.57**	634.90
Total	**24,978.32**	17,730.25

* With effect from May 1,2025, the Company has changed its arrangement with Mahindra & Mahindra ("M&M") from Contract Manufacturing Agreement (CMA) to Toll Manufacturing Agreement (TMA) where the Company is procuring materials on its own and supplying to M&M. The Company is paying job work charges to M&M the Parent Company with respect to TMA arrangement, the amount of which is mentioned above as sub-contracting charges for job work activities. The same is considered as Rs. 4,992.42 lakhs in this financial year.

Note - 29 Earning per share

Earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic & diluted earnings per share are as follows:

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Basic earnings per share (in Rs.)	**(1.72)**	(2.58)
Diluted earnings per share (in Rs.)	**(1.64)**	(2.58)
Basic earnings per share		
The earnings and weighted average number of equity shares used in the calculation of basic earnings per share are as follows:		
Loss for the year, per statement of profit and loss (Rs. in lakhs)	**(13,818)**	(19,476)
Weighted average number of equity shares for the purposes of basic earnings per share	**80,33,00,195**	75,46,58,797
Diluted earnings per share		
The earnings and weighted average number of equity shares used in the calculation of diluted earnings per share are as follows:		
Loss for the year, per statement of profit and loss (Rs. in lakhs)	**(13,818)**	(19,476)
Weighted average number of equity shares for the purposes of basic earnings per share	**80,33,00,195**	75,46,58,797
Weighted average of potential equity shares to be issued in respect of :		
- Sweat equity Shares	**1,49,05,164**	–
- Employee stock Options (ESOPs)	**2,49,95,616**	–
Weighted average number of equity shares for the purposes of diluted earnings per share	**84,32,00,975**	75,46,58,797

Note - 30 Financial Instruments

Capital management

The company's capital management objectives are:

The Board policy is to maintain a strong capital base so as to maintain investor, creditor and market confidence and to sustain future development of the business. The board of directors monitors the return on capital employed.

The Company manages capital risk by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the separate financial statements.

Rs. in Lakhs

	March 31, 2026	March 31, 2025
Debt (Including Current Maturities and lease payables) (A)	**28,578.02**	16,681.14
Equity (B)	**12,059.06**	16,961.20
Debt Ratio (A / B)	**2.37**	0.98

Fair Value

Set out below is the comparison by class of the carrying amounts and fair value of the Company's financials instruments

Rs. in Lakhs

	Carrying Amount		**Fair Value**	
Particulars	**March 31, 2026**	March 31, 2025	**March 31, 2026**	March 31, 2025
FINANCIAL ASSETS				
Financial assets measured at amortised cost				
Current Assets				
a) Investments (fair value through profit & loss)	**3,407.00**	2,709.83	**3,407.00**	2,709.83
b) Trade Receivable	**9,474.53**	2,943.63	**9,474.53**	2,943.63
c) Cash & cash equivalents	**488.88**	493.14	**488.88**	493.14
d) Other Current Financial assets	**1,923.37**	900.04	**1,923.37**	900.04
Total Financial Assets	**15,293.78**	7,046.64	**15,293.78**	7,046.64
FINANCIAL LIABILITIES				
Financial liabilities measured at amortised cost				
Non Current Liabilities				
a) Borrowings including lease liabilities	**10,015.39**	103.52	**10,882.52**	101.47
b) Other non-current liabilities	**1,205.50**	676.50	**1,205.50**	676.50
Current Liabilities				
a) Borrowings including lease liabilities	**18,562.63**	16,577.63	**19,119.56**	17,736.48
b) Trade Payables	**37,165.77**	14,912.11	**37,165.77**	14,912.11
c) Other Current liabilities	**1,707.97**	1,525.15	**1,707.97**	1,525.15
Total Financial Liabilities	**68,657.26**	33,794.91	**70,081.32**	34,951.71

At the end of the reporting period, there are no significant concentrations of credit risk for financial assests designed at fair value through profit & loss. The carrying amount reflected above represents the company's maximum exposure to credit risk to such financial assets.

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analyzing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted after obtaining necessary approvals for credit.

Financial instruments that are subject to concentrations of credit risk principally consist of trade receivables, investments, derivative financial instruments, cash and cash equivalents, bank deposits and other financial assets. None of the financial instruments of the Company result in material concentration of credit risk.

The credit risk on liquid funds and derivative financial instruments is limited because the counterparties are mutual funds and banks with high credit-ratings.

Trade receivables - The company applies the simplified approach to provide for expected credit loss prescribed by IND AS 109, which permits the use of life time expected loss provision for old trade receivable. The company has taken security deposit which are considered as collateral and these are considered in determination of expected credit losses, where applicable.

There is no change in estimation techniques or significant assumptions during the reporting period.

Movement in the expected credit loss allowance:

Rs. In Lakhs

Particulars	**March 31, 2026**	March 31, 2025
Balance as at beginning of the year	**61.68**	24.34
Additions during the year	**13.73**	37.34
Amounts recovered during the year	**–**	–
Balance at end of the year	**75.41**	61.68

LIQUIDITY RISK

(i) Liquidity risk management

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

Rs. in Lakhs

	March 31, 2026			March 31, 2025		
Particulars	**Less than 1 Year**	**1-3 Years**	**3-5 Years**	Less than 1 Year	1-3 Years	3-5 Years
Financial liabilities						
Borrowings (including current maturities and lease payables)	**18,559.43**	**10,024.77**	**–**	16,580.76	119.20	–
Other Financial liabilities	**1,707.97**	**1,205.50**	**–**	1,525.15	676.50	–
Trade payables	**37,165.77**	**–**	**–**	14,912.11	–	–
Total	**57,433.17**	**11,230.27**	**–**	33,018.02	795.70	–

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes.

a) Foreign Currency exchange rate risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. Exposure to currency risk relates primarily to the Company's operating activities and borrowings when transactions are denominated in a different currency from the Company's functional currency.

The fluctuation in foreign currency exchange rates may have potential impact on the statement of profit or loss and other comprehensive income and equity, where any transaction references more than one currency or where assets / liabilities are denominated in a currency other than the functional currency of the respective entities. The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. It hedges a part of these risks by using derivative financial instruments in line with its risk management policies. The information on derivative instruments is as follows.

Foreign currency exposures that are not hedged by derivative instruments

		As at March 31, 2026		As at March 31, 2025	
Particulars	**Currency**	**Foreign Currency Amount**	**Rupees Lakhs**	Foreign Currency Amount	Rupees Lakhs
Trade payables	USD	247,840	233.45	–	–
Trade receivable	USD	635,133	598.26	–	–
Trade payables	EURO	117,000	126.43	–	–
Trade receivable	EURO	6,278	6.78	–	–
Trade payables	GBP	64,562	80.28	23,400	25.93
Trade receivable	GBP	7,036,855	8,750.43	2,477,058	2,745.16

Foreign Currency Sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities.

Rs. in Lakhs

Particulars	**Currency**	**Change in rate**	**Effect on profit / (loss) before tax**	Effect on pre-tax equity
31-Mar-26	USD	+10%	36.48	36.48
	USD	-10%	(36.48)	(36.48)
	EUR	+10%	(11.96)	(11.96)
	EUR	-10%	11.96	11.96
	GBP	+10%	867.02	867.02
	GBP	-10%	(867.02)	(867.02)
31-Mar-25	USD	+10%	–	–
	USD	-10%	–	–
	EUR	+10%	–	–
	EUR	-10%	–	–
	GBP	+10%	271.92	271.92
	GBP	-10%	(271.92)	(271.92)

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

Note - 31 Fair Value Measurement

Rs. in Lakhs

Financial assets/ financial liabilities	**Fair value as at (Rs. in Lakhs)**		**Fair value hierarchy**	**Valuation technique(s) and key input(s)**	**Significant unobservable input(s)**	**Relationship of unobservable inputs to fair value and sensitivity**
	March 31, 2026	March 31, 2025				
(i) Investment in Mutual Fund	3,407.00	2,709.83	Level 1	Quoted market price	–	–

Note: Carrying amount of Investment in unquoted equity shares closely approximates the fair value.

Financial instruments not measured using fair value i.e. measured using amortized cost

Rs. in Lakhs

Particulars	**Carrying Amount**	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets					
As at 31st March 2026					
Current Financial assets carried at amortised cost					
- Trade Receivable	9,474.53	–	9,474.53	–	9,474.53
- Other current financial assets	1,923.37	–	1,923.37	–	1,923.37
Total	**11,397.90**	**–**	**11,397.90**	**–**	**11,397.90**
Financial liabilities					
Non-current financial liabilities carried at amortised cost					
- Borrowings including lease liabilities	10,015.39	–	10,882.52	–	10,882.52
- Other non-current financial liabilities	1,205.50	–	1,205.50	–	1,205.50

Rs. in Lakhs

Particulars	**Carrying Amount**	**Level 1**	**Level 2**	**Level 3**	**Total**
Current financial liabilities carried at amortised cost					
- Borrowings including lease liabilities	18,562.63	–	19,119.56	–	19,119.56
- Trade Payables	37,165.77	–	37,165.77	–	37,165.77
- Other current financial liabilities	1,707.97	–	1,707.97	–	1,707.97
Total	**68,657.26**	**–**	**70,081.32**	**–**	**70,081.32**
Financial assets					
As at 31st March 2025					
Current Financial assets carried at amortised cost					
- Trade Receivable	2,943.63	–	2,943.63	–	2,943.63
- Other current financial assets	900.04	–	900.04	–	900.04
Total	**3,843.67**	**–**	**3,843.67**	**–**	**3,843.67**

Rs. in Lakhs

Particulars	Carrying Amount	Level 1	Level 2	Level 3	Total
Financial liabilities					
Non-current financial liabilities carried at amortised cost					
- Borrowings including lease liabilities	103.52	–	101.47	–	101.47
- Other non-current financial liabilities	676.50	–	676.50	–	676.50
Current financial liabilities carried at amortised cost					
- Borrowings including lease liabilities	16,577.63	–	17,736.48	–	17,736.48
- Trade Payables	14,912.11	–	14,912.11	–	14,912.11
- Other current financial liabilities	1,525.15	–	1,525.15	–	1,525.15
Total	**33,794.91**	**–**	**34,951.71**	**–**	**34,951.71**

Note - 32 Employee benefits

(a) Defined Contribution Plan

Amount recognised as an expense in the Statement of Profit and Loss in respect of Defined Contribution Plans is Rs. 194.67 Lakhs (March 31, 2025 Rs. 142.27 Lakhs)

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the amount calculated as per the Payment of Gratuity Act, 1972, Gratuity is a benefit to an employee based on 15 days last drawn salary for each completed year of service. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

Actuarial gains and losses in respect of defined benefit plans are recognised in the Financial statements through other comprehensive income.

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Changes in bond yields

A decrease in government bond yields will increase plan liabilities.

Inflation risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Life expectancy

The present value of defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Defined benefit plans – as per actuarial valuation on 31st March, 2026

Rs. in Lakhs

Particulars	Unfunded Plan Gratuity	Unfunded Plan Gratuity
	2026	2025
Amounts recognised in profit and loss in respect of these defined benefit plans are as follows:		
Current Service Cost	**90.35**	47.73
Past service cost and (gains)/losses from settlements	**49.78**	–
Net interest expense	**9.59**	8.11
Transfer In/(Out)	**6.56**	26.23
Components of defined benefit costs reconised in profit or loss	**156.28**	82.07

Rs. in Lakhs

Particulars	Unfunded Plan Gratuity	Unfunded Plan Gratuity
	2026	2025
Amounts recognised in other comprehensive income		
Remeasurement on the net defined benefit liability		
Actuarial (gains) and loss arising from changes in demographic assumptions	**7.04**	(8.77)
Actuarial (gains) and loss arising from changes in financial assumptions	**(3.61)**	3.40
Actuarial (gains) and loss arising from experience adjustments	**(20.78)**	(1.04)
Componenets of defined benefit costs recognised in other comprehensive income	**(17.35)**	(6.41)
I. Net Asset/(Liability) recognised in the Balance Sheet as at 31st March		
1. Present value of defined benefit obligation as at 31st March	**273.83**	148.20
2. Fair value of plan assets as at 31st March	**–**	–
3. Surplus/(Deficit)	**(273.83)**	(148.20)
4. Current portion of the above	**(21.78)**	(17.97)
5. Non current portion of the above	**(252.05)**	(130.22)
II. Change in the obligation during the year ended 31st March		
1. Present value of defined benefit obligation at the beginning of the year	**148.19**	122.19
2. Transfer in /(out)	**–**	–
3. Expenses Recognised in Profit and Loss Account		
– Current Service Cost	**140.13**	47.73
– Transfer In/(Out)	**6.56**	26.23
– Interest Expense (Income)	**9.59**	8.11
4. Recognised in Other Comprehensive Income		
Remeasurement (gains) / losses arising from:		
i. Demographic Assumptions	**7.04**	(8.77)
ii. Financial Assumptions	**(3.61)**	3.40
iii. Experience Adjustments	**(20.78)**	(1.04)
5. Benefit payments	**(13.29)**	(49.66)
6. Present value of defined benefit obligation at the end of the year	**273.83**	148.19
III. Actuarial assumptions		
1. Discount rate (%)	**6.90**	6.60
2. Expected rate(s) of salary increase (%)	**10.00**	10.00
3. Attrition rate (%)	**20.00**	25.00

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Rs. in Lakhs

Principal assumption		Changes in assumption	Impact on defined benefit obligation: Increase in assumption	Impact on defined benefit obligation: Decrease in assumption
Discount rate				
	2026	1.00%	(11.37)	12.43
	2025	1.00%	(5.59)	6.03
Salary growth rate				
	2026	1.00%	9.56	(8.94)
	2025	1.00%	4.39	(4.16)
Attrition rate				
	2026	1.00%	(1.47)	1.60
	2025	1.00%	(0.68)	0.74

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the

sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous period.

Maturity profile of defined benefit obligation:

		Rs. in Lakhs
	2026	**2025**
Within 1 year	**21.78**	17.97
1 - 2 year	**23.76**	18.63
2 - 3 year	**30.44**	19.88
3 - 4 year	**47.26**	24.48
4 - 5 year	**57.00**	33.60
5 - 10 years	**395.88**	185.78

The weighted average duration of the defined benefit obligation as at March 31, 2026 is 8.45 years (March 31, 2025 is 6.91 years)

VIII. Experience Adjustments:		**Period Ended 2026 Gratuity**	Rs. in Lakhs **Period Ended** 2025 Gratuity
1.	Defined Benefit Obligation	**273.83**	148.19
2.	Fair value of plan assets	**–**	–
3.	Surplus/(Deficit)	**(273.83)**	(148.20)
4.	Experience adjustment on plan liabilities [(Gain)/Loss]	**(17.35)**	(6.41)
5.	Experience adjustment on plan assets [Gain/(Loss)]	**–**	–

Note 33: Related Party Disclosures:

1) List of Related parties and relationships

Name of company / Individual	**Relation**
Mahindra and Mahindra Limited	Joint Venturer
Mr. Boman Irani	Joint Venturer
Phi capital Management LLP	Joint Venturer
Attarchand Trading Company Private Limited	Joint Venturer
BSA Company Limited	Subsidiary Company
Mahindra Two Wheelers Limited	Subsidiary of Joint Venturer
Mahindra Integrated Business Solutions Limited	Subsidiary of Joint Venturer
Mahindra Logistics Limited	Subsidiary of Joint Venturer
Tech Mahindra Limited	Associate of Joint Venturer
Fifth Gear Ventures Limited	Subsidiary of Joint Venturer
CIE Automotive India Limited	Associate of Joint Venturer
NBS International Limited	Subsidiary of Joint Venturer
Lords Freight India Private Limited	Fellow Subsidiary of Joint Venturer
Mahindra First Choice Wheels Limited	Subsidiary of Joint Venturer
Mahindra Holidays & Resorts India Limited	Subsidiary of Joint Venturer
Mahindra Last Mile Mobility Limited	Subsidiary of Joint Venturer
TICL Brands (India) Private Limited	Joint Venture Company
Roadbenders Private Limited	Entity controlled by KMP
Mr. Anupam Thareja	Managing Director
Mr. Ashish Joshi (upto 1st March, 2025)	Chief Executive Officer
Mr. Lalit Verma (from 6th March'2025)	Chief Operating Officer
Mr. Sharad Agarwal (from 6th March'2025 up to 31st Oct'2025)	Chief Business Officer
Mr. Sushil Sinha (from 6th March'2025)	Head R&D
Mr. Sitesh Maheshwari	Chief Financial Officer
Ms. Akshata A Khanolkar	Company Secretary

2) Related Party Transactions:

Rs. in Lakhs

Name of related party	Nature of Transactions	Amount Current Year Transactions	Amount Outstanding as at 31st March 2026		Amount Previous Year Transactions	Amount Outstanding as at 31st March 2025	
			Credit	Debit		Credit	Debit
1) Mahindra & Mahindra Limited	Purchase of Services	9,768.42			3,402.74		
	Purchase of Fixed Assets	48.36			112.23		
	Purchase of Goods	20,723.94			52,238.93		
	Other expenditure	550.02			1,044.00		
			3,193.34	0.88		8,377.68	–
	Reimbursement of expenses paid	1,062.32			757.17		
	Reimbursement of Expenses Received	140.38			371.63		
	Sales of Goods	1.49			25.60		
	ICD taken	38,465.00			9,500.00		
			28,465.00	–		16,480.00	–
	ICD Repaid	26,480.00			12,000.00		
	Interest paid on ICD	3,001.43	662.86	–	1,742.12	1,065.96	–
	Issue of Share capital including share premium	3,600.00	–	–	21,000.00	–	–
	Issue of Compulsorily Convertible Preference Shares	–	–	–	(21,000.00)	–	–
2) Mahindra Two Wheelers Limited	Purchase of Services	–	–	–	12.59	–	–
	Purchase of Goods	–	–	–	–	–	–
3) Mahindra Integrated Business Solutions Limited	Purchase of Services	36.10	2.61	–	32.02	2.14	–
4) Mahindra Logistics Limited	Purchase of Services	15.56	0.49	–	0.05	–	–
5) Tech Mahindra Limited	Purchase of Services	0.77	–	–	26.83	–	–
6) Fifth Gear Ventures Limited	Purchase of Services	–	–	–	15.15	–	–
7) Mahindra First Choice Wheels Limited	Purchase of Services	11.46	0.13	–	–	–	–
	Balance payable	–	–	–	–	1.50	–
8) CIE Automotive India Limited	Purchase of Goods	115.52	32.99	–	5.73	1.20	–
9) Mahindra Holidays & Resorts India Limited	Purchase of Services	0.93	–	–	18.18	–	–
10) Phi Capital Management LLP	Issue of Share capital including share premium	–			1,980.00	–	–
			26.62	–	–	–	–
	Reimbursement of expenses paid	27.65	–	–	–	–	–
	Issue of Compulsorily Convertible Preference Shares	–	–	–	(1,980.00)	–	–
11) NBS International Ltd	Purchase of services	0.40	–	–	0.30	–	–
12) Lords Freight India Private Limited	Purchase of services	15.83	–	–	–	–	–
13) Anupam Thareja	Issue of Share capital including share premium	339.43	–	–	–	–	–
14) Boman Irani	Issue of Share capital including share premium	171.43	–	–	1,000.00	–	–
	Sweat Equity Shares Allotment (incl premium)	2,875.00	–	–	–	–	–
	Receipt of Share application money / (Alloted)	–	–	–	(1,000.00)	–	–
15) Attarchand Trading Company Private Limited	Issue of Share capital	171.43	–	–	1,000.00	–	–
	Issue of Compulsorily Convertible Preference Shares	–	–	–	(1,000.00)	–	–
16) BSA Company Limited	Sales of Goods	10,621.72	–	–	1,569.31		
	Sales of services	–	80.52	8,749.97	22.26	–	2,745.16
	Reimbursement of expenses paid	197.72	–	–	148.33	–	–
	Reimbursement of expenses received	–	–	–	1.05	–	–
17) Mahindra Last Mile Mobility Limited	Reimbursement of expenses paid	–	–	–	0.75	–	–
18) TICL Brands (India) Private Limited	Reimbursement of expenses received	–	–	–	0.35	0.06	–
	Investment in Shares	–	–	–	0.50	–	–
	Royalty Expense	210.00	192.29		69.71	69.71	–
19) Roadbenders Private Limited	Sales of Goods	1,322.10	–	–	119.32	–	–
	Other expenditure	9.33	–	–	–	–	–
	Reimbursement of expenses paid	1.97	–	–	–	–	–
	Advance against supplies	0.09	–	–	21.08	–	–
20) Sitting Fees to Directors	Director Fees	14.40	–	–	18.00	–	–

Rs. in Lakhs

Name of related party	Nature of Transactions	Amount Current Year Transactions	Amount Outstanding as at 31st March 2026		Amount Previous Year Transactions	Amount Outstanding as at 31st March 2025	
			Credit	Debit		Credit	Debit
21) Ashish Joshi-CEO	Remuneration to Chief Executive Officer*	718.97			307.74	–	–
22) Lalit Verma - COO	Remuneration to Chief Operating Officer*						
23) Sharad Agarwal - CBO	Remuneration to Chief Business Officer*						
24) Sushil Sinha - R&D Head	Remuneration to R&D Head*						
25) Sitesh Maheshwari - CFO	Remuneration to Chief Financial Officer**						
26) Ms. Akshata A Khanolkar - Company Secretary	Remuneration to Company Secretary**						

* Employee benefits payable (gratuity and leave encashment) are calculated on the basis of actuarial valuation. Amount payable for individual employee as at 31st March, 2026, cannot be separately indentified and therefore has not been included above.

** Being deputed by Mahindra and Mahindra Ltd, remuneration is paid through Mahindra and Mahindra Ltd

Note: 34: Current Tax and Deferred Tax

(i) Movement in deferred tax balances

Rs. in Lakhs

Particulars	As at March 31, 2025	Amount recognised in P&L	Amount recognised in OCI	As at March 31, 2026
Deferred Tax Liability				
On property, plant & equipment	–	–	–	–
Others	–	–	–	–
Total	–	–	–	–
Deferred Tax Asset				
Provision for Employee Benefits	–	4.37	(4.37)	–
Unabsorbed Depreciation and Business Loss carried forward	–	–	–	–
Others	–	–	–	–
Total	**–**	**4.37**	**(4.37)**	–
Deferred Tax assets / (liability) Net:	**–**	**4.37**	**(4.37)**	**–**

Rs. in Lakhs

Particulars	As at March 31, 2024	Amount recognised in P&L	Amount recognised in OCI	As at March 31, 2025
Deferred Tax Liability				
On property, plant & equipment	–	–	–	–
Others	–	–	–	–
Total	**–**	**–**	**–**	**–**
Deferred Tax Asset				
Provision for Employee Benefits	–	1.61	(1.61)	–
Unabsorbed Depreciation and Business Loss carried forward	–	–	–	–
Others	–	–	–	–
Total	**–**	**1.61**	**(1.61)**	**–**
Deferred Tax assets / (liability) Net:	**–**	**1.61**	**(1.61)**	**–**

Net deferred tax assets have been recognised only to the extent that the Company has sufficient taxable temporary differences or there is convincing evidence that sufficient taxable profit will be available against which such deferred tax assets can be realised.

Income Tax recognised in profit or loss

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current Tax		
In respect of current year	**–**	–
Deferred Tax		
In respect of current year origination and reversal of temporary differences	**(1.33)**	(1,478.29)
In respect of prior years	**–**	–
In respect of others	**(3.04)**	1,476.68
Income Tax as per P&L	**(4.37)**	(1.61)

The Reconciliation of estimated income tax expense at tax rate to income tax expense reported in Profit & Loss is as follows :

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Loss before tax	**(13,822.31)**	(19,477.63)
Applicable Income tax rate	**25%**	25%
Expected income tax expense	**(3,478.80)**	(4,902.13)
Effect of expenses not deductible in determining taxable profit	**2.30**	0.20
Effect of derecognition of deferred tax asset on previous years tax losses	**–**	–
Effect of Non recognition of deferred tax asset	**3,475.17**	3,423.64
Effect of Tax rate change	**–**	–
Others	**(3.04)**	1,476.68
Income Tax as per P&L	**(4.37)**	(1.61)

Note: 35: Capital Work in Progress and Intangible under development Ageing Schedule

A) Capital Work in Progress ageing Schedule:-

As at March 31, 2026

Rs. in Lakhs

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 year	2-3 Year	More than 3 year	Total
Projects In Progress	**739.40**	**7.38**	**11.35**	**0.94**	**759.07**
Projects temporarily suspended	**–**	**–**	**–**	**–**	**–**
Total	**739.40**	**7.38**	**11.35**	**0.94**	**759.07**

As at March 31, 2025

Rs. in Lakhs

Particulars	Amount in CWIP for a period of				
	Less than 1 year	1-2 year	2-3 Year	More than 3 year	Total
Projects In Progress	249.09	38.77	1.26	-	289.12
Projects temporarily suspended	–	–	–	–	–
Total	249.09	38.77	1.26	-	289.12

B) Intangible asset under development (IAUD) ageing schedule:-

As at March 31, 2026

Rs. in Lakhs

Particulars	Amount in IAUD for a period of				
	Less than 1 year	1-2 year	2-3 Year	More than 3 year	Total
Projects In Progress	**3,230.26**	**682.48**	**393.65**	**524.35**	**4,830.74**
Projects temporarily suspended	**–**	**–**	**–**	**–**	**–**
Total	**3,230.26**	**682.48**	**393.65**	**524.35**	**4,830.74**

As at March 31, 2025

Rs. in Lakhs

Particulars	Amount in IAUD for a period of				
	Less than 1 year	1-2 year	2-3 Year	More than 3 year	Total
Projects In Progress	3,523.50	419.29	411.70	112.65	4,467.14
Projects temporarily suspended	–	–	–	–	–
Total	3,523.50	419.29	411.70	112.65	4,467.14

Note: 36: Ratio Analysis and its element

Particulars	Numerator	Denominator	March 31, 2026	March 31, 2025	% Variance	Reason for Variance
Current ratio	Current Assets	Current Liabilities	**0.74**	0.44	69%	Mainly due to sharp increase in current assets
Debt equity ratio	Debt	Total Equity	**2.37**	0.98	142%	There is an increase in the Debt & reduction in Equity
Debt service coverage ratio	Profit before depreciation & Amortisation, interest and taxes	Interest on borrowings+Current Borrowings	**(0.24)**	(0.64)	(62%)	There is increase in EBITDA
Return on equity ratio	Profit/loss after tax	Average Total Equity	**(95%)**	(212%)	117%	Mainly due to increase in profit
Inventory turnover ratio	Cost of Goods Sold	Average Inventory	**5.32**	11.75	(55%)	Increase in Inventory
Trade receivable turnover ratio	Sales of Products & Services	Average trade receivable	**16.72**	17.36	(4%)	
Trade payable turnover ratio	Purchases	Average trade payable	**3.74**	4.06	(8%)	
Net capital turnover ratio	Total revenue	Current Assets-Current Liabilities	**(6.83)**	(3.44)	98%	There is decrease in Working Capital
Net profit ratio	Profit/loss after tax	Total revenue	**(13%)**	(30%)	17%	
Return on capital employed	Profit before interest and taxes	Average Capital Employed	**(29%)**	(62%)	33%	Mainly due to increase in profit
Return on investment	Investment Income	Average Investment	**2%**	4%	(2%)	

37 Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for as at March 31, 2026 is Rs.2,267.86 Lakhs (as at March 31, 2025 Rs. 2,218.95 lakhs).

38(A) Contingent Liabilities

(i) Demands against the Company not acknowledged as debts and not provided for, in respect of which the Company is in appeal and exclusive of the effect of similar matters in respect of assessments remaining to be completed:

- GST* : Rs.84.79 Lakhs (as at March 31,2025: Nil)

(* this includes Interest of Rs.39.68 lakhs over demand order)

(ii) In respect of (a) above, it is not practicable for the company to estimate the closure of these issues and consequential timings of cash flows, if any

(iii) As per Toll manufacturing agreement entered by company with Mahindra and Mahindra Limited ("M&M"), the company is liable to pay Rs.1,470 lakhs under clause 6 read with schedule 2 of agreement. However, the Company has requested the waiver to the M&M and matter is currently under discussion. Based on the communication from the M&M, the charge is kept on hold (not accrued as recoverable from the Company). Since the outcome of the matter is unascertainable as on reporting date, the same is considered as Contingent.

(B) Going concern

The annual financial statements have been prepared on the basis of accounting policies applicable to a going concern. During the Financial year 2025-26, the Company had incurred the loss of Rs.13,817.94 lakhs and net current liabilities position (net of current assets) of Rs.15,455.76 lakhs. However, based on the future projections, expected financial position and future commitment of equity infusion of Rs.465.00 crores by Mahindra & Mahindra Ltd ("M&M") and other investors, the use of going concern assumption was considered appropriate by the Company while preparing the financial statements of 2025-26.

39 Segment reporting

The Company is engaged in design, development, sales, marketing and related activities for two wheeler vehicle, predominantly in India, which represents single reportable business segment. These, in context of IND-AS 108 "Operating Segments" are considered to constitute one segment.

Geographical information

The "Geographical Segments" comprises of domestic segment which includes sales to customers located in India and the overseas segment includes sales to customers located outside India.

Rs. in Lakhs

	Domestic	Overseas	Total
Revenue from operations			
For the year ended March 31, 2026	**92,623.10**	**11,977.99**	**104,601.09**
For the year ended March 31, 2025	62,409.65	2,227.47	64,637.12
Revenue from operations - External			
For the year ended March 31, 2026	**91,299.51**	**1,356.27**	**92,655.78**
For the year ended March 31, 2025	62,264.73	635.90	62,900.63
Non-current segment assets			
As at March 31, 2026	**29,177.93**	**–**	**29,177.93**
As at March 31, 2025	27,081.04	–	27,081.04

a) Domestic segment includes sales and services to customers located in India.

b) Overseas segment includes sales and services rendered to customers located outside India

c) Non-current segment assets represents total non current assets excluding non current financial assets.

d) The accounting policies adopted for segment reporting are in conformity with the accounting policies adopted for the Company. Revenue have been identified to segments on the basis of their relationship to the operating activities of the segment.

40 Dues to micro small and medium enterprises

Micro, Small and Medium enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period and other disclosure as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the MSMED Act" are given below :

Rs. Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Dues remaining unpaid as at 31st Mar		
- Principal	**230.38**	232.98
- Interest on the above	**–**	–
Interest paid in terms of Section 16 of the Act, along with the amount of payment made to the supplier beyond the appointed day during the year		

Particulars	As at March 31, 2026	Rs. Lakhs As at March 31, 2025
- Principal paid beyond the appointed date	**134.46**	61.82
- Interest paid in terms of Section 16 of the Act	**0.41**	0.55
Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**0.52**	0.41
Amount of interest accrued and remaining unpaid as at 31st Mar	**0.52**	0.41

41 Leases

The details of additions, carrying value and depreciation on right to use assets held by the Company is given in Note No. 5

Interest expenses on leases is Rs. 12.64 Lakhs for the year ended March 31, 2026 (Rs 14.21 Lakhs year ended March 31, 2025). Company incurred Rs. 157.94 Lakhs for the year ended March 31, 2026 (Rs. 128.78 Lakhs for year ended March 31, 2025) towards expenses relating to short-term lease and leases of low-value assets. Total cash outflow for leases is Rs. 100.77 Lakhs for the year ended March 31, 2026 (Rs. 88.94 Lakhs for the year ended Mar 31, 2025) including cash outflow for short term and low value leases.

42 Struck off companies

Transactions with struck off companies for the year ended March 31, 2026:

Rs. In Lakhs

Name of struck off company	Balance Outstanding				Nature of other outstanding balances	Relationship with the struck off Company, if any, to be disclosed
	Investments in securities	Receivable	Payable	Shares held by struck off company		
Travel Gear Private Limited	NIL	18.36	NIL	NIL	GST	N.A.

43 The Company has incurred a loss of Rs 13,817.94 lakhs during the year and has negative retained earnings of Rs. 84,315.94 lakhs as at the year-ended 31 March 2026. Based on the assessment by management, which includes reasonable estimates of future cash flows and actions to expand the business operations, the management is confident to generate sufficient future economic benefits to recover the carrying value of assets. Accordingly, no impairment of assets is considered necessary at the end of the reporting period.

44 Previous year's figures have been regrouped/reclassified wherever necessary.

For B. K. Khare & Co
Chartered Accountants
Firm Registration No. 105102W

Amit Mahadik
Partner
Membership Number: 125657

Date: 28th April, 2026
Place: Mumbai

For and on behalf of the Board
CIN No.U34101MH2015PTC265665

Anupam Thareja
DIN No: 01091533
Managing Director

Amarjyoti Barua
DIN No: 09202472
Director

Sitesh Maheshwari
(Chief Financial Officer)
Membership Number: 077909

Akshata A. Khanolkar
(Company Secretary)
Membership Number: A29557

Date: 28th April, 2026
Place: Mumbai

Form AOC 1

Pursuant to first proviso to Sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rule, 2014

Statement containing sailent features of the financial statements of subsidiaries/associate company/joint ventures as included in the Consolidated Financial Statements

Part A: Subsidiaries

Rs. in lakhs

S. No	Name of the Subsidiary	The date since when subsidiary / Joint venture was acquired	Reporting Currency	Exchange Rate	Share Capital	Reserves & Surplus	Total Assets	Total Libilities	Investment (excluding investment in subsidiaries)	Gross Turnover	Profit/(Loss) before Tax	Provision for Tax	Profit/(Loss) after Tax	Proposed Dividend and Tax thereon	Proportion of ownership interest	Proportion of voting power where Different
1	BSA Company Limited	21.10.2016	GBP	124.35	353.40	(192.08)	11,704.92	11,543.60	*	11,620.05	(1,612.05)	–	(1,612.05)	–	100.00%	
2	B.S.A. Motor Cycles Limited	11.09.2020	GBP	124.35	*	–	*	–	–	–	–	–	–	–	100.00%	
3	The Birmingham Small Arms Company Limited	11.09.2020	GBP	124.35	*	–	*	–	–	–	–	–	–	–	100.00%	
4	BSA Corporation Limited	11.09.2020	GBP	124.35	*	–	*	–	–	–	–	–	–	–	100.00%	
5	TICL Brands (India) Private Limited	25.11.2024	INR	N.A.	0.50	3.65	113.26	109.11	–	105.00	(1.75)	–	(1.75)	–	50.00%	

* Amount less than Rs. 50000

For and on behalf of the Board
CIN No.U34101MH2015PTC265665

Anupam Thareja
DIN No: 01091533
Managing Director

Amarjyoti Barua
DIN No: 09202472
Director

Sitesh Maheshwari
Chief Financial Officer
Membership Number: 077909

Akshata A. Khanolkar
Company Secretary
Membership Number: A29557

Date: 28th April, 2026

Place: Mumbai

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BSA COMPANY LIMITED

Opinion

We have audited the financial statements of BSA Company Limited (the 'company') for the year ended 31 March 2026 which comprise the profit and loss account, the balance sheet, the statement of changes in equity and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The *Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2026 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the directors' report. We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the directors' report and from the requirement to prepare a strategic report.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do So.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

A further description of our responsibilities is available on the Financial Reporting Council's website at: https:// www.frc.org.uk/ auditorsresponsibilities. This description forms part of our auditor's report.

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above and on the Financial Reporting Council's website, to detect material misstatements in respect of irregularities, including fraud.

We obtain and update our understanding of the entity, its activities, its control environment, and likely future developments, including in relation to the legal and regulatory framework applicable and how the entity is complying with that framework. Based on this understanding, we identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. This includes consideration of the risk of acts by the entity that were contrary to applicable laws and regulations, including fraud.

In response to the risk of irregularities and non-compliance with laws and regulations, including fraud, we designed procedures which included:

- Enquiry of management and those charged with governance around actual and potential litigation and claims as well as actual, suspected and alleged fraud;
- Reviewing minutes of meetings of those charged with governance;
- Assessing the extent of compliance with the laws and regulations considered to have a direct material effect on the financial statements or the operations of the company through enquiry and inspection;
- Reviewing financial statement disclosures and testing to supporting documentation to assess compliance with applicable laws and regulations;
- Performing audit work over the risk of management bias and override of controls, including testing of journal entries and other adjustments for appropriateness, evaluating the business rationale of significant transactions outside the normal course of business and reviewing accounting estimates for indicators of potential bias.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non- compliance. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Jon Noble (Senior Statutory Auditor)
For and on behalf of Azets Audit Services,
Statutory Auditor

Chartered Accountants

Third Floor, Gateway House
Tollgate,
Chandlers Ford
Hampshire
SO53 3TG
Date:- 14th April 2026

PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 31 MARCH 2026

	2026	2025
	£	£
Turnover	**9,362,376**	1,683,631
Cost of Sales	**(8,943,649)**	(2,258,976)
Gross Profit/(Loss)	**418,727**	(575,345)
Administrative expenses	**(1,978,301)**	(2,072,041)
Other Operating Income/(expense)	**230,619**	(40,342)
Operating loss	**(1,328,955)**	(2,687,728)
Interest receivable and similar Income	**–**	16
Loss before taxation	**(1,328,955)**	(2,687,712)
Tax on loss	**(31,563)**	82,047
Loss for the financial year	**(1,360,518)**	(2,605,665)

The profit and loss account has been prepared on the basis that all operations are continuing operations.

Mr Susheel Sinha
Director
Date:- 14th April 2026

Company Registration No. 01531594

BALANCE SHEET
AS AT 31 MARCH 2026

	Notes	2026		2025	
		£	£	£	£
Fixed Assets					
Intangible Assets	**4**		**4,665,469**		4,603,772
Tangible assets	**5**		**36,760**		155,796
Investments	**6**		**9**		9
			4,702,238		4,759,577
Current Assets					
Stock	**7**	**384,984**		372,353	
Debtors	**8**	**3,555,060**		888,905	
Cash at bank and in hand		**705,737**		376,133	
		4,645,781		1,637,391	
Creditors: amounts falling due within one year	**9**	**(9,218,293)**		(4,906,724)	
Net current liabilities			**(4,572,512)**		(3,269,333)
Net assets			**129,726**		1,490,244
Capital and reserves					
Called up share capital	**10**		**368,800**		368,800
Share premium account			**7,215,200**		7,215,200
Capital redemption reserve			**60,000**		60,000
Profit and loss reserves			**(7,514,274)**		(6,153,756)
Total equity			**129,726**		1,490,244

These Financials statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements were approved by the board of directors and authorised for issue on 14th April 2026 and are signed on its behalf by:

Mr Susheel Sinha
Director
Date:- 14th April 2026

Company Registration No. 01531594

STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 MARCH 2026

	Share capital	Share premium account	Capital redemption reserve	Profit and Loss reserves	Total
	£	£	£	£	£
Balance at 1 April 2024	368,800	7,215,200	60,000	(3,548,091)	4,095,909
Year ended 31 March 2025:					
Loss and total comprehensive income	–	–	–	(2,605,665)	(2,605,665)
Balance at 31 March 2025	368,800	7,215,200	60,000	(6,153,756)	1,490,244
Year ended 31 March 2026:					
Loss and total comprehensive income	–	–	–	(1,360,518)	(1,360,518)
Balance at 31 March 2026	**368,800**	**7,215,200**	**60,000**	**(7,514,274)**	**129,726**

Mr Susheel Sinha
Director
Date:- 14th April 2026

Company Registration No. 01531594

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2026

1 Accounting Policies

Company information

BSA Company Limited is a private company limited by shares incorporated in England and Wales. The principal place of business is 70A North Street, Whitwick, Leicestershire, LE67 5HA.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared on the historical cost convention. The principal accounting policies adopted are set out below.

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 7 'Statement of Cash Flows': Presentation of a statement of cash flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues': Interest income/expense and net gains/losses for each category of financial instrument; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 33 'Related Party Disclosures': Compensation for key management personnel.

The financial statements of the company are consolidated in the financial statements of Classic Legends Private Limited. These consolidated financial statements are available from its registered office, Mahindra Towers, P.K. Kurne Chowk, Worli, Mumbai - 400018.

1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. In considering this assessment the directors have considered the improved results, the global expansion of the distribution network of the BSA branded motorcycles and the continued development of an electric motorcycle. They have also considered the support from its parent company for further Capital infusion and the expected continuation of the improvement in trading performance in 2027 and beyond. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Turnover

Revenue comprises sales of goods or services provided to customers net of value added tax and other sales taxes, less an appropriate deduction for actual and expected returns and discounts. Revenue is recognised when performance obligations are satisfied and the control of goods or services is transferred to the buyer. Where the performance obligation is satisfied over time, revenue is recognised in accordance with its progress towards complete satisfaction of that performance obligation.

1.4 Research and development expenditure

Research expenditure is written off against profits in the year in which it is incurred. Identifiable development expenditure is capitalised to the extent that the technical, commercial and financial feasibility can be demonstrated.

1.5 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Patents and licences	: Straight line over 15 years
Development Costs - Continuing	: Amortisation deferred

1.6 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Plant and Machinery	Straight Line between 3 and 9 years
Fixtures, fittings & equipment	Straight Line 10 years
Computer equipment	Straight Line 3 years
Motor Vehicles	Straight Line 3 years
Office equipment	Straight Line 4 years

1.7 Fixed asset investments

Interests in subsidiaries are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

A subsidiary is an entity controlled by the company. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

1.8 Borrowing costs related to fixed assets

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

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

1.9 Impairment of fixed assets

Where a reasonable and consistent basis of allocation can be identified, assets are allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

1.10 Stock

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct material and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stock to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at lower of cost and replacement cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.11 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

1.12 Financial instruments

Financial instruments are recognised in the company's statement of financial position when the company becomes party to the contractual provisions of the instrument. The company considers all of its financial assets basic.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities.

Basic financial Liabilities

Basic financial Liabilities, including creditors, and amounts owed to group undertaking are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liability if payments is due within one or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

1.13 Equity Instruments

Equity instruments issued by the company are recorded at the proceeds received, net of transaction costs.

1.14 Taxation

The Tax expense represents the sum of the tax currently payable and deferred tax.

Current Tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes item of Income or expense that are taxable or deductible in other years and it further excludes item that are never taxable or deductible. The compnay's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by reporting end date.

Deferred Tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor accounting profit.

1.15 Employee Benefits

The costs of short term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits

1.16 Retirement Benefits

Payment to defined contribution retirement benefit scheme are charged as an expense as they fall due.

1.17 Leases

As Lessee

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

1.18 Government Grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income on an accrual basis when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability as deferred income.

Government grant income relating to the funding of fixed asset additions is released over the life of the asset in line with the amortisation or depreciation policy of the asset. Unreleased income is recognised as a liability as deferred income.

Grants that are received in respect of expenses already incurred by the entity are recognised in the profit and loss in the period when the grant becomes receivable.

1.19 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

3 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2026 Number	2025 Number
Total	**12**	16

4 Intangible fixed assets

	Patents and licenses	Development costs - continuing	Total
	£	£	£
Cost			
At 1 April 2025	125,400	4,603,772	4,729,172
Additions	–	61,697	61,697
At 31 March 2026	125,400	4,665,469	4,790,869
Amortisation and impairment			
At 1 April 2025 and 31st March 2026	125,400	–	125,400
Carrying amount			
At 31 March 2026	–	4,665,469	4,665,469
At 31 March 2025	–	4,603,772	4,603,772

5 Tangible fixed assets

	Plant and machinery etc	Office equipments	Total
	£	£	£
Cost			
At 1 April 2025	470,181	14,514	484,695
Additions	11,997	–	11,997
Disposals	(194,315)	(11,560)	(205,875)
At 31 March 2026	287,863	2,954	290,817
Depreciation and impairment			
At 1 April 2025	316,266	12,633	328,899
Depreciation charged in the year	50,950	1,373	52,323
Eliminated in respect of disposals	(116,113)	(11,052)	(127,165)
At 31 March 2026	251,103	2,954	254,057
Carrying amount			
At 31 March 2026	36,760	–	36,760
At 31 March 2025	153,915	1,881	155,796

6 Fixed asset investments

	2026	2025
	£	£
Shares in group undertakings and participating interests	**9**	9

7 Stocks

	2026	2025
	£	£
Stocks	**384,984**	372,353

8 Debtors

	2026	2025
Amount falling due within one year:	£	£
Trade debtors	**3,090,420**	440,276
Corporation tax recoverable	**104,385**	–
Other debtors	**360,255**	448,629
	3,555,060	888,905

9 Creditors:

	2026	2025
Amount falling due within one year:	£	£
Trade creditors	108,144	179,351
Amounts owed to group undertakings	6,971,726	2,477,057
Taxation and social security	10,203	21,813
Deferred grant income	1,359,440	1,364,046
Other creditors	3,190	5,333
Accruals and deferred income	765,590	859,124
	9,218,293	4,906,724

10 Called up share Capital

	2026	2025	2026	2025
Ordinary share capital	**Number**	Number	**£**	£
Issued and fully paid Ordinary shares of £1 each	368,800	368,800	368,800	368,800

11 Operating lease commitments

As Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments (excluding VAT) under non-cancellable operating leases, as follows:

	2026	2025
	£	£
Total commitments	**48,046**	477,101

12 Parent company

The immediate parent company is Classic Legends Private Limited, which is a subsidiary of Mahindra & Mahindra Limited.

the following are the parents of the largest and smallest group in which this company's results are considered:

Largest group	Mahindra & Mahindra Limited
Smallest group	Classic Legends Private Limited

The registered office of the above companies is at Mahindra Towers, P.K. Kurne Chowk, Worli, Mumbai - 400018.

Mr Susheel Sinha
Director
Date:- 14th April 2026

Company Registration No. 01531594

Balance Sheet as at 31 March 2026

	2026 £	2025 £
Current Assets		
Cash at Bank and in hand	**1**	1
Net Assets	**1**	1
Issued share capital		
100 Ordinary shares of £ 0.01 each	**1**	1
Total Shareholder funds	**1**	1

STATEMENTS

a. For the year ending 31 March 2026 the company was entitled to exemption under section 480 of the Companies Act 2006 relating to dormant companies.

b. The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006.

c. The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

d. These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

Approved by the Board on 14th April, 2026

And signed on their behalf by:

Rajeev Goyal, Director

BSA CORPORATION LIMITED
REGISTERED NUMBER 01977954

BALANCE SHEET AS AT 31 MARCH 2026

	2026 £	2025 £
Current Assets		
Cash at Bank and in hand	7	7
Net Assets	7	7
Issued share capital		
7 Ordinary shares of £ 1 each	7	7
Total Shareholder funds	7	7

STATEMENTS

a. For the year ending 31 March 2026 the company was entitled to exemption under section 480 of the Companies Act 2006 relating to dormant companies.

b. The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006.

c. The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

d. These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

Approved by the Board on 14th April' 2026

And signed on their behalf by:
Rajeev Goyal, Director

BALANCE SHEET AS AT 31 MARCH 2026

	2026 £	2025 £
Current Assets		
Cash at Bank and in hand	1	1
Net Assets	1	1
Issued share capital		
100 Ordinary shares of £ 0.01 each	1	1
Total Shareholder funds	1	1

STATEMENTS

a. For the year ending 31 March 2026 the company was entitled to exemption under section 480 of the Companies Act 2006 relating to dormant companies.

b. The members have not required the company to obtain an audit in accordance with section 476 of the Companies Act 2006.

c. The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

d. These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

Approved by the Board on 14th April' 2026

And signed on their behalf by:
Rajeev Goyal, Director

INDEPENDENT AUDITOR'S REPORT

To the Members of SML Mahindra Limited (formerly known as SML Isuzu Limited)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of SML Mahindra Limited (formerly known as SML Isuzu Limited) (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matter

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

Revenue recognition	
See Note 23 to financial statements	
The key audit matter	**How the matter was addressed in our audit**
The Company recognises revenue from sale of products upon transfer of control over the goods to the customer, in accordance with the specific terms and conditions of the respective sale contracts. Revenue is a key performance indicator for the Company and its external stakeholders. Consequently, revenue recognition during the year and at the year end has been identified as a key audit matter as there could be an incentive or external pressure to meet expectations resulting in revenue being overstated or recognized before the goods are accepted by the customers.	In view of the significance of the matter we applied the following audit procedures in this area, among others to obtain sufficient appropriate audit evidence: 1. Assessed whether the Company's revenue recognition policies are consistent with the applicable accounting standards. 2. Evaluated the design and implementation and tested the operating effectiveness of relevant key financial controls (including IT application controls) with respect to revenue recognition for sale of products. 3. Performed substantive testing on samples selected using statistical sampling, for revenue transactions recorded during the year by testing underlying documents such as contractual terms to assess performance obligation and basis for revenue recognition, customer order, invoices, gate outward report, third party shipping documents/customer acceptances, subsequent receipts in the bank statements (as applicable) to assess whether revenue is recognized in the relevant period in which control is transferred. 4. Tested, on a sample basis using statistical sampling, revenue transactions recorded in periods before and after the financial year-end to assess revenue was recognised in the appropriate financial year; 5. Compared monthly trend of revenue recognised over historical period to identify any unusual trends; 6. Tested journal entries posted to revenue ledger selected based on specified risk-based criteria to identify unusual items; 7. Assessed the adequacy of disclosures in the financial statements in accordance with the requirements of applicable accounting standards.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

Our opinion on the financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Other Matter

The financial statements of the Company for the year ended 31 March 2025 were audited by the predecessor auditor who had expressed an unmodified opinion on 30 May 2025.

Report on Other Legal and Regulatory Requirements

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

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

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

   b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

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

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

   e. On the basis of the written representations received from the directors as on 01 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f. the modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

   a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its financial statements - Refer Note 31 to the financial statements.

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

   c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

   d (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 51 (a) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 51 (b) to the financial

statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 43 to the financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which have a feature of recording audit trail (edit log) facility.

The feature of recording audit trail (edit log) facility for the accounting software has operated throughout the year except for certain tables relating to financial reporting and masters where the same has been enabled in a phased manner during the year.

For the period where audit trail (edit log) facility was enabled and operated we did not come across any instance of the audit trail feature being tampered with. Additionally, except where the audit trail was not enabled in a prior year, the audit trail has been preserved by the Company as per statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid/ payable by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid/ payable to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP.**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Gaurav Mahajan
Partner
Membership No. 507857
ICAI UDIN: 26507857QRAFBF1017

Place: Mumbai
Date: 20 April 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF SML MAHINDRA LIMITED (FORMERLY KNOWN AS SML ISUZU LIMITED) FOR THE YEAR ENDED 31 MARCH 2026

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

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

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. Discrepancies noticed on such verification were not material and have been appropriately adjusted in the financial statements.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments or provided any guarantee or given any security or advances in the nature of loans to companies, firms, limited liability partnership or any other parties and has not granted loans to companies, firms or limited liability partnership during the year. The Company has granted unsecured loans to other parties in respect of which the requisite information is as below.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans to employees as below:

Particulars	Interest bearing Loans (In ₹ lakhs)	Non-interest bearing Loans (In ₹ lakhs)
Aggregate amount during the year Others (employees of the Company)	2.50	29.03
Balance outstanding as at balance sheet date Others (employees of the Company)	1.66	0.06

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the terms and conditions of the grant of loans during the year are, prima facie, not prejudicial to the interest of the Company. Further, the Company has not made any investment or provided guarantee or given security or granted advances in the nature of loan during the year.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular except certain loans given to employees which are non-interest bearing as per approved policy of the Company. Further, the Company has not given any advance in the nature of loan to any party during the year.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the products manufactured by it and services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited by the Company with the appropriate authorities, though there have been slight delays in a few cases of professional tax and labour welfare fund.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute except as mentioned below:

Name of the statute	Nature of the dues	Amount* (In ₹ lakhs)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
Income-tax Act,1961	Income tax	622.34	FY 2007-08	Punjab and Haryana High Court	–
Income-tax Act,1961	Income tax	157.84	FY 2014-15	Punjab and Haryana High Court	–
Income-tax Act,1961	Income tax	–	FY 2015-16	Commissioner of Income Tax (Appeals)	–
Income-tax Act,1961	Income tax	11.56	FY 2015-16	Commissioner of Income Tax (Appeals)	–
Income-tax Act,1961	Income tax	84.77	FY 2017-18	Assessing Officer	–
Income-tax Act,1961	Income tax	249.73	FY 2017-18	Punjab and Haryana High Court	–
Income-tax Act,1961	Income tax	165.47	FY 2019-20	Commissioner of Income Tax (Appeals)	–
Income-tax Act,1961	Income tax	534.18	FY 2020-21	Commissioner of Income Tax (Appeals)	–
Income-tax Act,1961	Income tax	20.71	FY 2021-22	Commissioner of Income Tax (Appeals)	–
Income-tax Act,1961	Income tax	5.74	FY 2021-22	Tribunal (ITAT)	–
Income-tax Act,1961	Income tax	42.44	FY 2022-23	Dispute Resolution Panel	–
Income-tax Act,1961	Income tax	1.60	FY 2022-23	Commissioner of Income Tax (Appeals)	–
Income-tax Act,1961	Income tax	–	FY 2023-24	Commissioner of Income Tax (Appeals)	–
Central Excise Act, 1944	Duty of Excise	5.70	FY 2005-06	Commissioner (Appeals)	–
Central Excise Act, 1944	Duty of Excise	12.08	October 2007 to June 2017	Customs Excise and Service Tax Appellate Tribunal (CESTAT)	–
The Customs Act, 1962	Custom Duty	0.06	December 2017 to October 2018	Deputy Commissioner of Customs Group - 2K, JNCH Maharashtra	–
Punjab VAT Act, 2005	Value added tax	1.18	FY 2007-08	Deputy Excise and Taxation Commissioner cum Joint Director Enforcement, Patiala	–
The West Bengal Value Added Tax Rules, 2005	Entry tax	0.29	FY 2012-13	West Bengal Commercial Taxes Appellate and Revisional Board, Bench VI	–

Name of the statute	Nature of the dues	Amount* (In ₹ lakhs)	Period to which the amount relates	Forum where dispute is pending	Remarks, if any
A.P. VAT Act, 2005	Value added tax	–	FY 2016-17	Tribunal- Vishakhapatnam- Andhra Pradesh	–
CGST Act, 2017	Goods and Service Tax	–	July 2017 to May 2020	GSTAT, Chandigarh	–
CGST Act, 2017	Goods and Service Tax	157.58	July 2017 to December 2022	Commissioner Appeals, Ludhiana	–
CGST/HGST Act, 2017	Goods and Service Tax	0.40	FY 2018-19	Commissioner Appeals, Faridabad	–
CGST Act, 2017	Goods and Service Tax	6.30	July 2017 to July 22	Commissioner Appeals, Ludhiana	–
Tamilnadu GST Act, 2017	Goods and Service Tax	0.37	FY 2020-21	Assistant Commissioner commercial Tax, Chennai	–

* Net of amounts paid under protest (where applicable)

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) is not applicable.

(f) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(f) is not applicable.

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

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

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

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

(d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has 5 CICs as part of the Group

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

(xviii) There has been resignation of the statutory auditors during the year and there were no issues, objections or concerns raised by the outgoing auditors.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP.**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Gaurav Mahajan
Partner
Membership No. 507857
ICAI UDIN: 26507857QRAFBF1017

Place: Mumbai
Date: 20 April 2026

Annexure B to the Independent Auditor's Report on the financial statements of SML Mahindra Limited (formerly known as SML Isuzu Limited) for the year ended 31 March 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of SML Mahindra Limited (formerly known as SML Isuzu Limited) ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For **B S R & Co. LLP.**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Gaurav Mahajan
Partner
Membership No. 507857
ICAI UDIN: 26507857QRAFBF1017

Place: Mumbai
Date: 20 April 2026

BALANCE SHEET AS AT 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

	Note No.	As at 31 March 2026	As at 31 March 2025
Assets			
Non-current assets			
Property, plant and equipment	3	**29,119.38**	26,344.63
Capital work-in-progress	3	**2,329.54**	4,228.56
Right of use assets	3	**764.07**	456.36
Intangible assets	3	**3,827.35**	5,302.73
Intangible assets under development	3	**2,359.88**	1,720.24
Financial assets			
– Loans	4A	**74.20**	151.01
– Other financial assets	5A	**328.28**	287.72
Income tax assets (net)	6	**264.39**	433.35
Other non-current assets	7	**1,738.45**	687.37
Total non-current assets		**40,805.54**	39,611.97
Current Assets			
Inventories	8	**66,067.45**	57,799.37
Financial assets			
– Trade receivables	9	**27,020.98**	26,525.31
– Cash and cash equivalents	10	**450.85**	310.10
– Bank balances other than cash and cash equivalents	11	**1,619.25**	1,673.48
– Loans	4B	**85.45**	89.51
– Other financial assets	5B	**192.06**	219.83
Other current assets	12	**3,436.29**	3,711.71
Total current assets		**98,872.33**	90,329.31
Total assets		**1,39,677.87**	1,29,941.28
Equity and Liabilities			
Equity			
Equity share capital	13	**1,447.88**	1,447.88
Other equity	14	**50,486.03**	36,818.39
Total equity		**51,933.91**	38,266.27
Liabilities			
Non-current liabilities			
Financial liabilities			
– Borrowings	15A	**1,064.86**	6,255.36
– Lease liabilities	32	**667.74**	249.09
– Other financial liabilities	16A	**1,372.24**	1,232.99
Provisions	18A	**3,340.04**	4,800.74
Deferred tax liabilities (net)	19	**2,051.67**	1,782.38
Other non-current liabilities	20	**276.21**	184.37
Total non-current liabilities		**8,772.76**	14,504.93
Current liabilities			
Financial liabilities			
– Borrowings	15B	**26,950.17**	25,922.61
– Lease liabilities	32	**228.28**	278.25
– Trade payables	21		
(a) total outstanding dues of micro enterprises and small enterprises		**3,621.18**	3,264.70
(b) total outstanding dues of creditors other than micro enterprises and small enterprises		**36,933.37**	33,748.00
– Other financial liabilities	16B	**1,305.65**	2,515.82
Other current liabilities	17	**5,857.88**	7,900.39
Provisions	18B	**4,060.14**	3,310.17
Current tax liabilities (net)	22	**14.53**	230.14
Total current liabilities		**78,971.20**	77,170.08
Total liabilities		**87,743.96**	**91,675.01**
Total equity and liabilities		**1,39,677.87**	**1,29,941.28**
Material accounting policy information	**2**		
Notes to the financial statements	**1-51**		

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm registration number: 101248W/W-100022

Gaurav Mahajan
Partner
Membership Number: 507857

Place: Mumbai
Date: 20 April 2026

For and on behalf of the Board of Directors of SML Mahindra Limited
(Formerly SML Isuzu Limited)

Pushkar Patwardhan
Chief Financial Officer
ACA: 117347

Parvesh Madan
Company Secretary
ACS: 31266

Vinod Kumar Sahay
Executive Chairman
DIN: 07884268

Dr. Venkataraman Srinivas
Executive Director & CEO
DIN: 11163042

Place: Mumbai
Date: 20 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

	Note No.	Year ended 31 March 2026	Year ended 31 March 2025
Income:			
Revenue from operations	23	**2,83,791.74**	2,39,899.28
Other income	24	**832.63**	605.34
Total income		**2,84,624.37**	2,40,504.62
Expenses:			
Cost of materials consumed	25	**2,13,915.89**	1,72,648.34
Purchases of stock-in-trade		**10,004.39**	8,784.91
Changes in inventories of finished goods, work in progress and stock-in-trade	26	**(7,220.26)**	778.76
Employee benefits expense	27	**22,757.84**	20,626.04
Finance costs	28	**2,074.58**	2,987.90
Depreciation and amortisation expense	29	**5,202.78**	4,835.31
Other expenses	30	**16,493.78**	13,605.68
Total expenses		**2,63,229.00**	2,24,266.94
Profit before tax		**21,395.37**	16,237.68
Tax expense:	39		
Current tax		**5,251.10**	331.01
Deferred tax		**169.23**	3,739.23
Income tax expense		**5,420.33**	4,070.24
Profit for the year		**15,975.04**	12,167.44
Other comprehensive income	14		
(i) Items that will not be reclassified to profit or loss			
- Remeasurements of the defined benefit plans		**397.56**	(193.22)
(ii) Income tax related to items that will not be reclassified to profit or loss		**(100.06)**	48.63
Other comprehensive income / (loss) for the year, net of tax		**297.50**	(144.59)
Total comprehensive income for the year		**16,272.54**	12,022.85
Basic and diluted earnings per share in Rupees	33	**110.39**	84.08
(Face value of ₹ 10 per share)			
Material accounting policy information	2		
Notes to the financial statements	1-51		

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm registration number: 101248W/W-100022

Gaurav Mahajan
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Executive Chairman
DIN: 07884268

Dr. Venkataraman Srinivas
Executive Director & CEO
DIN: 11163042

Place: Mumbai
Date: 20 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

A. Equity share capital	Note	Year ended 31 March 2026	Year ended 31 March 2025
Balance at the beginning of the year		**1,447.88**	1,447.88
Balance at the end of the year	13	**1,447.88**	1,447.88

B. Other equity

Particulars	Reserves and Surplus			Total other equity
	Securities premium (refer note 14)	General reserve (refer note 14)	Retained earnings (refer note 14)	
Balance as at 1 April 2025	**7,452.88**	**10,202.51**	**19,163.00**	**36,818.39**
Profit for the year	–	–	**15,975.04**	**15,975.04**
Other comprehensive income, net of tax	–	–	**297.50**	**297.50**
Total comprehensive income for the year	–	–	**16,272.54**	**16,272.54**
Dividend	–	–	**(2,604.90)**	**(2,604.90)**
Balance as at 31 March 2026	**7,452.88**	**10,202.51**	**32,830.64**	**50,486.03**
Balance as at 1 April 2024	**7,452.88**	**10,202.51**	**9,455.61**	**27,111.00**
Profit for the year	–	–	12,167.44	12,167.44
Other comprehensive loss, net of tax	–	–	(144.59)	(144.59)
Total comprehensive income for the year	–	–	**12,022.85**	**12,022.85**
Dividend	–	–	(2,315.46)	(2,315.46)
Balance as at 31 March 2025	**7,452.88**	**10,202.51**	**19,163.00**	**36,818.39**

Description of the nature and purpose of Other Equity:

i. Securities premium represents premium received on equity shares issued, which can be utilised only in accordance with the provisions of the Companies Act, 2013 (the Act) for specified purposes.

ii. Profits from retained earnings are transferred to general reserve from time to time for appropriation purposes. As the general reserve is created by a transfer from one component of equity to another and is not an item of other comprehensive income, items included in the general reserve will not be reclassified subsequently to profit or loss.

iii. Retained earnings represents the profits that the Company has earned till date less any transfer to general reserve, dividends distributed, or other distributions to shareholders. It also includes other comprehensive income / (loss), net of tax, comprising remeasurement of defined benefit plans.

Material accounting policy information	2
Notes to the financial statements	1-51

The accompanying notes form an integral part of the financial statements

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm registration number: 101248W/W-100022

Gaurav Mahajan
Partner
Membership Number: 507857

Place: Mumbai
Date: 20 April 2026

For and on behalf of the Board of Directors of SML Mahindra Limited
(Formerly SML Isuzu Limited)

Pushkar Patwardhan
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Vinod Kumar Sahay
Executive Chairman
DIN: 07884268

Dr. Venkataraman Srinivas
Executive Director & CEO
DIN: 11163042

Place: Mumbai
Date: 20 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

	Year ended 31 March 2026	Year ended 31 March 2025
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	**21,395.37**	16,237.68
Adjustments for:		
Depreciation and amortization expense	**5,202.78**	4,835.31
Unrealised (gain) / loss on foreign exchange fluctuation (net)	**(5.48)**	11.96
Finance costs	**2,074.58**	2,987.90
Interest income	**(361.26)**	(409.84)
Property, plant and equipment written off (net)	**25.45**	57.59
Net (gain) on sale of property, plant and equipment	**(13.92)**	(16.19)
Gain on lease modification	**(0.96)**	(0.22)
Loss allowance for trade receivables	**77.09**	32.02
Provision for inventories written down	**697.31**	102.48
Bad debts / advances written off	**8.40**	15.64
Liabilities / provisions no longer required written back	**(113.99)**	(72.30)
Operating profit before working capital changes	**28,985.37**	23,782.03
Working capital adjustments :		
(Increase) in Trade receivables	**(511.70)**	(9,618.69)
(Increase) / Decrease in Inventories	**(8,965.39)**	71.21
(Increase) in Other non-current and current financial assets	**(25.53)**	(44.19)
Decrease in Other non-current and current loans	**78.67**	28.31
Decrease / (Increase) in Other non-current and current assets	**221.45**	(1,228.01)
Increase in Trade payables	**3,541.85**	3,830.23
(Decrease) in Non-current and current provisions	**(385.26)**	(447.77)
(Decrease) / Increase in Other non-current and current financial liabilities	**(62.43)**	74.00
(Decrease) / Increase in Other non-current and current liabilities	**(1,950.67)**	1,347.42
CASH GENERATED FROM OPERATIONS	**20,926.36**	17,794.54
Less: Income tax paid (net)	**5,307.16**	46.40
NET CASH GENERATED FROM OPERATING ACTIVITIES	**15,619.20**	17,748.14
B. CASH FLOWS FROM INVESTING ACTIVITIES :		
Payment for property, plant and equipment, intangible assets, capital work in progress and intangible assets under development	**(7,033.15)**	(6,198.24)
Proceeds from sale of property, plant and equipment	**22.14**	25.39
Investment in bank deposits (including margin money deposits)	**(502.64)**	(542.28)
Proceeds from maturity of bank deposits (including margin money deposits)	**572.89**	221.51
Movement in unpaid dividend accounts (net)	**(21.01)**	–
Interest income received	**379.01**	399.48
NET CASH (USED IN) INVESTING ACTIVITIES	**(6,582.76)**	(6,094.14)

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

	Year ended 31 March 2026	Year ended 31 March 2025
C. CASH FLOWS FROM FINANCING ACTIVITIES		
Long-term borrowings taken during the year	**2,544.19**	5,809.29
Long-term borrowings repaid during the year	**(5,829.66)**	(2,700.02)
Payment of lease liabilities (Principal)	**(172.44)**	(195.13)
Payment of lease liabilities (Interest)	**(84.68)**	(50.27)
Short-term borrowings (repaid) during the year (net)	**(877.46)**	(12,496.85)
Dividend paid (including payment of unclaimed dividend)	**(2,583.89)**	(2,323.21)
Withdrawal from unpaid dividend accounts (net)	**–**	7.76
Finance costs paid	**(1,891.75)**	(2,877.48)
NET CASH (USED IN) FINANCING ACTIVITIES	**(8,895.69)**	(14,825.91)
Net increase / (decrease) in cash and cash equivalents	**140.75**	(3,171.91)
Cash and cash equivalents at the beginning of the year	**310.10**	3,482.01
Cash and cash equivalents at the end of the year	**450.85**	310.10
Reconciliation to Cash Flow Statement :-		
Components of cash and cash equivalents		
Cash on hand	**–**	0.33
Balances with banks		
- Bank deposits (original maturity of 3 months or less)	**–**	175.00
- Current accounts	**450.85**	134.77
	450.85	310.10

2. The above “Statement of Cash flows” has been prepared as per the Indirect method as set out in Indian Accounting Standard-7, “Statement of Cash Flows”.

3. Refer note 41(b) of financial statements for reconciliation of movements of liabilities to cash flows arising from financing activities.

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm registration number: 101248W/W-100022

Gaurav Mahajan
Partner
Membership Number: 507857

Place: Mumbai
Date: 20 April 2026

For and on behalf of the Board of Directors of SML Mahindra Limited
(Formerly SML Isuzu Limited)

Pushkar Patwardhan
Chief Financial Officer
ACA: 117347

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Company Secretary
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Vinod Kumar Sahay
Executive Chairman
DIN: 07884268

Dr. Venkataraman Srinivas
Executive Director & CEO
DIN: 11163042

Place: Mumbai
Date: 20 April 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

1. Reporting entity

SML Mahindra Limited (Formerly SML Isuzu Limited) ('the Company') is a public Company domiciled in India with its registered office situated at Village: Asron, Distt. Shahid Bhagat Singh Nagar (Nawanshahr), Punjab and its equity shares are listed on the National Stock Exchange (NSE) and the Bombay Stock Exchange (BSE) in India. The Company is primarily engaged in the business of manufacture and sale of Commercial Vehicles and their parts. The Company has its operations primarily in India.

2. Material Accounting Policy information

(a) Basis of preparation

(i) Statement of compliance

These financial statements ("financial statements") have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and, other relevant provisions of the Act.

The financial statements have been prepared as per the requirements of Schedule III (Division II) of the Companies Act, 2013 on accrual and going concern basis.

The financial statements were authorized for issue by the Company's Board of Directors on 20 April 2026.

(ii) Functional and presentation currency

The functional currency of the Company is the Indian Rupee. These financial statements are presented in Indian Rupees. All amounts have been rounded-off to the nearest lakhs, up to two places of decimal, unless otherwise indicated.

(iii) Basis of measurement

The financial statements have been prepared on the historical cost basis, except for the net defined benefit (asset) / liability, which is measured at the fair value of the plan assets less the present value of defined benefits obligations as explained in note 2(e).

(iv) Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each Balance Sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Key sources of estimation uncertainty, critical judgments and assumptions at the date of financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are in respect of the below:

- Note 2 (b) and 3 – Assessment of useful life and residual value of Property, plant and equipment
- Note 2 (c) and 3 – Assessment of useful life of Intangible assets
- Note 2 (d) and 8 – Provision on inventory with respect to cost versus net realisable value
- Note 2 (f), 2 (g), 18 A, 18 B and 31 – Provision for warranties, provision for contingencies, and contingent liabilities
- Note 2 (e), 18 (A), 18 (B) and 37 – measurement of defined benefit obligations: key actuarial assumptions
- Note 2 (o) (ii) – Impairment test of non-financial assets: key assumptions underlying recoverable amounts
- Note 2 (o) (i) - Impairment of financial assets: measurement of expected credit losses
- Note 19 and 2 (1) - recognition of deferred tax asset on unabsorbed losses

(v) Measurement of fair values

A number of the Company's accounting policies and disclosures require measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to measurement of fair values.

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

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

When measuring the fair value of an asset or liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

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

Further information about the assumptions made while measuring fair values is included in note 38 – financial instruments.

(vi) Current / Non-Current classification

The operating cycle is the time between deployment of resources and the realization in cash or cash equivalents of the consideration for such services rendered, the Company's normal operating cycle is twelve months.

(b) Property, plant and equipment ('PPE')

(i) Recognition, measurement and derecognition

Property, plant and equipment (including capital work in progress) are measured at cost, which includes capitalised borrowing costs attributable to the construction or acquisition of qualifying tangible assets up to the date the assets are ready for use, less accumulated depreciation and/ or accumulated impairment losses, if any. The cost of an item of property, plant and equipment shall be recognized as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Cost includes purchase price, non-recoverable taxes and duties, labour cost and direct overheads for self-constructed assets and other direct costs incurred up to the date the asset is ready for its intended use.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in the Statement of Profit and Loss.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(ii) Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the asset can be measured reliably.

(iii) Depreciation

Depreciation is calculated on cost of items of PPE less their estimated residual values over their estimated useful lives using the straight-line method, and is recognised in the Statement of Profit and Loss. Freehold land is measured at historical cost and is not depreciated.

Depreciation on items of PPE is calculated on the basis estimated useful lives as specified below:

Particulars	Management estimate of useful life (Years)	Useful life as per Schedule II of the Companies Act, 2013 (Years)
Buildings	3-60	3-60
Office equipment	2-10	5
Furniture and fixtures	3-10	10
Vehicles	4-10	8-10
Plant and equipment	2-35	15-35
Computers	3-6	3-6

Depreciation method, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of).

(c) Intangible assets

(i) Intangible assets acquired separately:

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

(ii) Internally generated: Research and development

Expenditure on research activities is recognised in the Statement of Profit and Loss as incurred.

Development expenditure towards technical knowhow is capitalised as part of the cost of the resulting intangible asset only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development and to use or sell the asset. Otherwise, it is recognised in the Statement of Profit and Loss as incurred. Subsequent to initial recognition, the asset is measured at cost less accumulated amortisation and/ or any accumulated impairment losses.

(iii) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates and the cost of the asset can be measured reliably. All other expenditure is recognised in the Statement of Profit and Loss as incurred.

(iv) Amortisation

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight-line method, and is included in depreciation and amortisation in the Statement of Profit and Loss.

The estimated useful lives are as follows:

– Software 3-10 years

– Technical know-how 2.5-10 years

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

(v) Derecognition

Intangible assets are derecognised on disposal or when no future economic benefits are expected from their use and disposal.

(d) Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the moving weighted average method, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. In the case of finished goods and work-in-progress, cost includes an appropriate share of fixed production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

The net realisable value of work-in-progress is determined with reference to the selling prices of related finished products. The comparison of cost and NRV is made on an item by item basis.

(e) Employee benefits

Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid e.g., salaries and wages, short term compensated absences and bonus etc., if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the amount of obligation can be estimated reliably.

Post-employment benefits

-Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions and will have no legal or constructive obligation to pay further amounts. The Company makes specified contributions towards these schemes such as Superannuation Fund, Provident Fund and Employee State Insurance. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in the Statement of Profit and Loss in the periods during which the related services are rendered by employees.

-Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. Gratuity is a defined benefit plan. The liability or asset recognised in the balance sheet in respect of gratuity plan is the present value of the defined benefits obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by an actuary using the projected unit credit method.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Remeasurement of the net defined benefit liability i.e. Gratuity, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised in other comprehensive income. The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in the Statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefits that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in the Statement of Profit and Loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Other long-term employee benefits

Compensated absences

The Company's net obligations in respect of long-term employee benefits other than post-employment benefits is the amount of future benefits that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any related assets is deducted. Obligations such as those related to compensated absences are measured on the basis of an annual independent actuarial valuation using the projected unit cost credit method. The employees can carry forward unutilized compensated absences and utilize them in future periods or receive cash in lieu thereof as per the Company's policy. Remeasurement gains or losses are recognised in the Statement of Profit and Loss in the period in which they arise. The obligations are presented as current liabilities in the balance sheet to the extent that the company does not have right to defer the settlement for at least twelve months after the reporting date.

(f) Provisions (other than for employee benefits)

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the expenditure required to settle the present obligation at the balance sheet date. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

Expected future operating losses are not provided for.

Provision for warranties is recognised when the underlying products or services are sold. The provision is based on technical evaluation, historical warranty data and a weighing of all possible outcomes by their associated probabilities. The timing of outflows will vary as and when warranty claim will arise.

(g) Contingent liabilities

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

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

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

(h) Commitments

Commitments include the amount of purchase order / contracts (net of advances) issued to parties for completion of assets. Provisions, contingent liabilities, contingent assets and commitments are reviewed at each reporting date.

(i) Revenue

Sale of goods or services

Revenue from sale of goods is recognised upon satisfaction of the performance obligation which is at a point in time, generally on delivery of the goods, when control of the goods is transferred to customers. Consideration received for services not yet rendered and for which the Company has an obligation to perform is recognised as revenue received in advance and subsequently recognised as revenue in the Statement of Profit and Loss over the period of the contract.

The Company recognises revenue from sale of goods or services at the amount of transaction price (excluding variable consideration that is constrained), that is allocated to the performance obligation satisfied. Transaction price is the amount of consideration to which the Company expects it to be entitled in exchange for transferring goods or services to a customer excluding amounts collected on behalf of third parties.

An amount of consideration can vary because of discounts, rebates, incentives etc. which are explicitly stated in the contract or are as per customary business practices. Any consideration payable to the customer is adjusted to the transaction price, unless it is a payment for a distinct product or service from the customer. The Company includes variable consideration as part of transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved. The transaction price is also adjusted for the effects of the time value of money if the contract includes a significant financing component.

Variable consideration is estimated using the expected value method or the most likely amount depending on which method the Company expects to better predict the amount of consideration to which it will be entitled and is applied consistently throughout the contract.

Royalty income

Revenue from royalty is recognised on accrual basis as per the terms of agreement entered into with the respective parties.

(j) Recognition of interest income or expense

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

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

In calculating interest expense, the effective interest rate is applied to the amortised cost of the liability.

(k) Borrowing costs

Borrowing costs includes interest and other costs (including exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

(l) Income-tax

Income tax comprises current and deferred tax. It is recognised in Statement of Profit and Loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income.

Current tax

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

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

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of the assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax asset is recognised for the carryforward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised. Therefore, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized.

Deferred tax assets – unrecognised or recognised, are reviewed at each reporting date and are recognised / reduced to the extent that it is probable / no longer probable respectively that the related tax benefits will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and deferred tax liabilities are offset only if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authorities.

(m) Leases

As a lessee

The Company's lease asset classes primarily consist of leases for Buildings and Plant and equipment. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use (ROU) asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of 12 months or less (short-term leases) and low value leases. For these short-term and low-value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The ROU assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date. These are subsequently measured at cost less accumulated depreciation and impairment losses. ROU assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The lease liability is initially measured at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates of the Company. Lease liabilities are remeasured with a corresponding adjustment to the related ROU asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

Lease liability and ROU assets have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by-lease basis and thereby assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

(n) Financial Instruments

i) Recognition and initial measurement

Trade receivables are initially recognised at their transaction price. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

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

ii) Classification and subsequent measurement

Financial assets

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

a. Amortised cost; or

b. Fair value through profit and loss ('FVTPL')

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

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

- the asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on de-recognition is recognised in profit or loss.

Financial liabilities: Classification, subsequent measurement and gains and losses

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

iii) De-recognition

Financial assets

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

Financial liabilities

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

iv) Offsetting

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

(o) Impairment

i) Impairment of financial assets

The Company recognises loss allowances for expected credit loss (ECL) on financial assets measured at amortised cost. At each reporting date, the Company assesses whether the credit risk on such financial assets has increased significantly since initial recognition.

The Company measures loss allowances at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition; otherwise, it is measured at an amount equal to 12-month ECL.

With respect to trade receivables, the Company follows the 'simplified approach' and measures the loss allowance at an amount equal to lifetime ECL.

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

ii) Impairment of non-financial assets

The Company's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets that do not generate independent cash inflows are grouped together into cash-generating units (CGUs). Each CGU represents the smallest group of assets that generates cash inflows that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of a CGU (or an individual asset) is the higher of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the CGU (or the asset).

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its estimated recoverable amount. Impairment losses are recognised in statement of profit or loss. Impairment loss recognised in respect of a CGU is allocated to reduce the carrying amounts of the assets of the CGU (or group of CGUs) on a pro rata basis.

An impairment loss in respect of assets for which impairment loss has been recognised in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(p) Operating segments

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company's Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segments and assess their performance.

(q) Cash and cash equivalents

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

(r) Statement of Cash flows

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

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

(s) Earnings per share

Basic earnings per share are calculated by dividing the net profit / (loss) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the year end, except where the results would be anti-dilutive.

(t) Recent accounting pronouncement

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On 13 August 2025, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Second Amendment Rules, 2025, applicable from 1 April 2026, as below:

Ind AS 1 - Presentation of Financial Statements - If a covenant breach occurs on or before the reporting date and the liability becomes payable on demand, it must be classified as current, even if the lender subsequently agrees not to demand repayment. It is classified as current because, at the reporting date, the entity does not have the right to defer settlement for at least 12 months. However, if the lender has already provided—by the reporting date—a grace period extending at least 12 months beyond that date, during which the breach can be rectified and repayment cannot be demanded, the liability is classified as non-current. The Company has evaluated the amendment and does not expect this amendment to have any significant impact in its financial statements.

This amendment is to be applied retrospectively for annual reporting periods beginning on or after 1 April 2026, in accordance with Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors.

Note 3 Property, plant and equipment (PPE) and capital work in progress *

	Freehold land **	Buildings	Plant and equipment	Furniture and fixtures	Office equipment	Vehicles	Computers	Total	Capital work in progress^
GROSS BLOCK									
Balance as at 1 April 2024	48.74	12,842.17	32,813.82	1,330.59	348.36	1,153.76	1,313.05	49,850.49	257.39
Add: Additions during the year	–	450.34	1,758.23	101.30	38.06	189.23	158.47	2,695.63	6,179.74
Less: Disposals	–	41.44	283.86	132.75	17.07	148.41	114.82	738.35	2,208.57
Balance as at 31 March 2025	**48.74**	**13,251.07**	**34,288.19**	**1,299.14**	**369.35**	**1,194.58**	**1,356.70**	**51,807.77**	**4,228.56**
Add: Additions during the year	**–**	**643.17**	**5,112.96**	**121.40**	**60.83**	**70.53**	**141.36**	**6,150.25**	**3,857.11**
Less: Disposals	**–**	**3.60**	**170.34**	**3.33**	**23.58**	**154.37**	**17.58**	**372.80**	**5,756.13**
Balance as at 31 March 2026	**48.74**	**13,890.64**	**39,230.81**	**1,417.21**	**406.60**	**1,110.74**	**1,480.48**	**57,585.22**	**2,329.54**
ACCUMULATED DEPRECIATION									
Balance as at 1 April 2024	–	4,234.16	15,677.33	1,108.11	307.52	860.33	943.64	23,131.09	–
Add: Charge during the year	–	570.36	2,088.53	57.10	16.08	110.18	170.01	3,012.26	–
Less: Disposals	–	11.35	260.80	132.62	17.07	144.10	114.27	680.21	–
Balance as at 31 March 2025	**–**	**4,793.17**	**17,505.06**	**1,032.59**	**306.53**	**826.41**	**999.38**	**25,463.14**	**–**
Add: Charge during the year	**–**	**579.08**	**2,362.77**	**57.92**	**24.80**	**133.49**	**185.97**	**3,344.03**	**–**
Less: Disposals	**–**	**0.68**	**150.19**	**3.27**	**23.46**	**146.15**	**17.58**	**341.33**	**–**
Balance as at 31 March 2026	**–**	**5,371.57**	**19,717.64**	**1,087.24**	**307.87**	**813.75**	**1,167.77**	**28,465.84**	**–**
NET BLOCK									
Balance as at 31 March 2025	48.74	8,457.90	16,783.13	266.55	62.82	368.17	357.32	26,344.63	4,228.56
Balance as at 31 March 2026	**48.74**	**8,519.07**	**19,513.17**	**329.97**	**98.73**	**296.99**	**312.71**	**29,119.38**	**2,329.54**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

Intangible assets

	Softwares – Acquired	Technical know–how – Developed	Total	Intangible assets under development ^
GROSS BLOCK				
Balance as at 1 April 2024	1,085.17	11,493.36	12,578.53	800.79
Add: Additions during the year #	55.58	42.85	98.43	1,017.88
Less: Disposals	–	20.83	20.83	98.43
Balance as at 31 March 2025	**1,140.75**	**11,515.38**	**12,656.13**	**1,720.24**
Add: Additions during the year #	**88.00**	**61.00**	**149.00**	**788.64**
Less: Disposals	**–**	**–**	**–**	**149.00**
Balance as at 31 March 2026	**1,228.75**	**11,576.38**	**12,805.13**	**2,359.88**
ACCUMULATED AMORTISATION				
Balance as at 1 April 2024	774.70	4,973.66	5,748.36	–
Add: Charge during the year	107.87	1,509.36	1,617.23	–
Less: Disposals	–	12.19	12.19	–
Balance as at 31 March 2025	**882.57**	**6,470.83**	**7,353.40**	**–**
Add: Charge during the year	**107.70**	**1,516.68**	**1,624.38**	**–**
Less: Disposals	**–**	**–**	**–**	**–**
Balance as at 31 March 2026	**990.27**	**7,987.51**	**8,977.78**	**–**
NET BLOCK				
Balance as at 31 March 2025	258.18	5,044.55	5,302.73	1,720.24
Balance as at 31 March 2026	**238.49**	**3,588.87**	**3,827.35**	**2,359.88**

Right of use assets

	Buildings	Plant and equipment	Total
GROSS BLOCK			
Balance as at 1 April 2024	819.80	558.48	1,378.28
Add: Additions during the year	112.96	49.69	162.65
Less: Disposals	55.51	23.80	79.31
Balance as at 31 March 2025	**877.25**	**584.37**	**1,461.62**
Add: Additions during the year	**521.30**	**44.01**	**565.31**
Less: Disposals	**767.41**	**–**	**767.41**
Balance as at 31 March 2026	**631.14**	**628.38**	**1,259.52**
ACCUMULATED DEPRECIATION			
Balance as at 1 April 2024	578.13	299.37	877.50
Add: Charge during the year	128.48	77.34	205.82
Less: Disposals	54.26	23.80	78.06
Balance as at 31 March 2025	**652.35**	**352.91**	**1,005.26**
Add: Charge during the year	**164.79**	**69.58**	**234.37**
Less: Disposals	**744.18**	**–**	**744.18**
Balance as at 31 March 2026	**72.96**	**422.49**	**495.45**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

	Buildings	Plant and equipment	Total
NET BLOCK			
Balance as at 31 March 2025	224.90	231.46	456.36
Balance as at 31 March 2026	**558.18**	**205.89**	**764.07**

Notes:

* refer note 15 for information with regard to PPE pledged as security by the Company.

** Title deeds of all immovable properties are held in the name of the Company.

Additions during the year includes capitalised borrowing costs of Rs. 81.43 lakhs (previous year Rs. 77.85 lakhs) in intangible assets under development, with a capitalisation rate of 7.49% (previous year 8.82%).

^ Disposals included in capital work-in-progress / intangible assets under development represents assets capitalised during the year.

Capital work in progress ageing schedule

	Amount in CWIP for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
As at 31 March 2026 *					
Projects in progress **	**2,262.99**	**24.57**	**0.28**	**41.70**	**2,329.54**
As at 31 March 2025 *					
Projects in progress **	4,176.44	9.25	39.56	3.31	4,228.56

Intangible assets under development ageing schedule (IAUD)

	Amount in IAUD for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
As at 31 March 2026 *					
Projects in progress **	**657.34**	**910.87**	**568.58**	**223.09**	**2,359.88**
As at 31 March 2025 *					
Projects in progress **	925.57	571.58	223.09	–	1,720.24

Notes:

* There are no projects whose completion is overdue or has exceeded its cost compared to its original plan as at 31 March 2026 and 31 March 2025.

** Capital work in progress comprises expenditure for buildings under construction, plant and equipments yet to be installed and intangible assets under development mainly consists of new technical knowhow.

Note 4

	As at 31 March 2026	As at 31 March 2025
LOANS *		
(Unsecured considered good unless stated otherwise)		
A. Non-current		
Loan to employees	**74.20**	151.01
	74.20	151.01
B. Current		
Loan and advances to employees	**85.45**	89.51
	85.45	89.51
	159.65	240.52

* The Company's exposure to credit and market risks related to financial assets are disclosed in note 38.

Note 5

	As at 31 March 2026	As at 31 March 2025
OTHER FINANCIAL ASSETS *		
A. Non-current		
Other bank balances:		
– Bank deposits **	**184.53**	118.41
Bank deposits held as margin money ^	**–**	64.95
Earmarked balances with banks #	**3.83**	–
Interest accrued but not due on bank deposits	**4.93**	5.84
Security deposits	**134.99**	98.52
	328.28	287.72

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

	As at 31 March 2026	As at 31 March 2025
B. Current		
Interest accrued but not due on deposits	**21.00**	37.84
Royalty income receivable	**69.26**	52.11
Export incentive receivable	**64.45**	76.05
Security deposits	**37.35**	53.83
	192.06	219.83
	520.34	507.55

* The Company's exposure to credit and market risks related to financial assets are disclosed in note 38.

These balances are earmarked to meet certain employee related contingencies and not freely usable.

^ These balances are held as margin money against bank guarantees.

** includes restricted bank deposits amounting to Rs. 184.53 lakhs (previous year Rs. 117.41 lakhs) held as security in relation to interest and repayment of bank borrowings and Nil (previous year Rs. 1 lakh) held as security against overdraft account.

Note 6

	As at 31 March 2026	As at 31 March 2025
INCOME TAX ASSETS (NET)		
Advance income-tax and tax deducted at source (net of provision for income tax)	**264.39**	433.35
	264.39	433.35

Note 7

	As at 31 March 2026	As at 31 March 2025
OTHER NON-CURRENT ASSETS		
(Unsecured considered good unless stated otherwise)		
Balance with government authorities	**–**	13.91
Capital advances	**1,428.75**	436.48
Prepaid expenses and other advances	**58.71**	86.53
Amount paid under protest to government authorities		
– Income tax	**128.59**	119.17
– Sales tax/VAT/GST		
Considered good	**121.06**	29.94
Considered doubtful	**181.53**	–
Less: Allowance for doubtful advances	**181.53**	–
	121.06	29.94
– Excise duty	**1.34**	1.34
	1,738.45	687.37

Note 8

	As at 31 March 2026	As at 31 March 2025
INVENTORIES **		
(valued at cost or net realisable value, whichever is lower)		
Raw materials *	**15,090.91**	14,154.47
Work-in-progress	**15,688.64**	8,239.08
Finished goods (vehicles) *	**34,222.16**	34,306.11
Stock-in-trade (spare parts) *	**721.70**	867.05
Stores and spares *	**325.90**	218.39
Loose tools *	**18.14**	14.27
	66,067.45	57,799.37
* Includes goods / stock-in-transit:		
– Raw materials	**1,467.77**	1,386.30
– Finished goods (vehicles)	**5,333.78**	7,595.78
– Stock-in-trade (spare parts)	**58.48**	38.70
– Stores and spares	**1.49**	3.89
– Loose tools	**0.32**	2.20

** For disclosure relating to hypothecation of inventory, refer to note 15 B

Note:

The net inventory written down during the year amounted to Rs. 697.31 lakhs (previous year Rs. 102.48 lakhs)

Note 9

	As at 31 March 2026	As at 31 March 2025
TRADE RECEIVABLES * #		
Trade receivables considered good - secured	**531.47**	539.25
Trade receivables considered good - unsecured	**26,603.01**	26,022.96
Trade receivables - credit impaired	**196.03**	196.03
	27,330.51	26,758.24
Less: Allowance for expected credit losses	**309.53**	232.93
	27,020.98	26,525.31

* The Company's exposure to credit and market risks related to financial assets are disclosed in note 38.

Trade receivables is part of contract balances as per Ind AS 115. These are non-interest bearing and are generally on terms of 7 to 90 days [refer credit risk note 38 (A) (II)].

Trade receivables ageing schedule

			Outstanding for following periods from due date of payment					
Particulars	**Unbilled dues**	**Not Due**	**Less than 6 months**	**6 months to 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
As at 31 March 2026								
(i) Undisputed trade receivables — considered good	**–**	**20,426.09**	**6,639.95**	**3.33**	**34.66**	**30.45**	**–**	**27,134.48**
(ii) Disputed trade Receivables — credit impaired	**–**	**–**	**–**	**–**	**–**	**–**	**196.03**	**196.03**
Sub total	**–**	**20,426.09**	**6,639.95**	**3.33**	**34.66**	**30.45**	**196.03**	**27,330.51**
Less: Allowance for expected credit losses								**309.53**
Total								**27,020.98**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	Unbilled dues	Not Due	Outstanding for following periods from due date of payment: Less than 6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	Total
As at 31 March 2025								
(i) Undisputed trade receivables — considered good	–	20,518.48	5,140.05	846.95	30.45	26.28	–	26,562.21
(ii) Disputed trade Receivables — credit impaired	–	–	–	–	–	–	196.03	196.03
Sub total	**–**	**20,518.48**	**5,140.05**	**846.95**	**30.45**	**26.28**	**196.03**	**26,758.24**
Less: Allowance for expected credit losses								232.93
Total								**26,525.31**

Note 10

	As at 31 March 2026	As at 31 March 2025
CASH AND CASH EQUIVALENTS *		
Balances with banks		
– in deposit accounts (original maturity of three months or less)	**–**	175.00
– in current accounts	**450.85**	134.77
Cash on hand	**–**	0.33
	450.85	310.10

* The Company's exposure to credit and market risks related to financial assets are disclosed in note 38.

Note 11

	As at 31 March 2026	As at 31 March 2025
BANK BALANCES OTHER THAN CASH AND CASH EQUIVALENTS *		
Bank deposits **	**213.31**	357.37
Balance in unpaid dividend accounts	**49.90**	28.89
Bank deposits held as margin money ^	**1,318.07**	1,247.63
Earmarked balances with banks #	**37.97**	39.59
	1,619.25	1,673.48

* The Company's exposure to credit and market risks related to financial assets are disclosed in note 38.

These balances are earmarked to meet certain employee related contingencies and not freely usable.

^ These balances are held as margin money against bank guarantees [also refer footnote *** (i) to note 18].

** includes restricted bank deposits amounting to Rs. 213.06 lakhs (previous year Rs. 357.37 lakhs) held as security in relation to interest and repayment of bank borrowings and Rs. 0.25 lakhs (previous year Nil) held as security with Consumer Disputes Redressal Commission.

Note 12

	As at 31 March 2026	As at 31 March 2025
OTHER CURRENT ASSETS		
(Unsecured considered good unless stated otherwise)		
Balance with government authorities	**2,620.60**	3,081.13
Advances for supply of goods	**243.14**	147.14
Prepaid expenses and other advances *	**572.55**	483.44
	3,436.29	3,711.71

* includes an amount of Rs. 49.81 lakhs representing excess spent of Corporate Social Responsibility as at 31 March 2026.

Note 13

	As at 31 March 2026	As at 31 March 2025
EQUITY SHARE CAPITAL		
1. Details of share capital		
	Amount	**Amount**
Authorised		
4,00,00,000 Equity shares of Rs. 10 each (Previous year 4,00,00,000 Equity shares of Rs. 10 each)	**4,000.00**	4,000.00
	4,000.00	4,000.00
Issued, subscribed and paid up		
1,44,71,646 Equity shares of Rs. 10 each fully paid up (previous year 1,44,71,646 Equity shares of Rs. 10 each fully paid up) *	**1,447.17**	1,447.17
Forfeited equity shares of Rs.10 each	**0.71**	**0.71**
	1,447.88	1,447.88

*Includes 100 (previous year 100) equity shares of Rs.10 each, fully paid up, held by a non resident indian ('NRI') for which approval from the Reserve Bank of India is pending.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

2. Rights, preferences and restrictions attached to the equity shares :-

The Company has a single class of equity shares. Accordingly, all equity shares rank equally with regard to dividends and share in the Company's residual assets. The equity shares are entitled to receive dividend as declared from time to time. The voting rights of an equity shareholder on a poll (not on show of hands) are in proportion to its share of the paid-up equity capital of the Company. Voting rights cannot be exercised in respect of shares on which any call or other sums presently payable have not been paid. Failure to pay any amount called up on shares may lead to forfeiture of the shares. On winding up of the Company, the holders of equity shares will be entitled to receive the residual assets of the Company, remaining after distribution of all preferential amounts, if any, in proportion to the number of equity shares held.

3. Details of shares held by Holding Company / and their subsidiaries:

	As at 31 March 2026	As at 31 March 2025
	No. of shares	No. of shares
Mahindra & Mahindra Limited	**85,33,726**	–

4. Reconciliation of the shares outstanding at the beginning and at the end of the year

	As at 31 March 2026		As at 31 March 2025	
Particulars	**No. of shares**	**Amount**	No. of shares	Amount
Balance at the beginning and at the end of the year	**1,44,71,646**	**1,447.17**	1,44,71,646	1,447.17

5. Details of promoters shareholding

Shares held by promoters at the end of the year

Promoter name	**No. of shares held**	**% of total shares**	**% Change during the year**
31 March 2026			
1. Mahindra & Mahindra Limited	**85,33,726**	**58.97%**	**58.97%**
31 March 2025			
1. Sumitomo Corporation, Japan	63,62,306	43.96%	(43.96%)

6. Details of shareholders holding more than 5% shares in the Company

	As at 31 March 2026		As at 31 March 2025	
Name of shareholders	**No. of shares**	**% of equity shares held**	No. of shares	% of equity shares held
Mahindra & Mahindra Limited	**85,33,726**	**58.97%**	–	–
Sumitomo Corporation, Japan	**–**	**–**	63,62,306	43.96%
Isuzu Motors Limited	**–**	**–**	21,70,747	15.00%
Navodya Enterprises (Sachin Bansal and Vivek Bansal partner of Navodya Enterprises) [refer note below]	**–**	**–**	13,29,000	9.18%
SPV Traders (Sachin Bansal - partner of SPV Traders) [refer note below]	**–**	**–**	9,31,000	6.43%

Note: As per the declaration submitted by Navodya Enterprises under SEBI (SAST) Regulations, 2011 :

i) As on 31st March 2026, Navodya Enterprises (Acquirer) along with Person Acting in Concert (PAC) - SPV Traders, Anandam Enterprises, Sapna Gupta and Sachin Bansal, holds 18,15,639 shares (12.5462%).

ii) As on 31st March 2025, Navodya Enterprises (Acquirer) along with Person Acting in Concert (PAC) - SPV Traders, Anandam Enterprises, Sapna Gupta and Sachin Bansal, held 29,15,100 shares (20.1435%).

7. Shares reserved for issue and details of shares allotted in the last five years:

There are no shares reserved for issue under options and contracts/commitments. Further, there are no shares that have been allotted during last 5 years pursuant to a contract without payment being received in cash, or by way of bonus shares or shares bought back.

Note 14

	As at 31 March 2026	As at 31 March 2025
OTHER EQUITY		
i. Securities premium		
Balance at the beginning of the year	**7,452.88**	7,452.88
Add: Movement during the year	**–**	–
Balance at the end of the year	**7,452.88**	7,452.88
ii. General reserve		
Balance at the beginning of the year	**10,202.51**	10,202.51
Add : Amount transferred from surplus	**–**	–
Balance at the end of the year	**10,202.51**	10,202.51
iii. Retained earnings		
Balance at the beginning of the year	**19,163.00**	9,455.61
Add: Profit for the year	**15,975.04**	12,167.44
Add: Other comprehensive income/ (loss), net of tax	**297.50**	(144.59)
Less: Dividend	**2,604.90**	2,315.46
Balance at the end of the year	**32,830.64**	19,163.00

Note 15

	As at 31 March 2026	As at 31 March 2025
BORROWINGS *		
A. Non-current		
Term loan		
– From banks - secured **	**6,388.07**	9,673.54
Less: Current maturities of term loan [refer note 15(B)]	**(5,323.21)**	(3,418.18)
	1,064.86	6,255.36

* The Company's exposure to liquidity and market risks related to financial liabilities are disclosed in note 38.

** includes the following:-

(i) outstanding term loan - 1 of Nil (previous year Rs. 300 lakhs), carrying variable interest rate of 1 year MCLR + 0.10%, repayable in quarterly instalments commencing from 31 December 2022 and ending on 31 December 2025. The lender has exclusive charge on the fixed assets of the Company which are created through this term loan. The lender also has negative lien on fixed assets of the Company (excluding fixed assets exclusively charged for this loan).

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

(ii) outstanding term loan - 2 of Nil (previous year Rs. 45.70 lakhs), carrying variable interest rate of 1 month MCLR + 0.15% / 3 months MCLR + 0.25%, repayable in monthly instalments commencing from 5 August 2022 and ending on 5 April 2025. The lender has exclusive charge on movable fixed assets (Plant and Machinery) of the project.

(iii) outstanding term loan - 3 of Rs. 2,281 lakhs (previous year Rs. 3,531 lakhs), carrying variable interest rate of 3 months T bill rate + 1.72% for disbursements upto 30 April 2023 and 3 months T bill rate + 1.97% for disbursements from 1 May 2023 onwards, repayable in quarterly instalments commencing from 1 April 2024 and ending on 1 January 2028. The lender has first charge on movable fixed assets of the Company, giving a minimum cover of 1.25 times of the loan amount (excluding those movable fixed assets which are exclusively charged to other lenders).

(iv) outstanding term loan - 4 of Rs. 670 lakhs (previous year Rs. 1,334 lakhs), carrying variable interest rate of 1 year MCLR + 0.10%, repayable in quarterly instalments commencing from 31 March 2025 and ending on 31 March 2027. The lender has exclusive charge on the fixed assets of the Company which are created through this term loan specifically. The lender also has negative lien on fixed assets of the Company (excluding fixed assets exclusively charged for this loan).

(v) outstanding term loan - 5 of Rs. 3,201 lakhs (previous year Rs. 3,200 lakhs), carrying variable interest rate of based on Repo rate ranging 7.25% to 8.25% (previous year 8.25% to 8.50%), repayable in quarterly instalments commencing from 30 September 2025 and ending on 30 June 2028. The lender has first exclusive charge on the fixed assets of the Company being funded from the term loan of Axis bank. The lender also has negative lien on fixed assets of the Company (excluding fixed assets exclusively charged for this loan).

(vi) outstanding working capital term loan of Nil (previous year Rs. 1,000 lakhs), carrying variable interest rate of 1 month MCLR without spread at 8.35%, repayable in ten quarterly instalments commencing from 20 August 2025 and ending on 20 November 2027. The lender has equitable mortgage (first and exclusive) of Industrial Unit (Land and Building) located at village Asron, Shahid Bhagat Singh Nagar, Punjab.

(vii) outstanding term loans for vehicles Rs. 112.53 lakhs (previous year Rs. 158.54 lakhs), carrying fixed interest rate ranging from 8.75% to 9.50% per annum (previous year 8.75% to 9.50% per annum), repayable in monthly instalments commencing from 10 April 2023 and ending on 5 March 2029. The lender has exclusive charge on vehicle financed by such loan.

(viii) outstanding term loans for vehicles Rs. 123.54 lakhs (previous year Rs. 104.31 lakhs), carrying floating interest rate (Repo rate+Spread) presently ranging from 8.50% to 8.85% (previous year 8.80% to 8.85%), repayable in monthly instalments commencing from 15 August 2024 and ending on 15 March 2030. The lender has exclusive charge on vehicle financed by such loan.

	As at 31 March 2026	As at 31 March 2025
B. Current		
Loans repayable on demand		
Cash credit from banks - secured (i) *	**5,125.78**	3.17
Other loans from banks - secured (ii) *	**16,500.00**	18,750.00
Other loans from banks - unsecured (iii)	**1.18**	3,751.26
Current maturities of term loan [refer to note 15(A)]	**5,323.21**	3,418.18
	26,950.17	25,922.61

(i) The cash credit limits sanctioned by the bankers are secured by a parri passu charge on the Company's current assets. These carry floating interest rate ranging from 8.50% to 9.20% per annum during 2025-26 (previous year 9.10% to 9.25% per annum).

(ii) Other loans from banks – secured represents working capital demand loan taken from various banks, secured by parri passu charge or first pari-passu charge on current assets of the Company. These carry an interest rate ranging from 6.40% to 8.55% per annum (previous year 7.85% to 8.58% per annum).

(iii) Other loans from banks – unsecured represents working capital demand loan, working capital loan and credit card facility taken from various banks. These loans carry an interest rate ranging from 6.80% to 7.53% per annum (previous year 7.97% to 8.22% per annum).

* The Company has borrowings from banks on the basis of security of current assets and quarterly returns or statements of current assets filed by the Company with banks are in agreement with the books of accounts.

Note 16

	As at 31 March 2026	As at 31 March 2025
OTHER FINANCIAL LIABILITIES *		
A. Non-current		
Security deposits from dealers	**1,372.24**	1,232.99
	1,372.24	1,232.99
B. Current		
Capital creditors^	**553.37**	1,552.18
Unpaid dividends	**49.90**	28.89
Interest accrued but not due on borrowings	**49.53**	73.21
Payable to employees	**459.90**	644.83
Payable to non-executive directors (refer note 36)	**55.96**	87.50
Security deposit from others	**136.99**	129.21
	1,305.65	2,515.82

* The Company's exposure to liquidity and market risks related to financial liabilities are disclosed in note 38.

^ For disclosures relating to Micro Enterprises and Small Enterprises, refer to note 21

Note 17

	As at 31 March 2026	As at 31 March 2025
OTHER CURRENT LIABILITIES		
Advance from customers	**3,813.51**	3,366.16
Revenue received in advance	**452.03**	358.85
Statutory dues	**1,592.34**	4,175.38
	5,857.88	7,900.39

CONTRACT BALANCES *

Contract liability comprises of consideration received from customers against which goods/services are yet to be provided, is disclosed as under:

	As at 31 March 2026	As at 31 March 2025
Advance from customers	**3,813.51**	3,366.16
Revenue received in advance (current)	**452.03**	358.85
Revenue received in advance (non-current) [refer note 20]	**276.21**	184.37
	4,541.75	3,909.38

* During the year, the Company recognised revenue of Rs. 3,270.54 lakhs (previous year Rs. 2,042.20 lakhs) and adjusted Rs. 95.62 lakhs (previous year Rs. 67.82 lakhs), relating to advance from customers, against dealer claims. Further, Rs. 358.85 lakhs (previous year Rs. 341.61 lakhs) was recognised from revenue received in advance included within contract liabilities at the beginning of the year. The closing balance of contract liabilities as at the year end, comprising revenue received in advance and advances from customers, will be recognised as revenue over a period of one to three years.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

Note 18

	As at 31 March 2026	As at 31 March 2025
PROVISIONS		
A. Non-current		
Provisions for employee benefits (refer note 37)		
Gratuity	**787.40**	752.46
Compensated absences	**1,472.64**	3,209.62
	2,260.04	3,962.08
Other provisions		
Provision for warranties*	**1,080.00**	838.66
	3,340.04	4,800.74
B. Current		
Provisions for employee benefits (refer note 37)		
Gratuity	**–**	–
Compensated absences	**912.84**	547.75
Superannuation	**95.30**	84.46
	1,008.14	632.21
Other provisions		
Provision for warranties*	**1,803.42**	1,372.95
Provision for liquidated damages**	**4.26**	18.07
Provision for contingencies ***	**1,244.32**	1,286.94
	3,052.00	2,677.96
	4,060.14	3,310.17

Movement of other provisions

Particulars	Warranties*	Liquidated Damages**	Contingencies***
Balance as on 1 April 2024	1,798.87	24.08	1,275.06
Add: Accrued / (reversed) during the year [net] #	1,086.73	3.32	11.88
Less: Amount utilized during the year	720.44	9.33	–
Add: Unwinding of discount	46.45	–	–
Balance as on 31 March 2025	**2,211.61**	**18.07**	**1,286.94**
Add: Accrued / (reversed) during the year [net] #	**1,359.22**	**31.54**	**(32.62)**
Less: Amount utilized during the year	**757.32**	**45.34**	**10.00**
Add: Unwinding of discount	**69.91**	**–**	**–**
Balance as on 31 March 2026	**2,883.42**	**4.26**	**1,244.32**

net of reversal of unutilised provisions during the year for warranty Rs. 7.89 lakhs (previous year Rs. 6.50 lakhs), liquidated damages Rs.5.75 lakhs (previous year Rs.6.77 lakhs) and contingencies Rs. 32.62 lakhs (previous year Nil).

* The Company is liable towards warranty claims made by end users of its products. The year-end provision is based on its estimate of past experience regarding failure trends of products and costs of repair or replacement. It is estimated that the provision would be fully utilised over the warranty period, which range from two to five years.

** Represents provision for liquidated damages as per the contracts entered with the customers and expected to be utilised within one year from the reporting date.

*** Represents provision for contingencies pertaining to estimated outflow in respect of litigations and disputes. While the timing and amount of cash outflows is determinable only on occurrence of future uncertain events, the Company expects outflow within one year from the reporting date. It includes:

(i) contingencies pertaining to arbitration award received by the company amounting to Rs. 1,152.44 lakhs. In September 2010, the Company had initiated arbitration proceedings against the Delhi Metro Railway Corporation (DMRC) seeking compensation for losses due to cancellation of a contract. The Company had won an arbitral award in August 2014 allowing claims of Rs. 1,152.44 lakhs which was challenged by DMRC before Hon'ble High Court of Delhi ('High Court'). During the year ended 31 March 2024, the Company had filed an Execution Petition before High Court for enforcement of Arbitration Award and High Court directed the release of the said amount to the Company, subject to satisfaction of the Registrar General on submission of security. The amount of Rs. 1,152.44 lakhs was released to the Company on 30 March 2024, upon furnishing bank guarantee. The management is expecting a favorable outcome based on the evaluation of the case. As the case filed by DMRC is presently sub-judice and bank guarantee had been furnished, the management recorded a provision for contingencies of Rs. 1,152.44 lakhs in the financial statements during the year ended 31 March 2024.

(ii) contingencies pertaining to sales tax and consumer court case amounting to Rs. 91.88 lakhs (previous year Rs. 134.50 lakhs).

Note 19

	As at 31 March 2026	As at 31 March 2025
DEFERRED TAX ASSETS (NET) *		
Deferred tax liabilities	**3,301.14**	3,332.44
Deferred tax assets	**(1,249.47)**	(1,550.06)
	2,051.67	1,782.38

* Refer note 39 for details of deferred tax liabilities and assets

Note 20

	As at 31 March 2026	As at 31 March 2025
OTHER NON-CURRENT LIABILITIES		
Revenue received in advance (refer note 17)	**276.21**	184.37
	276.21	184.37

Note 21

	As at 31 March 2026	As at 31 March 2025
TRADE PAYABLES * #		
Total outstanding dues of micro enterprises and small enterprises	**3,621.18**	3,264.70
Total outstanding dues of creditors other than micro enterprises and small enterprises **	**36,933.37**	33,748.00
	40,554.55	37,012.70

* The Company's exposure to liquidity and market risks related to financial liabilities are disclosed in note 38.

** includes Rs. 210.14 lakhs (previous year Rs. 9.70 lakhs) payable to related parties (refer note 36).

The Ministry of Micro, Small and Medium Enterprises has issued an Office Memorandum dated 26 August 2008 which recommends that the Micro and Small Enterprises should mention in their correspondences with its customers the Entrepreneurs Memorandum Number as allocated after filing of the Memorandum. Accordingly, the disclosure in respect of amounts payable to such enterprises as at the year end has been made in the financial statements based on information available with the Company as under :

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) The amounts remaining unpaid to micro enterprises and small enterprises as at the end of the year		
– Principal ^	**3,911.31**	3,338.93
– Interest	**0.46**	
(b) The amount of interest paid by the buyer as per the Micro Small and Medium Enterprises Development Act, 2006	**–**	–
(c) The amounts of the payments made to micro enterprises and small enterprises beyond the appointed day during each accounting year	**–**	–
(d) The amount of interest due and payable for the period (where the principal has been paid but interest under the Micro Small and Medium Enterprises Development Act, 2006 not paid)	**0.46**	–
(e) The amount of interest accrued and remaining unpaid at the end of each accounting year	**0.46**	–
(f) The amount of further interest due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under the Micro, Small and Medium Enterprises Development Act, 2006	**0.46**	–

^ includes Rs. 290.59 lakhs (previous year Rs. 74.23 lakhs) pertaining to capital creditors (refer note 16 B)

Ageing of trade payables

Particulars	Unbilled dues *	Not Due	Outstanding for following periods from due date of payment: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at 31 March 2026							
(i) MSME	**449.26**	**3,168.82**	**–**	**–**	**–**	**–**	**3,618.08**
(ii) Others	**5,250.84**	**22,613.75**	**8,970.48**	**46.74**	**10.64**	**40.92**	**36,933.37**
(iii) Disputed dues – MSME	**0.27**	**–**	**2.83**	**–**	**–**	**–**	**3.10**
Total	**5,700.37**	**25,782.57**	**8,973.31**	**46.74**	**10.64**	**40.92**	**40,554.55**
As at 31 March 2025 #							
(i) MSME	17.89	3,246.81	–	–	–	–	3,264.70
(ii) Others	2,634.87	22,917.70	8,065.89	50.87	64.12	14.55	33,748.00
Total	**2,652.76**	**26,164.51**	**8,065.89**	**50.87**	**64.12**	**14.55**	**37,012.70**

* includes dues recognised on account of provisions at the year end.

there are no disputed trade payables as at 31 March 2025.

Note 22

	As at 31 March 2026	As at 31 March 2025
CURRENT TAX LIABILITIES (NET)		
Provision for income tax (net of advance tax and tax deducted at source)	**14.53**	230.14
	14.53	230.14

Note 23

	Year ended 31 March 2026	Year ended 31 March 2025
REVENUE FROM OPERATIONS *		
Sale of products (Recognised at a point in time)		
Finished goods - vehicles	**2,65,705.45**	2,24,402.26
Traded goods - spare parts	**15,761.68**	13,467.34
Rendering of services (Recognised over a period of time)	**426.74**	–
	2,81,893.87	2,37,869.60
Other operating revenues ^		
Sale of scrap	**1,068.36**	914.86
Rendering of services (Recognised over a period of time)	**–**	388.61
Export incentives	**258.16**	169.94
Royalty	**571.35**	483.97
Liabilities/provisions no longer required written back	**–**	72.30
	1,897.87	2,029.68
	2,83,791.74	2,39,899.28

* For disaggregation of revenue, refer to note 34.

^ Other operating revenues have been recognised at a point in time for the year ended 31 March 2026 and 31 March 2025, except revenue from rendering of services which is recognised over a period of time.

Reconciliation of revenue recognised with contract price:

Contracted price	**286,066.10**	241,279.20
Less: Adjustment on account of incentives and discounts	**4,172.23**	3,409.60
Revenue from contract with customers	**281,893.87**	237,869.60

Note 24

	Year ended 31 March 2026	Year ended 31 March 2025
OTHER INCOME		
Interest income on		
Bank deposits carried at amortised cost	**127.51**	136.88
Refund of income tax	**34.42**	18.48
Others *	**199.33**	254.48
Net gain on sale of property, plant and equipment	**13.92**	16.19
Exchange gain on foreign exchange fluctuations (net)	**155.09**	93.83

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

	Year ended 31 March 2026	Year ended 31 March 2025
Liabilities/provisions no longer required written back	**113.99**	–
Miscellaneous	**188.37**	85.48
	832.63	605.34

* includes interest recovered from dealers Rs. 178.50 lakhs (previous year Rs. 229.07 lakhs)

Note 25

	Year ended 31 March 2026	Year ended 31 March 2025
COST OF MATERIALS CONSUMED		
Inventory of materials at the beginning of the year	**14,154.47**	13,538.79
Add: Purchase of materials	**2,14,852.33**	1,73,264.02
	2,29,006.80	1,86,802.81
Inventory of materials at the end of the year	**15,090.91**	14,154.47
	2,13,915.89	1,72,648.34

Note 26

	Year ended 31 March 2026	Year ended 31 March 2025
CHANGES IN INVENTORY OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK IN TRADE		
Opening stock		
– Finished goods (Vehicles)	**34,306.11**	37,441.96
– Stock-in-trade (Spare parts)	**867.05**	881.57
– Work-in-progress	**8,239.08**	5,867.47
	43,412.24	44,191.00
Less : Closing stock		
– Finished goods (Vehicles)	**34,222.16**	34,306.11
– Stock-in-trade (Spare parts)	**721.70**	867.05
– Work-in-progress	**15,688.64**	8,239.08
	50,632.50	43,412.24
	(7,220.26)	778.76

Note 27

	Year ended 31 March 2026	Year ended 31 March 2025
EMPLOYEE BENEFITS EXPENSE		
Salaries and wages, including bonus	**18,524.72**	17,271.76
Contribution to provident and other funds (refer note 37)	**2,546.89**	1,800.66
Staff welfare expenses	**1,686.23**	1,553.62
	22,757.84	20,626.04

Note 28

	Year ended 31 March 2026	Year ended 31 March 2025
FINANCE COSTS		
Interest expense on		
Financial liabilities measured at amortised cost	**1,745.49**	2,682.60
Others *	**101.07**	89.53
Interest on defined benefit liability / asset (net)	**51.92**	60.24
Interest on lease liabilities	**84.68**	50.27
Unwinding of discount on warranty provisions	**69.91**	46.45
Other borrowing costs	**21.51**	58.81
	2,074.58	2,987.90

* includes interest on security deposits from dealers Rs. 79.51 lakhs (previous year Rs. 81.80 lakhs)

Note 29

	Year ended 31 March 2026	Year ended 31 March 2025
DEPRECIATION AND AMORTISATION EXPENSE		
Depreciation of property, plant and equipment (refer note 3)	**3,344.03**	3,012.26
Depreciation of right of use assets (refer note 3)	**234.37**	205.82
Amortisation of intangible assets (refer note 3)	**1,624.38**	1,617.23
	5,202.78	4,835.31

Note 30

	Year ended 31 March 2026	Year ended 31 March 2025
OTHER EXPENSES		
Consumption of stores and spares and loose tools	**589.15**	553.07
Repairs and maintenance:		
– Plant and machinery	**562.16**	440.47
– Buildings	**107.10**	277.82
– Others	**448.08**	274.30
Power and fuel	**1,248.41**	874.27
Rent (refer note 32)	**117.06**	94.69
Rates and taxes	**256.81**	400.93
Legal and professional	**280.06**	200.84
Auditor's remuneration:		
Statutory audit	**32.00**	24.20
Tax audit	**5.25**	3.75
Limited review	**28.00**	36.00
Other services	**2.65**	1.50
Reimbursement of expenses	**2.88**	4.38
Insurance	**396.68**	234.81

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

	Year ended 31 March 2026	Year ended 31 March 2025
Printing, stationery and other communication	**135.34**	130.26
Travelling and conveyance	**957.11**	887.33
Loss allowance for trade receivables	**77.09**	32.02
Packing and freight outward	**7,412.41**	5,895.56
Warranty	**1,359.22**	1,086.73
Other selling and distribution expenses	**1,207.86**	969.99
Testing and homologation	**443.48**	462.96
Property, plant and equipment written off (net)	**25.45**	57.59
Bad debts / advances written off	**8.40**	15.64
Corporate social responsibility (refer note 49)	**138.52**	49.81
Miscellaneous	**652.61**	596.76
	16,493.78	13,605.68

Note 31

Contingent liabilities and commitments

(to the extent not provided for)

Contingent liabilities

(a) Claims against the Company not acknowledged as debts:

	As at 31 March 2026	As at 31 March 2025
Income tax matters	**1,896.38**	1,721.11
Sales tax and Goods and service tax matters	**184.67**	306.04
Excise and service tax matters	**19.18**	19.18
Civil matters	**683.70**	559.40
	2,783.93	2,605.73

The above matters comprise of proceedings pending with various direct tax, indirect tax and other authorities.

(b) The Company is subject to legal proceedings and claims, which have arisen in the ordinary course of business. The Company's management does not reasonably expect that these legal actions, when ultimately concluded and determined, will have a material and adverse effect on the Company's results of operations or financial condition.

Future cash outflows in respect of the above are determinable only on receipt of judgement / decisions pending with various forums / authorities.

Capital commitments

	As at 31 March 2026	As at 31 March 2025
Capital Commitments (net of advances) not provided for	**4,204.79**	2,078.96

Note 32 Leases

The Company (lessee) leases a number of buildings, plant and equipment used in its operations. Leases of buildings and plant and equipment generally have lease terms between 2 to 9 years. The Company assesses at lease commencement whether it is reasonably certain to exercise the extension or termination option as per respective lease agreements. The weighted average incremental borrowing rate applied to lease liabilities is 8% per annum (previous year 8% per annum).

(a) Lease liabilities presented in the Balance sheet are as follows:

	As at 31 March 2026	As at 31 March 2025
Current	**228.28**	278.25
Non-Current	**667.74**	249.09
	896.02	527.34

The maturity analysis of undiscounted lease liabilities amounting to Rs. 1,057.51 lakhs (previous year Rs. 635.19 lakhs) has been disclosed in Note 38 (A) (III) Financial risk management - liquidity risk.

The following is the movement in lease liabilities during the year:-

	Year ended 31 March 2026	Year ended 31 March 2025
Balance as at beginning of the year	**527.34**	561.29
Additions	**565.31**	162.65
Finance cost accrued during the year	**84.68**	50.27
Payment of lease liabilities	**(257.12)**	(245.40)
Lease modification	**(24.19)**	(1.47)
Balance as at end of the year	**896.02**	527.34

(b) The detail of Right of use assets recognised during the year has been disclosed separately in note 3.

(c) Expense recognised in Statement of profit or loss:

	Year ended 31 March 2026	Year ended 31 March 2025
Rent for short term leases	**117.06**	94.69
Interest on lease liabilities	**84.68**	50.27
Depreciation of Right of use assets	**234.37**	205.82

Note 33 Earnings per share

	As at 31 March 2026	As at 31 March 2025
Basic earnings per share (Rs.)	**110.39**	84.08
Diluted earnings per share (Rs.)	**110.39**	84.08
Face value per share (Rs.)	**10.00**	10.00
Note:		
Profit for the year attributable to equity shareholders	**15,975.04**	12,167.44
Weighted average number of equity shares outstanding during the year (in nos.)	**14,471,646**	14,471,646

Note 34 Segment information

The Company is primarily engaged in the business of manufacturing of commercial vehicles and related components which constitutes a single business segment and accordingly, the disclosures of Ind AS 108, "Operating Segments" are not required to be given. As defined in Ind AS 108, the Chief Operating Decision Maker (CODM), i.e. the Board of directors, evaluates the performance of the Company and allocates resources based on the analysis of the various performance indicators of the Company as a single unit.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

Geographical information

Particulars	Domestic	Overseas	Total
Revenue from operations			
2025-26	**2,70,518.86**	**13,272.88**	**2,83,791.74**
2024-25	2,30,386.28	9,513.00	2,39,899.28

Notes:

a. Overseas segment includes sales and services rendered to customers located outside India.

b. Domestic segment includes sales and services rendered to customers located in India.

c. The Company has its business operations primarily in India. There are no non-current assets outside India.

Major customer

No single customer accounted for more than 10% of the Company's revenue for the financial years 2025-26 and 2024-25.

Note 35

The Company has established a comprehensive system for maintenance of information and documents as required by the transfer pricing regulation under sections 92-92F of the Income-Tax Act, 1961. Since the law requires existence of such information and documentation to be contemporaneous in nature, the Company continuously updates its documentation for the international transactions entered into with the associated enterprises during the financial year and expects such records to be in existence latest by the due date as required under law. The management is of the opinion that its international transactions are at arm's length so that the aforesaid legislation will not have any impact on the financial statements, particularly on the amount of income tax expense and that of provision for taxation.

Note 36 Related parties

A. Related party and nature of related party relationship where control exists:

Controlling enterprise: Sumitomo Corporation, Japan (upto 1 August 2025)

Parent Company: Mahindra & Mahindra Limited (M&M) (w.e.f. 1 August 2025)

B. Other related parties with whom transaction have taken place during the year:

Fellow Subsidiary

Mahindra Holidays And Resorts India Limited (w.e.f. 1 August 2025)

Key management personnel

Mr. Vinod Kumar Sahay - Executive Chairman (w.e.f. 3 August 2025)
Mr. Junya Yamanishi - Managing Director & CEO (upto 16 April 2025)
Mr. Yasushi Nishikawa - Managing Director & CEO (w.e.f. 17 April 2025 to 1 August 2025)
Dr. Venkataraman Srinivas - Executive Director & CEO (w.e.f. 1 August 2025)
Mr. S.K. Tuteja - Chairman, Non Executive and Independent Director (upto 21 September 2024)
Mr. Chandra Shekhar Verma - Chairman *, Non Executive and Independent Director
Mr. Ravi Venkatraman - Non Executive and Independent Director (w.e.f 1 August 2025)
Mr. Arun Kumar Malhotra - Non Executive and Independent Director (w.e.f. 1 August 2025)
Ms. Smita Mankad - Non Executive and Independent Director (w.e.f. 1 August 2025)
Mr. Sudhir Nayar - Non Executive and Independent Director (upto 21 September 2024)
Mr. Sanjeev Mehan - Non Executive and Independent Director (w.e.f. 22 September 2024 to 1 August 2025)
Mrs. Atima Khanna - Non Executive and Independent Director (upto 1 August 2025)

* appointed as Chairman of the Board of Directors w.e.f. 22 September 2024 and held the position upto 2 August 2025.

Related parties as per Regulation 2(1)(zb) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Mr. Rakesh Bhalla - Chief Financial Officer (upto 30 September 2025)
Mr. Pushkar Patwardhan - Chief Financial Officer (w.e.f. 1 October 2025)
Mr. Parvesh Madan - Company Secretary
Isuzu Motors Limited, Japan (upto 1 August 2025) ^
Navodya Enterprises (Acquirer) along with Person Acting in Concert (PAC) - SPV Traders, Anandam Enterprises, Sapna Gupta and Sachin Bansal ^

^ Shareholder holding 10% or more share in the Company

C. Transactions with related parties and outstanding balances as at year-end:

(i)	Particulars	Year ended	Controlling Enterprise	Parent Company	Fellow Subsidiary
	Nature of transactions				
	a) Purchase of components and spares	**31 March 2026**	**19.33**	–	–
		31 March 2025	69.80	–	–
	b) Dividend paid	**31 March 2026**	**1,145.22**	–	–
		31 March 2025	1,017.97	–	–
	c) Availment of services	**31 March 2026**	–	–	**1.50**
		31 March 2025	–	–	–
	d) Reimbursement made to parties (refer note 2)	**31 March 2026**	–	**601.84**	–
		31 March 2025	–	–	–

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

(i)	Particulars	Year ended	Controlling Enterprise	Parent Company	Fellow Subsidiary
	Balances Outstanding with Related Parties				
	a) Advance for supply of goods	**31 March 2026**	–	–	–
		31 March 2025	18.17	–	–
	b) Prepaid expenses and other advances	**31 March 2026**	–	**18.67**	–
		31 March 2025	–	–	–
	c) Trade payables	**31 March 2026**	–	**210.14**	–
		31 March 2025	9.70	–	–
(ii)	**Key Managerial Personnel (KMP)**				
	Particulars	**Year ended**	**Short–term employee benefits**	**Sitting fees**	**Commision**
	Mr. Vinod Kumar Sahay (refer note 2)	**31 March 2026**	**80.00**	–	–
		31 March 2025	–	–	–
	Mr. Junya Yamanishi	**31 March 2026**	**7.02**	–	–
		31 March 2025	152.45	–	–
	Mr. Yashushi Nishikawa	**31 March 2026**	**44.10**	–	–
		31 March 2025	–	–	–
	Dr. Venkataraman Srinivas (refer note 2)	**31 March 2026**	**93.33**	–	–
		31 March 2025	–	–	–
	Mr. Rakesh Bhalla	**31 March 2026**	**46.72**	–	–
		31 March 2025	85.51	–	–
	Mr. Pushkar Patwardhan (refer note 2)	**31 March 2026**	**32.50**	–	–
		31 March 2025	–	–	–
	Mr. Parvesh Madan	**31 March 2026**	**66.63**	–	–
		31 March 2025	56.79	–	–
	Mr. Ravi Venkatraman	**31 March 2026**	–	**7.50**	**10.25**
		31 March 2025	–	–	–
	Mr. Arun Kumar Malhotra	**31 March 2026**	–	**6.60**	**8.06**
		31 March 2025	–	–	–
	Ms. Samita Mankad	**31 March 2026**	–	**4.30**	**9.52**
		31 March 2025	–	–	–
	Mr. S.K. Tuteja	**31 March 2026**	–	**–**	**–**
		31 March 2025	–	3.10	12.50
	Mr. Sudhir Nayar	**31 March 2026**	–	**–**	**–**
		31 March 2025	–	2.50	12.50
	Mr. Chandra Shekhar Verma	**31 March 2026**	–	**10.20**	**25.08**
		31 March 2025	–	6.10	25.00
	Mr. Sanjeev Mehan	**31 March 2026**	–	**5.00**	**4.08**
		31 March 2025	–	4.20	12.50
	Mrs. Atima Khanna	**31 March 2026**	–	**5.00**	**5.19**
		31 March 2025	–	5.80	25.00
	Balances Outstanding with KMPs:				
	Payable to KMPs	**31 March 2026**	**87.75**	**1.08**	**79.06**
		31 March 2025	–	–	156.80

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

(iii) Shareholders holding 10% or more share in the Company

Particulars	Year ended	Amount
Nature of transactions		
Dividend paid to Isuzu Motors Limited, Japan (ceased to be shareholder w.e.f. 1 August 2025)	**31 March 2026**	**390.73**
	31 March 2025	347.32
Dividend paid to Navodya Enterprises (Acquirer) along with Person Acting in Concert (PAC)	**31 March 2026**	**459.56**
	31 March 2025	456.50

Notes:

1. All related party transactions that were entered into during the financial year were at arm's length, in the ordinary course of business.
2. Reimbursements made to the parent company includes Rs. 140.73 lakhs towards deputation of personnel and Rs. 205.83 lakhs towards short-term employee benefits of key managerial personnel. The said amount is also disclosed separately in Note 36(C)(ii).
3. Outstanding balances at the year end are unsecured and interest free and settlement occurs in cash.
4. The charge for gratuity and compensated absences, where applicable, in respect of the key managerial personnel, is not separately determinable as the remuneration is primarily reimbursed to the parent company.
5. Dividend paid to Sumitomo Corporation, Japan and Isuzu Motors Limited, Japan during the year ended 31 March 2026 pertains to financial year 2024-25.
6. In addition to Ind AS 24, Company has disclosed RPTs as per Companies Act, 2013 and SEBI LODR Regulations.

Note 37 Employee benefits

(i) Net liabilities relating to employee benefits

	As at 31 March 2026	As at 31 March 2025
Non-current		
Liability for gratuity	**787.40**	752.46
Liability for compensated absences	**1,472.64**	3,209.62
	2,260.04	3,962.08
Current		
Liability for compensated absences	**912.84**	547.75
Liability for superannuation	**95.30**	84.46
	1,008.14	632.21
Total	**3,268.18**	4,594.29

For details about the related employee benefit expenses, refer to note 27.

(ii) Defined benefit plan - Gratuity

The Company operates a gratuity plan wherein every employee is entitled to the benefit equivalent to 15 days salary (includes dearness allowance) last drawn for each completed year of service. The same is payable on termination of service, or retirement, or death whichever is earlier. The benefits vest after five years of continuous service. Gratuity benefits valued are in accordance with the payment of Gratuity Act, 1972.

The above defined benefit plan exposes the Company to following risks:

Interest rate risk:

The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

Salary inflation risk:

Higher than expected increases in salary will increase the defined benefit obligation.

Demographic risk:

This is the risk of variability of results due to unsystematic nature of decrements that include mortality, withdrawal, disability and retirement. The effect of these decrements on the defined benefit obligation is not straight forward and depends upon the combination of salary increase, discount rate and vesting criteria. It is important not to overstate withdrawals because in the financial analysis the retirement benefit of a short career employee typically costs less per year as compared to a long service employee.

The Company actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the employee benefit obligations. The Company has not changed the processes used to manage its risks from previous periods. The funds are managed by specialised team of Life Insurance Corporation of India.

a) Funding

This is a funded benefit plan for all employees. The Company makes contributions to Life Insurance Corporation of India ("LIC of India"). The assets managed by the fund manager are highly liquid in nature and the Company does not expect any significant liquidity risks.

The Company expects to pay Rs. 400 lakhs (previous year Nil) in contribution to its defined benefit plans in 2026-27.

b) Reconciliation of present value of defined benefit obligation

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	**6,426.35**	6,104.91
Benefits paid	**(649.87)**	(674.37)
Past service cost	**546.68**	–
Current service cost	**433.90**	415.86
Interest cost	**421.00**	417.01
Actuarial losses / (gains) recognised in other comprehensive income		
– changes in financial assumptions	**(401.23)**	143.69
– changes in demographic assumptions	**–**	–
– experience adjustment	**39.06**	19.25
Balance at the end of the year	**6,815.89**	6,426.35

c) Reconciliation of the present value of plan assets

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	**5,673.89**	4,521.77
Contributions paid into the plan	**600.00**	1,500.00
Benefits paid	**(649.87)**	(674.37)
Expected return income on plan assets	**369.08**	356.77
Remeasurement (loss) / gain - return on plan assets recognised in other comprehensive income	**35.39**	(30.28)
Balance at the end of the year	**6,028.49**	5,673.89

d) Expense recognised in Statement of profit or loss

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Past service cost	**546.68**	–
Current service cost	**433.90**	415.86
Interest cost	**51.92**	60.24
	1,032.50	476.10

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

e) Remeasurements recognised in other comprehensive income

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Actuarial loss / (gain) on defined benefit obligation	**(362.17)**	162.94
Remeasurement loss / (gain) - return on plan assets	**(35.39)**	30.28
	(397.56)	193.22

f) Plan assets

The plan assets are maintained with Life Insurance Corporation of India Gratuity Scheme. The details of investments maintained by Life Insurance Corporation of India and asset-liability matching strategies are not available with the Company and have not been disclosed.

g) Actuarial assumptions

Particulars	As at 31 March 2026	As at 31 March 2025
Discount rate (per annum)	**7.74% p.a**	6.90% p.a
Future salary growth rate (per annum)	**9.00% p.a**	9.00% p.a
Attrition rate	**5.00% p.a**	5.00% p.a
Future Mortality	**IALM 2012-14 (Ultimate)**	IALM 2012-14 (Ultimate)

h) Sensitivity analysis

Reasonably possible changes at the reporting date to one of the relevant actuarial assumptions, holding other assumptions constant, would increase / (decrease) defined benefit obligation by the amounts shown below:-

	As at 31 March 2026		As at 31 March 2025	
	Increase	**Decrease**	Increase	Decrease
Discount rate (0.5% movement)	**(223.06)**	**236.99**	(215.44)	229.46
Future salary growth rate (1.0% movement)	**477.34**	**(431.44)**	459.94	(413.96)
Attrition rate (0.5% movement)	**(20.73)**	**21.92**	(28.07)	29.86

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same methods (present value of defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the balance sheet.

The methods and assumptions used in preparing the sensitivity analysis did not change as compared to the previous year.

Maturity profile of defined benefit obligation:

Expected cash flows (valued on undiscounted basis):

Particulars	As at 31 March 2026	As at 31 March 2025
Within 1 year	**834.91**	767.05
2-5 years	**2,921.21**	2,592.41
6-10 years	**2,962.49**	2,632.08
After 10 years	**6,260.23**	5,580.78

The weighted average duration of the defined benefit obligation of gratuity fund at 31 March 2026 is 14.50 years (previous year 14.77 years).

(iii) Defined contribution plans

The Company makes contribution towards employees' provident fund, superannuation fund and employees' state insurance plan scheme. Under the schemes, the Company is required to contribute a specified percentage of payroll cost, as specified in the rules of the scheme, to these defined contribution schemes. The Company has recognised expense towards contribution to these plans as detailed below:

Particulars*	Year ended 31 March 2026	Year ended 31 March 2025
Provident fund	**1,174.09**	1,050.24
Superannuation fund	**389.69**	330.15
Employees' state insurance scheme	**2.52**	4.41
	1,566.30	1,384.80

* Included in contribution to provident and other funds in note 27

Note 38 Financial Instruments - Risk Management and Fair Values

(A) Financial risk management

During the course of its business, the Company is exposed to certain financial risks that could have significant influence on the Company's business and operational / financial performance. These include market risk (including foreign currency risk, interest rate risk), credit risk and liquidity risk.

The Board of Directors reviews and approves risk management framework and policies for managing these risks and has constituted Risk Management Committee to monitor mitigating actions taken by Management, minimize potential adverse effects and achieve greater predictability to earnings.

The Company has exposure to the following risk arising from financial instruments:

- Market risk (refer (I))
- Credit risk (refer (II)) and
- Liquidity risk (refer (III))

(I) Market risk

Market risk is the risk of any loss in future earnings, realisable fair values or future cash flows that may result from fluctuations in the pricing of a financial instrument. The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates and interest rates as future market changes cannot be normally predicted with reasonable accuracy.

i. Foreign currency risk management:

The Company is exposed to foreign currency risk to the extent that there is a mismatch between the currencies in which sales and purchases are denominated and functional currency of the Company, i.e. Indian Rupee (Rs.). The currencies in which these transactions are primarily denominated are US Dollar and Euro. The Company's policy is to ensure that its net exposure is kept to an acceptable level which will not have material effect on the profits of the Company if there is any fluctuation in the currency rates.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period, as reported to management, are as follows:

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

As on 31 March 2026:

	Liabilities			Assets			
Foreign Currency	**Gross Exposure (in Rs. lakhs)**	**Exposure hedged using derivatives (in Rs. lakhs)**	**Net liability exposure (in Rs. lakhs)**	**Gross Exposure (in Rs. lakhs)**	**Exposure hedged using derivatives (in Rs. lakhs)**	**Net asset exposure (in Rs. lakhs)**	**Net overall exposure-net assets / (net liabilities) (in Rs. lakhs)**
USD	**–**	**–**	**–**	**480.21**	**–**	**480.21**	**480.21**
EUR	**–**	**–**	**–**	**–**	**–**	**–**	**–**

As on 31 March 2025:

	Liabilities			Assets			
Foreign Currency	**Gross Exposure (in Rs. lakhs)**	**Exposure hedged using derivatives (in Rs. lakhs)**	**Net liability exposure (in Rs. lakhs)**	**Gross Exposure (in Rs. lakhs)**	**Exposure hedged using derivatives (in Rs. lakhs)**	**Net asset exposure (in Rs. lakhs)**	**Net overall exposure-net assets / (net liabilities) (in Rs. lakhs)**
USD	–	–	–	816.01	–	816.01	816.01
EUR	48.18	–	48.18	–	–	–	(48.18)

– Sensitivity analysis:

A reasonably possible strengthening (weakening) of the Indian Rupee by 1% against below currencies at 31 March 2026 and 31 March 2025 would have increased / decreased the exposure in relation to financial instruments denominated in foreign currency and increased / decreased profit before tax and equity by the amounts shown below. This analysis is performed on foreign currency denominated monetary financial assets and financial liabilities outstanding as at the year end. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Particulars	**31 March 2026**	31 March 2025
Impact on profit before tax and equity (pre-tax) for the year		
USD	**4.80**	8.16
EURO	**–**	0.48

ii. Interest rate risk management:

The Company is exposed to interest rate risk pertaining to funds borrowed at both fixed and floating interest rates. The risk is managed by the Company by maintaining an appropriate mix between fixed and floating rate borrowings.

As at year end, financial liabilities (borrowings) of Rs. 27,794.77 lakhs (previous year Rs. 32,019.43 lakhs) were subject to variable interest rates.

– Sensitivity analysis:

The sensitivity analysis below has been determined based on the exposure to interest rates at the end of the reporting period. A 100 basis point increase or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

A reasonably possible change of 1 % in interest rates at the reporting date would have increased / decreased the profit before tax and equity by the amounts shown below. This analysis assumes that all other variables remain constant.

Particulars	**31 March 2026**	31 March 2025
Impact on profit before tax and equity (pre-tax) for the year	**277.95**	320.19

The Company's certain long term loans taken from bank carries variable rate of interest, hence, it is subject to interest rate risk since carrying amount or the future cash flows will fluctuate because of a change in market interest rates.

(II) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk encompasses both the direct risk of default and the risk of deterioration of credit worthiness as well as concentration risks. None of the financial instruments of the Company result in material concentrations of credit risks.

The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets as at 31 March 2026 and 31 March 2025.

The Company primarily has exposure from following types of customers:
- Dealers
- Government institutions

To manage trade receivables, the Company periodically assesses the financial reliability of customers, taking into account the financial conditions, economic trends, analysis of historical bad debts, aging of such receivables and the country in which customers operate.

The Company's exposure to credit risk for trade receivables by the type of customers is as follows:

	Carrying amount as at	
	31 March 2026	31 March 2025
Dealers	**17,149.23**	21,166.25
Government institutions	**9,871.75**	5,239.42
Others	**–**	119.64
	27,020.98	26,525.31

The loss allowance for trade receivables using expected credit loss for different ageing periods is as follows:

	Gross	**Allowance**	**Net**	**Average expected credit loss rate %**
As at 31 March 2026				
Not due	**20,426.09**	**–**	**20,426.09**	**–**
Due less than 6 months	**6,639.95**	**59.40**	**6,580.55**	**0.89%**
Due more than 6 months	**264.47**	**250.13**	**14.34**	**94.58%**
	27,330.51	**309.53**	**27,020.98**	**1.13%**
As at 31 March 2025				
Not due	20,518.48	–	20,518.48	–
Due less than 6 months	5,140.05	1.30	5,138.75	0.03%
Due more than 6 months	1,099.71	231.63	868.08	21.06%
	26,758.24	232.93	26,525.31	0.87%

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

The Company makes an allowance for doubtful trade receivables using the simplified approach for expected credit loss and by continuously monitoring the recoverability of receivable balances.

Movement in expected credit loss allowance

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Balance at the beginning of the year	**232.93**	211.80
Add: Incremental expected credit allowance	**77.09**	32.02
Less: Bad debts written off	**0.49**	9.22
Less: Reversal of provisions	**–**	1.67
Balance at the end of the year	**309.53**	232.93

The credit risk on liquid funds is limited because the counterparties are banks with high credit ratings.

Other financial assets measured at amortised cost: Other financial assets measured at amortized cost includes security deposits and others. Credit risk related to these other financial assets is managed by monitoring the recoverability of such amounts continuously and there were no indications that defaults in payment obligations would occur.

(III) Liquidity risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company has obtained working capital borrowing limits of Rs. 55,000 lakhs (previous year Rs. 80,783.56 lakhs) from various banks to meet it's liquidity needs, out of which Rs. 21,626.97 lakhs (previous year Rs. 22,504.43 lakhs) has been utilised as at 31 March 2026.

The table below summarises the maturity profile remaining contractual maturity period at the balance sheet date for its non derivative financial liabilities based on the undiscounted cash flows.

Particulars	Due in 1st year	Due in 2nd to 5th year	Due after 5th year	Total	Carrying Value
31 March 2026					
Trade payables	**40,554.55**	**–**	**–**	**40,554.55**	**40,554.55**
Lease liabilities	**280.14**	**738.65**	**38.72**	**1,057.51**	**896.02**
Other financial liabilities	**1,305.65**	**–**	**1,372.24**	**2,677.89**	**2,677.89**
Borrowings	**27,231.22**	**1,085.21**	**–**	**28,316.43**	**28,015.03**
	69,371.56	**1,823.86**	**1,410.96**	**72,606.38**	**72,143.49**
31 March 2025					
Trade payables	37,012.70	–	–	37,012.70	37,012.70
Lease liabilities	313.55	280.42	41.22	635.19	527.34
Other financial liabilities	2,515.82	–	1,232.99	3,748.81	3,748.81
Borrowings	26,560.13	6,556.76	–	33,116.89	32,177.97
	66,402.20	6,837.18	1,274.21	74,513.59	73,466.82

38. Financial Instruments - Risk Management and Fair Values

(B) Accounting classification and fair values

The following table shows the carrying amounts and fair value of financial assets and financial liablilities including their level in the fair value hierarchy:

Particulars	Level of hierarchy	As at 31 March 2026			As at 31 March 2025		
		FVTPL	FVOCI	Amortised cost	FVTPL	FVOCI	Amortised cost
Financial assets							
Non-current							
Loans		**–**	**–**	**74.20**	–	–	151.01
Other financial assets		**–**	**–**	**328.28**	–	–	287.72
Current							
Trade receivable		**–**	**–**	**27,020.98**	–	–	26,525.31
Cash and cash equivalents		**–**	**–**	**450.85**	–	–	310.10
Bank balances other than cash and cash equivalents above		**–**	**–**	**1,619.25**	–	–	1,673.48
Loans		**–**	**–**	**85.45**	–	–	89.51
Other financial assets		**–**	**–**	**192.06**	–	–	219.83
Total financial assets		**–**	**–**	**29,771.07**	**–**	**–**	29,256.96
Financial liabilities							
Non-current							
Borrowings		**–**	**–**	**1,064.86**	**–**	**–**	6,255.36
Lease liabilities		**–**	**–**	**667.74**	**–**	**–**	249.09

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

Other financial liabilities	–	–	**1,372.24**	–	–	1,232.99
Current						
Borrowings	–	–	**26,950.17**	–	–	25,922.61
Trade payables	–	–	**40,554.55**	–	–	37,012.70
Lease liabilities	–	–	**228.28**	–	–	278.25
Other financial liabilities	–	–	**1,305.65**	–	–	2,515.82
Total financial liabilities	–	–	**72,143.49**	–	–	73,466.82

Note:

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

(ii) Fair value of non-current financial assets has not been disclosed as there are no material differences between carrying value and fair value.

(iii) The fair value of borrowings is based upon a discounted cash flow analysis that used the aggregate cash flows from principal and finance costs over the life of the debt and current market interest rates. Fair value has not been disclosed for borrowings since it approximates the carrying amount.

The Company determines the fair value of its financial instruments on the basis of the following hierarchy:

Level 1: The fair value of financial instruments that are quoted in active markets are determined on the basis of quoted price for identical assets or liabilities.
Level 2: The fair value of financial instruments that are not traded in an active market are determined using valuation techniques based on observable market data.
Level 3: The fair value of financial instruments that are measured on the basis of entity specific valuations using inputs that are not based on observable market data (unobservable inputs).
There are no transfers between Level 1, Level 2 and Level 3 during the year ended 31 March 2026 and 31 March 2025.

Note 39 Income Tax

(a) Income tax recognised in profit or loss

	Year ended 31 March 2026	Year ended 31 March 2025
Current tax		
In respect of current year	**5,251.10**	362.12
In respect of prior years	**–**	(31.11)
	5,251.10	331.01
Deferred tax		
In respect of current year	**169.23**	3,739.23
	169.23	3,739.23
Total income tax expense recognised in profit or loss	**5,420.33**	4,070.24

(b) Income tax expense for the year reconciled to the accounting profit:

	Year ended 31 March 2026	Year ended 31 March 2025
Profit before tax	**21,395.37**	16,237.68
Income tax rate	**25.168%**	25.168%
Income tax expense	**5,384.79**	4,086.70
Effect of non-deductible expenses / income	**35.54**	12.54
Current tax related to prior years	**–**	(31.11)
Others	**–**	2.11
Income tax expense recognised in profit or loss	**5,420.33**	4,070.24

(c) Income tax recognized in other comprehensive income

	Year ended 31 March 2026	Year ended 31 March 2025
Deferred tax		
Arising on income and expenses recognised in other comprehensive income:		
Remeasurements of defined benefit obligations	**(100.06)**	48.63
Total income tax recognised in other comprehensive income	**(100.06)**	48.63

(d) Analysis of deferred tax assets/ liabilities

	As at 1 April 2025	**Recognized in profit or loss**	**Recognized in other comprehensive income**	**As at 31 March 2026**
Deferred tax (liabilities) / assets in relation to:				
Property, plant and equipment, intangible assets and right of use assets (net)	**(3,306.48)**	**43.67**	**–**	**(3,262.81)**
Provisions - employee benefits	**1,156.29**	**(233.70)**	**(100.06)**	**822.53**
Allowance for expected credit loss and others	**261.05**	**(59.63)**	**–**	**201.42**
Lease liabilities	**132.72**	**92.79**	**–**	**225.51**
Other items	**(25.96)**	**(12.36)**	**–**	**(38.32)**
Total	**(1,782.38)**	**(169.23)**	**(100.06)**	**(2,051.67)**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

	As at 1 April 2024	Recognized in profit or loss	Recognized in other comprehensive income	As at 31 March 2025
Deferred tax (liabilities)/ assets in relation to :				
Property, plant and equipment, intangible assets and right of use assets (net)	(3,447.82)	141.34	–	(3,306.48)
Provisions - employee benefits	1,275.00	(167.34)	48.63	1,156.29
Allowance for expected credit loss and others	155.49	105.56	–	261.05
Unabsorbed depreciation and carry forward losses	3,800.66	(3,800.66)	–	–
Lease liabilities	141.27	(8.55)	–	132.72
Other items	(16.38)	(9.58)	–	(25.96)
Total	1,908.22	(3,739.23)	48.63	(1,782.38)

Note 40

The Ministry of Corporate Affairs (MCA) has prescribed a requirement for companies under the proviso to Rule 3(1) of the Companies (Accounts) Rules, 2014 inserted by the Companies (Accounts) Amendment Rules 2021 requiring companies which uses accounting software for maintaining its books of account, shall use only such accounting software which has a feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled.

The Company uses certain accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility. The audit trail (edit log) feature has operated throughout the year, except for certain tables relating to financial reporting and master data, where the same was enabled in a phased manner during the year. For the period during which the audit trail (edit log) facility was enabled and operated, the Company did not come across any instance of the audit trail feature being tampered with. Further, except for the period during which the audit trail was not enabled in the prior year, the audit trail has been preserved by the Company in accordance with the statutory requirements for record retention.

Note 41 (a) Capital management

The Company manages its capital to ensure that the Company will be able to continue as a going concern, while maximising the return to stakeholders through efficient allocation of capital towards expansion of business, optimisation of working capital requirements and deployment of surplus funds. The Company uses the operational cash flows and equity to meet its working capital requirements. The funding requirements are met through equity, internal accruals and a combination of both long-term and short-term borrowings. The Company is not subject to any externally imposed capital requirements.

Management of the Company reviews the capital structure of the Company on a regular basis and uses debt equity ratio to monitor the same. As part of this review, management of the Company considers risks associated with the movement in the working capital and capex needs.

The following table summarises the capital structure of the Company:

Particulars	As at 31 March 2026	As at 31 March 2025
Borrowings (current and non-current)	**28,316.43**	33,116.89
Less: Cash and cash equivalents	**450.85**	310.10
Net debt (A)	**27,865.59**	32,806.79
Total Equity (B)	**51,933.91**	38,266.27
Net debt to total equity ratio (A/B)	**0.54**	0.86

(b) Reconciliation of movements of liabilities to cash flows arising from financing activities :-

Particulars	Borrowings (Current and non-current)	Lease liabilities (Current and non-current)	Interest accrued	Total
Balance as at 31 March 2024	**41,565.55**	**561.29**	**119.75**	**42,246.59**
Cash movements:				
Proceeds from borrowings	5,809.29	–	–	5,809.29
Repayment of borrowings	(15,196.87)	–	–	(15,196.87)
Payment of lease liabilities / interest	–	(195.13)	(2,927.75)	(3,122.88)
Non-cash movements:				
Additions in Lease liabilities / interest accrued	–	162.65	2,881.21	3,043.86
Lease modification	–	(1.47)	–	(1.47)
Balance as at 31 March 2025	**32,177.97**	**527.34**	**73.21**	**32,778.52**
Cash movements:				
Proceeds from borrowings	**2,544.19**	**–**	**–**	**2,544.19**
Repayment of borrowings	**(6,707.12)**	**–**	**–**	**(6,707.12)**
Payment of lease liabilities / interest	**–**	**(172.44)**	**(1,976.43)**	**(2,148.87)**
Non-cash movements:				
Additions in Lease liabilities / interest accrued	**–**	**565.31**	**1,952.75**	**2,518.06**
Lease modification	**–**	**(24.19)**	**–**	**(24.19)**
Balance as at 31 March 2026	**28,015.04**	**896.02**	**49.53**	**28,960.59**

Note: Non-cash investing activity includes acquisition of Right of use assets (refer note 3).

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

Note 42 Research and development costs are as follows:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue expenditure recognised in statement of profit and loss under appropriate account heads	**2,041.03**	1,916.12
Capital expenditure *	**562.26**	337.22

* allowed as deduction under section 35(1)(iv) of Income tax act.,1961

Note 43 Final Dividend

The Board of Directors at their meeting held on 20 April 2026, has considered and recommended a final dividend of Rs. 23.50 per equity share (previous year Rs.18 per equity share) of Rs. 10 each fully paid up amounting to Rs. 3,400.84 lakhs (previous year Rs. 2,604.90 lakhs) for the year ended 31 March 2026, subject to approval by the shareholders at the ensuing Annual General Meeting, and it has not been recognised as liability in these financial statements.

During the year ended 31 March 2026, the Company has paid a final dividend of Rs. 18 per equity share of Rs. 10 each fully paid up amounting to Rs. 2,604.90 lakhs in respect of previous year ended 31 March 2025, which was considered and recommended by the Board of Directors at their meeting held on 30 May 2025 and was subsequently approved by the shareholders at the Annual General Meeting, held on 26 September 2025.

Note 44

On 26 April 2025, Sumitomo Corporation, Japan (Promoter shareholder) and Isuzu Motors Limited, Japan (Public shareholder) entered into Share Purchase Agreements with Mahindra & Mahindra Limited ("Acquirer"), whereby they agreed to sell 63,62,306 equity shares (representing 43.96% of the equity share capital of the Company) and 21,70,747 equity shares (representing 15.00% of the equity share capital of the Company) respectively, of face value of Rs.10/- each, at a price of Rs. 650/- per share.

Pursuant to the above, on 1 August 2025, Mahindra & Mahindra Limited acquired an aggregate of 58.96% of the equity share capital of the Company, in accordance with Regulation 22(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011. Accordingly, the Company has become a subsidiary of Mahindra & Mahindra Limited w.e.f. 1 August 2025.

Subsequent to the completion of the open offer, the shareholding of Mahindra & Mahindra Limited increased to 58.97% of the equity share capital of the Company.

Note 45

The name of the Company has been changed from 'SML Isuzu Limited' to 'SML Mahindra Limited' with effect from 8 October, 2025, on issuance of a fresh certificate of incorporation by the Registrar of Companies, following the exit of Isuzu Motors Limited, Japan as a shareholder and to reflect the change in ownership.

Note 46

During the previous year, the Company had received anonymous complaint alleging that some employees may have financial dealings with specific dealers. To investigate the matter, the Company, on the directions of Audit Committee, had appointed an external expert who submitted their report to the Audit Committee in the previous year. Thereafter, the Audit Committee appointed a sub-committee of two independent directors to look into all aspects and conclude the matter. Based on expert's findings and the sub-committee's review, there is no evidence of financial impropriety or fraud against the Company. Accordingly, management believes that the matter does not have any material impact on the accompanying financial statements and, consequently, no adjustment is required to be made to the financial statements for the year ended 31 March 2026.

Note 47

The Ministry of Environment, Forest and Climate Change has notified the Environment Protection (End-of-Life Vehicles) Rules, 2025 ("ELV Rules"), which are effective from 1 April 2025. As per these rules, Extended Producer Responsibility (EPR) obligations are imposed on producers ("vehicle manufacturers") for the scrapping of End-of-Life Vehicles and such obligations are to be fulfilled through the purchase of EPR certificates from registered Vehicle Scrapping Facilities via a Centralised Online Portal. The implementation details and operational procedures of the ELV rules including the modalities of the pricing mechanism for the EPR certificates are yet to be developed.

Consequently, the Company is currently unable to reliably estimate a range of possible outcomes and the potential impact of these rules. The Company will continue to assess the ability to measure its obligations pursuant to the ELV Rules, as and when the aforesaid details of implementation framework are available.

Note 48

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new labour code") - consolidating 29 existing labour laws.

In accordance with the new Labour Codes, the Company has currently estimated the incremental impact on retiral benefits to be Rs. 546.68 lakhs. The Company continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications / additional guidance from authorities and will continue to assess the accounting implications, basis such developments/ guidance.

Note 49 Details of corporate social responsibility expenditure

Particulars			Year ended 31 March 2026	Year ended 31 March 2025
(i)	Amount required to be spent by the company during the year *		**192.20**	16.70
(ii)	Amount of expenditure incurred			
	(a)	Construction/acquisition of any asset	**–**	**–**
	(b)	On purpose other than (a) above *		
		- Amount spent during the year	**138.52**	49.81
		- Amount of set off against excess spend in earlier years	**54.11**	16.70
		- Total	**192.63**	66.51
(iii)	Shortfall at the end of the year		**–**	**–**
(iv)	Total of previous years shortfall		**–**	**–**
(v)	Reason for shortfall		**–**	–
(vi)	Nature of CSR activities		Girls education, vocational education, medical infrastructure	Girls education, vocational education, medical infrastructure
(vii)	details of related party transactions		–	–

* as approved by the board of directors, the amount of excess spend available for utlisation in future periods is Rs. 49.81 lakhs.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(All amounts in Rs. Lakhs unless stated otherwise)

50 Key Financial Ratios

Particulars	Numerator	Denominator	Year ended 31 March 2026	Year ended 31 March 2025	Change	Reason where change more than 25%
(i) Current ratio	Current assets	Current liabilities	**1.25**	1.17	7%	Not applicable
(ii) Debt equity ratio	Total borrowings (current and non-current)	Total equity	**0.54**	0.84	-36%	Due to increase in total equity and decrease in borrowings
(iii) Debt service coverage ratio	Earnings available for debt service *	Debt service **	**2.99**	3.60	-17%	Not applicable
(iv) Return on equity ratio (%)	Profit after tax	Average total equity	**35.4%**	36.4%	-3%	Not applicable
(v) Inventory turnover	Cost of goods sold	Average total inventory	**3.50**	3.15	11%	Not applicable
(vi) Debtors turnover	Revenue from operations	Average trade receivables	**10.60**	11.05	-4%	Not applicable
(vii) Trade payables turnover ratio	Purchase of materials & stock-in-trade	Average trade payables	**5.80**	5.19	12%	Not applicable
(viii) Net capital turnover ratio	Revenue from operations	Total current assets - Total current liabilities	**14.26**	18.23	-22%	Not applicable
(ix) Net profit / (loss) margin (%)	Profit after tax	Revenue from operations	**5.6%**	5.1%	11%	Not applicable
(x) Return on capital employed (%)	Profit before interest and tax	Capital employed ***	**31.3%**	29.7%	5%	Not applicable
(xi) Return on investment (%)	–	–	**N.A.**	N.A.	–	Not applicable

* Earnings available for debt service = profit after tax + depreciation + finance costs + property, plant and equipment written off (net) + gain/(loss) on sale of property, plant and equipment + bad debts/advances written off

** Debt service = finance costs + principal repayments of long term borrowings + rent expense

*** Capital employed = total equity + total borrowings (current and non-current) + Deferred tax liabilities - right of use assets - intangible assets - intangible assets under development

Note 51

(a) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other persons or entities, including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(b) The Company has not received any funds from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

(d) The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(e) The creditors covered by Micro, Small and Medium Enterprises Development Act, 2006 ("the MSMED Act, 2006") have been identified on the basis of information available with the Company.

(f) The Company has no such layers as prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017. Hence, the said clause is not applicable to the Company.

(g) The Company has not been declared wilful defaulter by any bank or financial Institution or other lender.

(h) The Company did not have any balances or transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the year.

(i) No charges or satisfaction are yet to be registered with ROC beyond the statutory period.

(j) No proceeding have been initiated on or is pending against the Company for holding benami property under the Benami Transactions Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

As per our report of even date attached

For B S R & Co. LLP
Chartered Accountants
ICAI Firm registration number: 101248W/W-100022

Gaurav Mahajan
Partner
Membership Number: 507857

Place: Mumbai
Date: 20 April 2026

For and on behalf of the Board of Directors of SML Mahindra Limited (Formerly SML Isuzu Limited)

Pushkar Patwardhan
Chief Financial Officer
ACA: 117347

Parvesh Madan
Company Secretary
ACS: 31266

Vinod Kumar Sahay
Executive Chairman
DIN: 07884268

Dr. Venkataraman Srinivas
Executive Director & CEO
DIN: 11163042

Place: Mumbai
Date: 20 April 2026

INDEPENDENT AUDITORS' REPORT

To
The Members of
GROMAX AGRI EQUIPMENT LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of GROMAX AGRI EQUIPMENT LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure B. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) The Company has not paid/provided any remuneration to managerial personnel as defined in the Act. Accordingly, the provisions of Section 197 of the Act related to the managerial remuneration are not applicable to the Company.

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

(i) The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements – Refer Note 36 to the Financial Statements;

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

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

(v) The Company has not declared/paid/declared and paid any dividend during the year; and

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

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403DHHFTQ8776

Place: Mumbai
Date: April 17, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

1. (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   (B) According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

   (b) The Company has a regular programme for physical verification of its property, plant and equipment by which the property, plant and equipment are verified by the management once in a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. In accordance with the programme, the Company has physically verified property, plant and equipment during the current financial year and did not observe any material discrepancies.

   (c) According to the information and explanations given to us, the title deeds of immovable properties are held in the name of the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the inventory comprising of raw materials, work-in-progress, finished and semi-finished goods, stores and spares, loose tools and stock-in-trade has been physically verified at reasonable intervals by the management during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such verification between the physical inventory and the book records.

   (b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from Axis Bank Limited on the basis of security of fixed deposits held with the bank. According to information and explanation provided to us by the management, no statements were required to be filed for working capital limits availed against the fixed deposits. Therefore, reporting under clause 3 (ii) (b) is not applicable to the Company.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Profession tax, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of undisputed statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year

for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute. The statutory dues in respect of Income-tax as at March 31, 2026, which have not been deposited with the appropriate authorities on account of a dispute, are as under:

Name of Statute	Nature of dues	Amount (Rs. in lakhs)	Period to which amount relates	Forum where pending
The Income Tax Act, 1961	Income Tax	313.73	Assessment year 2014-2015	Commissioner of Income Tax (Appeals)

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any term loans during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long-term purposes as at the Balance Sheet date.

(e) The Company does not have any subsidiaries, joint ventures or associates. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

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

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

14. (a) In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the Internal Audit reports of the Company issued till date for the period under audit.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

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

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group has five Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses during the current financial year and had incurred cash losses amounting to Rs 94.98 lakhs during the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403DHHFTQ8776

Place: Mumbai
Date: April 17, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Gromax Agri Equipment Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403DHHFTQ8776

Place: Mumbai
Date: April 17, 2026

BALANCE SHEET AS AT 31ST MARCH, 2026

All amounts are in Rupees Lakhs unless otherwise stated

	Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
I	**ASSETS**			
	NON-CURRENT ASSETS			
	(a) Property, Plant and Equipment	3	**1,871.61**	1,887.79
	(b) Capital Work-in-Progress	3	**12.49**	27.54
	(c) Other Intangible Assets	4	**–**	–
	(d) Financial Assets			
	(i) Investments	5	**–**	–
	(ii) Loans	7	**–**	–
	(iii) Other Financial Asset	8	**2,957.96**	2,509.47
	(e) Non-Current Tax Assets (Net)	9	**202.33**	184.02
	(f) Deferred Tax Assets (Net)	9	**271.86**	
	(g) Other Non-current Assets	10	**39.72**	10.88
	SUB-TOTAL		**5,355.96**	4,619.71
	CURRENT ASSETS			
	(a) Inventories	11	**5,856.53**	3,598.67
	(b) Financial Assets			
	(i) Trade Receivables	6	**3,571.61**	3,515.72
	(ii) Cash and Cash Equivalents	12a	**0.11**	0.11
	(iii) Other Bank Balances	12b	**2.75**	22.81
	(iv) Loans	7	**–**	–
	(v) Other Financial Assets	8	**31.79**	5.00
	(c) Current Tax Assets (Net)	9	**–**	–
	(d) Other Current Assets	10	**2,866.41**	2,791.77
	SUB-TOTAL		**12,329.21**	9,934.09
	TOTAL ASSETS		**17,685.17**	14,553.80
II	**EQUITY AND LIABILITIES**			
	EQUITY			
	(a) Equity Share Capital	13	**5,430.20**	5,430.20
	(b) Other Equity	14	**(879.57)**	(1,872.60)
	SUB-TOTAL		**4,550.62**	3,557.59
	LIABILITIES			
	NON-CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Borrowings	20	**–**	–
	(ii) Lease Liability	15	**–**	–
	(iii) Other Financial Liabilities	17	**197.30**	222.98
	(b) Provisions	18	**326.21**	201.05
	(c) Non-Current Tax Liabilities (Net)	9	**–**	–
	SUB-TOTAL		**523.51**	424.03
	CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Borrowings	20	**162.51**	323.39
	(ii) Trade Payables	16		
	– Total outstanding dues of micro and small enterprises		**467.10**	162.01
	– Total outstanding dues of creditors other than micro and small enterprises		**8,500.26**	7,238.99
	(iii) Lease Liability	15	**–**	–
	(iv) Other Financial Liabilities	17	**2,540.89**	2,189.99
	(b) Provisions	18	**579.73**	368.84
	(c) Current Tax Liabilities	9	**–**	–
	(d) Other Current Liabilities	19	**360.54**	288.95
	SUB-TOTAL		**12,611.04**	10,572.16
	TOTAL LIABILITIES		**17,685.17**	14,553.80
	Summary of Material Accounting Policies	1 and 2		

In terms of our report attached
For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Chaitainya Vinay Joshi
Membership No. 131403
Partner
Place : Mumbai
Date : 17th April 2026

For and on behalf of the Board of Directors

Vijay Nakra
DIN: 02638616
(Director)

Manoj Harlalka
DIN: 10711633
(Director)

Ashish Shah
Membership No: 114522
(Chief Financial Officer)

Jatin Belwalkar
Membership No: ACS-A79934
(Company Secretary)

Ravi Soni
(Manager)

Place : Mumbai
Date : 17th April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

All amounts are in Rupees Lakhs unless otherwise stated

	Particulars	Note No.	Year ended on 31st March, 2026	Year ended on 31st March, 2025
I	**Revenue from operations**	21	**39,773.09**	29,403.11
II	**Other Income**	22	**245.40**	286.63
III	**Total Revenue (I + II)**		**40,018.49**	29,689.73
IV	**EXPENSES**			
	(a) Cost of materials consumed	23(a)	**32,734.18**	24,281.53
	(b) Purchases of Stock-in-trade		**1,124.81**	860.27
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	23(b)	**(814.89)**	(486.49)
	(d) Employee benefits expense	24	**2,149.69**	1,961.71
	(e) Finance costs	25	**67.27**	54.09
	(f) Depreciation and amortisation expense	3 and 4	**276.81**	265.74
	(g) Other expenses	26	**3,634.27**	3,113.61
	Total Expenses (IV)		**39,172.15**	30,050.45
	Profit/(loss) before exceptional item and tax (III - IV)		**846.34**	(360.72)
	Exceptional Item	24	**(82.73)**	–
V	**Profit/(loss) before tax**		**763.62**	(360.72)
VI	**Tax Expense**			
	(a) Current tax	9	**21.86**	–
	(b) Deferred tax	9	**(266.68)**	–
	Less: MAT Credit entitlement		**–**	–
	Total tax expense		**(244.82)**	–
VII	**Profit/(loss) after tax (V - VI)**		**1,008.43**	(360.72)
VIII	**Other comprehensive income**			
	a. Will not be reclassified subsequently to profit or loss			
	Actuarial (Loss)/Gain as per actuarial valuation		**(20.57)**	1.26
	Deferred tax impact on Actuarial (Loss)/Gain		**5.18**	
	b. Will be reclassified subsequently to profit or loss when specific conditions are met		**–**	–
IX	**Total comprehensive income/(loss) for the year (VII + VIII)**		**993.04**	(359.45)
X	**Earnings/(loss) per equity share**			
	(a) Basic	28	**1.86**	(0.66)
	(b) Diluted	28	**1.86**	(0.66)
	Summary of Material Accounting Policies	1 and 2		

In terms of our report attached
For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Chaitainya Vinay Joshi
Membership No. 131403
Partner
Place : Mumbai
Date : 17th April 2026

For and on behalf of the Board of Directors

Vijay Nakra
DIN: 02638616
(Director)

Manoj Harlalka
DIN: 10711633
(Director)

Ashish Shah
Membership No: 114522
(Chief Financial Officer)

Jatin Belwalkar
Membership No: ACS-A79934
(Company Secretary)

Ravi Soni
(Manager)

Place : Mumbai
Date : 17th April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2026

All amounts are in Rupees Lakhs unless otherwise stated

	Particulars	Year ended on 31st March, 2026	Year ended on 31st March, 2025
I	**Cash flows from operating activities**		
	Profit/(loss) before tax for the year and OCI	**763.62**	(360.72)
	Finance costs	**65.87**	53.09
	Loss/(Profit) on disposal of property, plant and equipment (net)	**6.28**	(4.42)
	Depreciation and amortisation expense	**276.81**	265.74
	Provision for doubtful trade and other receivables, loans and advances	**226.76**	486.78
	Liabilities no longer required written back	**(76.32)**	(71.84)
		1,263.02	368.64
	Movements in working capital:		
	(Increase)/decrease in trade and other receivables	**(841.34)**	(1,941.35)
	(Increase)/decrease in inventories	**(2,257.86)**	(1,423.37)
	(Decrease)/increase in liabilities	**2,312.46**	3,198.88
	Cash generated from operations	**476.29**	202.80
	Income taxes refunded/(paid)	**(40.17)**	(4.84)
	Net cash from operating activities	**436.11**	197.95
II	**Cash flows from investing activities**		
	Payments for property, plant and equipment	**(251.86)**	(258.16)
	Proceeds from sale of property, plant and equipment	**–**	–
	Net cash used in investing activities	**(251.86)**	(258.16)
III	**Cash flows from financing activities**		
	Proceeds from/(Repayment of) borrowings	**(160.88)**	78.96
	Movement in Lease Liability	**–**	(8.17)
	Interest paid	**(23.37)**	(10.59)
	Net cash from/(used in) financing activities	**(184.25)**	60.19
IV	**Net decrease in cash and cash equivalents**	**(0.00)**	(0.01)
	Cash and cash equivalents at the beginning of the year	**0.11**	0.12
	Effects of exchange rate changes on the balance of cash held in foreign currencies	**–**	–
V	**Cash and cash equivalents at the end of the year**	**0.11**	0.11

In terms of our report attached
For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Chaitainya Vinay Joshi
Membership No. 131403
Partner
Place : Mumbai
Date : 17th April 2026

For and on behalf of the Board of Directors

Vijay Nakra
DIN: 02638616
(Director)

Manoj Harlalka
DIN: 10711633
(Director)

Ashish Shah
Membership No: 114522
(Chief Financial Officer)

Jatin Belwalkar
Membership No: ACS-A79934
(Company Secretary)

Ravi Soni
(Manager)

Place : Mumbai
Date : 17th April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

All amounts are in Rupees Lakhs unless otherwise stated

Note Nos. 1 and 2 : Summary of Material Accounting Policies

1. Corporate Information

Gujarat Tractor Corporation Limited (GTCL) a Public Limited Company domiciled in India and incorporated on 31st March, 1978 under the provisions of the Companies Act, 1956 (CIN : U34100GJ1978PLC003127) and a Government of Gujarat Undertaking. As a part of Disinvestment by Government of Gujarat, the Mahindra & Mahindra Limited. acquired 60% stake in Equity Shares of the Company in 1999-2000. The name of the Company changed to Mahindra Gujarat Tractor Limited (MGTL / the Company) in the year 2000. The name of company further changed to Gromax Agri Equipment Limited with effect from 24th August, 2017.

Currently Mahindra Group holds 60% and Government of Gujarat holds 40% Equity in the Company. The Company is mainly engaged in the Manufacture and Sale of Tractors under the brand name “Shaktimaan”, “Hindustan”, “Farm Plus”, “Trakstar” and spares of the same. The Company carries out its business activities in India and Nepal. The Factory and Registered Office of the Company is located at Vishwamitri, Vadodara, Gujarat and Sales and Distribution Offices and Yards in major States of India.”

2. Material Accounting Policies

2.1 Statement of compliance

The financial statements have been prepared taking into consideration all material aspects with Indian Accounting Standards (Ind-AS) notified under section 133 of the Companies Act, 2013 (the “Act”) [Companies (Indian Accounting Standards) Rules, 2015, as amended] and the other relevant provisions of the Act.

2.2 Basis of preparation and presentation

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the value paid for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

The financial statements have been prepared on historical convention except Defined benefit plans.

Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and

Level 3 inputs are unobservable inputs for the asset or liability.

The principal accounting policies are set out below:

2.3 Revenue recognition

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract. Upon satisfaction of performance obligation which is at a point in time when control of the goods is transferred to the customer, generally on delivery of the goods. Depending on the terms of the contract, which differs from contract to contract, the goods are sold on a reasonable credit term. The Revenue is excluding taxes and after deducting various Dealer Incentives and Discounts.

2.3.1. Sale of goods

1) Timing of recognition- Sales are recognized when control parameters as laid down in IND AS 115 are satisfied. Control means customer has accepted the product, legal title has been transferred, transfer of significant risk and rewards, right to receive the payment and transfer of physical possession. Sales are recognised at a point in time based on the revenue recognition standard.

2) Measurement of revenue:

   A) Revenue is measured based on the consideration specified in a contract with a customer (net of variable consideration) and excludes amounts collected on behalf of third parties. The Company recognises revenue when it transfers control of a product.

   B) Any change resulting in increase or decrease in estimated revenue or cost are reflected in the profit or loss in the period in which the circumstances that give rise to the revision become known by Management.

   C) Transaction price is the amount of consideration expected to be entitled to in exchange for transferring of goods and services excluding the amount collected from third party.

   D) Revenue from sales is based on the price specified in the sales contracts (net of the variable consideration) and returns at the time of sale. Accumulated experience is used to estimate and provide for the discounts and returns. The volume discounts are assessed based on anticipated annual purchases

2.3.2 Royalties

Royalty revenue is recognised on an accrual basis in accordance with the substance of the relevant agreement (provided that it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably). Royalties determined on a time basis are recognised on a straight-line basis over the period of the agreement. Royalty arrangements that are based on production, sales and other measures are recognised by reference to the underlying arrangement.

2.3.3 Dividend and interest income

Dividend income from investments is recognised when the shareholder’s right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset’s net carrying amount on initial recognition.

2.4 Borrowing costs

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

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.5 Employee benefits

2.5.1 Retirement benefit costs and termination benefits

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- remeasurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

A liability for a termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

2.5.2 Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

2.5.3 Contributions from employees or third parties to defined benefit plans

Discretionary contributions made by employees or third parties reduce service cost upon payment of these contributions to the plan.

When the formal terms of the plans specify that there will be contributions from employees or third parties, the accounting depends on whether the contributions are linked to service, as follows:

If the contributions are not linked to services (e.g. contributions are required to reduce a deficit arising from losses on plan assets or from actuarial losses), they are reflected in the remeasurement of the net defined benefit liability (asset).

If contributions are linked to services, they reduce service costs. For the amount of contribution that is dependent on the number of years of service, the Company reduces service cost by attributing the contributions to periods of service using the attribution method required by Ind AS 19.70 for the gross benefits. For the amount of contribution that is independent of the number of years of service, the Company reduces service cost in the period in which the related service is rendered / reduces service cost by attributing contributions to the employees' periods of service in accordance with Ind AS 19.70.

2.6 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.6.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.6.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in

which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.6.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

2.7 Property, plant and equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Freehold land is not depreciated.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Assets held under lease are depreciated over the lease term of the ROU (Right of use).

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.7.1 Useful lives of tangible assets

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values, over their estimated useful lives as prescribed in Part C of Schedule II of the Companies Act, 2013

Particulars	Life (Years)
Building - Non Factory	60
Building - Factory	30
Plant and Machineries, Jigs and Fixtures and Pattern and Moulds	15
Furniture and Fixtures, Electrical Installation	10
Motor Vehicles - Cars and Tractors	8
Computers - Servers and Network	6
Office Equipment	5
Computers - End-use devices (Desktop, Laptop, Printers, etc.)	3
Assets Value < Rs.5000	1

2.8 Intangible assets

2.8.1 Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

2.8.2 Internally-generated intangible assets - research and development expenditure

Expenditure on research activities is recognised as an expense in the period in which it is incurred.

An internally-generated intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if, all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognised for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognised, development expenditure is recognised in profit or loss in the period in which it is incurred.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

2.8.3 Useful lives of intangible assets

Estimated useful lives of the intangible assets are as follows:

Particulars	Life (Years)
Development Expenditure	5
Software	3

2.9 Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

2.10 Inventories

Inventories are stated at the lower of cost and net realisable value after providing for obsolescence and other losses, where considered necessary. Costs of inventories are determined on a weighted average basis. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

Cost of raw material and traded goods comprises of purchases. Cost of work-in-progress and finished goods comprises direct materials, direct labour and an appropriate proportion of variable and fixed overhead expenditure, the latter being allocated on the basis of normal operating capacity. Cost of Inventories also include all other cost incurred in bringing the inventories to their present location and condition. Cost of purchase inventory are determined after deducting rebates and discounts.

2.11 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Provisions are not recognised for future operating losses.

2.11.1 Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

2.11.2 Warranties

Provisions for the expected cost of warranty obligations under local sale of goods legislation are recognised at the date of sale of the relevant products, at the directors' best estimate of the expenditure required to settle the Company's obligation.

2.11.3 Contingent liabilities acquired in a business combination

A disclosure for a contingent liability is made where there is a possible obligation that arises from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from the past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

2.12 Financial instruments

Financial assets and financial liabilities are recognised when an entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value plus transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2.12.1 Cash and cash equivalents:-

The Company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents.

2.13 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

2.13.1 Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in profit or loss for FVTOCI debt instruments. For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange

differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss.

All other financial assets are subsequently measured at fair value.

2.13.2 Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

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

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria (see above) are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

2.13.4 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in other comprehensive income and is not reduced from the carrying amount in the balance sheet.

2.14 Financial Liabilities

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

2.14.1 Classification of financial liabilities

The company classifies all financial liabilities as subsequently measured at amortised cost.

2.14.2 Initial recognition of financial liabilities

Financial liabilities are carried at amortised cost using the effective interest method.

2.14.3 Subsequent measurement of financial liabilities

The measurement of financial liabilities depends on their classification (Refer Note 29)

2.15 Leases

2.15.1 Initial Recognition:

The determination of whether an arrangement is (or contains) a lease is based on the substance of the arrangement at the inception of the lease. The arrangement is, or contains, a lease if fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

2.15.2 Company as a lessee:

Leases, other than short term lease and low value assets, of property, plant and equipment are classified as finance leases. Finance leases are capitalized at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

2.16 EPS

The Company reports basic and diluted earnings per share in accordance with Ind AS 33 on Earnings per share. Basic earnings per share is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period as adjusted for the effects of all diluted potential equity shares except where the results are anti-dilutive.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all years presented for any share splits and bonus shares issues including for changes effected prior to the authorization for issue of the financial statements by the Board of Directors.

2.17 Cash flow statement

The Cash Flow Statement is prepared by the indirect method set out in Ind AS 7 on Cash Flow Statements and presents cash flows by operating, investing and financing activities of the Company.

2.18 Rounding off amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

2.19 Current v/s Non-Current classification:-

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

a) Expected to be realized or intended to be sold or consumed in normal operating cycle

b) Held primarily for the purpose of trading

c) Expected to be realized within twelve months after the reporting period, or

d) Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

a) It is expected to be settled in normal operating cycle

b) It is held primarily for the purpose of trading

c) It is due to be settled within twelve months after the reporting period, or

d) There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents.

The Company has identified twelve months as its operating cycle for the purpose of current and non-current classification of assets and liabilities

2.20 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2.1 to 2.18, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Detailed information about each of these estimates and judgements included in relevant notes together with information about the basis of calculation of each different line item in the financial statements.

Areas involving judgements and estimations:

1) Provision for warranty and service coupon
2) Provision for ECL
3) Provision for Employee Benefits

Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such Notification which is applicable from April 1, 2025.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

All amounts are in Rupees Lakhs unless otherwise stated

A. Equity share capital

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balance at the beginning of the current reporting period	**5,430.20**	5,430.20
Changes in Equity Share Capital due to prior period errors	**–**	–
Restated balance at the beginning of the current reporting period	**–**	–
Changes in equity share capital during the current year	**–**	–
Balance at the end of the current reporting period	**5,430.20**	5,430.20

Shares held by promoters as on 31st March 2026

Sr	Promoter Name	No. of Shares	% of total shares	% Change during the year
1	Mahindra Holdings Limited	**2,66,07,970**	**49.00%**	**No**
2	Mahindra & Mahindra Limited	**59,73,218**	**11.00%**	**No**
3	Government of Gujarat	**2,17,20,791**	**40.00%**	**No**

B. Other Equity

Particulars	Reserves and Surplus: Capital Reserve	Other Comprehensive Income	Retained Earnings	Total
As at 1st April, 2024	**217.13**	**(10.00)**	**(1,720.26)**	**(1,513.13)**
Changes in accounting policy or prior period errors	–	–	–	**–**
Restated balance at the beginning of the current reporting period	–	–	–	**–**
Profit/(Loss) for the year	–	–	(360.72)	**(360.72)**
Other Comprehensive Income/(Loss) for the current year	–	1.26	–	**1.26**
Total Income/(Loss) for the year	–	1.26	(360.72)	**(359.45)**
Dividends	–	–	–	**–**
Transfer to retained earnings	–	–	–	**–**
Any other changes	–	–	–	**–**
As at 31st March, 2025	**217.13**	**(8.74)**	**(2,080.99)**	**(1,872.60)**
Changes in accounting policy or prior period errors	–	–	–	**–**
Restated balance at the beginning of the current reporting period	–	–	–	**–**
Profit/(Loss) for the year	–	–	1,008.43	**1,008.43**
Other Comprehensive Income/(Loss) for the current year	–	(15.40)	–	**(15.40)**
Total Income/(Loss) for the year	–	(15.40)	1,008.43	**993.04**
Dividends	–	–	–	**–**
Transfer to retained earnings	–	–	–	**–**
Any other changes	–	–	–	**–**
As at 31st March, 2026	**217.13**	**(24.13)**	**(1,072.56)**	**(879.57)**

In terms of our report attached
For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Chaitainya Vinay Joshi
Membership No. 131403
(Partner)
Place : Mumbai
Date : 17th April 2026

For and on behalf of the Board of Directors

Vijay Nakra
DIN: 02638616
(Director)

Manoj Harlalka
DIN: 10711633
(Director)

Ashish Shah
Membership No: 114522
(Chief Financial Officer)

Jatin Belwalkar
Membership No: ACS-A79934
(Company Secretary)

Ravi Soni
(Manager)

Place : Mumbai
Date : 17th April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

All amounts are in Rupees Lakhs unless otherwise stated

Note No. 3 - Property, Plant and Equipment

Particulars	As at 31st March, 2026	As at 31st March, 2025
a. Property, plant and equipment	**1,871.61**	1,887.79
b. Right of use assets	–	–
	1,871.61	**1,887.79**

a. Property, plant and equipment

Description of Assets	Land - Freehold	Buildings - Freehold	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
I. Gross Carrying Amount							
Balance as at 1 April 2025	1.03	695.87	2,661.30	85.05	84.58	361.15	3,888.98
Additions	–	25.42	195.86	15.82	–	31.81	268.92
Disposals	–	(8.72)	(69.04)	(13.15)	–	(9.69)	(100.61)
Balance as at 31st March, 2026	**1.03**	**712.57**	**2,788.12**	**87.71**	**84.58**	**383.28**	**4,057.28**
II. Accumulated depreciation and impairment							
Balance as at 1 April 2025	–	254.59	1,438.89	66.72	64.06	176.93	2,001.18
Depreciation expense for the year	–	32.30	191.60	7.12	5.71	40.08	276.81
Eliminated on disposal of assets	–	(7.69)	(62.93)	(12.50)	–	(9.21)	(92.33)
Balance as at 31st March 2026	**–**	**279.19**	**1,567.56**	**61.34**	**69.77**	**207.81**	**2,185.67**
III. Net carrying amount (I-II)	**1.03**	**433.38**	**1,220.56**	**26.37**	**14.81**	**175.47**	**1,871.61**

Description of Assets	Land - Freehold	Buildings - Freehold	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
I. Gross Carrying Amount							
Balance as at 1 April 2024	1.03	612.67	2,475.29	82.32	82.24	402.40	**3,655.95**
Additions	–	83.20	222.11	6.37	2.34	–	**314.02**
Disposals	–	–	(36.10)	(3.65)	–	(41.25)	**(81.00)**
Balance as at 31st March, 2025	**1.03**	**695.87**	**2,661.30**	**85.05**	**84.58**	**361.15**	**3,888.98**
II. Accumulated depreciation and impairment							
Balance as at 1 April 2024	–	221.39	1,282.09	64.03	58.46	166.84	**1,792.80**
Depreciation expense for the year	–	33.20	176.80	5.26	5.60	41.80	**262.66**
Eliminated on disposal of assets	–	–	(20.00)	(2.57)	–	(31.71)	**(54.28)**
Balance as at 31st March, 2025	**–**	**254.59**	**1,438.89**	**66.72**	**64.06**	**176.93**	**2,001.18**
III. Net carrying amount (I-II)	**1.03**	**441.28**	**1,222.41**	**18.33**	**20.52**	**184.22**	**1,887.79**

b. Right of use assets

Description of Assets	Buildings–Leasehold	Total
I. Gross Carrying Amount		
Balance as at 1 April 2025	**27.23**	27.23
Additions	**–**	–
Deletions	**27.23**	27.23
Balance as at 31st March, 2026	**–**	–
II. Accumulated depreciation and impairment		
Balance as at 1 April 2025	**19.58**	19.58
Additions	**–**	–
Deletions	**19.58**	19.58
Balance as at 31st March, 2026	**–**	–
III. Net carrying amount (I-II)	**–**	–

Description of Assets	Buildings–Leasehold	Total
I. Gross Carrying Amount		
Balance as at 1 April 2024	**27.23**	27.23
Additions	**–**	–
Deletions	**27.23**	27.23
Balance as at 31 March 2025	**–**	–
II. Accumulated depreciation and impairment		
Balance as at 1 April 2024	**19.58**	19.58
Additions	**–**	–
Deletions	**19.58**	19.58
Balance as at 31 March 2025	**–**	0.01
III. Net carrying amount (I-II)	**–**	–

CWIP Ageing Schedule as at 31st March, 2026

Description	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	12.49	–	–	–	12.49
Projects temporarily suspended	–	–	–	–	–

CWIP Ageing Schedule as at 31st March, 2025

Description	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	27.54	–	–	–	27.54
Projects temporarily suspended	–	–	–	–	–

Notes:

Property, plant and equipment comprise of owned and leased assets that do not meet the definition of investment property.

Impairment losses not recognised in the year:

During the year ended on 31 March 2026, there were no impairment indicators. Hence, no impairment loss has been recognised.

Depreciation Method and Useful Life

The depreciation methods used and the useful lives or the depreciation rates used are mentioned in Note on Material Accounting Policies.

Tangible Asset given to Co-operative Society on Hire Purchase

Certain fixed assets were transferred to various Industrial Co-operative Societies on hire purchase basis, had been reduced from the Gross Block of Fixed Assets of the Company in the year of actual transactions in past, but they still remain the property of the Company till the last instalment is paid.

Note No. 4 - Other Intangible Assets

	Description of Assets	Computer Software	Total
I.	**Gross Carrying Amount**		
	Balance as at 1st April, 2025	53.95	53.95
	Additions from acquisitions	–	–
	Eliminated from Books of Account	(41.36)	(41.36)
	Balance As at 31st March, 2026	**12.59**	**12.59**
II.	**Accumulated depreciation and impairment**		
	Balance as at 1st April, 2025	53.95	53.95
	Amortisation expense for the year	–	–
	Eliminated from Books of Account	(41.36)	(41.36)
	Balance As at 31st March, 2026	**12.59**	**12.59**
III.	**Net carrying amount (I-II)**	**–**	**–**

	Description of Assets	Computer Software	Total
I.	**Gross Carrying Amount**		
	Balance as at 1st April, 2024	53.95	53.95
	Additions from acquisitions	–	–
	Eliminated from Books of Account	–	–
	Balance as at 31st March, 2025	53.95	53.95
II.	**Accumulated depreciation and impairment**		
	Balance as at 1st April, 2024	53.95	53.95
	Amortisation expense for the year	–	–
	Eliminated from Books of Account	–	–
	Balance as at 31st March, 2025	53.95	53.95
III.	**Net carrying amount (I-II)**	–	–

Note No. 5 - Investments (Non-Current)

Particular	As at 31st March, 2026 QTY	As at 31st March, 2026 Amount Rs.	As at 31st March, 2025 QTY	As at 31st March, 2025 Amount Rs.
Investments Carried at:				
Designated as Fair Value Through Profit and Loss				
I. Unquoted Investments (all fully paid)				
Other Non-Current Investments	**–**	**4.45**	–	4.45
Total Unquoted Investments	**–**	**4.45**	–	4.45
TOTAL INVESTMENTS CARRIED AT FAIR VALUE	**–**	**4.45**	–	4.45
TOTAL INVESTMENTS	**–**	**4.45**	–	4.45
Total Impairment value for investment carried at FVTPL	**–**	**(4.45)**	–	(4.45)
TOTAL INVESTMENTS CARRYING VALUE	**–**	**–**	–	–

Note:

Details of Investments in the Shares of Industrial Co-Operative Societies within Gromax Premises

Sr.	Name of Industrial Co-Operative Societies	% of Holding of Company	No. of shares held by Company	As at 31st March, 2026	As at 31st March, 2025
1	Pragati Industrial Co-operative Society Limited	41.61%	228	1.14	1.14
2	Sarvoday Industrial Co-operative Society Limited	40.00%	140	0.70	0.70
3	Parishram Industrial Co-operative Society Limited	37.93%	154	0.77	0.77
4	Adarsh Industrial Co-operative Society Limited	36.84%	140	0.70	0.70
5	Akshay Industrial Co-operative Society Limited	40.04%	227	1.14	1.14
	TOTAL			**4.45**	4.45

Note No. 6 - Trade receivables

Particulars	As at 31st March, 2026	As at 31st March, 2025
Trade receivables		
1) Secured, considered good	**1,301.88**	391.96
2) Unsecured, considered good	**2,269.73**	3,123.76
3) Which have significant increase in Credit Risk	**–**	–
4) Credit impaired	**1,273.34**	1,679.11
	4,844.96	5,194.83
Less: Allowance for expected credit loss	**(1,273.34)**	(1,679.11)
TOTAL	**3,571.61**	3,515.72

Trade Receivables as on 31st March 2026 >

Outstanding for following periods from due date of payment

	Particulars	Less than 6 months	6 months - 1 year	1-2 Years	2-3 years	More than 3 years	Total
(i)	Undisputed Trade receivables — considered good	3,212.79	246.12	6.24	2.39	1.01	3,468.55
(ii)	Undisputed Trade Receivables — which have significant increase in credit risk	–	–	–	–	–	–
(iii)	Undisputed Trade Receivables — credit impaired	–	207.91	29.12	17.06	45.43	299.52
(iv)	Disputed Trade Receivables — considered good	–	–	–	–	–	–
(v)	Disputed Trade Receivables — which have significant increase in credit risk	52.29	50.78	–	–	–	103.07
(vi)	Disputed Trade Receivables — credit impaired	–	9.34	196.64	251.44	516.40	973.82
	Trade Receivables as on 31st March 2026 >	**3,265.08**	**514.15**	**232.00**	**270.89**	**562.83**	**4,844.96**
	Trade Receivables as on 31st March 2026 less of allowance for expected credit loss	**3,265.08**	**296.89**	**6.24**	**2.39**	**1.01**	**3,571.61**

Trade Receivables as on 31st March 2025

Outstanding for following periods from due date of payment

	Particulars	Less than 6 months	6 months - 1 year	1-2 Years	2-3 years	More than 3 years	Total
(i)	Undisputed Trade receivables — considered good	3,000.51	387.79	36.82	32.51	48.32	3,505.96
(ii)	Undisputed Trade Receivables — which have significant increase in credit risk	–	–	–	–	–	–
(iii)	Undisputed Trade Receivables — credit impaired	0.00	58.75	546.84	435.61	335.65	1,376.85
(iv)	Disputed Trade Receivables — considered good	–	–	–	–	–	–
(v)	Disputed Trade Receivables — which have significant increase in credit risk	1.22	8.55	–	–	–	9.77
(vi)	Disputed Trade Receivables — credit impaired	–	2.85	20.94	58.81	219.66	302.25
	Trade Receivables as on 31st March 2025 >	**3,001.74**	**457.93**	**604.60**	**526.93**	**603.63**	**5,194.83**
	Trade Receivables as on 31st March 2025 less of allowance for expected credit loss	**3,001.74**	**396.34**	**36.82**	**32.51**	**48.32**	**3,515.72**

Note:

The Company has Bank Guarantees as security as on 31st March 2026: Rs. 1214 Lakhs (31 March 2025: Rs. 171.00 Lakhs), where appropriate, as a means of mitigating the risk of financial loss from defaults. Other than these, the Company also has Security Deposits of various dealers as necessary amount, classified under Note No. 17.

Note No. 7 - Loans

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Current	Non - Current	Current	Non - Current
Other Advances	**–**	**–**	–	–
Advances to Employees	**–**	**–**	–	–
GRAND TOTAL	**–**	**–**	–	–

Note No. 8 - Other Financial Assets

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Current	Non - Current	Current	Non - Current
Interest accrued on Deposits	**16.71**	**–**	–	–
Other Bank Balances	**–**	**2,884.58**	–	2,403.85
Security Deposits	**–**	**73.38**	–	95.54
Other Receivables	**15.08**	**–**	5.00	10.08
TOTAL	**31.79**	**2,957.96**	5.00	2,509.47

Notes:

The carrying amount of Fixed deposit pledged as security for Cash Credit Facility from Bank is Rs 2637.35 as on 31 March 2026

Note No. 9 - Current Tax and Deferred Tax (Non Current and Current)

(a) Income Tax recognised in profit or loss

Particulars	As at 31st March, 2026	As at 31st March, 2025
Advance Payment of Income Tax	**388.93**	348.76
Provisions for Income Tax	**(186.60)**	(164.74)
Total	**202.33**	184.02

Particulars	As at 31st March, 2026	As at 31st March, 2025
Current Tax:		
In respect of current year	**21.86**	–
In respect of prior years	**–**	–
Total income tax expense on continuing operations	**21.86**	–

(b) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Profit before tax from continuing operations and OCI	**763.62**	(359.45)
Income tax expense calculated at 25.168%	**192.18**	(90.46)
Effect of expenses that is non-deductible in determining taxable profit	**182.75**	9.99
Effect of Expenses on which deferred tax asset is not created	**(227.45)**	74.44
Effect of current year losses for which no deferred tax asset is recognised		6.03
Effect of reversal of previous year losses on which deferred tax is not recognised	**(125.62)**	
Others		–
Income tax expense recognised In profit or loss from continuing operations	**21.86**	0.00

The tax rate used for 31 March 2026 and 31 March 2025 reconciliations above is the corporate tax rate of 25.168% payable by the Company on taxable profit under Indian Income Tax Laws.

(c) Deferred Tax Asset

During the year, the Company has recognized deferred tax in respect of deductible temporary differences, based on management's assessment of the probability of availability of future taxable profits. Based on the business projections available at the reporting date, management believes that sufficient taxable profits will be generated in future against which such deferred tax assets can be utilized, as required under Ind AS 12- Income Taxes.

Particulars	As at 31st March, 2026	As at 31st March, 2025
Deferred Tax Asset (DTA)		
Gratuity and Leave Encashment	**100.47**	43.27
Provision for Doubtful Debts and Advances	**283.81**	377.60
Unabsorbed Depreciation	**–**	–
Other comprehensive income	**5.18**	–
	389.46	420.87
Deferred Tax Liability (DTL)		
Depreciation	**(117.78)**	(110.50)
Bonus	**0.17**	(0.08)
	(117.60)	(110.58)
Net Deferred Tax Assets recognised	**271.86**	310.30

Note No. 10 - Other assets

Particulars	As at 31st March, 2026 Current	As at 31st March, 2026 Non - Current	As at 31st March, 2025 Current	As at 31st March, 2025 Non - Current
1 Capital advances				
(i) For Capital work-in-progress	**0.27**	**27.14**	0.11	10.88
2 Advances other than capital advances				
(i) Balances with government authorities (other than income taxes)	**2,664.56**	**12.57**	2,704.59	–
(ii) Prepaid Expenses	**27.40**	**–**	18.88	**–**
(iii) Vendor Advances	**171.55**	**–**	66.36	**–**
(iv) Advances to Employees	**2.64**	**–**	1.84	–
Total	**2,866.41**	**39.72**	2,791.77	10.88

Note:
Details of Balances with Government Authorities (other than Income Tax) by Category

	Particulars	As at 31st March, 2026	As at 31st March, 2025
1	Balances with GST Authorities	**2,677.13**	2,704.59
	Total	**2,677.13**	2,704.59

Note No. 11 - Inventories

	Particulars	As at 31st March, 2026	As at 31st March, 2025
1	Raw materials	**3,245.19**	1,802.30
2	Work-in-progress	**166.32**	113.60
3	Finished and semi-finished goods	**2,411.41**	1,645.15
4	Loose Tools	**30.08**	29.99
5	Stock-in-trade	**3.54**	7.64
	Total Inventories (at lower of cost and net realisable value)	**5,856.53**	3,598.67

Notes:

Inventory of Raw Materials of Rs. 111.51 Lakhs is in transit as on 31 March 2026 (31 March 2025: Rs 86.82).

Mode of valuation of inventories is at lower of cost and net realisable value.

Note No. 12a - Cash and cash equivalents

	Particulars	As at 31st March, 2026	As at 31st March, 2025
	Cash and cash equivalents		
1	Balances with banks	**0.06**	0.06
2	Cash on hand	**0.05**	0.05
	Total Cash and cash equivalents	**0.11**	0.11

Note No. 12b - Other Bank Balances

	Particulars	As at 31st March, 2026	As at 31st March, 2025
	Other Bank Balances		
1	Balances with Banks:		
	(i) On Margin Accounts	**2.75**	22.81
	(ii) Fixed Deposits with maturity greater than 3 months	**–**	–
	Total Other Bank balances	**2.75**	22.81

Note:
Margin Money Deposits are against the Company's Cash Credit Limit, Letter of Credit and Bank Guarantee issued.

Cash and cash equivalents include cash in hand and balance in banks.

Note No. 13 - Equity Share Capital

Particulars	As at 31st March, 2026 No. of shares	As at 31st March, 2026 Amount	As at 31st March, 2025 No. of shares	As at 31st March, 2025 Amount
Authorised:				
Equity Shares of Rs. 10 each	**5,50,00,000**	**5,500.00**	5,50,00,000	5,500.00
Issued, Subscribed and Fully Paid:				
Equity Shares of Rs. 10 each	**5,43,01,979**	**5,430.20**	5,43,01,979	5,430.20
Total	**5,43,01,979**	**5,430.20**	5,43,01,979	5,430.20

Note:

(i) Issued and Subscribed Capital includes -

(a) 15,00,000 Equity Shares of Rs. 10 each issued to Government of Gujarat in Financial Year 1979-1980 as fully paid up, without receiving payment in cash, being the consideration for transfer of the undertaking of Hindustan Tractors Limited to the Company.

(b) 9,00,000 Equity Shares of Rs. 10 each issued to Government of Gujarat in Financial Year 1981-1982 consequent upon conversion of loan of Rs. 90,00,000 into Equity Share Capital.

(c) 11,979 Equity Shares of Rs. 10 each issued to Government of Gujarat in Financial Year 1981-1982 as fully paid up, being the reimbursement of preliminary expenses incurred by them on the formation of the Company.

(d) 20,90,000 Equity Shares of Rs. 10 each issued to Government of Gujarat in Financial Year 1985-1986 consequent upon conversion of loan of Rs. 2,09,00,000 into Equity Share Capital.

(e) 1,08,00,000 Equity Shares of Rs. 10 each issued to Government of Gujarat in Financial Year 1992-1993 consequent upon conversion of loan of Rs. 10,80,00,000 into Equity Share Capital.

(f) Out of 1,53,01,979 Equity Shares, as stated above held by the Government of Gujarat, 91,81,188 Equity Shares were divested by sale to Mahindra Group. The holding by Mahindra Group is as follows. 16,83,218 Equity Shares are held by Mahindra & Mahindra Limited, the holding Company, including 7 Equity Shares jointly with its nominees and 74,97,970 Equity shares are held by Mahindra Holdings Limited.

(g) During the financial year Financial Year 2016-2017, the Company has raised fund through right issue of equity shares 3,90,00,000 of Rs. 10 each to existing equity shareholders in their shareholding ratio.

(ii) Reconciliation of the number of shares outstanding at the beginning and at the end of the period

Particulars	Opening Balance	Fresh Issue	Closing Balance
(a) Equity Shares of Rs. 10 each			
Year ended 31 March 2026			
No. of Shares	**5,43,01,979**	**–**	**5,43,01,979**
Amount	**5,430.20**	**–**	**5,430.20**
Year ended 31 March 2025			
No. of Shares	5,43,01,979	–	5,43,01,979
Amount	5,430.20	–	5,430.20

(iii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	No. of Shares
As at 31st March, 2026	
Mahindra Holdings Limited, the Holding Company	**2,66,07,970**
Mahindra & Mahindra Limited, the Ultimate Holding Company	**59,73,218**
As at 31st March, 2025	
Mahindra Holdings Limited, the Holding Company	2,66,07,970
Mahindra & Mahindra Limited, the Ultimate Holding Company	59,73,218

(iv) Details of shares held by each shareholder holding more than 5% shares and shares held by promoters:

	As at 31st March, 2026		As at 31st March, 2025	
Class of shares/ Name of shareholder	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity Shares of Rs. 10 each				
Mahindra Holdings Limited, the Holding Company	**2,66,07,970**	**49%**	2,66,07,970	49%
Mahindra & Mahindra Limited, the Ultimate Holding Company	**59,73,218**	**11%**	59,73,218	11%
Government of Gujarat	**2,17,20,791**	**40%**	2,17,20,791	40%

Note No. 14 - Other Equity

Particulars	As at 31st March, 2026	As at 31st March, 2025
Capital Reserve	**217.13**	217.13
Retained Earnings	**(1,072.57)**	(2,080.99)
Other Comprehensive Income	**(24.13)**	(8.74)
Total	**(879.57)**	(1,872.60)

Movement in Reserves

Particulars	As at 31st March, 2026	As at 31st March, 2025
(I) Capital Reserve		
Balance as at the beginning of the year	**217.13**	217.13
Add/Less: Additions/ Utilised during the year	**–**	–
Balance as at the end of the year	**217.13**	217.13
(II) Retained Earnings		
Balance as at the beginning of the year	**(2,080.99)**	(1,720.26)
Add :		
Profit/(Loss) for the period	**1,008.43**	(360.72)
Other Adjustment	**–**	–
Balance as at the end of the year	**(1,072.57)**	(2,080.99)
(III) Other Comprehensive Income		
Balance as at the beginning of the year	**(8.74)**	(10.00)
Add :		
Other Comprehensive Income/(Loss)	**(15.40)**	1.26
Balance as at the end of the year	**(24.13)**	(8.74)

Note No. 15 - Lease Liabilities

	As at 31st March, 2026		As at 31st March, 2025	
Particulars	Current	Non Current	Current	Non Current
(a) Lease Liability - Buildings	**–**	**–**	**–**	**–**
(b) Lease Liability - Vehicles	**–**	**–**	–	–
Total Lease Liabilities	**–**	**–**	–	–

Note No. 16 - Trade Payables

Particulars	As at 31st March, 2026	As at 31st March, 2025
Trade payables - Micro and small enterprises	**467.10**	162.01
Trade payables - Other than micro and small enterprises	**8,500.26**	7,238.99
Total trade payables	**8,967.36**	7,401.00

Trade Payables Ageing schedule as on 31st March 2026

Particulars	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	467.10	–	–	–	467.10
(ii) Others	8,465.18	35.08	–	–	8,500.26
(iii) Disputed dues - MSME	–	–	–	–	–
(iv) Disputed dues - Others	–	–	–	–	–
Trade Payables as on 31st March 2026 >	**8,932.28**	**35.08**	**–**	**–**	**8,967.36**

Trade Payables Ageing schedule as on 31st March 2025

	Particulars	Outstanding for following periods from due date of payment				
		Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	MSME	162.01	–	–	–	162.01
(ii)	Others	7,223.98	15.01	–	–	7,238.99
(iii)	Disputed dues - MSME	–	–	–	–	–
(iv)	Disputed dues - Others	–	–	–	–	–
	Trade Payables as on 31st March 2025 >	**7,385.99**	**15.01**	**–**	**–**	**7,401.00**

Notes:

1. Trade Payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.
2. There are some Micro and Small Enterprises, to whom the Company owes dues, which are outstanding for more than the stipulated period. The information regarding micro and small enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company. The disclosures required to be made as per the Micro, Small and Medium Enterprises Development Act, 2006 are as follows:

	Particulars	As at 31st March, 2026	As at 31st March, 2025
I.	Dues remaining unpaid		
	- Principal	**464.68**	161.52
	- Interest	**2.42**	0.50
II.	Interest paid in terms of Section 16 of the Act	**–**	–
III.	Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**2.42**	0.50
IV.	Amount of interest accrued and remaining unpaid	**0.42**	0.50
V.	Amount of interest due and payable on previous year's outstanding amount	–	–

Note No. 17 - Other Financial Liabilities

	Particulars	As at 31st March, 2026	As at 31st March, 2025
	Other Financial Liabilities Measured at Amortised Cost		
(A)	**Non Current**		
1	Trade and Security Deposits	**197.30**	222.91
2	Interest Payable	**–**	0.07
	Total Other Non Current Financial Liabilities	**197.30**	222.98
(B)	**Current**		
1	Unpaid dividends (Preference dividend, considered as interest)	**1,098.95**	1,056.45
2	Trade and Security Deposits	**197.70**	244.05
3	Unpaid matured preference shares	**500.00**	500.00
4	Other liabilities		
	(a) Capital Creditors	**4.23**	34.24
	(b) Employee Payables	**26.14**	22.00
	(c) Expenses accruals	**710.93**	329.97
	(d) Others	**2.94**	3.30
	Total Other Current Financial Liabilities	**2,540.89**	**2,189.99**

Note:

5,000,000 8.5% Cumulative Redeemable Preference Shares of Rs. 10 each issued solely to Government of Gujarat (GOG) as fully paid up on 23rd May, 2000 consequent upon conversion of loan of Rs. 50,000,000.

These shares were redeemable at par at the end of four years from the date of allotment i.e. 22nd May, 2004 and the terms of the issue of the shares can be varied with the express consent of the Company and the holders of the shares at any time during the period the shares are outstanding.

The Preference Shares issued have right to receive dividend from year to year as decided by terms of issue i.e. 8.5% per annum from the date of allotment.

The preference share holders will not be entitled to any of the rights and privileges available to the members of the Company including right to receive notice of or to attend and vote at general meeting or to receive annual reports of the company. If, however any resolution affecting the rights attached to the share is placed before the member of the Company, such resolution will first be placed before the preference shareholders for their consideration.

Considering book losses, the Board of Directors had not declared dividend on preference shares since allotment. Thus, no provision was made for 8.5% dividend, amounting to Rs. 631.46 Lakhs on preference shares for the period from 23rd May, 2000 (being the date of allotment) to the year ended 31st March, 2015 and additional tax thereon as per the accounting treatment under IGAAP.

Under IND AS, accrued Dividend on Preference Shares is defined as Other Current Financial Liabilities under Unpaid Dividends and are currently excluding taxes.

Note No. 18 - Provisions

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Current	Non-Current	Current	Non-Current
1. Provision for employee benefits				
(a) Employee Benefits	**72.99**	**326.21**	64.45	201.05
2. Other Provisions				
(a) Provision for Warranty	**444.61**	**–**	246.76	–
(b) Provision for Service Coupon	**62.13**	**–**	57.63	–
Total Provisions	**579.73**	**326.21**	368.84	201.05

Note:

Movement of Warranty Provision

Provision for Warranties	Balance at the beginning of the year	Provision made during the year	Provision used during the year	Provision written back during the year	Balance at the end of the year
Financial Year 2025-2026	**246.76**	**253.06**	**55.22**	**–**	**444.60**
Financial Year 2024-2025	153.88	165.12	72.24	–	246.76

Provision for warranty has been recognised for expected warranty claims on products sold during the last two financial years. It is expected that the majority of this expenditure will be incurred in the next financial year.

Movement of Service Coupon Provision

Provision for Service Coupon	Balance at the beginning of the year	Provision made during the year	Provision used during the year	Provision written back during the year	Balance at the end of the year
Financial Year 2025-2026	**57.63**	**27.86**	**23.36**	**–**	**62.13**
Financial Year 2024-2025	54.21	39.63	36.21	–	57.63

Note No. 19 - Other Current Liabilities

Particulars	As at 31st March, 2026	As at 31st March, 2025
1. Other Current Liabilities		
(a) Statutory dues	**158.45**	60.47
(b) Contract Liabilities	**201.66**	228.48
(C) MSME Interest provision	**0.42**	–
Total Other Liabilities	**360.54**	288.95

Note No. 20 - Borrowings

Particulars	As at 31st March, 2026	As at 31st March, 2025
(A) Non Current Borrowings		
1. Unsecured Borrowings		
(a) Loans repayable on demand		
– From Banks	**–**	–
Total Non Current Borrowings	**–**	–
(B) Current Borrowings		
1. Secured Borrowings		
(a) Loans repayable on demand		
– From Banks	**162.51**	323.39
Total Current Borrowings	**162.51**	323.39

Note:
Secured Loans repayable on demand from Bank

Cash Credit facilities from Banks are secured against Fixed deposits.

Further, quarterly returns or statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of account and there are no discrepancies.

Note No. 21 – Revenue from Operations

	Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
1	Revenue from sale of products	**39,632.93**	29,249.60
2	Other operating revenue (Royalty)	**140.15**	153.51
Total Revenue from Operations		**39,773.09**	29,403.11

Note:
Breakup of Revenue into contracts entered in previous year and in current year as per IND AS 115

	Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
1	Revenue from PO/ contract/agreement entered into in previous year	–	–
2	Revenue from New PO/ contract/ agreement entered into in current year	**39,773.09**	29,403.11
Total		**39,773.09**	29,403.11

Note No. 22 - Other Income

Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
(a) Interest Income		
1. Bank Deposits	**166.80**	159.90
2. Income Tax	**–**	1.28
3. Others	**2.28**	3.24
(b) Profit on sale of property, plant and equipment (net)	**–**	–
(c) Insurance claim received	**–**	50.37
(d) Liabilities no longer required written back	**76.32**	71.84
Total Other Income	**245.40**	286.63

Note No. 23(a) - Cost of materials consumed

Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
Opening stock	**1,802.30**	865.80
Add: Purchases	**34,177.07**	25,218.02
	35,979.36	26,083.82
Less: Closing stock	**3,245.19**	1,802.30
Cost of materials consumed	**32,734.18**	24,281.53

Note No. 23(b) - Changes in inventories of finished goods, work-in-progress and stock-in-trade

Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
Inventories at the end of the year:		
Finished goods	**2,411.41**	1,645.15
Work-in-progress	**166.32**	113.60
Stock-in-trade	**3.54**	7.64
	2,581.27	1,766.38
Inventories at the beginning of the year:		
Finished goods	**1,645.15**	1,259.28
Work-in-progress	**113.60**	3.75
Stock-in-trade	**7.64**	16.85
	1,766.38	1,279.89
Net decrease/(increase)	**(814.89)**	(486.49)

Note No. 24 - Employee Benefits Expense

	Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
1	Salaries, wages and bonus	**1,916.75**	1,736.48
2	Contribution to provident and other funds	**107.66**	106.12
3	Staff welfare expenses	**125.28**	119.11
Total Employee Benefits Expense		**2,149.69**	1,961.71

Note:

Analysis of Contribution to provident and other funds by Category

	Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
1	Contribution to Provident Fund	**94.26**	87.35
2	Contribution to Group Insurance	**13.40**	18.77
Total		**107.66**	106.12

Analysis of Staff welfare expenses by Category

	Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
1	Contribution to Employees State Insurance	**7.73**	6.35
2	Contribution to Labour Welfare Fund	**0.01**	0.01
3	Gratuity Provisions	**43.44**	44.92
4	Other Welfare Expenses	**74.10**	66.56
5	Defined Benefit Obligation Recognised as Other Comprehensive Income	**–**	1.26
Total		**125.28**	119.11

Note:

During the year, the Government of India implemented the Code on Social Security, 2020 which introduced a revised definition of 'wages' for the purpose of computing statutory employee benefits. The Company has evaluated the impact of the revised definition of wages on its gratuity in accordance with Ind AS 19. The change has been treated as a plan amendment and the resulting increase in the defined benefit obligation of Rs 82.73 lakhs has been recognised as past service cost in the Statement of Profit and Loss. Considering the one-time nature of this impact, the Company has presented the amount as an exceptional item in the Statement of Profit and Loss.

Note No. 25 - Finance Costs

	Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
1	Interest expense	**23.37**	10.59
2	Dividend on redeemable preference shares	**42.50**	42.50
3	Other borrowing costs	**1.40**	1.00
Total finance costs		**67.27**	54.09

Note:

Analysis of Interest Expenses by Category

Particulars		Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
(a)	On Secured Borrowings - Loan from Banks	**20.95**	18.12
(b)	On Others (Including Interest unwinding on Lease Liability)	**2.42**	(7.53)
Total		**23.37**	10.59

Analysis of Other Borrowing Costs by Category

Particulars		Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
(a)	Bank Charges	**1.40**	1.00
Total		**1.40**	1.00

Note No. 26 - Other Expenses

	Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
1	Stores consumed	**45.05**	38.82
2	Tools consumed	**2.87**	0.55
3	Power and fuel	**95.06**	82.33
4	Rent including lease rentals	**5.74**	7.06
5	Rates and taxes	**41.96**	42.15
6	Insurance	**15.78**	16.88
7	Repairs and maintenance		
	– Buildings	**28.79**	6.51
	– Machinery	**46.35**	32.77
	– Others	**18.48**	5.59
8	Postage, Telephone and Communication	**13.28**	9.67
9	Legal and Professional Charges	**520.51**	559.40
10	Freight outward	**691.77**	512.84
11	Sales promotion expense	**425.40**	224.56
12	Travelling and Conveyance Expenses	**553.08**	412.17
13	Subcontracting, Hire and Service Charges	**426.20**	302.70
14	Provision for doubtful trade and other receivables, loans and advances	**226.76**	486.78
15	Auditors' remuneration	**5.75**	5.75
16	Miscellaneous expenses	**212.10**	206.37
17	Provision for warranty	**253.06**	165.12
18	Loss on sale of property, plant and equipment (net)	**6.28**	(4.42)
19	Bad Debts written off	**598.44**	225.45
	Less: Provision for Doubtful Debts written back	**(598.44)**	(225.45)
20	Bad Advances written off	**46.66**	–
	Less: Provision for Doubtful Advances written back	**(46.66)**	–
Total Other Expenses		**3,634.27**	**3,113.61**

Note:

Details of Payments to Statutory Auditors

	Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
1	Statutory Audit Fees	**4.00**	4.00
2	Tax Audit Fees	**1.75**	1.75
Total		**5.75**	5.75

Note No. 27 - Disclosures under Ind AS 105

Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
Cash flows from continuing operations		
Net Cash inflows/outflows from operating activities	**436.11**	197.96
Net cash inflows/outflows from investing activities	**(251.86)**	(258.16)
Net cash inflows/outflows from financing activities	**(184.25)**	60.19
Net Cash inflows	**(0.00)**	(0.00)

Note No. 28 - Earnings/(loss) per Share

Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
Basic Earnings/(loss) per share		
From continuing operations (in Rupees)	**1.86**	(0.66)
Total basic earnings/(loss) per share	**1.86**	(0.66)
Diluted Earnings/(loss) per share		
From continuing operations (in Rupees)	**1.86**	(0.66)
Total diluted earnings/(loss) per share	**1.86**	(0.66)

Basic earnings/(loss) per share

The earnings/(loss) and weighted average number of ordinary shares used in the calculation of basic earnings/(loss) per share are as follows:

Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
Profit/(loss) for the year attributable to owners of the Company	**1,008.43**	(360.72)
Profit/(loss) used in the calculation of basic earnings/(loss) per share	**1,008.43**	(360.72)
Weighted average number of equity shares	**5,43,01,979**	5,43,01,979
Nominal value of Shares (in Rupees)	**10.00**	10.00
Earnings/(loss) per share from continuing operations - Basic (in Rupees)	**1.86**	(0.66)

Diluted earnings/(loss) per share

Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
Profit/(loss) for the year used in the calculation of basic earnings per share	**1,008.43**	(360.72)
Profit/(loss) used in the calculation of diluted earnings per share	**1,008.43**	(360.72)

The weighted average number of ordinary shares for the purpose of diluted earnings/(loss) per share reconciles to the weighted average number of ordinary shares used in the calculation of basic earnings/(loss) per share as follows:

Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
Weighted average number of equity shares used in the calculation of Basic EPS	**5,43,01,979**	5,43,01,979
Add:		
ESOPs	**–**	–
Convertible bonds	**–**	–
Weighted average number of equity shares used in the calculation of Diluted EPS	**5,43,01,979**	5,43,01,979

Note:

The Company reports basic and diluted earnings/(loss) per share in accordance with Ind AS 33 on Earnings per share. Basic earnings/(loss) per share is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period. Diluted earnings/(loss) per share is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period as adjusted for the effects of all diluted potential equity shares except where the results are anti-dilutive.

The number of equity shares and potentially dilutive equity shares are adjusted retrospectively for all years presented for any share splits and bonus shares issues including for changes effected prior to the authorization for issue of the financial statements by the Board of Directors.

Note No. 29 - Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary. There is no change in the overall capital risk management strategy of the Company compared to last year.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the separate financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio is as follows:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Debt (A)	**1,761.45**	1,879.83
Equity (B)	**4,550.62**	3,557.59
Debt Ratio (A/B)	**0.39**	0.53

Categories of financial assets and financial liabilities

As at 31st March, 2026

Particulars	Amortised Costs	FVTPL	FVOCI	Total
Non-current Assets				
Investments	**–**	**–**	**–**	**–**
Loans	**–**	**–**	**–**	**–**
Current Assets				
Trade Receivables	**3,571.61**	**–**	**–**	**3,571.61**
Other Bank Balances	**2.86**	**–**	**–**	**2.86**
Loans	**–**	**–**	**–**	**–**
Other Financial Assets	**31.79**	**–**	**–**	**31.79**
Non-current Liabilities				
Borrowings	**–**	**–**	**–**	**–**
Other Financial Liabilities	**197.30**	**–**	**–**	**197.30**
Current Liabilities				
Borrowings	**162.51**	**–**	**–**	**162.51**
Trade Payables	**8,967.36**	**–**	**–**	**8,967.36**
Other Financial Liabilities	**2,540.89**	**–**	**–**	**2,540.89**

As at 31st March, 2025

Particulars	Amortised Costs	FVTPL	FVOCI	Total
Non-current Assets				
Investments	**–**	**–**	**–**	**–**
Loans	**–**	**–**	**–**	**–**
Current Assets				
Trade Receivables	**3,515.72**	**–**	**–**	**3,515.72**
Other Bank Balances	**22.92**	**–**	**–**	**22.92**
Loans	**–**	**–**	**–**	**–**
Other Financial Assets	**5.00**	**–**	**–**	**5.00**

As at 31st March, 2025

Particulars	Amortised Costs	FVTPL	FVOCI	Total
Non-current Liabilities				
Borrowings	**–**	**–**	**–**	**–**
Other Financial Liabilities	**222.98**	**–**	**–**	**222.98**
Current Liabilities				
Borrowings	**323.39**	**–**	**–**	**323.39**
Trade Payables	**7,401.00**	**–**	**–**	**7,401.00**
Other Financial Liabilities	**2,189.99**	**–**	**–**	**2,189.99**

Financial Risk Management Framework

The Company's activities expose it to credit risk. In order to manage the aforementioned risk, the Company operates a risk management policy and a program that performs close monitoring of and responding to risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral (As on 31 March 2026: Rs. 1214.00 Lakhs (31 March 2025: Rs. 171.00 Lakhs), where appropriate, as a means of mitigating the risk of financial loss from defaults. Credit exposure is controlled by counterparty limits that are reviewed and approved by the risk management committee periodically.

Trade receivables consist of a large number of customers, spread across diverse geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable. In case of Exports to Nepal credit guarantee insurance cover is purchased.

In addition, the Company is exposed to credit risk in relation to financial guarantees given to banks provided by the Company. The Company's maximum exposure in this respect is the maximum amount the Company could have to pay if the guarantee is called on as at 31 March 2026, an amount of Rs. 43.78 Lakhs (31 March 2025: Rs. 51.00 Lakhs) has been recognised as contingent.

The Company applies the simplified approach to providing for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company and individual receivable specific provision where applicable. Forward-looking information (including macroeconomic information) has been incorporated into the determination of expected credit losses. The Company has taken dealer deposit and bank guarantees of Dealer which is considered as collateral and these are considered in determination of expected credit losses, where applicable.

The financial instruments of the company mainly consist of trade receivables carried at amortised cost after providing for expected credit loss based on historical credit loss experience and adjusted for forward looking information.

In calculating expected credit loss, the Company has also considered other related credit information for its customers to estimate the probability of default in future.

There is no change in estimation techniques or significant assumptions during the reporting period.

The loss allowance provision is determined as follows:

	As at 31st March 2026		
Particulars	Less than 6 months past due	More than 6 months past due	Total
Expected loss rate	**–**	**0.69**	**0.23**
Gross carrying amount (Unsecured)	**3,265.11**	**1,579.84**	**4,844.96**
Loss allowance provision	**–**	**1,093.58**	**1,093.58**

	As at 31st March 2025		
Particulars	Less than 6 months past due	More than 6 months past due	Total
Expected loss rate	–	0.77	0.32
Gross carrying amount (Unsecured)	3,001.74	2,193.10	5,194.83
Loss allowance provision	–	1,679.11	1,679.11

Reconciliation of loss allowance provision for Trade Receivables

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balance as at beginning of the year	**1,679.11**	1,417.78
As per ECL in Opening Provisions	**–**	–
Impairment losses recognised in the year based on lifetime expected credit losses		
- On receivables originated in the year	**12.91**	486.78
Amounts written off during the year as uncollectible	**(598.44)**	(225.45)
Balance at end of the year	**1,093.58**	1,679.11

The loss allowance provision has changed during the period due to amounts written off as uncollectible.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial liabilities				
As at 31st March, 2026				
Non-interest bearing	**10,071.82**	–	–	–
Fixed interest rate instruments	**1,598.95**	–	–	–
Total	**11,670.77**	–	–	–
As at 31st March, 2025				
Non-interest bearing	8,357.93	–	–	–
Fixed interest rate instruments	1,556.45	–	–	–
Total	9,914.38	–	–	–

(iii) Financing arrangements

The Company had access to following undrawn borrowing facilities at the end of the reporting period:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Secured Cash Credit facility		
- Expiring within one year	**2,000.00**	2,000.00

Particulars	As at 31st March, 2026	As at 31st March, 2025
Secured Letter of Credit facility		
- Expiring within one year	**–**	**–**
Secured Bank Guarantee facility		
- Expiring within one year	**–**	**–**
Working Capital Facilities with Bank	**2,000.00**	2,000.00
Commercial Card Facility		
Continuing Agreement till Termination	**–**	–
Credit Card Facility	**–**	–

(iv) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial assets				
As at 31st March, 2026				
Non-interest bearing	**3,606.27**	**–**	**–**	**–**
Total	**3,606.27**	**–**	**–**	**–**
As at 31st March, 2025				
Non-interest bearing	3,543.65	–	–	–
Total	3,543.65	–	–	–

(v) Unhedged Foreign Currency Exposure

Pursuant to the RBI guidelines on "Capital and Provisioning Requirements for Exposures to entities with Unhedged Foreign Currency Exposure" issued vide circular DBOD.No.BP.BC.85/21.06.200/2013-14 dated January 15, 2014, clarifications issued by RBI subsequently vide circular DBOD.No.BP.BC.116/21.06.200/2013-14 dated June 3, 2014 and RBI circular RBI/15-16/431 permitting writing of options dated June 23, 2016 The Company, as on March 31, 2026, does not have any Unhedged Foreign Currency Exposure (UFCE), as defined in the above mentioned RBI circulars.

Note No. 30 - Fair Value Measurement

Fair value of financial assets and financial liabilities that are not measured at fair value:

Particulars	As at 31st March, 2026 Carrying Amount	As at 31st March, 2026 Fair Value	As at 31st March, 2025 Carrying Amount	As at 31st March, 2025 Fair Value
Financial assets				
Financial assets carried at Amortised Cost:				
1) Trade and other receivables	**3,571.61**	**3,571.61**	3,515.72	3,515.72
2) Loans	**–**	**–**	–	–
3) Deposits and similar assets	**2,937.92**	**2,937.92**	2,807.65	2,807.65
Financial liabilities				
Financial liabilities held at amortised cost:				
1) Bank loans	**162.51**	**162.51**	323.39	323.39
2) Loans from Related Party	**–**	**–**	–	–

Note No. 31 - Segment information

Revenue from Major Geographic Location

Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
Revenue from India		
Revenue from External Customers	**27,446.70**	20,700.51
Revenue from Related Parties	**12,844.59**	8,787.74
	40,291.29	29,488.25
Outside India		
Nepal	**0.73**	–
Total revenue as per profit or loss	**40,292.02**	29,488.25

Revenue from major products

The following is an analysis of the Company's revenue from continuing operations from its major products:

Particulars	Year Ended on 31st March, 2026	Year Ended on 31st March, 2025
Manufactured Goods	**38,431.91**	28,369.69
Traded Goods	**1,341.18**	1,033.42
Total	**39,773.09**	29,403.11

Extent of the reliance on its major customers:

There is no Dealer whose revenue is more than 10% as against the total turnover of the company for the Financial Year 2025-2026.

Note No. 32 - Employee benefits

(A) Defined Contribution Plans:

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) Provident Fund	**94.25**	87.01
(b) National Pension Fund	**0.02**	0.34
(c) Employees' State Insurance (ESI)	**7.73**	6.35
(d) Gujarat Labour Welfare Fund	**0.01**	0.01
	102.00	93.71

(B) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Asset volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bonds discount rate, this will create or increase a deficit. The defined benefit plans hold a significant proportion of equity type assets, which are expected to outperform government bonds in the long-term while providing volatility and risk in the short-term.

As the plans mature, the Company intends to reduce the level of investment risk by investing more in assets that better match the liabilities.

However, the Company believes that due to the long-term nature of the plan liabilities and the strength of the supporting group, a level of continuing equity type investments is an appropriate element of the Company's long term strategy to manage the plans efficiently.

Changes in bond yields

A decrease in government bond yields will increase plan liabilities, although this is expected to be partially offset by an increase in the value of the plans' bond holdings and interest rate hedging instruments.

Inflation risk

Some of the Company's pension obligations are linked to inflation, and higher inflation will lead to higher liabilities (although, in most cases, caps on the level of inflationary increases are in place to protect the plan against extreme inflation). The plans hold a significant proportion of assets in index linked gilts, together with other inflation hedging instruments and also assets which are more loosely correlated with inflation. However an increase in inflation will also increase the deficit to some degree.

Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

	Valuation as at	
Particulars	**31-Mar-26**	31-Mar-25
Expected Rate of Return on Assets	**N.A.**	N.A.
Discount rate	**6.77%**	6.55%
Expected rate of salary increase - Officer	**8.00%**	6.00%
Expected rate of salary increase - Staff & Cell executive	**9.00%**	9.00%
Employee Turnover - Officer	**18.00%**	20.00%
Employee Turnover - Staff & Cell executive	**22.00%**	17.00%
Mortality Rate During Employment	**IALM (2012-14) Ultimate**	IALM (2012-14) Ultimate
Retirement Age	**60 Years**	60 Years
Average Longevity	**20**	20

Defined benefit plans – as per actuarial valuation on 31st March, 2026

	Unfunded Plan Gratuity	
Particulars	**2026**	2025
Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
Service Cost:		
Current Service Cost	**32.75**	34.71
Net interest expense	**10.70**	11.48
Past service Cost	**82.73**	–
Components of defined benefit costs recognised in profit or loss	**126.17**	46.19
Remeasurement on the net defined benefit liability:		
Actuarial gains and loss arising from changes in Demographic Assumptions	**(0.10)**	(6.02)
Actuarial gains and loss arising from changes in financial assumptions	**10.63**	14.85
Actuarial gains and loss arising from experience adjustments	**10.04**	(10.09)
Components of defined benefit costs recognised in other comprehensive income	**20.57**	(1.26)
Total	**146.74**	**44.92**
I. Net Asset/(Liability) recognised in the Balance Sheet as at 31st March 2026		
1. Present value of defined benefit obligation as at 31st March 2026	**297.72**	173.55
2. Fair value of plan assets as at 31st March 2026	**–**	–
3. Surplus/(Deficit)	**297.72**	173.55
4. Current portion of the above	**52.80**	41.68
5. Non current portion of the above	**244.91**	131.88
II. Change in the obligation during the year ended 31st March 2026		
1. Present value of defined benefit obligation at the beginning of the year	**173.55**	159.88
2. *Expenses Recognised in Profit and Loss Account*		
– Current Service Cost	**32.75**	34.71
– Interest Expense (Income)	**10.70**	11.48
3. *Recognised in Other Comprehensive Income*		
Remeasurement gains/(losses)		
– Actuarial Gain (Loss) arising from:		
i. Demographic Assumptions	**(0.10)**	(6.02)
ii. Financial Assumptions	**10.63**	14.85
iii. Experience Adjustments	**10.04**	(10.09)
4. Benefit payments	**(22.58)**	(31.25)
5. Past service Cost	**82.73**	–
6. Present value of defined benefit obligation at the end of the year	**297.72**	173.55
III. Actuarial assumptions		
1. Discount rate	**6.77%**	6.55%

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

			Impact on defined benefit obligation	
Principal assumption	**Year**	**Changes in assumption**	**Increase in assumption**	**Decrease in assumption**
Discount rate	**2026**	**1.00%**	**-4.10%**	**4.46%**
	2025	1.00%	-3.72%	4.06%
Salary growth rate	**2026**	**1.00%**	**4.11%**	**-4.07%**
	2025	1.00%	4.30%	-4.07%
Withdrawal Rate	**2026**	**1.00%**	**-0.41%**	**0.41%**
	2025	1.00%	-0.40%	0.41%

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous period.

Maturity profile of defined benefit obligation:

Particulars	**2026**	2025
Within 1 year	**54.56**	43.02
1 - 2 year	**54.58**	30.00
2 - 3 year	**41.26**	30.06
3 - 4 year	**40.00**	19.18
4 - 5 year	**36.87**	18.28
5 - 10 years	**120.06**	58.53

The Company's policy is driven by considerations of maximizing returns while ensuring credit quality of the debt instruments. The asset allocation for plan assets is determined based on investment criteria prescribed under the Indian Income Tax Act, 1961, and is also subject to other exposure limitations. The Company evaluates the risks, transaction costs and liquidity for potential investments. To measure plan asset performance, the Company compares actual returns for each asset category with published benchmarks.

The weighted average duration of the defined benefit obligation as at 31 March 2026 is 5.94 years (2025: 5.46 years)

Experience Adjustments :

	Gratuity				
	Period Ended				
Particulars	**2026**	2025	2024	2023	2022
1. Defined Benefit Obligation	**297.72**	173.55	159.88	146.84	130.97
2. Fair value of plan assets	**–**	–	–	–	–
3. Surplus/(Deficit)	**297.72**	173.55	159.88	146.84	130.97
4. Experience adjustment on plan liabilities [(Gain)/Loss]	**20.57**	(1.26)	9.80	14.82	3.20
5. Experience adjustment on plan assets [Gain/(Loss)]	**–**	–	–	–	–

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The current service cost and the net interest expense for the year are included in the employee benefits expense in profit or loss of the expense for the year.

Note No. 33 - Related Party Transactions

Analysis of Related Parties:

Sr.	**Name of Company**	**Relationship**	**Holding Company**
1	Mahindra & Mahindra Limited (M & M)	Ultimate Holding Company	–
2	Mahindra Holdings Limited	Holding Company	M & M
3	Mahindra Logistics Limited	Fellow Subsidiary Company	M & M
4	Mahindra CIE Automotive Limited	Associates Company of Holding Company	M & M
5	Mahindra Integrated Business Solutions Limited	Fellow Subsidiary Company	M & M
6	Mahindra & Mahindra Financial Services Limited	Fellow Subsidiary Company	M & M
7	Fifth Gear Ventures Limited	Fellow Subsidiary Company	M & M
8	Mr Neeraj Jain	Independent Director	–
9	Mr S. Nagarajan	Independent Director	–
10	Government of Gujarat	Significant Influence over the Company	–

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties (Without GST)	**For the year ended**	**Holding Company**	**Entities having significant influence over Company**	**Other related parties**
Sale of goods	**31-Mar-26**	**12,844.59**	**–**	**–**
	31-Mar-25	8,787.74	–	–
Purchase of Tractors	**31-Mar-26**	**–**	**–**	**–**
	31-Mar-25	–	–	–
Receiving of services	**31-Mar-26**	**403.69**	**–**	**–**
	31-Mar-25	457.27	–	–
Royalty	**31-Mar-26**	**26.58**	**–**	**–**
	31-Mar-25	17.37	–	–
Purchase of Other Components	**31-Mar-26**	**10,973.56**	**–**	**1,355.77**
	31-Mar-25	7,665.40	–	1,102.58
Purchase of Assets	**31-Mar-26**	**29.51**	**–**	**–**
	31-Mar-25	12.41	–	–
Expenses Reimbursed - Receipt	**31-Mar-26**	**–**	**–**	**–**
	31-Mar-25	–	–	–
Expenses Reimbursed - Payment	**31-Mar-26**	**93.27**	**–**	**245.24**
	31-Mar-25	84.16	–	421.32
Mr S. Nagarajan	**31-Mar-26**	**–**	**–**	**2.40**
	31-Mar-25	–	–	2.10
Mr Neeraj Jain	**31-Mar-26**	**–**	**–**	**2.60**
	31-Mar-25	–	–	2.60

Nature of transactions with Related Parties (GST amount)	**For the year ended**	**Holding Company**	**Entities having significant influence over Company**	**Other related parties**
Sale of goods	**31-Mar-26**	**1,033.99**	**–**	**–**
	31-Mar-25	1,106.23	–	–
Purchase of Tractors	**31-Mar-26**	**–**	**–**	**–**
	31-Mar-25	–	–	–
Receiving of services	**31-Mar-26**	**72.67**	**–**	**–**
	31-Mar-25	82.22	–	–
Royalty	**31-Mar-26**	**4.75**	**–**	**–**
	31-Mar-25	3.13	–	–
Purchase of Other Components	**31-Mar-26**	**1,252.94**	**–**	**218.05**
	31-Mar-25	1,415.51	–	183.99
Purchase of Assets	**31-Mar-26**	**5.31**	**–**	**–**
	31-Mar-25	**6.28**	–	–
Expenses Reimbursed - Receipt	**31-Mar-26**	**–**	**–**	**–**
	31-Mar-25	–	–	–
Expenses Reimbursed - Payment	**31-Mar-26**	**16.76**	**–**	**5.82**
	31-Mar-25	15.14	–	5.65
Mr S. Nagarajan	**31-Mar-26**	**–**	**–**	**–**
	31-Mar-25	–	–	–
Mr Neeraj Jain	**31-Mar-26**	**–**	**–**	**–**
	31-Mar-25	–	–	–

Nature of transactions with Related Parties	Balance as on	Holding Company	Entities having significant influence over Company	Other related parties
Trade payables	**31-Mar-26**	**4,555.84**	**–**	**370.20**
	31-Mar-25	3,513.49	–	228.20
Trade receivable	**31-Mar-26**	**2,096.79**	**–**	**–**
	31-Mar-25	1,495.92	–	–
Loans and advances taken	**31-Mar-26**	**–**	**–**	**–**
	31-Mar-25	–	–	–

Note:

Related Party Transactions are made on arm's length basis.

Note No. 34 - IND AS 115

1 Movement of Contract Assets

Sr. No.	Particulars	As at 31st March, 2026
	Opening Balance	–
(i)	Additions during the year	–
(ii)	*Reclassification Adjustments:*	–
	- Reclass of opening balances of contract assets to trade receivables	–
	- Reclass of contract assets (out of additions during the year) to trade receivables	–
(iii)	Cumulative catch up adjustment recognised during the year	–
(iv)	Adjustments due to contract modification	–
(v)	Impairment losses of contract asset	–
(vi)	Addition on account of merger/acquisition of subsidiary	–
(vii)	Deletion on account of demerger/sale of subsidiary	–
(viii)	Currency Translation Adjustments	–
	Closing Balance	–

2 Movement of Contract Liabilities

Sr. No.	Particulars	As at 31st March, 2026
(i)	Opening Balance	228.48
(ii)	Addition during the year	201.66
(iii)	*Reclassification Adjustments: -*	
	– Reclass of opening balances of contract liabilities to revenue	(228.48)
	– Reclass of contract liabilities (out of additions during the year) to revenue	–
(iv)	Cumulative catch up adjustment recognised during the year	–
(v)	Adjustments due to contract modification	–
(vi)	Addition on account of merger/acquisition of subsidiary	–
(vii)	Deletion on account of demerger/sale of subsidiary	–
(viii)	Currency Translation adjustments	–
	Closing Balance	201.66

Note No. 35 - Leases

At inception of contract, the Company assesses whether the Contract contains a lease. A contract contains a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. At inception or on reassessment of a contract that contains a lease component, the Company allocates consideration in the contract to each lease component on the basis of their relative standalone price.

(i) **Right-of-use assets:** The Company recognises right-of-use assets at the commencement date of the lease. Right-of-use assets are measured at cost less any accumulated depreciation and impairment losses and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Area Office: "Put the life" On the basis of the tenure of the lease agreement

The Company presents right-of-use assets that do not meet the definition of investment property in 'Property, plant and equipment'.

(ii) **Lease Liabilities:** At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. In calculating the present value of lease payments, the Company generally uses its incremental borrowing rate at the lease commencement date if the discount rate implicit in the lease is not readily determinable.

After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. The carrying amount is remeasured when there is a change in future lease payments arising from a change in index or rate. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset.

The Company presents lease liabilities in 'Financial Liabilities' in the Balance Sheet.

(iii) **Short term leases and leases of low value of assets:** The Company applies the short-term lease recognition exemption to its short-term leases. It also applies the lease of low-value assets recognition exemption that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognised as expense on a straight-line basis over the lease term.

(A) The Company has lease contracts for area office in its operations. Details of amount recognised in profit and loss:

Amounts recognised in profit and loss	As at 31st March, 2026	As at 31st March, 2025
Depreciation expense on right-of-use assets	**–**	3.08
Interest expense on lease liabilities	**–**	0.31
Expense relating to short-term leases	**–**	3.43
Total	**–**	6.83

(B) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

Maturity Analysis	As at 31st March, 2026	As at 31st March, 2025
Not later than one year	**–**	–
Later than one year but not later than five years	**–**	–
Total	**–**	–

(C) The total cash outflow for leases amount to Rs. Nil during the year.

(D) Below are the carrying amount of lease liabilities and the movement during the year:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Opening Lease Liability	**–**	8.17
Additions		–
Accretion of interest	**–**	–
Payments	**–**	(3.16)
Cancelation of Lease during the year	**–**	(5.01)
Closing Lease Liability	**–**	–

(E) Below is the breakup of Current and Non current lease liabilities:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Current lease liabilities	–	–
Non current lease liabilities	–	–
Total	–	–

Note No. 36 - Contingent liabilities and commitments

Contingent liabilities (to the extent not provided for)

	Particulars	As at 31st March, 2026	As at 31st March, 2025
	Contingent liabilities		
1	Bank guarantees	**43.78**	51.00
2	Bills discounted but not matured	–	–
3	Claims against the company not acknowledged as debt	**54.62**	55.50
4	Outstanding Demand of Income Tax Against the Company		
(i)	Assessment Year 2014-2015 Note: Appeal filed with Income Tax Appellate Tribunal on 18th January, 2023 as appeal filed to CIT Appeals has been dismissed on 21st November, 2022 for further assessment being aggrieved with the disallowance of right bad debts claimed in the year.	**313.73**	265.88
(ii)	TDS mismatch	–	–

5 The Company is anticipating to enter into an agreement/MoU for Settlement with various non Hire Purchase Industrial Co-Operative Societies and Ancillaries within Company's Premises, therefore may require to pay Compensation to Co-Operative Societies or its members. Amount of such Compensation is not yet quantified.

6 The Company has entered into an agreement/MoU with Private Sector Banks and NBFCs for retail funding for providing loan to customer who buy company's Tractors. The said MOU also contains a clause on loss sharing in case of default in repayment by customer or loss incurred in case of repossession of asset and its resale. Anticipated loss from these agreements/MoUs are not quantified as of now. The Company is obtaining undertaking from its dealers to ensure no default in terms of these agreements.

Commitments

	Particulars	As at 31st March, 2026	As at 31st March, 2025
	Commitments		
1	Estimated amount of contracts remaining to be executed for capital expenditure	**60.92**	90.61

Note No. 37 - Ratios

Sr	Particulars	As at 31st March, 2026	As at 31st March, 2025	Remarks for Variance
1	Current Ratio	**0.98 : 1**	0.94 : 1	Higher Creditors impacted Current ratio
2	Debt-Equity Ratio	**0.39 : 1**	0.53 : 1	Higher profit resulted in better equity leading to better ratio
3	Debt Service Coverage Ratio	**17.70 : 1**	-0.76 : 1	Profit in CY Vs loss in PY resulted in better DSC ratio
4	Return on Equity Ratio	**19.72%**	-6.62%	Profit in CY Vs loss in PY resulted in better ROI ratio
5	Inventory turnover ratio	**6.99 Times**	8.83 Times	Lower RM and FG inventory resulted into better inventory ratio
6	Trade Receivables turnover ratio	**11.29 Times**	9.99 Times	Good collection resulted into better trade receivable ratio
7	Trade payables turnover ratio	**4.18 Times**	4.81 Times	Lower creditor due to good collection from debtors positively impacted Trade payable turnover ratio
8	Net capital turnover ratio	**-142.00 Times**	-46.53 Times	Increase in overall turnover and increase in Current Liabilities (Net of Current Assets) resulted in adverse Net capital turnover.
9	Net profit ratio	**2.69%**	-1.21%	Profit in Fy 25-26 resulted in better NP ratio
10	Return on Capital employed	**14.23%**	-5.62%	Profit in Fy 25-26 resulted in better ROCE ratio
11	Return on investment	**18.26%**	-10.10%	Profit in Fy 25-26 resulted in better ROI ratio

Note No. 38 - Other Statutory Information

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the year.

(h) The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was obtained.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 39 - Previous Year Figures

Previous year's figures have been regrouped / reclassified where necessary.

Note No. 40 -Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

In case of any covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment. The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Chaitainya Vinay Joshi
Membership No. 131403
(Partner)
Place : Mumbai
Date : 17th April 2026

For and on behalf of the Board of Directors

Vijay Nakra
DIN: 02638616
(Director)

Manoj Harlalka
DIN: 10711633
(Director)

Ashish Shah
Membership No: 114522
(Chief Financial Officer)

Jatin Belwalkar
Membership No: ACS-A79934
(Company Secretary)

Ravi Soni
(Manager)

Place : Mumbai
Date : 17th April 2026

INDEPENDENT AUDITORS' REPORT
TO THE SHAREHOLDERS OF MAHINDRA SOUTH EAST ASIA LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Mahindra South East Asia Limited (the Company), which comprise the statement of financial position as at March 31, 2026, the statement of income and statement of changes in equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2026, and its financial performance for the year then ended in accordance with Thai Financial Reporting Standards for Non-Publicly Accountable Entities.

Basis for Opinion

We conducted our audit in accordance with Thai Standards on Auditing. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants including Independence Standards issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that are relevant to my audit of the financial statements, and we have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

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

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Thai Financial Reporting Standards for Non-Publicly Accountable Entities, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Thai Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements

or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

(Mr. Pongteera Chainsakultam)
Certified Public Accountant Registration No. 9387
Cover Biz Company Limited
April 10, 2026

STATEMENT OF FINANCIAL POSITION AS AT MARCH 31, 2026

Currency : Baht

	Notes	2026	2025
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	3 and 4	**10,012,357.48**	91,989,813.34
Trade and other current receivables	3 and 5	**29,262,644.54**	13,207,883.20
Inventories	3 and 6	**25,602,615.70**	47,598,329.55
Other current assets		**352,106.06**	338,434.01
TOTAL CURRENT ASSETS		**65,229,723.78**	153,134,460.10
NON - CURRENT ASSETS			
Equipments	3 and 7	**2,529,000.57**	75,440.44
TOTAL NON - CURRENT ASSETS		**2,529,000.57**	75,440.44
TOTAL ASSETS		**67,758,724.35**	153,209,900.54

Notes to financial statements are on integral part of these financial statements.

STATEMENT OF FINANCIAL POSITION AS AT MARCH 31, 2026

Currency : Baht

	Notes	2026	2025
LIABILITIES AND SHAREHOLDERS' EQUITY			
CURRENT LIABILITIES			
Trade and other current payables	8	**33,759,696.92**	63,556,241.65
Other short-term provisions	3	**257,754.16**	40,864.71
TOTAL CURRENT LIABILITIES		**34,017,451.08**	63,597,106.36
NON-CURRENT LIABILITIES			
Employee retirement benefit obligation	3 and 9	**1,841,257.58**	628,558.98
Other long-term provisions	3	**324,103.36**	51,487.53
TOTAL NON-CURRENT LIABILITIES		**2,165,360.94**	680,046.51
TOTAL LIABILITIES		**36,182,812.02**	64,277,152.87
SHAREHOLDERS' EQUITY			
Authorized share capital			
10,000,000 ordinary shares of Baht 10 each		**100,000,000.00**	100,000,000.00
Issued and paid-up share capital			
10,000,000 ordinary shares of Baht 10 each		**100,000,000.00**	100,000,000.00
Retained earnings (Deficit)			
Unappropriated		**(68,424,087.67)**	(11,067,252.34)
TOTAL SHAREHOLDERS' EQUITY		**31,575,912.33**	88,932,747.66
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**67,758,724.35**	153,209,900.54

Notes to financial statements are on integral part of these financial statements.

STATEMENT OF INCOME FOR THE YEAR ENDED MARCH 31, 2026

Currency : Baht

	Notes	2026	2025
REVENUES	3		
Revenues from sales		**49,907,919.71**	10,595,830.00
Gain on exchange rate		**1,239,746.86**	–
TOTAL REVENUES		**51,147,666.57**	10,595,830.00
EXPENSES	3		
Cost of sales		**41,316,245.05**	7,884,405.56
Selling expenses		**42,052,665.48**	6,203,117.60
Administrative expenses		**25,135,591.37**	7,575,559.18
TOTAL EXPENSES		**108,504,501.90**	21,663,082.34
NET PROFIT (LOSS)		**(57,356,835.33)**	(11,067,252.34)

Notes to financial statements are on integral part of these financial statements.

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY FOR THE YEAR ENDED MARCH 31, 2026

Currency : Baht

	Notes	Issued and paid up share capital	Retained earnings (Deficit)		Total
		Ordinary Shares	Appropriated -statutory reserve	Unappropriated	
Beginning balance as of October 8, 2024		100,000.00	–	–	100,000.00
Changed in shareholders' equity for the period					
Increase Capital	10	99,900,000.00	–	–	99,900,000.00
Net profit (loss) for the period		–	–	(11,067,252.34)	(11,067,252.34)
Ending balance as of March 31, 2025		**100,000,000.00**	**–**	**(11,067,252.34)**	**88,932,747.66**
Beginning balance as at 1 April 2025		100,000,000.00	–	(11,067,252.34)	88,932,747.66
Changed in shareholders' equity for the year					
Net profit (loss) for the year		–	–	(57,356,835.33)	(57,356,835.33)
Ending balance as of March 31, 2026		**100,000,000.00**	**–**	**(68,424,087.67)**	**31,575,912.33**

Notes to financial statements are on integral part of these financial statements.

NOTES TO FINANCIAL STATEMENTS AS AT MARCH 31, 2026

1 GENERAL INFORMATION

Company status

Mahindra South East Asia Co., Ltd. "The Company" was incorporated as a limited company under Thai Civil and Commercial Code on October 8, 2024, registration no. 0105567208056

Place of company

1840 Sukhumvit Hill office no. 81901, 940 8-9 floor, Sukkumvit Road, Prakanong tai Subdistrict, Prakanong District Bangkok Thailand

Business and operation

The objective of the Company are distribution of tractors and farm implements including their spares parts

2 BASIC OF FINANCIAL STATEMENT PREPARATION

The financial statements have been prepared in accordance with Thai Accounting Standards and Thai Financial Reporting Standards for Non-Publicly Accountable Entities enunciated on Notification of Federation of Accounting Professions (FAP) no. 48 (B.E.2565) under the Accounting Profession Act B.E.2547 which is effective on the financial statements for fiscal year beginning on or after 1 January 2023.

The presentation of the financial statements has been made in compliance with the Notification of the Department of Business Development; Define Financial statement abstract B.E.2566 dated 27 October 2566, issued under the Accounting Act B.E.2543 which is effective on the financial statements for fiscal year beginning on or after 1 January 2024.

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

3 SUMMARIZED SIGNIFICANT ACCOUNTING POLICIES

3.1 Revenue and expenses recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods net of output tax, rebates and discounts. Revenue from sales of goods is recognised when significant risks and rewards of ownership of the goods are transferred to the buyer.

Interest income is recognised on time basis, based on principal outstanding and the applicable interest rate.

Other income recognised on an accrual basis.

3.2 Cash and cash equivalents

Cash and cash equivalents are consist of cash on hand, deposit at banks and high liquid short - term investment which is very safe investments and can be easily converted into cash within 3 months. Bank overdrafts that are repayable on demand.

3.3 Trade and other current receivables

Trade accounts receivable are stated at the net realise value. Allowance for doubtful accounts is provided for the estimated losses that may be incrured in collection of recerivables. The allowance is generally based on collection eapriences and analysis of debt aging.

3.4 Inventories

Inventories are stated at the lower of cost or net realisable value. Cost is determined by the following method

1. Tractor and Implements: Moving average method

2. Sparepart and others: Moving average method

The cost of purchase comprises both the purchase price and costs directly attributable to the acquisition of the inventory, such as import duties and transportation charges, less all attributable discounts. Net realisable value is the estimate of the selling price in the ordinary course of business, less the costs of completion and selling expenses. The amount of any write down of inventories to net realisable value is recognised as an expense in the period the write down occurs.

3.5 Equipment

Equipment are stated at cost less accumulated depreciation and allowance for diminution in value of equipment if there is permanent impairment indicator on that assets. The Company reconsider on useful life, depreciation method and scrap value constantly. Depreciation is calculated by a straight-line method over their estimated useful life as follows:

	Year life	
Computer	3	Years
Office Equipment	5	Years
Plant and Machinery (small Tollings)	2-5	Years

3.6 Effects of changes in Foreign exchange rate

Accounts in foreign currency are converted to Thai Baht using the exchange rate prevailing on the transaction date. Monetary assets and liabilities denominated in foreign currencies at the reporting date are translated into Thai Baht using the exchange rate as of the statement of financial position date.

Non-monetary assets and liabilities arising from transactions in foreign currencies recorded on a historical cost basis are translated into Thai Baht using the exchange rates prevailing on the transaction dates.

Exchange differences arising from translation are recognized as profit or loss for that period.

3.7 Employee benefits

Short-term employee benefits

The Company recognizes salaries, wages, bonuses and contributions to the Social Security Fund as expenses when incurred.

Retirement benefits

Contribution Program

The Company and its employees have jointly established a provident fund. This comprises the monthly contributions by employees and the Company's monthly contributions. The assets of the provident fund are separated from the assets of the Company. The Company's contributions to the provident fund are recognized as expenses in the year in which they are incurred.

Post-employment benefit plans

The Company recognizes the employee benefit obligations in the statement of financial position under the terms of the Act. Labor Protection Act B.E. 2541, which is calculated according to the debt burden at the end of the period. Estimated gain or loss under a defined benefit plan is recognized immediately in the income statement.

3.8 Provisions and contigent liabilities

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made.

3.9 Income tax

The Company records income tax on the basis of net taxable profits in accordance with tax laws.

4 CASH AND CASH EQUIVALENTS

		Currency : Baht
	2026	**2025**
Consist of:		
Current Deposits Account	10,012,357.48	91,989,813.34
Total	**10,012,357.48**	**91,989,813.34**

NOTES TO FINANCIAL STATEMENTS AS AT MARCH 31, 2026

5 TRADE AND OTHER CURRENT RECEIVABLES

Currency : Baht

	2026	2025
Consist of:		
Trade receivable	26,234,321.92	10,352,298.64
Other current receivables	78,000.00	15,000.00
Revenue Department receivable	2,680,574.08	2,623,568.56
Prepaid Expenses	269,748.54	217,016.00
Total	**29,262,644.54**	**13,207,883.20**

6 INVENTORIES

Currency : Baht

	2026	2025
Consist of:		
Finished goods	22,647,427.72	40,695,099.13
Goods in Transit	2,955,187.98	6,903,230.42
Total	**25,602,615.70**	**47,598,329.55**

7 EQUIPMENTS

Currency : Baht

	Computer	Office Equipment	Plant and Machinery	Total
Consist of:				
Cost				
As at March 31, 2025	52,878.51	13,242.99	13,386.00	79,507.50
Acquisitions	188,336.53	16,057.94	2,420,763.27	2,625,157.74
Disposals	–	–	–	–
As at March 31, 2026	241,215.04	29,300.93	2,434,149.27	2,704,665.24
Accumulated depreciation				
As at March 31, 2025	2,548.99	89.62	1,428.45	4,067.06
Depreciation for the year	61,018.45	3,669.05	106,910.11	171,597.61
Depreciation on disposals	–	–	–	–
As at March 31, 2026	63,567.44	3,758.67	108,338.56	175,664.67
Net book value				
As at March 31, 2025	50,329.52	13,153.37	11,957.55	75,440.44
As at March 31, 2026	177,647.60	25,542.26	2,325,810.71	2,529,000.57
Depreciation for the year				
2025 (Included in administrative expenses)				4,067.06
2026 (Included in administrative expenses)				171,597.61

8 TRADE AND OTHER CURRENT PAYABLES

Currency : Baht

	2026	2025
Consist of:		
Trade account payables - Related parties	15,795,442.97	52,344,768.93
Trade account payables - Other parties	2,736,640.26	1,320,538.13
Other current payables	772,540.43	3,719,518.25
Social security payable	21,000.00	9,000.00
Withholding tax payable	382,769.46	111,757.96
Accrued Incentive	5,678,172.00	1,137,020.00
Accrued Expense	8,373,131.80	4,913,638.38
Total	**33,759,696.92**	**63,556,241.65**

9 EMPLOYEE RETIREMENT BENEFIT OBLIGATION

The Company calculates employee benefit liabilities at the statutory severance pay rates under the Labor Protection Act. and the length of time employees have worked for the company.

The changes in employee retirement benefit obligation as at March 31, 2026 and 2025 are summarized as followed:

Currency : Baht

	2026	2025
Beginning balance of Employee retirement benefit obligation	628,558.98	–
Employee retirement benefit paid during the year	–	–
Current service cost	1,212,698.60	628,558.98
Ending balance of Employee retirement benefit obligation	1,841,257.58	628,558.98

10 INCREASE CAPITAL

The Extraordinary General Meeting of Shareholders No. 1/2024 held on December 17, 2024 passed a resolution to increase the registered share capital for Baht 99,900,000 (9,990,000 ordinary shares with a par value of Baht 10 each). The company registered the capital increase to the Ministry of Commerce on January 2, 2025. Therefore, The company's capital is definded at 100,000,000 baht, divided into 10,000,000 shares with a par value of 10 baht per share.

11 COMMITMENT AND CONTINGENT LIABILITIES

11.1 Operating leases

As of March 31, 2026 and 2025, the Company has commitments from operating lease agreements as follows:

	Period	The rent to be paid for the remaining lease term	
		2026	2025
Office Services	within 1 year	1,793,418.00	584,932.00
	More than 1 year but not more than 5 years	201,954.00	–
Vehicle	within 1 year	1,919,544.00	–
	More than 1 year but not more than 5 years	2,488,237.00	–

12 APPROVAL OF FINANCIAL STATEMENT

These financial statement were authorized for issue by company's authorized director on April 10, 2026

INDEPENDENT AUDITOR'S REPORT

To the Stockholder and the Board of Directors,
Mahindra USA, Inc.

OPINION

We have audited the financial statements of Mahindra USA, Inc. (the "Company"), which comprise the balance sheets as of March 31, 2026, and March 31, 2025, and the related statements of operations, changes in stockholder's (deficit) equity, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the financial position of the Company as of March 31, 2026, and March 31, 2025, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

BASIS FOR OPINION

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

RESPONSIBILITIES OF MANAGEMENT FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

KNAV CPA LLP

Atlanta, Georgia
April 30, 2026

BALANCE SHEETS

(All amounts are stated in United States Dollars, unless otherwise stated)

ASSETS	Note	As at March 31, 2026	As at March 31, 2025
Current assets			
Cash	C	**26,858,719**	22,607,183
Accounts receivable, net	D	**2,147,523**	1,688,529
Inventories, net	E	**114,081,763**	126,755,113
Due from related parties	O	**6,074,298**	8,165,925
Other current assets	G	**12,687,862**	9,825,350
Total current assets		**161,850,165**	169,042,100
Property, plant and equipment, net	F	**6,495,281**	6,034,941
Deferred tax asset	L	**30,390,015**	30,390,015
Operating lease - right of use assets	K	**16,786,913**	18,870,118
Finance lease – right of use assets	K	**1,124,395**	–
Total assets		**216,646,769**	224,337,174
LIABILITIES AND STOCKHOLDER'S (DEFICIT) EQUITY			
Current liabilities			
Accounts payable	H	**7,819,824**	7,115,178
Due to related parties	O	**97,721,121**	79,946,730
Other current liabilities	I	**93,661,984**	93,951,620
Operating lease - current liabilities	K	**3,510,106**	3,722,090
Finance lease – current liabilities	K	**442,573**	–
Total current liabilities		**203,155,608**	184,735,618
Non-current liabilities			
Operating lease – non-current liabilities	K	**15,161,457**	16,746,146
Finance lease – non-current liabilities	K	**725,627**	–
Other liabilities		**9,843,660**	10,047,903
Total liabilities		**228,886,352**	211,529,667
Stockholder's (deficit) equity			
Common stock			
Class A - 460,000,000 shared authorized of $0.25 par value, 456,000,000 shares issued and fully paid up	R	**114,000,000**	114,000,000
Class B – 693,750,000 shares authorized of $0.16 par value, 672,500,000 shares issued and fully paid up	R	**107,600,000**	107,600,000
Accumulated deficit		**(233,839,583)**	(208,792,493)
Total stockholder's (deficit) equity		**(12,239,583)**	12,807,507
Total liabilities and stockholder's (deficit) equity		**216,646,769**	224,337,174

(The accompanying notes are an integral part of these financial statements)

STATEMENTS OF OPERATIONS

(All amounts are stated in United States Dollars, unless otherwise stated)

	Note	For the year ended March 31, 2026	March 31, 2025
Operating revenues			
Revenue from operations	**J**	**368,267,872**	345,740,311
Less: Sales incentives	**J**	**(85,154,419)**	(80,074,217)
Total net revenue		**283,113,453**	265,666,094
Less: Cost of sales (excluding depreciation)		**(233,654,374)**	(216,541,298)
Gross profit		**49,459,079**	49,124,796
Cost and expenses			
Selling, general and administrative expenses		**(71,671,280)**	(67,276,547)
Depreciation expenses		**(2,875,838)**	(1,625,273)
Operating loss		**(25,088,039)**	(19,777,024)
Interest income		**322,984**	672,417
Other income		**382,965**	308,059
Net loss before income tax expense		**(24,382,090)**	(18,796,548)
Income tax expense (benefit)	**L**	**665,000**	(131,411)
Total net loss		**(25,047,090)**	(18,665,137)

(The accompanying notes are an integral part of these financial statements)

STATEMENTS OF CHANGES IN STOCKHOLDER'S (DEFICIT) EQUITY

(All amounts are stated in United States Dollars, except number of shares)

Particulars	Common stock – Class A (All shares and US$ in 000's)				Common stock – Class B (All shares and US$ in 000's)				Accumulated deficit	Total stockholder's equity
	Authorized		Issued and outstanding		Authorized		Issued and outstanding			
	Shares	Value US$	Shares	Value US$	Shares	Value US$	Shares	Value US$		
As at April 01, 2024	**460,000**	**115,000**	**456,000**	**114,000**	**693,750**	**111,000**	**672,500**	**107,600**	**(190,127,356)**	**31,472,644**
Net loss for the year	–	–	–	–	–	–	–	–	(18,665,137)	(18,665,137)
As at March 31, 2025	**460,000**	**115,000**	**456,000**	**114,000**	**693,750**	**111,000**	**672,500**	**107,600**	**(208,792,493)**	**12,807,507**
As at April 01, 2025	**460,000**	**115,000**	**456,000**	**114,000**	**693,750**	**111,000**	**672,500**	**107,600**	**(208,792,493)**	**12,807,507**
Net loss for the year	–	–	–	–	–	–	–	–	(25,047,090)	(25,047,090)
As at March 31, 2026	**460,000**	**115,000**	**456,000**	**114,000**	**693,750**	**111,000**	**672,500**	**107,600**	**(233,839,583)**	**(12,239,583)**

(The accompanying notes are an integral part of these financial statements)

STATEMENTS OF CASH FLOWS

(All amounts are stated in United States Dollars, unless otherwise stated)

	For the year ended	
	March 31, 2026	March 31, 2025
Cash flows from operating activities		
Net loss	**(25,047,090)**	(18,665,137)
Adjustments to reconcile net loss to net cash provided by (used in) operating activities:		
Depreciation expenses	**2,875,838**	1,625,273
Profit on sale of property, plant and equipment	**(15,604)**	(20,834)
Unrealized foreign exchange gain	**(180,390)**	(1,346,230)
Changes in net operating assets and liabilities		
Accounts receivable, net	**(471,471)**	(70,356)
Due from related parties	**2,091,627**	1,256,771
Inventories, net	**12,673,350**	13,156,787
Other current assets	**(2,862,512)**	(9,347,155)
Accounts payable	**721,667**	(4,043,943)
Due to related parties	**17,774,391**	(7,677,267)
Operating lease- right of use asset	**2,083,205**	4,077,881
Operating lease- lease liability	**(1,796,673)**	(3,845,875)
Other current and non-current liabilities	**(474,190)**	5,552,242
Net cash provided by (used in) operating activities	**7,372,148**	(19,347,843)
Cash flows from investing activities		
Purchase of property, plant, and equipment	**(2,964,655)**	(2,126,721)
Proceeds from sale of property, plant, and equipment	**52,628**	109,162
Net cash used in investing activities	**(2,912,027)**	(2,017,559)
Payment of principal finance lease obligations	**(384,433)**	–
Cash flows used in financing activities	**(384,433)**	–
Effect of exchange rate changes on cash held in foreign currency	**175,848**	521,531
Net increase (decrease) in cash	**4,251,536**	(20,843,871)
Cash at the beginning of the year	**22,607,183**	43,451,054
Cash at the end of the year	**26,858,719**	22,607,183
Supplemental cash flow information		
Income taxes paid	**576,840**	631,383
Interest paid	**85,520**	–
Supplemental non-cash flow information		
Right-of-use assets obtained in exchange for operating lease liability	**2,824,775**	7,594,425
Right-of-use assets obtained in exchange for finance lease liability	**1,532,960**	–

(The accompanying notes are an integral part of these financial statements)

NOTES TO FINANCIAL STATEMENTS

NOTE A - NATURE OF OPERATIONS

Mahindra USA, Inc. (the "Company") ("MAgNA") was incorporated on June 8, 1994, in the State of Texas and commenced business on March 15, 1995. The Company is owned by Mahindra and Mahindra Ltd. ("Parent Company" or "M&M"). M&M is a publicly traded corporation, headquartered in Mumbai, India, which, among other activities, manufactures farming equipment and automobiles. The Company sells tractors, parts, attachments, accessories and off-road vehicles in North America under wholesale distribution agreements.

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies are detailed below:

1. Basis of preparation

a. The accompanying financial statements are prepared under the historical cost convention on the accrual basis of accounting in accordance with the accounting and reporting requirements of generally accepted accounting principles in the United States of America ('US GAAP').

b. All amounts are stated in United States Dollars (USD), except as otherwise specified.

c. The financial statements are presented for the years ended March 31, 2026, and March 31, 2025.

d. The figures of the previous year have been regrouped or reclassified wherever necessary to conform to current year's classification. These changes had no impact on previously reported net loss and accumulated deficit.

2. Going concern

During the years ended March 31, 2026, and March 31, 2025, the Company incurred net losses of $25,047,090, and $18,665,137, respectively. Further, as of March 31, 2026, and March 31, 2025, the Company has an accumulated deficit of $233,839,583, and $208,792,493, and has negative working capital of $41,305,443, and $15,693,518, respectively.

The Company has uncommitted line of credit available of $110,000,000 as of March 31, 2026, of which $75,000,000 uncommitted credit line is available until June 30, 2026, and remaining until January 2027. The Company is also in the process of securing additional equity from Parent Company of approximately $50,000,000. The Company believes that infusion of additional equity from parent, cash flows to be generated from operations and ability to avail borrowings from uncommitted line of credit from banks will be sufficient to meet the Company's current anticipated cash needs including working capital needs and various contractual obligations, for at least the next twelve months from the date the financial statements are available for issue. Accordingly, the financial statements have been prepared on a going concern basis.

3. Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in US GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Management's estimates for determination of useful lives for property, plant & equipment, and long-lived assets for impairment, allowance for incentives and warranties, legal and tax contingencies, allowance for expected credit losses, discount rate for lease liabilities and provision for inventory at the balance sheet date represent certain of these particularly sensitive estimates. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results could differ from these estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates prospectively in the current and future periods.

4. Cash

The Company's cash comprises of balances with bank. The carrying value of cash approximates fair value because of the short maturities of those financial instruments. Cash balances in US bank accounts are insured by the Federal Deposit Insurance Corporation up to an aggregate of $250,000. The Company believes it is not exposed to any significant risk on cash.

5. Revenue recognition

Revenue from sale of tractors, parts, attachments, accessories, and off-road vehicle products is recognized when each of the following criteria is met:

1. The Company and an independent dealer approve a contract with commercial substance.

2. The sales price is determinable, and collectability of the payment is probable based on the terms outlined in the contract.

3. Control of the goods is transferred to the dealer when the ordered goods are invoiced to the dealer and when the ordered items are shipped.

Transfer of control, and therefore revenue recognition is recorded at a point in time on the date when the tractors, parts, attachments, accessories, and off-road vehicle products are shipped to the dealers.

The Company participates in various retail sales incentives with its dealers. The Company records the estimated retail sales incentive programs offered to dealers as a reduction to revenue at the time of sale to the dealer. The estimate is based on historical data, announced incentive programs, field inventory levels, and retail sales volumes.

Revenue from sale of off-road vehicle products

The Company entered into a distribution agreement with Mahindra Automotive North America Inc. ("MANA"), its related party, for sale of off-road vehicle and its parts and accessories manufactured by MANA, in North America. The Company has an arrangement with MANA for supply of off-road vehicles whereby the Company has recorded sales of these vehicles on a gross basis, as it is acting as a principal in such sales.

Product warranties

The Company establishes reserves for product warranties at the time the related sale is recognized. The Company issues product warranties under which the performance of products delivered is generally guaranteed for a certain term. The accrual for product warranties includes the expected costs of warranty obligations imposed by law or contract, as well as the expected costs for policy coverage.

6. Accounts receivable and allowance for expected credit losses

Accounts receivables are stated at the amount billed to customers. Accounts receivable are recorded at the invoiced amount, net of allowance for credit losses. The Company regularly reviews the adequacy of the allowance for credit losses based on a combination of factors. In establishing any required allowance, management considers historical losses adjusted for current market conditions, the current receivables aging, current payment terms and expectations of forward-looking loss estimates.

Further, the Company has applied scope exception as per Accounting Standard Codification ("ASC") 326-20-15-3, for the accounts receivables balance from entities under common control. Therefore, the Company has not recorded any allowance for credit losses on receivables balance from entities under common control.

7. Inventories

Inventories are stated at moving average price or net realizable value whichever is lower. Cost comprises all costs of purchase, costs of conversion and other costs incurred in bringing the inventories to their present location and condition. Net realizable value is the estimated selling price less applicable selling expenses. The Company writes down obsolete or otherwise unmarketable inventory to its estimated realizable value.

8. Property, plant and equipment, net

Property, plant and equipment are stated at cost less accumulated depreciation and impairment. Cost of items of property, plant and equipment comprise the cost of purchase, improvements and other costs necessarily incurred to bring it to the condition and location necessary for its intended use. Depreciation is provided over the useful lives of the related assets using the straight-line method for financial reporting and the modified accelerated cost recovery method for tax purposes. Leasehold improvements are amortized over the shorter of the lease term or their respective estimated useful lives.

The estimated useful life used to determine depreciation is:

Buildings and building improvements	7-10 Years
Furniture and fixtures	3-10 Years
Plant & machinery	3-7 Years
Computer and software	3-5 Years
Vehicles	3-5 Years

Deposits paid towards the acquisition of property, plant and equipment outstanding as of each balance sheet date and the cost of property, plant and equipment not ready for use before such date are disclosed under capital work-in-progress. Upon retirement or disposal of assets, the cost and accumulated depreciation are eliminated from the accounts, and the resulting gain or loss is a part of net operating loss.

Development costs related to internally generated software are capitalized once a project has progressed beyond a conceptual, preliminary stage to that of the application development stage. Costs of significant improvements on existing software for internal use, both internally developed and purchased, are also capitalized. Costs related to the preliminary project stage, data conversion and post-implementation/operation stage of an internal use software development project are expensed as incurred.

9. Leases

The Company's leases are classified as operating leases, which are included in operating lease right-of-use assets and operating lease liabilities in the Company's balance sheet. Lease arrangements, which effectively transfer control of the underlying leased item, are capitalized, and recognized as finance leases.

Right-of-use ("ROU") assets and lease liabilities are recognized based on the present value of the future minimum lease payments over the lease term at the commencement date for leases exceeding 12 months. Minimum lease payments include only the fixed lease component of the agreement, as well as any variable rate payments that depend on an index, initially measured using the index at the lease commencement date. Lease terms may include options to renew when it is reasonably certain that the Company will exercise that option.

The Company estimates its incremental borrowing rate for each lease based on the respective weighted average term of the agreements. This estimation considers the market rates of the Company's outstanding collateralized borrowings and interpolations of rates outside of the terms of the outstanding borrowings, including comparisons to comparable borrowings of similarly rated companies with longer term borrowings.

Operating lease expense is recognized on a straight-line basis over the lease term and is included in selling, general and administrative expense in the statements of operations. Leases with a lease term of 12 months or less from the commencement date that do not contain a purchase option are recognized as an expense on a straight-line basis over the lease term.

10. Income taxes

Income taxes are accounted for using the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income in the period that includes the enactment date. The deferred tax asset is reduced by a valuation allowance if it is more likely than not that some portion or all of the assets will not be realized.

11. Foreign currency transactions

Transactions in foreign currencies are translated into the functional currency at the rates of exchange prevailing at the date of the transaction. Monetary items denominated in foreign currency remaining unsettled at the end of the year are translated at the closing rates as at the last day of the year. Gains or losses, if any, on account of exchange differences either on settlement or translation are recognized in statements of operations, except those relating to acquisition of fixed assets which are adjusted to the cost of the asset.

12. Fair value measurements and financial instruments

The fair value hierarchy requires the use of observable market data when available. In instances where the inputs used to measure fair value fall into different levels of the fair value hierarchy, the fair value measurement has been determined based on the lowest level input significant to the fair value measurement in its entirety. The Company's assessment of the significance of a particular item to the fair value measurement in its entirety requires judgment, including the consideration of inputs specific to the asset or liability. Hierarchical levels which are directly related to the amount of subjectivity associated with the inputs to the valuation of these assets or liabilities are as follows:

- Level 1 - Quoted prices in active markets for identical assets or liabilities.
- Level 2 - Observable inputs other than quoted prices include in Level 1, such as quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets and liabilities in markets that are not active; or other inputs that are observable or can be corroborated by observable market data.
- Level 3 - Unobservable inputs that are supported by little or no market activity. This includes certain pricing models, discounted cash flow methodologies and similar techniques that use significant unobservable inputs.

This hierarchy requires the Company to use observable market data, when available, and to minimize the use of unobservable inputs when determining fair value.

The Company's financial instruments consist of cash, accounts receivable, accounts payable and related party dues. The estimated fair value of cash, accounts receivable, accounts payable and related party dues approximate their carrying amounts due to the short-term nature of these instruments. None of these instruments are held for trading purposes.

13. Advertising and marketing expenses

The Company subsidizes product advertising carried out by dealers within each dealer's local market and conducts dealer conferences. The Company also advertises in trade magazines, at trade shows and uses various other means of promotion, including product brochures and digital media to increase brand awareness and sale of products in the market. Expenditures incurred without extended advertising value are charged to statements of operations in the year accrued. The amount of advertising and marketing costs incurred by the Company for the year ended March 31, 2026, amounted to $9,934,864 (March 31, 2025: $8,587,550). Advertising and marketing expenses are grouped under selling, general and administrative expenses in the statements of operations.

14. Shipping and handling cost

The Company generally classifies freight billed to dealers as sales revenue. Shipping and handling activities are considered to be separate performance obligations.

15. Commitments and contingencies

Liabilities for loss contingencies arising from claims, assessments, litigation, fines, and penalties and other sources are recorded when it is probable that a liability has been incurred, and the amount can be reasonably estimated. Legal costs incurred in connection with loss contingencies are expensed as incurred.

NOTE C – CASH

Cash includes the following:

	As at	
	March 31, 2026	March 31, 2025
Balances with banks	**26,858,719**	22,607,183
Total	**26,858,719**	22,607,183

NOTE D – ACCOUNTS RECEIVABLE, NET

Accounts receivable, net, include the following:

	As at	
	March 31, 2026	March 31, 2025
Accounts receivable	**3,021,871**	2,539,820
Less: Allowance for expected credit loss	**(874,348)**	(851,291)
Accounts receivable, net	**2,147,523**	1,688,529

The changes in allowance for expected credit loss are as follows:

	For the year ended	
	March 31, 2026	March 31, 2025
Balance at the start of the year	**851,291**	796,909
Add: Addition during the year	**75,993**	93,252
Less: Provision reversed/written off	**(52,936)**	(38,870)
Balance at the end of the year	**874,348**	851,291

NOTE E – INVENTORIES, NET

Major classes of inventories include the following:

	As at	
	March 31, 2026	March 31, 2025
Finished goods	**66,068,567**	68,927,843
Raw materials	**48,013,196**	57,827,270
Total	**114,081,763**	126,755,113

NOTE F – PROPERTY, PLANT AND EQUIPMENT, NET

Property, plant and equipment, net include the following:

	As at	
	March 31, 2026	March 31, 2025
Building and building improvements	**6,359,778**	5,955,173
Vehicles	**506,888**	65,519
Furniture and fixtures	**1,349,980**	1,218,981
Plant & machinery	**4,951,285**	2,678,345
Computers and software	**13,173,211**	12,374,704
Less: Accumulated depreciation and amortization	**(19,928,831)**	(17,494,680)
Property, plant and equipment, net	**6,412,311**	4,798,042
Capital work-in-progress	**82,970**	1,236,899
Property, plant and equipment, net	**6,495,281**	6,034,941

Depreciation and amortization expense for the year ended March 31, 2026, is $2,467,291 (March 31, 2025: $1,625,273).

During the year ended March 31, 2026, the Company sold property, plant and equipment having a net book value of $37,024 (March 31, 2025: $88,328) for consideration of $52,628 (March 31, 2025: $109,162).

During the years ended March 31, 2026, and March 31, 2025, capital work-in-progress of $3,128,934 and $1,095,257 respectively, were completed and capitalized to computer and software, building and building improvements, furniture and plant & machinery.

NOTE G – OTHER CURRENT ASSETS

Other current assets comprise of:

	As at	
	March 31, 2026	March 31, 2025
Right to return assets*	**10,011,973**	8,628,137
Advance to vendor	**2,084,666**	622,339
Security deposits	**223,383**	223,383
Prepaid expenses	**367,840**	351,491
Total	**12,687,862**	9,825,350

* The Company records a liability for sales returns and a corresponding asset for its right to recover products from customers. Accordingly, the Company had recognized assets of $10,011,973 and $8,628,137 as of March 31, 2026, and March 31, 2025, respectively.

NOTE H – ACCOUNTS PAYABLE

	As at	
	March 31, 2026	March 31, 2025
Trade payables	**7,819,824**	7,115,178
Total	**7,819,824**	7,115,178

NOTE I – OTHER CURRENT LIABILITIES

Other current liabilities comprise of:

	As at	
	March 31, 2026	March 31, 2025
Accrued payables	**93,661,984**	93,951,620
Total	**93,661,984**	93,951,620

Expenses accrued as of March 31, 2026, and March 31, 2025, include advertising, marketing program costs, retail rate buy-downs, cash discounts, state franchise taxes, payroll and payroll taxes, employee bonuses, salesmen and customer bonuses, legal fees and provision for claims, property taxes, insurance deductibles, other expenses and warranty reserves. The Company participates in various retail incentives with its dealers and has accrued for the costs of these programs in effect as of the date of these financial statements.

NOTE J – REVENUE FROM CONTRACT WITH CUSTOMERS

The following table presents revenue disaggregated by the timing of recognition:

	For the year ended	
	March 31, 2026	March 31, 2025
At a point in time	**283,113,453**	265,666,094
Total	**283,113,453**	265,666,094

The Company's revenue concentration from sale of tractors and parts for the year ended March 31, 2026, was approximately 91.60% (March 31, 2025: 92.70%) and sale of vehicles and parts was approximately 5.40% (March 31, 2025: 7.30%).

During the years ended March 31, 2026, and March 31, 2025, the Company's revenue concentration from United States of America was approximately 93% and 95%, respectively.

Contract balances

The Company's contracts with customers typically consist of sale of tractors, vehicles and parts representing performance obligations that are satisfied upon transfer of control of the product to the customer at a point in time. Contract balances include accounts receivable, net which have been disclosed in Note D to the financial statements.

NOTE K – LEASES

General description of the lease

The Company has entered into non-cancelable operating lease agreements related to facility, office equipment, and vehicles with varying terms and has recognized right of use assets (ROU) and lease liabilities as per below.

Non-lease components: Leases that contain non-lease components are accounted for as a single component and recorded on the balance sheet for certain asset classes including equipment. Non-lease components include, but are not limited to, common area maintenance and service arrangements.

The Company used the following policies and/or assumptions in evaluating the lease population:

Lease determination: The Company considers a contract to be or to contain a lease if the contract conveys the right to control the use of identified property, plant, or equipment (an identified asset) for a period of time in exchange for consideration. The Company has not applied the recognition and measurement requirements of ASC 842 to certain assets on lease where the management believes it to be immaterial.

Discount rate: When the lease contracts do not provide a readily determinable implicit rate, the Company uses the estimated incremental borrowing rate based on information available at the inception of the lease. The discount rate is determined by asset class.

Variable payments: The Company includes payments that are based on an index or rate within the calculation of right of use assets and lease liabilities, initially measured at the lease commencement date. There are variable payments in the nature of origination fees for office equipment, machinery and equipment and therefore are not treated as a part of lease payments.

Purchase options: Certain leases include options to purchase the office equipment. The depreciable lives of assets are limited by the expected lease term, unless there is a transfer of title or purchase option reasonably certain of exercise.

Renewal options: Most leases include one or more options to renew, with renewal terms that can extend the lease term from one or more years. The exercise of lease renewal options is at the Company's sole discretion.

Residual value guarantees, restrictions, or covenants: The lease agreements do not contain any material residual value guarantees or material restrictive covenants.

Short-term leases: Leases with an initial term of 12 months or less are not recorded on the balance sheet; the Company recognizes lease expense for these leases on a straight-line basis over the lease term and expense the associated operating lease costs to selling, general and administrative expenses on the statements of operations.

The table below presents the classification of lease related expenses as reported in the statements of operations.

	For the year ended	
Particulars	**March 31, 2026**	March 31, 2025
Depreciation of right of use asset on finance lease (a)	**408,547**	–
Interest on finance lease liability (b)	**85,520**	–
Operating lease expense (c)	**4,664,180**	4,825,980
Total lease expense	**5,158,247**	4,825,980

(a) Amortization of ROU asset relating to finance lease is included in 'depreciation expenses' in the statements of operations.

(b) Interest on finance lease liability is included in 'selling, general and administrative expenses' in the statements of operations.

(c) Operating lease expenses are included in 'selling, general and administrative expenses' in the statements of operations. Operating lease expenses include short-term leases, variable lease costs and leases which did not meet the capitalization requirements of the Company.

Future minimum lease payments as of March 31, 2026, for operating leases and finance leases having an initial or remaining non-cancelable lease term in excess of one year are as follows.

Year ended March 31,	**Operating lease**	**Operating lease**
2027	4,388,523	508,767
2028	4,500,518	498,155
2029	4,616,620	233,340
2030	4,736,980	38,490
2031 onwards	2,805,057	–
Total minimum lease payments	**21,047,698**	**1,278,752**
Less: Interest	2,376,135	110,552
Total lease liabilities	**18,671,563**	**1,168,200**
Current portion	3,510,106	442,573
Non-current portion	15,161,457	725,627

The following table presents the weighted-average remaining lease term and discount rates for operating leases as of:

	March 31, 2026	**March 31, 2025**
Weighted-average remaining lease term for operating leases	**4.59 years**	4.98 years
Weighted-average remaining lease term for finance leases	**3.17 years**	–
Weighted-average discount rate for operating leases	**5.14%**	5.29%
Weighted-average discount rate for finance leases	**6.85%**	–

The following table presents supplemental information for operating leases.

	For the year ended	
	March 31, 2026	**March 31, 2025**
Supplemental cash flow information		
Operating cash flows from operating leases	**4,664,180**	4,421,549
Operating cash flows from financing leases	**85,520**	–
Financing cash flows from financing leases	**384,433**	–
Total cash flows from leases	**5,134,133**	4,421,549

NOTE L – INCOME TAXES

The Company files state tax returns and federal tax returns. The components of the provision for income tax expense are as follows:

	For the year ended	
	March 31, 2026	March 31, 2025
Current taxes expense (benefit)		
Federal	**(1,930)**	(55,008)
State	**666,930**	(76,403)
Total	**665,000**	**(131,411)**

Deferred income taxes reflect the net tax effects of temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes.

As of March 31, 2026, the Company has net deferred tax assets of $63,677,248 before valuation allowance. This is mainly attributable to three components, deferred tax on accrued dealer incentive of $14,778,361, accrued expenses of $6,879,697 and net operating losses $38,205,435. Other components refer to deferred taxes on various other expenses, including slow moving inventory, warranty reserves and allowance for uncollectible accounts receivable. Out of total deferred tax assets, the Company has recognized deferred tax assets of $30,390,015 and created valuation allowance on the remaining balance of $33,287,233.

As of March 31, 2025, the Company has net deferred tax assets of $58,663,190 before valuation allowance. This is mainly attributable to three components, deferred tax on accrued dealer incentive of $13,465,810, accrued expenses of $7,201,594 and on net operating losses $34,253,373. Other components refer to deferred taxes on various other expenses, including slow moving inventory, warranty reserves and allowance for uncollectible accounts receivable. Out of total deferred tax assets, the Company has recognized deferred tax assets of $30,390,015 and created valuation allowance on the remaining balance of $28,273,175.

Realization of net deferred tax assets is dependent upon generation of sufficient taxable income in future years, benefit from the reversal of taxable temporary differences and tax planning strategies. Management assesses the available positive and negative evidence to estimate whether sufficient future taxable income will be generated to permit use of the existing deferred tax assets. The amount of net deferred tax assets considered realizable is subject to adjustment in future periods if estimates of future taxable income change.

Based on the evaluation of positive and negative evidence, the Company has determined that the entire amount of deferred tax assets may not be realizable in the near future and accordingly created a valuation allowance of $33,287,233 and $28,273,175 as of March 31, 2026, and March 31, 2025, respectively.

The Company has federal net operating losses of $153,065,506, and $130,228,603 as of March 31, 2026, and March 31, 2025, respectively. These net operating losses generated will be carried forward indefinitely. The Company has state net operating loss carry forwards of $101,078,259 and $95,257,433 as at March 31, 2026, and March 31, 2025, which if unutilized will expire based on the statutes of various states.

Accounting for uncertain tax position

The Company recognizes the benefit of a tax position only after determining that the relevant tax authority would more likely than not sustain the position following an audit. For tax positions meeting the more-likely-than-not threshold, the amount recognized in the financial statements is the largest benefit that has a greater than 50% likelihood of being realized upon ultimate settlement with the relevant tax authority. The Company has no unrecognized tax positions as at March 31, 2026, and March 31, 2025.

The tax years 2022 to 2024 remain subject to examination by the taxing authorities.

NOTE M - UNCOMMITTED LINE OF CREDIT ("LOC")

(i) The Company has access to an uncommitted LOC of $35,000,000 with a bank. As of March 31, 2026, the facility is discretionary and non-binding, and the bank is not obligated to provide any loans or letters of credit. The facility is available through January 22, 2027, subject to early termination from bank. Borrowing under this facility bear interest at SOFR + a margin, which will be determined at the time of disbursement.

(ii) The Company has access to an additional uncommitted LOC of $75,000,000 with another bank. The uncommitted LOC does not constitute a commitment by the lender to make advances. The facility is available until June 30, 2026. Borrowing under this facility bear interest rate of SOFR + a margin, which will be determined at the time of disbursement.

During the years ended March 31, 2026, and March 31, 2025, the Company did not utilize or withdraw funds from LOCs available and accordingly, no finance cost has been recorded for both the years.

NOTE N – EMPLOYEE BENEFIT PLANS

The Company adopted a 401(k)-retirement plan effective April 1, 1998. The total expense for employee retirement contribution plans for the year ended March 31, 2026, is $403,247 (March 31, 2025 – $393,860) and is grouped under selling, general and administrative expenses in the statements of operations.

NOTE O – RELATED PARTY TRANSACTIONS

List of related parties

A. Parent Company

1. Mahindra and Mahindra Ltd.

B. Fellow Subsidiaries

1. Mahindra Integrated Business Solution Limited
2. Bristlecone India Limited
3. Mahindra and Mahindra Financial Services Ltd
4. Mahindra Automotive Australia Pty Ltd.
5. Mahindra do Brasil Industrial Ltd.
6. Mahindra Automotive North America Inc.

C. Associates

1. Mitsubishi Mahindra Agricultural Machinery Co., Ltd
2. Tech Mahindra (Americas) Inc.
3. Mahindra Finance USA, LLC

The Company mainly purchases tractors and parts from related parties, including Mahindra & Mahindra Ltd and Mitsubishi Mahindra Agricultural Machinery Co. Ltd., on an open account, which are paid when due.

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The Company has the following payables:

	As at	
	March 31, 2026	March 31, 2025
Mahindra and Mahindra Ltd. (Farm Equipment Sector)	**80,290,608**	69,508,586
Mitsubishi Mahindra Agricultural Machinery Co., Ltd	**8,961,359**	2,705,880
Mahindra Finance USA, LLC	**5,903,244**	5,265,118
Mahindra and Mahindra Ltd. (Auto Sector)	**169,042**	287,233
Mahindra and Mahindra Ltd. (Head Office)	**48,483**	60,382
Mahindra Integrated Business Solution Limited	**62,839**	54,332
Bristlecone India Limited	**60,162**	28,074
Mahindra Automotive North America Inc.	**2,193,336**	2,037,125
Mahindra & Mahindra Ltd. (AI Division)	**32,047**	–
Total	**97,721,121**	79,946,730

In addition, the Company conducts business and records transactions with related parties mainly for goods and services. As a result, the Company has the following receivables:

	As at	
	March 31, 2026	March 31, 2025
Mahindra and Mahindra Ltd. (Farm Equipment Sector)	**3,457,077**	407,056
Mahindra and Mahindra Financial Services Ltd.	**9,289**	275,008
Mahindra Finance USA, LLC	**2,034,504**	3,521,005
Mitsubishi Mahindra Agricultural Machinery Co., Ltd	**143,324**	–
Mahindra & Mahindra Ltd (Powerol Division)	**288,956**	–
Mahindra Automotive Australia Pty Ltd.	**106,469**	201,704
Mahindra Automotive North America Inc.	**34,679**	3,691,461
Mahindra do Brasil Industrial Ltd	**–**	56,691
Tech Mahindra (Americas) Inc.	**–**	13,000
Total	**6,074,298**	8,165,925

The Company has entered into various transactions with its related parties in the normal course of business as detailed above. Details of the significant transactions are set out below:

(i) The Company's purchases of tractors and parts from Mahindra & Mahindra Ltd. and Mitsubishi Mahindra Agricultural Machinery Co. Ltd. for the years ended March 31, 2026, and March 31, 2025, were $131,332,785 and $128,496,395, respectively.

(ii) The dealers of Mahindra USA, Inc. utilize a financing facility from Mahindra Finance USA, LLC, under which the Company bears the wholesale financing cost. Such costs incurred by the Company for the years ended March 31, 2026, and March 31, 2025, amount to $13,169,553 and $14,422,719, respectively. Additionally, the Company reimburses Mahindra Finance USA, LLC retail interest costs associated with customer promotional sales programs offered in the U.S. market. Such costs incurred by the Company for the years ended March 31, 2026, and March 31, 2025, amount to $47,284,169 and $57,563,228, respectively.

(iii) The Company's purchases of Roxor vehicles and parts from Mahindra Automotive North America Inc. for the years ended March 31, 2026, and March 31, 2025, were $17,668,078 and $21,484,417, respectively.

NOTE P – FINANCIAL INSTRUMENTS AND CONCENTRATION OF CREDIT RISK

Financial instruments that potentially subject the Company to significant credit risk consist principally of cash and accounts receivable. Risks associated with cash are mitigated by banking with financial institutions that management believes to be of high credit quality. Risks associated with accounts receivable are mitigated as the Company performs ongoing credit evaluations of its dealers and maintains reserves for potential credit losses. To date, such losses have been within management's expectations.

NOTE Q – RISK AND UNCERTAINTIES

The Company's future results of operations involve several risks and uncertainties.

Factors that could affect the Company's future operating results and cause actual results to vary materially from expectations include, competitive factors, including but not limited to pricing pressures; deterioration in general economic conditions; levy of import duties; the Company's ability to effectively manage operating costs and increase operating efficiencies; declines in revenues; technological and market changes; the ability to attract and retain qualified employees and the Company's ability to execute on its business plan.

NOTE R – STOCKHOLDER'S EQUITY

Authorized common stock

The authorized Class A common stock is 460,000,000 shares with a par value of $ 0.25 and the authorized Class B common stock is 693,750,000 shares with a par value of $0.16 as of March 31, 2026, and as of March 31, 2025.

Common stock issued

As of March 31, 2026, and March 31, 2025, Class A common stock issued and outstanding is 456,000,000 shares at $ 0.25 par value each and Class B common stock issued and outstanding is 672,500,000 shares at $0.16 par value each.

Voting

Each holder of common stock is entitled to one vote in respect of each share held by him in the records of the Company for all matters submitted to a vote.

Liquidation

In the event of liquidation of the Company, the holders of common stock shall be entitled to receive all of the remaining assets of the Company, after distribution of all preferential amounts, if any. Such amounts will be in proportion to the number of equity shares held by the shareholders.

NOTE S – CLAIMS AND COMMITMENTS

The Company is involved in various legal proceedings which are considered ordinary litigation incidents to its business. In the management's opinion, adequate provisions have been made for the contingencies and none of the current litigation will have a materially adverse effect on the Company's financial position.

Management has evaluated the nature of the litigations and, with the assistance of internal and external legal counsel, has assessed the likely outcomes based on current developments and available evidence. Management believes that it has a reasonable basis for estimating the potential financial exposure and has recognized a provision of $330,000 and $2,055,000, as of March 31, 2026, and March 31, 2025, respectively, under 'other current liabilities' in the balance sheets. The provision reflects the current best estimate of the liability as of the reporting date.

As of March 31, 2026, and March 31, 2025, the Company did not have any capital commitment outstanding.

NOTE T - SUBSEQUENT EVENTS

The Company evaluated all events and transactions that occurred after March 31, 2026, through the date at which financial statements were available for issue. There were no subsequent events or transactions identified which require disclosure or adjustments to the financial statements.

INDEPENDENT AUDITOR'S REPORT

Board of Directors

Mahindra Automotive North America, Inc.

Qualified opinion

We have audited the separate parent company financial statements of Mahindra Automotive North America, Inc. ("the Company") which comprise the balance sheets as of March 31, 2026, and March 31, 2025, the related statements of loss, stockholder's equity and cash flows for the years then ended, and the related notes to the separate parent company financial statements.

In our opinion, except for the effects of the matter described in the Basis for Qualified Opinion section of our report, the accompanying separate parent company financial statements present fairly, in all material respects, the financial position of the Company as of March 31, 2026, and March 31, 2025 and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis of qualified opinion

As discussed in Note B. 1 a. to the separate parent company financial statements, the Company reports investment in its wholly owned subsidiary Mahindra Vehicle Sales and Service, Inc., on cost basis. Accounting principles generally accepted in the United States of America require that all majority owned subsidiaries be accounted for as consolidated subsidiaries. If the financial statements of the subsidiary had been consolidated with those of the Company, total assets would have decreased by USD 90,155,124 (INR 8,492,161,905) and USD 90,082,581 (INR 8,485,328,717) as on March 31, 2026, and March 31, 2025, respectively; total liabilities would have increased by USD 1,191,714 (INR 112,253,500) and USD 1,263,709 (INR 119,035,069) as on March 31, 2026, and March 31, 2025, respectively; stockholder's equity would have decreased by USD 91,346,838 (INR 8,604,415,405) and USD 91,346,290 (INR 8,604,363,787) as of March 31, 2026, and March 31, 2025, respectively and net loss would have been reported as USD 476,509 (INR 44,884,765) and USD 2,781,661 (INR 262,018,558) for the years ended March 31, 2026, and March 31, 2025 respectively.

The Company has not performed an impairment assessment of its investment in Mahindra Vehicle Sales and Services, Inc as of March 31, 2026, and March 31, 2025. We were not able to obtain sufficient and appropriate evidence regarding the recoverable amount of said investment as of March 31, 2026, and March 31, 2025. Consequently, we were unable to determine whether any adjustments to these amounts were necessary.

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the separate parent company financial statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Emphasis of matter

As discussed in Note W to the separate parent company financial statements, the Company has incurred net loss and has generated negative cash flows from operations for the years ended March 31, 2026, and March 31, 2025. The Company also has an accumulated deficit as at March 31, 2026, and March 31, 2025. Management's evaluation of the events and conditions and management's plans to mitigate these matters are also described in Note W.

Our opinion is not qualified with respect to this matter.

Responsibilities of Management for the Separate Parent Company Financial Statements

Management is responsible for the preparation and fair presentation of these separate parent company financial statements in accordance with accounting principles generally accepted in the United States of America and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of separate parent company financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the separate parent company financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a period of twelve months from the date the separate parent company financial statements are issued.

Auditor's Responsibilities for the audit of the Separate Parent Company Financial Statements

Our objectives are to obtain reasonable assurance about whether the separate parent company financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with generally accepted auditing standards will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in aggregate, they would influence the judgment made by a reasonable user based on the separate parent company financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the separate parent company financial statements,

whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the separate parent company financial statements.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the separate parent company financial statements.
- Conclude whether, in our judgment, there are conditions or events considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Other information

Management is responsible for the other information. The other information comprises amounts presented in INR parenthetically alongside the USD amounts in the separate parent company financial statements. Such presentation is not required by accounting principles generally accepted in the United States of America.

Our opinion on the separate parent company financial statements does not cover the other information, and we do not express an opinion or any form of assurance on it. In connection with our audit of the separate parent company financial statements, our responsibility is to read the other information and consider whether it is materially inconsistent with the separate parent company financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work performed, we conclude that there is an uncorrected material misstatement of the other information, we are required to describe it in our report.

Restriction on use and distribution

Our report is intended solely for the information and use by the Company's Ultimate Parent – Mahindra and Mahindra Limited for regulatory filling or use and is not intended to be and should not be used by anyone other than the specified party.

KNAV CPA LLP
Atlanta, Georgia
April 27, 2026

Separate Parent Company Financial Statements

BALANCE SHEETS

	Note	USD As of March 31, 2026	USD As of March 31, 2025	INR As of March 31, 2026	INR As of March 31, 2025
ASSETS					
Current assets					
Cash	C	**1,267,958**	3,613,025	**119,435,304**	340,328,890
Accounts receivable, net	D	**–**	64,022	**–**	6,030,552
Due from related parties	Q	**2,208,512**	4,157	**208,030,788**	391,569
Inventories, net	E	**3,172,769**	4,793,103	**298,858,976**	451,486,337
Prepaid expenses & other current assets	F	**966,498**	631,376	**91,039,279**	59,472,462
Total current assets		**7,615,737**	9,105,683	**717,364,347**	857,709,810
Investment in subsidiary, at cost	G	**90,205,770**	90,135,770	**8,496,932,505**	8,490,338,855
Investment, others	H	**950,000**	750,000	**89,485,250**	70,646,250
Operating lease right-of-use asset, net	N	**4,644,707**	5,763,062	**437,508,176**	542,851,625
Finance leases right-of-use assets, net	N	**212,702**	261,788	**20,035,465**	24,659,121
Property, plant and equipment, net	J	**8,815,226**	9,498,256	**830,350,213**	894,688,224
Intangible assets, net	K	**6,799**	15,865	**640,432**	1,494,404
Intangible under development	L	**141,675**	-	**13,345,077**	-
Other assets	I	**119,053**	162,996	**11,214,197**	15,353,408
Deferred tax asset, net	O	**-**	-	**-**	-
Total assets		**112,711,669**	115,693,420	**10,616,875,662**	10,897,741,697
LIABILITIES AND STOCKHOLDER'S EQUITY					
Current liabilities					
Accounts payables		**276,681**	283,890	**26,061,967**	26,741,019
Due to related parties	Q	**237,696**	6,035,960	**22,389,775**	568,557,252
Operating lease liabilities - current	N	**1,215,408**	1,162,910	**114,485,357**	109,540,307
Finance lease liabilities - current	N	**45,720**	42,456	**4,306,595**	3,999,143
Accrued expenses and other current liabilities	M	**2,282,432**	2,900,434	**214,993,681**	273,206,380
Total current liabilities		**4,057,937**	10,425,650	**382,237,375**	982,044,101
Non-current liabilities					
Operating lease liabilities - non current	N	**3,596,262**	4,811,669	**338,749,899**	453,235,161
Finance lease liabilities - non current	N	**174,304**	220,024	**16,418,565**	20,725,161
Other non-current liabilities		**241,304**	518,254	**22,729,630**	48,816,936
Total liabilities		**8,069,807**	15,975,597	**760,135,469**	1,504,821,359
Stockholder's equity					
Common stock, $ 25 par value March 31, 2026: 8,000,000 shares authorized 7,989,737 shares issued and outstanding (March 31, 2025: 8,000,000 shares authorized 7,773,737 shares issued and outstanding)	R	**199,743,425**	194,343,430	**18,814,831,918**	18,306,179,389
Accumulated deficit		**(95,101,563)**	(94,625,607)	**(8,958,091,725)**	(8,913,259,051)
Total stockholder's equity		**104,641,862**	99,717,823	**9,856,740,193**	9,392,920,338
Total liabilities and stockholder's equity		**112,711,669**	115,693,420	**10,616,875,662**	10,897,741,697

(The accompanying notes are an integral part of these separate parent company financial statements)

Separate Parent Company Financial Statements

STATEMENTS OF LOSS

	Note	USD Year ended March 31, 2026	USD Year ended March 31, 2025	INR Year ended March 31, 2026	INR Year ended March 31, 2025
Operating revenues	T	**21,141,553**	25,527,271	**1,991,428,585**	2,404,541,292
Cost of revenue (excluding depreciation and amortization)		**17,812,904**	22,200,733	**1,677,886,492**	2,091,198,045
Gross profit		**3,328,649**	3,326,538	**313,542,093**	313,343,247
Selling, general and administrative expenses		**5,419,041**	7,752,743	**510,446,567**	730,269,627
Depreciation and amortization expense		**815,612**	892,264	**76,826,572**	84,046,807
Total cost and expenses		**6,234,653**	8,645,007	**587,273,139**	814,316,434
Operating loss		**(2,906,004)**	(5,318,469)	**(273,731,046)**	(500,973,187)
Interest expense		**17,705**	11,695	**1,667,722**	1,101,611
Gain/(Loss) arising on investments measured at fair value	H	**200,000**	(270,000)	**18,839,000**	(25,432,650)
Gain on disposal of property, plant and equipment		**2,738**	33,174	**257,906**	3,124,825
Interest income		**58,176**	165,751	**5,479,888**	15,612,915
Other income	P	**2,188,439**	2,749,592	**206,140,012**	258,997,818
Loss before income taxes		**(474,356)**	(2,651,647)	**(44,681,962)**	(249,771,890)
Current tax expense	O	**1,600**	800	**150,712**	75,356
Net loss		**(475,956)**	(2,652,447)	**(44,832,674)**	(249,847,246)

(The accompanying notes are an integral part of these separate parent company financial statements)

Statements of changes in stockholder's equity

(All amounts are stated in United States Dollars, except number of shares)

Particulars	Common Stock				Accumulated deficit	Total shareholder's equity
	Authorized		Issued & outstanding			
	Shares	Value	Shares	Value		
Balance as of April 1, 2024	8,000,000	200,000,000	7,773,737	194,343,430	(91,973,160)	102,370,270
Net loss	–	–	–	–	(2,652,447)	(2,652,447)
Balance as at March 31, 2025	**8,000,000**	**200,000,000**	**7,773,737**	**194,343,430**	**(94,625,607)**	**99,717,823**
Balance as of April 01, 2025	8,000,000	200,000,000	7,773,737	194,343,430	(94,625,607)	99,717,823
Issuance of common stock	–	–	216,000	5,399,995	–	5,399,995
Net loss	–	–	–	–	(475,956)	(475,956)
Balance as at March 31, 2026	**8,000,000**	**200,000,000**	**7,989,737**	**199,743,425**	**(95,101,563)**	**104,641,862**

(All amounts are stated in Indian Rupees, except number of shares)

Particulars	Common stock				Accumulated deficit	Total shareholder's equity
	Authorized		Issued & outstanding			
	Shares	Value	Shares	Value		
Balance as of April 01, 2024	8,000,000	18,839,000,000	7,773,737	18,306,179,389	(8,663,411,805)	9,642,767,584
Net loss	–	–	–	–	(249,847,246)	(249,847,246)
Balance as at March 31, 2025	**8,000,000**	**18,839,000,000**	**7,773,737**	**18,306,179,389**	**(8,913,259,051)**	**9,392,920,338**
Balance as of April 01, 2025	8,000,000	18,839,000,000	7,773,737	18,306,179,389	(8,913,259,051)	9,392,920,338
Issuance of common stock	–	–	216,000	508,652,529	–	508,652,529
Net loss	–	–	–	–	(44,832,674)	(44,832,674)
Balance as at March 31, 2026	**8,000,000**	**18,839,000,000**	**7,989,737**	**18,814,831,918**	**(8,958,091,725)**	**9,856,740,193**

(The accompanying notes are an integral part of these separate parent company financial statements)

STATEMENTS OF CASH FLOWS

	USD		INR	
	Year ended March 31,		Year ended March 31,	
	2026	**2025**	**2026**	**2025**
Net loss	**(475,956)**	(2,652,447)	**(44,832,674)**	(249,847,246)
Adjustment to reconcile net loss to net cash used in operating activities				
Depreciation and amortization expense	**815,612**	892,264	**76,826,572**	84,046,807
(Gain) loss arising on investments measured at fair value	**(200,000)**	270,000	**(18,839,000)**	25,432,650
Gain on disposal of property, plant and equipment	**(2,738)**	(33,174)	**(257,906)**	(3,124,825)
Reversal of accrued liabilities	**(493,379)**	(2,016,403)	**(46,473,835)**	(189,935,081)
Changes in assets and liabilities				
Inventories	**1,620,334**	5,557,649	**152,627,361**	523,502,748
Accounts receivable	**64,022**	2,308	**6,030,552**	217,402
Prepaid expenses and other current assets	**(335,122)**	181,895	**(31,566,817)**	17,133,600
Other assets	**43,943**	(39,811)	**4,139,211**	(3,749,997)
Accounts payables	**(7,209)**	(996,193)	**(679,052)**	(93,836,400)
Related parties, net	**(8,002,619)**	(2,108,402)	**(753,806,697)**	(198,600,926)
Operating lease obligation	**(44,554)**	(142,236)	**(4,196,764)**	(13,397,920)
Accrued expenses and other current liabilities	**(124,623)**	(610,539)	**(11,738,862)**	(57,509,721)
Other non-current liabilities	**(276,950)**	(104,601)	**(26,087,305)**	(9,852,891)
Net cash used in operating activities	**(7,419,239)**	(1,799,690)	**(698,855,216)**	(169,521,800)
Cash flows from investing activities				
Payments for property, plant and equipment	**(129,195)**	(460,562)	**(12,169,524)**	(43,382,637)
Proceeds from disposal of property, plant and equipment	**57,503**	33,174	**5,416,495**	3,124,825
Payments for intangible under development	**(141,675)**	–	**(13,345,077)**	–
Capital advance to supplier	**–**	(42,502)	**–**	(4,003,476)
Investment in subsidiary	**(70,000)**	(50,000)	**(6,593,650)**	(4,709,750)
Net cash used in investing activities	**(283,367)**	(519,890)	**(26,691,756)**	(48,971,038)
Cash flows from financing activities				
Repayment of principal portion of the finance lease liabilities	**(42,456)**	(3,398)	**(3,999,143)**	(320,075)
Proceeds from issuance of common stock	**5,399,995**	–	**508,652,529**	–
Net cash provided by/(used in) financing activities	**5,357,539**	(3,398)	**504,653,386**	(320,075)
Net decrease in cash	**(2,345,067)**	(2,322,978)	**(220,893,586)**	(218,812,913)
Cash at beginning of the year	**3,613,025**	5,936,003	**340,328,890**	559,141,803
Cash at the end of the year	**1,267,958**	3,613,025	**119,435,304**	340,328,890
Supplemental cash flow information				
Income taxes paid	**1,600**	800	**150,712**	75,356
Interest paid	**17,705**	11,695	**1,667,722**	1,101,611

(The accompanying notes are an integral part of these separate parent company financial statements.)

NOTES TO SEPARATE PARENT COMPANY FINANCIAL STATEMENTS

NOTE A - ORGANIZATION AND NATURE OF OPERATIONS

Mahindra Automotive North America, Inc. (the "Company") was incorporated in the state of Delaware on March 27, 2017 and is a wholly owned subsidiary of Mahindra Overseas Investment Company Mauritius, Limited ("MOICML" or "parent company"). Both, the Company and MOICML are subsidiaries of Mahindra and Mahindra Limited ("M&M" or "ultimate parent company"). The Company engineers, designs, develops, assembles and delivers parts and vehicles to the global automotive market for off-road use, as an Original Equipment Manufacturer ("OEM") headquartered in Auburn Hills, MI.

The Company owns 100 % of Mahindra Vehicle Sales and Services, Inc. ("MVSS") which was previously engaged in the sales of off road recreational vehicles. Mahindra North American Technical Centre ("MNATC"), an entity under common control, was merged with the Company effective April 1, 2024, and its operations have been included in the financial statements for all periods presented.

MVSS was formed on May 13, 2017 to function as the sales and distribution business unit for ROXOR. MVSS used to purchase the ROXORs manufactured by MNATC and wholesale them to MVSS's dealerships. Effective September 01, 2021, ROXOR vehicles and its parts and accessories are distributed through Mahindra USA, Inc ("MAgNA").

NOTE B - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies are detailed below:

1. Basis of preparation

a. The accompanying separate parent company financial statements are prepared under the historical cost convention on the accrual basis of accounting in accordance with the accounting and reporting requirements of generally accepted accounting principles in the United States of America ('US GAAP') to reflect the financial position, results of operations and cash flows of the Company except that the Company reports. The Company reports investment in its wholly owned subsidiary, Mahindra Vehicle Sales and Service, Inc., on cost basis for the reporting requirements of its ultimate parent company, Mahindra and Mahindra Limited. Accounting principles generally accepted in the United States of America require that all majority owned subsidiaries be accounted for as consolidated subsidiaries. If the financial statements of these subsidiary had been consolidated with those of the Company, total assets would have decreased by USD 90,155,124 (INR 8,492,161,905) and USD 90,082,581 (INR 8,485,328,717) as on March 31, 2026 and March 31, 2025, respectively; total liabilities would have increased by USD 1,191,714 (INR 112,253,500) and USD 1,263,709 (INR 119,035,069) as on March 31, 2026 and March 31, 2025, respectively; stockholder's equity would have decreased by USD 91,346,838 (INR 8,604,415,405) and USD 91,346,290 (INR 8,604,363,787) as on March 31, 2026 and March 31, 2025, respectively and net loss would have been reported as USD 476,509 (INR 44,884,765) and USD 2,781,661 (INR 262,018,558) for the years ended March 31, 2026 and March 31, 2025 respectively.

b. The separate parent company financial statements are for the years ended March 31, 2026, and March 31, 2025.

c. Financial information is reported in US dollars ("USD") and in Indian rupees ("INR"). For March 31, 2026, and March 31, 2025, USD amounts are translated for convenience into INR at an exchange rate of 94.195 INR per USD. Within the notes to the separate parent financial statements, INR amounts are shown parenthetically alongside the USD amounts.

2. Use of estimates

The preparation of separate parent company financial statements in accordance with US GAAP requires management to make estimates and assumptions that affect the amounts reported in the separate parent company financial statements. Significant items subject to such estimates and assumptions include the useful lives of property, plant and equipment, valuation allowance for deferred tax assets, expected credit losses, determination of incremental borrowing rates used for lease liabilities, inventory valuation, product liabilities/warranties, and other contingencies. Management believes that the estimates used in the preparation of the separate parent company financial statements are reasonable. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any changes in estimates are adjusted prospectively in the separate parent company financial statements.

3. Revision

The Company has reversed erroneously recognized accrued federal and state income tax liabilities amounting to USD 110,114 (INR 10,372,188) pertaining to prior years, by recording an adjustment to retained earnings. This correction is not material to the Company's previously issued separate parent company financial statements.

(All amounts are stated in United States Dollars)

Revised balance sheet prepared (Extract)	As of March 31, 2025 Original	Adjustment	Revised
LIABILITIES AND STOCKHOLDER'S EQUITY			
Current liabilities			
Accrued expenses and other current liabilities	3,010,548	(110,114)	2,900,434
Total current liabilities	**3,010,548**	**(110,114)**	**2,900,434**
Stockholder's equity			
Accumulated deficit	(94,735,721)	110,114	(94,625,607)
Total stockholder's equity	**(94,735,721)**	**110,114**	**(94,625,607)**

(All amounts are stated in Indian Rupees)

Revised balance sheet prepared (Extract)	As of March 31, 2025 Original	Adjustment	Revised
LIABILITIES AND STOCKHOLDER'S EQUITY			
Current liabilities			
Accrued expenses and other current liabilities	283,578,569	(10,372,188)	273,206,380
Total current liabilities	**283,578,569**	**(10,372,188)**	**273,206,380**
Stockholder's equity			
Accumulated deficit	(8,923,631,240)	10,372,188	(8,913,259,051)
Total stockholder's equity	**(8,923,631,240)**	**10,372,188**	**(8,913,259,051)**

4. Revenue recognition

Revenue is recognized upon transfer of control of products or services promised to customers in an amount that reflects the consideration the Company expects to receive in exchange for these products or services. Refer Note T - "Revenue from contracts with customers" for further information on the Company's revenue.

Revenue is recognized when obligations under the terms of a contract with a customer are satisfied; generally, this occurs with the transfer of control of the Company's products or services. Revenue is measured as the amount of consideration the Company expects to receive in exchange for transferring goods or providing services. A performance obligation is a promise in a contract to transfer a distinct good or service to the customer and is the unit of account in the contract. A contract's transaction price is allocated to each distinct performance obligation and recognized as revenue when, or as, the performance obligation is satisfied.

Sale of service

a. Management service fees

The Company earns revenue from its ultimate parent and affiliate companies for providing management services. The Company's service fee is determined based on specified monthly expenses incurred by the Company plus an agreed upon mark- up percentage. The Company satisfies its performance obligations over a period of time by performing required services.

b. Tractor assembly service

The Company entered into an agreement with MAgNA, wherein the Company is engaged to render tractor assembly and distribution services. The Company typically satisfy performance obligations for tractor assembly and distribution services over time, as services are performed.

Sale of goods

Revenues related to sale of products is recognized at a point in time when control of the asset is transferred to the customer based on an overall assessment of the existence of a right to payment, the allocation of ownership rights, the transfer of physical possession, the transfer of control, and acceptance by the customer. However, in case of product sales undertaken by the Company, sales are recognized when control of the products has transferred to the affiliate when the ordered items are shipped and the Company has right to payment and has transferred legal title to a customer. Transfer of control, and therefore revenue recognition is recorded at a point in time on the date when the off-road vehicle, accessory and service parts are shipped to the end customers.

5. Cash

The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash for the separate parent financial statements purpose. Cash balances on deposits with banks in the United States of America are insured by the Federal Deposit Insurance Corporation up to an aggregate of USD 250,000 (INR 23,548,750) per account per depositor.

6. Inventories, net

Raw materials, work in progress and finished goods inventories are stated at the lower of cost and net realizable value, with cost being determined on a weighted average basis. A provision is made for obsolete and slow-moving raw materials, finished goods, spare parts and other supplies based on their expected future use and realizable value. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs for sale and distribution.

7. Product warranty

The Company provides a limited warranty for ROXOR for a period of two years or 12,000 miles. The warranty reserve is established at the time of sale to the distributorship based on management's best estimate using historical rates and trends. These amounts are recorded as a liability in the balance sheets until they are ultimately paid.

8. Property, plant and equipment and depreciation

Property, plant and equipment are stated at cost less accumulated depreciation. Cost of items of property, plant and equipment comprises cost of purchase and other costs necessarily incurred to bring it to the condition and location necessary for its intended use.

The Company depreciates property, plant and equipment over the estimated useful life using the straight-line method. Upon retirement or disposal of assets, the cost and accumulated depreciation are eliminated from the accounts and the resulting gain or loss is credited or charged to statements of loss.

The estimated useful life used to determine depreciation is

Category	Useful life
Buildings	39-40 years
Leasehold improvements	7 years or the remaining lease period
Furniture	5-7 years
Computer equipment	3-5 years
Machinery and equipment	3-5 years
Vehicles	5-10 years
Tooling	3-5 years

Expenditures for maintenance and repairs are charged to statements of loss. Property, plant and equipment is reviewed for impairment whenever events or changes in circumstances indicate the carrying value of the asset may not be recoverable.

The cost of property, plant and equipment not ready for use before such date are disclosed under capital work-in-progress.

9. Intangible assets and amortization

Intangible assets comprise of computer software which has been recognized at cost and amortized over a period of estimated useful life. Subsequent expenditures are capitalized only when it increases the future economic benefit from the specific assets to which it relates.

Category	Useful life
Software	3 years

10. Intangible under development

Intangible assets under development represent costs incurred for the development or acquisition of identifiable intangible assets, primarily internal-use software, that are not yet ready for their intended use. The Company capitalizes direct costs incurred during the application development stage, including third-party vendor fees and other costs directly attributable to system configuration, customization, and implementation, while costs incurred in the planning and post-implementation stages of software development, or other maintenance and development expenses that do not meet the qualification for capitalization are expensed as incurred. Once the application development stage has been reached, internal and external costs, if direct and incremental, are capitalized until the software is substantially complete and ready for its intended use. The Company evaluates the useful lives of these assets on an annual basis and test for impairment whenever events or changes in circumstances occur that could impact the recoverability of these assets.

11. Income taxes

Income taxes are accounted for using the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the separate parent company financial statements carrying amounts of existing assets and liabilities and their respective tax bases and operating loss carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on a change in tax rates on deferred tax assets and liabilities is recognized in statements of loss in the period that includes the enactment date. The deferred tax asset is reduced by a valuation allowance if it is more likely than not that some portion or all of the assets will not be realized.

The Company has determined whether any tax positions have met the recognition threshold and has measured the Company's exposure to those tax provisions. Management believes that the Company has adequately addressed all relevant tax positions and that there are no unrecorded tax liabilities. Federal and state taxing authorities generally have the right to examine and audit the previous three years of tax returns filed. Any interest or penalties from federal and state taxing authorities were recorded in the accompanying separate parent company financial statements.

12. Investment, others

Investments are carried at fair value and change in the fair value is recognized through consolidated statements of loss. Acquisition related expenditure if any, is expensed in the year of incurring the same.

13. Leases

The Company's leases are classified as finance lease and operating leases, which are included in finance lease and operating lease right-of-use assets and finance lease and operating lease liabilities in the Company's balance sheet.

At the inception of a contract, the Company assesses whether the contract is, or contains, a lease. The Company's assessment is based on whether (1) the contract involves the use of a distinct identified asset, (2) the Company obtains the right to substantially all the economic benefit from the use of the asset throughout the term of the contract, and (3) the Company has the right to direct the use of the asset.

Leases are classified as either finance leases or operating leases. A lease is classified as a finance lease if any one of the following criteria are met (1) the lease transfers ownership of the asset by the end of the lease term, (2) the lease contains an option to purchase the asset that is reasonably certain to be exercised, (3) the lease term is for a major part of the remaining useful life of the asset or (4) the present value of the lease payments equals or exceeds substantially all of the fair value of the asset, 5) the leased asset is so specialized that the asset will have little to no value at the end of the lease term. A lease is classified as an operating lease if it does not meet any one of the above criteria.

Right-of-use assets and lease liabilities are recognized based on the present value of the future minimum lease payments over the lease term at the commencement date for leases exceeding 12 months. Minimum lease payments include only the fixed lease component of the agreement, as well as any variable rate payments that depend on an index, initially measured using the index at the lease commencement date. Lease terms may include options to renew when it is reasonably certain that the Company will exercise that option.

Certain leases include options to purchase the office equipment. The depreciable life of assets are limited by the expected lease term, unless there is a transfer of title or purchase option reasonably certain of exercise.

The Company has entered into noncancelable operating lease agreements related to facility, office equipment, machinery and equipment and vehicles with varying terms.

Leases that contain non-lease components are accounted for as a single component and recorded on the balance sheet for certain asset classes including equipment. Non-lease components include, but are not limited to, common area maintenance and service arrangements.

The Company estimates its incremental borrowing rate for each lease based on the respective weighted average term of the agreements. This estimation considers the market rates of the Company's outstanding collateralized borrowings and interpolations of rates outside of the terms of the outstanding borrowings, including comparisons to comparable borrowings of similarly rated companies with longer term borrowings.

Operating lease expense is recognized on a straight-line basis over the lease term and is included in cost of revenue or selling, general and administrative expense. Amortization expense for finance leases is recognized on a straight-line basis over the lease term and is included in depreciation and amortization expense under the statements of loss. Interest expense for finance leases is recognized using the effective interest method over the lease term. Leases with a lease term of 12 months or less from the commencement date that do not contain a purchase option are recognized as an expense on a straight-line basis over the lease term.

14. Commitments and contingencies

Liabilities for loss contingencies arising from claims, assessments, litigation, fines, and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated. Legal costs incurred in connection with loss contingencies are expensed as incurred. Contingent liabilities are not recognized but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in the separate parent company financial statements.

15. Fair value measurements and financial instruments

Assets and liabilities recorded at fair value in the separate parent company financial statements are categorized based upon the level of judgment associated with the inputs used to measure their fair value. Hierarchical levels which are directly related to the amount of subjectivity associated with the inputs to the valuation of these assets or liabilities are as follows

Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities that the Company has the ability to access as of the measurement date.

Level 2 – inputs other than quoted prices included within Level 1 that are directly observable for the asset or liability or indirectly observable through corroboration with observable market data.

Level 3 – unobservable inputs for the asset or liability only used when there is little, if any, market activity for the asset or liability at the measurement date.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, the level in the fair value hierarchy within which the fair value measurement in its entirety falls is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

This hierarchy requires the Company to use observable market data, when available, and to minimize the use of unobservable inputs when determining fair value.

Some of Company's financial instruments, including cash, accounts receivable, accounts payable and due from/due to related parties balances are not measured at fair value on a recurring basis but are recorded at amounts that approximate fair value due to their liquid or short-term nature.

16. Accounts receivable and expected credit losses

Accounts receivable are recorded at the invoiced amount, net of discount and others and provision for expected credit losses. The Company regularly reviews the adequacy of the provision for expected credit losses based on a combination of factors. In establishing any required allowance, management considers historical losses adjusted for current market conditions, the current receivables aging, current payment terms and expectations of forward-looking loss estimates.

17. Cost of revenue

The Company recognizes cost of revenue as the total of direct and systematically allocated indirect costs incurred in the manufacturing process. Cost of revenue includes cost related to the acquisition of raw materials, direct production labor, and manufacturing overhead, all of which are capitalized into inventory and recognized as cost upon sale.

18. Government incentives

The Company receives incentives from the Michigan Economic Development Corporation in the form of business development grants. These grants are recognized at their fair values in the statements of loss where there is a reasonable assurance that all grant conditions have been complied with and the grant will be received.

19. Advertising and marketing expenses

Advertisement and marketing expenses are presented as part of "Selling, general and administrative expenses" in the statements of loss and are expensed as incurred. The amount of advertisement and marketing expenses incurred by the Company for the year ended March 31, 2026, is USD 4,023 (INR 378,946) and March 31, 2025, is USD 639,241 (INR 60,213,306).

20. Interest income

The Company records the interest income on bank balances under the other income.

NOTE C - CASH

The cash of the Company comprise of:

	USD		INR	
	As at March 31,		As at March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Bank balances	**1,267,958**	3,613,025	**119,435,304**	340,328,890
Total	**1,267,958**	3,613,025	**119,435,304**	340,328,890

NOTE D - ACCOUNTS RECEIVABLE, NET

Accounts receivable, net comprise the following:

	USD		INR	
	As at March 31,		As at March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Accounts receivable	**–**	64,022	**–**	6,030,552
Provision for expected credit losses	**–**	**–**	**–**	**–**
Total	**–**	64,022	**–**	6,030,552

The changes in provision for expected credit loss during the year was as follows:

Particulars	USD Year ended March 31, 2026	USD Year ended March 31, 2025	INR Year ended March 31, 2026	INR Year ended March 31, 2025
Balance at beginning of the year	–	39,511	–	3,721,739
Bad debts written off	–	(39,511)	–	(3,721,739)
Balance at the end of the year	–	–	–	–

NOTE E - INVENTORIES, NET

Inventories comprise of:

Particulars	USD As at March 31, 2026	USD As at March 31, 2025	INR As at March 31, 2026	INR As at March 31, 2025
Raw materials	**2,602,764**	4,880,149	**245,167,355**	459,685,635
Material in transit	**386,470**	–	**36,403,542**	–
Work-in-process	**355,810**	1,253,006	**33,515,523**	118,026,900
Finished goods	**2,069,859**	1,296,812	**194,970,369**	122,153,206
Less: provision for slow moving, damaged goods and obsolescence	**(2,242,134)**	(2,636,864)	**(211,197,813)**	(248,379,404)
Total	**3,172,769**	4,793,103	**298,858,976**	451,486,337

NOTE F - PREPAID EXPENSES & OTHER CURRENT ASSETS

Prepaid expenses and other current assets comprise the following:

Particulars	USD As at March 31, 2026	USD As at March 31, 2025	INR As at March 31, 2026	INR As at March 31, 2025
Prepaid software license fee	**250,637**	223,098	**23,608,752**	21,014,716
Prepaid insurance	**575,431**	304,641	**54,202,723**	28,695,659
Prepaid others	**140,430**	61,135	**13,227,804**	5,758,611
Advance to supplier	–	42,502	–	4,003,476
Total	**966,498**	631,376	**91,039,279**	59,472,462

NOTE G - INVESTMENT IN SUBSIDIARY, AT COST

Investments comprise the following:

Particulars	USD As at March 31, 2026	USD As at March 31, 2025	INR As at March 31, 2026	INR As at March 31, 2025
Investment in MVSS, at cost	**90,205,770**	90,135,770	**8,496,932,505**	8,490,338,855
Total	**90,205,770**	90,135,770	**8,496,932,505**	8,490,338,855

NOTE H - INVESTMENT, OTHERS

Financial asset	Fair value as at March 31, 2026 USD	Fair value as at March 31, 2025 USD	Fair value as at March 31, 2026 INR	Fair value as at March 31, 2025 INR	Fair value hierarchy
Investment in Vasuki Tech Fund	950,000	750,000	89,485,250	70,646,250	Level 3

Particulars	USD As at March 31, 2026	USD As at March 31, 2025	INR As at March 31, 2026	INR As at March 31, 2025
Opening balance	**750,000**	1,020,000	**70,646,250**	96,078,900
Changes in fair value	**200,000**	(270,000)	**18,839,000**	(25,432,650)
Closing balance	**950,000**	750,000	**89,485,250**	70,646,250

Valuation technique(s) used and key input(s): Discounted cash flow method.

Key inputs-financial projections - These include forecasts of balance sheet, statement of income and loss along with underlying assumptions.

Significant unobservable input(s): Financial projections and discount rates to discount future cash flows.

Relationship of unobservable inputs to fair value: Any change in the discount factor, financial projections, etc. would entail corresponding change in valuation of equity component.

NOTE I - OTHER ASSETS

Other assets comprise the following:

Particulars	USD As at March 31, 2026	USD As at March 31, 2025	INR As at March 31, 2026	INR As at March 31, 2025
Security deposits	**119,053**	162,996	**11,214,197**	15,353,408
Total	**119,053**	162,996	**11,214,197**	15,353,408

NOTE J - PROPERTY, PLANT AND EQUIPMENT, NET

Property, plant and equipment comprise the following:

Particulars	USD As at March 31, 2026	USD As at March 31, 2025	INR As at March 31, 2026	INR As at March 31, 2025
Land	**1,350,000**	1,350,000	**127,163,250**	127,163,250
Building	**7,174,050**	7,174,050	**675,759,640**	675,759,640
Machinery & equipment	**3,254,632**	3,431,708	**306,570,061**	323,249,735
Furniture	**162,811**	162,811	**15,335,982**	15,335,982
Computer equipment	**173,211**	116,515	**16,315,610**	10,975,130
Leasehold improvements	**3,449,704**	3,449,704	**324,944,868**	324,944,868
Tooling	**2,210,003**	2,284,001	**208,171,233**	215,141,475
Total	**17,774,411**	17,968,789	**1,674,260,644**	1,692,570,080
Less: Accumulated depreciation	**(8,959,185)**	(8,470,533)	**(843,910,431)**	(797,881,856)
Property, plant and equipment, net	**8,815,226**	9,498,256	**830,350,213**	894,688,224

Depreciation expense for the years ended March 31, 2026 and March 31, 2025 is USD 757,461 (INR 71,349,039) and USD 879,108 (INR 82,807,578).

NOTE K - INTANGIBLE ASSETS, NET

Intangible assets comprise the following:

Particulars	USD As at March 31, 2026	USD As at March 31, 2025	INR As at March 31, 2026	INR As at March 31, 2025
Software	**335,263**	377,245	**31,580,098**	35,534,593
Less: Accumulated amortization	**(328,464)**	(361,380)	**(30,939,666)**	(34,040,189)
Intangible assets, net	**6,799**	15,865	**640,432**	1,494,404

Amortization expense for the years ended March 31, 2026 and March 31, 2025 is USD 9,066 (INR 853,972) and USD 9,065 (INR 853,877) respectively.

During the year ended March 31, 2026, the Company retired fully amortised software with gross block amounting to USD 41,982 (INR 3,954,494).

The estimate of annual amortization expense for the following years for the intangible assets is as follows:

March 31	USD	INR
2027	**6,799**	**640,432**
	6,799	**640,432**

NOTE L - INTANGIBLE UNDER DEVELOPMENT

During the year ended March 31, 2026, the Company capitalizes certain costs related to internal use software acquired, modified or developed. The Company capitalizes certain costs incurred during the application development stage of software. These costs primarily consist of third-party costs and eligible support costs if any. The changes in intangible under development is given below:

	USD		INR	
	As at March 31,		As at March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Balance at the beginning of the year	**–**	**–**	**–**	**–**
Addition during the year	**141,675**	**–**	**13,345,077**	**–**
Total	**141,675**	**–**	**13,345,077**	**–**

NOTE M - ACCRUED EXPENSES AND OTHER CURRENT LIABILITIES

Accrued expenses and other current liabilities comprise the following:

	USD		INR	
	As at March 31,		As at March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Accrued compensation and benefits	**732,016**	947,324	**68,952,248**	89,233,184
Withholding payroll taxes	**15,952**	24,217	**1,502,599**	2,281,120
MEDC accrual	**804,788**	753,009	**75,807,006**	70,929,683
Accrued warranty expense	**241,303**	518,253	**22,729,536**	48,816,841
Sourcing liability	**–**	100,000	**–**	9,419,500
Refundable deposit	**100,000**	100,000	**9,419,500**	9,419,500
Accrued federal and state income taxes	**1,800**	800	**169,551**	75,356
Other accrued expenses	**386,573**	456,831	**36,413,241**	43,031,196
Total	**2,282,432**	2,900,434	**214,993,681**	273,206,380

NOTE N - LEASES

The table below presents the classification of leasing assets and liabilities as reported on the balance sheet as of March 31, 2026 and March 31, 2025.

	USD		INR	
	As at March 31,		As at March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Assets				
Operating lease right-of-use asset, net	**4,644,707**	5,763,062	**437,508,176**	542,851,625
Finance lease right-of-use assets, net	**212,702**	261,788	**20,035,465**	24,659,121
Total lease assets	**4,857,409**	6,024,850	**457,543,641**	567,510,746
Liabilities				
Current				
Operating lease liabilitties	**1,215,408**	1,162,910	**114,485,357**	109,540,307
Finance lease liabilities	**45,720**	42,456	**4,306,595**	3,999,143
Non - current				
Operating lease liabilities	**3,596,262**	4,811,669	**338,749,899**	453,235,161
Finance lease liabilities	**174,304**	220,024	**16,418,565**	20,725,161
Total lease liabilities	**5,031,694**	6,237,059	**473,960,416**	587,499,772

The table below presents the classification of lease related expenses as reported in the statements of loss.

	USD		INR	
	Year ended March 31,		Year ended March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Operating leases expenses*	**2,158,193**	2,323,105	**203,290,990**	218,824,875
Finance lease cost:**				
Amortization of right-of-use asset	**49,085**	4,091	**4,623,561**	385,352
Interest on lease obligation	**17,705**	1,615	**1,667,722**	152,125
Total lease expense	**2,224,983**	2,328,811	**209,582,273**	219,362,352

* The operating lease expenses are classified under the “Cost of revenue” and “Selling, general and administrative expenses” in the statements of loss. Operating lease expenses include short-term leases, variable lease costs and leases which did not meet the capitalization requirement of the Company.

**Amortization of finance lease right-of-use asset is recognized in the statements of loss under the head “Depreciation and amortization.” Interest expense on the finance lease is recognized in the statements of loss under the head “Interest expense”.

Cash flows arising from lease transactions were as follows:	**USD**	**INR**
Supplemental information	**Year ended March 31, 2026**	**Year ended March 31, 2026**
Cash paid for amounts included in the measurement of lease liabilities		
Operating cash flows from operating leases	1,550,788	146,076,476
Operating cash flows from financing leases	17,705	1,667,722
Financing cash flows from financing leases	42,456	3,999,143

The following table presents the weighted-average remaining lease term and discount rates as of March 31, 2026

	Year ended March 31, 2026	**Year ended March 31, 2025**
Weighted average remaining lease term operating leases	**3.64**	4.60
Weighted average remaining lease term finance lease	**4.25**	5.25
Weighted average discount rate operating leases	**7.32%**	7.27%
Weighted average discount rate finance lease	**7.43%**	7.43%

Future minimum lease payments as of March 31, 2026, for operating leases and finance lease having an initial or remaining non-cancellable lease term in excess of one year are as follows.

	Operating leases		Finance lease	
Year ended March 31, 2026	**Amount (USD)**	**Amount (INR)**	**Amount (USD)**	**Amount (INR)**
2027	**1,518,745**	143,058,185	**60,160**	5,666,771
2028	**1,514,754**	142,682,253	**60,160**	5,666,771
2029	**1,456,084**	137,155,832	**60,160**	5,666,771
2030	**980,324**	92,341,619	**60,160**	5,666,771
2031	**–**	–	**15,043**	1,416,975
Total minimum lease payments	**5,469,907**	515,237,889	**255,683**	24,084,059
Less: Interest	**658,237**	62,002,633	**35,659**	3,358,899
Present value of lease payments	**4,811,670**	453,235,256	**220,024**	20,725,160

During the year ended March 31 2026, the Company entered into a lease agreement for a period of 1 year starting from November 01, 2025. The income is recognized on a straight-line basis over the lease term.

Future minimum lease payments to be received under the non-cancellable operating lease, as of March 31, 2026, are as follows:

Year ended March 31	Amount (USD)	Amount (INR)
2027	1,018,080	95,898,046

NOTE O - INCOME TAXES

Deferred income taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. The Company is subject to taxation in the United States of America and the state of Michigan. The income tax expense is as follows:

	USD		INR	
	Year ended March 31,		Year ended March 31,	
	2026	**2025**	**2026**	**2025**
Current tax expense	**1,600**	800	**150,712**	75,356
Income tax expense	**1,600**	800	**150,712**	75,356

The tax effects of significant temporary differences that resulted in deferred tax assets and liabilities and a description of the items that create such differences is as follows:

	USD		INR	
	As at March 31,		As at March 31,	
	2026	**2025**	**2026**	**2025**
Deferred tax asset (liability)				
Net operating loss	**20,728,986**	20,201,456	**1,952,566,836**	1,902,876,148
Accrued expenses	**451,704**	514,340	**42,548,258**	48,448,256
Research and development credits	**499,422**	499,422	**47,043,056**	47,043,055
Provision for slow moving, damaged goods and obsolescence	**579,989**	582,197	**54,632,063**	54,840,047
Investment, others	**(51,480)**	-	**(4,849,159)**	-
Interest expense limitation	**707,101**	588,300	**66,605,379**	55,414,919
Lease assets	**44,860**	45,445	**4,225,588**	4,280,692
Prepaid expenses and other current assets	**(245,796)**	(122,493)	**(23,152,754)**	(11,538,228)
Property, plant and equipment	**(63,196)**	(216,742)	**(5,952,747)**	(20,416,014)
Less: Valuation allowance	**(22,651,590)**	(22,091,925)	**(2,133,666,520)**	(2,080,948,875)
Total	**–**	–	**–**	–

In assessing the realization of deferred tax assets, the likelihood of whether it is more likely than not that some portion or all the deferred tax assets will not be realized must be considered. The ultimate realization of deferred tax assets is dependent on the generation of future taxable income during the periods in which temporary difference becomes deductible. Management considers the projected future taxable income and tax planning strategies in making this assessment. The management believes that it is more likely than not that the deferred tax assets may not be realized and accordingly, a valuation allowance of USD 22,651,590 (INR 2,133,666,520) is recognized as at March 31, 2026 [March 31, 2025: USD 22,091,925 (INR 2,080,948,875)].

The Company has federal Net Operating Losses ("NOLs") carryforwards of USD 91,459,701 (INR 8,615,046,536) and USD 89,623,885 (INR 8,442,121,848) as at March 31, 2026 and March 31, 2025, respectively. Out of the total NOLs of USD 91,459,701 (INR 8,615,046,536), if unutilized, NOLs of USD 9,076,313 (INR 854,943,303) will begin to expire from the year 2036, whereas the remaining NOLs will be carried forward indefinitely

The Company has state NOLs of USD 32,115,903 (INR 3,025,157,483) and USD 30,178,343 (INR 2,843,649,019) as at March 31, 2026 and March 31, 2025, respectively which if unutilized will begin to expire from the year 2026.

The Company recognizes the financial statement impact of a tax position when it is more likely than not that the position will be sustained upon examination.

The tax years 2022, 2023 and 2024 remain subject to examination by the taxing authorities.

NOTE P - OTHER INCOME

Other income comprise the following:

	USD		INR	
	As at March 31,		As at March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Sale of scrap	**39,698**	92,517	**3,739,353**	8,714,639
Operating lease income	**1,552,862**	531,009	**146,271,836**	50,018,393
Reversal of expected credit loss	**–**	50,517	**–**	4,758,449
Early lease termination	**–**	59,146	**–**	5,571,257
Recovery of previously written-off deposit	**102,500**	–	**9,654,988**	–
Reversal of accrued liabilities	**493,379**	2,016,403	**46,473,835**	189,935,080
Total	**2,188,439**	2,749,592	**206,140,012**	258,997,818

NOTE Q - RELATED PARTY TRANSACTIONS

Name of related party and nature of relationship:

No.	Name of the party	Nature of relationship
1	Mahindra & Mahindra Limited	Ultimate parent company
2	Mahindra Overseas Investment Company Mauritius Limited	Parent company
3	Mahindra Vehicle Sales and Services, Inc.	Wholly owned subsidiary
4	Mahindra Integrated Business Solutions Private Limited - Michigan Branch, USA ("MIBS")	Affiliate company
5	Mahindra Integrated Business Solutions Pvt Ltd	Affiliate company
6	Mahindra, USA, Inc ("MAgNA")	Affiliate company
7	Automobili Pininfarina GMBH	Affiliate company

Summary of transactions and balances with related parties are as follows:

Particulars	USD Year ended March 31, 2026	USD Year ended March 31, 2025	INR Year ended March 31, 2026	INR Year ended March 31, 2025
Transactions during the year				
Mahindra & Mahindra Limited				
Purchase of raw materials	**5,775,499**	5,464,871	**544,023,128**	514,763,524
Management service fees	**780,863**	1,012,673	**73,553,390**	95,388,733
Expense incurred on behalf of the Company	**21,623**	11,487	**2,036,778**	1,082,018
Mahindra Integrated Business Solutions Pvt Ltd				
Administrative services received	**52,200**	32,929	**4,916,979**	3,101,747
Automobili Pininfarina GMBH				
Management service fees	**171,543**	405,620	**16,158,493**	38,207,376
Mahindra Integrated Business Solutions Private Limited - Michigan Branch, USA				
Management service fees	**2,681,407**	2,788,333	**252,575,132**	262,647,027
Expenses incurred on behalf of the Company	**6,624**	5,061	**623,948**	476,721
Expenses incurred on their behalf	**68,171**	682,171	**6,421,367**	64,257,097
Mahindra Vehicle Sales and Services, Inc.				
Investment made during the year	**70,000**	50,000	**6,593,650**	4,709,750
Expenses incurred on behalf of MVSS	**1,000**	–	**94,195**	–
Mahindra Overseas Investment Company Mauritius Limited				
Issue of common stock	**5,399,995**	–	**508,652,529**	–
Mahindra USA, Inc.				
Expenses incurred on the behalf of Company	**1,437,807**	1,689,734	**135,434,230**	159,164,494
Purchase of spare parts	**–**	66,669	**–**	6,279,886
Sale of spare parts	**39,981**	128,126	**3,766,010**	12,068,829
Sale of property, plant and equipment	**57,503**	–	**5,416,495**	–
Sales of vehicles (goods) sales during the year	**14,395,495**	18,324,002	**1,355,983,652**	1,726,029,368
Tractor assembly service	**2,746,465**	2,707,009	**258,703,271**	254,986,713
Management service fees	**325,799**	325,279	**30,688,637**	30,639,655
Expenses incurred on their behalf	**518,673**	121,103	**48,856,403**	11,407,297

Particulars	USD As at March 31, 2026	USD As at March 31, 2025	INR As at March 31, 2026	INR As at March 31, 2025
Balances at the end of the year				
Due from related parties				
Mahindra, USA, Inc.	**2,158,658**	–	**203,334,790**	–
Mahindra Vehicle Sales and Services, Inc.	**1,000**	–	**94,195**	–
Automobili Pininfarina GMBH	**48,854**	4,157	**4,601,803**	391,569
Total	**2,208,512**	4,157	**208,030,788**	391,569
Due to related parties				
Mahindra, USA, Inc.	**–**	1,654,336	**–**	155,830,180
Mahindra and Mahindra, Limited	**233,346**	4,377,274	**21,980,026**	412,317,324
Mahindra Integrated Business Solutions Pvt Ltd	**4,350**	4,350	**409,749**	409,748
Total	**237,696**	6,035,960	**22,389,775**	568,557,252

NOTE R - STOCKHOLDER'S EQUITY

Common stock

The authorized share capital of the Company as of March 31, 2026 and March 31, 2025 was 8,000,000 shares and 8,000,000 shares, respectively, of USD 25 each. As at March 31, 2026, and March 31, 2025 total shares issued and outstanding was 7,989,737 and 7,773,737 shares, respectively.

Voting

Each holder of common stock is entitled to one vote in respect of each share held by him in the records of the Company for all matters submitted to a vote.

Liquidation

In the event of liquidation of the Company, the holder of common stock shall be entitled to receive all the remaining assets of the Company.

NOTE S - RISKS AND UNCERTAINITIES

The Company's future results of operations involve several risks and uncertainties.

Factors that could affect the Company's future operating results and cause actual results to vary materially from expectations include, competitive factors, including but not limited to pricing pressures; deterioration in general economic conditions; the Company's ability to effectively manage operating costs and increase operating efficiencies; declines in revenues; technological and market changes; the ability to attract and retain qualified employees and the Company's ability to execute on its business plan.

NOTE T - REVENUE FROM CONTRACTS WITH CUSTOMERS

Revenue disaggregated by product line:

	USD		INR	
	Year ended March 31, 2026	**Year ended March 31, 2025**	**Year ended March 31, 2026**	**Year ended March 31, 2025**
Vehicle sales	**14,395,495**	18,390,882	**1,355,983,652**	1,732,329,130
Bike Sales	**–**	18,858	**–**	1,776,328
Parts and accessory sales	**39,981**	128,126	**3,766,010**	12,068,829
Tractor assembly service	**2,746,465**	2,707,009	**258,703,271**	254,986,713
Management service fees	**3,959,612**	4,282,396	**372,975,652**	403,380,292
Total revenue by product line	**21,141,553**	25,527,271	**1,991,428,585**	2,404,541,292

Revenue disaggregated by timing of recognition:

	USD		INR	
	Year ended March 31, 2026	**Year ended March 31, 2025**	**Year ended March 31, 2026**	**Year ended March 31, 2025**
Products transferred at a point in time	**14,435,476**	18,537,866	**1,359,749,662**	1,746,174,287
Services transferred over time	**6,706,077**	6,989,405	**631,678,923**	658,367,005
Total revenue by timing of recognition	**21,141,553**	25,527,271	**1,991,428,585**	2,404,541,292

Revenue disaggregated by geography based on Company's locations:

	USD		INR	
	Year ended March 31, 2026	**Year ended March 31, 2025**	**Year ended March 31, 2026**	**Year ended March 31, 2025**
United States	**20,189,147**	24,108,978	**1,901,716,702**	2,270,945,183
Germany	**171,543**	405,620	**16,158,493**	38,207,376
India	**780,863**	1,012,673	**73,553,390**	95,388,733
Total revenue by geography	**21,141,553**	25,527,271	**1,991,428,585**	2,404,541,292

Contract balances

The timing of revenue recognition, billing, and cash collection results in the recognition of accounts receivables on the balance sheets. Accounts receivables are non-interest bearing and are generally due within 30 days. The details of contract balance is as follows:

	USD		INR	
	As at March 31, 2026	**As at March 31, 2025**	**As at March 31, 2026**	**As at March 31, 2025**
Accounts receivable, net of allowance	**–**	64,022	**–**	6,030,552
Due from related parties	**2,208,512**	4,157	**208,030,788**	391,569
Total contract balances	**2,208,512**	68,179	**208,030,788**	6,422,121

NOTE U - EMPLOYEE BENEFIT PLANS

The Company has voluntary 401(k) retirement plans. The Company may make annual contributions to the plans equal to a uniform percentage of participant compensation. The cost of the Company's contributions charged to expense related to 401(k) contributions was USD 107,807 (INR 10,154,880) and USD 104,823 (INR 9,873,802) for the years ended March 31, 2026, and March 31, 2025, respectively.

NOTE V - GOVERNMENT INCENTIVE AND CREDITS

Michigan Economic Development Incentive (MEDC)

The Company, during the year ended March 31, 2019, had recorded government grant incentive income received from MEDC amounting to USD 531,250 (INR 50,041,094). The Company had received this incentive on account of creation of 50 qualified jobs in State of Michigan. During the year 2022, the Company had additionally received USD 318,750 (INR 30,024,656). However, due to the onset of COVID and cease-and-desist order, the Company had furloughed approximately 86 employees and even terminated few employees during the year ended March 31, 2021. The Company terminated and furloughed few other employees in the current year as well on account of its plan of rightsizing and restructuring. Due to these uncertain circumstances, the management believes that it could have potentially violated the conditions stipulated based on which the Company had received the grant in FY 2018-19 and FY 2021-22. The Company is currently evaluating its exposure and is in continuous discussions with the MEDC authorities. Accordingly, the Company recognized a liability for MEDC incentives amounting to USD 804,788 (INR 75,807,006) and USD 753,009 (INR 70,929,683) as at March 31, 2026, and March 31, 2025.

NOTE W - GOING CONCERN

The Company incurred losses amounting to USD 475,956 (INR 44,832,674) and USD 2,652,447 (INR 249,847,246) for the years ended March 31, 2026 and March 31, 2025, respectively. The Company reported negative operating cashflows amounting to USD 7,419,239 (INR 698,855,216) and USD 1,799,690 (INR 169,521,800) for the years ended March 31, 2026, and March 31, 2025, respectively. The Company also has an accumulated deficit of USD 95,101,563 (INR 8,958,091,725 and USD 94,625,607 (INR 8,913,259,051) as at March 31, 2026, and March 31, 2025, respectively. These conditions indicate that the Company has experienced liquidity challenges arising from its operating activities. During the year ended March 31, 2026, the Company received an equity contribution of USD 5,399,995 (INR 508,652,529) from its parent company. Management believes that due to issuance of capital during the year ended March 31, 2026, together with existing cash balances and expected cash flows from operations, will provide sufficient liquidity to meet the Company's obligations as they become due for a period of at least twelve months from the date the separate parent company financial statements are available for issue. The management's assessment was also substantiated by financial forecasts for next 12 months. Based on above, management concluded that the substantial doubt has been alleviated by the plans. Accordingly, the separate parent company financial statements have been prepared on a going concern basis.

NOTE X - SUBSEQUENT EVENTS

The Company evaluated all events and transactions that occurred after March 31, 2026, up to the date the separate parent company financial statements were issued. Based on this evaluation, the Company is not aware of any events or transactions that require recognition or disclosure in the separate parent company financial statements.

INDEPENDENT AUDITOR'S REPORT

Board of Directors

Mahindra Vehicle Sales and Services, Inc.

OPINION

We have audited the financial statements of Mahindra Vehicle Sales and Services, Inc. ('the Company') which comprise the balance sheets as of March 31, 2026, and March 31, 2025, and the related statements of loss, statement of changes in stockholder's deficit, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the financial position of the Company as of March 31, 2026, and March 31, 2025, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

BASIS FOR OPINION

We conducted our audits in accordance with auditing standards generally accepted in the United States of America ("GAAS"). Our responsibilities under those standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

EMPHASIS OF MATTER

As discussed in Note B to the financial statements, the Company has incurred net loss and has generated negative cash flows from operations for the years ended March 31, 2026, and March 31, 2025. The Company also has a stockholder's deficit as at March 31, 2026, and March 31, 2025. Management's evaluation of the events and conditions and management's plans to mitigate these matters are also described in Note B.

Our opinion is not qualified with respect to this matter.

RESPONSIBILITIES OF MANAGEMENT FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a period of twelve months from the date the financial statements are issued.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit

OTHER INFORMATION

Management is responsible for the other information. The other information comprises amounts presented in INR parenthetically alongside the USD amounts in the financial statements. Such presentation is not required by accounting principles generally accepted in the United States of America.

Our opinion on the financial statements does not cover the other information, and we do not express an opinion or any form of assurance on it. In connection with our audit of the financial statements, our responsibility is to read the other information and consider whether it is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work performed, we conclude that there is an uncorrected material misstatement of the other information, we are required to describe it in our report.

KNAV CPA LLP
Atlanta, Georgia
April 27, 2026

BALANCE SHEETS

	Note	USD As of March 31, 2026	USD As of March 31, 2025	INR As of March 31, 2026	INR As of March 31, 2025
ASSETS					
Current asset					
Cash	D	**51,646**	53,189	**4,864,795**	5,010,138
Accounts receivable, net of allowance	E	**–**	–	**–**	–
Total current asset		**51,646**	53,189	**4,864,795**	5,010,138
Property and equipment, net	F	**–**	–	**–**	–
Total asset		**51,646**	53,189	**4,864,795**	5,010,138
LIABILITIES AND STOCKHOLDER'S DEFICIT					
Current liabilities					
Accounts payable		**512**	–	**48,228**	–
Accrued expenses and other current liabilities	G	**1,191,202**	1,263,709	**112,205,273**	119,035,070
Due to related party	K	**1,000**	–	**94,195**	–
Total current liabilities		**1,192,714**	1,263,709	**112,347,696**	119,035,070
Total liabilities		**1,192,714**	1,263,709	**112,347,696**	119,035,070
Stockholder's deficit					
Common stock, $ 25 par value 5,000,000 shares authorized, 3,608,231 shares issued and outstanding (March 31, 2025:$ 25 par value 5,000,000 shares authorized, 3,605,431 shares issued and outstanding)	L	**90,205,775**	90,135,770	**8,496,932,976**	8,490,338,855
Accumulated deficit		**(91,346,843)**	(91,346,290)	**(8,604,415,877)**	(8,604,363,787)
Total stockholder's deficit		**(1,141,068)**	(1,210,520)	**(107,482,901)**	(114,024,932)
Total liabilities and stockholder's deficit		**51,646**	53,189	**4,864,795**	5,010,138

(The accompanying notes are an integral part of these financial statements)

STATEMENTS OF LOSS

	Note	USD Year ended March 31, 2026	USD Year ended March 31, 2025	INR Year ended March 31, 2026	INR Year ended March 31, 2025
Operating revenues	H	**–**	136	**–**	12,811
Total revenue		**–**	136	**–**	12,811
Selling, general and administrative expenses		**65,439**	130,587	**6,164,027**	12,300,642
Total expenses		**65,439**	130,587	**6,164,027**	12,300,642
Operating loss		**(65,439)**	(130,451)	**(6,164,027)**	(12,287,831)
Other income	I	**65,686**	1,237	**6,187,293**	116,519
Income (loss) before income taxes		**247**	(129,214)	**23,266**	(12,171,312)
Income tax expense	J	**800**	–	**75,356**	–
Net loss		**(553)**	(129,214)	**(52,090)**	(12,171,312)

(The accompanying notes are an integral part of these financial statements)

STATEMENTS OF CHANGES IN STOCKHOLDER'S DEFICIT

(All amounts are stated in United States Dollars, except number of shares)

	Common stock					
	Authorized		Issued & outstanding			
Particulars	**Shares**	**Value**	**Shares**	**Value**	**Accumulated deficit**	**Total shareholder's deficit**
Balance as of April 01, 2024	5,000,000	125,000,000	3,603,431	90,085,770	(91,217,076)	(1,131,306)
Common stock issued during the year	–	–	2,000	50,000	–	50,000
Net loss for the year	–	–	–	–	(129,214)	(129,214)
Balance as of March 31, 2025	**5,000,000**	**125,000,000**	**3,605,431**	**90,135,770**	**(91,346,290)**	**(1,210,520)**
Balance as of April 01, 2025	5,000,000	125,000,000	3,605,431	90,135,770	(91,346,290)	(1,210,520)
Common stock issued during the year	–	–	2,800	70,005	–	70,005
Net loss for the year	–	–	–	–	(553)	(553)
Balance as of March 31, 2026	**5,000,000**	**125,000,000**	**3,608,231**	**90,205,775**	**(91,346,843)**	**(1,141,068)**

(All amounts are stated in Indian Rupees, except number of shares)

	Common stock					
	Authorized		Issued & outstanding			
Particulars	**Shares**	**Value**	**Shares**	**Value**	**Accumulated deficit**	**Total shareholder's deficit**
Balance as of April 01, 2024	5,000,000	11,774,375,000	3,603,431	8,485,629,105	(8,592,192,475)	(106,563,370)
Common stock issued during the year	–	–	2,000	4,709,750	–	4,709,750
Net loss for the year	–	–	–	–	(12,171,312)	(12,171,312)
Balance as of March 31, 2025	**5,000,000**	**11,774,375,000**	**3,605,431**	**8,490,338,855**	**(8,604,363,787)**	**(114,024,932)**
Balance as of April 01, 2025	**5,000,000**	**11,774,375,000**	**3,605,431**	**8,490,338,855**	**(8,604,363,787)**	**(114,024,932)**
Common stock issued during the year	–	–	2,800	6,594,121	–	6,594,121
Net loss for the year	–	–	–	–	(52,090)	(52,090)
Balance as of March 31, 2026	**5,000,000**	**11,774,375,000**	**3,608,231**	**8,496,932,976**	**(8,604,415,877)**	**(107,482,901)**

(The accompanying notes are an integral part of these financial statements)

STATEMENTS OF CASH FLOWS

	USD		INR	
	Year ended March 31,		Year ended March 31,	
	2026	**2025**	**2026**	**2025**
Cash flow from operating activities				
Net loss	**(553)**	(129,214)	**(52,090)**	(12,171,312)
Adjustments to reconcile net loss to net cash used in operating activities				
Provision (reversed) recognised for expected credit loss	**(51,719)**	51,719	**(4,871,671)**	4,871,671
Liabilities written back	**(12,505)**	–	**(1,177,908)**	–
Changes in assets and liabilities				
Accounts receivable, net of allowance	**51,719**	(2,489)	**4,871,671**	(234,451)
Accounts payable	**512**	–	**48,228**	–
Related parties, net	**1,000**	39,989	**94,195**	3,766,764
Accrued expenses and other current liabilities	**(60,002)**	(16,673)	**(5,651,889)**	(1,570,514)
Net cash used in operating activities	**(71,548)**	(56,668)	**(6,739,464)**	(5,337,842)
Proceeds from issuance of common stock	**70,005**	50,000	**6,594,121**	4,709,750
Net cash provided by financing activities	**70,005**	50,000	**6,594,121**	4,709,750
Net decrease in cash	**(1,543)**	(6,668)	**(145,343)**	(628,092)
Cash at the beginning	**53,189**	59,857	**5,010,138**	5,638,230
Cash at the end	**51,646**	53,189	**4,864,795**	5,010,138

(The accompanying notes are an integral part of these financial statements)

NOTES TO FINANCIAL STATEMENTS

NOTE A - ORGANIZATION AND NATURE OF OPERATIONS

Mahindra Vehicle Sales and Services, Inc. (hereinafter referred to as the "Company") was incorporated in the state of Delaware on April 19, 2017 and is a wholly owned subsidiary of Mahindra Automotive North America, Inc. ("MANA" or "the parent company").

The Company previously engaged in the sale and distribution of off-road vehicles and related parts to independent distributors and dealers (collectively, "dealerships") in North America, with its operations focused solely on the ROXOR off-road side-by-side vehicle. During the year ended March 31, 2022, the parent company decided to sale the redesigned ROXOR through its affiliate, Mahindra USA LLC, instead of the Company. Consequently, the Company's activities are now limited to the sale of accessories and service parts under the warranty arrangements for ROXOR vehicles previously sold.

NOTE B - GOING CONCERN

The Company incurred losses amounting to USD 553 (INR 52,090) and USD 129,214 (INR 12,171,312) and has negative operating cash flows of USD 71,548 (INR 6,739,464) for the year ended March 31, 2026, and USD 56,668 (INR 5,337,842) for the years ended March 31, 2026 and March 31, 2025 respectively. Additionally, the Company has a stockholder's deficit of USD 1,141,068 (INR 107,482,901) as at March 31, 2026, and USD 1,210,520 (INR 114,024,932) as at March 31, 2025. Although, these events and condition cast significant doubt on the Company's ability to continue as a going concern, in view of the continued support from the parent company, the management considers that it is appropriate to prepare these financial statements on a going concern basis, which assumes that the Company will continue to be in operational existence for the foreseeable future. The Company has received funding from its Parent Company amounting to USD 70,005 (INR 6,594,121) during the year ended March 31, 2026, and USD 50,000 (INR 4,709,750) during the year ended March 31, 2025 in the form of capital contribution.

Though the parent company has commenced the sale of the redesigned ROXOR through its affiliate, Mahindra USA LLC, the Company will continue its operations to fulfill dealership obligations related to vehicles previously sold. Based on these factors, the financial statements have been prepared on a going concern basis, and no adjustments have been made to the carrying values of assets and liabilities.

NOTE C - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

The significant accounting policies are detailed below:

1. *Basis of preparation*

   a. The accompanying financial statements are prepared on the accrual basis of accounting in accordance with the accounting and reporting requirements of generally accepted accounting principles in the United States of America ("US GAAP") to reflect the financial position, results of operation and cash flows of the Company.

   b. The financial statements are for the fiscal years ended March 31, 2026, and March 31, 2025.

   c. Financial information is reported in US dollars ("USD") and in Indian rupees ("INR"). For March 31, 2026, and March 31, 2025, USD amounts are translated for convenience into Indian rupees at an exchange rate of 94.195 INR per USD. Within the notes to the financial statements, INR amounts are shown parenthetically alongside the USD amounts.

2. *Use of estimates*

   The preparation of financial statements in accordance with US GAAP requires management to make estimates and assumptions that affect the amounts reported in the financial statements. Significant items subject to such estimates and assumptions include the significant items subject to such estimates and assumptions include the warranties, valuation allowance for deferred tax assets and other contingencies. Management believes that the estimates used in the preparation of the financial statements are reasonable. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Any changes in estimates are adjusted prospectively in the financial statements.

3. *Revenue recognition*

   Revenue is recognized upon transfer of control of products or services promised to customers in an amount that reflects the consideration the Company expects to receive in exchange for these products or services.

   Revenue from sale of service parts and accessories of previously sold ROXORs is recognized when each of the following criteria is met:

   a. The Company approve a contract with commercial substance.

   b. The sales price is determinable, and collectability of the payment is probable based on the terms outlined in the contract.

   c. Control of the goods is transferred to the affiliate when the ordered items are shipped.

   Transfer of control, and therefore revenue recognition is recorded at a point in time on the date when the service parts and accessories of previously sold ROXORs are shipped to the customer.

4. *Cash*

   The Company considers all highly liquid investments with a maturity of three months or less when purchased to be cash for the financial statements purpose. Cash balances on deposits with banks in the United States of America are insured by the Federal Deposit Insurance Corporation up to an aggregate of USD 250,000 (INR 23,548,750) per account per depositor.

5. *Property, equipment and depreciation*

   Property and equipment are stated at cost less accumulated depreciation. Cost of items of property and equipment comprises cost of purchase and other costs necessarily incurred to bring it to the condition and location necessary for its intended use.

   The Company depreciates property and equipment over the estimated useful life using the straight-line method. Upon retirement or disposal of assets, the cost and accumulated depreciation are eliminated from the accounts and the resulting gain or loss is credited or charged to operations.

   The estimated useful life used to determine depreciation is:

Computers	3 years
Vehicles	5 - 10 years

   Expenditures for maintenance and repairs are charged to expense. Property and equipment is reviewed for impairment whenever events or changes in circumstances indicate the carrying value of the asset may not be recoverable.

6. *Accounts receivable and expected credit loss*

   Accounts receivable are recorded at the invoiced amount, net of discount and others and provision for credit loss. The Company regularly reviews the adequacy of the provision for credit loss based on a combination of factors. In establishing any required allowance, management considers historical losses adjusted for current market conditions, the current receivables aging, current payment terms and expectations of forward-looking loss estimates.

7. *Income taxes*

   Income taxes are accounted for using the asset and liability method. Deferred tax assets and liabilities are recognized for the future tax consequences attributable to differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases and operating loss carryforwards. Deferred tax assets and liabilities are measured using enacted tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled.

NOTES TO FINANCIAL STATEMENTS

The Company has determined whether any tax positions have met the recognition threshold and has measured the Company's exposure to those tax provisions. Management believes that the Company has adequately addressed all relevant tax positions and that there are no unrecorded tax liabilities. Federal and state taxing authorities generally have the right to examine and audit the previous three years of tax returns filed. Any interest or penalties from federal and state taxing authorities were recorded in the accompanying financial statements.

8. *Fair value measurements and financial instruments*

Assets and liabilities recorded at fair value in the financial statements are categorized based upon the level of judgment associated with the inputs used to measure their fair value. Hierarchical levels which are directly related to the amount of subjectivity associated with the inputs to the valuation of these assets or liabilities are as follows:

Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities that the Company has the ability to access as of the measurement date.

Level 2 – inputs other than quoted prices included within Level 1 that are directly observable for the asset or liability or indirectly observable through corroboration with observable market data.

Level 3 – unobservable inputs for the asset or liability only used when there is little, if any, market activity for the asset or liability at the measurement date.

In certain cases, the inputs used to measure fair value may fall into different levels of the fair value hierarchy. In such cases, the level in the fair value hierarchy within which the fair value measurement in its entirety falls is determined based on the lowest level input that is significant to the fair value measurement in its entirety.

This hierarchy requires the Company to use observable market data, when available, and to minimize the use of unobservable inputs when determining fair value.

Some of Company's financial instruments, including cash, accounts receivable and accounts payable are not measured at fair value on a recurring basis but are recorded at amounts that approximate fair value due to their liquid or short-term nature.

9. *Commitments and contingencies*

Liabilities for loss contingencies arising from claims, assessments, litigation, fines, and penalties and other sources are recorded when it is probable that a liability has been incurred and the amount can be reasonably estimated. Legal costs incurred in connection with loss contingencies are expensed as incurred. Contingent liabilities are not recognized but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in the financial statements.

10. *Interest income:*

The Company records the interest income on bank balances under the other income.

11. *Advertising and marketing expenses*

Advertisement and marketing expenses are presented as part of "Selling, general and administrative expenses" in the statements of loss and are expensed as incurred. The amount of advertisement and marketing expenses incurred by the Company for the year ended March 31, 2026, is USD 1,176 (INR 110,773) and March 31, 2025, is USD 1,198 (INR 112,846).

NOTE D - CASH

The cash of the Company comprise of :

	USD		INR	
	As at March 31,		As at March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Bank balances	**51,646**	53,189	**4,864,795**	5,010,138
Total	**51,646**	53,189	**4,864,795**	5,010,138

NOTE E - ACCOUNTS RECEIVABLE, NET OF ALLOWANCE

Accounts receivable, net of allowances comprise the following:

	USD		INR	
	As at March 31,		As at March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Accounts receivable	**–**	51,719	**–**	4,871,671
Provision for expected credit loss	**–**	(51,719)	**–**	(4,871,671)
Total	**–**	–	**–**	–

The movement in provision for expected credit loss during the year was as follows:

	USD		INR	
	As at March 31,		As at March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Balance at beginning of the year	**51,719**	1,351	**4,871,671**	127,257
Provision created during the year	**–**	51,719	**–**	4,871,671
Provision reversed during the year	**(51,719)**	–	**(4,871,671)**	–
Write off of receivables	**–**	(1,351)	**–**	(127,257)
Balance at the end of the year	**–**	51,719	**–**	4,871,671

NOTE F - PROPERTY AND EQUIPMENT, NET

Property and equipment comprise the following:

	USD		INR	
	As at March 31,		As at March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Computers	**5,730**	5,730	**539,737**	539,737
Vehicles	**8,500**	8,500	**800,658**	800,658
	14,230	14,230	**1,340,395**	1,340,395
Less: Accumulated depreciation	**(14,230)**	(14,230)	**(1,340,395)**	(1,340,395)
Property and equipment, net	**–**	**–**	**–**	**–**

There is no depreciation expense for the years ended March 31, 2026 and March 31, 2025, respectively.

NOTES TO FINANCIAL STATEMENTS

NOTE G - ACCRUED EXPENSES AND OTHER CURRENT LIABILITIES

Accrued expenses and other current liabilities comprise the following:

	USD		INR	
	As at March 31,		As at March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Dealership closure liability	**1,174,185**	1,195,982	**110,602,356**	112,655,524
Other accrued expenses	**17,017**	67,727	**1,602,917**	6,379,546
Total	**1,191,202**	1,263,709	**112,205,273**	119,035,070

NOTE H - REVENUE FROM CONTRACT WITH CUSTOMERS

Disaggregation of revenue from contracts with customers

The following table presents revenue disaggregated by product line:

	USD		INR	
	Year ended March 31,		Year ended March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Service parts and accessories	**–**	136	**–**	12,811
Total revenue by product line	**–**	136	**–**	12,811

The following table presents revenue disaggregated by timing of recognition:

	USD		INR	
	Year ended March 31,		Year ended March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Products and services transferred at a point in time	**–**	136	**–**	12,811
Total revenue by timing of revenue recognition	**–**	136	**–**	12,811

The following table presents revenue disaggregated by geography based on Company's locations:

	USD		INR	
	Year ended March 31,		Year ended March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
United States of America	**–**	136	**–**	12,811
Total revenue by geography	**–**	136	**–**	12,811

NOTE I - OTHER INCOME

Other income comprise of the following:

	USD		INR	
	As at March 31,		As at March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Interest income	**1,462**	1,237	**137,713**	116,519
Reversal of expected credit loss	**51,719**	–	**4,871,671**	–
Liabilities written back	**12,505**	–	**1,177,909**	–
	65,686	1,237	**6,187,293**	116,519

NOTE J - INCOME TAXES

Deferred income taxes reflect the net tax effects of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for income tax purposes. The Company is subject to taxation in the United States of America and the State of Michigan. The Company is a member of the federal consolidated tax group of its parent company.

The provision for income tax expense for the year ended March 31, 2026 and March 31, 2025 is USD 800 (INR: 75,356) and USD Nil (INR: Nil), respectively.

The tax effects of significant temporary differences that resulted in deferred tax assets and liabilities and a description of the items that create such differences is as follows:

	USD		INR	
	As at March 31,		As at March 31,	
Particulars	**2026**	**2025**	**2026**	**2025**
Deferred tax asset				
Net operating loss - Federal	**18,189,926**	18,171,747	**1,713,400,080**	1,711,687,709
Net operating loss - State	**1,074,555**	1,067,558	**101,217,708**	100,558,626
Interest expense limitation	**808,640**	672,670	**76,169,845**	63,362,151
Unclaimed property accrual	**–**	2,677	**–**	252,160
Provision for expected credit loss	**–**	11,074	**–**	1,043,115
Dealership closure liability	**302,236**	256,083	**28,469,120**	24,121,738
Valuation allowance	**(20,375,357)**	(20,181,809)	**(1,919,256,753)**	(1,901,025,499)
Total	**–**	–	**–**	–

In assessing the realization of deferred tax assets, the likelihood of whether it is more likely than not that some portion or all the deferred tax assets will not be realized must be considered. The ultimate realization of deferred tax assets is dependent on the generation of future taxable income during the periods in which temporary difference becomes deductible. Management considers the projected future taxable income and tax planning strategies in making this assessment. The management believes that it is more likely than not that the deferred tax assets may not be realized and accordingly, a valuation allowance of USD 20,375,357 (INR: 1,919,256,753) is recognized as at March 31, 2026 and USD 20,181,809 (INR: 1,901,025,499) as at March 31, 2025.

The Company has federal net operation loss ("NOLs") carry forwards of USD 86,618,697 (INR: 8,159,048,164) as at March 31, 2026 (March 31, 2025: USD 86,532,128 (INR: 8,150,893,797), which will be carried forward indefinitely.

The Company has state net operating losses carry forwards of USD 22,669,938 (INR: 2,135,394,810) as at March 31, 2026 (March 31, 2025: USD 22,584,369 (INR: 2,127,334,638), which if unutilized will begin to expire from the year 2027.

The Company recognizes the financial statement impact of a tax position when it is more likely than not that the position will be sustained upon examination.

The tax years 2022, 2023 and 2024 remain subject to examination by the taxing authorities.

NOTES TO FINANCIAL STATEMENTS

NOTE K - RELATED PARTY TRANSACTIONS

Name of related party and nature of relationship:

No.	Name of the party	Nature of relationship
1	Mahindra & Mahindra Limited	Ultimate parent company
2	Mahindra Automotive North America, Inc. (“MANA”)	Parent company
3	Mahindra USA Inc. (“MAgNA”)	Affiliate company

Summary of transactions and balances with related parties are as follows:

Particulars	USD Year ended March 31, 2026	USD Year ended March 31, 2025	INR Year ended March 31, 2026	INR Year ended March 31, 2025
Transactions during the year				
Mahindra Automotive North America, Inc.				
Capital contribution received	**70,005**	50,000	**6,594,121**	4,709,750
Expenses incurred on behalf of Company	**1,000**	–	**94,195**	–
Mahindra USA Inc.				
Purchase returns during the year	**–**	6,143	**–**	578,640
Mahindra and Mahindra Ltd.				
Expenses incurred on the behalf of MVSS	**1,171**	1,198	**110,302**	112,846
Balances at the end of the year				
Due to related party				
Mahindra Automotive North America, Inc.	**1,000**	–	**94,195**	–

Particulars	USD As at March 31, 2026	USD As at March 31, 2025	INR As at March 31, 2026	INR As at March 31, 2025
Balances at the end of the year				
Due to related party				
Mahindra Automotive North America, Inc.	**1,000**	–	**94,195**	–

NOTE L - COMMON STOCK

Common stock

The authorized share capital of the Company as of March 31, 2026, and March 31, 2025, was 5,000,000 shares of USD 25 each. As at March 31, 2026 and March 31, 2025 total shares issued and outstanding was 3,608,231 and 3,605,431 shares, respectively.

The Company issued 2,800 shares and 2,000 shares for USD 25 each during the years ended March 31, 2026 and March 31, 2025, respectively.

Voting

Each holder of common stock is entitled to one vote in respect of each share held by him in the records of the Company for all matters submitted to a vote.

Liquidation

In the event of liquidation of the Company, the holder of common stock shall be entitled to receive all the remaining assets of the Company.

NOTE M - SUBSEQUENT EVENTS

The Company evaluated all events and transactions that occurred after March 31, 2026, through the date the financial statements were available to be issued. Based on the evaluation, the Company is not aware of any events or transactions that would require recognition or disclosure in the financial statements.

INDEPENDENT AUDITORS' REPORT ON FINANCIAL STATEMENTS

To
Quotaholers and Officers of
Mahindra do Brasil Industrial Ltda.
Dois Irmãos - RS

Opinion

We have examined the financial statements of **Mahindra do Brasil Industrial Ltda.,** which comprise the balance sheet as of March 31, 2026, and the related statements of income, changes in members' equity and cash flows for the year then ended, including material accounting policies and other explanatory information.

In our opinion, the financial statements referred to above present fairly in all material aspects the financial position of **Mahindra do Brasil Industrial Ltda.** as of March 31, 2026, the performance of its operations, and its cash flows for the year ended on that date, in accordance with the accounting practices adopted in Brazil.

Foundation for Opinion

Our audit was conducted in accordance with Brazilian and international auditing standards. Our responsibilities, in accordance with such standards, are described in the following section titled "Auditor's responsibility for the financial statements audit." We are independent in regard to the Company in accordance with the relevant ethical principles set out in the Code of Ethics for Professional Accountants and professional standards laid down by the Federal Accounting Council and we comply with all the other ethical responsibilities in accordance with these standards.

We believe the audit evidence we achieved is sufficient and appropriate to substantiate our opinion.

Governance and Management Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with generally accepted accounting principles in Brazil and the internal controls deemed necessary by Management for the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management is responsible for assessing the Company ability to continue operating, disclosing, when applicable, matters related to its operational continuity and the use of this accounting basis in the preparation of the financial statements, unless Management intends to liquidate the Company or cease its operations, or has no realistic alternative to avoid closing its operations.

Those responsible for the Company governance are those responsible for supervising the preparation process of the financial statements.

Auditors' Responsibility for the Audit of the Financial Statements

Our goals are to obtain reasonable assurance that the financial statements are jointly free from material misstatement, whether caused by fraud or error, and to issue an audit report containing our opinion. Reasonable assurance is a high level of assurance, but not a guarantee that an audit conducted in accordance with Brazilian and international auditing standards will always detect any material misstatements. Such misstatements may occur due to fraud or error and are considered material when, individually or jointly, they can influence, from a reasonable perspective, the economic decisions of the users based on the referred financial statements.

As part of the audit conducted in accordance with Brazilian and international auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. In addition:

- We identify and assess the risks of material misstatement in the financial statements, whether caused by fraud or error, plan and perform audit procedures in response to such risks, and obtain appropriate and sufficient audit evidence to substantiate our opinion. The risk of not detecting a material misstatement resulting from fraud is greater than that of error, as fraud may involve circumvention of internal controls, collusion, counterfeiting, omission, or willful misrepresentation.
- We obtain understandings of internal controls relevant to auditing in order to plan appropriate audit procedures in given circumstances, but not for the purpose of expressing opinion on the effectiveness of the Company's internal controls.
- We assess the adequacy of the accounting policies used and the reasonableness of the accounting estimates and respective disclosures made by Management.
- We conclude on the adequacy of the Executive Board's use of the accounting basis for operational continuity and, based on the audit evidence obtained, whether there is a relevant uncertainty in regard to events or conditions that may cause significant doubt concerning the capacity for operational continuity of the Company. If we conclude there is material uncertainty when preparing our audit report, we will highlight the relevant disclosures in the financial statements or include modification in our opinion in the event the disclosures were inadequate. Our conclusions are based on audit evidence obtained up to the date of our report. However, future events or conditions may cause the Company to no longer be in operational continuity.
- We assess the overall submission, structure, and content of financial statements, including disclosures, and whether the financial statements represent the related transactions and events in a manner consistent with the appropriate submission goal.

We communicate with governance, among other aspects, on the planned scope, timing of the audit and significant audit findings, including any significant deficiencies in the internal controls identified during our work.

Porto Alegre, RS, April 24, 2026.

Guilherme Ghidini Neto
Accountant – CRCRS No. 67.795

Sérgio Laurimar Fioravanti
Accountant – CRCRS No. 48.601

Baker Tilly Brasil RS Auditores Independentes S/S
CRCRS No. 006706/O
CVM 12.360
CNAIPJ 000023

BALANCE SHEET

FOR THE FISCAL YEARS ENDED AS OF MARCH 31, 2026 AND 2025
IN THOUSANDS OF REAIS

Assets	**03/31/2026**	03/31/2025
Current		
Cash and cash equivalents (Note 3)	**27,581**	44,456
Trade receivables (Note 4)	**52,220**	56,722
Inventories (Note 5)	**121,958**	130,085
Recoverable taxes (Note 6)	**7,314**	6,954
Other receivables (Note 7)	**13,196**	3,866
Right-of-use assets (Note 12)	**424**	685
Advances to suppliers	**349**	1,867
Total	**223,042**	244,635
Non-Current Assets		
Deferred taxes (Note 20)	**9,571**	8,630
Judicial deposits	**819**	286
Right-of-use assets (Note 13)	**362**	218
Property, plant and equipment (Note 8)	**23,018**	13,920
Intangible assets (Note 9)	**1,693**	116
Total	**35,463**	23,170
Total Assets	**258,505**	267,805

Explanatory notes are an integral part of the financial statements.

BALANCE SHEET

FOR THE FISCAL YEARS ENDED AS OF MARCH 31, 2026 AND 2025
IN THOUSANDS OF REAIS

Liability	**03/31/2026**	03/31/2025
Current		
Trade payables (Note 10)	**62,386**	94,123
Taxes payable and installments (Note 11)	**1,825**	5,299
Salaries and vacations payable	**3,021**	2,551
Advances from customers	**55**	118
Warranty provisions (Note 12.a)	**6,933**	8,426
Other provisions (Note 12.b)	**12,260**	3,595
Lease liabilities (Note 13)	**424**	685
Other payables	**76**	74
	86,980	114,871
Non-Current		
Warranty provisions (Note 12.a)	**8,451**	8,064
Lease liabilities (Note 13)	**362**	218
Government grants (note 8)	**5,930**	–
Total Non-Current Liabilities	**14,743**	8,282
Total Liabilities	**101,723**	123,153
Capital stock (Note 15)	**60,975**	60,975
Legal reserve (Note 15)	**4,363**	3,756
Retained earnings	**91,444**	79,921
Total Equity	**156,782**	144,652
Total Liabilities and Equity	**258,505**	267,805

Explanatory notes are an integral part of the financial statements.

STATEMENT OF INCOME

FOR THE FISCAL YEARS ENDED AS OF MARCH 31, 2026 AND 2025
IN THOUSANDS OF REAIS

	03/31/2026	03/31/2025
Revenue (Note 16)	**300,271**	344,540
Cost of sales (Note 17)	**(230,230)**	(265,685)
Gross profit	**70,041**	78,855
Selling and marketing expenses (Note 18)	**(34,562)**	(15,930)
General, administrative and tax expenses (Note 19)	**(10,331)**	(8,669)
Other operating income and expenses	**(31)**	(88)
Operating profit	**25,117**	54,168
Finance Result (Note 20)		
Financial expenses	**(11,823)**	(12,828)
Financial income	**4,137**	2,708
	(7,686)	(10,120)
Profit before income tax and social contribution	**17,431**	44,048
Income tax and social contribution		
Current	**(6,242)**	(16,012)
Deferred (Note 21)	**941**	1,439
	(5,301)	(14,573)
Net income for the year	**12,130**	29,475
Number of shares at year-end	**60,975,100**	60,975,100
Earnings per share (in R$)	**0.20**	0.48

Explanatory notes are an integral part of the financial statements.

STATEMENT OF CHANGES IN EQUITY

FOR THE FISCAL YEARS ENDED AS OF MARCH 31, 2026 AND 2025

IN THOUSANDS OF REAIS

In R$	Capital stock	Legal reserve	Retained earnings (Accumulated)	Total
Balance as of March 31, 2024	**60,975**	**2,282**	**51,920**	**115,177**
Net income for the year			29,475	**29,475**
Legal reserve		1,474	(1,474)	–
Balance as of March 31, 2025	**60,975**	**3,756**	**79,921**	**144,652**
Net income for the year			**12,130**	**12,130**
Legal reserve		**607**	**(607)**	**–**
Balance as of March 31, 2026	**60,975**	**4,363**	**91,444**	**156,782**

Explanatory notes are an integral part of the financial statements.

STATEMENT OF CASH FLOWS

FOR THE FISCAL YEARS ENDED AS OF MARCH 31, 2026 AND 2025
IN THOUSANDS OF REAIS

	03/31/2026	03/31/2025
Cash flows from operating activities		
Net income for the year	**12,130**	29,475
Adjustments for:		
Inventory adjustment	**90**	1,359
Slow-moving inventory provision	**2,201**	1,192
Write-off of fixed assets	**1,491**	213
Provision for M&M expense reimbursements	**(7,000)**	–
Provision for retail bonus campaign	**(894)**	–
Loss fund provision	**8,196**	–
Retail finance provision	**1,252**	–
Write-off of scrap	**1,761**	623
Depreciation and amortization	**499**	402
Deferred taxes	**(941)**	(1,439)
	18,785	31,825
Changes in assets and liabilities:		
(Increase)/decrease in trade receivables	**4,502**	(34,916)
(Increase)/decrease in inventories	**4,075**	(30,764)
(Increase)/decrease in advances	**1,518**	(657)
(Increase)/decrease in recoverable taxes	**(360)**	2,206
(Increase)/decrease in other credits	**(2,330)**	(1,839)
(Increase)/decrease in right-of-use assets	**117**	570
Increase/(decrease) in suppliers and related parties	**(31,737)**	59,986
Increase/(decrease) in taxes payable and installments	**(3,474)**	1,982
Increase/(decrease) in salaries and vacations payable	**470**	762
Increase/(decrease) in customer advances	**(63)**	(198)
Increase/(decrease) in other provisions	**(1,528)**	3,280
Increase/(decrease) in lease liabilities	**(117)**	(570)
Increase/(decrease) in other payables	**2**	14
Cash used in operating activities	**(10,140)**	31,681
Cash flows from investing activities		
Acquisition of property, plant and equipment and intangibles	**(6,735)**	(1,701)
Cash used in investing activities	**(6,735)**	(1,701)
Net increase in cash and cash equivalents	**(16,875)**	29,980
Cash and cash equivalents at beginning of year (Apr 1)	**44,456**	14,476
Cash and cash equivalents at end of year (Mar 31)	**27,581**	44,456

Explanatory notes are an integral part of the financial statements.

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1. Operational Context

Mahindra do Brasil Industrial Ltda. is a company headquartered in Dois Irmãos-RS, at Rua 10 de Setembro, 1097, in Bairro Centro. The company was incorporated on January 14, 2016.

The company's main objective is the Manufacture of Agricultural Tractors, Parts, and Accessories, as well as the wholesale trade of new and used cars, vans, and utility vehicles; retail sale of new cars, vans, and SUVs; retail trade of used parts and accessories for motor vehicles; wholesale trade of machinery, apparatus, and equipment for agricultural use; parts and pieces; maintenance and mechanical repair services for motor vehicles; installation of industrial machines; manufacture of other equipment and devices not previously specified; wholesale trade of new parts and accessories for motor vehicles; other private-equity firms, except holding companies; other service activities provided primarily to companies not previously specified; body shop or bodywork and painting services for motor vehicles.

2. Summary of the Main Accounting Policies

The main accounting policies applied in the preparation of these financial statements are set out below. These policies have been applied consistently in all the fiscal years presented, unless otherwise specified.

The financial statements were approved by the Management as of April 24, 2026.

2.1 Basis for Preparation

The preparation of the financial statements requires the use of certain critical accounting estimates, as well as the exercise of judgment by the Company's management in the application of the accounting policies. The areas that require a higher level of judgment and are more complex, as well as those with assumptions and estimates that are significant for the financial statements, are disclosed in Note 2.15.

(a) Financial Statements

The financial statements were prepared in accordance with accounting practices adopted in Brazil, including the pronouncements, guidelines, and interpretations issued by NBC TG in accordance with Laws no. 6404/1976 and 11638/2007.

2.2 Foreign Currency Conversion

Functional and Presentation Currency

The items included in the Company's financial statements are measured using the currency of the main economic environment in which the Company operates ("functional currency"). The financial statements are presented in reais (BRL), which is the Company's functional currency.

Foreign Currency Transactions

Transactions in foreign currency are converted into reais at exchange rates on the dates of the transactions. Monetary assets and liabilities denominated and calculated in foreign currencies on the reporting date are translated into the functional currency at the exchange rate calculated on that date. The foreign exchange gain or loss on monetary items is the difference between the amortized cost in the functional currency at the beginning of the period, adjusted for interest and payments effective during the period, and the amortized cost in a foreign currency at the exchange rate at the end of the reporting period. Foreign currency differences resulting from the conversion are recognized in the income.

2.3 Determination of results

The results of operations are determined in accordance with the accrual basis of accounting.

2.4 Cash and Cash Equivalents

They are comprised of financial resources held in cash, bank accounts, and financial investments. Financial investments are valued at cost, plus income earned through the balance sheet date. These financial instruments are intended for trading and are recorded at realizable values (Note 3).

2.5 Financial Instruments

Recognition and Measurement

The Company classifies its financial assets under the following categories: loans and receivables are measured at fair value through income. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets in the initial recognition.

Loans and Receivables

This category includes receivables that are non-derivative financial assets with fixed or determinable payments, not quoted in an active market. They are included in current assets, except for those maturing more than 12 months after the balance sheet date (these are classified in noncurrent assets). The Company's receivables comprise trade accounts receivable, other trade receivables, and cash and cash equivalents, except for short-term investments. Receivables are recorded at amortized cost using the effective interest method.

Financial Assets Measured at Fair Value Through Income

Financial assets measured at fair value through income are financial assets held for active and frequent trading. Assets in this category are classified in current assets. Gains or losses arising from changes in the fair value of financial assets measured at fair value through income are presented in the statement of income under "financial statement" in the period in which they occur. They basically refer to short-term financial investments.

2.6 Non-derivative Financial Liabilities

The Company determines the classification of its financial liabilities at the time of their initial recognition. The Company's financial liabilities include trade payables, tax liabilities, and labor obligations.

The Company recognizes debt securities issued and subordinated liabilities initially on the date they are originated. All other financial liabilities are initially recognized on the trade date, on which the Company becomes a party to the contractual provisions of the instrument. The Company writes off a financial liability when its contractual obligations are discharged, canceled, or expired.

Financial assets and liabilities are offset, and the net amount submitted in the balance sheet only when the Company currently has a legal right to offset the amounts and intends to liquidate them on a net basis or to realize the asset and settle the liability simultaneously. The Company has the following non-derivative financial liabilities: loans with related parties, suppliers, loans, and other accounts payable.

Such liabilities are initially recognized at fair value plus any attributable transaction costs. After initial recognition, such financial liabilities are measured at amortized cost using the effective interest method.

2.7 Inventories

Inventories are stated at the lower of cost or net realizable value. The cost of inventories is determined based on the weighted average method and includes costs incurred in the acquisition of inventories, production and conversion costs, and other costs incurred to bring them to their present location and condition.

The net realizable amount is the estimated sales price in the normal course of business, deducted from the estimated costs for completion and sales expenses.

2.8 Property, Plant, and Equipment

(a) Recognition and Measurement

The Company chose to revalue property, plant, and equipment at deemed cost on October 31, 2016. The effects of deemed cost decreased property, plant, and equipment against members' equity, net of tax effects (Note 8).

After the transition of the NBC TG's, property, plant, and

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equipment items are now measured at the historical cost of acquisition or construction, less accumulated depreciation and accumulated impairment losses.

Cost includes expenses that are directly attributable to the purchase of an asset. Software purchased to enable the functionality of a device is capitalized as part of such equipment.

Gains and losses on the disposal of property, plant, and equipment are determined by comparing the proceeds arising from the disposal with the book value of the fixed asset, and are recognized as net within other revenues in the income.

(b) Subsequent Costs

The replacement cost of property, plant, and equipment is recognized in the carrying amount of the asset in the event it is probable that the economic benefits incorporated into the asset will flow to the Company and provided that their cost can be reliably measured. The carrying amount of the asset that has been replaced by another asset is written off. Recurring maintenance of property, plant, and equipment are recognized in the income as incurred.

(c) Depreciation

Depreciation is recognized in the income based on the straight-line method in relation to the estimated useful life of each part of property, plant, and equipment, since this is the method that most closely reflects the consumption pattern of future economic benefits incorporated into the asset.

2.9 Impairment

The Company analyzes the existence of evidence that the carrying amount of an asset will not be recovered. If such evidence is identified, the Company estimates the recoverable amount of the asset. The recoverable amount of an asset is the highest value between: (a) its fair value less costs that would be incurred to sell it and (b) its value in use. The value in use is equivalent to the discounted cash flows (before taxes) derived from the continued use of the asset until the end of its useful life.

When the residual book value of the asset exceeds its recoverable value, the Company recognizes a reduction in the book balance of this asset (impairment or deterioration). For assets recorded at cost, the impairment is recorded in the income for the period. If the recoverable amount of an individual asset is not determined, an analysis of the recoverable amount of the cash-generating unit to which the asset belongs is performed.

2.10 Provisions

Allowance is recognized due to a past event and if the Company has a legal or constructive obligation that can be reliably estimated, and it is probable that an economic resource will be required to settle the obligation. Provisions are calculated by discounting expected future cash flows at a pre-tax rate that reflects current market assessments of the value of money at that time and specific risks for the liability.

2.11 Capital

The membership interests are all paid in and classified as members' equity. Mandatory minimum dividends, if any, as defined in the articles of association, are recognized as a liability.

2.12 Operating Revenue

Operating revenue from the sale of goods in the ordinary course of business is measured at the fair value of the compensation received or receivable. Operating income is recognized when there is convincing evidence that: i) the most significant risks and benefits inherent in the ownership of the goods have been transferred to the buyer, which in the Company's case is when the products are delivered to its customers, ii) that it is probable that the economic and financial benefits will flow to the Company, iii) that the associated costs and the possible return of goods can be estimated reliably, iv) that there is no ongoing involvement with the goods sold, and v) that the value of operating revenue can be measured reliably. If it is probable that discounts will be granted and the amount can be reliably measured, then the discount is recognized as a reduction in operating revenue as sales are recognized.

2.13 Financial Revenue and Expenses

Financial income basically comprises interest income, discounts, income from financial investments and gains from exchange variation. Financial expenses include interest expenses, financial expenses, and loans and financing, as well as the respective passive exchange variations.

2.14 Income Tax and Social Contribution

Current and deferred income tax and social contribution are calculated based on the rates of 15%, plus an additional 10% on taxable income exceeding BRL 240,000 for income tax and 9% on taxable income for social contribution, and consider the offset of tax losses and negative basis of social contribution, limited to 30% of real profit.

Deferred income tax and social contribution are recognized about tax losses, negative base of social contribution and about temporarily differences and are disclosure on noncurrent assets according to it essentially and realization expectation. The carrying amount of deferred income tax and social contribution assets is assessed annually, and a valuation allowance is recognized when the carrying amount cannot be recovered through present or future taxable profits or through other legally permitted means of realization. Management maintains the recorded tax credits related to Income Tax and Social Contribution arising from temporary differences based on the expectation of generating future taxable profits.

2.15 Critical Accounting Estimates and Judgments

Estimates and accounting judgments are continuously evaluated and are based on historical experience and other factors, including expectations of future events, which are considered reasonable for the circumstances.

Based on assumptions, the Company makes estimates regarding future events. By definition, the resulting accounting estimates will rarely equal the related actual outcomes. The estimates and assumptions that involve a significant risk of resulting in material adjustments to the carrying amounts of assets and liabilities in the next financial year include the determination of the useful lives of property, plant and equipment, the impairment of financial assets, deferred income tax and social contribution, and provisions for contingencies and warranties.

2.16 Warranties

Provisions for the expected cost of warranty obligations related to tractors and implements are recognized at the date of sale of the respective products, based on Management's best estimate of the expenditure required to settle the Company's obligation.

2.17 Brazilian Tax Reform

(a) Consumption Tax Reform – IBS and CBS

As a result of the Consumption Tax Reform introduced by Constitutional Amendment No. 132/2023 and regulated, among other acts, by Supplementary Law No. 214/2025, relevant changes were established in the taxation of consumption, with implementation beginning in 2026. These changes include the gradual replacement of currently existing taxes by new taxes, notably the Goods and Services Tax (IBS) and the Contribution on Goods and Services (CBS).

The legislation provides for the initial implementation phase of the new regime in 2026, with the application of transitional provisions and compliance with the applicable legal and regulatory schedule. Considering that the operationalization of the new system depends on additional regulations and further definitions regarding its practical application, Management is monitoring developments on the matter and assessing its

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potential effects on the Company's tax burden, cash flows, pricing, operational processes, and information systems, as well as conducting preparatory actions aimed at considering such effects and mitigating potential impacts arising from the implementation of the new tax system.

(b) Dividend Taxation – Law No. 15,270/2025

In 2025, Law No. 15,270/2025 was enacted, introducing changes to tax legislation, including rules with potential effects on the taxation applicable to the distribution of profits and dividends, effective as of 2026. The impacts of these changes must be evaluated in light of the applicable conditions, limits, exceptions, and regulations.

The effects resulting from the application of these new rules will depend, among other factors, on the profit distribution policy, the form and timing of the decision and allocation of profits, as well as on complementary regulations and interpretations issued by the tax authorities. Management will assess such impacts in subsequent fiscal years in accordance with the effective enforcement and application of the legislation.

3. Cash and Cash Equivalents

	Mar. 31, 2026	Mar. 31, 2025
Cash	**2**	3
Cash in bank account	**12,466**	18,478
Investments	**15,113**	25,975
	27,581	44,456

The Company makes financial investments in large financial institutions with the purpose of generating financial income while not using the resources. Investments in reais are made in CDBs and Investment Funds issued by the bank and repo (repurchase) operations, the repo (repurchase) is an investment in bank leasing debentures with daily liquidity and guarantee of repurchase by the bank.

4. Trade Receivables

	Mar. 31, 2026	Mar. 31, 2025
Brazilian clients	**53,566**	58,068
(-) Allowance for expected losses	**(1,346)**	(1,346)
	52,220	56,722

The Company sells its products directly to its dealers through its commercial department. The provision for expected losses is considered sufficient by management, considering the company's history of losses.

	Mar. 31, 2026	Mar. 31, 2025
Current	**40,200**	44,360
1 - 15 days past due	**5,172**	9,535
16 - 90 days past due	**7,096**	2,377
91 - 120 days past due	**184**	1,382
121 - 180 days past due	**–**	–
Over 180 days past due	**914**	414
	53,566	58,068

5. Inventories

	Mar. 31, 2026	Mar. 31, 2025
Raw material	**10,810**	8,490
Inventory in transit	**36,253**	47,141
Finished products	**30,305**	12,737
Goods for resale	**5,758**	5,093
Inventory of tractors - demonstration	**4,187**	4,800
(-) Provision Slow-Moving Inventory Allowance	**(4,848)**	(2,647)
Third party tractor inventory - general warehouse	**16,112**	16,299
Products in possession of third parties	**23,381**	38,172
	121,958	130,085

6. Taxes Recoverable

	Mar. 31, 2026	Mar. 31, 2025
ICMS recoverable	**986**	506
PIS recoverable	**1,568**	1,445
COFINS recoverable	**4,640**	4,566
Other taxes	**120**	437
	7,314	6,954

7. Other Credits

	Mar. 31, 2026	Mar. 31, 2025
Other trade receivables	**293**	1,017
Amounts to be appropriated	**1,264**	1,215
Advance of labor funds	**526**	87
Advances to forwarding agents and suppliers	**4,113**	1,547
M&M expense reimbursements	**7,000**	–
	13,196	3,866

"Other accounts receivable" refer to reimbursements from the parent company, as well as consortium quotas awaiting allocation. "Advances to customs brokers and suppliers" refer to import processes in transit, as well as trade show expenses to be allocated, respectively.

The amount receivable from Mahindra & Mahindra refers to the reimbursement of rework expenses for transmissions and engines damaged in the May 2024 flooding, as well as slow-moving inventory held by the Company.

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8. Property, Plant, and Equipment

a) Composition

		Mar. 31, 2025			Mar. 31, 2026		
	Depreciation rate	Cost	Depreciation	Net	Cost	Depreciation	Net
Lands		8,884	–	8,884	**8,884**	**–**	**8,884**
Land - Government Grant		–	–	–	**5,930**	**–**	**5,930**
Machinery and equipment	10% p,a	1,295	(604)	691	**1,376**	**(737)**	**639**
Vehicle	10% p,a	509	(109)	400	**243**	**(73)**	**170**
Tools	10% p,a	214	(79)	135	**228**	**(101)**	**127**
Improvements in property owned by third parties	20% p,a	259	(259)	–	**268**	**(259)**	**9**
Furniture and fixtures	10% p,a	718	(207)	511	**823**	**(284)**	**539**
IT - Equipment	20% p,a	426	(209)	217	**547**	**(282)**	**265**
Training equipment	10% p,a	299	(29)	270	**345**	**(57)**	**288**
Property, plant, and equipment (capex ongoing)		46	–	46	**1,552**	**–**	**1,552**
Property, plant, and equipment (ongoing)		1,852	–	1,852	**3,068**	**–**	**3,068**
Engineering tooling	10% p,a	928	(221)	707	**928**	**(308)**	**620**
Development in prototypes		207	–	207	**927**	**–**	**927**
		15,637	**(1,717)**	**13,920**	**25,119**	**(2,101)**	**23,018**

b) Transaction

	Machinery and equipment	Lands	Vehicle	Tools	Improvements in third-party assets	Furniture and fixtures	IT - Equipment	Property, plant, and equipment (ongoing)	Training equipment	Property, plant, and equipment (capex ongoing)	Property, plant, and equipment (ongoing)	Engineering tooling	Land-Government Grant	Development in prototypes	Total
Cost															
Opening Balance	1,295	8,884	509	214	259	718	426	9	299	46	1,852	928	–	207	15,637
Additions	87	–	–	14	9	107	121	–	45	1,506	1,216	–	5,930	2,014	11,058
Write-offs	(6)	–	(267)	–	–	(2)	–	–	–	–	–	–	–	(1,294)	(1,569)
Transfers	–	–	–	–	–	–	–	(9)	–	–	–	–	–	–	(9)
Closing Balance	**1,376**	**8,884**	**242**	**228**	**268**	**823**	**547**	**–**	**344**	**1,552**	**3,068**	**928**	**5,930**	**927**	**25,117**
Depreciation															**(1,718)**
Opening Balance	(603)	–	(109)	(79)	(259)	(207)	(210)	–	(29)	–	–	(222)	–	–	(459)
Additions	(134)	–	(41)	(22)	–	(77)	(72)	–	(27)	–	–	(86)	–	–	78
Write-offs	–	–	78	–	–	–	–	–	–	–	–	–	–	–	–
Transfers	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Closing Balance	**(737)**	**–**	**(72)**	**(101)**	**(259)**	**(284)**	**(282)**	**–**	**(56)**	**–**	**–**	**(308)**	**–**	**–**	**(2,099)**
Balance as of Mar, 31, 2025	**691**	**8,884**	**400**	**135**	**–**	**511**	**216**	**–**	**270**	**46**	**1,852**	**706**	**–**	**207**	**13,920**
Balance as of Mar, 31, 2026	**639**	**8,884**	**170**	**127**	**9**	**539**	**265**	**–**	**288**	**1,552**	**3,068**	**620**	**5,930**	**927**	**23,018**

The Company entered into an Administrative Agreement for the Concession of a Real Right to Use Public Property, with a Purchase Option, with the Municipality of Dois Irmãos, for the acquisition of the land on which its new production plant will be built. The Agreement requires the commencement of industrial activities within three years from the signing date, which occurred on August 18, 2026. This obligation to the Municipality will be settled through the incremental ICMS generated from the fiscal year following the start of industrial operations. Accordingly, the amount of R$ 5,930, corresponding to the fair value of the land, was recognized against the liability classified as ‘Government grant’.

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9. Intangible Assets

		Mar. 31, 2025		**Mar. 31, 2026**	
	Amortization rate	**Net**	**Cost**	**Accumulated amortization**	**Net**
IT - Software and Licenses	20% per year	116	–	**(40)**	**76**
Software in progress		–	1,617	**–**	**1,617**
		116	1,617	**(40)**	**1,693**

Software in progress refers to the expenses related to the implementation of the SAP S/4HANA ERP system, for which the go-live is scheduled for August 2026.

10. Suppliers

The Company has suppliers abroad of inputs that are related parties: Mahindra & Mahindra and Erkunt.

	Mar. 31, 2026	Mar. 31, 2025
National suppliers	**3,821**	5,941
International suppliers	**58,565**	88,182
	62,386	94,123

The obligations with the controller refer to the purchase of inputs and finished products without foreign exchange exposure, whose payment term is 180 days from the date of shipment.

11. Taxes Payable and Installments

	Mar. 31, 2026	Mar. 31, 2025
IRRF	**115**	77
CSRF	**26**	7
ICMS	**1,525**	1,083
IRPJ/CSLL	**124**	4,092
Other	**35**	40
Total current	**1,825**	5,299

12. Provisions

a) Provision for warranties

	Mar. 31, 2026	Mar. 31, 2025
Provision for warranties	**19,407**	16,490
Adjustment to present value	**(4,023)**	–
Total	**15,384**	16,490
Current	**6,933**	8,426
Due in 2 years	**4,123**	3,111
Due in 3 years	**2,362**	2,472
Due in 4 years	**1,368**	1,619
Due in 5 years	**598**	862
Non-Current	**8,451**	8,064

The Company recognizes a provision for warranties estimated for tractors and implements sold that remain under warranty at the end of the fiscal year. These amounts are expected to be settled within a period of up to 5 years, the maximum warranty period granted. Management estimates the provision based on historical information.

Except for the adoption of the adjustment to present value to reflect the financial cost of the provisioned amounts, the assumptions for the current period are consistent with those of the previous year. Factors that may impact the estimated information include the success of quality initiatives, as well as parts and labor costs. The net present value adjustment was recorded against expenses in the profit or loss for the year.

b) Other Provisions

	Mar. 31, 2026	Mar. 31, 2025
Stock Finance	**1,221**	1,390
Retail Finance	**1,468**	170
Contingencies (Note 14)	**792**	670
Loss fund	**8,196**	–
Other	**583**	1,365
Total	**12,260**	3,595

The Stock Finance provision refers to the dealer inventory financing program with the captive bank and aims to cover financial costs over the next 90 days.

The Retail Finance provision refers to the financial cost subsidized by the Company for financing lines offered by the captive bank to the end customer.

The Allowance for losses (or *Loss Fund provision*) refers to the Company's share in losses incurred from financing provided by the captive bank to the end customer, related to the 2024 and 2025 calendar years.

13. Right-of-use asset/ Lease Liability

Recognized	**Mar. 31, 2026**	Mar. 31, 2025
Right-of-use asset - current	**424**	685
Right-of-use asset - noncurrent	**362**	218
	786	903

14. Contingencies

The Company is a party to labor and civil lawsuits. For those actions where the loss was considered probable, the respective provision for losses was fully recorded in the amount of R$ 792 (R$ 670 in 2025), as mentioned in explanatory note 12 b).

Civil actions primarily refer to cases involving representatives, while labor lawsuits substantially relate to various labor proceedings from former employees of the Company.

As of March 31, 2026, the Company has the amount of R$ 6,722 (R$ 4,964 in 2025) in labor and civil lawsuits involving a possible risk of loss, as

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classified by management and its legal counsel, and therefore, no provision has been recognized.

15. Members' Equity

a) Capital

As of March 31, 2026, the fully paid-in capital, originating from foreign investment, was represented by 60,975,100 quotas, with a nominal value of R$ 1,00 (one real) each, distributed among the partners as follows:

	Mar. 31, 2026	Mar. 31, 2025
Mahindra & Mahindra Ltd,	**60,911**	60,911
Mahindra Overseas Investment Company (Mauritius)	**64**	64
	60,975	60,975

b) Income Allocation

The Company's Articles of Organization determines the distribution of income in the proportion that the shareholders who hold the majority of the capital approve.

c) Legal Reserve

By legal determination, the Company recognized that 5% of current net profit to Legal Reserve. In the last exercises, this destination was not recognized, because the Company aimed to absorb the tax losses and negative base related previous exercises, firstly.

16. Revenue

	Mar. 31, 2026	Mar. 31, 2025
Sale of products	**343,743**	399,764
(-) Tax on sales	**(35,746)**	(40,474)
(-) Returns and rebates	**(7,726)**	(14,750)
Net Revenue	**300,271**	344,540

17. Sales Costs

	Mar. 31, 2026	Mar. 31, 2025
Cost of goods sold	**226,983**	258,194
Cost of goods sold	**4,588**	4,318
Inventory turnover/adjustment provision	**(1,341)**	3,173
	230,230	265,685

18. Sales and Marketing Expenses

	Mar. 31, 2026	Mar. 31, 2025
Salaries, benefits, and social charges	**5,879**	4,895
Services provided by third parties	**646**	415
Advertising	**598**	527
Travel and accommodation	**1,657**	1,095
Fairs, congresses, and symposiums	**2,695**	2,237
Extended warranties	**2,009**	6,098
Provision for loss fund	**19,496**	–
Retail Bonus Campaign	**894**	–
Other selling expenses	**688**	663
	34,562	15,930

The Loss Fund corresponds to the Company's share of losses incurred on financing provided by the Factory Bank to end customers for calendar years 2024 and 2025. Additionally, the Company recorded a provision in the amount of R$ 3,516 for the period from January to March 2026.

19. General and Administrative Expenses

	Mar. 31, 2026	Mar. 31, 2025
Salaries, benefits, and social charges	**5,583**	4,382
Services provided by third parties	**732**	668
Communications and electric power	**736**	510
Travel and accommodation	**534**	436
Depreciation and amortization	**2,116**	1,538
Expenses with vehicles	**9**	13
Insurances	**13**	12
Office supplies	**61**	86
Tax expenses	**431**	914
Project expenses	**7**	–
Other	**109**	110
	10,331	8,669

20. Financial Income

	Mar. 31, 2026	Mar. 31, 2025
Financial expenses		
Exchange rate variations on liabilities	**241**	301
Interest expense (a)	**10,737**	12,378
IOF	**113**	29
Reversal of Warranty PV Adjustment	**689**	–
Others	**43**	120
	11,823	12,828
Financial income		
Income from financial investments	**3,625**	2,193
Active exchange rate variations	**200**	133
Other	**312**	382
	4,137	2,708
Financial income	**7,686**	10,120

(a) The amount primarily corresponds to financing intermediation expenses related to sales contracts with dealer customers and end users through Banco DLL, under the Stock Finance and Retail

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IN THOUSANDS OF REAIS

Finance modalities.

21. Income tax and social contribution

a) Deferred taxes

These amounts represent tax credits arising from temporary differences related to provisions recognized, based on the expectation of generating taxable profits in the future.

Basis	**Mar, 31, 2026**	Mar, 31, 2025
Provision for compensation	**792**	670
Interest provision – Stock Finance	**1,221**	1,390
Interest provision – Retail Finance	**1,468**	170
Other provisions	**580**	1,365
Provision for expected losses (note 4)	**1.346**	1,346
Provision for slow turnover (note 5)	**3.836**	2,647
Provision for warranty	**19,408**	16,490
PV Adjustment - Provision for warranties	**(4,023)**	–
Provision bonuses	**1,315**	1,305
Provision for inventory losses (note 5)	**1,012**	–
Allowance for loss fund	**8,196**	**–**
Provision for M&M reimbursements	**(7,000)**	–
Calculation basis	**28,151**	25,383
Income tax 25%	**7,038**	6,346
Social Contribution 9%	**2,534**	2,285
Total deferred taxes recognized	**9,571**	8,630

Management annually assesses the expectation of future taxable profits and, consequently, makes the necessary adjustments to reflect the probable realizable value of the recognized tax credits within a three-year period.

The projections of future results are prepared based on internal assumptions and economic scenarios, which may be subject to change. Deductible temporary differences do not expire under the current tax legislation.

22. Insurances

The Management of the Companies adopts the policy of taking out insurance for the headquarters of the Companies, whose coverage is considered sufficient by the Management and insurance agents to cover the occurrence of claims, and the management is responsible for defining the risk assumptions adopted.

23. Financial Risk Management

(a) Overview

The Company is exposed to the following risks arising from the use of financial instruments:

- Credit risks
- Liquidity risks
- Market risks
- Currency risks
- Operational risks

We present information on the Company's exposure to each of the aforementioned risks, the Company's objectives, policies, and processes for risk measurement and management, and the Company's capital management, Additional quantitative disclosures are included throughout these financial statements.

(b) Risk Management Structure

Management has overall responsibility for establishing and overseeing the Company's risk management framework, Risk management policies are established to identify and analyze the risks faced by the Company, to define appropriate risk limits and controls, and to monitor risks and adherence to limits, Risk management policies and systems are frequently revised to reflect changes in market conditions and the Company's activities, Through its training and management policies and procedures, the Company aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

(c) Credit Risks

Credit risk is the Company's risk of financial loss if a customer or the other party in a financial instrument fails to meet its contractual obligations, arising mainly from trade receivables and investment securities.

Trade Receivables and Other Credits

The Company's exposure to credit risk is influenced primarily by the individual characteristics of each customer, However, management also considers the demographics of the customer base, including the credit risk of the region where customers operate, as these factors can influence credit risk.

Management has established a credit policy in which all new customers have their creditworthiness analyzed individually before the Company's payment and delivery terms and conditions are offered, The analysis includes external assessments, when available, including a prior analysis of the bank records carried out by the financial institutions themselves, Purchase limits are established for each customer, guaranteed by financial institutions, which represent the maximum amount outstanding without requiring prior approval, Such limits are periodically revised, Customers who fail to meet the established credit limit may only operate with the Company on an advance payment basis, Once the transaction is approved by the financial institution, the sale is carried out and the risk becomes entirely with the financial institution.

In monitoring customers' credit risk, they are grouped according to their credit characteristics, including geographic location, maturity, and existence of previous financial difficulties.

(d) Liquidity Risks

Liquidity risk is the risk in which the Company will find it difficult to meet the obligations associated with its financial liabilities that are settled with cash payments or with another financial asset, The Company's approach in liquidity management is to ensure, as much as possible, that it always has sufficient liquidity to meet its obligations as they fall due, under normal and stress conditions, without causing unacceptable losses or risking damage to the Company's reputation.

Based on the calculation of the Liquidity ratios, the current liquidity ratio corresponds to 2.56 on March 31, 2026 (2.13 on March 31, 2025), a result that demonstrates balance in a possible settlement of short-term obligations.

(e) Market Risks

Market risk is the risk that changes in market prices, such as exchange rates, interest rates, and share prices, may have on the Company's earnings or the value of its holdings in financial instruments, The objective of market risk management is to manage and control exposures to market risks, within acceptable parameters while optimizing the return.

The Company complies with financial obligations to manage market risks, All these operations are conducted within the guidelines established by Management.

(f) Currency Risks

The Company is subject to currency risk in purchases, loans, and financing denominated in a currency other than its functional currency,

EXPLANATORY NOTES TO THE FINANCIAL STATEMENTS

FOR THE FISCAL YEARS ENDED AS OF MARCH 31, 2026 AND 2025

IN THOUSANDS OF REAIS

the real (BRL), The currency in which these transactions are primarily denominated is the US dollar.

With respect to other monetary assets and liabilities denominated in foreign currency, the Company ensures that its net exposure is maintained at an acceptable level to address short-term instabilities.

(g) Operational Risks

Operating risks are the risks of direct or indirect losses arising from a variety of causes associated with the Company's processes, personnel, technology, and infrastructure and from external factors, except credit, market, and liquidity risks, such as those arising from legal and regulatory requirements and generally accepted standards of business behavior, Operating risks arise from all of the Company's operations.

The Company's objective is to manage operational risks to avoid the occurrence of financial losses and damage to its reputation, as well as to seek cost effectiveness and to avoid control procedures that restrict initiative and creativity.

Primary responsibility for the development and implementation of controls to address operational risks is assigned to senior management. Accountability is supported by the development of the Company's general standards for the management of operational risks in the following areas:

- Requirements for proper segregation of duties, including independent authorization of operations;
- Requirements for reconciliation and monitoring of operations;
- Compliance with regulatory and legal requirements;
- Documentation of controls and procedures;
- Requirements for the periodic assessment of operational risks faced and the adequacy of controls and procedures to address the identified risks;
- Requirements to report operating losses and proposed corrective actions;
- Development of contingency plans;
- Training and professional development;
- Ethical and business standards;
- Risk mitigation, including insurance where effective

(h) Capital Management

The Executive Board has been monitoring the loss generated by the operation, in order to mitigate its causes and generate returns on capital, which the Company defines as income of operating activities divided by total members' equity.

Shareholders provide advances for future capital increases when necessary and/or contributions to maintain cash flow and support investments, whichever is more profitable for the Company.

Jak Torretta
CEO

Martin Fallgatter
Accountant – CRCRS No 079394/O-9

INDEPENDENT AUDITOR'S REPORT

TO THE GENERAL ASSEMBLY OF ERKUNT TRAKTÖR SANAYI ANONIM ŞIRKETI

A) Audit of the Financial Statements

1) Our Opinion

We have audited the accompanying financial statements of Erkunt Traktör Sanayii Anonim Şirketi (the "Company"), which comprise the statement of financial position as at 31 December 2025, the statement of profit or loss, the statement of other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended and notes to the financial statements comprising a summary of significant accounting policies.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of 31 December 2025, and its financial performance and its cash flows for the year then ended in accordance with Turkish Financial Reporting Standards ("TFRS").

2) Basis for Opinion

Our audit was conducted in accordance with the Standards on Independent Auditing (the "ISA") that are part of Turkish Standards on Auditing adopted within issued by the Public Oversight Accounting and Auditing Standards Authority (the "POA"). Our responsibilities under these standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We hereby declare that we are independent of the Company in accordance with the Ethical Rules for Independent Auditors (including Independence Standards) (the "Ethical Rules") the ethical requirements regarding independent audit in regulations issued by the POA; and other relevant legislation are relevant to our audit of the financial statements. We have also fulfilled our other ethical responsibilities in accordance with the Ethical Rules and regulations. We believe that the audit evidence we have obtained during the independent audit provides a sufficient and appropriate basis for our opinion.

3) Key Audit Matters

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

Key audit matters	
Revenue Recognition	**How the key audit matter was addressed in the audit**
The company's revenue consists of amounts generated from the sale of tractors and spare parts both domestically and internationally. In 2025, the company's net revenue from these activities amounted to 4,208,106,691 TRY. We have focused on this issue during our audit procedures for the following reasons: • It being one of the most important performance measurement criteria for evaluating the strategies implemented and the results achieved during the year. The information regarding the company's accounting policies is disclosed in Note 2.	The audit procedures we applied regarding the revenue recognition are summarized below: • It was assessed whether the accounting policies applied by the company for revenue recognition follow TFRS 15, "Revenue from Contracts with Customers" standard. • The processes implemented by the company for revenue recognition were understood. • For auditing revenue, invoice tests were conducted using a sampling method, and the accuracy of these invoices was cross-checked with delivery notes and payments received from customers. • A reconciliation was sent to the company's customers using a sampling method. As a result of the work done on revenue recognition, we did not identify any significant findings.
Application of TAS 29 – "Financial Reporting in Hyperinflationary Economies"	**How the key audit matter was addressed in the audit**
As disclosed in Note 2.1, the Company applied TAS 29 "Financial reporting in hyperinflationary economies ("TAS 29") in its financial statements as of and for the year ended 31 December 2025. TAS 29 requires financial statements to be restated into the current purchasing power at the end of the reporting period. Therefore, transactions in 2025 and non- monetary balances at the end of the period were restated to reflect a price index that is current at the balance sheet date as of 31 December 2025.	We performed the following audit procedures in relation to the application of TAS 29: • Understanding and evaluating the process and controls related to application of TAS 29 designed and implemented by management, • Obtaining detailed lists of non-monetary items and testing original entry dates and amounts on a sample basis,

The implementation of TAS 29 leads to a change in several of the Company's control activities pervasively related to financial reporting. Applying TAS 29 results in significant changes to financial statement items included in the Company's financial statements as of and for the year ending 31 December 2025, including statement of financial position, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flow. In addition, considering the additional effort required to perform the audit of the application of TAS 29, we identified the application of TAS 29 as a key audit matter.	• Verifying whether management's determination of monetary and non-monetary items follows TAS 29, • Verifying the general price index rates used in calculations correspond with the coefficients in the "Consumer Price Index in Turkey" published by the Turkish Statistical Institute, • Testing the mathematical accuracy of non-monetary items, statement of profit or loss, and cash flow statement adjusted for inflation effects, Evaluating the adequacy of disclosures related to the application of TAS 29 in the notes to the financial statements in accordance with TFRS.

4) Responsibilities of Management and those Charged with Governance for the Financial Statements

The Company management is responsible for the preparation and fair presentation of the financial statements in accordance with TFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Company's financial reporting process.

5) Auditor's Responsibilities for the Audit of the Financial Statements

The responsibilities of independent auditors in an independent audit are as follows:

Our aim is to obtain reasonable assurance about whether the financial statements are free from material misstatement, whether due to fraud or error, and to issue an independent auditor's report that includes our opinion. Reasonable assurance expressed as a result of an independent audit conducted in accordance with ISA is a high level of assurance but does not guarantee that a material mistake will always be detected. Misstatements can arise from fraud or error. Misstatements are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these financial statements.

As part of an independent audit conducted in accordance with ISA, we exercise professional judgment and maintain professional skepticism throughout the audit. We are also:

- Identify and assess the risks of material misstatement in the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material mistake resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Assess the internal control relevant to the audit to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our independent auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

B) Other Responsibilities Arising from Regulatory Requirements

No matter has come to our attention that is significant according to subparagraph 4 of Article 402 of Turkish Commercial Code ("TCC") No. 6102 and that causes us to believe that the Company's bookkeeping activities concerning the period from 1 January to 31 December 2025 period are not in compliance with the TCC and provisions of the Company's articles of association related to financial reporting.

In accordance with subparagraph 4 of Article 402 of the TCC, the Board of Directors submitted the necessary explanations to us and provided the documents required within the context of our audit.

The responsible auditor who conducted and concluded this independent audit is Beşir Acar.

Ankara, 14 April 2026
Eren Bağımsız Denetim Anonim Şirketi
(A member firm of Grant Thornton International)

Beşir ACAR
Partner

Mustafa Kemal Mahallesi Dumlupınar Bulvarı
No:266b Kat:12 Daire No:94, 06510
Çankaya/Ankara

STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2025

(All amounts are expressed in Turkish Lira ("TRY") unless otherwise stated.)

(The information provided only for comparison purposes is expressed in purchasing power as of 31 December 2025.)

	Note	**Audited December 31, 2025**	Audited December 31, 2024
ASSETS			
Current assets			
Cash and cash equivalents	**3**	**50,638,495**	143,522,691
Trade Receivables		**941,362,591**	1,216,665,267
- Related parties	**5**	**19,596,414**	15,108,522
- Third parties	**6**	**921,766,177**	1,201,556,745
Other receivables		**56,166,882**	53,449,635
- Third parties	**8**	**56,166,882**	53,449,635
Inventories	**9**	**947,362,499**	1,817,559,455
Prepaid expenses	**10**	**101,222,202**	76,996,365
Current tax assets		**307,204**	5,468,276
Other current assets	**19**	**413,434,771**	494,221,303
Total Current Assets		**2,510,494,644**	3,807,882,992
Non-current Assets			
Financial investments	**7**	**5,713,377**	7,478,375
Investments accounted for using the equity method	**15**	**370,560,270**	1,219,714,020
Right of use assets	**14**	**132,771,458**	114,557,589
Tangible fixed assets	**12**	**584,352,960**	685,613,664
Intangible assets	**13**	**476,885,293**	454,020,922
Total Non-Current Assets		**1,570,283,358**	2,481,384,570
TOTAL ASSETS		**4,080,778,002**	6,289,267,562

The accompanying notes are an integral part of these financial statements.

STATEMENT OF FINANCIAL POSITION AS OF 31 DECEMBER 2025

(All amounts are expressed in Turkish Lira ("TRY") unless otherwise stated.)

(The information provided only for comparison purposes is expressed in purchasing power as of 31 December 2025.)

	Notes	**Audited December 31, 2025**	Audited December 31, 2024
LIABILITIES			
Short-term Liabilities			
Short-term borrowings	**4**	**254,147,537**	828,582,089
Short-term lease liabilities	**4**	**12,712**	18,844,537
Trade payables		**767,308,853**	1,128,031,794
- Related parties	**5**	**220,420,439**	567,946,804
- Third parties	**6**	**546,888,414**	560,084,990
Payables related to the employee benefits	**18**	**61,841,793**	32,906,973
Other payables		**2,233,134**	32,214,335
- Third parties	**8**	**2,233,134**	32,214,335
Deferred income	**10**	**52,112,450**	100,443,923
Short-term provisions		**187,716,115**	172,502,391
- Provisions related to the employee benefits	**17**	**22,970,168**	26,793,639
- Other	**16**	**164,745,947**	145,708,752
Other short-term liabilities	**19**	**29,305,805**	141,587
Total Short-term Liabilities		**1,354,678,399**	2,313,667,629
Long-term Liabilities			
Long-term lease liabilities	**4**	**69,711,770**	39,232,669
Deferred incomes	**10**	**79,145,226**	77,796,395
Long-term provisions		**11,368,549**	25,619,076
- Provisions related to the employee benefits	**17**	**11,368,549**	25,619,076
Deferred tax liability	**29**	**38,519,836**	105,459,324
Total Long-term Liabilities		**198,745,381**	248,107,464
EQUITY		**2,527,354,222**	3,727,492,469
Paid-in share capital	**20**	**1,740,000,000**	440,000,000
Inflation adjustment of capital	**20**	**2,654,426,047**	3,119,877,373
Accumulated other comprehensive expense that will not be reclassified through profit or loss		**(121,607,913)**	(113,875,761)
Restricted reserves		**59,874,609**	59,874,609
Accumulated gains/(losses)		**221,616,248**	702,486,714
Loss/(Profit) for the period		**(2,026,954,769)**	(480,870,466)
Total Equity		**2,527,354,222**	3,727,492,469
Total Equity and Liabilities		**4,080,778,002**	6,289,267,562

The accompanying notes are an integral part of these financial statements.

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED DECEMBER 31, 2025

(All amounts are expressed in Turkish Lira ("TRY") unless otherwise stated.)
(The information provided only for comparison purposes is expressed in purchasing power as of 31 December 2025.)

	Notes	Audited January 1 - Dec 31, 2025	Audited January 1 - Dec 31, 2024
Revenue	21	**4,208,106,691**	6,716,104,441
Cost of sale (-)	21	**(3,500,953,456)**	(5,712,881,373)
Gross profit from Business Operations		**707,153,235**	1,003,223,068
General administrative expenses (-)	22	**(276,367,841)**	(264,920,345)
Selling, marketing and distribution expenses (-)	23	**(508,292,125)**	(688,687,692)
Research and development expenses (-)	24	**(94,057,620)**	(105,426,994)
Other income from operating activities	26	**207,097,642**	274,014,976
Other expenses from operating activities (-)	26	**(333,370,271)**	(307,937,847)
(Loss)/Profit From Operating Activities		**(297,836,980)**	(89,734,834)
Share of profit (loss) from investments accounted using equity method	15	**(930,937,050)**	(129,836,523)
(Loss)/Profit From Operating Activities Before Financial Expense		**(1,228,774,030)**	(219,571,357)
Finance income	27	**15,571,523**	27,363,641
Finance expenses (-)	27	**(271,475,598)**	(443,114,319)
Monetary gain/loss (-)	29	**(608,517,138)**	237,961,859
(Loss)/Profit Before Tax from Continuing Operations		**(2,093,195,243)**	(397,360,176)
Tax (Expense)/Income			
- Current period tax (expense)	28	**–**	–
- Deferred tax income	28	**66,240,474**	(83,510,290)
(Loss)/Profit For the Period		**(2,026,954,769)**	(480,870,466)
OTHER COMPREHENSIVE INCOME			
Items that will not be reclassified through profit or loss		**(7,732,151)**	(23,349,674)
- Shares not to be classified in profit or loss from investments accounted for using the equity method		**(5,635,111)**	(17,028,259)
- Defined benefit plans remeasurement losses		**(2,796,054)**	(8,428,554)
- Deferred tax income		**699,014**	2,107,139
Total Other Comprehensive Loss		**(7,732,151)**	(23,349,674)
Total Comprehensive Income		**(2,034,686,920)**	(504,220,140)

The accompanying notes are an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2025

(All amounts are expressed in Turkish Lira (“TRY”) unless otherwise stated.)

(The information provided only for comparison purposes is expressed in purchasing power as of 31 December 2025.)

			Other accumulated comprehensive income that will not be reclassified in profit/(loss)			Accumulated Profit/(Loss)		
	Paid–in capital	Capital adjustment differences	Other comprehensive income/(expense) of investments valued using the equity method	Gains/(losses) on remeasurements of defined benefit plans	Restricted profit reserves	Prior periods profit or (losses)	Net (loss)/ profit for the period	Total equity
Balance as of January 1, 2024	440,000,000	3,119,877,373	(68,655,539)	(21,870,548)	59,874,609	(475,190,825)	1,177,677,539	4,231,712,609
Transfers	–	–	–	–	–	1,177,677,539	(1,177,677,539)	–
Total comprehensive income	–	–	(17,028,259)	(6,321,415)	–	–	(480,870,466)	(504,220,140)
Balance as of December 31, 2024	440,000,000	3,119,877,373	(85,683,798)	(28,191,963)	59,874,609	702,486,714	(480,870,466)	3,727,492,469
Balance as of January 1, 2025	**440,000,000**	**3,119,877,373**	**(85,683,798)**	**(28,191,963)**	**59,874,609**	**702,486,714**	**(480,870,466)**	**3,727,492,469**
Transfers	650,000,000	(650,000,000)	–	–	–	(480,870,466)	480,870,466	**–**
Capital increase	650,000,000	184,548,674	–	–	–	–	–	**834,548,674**
Total comprehensive income	–	–	(5,635,111)	(2,097,041)	–	–	(2,026,954,769)	**(2,034,686,921)**
Balance as of December 31, 2025	**1,740,000,000**	**2,654,426,047**	**(91,318,909)**	**(30,289,004)**	**59,874,609**	**221,616,248**	**(2,026,954,769)**	**2,527,354,222**

The accompanying notes are an integral part of these financial statements.

STATEMENT OF CASH FLOW FOR THE PERIOD ENDED 31 DECEMBER 2025

(All amounts are expressed in Turkish Lira ("TRY") unless otherwise stated.)
(The information provided only for comparison purposes is expressed in purchasing power as of 31 December 2025.)

	Audited January 1- December 31, 2025	Audited January 1 – December 31, 2024
CASH FLOWS ARISING FROM OPERATING ACTIVITIES		
(Loss)/Profit for the Year	**(2,026,954,769)**	(480,870,466)
Adjustments Regarding Net (Loss)/Profit Reconciliation for the Period:	**1,139,180,899**	570,626,490
Adjustment of depreciation and amortization	**255,758,474**	200,190,998
Adjustment of decrease in value of trade receivables	**(77,313)**	6,229,388
Adjustment of decrease/(increase) in value in inventories	**2,806,789**	4,514,624
Adjustment of provisions for employee benefits	**9,854,722**	(19,480,404)
Adjustments regarding provisions	**53,426,396**	(104,010,674)
Adjustments regarding tax (income)/expense	**(66,240,472)**	89,186,375
Adjustments for undistributed profits of investments accounted for using equity method	**843,518,639**	146,864,783
Interest paid	**178,124,425**	283,772,206
Interest income	**(2,379,556)**	(7,238,591)
Monetary gain/(loss)	**(135,611,205)**	(29,402,215)
Changes in Working Capital	**726,084,556**	(296,631,514)
Change in trade receivables	**(11,769,177)**	153,875,662
Change in inventories	**867,390,167**	317,204,035
Change in trade payables	**(94,492,452)**	(504,963,122)
Change in employee benefits	**36,701,303**	(12,270,627)
Change in financial investments	**1,764,998**	(4,895,397)
Change in prepaid expenses	**(24,225,837)**	41,928,619
Change in deferred income	**(4,915,559)**	(70,420,641)
Change in other assets regarding operating activities	**(51,188,332)**	(165,796,473)
Change in other liabilities regarding operating activities	**6,819,445**	(51,293,570)
Net Cash Provided from Operating Activities	**(161,689,314)**	(206,875,490)
Taxes paid	**5,161,072**	23,058,169
Payments made within the scope of provisions for employment benefits	**(18,354,677)**	(13,026,526)
Net Cash (Used in)/Provided From Operating Activities	**(174,882,919)**	(196,843,847)
CASH FLOWS FROM INVESTING ACTIVITIES		
Proceeds from sale of property, plant and equipment and intangible assets	**136,119,830**	4,595,012
Acquisition of property, plant and equipment and intangible assets	**(331,695,841)**	(167,001,897)
Net Cash Flows (Used in) Investing Activities	**(195,576,011)**	(162,406,885)
CASH FLOWS FROM FINANCING ACTIVITIES		
Proceeds from loans	**2,482,818,412**	2,119,100,770
Repayment of borrowings	**(2,857,844,422)**	(1,749,035,185)
Repayment of lease liabilities	**39,640,711**	(43,068,266)
Cash inflows from share capital increase	**650,000,000**	–
Interest Income	**2,379,556**	7,238,594
Cash Flows Provided From Financing Activities	**316,994,257**	334,235,913
Inflation impact on cash and cash equivalents	**(39,419,523)**	(105,426,351)
NET INCREASE OF CASH AND CASH EQUIVALENTS	**(53,464,673)**	(25,014,819)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	**143,522,691**	273,963,861
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	**50,638,495**	143,522,691

The accompanying notes are an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2025

(All amounts are expressed in Turkish Lira ("TRY") unless otherwise stated.)
(The information provided only for comparison purposes is expressed in purchasing power as of 31 December 2025.)

NOTE 1 – COMPANY'S ORGANISATION AND NATURE OF OPERATIONS

Erkunt Traktör Sanayii A.Ş. (Company) was established on September 12, 2003 and operates in Organize Sanayi Bölgesi Batıhun Caddesi No: 2-4 Sincan/Ankara.

The main activity of the Company is the manufacture, sale, maintenance and repair of agricultural machinery, engine and transmission units, machinery and equipment.

As of December 31, 2025, the company's capital is TRY 1,740,000,000, divided into 1,740,000 shares, each with a value of TRY 1,000. (As of December 31, 2024, the company's capital is TRY440,000,000.)

The capital structure of the Company as of December 31, 2025 and 2024 is as follows:

	31 December 2025		31 December 2024	
Shareholders	**Amount**	**Ratio (%)**	Amount	Ratio (%)
Mahindra Overseas Investment Company	**1,740,000,000**	**100**	440,000,000	100

The Company has 424 employees as of December 31, 2025 (December 31, 2024: 416 people)

NOTE 2 – BASIS OF PRESENTATION OF FINANCIAL STATEMENTS

2.1 Basis of presentation

Financial reporting standards

The Company operating in Türkiye keep and prepare their legal books and financial statements in accordance with the accounting principles set out in the Turkish Commercial Code (TCC) No. 6102 and the tax legislation.

Companies that are subject to independent audits in Türkiye prepare their financial statements in accordance with the TCC and the Turkish Accounting Standards ("TAS") put into effect by the Public Oversight Accounting and Auditing Standards Authority ("POA").

The financial statements are presented in accordance with "Communique regarding with TAS Taxonomy" which was published on July 3, 2024 by POA.

Financial reporting in hyperinflationary economy

With the communiques made by the Public Oversight Accounting and Auditing Standards Authority (POA) on November 23, 2023, entities applying TFRSs have started to apply inflation accounting in accordance with TAS 29 Financial Reporting in Hyperinflation Economies as of financial statements for the annual reporting period ending on or after December 31, 2023.

TAS 29 is applied to the financial statements, including the financial statements, of any entity whose functional currency is the currency of a hyperinflationary economy.

According to the standard, financial statements prepared in the currency of a hyperinflationary economy are presented in terms of the purchasing power of that currency at the balance sheet date. Prior period financial statements are also presented in the current measurement unit at the end of the reporting period for comparative purposes. The Company has therefore presented its financial statements as of December 31, 2024, on the purchasing power basis as of December 31, 2025.

The adjustments made in accordance with IAS 29 were made using the adjustment coefficient obtained from the Consumer Price Index (CPI) of Türkiye published by the Turkish Statistical Institute (TSI). As of December 31, 2025, the indices and adjustment coefficients used in the adjustment of the financial statements are as follows:

Date	Index	Conversion factor	Three year inflation rate
31 December 2025	3,513.87	1.00000	211%
31 December 2024	2,684.55	1.30892	291%
31 December 2023	1,859.38	1.88981	268%

The main components of Company restatement for the purpose of financial reporting in hyperinflationary economies are as follows:

- The financial statements for the current period presented in TRY are expressed in terms of the purchasing power at the balance sheet date and the amounts for the previous reporting periods are restated in accordance with the purchasing power at the end of the reporting period.
- Monetary assets and liabilities are not restated as they are currently expressed in terms of the purchasing power at the balance sheet date.
- Non-monetary assets, liabilities and equity items that are not expressed in the current purchasing power at the balance sheet date are restated by applying the relevant conversion factors.
- All items in the statement of comprehensive income, except for the effects of non-monetary items in the balance sheet on the statement of comprehensive income, have been restated by applying the multipliers calculated over the periods in which the income and expense accounts were initially recognized in the financial statements.
- The effect of inflation on the Company's net monetary asset position in the current period is recognized in the income statement in the net monetary position loss account.

New and amended standards and interpretations

The accounting policies adopted in preparation of the financial statements as of December 31, 2025 are consistent with those of the previous financial year, except for the adoption of new and amended TFRS and International Financial Reporting Interpretatiins Committee (IFRIC) effective as of January 1, 2025 and thereafter.

a) The new standards, amendments and interpretations which are effective as of January 1, 2025 are as follows:

Amendments to TAS 21 - Lack of exchangeability

In May 2024, POA issued amendments to TAS 21. The amendments specify how an entity should assess whether a currency is exchangeable and how it should determine a spot exchange rate when exchangeability is lacking. When an entity estimates a spot exchange rate because a currency is not exchangeable into another currency, it discloses information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows. When applying the amendments, an entity cannot restate comparative information.

The amendments did not have a significant impact on the financial position or performance of the Company.

b) Standards issued but not yet effective and not early adopted

Standards, interpretations and amendments to existing standards that are issued but not yet effective up to the date of issuance of the financial statements are as follows. The Company will make the necessary changes if not indicated otherwise, which will be affecting the financial statements and disclosures, when the new standards and interpretations become effective.

Amendments to TFRS 10 and TAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

In December 2017, POA postponed the effective date of this amendment indefinitely pending the outcome of its research project on the equity method of accounting. Early application of the amendments is still permitted.

The mentioned standard is not applicable to the Company.

TFRS 17 - The new Standard for insurance contracts

POA issued TFRS 17 in February 2019, a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. TFRS 17 model combines a current balance sheet measurement of insurance contract liabilities

with the recognition of profit over the period that services are provided. Certain changes in the estimates of future cash flows and the risk adjustment are also recognised over the period that services are provided. Entities will have an option to present the effect of changes in discount rates either in profit and loss or in OCI. The standard includes specific guidance on measurement and presentation for insurance contracts with participation features. In accordance with amendments issued by POA in December 2021, entities have transition option for a "classification overlay" to avoid possible accounting mismatches between financial assets and insurance contract liabilities in the comparative information presented on initial application of TFRS 17.

The mandatory effective date of the Standard for the following entities has been postponed to accounting periods beginning on or after January 1, 2026 with the announcement made by the POA:

- Insurance, reinsurance and pension companies.
- Banks that have ownership/investments in insurance, reinsurance and pension companies and
- Other entities that have ownership/investments in insurance, reinsurance and pension companies.

POA issued TFRS 17 in February 2019, a comprehensive new accounting standard for insurance contracts covering recognition and measurement, presentation and disclosure. TFRS 17 model combines a current balance sheet measurement of insurance contract liabilities with the recognition of profit over the period that services are provided. The mandatory effective date of the Standard postponed to accounting periods beginning on or after January 1, 2026 with the announcement made by the POA.

The standard is not applicable for the Company and will not have an impact on the financial position or performance of the Company.

Amendments to TFRS 9 and TFRS 7 – Classification and measurement of financial instruments

In August 2025, POA issued amendments to the classification and measurement of financial instruments (amendments to TFRS 9 and TFRS 7). The amendment clarifies that a financial liability is derecognised on the 'settlement date'. It also introduces an accounting policy option to derecognise financial liabilities that are settled through an electronic payment system before settlement date if certain conditions are met. The amendment also clarified how to assess the contractual cash flow characteristics of financial assets that include environmental, social and governance (ESG)-linked features and other similar contingent features as well as the treatment of non-recourse assets and contractually linked instruments. Additional disclosures in TFRS 7 for financial assets and liabilities with contractual terms that reference a contingent event (including those that are ESG-linked), and equity instruments classified at fair value through other comprehensive income are added with the amendment. The amendment will be effective for annual periods beginning on or after 1 January 2026. Entities can early adopt the amendments that relate to the classification of financial assets plus the related disclosures and apply the other amendments later. The new requirements will be applied retrospectively with an adjustment to opening retained earnings.

The amendments are not applicable for the Company and will not have an impact on the financial position or performance of the Company.

Annual Improvements to TFRS – Volume 11

In September 2025, POA issued Annual Improvements to TFRSs – Volume 11, amending the followings:

– TFRS 1 First-time Adoption of International Financial Reporting Standards – Hedge Accounting by a First-time Adopter: These amendments are intended to address potential confusion arising from an inconsistency between the wording in TFRS 1 and the requirements for hedge accounting in TFRS 9.

- TFRS 7 Financial Instruments: Disclosures – Gain or Loss on Derecognition: The amendments update the language on unobservable inputs in the Standard and include a cross reference to TFRS 13.
- TFRS 9 Financial Instruments – Lessee Derecognition of Lease Liabilities and Transaction Price: TFRS 9 has been amended to clarify that, when a lessee has determined that a lease liability has been extinguished in accordance with TFRS 9, the lessee is required to apply derecognition requirement of TFRS 9 and recognise any resulting gain or loss in profit or loss. TFRS 9 has been also amended to remove the reference to 'transaction price".
- TFRS 10 Consolidated Financial Statements – Determination of a 'De Facto Agent': The amendments are intended to remove the inconsistencies between TFRS 10 paragraphs.
- TAS 7 Statement of Cash Flows – Cost Method: The amendments remove the term of "cost method" following the prior deletion of the definition of 'cost method'.

Improvements are effective for annual reporting periods beginning on or after 1 January 2026. Earlier application is permitted for all.

The amendments are not applicable for the Company and will not have an impact on the financial position or performance of the Company.

Amendments to TFRS 9 and TFRS 7 - Contracts Referencing Nature-dependent Electricity

In August 2025, POA issued Contracts Referencing Nature-dependent Electricity (Amendments to TFRS 9 and TFRS 7). The amendment clarifies the application of the "own use" requirements and permits hedge accounting if these contracts are used as hedging instruments. The amendment also adds new disclosure requirements to enable investors to understand the effect of these contracts on a company's financial performance and cash flows. The amendment will be effective for annual periods beginning on or after 1 January 2026. Early adoption is permitted but will need to be disclosed. The clarifications regarding the 'own use' requirements must be applied retrospectively, but the guidance permitting hedge accounting have to be applied prospectively to new hedging relationships designated on or after the date of initial application.

The amendments are not applicable for the Company and will not have an impact on the financial position or performance of the Company.

TFRS 18 – The new Standard for Presentation and Disclosure in Financial Statements

In May 2025, POA issued TFRS 18 which replaces TAS 1. TFRS 18 introduces new requirements on presentation within the statement of profit or loss, including specified totals and subtotals. TFRS 18 requires an entity to classify all income and expenses within its statement of profit or loss into one of five categories: operating; investing; financing; income taxes; and discontinued operations. It also requires disclosure of management-defined performance measures and includes new requirements for aggregation and disaggregation of financial information based on the identified 'roles' of the primary financial statements and the notes. In addition, there are consequential amendments to other accounting standards, such as TAS 7, TAS 8 and TAS 34. TFRS 18 and the related amendments are effective for reporting periods beginning on or after 1 January 2027, but earlier application is permitted. TFRS 18 will be applied retrospectively.

The Company is in the process of assessing the impact of the standard on financial position or performance of the Company.

TFRS 19 – The new Standard for Subsidiaries without Public Accountability: Disclosures

In August 2025, POA issued TFRS 19, which allows eligible entities to elect to apply reduced disclosure requirements while still applying the recognition, measurement and presentation requirements in other TFRS accounting standards. Unless otherwise specified, eligible entities that elect to apply TFRS 19 will not need to apply

the disclosure requirements in other TFRS accounting standards. An entity that is a subsidiary, does not have public accountability and has a parent (either ultimate or intermediate) which prepares consolidated financial statements, available for public use, which comply with TFRS accounting standards may elect to apply TFRS 19. TFRS 19 is effective for reporting periods beginning on or after 1 January 2027 and earlier adoption is permitted. If an eligible entity chooses to apply the standard earlier, it is required to disclose that fact. An entity is required, during the first period (annual and interim) in which it applies the standard, to align the disclosures in the comparative period with the disclosures included in the current period under TFRS 19.

The Company is in the process of assessing the impact of the standard on financial position or performance of the Company.

c) The new amendments that are issued by the International Accounting Standards Board (IASB) but not issued by Public Oversight Authority (POA)

The following amendments to IAS 21 are issued by IASB but not yet adapted/issued by POA. Therefore, they do not constitute part of TFRS. The Company will make the necessary changes to its financial statements after the amendments are issued and become effective under TFRS.

Amendments to IAS 21 - Translation to a Hyperinflationary Presentation

The amendments issued by the Board in November 2025 require translation from a non-hyperinflationary functional currency into a hyperinflationary presentation currency at the closing rate. Accordingly, if an entity's functional currency is the currency of a non-hyperinflationary economy, but its presentation currency is the currency of a hyperinflationary economy, its results and financial position are translated into the presentation currency by translating all amounts (i.e., assets, liabilities, equity items, income and expenses) and all comparatives at the closing rate at the end of the current reporting period. Furthermore, an entity whose functional currency and presentation currency are the currency of a hyperinflationary economy, restates the comparative amounts of a foreign operation, whose functional currency is that of a non-hyperinflationary economy, by applying the general price index, in accordance with IAS 29, to the foreign operation's comparative figures. The amendments also introduce certain additional disclosure requirements.

The Company is in the process of assessing the impact of the amendments on financial position or performance of the Company.

Functional and presentation currency

Items included in the financial statements of each of the Company's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in TRY, which is the functional currency of Erkunt Traktör and the presentation currency of the Company.

Going concern

The financial statements have been prepared on a going concern basis, assuming that the Company will derive benefits from its assets and fulfill its obligations within the next year and in the normal course of its operations.

Offsetting

Financial assets and liabilities are offset and reported in the net amount when there is a legally enforceable right or when there is an intention to settle the assets and liabilities on a net basis or realize the assets and settle the liabilities simultaneously.

Comparatives and restatement of prior periods' financial statements

The financial statements of the Company include comparative financial information to enable the determination of the trends in the financial position and performance. Comparative figures are reclassified, where necessary, to conform to changes in presentation in the current period financial statements and the significant changes are explained.

Company has applied consistent accounting policies in the preparation of financial statements presented the Company does not have any other significant changes in accounting policy and accounting estimates in the current period.

2.2 Restatement and errors in the accounting policies and estimates

Any change in the accounting policies resulted from the first-time adoption of a new standard is made either retrospectively or prospectively in accordance with the transition requirements. Changes without any transition requirement, material changes in accounting policies or material errors are corrected, retrospectively by restating the prior period consolidated financial statements. If changes in accounting estimates are related to only one period, they are recognised in the period when changes are applied; if changes in estimates are related to future periods, they are recognized both in the period where the change is applied and future periods prospectively.

2.3 Summary of significant accounting policies

Significant accounting policies applied in the preparation of these financial statements are summarized below:

Related parties

For the purpose of these financial statements, shareholders, key management personnel and Board members, in each case together with their families and companies controlled by/or affiliated with them, associated companies are considered and referred to as related parties (Note 5).

Trade receivables

Trade receivables that are created by the Company by way of providing goods or services directly to a debtor are carried at amortized cost. Receivables with short-term maturities which have no predefined interest rate are measured at the original invoice amount unless the effect of imputed interest is significant (Note 6).

Company has applied simplified approach and used impairment matrix for the calculation of impairment on its receivables carried at amortized cost. In accordance with this method, if any provision provided to the trade receivables as a result of a specific events, Company measures expected credit loss from these receivables by the life-time expected credit loss. The calculation of expected credit loss is performed based on the past experience of the Company and its expectations for the future indications.

Inventories

Inventories are valued at the lower of cost or net realizable value. The cost of inventories is determined on the weighted average basis for each purchase. Cost elements included in inventories are materials, labour and factory overheads. The cost of borrowings is not included in the costs of inventories. Net realizable value is the estimated selling price in the ordinary course of business, less the costs of completion and estimated costs to make the sale (Note 9).

Financial Assets

Classification and measurement

Company classified its financial assets in three categories; financial assets carried at amortized cost, financial assets carried at fair value though profit of loss, financial assets carried at fair value though other comprehensive income. Classification is performed in accordance with the business model determined based on the purpose of benefits from financial assets and expected cash flows. Management performs the classification of financial assets at the acquisition date.

(a) Financial assets carried at amortized cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest, whose payments are fixed or predetermined, which are not actively traded and which are not derivative instruments are measured at amortized cost. They are included in current assets, except for maturities more than 12

months after the balance sheet date. Those with maturities more than 12 months are classified as non-current assets. The Company's financial assets carried at amortized cost comprise "trade receivables" and "cash and cash equivalents" in the statement of financial position. In addition, with recourse factoring receivables classified in trade receivables are classified as financial assets carried at amortized cost since collection risk for those receivables are not transferred to counterparty.

Impairment

The Company evaluates its inventories for impairment under TAS 2, trade receivables under TFRS 9, and property, plant, and equipment under TAS 36; and recognizes provisions in the financial statements when deemed necessary.

(b) Financial assets carried at fair value

Assets that are held by the management for collection of contractual cash flows and for selling the financial assets are measured at their fair value. If the management do not plan to dispose these assets in 12 months after the balance sheet date, they are classified as non-current assets. Company make a choice for the equity instruments during the initial recognition and elect profit or loss or other comprehensive income for the presentation of fair value gain and loss:

i) Financial assets carried at fair value through profit or loss

Financial assets that are measured at fair value through profit or loss, excluding those subjects to fair value hedge accounting, are included in the "derivative instruments" line item in the statement of financial position. Derivative instruments are recognized as asset when the fair value of the instrument is positive, as liability when the fair value of the instrument is negative. Company's financial instruments at fair value through profit or loss consist of forward contracts, currency swaps and cross currency fixed interest rate swap.

ii) Financial assets carried at fair value through other comprehensive income

Financial assets carried at fair value through other comprehensive income comprise of "financial assets" in the statement of financial position. Gains or losses arising from financial assets, other than impairment and exchange rate income or expenses, are recognized in other comprehensive income. When the financial assets carried at fair value through other comprehensive income are sold, fair value gain or loss classified in other comprehensive income is classified to retained earnings.

Financial liabilities

Borrowings are recognized initially at the proceeds received, net of transaction costs incurred. Borrowings are subsequently stated at amortized cost using the effective yield method; any difference between proceeds, net of transaction costs, and the redemption value is recognized in the statement of profit or loss over the period. Borrowing costs are charged to the statement of profit or loss when they are incurred (Note 4). Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

Trade payables

Trade payables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

Recognition and de-recognition of financial instruments

All purchases and sales of financial assets are recognized on the trade date i.e. the date that the Company commits to purchase or to sell the asset. These purchases or sales are purchases or sales generally require delivery of assets within the time frame generally established by regulation or convention in the market place.

A financial asset (or, where applicable a part of a financial asset or part of a Company of similar financial assets) is derecognized where:

- the rights to receive cash flows from the asset have expired,
- the Company retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; or
- the Company has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the assets.

Where the Company has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognized to the extent of the Company's continuing involvement in the financial statements.

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less (Note 3). For the purpose of statements of cash flows, cash and cash equivalents includes cash and cash equivalents with original maturities less than three months, excluding the interest accruals. If any provision provided to the cash and cash equivalents as a result of a specific events, Company measures expected credit loss from these cash and cash equivalents by the life-time expected credit loss. The calculation of expected credit loss is performed based on the past experience of the Company and its expectations for the future indications.

Property, plant and equipment and related depreciation

Property, plant and equipment are carried at cost less accumulated depreciation. Depreciation is provided on restated amounts of property, plant and equipment using the straight-line or unit of production methods based on the estimated useful lives of the assets, except for land due to their indefinite useful life. The depreciation periods for property and equipment, which approximate the economic useful lives of assets concerned, are as follows:

Land improvements	5 – 25 years
Buildings	10 – 50 years
Machinery, equipment and moulds	3 – 25 years
Motor vehicles	2 – 14 years
Furniture and fixtures	2 – 50 years
Leasehold improvements	2 – 10 years

Property, plant and equipment are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount of the property, plant and equipment is the higher of future net cash flows from the utilization of this property, plant and equipment or fair value less cost to sell.

Gains or losses on disposals of property, plant and equipment are included in income/expense from investment activities.

Subsequent costs, such as repairs and maintenance or part replacement of tangible assets, are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits with the item will flow to the company (Note 12). All other costs are charged to the statements of profit or loss during the financial year in which they are incurred.

Intangible assets

Intangible assets are comprised of acquired brands, trademarks, patents, developments costs and computer software (Note 13).

a) *Computer software and rights*

Computer software and rights are recognized at their acquisition cost. They are amortized on a straightline basis over their estimated useful lives and carried at cost less accumulated amortization. Their estimated useful lives are between 4 -15 years

b) *Development costs*

Costs incurred on development projects relating to the design and testing of new or improved products are recognized as intangible assets when it is probable that the project will be a success considering its commercial and technological feasibility, and only if the cost can be measured reliably. Other research and development expenditures are recognized as an expense as incurred. Development expenditures previously recognized as an expense cannot be recognized as an asset in a subsequent period. Development costs that have been capitalized are amortized from the commencement of the commercial production of the product on a straight-line basis from 2 to 10 years.

Leases

The Company - as a lessee

At inception of a contract, the Company assesses whether a contract is, or contains a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset. The Company assess whether:

a) The contract involved the use of an identified asset - this may be specified explicitly or implicitly.

b) The asset should be physically distinct or represent substantially all of the capacity of a physically distinct asset, If the supplier has a substantive substitution right, the asset is not identified.

c) The Company has the right to obtain substantially all of the economic benefits from the use of an asset throughout the period of use; and

d) The Company has the right to direct use of the asset, The Company concludes to have the right of use, when it is predetermined how and for what purpose the Company will use the asset. The Company has the right to direct use of asset if either:

   i. The Company has the right to operate (or to have the right to direct others to operate) the asset over its useful life and the lessor does not have the rights to change the terms to operate or;

   ii. The Company designed the asset (or the specific features) in a way that predetermines how and for what purpose it is used

The Company reflects a right-of-use asset and a lease liability in its financial statements at the actual commencement date of the lease.

Right of use asset

The right of use asset is initially recognized at cost comprising of:

a) Amount of the initial measurement of the lease liability;

b) Any lease payments made at or before the commencement date, less any lease incentives received;

c) Any initial direct costs incurred by the Company; and

d) An estimate of costs to be incurred by the lessee for restoring the underlying asset to the condition required by the terms and conditions of the lease (unless those costs are incurred to produce inventories).

The Company re-measure the right of use asset by applying cost method:

a) After netting-off accumulated depreciation and impairment losses from right of use asset.

b) Adjusted for certain re-measurements of the lease liability recognized at the present value.

The Company applies TFRS 16, “Property, Plant and Equipment” to amortize the right of use asset and to asses for any impairment.

Lease Liability

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date. Lease liabilities are discounted to present value by using the interest rate implicit in the lease if readily determined or with the Company’s incremental borrowing rate. The alternative borrowing rate has been determined based on the borrowing rates of the Company companies at the contract dates.

Lease payments included in the measurement of the lease liability comprise the following:

a) Fixed payments, including in-substance fixed payments;

b) Variable lease payments that depend on an index or a rate, initially measured using the index or rate as the commencement date.

c) The exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewable period if the Company is reasonably certain to exercise an extension option. and penalties for early termination of a lease unless the Company is reasonably certain to terminate early.

After initial recognition, the lease liability is measured:

a) Increasing the carrying amount to reflect interest on lease liability,

b) Reducing the carrying amount to reflect the lease payments made and

c) Remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The duration of the contract that make up the Company’s lease laibilities varies between 1 and 10 years.

Extension and termination options

In determining the lease liability, the Company considers the extension and termination options. The majority of extension and termination options held are exercisable both by the Company and by the respective lessor. Extension options are included in the lease term if the lease is reasonably certain to be extended. The Company remeasures the lease term, if a significant event or a significant change in circumstances occurs which affects the initial assessment. The Company do not have significant lease contracts with extension and termination options that are not included in the lease liability since they are not reasonably certain.

The Company remeasures the lease term, if a significant event or a significant change in circumstances occurs which affects the initial assessment. As result of the evaluations performed in the current period, there is no lease obligation or right of use assets arising from the inclusion of extension and early termination options in the lease period.

Variable lease payments

Company’s lease contracts also include variable lease payments which are not in the scope of TFRS 16. Variable lease payments are recognised in profit or loss in the related period.

Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset which requires substantial period of time to get ready for its intended use or sale shall be capitalized over the cost of the asset (Note 4). Other borrowing costs shall be recognized as an expense in the period it incurs.

Current and deferred income tax

The tax expense for the year comprises current and deferred tax. Tax is recognized in the statement of profit or loss, except to the extent that it relates to items recognized directly in equity. In such case, the tax is also recognized in shareholders’ equity.

The current income tax charge is calculated in accordance with the tax laws enacted or substantively enacted at the balance sheet date in the countries where the subsidiaries of the Company operate.

Deferred income tax is provided in full, using the liability method, on all temporary differences arising between the tax bases of assets and liabilities and their carrying values in the financial statements. Currently enacted tax rates are used to determine deferred income tax at the balance sheet date (Note 28).

Deferred tax liabilities are recognized for all taxable temporary differences, where deferred tax assets resulting from deductible temporary differences are recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary difference can be utilized.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities, and deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax relating to items recognized directly in equity is recognized in equity.

The Company recognizes deferred tax asset for all deductible temporary differences arising from investments in subsidiaries, to the extent that, and only to the extent that, it is probable that:

- the temporary difference will reverse in the foreseeable future;
- taxable profit will be available against which the temporary difference can be utilized.

The Company recognizes deferred tax liability for all taxable temporary differences associated with investments in subsidiaries except to the extent that both of the following conditions are satisfied:

- the parent can control the timing of the reversal of the temporary difference;
- it is probable that the temporary difference will not reverse in the foreseeable future.

Government grants allowing reduced corporate tax payment are evaluated within the scope of TAS 12 Income Taxes standard and are recognised as deferred tax asset by the qualified tax advantage amount, to the extent it is highly probable that future taxable profits will be available against which the unused investment tax credits can be utilised.

Employment termination benefits

Employment termination benefits, as required by the Turkish Labour Law and the laws applicable in the countries where the subsidiaries operate, represent the estimated present value of the total reserve of the future probable obligation of the Company arising in case of the retirement of the employees, termination of employment without due cause, call for military service, be retired or death upon the completion of a minimum one-year service. Actuarial gains and losses are recognized as other comprehensive income or loss in shareholders' equity in the period in which they arise (Note 17).

Retirement Benefit Obligation Provision

The accounting for retirement benefit obligations involves estimating the costs of future benefits and spreading these costs over the employee's expected service life. Determining the obligation and expense related to these costs requires the use of specific assumptions. These key assumptions include the discount rate, the expected long-term return rate on plan assets, life expectancy, and healthcare cost inflation rates. These assumptions may vary based on interest rates in high-quality bonds and equities, as well as medical cost inflation. In the event that actual outcomes differ from these assumptions, the differences accumulate and are amortized over future periods, which generally affects the expense recorded in those periods and the accrued obligation.

While it is believed that the assumptions are appropriate considering current economic conditions and actual experience, significant discrepancies in results or significant changes in assumptions could materially impact retirement and other post-retirement benefit obligations and related future expenses. (Note 17).

The retirement benefit obligation as of December 31, 2025, and the pre-retirement benefit costs for 2025, have been prepared using the assumptions determined as of December 31, 2025.

Foreign currency transactions

Transactions in foreign currencies during the period have been translated at the exchange rates prevailing at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies have been translated into TRY at the exchange rates prevailing at the balance sheet dates. Exchange gain or losses arising from the settlement and translation of foreign currency items have been included under financial income/ expenses and other operating income/ expenses in the statements of profit or loss, except for the effective portion of the foreign currency hedge of net investments in foreign operations.

Revenue recognition

Company recognizes revenue when the goods or services is transferred to the customer and when performance obligation is fulfilled. Goods is counted to be transferred when the control belongs to the customer.

Company recognizes revenue based on the following main principles:

(a) Identification of customer contracts,
(b) Identification of performance obligations,
(c) Determination of transaction price in the contract,
(d) Allocation of price to performance obligations,
(e) Recognition of revenue when the performance obligations are fulfilled

Company recognized revenue from its customers only when all of the following criteria are met:

(a) The parties to the contract have approved the contract (in writing, orally or in accordance with other customary business practices) and are committed to perform their respective obligations,
(b) Company can identify each party's rights regarding the goods or services to be transferred,
(c) Company can identify the payment terms for the goods or services to be transferred;
(d) The contract has commercial substance,
(e) It is probable that Company will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer. In evaluating whether collectability of an amount of consideration is probable, an entity shall consider only the customer's ability and intention to pay that amount of consideration when it is due.

The Company assess the goods or services promised in a contract with a customer and identify as a performance obligation each promise to transfer to the customer. For each performance obligation identified, the entity determine at contract inception whether it satisfies the performance obligation over time or satisfies the performance obligation at a point in time. If the Company transfers control of a good or service over time and therefore satisfies a performance obligation and recognises revenue over time. The Company recognise revenue when the entity satisfies a performance obligation by transferring a promised good or service to the customer. An asset is transferred when the customer obtains control of that asset or service.

The Company does not adjust the promised amount of consideration for the effects of a significant financing component since the Company expects, at contract inception, that the period between when the entity transfers a promised good or service to a customer and when the customer pays for that good or service will be one year or less. If the financing component is significant in revenue, future collections are discounted by the interest rate in financing component. The difference is recognised as income from operating activities in current period.

Incentives for investments, research, and development activities

Gains arising from incentives for investment and research and development activities together with government grants are recognized when there is a reasonable assurance for the necessary conditions to be fulfilled and

incentive to be acquired by the Company. Vested government grants related with expense or capitalization realized in previous accounting periods, are recognized in statements of profit or loss when collectible and grants relating to capital assets are accounted for as deferred income in the balance sheet and are credited to income statement on a straight-line basis over the expected lives of related assets.

Paid-in capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Provisions

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. No provision is recognized for operating losses expected in later periods.

Warranty expenses

Warranty expenses includes repair and maintenance expenses for products sold and labor and material costs of authorized services' for products under the scope of the warranty terms without any charge to the customers. Based on estimations using past statistical information warranty services and returns of products, warranty expenses are recognized for the products sold in the period for possible utilizations of warranties in the following future periods (Note 16).

Contingent assets and liabilities

Possible assets or obligations that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company are not included in the financial statements and are disclosed as contingent assets or liabilities.

Contingent liabilities are disclosed in the notes to the financial statements, unless the possibility of an outflow of resources embodying economic benefits is remote. If an outflow of resources has become probable, contingent liabilities are recognised in the financial statements. Contingent assets are not recognised in financial statements but disclosed in the notes to the financial statements where an inflow of economic benefits is probable.

Earnings per share

Earnings per share presented in the statements of profit or loss are determined by dividing net income attributable to that class of shares by the weighted average number of such shares outstanding during the year concerned.

In Türkiye, companies can increase their share capital by making a pro-rata distribution of shares ("bonus shares") to existing shareholders from retained earnings or inflation adjustments. For the purpose of earnings per share computations, the weighted average number of shares outstanding during the year has been adjusted in respect of bonus shares issued without a corresponding change in resources by giving them retroactive effect for the year in which they were issued and for each earlier period. Treasury shares are also included in calculation per share.

Reporting of cash flows

In the statements of cash flows, cash flows are classified and reported according to their operating, investing and financing activities.

2.4 Critical accounting estimates, judgments, and assumptions

The preparation of financial statements requires estimates and assumptions to be made regarding the amounts for the assets and liabilities at the balance sheet date, and explanations for the contingent assets and liabilities as well as the amounts of income and expenses realized in the reporting period. The Company makes estimates and assumptions concerning the future. The accounting estimates and assumptions, by definition, may not be equal the related to actual results. The estimates and assumptions that may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below:

Provision for employee termination benefits

To calculate the employee benefit provision actuarial assumptions relating to turnover ratio, discount rate and salary increase are used. Calculation details are given in Employee benefits disclosure (Note 17).

Useful lives

The Company capitalizes the tangible and intangible assets in accordance with TAS 16 and TAS 38. The Company defines useful life of its assets in terms of the assets expected utility to the Company. Economic useful lives accepted by the Company is disclosed in Note 2.3.

Warranty expenses

The Company recognizes warranty provisions for products under the scope of the warranty terms based the estimations using past statistical information (Note 16).

NOTE 3 – CASH AND CASH EQUIVALENTS

As of 31 December 2025 and 2024, cash and cash equivalents comprised the following:

Account Name	**31 December 2025**	31 December 2024
Cash on hand	**28,470**	39,430
Banks	**20,922,106**	51,456,604
– *Current deposit*	**20,922,106**	38,579,154
– *Term deposits with a maturity of less than three months*	**–**	12,877,450
Other liquid assets (*)	**29,687,919**	92,026,657
Total	**50,638,495**	143,522,691

As of December 31, 2025, there is no blocked deposit amount. (31 December 2024: TRY 22,399,163).

(*) Other liquid assets consist of liquid funds.

As of December 31, 2025 and 31 December 2024, demand deposits comprised the following currencies;

	31 December 2025		**31 December 2024**	
	Original currency amount	TRY Equivalent	**Original currency amount**	TRY Equivalent
TRY	**20,301,416**	20,301,416	**36,412,001**	36,412,001
USD	**1,085**	46,500	**50,430**	2,159,179
EUR	**11,419**	574,190	**159**	7,974
Total	**–**	20,922,106	**–**	38,579,154

As of December 31, 2025, the Company has no time deposits. As of December 31, 2024, the details are as follows:

31 December 2024

Currency	**Interest rate**	Maturity	**Original Balance**	TRY Balance
TRY	**41%**	2 days	**12,877,450**	12,877,450

NOTE 4 – FINANCIAL LIABILITIES

As of 31 December 2025 and 31 December 2024, financial borrowings comprised the following:

	31 December 2025	31 December 2024
Short-term borrowings	**254,147,537**	828,582,089
Total	**254,147,537**	828,582,089

As of 31 December 2025 and 31 December 2024, short term lease liabilities comprised the following:

	31 December 2025	31 December 2024
Short-term lease liabilities	**12,712**	18,844,537
Total	**12,712**	18,844,537

As of 31 December 2025 and 31 December 2024, short term lease liabilities comprised the following:

	31 December 2025	31 December 2024
Long-term lease liabilities	**69,711,770**	39,232,669
Total	**69,711,770**	39,232,669

As of 31 December 2025 and 2024, the movement of financial liabilities are as follows:

	31 December 2025	31 December 2024
As of January, 1	**886,659,296**	720,299,298
Additions	**2,775,192,973**	2,095,322,913
Interest accruals	**19,781,096**	55,979,498
Payments	**(3,189,603,896)**	(1,758,064,615)
Exchange differences	**50,969,931**	25,727,843
Monetary loss	**(219,127,381)**	(252,605,642)
Total	**323,872,019**	886,659,295

The maturity breakdown of financial liabilities is as follows:

	31 December 2025	31 December 2024
1–3 months	**12,712**	2,516,334
Between 4 and 12 months	**254,147,537**	837,306,938
1–5 years	**59,071,911**	26,098,244
More than 5 years	**10,639,859**	20,737,779
Total	**323,872,019**	886,659,295

31 December 2025	**Bank Name**	**Currency**	**Nominal interest rate**	**Maturity**	**Nominal amount**	**Net book value**
Revolving Credit	Fibabank	TRY	%46.2	Short term/1 year	135,000,000	135,007,000
Revolving export credit	Ziraat Bank	TRY	%44.6	Short term/1 year	10,000,000	10,000,000
Revolving export credit	Eximbank	TRY	%36	Short term/1 year	100,000,000	106,756,805
					245,000,000	**251,763,805**

NOTE 5 – RELATED PARTIES

For the purpose of this report, shareholders, important management personnel and members of the board of directors, their families and companies controlled by or affiliated to them, as well as associates and jointly controlled partnerships are considered as related parties. Various transactions were made with related parties during the normal operation of the enterprise. A significant part of the transactions with related parties have been eliminated and the remaining transactions with related parties after elimination are not material for the Company. These transactions were generally carried out during the normal operation of the business in accordance with market conditions.

For the year ended 31 December 2025, shareholders and the executive members of the Company's management received aggregate compensation in amount of TRY 60,353,941 (31 December 2024: TRY 91,165,916).

As of 31 December 2025 and 2024, due from related parties and due to related parties are as follows:

Trade receivables;

	31 December 2025	31 December 2024
Mahindra&Mahindra Limited	**11,481,851**	832,348
Mahindra South Africa (PYT) Ltd.	**7,553,990**	66,147
Mahindra South East Asia Limited	**560,573**	–
Mahindra do Brasil Industrial Ltda.	**–**	14,210,027
Total	**19,596,414**	15,108,522

Trade payables;

	31 December 2025	31 December 2024
Mahindra&Mahindra Limited	**165,361,184**	439,846,034
Erkunt Sanayi A.Ş.	**54,460,883**	88,361,659
Mitsubishi Mahindra Agricultural Machinery Co. Ltd.	**598,372**	39,739,111
Total	**220,420,439**	567,946,804

Services provided to related parties

	31 December 2025	31 December 2024
Sales of goods	**29,404,290**	90,744,443
Total	**29,404,290**	90,744,443

Product sales to related parties:

	31 December 2025	31 December 2024
Mahindra&Mahindra Limited	**–**	41,987,349
Mahindra&Mahindra Limited	**14,274,890**	24,186,970
Mahindra&Mahindra Limited	**671,547**	16,994,161
Mitsubishi Mahindra Agricultural Machinery Co. Ltd.	**7,331,796**	6,451,590
Erkunt Sanayi A.Ş.	**572,398**	–
Mahindra South Africa	**6,553,659**	1,124,373
Total	**29,404,290**	90,744,443

Services received from related parties

	31 December 2025	31 December 2024
Purchase of goods	**350,661,281**	688,901,599
Total	**350,661,281**	688,901,599

Purchases from related parties:

	31 December 2025	31 December 2024
Mahindra&Mahindra Limited	**158,331,957**	334,166,302
Erkunt Sanayi A.Ş.	**157,516,482**	297,016,450
Mitsubishi Mahindra Agricultural Machinery Co. Ltd.	**34,812,842**	57,255,269
Mahindra do Brasil Industrial Ltd.	**–**	463,578
Total	**350,661,281**	688,901,599

NOTE 6 – TRADE RECEIVABLES AND PAYABLES

Trade receivables

As of 31 December 2025 and 31 December 2024, the Company's short-term trade receivables are as follows:

	31 December 2025	31 December 2024
Trade receivables	**921,766,177**	605,696,529
Trade receivables from related parties	**19,596,414**	15,108,522
Notes receivable	**–**	595,860,216
Doubtful trade receivables	**25,930,078**	34,041,680
Provision for doubtful trade receivables	**(25,930,078)**	(34,041,680)
Total	**941,362,591**	1,216,665,267

The movements of the allowance for doubtful trade receivables for the periods of January 1 - December 31 are as follows:

	31 December 2025	31 December 2024
As of January, 1	**34,041,680**	58,150,642
Provisions no longer required	**(77,312)**	(6,229,388)
Monetary loss	**(8,034,290)**	(17,879,574)
As of December, 31	**25,930,078**	34,041,680

The maturity breakdown of trade receivables is as follows:

	31 December 2025	31 December 2024
Up to 30 days	**381,008,429**	585,075,829
30-90 days	**340,248,606**	457,848,080
More than 90 days	**220,105,556**	173,741,358
As of December, 31	**941,362,591**	1,216,665,267

Details regarding the credit risk, exchange rate risk and impairment of the Company's short-term trade receivables are disclosed in Note 31.

As of December 31, 2025, the average maturity of trade receivables is 94 days. (December 31, 2024: 81 days)

Trade payables

Trade payables of the Company as of 31 December 2025 ve 31 December 2024 are as follows:

	31 December 2025	31 December 2024
Trade payables	**387,032,789**	484,193,542
Trade payables to related parties	**220,420,439**	567,946,804
Notes payable	**159,855,625**	75,891,448
Total	**767,308,853**	1,128,031,794

As of December 31, 2025, the average maturity of trade payables is 79 days. (December 31, 2024: 98 days)

NOTE 7 – FINANCIAL INVESTMENTS

As of 31 December 2025 and 2024, the details of long-term financial investments are as follows:

	31 December 2025		
	Short-term	**Long-term**	**Total**
Financial investments measured at amortized cost	5,713,377	–	5,713,377
Total	**5,713,377**	**–**	**5,713,377**

	31 December 2024		
	Short-term	**Long-term**	**Total**
Financial investments measured at amortized cost	7,478,375	–	7,478,375
Total	**7,478,375**	**–**	**7,478,375**

	31 December 2025	31 December 2024
IET-İş Portföy Renewable Energy Technologies Investment Fund	**5,713,377**	7,478,375
Total	**5,713,377**	7,478,375

NOTE 8 – OTHER RECEIVABLES AND PAYABLES

Other receivables of Company as of 31 December 2025 ve 31 December 2024 are as follows:

	31 December 2025	31 December 2024
Receivables from tax office	**49,855,824**	50,828,218
Other receivables	**1,203,757**	1,321,889
Deposits and guarantees given	**5,107,301**	1,299,528
Total	**56,166,882**	53,449,635

Other payables of Company as of 31 December 2025 ve 31 December 2024 are as follows:

	31 December 2025	31 December 2024
Other payables	**2,233,134**	32,214,335
Total	**2,233,134**	32,214,335

NOTE 9 – INVENTORIES

At 31 December 2025 and 31 December 2024, inventories comprised the following:

	31 December 2025	31 December 2024
Raw materials and supplies	424,474,878	675,679,905
Semi-finished goods	40,940,822	63,690,928
Finished goods	205,416,502	566,445,506
Commercial goods	42,941,862	103,221,329
Other stocks (*)	240,909,848	413,036,411
Provision for impaired inventories (-)	(7,321,413)	(4,514,624)
Total	**947,362,499**	1,817,559,455

(*) Other inventories include stocks at customs.

Provision for impaired inventories (-)	**31 December 2025**	31 December 2024
As of January, 1	(4,514,624)	-
Provision recognized during the period	(2,806,789)	(4,514,624)
Total	**(7,321,413)**	(4,514,624)

NOTE 10 – PREPAID EXPENSES AND DEFERRED INCOMES

Short-term prepaid expenses as of December 31, 2025 and 2024 are as follows:

	31 December 2025	31 December 2024
Advances given to suppliers	**89,190,343**	64,691,514
Expenses for future months	**12,031,859**	12,304,851
Total	**101,222,202**	76,996,365

As of December 31, 2025 and 2024, short-term deferred incomes are as follows:

	31 December 2025	31 December 2024
Advances received from suppliers	**34,512,149**	81,104,523
Income for future months	**17,600,301**	19,339,400
Total	**52,112,450**	100,443,923

As of December 31, 2025 and 2024, long-term deferred incomes are as follows:

	31 December 2025	31 December 2024
Income for future years	**79,145,226**	77,796,395
Total	**79,145,226**	77,796,395

NOTE 11 – COMMITMENTS, CONTINGENT ASSETS AND LIABILITIES

		31 December 2025	
	TRY Equivalent	**TRY**	**EUR**
A. Total amount of TRIs provided on behalf of the Company's own legal entity	603,487,404	598,143,735	106,266
Collateral	603,487,404	598,143,735	106,266
Pledge	–	–	–
Mortgage	–	–	–
B. Total amount of other TRIs provided	108,209,564	102,750,000	108,570
Guarantees	108,209,564	102,750,000	108,570
Total	711,696,968	700,893,735	214,836

		31 December 2024	
	TRY Equivalent	**TRY**	**EUR**
A. Total amount of TRIs provided on behalf of the Company's own legal entity	**1,000,246,450**	**1,000,246,450**	**–**
Collateral	1,000,246,450	1,000,246,450	–
Pledge	–	–	–
Mortgage	–	–	–
B. Total amount of other TRIs provided	**76,572,015**	**76,572,015**	**–**
Guarantees	76,572,015	76,572,015	–
Total	**1,076,818,465**	**1,076,818,465**	**–**

NOTE 12 – TANGIBLE FIXED ASSETS

Movements of tangible assets at 31 December 2025 are as follows:

	1 January 2025	Additions	Disposals (-)	31 December 2025
Cost				
Lands	173,166,038	–	–	173,166,038
Land improvements	43,554,803	–	(8,492,302)	35,062,501
Buildings	403,315,848	–	–	403,315,848
Machinery and equipment	200,361,783	655,885	(25,244,298)	175,773,370
Motor vehicles	11,464,418	–	–	11,464,418
Fixture and fittings	104,886,181	825,836	(20,769,138)	84,942,879
Other tangible fixed assets	395,601,073	13,712,106	(25,504,668)	383,808,511
Leasehold improvements	21,368,052	–	–	21,368,052
Construction in progress	25,343,010	3,179,658	(1,206,363)	27,316,305
Total	**1,379,061,206**	**18,373,485**	**(81,216,769)**	**1,316,217,922**
Accumulated Depreciation				
Land improvements	(15,418,044)	(2,782,055)	1,623,442	(16,576,657)
Buildings	(229,720,329)	(5,905,823)	–	(235,626,152)
Machinery and equipment	(112,931,994)	(17,346,730)	4,600,344	(125,678,380)
Motor vehicles	(3,686,868)	(2,354,424)	–	(6,041,292)
Fixture and fittings	(76,720,435)	(8,720,884)	18,958,049	(66,483,270)
Other tangible fixed assets	(243,052,993)	(24,195,836)	869,421	(266,379,408)
Leasehold improvements	(11,916,879)	(3,162,924)	–	(15,079,803)
Total	**(693,447,542)**	**(64,468,676)**	**26,051,256**	**(731,864,962)**
Net Book Value	**685,613,664**	**–**	**–**	**584,352,960**

As of December 31, 2025, TRY 8,403,847 of the period's depreciation expense has been recognized under general administrative expenses (Note 22), TRY 5,137,285 under marketing, sales, and distribution expenses (Note 23), TRY 21,136,935 (Note 24) under research and development expenses, and TRY 29,790,609 under the cost of sales (Note 21).

Movements of tangible assets at 31 December 2024 are as follows:

	1 January 2024	Additions	Disposals (-)	Transfers	31 December 2024
Cost					
Lands	173,166,038	–	–	–	173,166,038
Land improvements	43,554,803	–	–	–	43,554,803
Buildings	403,315,848	–	–	–	403,315,848
Machinery and equipment	198,212,392	2,468,554	(319,163)	–	200,361,783
Motor vehicles	4,479,495	6,984,923	–	–	11,464,418
Fixture and fittings	103,890,467	2,820,889	(1,825,175)	–	104,886,181
Other tangible fixed assets	385,927,463	10,170,435	(496,825)	–	395,601,073
Leasehold improvements	21,146,974	221,078	–	–	21,368,052
Construction in progress	170,700	27,146,395	(1,974,085)	–	25,343,010
Total	**1,333,864,180**	**49,812,274**	**(4,615,248)**	**–**	**1,379,061,206**

	1 January 2024	Additions	Disposals (-)	Transfers	31 December 2024
Accumulated Depreciation					
Land improvements	(11,762,524)	(3,655,520)	–	–	(15,418,044)
Buildings	(224,203,844)	(5,516,485)	–	–	(229,720,329)
Machinery and equipment	(91,658,436)	(21,496,989)	223,431	–	(112,931,994)
Motor vehicles	(2,483,946)	(1,202,922)	–	–	(3,686,868)
Fixture and fittings	(68,578,308)	(9,228,131)	1,086,004	–	(76,720,435)
Other tangible fixed assets	(215,344,212)	(27,852,484)	143,703	–	(243,052,993)
Leasehold improvements	(8,668,317)	(3,248,562)	–	–	(11,916,879)
Total	**(622,699,587)**	**(72,201,093)**	**1,453,138**	**–**	**(693,447,542)**
Net book value	**711,164,593**	**–**	**–**	**–**	**685,613,664**

NOTE 13 – INTANGIBLE ASSETS

For the period ended 31 December 2025, the movement of intangible assets are as follows:

	1 January 2025	Additions	Disposals (-)	31 December 2025
Cost				
Rights	155,129,263	–	–	155,129,263
Research and development expenses	715,527,307	140,266,900	–	855,794,207
Other	38,903,695	–	(143,822)	38,759,873
Total	**909,560,265**	**140,266,900**	**(143,822)**	**1,049,683,343**
Accumulated Amortization				
Rights	(73,301,096)	(12,808,667)	–	(86,109,763)
Research and development expenses	(350,071,508)	(99,866,619)	–	(449,938,127)
Other	(32,166,739)	(4,727,243)	143,822	(36,750,160)
Total	**(455,539,343)**	**(117,402,529)**	**143,822**	**(572,798,050)**
Net Book Value	**454,020,922**			**476,885,293**

For the period ended 31 December 2024, the movement of intangible assets are as follows:

	1 January 2024	Additions	Disposals (-)	31 December 2024
Cost				
Rights	154,765,429	363,834	–	155,129,263
Research and development expenses	688,174,864	113,054,552	(85,702,109)	715,527,307
Other	36,831,311	2,072,384	–	38,903,695
Total	**879,771,604**	**115,490,770**	**(85,702,109)**	**909,560,265**
Accumulated Amortization				
Rights	(61,440,330)	(11,860,766)	–	(73,301,096)
Research and development expenses	(359,344,761)	(74,995,947)	84,269,200	(350,071,508)
Other	(27,398,127)	(4,768,612)	–	(32,166,739)
Total	**(448,183,218)**	**(91,625,325)**	**84,269,200**	**(455,539,343)**
Net Book Value	**431,588,386**	**–**	**–**	**454,020,922**

As of December 31, 2025, TRY 15,304,067 of the period's amortization expense has been recognized under general administrative expenses (Note 22), TRY 9,355,399 under marketing, sales, and distribution expenses (Note 23), TRY 38,492,021 (Note 24) under research and development expenses, and TRY 54,251,044 under the cost of sales (Note 21).

NOTE 14 – RIGHT OF USE ASSETS

For the period ended 31 December 2025, the movement of right of use assets are as follows:

	1 January - 31 December 2025	Additions	Disposals	1 January - 31 December 2025
Cost				
Motor vehicles	105,300,391	–	(20,846,815)	84,453,576
Buildings	81,758,727	64,734,926	(33,912,424)	112,581,229
Total	**187,059,118**	**64,734,926**	**(54,759,239)**	**197,034,805**
Accumulated Amortization				
Motor vehicles	(56,630,434)	(4,492,228)	41,013,671	(20,108,991)
Buildings	(15,871,095)	(69,395,041)	41,111,780	(44,154,356)
Total	**(72,501,529)**	**(73,887,270)**	**82,125,451**	**(64,263,347)**
Net Book Value	**114,557,589**	**–**	**–**	**132,771,458**

As of December 31, 2025, TRY 17,421,505 of the period's amortization expense has been recognized under general administrative expenses (Note 22), TRY 43,028,969 under marketing, sales, and distribution expenses (Note 23), TRY 5,773,985 (Note 24) under research and development expenses, and TRY 7,662,808 under the cost of sales (Note 21).

For the period ended 31 December 2024, the movement of right of use assets are as follows:

	1 January - 31 December 2024	Additions	1 January - 31 December 2024
Cost			
Motor vehicles	105,300,391	–	105,300,391
Buildings	80,059,873	1,698,854	81,758,727
Total	**185,360,264**	**1,698,854**	**187,059,118**
Accumulated Amortization			
Motor vehicles	(27,346,201)	(29,284,233)	(56,630,434)
Buildings	(8,034,865)	(7,836,230)	(15,871,095)
Total	**(35,381,066)**	**(37,120,463)**	**(72,501,529)**
Net Book Value	**149,979,198**	**(35,421,609)**	**114,557,589**

NOTE 15 – INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

As of 31 December 2025 and 2024, the details and summary financial information of associate accounted for using the equity method are as follows:

	31 December 2025	31 December 2024
Erkunt Sanayi Anonim Şirketi	**370,560,270**	1,219,714,020
Total	**370,560,270**	1,219,714,020

As of 31 December 2025, the current issued share capital of Erkunt Sanayi Anonim Şirketi is amounting to TRY 1,585,800,000 (31 December 2024: TRY 15,120,000).

The share of profit/(loss) of associate accounted for using the equity method is as follows:

	31 December 2025	31 December 2024
As of January, 1	**1,219,714,020**	1,366,578,803
Other comprehensive expense	**(5,635,111)**	(17,028,259)
Share of net loss	**(843,518,639)**	(129,836,524)
As of December, 31	**370,560,270**	1,219,714,020

NOTE 16 – PROVISIONS

As of December 31, 2025 and December 31, 2024, short-term provisions are as follows:

	31 December 2025	31 December 2024
Warranty provisions	**140,776,285**	130,944,548
Litigation reserve	**23,969,662**	14,764,204
Total	**164,745,947**	145,708,752

As of December 31, 2025 and December 31, 2025, details of warranty expense reserve is as follows:

	31 December 2025	31 December 2024
As of January, 1	**130,944,548**	173,513,834
Provisions made during the period	**40,736,390**	94,206,940
Provisions no longer required (-)	**–**	(60,350,671)
Monetary loss	**(30,904,653)**	(76,425,555)
As of December, 31	**140,776,285**	130,944,548

As of December 31, 2025 and December 31, 2025, details of litigation reserve is as follows:

	31 December 2025	31 December 2024
As of January, 1	**14,764,204**	8,984,771
Provisions made during the period	**12,690,006**	9,803,733
Monetary loss	**(3,484,548)**	(4,024,300)
As of December, 31	**23,969,662**	14,764,204

NOTE 17 – PROVISIONS FOR EMPLOYEE BENEFITS

Short term provisions for employee benefits

	31 December 2025	31 December 2024
Unused vacation	**22,970,168**	26,793,639
Total	**22,970,168**	26,793,639

The movement of short term provisions for employee benefits for the years ended 31 December 2025 and 31 December 2024 are as follows:

	31 December 2025	31 December 2024
As of January, 1	**26,793,639**	33,392,993
Period expense	**2,500,184**	4,206,656
Monetary loss	**(6,323,655)**	(10,806,010)
As of December, 31	**22,970,168**	26,793,639

Long term provisions for employee benefits

	31 December 2025	31 December 2024
Severance pay provision	**11,368,549**	25,619,076
Total	**11,368,549**	25,619,076

The movement of severance pay provision for the years ended 31 December 2025 and 2024 are as follows:

	31 December 2025	31 December 2024
As of January, 1	**25,619,076**	38,127,532
Service cost	**6,473,572**	5,387,956
Interest cost	**880,966**	796,702
Actuarial gain	**2,796,054**	9,674,493
Compensation paid (-)	**(18,354,677)**	(13,026,526)
Monetary loss	**(6,046,442)**	(15,341,081)
As of December, 31	**11,368,549**	25,619,076

Under the Turkish Legislations, the Company is required to pay termination benefits to each employee who has completed one year of service and whose employment is terminated without due cause, is called up for military service, dies or who retires after completing 25 years of service and reaches the retirement age (58 for women and 60 for men).

The amount payable consists of one month's salary limited to a maximum of full TRY 64,948.77 as of December 31, 2025 (December 31, 2024: full TRY 41,828.42) for each period of service.

In accordance with Turkish Labor Code, employment termination benefit is the present value of the total estimated provision for the liabilities of the personnel who may retire in the future, the provision made for present value of determined social relief is calculated by the prescribed liability method. All actuarial gains and losses are accounted in equity as other comprehensive income or loss.

TFRS require actuarial valuation methods to be developed to estimate the enterprise's obligation under defined benefit plans, The Company makes a calculation for the employment termination benefit by applying the prescribed liability method, by the experiences and by considering the personnel who become eligible for pension, this provision is calculated by expecting the present value of the future liability which will be paid for the retired personnel.

The principal assumption is that the maximum liability for each year of service will increase in line with inflation, Thus, the discount rate applied represents the expected real rate after adjusting for the anticipated effects of future inflation, As the maximum liability is revised semi-annually, the maximum amount of full TRY 53,920.00 (January 1, 2024: full TRY 46,655.43) which is effective from January 1, 2025 has been taken into consideration in calculating the reserve for employment termination benefits of the Company.

NOTE 18 – PAYABLES RELATED TO EMPLOYEE BENEFITS

As of 31 December 2025 and 2024 payables related to employee benefits comprised the followings:

	31 December 2025	31 December 2024
Debts to personnel	**52,395,151**	21,686,199
Social security deductions to be paid	**9,446,642**	11,220,774
Total	**61,841,793**	32,906,973

NOTE 19 – OTHER ASSETS AND LIABILITIES

As of December 31, 2025 and 2024, other current assets are as follows:

	31 December 2025	31 December 2024
VAT deductible	**409,513,973**	491,638,242
Personnel advances	**3,920,798**	2,583,061
Total	**413,434,771**	494,221,303

Other short-term liabilities as of December 31, 2025 and 2024 are as follows:

	31 December 2025	31 December 2024
Taxes and duties to be paid	**22,047,234**	141,587
Expense accruals	**7,258,571**	–
Total	**29,305,805**	141,587

NOTE 20 – EQUITY

As of 31 December 2025, the paid-in capital of the Company comprises of 1,740,000 shares issued (31 December 2024: 440,000 shares) of TRY 1 each (31 December 2024: TRY 1). There are no privileges rights provided to different shareholder Companys or individuals. The shareholder structure of the Company is as follows:

	31 December 2025		31 December 2024	
	Ownership Interest	Shares (%)	**Ownership Interest**	Shares (%)
Shareholders				
Mahindra&Mahindra LTD	**1,740,000,000**	100%	**440,000,000**	100%
Total	**1,740,000,000**	100%	**440,000,000**	100%
Inflation adjustment of capital	**2,654,426,047**		**3,119,877,373**	
Total	**4,394,426,047**		**3,559,877,373**	

The historical values and inflation adjustment effects of the following accounts under equity, in accordance with TFRS and VUK financial statements, as of December 31, 2025, are as follows:

31 December 2025 (TFRS)	**Historical Value**	Inflation Adjustment Effect	**Indexed Value**
Paid-in capital	**1,740,000,000**	2,654,426,047	**4,394,426,047**
Legal reserves	**3,442,629**	56,431,980	**59,874,609**

31 December 2025 (VUK)	**Historical Value**	Inflation Adjustment Effect	**Indexed Value**
Paid-in capital	**1,740,000,000**	2,285,304,379	**4,025,304,379**
Legal reserves	**3,442,629**	61,577,148	**65,019,777**

For the years ended 31 December 2025 and 31 December 2024, cost of sales comprised the following:

	1 January – 31 December 2025	1 January – 31 December 2024
Cost of goods sold	**(2,727,435,905)**	(4,745,026,575)
Cost of commercial goods sold	**(379,538,320)**	(586,386,728)
Personnel expenses	**(302,274,770)**	(315,562,556)
Depreciation expenses	**(91,704,461)**	(65,905,514)
Total	**(3,500,953,456)**	(5,712,881,373)

NOTE 21 – REVENUE AND COST OF SALES

For the periods 1 January - 31 December 2025 and 2024, gross profit as a result of revenues and cost of sales related operating are as follows:

	1 January – 31 December 2025	1 January – 31 December 2024
Domestic sales	**4,592,241,628**	7,413,249,006
International sales	**801,096,466**	719,338,334
Other sales	**34,065,293**	49,192,857
Gross sales	**5,427,403,387**	8,181,780,197
Sales returns	**(487,394,489)**	(269,731,509)
Sales discounts	**(731,902,207)**	(1,195,944,247)
Net Sales	**4,208,106,691**	6,716,104,441
Cost of sales	**(3,500,953,456)**	(5,712,881,373)
Gross profit	**707,153,235**	1,003,223,068

NOTE 22 – GENERAL ADMINISTRATIVE EXPENSES

For the years ended 31 December 2025 and 31 December 2024, administrative expenses comprised the following:

	1 January – 31 December 2025	1 January – 31 December 2024
Personnel expenses	**(170,463,056)**	(138,488,577)
External benefits and services	**(49,827,839)**	(73,825,840)
Amortization expenses	**(41,129,419)**	(36,747,716)
Private security service expenses	**(7,796,799)**	(7,964,535)
Other expenses	**(7,150,728)**	(7,893,677)
Total	**(276,367,841)**	(264,920,345)

NOTE 23 – MARKETING, SALES, AND DISTRIBUTION EXPENSES

For the years ended 31 December 2025 and 31 December 2024, selling, marketing and distribution expenses comprised the following:

	1 January – 31 December 2025	1 January – 31 December 2024
Personnel expenses	**(148,034,962)**	(139,760,742)
Warranty expenses	**(146,273,368)**	(234,664,978)
Amortization expenses	**(57,521,653)**	(34,496,423)
Transportation and freight expenses	**(52,517,564)**	(64,009,527)
Dealer meeting expenses	**(30,577,908)**	(19,242,062)
Fair, advertising and promotion expenses	**(26,791,765)**	(24,316,297)
External benefits and services	**(22,776,276)**	(123,320,540)
Sales incentive premiums	**(14,000,766)**	(29,848,095)
Travel and accommodation expenses	**(8,885,621)**	(8,552,812)
Other expenses	**(912,242)**	(10,476,216)
Total	**(508,292,125)**	(688,687,692)

NOTE 24 – RESEARCH AND DEVELOPMENT EXPENSES

For the years ended 31 December 2025 and 31 December 2024, research and development expenses comprised the following:

	1 January – 31 December 2025	1 January – 31 December 2024
Depreciation and amortization expenses	**(65,402,941)**	(63,041,345)
Project expenses (*)	**(11,582,479)**	(25,251,942)
External benefits and services	**(9,145,428)**	(9,138,608)
Personnel expenses	**(6,778,985)**	(5,443,952)
Other expenses	**(1,147,787)**	(2,551,147)
Total	**(94,057,620)**	(105,426,994)

(*) Project numbered 45 were closed before the R&D stages were completed.

NOTE 25 – EXPENSES BY NATURE

	1 January – 31 December 2025	1 January – 31 December 2024
Depreciation and amortization expenses		
Cost of sales	**(91,704,461)**	(65,905,514)
Selling, marketing and distribution expenses	**(57,521,653)**	(34,496,423)
Research and development expenses	**(65,402,941)**	(63,041,345)
General administrative expenses	**(41,129,419)**	(36,747,716)
Total	**(255,758,474)**	(200,190,998)

	1 January – 31 December 2025	1 January – 31 December 2024
Personnel expenses		
Cost of sales	**(302,274,770)**	(315,562,556)
General administrative expenses	**(170,463,056)**	(138,488,577)
Selling, marketing and distribution expenses	**(148,034,962)**	(139,760,742)
Research and development expenses	**(6,778,985)**	(5,443,952)
Total	**(627,551,773)**	(599,255,827)

NOTE 26 – OTHER OPERATING INCOME AND EXPENSES

For the years ended 31 December 2025 and 31 December 2024, other operating income comprised the following:

	1 January – 31 December 2025	1 January – 31 December 2024
Other ordinary income and profits	**98,471,939**	87,174,446
Exchange rate difference income	**67,042,371**	97,331,520
Provisions no longer relevant	**41,583,332**	63,598,974
Rediscount income	**–**	25,910,036
Total	**207,097,642**	274,014,976

For the years ended 31 December 2025 and 31 December 2024, other operating expenses comprised the following:

	1 January – 31 December 2025	1 January – 31 December 2024
Exchange rate difference expense	**(252,812,685)**	(241,919,280)
Provision expenses	**(57,298,696)**	(50,496,515)
Rediscount expense	**(19,305,692)**	(15,522,052)
Other	**(3,953,198)**	–
Total	**(333,370,271)**	(307,937,847)

NOTE 27 – FINANCE INCOME AND EXPENSES

For the years ended 31 December 2025 and 31 December 2024, finance income comprised the following:

	1 January – 31 December 2025	1 January – 31 December 2024
Derivatives profit	**13,191,967**	20,125,050
Interest income	**2,379,556**	7,238,591
Total	**15,571,523**	27,363,641

For the years ended 31 December 2025 and 31 December 2024, finance expense comprised the following:

	1 January – 31 December 2025	1 January – 31 December 2024
Interest expenses	**(178,124,425)**	(283,772,205)
Dealer guarantee letters	**(84,705,818)**	(143,401,661)
Commission expenses	**(5,257,923)**	(8,127,258)
Derivative instrument loss	**–**	(5,966,142)
Other expenses	**(3,387,432)**	(1,847,053)
Total	**(271,475,598)**	(443,114,319)

NOTE 28 – TAX ASSETS AND LIABILITIES

Turkish tax legislation does not permit a parent company and its subsidiaries to file a consolidated tax return. Therefore, tax liabilities, as reflected in these consolidated financial statements, have been calculated on a separate-entity basis. The corporation tax rate is 25% in Türkiye (December 31, 2024: 25%). Corporation tax rate is applied to net income of the companies after adjusting for certain disallowable expenses, exempt income and allowances.

Income tax expense for the years ended December 31 is as follows:

	1 January – 31 December 2025	1 January – 31 December 2024
Deferred tax (expense)/income	**66,240,474**	(83,510,290)
Tax expense	**66,240,474**	(83,510,290)

The Company recognizes deferred tax assets and liabilities based upon temporary differences arising between their statement of financial position accounts prepared in accordance with TAS/TFRS promulgated by POA Financial Reporting Standards and their statutory financial statements. These temporary differences usually result from the recognition of revenue and expenses in different reporting periods for TAS/TFRS and Tax Laws.

The breakdown of cumulative temporary differences and the resulting deferred tax assets/liabilities provided using principal tax rates is as follows:

	31 December 2025 (Assets)/Liabilities	31 December 2024 (Assets)/Liabilities
Inventories	**(33,651,642)**	(84,857,266)
Tangible and intangible fixed assets	**(56,176,204)**	(8,909,760)
Credit effective interest provision	**(1,690,951)**	3,227,809
Doubtful receivable provision	**556,234**	753,367
Warranty expense provision	**35,194,071**	(1,154,884)
Litigation provision	**5,992,415**	3,691,051
Leave provision	**5,742,542**	6,698,410
Gratuity provision	**2,842,137**	4,596,280
Right of use assets	**(33,192,864)**	(28,639,397)
Leasing liabilities	**17,431,120**	14,519,302
Receivable and payable rediscounts	**(7,264,004)**	(15,825,441)
Deferred income	**7,862,378**	–
Trade receivables and payables	**50,696,565**	–
Advances from customers	**(115,218,982)**	–
Cash and cash equivalents	**76,896,962**	–
Other	**5,460,387**	441,205
Deferred tax (assets)/liabilities, net	**(38,519,836)**	(105,459,324)

For the years 31 December, the deferred tax asset/liability movement is as follows:

	31 December 2025	31 December 2024
As of January, 1	**(105,459,324)**	(24,056,173)
Deferred tax income recognized directly in the equity	**699,014**	2,107,139
Deferred tax income recognized in statement of profit or loss	**66,240,474**	(83,510,290)
As of December, 31	**(38,519,836)**	(105,459,324)

NOTE 29 – EXPLANATIONS REGARDING NET MONETARY POSITION GAINS/(LOSES)

Non-monetary items	31 December 2025	31 December 2024
Statement of financial position items	**(755,063,838)**	(413,990,833)
Property, plant, and equipment	**66,993,864**	27,879,529
Intangible assets	**32,577,617**	(43,115,386)
Inventories	**(247,107,193)**	195,916,628
Order advances given	**–**	12,468,528
Prepaid expenses	**13,857,148**	1,584,694
Deferred income	**(20,623,194)**	(19,063,274)
Paid-in capital	**(320,474,919)**	(255,588,991)
Restricted reserves	**(1,535,480)**	(1,999,768)
Right of use assets	**22,153,534**	16,029,932
Investments accounted for using the equity method	**373,728,427**	89,349,090
Deferred tax liabilities	**(24,889,802)**	14,902,577
Other accumulated comprehensive income and expense not to be reclassified to profit or loss	**26,876,192**	21,033,786
Retained earnings	**(676,620,032)**	(473,388,178)
Profit or loss statement items	**146,546,700**	651,952,692
Revenue	**(427,021,959)**	(848,306,822)
Cost of sales	**349,567,433**	1,173,702,399
Research and development expenses	**58,045,021**	73,173,369
Marketing expenses	**85,963,565**	131,882,993
General and administrative expenses	**46,431,617**	74,456,878
Other income/expenses from operating activities	**14,080,658**	7,591,019
Finance income/expenses	**19,480,365**	39,452,856
Net Monetary Position Gains/(Losses)	**(608,517,138)**	237,961,859

NOTE 30 – EARNINGS/(LOSS) PER SHARE

Earnings per share disclosed in the consolidated statements of income are determined by dividing the net income per share by the weighted average number of shares that have been outstanding during the year.

The Companies can increase their share capital by making a pro-rata distribution of shares ("bonus shares") to existing shareholders from retained earnings. In earnings per share calculation, this bonus share issuance is accepted as shares issued. Hence, weighted average stock share, which is used in the calculation of earnings per share, is acquired by retrospective application of bonus share issue.

Earnings per share are as follows:

	31 December 2025	31 December 2024
Average number of shares outstanding during the period (full value)	**1,740,000**	12,000
Net profit attributable to parent company shareholders	**(2,026,954,769)**	(480,870,466)
Earnings per share	**(1,165)**	(40,073)

NOTE 31 – FINANCIAL INSTRUMENTS AND FINANCIAL RISK MANAGEMENT

Financial risk management

The Company has exposure to the following risks from its operations:

- Credit risk
- Liquidity risk
- Market risk
- Operational risk

Financial risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors has established the risk management committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the board of directors on its activities.

The Company's risk management policies are established to identify and analyze the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and

procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Company audit committee oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company. The Company audit committee is assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers and investments in debt securities. The carrying amounts of financial assets and contract assets represents the maximum credit exposure. Financial instruments that could cause the Company to considerably increase credit risk are mainly cash and commercial receivables. The Company has cash and cash equivalents in various financial institutions. The Company manages this risk by limiting transactions with financial institutions and by constantly evaluating the reliability of such institutions. Credit risk that may arise from trade receivables is limited by the fact that the Company management limits the amount of credit applied to customers. Trade receivables are assessed by considering their past experiences and current economic situation in the Company management and are presented as net in the balance sheet after the provision for doubtful receivables is settled (Note 6).

	Receivables				
	Trade receivables		Other receivables		
31 December 2025	**Related party**	**Other**	**Related party**	**Other**	**Deposits on banks**
Exposure to maximum credit risk as at reporting date (A +B+C+D)	19,596,414	921,766,177	–	56,166,882	20,922,106
- The part of maximum risk under guarantee with collateral	–	603,487,404	–	–	–
A. Net carrying value of financial assets which are neither impaired nor overdue	19,596,414	921,766,177	–	56,166,882	20,922,106
B. Net carrying value of financial assets that are restructured. otherwise which will be regarded as overdue or impaired	–	–	–	–	–
C. Net carrying value of financial assets which are overdue but not impaired	–	–	–	–	–
Covered portion of net book value (with letter of guarantee etc.)	–	–	–	–	–
D. Net carrying value of financial assets which are impaired	–	–	–	–	–
- Past due (gross book value)	–	–	–	–	–
- Impairment (-)	–	–	–	–	–
- Covered portion of net book value (with letter of guarantee etc.)	–	–	–	–	–
Impairment (-)	–	–	–	–	–
E. Off balance sheet items with credit risks	–	–	–	–	–

	Receivables				
	Trade receivables		Other receivables		
31 December 2024	**Related party**	**Other**	**Related party**	**Other**	**Deposits on banks**
Exposure to maximum credit risk as at reporting date (A +B+C+D)	15,108,522	1,201,556,745	–	53,449,635	51,456,604
- The part of maximum risk under guarantee with collateral	–	1,000,246,450	–	–	–
A. Net carrying value of financial assets which are neither impaired nor overdue	15,108,522	1,201,556,745	–	53,449,635	51,456,604
B. Net carrying value of financial assets that are restructured. otherwise which will be regarded as overdue or impaired	–	–	–	–	–
C. Net carrying value of financial assets which are overdue but not impaired	–	–	–	–	–
Covered portion of net book value (with letter of guarantee etc.)	–	–	–	–	–
D. Net carrying value of financial assets which are impaired	–	–	–	–	–
- Past due (gross book value)	–	–	–	–	–
- Impairment (-)	–	–	–	–	–
- Covered portion of net book value (with letter of guarantee etc.)	–	–	–	–	–
Impairment (-)	–	–	–	–	–
E. Off balance sheet items with credit risks	–	–	–	–	–

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

As of 31 December 2025, the monetary liabilities of the Company according to their remaining maturities are as follows:

31 December 2025	Book value	Contractual cash outflows	Less than 3 months	3 - 12 months	1 - 5 years	More than 5 years
Bank loans	254,147,537	269,937,500	149,850,000	120,087,500	–	–
Lease liabilities	69,724,482	148,508,662	–	22,607	135,296,015	13,190,040
Trade payables	767,308,853	767,308,853	767,308,853	–	–	–
Other payables	2,233,134	2,233,134	2,233,134	–	–	–
Short-term provisions	187,716,115	187,716,115	187,716,115	–	–	–
Other short-term liabilities	29,305,805	29,305,805	29,305,805	–	–	–
Long-term provisions	11,368,549	11,368,549	–	–	11,368,549	–
Total	**1,321,804,475**	**1,416,378,618**	**1,136,413,907**	**120,110,107**	**146,664,564**	**13,190,040**

As of 31 December 2024, the monetary liabilities of the Company according to their remaining maturities are as follows:

31 December 2024	Book value	Contractual cash outflows	Less than 3 months	3 - 12 months	1 - 5 years	More than 5 years
Bank loans	828,582,089	829,173,068	231,350,447	597,822,621	–	–
Lease liabilities	58,077,206	234,446,732	13,110,550	38,106,699	129,833,352	53,396,131
Trade payables	1,128,031,794	1,128,031,794	1,128,031,794	–	–	–
Other payables	32,214,335	32,214,335	32,214,335	–	–	–
Short-term provisions	172,502,391	172,502,391	172,502,391	–	–	–
Other short-term liabilities	141,587	141,587	141,587	–	–	–
Long-term provisions	25,619,076	25,619,076	–	–	25,619,076	–
Total	**2,245,168,478**	**2,422,128,983**	**1,577,351,104**	**635,929,320**	**155,452,428**	**53,396,131**

Operational risk

Operational risk is the direct or indirect loss arising from a wide variety of factors related to the Company's processes, employees, technology and infrastructure, and external factors such as legal and regulatory requirements outside the credit risk, market risk and liquidity risk, and generally accepted standards for legal entity Risk, Operational risks arise from all Company activities.

The Company's objective is to manage operational risk so as to balance the avoidance of financial losses. In this context, the following company procedures and internal control issues have been identified:

- requirements for appropriate segregation of duties, including the independent authorization of transactions
- requirements for the reconciliation and monitoring of transactions compliance with regulatory and other legal requirements
- documentation of controls and procedures
- requirements for the periodic assessment of operational risks faced, and the adequacy of controls and procedures to address the risks identified
- requirements for the reporting of operational losses and proposed remedial action
- development of contingency plans
- training and professional development
- ethical and business standards
- risk mitigation, including insurance where this is effective.

Capital risk management

The Company manages its capital to ensure that the Company will be able to continue as a going concern while maximizing its profit and market value through the optimization of the debt and equity balance.

	31 December 2025	31 December 2024
Borrowings	**254,147,537**	828,582,089
Lease liabilities	**69,724,482**	58,077,206
Less: Cash and cash equivalents	**50,638,495**	143,522,691
Net debt	**273,233,524**	743,136,604
Total equity	**2,527,354,222**	3,727,492,469
Share capital	**2,800,587,746**	4,470,629,073
Net liabilities/Share capital	**0.10**	0.17

Market risk

Market risk is the risk that changes in market prices, interest rates and equity prices will affect the Company's income or the value of its holdings of financial instruments. The Company is subject to the risk of interest rate fluctuations to the extent that interest-earning assets and interest-bearing liabilities mature or reprise at different times or in differing amounts.

Currency risk

Transactions in foreign currency cause the risk of exchange. The exchange rate risk is managed by forward foreign exchange purchase/sale contracts based on approved policies.

Assets and liabilities in foreign currencies of the Company as of 31 December 2025 and 31 December 2024 are as follows:

	31 December 2025				
	TRY Equivalent	**USD**	**EUR**	**GPB**	**JPY**
1. Trade Receivables	135,292,731	876,884	1,945,215	(1,650)	–
2. Monetary Financial Assets	647,045	1,103	11,597	290	–
3. Current Assets(1+2)	**135,939,776**	**877,987**	**1,956,812**	**(1,360)**	**–**
4. Total Assets (3)	**135,939,776**	**877,987**	**1,956,812**	**(1,360)**	**–**
5. Trade Payables	184,136,570	3,351,651	799,131	6,046	2,444,406
6. Financial Liabilities	–	–	–	–	–
7. Other	–	–	–	–	–
8. Short-Term Liabilities (5+6+7)	**184,136,570**	**3,351,651**	**799,131**	**6,046**	**2,444,406**
9. Total Liabilities (8)	**184,136,570**	**3,351,651**	**799,131**	**6,046**	**2,444,406**
Total (4+9)	**(49,196,836)**	**(2,473,666)**	**1,157,681**	**(7,406)**	**(2,444,406)**

	31 December 2024			
	TRY Equivalent	**USD**	**EUR**	**GPB**
1. Trade Receivables	107,906,168	805,917	1,470,100	–
2. Monetary Financial Assets	2,203,931	46,850	382	382
3. Current Assets(1+2)	**110,110,099**	**852,767**	**1,470,482**	**382**
4. Total Assets (3)	**110,110,099**	**852,767**	**1,470,482**	**382**
5. Trade Payables	417,560,131	8,294,310	710,944	6,046
6. Financial Liabilities	331,785,586	–	6,900,000	–
7. Other	4,610,864	–	95,890	–
8. Short-Term Liabilities (5+6+7)	**753,956,581**	**8,294,310**	**7,706,834**	**6,046**
9. Total Liabilities (8)	**753,956,581**	**8,294,310**	**7,706,834**	**6,046**
Total (4+9)	**(643,846,482)**	**(7,441,543)**	**(6,236,352)**	**(5,664)**

	Exchange Rate Sensitivity Analysis 2025 Profit/(Loss)	
	Appreciation of foreign currency	**Depreciation of foreign currency**
10% appreciation/depreciation of USD against TRY		
1-USD net asset/liability	(10,624,465)	10,624,465
2-Portion of hedged for USD (-)	–	–
3-Net effect of USD (1+2)	**(10,624,465)**	**10,624,465**
10% appreciation/depreciation of EUR against TRY		
4- EUR net asset/liability	5,814,263	(5,814,263)
5- Portion of hedged for EUR (-)	–	–
6- Net effect of EUR (4+5)	**5,814,263**	**(5,814,263)**
10% appreciation/depreciation of GBP against TRY		
7- Other currencies net asset/liability	(42,774)	42,774
8- Portion of hedged for other currencies (-)	–	–
9- Net effect of other currencies (7+8)	**(42,774)**	**42,774**
10% appreciation/depreciation of JPY against TRY		
10- Other currencies net asset/liability	66,708	(66,708)
11- Portion of hedged for other currencies (-)	–	–
12- Net effect of other currencies (10+11)	**66,708**	**(66,708)**
Total (3+6+9)	**(4,786,268)**	**4,786,268**

	Exchange Rate Sensitivity Analysis 2024 Profit/(Loss)	
	Appreciation of foreign currency	**Depreciation of foreign currency**
10% appreciation/depreciation of USD against TRY		
1-USD net asset/liability	(343,644,551)	343,644,551
2-Portion of hedged for USD (-)	–	–
3-Net effect of USD (1+2)	**(343,644,551)**	**343,644,551**
10% appreciation/depreciation of EUR against TRY		
4- EUR net asset/liability	(299,874,172)	299,874,172
5- Portion of hedged for EUR (-)	–	–
6- Net effect of EUR (4+5)	**(299,874,172)**	**299,874,172**
10% appreciation/depreciation of GBP against TRY		
7- Other currencies net asset/liability	(327,758)	327,758
8- Portion of hedged for other currencies (-)	–	–
9- Net effect of other currencies (7+8)	**(327,758)**	**327,758**
Total (3+6+9)	**(643,846,481)**	**643,846,482**

NOTE 32 - FEES FOR SERVICES RECEIVED FROM INDEPENDENT AUDIT FIRMS

The Company's explanation regarding the fees for the services received from the independent audit firms, calculated based on purchasing power parity as of December 31, 2025, which is based on the letter of POA dated August 19, 2021, the preparation principles of which are based on the Board Decision published in the Official Gazette on March 30, 2021, are as follows:

	31 December 2025	31 December 2024
Audit and assurance fee	1,770,000	654,462
Total	1,770,000	654,462

NOTE 33 – EVENTS AFTER BALANCE SHEET DATE

None.

INDEPENDENT AUDITOR'S REPORT

TO THE GENERAL ASSEMBLY OF
ERKUNT SANAYI ANONIM ŞIRKETI,

A) Audit of the Financial Statements

1) Our Opinion

We have audited the accompanying financial statements of Erkunt Sanayii Anonim Şirketi (the "Company"), which comprise the statement of financial position as at 31 December 2025, the statement of profit or loss, the statement of other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended and notes to the financial statements comprising a summary of significant accounting policies.

In our opinion, the financial statements present fairly, in all material respects, the financial position of the Company as of 31 December 2025, and its financial performance and its cash flows for the year then ended in accordance with Turkish Financial Reporting Standards ("TFRS").

2) Basis for Opinion

Our audit was conducted in accordance with the Standards on Independent Auditing (the "ISA") that are part of Turkish Standards on Auditing adopted within issued by the Public Oversight Accounting and Auditing Standards Authority (the "POA"). Our responsibilities under these standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We hereby declare that we are independent of the Company in accordance with the Ethical Rules for Independent Auditors (including Independence Standards) (the "Ethical Rules") the ethical requirements regarding independent audit in regulations issued by the POA; and other relevant legislation are relevant to our audit of the financial statements. We have also fulfilled our other ethical responsibilities in accordance with the Ethical Rules and regulations. We believe that the audit evidence we have obtained during the independent audit provides a sufficient and appropriate basis for our opinion.

3) Key Audit Matters

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

Key audit matters	
Revenue Recognition	**How the key audit matter was addressed in the audit**
The company's revenue consists of amounts generated from the sale of casting and machining of gray and nodular parts mainly for tractor and construction vehicles both domestically and internationally. In 2025, the company's net revenue from these activities amounted to 3,980,719,053 TRY. We have focused on this issue during our audit procedures for the following reasons: • It being one of the most important performance measurement criteria for evaluating the strategies implemented and the results achieved during the year. The information regarding the company's accounting policies is disclosed in Note 2.	The audit procedures we applied regarding the revenue recognition are summarized below: • It was assessed whether the accounting policies applied by the company for revenue recognition follow TFRS 15, "Revenue from Contracts with Customers" standard. • The processes implemented by the company for revenue recognition were understood. • For auditing revenue, invoice tests were conducted using a sampling method, and the accuracy of these invoices was cross-checked with delivery notes and payments received from customers. • A reconciliation was sent to the company's customers using a sampling method. As a result of the work done on revenue recognition, we did not identify any significant findings.

Key audit matters	
Application of TAS 29 – "Financial Reporting in Hyperinflationary Economies"	**How the key audit matter was addressed in the audit**
As disclosed in Note 2.5, the Company applied TAS 29 "Financial reporting in hyperinflationary economies ("TAS 29") in its financial statements as of and for the year ended 31 December 2025. TAS 29 requires financial statements to be restated into the current purchasing power at the end of the reporting period. Therefore, transactions in 2025 and non- monetary balances at the end of the period were restated to reflect a price index that is current at the balance sheet date as of 31 December 2025. The implementation of TAS 29 leads to a change in several of the Company's control activities pervasively related to financial reporting. Applying TAS 29 results in significant changes to financial statement items included in the Company's financial statements as of and for the year ending 31 December 2025, including statement of financial position, statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flow. In addition, considering the additional effort required to perform the audit of the application of TAS 29, we identified the application of TAS 29 as a key audit matter.	We performed the following audit procedures in relation to the application of TAS 29: • Understanding and evaluating the process and controls related to application of TAS 29 designed and implemented by management, • Obtaining detailed lists of non-monetary items and testing original entry dates and amounts on a sample basis, • Verifying whether management's determination of monetary and non-monetary items follows TAS 29, • Verifying the general price index rates used in calculations correspond with the coefficients in the "Consumer Price Index in Turkey" published by the Turkish Statistical Institute, • Testing the mathematical accuracy of non-monetary items, statement of profit or loss, and cash flow statement adjusted for inflation effects, Evaluating the adequacy of disclosures related to the application of TAS 29 in the notes to the financial statements in accordance with TFRS.

4) Responsibilities of Management and those Charged with Governance for the Financial Statements

The Company management is responsible for the preparation and fair presentation of the financial statements in accordance with TFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Company's financial reporting process.

5) Auditor's Responsibilities for the Audit of the Financial Statements

The responsibilities of independent auditors in an independent audit are as follows:

Our aim is to obtain reasonable assurance about whether the financial statements are free from material misstatement, whether due to fraud or error, and to issue an independent auditor's report that includes our opinion. Reasonable assurance expressed as a result of an independent audit conducted in accordance with SIA is a high level of assurance but does not guarantee that a material mistake will always be detected. Misstatements can arise from fraud or error. Misstatements are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these financial statements.

As part of an independent audit conducted in accordance with ISA, we exercise professional judgment and maintain professional skepticism throughout the audit. We are also:

- Identify and assess the risks of material misstatement in the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material mistake resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Assess the internal control relevant to the audit to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our independent auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

6) Other Responsibilities Arising from Regulatory Requirements

No matter has come to our attention that is significant according to subparagraph 4 of Article 402 of Turkish Commercial Code ("TCC") No. 6102 and that causes us to believe that the Company's bookkeeping activities concerning the period from 1 January to 31 December 2025 period are not in compliance with the TCC and provisions of the Company's articles of association related to financial reporting.

In accordance with subparagraph 4 of Article 402 of the TCC, the Board of Directors submitted the necessary explanations to us and provided the documents required within the context of our audit.

The responsible auditor who conducted and concluded this independent audit is Beşir Acar.

Ankara, 14 May 2026

Eren Bağımsız Denetim Anonim Şirketi

(A member firm of Grant Thornton International)

Beşir ACAR

Partner

ERKUNT SANAYİ ANONİM ŞİRKETİ
STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2025

(All amounts are expressed in Turkish Lira ("TL") unless otherwise stated.)

(The information provided only for comparison purposes is expressed in purchasing power as of 31 December 2025.)

	Note	**Audited December 31, 2025**	Audited December 31, 2024
ASSETS			
Current Assets			
Cash and cash equivalents	3	**30.251.714**	117.033.950
Trade receivables		**795.487.205**	836.676.032
- Trade receivables from related parties	*5*	**55.760.072**	102.204.078
- Trade receivables from third parties	*6*	**739.727.133**	734.471.954
Other receivables		**43.071.453**	57.829.411
- Other receivables from third parties	*7*	**43.071.453**	57.829.411
Inventories	8	**620.431.581**	761.387.793
Prepaid expense	9	**50.015.853**	79.347.610
Other current assets	*20*	**138.975.493**	90.153.395
Derivative financial instruments	21	**–**	20.517.560
Total Current Assets		**1.678.233.299**	1.962.945.751
Non-current Assets			
Other receivables		**6.195.478**	4.518.369
- Other receivables from third parties	*7*	**6.195.478**	4.518.369
Financial investments accounted by equity method	12	**304.735.257**	264.227.694
Investment properties	16	**9.951.266**	5.877.384
Property, plant and equipment	*13*	**849.772.830**	1.045.317.099
Right of use of assets	15	**316.374.070**	369.569.725
Intangible assets	14	**74.601.664**	73.411.638
Prepaid expenses	9	**74.924.961**	16.695.539
Deferred tax assets	31	**43.813.739**	29.604.445
Total Non-current Assets		**1.680.369.265**	1.809.221.893
TOTAL ASSETS		**3.358.602.564**	3.772.167.644

The accompanying notes are an integral part of these financial statements.

ERKUNT SANAYİ ANONİM ŞİRKETİ
STATEMENT OF FINANCIAL POSITION AS AT 31 DECEMBER 2025

(All amounts are expressed in Turkish Lira ("TL") unless otherwise stated.)
(The information provided only for comparison purposes is expressed in purchasing power as of 31 December 2025.)

	Note	**Audited December 31, 2025**	Audited December 31, 2024
LIABILITIES			
Short-term Liabilities			
Short-term borrowings	4	**769.986.982**	560.685.088
Short-term portions of long-term borrowings	4	**62.091.056**	17.771.236
Trade payables		**933.529.714**	918.140.340
- Trade payables to related parties	*5*	**25.924.701**	13.434.190
- Trade payables to third parties	*6*	**907.605.013**	904.706.150
Liabilities related to the employee benefits	19	**85.681.696**	70.348.781
Deferred revenue	10	**6.491.638**	1.817.265
Short-term provisions		**153.573.956**	84.365.613
- Provisions related to the employee benefits	*18*	**142.010.415**	73.283.346
- Other short term provisions	*17*	**11.563.541**	11.082.267
Derivative instruments for hedging purposes	*21*	**15.742.971**	–
Other short-term liabilities	20	**15.575.609**	63.608.923
Total Short-term Liabilities		**2.042.673.622**	1.716.737.246
Long-term Liabilities			
Long-term borrowings	4	**91.336.538**	86.133.147
Other payables		**8.524**	11.159
- Other payables to related parties	*5*	**8.524**	11.159
Long-term provisions		**165.840.250**	208.922.474
- Provisions related to the employee benefits	*18*	**165.840.250**	208.922.474
Total Long-term Liabilities		**257.185.312**	295.066.780
Total Liabilities		**2.299.858.934**	2.011.804.026
EQUITY			
Paid-in share capital	*22*	**1.585.800.000**	15.120.000
Inflation adjustment of capital	*22*	**932.702.052**	438.153.197
Accumulated other comprehensive expense that will not be reclassified through profit or loss		**(259.566.975)**	(243.466.658)
- Remeasurement of the defined benefit liability	22	**(259.566.975)**	(243.466.658)
Legal reserves	22	**305.338.745**	318.161.424
Accumulated gains/(losses)	22	**772.628.682**	1.603.357.150
Loss/profit) for the period		**(2.278.158.874)**	(370.961.495)
Total Equity		**1.058.743.630**	1.760.363.618
Total Equity and Liabilities		**3.358.602.564**	3.772.167.644

The accompanying notes are an integral part of these financial statements

ERKUNT SANAYİ ANONİM ŞİRKETİ
STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME PERIOD ENDED 31 DECEMBER 2025

(All amounts are expressed in Turkish Lira ("TL") unless otherwise stated.)

(The information provided only for comparison purposes is expressed in purchasing power as of 31 December 2025.)

	Notes	**Audited January 1-December 31, 2025**	Audited January 1-December 31, 2024
PROFIT OR LOSS			
Revenue	23	**3.890.719.053**	4.778.763.435
Cost of sales (-)	23	**(4.569.869.921)**	(4.922.420.297)
Gross Profit from Business Operations		**(679.150.868)**	(143.656.862)
General administrative expenses (-)	24	**(310.705.212)**	(246.406.481)
Sales, marketing and distribution expenses (-)	25	**(56.760.085)**	(61.647.907)
Research and development expenses (-)	26	**(33.041.279)**	(47.652.156)
Other income from operating activities	28	**322.635.171**	302.295.768
Other expenses from operating activities (-)	28	**(533.607.482)**	(209.487.356)
(Loss)/Profit from Operating Activities		**(1.290.629.755)**	(406.554.994)
Income from investing activities	29	**–**	23.674.632
Share of profit/loss of investments accounted for using equity method	12	**54.691.409**	40.768.370
(Loss)/Profit from Operating Activities Before Financial Expense		**(1.235.938.346)**	(342.111.992)
Finance income	30	**38.420.935**	4.422.081
Finance expenses (-)	30	**(293.425.839)**	(109.461.723)
Monetary gain/loss (-)	33	**(796.058.145)**	171.632.230
(Loss)/Profit Before Tax		**(2.287.001.395)**	(275.519.404)
Tax (Expense)/Income			
- Deferred tax income	31	**8.842.521**	(95.442.091)
(Loss)/Profit for the Period		**(2.278.158.874)**	(370.961.495)
OTHER COMPREHENSIVE INCOME			
That will not be reclassified through profit or loss			
- Defined benefit plans remeasurement losses	18	**(21.467.090)**	(64.869.561)
- Deferred tax income/expense)	31	**5.366.773**	16.217.391
Total Other Comprehensive Loss		**(16.100.317)**	(48.652.170)
Total Comprehensive Income		**(2.294.259.190)**	(419.613.665)

The accompanying notes are an integral part of these financial statements.

ERKUNT SANAYİ ANONİM ŞİRKETİ
STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2025

(All amounts are expressed in Turkish Lira ("TL") unless otherwise stated.)

(The information provided only for comparison purposes is expressed in purchasing power as of 31 December 2025.)

			Other accumulated comprehensive income and expenses not to be reclassified in profit or loss		Retained (Losses)/earning		
	Paid-in capital	Capital adjustment differences	Revaluation and measuring gain/(loss) from defined benefit plans	Legal reserves	Retained earnings	Net (loss)/profit for the period	Total equity
Balance as of 1 January 2024	**15.120.000**	**438.153.197**	**(194.814.488)**	**318.161.424**	**1.627.916.187**	**(24.559.037)**	**2.179.977.283**
Transfers	–	–			(24.559.037)	24.559.037	–
Total comprehensive income	–	–	(48.652.170)	–	–	(370.961.495)	(419.613.665)
Net profit for the period	–	–	–	–	–	(370.961.495)	(370.961.495)
Other comprehensive income	–	–	(48.652.170)	–	–	–	(48.652.170)
Balance as of 31 December 2024	**15.120.000**	**438.153.197**	**(243.466.658)**	**318.161.424**	**1.603.357.150**	**(370.961.495)**	**1.760.363.618**
Balance as of 1 January 2025	**15.120.000**	**438.153.197**	**(243.466.658)**	**318.161.424**	**1.603.357.150**	**(370.961.495)**	**1.760.363.618**
Transfers	–	–	–	–	(370.961.495)	370.961.495	–
Capital increase	1.570.680.000	494.548.855	–	(12.822.679)	(459.766.973)	–	1.592.639.203
Total comprehensive income	–	–	(16.100.317)	–	–	(2.278.158.874)	(2.294.259.192)
Net profit for the period	–	–	–	–	–	(2.278.158.874)	(2.278.158.874)
Other comprehensive income	–	–	(16.100.317)	–	–	–	(16.100.317)
Balance as of 31 December 2025	**1.585.800.000**	**932.702.052**	**(259.566.975)**	**305.338.745**	**772.628.682**	**(2.278.158.874)**	**1.058.743.630**

The accompanying notes are an integral part of these financial statements.

ERKUNT SANAYİ ANONİM ŞİRKETİ
CASH FLOW FOR THE PERIOD OF 1 JANUARY- 31 DECEMBER 2025

(All amounts are expressed in Turkish Lira ("TL") unless otherwise stated.)

(The information provided only for comparison purposes is expressed in purchasing power as of 31 December 2025.)

	Note	**Audited January 1- December 31, 2025**	Audited January 1- December 31, 2024
A. CASH FLOWS ARISING FROM OPERATING ACTIVITIES		**(986.892.263)**	(95.608.488)
(Loss)/Profit for the Period		**(2.278.158.874)**	(370.961.495)
Adjustments Regarding Net (Loss)/Profit Reconciliation for the Period:		**1.370.870.207**	256.525.548
Adjustment of depreciation and amortization	13	**650.584.464**	383.500.909
Adjustments related to provisions		**269.269.455**	118.039.765
- Adjustment of provisions for employee benefits	18	**267.215.098**	110.201.342
- Adjustment of decrease in value of trade receivables	6	**(1.153.268)**	2.187.440
- Adjustments for (reversal of) provisions for lawsuits	17	**3.207.625**	5.650.983
Adjustments related to (profit)/loss on investment accounted through equity method	12	**(49.292.563)**	(40.768.370)
Adjustments regarding tax (income)/expense	31	**(8.842.521)**	95.442.090
Adjustments to unrealized foreign currency translation		**31.418.114**	1.304.481
Interest expense	30	**56.364.036**	17.771.236
Adjustments related to monetary loss and profit	33	**421.369.223**	(318.764.564)
Changes in Working Capital		**115.339.458**	116.353.757
Change in trade receivables	6	**(149.846.587)**	206.396.539
Change in inventories	8	**140.956.212**	88.561.282
Change in trade payables	6	**232.082.692**	(94.505.939)
Change in employee benefits		**31.936.162**	(13.357.645)
Change in prepaid expenses	9	**(40.137.982)**	(18.742.722)
Change in other assets regarding operating activities		**(70.099.493)**	(35.194.481)
Change in other liabilities regarding operating activities		**(33.020.763)**	69.601.418
Change in deferred income	31	**5.103.272**	(76.271.987)
Changes in operating activities of other receivables		**(1.634.055)**	(10.132.708)
Net Cash Provided from Operating Activities		**(791.949.209)**	1.917.810
Taxes paid		**–**	(27.264.402)
Payments made within the scope of provisions for employment benefits	18	**(203.617.264)**	(83.403.486)
Dividends received		**8.785.000**	13.141.590
Payments related to other provisions		**(110.790)**	–
B. CASH FLOWS FROM INVESTING ACTIVITIES		**(455.782.004)**	(236.461.781)
Gains from sale of property, plant and equipment and intangible assets	13	**14.705.523**	482.108.825
Losses from acquisition of property, plant and equipment and intangible assets	13	**(470.487.527)**	(714.608.643)
Cash advances and payables given		**–**	(3.961.963)
C. CASH FLOWS FROM FINANCING ACTIVITIES		**1.386.826.966**	408.101.761
Cash inflows from loans	4	**1.211.911.029**	664.174.204
Repayment of borrowings	4	**(923.174.411)**	(256.072.443)
Cash inflows from capital increases		**1.098.090.348**	–
NET INCREASE OF CASH AND CASH EQUIVALENTS		**(55.847.301)**	76.031.492
EFFECTS OF INFLATION ON CASH		**(30.934.935)**	(43.174.481)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE PERIOD	3	**117.033.950**	84.176.939
CASH AND CASH EQUIVALENTS AT THE END OF THE PERIOD	3	**30.251.714**	117.033.950

The accompanying notes are an integral part of this financial statement.

NOTES TO THE FINANCIAL STATEMENTS
AS AT AND FOR THE YEAR ENDED 31 DECEMBER 2025

(All amounts are expressed in Turkish Lira ("TL") unless otherwise stated.)
(The information provided only for comparison purposes is expressed in purchasing power as of 31 December 2025.)

1. ORGANIZATION AND OPERATION OF COMPANY

Erkunt Sanayi A.Ş. ("Company") was established in 1961 and its main business involves the production and trade of all kinds of parts, processed parts, and main products based on casting technology for automotive, tractor, and construction machinery.

The company has its headquarters in Etimesgut, Ankara, and owns two facilities: Foundry-1 and Machining-1. In addition, the company has Foundry-2, which was established in 1996, and Machining-2, which began operation in 2008, both located in the Sincan Ankara ASO Organized Industrial Zone.

As of December 31, 2024, the company's capital is 15.120.000 TRY, consisting of 1.512.000.000 bearer shares, each with a value of 0.01 TRY. A capital increase was made in 2025 and, as of December 31, 2025, the company's capital is 1.585.800.000 TRY, consisting of 158.580.000.000 bearer shares, each with a value of 0.01 TRY.

The company's capital structure as of December 31, 2025, and 2024 is as follows:

Shareholder	**Amount**	Share (%)	Amount	Share (%)
Mahindra Overseas Investment Company	**1.189.645.940**	75.02%	9.633.788	64.72%
Erkunt Traktör Sanayi Anonim Şirketi	**381.006.899**	24.03%	5.288.795	34.98%
Diğer	**15.147.161**	0.96%	197.417	1.31%
Total	**1.585.800.000**	100	15.120.000	100

As of December 31, 2025, the company has 1,159 employees. (December 31, 2024: 1,132 employees)

The financial statements for the period from January 1 to December 31, 2025, were approved at the Board of Directors meeting on April 30, 2026. The financial statements will become final once they are approved at the General Assembly

2. BASIS FOR PRESENTATION OF FINANCIAL STATEMENTS

2.1 Basis of presentation

Financial reporting standards applied and declaration of conformity

The Company operating in Türkiye keep and prepare their legal books and financial statements in accordance with the accounting principles set out in the Turkish Commercial Code (TCC) No. 6102 and the tax legislation.

Companies that are subject to independent audits in Türkiye prepare their financial statements in accordance with the TCC and the Turkish Accounting Standards ("TAS") put into effect by the Public Oversight Accounting and Auditing Standards Authority ("POA").

The financial statements are presented in accordance with "Announcement regarding with TAS Taxonomy" which was published on July 3, 2024, by POA.

Functional and presentation currency

Items included in the financial statements of each of the Company's entities are measured using the currency of the primary economic environment in which the entity operates (the functional currency'). The financial statements are presented in TRY, which is the functional currency of Erkunt Sanayi and the presentation currency of the Company.

Going concern

The Company prepared financial statements in accordance with the going concern assumption.

As of December 31, 2025, the Company's short-term liabilities exceed its current assets by TRY (364,440,323). The Company continues its operations. It is expected that cash inflows will increase in the upcoming periods and that liquidity will be generated to meet its short-term liabilities.

Offsetting

Financial assets and liabilities are offset and reported in the net amount when there is a legally enforceable right or when there is an intention to settle the assets and liabilities on a net basis or realize the assets and settle the liabilities simultaneously.

Comparatives

The financial statements of the Company include comparative financial information to enable the determination of the trends in the financial position and performance. Comparative figures are reclassified, where necessary, to conform to changes in presentation in the current period financial statements and the significant changes are explained.

2.2 Restatement and errors in the accounting policies and estimates

Any change in the accounting policies resulting from the first-time adoption of a new standard is made either retrospectively or prospectively in accordance with the transition requirements. Changes without any transition requirement, material changes in accounting policies or material errors are corrected, retrospectively by restating the prior period financial statements. If changes in accounting estimates are related to only one period, they are recognized in the period when changes are applied; if changes in estimates are related to future periods, they are recognized both in the period where the change is applied and prospectively.

2.3 Summary of significant accounting policies

Significant accounting policies applied in the preparation of these financial statements are summarized below:

Related parties

For the purpose of these financial statements, shareholders, key management personnel and Board members, in each case together with their families and companies controlled by/or affiliated with them, associated companies are considered and referred to as related parties (Note 5).

Trade receivables

Trade receivables that are created by the Company by way of providing goods directly to a debtor are carried at amortized cost. Receivables with short-term maturities which have no predefined interest rate are measured at the original invoice amount unless the effect of imputed interest is significant (Note 6).

The company has applied a simplified approach and used the impairment matrix for the calculation of impairment on its receivables carried at amortized cost. In accordance with this method, if any provision provided to the trade receivables as a result of a specific event, the Company measures expected credit loss from these receivables by the lifetime expected credit loss. The calculation of expected credit loss is performed based on the past experience of the Company and its expectations for future indications.

Inventories

Inventories are valued at the lower cost or net realizable value. The cost of inventories is determined on the average weighted basis for each purchase. The cost elements included in inventories are materials, labor, and factory overheads. The cost of borrowings is not included in the costs of inventories. The net realizable value is the estimated selling price in the ordinary course of business, less the costs of completion and estimated costs to make the sale. The Company uses the average weighted cost method. (Note 8).

Financial Instruments

Recognition and de-recognition of financial instruments

All purchases and sales of financial assets are recognized on the trade date i.e., the date that the Company commits to purchase or to sell the assets. These purchases or sales are purchases or sales generally require delivery of assets within the time frame established by regulation or convention in the marketplace.

(a) Financial assets carried at amortized cost

Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest, whose payments are fixed or predetermined, which are not actively traded, and which are not derivative instruments are measured at amortized cost. They are included in current assets, except for maturities more than 12 months after the balance sheet date. Those with maturities more than 12 months are classified as non-current assets. The Company's financial assets carried at amortized cost comprise "trade receivables" and "cash and cash equivalents" in the statement of financial position. In addition, with recourse factoring receivables classified in trade receivables are classified as financial assets carried at amortized cost since collection risk for those receivables are not transferred to counterparty.

Impairment

The Company evaluates its inventories for impairment under TAS 2, trade receivables under TFRS 9, and property, plant, and equipment under TAS 36; and recognizes provisions in the financial statements when deemed necessary.

(b) Financial assets carried out at fair value

Assets that are held by the management for collection of contractual cash flows and for selling the financial assets are measured at their fair value. If the management do not plan to dispose of these assets in 12 months after the balance sheet date, they are classified as non-current assets. Company makes a choice for the equity instruments during the initial recognition and elect profit or loss or other comprehensive income for the presentation of fair value gain and loss:

i) Financial assets carried at fair value through profit or loss

Financial assets that are measured at fair value through profit or loss, excluding those subjects to fair value hedge accounting, are included in the "derivative instruments" line item in the statement of financial position. Derivative instruments are recognized as assets when the fair value of the instrument is positive, as liability when the fair value of the instrument is negative. The company's financial instruments are at fair value through profit or loss consisting of forward contracts, currency swaps and cross-currency fixed interest rate swaps.

ii) Financial assets carried at fair value through other comprehensive income

Financial assets carried at fair value through other comprehensive income comprise of "financial assets" in the statement of financial position. Gains or losses arising from financial assets, other than impairment and exchange rate income or expenses, are recognized in other comprehensive income. When the financial assets carried at fair value through other comprehensive income are sold, fair value gain or loss classified in other comprehensive income is classified to retained earnings.

Classification and measurement

The company classified its financial assets into three categories; financial assets carried at amortized cost, financial assets carried at fair value though profit of loss, financial assets carried at fair value though other comprehensive income. Classification is performed in accordance with the business model determined based on the purpose of benefiting financial assets and expected cash flows. Management performs the classification of financial assets at the acquisition date.

Financial liabilities

Borrowings are recognized initially at the proceeds received; net of transaction costs are incurred. Borrowings are subsequently stated at amortized cost using the effective yield method; any difference between proceeds, net of transaction costs, and the redemption value is recognized in the statement of profit or loss over the period. Borrowing costs are charged to the statement of profit or loss when they are incurred (Note 4). Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the balance sheet date.

Trade payables

Trade payables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

A financial asset (or, where applicable a part of a financial asset or part of a Company of similar financial assets) is derecognized where:

- the rights to receive cash flows from the asset have expired,
- the Company retains the right to receive cash flows from the asset, but has assumed an obligation to pay them in full without material delay to a third party under a "pass-through" arrangement; or
- the Company has transferred its rights to receive cash flows from the asset and either (a) has transferred substantially all the risks and rewards of the asset, or (b) has neither transferred nor retained substantially all the risks and rewards of the asset but has transferred control of the assets.

  Where the Company has transferred its rights to receive cash flows from an asset and has neither transferred nor retained substantially all the risks and rewards of the asset nor transferred control of the asset, the asset is recognized to the extent of the Company's continuing involvement in the financial statements.

  Financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less (Note 3). For the purpose of statements of cash flows, cash and cash equivalents includes cash and cash equivalents with original maturities less than three months, excluding the interest accruals. If any provision provided to the cash and cash equivalents because of a specific event, Company measures expected credit loss from these cash and cash equivalents by the life-time expected credit loss. The calculation of expected credit loss is performed based on the experience of the Company and its expectations for future indications.

Property, plant, equipment, and depreciation

Recognition and measurement

Property, plant and equipment are measured at cost, including borrowing costs, less accumulated depreciation and any impairment losses.

If revaluation management is selected for property, plant and equipment and measured at fair value:

Property, plant and equipment are measured at fair value, less accumulated depreciation and any impairment losses. Increases arising on revaluation

are recognized in the revaluation reserve under equity. Decreases resulting from the revaluation of the carrying amounts of such land and buildings are recognized as an expense to the extent of the excess, if any, of the revaluation reserve over the amount of the previous revaluation.

Depreciation is provided on restated amounts of property, plant and equipment using the straight-line or unit of production methods based on the estimated useful lives of the assets, except for land due to their indefinite useful life. The depreciation periods for property and equipment, which approximate the economic useful lives of assets concerned, are as follows:

Land improvements	4 – 50
Buildings	10 – 50
Machinery and equipment	2 – 33
Motor vehicles	4 – 5
Furniture and fixtures	2 – 50
Leasehold improvements	10 - 25

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate components (significant parts) of property, plant and equipment.

Gains or losses on the disposal of an item of property, plant and equipment are recognized in profit or loss.

Subsequent costs

Subsequent expenditures are capitalized only to the extent that it is probable that future economic benefits associated with the expenditure will flow to the Company.

Property, plant, and equipment are reviewed for impairment losses whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount of the property, plant and equipment is the higher of future net cash flows from the utilization of this property, plant and equipment or fair value less cost to sell.

Gains or losses on disposals of property, plant and equipment are included in income/expense from investment activities.

Subsequent costs, such as repairs and maintenance or part replacement of tangible assets, are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits with the item will flow to the company (Note 12). All other costs are charged to the statements of profit or loss during the financial year in which they are incurred.

Recognition and reclassification to investment property

When a land or building is owner-occupied and its intended use is changed to investment property, it is remeasured at fair value and classified as investment property. Gains arising on remeasurement of fair value are recognized in profit or loss up to the amount of any pre-existing impairment loss on a particular property, with the remainder recognized in other comprehensive income and presented as a revaluation surplus in equity. Losses are recognized directly in profit or loss.

Investment property is initially recognized at cost and subsequently measured at fair value, with the related changes recognized in profit or loss in the period in which they occur.

Any gain or loss arising on the sale of an investment property (calculated as the difference between the net proceeds from the sale and the carrying amount of the item) is recognized in profit or loss. When investment properties previously classified as property, plant and equipment are sold, the related amounts in the revaluation reserve (Note 16), if any, are transferred to retained earnings.

Other intangible assets

Other intangible assets are comprised of acquired brands, trademarks, patents, developments costs and computer software (Note 14).

Recognition and measurement

Research and development Expenditure on research activities is recognized in profit or loss as incurred.

Development expenditures are capitalized only if the costs can be measured reliably, the development of the product or process is technically and commercially feasible, future economic benefits are probable, and the Company has the intention and resources to complete the development with a view to selling or using the asset. Otherwise, they are recognized in profit or loss as incurred. Subsequent to initial recognition, development costs are measured at cost less accumulated amortization and any accumulated impairment losses. Development costs that have been capitalized are amortized from the commencement of the commercial production of the product on a straight-line basis from 2 to 10 years.

Other intangible assets

Other intangible assets acquired by the Company that have a finite useful life are measured at cost less accumulated amortization and any accumulated impairment losses.

Subsequent costs

Subsequent costs are capitalized only if they have the effect of increasing the future economic benefits of the intangible assets to which they relate. All other expenditure, including internally generated goodwill and trademarks, is recognized in profit or loss as incurred.

Computer software and rights

Computer software and rights are recognized at their acquisition cost. They are amortized on a straight line basis over their estimated useful lives and carried at a cost less accumulated amortization. Their estimated useful lives are between 3 -25 years.

Leases

The Company - as a lessee

At inception of a contract, the Company assesses whether a contract is or contains a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset. The Company assesses whether:

a) The contract involved the use of an identified asset - this may be specified explicitly or implicitly.

b) The asset should be physically distinct or represent all the capacity of a physically distinct asset, If the supplier has a substantive substitution right, the asset is not identified.

c) The Company has the right to obtain all the economic benefits from the use of an asset throughout the period of use; and

d) The Company has the right to direct use of the asset, The Company concludes to have the right of use, when it is predetermined how and for what purpose the Company will use the asset. The Company has the right to direct use of assets if either:

   i. The Company has the right to operate (or to have the right to direct others to operate) the asset over its useful life and the lessor does not have the right to change the terms to operate or.

   ii. The Company designed the asset (or the specific features) in a way that predetermines how and for what purpose it is used.

The Company reflects a right-of-use asset and a lease liability in its financial statements at the actual commencement date of the lease.

Right of use asset

The right to use assets is initially recognized at cost comprising of:

e) Amount of the initial measurement of the lease liability.

f) Any lease payments made at or before the commencement date, less any lease incentives received.

g) Any initial direct costs incurred by the Company; and

h) An estimate of costs to be incurred by the lessee for restoring the underlying asset to the condition required by the terms and conditions of the lease (unless those costs are incurred to produce inventories).

The Company re-measure the right of use asset by applying cost method:

a) After netting-off accumulated depreciation and impairment losses from right of use asset.

b) Adjusted for certain re-measurements of the lease liability recognized at the present value.

The Company applies TFRS 16, "Property, Plant and Equipment" to amortize the right of use asset and to assess for any impairment.

Lease Liability

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date. Lease liabilities are discounted to present value by using the interest rate implicit in the lease if readily determined or with the Company's incremental borrowing rate. The alternative borrowing rate has been determined based on the borrowing rates of the Company companies at the contract dates.

Lease payments included in the measurement of the lease liability comprise the following:

a) Fixed payments, including in-substance fixed payments.

b) Variable lease payments that depend on an index or a rate, initially measured using the index or rate as the commencement date.

c) The exercise price under a purchase option that the Company is certain to exercise, lease payments in an optional renewable period if the Company is certain to exercise an extension option. and penalties for early termination of a lease unless the Company is certain to terminate early.

After initial recognition, the lease liability is measured:

a) Increasing the carrying amount to reflect interest on lease liability,

b) Reducing the carrying amount to reflect the lease payments made and

c) Remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The duration of the contract that covers the Company's lease liabilities varies between 1 and 5 years.

Extension and termination options

In determining the lease liability, the Company considers the extension and termination options. The majority of extension and termination options held are exercisable both by the Company and by the respective lessor. Extension options are included in the lease term if the lease is certain to be extended. The Company remeasures the lease term if a significant event or a significant change in circumstances occurs which affects the initial assessment. The Company do not have significant lease contracts with extension and termination options that are not included in the lease liability since they are not certain.

The Company remeasures the lease term if a significant event or a significant change in circumstances occurs which affects the initial assessment. As result of the evaluations performed in the current period, there is no lease obligation or right of use assets arising from the inclusion of extension and early termination options in the lease period.

Variable lease payments

The company's lease contracts also include variable lease payments which are not in the scope of TFRS 16. Variable lease payments are recognized in profit or loss in the related period.

Borrowing costs

Borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset which requires a substantial period of time to get ready for its intended use or sale shall be capitalized over the cost of the asset (Note 4). Other borrowing costs shall be recognized as an expense in the period it incurs (Note 4).

Current and deferred income tax

The tax expense for the year comprises current and deferred tax. Tax is recognized in the statement of profit or loss, except to the extent that it relates to items recognized directly in equity. In such cases, the tax is also recognized in shareholders' equity.

The current income tax charge is calculated in accordance with the tax laws enacted or substantively enacted at the balance sheet date in the countries where the subsidiaries of the Company operate.

Deferred income tax is provided in full, using the liability method, on all temporary differences arising between the tax bases of assets and liabilities and their carrying values in the financial statements. Currently enacted tax rates are used to determine deferred income tax at the balance sheet date (Note 31).

Deferred tax liabilities are recognized for all taxable temporary differences, where deferred tax assets resulting from deductible temporary differences are recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary difference can be utilized.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities, and deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax relating to items recognized directly in equity is recognized in equity.

The Company recognizes deferred tax assets for all deductible temporary differences arising from investments in subsidiaries, to the extent that, and only to the extent that, it is probable that:

- the temporary difference will reverse in the foreseeable future.
- taxable profit will be available against which the temporary difference can be utilized.

The Company recognizes deferred tax liability for all taxable temporary differences associated with investments in subsidiaries except to the extent that both of the following conditions are satisfied:

- the parent can control the timing of the reversal of the temporary difference.
- it is probable that the temporary difference will not reverse in the foreseeable future.

Government grants allowing reduced corporate tax payment are evaluated within the scope of TAS 12 Income Taxes standard and are recognized as deferred tax assets by the qualified tax advantage amount, to the extent it is highly probable that future taxable profits will be available against which the unused investment tax credits can be utilized.

Employment termination benefits

Employment termination benefits, as required by the Turkish Labor Law and the laws applicable in the countries where the subsidiaries operate, represent the estimated present value of the total reserve of the future probable obligation of the Company arising in case of the retirement of the employees, termination of employment without due cause, call for military service, be retired or death upon the completion of a minimum one-year service. Actuarial gains and losses are recognized as other comprehensive income or loss in shareholders' equity in the period in which they arise (Note 18).

Retirement Benefit Obligation Provision

The accounting for retirement benefit obligations involves estimating the costs of future benefits and spreading these costs over the employee's expected service life. Determining the obligation and expense related to these costs requires the use of specific assumptions. These key assumptions include the discount rate, the expected long-term return rate on plan assets, life expectancy, and healthcare cost inflation rates. These assumptions may vary based on interest rates in high-quality bonds and equities, as well as medical cost inflation. If actual outcomes differ from these assumptions, the differences accumulate and are amortized over future periods, which affects the expense recorded in those periods and the accrued obligation.

While it is believed that the assumptions are appropriate considering current economic conditions and actual experience, significant discrepancies in results or significant changes in assumptions could materially impact retirement and other post-retirement benefit obligations and related future expenses. (Note 18).

The retirement benefit obligation as of December 31, 2024, and the pre-retirement benefit costs for 2024, have been prepared using the assumptions determined as of January 1, 2025.

Foreign currency transactions

Transactions in foreign currencies during the period have been translated at the exchange rates prevailing on the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies have been translated

into TRY at the exchange rates prevailing at the balance sheet dates. Exchange gain or losses arising from the settlement and translation of foreign currency items have been included under financial income/ expenses and other operating income/ expenses in the statements of profit or loss, except for the effective portion of the foreign currency hedge of net investments in foreign operations.

Revenue recognition

Company recognizes revenue when the goods or services is transferred to the customer and when performance obligation is fulfilled. Goods are counted to be transferred when the control belongs to the customer.

Company recognizes revenue based on the following main principles:

(a) Identification of customer contracts,

(b) Identification of performance obligations,

(c) Determination of transaction price in the contract,

(d) Allocation of price to performance obligations,

(e) Recognition of revenue when the performance obligations are fulfilled

The company recognized revenue from its customers only when all the following criteria are met:

(a) The parties to the contract have approved the contract (in writing, orally or in accordance with other customary business practices) and are committed to performing their respective obligations,

(b) Company can identify each party's rights regarding the goods or services to be transferred,

(c) Company can identify the payment terms for the goods or services to be transferred.

(d) The contract has commercial substance,

(e) It is probable that the Company will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer. In evaluating whether the collectability of an amount of consideration is probable, an entity shall consider only the customer's ability and intention to pay that amount of consideration when it is due.

The Company assess the goods or services promised in a contract with a customer and identify as a performance obligation each promise to transfer to the customer. For each performance obligation identified, the entity determines at contract inception whether it satisfies the performance obligation over time or satisfies the performance obligation at a point in time. If the Company transfers control of a good or service over time and therefore satisfies a performance obligation and recognizes revenue over time. The Company recognize revenue when the entity satisfies a performance obligation by transferring a promised good or service to the customer. An asset is transferred when the customer obtains control of that asset or service.

The Company does not adjust the promised amount of consideration for the effects of a significant financing component since the Company expects, at contract inception, that the period between when the entity transfers a promised good or service to a customer and when the customer pays for that good or service will be one year or less. If the financing component is significant in revenue, future collections are discounted by the interest rate in financing component. The difference is recognized as income from operating activities in the current period.

Incentives for investments, research, and development activities

Gains arising from incentives for investment and research and development activities together with government grants are recognized when there is a reasonable assurance for the necessary conditions to be fulfilled and incentive to be acquired by the Company. Vested government grants related with expense or capitalization realized in previous accounting periods, are recognized in statements of profit or loss when collectible and grants relating to capital assets are accounted for as deferred income in the balance sheet and are credited to income statement on a straight-line basis over the expected lives of related assets.

Paid-in capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

Provisions

Provisions are recognized when the Company has a present legal or constructive obligation because of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. No provision is recognized for operating losses expected in later periods.

Warranty expenses

Warranty expenses include repair and maintenance expenses for products sold and labor and material costs of authorized services for products under the scope of the warranty terms without any charge to the customers. Based on estimations using past statistical information warranty services and returns of products, warranty expenses are recognized for the products sold in the period for utilizations of warranties in the following future periods (Note 2).

Contingent assets and liabilities

Possible assets or obligations that arise from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company are not included in the financial statements and are disclosed as contingent assets or liabilities (Note 11).

Contingent liabilities are disclosed in the notes to the financial statements, unless the possibility of an outflow of resources embodying economic benefits is remote. If an outflow of resources has become probable, contingent liabilities are recognized in the financial statements. Contingent assets are not recognized in financial statements but disclosed in the notes to the financial statements where an inflow of economic benefits is probable.

Earnings per share

Earnings per share presented in the statements of profit or loss are determined by dividing net income attributable to that class of shares by the weighted average number of such shares outstanding during the year concerned.

In Türkiye, companies can increase their share capital by making a pro-rata distribution of shares ("bonus shares") to existing shareholders from retained earnings or inflation adjustments. For the purpose of earnings per share computations, the weighted average number of shares outstanding during the year has been adjusted in respect of bonus shares issued without a corresponding change in resources by giving them a retroactive effect for the year in which they were issued and for each earlier period. Treasury shares are also included in calculation per share. (Note 32)

Capital and dividends

Ordinary shares

Transaction costs arising from equity transactions are recognized as a deduction from the related equity item. Income taxes relating to distributions to holders of equity instruments and transaction costs arising from equity transactions are accounted for in accordance with IAS 12 Income Taxes.

Preference shares

The Company's redeemable preference shares are classified as financial liabilities. These are non-mandatory dividends and are paid in cash by the holders. Discretionary dividends are recognized as interest expense in profit or loss as they accrue.

Non-refundable shares are classified as equity because they are non-mandatory dividend payments, involve no obligation to provide cash or other financial assets and do not have to be discounted to the floating portion of the Company's equity instruments. These non-mandatory dividends are accounted for as equity distributions after approval by the Company's shareholders.

Repurchased and reissued shares (treasury shares)

When shares previously recognized as share capital are repurchased, the purchase price, including any costs attributable to the repurchase, net of tax, is recognized as a reduction of equity. Repurchased shares are recognized as repurchased own shares of the Company under equity. When the shares are sold or reissued, the consideration received increases equity, and the resulting gain or loss is transferred to share premium.

Reporting of cash flows

In the statements of cash flows, cash flows are classified and reported according to their operating, investing, and financing activities.

Provisions

Provisions are determined by discounting estimated future cash flows to their present value using a pre-tax discount rate that reflects the time value of money and the risks specific to the liability. The discount amount is recognized as finance cost.

New and amended standards and interpretations

The accounting policies adopted in preparation of the financial statements as of December 31, 2024, are consistent with those of the previous financial year, except for the adoption of new and amended TFRS and TFRS interpretations effective as of January 1, 2024 and thereafter.

a) The new standards, amendments and interpretations which are effective as of January 1, 2024, are as follows:

– Amendments to TAS 1- Classification of Liabilities as Current and Non-Current Liabilities

– Amendments to TFRS 16 - Lease Liability in Sale and Leaseback

– Amendments to TAS 7 and TFRS 7 - Disclosures: Supplier Finance Arrangements.

The amendments did not have a significant impact on the financial position or performance of the Company.

b) Standards issued but not yet effective and not early adopted

Standards, interpretations, and amendments to existing standards that are issued but not yet effective up to the date of issuance of the financial statements are as follows. The Company will make the necessary changes if not indicated otherwise, which will be affecting the financial statements and disclosures when the new standards and interpretations become effective.

– Amendments to TFRS 10 and TAS 28: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture.

– Amendments to TAS 21 - Lack of exchangeability

The Company will assess the effects of these changes after the mentioned standards have been finalized.

– TFRS 17 - The new Standard for insurance contracts The mentioned standard is not applicable to the Company.

c) The amendments which are effective immediately upon issuance

Amendments to TAS 12 - International Tax Reform – Pillar Two Model Rules

The amendments do not have a significant impact on the financial position or performance of the Company.

d) The new amendments that are issued by the International Accounting Standards Board (IASB) but not issued by Public Oversight Authority (POA)

The following amendments to TFRS 9 and TFRS 7 as well as TFRS 18 and TFRS 19 are issued by IASB but not yet adapted/issued by POA. Therefore, they do not constitute part of TFRS. The Company will make the necessary changes to its financial statements after the amendments and new Standard are issued and become effective under TFRS.

– Amendments to TFRS 9 and TFRS 7 – Classification and measurement of financial instruments

– Amendments to TFRS 9 and TFRS 7 – Contracts Concerning Electricity Generated from Natural Resources

– IFRS 18 – The new Standard for Presentation and Disclosure in Financial Statements

The Company is in the process of assessing the impact of the amendments on the financial position or performance of the Company.

– TFRS 19 – Subsidiaries without Public Accountability: Disclosures The mentioned standard is not applicable to the Company.

2.4 Critical accounting estimates, judgments, and assumptions

The preparation of financial statements require estimates and assumptions to be made regarding the amounts for the assets and liabilities at the balance sheet date, and explanations for the contingent assets and liabilities as well as the amounts of income and expenses realized in the reporting period. The Company makes estimates and assumptions concerning the future. The accounting estimates and assumptions, by definition, may not be equal the related to actual results. The estimates and assumptions that may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below:

Provision for employee termination benefits

To calculate the employee benefit provision actuarial assumptions relating to turnover ratio, discount rate and salary increase are used. Calculation details are given in the Employee benefits disclosure (Note 18).

Useful lives

The Company capitalizes tangible and intangible assets in accordance with TAS 16 and TAS 38. The Company defines useful life of its assets in terms of the assets expected utility to the Company. Economic useful lives accepted by the Company is disclosed in Note 2.3.

Investment accounted for using the equity method

The Company has significant influence over an investment accounted for using the equity method.

Leases

The Company has an arrangement containing a lease.

2.5 Financial reporting on hyperinflationary economy

With the announcements made by the Public Oversight Accounting and Auditing Standards Authority (POA) on November 23, 2023, entities applying TFRSs have started to apply inflation accounting in accordance with TAS 29 Financial Reporting in Hyperinflation Economies as of financial statements for the annual reporting period ending on or after December 31, 2023.

TAS 29 is applied to the financial statements, including the financial statements, of any entity whose functional currency is the currency of a hyperinflationary economy.

According to the standard, financial statements prepared in the currency of a hyperinflationary economy are presented in terms of the purchasing power of that currency at the balance sheet date. Prior period financial statements are also presented in the current measurement unit at the end of the reporting period for comparative purposes. The Company has therefore presented its financial statements as of December 31, 2024, on the purchasing power basis as of December 31, 2025.

The adjustments made in accordance with IAS 29 were made using the adjustment coefficient obtained from the Consumer Price Index (CPI) of Türkiye published by the Turkish Statistical Institute (TSI). As of December 31, 2024, the indices and adjustment coefficients used in the adjustment of the financial statements are as follows:

Date	Index	Conversion factor	Three year inflation rate
December 31, 2025	3.513,87	1.30892	212%
December 31, 2024	2,684.55	1.25429	291%
December 31, 2023	1,859.38	1.44379	268%

The main components of Company restatement for the purpose of financial reporting in hyperinflationary economies are as follows:

- The financial statements for the current period presented in TRY are expressed in terms of the purchasing power at the balance sheet date and the amounts for the previous reporting period are restated in accordance with the purchasing power at the end of the reporting period.
- Monetary assets and liabilities are not restated as they are currently expressed in terms of the purchasing power at the balance sheet date.
- Non-monetary assets, liabilities and equity items that are not expressed in the current purchasing power at the balance sheet date are restated by applying the relevant conversion factors.
- All items in the statement of comprehensive income, except for the effects of non-monetary items in the balance sheet on the statement of comprehensive income, have been restated by applying the multipliers calculated over the periods in which the income and expense accounts were initially recognized in the financial statements.
- The effect of inflation on the Company's net monetary asset position in the current period is recognized in the income statement in the net monetary position loss account.

3. CASH AND CASH EQUIVALENTS

As of December 31, 2025 and 2024, cash and cash equivalents comprised the following:

	December 31, 2025	December 31, 2024
Cash on hand	**11.004**	10.394
Banks	**30.240.710**	117.021.785
- Demand Deposits	**30.240.710**	113.618.584
- Time Deposits	**–**	3.403.201
Other current assets	**–**	1.771
Total	**30.251.714**	117.033.950

As of December 31, 2025, there are no blocked deposits in the company. (December 31, 2024: None.)

As of December 31, 2025 and 2024, time and demand deposits comprised the following currencies;

	December 31, 2025	
Currency	**Original currency**	**TRY Equivalent**
TRY	**17.959.390**	**17.959.390**
USD	**3**	**123**
GBP	**18**	**1.016**
EUR	**244.207**	**12.280.181**
Total		**30.240.710**

	December 31, 2024	
Currency	Original currency	TRY Equivalent
TRY	27.135.194	35.517.887
USD	29.003	1.337.155
GBP	1.381.285	79.996.220
EUR	3.546	170.523
Total		117.021.785

On December 31, 2025, there is no time deposits.

4. FINANCIAL LIABILITIES

As of December 31, 2025, and December 31, 2024, financial borrowings comprised the following:

	December 31, 2025	December 31, 2024
Short term borrowings	**657.000.000**	463.358.842
Short-term portions of long-term loans	**62.091.056**	17.771.236
Other financial liabilities	**3.147.644**	7.092.106
Lease liabilities	**109.839.338**	90.234.140
Short-term financial borrowings	**832.078.038**	578.456.324
Lease liabilities	**91.336.538**	86.133.147
Long term financial borrowings	**91.336.538**	86.133.147
Total financial borrowings	**923.414.576**	664.589.471

Company has no pledges or mortgages on its financial liabilities (December 31, 2024: None).

As of December 31, 2025, the details of financial liabilities and lease liabilities are as follows:

	December 31, 2025	December 31, 2024
Less than one year	**832.078.038**	578.456.324
Between one and two years	**91.336.538**	86.133.147
Total	**923.414.576**	664.589.471

As of December 31, 2025, the details of financial liabilities are as follows:

	December 31, 2025		
	Currency	**TRY Amount**	**Int. Rate %**
Lease liabilities (Short-term and long-term)	**TL**	**201.175.876**	**28.0**
Short term borrowings	**TL**	**719.091.056**	**43.0**
Other financial liabilities	**TL**	**3.147.644**	
Total		**923.414.576**	

As of December 31, 2024, the details of financial liabilities are as follows:

	December 31, 2024		
	Currency	TRY Amount	Int. Rate %
Lease liabilities (Short-term and long-term)	TL	176.367.287	28.0
Short term borrowings	TL	481.130.078	27.2
Other financial liabilities	TL	7.092.106	
Total		**664,589,471**	

As at December 31, 2025 and December 31, 2024, cash flows from financial operations comprised the followings:

Movement of Financial Liabilities	**1 January - December 31, 2025**	1 January - December 31, 2024
January 1, beginning of the period	**664.589.471**	345.540.533
Payment	**(923.174.411)**	(238.301.208)
Interest accruals	**86.290.013**	17.771.236
Addition	**1.252.561.446**	664.174.206
Exchange rate difference	**–**	1.304.481
Monetary gain / (loss), net	**(156.851.944)**	(125.899.777)
End of the period	**923.414.576**	664.589.471

5. RELATED PARTIES

For the purpose of this report, shareholders, important management personnel and members of the board of directors, their families and companies controlled by or affiliated with them, as well as associates and jointly controlled partnerships are considered as related parties. Various transactions were made with related parties during the normal operation of the enterprise. A significant part of the transactions with related parties have been eliminated and the remaining transactions with related parties after elimination are not material for the Company. These transactions were generally carried out during the normal operation of the business in accordance with market conditions.

As of December 31, 2025, there are no guarantees received/given from related parties.

As of December 31, 2025 and 2024, due from related parties and due to related parties are as follows:

Due from related parties:

	December 31, 2025	December 31, 2024
Erkunt Traktör Sanayii A.Ş.	**55.760.072**	88.771.714
Mahindra&Mahindra Limited	**–**	13.432.364
Total	**55.760.072**	102.204.078

Trade payables from related parties arise from the sales of finished goods and raw materials.

Due to related parties:

	December 31, 2025	December 31, 2024
Kumsan Döküm Malzemeleri Sanayi ve Ticaret A.Ş.	**24.703.464**	13.431.791
Erkunt Traktör Sanayii A.Ş.	**1.221.237**	2.399
Total	**25.924.701**	13.434.190

Trade payables to related parties arise from order advances.

Other payables:

	December 31, 2025	December 31, 2024
Individual partners	**8.524**	11.159
Total	**8.524**	11.159

Other payables to related parties arise from expense reflection.

Sales to related parties:

	December 31, 2025	December 31, 2024
Erkunt Traktör A.Ş.,	**157.516.482**	–
Mahindra&Mahindra Limited	**–**	13.518.808
Kumsan Döküm ve Malzemeleri Sanayi ve Ticaret A.Ş.	**384.841**	911.023
Total	**1.544.062**	14.429.831

Purchase from related parties:

	December 31, 2025	December 31, 2024
Erkunt Gayrimenkul A.Ş.,	**–**	37.301.170
Erkunt Traktör A.Ş.,*	**1.159.221**	–
Mahindra&Mahindra Limited	**5.502.677**	7.167.532
Kumsan Döküm ve Malzemeleri Sanayi ve Ticaret A.Ş.	**74.927.653**	47.248.760
Total	**237.946.812**	91.717.462

Key management of the Company consists of the Chairman and members of the Board of Directors, general manager, assistant general managers and directors. Benefits provided to key management personnel consist of salaries, severance pay, premiums, private pension, health insurance, life insurance, payments made within the scope of other expenses such as passenger car rentals, fuel and mobile phones, and severance pay and other provisions.

As of December 31, 2025, and 2024, benefits provided to key management personnel for Erkunt Sanayi A.Ş. are as follows:

Benefits provided to senior management	**December 31, 2025**	December 31, 2024
Wages paid and similar	**23.798.417**	23.121.413
Total	**23.798.417**	23.121.413

6. TRADE RECEIVABLE AND PAYABLE

Trade receivables

Trade receivables of the Company as of December 31, 2025 and December 31, 2024 are as follows:

	December 31, 2025	December 31, 2024
Trade receivables from Third party	**739.727.133**	734.471.954
Trade receivables from related parties (Note 5)	**55.760.072**	102.204.078
Total	**795.487.205**	836.676.032

Details of trade receivables as of December 31, 2025 and December 31, 2024 are as follows:

	December 31, 2025	December 31, 2024
Trade receivables	**733.295.889**	734.471.954
Income accruals	**6.431.244**	–
Doubtful receivables	**1.483.074**	431.691
Provisions for doubtful receivables	**(1.483.074)**	(431.691)
Total	**739.727.133**	734.471.954

As of December 31, 2025, rates used in trade receivables discount: For Turkish Lira, denominated trade receivables, the average annual rates used in the discount of trade receivables is 39.75%

(December 31, 2024: Annual rate is 49.25%).

Provisions for doubtful receivables as of January 1 - December 31, 2025, and movements in 2024 were as follows:

	1 January - December 31, 2025	1 January - December 31, 2024
Beginning balance	**431.691**	3.374.737
Increase during the period	**1.153.268**	–
Reversal of bad debt provision	**–**	(2.187.440)
Monetary (gain)/loss	**(101.885)**	(755.606)
Ending Balance	**1.483.074**	431.691

The company's exposure to currency and credit risk and impairment for current trade receivables are disclosed in Note 35.

As of December 31, 2025, the average maturity of trade receivables is 83 days. (December 31, 2024: 75 days)

	December 31, 2025		
	Currency	**Original Currency**	**TRY Amount**
Trade receivables	**EUR**	**8.138.757**	**409.264.735**
Trade receivables	**USD**	**117.828**	**5.048.423**
Trade receivables	**GBP**	**4.518.938**	**259.894.497**
Trade receivables	**TL**	**121.279.549**	**121.279.550**
Total			**795.487.205**

	December 31, 2024		
	Currency	Original Currency	TRY Amount
Trade receivables	EUR	7.910.702	380.112.186
Trade receivables	USD	447.374	20.644.545
Trade receivables	GBP	4.754.942	274.956.846
Trade receivables	TL	160.962.455	160.962.455
Total			**836.676.032**

Trade payables

Trade payables of Company as of December 31, 2025 and December 31, 2024 are as follows:

	December 31, 2025	December 31, 2024
Trade payables to third parties	**907.605.013**	904.706.150
Trade payables to related parties	**25.924.701**	13.434.190
Total	**933.529.714**	918.140.340

On December 31, 2025 and December 31, 2024, trade payables comprised the following:

	December 31, 2025	December 31, 2024
Trade payables	**904.651.064**	904.508.051
Other trade payables	**2.953.949**	198.099
Total	**907.605.013**	904.706.150

	December 31, 2025		
	Currency	**Original Currency**	**TRY Amount**
Trade payables	**EUR**	**4.169.697**	**210.054.748**
Trade payables	**USD**	**5.887.010**	**252.687.552**
Trade payables	**GBP**	**166.967**	**9.652.724**
Trade payables	**CHF**	**648**	**35.146**
Trade payables	**TL**	**461.099.544**	**461.099.544**
Total			**933.529.714**

	December 31, 2024		
	Currency	Original Currency	TRY Amount
Trade payables	EUR	3.722.402	178.849.892
Trade payables	USD	6.921.328	319.397.657
Trade payables	GBP	5.070	274.172
Trade payables	TL	419.618.618	419.618.619
Total			**918.140.340**

Company's exposure to foreign currency and liquidity risks for short-term trade payables are disclosed in Note 34,

As of December 31, 2025, the average maturity of trade payables is 89 days.

(December 31, 2024: 82 days) As of December 31, 2025. Company has no long-term trade debts

(December 31, 2024: None).

7. OTHER RECEIVABLES AND PAYABLES

Other current receivables

Other receivables of Company as of December 31, 2025, and December 31, 2024, are as follows:

	December 31, 2025	December 31, 2024
Other receivables from tax office	**29.519.680**	55.630.281
Other receivables	**13.551.773**	4.565
Receivables from Social Security	**–**	2.194.565
Total	**43.071.453**	57.829.411

Other non-current receivables

As of December 31, 2025, and December 31, 2024, current other payables comprised the following:

	December 31, 2025	December 31, 2024
Deposits and guarantees given	**6.195.478**	4.518.369
Total	**6.195.478**	4.518.369

Other non-current payables

As of December 31, 2025, and December 31, 2024, non-current other payables comprised the following:

	December 31, 2025	December 31, 2024
Other receivables from related parties	**8.524**	11.159
Total	**8.524**	11.159

The company's exposure to foreign currency and credit risks for short term other payables are disclosed in Note 34.

8. INVENTORIES

On December 31, 2025, and December 31, 2024, inventories comprised the following:

	December 31, 2025	December 31, 2024
Raw materials and supplies	**414.985.629**	499.630.439
Semi-finished products	**136.440.765**	145.385.825
Products	**67.158.229**	114.497.954
Other inventories	**1.846.958**	1.873.575
Total	**620.431.581**	761.387.793

As of December 31, 2025, there is no mortgage/pledge on inventories (December 31, 2024: None).

9. PREPAID EXPENSES

At December 31, 2025 and December 31, 2024, current prepaid expenses comprised the following:

	December 31, 2025	December 31, 2024
Order advances given(**)	**36.194.206**	31.633.042
Prepaid expenses(*)	**13.215.332**	47.131.066
Other advances given	**606.315**	583.502
Total	**50.015.853**	79.347.610

(*) As of December 31, 2025, the company's prepaid expenses consist of insurance expenses, telephone costs, etc.

(**) As of December 31, 2025, all the advances given by the Company are for the purchase of raw materials.

At December 31, 2025 and December 31, 2024, non current prepaid expenses comprised the following:

	December 31, 2025	December 31, 2024
Advances given(*)	**67.410.580**	16.200.822
Prepaid expenses	**7.514.381**	494.717
Total	**74.924.961**	16.695.539

(*) As of December 31, 2025, all the advances given by the Company are for the purchase of raw materials.

10. DEFERRED REVENUE

Current deferred revenue

	December 31, 2025	December 31, 2024
Order advances received	**4.814.641**	1.170.667
Deferred income from third parties	**1.676.997**	646.598
Total	**6.491.638**	1.817.265

11. COMMITMENTS AND CONTINGENT ASSETS AND LIABILITIES

December 31, 2025	**TRY**	**Total**
Guarantee letters given	**109.964.832**	**109.964.832**
Cash collateral given	**246.375.000**	**246.375.000**

December 31, 2025	**TRY**	**USD**	**EUR**	**Total TRY**
Guarantee letters received	**36.016.982**	**8.640**	**1.654.910**	**119.605.801**

December 31, 2024	TRY	USD	EUR	Total TRY
Guarantee letters received	8.208.838	38.735	20.776.397	1.009.027.866

December 31, 2024	TRY	Total
Guarantee letters given	23.966.582	23.966.582
Cash collateral given	244.875.000	244.875.000

12. FINANCIAL INVESTMENTS ACCOUNTED FOR BY EQUITY METHOD

The Company's Investments Accounted through Equity Method as of December 31, 2025, and 2024 are explained below;

December 31, 2025	**December 31, 2025**	December 31, 2024
Kumsan Döküm ve Malzemeleri Sanayi ve Ticaret A.Ş.	**304.735.257**	264.227.694
Total	**304.735.257**	264.227.694

As of December 31, 2025, the share capital of Kumsan Döküm Malzemeleri Anonim Şirketi is TRY 1,200,000, (December 31, 2024: TRY 1,200,000).

	1 January - December 31, 2025	1 January - December 31, 2024
Beginning balance	**264.227.694**	236.600.914
Share of profit for the period	**49.292.563**	40.768.370
Dividend distribution	**(8.785.000)**	(13.141.590)
Ending Balance	**304.735.257**	264.227.694

Share of Profit/Loss of Investments Accounted for Using Equity Method are below;

December 31, 2025	**December 31, 2025**	December 31, 2024
Kumsan Döküm ve Malzemeleri Sanayi ve Ticaret A.Ş.	**54.691.409**	40.768.370
Total	**54.691.409**	40.768.370

13. PROPERTY, PLANT AND EQUIPMENT

Movements of tangible assets on December 31, 2025 are as follows:

	January 1, 2025	**Additions**	**Disposals (-)**	**Transfer**	**December 31, 2025**
Cost					
Land	**31.886.066**	**–**	**(16.680.473)**	**–**	**15.205.593**
Land improvements	**159.573.478**	**283.643**	**–**	**–**	**159.857.121**
Building	**270.023.279**	**246.900**	**–**	**–**	**270.270.179**
Machinery, plant and equipment	**6.488.347.026**	**336.923.309**	**–**	**79.006.997**	**6.904.277.332**
Motor vehicles	**3.783.396**	**–**	**–**	**–**	**3.783.396**
Furniture and fixture	**133.409.730**	**1.129.449**	**(397.315)**	**–**	**134.141.864**
Other tangible fixed assets	**117.996.961**	**701.652**	**–**	**–**	**118.698.613**
Construction in progress	**222.899.373**	**58.429.621**	**–**	**(148.382.806)**	**132.946.188**
Leasehold improvements	**16.495.314**	**–**	**–**	**–**	**16.495.314**
Total	**7.444.414.623**	**397.714.574**	**(17.077.788)**	**(69.375.809)**	**7.755.675.600**
Accumulated Depreciation					
Land Improvements	**136.970.699**	**5.055.485**	**–**	**–**	**142.026.184**
Building	**97.750.890**	**7.251.300**	**–**	**–**	**105.002.190**
Machinery, Plant and Equipment	**5.935.842.844**	**486.567.848**	**–**	**–**	**6.422.410.692**
Motor Vehicles	**3.783.397**	**–**	**–**	**–**	**3.783.397**
Furniture and fixture	**103.200.817**	**8.190.926**	**–**	**–**	**111.391.743**
Other tangible fixed assets	**116.595.730**	**893.113**	**–**	**–**	**117.488.843**
Leasehold improvements	**4.953.147**	**1.218.839**	**(2.372.265)**	**–**	**3.799.721**
Total	**6.399.097.524**	**509.177.511**	**(2.372.265)**	**–**	**6.905.902.770**
Net Book Value	**1.045.317.099**				**849.772.830**

As of December 31, 2025, there are no mortgage or pledge on property, plant and equipment (December 31, 2024: None.).

As of December 31, 2025, property, plant and equipment are insured against the earthquake, fire, flood and similar disasters amounting to TRY 4,500,586,400 (December 31, 2024: 3,178,500,000).

Depreciation and amortization expenses of tangible fixed assets, intangible assets, right-of-use assets amounting in total of TRY 491,727,063 is accounted in cost of sales (2024: 280,993,063), TRY 5,341,373 in research and development (2024: 20,534,740), TRY 153,479,196 in general administrative expenses (2024: 81,508,188) and TRY 36,832 in sales, marketing and distribution expenses (2024: 19,612).

Movements of tangible assets on December 31, 2024 are as follows:

	January 1, 2024	**Additions**	**Disposals (-)**	December 31, 2024
Cost				
Land	**31.886.066**	**–**	**–**	**31.886.066**
Land improvements	**159.240.782**	**332.696**	**–**	**159.573.478**
Building	**270.023.279**	**–**	**–**	**270.023.279**
Machinery, plant and equipment	**6.313.691.940**	**178.751.603**	**(4.096.517)**	**6.488.347.026**
Motor vehicles	**3.783.396**	**–**	**–**	**3.783.396**
Furniture and fixture	**131.247.561**	**2.162.169**	**–**	**133.409.730**
Other tangible fixed assets	**118.824.775**	**–**	**(827.814)**	**117.996.961**
Construction in progress	**462.188.080**	**232.707.003**	**(471.995.710)**	**222.899.373**
Leasehold improvements	**9.473.030**	**7.022.284**	**–**	**16.495.314**
Total	**7.500.358.909**	**420.975.755**	**(476.920.041)**	**7.444.414.623**
Accumulated Depreciation				
Land improvements	**132.325.114**	**4.645.585**	**–**	**136.970.699**
Building	**91.101.497**	**6.649.393**	**–**	**97.750.890**
Machinery, plant and equipment	**5.751.367.935**	**188.571.426**	**(4.096.517)**	**5.935.842.844**
Motor vehicles	**3.783.397**	**–**	**–**	**3.783.397**
Furniture and fixture	**94.458.105**	**8.742.712**	**–**	**103.200.817**
Other tangible fixed assets	**116.870.351**	**553.193**	**(827.814)**	**116.595.730**
Leasehold improvements	**3.982.726**	**970.421**	**–**	**4.953.147**
Total	**6.193.889.125**	**210.132.730**	**(4.924.331)**	**6.399.097.524**
Net Book Value	**1.306.469.784**			**1.045.317.099**

14. INTANGIBLE ASSETS

For the period ended December 31, 2025, the movement of intangible assets are as follows:

Cost	**January 1, 2025**	**Additions**	**Disposals (-)**	**Transfer**	**December 31, 2025**
Software	**105.508.491**	**71.343**	**–**	**16.628.371**	**122.208.205**
Research and development	**23.789.046**	**11.224.755**	**–**	**–**	**35.013.801**
Total	**129.297.537**	**11.296.098**	**–**	**16.628.371**	**157.222.006**
Accumulated Amortization					
Software	**55.885.898**	**21.393.072**	**–**	**–**	**77.278.970**
Research and development	**–**	**5.341.371**	**–**	**–**	**5.341.371**
Total	**55.885.898**	**26.734.444**	**–**	**–**	**82.620.342**
Net Book Value	**73.411.639**				**74.601.664**

For the period ended December 31, 2024, the movement of intangible assets are as follows:

Cost	January 1, 2024	Additions	Disposals (-)	December 31, 2024
Software	**45.713.981**	**59.794.510**	**–**	**105.508.491**
R&D	**–**	**23.789.046**	**–**	**23.789.046**
Total	**45.713.981**	**83.583.556**	**–**	**129.297.537**
Accumulated Amortization				
Software	**43.744.067**	**12.141.832**	**–**	**55.885.899**
R&D	**–**	**–**	**–**	**–**
Total	**43.744.067**	**12.141.832**	**–**	**55.885.899**
Net Book Value	**1.969.914**			**73.411.638**

For the year ended December 31, 2025 Company does not have any intangible assets that are created within Company (December 31, 2024: None.).

15. RIGHT OF USE ASSETS

For the period ended December 31, 2025, the movement of right of use assets are as follows:

Cost	January 1, 2025	Additions	Disposals (-)	December 31, 2025
Building	**293.793.226**	**–**	**–**	**293.793.226**
Machinery	**259.025.676**	**32.614.227**	**–**	**291.639.903**
Motor vehicles	**69.504.813**	**28.862.629**	**–**	**98.367.442**
Total	**622.323.715**	**61.476.856**	**–**	**683.800.571**
Accumulated Amortization				
Building	**82.553.469**	**29.136.518**	**–**	**111.689.987**
Machinery (Operational)	**133.301.964**	**62.604.775**	**–**	**195.906.739**
Motor vehicles	**36.898.557**	**22.931.218**	**–**	**59.829.775**
Total	**252.753.990**	**114.672.511**	**–**	**367.426.501**
Net Book Value	**369.569.725**			**316.374.070**

For the period ended December 31, 2024, the movement of right of use assets are as follows:

	January 1, 2024	Additions	Disposals (-)	December 31, 2024
Building	**205.028.492**	**88.764.734**	**–**	**293.793.226**
Machinery	**137.740.688**	**121.284.988**	**–**	**259.025.676**
Motor vehicles	**90.740.950**	**–**	**(21.236.137)**	**69.504.813**
Total	**433.510.130**	**210.049.722**	**(21.236.137)**	**622.323.715**
Accumulated Amortization				
Building	**22.304.353**	**60.249.116**	**–**	**82.553.469**
Machinery (Operational)	**32.770.038**	**100.531.926**	**–**	**133.301.964**
Motor vehicles	**48.021.582**	**–**	**(11.123.025)**	**36.898.557**
Total	**103.095.973**	**160.781.042**	**(11.123.025)**	**252.753.990**
Net Book Value	**330.414.157**			**369.569.725**

16. INVESMENT PROPERTY

For the period ended December 31, 2025, the movement of investment property is as follows:

Cost	January 1, 2025	Additions	Disposals (-)	December 31, 2025
Building	**22.142.655**	**122.517**	**–**	**22.265.172**
Total	**22.142.655**	**122.517**	**–**	**22.265.172**
Accumulated Amortization				
Building	**16.265.271**	**–**	**(3.951.365)**	**12.313.906**
Total	**16.265.271**	**–**	**(3.951.365)**	**12.313.906**
Net Book Value	**5.877.384**			**9.951.266**

Cost	January 1, 2024	Additions	Disposals (-)	December 31, 2024
Building	22.142.655	–	–	22.142.655
Total	22.142.655	–	–	22.142.655
Accumulated Amortization				
Building	15.819.969	445.302	–	16.265.271
Total	15.819.969	445.302	–	16.265.271
Net Book Value	6.322.686			5.877.384

17. PROVISIONS

On December 31, 2025 and December 31, 2024, short-term provisions comprised the following:

	December 31, 2025	December 31, 2024
Litigation provision	**11.563.541**	11.082.267
Total	**11.563.541**	11.082.267

Movements of litigation provision on December 31, 2025 and 2024 are as follows:

	1 January 2025-December 31, 2025	1 January 2024-December 31, 2024
Balance at the beginning of the period	**11.082.267**	8.892.365
Provisions made during the period	**3.207.625**	6.905.574
Provisions no longer required (-)	**(110.790)**	(1.254.591)
Monetary loss/gain	**(2.615.561)**	(3.461.081)
Balance at the end of the period	**11.563.541**	11.082.267

18. PROVISIONS FOR EMPLOYEE BENEFITS

(a) Short-term provisions for employee benefits

On December 31, 2025 and December 31, 2024, short-term provisions comprised the following:

	December 31, 2025	December 31, 2024
Unused leave provision	**53.010.415**	51.538.137
Personnel premium provisions	**89.000.000**	21.745.209
Total	**142.010.415**	73.283.346

Movements of unused leave provision on December 31, 2025, and 2024 are as follows:

	1 January 2025-December 31, 2025	1 January 2024-December 31, 2024
Balance at the beginning of the period	**51.538.137**	40.955.410
Provisions made during the period	**13.635.963**	23.171.494
Monetary loss/gain	**(12.163.685)**	(12.588.767)
Balance at the end of the period	**53.010.415**	51.538.137

The movement table of personnel premium provisions for employee benefits for the years ended December 31, 2025, is as follows:

	1 January 2025-December 31, 2025	1 January 2024-December 31, 2024
Balance at the beginning of the period	**21.745.209**	30.688.574
Provisions made during the period	**182.253.156**	100.668.390
Provisions no longer required (-)	**(109.866.207)**	(100.178.781)
Monetary loss/gain	**(5.132.158)**	(9.432.974)
Balance at the end of the period	**89.000.000**	21.745.209

(b) Long-term provisions for employee benefits

	December 31, 2025	December 31, 2024
Severance pay provision	**165.840.250**	208.922.474
Total	**165.840.250**	208.922.474

The movement of retirement pay provision for the years ended December 31, 2025 and 2024 are as follows:

	December 31, 2025	December 31, 2024
Opening balance	**208.922.474**	308.055.627
Cost of services	**71.325.980**	82.566.401
Interest cost	**7.184.242**	3.973.836
Actuarial loss	**21.467.090**	64.869.561
Payment made during the period	**(93.751.056)**	(83.403.485)
Monetary gain/loss	**(49.308.480)**	(167.139.466)
Balance as at 31 December	**165.840.250**	208.922.474

According to the legislation in Turkey, employees who completed one working year in Company, are dismissed without any meaningful reason, quit due to the military service, pass away, completed 25 working years for male, 20 working years for female and are at retirement date (58 years old for female, 60 years old for male) should be paid for termination benefit, Due to the amendment of the legislation on 8 September 1999, there are certain transitional liabilities regarding duration of service depending on retirement.

As of 1 January 2025, these payments calculate 30 days salary according to at the most TRY 64,948.77 (2024: TRY 61,446.13) at the rate of retirement or resignation day per year worked, Provision of termination benefit is calculated on the current period and reflected on financial tables. The provision is calculated by estimating the present value of the possible liability in the future caused by the retirements of employees of the Company, This calculation is made according to the ceiling announced by the government.

The provision has been calculated by estimating the present value of the future probable obligation of the Company arising from the retirement of the employees. TRFS require actuarial valuation methods to be developed to entities' obligation under defined benefit plans. Accordingly, the following actuarial assumptions were used in the calculation of the total liability.

The principal assumption is that the maximum liability for each year of service will increase parallel with inflation. Thus, the discount rate applied represents the expected real rate after adjusting for the anticipated effects of future inflation. Consequently, in the accompanying financial statements as at December 31, 2025, the provision has been calculated by estimating the present value of the future probable obligation of Company arising from the retirement of the employees. The provisions at the respective reporting period dates have been calculated based on the table below.

	December 31, 2025	December 31, 2024
Inflation rate	**23.14%**	23.75%
Interest rate	**27.10%**	29.32%
Discount rate	**3.22%**	4.50%
Average probability	**91.54%**	92.17%

19. PAYABLES RELATED TO EMPLOYEE BENEFITS

As of December 31, 2025 and 2024 payables related to employee benefits comprised the following:

	December 31, 2025	December 31, 2024
Payables to personnel	**54.825.670**	45.198.312
Social security premiums payable	**30.856.026**	25.150.469
Total	**85.681.696**	70.348.781

20. OTHER ASSETS AND LIABILITIES

(a) Other current assets

As at December 31, 2025 and 2024 other current assets comprised the followings:

	December 31, 2025	December 31, 2024
Deferred Value Added Taxes ("VAT")	**138.975.493**	90.153.395
Total	**138.975.493**	90.153.395

(b) Other current liabilities

As of December 31, 2025 and 2024, other current liabilities are as follows:

	December 31, 2025	December 31, 2024
Expense accruals	**318.068**	48.632.584
Taxes and payables	**15.257.541**	14.976.339
Total	**15.575.609**	63.608.923

21. DERIVATIVE FINANCIAL INSTRUMENTS

As of December 31, 2025 and 2024, derivative financial instruments are as follows:

	December 31, 2025	December 31, 2024
Derivative financial instruments(*)	**(15.742.971)**	20.517.560
Total	**(15.742.971)**	20.517.560

(*) Derivative financial instruments consist of revenues from forward contracts.

22. EQUITY

(a) Capital

As at December 31, 2025, the paid-in capital of the Company comprises of 158,580,000,000 shares issued (December 31, 2024: 1,512,000,000 shares) of TRY 0.01 each (December 31, 2024: TRY 0.01). There are no privileges rights provided to different shareholder Companys or individuals. The shareholder structure of the Company is as follows:

	December 31, 2025		**December 31, 2024**	
	Ownership Interest	Shares (%)	**Ownership Interest**	Shares (%)
Shareholders				
Mahindra Overseas Investment Com.Ltd.	**1.189.645.940**	75.02%	**9.633.788**	63.72%
Erkunt Traktör A.Ş.	**381.006.899**	24.03%	**5.288.795**	34.98%
Bürge Ceylan Kaleli	**7.992.911**	0.50%	**110.950**	0.73%
Hasan Kaleli	**1.645.187**	0.10%	**22.837**	0.15%
Zekeriya Kaleli	**1.368.768**	0.09%	**19.000**	0.13%
Ali İslam Kaleli	**1.175.195**	0.07%	**16.313**	0.11%
Ahmet Nalbur	**1.585.800**	0.10%	**15.120**	0.10%
Rezzan Oral	**10.604**	0.00%	**147**	0.00%
Bearer shares	**1.368.696**	0.09%	**13.050**	0.09%
Total	**1.585.800.000**	**100%**	**15.120.000**	100%
Capital adjustment differences	**932.702.052**		**438.153.197**	
Total	**2.518.502.052**		**453.273.197**	

As of December 31, 2025, the Company's issued and paid-in share capital consists of 158,580,000,000 shares and all with a par value of TRY 0.01 each. These shares are bearer shares.

(b) Capital adjustment differences

As of December 31, 2025, capital adjustment differences amounting to TRY 932,702,052 consist of capital adjustment differences arising from the adjustment of Company's paid-in capital amount according to inflation and not offset against previous year's losses or added to the capital (December 31, 2024: 438,153,197).

(c) Defined benefit plans for re-measurement losses

Consists of actuarial gains and losses recognized as other comprehensive income because of the adoption of TAS 19, December 31, 2025: TRY (259,566,975), December 31, 2024: TRY (243,466,658).

(d) Restricted reserves

The legal reserves consist of the first and second reserves in accordance with the Turkish Commercial Code. The first legal reserve is appropriated out of the statutory profit at the rate of 5% until the total reserve reaches a maximum of 20% of the Company's paid-in capital. The second legal reserve is appropriated at the rate of 10% of all distributions more than 5% of Company's share capital. The first and second legal reserves are not available for distribution unless they exceed 50% of the share capital, however they can be used to offset losses if there are no retained earnings. In 2025 reserve amount is 305,338,745 (2024:318,161,424).

(e) Accumulated gains/(losses)

Retained earnings indicated by the Company on its financial statements issued as follows.

	December 31, 2025	December 31, 2024
Beginning of the period	**1.603.357.150**	1.627.916.187
Transfer from net profit for the period	**(370.961.495)**	(24.559.037)
Transfer for capital increase	**(459.766.973)**	–
End of the period	**772.628.682**	1.603.357.150

December 31, 2025 (TFRS)	**Historical Value**	**Inflation Adjustment Effect**	**Indexed Value**
Paid-in capital	**1.585.800.000**	**932.702.052**	**2.518.502.052**
Legal reserves	**3.024.000**	**305.338.745**	**308.362.745**

December 31, 2025 (Statutory)	**Historical Value**	**Inflation Adjustment Effect**	**Indexed Value**
Paid-in capital	**1.585.800.000**	**–**	**1.585.800.000**
Legal reserves	**3.024.000**	**–**	**3.024.000**

23. REVENUE AND COST OF SALES

For the periods 1 January - December 31, 2025, and 2024, gross profit because of revenues and the cost of sales related operating are as follows:

	1 January - December 31, 2025	1 January - December 31, 2024
Domestic sales	**632.404.852**	987.662.833
Export	**3.352.082.166**	3.904.677.591
Gross revenues	**3.984.487.018**	4.892.340.424
Returns and discounts (-)	**(93.767.965)**	(113.576.989)
Net sales	**3.890.719.053**	4.778.763.435
Cost of sales (-)	**(4.569.869.921)**	(4.922.420.297)
General production cost	**(2.857.526.200)**	(2.888.449.306)
Raw materials and supplies	**(677.133.751)**	(1.160.496.379)
Personnel expenses	**(543.482.907)**	(592.481.553)
Depreciation expenses	**(491.727.063)**	(280.993.059)
Gross profit	**(679.150.868)**	(143.656.862)

24. GENERAL ADMINISTRATIVE EXPENSES, SELLING

For the year ending 31 December, administrative expenses comprised the following:

	1 January - December 31, 2025	1 January - December 31, 2024
Depreciation expense	**153.479.196**	81.062.883
Personnel expenses	**60.945.272**	73.449.928
Expenses related to outsourced benefits	**12.942.159**	19.142.469
Donations and aids	**11.279.177**	24.633.871
Maintenance and repair expenses	**4.168.846**	157.992
Tax expenses	**4.073.504**	3.551.655
Commission expenses	**3.630.015**	3.194.635
Material expenses	**3.259.993**	3.686.178
Travel expenses	**2.332.856**	2.304.721
Communication expenses	**1.815.155**	2.142.697
Representation and hospitality expenses	**1.476.521**	1.395.698
Education expenses	**395.435**	291.497
Other expenses	**50.907.083**	31.392.257
Total	**310.705.212**	246.406.481

25. SALES, MARKETING, AND DISTRIBUTION EXPENSES

For the years ended 31 December, selling, marketing and distribution expenses comprised the following:

	1 January - December 31, 2025	1 January - December 31, 2024
Sales commissions	**30.539.866**	30.202.096
Freight expenses	**11.443.546**	14.654.827
Personnel expenses	**11.377.051**	11.599.809
Donations and aids	**708.857**	3.212.437
Travel expenses	**472.496**	83.971
Insurance expenses	**61.042**	175.038
Representation and hospitality expenses	**57.125**	9.779
Depreciation expense	**36.832**	19.612
Advertisement expenses	**9.993**	398.520
Education expenses	**–**	797
Other expenses	**2.053.277**	1.291.021
Total	**56.760.085**	61.647.907

26. RESEARCH AND DEVELOPMENT EXPENSES

Research and development expenses for the years ended December 31 are as follows:

	1 January - December 31, 2025	1 January - December 31, 2024
Personnel expenses	**22.676.738**	12.956.714
Depreciation expense	**4.210.968**	20.534.740
Labor expenses	**4.070.971**	4.912.144
Donations and aids	**1.753.884**	4.286.897
Expenses related to outsourced benefits	**261.594**	4.844.625
Project expenses	**26.062**	39.510
Travel expenses	**3.471**	2.858
Education expenses	**886**	974
Material expenses	**–**	649
Other expenses	**36.705**	73.045
Total	**33.041.279**	47.652.156

27. EXPENSE BY NATURE

	1 January - December 31, 2025	1 January - December 31, 2024
General production cost	**2.857.526.200**	2.888.449.306
Raw materials and supplies	**677.133.751**	1.160.496.379
Depreciation expense	**650.584.464**	383.500.909
Personnel expenses	**638.481.969**	690.488.004
Sales commissions	**30.539.866**	30.202.096
Donations and aids	**13.741.918**	31.687.899
Expenses related to outsourced benefits	**13.203.753**	23.987.094
Freight expenses	**11.443.546**	14.654.827
Maintenance and repair expenses	**4.168.846**	157.992
Tax expenses	**4.073.504**	3.551.655
Labor expenses	**4.070.971**	4.912.144
Commission expenses	**3.630.015**	3.194.635
Material expenses	**3.259.993**	3.686.827
Travel expenses	**2.808.823**	2.391.550
Communication expenses	**1.815.155**	2.142.697
Representation and hospitality expenses	**1.533.646**	1.405.477
Education expenses	**396.321**	293.268
Insurance expenses	**61.042**	175.038
Project expenses	**26.061**	39.510
Advertisement expenses	**9.993**	398.520
Other expenses	**52.997.064**	32.749.044
Total	**4.971.506.901**	5.278.126.841

28. OTHER OPERATING INCOME AND EXPENSES

For the years ending 31 December, the other operating income comprised the following:

	1 January - December 31, 2025	1 January - December 31, 2024
Foreign exchange gains	**268.666.229**	190.779.613
Rediscount income	**34.144.808**	60.571.861
Reversal of litigation provision	**122.924**	–
Adjustments related to doubtful provision	**–**	2.187.440
Adjustments related to litigation provision	**–**	1.254.592
Other	**19.701.210**	47.502.262
Total	**322.635.171**	302.295.768

For the years ended 31 December, other operating expenses comprised the following:

	1 January - December 31, 2025	1 January - December 31, 2024
Non-operating part expenses	**(198.622.822)**	–
Foreign exchange losses	**(171.041.884)**	(143.543.390)
Personnel bonus provision	**(98.747.866)**	–
Rediscount expenses	**(41.598.327)**	(51.911.709)
Litigation provision	**(3.558.945)**	(6.905.574)
Provision for doubtful receivables	**(1.279.582)**	–
Other expenses	**(18.758.056)**	(7.126.683)
Total	**(533.607.482)**	(209.487.356)

29. INCOME AND EXPENSES FROM INVESTMENT ACTIVITIES

For the years ending 31 December, income from investment activities comprised the following:

	1 January - December 31, 2025	1 January – December 31, 2024
Profits from the sale of assets held for sale	**–**	22.176.837
Gain on sale of marketable securities	**–**	1.497.794
Total	**–**	23.674.632

30. FINANCE INCOME AND EXPENSES

	1 January - December 31, 2025	1 January - December 31, 2024
Foreign exchange gain	**32.741.557**	–
Interest income	**5.679.378**	4.422.081
Total	**38.420.935**	4.422.081

For the years ended 31 December finance expense comprised the following:

	1 January - December 31, 2025	1 January - December 31, 2024
Borrowing expenses	**(194.404.536)**	–
Interest expenses	**(49.884.523)**	(109.461.723)
Foreign exchange loss	**(49.136.780)**	–
Total	**(293.425.839)**	(109.461.723)

31. INCOME TAX

Corporate tax

The "Law Regarding the Imposition of Additional Motor Vehicle Tax for the Compensation of Economic Losses Caused by the Earthquakes Occurred on 6/2/2024, and Amendments in Some Laws and Decree Laws, Including the Law Published in the Official Gazette with Number 32249 on July 14, 2024," according to Article 21, stipulates changes in Article 32 of the Corporate Tax Law numbered 5520. These changes regulate the corporate tax rate, increasing the general rate from 20% to 25%, and for banks and financial institutions, the rate rises from 25% to 30%. This amendment is effective from October 1, 2025, starting with the declarations to be submitted, and it is applied to the gains of corporations in the tax years of 2025 and subsequent periods (2024: 25%). The corporate tax rate is applied to the net corporate income, calculated by adding back non-deductible expenses according to tax laws and deducting exemptions and discounts specified in tax laws from the commercial income of corporations.

There is no practice in Turkey regarding reaching an agreement with the tax authorities on the taxes to be paid, Corporate tax returns must be submitted to the tax office to which the company is affiliated by the 25th day of the fourth month following the month in which the accounting period is closed.

The authorities with the power to conduct tax inspections can examine accounting records within a five-year period, and if erroneous transactions are identified, the tax amounts may change due to tax assessments. According to Turkish tax legislation, declared financial losses shown on the tax return can be deducted from the annual corporate income, if they do not exceed five years. However, financial losses cannot be offset against profits from previous years.

On December 30, 2023, the "GENERAL COMMUNIQUÉ ON TAX PROCEDURE LAW" was published in the Official Gazette, stating that, as of December 31, 2023, the balance sheet prepared in accordance with the Tax Procedure Law should be subjected to inflation adjustments, and the effects should be accounted for as of the same date.

Deferred Taxes

The existence of deferred tax liabilities or assets is determined by calculating the tax effects according to the balance sheet method of the temporary differences between the values of assets and liabilities as shown in the financial statements and the amounts considered in the legal tax base. Deferred tax liabilities or assets are reflected in the accompanying financial statements, considering the anticipated tax rates that will be applicable in future periods when these temporary differences are expected to be reversed.

In reflecting the deferred tax asset in the financial statements. Company considers factors such as developments in the sector in which it operates, estimated taxable profits in future periods, the general economic and political situation of Turkey, and/or international economic and political conditions that may affect Company. The company anticipates that it will generate enough taxable profit in future periods. As of December 31, 2025, the deferred tax assets and liabilities in the financial statements have been calculated at a rate of 25% for the portion of temporary differences that will create a tax impact in 2025 and subsequent periods.

Current tax assets and liabilities

Total income tax benefit/expense) recognized in profit or loss for the year ended December 31, 2025 and 2024 are as follows:

	December 31, 2025	December 31, 2024
Corporate tax expense	**–**	–
Current period corporate tax expense	**–**	–
Deferred tax expense on Profit & Loss	**8.842.521**	(95.442.091)
From temporary differences	**10.575.500**	(95.442.091)
From investment incentive	**(1.732.979)**	–
Deferred tax expense on OCI	**5.366.773**	16.217.390
Tax income/expense) recognized in other comprehensive income	**14.209.295**	(79.224.701)

For the year 31 December, the deferred tax asset/liability movement is as follows:

	December 31, 2025	December 31, 2024
Opening balance as of January 1	**29.604.445**	108.829.145
Deferred tax of other comprehensive income	**8.842.521**	16.217.391
Deferred tax income	**5.366.773**	(95.442.091)
Closing balance as of December 31	**43.813.739**	29.604.445

For the year 31 December, tax reconciliation is as follows:

The details of deferred tax assets and liabilities as of December 31 are as follows:

	31 December 2025	31 December 2024
Adjustments related to financial liabilities	**57.666.269**	38.522.909
Adjustments related to severance pay	**41.460.063**	52.230.622
Adjustments related to investment incentives	**40.255.159**	41.988.137
Adjustments related to personal bonus provisions	**22.250.000**	–
Adjustments related to vacation pay liability	**13.252.604**	18.320.837
Adjustments related to financial investments	**4.248.045**	5.560.365
Adjustments related to derivative instruments	**3.935.743**	(5.129.390)
Adjustments related to trade and other receivables	**3.541.739**	3.528.098
Adjustments related to litigation provisions	**2.890.885**	2.770.566
Adjustments related to trade and other payables	**1.274.820**	(2.424.379)
Adjustments related to deferred income	**1.203.660**	292.667
Adjustments related to the right of use assets	**(79.093.518)**	(92.392.431)
Adjustments related to inventories	**(33.829.431)**	(43.751.273)
Adjustments related to property, plant and equipment and intangible assets	**(20.831.334)**	22.950.174
Adjustments related to prepaid expenses	**(9.050.790)**	(5.920.331)
Adjustments related to other provisions	**(5.360.175)**	(6.942.126)
Deferred tax asset/liability), net	**43.813.739**	29.604.445

32. EARNINGS/(LOSS) PER SHARE

Earnings per share are calculated by dividing net profit for the period by the weighted average number of shares outstanding during the year. The Company's earnings / (loss) per share calculation are as follows:

	1 January - December 31, 2025	1 January - December 31, 2024
Profit / (loss) for the period	**(2.278.158.874)**	(370.961.494)
Weighted average number of shares	**158.580.000.000**	1.979.092.004
Earnings / (loss) per share	**(0.01)**	0.19

33. EXPLANATIONS REGARDING NET MONETARY POSITION GAINS/(LOSES)

Non-monetary items	**31 December 2025**	31 December 2024
Statement of financial position items	**(1.396.840.668)**	(104.244.792)
Stocks	**(15.120.647)**	223.097.454
Prepaid expenses	**6.424.786**	3.587.589
Financial Investments Valued Using the Equity Method	**62.361.246**	–
Property, plant, and equipment	**46.889.422**	(139.099.216)
Intangible assets	**(499.180)**	5.970.811
Investment properties	**6.182.482**	238.660
Right of use assets	**42.837.692**	27.963.231
Investments in progress	**–**	–
Paid-in capital	**(1.208.509.694)**	(4.679.486)
Legal reserves	**(70.343.018)**	(6.447.448)
Revaluation and measuring gain/(loss) from defined benefit plans	**57.461.366**	–
Retained earnings/losses	**(331.512.165)**	(214.876.387)
Deferred tax assets	**6.987.042**	–
Profit or loss statement items	**600.782.524**	275.877.022
Revenue	**(363.040.139)**	(661.850.709)
Cost of sales (-)	**804.206.440**	830.690.549
Research and development expenses (-)	**(2.251.636)**	19.040.577
Marketing expenses (-)	**4.877.852**	8.421.951
General and administrative expenses (-)	**125.600.872**	79.338.212
Other operating income	**(40.899.735)**	(42.467.220)
Other operating expenses	**49.601.043**	24.679.809
Financial income	**(606.010)**	(7.800.811)
Financial expenses	**28.692.684**	26.025.128
Share of profit / loss of investments accounted for using the equity method	**(5.398.846)**	(200.464)
Total	**(796.058.145)**	171.632.230

34. FINANCIAL INSTRUMENTS

Financial risk management

The company has exposure to the following risks from its operations:

- Credit risk
- Liquidity risk
- Market risk
- Operational risk

This note informs us about, Company's exposures towards risks mentioned above. Company's goals, policies and processes for measuring and managing risks and capital management policy of Company. Detailed descriptions and analysis mentioned in Notes 34 and 35.

Financial risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors has established the risk management committee, which is responsible for developing and monitoring Company's risk management policies. The committee reports regularly to the board of directors on its activities.

Company's risk management policies are established to identify and analyze the risks faced by Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and Company's activities. The company, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

Company audit committee oversees how management monitors compliance with Company's risk management policies and procedures and reviews the adequacy of the risk management framework in relation to the risks faced by Company. The company audit committee assisted in its oversight role by internal audit. Internal audit undertakes both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the audit committee.

Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's receivables from customers and investments in debt securities. The carrying amounts of financial assets and contract assets represent the maximum credit exposure. Financial instruments that could cause the Company to considerably increase credit risk are mainly cash and commercial receivables, Companies have cash and cash equivalents in various financial institutions. The company manages this risk by limiting transactions with financial institutions and by constantly evaluating the reliability of such institutions. The credit risk that may arise from trade receivables is limited by the fact that Company management limits the amount of credit applied to customers. Trade receivables are assessed by considering their past experiences and current economic situation in Company management and are presented as net in the balance sheet after the provision for doubtful receivables is settled (Note 6).

Liquidity risk

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

Market risk

Market risk is the risk that changes in market prices, interest rates and equity prices will affect Company's income or the value of its holdings of financial instruments. The company is subject to the risk of interest rate fluctuations to the extent that interest-earning assets and interest-bearing liabilities mature or reprise at different times or in differing amounts.

Currency risk

The company is exposed to currency risk due to its sales, import transactions and borrowings in foreign currency. These transactions are held in USD and Euro.

Interest rate risk

Company is exposed to interest rate risk through the impact of rate changes on interest bearing liabilities and assets.

Operational risk

Operational risk is the direct or indirect loss arising from a wide variety of factors related to Company's processes, employees, technology and infrastructure, and external factors such as legal and regulatory requirements outside the credit risk, market risk and liquidity risk, and generally accepted standards for legal entity Risk. Operational risks arise from all Company activities.

The company's objective is to manage operational risk to balance the avoidance of financial losses, In this context, the following company procedures and internal control issues have been identified:

- requirements for appropriate segregation of duties, including the independent authorization of transactions
- requirements for the reconciliation and monitoring of transactions compliance with regulatory and other legal requirements
- documentation of controls and procedures
- requirements for the periodic assessment of operational risks faced, and the adequacy of controls and procedures to address the risks identified
- requirements for the reporting of operational losses and proposed remedial action
- development of contingency plans
- training and professional development
- ethical and business standards
- risk mitigation, including insurance where this is effective,

Capital risk management

The company manages its capital to ensure that the Company will be able to continue as a going concern while maximizing its profit and market value through the optimization of the debt and equity balance,

	December 31, 2025	December 31, 2024
Total finance liabilities	**923.414.576**	664.589.471
Liquid assets	**(30.251.714)**	(117.033.950)
Net liabilities	**893.162.862**	547.555.521
Equity	**1.058.743.630**	1.760.363.619
Share capital	**1.951.906.492**	2.307.919.139
Net liabilities/Share capital	**45.76%**	23.73%

35. NATURE AND LEVEL OF RISK ARISING FROM FINANCIAL INSTRUMENTS

Credit risk

December 31, 2025

	Receivables				
	Trade receivables		Other receivables		Deposits on banks
	Related party	Other	Related party	Other	
Exposure to maximum credit risk as at reporting date (A +B+C+D)	**55.760.072**	**739.727.133**	**–**	**49.266.931**	**30.240.710**
- The part of maximum risk under guarantee with collateral	–	–	–	–	–
A. Net carrying value of financial assets which are neither impaired nor overdue	55.760.072	739.727.133	–	49.266.931	30.240.710
B. Net carrying value of financial assets that are restructured, otherwise, which will be regarded as overdue or impaired	–	–	–	–	–
C. Net carrying value of financial assets which are overdue but not impaired	–	–	–	–	–
Covered portion of net book value (with letter of guarantee etc,)	–	–	–	–	–
D. Net carrying value of financial assets which are impaired	–	–	–	–	–
- Past due (gross book value)	–	1.483.074	–	–	–
- Impairment (-)	–	(1.483.074)	–	–	–
- Covered portion of netbook value (with letter of guarantee etc.)	–	–	–	–	–
Impairment (-)	–	–	–	–	–
E. Off balance sheet items with credit risks	**–**	**–**	–	**–**	**–**

December 31, 2024

	Receivables				
	Trade receivables		Other receivables		Deposits on banks
	Related party	Other	Related party	Other	
Exposure to maximum credit risk as at reporting date (A +B+C+D)	**102.204.078**	**734.471.954**	**–**	**57.829.411**	**117.021.785**
- The part of maximum risk under guarantee with collateral	–	–	–	–	–
A. Net carrying value of financial assets which are neither impaired nor overdue	102.204.078	734.471.954	–	57.829.411	117.021.785
B. Net carrying value of financial assets that are restructured. otherwise, which will be regarded as overdue or impaired	–	–	–	–	–
C. Net carrying value of financial assets which are overdue but not impaired	–	–	–	–	–
Covered portion of net book value (with letter of guarantee etc.)	–	–	–	–	–
D. Net carrying value of financial assets which are impaired	–	–	–	–	–
- Past due (gross book value)	–	431.691	–	–	–
- Impairment (-)	–	(431.691)	–	–	–
- Covered portion of netbook value (with letter of guarantee etc.)	–	–	–	–	–
Impairment (-)	–	–	–	–	–
E. Off balance sheet items with credit risks	**–**	**–**	–	**–**	**–**

The majority of the Company's customers are Turkey's largest retail companies and therefore the Company's losses from its receivables have not been very high. While the Company monitors the credit risks of its customers, customers are Companies according to their credit characteristics and customer types. The majority of commercial receivables are receivables from large retail companies.

The Company receives bank guarantee letters and real estate mortgages from its customers against collection risk or ensures that they are included in the DBS system.

Credit risk is distributed due to the large number of institutions that constitute the customer base.

Liquidity risk

As of December 31, 2025, the monetary liabilities of the Company according to their remaining maturities are as follows:

December 31, 2025	Book value	Contractual cash outflows	Less than 3 months	3 - 12 months	1 - 5 years	More than 5 years
Non-derivatives financial liabilities						
Leasing liabilities	201.175.876	281.872.452	16.533.816	46.240.002	182.108.634	36.990.000
Trade payables	933.529.714	933.529.714	933.529.714	–	–	–
Financial liabilities	722.238.700	722.238.700	256.222.306	466.016.394	–	–
Other payables	8.524	8.524	–	–	8.524	–
Total	**1.856.952.814**	**1.937.649.390**	**1.206.285.836**	512.256.396	**182.117.158**	**36.990.000**

As of December 31, 2024, the monetary liabilities of the Company according to their remaining maturities are as follows:

December 31, 2024	Book value	Contractual cash outflows	Less than 3 months	3 - 12 months	1 - 5 years	More than 5 years
Non-derivatives financial liabilities						
Leasing liabilities	176.367.287	409.620.425	14.588.070	49.424.390	297.190.891	48.417.072
Trade payables	918.140.339	918.140.339	918.140.339	–	–	–
Financial liabilities	488.222.184	488.222.184	–	488.222.184	–	–
Other payables	11.159	11.159	–	–	11.159	–
Total	**1.582.740.969**	**1.815.994.107**	**932.728.409**	537.646.574	**297.202.050**	**48.417.072**

Market risk

Currency risk

Transactions in foreign currency cause the risk of exchange, The exchange rate risk is managed by forward foreign exchange purchase/sale contracts based on approved policies,

Assets and liabilities in foreign currencies of Company as of December 31, 2025 and December 31, 2024 are as follows:

	December 31, 2025				
	TRY Equivalent	USD	EUR	GPB	CHF
1. Trade Receivables	674.207.656	117.828	8.138.757	4.518.938	–
2. Cash and Cash equivalents	12.281.320	3	244.207	18	–
3. Other	9.816.529	648	180.000	12.820	–
4. Current Assets (1+2+3)	**696.305.505**	**118.479**	**8.562.965**	**4.531.775**	**–**
5. Total Assets (4)	**696.305.505**	**118.479**	**8.562.965**	**4.531.775**	**–**
6. Trade Payables	(472.430.170)	(5.887.010)	(4.169.697)	(166.967)	(648)
7. Financial Liabilities	–	–	–	–	–
8. Short-Term Liabilities (6+7)	**(472.430.170)**	**(5.887.010)**	**(4.169.697)**	**(166.967)**	**(648)**
9. Financial Liabilities	–	–	–	–	–
10. Long-Term Liabilities (9)	**–**	**–**	**–**	**–**	**–**
11. Total Liabilities (8+10)	**(472.430.170)**	**(5.887.010)**	**(4.169.697)**	**(166.967)**	**(648)**
Total (4+11)	**223.875.335**	**(5.768.531)**	4.393.268	**4.364.808**	**(648)**

	December 31, 2024			
	TRY Equivalent	USD	EUR	GPB
1. Trade Receivables	675.710.714	447.374	7.910.702	4.754.942
2. Monetary Financial Assets	81.379.318	29.003	3.546	1.381.285
3. Other	15.306.199	–	318.539	–
4. Current Assets (1+2+3)	**772.396.232**	**476.377**	**8.232.787**	**6.136.227**
5. Total Assets (4)	**772.396.232**	**476.377**	**8.232.787**	**6.136.227**
6. Trade Payables	(498.521.721)	(6.921.328)	(3.722.402)	–
7. Financial Liabilities	–	–	–	–
8. Short-Term Liabilities (6+7)	**(498.521.721)**	**(6.921.328)**	**(3.722.402)**	**–**
9. Financial Liabilities	–	–	–	–
10. Long-Term Liabilities (9)	**–**	**–**	**–**	**–**
11. Total Liabilities (8+10)	**(498.521.721)**	**(6.921.328)**	**(3.722.402)**	**–**
Total (4+11)	**273.874.511**	**(6.444.951)**	4.510.385	**6.136.227**

	December 31, 2025	
	Profit/Loss	
	Foreign currency appreciation	Foreign currency depreciation
20% change of the USD against TRY:		
1- Net USD denominated asset/liability	(49.527.801)	49.527.801
2- USD risk protect portion (-)	–	–
3- Net effect of USD (1+2)	(49.527.801)	49.527.801
20% change of the EUR against TRY:		
4- Net EUR denominated asset/liability	44.108.328	(44.108.328)
5- EUR risk protect portion (-)	–	–
6- Net Effect of EUR (4+5)	44.108.328	(44.108.328)
20% change of the GBP against TRY:		
7- Net GBP denominated asset/liability	50.048.562	(50.048.562)
8- GBP risk protect portion (-)	–	–
9- Net Effect of GBP (7+8)	50.048.562	(50.048.562)
20% change of the CHF against TRY:		
10- Net CHF denominated asset/liability	(7.029)	7.029
11- CHF risk protect portion (-)	–	–
12- Net Effect of CHF (10+11)	(7.029)	7.029
TOTAL (3+6+9+12)	**44.622.059**	**(44.622.059)**

	December 31, 2024	
	Profit/Loss	
	Foreign currency appreciation	Foreign currency depreciation
20% change of the USD against TRY:		
1- Net USD denominated asset/liability	(45.639.721)	45.639.721
2- USD risk protect portion (-)	–	–
3- Net effect of USD (1+2)	(45.639.721)	45.639.721
20% change of the EUR against TRY:		
4- Net EUR denominated asset/liability	33.006.184	(33.006.184)
5- EUR risk protect portion (-)	–	–
6- Net Effect of EUR (4+5)	33.006.184	(33.006.184)
20% change of the GBP against TRY:		
7- Net GBP denominated asset/liability	53.419.980	(53.419.980)
8- GBP risk protect portion (-)	–	–
TOTAL (3+6+8)	**53.419.980**	**(53.419.980)**

Interest rate risk

The Company is exposed to interest rate risk through the impact of rate changes on interest bearing assets and liabilities. The Company manages this risk through natural hedges that arise from offsetting interest rate sensitive assets and liabilities. In order to minimize this interest rate risk, the Company seeks to borrow funds at the most favorable rates.

As of 31 December, the interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows:

Fixed rate instruments	**December 31, 2025**	December 31, 2024
Financial asset	–	3.403.201
Financial liabilities	–	639.726.129

Fees for Services Received from Independent Auditor/Independent Audit Firms

Company's explanation regarding the fees for the services received from the independent audit firms, which is based on letter of POA dated August 19, 2024, preparation principles of which are based on the Board Decision published in the Official Gazette on March 30, 2024, are as follows:

	1 January - December 31, 2025	**1 January - December 31, 2024**
Independent audit fee for the reporting period	1.700.000	654.450
Total	**1.700.000**	**654.450**

36. EVENTS AFTER BALANCE SHEET DATE

None.

INDEPENDENT AUDITORS' REPORT

To the Members of
Swaraj Engines Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **Swaraj Engines Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements for the current period. These matters were addressed in the context of our audit of the Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report:

KAM on Related Party Transactions	
Key Audit Matter	As a part of the business activity, the Company deals with entities which are related parties and significant revenue sources are from related parties only. The Arm's length pricing of the transactions with Related Parties, risks of material misstatement associated with related party relationships and transactions may have a significant impact on the interest of the Company, and true and fair presentation of related party relationships and transactions in the financial statements of the Company.

KAM on Related Party Transactions	
Principal Audit Procedures	We performed the following audit procedures relating to related party relationships and transactions. • Obtained the list of related parties from management and reconciled the same with prior period disclosures to identify completeness and changes during the year. • Evaluated the nature of the relationships and transactions by reviewing supporting documentation to understand the purpose and business rationale. • Obtained direct balance confirmations from related parties for outstanding balances and transactions during the year. • Performed substantive audit procedures on sampled related party transactions, including testing of underlying documents and approvals. • Ensured that all related party transactions were placed before the Audit Committee for approval. • Reviewed the company's related party transactions policy approved by the Board and checked compliance with the said policy. • Obtained independent consultant report on arm's length analysis of revenue transactions. Reviewed the key assumptions of the study, with support from our internal expert.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report, and the related annexures, but does not include the financial statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of

the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

(c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

(d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

(g) In our opinion, the managerial remuneration for the year ended March 31, 2026 has been paid/provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act.

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

(i) The Company has disclosed the impact of pending litigations as at March 31, 2026 on its financial position in its Financial Statements – Refer Note 2.31 to the Financial Statements;

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

(iii) There was no delay in transferring the amounts to the Investor Education and Protection Fund by the Company;

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

(v) The final dividend proposed in the previous year, declared, and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable.

The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with section 123 of the Act, as applicable.

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

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782PYQPDS3468

Place: Jaipur
Date: April 13, 2026

Annexure A to the Independent Auditors' Report

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **Swaraj Engines Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782PYQPDS3468

Place: Jaipur
Date: April 13, 2026

Annexure B to the Independent Auditors' Report

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

(i) (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant, and equipment.

(B) According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a regular programme of physical verification of its property, plant and equipment and investment property by which the property, plant and equipment (including asset in custody of vendors), and investment property are verified by the management according to a phased programme designed to cover all the items over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment and investment property. In accordance with the programme, the Company has physically verified property, plant and equipment, and investment property during the year and no material discrepancies were noticed on such verification. In respect of Property, Plant and Equipment lying at the premises of third-party vendors, physical verification was carried out by the management through confirmation from such vendors.

(c) According to the information and explanations given to us, the title deeds of immovable properties are held in the name of the Company.

(d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment and investment property or intangible assets or both during the year.

(e) Based on the audit procedures performed by us and according to the information, explanations, and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) According to the information and explanations given to us, the inventory comprising of finished goods, raw materials, stores & spares, components, and work-in-progress has been physically verified at reasonable intervals by the management during the year. Stock-in-transit as on March 31, 2026 has been verified by the management on subsequent receipt of the goods. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such verification between the physical inventory and the book records. We have relied on confirmations and representations from third parties in case of inventory lying in their locations, wherever applicable.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

(iii) According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

(iv) According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

(v) According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

(vi) The maintenance of cost records has been specified by the Central Government under sub-section (1) of Section 148 of the Act for the products of the Company. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, specified by the Central Government under sub-section (1) of Section 148 of the Act and are of the opinion that prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service Tax, Duty of Customs, Duty of Excise and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on

the last day of the financial year for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2026 on account of disputes are given below:

Statute	Nature	Forum where dispute is pending	Period to which the Amount relates	Amount involved (In Lakhs)
Central Excise Act, 1944	Excise Duty	Appellate Authority - Tribunal Level	F.Y. 2004-05 to FY 2005-06	87.47
		Appellate Authority - Tribunal Level	F.Y. 2015-16 to FY 2017-18	107.25

(viii) According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not obtained any loans or other borrowings. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution, or any other lender till the date of our audit report.

(c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not obtained term loan during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that no short-term loan is obtained by the Company during the year. Accordingly, the reporting under Clause 3(ix)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that the Company has no subsidiaries, associates or joint ventures. Accordingly, the reporting under Clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and based on the audit procedures performed by us, we report that the Company has no subsidiaries, associates or joint ventures. Accordingly, the reporting under Clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

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

(xii) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

(xiv) (a) In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the Internal Audit reports of the Company issued till date for the period under audit.

(xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted

any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) and 3(xvi)(d) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has five Core Investment Companies.

(xvii) In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) According to the information and explanations given to us, in respect of other than ongoing projects, the Company has no unspent amount that needs to be transferred to a Fund specified in Schedule VII to the Act in compliance with second proviso to sub-section (5) of Section 135 of the Act.

(b) According to the information and explanations given to us, in respect of ongoing projects, the Company has no unspent amount which needs to be transferred to a special account in compliance with sub-section (6) of Section 135 of the Act.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782PYQPDS3468

Place: Jaipur
Date: April 13, 2026

BALANCE SHEET AS AT MARCH 31, 2026

Rs. in Lakhs

Particulars	Note	2026	2025
(I) ASSETS			
NON-CURRENT ASSETS			
(a) Property, plant and equipment	2.1	**10668.39**	11015.45
(b) Capital work-in-progress	2.2	**5481.34**	476.57
(c) Investment property	2.3	**19.95**	20.48
(d) Intangible assets	2.4	**0.54**	4.08
(e) Financial assets	2.5	**2671.98**	6651.98
(f) Income tax assets (net)		**290.57**	247.78
(g) Deferred tax assets (net)	2.13	**488.15**	317.71
(h) Other non-current assets	2.6	**841.13**	641.73
Total Non-Current Assets		**20462.05**	19375.78
CURRENT ASSETS			
(a) Inventories	2.7	**7480.82**	7835.12
(b) Financial assets			
(i) Investments	2.8	**1926.00**	1919.40
(ii) Trade receivables	2.9	**20617.99**	17722.42
(iii) Cash and cash equivalents	2.10	**1725.82**	655.59
(iv) Bank balances other than (iii) above	2.10	**10457.38**	16774.16
(v) Other financial assets	2.5	**3971.49**	726.14
(c) Other current assets	2.6	**11241.25**	2206.59
Total Current Assets		**57420.75**	47839.42
Total Assets		**77882.80**	67215.20
(II) EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	2.11	**1214.99**	1214.75
(b) Other equity (refer SOCE)		**47677.42**	40705.33
Total Equity		**48892.41**	41920.08
Liabilities			
Non-Current Liabilities			
(a) Financial liabilities			
- Lease liabilities		**144.88**	139.99
(b) Provisions	2.12	**933.80**	731.79
Total Non-Current Liabilities		**1078.68**	871.78
Current Liabilities:			
(a) Financial liabilities			
(i) Lease liabilities		**59.98**	58.53
(ii) Trade payables			
- Total outstanding dues of Micro and Small Enterprises	2.14	**9500.13**	8614.27
- Total outstanding dues of creditors other than Micro and Small Enterprises	2.14	**15326.03**	13500.89
(iii) Other financial liabilities	2.15	**2136.54**	1600.18
(b) Provisions	2.12	**751.50**	472.14
(c) Other current liabilities	2.16	**137.53**	177.33
Total Current Liabilities		**27911.71**	24423.34
Total Equity and Liabilities		**77882.80**	67215.20
Significant Accounting Policies	1		
Notes on Accounts	2		

As per our report of even date attached

The Notes referred to above form an integral part of these financial statements

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board

Karthik Srinivasan
Partner
Membership No. 215782

Mahesh Gupta
Chief Financial Officer

Rajya Vardhan Kanoria
Chairman
DIN: 00003792

Rajesh K. Kapila
Company Secretary
M.No. : ACS - 9936

Devjit Sarkar
Whole Time Director & Chief Executive Officer
DIN: 10745850

Jaipur, 13th April, 2026

S.A.S. Nagar (Mohali), 13th April, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Lakhs

Particulars	Note	2026	2025
INCOME			
Revenue from operations	2.17	**200713.43**	168189.23
Other income	2.18	**1770.21**	1640.67
TOTAL INCOME		**202483.64**	169829.90
EXPENSES			
Cost of materials consumed	2.19	**157181.10**	131874.38
Changes in inventories of finished goods and work-in-progress	2.20	**(103.79)**	797.19
Employee benefits expense	2.21	**5278.64**	4816.97
Finance costs	2.22	**39.37**	33.01
Depreciation and amortisation expense	2.23	**2245.40**	2034.33
Other expenses	2.24	**11145.20**	7969.42
TOTAL EXPENSES		**175785.92**	147525.30
Profit before exceptional items and tax		**26697.72**	22304.60
Exceptional items		**340.51**	–
Profit before tax		**26357.21**	22304.60
Tax expense			
(1) Current tax	2.13	**6895.63**	5756.10
(2) Deferred tax	2.13	**(169.16)**	(49.87)
Total tax expense		**6726.47**	5706.23
Profit for the year		**19630.74**	16598.37
Other comprehensive income		**9.03**	(19.18)
A (i) Items that will not be reclassified to profit or loss		**12.07**	(25.63)
(ii) Income tax relating to items that will not be reclassified to profit or loss		**(3.04)**	6.45
B (i) Items that may be reclassified to profit or loss		**–**	–
(ii) Income tax relating to items that will be reclassified to profit or loss		**–**	–
Total comprehensive income for the period		**19639.77**	16579.19
Earning per Equity Share (face value Rs. 10 per share):			
(1) Basic	2.26	**161.60**	136.64
(2) Diluted	2.26	**161.56**	136.61
Significant Accounting Policies	1		
Notes on Accounts	2		

As per our report of even date attached

The Notes referred to above form an integral part of these financial statements

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board

Karthik Srinivasan
Partner
Membership No. 215782

Mahesh Gupta
Chief Financial Officer

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Chairman
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Devjit Sarkar
Whole Time Director & Chief Executive Officer
DIN: 10745850

Jaipur, 13th April, 2026

S.A.S. Nagar (Mohali), 13th April, 2026

STATEMENT OF CHANGES IN EQUITY (SOCE) FOR THE YEAR ENDED MARCH 31, 2026

A. Changes in Equity Share Capital

Rs. in Lakhs

Financial Year	Balance as at 1st April	Changes in equity share capital due to prior period errors	Restated balance as at 1st April	Changes in equity share capital during the year	Balance as at 31st March
FY 2025-26	**1214.75**	**–**	**1214.75**	**0.24**	**1214.99**
FY 2024-25	1214.73	–	1214.73	0.02	1214.75

B. Changes in Other Equity

For the year ended 31st March, 2026

Rs. in Lakhs

Particulars	Reserves and Surplus						Other Comprehensive Income- Actuarial Gain/ (Loss)	Total
	Retained Earnings	General Reserve	Securities Premium	Capital Reserve	Capital Redemption Reserve	Other Reserve- Employee Stock Option Outstanding Reserve		
As at 1st April 2025	**31653.08**	**8922.86**	**243.53**	**0.05**	**29.47**	**36.70**	**(180.36)**	**40705.33**
Profit for the Year	**19630.74**	**–**	**–**	**–**	**–**	**–**	**9.03**	**19639.77**
Dividend paid on equity shares	**(12694.10)**	**–**	**–**	**–**	**–**	**–**	**–**	**(12694.10)**
Options exercised during the period	**–**	**–**	**41.07**	**–**	**–**	**(41.07)**	**–**	**–**
Options expensed during the period	**–**	**–**	**–**	**–**	**–**	**26.42**	**–**	**26.42**
As at 31st March, 2026	**38589.72**	**8922.86**	**284.60**	**0.05**	**29.47**	**22.05**	**(171.33)**	**47677.42**

For the year ended 31st March, 2025

Rs. in Lakhs

Particulars	Reserves and Surplus						Other Comprehensive Income-Actuarial Gain/(Loss)	Total
	Retained Earnings	General Reserve	Securities Premium	Capital Reserve	Capital Redemption Reserve	Other Reserve- Employee Stock Option Outstanding Reserve		
As at 1st April 2024	26594.60	8922.86	240.63	0.05	29.47	15.41	(161.18)	35641.84
Profit for the Year	16598.37	–	–	–	–	–	(19.18)	16579.19
Dividend paid on equity shares	(11539.89)	–	–	–	–	–	–	(11539.89)
Options exercised during the period	–	–	2.90	–	–	(2.90)	–	–
Options expensed during the period	–	–	–	–	–	24.19	–	24.19
As at 31st March, 2025	31653.08	8922.86	243.53	0.05	29.47	36.70	(180.36)	40705.33

Significant Accounting Policies - Note 1

Notes on Accounts - Note 2

As per our report of even date attached

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No. 215782

Jaipur, 13th April, 2026

For and on behalf of the Board

Mahesh Gupta
Chief Financial Officer

Rajesh K. Kapila
Company Secretary
M.No. : ACS - 9936

Rajya Vardhan Kanoria
Chairman
DIN: 00003792

Devjit Sarkar
Whole Time Director & Chief Executive Officer
DIN: 10745850

S.A.S. Nagar (Mohali), 13th April, 2026

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Lakhs

Particulars	2026	2025
A. CASH FLOW FROM OPERATING ACTIVITIES		
Profit before Tax	**26357.21**	22304.60
Adjustments for:		
Depreciation and Amortisation	**2245.40**	2034.33
Employee Stock Compensation	**26.42**	24.19
Interest (Received) / Paid (Net)	**(1597.14)**	(1479.82)
(Profit)/Loss on Mutual Fund Investment	**(210.05)**	(191.50)
(Profit)/Loss on disposal of Property, Plant and Equipment (Net)	**97.87**	85.07
Net gain on financial assets measured at FVTPL	**(3.31)**	(4.03)
Operating Profit Before Working Capital Changes	**26916.40**	22772.84
Movements in working capital:		
(Increase)/Decrease in Trade and Other Receivables (Non-Current/Current)	**(12169.22)**	(5198.29)
(Increase) in Inventories	**354.30**	(755.29)
(Decrease)/Increase in Trade and Other Payables (Non-Current/Current)	**3493.36**	6601.46
Cash generated from Operations	**18594.84**	23420.72
Income taxes paid	**(6942.74)**	(5754.22)
Net cash generated from Operating Activities	**11652.10**	17666.50
B. CASH FLOW FROM INVESTING ACTIVITIES		
Investments Sales / (Purchase) - Net	**(3.29)**	95.73
Bank Deposit (Placed) / Matured - Net	**10385.00**	(6685.00)
Other Corporate Deposits (Placed)/Matured - Net	**(1000.00)**	(2000.00)
Interest received	**1636.51**	1512.87
Net Proceeds from disposal of Mutual Fund Investments	**210.05**	191.50
Purchase of Property, Plant and Equipment	**(6979.03)**	(2446.19)
Changes in earmarked balances and margin accounts with banks	**(2,088.22)**	3501.73
Proceeds from disposal of Property, Plant and Equipment	**47.95**	14.96
Net cash (used in) from Investing Activities	**2208.97**	(5814.40)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Repayment of lease liabilities (including interest)	**(72.98)**	(53.50)
Dividends paid to Shareholders of the Company	**(12,694.10)**	(11539.89)
Equity Shares issued under ESOP	**0.24**	0.02
Interest and Finance Charges paid	**(24.00)**	(20.77)
Net cash (used in) Financing Activities	**(12790.84)**	(11614.14)
Net Increase / (Decrease) in Cash and Cash Equivalents	**1070.23**	237.96
Cash and Cash Equivalents at the beginning of the year	**655.59**	417.63
Cash and Cash equivalents at the end of the year - refer note no. 2.10 (a)	**1725.82**	655.59

Note: 1. The above Statement of Cash Flows has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'.
2. Previous year's figures have been regrouped, wherever necessary, so as to correspond with those of the current year.

Significant Accounting Policies - Note 1
Notes on Accounts - Note 2

As per our report of even date attached

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No. 215782

Jaipur, 13th April, 2026

For and on behalf of the Board

Mahesh Gupta
Chief Financial Officer

Rajesh K. Kapila
Company Secretary
M.No. : ACS - 9936

Rajya Vardhan Kanoria
Chairman
DIN: 00003792

Devjit Sarkar
Whole Time Director & Chief Executive Officer
DIN: 10745850

S.A.S. Nagar (Mohali), 13th April, 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

1. COMPANY'S OVERVIEW AND MATERIAL ACCOUNTING POLICIES

1.1 Company's Overview

Swaraj Engines Limited (SEL) is a public limited company incorporated and domiciled in India. SEL has its works / principal place of business at Plot No. 2, Phase-IX, Industrial Area, S.A.S. Nagar (Mohali), Punjab, India and registered office at Phase-IV, Industrial Area, S.A.S. Nagar (Mohali), Punjab, India.

SEL is in the business of manufacturing diesel engines and hi-tech engine components. Diesel Engines are specifically designed for tractor application.

The Shares of the Company are listed on both BSE Limited and National Stock Exchange of India Limited.

1.2 Basis of Preparation and Presentation

These financial statements are prepared in accordance with Indian Accounting Standards ('Ind AS') under the historical cost convention on the accrual basis except for certain financial instruments, which are measured at fair values. The financial statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013 as amended.

The financial statements are approved by the Company's Board of Directors and authorised for issue on 13th April, 2026.

1.3 Current and Non-Current Classification

The Company presents assets and liabilities in the balance sheet based on current/non-current classification. An asset is treated as current when it is:

i) expected to be realised or intended to be sold or consumed in normal operating cycle,

ii) held primarily for the purpose of trading,

iii) expected to be realised within twelve months after the reporting period,

iv) cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period, or

v) carrying current portion of non-current financial assets.

All other assets are classified as non-current.

A liability is current when:

i) it is expected to be settled in normal operating cycle,

ii) it is held primarily for the purpose of trading,

iii) it is due to be settled within twelve months after the reporting period,

iv) there is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period, or

v) it includes current portion of non-current financial liabilities.

All other liabilities are classified as non-current

1.4 Property, Plant and Equipment

i) Property, plant and equipment are stated at cost of construction or acquisition, less accumulated depreciation and impairment losses, if any. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

ii) When an asset is scrapped, or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit (including capital profit) or loss, if any, is reflected in Profit and Loss Account.

iii) Depreciation on Tangible Assets (except Land) is provided on Straight Line Method, pro-rata monthly rests, as per the life prescribed in Schedule II of the Companies Act, 2013 except for fixed assets mentioned in para (iv) below, based on the Company's expected usage Pattern supported by technical assessment

Nature of Assets	Life adopted in Accounts
a. Patterns, Blocks and Dies	8 Years
b. Vehicles	4 Years

iv) The assets' residual value, useful lives and methods of depreciation are reviewed at each financial year end, and adjustment if any, is made prospectively.

1.5 Investment Properties

Investment Properties are properties held to earn rentals and/or for capital appreciation. Investment properties are measured at cost and the same is derecognized upon disposal or when it is permanently withdrawn from use with no future economic benefits are expected from the disposal.

Depreciation is provided on Straight Line Method, pro-rata monthly rests, as per the life prescribed for Building in Schedule II of the Companies Act, 2013.

1.6 Inventories

Inventories are valued at cost or net realizable value, whichever is lower. Cost of inventories comprises of cost of purchase, cost of conversion and other costs including manufacturing overheads and is ascertained on weighted

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

average basis, net of recoverable taxes incurred in bringing them to their respective present location and condition. Cost of raw materials and stores and spares are determined on weighted average basis.

1.7 Foreign Currency Transactions

Foreign currency transactions are recorded at the rates of exchange prevailing on the date of transaction. Monetary foreign currency assets and liabilities outstanding at the close of the financial year are revalued at the exchange rates prevailing on the balance sheet date. Exchange differences arising on account of fluctuation in the rate of exchange is recognised in the statement of profit and loss.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transactions.

1.8 Employee Benefit

Company's contributions paid/payable during the year to Employee's State Insurance Corporation and Labour Welfare Fund are recognized in the Statement of Profit and Loss.

Company contributes to the appropriate authorities its share of the Members Provident Fund Account as per the Employees' Provident Fund Act, 1952.

Company contributes to a trust, which has taken Master Policy with the Life Insurance Corporation of India to cover its liability towards employees' gratuity. Provisions in respect of liabilities of gratuity and leave encashment are made based on actuarial valuation made by an independent actuary as at the balance sheet date. Gains and Losses through re-measurements of the net defined benefit liability are recognized in other comprehensive income. The actual return of the plan assets, in excess of the yields computed by applying the discount rate used to measure the defined benefit obligation is recognized in other comprehensive income.

In respect of Employee Stock Option Scheme:

The compensation cost of stock options granted to employees is measured by the Fair Value Method. The fair value, determined at the grant date of the underlying equity shares, is recognized and amortised on straight line basis over the vesting period.

1.9 Revenue Recognition

The Company's revenue recognition policy is aligned to the principles enunciated in Ind AS 115. The company recognises revenue from contracts with customers when it satisfies a performance obligation by transferring a promised good or service to a customer. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price allocated to the performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract, if any.

Transaction price is the amount of a consideration to which the Company expects to be entitled in exchange for transferring good or service to a customer. Payment terms agreed with a customer are as per business practice and there is no financing component involved in the transaction price.

Sale of goods

Revenue from sale of goods is recognised when the control of the same is transferred to the customer and it is probable that the Company will collect the consideration to which it is entitled in exchange of goods.

Rendering of services

Revenue from rendering services is recognised when performance obligation is satisfied and customer obtains the control of the transferred services. Following criteria is required to be met for transfer of control of services:

i) the customer simultaneously receives and consumes the benefits from the services transferred.

ii) the Company has an enforceable right to payment for services transferred.

Other Operational Revenue

Other operational revenue represents income earned from the activities incidental to the business and is recognized when the right to receive the income is established as per the terms of the contract.

Other Income

Dividend income from investments is recognised when the right to receive payment has been established.

Interest income is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the deposits and at the interest rate settled with the Banks/ Financial Institutions.

1.10 Intangible Assets

Intangible assets are carried at cost and amortized on Straight line method, so as to reflect the pattern in which the assets economic benefits are consumed.

Intangible Asset under Development

The expenses incurred on development phase are initially recognized as Intangible assets under development until the development phase is complete, upon which the amount is capitalized as intangible asset.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Other Intangible Assets

i) Development expenditure:

Development expenditure incurred on technical services and other project/product related expenses are amortized over the estimated period of benefit, not exceeding five years. Amortization commences as and when the asset is available for use.

ii) Software Expenditure:

The expenditure incurred is amortised over three financial years equally commencing from the year in which the expenditure is incurred.

1.11 Taxes on Income

Current tax is determined as the amount of tax payable in respect of the taxable income for the year.

Deferred tax is recognised on temporary differences between the carrying amount of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

1.12 Financial Instruments

Financial Assets

Initial recognition and measurement

All financial assets and liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are adjusted to the fair value on initial recognition.

Subsequent measurement

Financial assets carried at amortised cost (AC)

A financial asset is measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. For financial assets maturing within one year from the balance sheet date, the carrying amounts are approximate to fair value due to the short maturity of these instruments. Trade receivables that do not contain a significant financing component are measured at transaction price.

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

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

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

A financial asset which is not classified in any of the above categories are measured at FVTPL.

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognized at fair value.

Subsequent measurement

Financial liabilities are carried at amortized cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition of financial instruments

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

1.13 Impairment of Assets

The carrying value of assets at each balance sheet date are reviewed for Impairment. If any indication exists, the recoverable amount of such assets is estimated and impairment is recognized if the carrying amount of these assets exceeds their recoverable amount.

1.14 Provisions, contingent liabilities and contingent assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

In respect of warranty on sale of engines, the estimated cost of warranty is accrued at the time of sale. The estimate for accounting of warranty is periodically reviewed and revisions are made as and when required.

1.15 Use of estimates and judgments

The preparation of the Company's financial statements requires management to make judgement, estimates and assumptions that affect the reported amount of revenue, expenses, assets and liabilities and the accompanying disclosures. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

Depreciation / amortisation and useful lives of property plant and equipment/ intangible assets:

Property, plant and equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

Fair value measurement of financial instruments

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Provision for product warranty

The Company recognizes provision for product warranties in respect of its products that it sells. Provisions are discounted, where necessary to its present value based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjust to reflect the current best estimates.

1.16 Earnings per share

Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted EPS is computed using the weighted average number of equity and dilutive equity equivalent shares outstanding during the year.

1.17 Cash and cash equivalents

Cash and cash equivalents includes cash in hand and deposits with any qualifying financial institution repayable on demand or maturing within three months from the date of acquisition and which are subject to an insignificant risk of change in value.

1.18 Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS116. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate which is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used.

The Company recognises the lease payments associated with these leases as per expense on a straight-line basis over the lease term.

The Company as a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payment made at or before the commencement date, plus any initial direct costs incurred and restoration cost, less any lease incentives received.

The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any.

The lease liability is initially measured at amortised cost at the present value of the future lease payments.

1.19 Accounting Policies not specifically referred above are consistent with generally accepted Accounting practices.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

2.1 Property, Plant and Equipment

Rs. in Lakhs

Particulars	2026	2025
(a) Property, Plant and Equipment	**10472.81**	10826.69
(b) Right of use assets	**195.58**	188.76
Total	**10668.39**	11015.45

(a) Property, Plant and Equipment

(Refer Note 1.4)

(i) Following are the changes in the carrying value of Property, Plant and Equipment for the year ended 31st March, 2026:

Rs. in Lakhs

Description of Assets	Land	Buildings	Plant and Equipment	Office Equipments	Furniture and Fixtures	Electrical Installations	Vehicles	Total
Gross Carrying Value as at 1st April, 2025	**124.80**	**1677.62**	**24610.97**	**303.00**	**160.08**	**486.16**	**56.68**	**27419.31**
Additions during the year	**–**	**91.59**	**1,836.90**	**30.77**	**16.88**	**–**	**–**	**1976.14**
Disposals/Adjustments during the year	**–**	**130.18**	**866.59**	**25.40**	**8.19**	**10.51**	**11.79**	**1052.66**
Gross Carrying Value as at 31st March, 2026 (A)	**124.80**	**1639.03**	**25581.28**	**308.37**	**168.77**	**475.65**	**44.89**	**28342.79**
Accumulated depreciation as at 1st April, 2025	**–**	**887.06**	**15016.95**	**199.14**	**72.36**	**365.83**	**51.28**	**16592.62**
Depreciation expense for the year	**–**	**81.33**	**2,036.78**	**27.25**	**15.68**	**20.60**	**2.56**	**2184.20**
Accumulated depreciation on disposals/ adjustments during the year	**–**	**48.15**	**808.81**	**23.77**	**6.42**	**8.49**	**11.20**	**906.84**
Accumulated depreciation as at 31st March, 2026 (B)	**–**	**920.24**	**16244.92**	**202.62**	**81.62**	**377.94**	**42.64**	**17869.98**
Carrying Value as at 31st March, 2026 (A-B)	**124.80**	**718.79**	**9336.36**	**105.75**	**87.15**	**97.71**	**2.25**	**10472.81**

Following are the changes in the carrying value of Property, Plant and Equipment for the year ended 31st March, 2025:

Rs. in Lakhs

Description of Assets	Land	Buildings	Plant and Equipment	Office Equipments	Furniture and Fixtures	Electrical Installations	Vehicles	Total
Gross Carrying Value as at 1st April, 2024	124.80	1623.84	19781.81	244.39	144.66	486.16	101.59	22507.25
Additions during the year	–	74.77	5326.37	70.74	23.55	–	–	5495.43
Disposals/Adjustments during the year	–	20.99	497.21	12.13	8.13	–	44.91	583.37
Gross Carrying Value as at 31st March, 2025 (A)	124.80	1677.62	24610.97	303.00	160.08	486.16	56.68	27419.31
Accumulated depreciation as at 1st April, 2024	–	851.09	13552.57	190.06	67.42	344.48	85.77	15091.39
Depreciation expense for the year	–	55.91	1866.12	20.60	12.42	21.35	8.17	1984.57
Accumulated depreciation on disposals/ adjustments during the year	–	19.94	401.74	11.52	7.48	–	42.66	483.34
Accumulated depreciation as at 31st March, 2025 (B)	–	887.06	15016.95	199.14	72.36	365.83	51.28	16592.62
Carrying Value as at 31st March, 2025 (A-B)	124.80	790.56	9594.02	103.86	87.72	120.33	5.40	10826.69

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(b) Right of use assets - Vehicles

(Refer Note 1.18) Rs. in Lakhs

Description of Assets		2026	2025
Gross Carrying Value as at 1st April		**267.30**	160.74
Additions during the year		**78.86**	129.85
Disposals/Adjustments during the year		**18.44**	23.29
Gross Carrying Value as at 31st March	**(A)**	**327.72**	267.30
Accumulated depreciation as at 1st April		**78.54**	45.96
Depreciation expense for the year		**57.13**	43.83
Disposals/adjustments during the year		**3.53**	11.25
Accumulated depreciation as at 31st March	**(B)**	**132.14**	78.54
Carrying Value as at 31st March	**(A - B)**	**195.58**	188.76

(i) The following is the break-up of current and non-current lease liabilities:

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Current	Non-Current	Current	Non-Current
Lease Liabilities	**59.98**	**144.88**	58.53	139.99

(ii) The following is the movement in the lease liabilities

Particulars	2026	2025
As at 1st April	**198.52**	121.93
Additions/modifications	**65.68**	116.67
Finance Cost	**15.37**	12.28
Lease rentals paid	**(74.71)**	(52.36)
As at 31st March	**204.86**	198.52

(iii) The table provides details regarding contractual liabilities of lease liabilities on an undiscounted basis:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Undiscounted future cash flows		
- Not later than 1 year	**66.27**	66.86
- Later than 1 year and not later than 5 years	**159.05**	159.05
- Later than 5 years	**–**	–

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

2.2 Capital Work-in-Progress

Ageing for capital work-in-progress as at 31st March, 2026 is as follows:

Rs. in Lakhs

Particulars	Amount in capital work-in-progress for a period of				Total
	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
Project-in-Progress	**5,480.61**	**0.73**	**–**	**–**	**5481.34**
Total	**5,480.61**	**0.73**	**–**	**–**	**5481.34**

Ageing for capital work-in-progress as at 31st March 2025 is as follows:

Rs. in Lakhs

Particulars	Amount in capital work-in-progress for a period of				Total
	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
Project-in-Progress	430.65	45.92	–	–	476.57
Total	430.65	45.92	–	–	476.57

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

2.3 Investment Property

(Refer Note 1.5)

Following are the changes in the carrying value of Investment Property for the year ended 31st March, 2026:

Rs. in Lakhs

Description of Assets		**Investment Property**
Gross Carrying Value as at 1st April, 2025		**33.35**
Additions during the year		**–**
Disposals/Adjustments during the year		**–**
Gross Carrying Value as at 31st March, 2026	**(A)**	**33.35**
Accumulated depreciation as at 1st April, 2025		**12.87**
Depreciation expense for the year		**0.53**
Accumulated depreciation on disposals/adjustments during the year		**–**
Accumulated depreciation as at 31st March, 2026	**(B)**	**13.40**
Carrying Value as at 31st March, 2026	**(A-B)**	**19.95**

Following are the changes in the carrying value of Investment Property for the year ended 31st March, 2025:

Rs. in Lakhs

Description of Assets		Investment Property
Gross Carrying Value as at 1st April, 2024		33.35
Additions during the year		–
Disposals/Adjustments during the year		–
Gross Carrying Value as at 31st March, 2025	(A)	33.35
Accumulated depreciation as at 1st April, 2024		12.34
Depreciation expense for the year		0.53
Accumulated depreciation on disposals/adjustments during the year		–
Accumulated depreciation as at 31st March, 2025	(B)	12.87
Carrying Value as at 31st March, 2025	(A-B)	20.48

Fair value disclosure on Company's Investment Properties

Part of Company's administrative building/block is letted out and the same is classified as Investment Property based on the nature, characteristics and risks.

As at 31st March, 2026, the Fair Value of the property is Rs. 101.20 Lakhs. This valuation is performed by accredited independent valuer and same is categorised at Level 2.

2.4 Intangible Assets

(Refer Note 1.10)

Following are the changes in the carrying value of Intangible Assets for the year ended 31st March, 2026:

Rs. in Lakhs

Description of Assets		**Computer Software**	**Development Expenditure**	**Total**
Gross Carrying Value as at 1st April, 2025		**25.70**	**–**	**25.70**
Additions during the year		**–**	**–**	**–**
Disposals/Adjustments during the year		**4.80**	**–**	**4.80**
Gross Carrying Value as at 31st March, 2026	**(A)**	**20.90**	**–**	**20.90**
Accumulated Amortisation as at 1st April, 2025		**21.62**	**–**	**21.62**
Amortisation expense for the year		**3.54**	**–**	**3.54**
Accumulated Amortisation on disposals/adjustments during the year		**4.80**	**–**	**4.80**
Accumulated Amortisation as at 31st March, 2026	**(B)**	**20.36**	**–**	**20.36**
Carrying Value as at 31st March, 2026	**(A-B)**	**0.54**	**–**	**0.54**

Following are the changes in the carrying value of Intangible Assets for the year ended 31st March, 2025:

Rs. in Lakhs

Description of Assets		Computer Software	Development Expenditure	Total
Gross Carrying Value as at 1st April, 2024		25.45	178.42	203.87
Additions during the year		0.25	–	0.25
Disposals/Adjustments during the year		–	178.42	178.42
Gross Carrying Value as at 31st March, 2025	(A)	25.70	–	25.70
Accumulated Amortisation as at 1st April, 2024		16.22	178.42	194.64
Amortisation expense for the year		5.40	–	5.40
Accumulated Amortisation on disposals/adjustments during the year		–	178.42	178.42
Accumulated Amortisation as at 31st March, 2025	(B)	21.62	–	21.62
Carrying Value as at 31st March, 2025	(A-B)	4.08	–	4.08

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

2.5 Other Financial Assets

Rs. in Lakhs

Particulars	Non-Current		Current	
	2026	2025	**2026**	2025
Carried at amortised cost:				
Security Deposits-Considered Good				
Unsecured	**81.98**	81.98	**–**	–
Others				
Fixed Deposits more than 12 months	**2590.00**	4570.00	**–**	–
Interest Accrued on Deposits	**–**	–	**971.38**	724.66
Other Corporate Deposits	**–**	2000.00	**3000.00**	–
Others (including Advances to Employees)	**–**	–	**0.11**	1.48
Total	**2671.98**	6651.98	**3971.49**	726.14

2.6 Other Current Assets

Rs. in Lakhs

Particulars	Non-Current		Current	
	2026	2025	**2026**	2025
Capital advances	**801.02**	595.25	**–**	–
Balance with Government Authorities	**–**	–	**11087.68**	2060.69
Prepaid Expenses	**5.50**	11.87	**38.73**	34.92
Income Tax (Net of Provisions)	**–**	–	**–**	–
Others (including advances to suppliers)	**34.61**	34.61	**114.84**	110.98
Total	**841.13**	641.73	**11241.25**	2206.59

2.7 Inventories

(Refer Note 1.6)

Rs. in Lakhs

Particulars	**2026**	2025
Raw Materials & Components*	**5157.06**	5911.09
Work-in-Progress	**159.68**	67.94
Finished Goods	**1117.22**	1105.17
Stores and Spares	**659.71**	473.28
Loose Tools	**387.15**	277.64
Total	**7480.82**	7835.12

* including Goods-in-transit Rs. 537.39 Lakhs (2025 - Rs. 784.00 Lakhs)

2.8 Investments - Current

Rs. in Lakhs

Particulars	Face Value per unit (in Rs.)	**2026**		2025	
		Number	**Amount**	Number	Amount
Quoted Investments					
Carried at Fair Value through Profit and Loss					
Investments in Mutual Funds					
Axis Liquid Fund- Regular Growth	1000	**–**	**–**	41953	1199.82
Aditya Birla Sun Life Liquid Fund- Growth- Regular Plan	100	**119107**	**523.25**	173862	719.58
Nippon India Liquid Fund- Growth	1000	**21087**	**1402.75**	–	–
Total			**1926.00**		1919.40

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

2.9 Trade Receivables
(Refer Note 2.30)

Rs. in Lakhs

Particulars	**2026**	2025
Billed - Unsecured, considered good	**20617.99**	17722.42
Of the above, Trade Receivables from:		
- Related Parties	**20617.99**	17722.42
- Others	**–**	–

Ageing of Trade Receivables is as follows :-

Rs. in Lakhs

Particulars	Outstanding for following periods from due date of payment						Total
	Not due	Less than 6 months	6 months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	
As at 31st March 2026							
Undisputed Trade Receivables - considered good	**19035.18**	**1,576.17**	**6.64**	**–**	**–**	**–**	**20617.99**
Total	**19035.18**	**1,576.17**	**6.64**	**–**	**–**	**–**	**20617.99**
As at 31st March 2025							
Undisputed Trade Receivables - considered good	15924.46	1,797.96	–	–	–	–	17722.42
Total	15924.46	1,797.96	–	–	–	–	17722.42

2.10 Cash & Cash Equivalents and Other Bank Balances

Rs. in Lakhs

Particulars	**2026**	2025
a) Cash and Cash Equivalents		
Balances with Banks	**225.82**	655.59
Fixed deposits with original maturity less than 3 months	**1500.00**	–
Total	**1725.82**	655.59
b) Other Bank balances		
Earmarked balances with Banks - Unpaid/Unclaimed Dividend	**127.38**	139.16
Balances with Bank on Margin Account	**2600.00**	500.00
Fixed Deposits with Banks	**7730.00**	16135.00
Total	**10457.38**	16774.16

2.11 Equity Share Capital

Rs. in Lakhs

Particulars	**2026**	2025
Authorised:		
Equity Shares, Rs. 10/- par value 2,50,00,000 (2025: 2,50,00,000) Equity Shares	**2500.00**	2500.00
Issued, Subscribed and Paid-Up:		
Equity Shares, Rs. 10/- par value 1,21,49,865 (2025 : 1,21,47,466) Equity Shares fully paid-up	**1214.99**	1214.75
	1214.99	1214.75

The Company has issued only one class of shares referred to as Equity Shares having a par value of Rs. 10/-. Each Equity Shareholder is entitled to one vote per share.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(i) Equity Shareholders holding more than 5% shares:

Name	As at 31st March, 2026		As at 31st March, 2025	
	Number of shares held	**% of Shareholding**	Number of shares held	% of Shareholding
Mahindra & Mahindra Limited (M&M)	**6331141**	**52.11%**	6331141	52.12%
DSP Small Cap Fund	**731746**	**6.02%**	780000	6.42%

(ii) Reconciliation of the number of shares outstanding and the amount of share capital:

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Number of shares held	**Share Capital (Rs. in Lakhs)**	Number of shares held	Share Capital (Rs. in Lakhs)
Issued, Subscribed and Paid-up:				
At the beginning of the year	**12147466**	**1214.75**	12147255	1214.73
Movement in equity during the year				
Add: Equity shares issued in pursuance to Employee Stock Option Plan	**2,399.00**	**0.24**	211	0.02
Number of equity shares at the closing	**12149865**	**1214.99**	12147466	1214.75

In the last 5 years, the Company has not :

- allotted any shares as fully paid up pursuant to contract(s) without payment being received in cash;
- allotted any bonus shares.

(iii) Disclosure of Shareholding of Promoters:

Promoter Name	As at 31st March, 2026		As at 31st March, 2025		% Change during the year
	Number of shares held	**% of Shareholding**	Number of shares held	% of Shareholding	
Mahindra & Mahindra Limited (M&M)	**6331141**	**52.11%**	6331141	52.12%	(0.01%)

(iv) Employee Stock Option

Under the Employee Stock Option Scheme - 2015 (ESOS-2015), 31,000 Equity Shares of the face value of Rs. 10/- are available for being granted to eligible employees on the recommendation of the Nomination and Remuneration Committee. Under the first cycle (Dec. 2015 - Dec. 2019), options granted were vested in four instalments on the expiry of 18 months, 30 months, 42 months and 54 months respectively. Options granted effective January 2020 & onwards are vested in 3 instalments on the expiry of 12 months, 24 months and 36 months. These options may be exercised on any day over a period of 5 years from the date of vesting. Numbers of vested options are exercisable subject to minimum of 50 or number of options vested whichever is lower.

Further to grant given till previous financial years, the Company during the current financial year has given grant of 652 Equity Shares at face value to the eligible employees.

Activity in ESOS - 2015 is as follows:

Particulars	2026	No. of shares 2025
Options Outstanding at the beginning	**3590**	2718
Options Granted during the year	**652**	1083
Options Forfeited/Lapsed during the year	**–**	–
Options Exercised during the year	**(2399)**	(211)
Options Outstanding at the end	**1843**	3590

Information in respect of options outstanding as at 31st March 2026

Exercise Price	No. of Options	Weighted Average Remaining Life for vesting
Rs. 10	**1843**	18 Months

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

The fair value of Options granted during the year, calculated using the Black-Scholes Option Pricing model with the following assumptions:

Grant date	1st Dec 2025
Vesting Period	12 - 36 Months
Share price in market at the time of option grant (Rs.)	3730.10
Exercise price (Rs.)	10.00
Expected volatility (%)	31.20
Expected life of the option (years)	4.50
Expected dividends (%)	2.80
Risk-free interest rate (%)	6.15
Weighted average fair value as on grant date (Rs.)	3281.45

2.12 Provisions

Rs. in Lakhs

Particulars	Non-Current		Current	
	2026	2025	**2026**	2025
Provision for Employee Benefits (Refer Note 1.8)				
- Provision for Leave Encashment	**678.63**	538.25	**59.63**	127.08
- Provision for Gratuity (Refer Note 2.29)	**–**	–	**236.21**	55.95
- Provision for Post Retirement Medical Benefits	**107.23**	113.04	**0.42**	0.35
Others				
- Provision for Warranty	**147.94**	80.50	**455.24**	288.76
Total	**933.80**	731.79	**751.50**	472.14

Provision for warranty relates to sale of engine, the estimated cost of which is accrued at the time of sale.

Rs. in Lakhs

Particulars	2026	2025
Balance as at 1st April	**369.26**	283.43
Add: Provision made during the year	**1,198.04**	253.23
Less: Utilisation during the year	**987.89**	187.24
Less: Unwinding of discount and effect of changes in the discount rate	**(23.77)**	(19.84)
Balance as at 31st March	**603.18**	369.26
Out of the above:		
Classified as Non-Current	**147.94**	80.50
Classified as Current	**455.24**	288.76
	603.18	369.26

2.13 Income Taxes

(Refer Note 1.11)

(a) Deferred Tax

Rs. in Lakhs

Particulars	2026	2025
Deferred Tax Liabilities		
- On Property, Plant & Equipment (incl. Right of use assets)	**(168.22)**	(77.04)
- On Financial Assets carried at Fair Value through Profit and Loss	**0.84**	1.01
Deferred Tax Assets		
- On Employee benefits	**269.21**	191.71
- On Lease Liabilities	**51.56**	49.97
Deferred Tax Liabilities / (Assets) - Net	**(488.15)**	(317.71)

(b) Income Tax recognized in Profit and Loss

Rs. in Lakhs

Particulars	2026	2025
Current Tax	**6895.63**	5756.10
Deferred Tax	**(169.16)**	(49.87)
Total Income Tax expense	**6726.47**	5706.23

(c) Reconciliation of income tax provision to the amount computed by applying the statutory income tax rate to the income before income tax is summarised below:

Rs. in Lakhs

Particulars	2026	2025
Profit before tax	**26357.21**	22304.60
Income tax expense calculated at 25.17% (2025: 25.17%) incl. Sur & Cess	**6633.58**	5613.62
Income not considered for tax purposes	**(0.84)**	(1.01)
Effect of estimated non deductible expenses	**99.74**	87.13
Others (including permanent differences & reversals)	**(6.01)**	6.49
Income Tax expense recognized in profit and loss	**6726.47**	5706.23

2.14 Trade Payables

Rs. in Lakhs

Particulars	2026	2025
Trade payable - Micro, Small and Medium enterprises	**9500.13**	8614.27
Trade payable - Other than Micro, Small and Medium enterprises	**14660.39**	13014.37
Accruals	**665.64**	486.52
Total	**24826.16**	22115.16

Micro, Small and Medium Enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro and small enterprises, which are outstanding for more than the stipulated period and other disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as “the MSMED Act”) are given below:-

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Lakhs

Particulars	2026	2025
(a) Dues remaining unpaid as at 31st March		
- Principal	**–**	0.71
- Interest on the above	**–**	–
(b) Interest paid in terms of Section 16 of the Act along with the amount of payment made to the supplier beyond the appointed date during the year		
- Principal paid beyond the appointed date	**104.46**	106.42
- Interest paid in terms of Section 16 of the Act	**0.22**	0.08
(c) Amount of interest due and payable for the period of delay in payments made beyond the appointed date during the year	**–**	–
(d) Further interest due and payable even in succeeding year, until such date when the interest due as above are actually paid to the small enterprises	**–**	–
(e) Amount of interest accrued and remaining unpaid as at 31st March	**–**	–

Ageing for Trade Payables

Rs. in Lakhs

Particulars	Outstanding for following periods from the due date of payment					Total
	Not due	Less than 1 year	1 - 2 Years	2 - 3 Years	More than 3 years	
As at 31st March, 2026						
Micro, Small and Medium enterprises	**9,500.13**	**–**	**–**	**–**	**–**	**9500.13**
Others	**10,970.47**	**3,686.73**	**2.33**	**0.56**	**0.30**	**14660.39**
Disputed dues - MSME	**–**	**–**	**–**	**–**	**–**	**–**
Disputed dues - Others	**–**	**–**	**–**	**–**	**–**	**–**
	20,470.60	**3,686.73**	**2.33**	**0.56**	**0.30**	**24160.52**
Accruals						**665.64**
Total						**24826.16**
As at 31st March, 2025						
Micro, Small and Medium enterprises	8613.56	0.71	–	–	–	8614.27
Others	9890.54	3122.45	0.73	0.56	0.09	13014.37
Disputed dues - MSME	–	–	–	–	–	–
Disputed dues - Others	–	–	–	–	–	–
Total	18504.10	3123.16	0.73	0.56	0.09	21628.64
Accruals						486.52
Total						22115.16

Supplier Finance Arrangement

Some of our suppliers elect to factor some of their receivables from the company with financial institutions. In such cases, we provide suppliers and/or banks with visibility of invoices approved for payment, which helps them receive cash from the bank/ financial institutions before the invoice due date, if they choose to do so. Payment dates and terms for the company do not vary based on whether the supplier chooses to factor their receivable.

Rs. in Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
the carrying amounts of the financial liabilities that are part of a supplier finance arrangement		
Presented within trade payable as "Acceptances"	**2249.20**	Transition
for which suppliers have already received payment from finance providers	**2217.59**	exemption
Range of payment due dates		
Trade payables that are part of a supplier finance arrangement	**30 - 45 days**	Transition
Trade payables that are not part of a supplier finance arrangement	**30 - 90 days**	exemption

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

2.15 Other Financial Liabilities

Rs. in Lakhs

Particulars	2026	2025
Capital Creditors	**487.50**	279.86
Deposits & Retention Money	**48.87**	30.99
Unpaid/Unclaimed Dividend*	**127.38**	139.16
Salary/Wages Payables	**1472.79**	1150.17
Total	**2136.54**	1600.18

* There is no amount due for payment to Investor Education and Protection Fund u/s 125 of Companies Act, 2013 as on 31st March, 2026.

2.16 Other Current Liabilities

Rs. in Lakhs

Particulars	2026	2025
Advances received from customers	**22.50**	7.21
Statutory dues	**115.03**	170.12
Total	**137.53**	177.33

2.17 Revenue from Operations

(Refer Note 2.34) Rs. in Lakhs

Particulars	2026	2025
Revenue from sale of products	**199847.69**	167391.59
Revenue from rendering of services	**–**	4.77
Other operating revenue	**865.74**	792.87
Total	**200713.43**	168189.23

2.18 Other Income

Rs. in Lakhs

Particulars	2026	2025
Interest Income	**1636.51**	1512.87
Rental income from Investment property	**18.21**	17.34
Profit on Sale of Financial Instruments	**210.05**	191.50
Net gain on financial assets measured at FVTPL	**3.31**	4.03
Profit / (Loss) on disposal of Property, Plant and Equipment	**(97.87)**	(85.07)
Total	**1770.21**	1640.67

2.19 Cost of Materials Consumed

Rs. in Lakhs

Particulars	2026	2025
Opening stock	**5127.09**	3926.82
Add: Purchases	**156673.68**	133074.65
	161800.77	137001.47
Less:		
Closing Stock	**4,619.67**	5127.09
Total	**157181.10**	131874.38

2.20 Changes in Inventories of Finished Goods and Work-in-Progress

Rs. in Lakhs

Particulars	2026	2025
Inventories at the end of the year:		
Finished Goods	**1,117.22**	1105.17
Work-in-Progress	**159.68**	67.94
	1,276.90	1173.11
Inventories at the beginning of the year:		
Finished Goods	**1105.17**	1970.30
Work-in-Progress	**67.94**	0.00
	1173.11	1970.30
Net (Increase) / Decrease	**(103.79)**	797.19

2.21 Employee Benefits Expense

(Refer Note 1.8) Rs. in Lakhs

Particulars	2026	2025
Salaries and Wages	**4157.17**	3863.68
Contribution to provident and other funds	**256.74**	225.07
Employee Stock Compensation	**26.43**	24.18
Staff welfare expenses	**838.30**	704.04
Total	**5278.64**	4816.97

2.22 Finance Cost

Rs. in Lakhs

Particulars	2026	2025
Interest Expense	**0.23**	0.89
Interest - unwinding of discounting on Warranty	**23.77**	19.84
Interest on lease liability	**15.37**	12.28
Total	**39.37**	33.01

2.23 Depreciation, amortisation and impairment expense

Rs. in Lakhs

Particulars	2026	2025
(a) Depreciation on Property, Plant and Equipment	**2184.20**	1984.57
(b) Depreciation on Right-of-use asset	**57.13**	43.83
(c) Depreciation on Investment Property	**0.53**	0.53
(d) Amortisation on Intangible Assets	**3.54**	5.40
Total	**2245.40**	2034.33

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

2.24 Other Expenses

Rs. in Lakhs

Particulars	2026	2025
Power, Fuel & Water Charges	**957.56**	787.60
Consumption of Stores & Spares	**2064.59**	1674.87
Hire & Service Charges	**3545.70**	2460.02
Rates and Taxes	**12.74**	10.90
Insurance	**64.20**	57.81
Repairs and Maintenance		
- Buildings	**341.49**	140.10
- Machinery	**1169.95**	825.71
- Others	**44.86**	69.02
Postage & Telephone	**3.97**	4.78
Printing & Stationery	**20.30**	11.93
Travelling & Conveyance Expenses	**72.07**	87.00
Auditors' Remuneration		
- Statutory Auditor's		
Audit Fee (including quarterly limited reviews)	**17.50**	17.50
Tax Audit Fee	**2.50**	2.50
Other Services	**2.25**	2.25
- Cost Auditor		
Audit Fee	**1.40**	1.40
CSR Expenses (Refer Note 2.25)	**396.29**	346.16
Research & Development Expenses	**175.74**	376.31
Other Marketing Expenses	**1187.97**	218.51
Miscellaneous Expenses	**1064.12**	875.05
Total	**11145.20**	7969.42

2.25 Corporate Social Responsibility Expenditure

Rs. in Lakhs

Particulars	2026	2025
1. Amount required to be spent by the company during the year	**391.84**	341.05
2. Amount of expenditure incurred on:		
(i) Construction/acquistion of any asset	**–**	–
(ii) On purposes other than (i) above	**396.29**	346.16
3. Shortfall at the end of the year	**–**	–
4. Total Previous year's shortfall	**–**	–
5. Reason for shortfall	**Not applicable**	Not applicable
6. Nature of CSR Activities	Driven by our Core purpose, our CSR vision is to focus our efforts within the constituencies of girls, youth & farmers by innovatively supporting them through programmes designed in the domains of education, health and environment while harnessing the power of technology.	
7. Details of related party transactions in relation to CSR expenditure as per relevant accounting standard	**–**	–

2.26 Earning per Share

(Refer Note 1.16) Rs. in Lakhs

Particulars	2026	2025
Profit for the year	**19630.74**	16598.37
Profit for the year for diluted earning per share	**19630.74**	16598.37
Weighted average number of Ordinary Equity Shares used in Computing basic earning per share	**12147866**	12147308
Effect of potential Ordinary Equity shares on employee stock options	**2678**	3016
Weighted average number of Ordinary Equity Shares used in Computing diluted earning per share	**12150544**	12150324
Basic earning per share (Rs.) (Face Value of Rs. 10 per share)	**161.60**	136.64
Diluted earning per share (Rs.)	**161.56**	136.61

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

2.27 Financial Instruments

(Refer Note 1.12)

Capital management

Company's capital management objectives are to:

- ensure the company's ability to continue as a going concern

- provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

For the purposes of the Company's Capital Management, capital includes issued capital and all other equity reserves. Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

Rs. in Lakhs

Particulars	**2026**	2025
Equity Share Capital	**1214.99**	1214.75
Other Equity Reserves	**47677.42**	40705.33
Total	**48892.41**	41920.08

Categories of Financial Assets and Financial Liabilities

As at 31st March, 2026

Rs. in Lakhs

Particulars	Amortised Costs	Fair Value through Profit or Loss	Fair Value through OCI	Total Carrying Value	Total Fair Value
Non-Current Assets					
Security Deposits-Unsecured	**81.98**	**–**	**–**	**81.98**	**81.98**
Fixed Deposits more than 12 months	**2590.00**	**–**	**–**	**2590.00**	**2590.00**
Total Non-Current Financial Assets	**2671.98**	**–**	**–**	**2671.98**	**2671.98**
Current Assets					
Investments	**–**	**1926.00**	**–**	**1926.00**	**1926.00**
Trade Receivables	**20617.99**	**–**	**–**	**20617.99**	**20617.99**
Cash and Cash Equivalents	**1725.82**	**–**	**–**	**1725.82**	**1725.82**
Other Bank Balances	**10457.38**	**–**	**–**	**10457.38**	**10457.38**
Other Financial Assets	**3971.49**	**–**	**–**	**3971.49**	**3971.49**
Total Current Financial Assets	**36772.68**	**1926.00**	**–**	**38698.68**	**38698.68**
Total Financial Assets	**39444.66**	**1926.00**	**–**	**41370.66**	**41370.66**
Non-Current Liabilities					
Financial liabilities - Lease	**144.88**	**–**	**–**	**144.88**	**144.88**
Total Non-Current Financial Liabilities	**144.88**	**–**	**–**	**144.88**	**144.88**
Current Liabilities					
Lease Liabilities	**59.98**	**–**	**–**	**59.98**	**59.98**
Trade Payables	**24826.16**	**–**	**–**	**24826.16**	**24826.16**
Other Financial Liabilities	**2136.54**	**–**	**–**	**2136.54**	**2136.54**
Total Current Financial Liabilities	**27022.68**	**–**	**–**	**27022.68**	**27022.68**
Total Financial Liabilities	**27167.56**	**–**	**–**	**27167.56**	**27167.56**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

As at 31st March, 2025 Rs. in Lakhs

Particulars	Amortised Costs	Fair Value through Profit or Loss	Fair Value through OCI	Total Carrying Value	Total Fair Value
Non-Current Assets					
Security Deposits-Unsecured	81.98	–	–	81.98	81.98
Fixed Deposits more than 12 months	4570.00	–	–	4570.00	4570.00
Other Corporate Deposits	2000.00	–	–	2000.00	2000.00
Total Non-Current Financial Assets	6651.98	–	–	6651.98	6651.98
Current Assets					
Investments	–	1919.40	–	1919.40	1919.40
Trade Receivables	17722.42	–	–	17722.42	17722.42
Cash and Cash Equivalents	655.59	–	–	655.59	655.59
Other Bank Balances	16774.16	–	–	16774.16	16774.16
Other Financial Assets	726.14	–	–	726.14	726.14
Total Current Financial Assets	35878.31	1919.40	–	37797.71	37797.71
Total Financial Assets	42530.29	1919.40	–	44449.69	44449.69
Non-Current Liabilities					
Financial liabilities - Lease	139.99	–	–	139.99	139.99
Total Non-Current Financial Liabilities	139.99	–	–	139.99	139.99
Current Liabilities					
Lease Liabilities	58.53	–	–	58.53	58.53
Trade Payables	22115.16	–	–	22115.16	22115.16
Other Financial Liabilities	1600.18	–	–	1600.18	1600.18
Total Current Financial Liabilities	23773.87	–	–	23773.87	23773.87
Total Financial Liabilities	23913.86	–	–	23913.86	23913.86

Financial Risk Management Framework

Company's activities expose it to financial risks viz credit risk and liquidity risk.

Credit Risk

Majority of Company's receivables pertain to Mahindra & Mahindra Limited, a holding company. Based on the overall credit worthiness of Receivables, coupled with their past track record, Company expect No / Minimum Risk with regard to its outstanding receivables. Also, there is mechanism in place to periodically track the outstanding amount and assess the same with regard to its realisation. Company expect all the debtors to be realised in full, accordingly no provision has been made in the books of account.

Credit risk on cash and cash equivalents is limited as Company generally invest in deposits with banks, high rating financial institutions & debt based Mutual Funds. Ratings are monitored periodically for re-adjustment of Portfolio, if any required. Investment as on date of financial statement are as per latest available ratings.

Liquidity Risk

(i) Liquidity Risk Management

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and by continuously monitoring forecast & actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of Financial Liabilities

The following tables specifies the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amounts disclosed in the tables have been drawn up based on the earliest date on which the Company can be required to pay. Financial Liabilities includes Trade Payables, Capital Purchases, Unpaid/Unclaimed Dividend etc. which are in the normal course of business having maturity plan of less than 1 year and lease liabilities having maturity more than 1 year.

Rs. in Lakhs

Particulars	**Less than 1 Year**	**1-3 Years**	**3 Years to 5 Years**	**5 years and above**
31st March, 2026				
Lease Liabilities	**59.98**	**68.37**	**76.51**	**–**
Trade Payables	**24826.16**	**–**	**–**	**–**
Other Financial Liabilities	**2136.54**	**–**	**–**	**–**
Total	**27022.68**	**68.37**	**76.51**	**–**
31st March, 2025				
Lease Liabilities	58.53	47.08	92.91	–
Trade Payables	22115.16	–	–	–
Other Financial Liabilities	1600.18	–	–	–
Total	23773.87	47.08	92.91	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

As at 31st March, 2026, the Company had a working capital of Rs. 29509.04 lakhs including cash and bank balance & bank deposits of Rs. 12055.82 lakhs and investment of Rs. 1926.00 lakhs and other corporate deposits of Rs. 3000.00 Lakhs.

As at 31st March, 2025, the Company had a working capital of Rs. 23416.08 lakhs including cash and bank balance & bank deposits of Rs. 17290.59 lakhs and investment of Rs. 1919.40 lakhs and other corporate deposits of Rs. Nil.

Accordingly, company do not perceive any liquidity risk.

(iii) Financing arrangements

The Company had access to the following borrowing facilities at the end of the reporting period:

Rs. in Lakhs

Particulars	**2026**	2025
Secured Non-Fund Based Letter of Credit facility		
- Expiring within one year	**3,900.00**	3,900.00
- Expiring beyond one year	**–**	–

2.28 Fair Value Measurement

The fair values of the Financial Assets and Liabilities are included in the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique

Level 1 - Quoted (unadjusted prices) in active markets for identical assets or liabilities.

Level 2 - Other Techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3 - Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

Fair Valuation Techniques and Inputs used - recurring Items

a) Financial Instruments measured at Fair value

Rs. in Lakhs

Particulars	Fair value as at		Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)
	2026	2025			
Financial Assets					
Investments in Mutual Fund	**1926.00**	1919.40	Level 1	As on Date NAV of the Quoted Fund	–
Total Financial Assets	**1926.00**	1919.40			

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

b) Financial Instrument measured at Amortised Cost

As at 31st March, 2026 Rs. in Lakhs

Particulars	Carrying Value	Fair Value	Fair Value		
			Level 1	Level 2	Level 3
Financial Assets					
Non-Current Assets					
Security Deposits-Unsecured	**81.98**	**81.98**	**–**	**81.98**	**–**
Fixed Deposits more than 12 months	**2590.00**	**2590.00**	**–**	**2590.00**	**–**
Total Non-Current Financial Assets	**2671.98**	**2671.98**	**–**	**2671.98**	**–**
Current Assets					
Trade Receivables	**20617.99**	**20617.99**	**–**	**20617.99**	**–**
Cash and Cash Equivalents	**1725.82**	**1725.82**	**–**	**1725.82**	**–**
Other Bank Balances	**10457.38**	**10457.38**	**–**	**10457.38**	**–**
Other Financial Assets	**3971.49**	**3971.49**	**–**	**3971.49**	**–**
Total Current Financial Assets	**36772.68**	**36772.68**	**–**	**36772.68**	**–**
Total Financial Assets	**39444.66**	**39444.66**	**–**	**39444.66**	**–**
Financial Liabilities					
Non-Current Liabilities					
- Lease liabilities	**144.88**	**144.88**	**–**	**144.88**	**–**
Total Non-Current Financial Liabilities	**144.88**	**144.88**	**–**	**144.88**	**–**
Current Liabilities					
- Lease liabilities	**59.98**	**59.98**	**–**	**59.98**	**–**
Trade Payables	**24826.16**	**24826.16**	**–**	**24826.16**	**–**
Other Financial Liabilities	**2136.54**	**2136.54**	**–**	**2136.54**	**–**
Total Current Financial Liabilities	**27022.68**	**27022.68**	**–**	**27022.68**	**–**
Total Financial Liabilities	**27167.56**	**27167.56**	**–**	**27167.56**	**–**

As at 31st March, 2025 Rs. in Lakhs

Particulars	Carrying Value	Fair Value	Fair Value		
			Level 1	Level 2	Level 3
Financial Assets					
Non-Current Assets					
Security Deposits-Unsecured	81.98	81.98	–	81.98	–
Fixed Deposits more than 12 months	4570.00	4570.00	–	4,570.00	–
Other Corporate Deposits	2000.00	2000.00	–	2,000.00	–
Total Non-Current Financial Assets	6651.98	6651.98	–	6651.98	–
Current Assets					
Trade Receivables	17722.42	17722.42	–	17722.42	–
Cash and Cash Equivalents	655.59	655.59	–	655.59	–
Other Bank Balances	16774.16	16774.16	–	16774.16	–
Other Financial Assets	726.14	726.14	–	726.14	–
Total Current Financial Assets	35878.31	35878.31	–	35878.31	–
Total Financial Assets	42530.29	42530.29	–	42530.29	–
Financial Liabilities					
Non-Current Liabilities					
- Lease liabilities	139.99	139.99	–	139.99	–
Total Non-Current Financial Liabilities	139.99	139.99	–	139.99	–
Current Liabilities					
- Lease liabilities	58.53	58.53	–	58.53	–
Trade Payables	22115.16	22115.16	–	22115.16	–
Other Financial Liabilities	1600.18	1600.18	–	1600.18	–
Total Current Financial Liabilities	23773.87	23773.87	–	23773.87	–
Total Financial Liabilities	23913.86	23913.86	–	23913.86	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

2.29 Employee benefits
(Refer Note 1.8)

Defined benefit plans – as per Actuarial Valuation on 31st March, 2026

Rs. in Lakhs

Particulars	Gratuity - Funded	
	2026	2025
I. Expenses Recognised in the Statement of Profit & Loss Account		
1. Current Service Cost	**100.42**	69.17
2. Past Service Cost	**130.43**	–
3. Interest	**88.56**	92.03
4. Expected Return on plan assets	**(86.71)**	(90.31)
5. Total Expense	**232.70**	70.89
II. Net Asset/(Liability) recognised in the Balance Sheet as at 31st March		
1. Present value of defined benefit obligation as at 31st March	**1561.18**	1381.25
2. Fair value of plan assets as at 31st March	**1324.97**	1325.30
3. Surplus/(Deficit)	**(236.21)**	(55.95)
III. Change in the obligation during the year ended 31st March		
1. Present value of defined benefit obligation at the beginning of the year	**1381.25**	1318.59
2. Expenses Recognised in Profit and Loss Account		
- Past Service Cost	**130.43**	–
- Current Service Cost	**100.42**	69.17
- Interest Expense/ (Income)	**88.56**	92.03
3. Recognised in Other Comprehensive Income		
Re-measurement gains / (losses)		
- Actuarial Gain/ (Loss) arising from:		
i. Demographic Assumptions	**–**	–
ii. Financial Assumptions	**–**	–
iii. Experience Adjustments	**102.13**	(40.00)
iv. Difference in present value of obligation	**(83.70)**	32.85
4. Benefit payments	**(157.91)**	(91.39)
5. Present value of defined benefit obligation at the end of the year	**1561.18**	1381.25
IV. Change in fair value of assets during the year ended 31st March		
1. Fair value of plan assets at the beginning of the year	**1325.30**	1269.40
2. Expected return on plan assets	**86.71**	90.31
3. Recognised in Other Comprehensive Income		
Re-measurement gains / (losses)		
- Actual Return on plan assets in excess of the expected return	**13.33**	6.15
4. Contributions by employer (including benefit payments recoverable)	**57.54**	50.83
5. Benefit payments	**(157.91)**	(91.39)
6. Fair value of plan assets at the end of the year	**1324.97**	1325.30
V. The Major categories of plan assets		
- Funded with LIC	**100.00%**	100.00%
VI. Actuarial assumptions		
1. Discount rate	**7.69%**	6.80%
2. Expected Return	**6.80%**	7.23%
3. In Service Mortality	**IAL 2012-14 Ultimate**	IAL 2012-14 Ultimate
4. Turnover Rate	**5.00%**	5.00%
5. Salary Rise - Officers	**9.00%**	9.00%
6. Salary Rise - Workers	**6.00%**	6.00%
7. Remaining Working Life	**16.27 Years**	14.21 Years

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Rs. in Lakhs

Principal assumption		Changes in assumption	Increase/(Decrease) impact on defined benefit obligation	
			Increase in assumption	Decrease in assumption
Discount rate	**2026**	**0.50%**	**(44.32)**	**46.87**
	2025	0.50%	(38.04)	40.28
Salary growth rate	**2026**	**0.50%**	**45.88**	**(43.79)**
	2025	0.50%	38.71	(36.91)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

2.30 Related Party Transactions

Names of the Related Parties	Relationship
Holding Company	
1. Mahindra & Mahindra Limited (M&M)	Holding Company
Subsidiary of M&M	
1. Mahindra & Mahindra Financial Services Limited	Subsidiary of M&M
2. Mahindra Logistics Limited	Subsidiary of M&M
3. Mahindra Integrated Business Solutions Private Limited	Subsidiary of M&M
4. Erkunt Traktor Sanayii Anonim Sirketi	Subsidiary of M&M
Associate/Joint Venture of M&M	
1. Tech Mahindra Limited	Associate Company
2. Mahindra Summit Agriscience Limited	Joint Venture
Key Management Personnel	
Name of KMP	**Designation**
Mr. Rajya Vardhan Kanoria	Chairman (Non-Executive Independent Director)
Mr. Rajesh Jejurikar #	Chairman (Non-Executive, Non-Independent Director)
Mr. S. Nagarajan	Non-Executive Independent Director
Mr. Nikhilesh Panchal	Non-Executive Independent Director
Ms. Smita Mankad	Non-Executive Independent Director
Mr. Harish Chavan	Non-Executive, Non-Independent Director
Mr. Puneet Renjhen	Non-Executive, Non-Independent Director
Mr. Gaganjot Singh ^	Non-Executive, Non-Independent Director
Mr. Devjit Sarkar	Whole Time Director & Chief Executive Officer

^appointed / # ceased during the year

Details of transaction between the Company and its related parties are disclosed below:

Rs. in Lakhs

Sr. No.	Nature of Transactions	Holding Co. (M&M)		Subsidiary/ Associates/ JV of M&M Ltd.		KMPs		Total	
		2026	2025	**2026**	2025	**2026**	2025	**2026**	2025
1	**Purchases:**	**2362.38**	4047.10	**224.45**	180.43	**–**	–	**2586.83**	4227.53
	Goods	**2351.60**	4014.89	**–**	–	**–**	–	**2351.60**	4014.89
	Services	**10.78**	32.21	**224.45**	180.43	**–**	–	**235.23**	212.64
2	**Sales:**	**199281.83**	167599.90	**–**	–	**–**	–	**199281.83**	167599.90
	Goods	**199281.83**	167599.90	**–**	–	**–**	–	**199281.83**	167599.90
3	**Deputation of Personnel:**								
	From related party	**563.58**	661.03	**–**	–	**–**	–	**563.58**	661.03
4	**Managerial Remuneration**	**–**	–	**–**	–	**169.05**	168.62	**169.05**	168.62
5	**Stock Options***	**–**	–	**–**	–	**–**	–	**–**	–
6	Commission and other benefits to Non-executive/independent director**	**–**	–	**–**	–	**44.85**	49.27	**44.85**	49.27
7	Dividend Distributed	**6616.04**	6014.58	**–**	–	**–**	–	**6616.04**	6014.58
8	**Other Transactions:**								
	Rental Income	**17.01**	16.20	**1.20**	1.14	**–**	–	**18.21**	17.34
	Other Expenses	**441.82**	359.91	**2.30**	7.29	**–**	–	**444.12**	367.20
	Reimbursement received from Parties	**7.71**	8.96	**2.30**	7.29	**–**	–	**10.01**	16.25
	Reimbursement made to Parties	**434.11**	350.95	**–**	–	**–**	–	**434.11**	350.95
9	**Outstandings:**								
	Trade and Other Payable	**37.44**	159.47	**11.76**	0.40	**–**	–	**49.20**	159.87
	Trade and Other Receivable	**20617.87**	17722.30	**0.12**	0.12	**–**	–	**20617.99**	17722.42

*excludes stock option from Holding Company - Mahindra & Mahindra Limited.
** includes sitting fees and commission paid/payable to Khaitan & Co. during FY 2024-25, in which Mr. Nikhilesh Panchal is a partner.
Transactions with related parties are at arm's length.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

2.31 Contingent Liabilities and Commitments

Rs. in Lakhs

Particulars	2026	2025
Contingent Liabilities		
Claims against the Company not acknowledged as debt		
- Excise matters in dispute	**229.33**	220.26
- Sales Tax matters in dispute	**–**	30.77
- Income Tax matters in dispute*	**50.43**	50.43
Commitments		
Estimated amount of contracts remaining to be executed on capital	**7392.15**	702.15

*Assessment of Income Tax is complete upto Assessment Year 2020-21. There is no demand which is disputed in Appeal and not provided for. For earlier Assessment Years, Company have filed appeals / references which involve an estimated liability of Rs. 50.43 Lakhs (31.03.2025 - Rs. 50.43 Lakhs)

2.32 Segment Reporting

The Company is primarily engaged in the business of diesel engines, diesel engine components and spare parts. As the basic nature of these activities are governed by the same set of risk, returns and internal business reporting system, accordingly these have been grouped as single segment in above disclosures as per Ind AS- 108 dealing with "Operating Segment".

2.33 Particulars in respect of goods manufactured:

Class of Goods	Unit of Qty	2026	2025
Production			
Engines	Nos.	**202730**	168225
Despatches			
Engines	Nos.	**202771**	168820

2.34 Particulars in respect of Revenue from Operations:

Rs. in Lakhs

Class of Goods	2026	2025
Sale of Products		
Engines	**196347.03**	164081.55
Spares	**3500.66**	3310.04
Total	**199847.69**	167391.59
Other operating revenue		
Scrap & Others	**865.74**	797.64
Total	**200713.43**	168189.23

2.35 Particulars in respect of Finished Goods:

Class of Goods	Unit of Qty	Opening Balance		Closing Balance	
		Qty.	Rs. in Lakhs	Qty.	Rs. in Lakhs
Engines	Nos.	**1091**	**907.37**	**1025**	**863.89**
		(1933)	(1643.15)	(1091)	(907.37)
Engine Parts		**–**	**197.80**	–	**253.33**
		–	(327.15)	–	(197.80)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

2.36 Additional Regulatory Information

Ratios

Particulars	2026	2025	Variance (%)
1. Current Ratio (in times)	**2.06**	1.96	5.10%
(Current Assets) / (Current Liabilities)			
2. Debt-Equity Ratio (in times)	**N.A.**	N.A.	–
(Total Debt) / (Total Equity)			
3. Debt service coverage Ratio (in times)	**N.A.**	N.A.	–
(Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustment) / (Debt service = Interest and lease payments + Principal repayments)			
4. Return on Equity (%)	**43.23%**	42.14%	1.09%
(Net Profit after Taxes) / (Average Shareholder's Equity)			
5. Inventory Turnover Ratio (times)	**26.21**	22.55	16.23%
(Revenue from operations) / (Average Inventory)			
6. Trade receivables turnover ratio (times)	**10.47**	11.31	(7.43%)
(Revenue from operations) / (Average Trade Receivables)			
7. Trade payables turnover ratio (times)	**6.68**	7.01	(4.71%)
(Purchases) / (Average trade payables)			
8. Net capital turnover ratio (times)	**7.58**	7.08	7.06%
(Revenue from operations) / (Average working capital)			
9. Net profit ratio (%)	**9.78%**	9.87%	(0.09%)
(Net Profit after Taxes) / (Revenue from operations)			
10. Return on capital employed (%)	**54.53%**	53.69%	0.84%
(Profit before tax and finance costs) / (Capital employed = Tangible Net worth + Lease liabilities + Deferred tax liabilities)			
11. Return on Investments (%) - Quoted Investments	**5.64%**	6.83%	(1.19%)
(Income generated from Investments) / (Time Weighted Average Investments)			

There is no significant change of 25% in the above ratios over previous year.

2.37 Dividends

The Board of Directors, in their meeting held on 16th April, 2025, proposed a total dividend of Rs. 104.50/- per equity share and the same was approved by the shareholders at the Annual General Meeting held on 15th July, 2025, this has resulted in a cash outflow of Rs. 12694.10 lakhs during 2025-26.

The Board of Directors, in their meeting held on 13th April, 2026, proposed a total dividend of Rs. 110/- per equity share for the financial year ended on 31st March 2026, subject to the approval of shareholders at the Annual General Meeting and if approved, would result in a cash outflow of approximately Rs. 13364.85 lakhs.

2.38 Recent Accounting Pronouncements

Standard issued but not yet effective

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

2.39 New Labour Codes Laws

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes") - consolidating 29 existing labour laws.

In accordance with the new Labour Codes, the Company has currently estimated the incremental impact on retiral benefits to be Rs. 340.51 lakhs. This has been presented under "Exceptional Items" in the financial statement.

The Company continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications/ additional guidance from authorities and will continue to assess the accounting implications, basis such developments / guidance.

2.40 Other Disclosures

Additional regulatory information pursuant to the requirement in Division II of Schedule III to the Companies Act 2013.

a. Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.
b. The Company does not have any transactions with companies struck off.
c. The Company has not revalued its property, plant and equipment or intangible assets or both during the current year.
d. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.
e. The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
   (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or
   (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
f. The Company has not received any fund from any person or entity, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
   (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
   (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries
g. The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.
h. The Company does not have any borrowings from banks and financial institutions on the basis of security of current assets.
i. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.
j. The Company has complied with the number of layers prescribed under the Companies Act, 2013.

2.41 Previous year's figures have been regrouped, wherever necessary, so as to correspond with those of the current year.

Significant Accounting Policies	**1**
Notes on Accounts	**2**

As per our report of even date attached

The Notes referred to above form an integral part of these financial statements

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board

Karthik Srinivasan
Partner
Membership No. 215782

Mahesh Gupta
Chief Financial Officer

Rajya Vardhan Kanoria
Chairman
DIN: 00003792

Rajesh K. Kapila
Company Secretary
M.No. : ACS - 9936

Devjit Sarkar
Whole Time Director & Chief Executive Officer
DIN: 10745850

Jaipur, 13th April, 2026

S.A.S. Nagar (Mohali), 13th April, 2026

INDEPENDENT AUDITORS' REPORT

To The Board of Directors

Carnot Technologies Private Limited

Report on the Standalone Financial Statements

We have audited the accompanying Standalone Financial statements of **Carnot Technologies Private Limited,** which comprise the Balance Sheet **as at March 31, 2026**, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended, and a summary of the significant accounting policies and other explanatory information **(hereinafter referred to as "the standalone financial statements").**

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the IND AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error. In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and presentation of the standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Board of Directors, as well as evaluating the overall presentation of the standalone financial statements. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the Company as at 31st March 2026, its Profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Report on other Legal and Regulation requirements

1. As required by the companies (Auditor's Report) Order, 2016, as amended, issued by the Central Government of India in term of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in the paragraph 3 and 4 of the Order.
2. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
3. The Balance sheet, the Statement of Profit and Loss, and the Cash Flow Statement deal with by this report are in agreement with the books of account.
4. In our opinion, the aforesaid IND AS financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.
5. On the basis of the written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2026, from being appointed as a director in terms of Section 164(2) of the Act.
6. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
7. With respect to the other matters to be included in the Auditor's Reporting accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
   I. The Company does not have pending litigation which would impact its financial position.
   II. The Company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
   III. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the company
8. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 is applicable from 1st April 2023. The Company has used Tally prime accounting software for maintaining its books of account, which has a feature of recording audit trail (edit log) facility and company has enabled the feature and the same has been operated throughout the year for all relevant transactions recorded in the respective software.

For Nayak & Rane
Chartered Accountants
FRN No: 117249W

Suraj P. Nayak
Partner
M No: 049645
UDIN: 26049645PTUQEX1060

Place: Mumbai
Date: 13th April 2026

"ANNEXURE A" TO THE INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CARNOT TECHNOLOGIES PVT LTD ON THE ACCOUNTS OF THE COMPANY FOR THE YEAR ENDED 31ST MARCH, 2025.

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

b) Company is maintaining proper records showing full particulars of intangible assets.

c) The Property plant and equipment have been physically verified by the management at regular intervals; as informed to us and no material discrepancies between the books records and the physical Property plant and equipment have been noticed.

d) There are no immovable properties in the name of the company during the year under report.

e) Company has not revalued its property, plant and equipment and intangible assets during the year.

f) No proceedings have been initiated or are pending against the company for holding any Benami property under the Benami Transactions (Prohibitions) Act, 1988.

(ii) a) During the year, the Inventories have been physically verified by the management. In our opinion, the frequency of verification is reasonable. Also, there are no discrepancies of 10% or more in the aggregate of each class of inventory.

b) The Company has not been sanctioned working capital limits in excess of₹ 5 crores, in aggregate, at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(iii) The Company has not made any investments in, granted any loans, secured or unsecured guarantees to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (f) of the Order are not applicable.

(iv) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

(vii) a) According to the information and explanations given to us and on the basis of our examination of the records of the company, the Company has been generally regular subject to certain delay in depositing undisputed statutory dues, including Income-Tax, Service Tax, Goods & Service Tax, CESS and other material statutory dues, as applicable, with the appropriate authorities.

b) According to the information and explanations given to us and on the basis of our examination of the records of the company, there is no statutory dues of Income-Tax, Service Tax, Goods & Service Tax and CESS which have not been deposited on account of any dispute.

(viii) There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable.

b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

c) The Company has not taken any term loan during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

f) The Company has not raised any loans during the year and hence reporting on clause 3(ix)(f) of the Order is not applicable.

(x) a) According to the information and explanations given to us, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans.

b) During the year, the Company has not made any preferential allotment of preference shares.

(xi) a) On the basis of the written representations received by us No fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

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

c) We have taken into consideration and noted that there were no whistle blower complaints received by the Company during the year (and up to the date of this report), while determining the nature, timing and extent of our audit procedures.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) In our opinion and based on our examination and explanation provided to us depending on the size and nature of the company's business, company is not required to have an internal audit system as per the provisions of section 138 of the Companies Act, 2013 hence provisions of clause 3 (xiv) (a) and (xiv) (b) are not applicable to the company during the year under review. Accordingly, reporting under this clause is not required.

(xv) In our opinion during the year the Company has not entered into any non-cash transactions with its Directors or persons connected

with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) a) In our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

b) In our opinion, there is no core investment company within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) and accordingly reporting under clause 3(xvi)(d) of the Order is not applicable.

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

(xviii) There has been no resignation of statutory auditor during the year. The provisions of this clause are hence not applicable.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The provisions of CSR are not applicable to the company. Hence provisions of clause 3 (XX) (a) and (b) are not applicable.

(xxi) The provisions of consolidated financials and consolidated CARO report are not applicable to the company and hence the aforementioned clause is not applicable.

For Nayak & Rane
Chartered Accountants
FRN No: 117249W

Suraj P. Nayak
Partner
M No: 049645
UDIN: 26049645PTUQEX1060

Place: Mumbai
Date: 13th April 2026

"ANNEXURE B" TO INDEPENDENT AUDITOR'S REPORT

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

We have audited the internal financial controls over financial reporting of **Carnot technologies Private Limited** as at the year 31st March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over Financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31-March-2026, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For Nayak & Rane
Chartered Accountants
FRN No: 117249W

Suraj P. Nayak
Partner
M No: 049645
UDIN: 26049645PTUQEX1060

Place: Mumbai
Date: 13th April 2026

BALANCE SHEET AS AT 31ST MARCH 2026

Figures in INR Lakhs

Particulars	Notes	As at 31st March, 2026	As at 31st March, 2025
I ASSETS			
(1) Non-current assets			
(a) Property, Plant and Equipment	2	**13.37**	13.76
(b) Right of use Asset	3	**21.86**	7.06
(c) Intangible assets under development		**–**	–
(d) Deferred tax Assets (Net)	4	**39.49**	35.00
(e) Non-current financial assets			
(i) Long-term loans		**–**	–
(ii) Other non-current financial assets	5	**0.20**	0.20
(f) Other non-current assets	6	**–**	–
		74.91	56.02
(2) Current assets			
(a) Inventories	7	**25.80**	22.34
(b) Financial Assets			
(i) Investments	8	**215.72**	–
(ii) Trade receivables	9	**197.57**	404.73
(iii) Cash and cash equivalents	10	**30.93**	38.53
(iv) Other Bank Balances	11	**310.00**	260.03
(vi) Other current financial assets	12	**20.95**	4.95
(c) Current Tax Assets(Net)	13	**239.30**	168.00
(d) Other current assets	14	**43.73**	16.29
		1,084.00	914.87
Total Assets		**1,158.92**	970.89
II EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	15	**17.06**	17.06
(b) Other Equity	16	**582.62**	461.18
		599.67	478.23
LIABILITIES			
(1) Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings		**–**	–
(b) Provisions	17	**56.89**	48.01
(c) Other Non-current liabilities	18	**63.27**	41.58
		120.16	89.59
(2) Current liabilities			
(a) Financial Liabilities			
(i) Borrowings		**–**	–
(ii) Lease Liabilities	2	**23.53**	7.64
(ii) Trade Payables	19	**56.44**	37.52
(iii) Other Current Financial Liabilities	20	**53.06**	63.74
(b) Current provisions	21	**8.56**	4.53
(c) Other current liabilities	22	**297.50**	289.64
		439.08	403.07
Total Equity and Liabilities		**1,158.92**	970.89

Notes forming part of the financial statements (all amounts in rupees)

For Nayak & Rane
Chartered Accountants
Firm Registration No. 117249W

Suraj P Nayak
Partner
Membership No. 049645

For and on behalf of the Board of Directors

Pushkar Limaye
Director
DIN 07270209

Anusha Kothandaraman
Director
DIN 8679344

Place: Mumbai
Date : 13th April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2026

Figures in INR Lakhs

Particulars	Notes	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Revenue from operations	23	**1,980.29**	2,307.55
Other income	24	**46.83**	21.20
Total income		**2,027.12**	2,328.75
Expenses			
Consumption of Direct Material	25	**217.34**	309.62
Changes in inventories	26	**(3.47)**	(8.07)
Employee benefits expense	27	**1,069.79**	968.99
Finance costs	28	**3.82**	1.77
Depreciation and amortisation expense	2	**38.20**	19.83
Other expenses	29	**590.47**	619.62
Total expenses		**1,916.16**	1,911.76
Profit/(Loss) before exceptional items and tax		**110.96**	416.99
Exceptional items		**–**	–
Profit/(Loss) before tax		**110.96**	416.99
Tax expense			
(1) Current tax provision		**–**	–
(2) Deferred tax (charged)/credited	3	**6.11**	4.96
Profit/(Loss) for the period/year		**117.08**	412.03
Other comprehensive income:			
Items that will not be reclassified to profit or loss			
Remeasurement of net defined benefit liability		**6.25**	10.23
Income tax relating to items not reclassified		**(1.62)**	(2.66)
Items that will be reclassified subsequently to profit or loss		**–**	–
Income tax relating to items that will be reclassified		**–**	–
Total comprehensive income/(expense) for the period/year		**121.70**	419.60
Earnings per share			
Basic earnings (loss) per share	30	**585.08**	2,059.11
Diluted earnings (loss) per share	30	**349.30**	1,229.31

See accompanying notes forming part of financial statements
In terms of our report attached

For Nayak & Rane
Chartered Accountants
Firm Registration No. 117249W

Suraj P Nayak
Partner
Membership No. 049645

Place: Mumbai
Date : 13th April 2026

For and on behalf of the Board of Directors

Pushkar Limaye
Director
DIN 07270209

Anusha Kothandaraman
Director
DIN 8679344

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2026

Figures in INR Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Profit before tax	**110.96**	416.99
Adjustments to reconcile profit before tax to net cash flows:		
Depreciation and Impairment of Property, Plant and Equipment	**38.20**	19.83
Other Comprehensive income	**4.62**	7.57
Foreign exchange loss	**1.73**	–
Interest from security deposit	**(0.93)**	(1.22)
Finance Cost	**4.26**	1.77
Operating profit before working capital changes	**158.84**	444.93
Working capital adjustments:		
(Increase)/decrease in Non current Assets	**–**	–
(Increase)/decrease in Non Current Financial Assets	**–**	0.30
(Increase)/decrease in trade receivables	**207.16**	(371.25)
(Increase)/decrease in Inventories	**(3.47)**	(8.07)
(Increase)/decrease in Current Assets	**(71.30)**	14.08
(Increase)/decrease in Current Financial Assets	**(16.00)**	5.72
(Increase)/decrease in other current assets	**(27.44)**	5.89
Increase/(decrease) in trade and other payables	**18.92**	12.00
Increase/(decrease) in other current financial liabilities	**(10.68)**	(34.73)
Increase/(decrease) in other current liabilities	**7.85**	13.46
Increase/(decrease) in Non Current Provisions	**8.88**	3.59
Increase/(decrease) in Provisions	**4.03**	1.01
Increase/(decrease) in Non Current liabilities	**21.69**	26.98
Net cash flows from operating activities	**298.48**	113.91
Investing activities		
Net Purchase of property, plant and equipment	**(8.90)**	(1.49)
Net cash flows used in investing activities	**(8.90)**	(1.49)
Financing activities		
Proceeds from Share Capital	**–**	–
Payment of lease liabilities (including Interest on lease liabilities)	**(30.69)**	(14.69)
Foreign exchange gain/(loss)	**(1.73)**	2.18
Income from Secuirty deposit	**0.93**	(1.23)
Investment in Mutual Funds	**(215.72)**	–
Net cash flows from/(used in) financing activities	**(247.21)**	(13.74)
Net increase in cash and cash equivalents	**42.37**	98.67
Cash and cash equivalents at the beginning of the period/year	**298.56**	199.89
Cash and cash equivalents at period/year end	**340.93**	298.56

The accompanying notes form an integral part of the financial statements.

As per our report of even date attached.

For Nayak & Rane
Chartered Accountants
Firm Registration No. 117249W

Suraj P Nayak
Partner
Membership No. 049645

For and on behalf of the Board of Directors

Pushkar Limaye
Director
DIN 07270209

Anusha Kothandaraman
Director
DIN 8679344

Place: Mumbai
Date : 13th April, 2026

STATEMENT OF CHANGES IN EQUITY AS AT 31ST MARCH 2026

A. Equity share capital

Figures in INR Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Balance at the beginning of the reporting year	**17.06**	17.06
Changes in Equity Share capital during the year	**–**	–
Balance at the end of the reporting year	**17.06**	17.06

B. Other Equity

Figures in INR Lakhs

Particulars	Reserve and Surplus		Total
	Share Premium	Retained Earnings	
As at 1st April 2025	1,383.30	(922.12)	461.18
Profit for the year	–	117.08	117.08
Other Comprehensive Income/Loss	–	4.36	4.36
Total Comprehensive Income for the year	1,383.30	(800.68)	582.62
Shares issued	–	–	
As at 31st March 2026	**1,383.30**	**(800.68)**	**582.62**
As at 1st April 2024	1,383.30	(1,341.72)	41.58
Profit for the year	–	412.03	412.03
Other Comprehensive Income/Loss	–	7.57	7.57
Total Comprehensive Income for the year	1,383.30	(922.12)	461.18
Shares issued	–	–	–
As at 31st March 2025	1,383.30	(922.12)	461.18

Remeasurement loss (net) on defined benefit plans Rs. 4.36 lakhs (2025: Loss of Rs. 7.57 lakhs) has been recognised during the year as a part of retained earnings

C. Description of the nature and purpose of Other Equity

1. **Share Premium:** Share premium reserve is used to record the premium on issue of shares.

2. **Retained Earnings:** Retained Earnings comprises of accumulated balance of profit/(losses) of current and prior years. The reserve can be utilized or distributed by the Company in accordance with the provisions of the Companies Act, 2013.

See the accompaning notes forming part of financial statements

For Nayak & Rane
Chartered Accountants
Firm Registration No. 117249W

Suraj P Nayak
Partner
Membership No. 049645

Place: Mumbai
Date : 13th April, 2026

For and on behalf of the Board of Directors

Pushkar Limaye
Director
DIN 07270209

Anusha Kothandaraman
Director
DIN 8679344

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

MATERIAL ACCOUNTING POLICIES AND OTHER EXPLANATORY INFORMATION FOR THE YEAR ENDED 31ST MARCH 2026

1 OVERVIEW

1.1 Company overview

CARNOT Technologies Private Limited was incorporated in India as private limited company under the Companies Act, 2013 on 24th August, 2015. The company is engaged in the business of the following:

I. Service Sector- Technology enabled applications in different fields including automobiles products both in India & Overseas.

II. Trading Sector- Retail in information technology products and applications

1.2 Basis of Preparation of financial statement

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

The financial statements up to and for the year ended March 31, 2017 were prepared in accordance with accounting standards notified under Companies (Accounting Standards) Rules, 2006, as amended and the relevant provisions of the Act (Previous GAAP).

These are the first Ind AS financial statements of the Company prepared in accordance with Ind AS. Ind AS 101, First-time Adoption of Indian Accounting Standards has been applied for the purpose of transition to Ind AS from previous GAAP.

These financial statements have been prepared on a historical cost and accrual basis.

All assets and liabilities have been classified as current or non-current as per the Company's operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current non- current classification of assets and liabilities.

1.3 Use of Estimates

The preparation of the financial statements in conformity with IndAS requires the management to make estimates, judgments and assumptions. The estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in the financial statements have been disclosed in Note no.1.4. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

1.4 Material accounting policies

a. Property plant and equipment (including Capital Work-in-Progress)

All items of property, plant and equipment are stated at historical cost less depreciation. Historical cost are stated at cost of acquisition inclusive of all attributable cost of bringing the assets to their working condition, accumulated depreciation and accumulated impairment losses, if any.

Subsequent expenditure related to an item of property plant and equipment are added to its book value only if they increase the future benefits from the existing asset beyond its previously assessed standard of performance.

The Company provides depreciation on all assets on written down value basis over its useful life of asset which is in line with Schedule II of Companies Act, 2013.

Gains or losses arising from the retirement or disposal of property plant and equipment are determined as the difference between the net disposal proceeds and the carrying amount of the property plant and equipment and recognised as income or expense in the Statement of Profit and Loss.

Assets not yet ready for use are recognised as capital work in progress.

On transition to Ind AS, the company has elected to continue with the carrying value of all of its property, plant and equipment recognised as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

b. Intangible Assets

Intangible assets are accounted at actual cost incurred less accumulated amortisation and impairment, if any.

Intangible assets i.e. software are amortised on a straight line basis over their estimated useful life of approximately five years, so as to effectively depreciate the assets over the specified useful life.

Gains or losses arising from the retirement or disposal of an intangible asset are determined as the difference between the net disposal proceeds and the carrying amount of the asset and recognised as income or expense in the Statement of Profit and Loss.

On transition to Ind AS, the company has elected to continue with the carrying value of all of its intangible assets recognised as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the intangible assets

c. Impairment of non-financial assets

The carrying amount of the non-financial assets are reviewed at each Balance Sheet date if there is any indication of impairment based on internal /external factors. An impairment loss is recognised whenever the carrying amount of an asset or a cash generating unit exceeds its recoverable amount. The recoverable amount of the assets (or where applicable, that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. Impairment loss is recognised in the statement of profit and loss.

After impairment, depreciation / amortisation is provided on the revised carrying amount of the asset over its remaining useful life.

A previously recognised impairment loss is increased or reversed depending on changes in circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation / amortisation if there were no impairment.

d. Investments and financial assets

Classification

The company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the company has made an irrevocable election at the time of initial recognition to account for the equity investment at fair value through other comprehensive income.

The company reclassifies debt investments when and only when its business model for managing those assets changes.

e. Inventories

The stock of raw materials and components, goods in process, finished goods and stores, spares, property under development etc. are stated at lower of cost or net realisable value (NRV).

In determining the cost of the raw materials and components FIFO method is used. Cost of goods in process and manufactured finished products includes the cost of materials, labour and other manufacturing overhead. Average cost method is used to determine cost of work in progress and finished goods.

Obsolete slow moving and defective inventories are identified at the time of physical verification of inventories and where necessary, provision is made for such inventories. (a) Traded goods, raw materials and packing materials: At cost or net realisable value, whichever is lower. (b) Process stock: At cost or estimated realisable value, whichever is lower. (c) Finished goods: At cost or net realisable value, whichever is lower and are inclusive of input tax credit thereon.

f. Revenue Recognition

Revenue is recognised based on fair value of consideration receive or receivable and to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Turnover, which represents invoiced value of goods sold is recognized net of goods and service tax, trade and volume discounts or rebates, etc. The following specific recognition criteria must also be met before revenue is recognised:

Supply contracts - Sale of products

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration entitled in exchange for those goods or services.

Generally, control is transferred upon shipment of goods to the customer or when the goods is made available to the customer, provided transfer of title to the customer occurs and the Company has not retained any significant risks of ownership or future obligations with respect to the goods shipped. Revenue from rendering of services is recognised over time by measuring the progress towards complete satisfaction of performance obligations at the reporting period. Revenue is measured at the amount of consideration which the Company expects to be entitled to in exchange for transferring distinct goods or services to a customer as specified in the contract, excluding amounts collected on behalf of third parties (for example taxes and duties collected on behalf of the government). Consideration is generally due upon satisfaction of performance obligations and a receivable is recognised when it becomes unconditional. An amount of consideration can vary because of discounts, rebates, incentives etc. which are explicitly stated in the contract or are as per customary business practices.

Contract Balances

- Trade Receivables

A receivable represents the Company's right to an amount of consideration that is unconditional.

- Contract Liabilities

A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration or is due from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

Interest Income

Interest Income is accounted on accrual basis.

Dividend Income

Dividend is recognized when the right to receive the payment is established.

g. Employee Benefits

i. Short term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised during the period when the employee renders the services. These benefits include compensated absences such as paid annual leave, bonuses and performance incentives.

ii. Long term employee benefits

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as a liability at the present value of the defined benefit obligation determined actuarially by using Projected Unit Credit Method at the Balance Sheet date.

iii. Post-employment benefit plan

The Company pays gratuity to the employees who have completed five years of service with the Company at the time of resignation/ superannuation. Company's liability towards gratuity are determined by independent actuaries, using project unit credit method. Past services are recognised at the earlier of the plan amendment/curtailment and the recognition of related restructuring costs/termination benefits.

Remeasurement gains/losses

Remeasurement of defined benefit plans, comprising of actuarial gains or losses, return on plan assets excluding interest income are recognised immediately in balance sheet with corresponding debit or credit to other comprehensive income. Remeasurements are not reclassified to profit or loss in subsequent period.

The Company's contribution to the Provident Fund is remitted to provident fund authorities and are based on a fixed percentage of the eligible employee's salary and debited to Statement of Profit and Loss.

h. Leases

The Company as a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and restoration cost, less any lease incentives received.

The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

i. Current and Deferred Tax

The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period.

Deferred income tax is provided in full, using the balance sheet approach, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill. Deferred income tax is also not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting profit nor taxable profit (tax loss). Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

j. Foreign Currency Transactions

Foreign currency transactions are recorded at the exchange rates prevailing on the date of such transactions. Monetary assets and liabilities as at the Balance Sheet date are translated at the rates of exchange prevailing at the date of the Balance Sheet. Gains and losses arising on account of differences in foreign exchange rates on settlement/ translation of monetary assets and liabilities are recognised in the Statement of Profit and Loss. Non-monetary foreign currency items are carried at cost.

k. Provisions and Contingent Liabilities

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are not recognised for future operating losses.

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

l. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss (excluding other comprehensive income) for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for events such as bonus issue, bonus element in a right issue, shares split and reserve share splits (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss (excluding other comprehensive income) for the year attributable to equity share holders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

m. Cash flow statement

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the balance sheet.

n. Critical estimates and judgements

The preparation of Financial Statements in conformity with Ind AS which requires management to make estimates, assumptions and exercise judgement in applying the accounting policies that affect the reported amount of assets, liabilities and disclosure of contingent liabilities at the date of financial statements and the reported amounts of income and expenses during the year.

The Management believes that these estimates are prudent and reasonable and are based upon the Management's best knowledge of current events and actions. Actual results could differ from these estimates and differences between actual results and estimates are recognised in the periods in which the results are known or materialised.

This note provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

2. Property Plant & Equipment

Figures in INR Lakhs

	Gross Block - At Cost					Depreciation/ Amortisation					Net block	
Particulars	**As at 1 April 2025**	**Additions**	**Adjustments**	**Deductions**	**As a t 31 March 2026**	**As at 1 April 2025**	**For the year**	**Adjustments**	**Deductions**	**As at 31 March 2026**	**As at 31 March 2026**	**As at 31 Mar 2025**
Tangible assets												
Computers	64.26	7.78	–	0.20	71.84	57.78	6.86	–	–	64.64	**7.20**	6.48
Furniture and fixtures	33.46	–	–	–	33.46	28.57	1.26	–	–	29.83	**3.63**	4.89
Office Equipments	12.23	0.29	–	–	12.52	10.11	0.86	–	–	10.96	**1.56**	2.13
Plant & Machinery	0.08	0.09	–	–	0.17	0.05	0.01	–	–	0.07	**0.10**	0.02
Electrical Equipments	1.68	0.94	–	–	2.62	1.43	0.30	–	–	1.73	**0.89**	0.25
Total	**111.70**	**9.10**	**–**	**0.20**	**120.60**	**97.94**	**9.29**	**–**	**–**	**107.22**	**13.37**	**13.76**

3 Lease

This note provides information for leases where the Company is a lessee. The Company leases various office premises. Rental contracts are typically made for fixed period of 1 year to 5 years, but may have extension options as described in (b) below.

(a) Information about leases for which the Company is a lessee is presented below :

The following is the details of Right-of-use assets

	Category of ROU Asset	
Particulars	**Leasehold Premises**	**Total**
Balance as on March 31, 2024	**–**	–
Additions	**8.82**	8.82
Depreciation for the year	**(1.76)**	(1.76)
Balance as on March 31, 2025	**7.06**	7.06
Additions	**43.72**	–
Depreciation for the year	**(28.91)**	–
Balance as on March 31, 2026	**21.86**	7.06

The following is the movement in lease liabilities

Lease Liabilities	**As at March 31, 2026**	As at March 31, 2025
Balance at the beginning	**7.64**	-
Additions	**43.72**	9.30
Accretion of interest	**2.86**	0.16
Payment of lease liabilties (including interest)	**(30.69)**	(1.83)
Balance at the end of the year	**23.53**	7.64
Non-Current Lease Liabilities	**–**	–
Current Lease Liabilities	**23.53**	7.64

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Amount recognised in Statement of Standalone Profit and Loss

The statement of standalone profit and loss shows the following amounts relating to leases:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest expenses (included in Finance cost)	**2.90**	1.77
Depreciation charge of right-of-use assets	**28.91**	7.06
(Gain) on re-assesment of Lease Liability	**–**	–
Short-term leases (included in other expenses)	**–**	–
Total Amount recognised in Statement of Profit and Loss	**31.81**	8.82

Total Cash Outflow for leases (excluding short term lease as mentioned above) are as under :

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Total Cash Outflow for leases	**(30.69)**	(14.69)

4 Deferred tax Assets (Net)

Figures in INR Lakhs

Particulars	31st March, 2026	31st March, 2025
Deferred tax asset arising on account of (A)		
Opening DTA	**35.00**	32.70
Timing difference between book depreciation and depreciation as per Income Tax Act, 1961	**10.24**	3.50
Employees benefit expenses	**(5.75)**	(1.20)
	39.49	35.00
Deferred tax liability arising on account of (B)		
Others	–	–
Total	**39.49**	35.00

Movements in deferred tax assets/(liabilities)

Particulars	Property, Plant & Equipment	Provision for Employee Benefit	Total
At 31st March 2025	**23.73**	**11.27**	**35.00**
(Charged)/Credited -to profit and loss	**10.24**	**(4.12)**	**6.11**
-to other comprehensive income	**–**	**(1.62)**	**(1.62)**
At 31st March 2026	**33.96**	**5.52**	**39.49**

5 Other non-current financial assets

Figures in INR Lakhs

Particulars	31st March 2026	31st March 2025
Deposit with maturity more than 12 months from reporting date	**0.20**	0.20
Total	**0.20**	0.20

6 Other non-current assets

Figures in INR Lakhs

Particulars	31st March 2026	31st March 2025
(a) Advances other than Capital advances Other advances - Deferred notional rent expense	**–**	–
Total	**–**	–

7 Inventories

Figures in INR Lakhs

Particulars	31st March 2026	31st March 2025
Stock in Trade	**21.29**	22.34
Stock in Transit	**4.51**	–
Total	**25.80**	22.34

8 Investments

Particulars	31st March 2026	31st March 2025
Investment in Equity Funds (At Market Value)	**215.72**	–
Total	**215.72**	–

9 Trade receivable

Figures in INR Lakhs

Particulars	As at 31st March, 2026 – Outstanding for following period from due date of payment					
	Less Than 6M	6M - 1 Yrs	1-2 Yrs	2-3 Yrs	More than 3 Yrs	Total
(i) Undisputed Trade Receivables						
Considered Good	**185.28**	**3.67**	**8.57**		**0.05**	**197.57**
Considered Doubtful	**–**	**–**	**–**	**–**	**–**	**–**
(ii) Disputed Trade Receivables						
Considered Good	**–**	**–**	**–**	**–**	**–**	**–**
Considered Doubtful	**–**	**–**	**–**	**–**	**–**	**–**
Total	**185.28**	**3.67**	**8.57**	**–**	**0.05**	**197.57**

	As at 31st March, 2025					
	Outstanding for following period from due date of payment					
Particulars	**Less Than 6M**	**6M - 1 Yrs**	**1-2 Yrs**	**2-3 Yrs**	**More than 3 Yrs**	**Total**
(i) Undisputed Trade Receivables						
Considered Good	378.46	15.61	8.71	0.14	1.81	404.73
Considered Doubtful	–	–	–	–	–	–
(ii) Disputed Trade Receivables						
Considered Good	–	–	–	–	–	–
Considered Doubtful	–	–	–	–	–	–
Total	378.46	15.61	8.71	0.14	1.81	404.73

No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

10 Cash and cash equivalents

Figures in INR Lakhs

Particulars	**31st March 2026**	31st March 2025
Balances with banks in:		
– Current accounts	**30.93**	38.53
Cash in hand	**–**	–
Total	**30.93**	38.53

11 Other bank balances

Figures in INR Lakhs

Particulars	**31st March 2026**	31st March 2025
Fixed Deposit with Bank	**310.00**	260.03
Total	**310.00**	260.03

12 Other current financial assets

Figures in INR Lakhs

Particulars	**31st March 2026**	31st March 2025
Loans & Advances to Employees	**0.26**	1.60
Security Deposit	**12.42**	3.34
Interest receivable	**8.26**	–
Total	**20.95**	4.95

13 Current Tax Assets

Figures in INR Lakhs

Particulars	**31st March 2026**	31st March 2025
TDS Receivable	**129.00**	127.30
TCS Receivable	**–**	–
MAT Receivable	**110.31**	40.70
Total	**239.30**	168.00

14 Other current assets

Figures in INR Lakhs

Particulars	**31st March 2026**	31st March 2025
Advances other than capital advances-		
a) other advances	**21.56**	4.35
Others		
Balances with revenue authorithies*	**7.02**	3.42
Prepaid expenses	**15.15**	8.52
Total	**43.73**	16.29

15 Equity share capital

Authorised

Particulars	**Number of equity shares**	Amount in INR Lakhs
Equity shares of INR 10 each		
As at 01 April 2025	**60,000**	6.00
Increase/(decrease) during the period	**–**	
As at 31st March 2026	**60,000**	6.00
Preference Shares of INR 100 each		
As at 01 April 2025	**16,300**	16.30
Increase/(decrease) during the period	**–**	
As at 31st March 2026	**16,300**	16.30

Particulars	**Number of equity shares**	Amount in INR Lakhs
Equity shares of INR 10 each		
As at 01 April 2024	**60,000**	6.00
Increase/(decrease) during the year	**–**	–
As at 31st March 2025	**60,000**	6.00
Preference Shares of INR 100 each		
As at 01 April 2024	**16,300**	16.30
Increase/(decrease) during the year	**–**	–
As at 31st March 2025	**16,300**	16.30

Issued, Subscribed and fully paid up

Particulars	**Number of equity shares**	Amount in INR Lakhs
Equity shares of INR 10 each		
As at 01 April 2025	**20,010**	2.00
Increase/(decrease) during the period	**–**	–
As at 31st March 2026	**20,010**	2.00
Preference Shares of INR 100 each		
As at 01 April 2025	**15,054**	15.05
Increase/(decrease) during the period	**–**	–
As at 31st March 2026	**15,054**	15.05

Issued, Subscribed and fully paid up

Particulars	**Number of equity shares**	Amount in INR Lakhs
Equity shares of INR 10 each		
As at 01 April 2024	**20,010**	2.00
Increase/(decrease) during the period	**–**	–
As at 31st March 2025	**20,010**	2.00
Preference Shares of INR 100 each		
As at 01 April 2024	**15,054**	15.05
Increase/(decrease) during the period	**–**	–
As at 31st March 2025	**15,054**	15.05

a) Reconciliation of Equity & Preference shares outstanding at the beginning and at the end of the reporting period

Particulars	Number of equity shares	Amount in INR Lakhs
Equity shares of INR 10 each		
As at 01 April 2025	**20,010**	2.00
Increase/(decrease) during the period	**–**	–
As at 31st March 2026	**20,010**	2.00
Preference Shares of INR 100 each		
As at 01 April 2025	**15,054**	15.05
Increase/(decrease) during the period	**–**	–
As at 31st March 2026	**15,054**	15.05

Particulars	Number of equity shares	Amount in INR Lakhs
Equity shares of INR 10 each		
As at 01 April 2024	**20,010**	2.00
Increase/(decrease) during the year	**–**	–
As at 31st March 2025	**20,010**	2.00

Particulars	Number of Preference shares	Amount in INR Lakhs
Preference Shares of INR 100 each		
As at 01 April 2024	**15,054**	15.05
Increase/(decrease) during the year	**–**	–
As at 31st March 2025	**15,054**	15.05

b). Terms/rights attached to equity shares / Preference Shares

1) The Company has only one class of equity shares having a par value of Rs 10 per share. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend, if proposed by the Board of Directors, is subject to the approval of the shareholders in the ensuing Annual General Meeting, except interim dividend.

   In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

2) 4,480 Compulsary Convertible Participating Preference shares having par value of Rs 100/- each issued at a premium of Rs. 6,581.51/- each in FY 2016-2017 & 6,663 Compulsary Convertible Participating Preference shares having par value of Rs 100/- each issued at a premium of Rs. 8131.81- each during the financial year 2017-2018.

   Each Seed CCCPS may be converted into Equity Shares at any time at the option of the holder of that Seed CCCPS. Subject to compliance with applicable Laws, each Seed CCCPS shall automatically be converted into Equity Shares upon the earlier of (i) one day prior to the expiry of 20 years from the First Closing Date; or (ii) in connection with a IPO (or any subsequent IPO), prior to the filing of a prospectus (or equivalent document, by whatever name called) by the Company with the competent authority or such later date as may be permitted under applicable Laws.

3) 2,298 Compulsory Convertible Participating Preference shares having par value of Rs 100/- each issued at a premium of Rs. 12,954.42/- IN FY 2020-21.

   Each Seed CCCPS may be converted into Equity Shares at any time at the option of the holder of that Seed CCCPS. Subject to compliance with applicable Laws, each Seed CCCPS shall automatically be converted into Equity Shares upon the earlier of (i) one day prior to the expiry of 20 years from the First Closing Date; or (ii) in connection with a IPO (or any subsequent IPO), prior to the filing of a prospectus (or equivalent document, by whatever name called) by the Company with the competent authority or such later date as may be permitted under applicable Laws.

4) 1613 Compulsary Convertible Participating Preference shares having par value of Rs 100/- each issued at a premium of Rs. 15,391.65/- IN FY 2021-22.

   Each Seed CCCPS may be converted into Equity Shares at any time at the option of the holder of that Seed CCCPS. Subject to compliance with applicable Laws, each Seed CCCPS shall automatically be converted into Equity Shares upon the earlier of (i) one day prior to the expiry of 20 years from the First Closing Date; or (ii) in connection with a IPO (or any subsequent IPO), prior to the filing of a prospectus (or equivalent document, by whatever name called) by the Company with the competent authority or such later date as may be permitted under applicable Laws.

c). Shareholders holding more than 5% of the shares in the Company

Particulars		2025-26	2024-25
Equity shares of Rs 10 each, fully paid up			
Rohan Vadgaonkar			
	Number	**2,260**	2,260
	% Holding	**11.29**	11.29
Prathamesh Joshi			
	Number	**2,313**	1,233
	% Holding	**11.56**	6.16
Pushkar Limaye			
	Number	**3,928**	2,115
	% Holding	**19.63**	10.57
Urmil Shah			
	Number	**–**	3,858
	% Holding	**–**	19.28
Mahindra & Mahindra Ltd			
	Number	**10,544**	10,544
	% Holding	**52.69**	52.69

16 Other Equity

Figures in INR Lakhs

Particulars	31st March 2026	31st March 2025
Retained Earnings		
As per last Balance Sheet	**(922.12)**	(1,341.72)
Increase/(decrease) during the period/year	**117.08**	412.03
Other Comprehensive income/loss	**4.36**	7.57
	(800.68)	(922.12)
Share Premium		
As per last Balance Sheet	**1,383.30**	1,383.30
Increase/(decrease) during the period/year	**–**	–
	1,383.30	1,383.30
Total	**582.62**	461.18

17 Provisions

Figures in INR Lakhs

Particulars		31st March 2026	31st March 2025
a)	Provisions for Employee Benefits- Gratuity	**56.89**	48.01
b)	Other provision	**–**	–
Total		**56.89**	48.01

18 Other Non - Current liabilities

Particulars		31st March 2026	31st March 2025
a)	Contract Liability	**63.27**	41.58
Total		**63.27**	41.58

19 Trade Payables

Figures in INR Lakhs

Particulars	As at 31st March, 2026 Outstanding for following period from due date of payment				
	Less Than 1 Yr	1-2 Yrs	2-3 Yrs	More than 3 Yrs	Total
MSME	**22.11**	–	**–**	**–**	**22.11**
Others	**34.33**	–	**–**	**–**	**34.33**
Disputed Dues - MSME	**–**	**–**	**–**	**–**	**–**
Disputed Dues - Others	**–**	**–**	**–**	**–**	**–**
Total	**56.44**	–	**–**	**–**	**56.44**

Particulars	As at 31st March, 2025 Outstanding for following period from due date of payment				
	Less Than 1 Yr	1-2 Yrs	2-3 Yrs	More than 3 Yrs	Total
MSME	–	–	–	–	–
Others	35.24	0.37	1.76	0.15	37.52
Disputed Dues - MSME	–	–	–	–	–
Disputed Dues - Others	–	–	–	–	–
Total	35.24	0.37	1.76	0.15	37.52

20 Other Current Financial Liabilities

Figures in INR Lakhs

Particulars	31st March 2026	31st March 2025
a) Security Deposits	**–**	2.50
b) Salary Payable	**–**	10.48
c) Other Liabilites*	**53.06**	50.76
Total	**53.06**	63.74

*Other liabilities include expenses payable, reimbursement to employees and contractors payable

21 Current Provisions

Figures in INR Lakhs

Particulars	31st March 2026	31st March 2025
Provision for employee benefits - Gratuity..	**8.56**	4.53
Total	**8.56**	4.53

22 Other Current Liabilities

Figures in INR Lakhs

Particulars	31st March 2026	31st March 2025
a) Contract Liability	**239.74**	185.17
b) Other Advances	**10.90**	18.24
c) Statutory dues payable		
- GST & VAT Payable	**31.71**	71
- TCS Payable	**–**	–
- TDS Payable	**11.23**	12.02
- PF Payable	**3.79**	2.80
- Profession Tax Payable	**–**	0.14
- ESIC payable	**0.12**	0.14
Total	**297.50**	289.64

23 Revenue from Operations

Figures in INR Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
From contract with customers for goods and services		
Sale of products	**356.40**	776.44
Sale of Services	**1,623.89**	1,531.11
Total	**1,980.29**	2,307.55

Reconciliation between contract price and revenue from contracts with customer

Contract Price	**1,980.29**	2,307.55
Less: Discounts	**–**	–
Revenue from contracts with customers	**1,980.29**	2,307.55

24 Other Income

Figures in INR Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest income from financial assets		
– on bank deposits	**14.99**	1.45
– on security deposits	**0.93**	1.22
– on others	**2.96**	–
Foreign Exchange Gain	**–**	2.18
Sundry Balance Written Back	**1.06**	–
Income from Mutual funds	**5.72**	
Other Receipts	**21.16**	16.35
Total	**46.83**	21.20

25 Consumption of Direct Material

Figures in INR Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Raw Material & Direct Expense	**217.34**	309.62
Total	**217.34**	309.62

26 Changes in Inventories

Figures in INR Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Opening Inventory	**22.34**	14.27
Less: Closing Inventory	**25.80**	22.34
Net (increase)/ decrease in inventories	**(3.47)**	(8.07)

27 Employee Benefit Expenses

Figures in INR Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Salaries, wages and bonus	**912.50**	831.08
Director's Remuneration	**99.92**	97.22
Less: Capitalised under Capital WIP	**–**	–
	1,012.41	928.30
Salary to Interns	**–**	–
Staff welfare expense	**15.21**	15.47
Gratuity (Refer Note 32)	**19.15**	5.29
Employer Contribution-PF, ESIC	**23.02**	19.93
Total	**1,069.79**	968.99

28 Finance Cost

Figures in INR Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Finance Charges	**0.02**	–
Lease Interest	**3.81**	1.77
Total	**3.82**	1.77

29 Other Expenses

Figures in INR Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Audit Fees (Refer Note 32)	**4.10**	4.35
Professional Fees	**18.36**	57.99
Sales and after sales support services	**–**	(3.00)
M to M Subscription Charges	**234.01**	183.50
Platform Hosting Charges	**167.55**	230.18
Software Subscription Charges	**93.10**	59.58
Marketing Expenses	**13.60**	4.82
Travelling and conveyance	**17.92**	11.73
Call centre Support services	**–**	0.54
Hire charges	**–**	(0.21)
Rent Expenses	**0.10**	12.28
Recruitment Expenses	**7.00**	2.84
Telephone & Internet expenses	**3.10**	6.64
Bad Debts	**(4.32)**	–
Legal, Design and Consultancy	**0.51**	1.41
Store Set-up Expenses	**–**	–
Electricity expenses	**5.20**	2.06
General Office Expenses	**22.62**	3.54
Repairs and maintenance	**2.48**	2.46
Printing & Stationery	**2.34**	1.66
Courier Charges	**0.28**	0.28
Interest & Late fees	**0.10**	9.64
Rates and Taxes	**0.07**	2.76
Bank Charges	**0.46**	0.36
Foreign Exchange Loss	**1.73**	–
Prior period expenses	**–**	18.15
Miscellaneous expenses	**0.16**	6.09
Total	**590.47**	619.62

30 Earnings per Share

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
i) Net profit after tax as per statement of profit and loss attributable to equity shareholders	**117.08**	412.03
ii) Weighted average number of equity shares used as denominator for calculating basic ESPS	**20,010**	20,010
iii) Weighted average potential equity shares on account of compulsory convirtible Preference Shares	**13,507**	13,507
iv) Total weighted average number of equity shares used as denominator for calculating diluted EPS	**33,517**	33,517
v) Net profit after tax for diluted EPS	**117.08**	412.03
vi) Basic earnings per share (Rs.)	**585.08**	2,059.11
vii) Diluted earnings per share (Rs.)	**349.30**	1,229.31
viii) Face value per equity share (Rs.)	**10**	10

31 Foreign Exchange Expenditure

Figures in INR Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Software expenses	**5.67**	26.54
Platform Hosting Charges	**28.24**	8.73
Hardware purchased	**–**	–
Marketing Expenses	**1.31**	1.51
M2M subscription	**15.30**	15.31
	50.51	52.09

32 Related Party Disclosures

As per Ind AS 24, the disclosures of transactions with the related parties are given below:

(A) List of related parties where control exists and also related parties with whom transactions have taken place and relationships:

	Name of the Related Party	Nature of Relationship
1	Mahindra & Mahindra ltd	Holding Company
2	Key Managerial Person	
	Rohan Vadgaonkar	Director
	Pushkar Limaye	Director
	Prathamesh Joshi	KMP

	Name of the Related Party	Nature of Relationship
3	**Close member of KMP and entities controlled/jointly controlled by Holding Company**	
	Juhi Kulkarni	Relative of Director
	Mahindra and Mahindra Financial Services Limited	Subsidiary of Holding Company
	Mahindra Integrated Business Solutions Private Limited	Subsidiary of Holding Company
	Mahindra & Mahindra South Africa (propietary) Limited	Subsidiary of Holding Company
	Mahindra Summit Agriscience Limited	Subsidiary of Holding Company

(B) Details of related party transactions during the period ended 31 March, 2026 and 31 March, 2025

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Remnuneration to Directors		
Pushkar Limaye	**99.92**	97.22
Key Managerial Personnel		
Juhi Kulkarni (Relative of Director)	**68.57**	58.30
Prathamesh Joshi	**62.75**	52.58
Transactions during the period		
Sales / service		
Mahindra & Mahindra Ltd (Holding Company)- Sales of Goods and service	**1,418.99**	1,918.47
Mahindra Integrated Business Solutions Private Limited (Fellow Subsidiary)- Service availed	**9.75**	18.75
Mahindra Summit Agri science Limited (Fellow Subsidiary) Sales of Goods and service	**–**	0.15
Mahindra & Mahindra South Africa (propietary) Limited	**12.49**	1.46
Total	**1,672.47**	2,146.93

33 Auditors' Remuneration

Figures in INR Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Audit fees	**4.10**	4.10
Tax audit	**–**	0.25
Total	**4.10**	4.35

34 Details of Post Employment Benefit Plans

Gratuity

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. The amount of gratuity on retirement/termination is payable to the employees on his last drawn basic salary per month computed proportionately for 15 days salary multiplied for the number of years of service. The gratuity plan is a funded plan and the Company makes contributions to recognised funds in India.

Details of defined benefit plans as per actuarial valuation is given below:

Figures in INR Lakhs

Particulars	31st March 2026	31st March 2025
Gratuity:		
i. Amount recognized in profit and loss		
Current Service Cost	**10.68**	12.20
Past Service Cost	**4.98**	–
loss/(gain) on curtailments and settlement	**–**	–
Net interest cost	**3.49**	3.33
Total included in 'Employee Benefit Expenses/(Income)	**19.15**	15.53
ii. Amount recognized in other comprehensive income		
Remeasurement (gains)/losses:		
a) Actuarial (gains)/losses arising from changes in -		
– financial assumption	**(2.19)**	1.16
– demographic assumptions		
– experience adjustments	**(4.06)**	(11.39)
b) Return on plan assets, excluding amount included in net interest expense/ (income)	**–**	–
Amounts recognized in Other Comprehensive (Income)/Expense	**(6.25)**	(10.23)
iii. Changes in defined benefit plans		
Opening Defined Benefit Obligation	**52.54**	47.94
Transfer in/(out) obligation	**–**	–
Current service cost	**10.68**	12.20
Interest cost	**3.49**	3.33
Actuarial (gains)/losses arising from changes in -		
– financial assumption	**(2.19)**	1.16
– demographic assumptions		
– experience adjustments	**(4.06)**	(11.39)
Past Service Cost	**4.98**	
Loss/(gain) on curtailments		
Benefits paid	**–**	(0.69)
Closing Defined Benefit Obligation	**65.45**	52.54
iv. Changes in plan assets during the year		
Opening value of plan assets	**–**	–
Transfer in/(out) plan assets	**–**	–
Expenses deducted from assets	**–**	–
Interest Income	**–**	–
Return on plan assets excluding amounts included in interest income	**–**	–
Contribution by Employer	**–**	–
Contribution by Employee	**–**	–
Benefits Paid	**–**	–
Closing fair value of plan assets	**–**	–
v. Net defined benefit obligation		
Present Value of Plan Liabilities*	**65.45**	52.54
Fair Value of Plan Assets	**–**	–
Deficit / (Surplus) of funded plans	**65.45**	52.54
Classification:		
Current Liability	**8.56**	4.53
Non Current Liability	**56.89**	48.01
Total	**65.45**	52.54

Actuarial Assumptions and Sensitivity

Figures in INR Lakhs

Particulars	31st March 2026	31st March 2025
Discount Rate	7.35% p.a	6.95% p.a
Salary Growth Rate	7.00% p.a	7.00% p.a
Withdrawal Rates	Age 25 & Below : 10 % p.a 25 to 35 : 8 % p.a. 35 to 45 : 6 % p.a. 45 to 55 : 4 % p.a. 55 & above : 2 % p.a.	Age 25 & Below : 10 % p.a 25 to 35 : 8 % p.a. 35 to 45 : 6 % p.a. 45 to 55 : 4 % p.a. 55 & above : 2 % p.a.

Figures in INR Lakhs

Quantitative sensitivity analysis for impact of significant assumptions on defined benefit obligation are as below:	31st March 2026	31st March 2025
Increase by 0.5% in Discount Rate	**62.87**	50.28
Decrease by 0.5% in Discount Rate	**68.25**	55.01
Increase by 0.5% in Salary Growth Rate	**66.44**	53.47
Decrease by 0.5% in Salary Growth Rate	**64.40**	51.75
Increase by 10% in Withdrawal Rates	**67.48**	54.00
Decrease by 10% in Withdrawal Rates	**63.22**	50.92

Sensitivity analysis is performed by varying a single parameter while keeping all the other parameters unchanged. Sensitivity analysis fails to focus on the interrelationship between underlying parameters. Hence, the results may vary if two or more variables are changed simultaneously. The method used does not indicate anything about the likelihood of change in any parameter and the extent of the change if any

Effect of the plan on the entity's future cash flows

The Company do not have any funding arrangement. They settle the Gratuity on Pay-N-Go basis.

The Gratuity Benefits Scheme is managed on unfunded basis so Expected Contribution is shown as Nil.

35 Capital Management

The Company's capital management strategy is to effectively determine, raise and deploy capital so as to create value for its shareholders. The same is done through a mix of either equity and/or preference and/or convertible and/or combination of short term/long term debt as may be appropriate.

The Company determines the amount of capital required on the basis of its product, capital expenditure, operations and strategic investment plans. The same is funded through a combination of capital sources be it either equity and/or preference and/or convertible and/or combination of short term/long term debt as may be appropriate. No change were made in the objective, policies or process during the financial year ended 31st March 2026 and 31st March 2025.

The capital structure is monitored on the basis of net debt to equity and maturity profile of overall debt portfolio of the Company. The company does not have gearing as it does not have any borrowings for the reporting period.

Net Debt and Equity is given in the table below :

Figures in INR Lakhs

Particular	31st March 2026	31st March 2025
Loans and borrowings	**–**	–
Less : cash and bank balances	**340.93**	298.56
Net Debts.....	**–**	–
Total Equity (Equity Share Capital plus Other Equity)	**599.67**	478.23
Capital gearing ratio	**–**	–

36 Financial Risk Management

Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company is exposed to market risk, credit risk and liquidity risk. The Board of Directors of the Company oversees the management of these risks. The focus of Risk Management is to assess risks, monitor, evaluate and deploy mitigation measures to manage these risks within risk appetite.

36.1 Market Risk

Market risk is the risk that the fair value of future cash flows of financial instruments will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial Instrument affected by market risk includes loans and borrowings, deposits and derivative financial instruments.

i) Foreign Currency Risk

The Company is not exposed to foreign exchange risk through its sales and services or purchases from overseas suppliers in any foreign currency.

ii) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Company's fixed rate long term borrowings carry fixed interest rate throughout the tenor of the borrowings. Hence the company is not exposed to interest rate risk.

36.2 Credit Risk

Credit risk refers to the risk of default of obligations by the counterparty resulting in a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables). To manage this, the Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends, and analysis of historical bad debts and ageing of accounts receivable. Individual risk limits are set accordingly.

The company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk the company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forwarding-looking information such as :

(i) Actual or expected significant adverse changes in business,

(ii) Actual or expected significant changes in the operating results of the counterparty,

(iii) Financial or economic conditions that are expected to cause a significant change to the counterparty's ability to meet its obligations,

(iv) Significant increases in credit risk on other financial instruments of the same borrower

(v) Significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements

36.3 Liquidity Risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times, maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company relies operating cash flows and short term borrowings in the form of buyers credit to meet its needs for funds. The Company has access to a sufficient variety of sources of funding as per requirement. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The table below provides undiscounted cash flows towards financial liabilities into relevant maturity based on the remaining period at the balance sheet to the contractual maturity date.

A For the year ended 31st March 2026

Figures in INR Lakhs

Particular	Less than 1 Year	More than 1 Year	Carrying Value
Borrowings (including current maturities)	–	–	–
Other Financial Liabilities	53.06	–	53.06
Trade Payables	56.44	–	56.44

B For the year ended on 31st March 2025

Figures in INR Lakhs

Particular	Less than 1 Year	More than 1 Year	Carrying Value
Borrowings (including current maturities)	–	–	–
Other Financial Liabilities	63.74	–	63.74
Trade Payables	35.24	2.28	37.52

36.4 Offsetting of balances: The Company has not offset financial assets and financial liabilities

37 Financial Instruments

A) The financial instruments are categorised into three levels based on the inputs used to arrive at fair value measurements as described below:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: Inputs other than the quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and

Level 3: Inputs based on unobservable market data.

Figures in INR Lakhs

Particulars	As at 31st March 2026				As at 31st March 2025			
		Level of input used in				Level of input used in		
	Carrying Amount	Level 1	Level 2	Level 3	Carrying Amount	Level 1	Level 2	Level 3
Financial Assets								
At Amotised Cost								
Investments	**215.72**	**–**	**–**	**215.72**	–	–	–	–
Trade Receivables	**197.57**	**–**	**–**	**197.57**	404.73	–	–	404.73
Cash & Cash Equivalents	**30.93**	**–**	**–**	**30.93**	38.53	–	–	38.53
Other Bank Balance	**310.00**	**–**	**–**	**310.00**	260.03	–	–	260.03
Other Financial Assets	**21.15**	**–**	**–**	**21.15**	5.15	–	–	5.15
Total	**775.37**	**–**	**–**	**775.37**	708.43	–	–	708.43
Financial Liability								
At Amotised Cost								
Borrowings	**–**	**–**	**–**	**–**	–	–	–	–
Lease liabilities	**23.53**	**–**	**–**	**23.53**	7.64	–	–	7.64
Trade Payables	**56.44**	**–**	**–**	**56.44**	37.52	–	–	37.52
Other Financial Liabilities	**53.06**	**–**	**–**	**53.06**	63.74	–	–	63.74
Total	**133.02**	**-**	**-**	**133.02**	108.89	-	-	108.89

B. Measurement of fair value

The Company maintains procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The following methods and assumptions were used to estimate the fair values:

1. Fair value of trade receivable, cash and cash equivalents, other bank balances, trade payables, deposits and other financial assets and liabilities are approximate at their carrying amounts largely due to the short-term maturities of these instruments.
2. The fair values of fixed deposit is approximate at its carrying amount due to interest bearing feature of the instrument.
3. The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

38 Segment Information

The Company operates in 2 operating segment i.e. Product and Services. The accounting policies adopted for segment reporting are in conformity with the accounting policies adopted for the Company. Further, inter-segment revenue is accounted for based on the transaction price agreed between segments which is primarily market based. Revenue and expenses are identified to segments on the basis of their relationship to the operating activities of the segment.

	31st March 2026	31st March 2025
Revenue from Sale of Product	**356**	776
Revenue from Sale of Services	**1,624**	1,531
Total	**1,980**	2,308

39 Ratio

Ratio	Numerator	Denominator	2025-26 Ratio	2024-25 Ratio	% Variance	Reason for Variance
(a) Current Ratio	Current Assets	Current Liabilities	2.47	2.27	9%	Variation due to increase in mutual fund investment and bank balances and decrease in current liabilities in current year as compare to previous year
(b) Debt–Equity Ratio	Debt (Total Borrowings)	Total Equity	–	–	NA	NA

Ratio	Numerator	Denominator	2025-26 Ratio	2024-25 Ratio	% Variance	Reason for Variance
(c) Debt Service Coverage Ratio	Profit for the period/year + Finance cost + Depreciation	Interest on Borrowings	–	–	NA	NA
(d) Return on Equity Ratio	Profit for the period/year	Average Total Equity	0.22	1.53	-86%	Due to decrease in product sales in current year and respective margins decreased.
(e) Inventory turnover ratio	Revenue from operations	Average Inventory	82.27	126.08	-35%	Decrease in inventory turnover ratio, due to decrease in inventory in this year and also decrease in sales
(f) Trade Receivables turnover ratio	Revenue from operations	Average Trade Receivable	6.58	10.53	-38%	Increase in trade receivable ratio, due to increase in trade receivable from last year
(g) Trade payables turnover ratio	Total purchases	Average Trade Payable	4.63	9.82	-53%	Due to decrease in average trade payables in current year
(h) Net capital turnover ratio	Revenue from operations	Average Working Capital = Current Assets - Current Liabilities	3.07	4.51	-32%	Due to decrease in trade receivable in current assets
(i) Net profit ratio	Profit for the period/year	Revenue from operations	0.06	0.18	-67%	Profit reduced due to decrease in Product sales during the year
(j) Return on Capital employed	Profit Before Tax + Finance cost	Equity + Debt (Borrowings) - Cash and Cash Equivalents	42.88%	232.08%	-82%	Due to reduction of profit compared to last year
(k) Return on investment	Profit Before Tax + Finance cost	Total assets	9.57%	42.95%	-78%	Due to decrease in product sales in current year

40 Previous year's figures are regrouped or rearranged wherever necessary to make them comparable with current year's presentation.

41 Other Statutory Information

DISCLOSURE OF TRANSACTIONS WITH STRUCK OFF COMPANIES

The Company did not have any material transactions with companies struck off under Section 248 of the Companies Act, 2013 or Section 560 of Companies Act, 1956 during the financial year.

No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III:

(a) Crypto Currency or Virtual Currency
(b) Benami Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder
(c) Registration of charges or satisfaction with Registrar of Companies
(d) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
    i. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
    ii. provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries
(e) The Company have not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:
    a. directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
    b. provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries,
(f) The Company have not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

The accompanying notes 1 to 41 are an integral part of the financial statements

For Nayak & Rane
Chartered Accountants
Firm Registration No. 117249W

Suraj P Nayak
Partner
Membership No. 049645

For and on behalf of the Board of Directors

Pushkar Limaye
Director
DIN 07270209

Anusha Kothandaraman
Director
DIN 8679344

Place: Mumbai
Date : 13th April, 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF M.I.T.R.A. AGRO EQUIPMENTS PRIVATE LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the accompanying Financial Statements of M.I.T.R.A. Agro Equipments Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026 the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has an adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure 8. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) The Company has not paid/provided any remuneration to managerial personnel as defined in the Act. Accordingly, the provisions of Section 197 of the Act related to the managerial remuneration are not applicable to the Company.
   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      (i) The Company does not have any pending litigations which will impact its financial positions;

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

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

(v) The Company has not declared/paid/declared and any dividend during the year.

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

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403RXTZQS1910

Place : Mumbai
Date : April 14, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on other legal and Regulatory Requirements' section of our report of even date]

i. (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(B) According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a regular programme for physical verification of its property, plant and equipment, under which such assets are verified by the management in a phased manner designed to cover all items once in every three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. In accordance with the aforesaid programme, the Company has carried out physical verification of its property, plant and equipment during the current financial year 2025-26.

(c) According to the information and explanations given to us and based on the examination of the records of the Company, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

(d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the inventory comprising of raw materials, work-in-progress, finished goods, stores and spares and stock-in-trade has been physically verified at reasonable intervals by the management during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such verification between the physical inventory and the book records.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of undisputed statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods

and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any term loans during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us, the Company has not raised any funds on a short-term basis during the year. Accordingly, the reporting under clause 3(ix)(d) of the Order is not applicable to the Company.

(e) The Company does not have any subsidiaries, joint ventures or associates. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xiXb) of the order is not applicable to the Company.

(c) As represented to us by the management, no whistleblower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC} as defined in the regulations

made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanation given to us and the audit procedures performed by us, we report that the group has five core investment companies.

17. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403RXTZQS1910

Place : Mumbai
Date : April 14, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of M.I.T.R.A. Agro Equipments Private Limited ("the Company") as of March 31 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403RXTZQS1910

Place : Mumbai
Date: April 14, 2026

BALANCE SHEET AS AT 31ST MARCH, 2026

Rs. In thousands

		Note	As at 31st March 2026	As at 31st March 2025
I	**ASSETS**			
	NON-CURRENT ASSETS			
	(a) Property, Plant and Equipment	2	**57,733**	67,645
	(b) Capital Work-in-Progress	3	**42**	1,861
	(c) Other Intangible Assets	3	**22,241**	31,279
	(d) Intangible Assets Under Development	3	**4,407**	2,782
	(e) Income Tax Assets	4	**50,688**	10,187
	(f) Defered Tax Assets (Net)	14	**4,663**	–
	(g) Financial Assets			
	Other Financial Assets	5	**1,48,572**	97,394
	(h) Other Non Current Assets	4	**737**	1,322
			2,89,083	2,12,471
	CURRENT ASSETS			
	(a) Inventories	6	**2,41,050**	1,39,722
	(b) Financial Assets			
	(i) Trade Receivables	7	**42,187**	74,393
	(ii) Cash and Cash Equivalents	8	**25,668**	25,099
	(iii) Other Financial Assets	5	**1,43,593**	35,426
	(c) Other Current Assets	4	**80,212**	34,468
			5,32,711	3,09,108
	TOTAL ASSETS		**8,21,794**	5,21,579
II	**EQUITY AND LIABILITIES**			
	EQUITY			
	(a) Equity Share Capital	9	**2,631**	2,631
	(b) Other Equity		**5,08,619**	3,52,010
			5,11,250	3,54,641
	LIABILITIES			
	NON-CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Lease Liabilities	14	**1,324**	9,070
	(b) Provisions	12	**15,200**	9,840
	(c) Deferred Tax Liabilities (Net)		**–**	2,216
			16,524	21,126
	CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Lease Liabilities	14	**7,746**	6,595
	(ii) Trade Payables			
	– Total outstanding dues of micro and small enterprises (for details refer note no - 33)	11	**48,493**	5,767
	– Total outstanding dues of creditors other than micro and small enterprises (including acceptances)	11	**52,774**	82,146
	(iii) Other Financial Liabilities	13	**11,295**	1,539
	(b) Other Current Liabilities	14	**1,23,195**	35,953
	(c) Provisions	12	**50,515**	13,812
			2,94,019	1,45,812
	TOTAL EQUITY AND LIABILITIES		**8,21,794**	5,21,579
	Summary of material accounting policies	1		

The accompanying notes form an integral part of the financial statements.

As per our report of even date
For B K Khare and Co.
Chartered Accountants
Firm Registration Number : 105102W

For and on behalf of the Board of Directors of
M.I.T.R.A. Agro Equipments Private Limited

Chaitanya Vinay Joshi
Partner
Membership Number: 131403

Ami Goda
Director
DIN: 09136149

Kothandaraman Anusha
Director
DIN: 08679344

Place : Mumbai
Date : 14th April, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

Rs. In thousands

Particulars	Note	As at 31st March 2026	As at 31st March 2025
INCOME			
Revenue from operations	15	**11,00,252**	6,34,665
Other income	16	**14,430**	7,377
Total Income		**11,14,681**	6,42,042
EXPENSES			
Cost of materials consumed	17	**6,05,671**	3,62,499
Changes in inventories of finished goods, stock-in-trade and work-in-progress	18	**(11,241)**	(4,721)
Employee benefits expense	19	**1,93,801**	1,38,129
Finance costs	20	**1,736**	1,166
Depreciation, amortisation & impairment expense	21	**27,112**	32,773
Other expenses	22	**94,130**	80,076
		9,11,208	6,09,922
Less : Cost of manufactured products capitalised			
Total expenses		**9,11,208**	6,09,922
Profit/(Loss) before exceptional items and tax		**2,03,473**	32,121
Exceptional Items [Refer note 26]		**(719)**	–
Profit/(Loss) before tax		**2,04,192**	32,121
Tax expense			
Current tax	23	**52,199**	7,048
Deferred tax	23	**(6,880)**	2,216
Income tax paid to previous year		**1,523**	1,423
Profit/(Loss) for the year		**1,57,349**	21,433
Other comprehensive income			
Items that will not be reclassified to profit or loss Acturial loss on defined benefit plans		**(740)**	(509)
Total other comprehensive income/ (loss)		**(740)**	(509)
Total comprehensive income/ (loss) for the year		**1,56,609**	20,925
Earnings per equity share : (Face Value Rs 10/- per share) (Rupees)			
Basic (Rs. In Amounts)		**598.00**	81.46
Diluted (Rs. In Amounts)		**598.00**	81.46
Summary of material Accounting Policies	1		

The accompanying notes form an integral part of the financial statements.

As per our attached report of even date
For B K Khare and Co.
Chartered Accountants
Firm Registration Number : 105102W

For and on behalf of the Board of Directors of
M.I.T.R.A. Agro Equipments Private Limited

Chaitanya Vinay Joshi
Partner
Membership Number: 131403

Ami Goda
Director
DIN: 09136149

Kothandaraman Anusha
Director
DIN: 08679344

Place : Mumbai
Date : 14th April, 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2026

Rs. In thousands

	Particulars	As at 31st March 2026	As at 31st March 2025
A	**CASH FLOW FROM OPERATING ACTIVITIES :**		
	Profit/(Loss) before exceptional items and tax	**2,03,473**	32,121
	Adjustments for :		
	Depreciation and Amortisation expenses	**27,112**	32,773
	(Gain)/Loss on foreign exchange fluctuations (Net)	**1,221**	28
	Investment and Interest income	**(14,187)**	(4,341)
	Other Income	**(242)**	(3,036)
	Finance costs	**1,736**	1,166
	Provision for Gratuity	**3,871**	2,700
	Operating Profit before Working Capital changes	**2,22,984**	61,411
	Changes in :		
	Trade and other receivables	**32,206**	(2,414)
	Inventories	**(1,01,328)**	(4,521)
	Trade and other payables	**818**	50,969
	Others Current Assets	**(86,366)**	(34,503)
	Others Current liabilities	**1,40,560**	22,012
		(14,109)	31,543
	Cash generated from operations	**2,08,874**	92,954
	Income Taxes paid (Net of refunds)	**47,798**	8,680
	NET CASH FROM OPERATING ACTIVITIES	**1,61,076**	84,274
B	**CASH FLOW FROM INVESTING ACTIVITIES :**		
	Payment to acquire property, plant and equipment and other intangible assets	**(9,306)**	(27,628)
	Proceeds from sale of property, plant and equipment and other intangible assets	**1,495**	4,055
	Proceeds from sale of investments	**(1,58,639)**	(83,077)
	Gain/(loss) on sale of fixed asset	**87**	1,805
	Interest/Dividend received	**14,187**	4,341
	NET CASH USED IN INVESTING ACTIVITIES	**(1,52,176)**	(1,00,505)
C	**CASH FLOW FROM FINANCING ACTIVITIES :**		
	Repayments of borrowings	**–**	–
	Repayments of Lease Liability	**(6,595)**	2,354
	Interest, Commitment and Finance Charges paid	**(1,736)**	(1,166)
	NET CASH USED IN FINANCING ACTIVITIES	**(8,331)**	1,187
	NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS	**570**	(15,044)
	CASH AND CASH EQUIVALENTS:		
	Cash and cash equivalents at the beginning of the year	**25,099**	40,142
	Addition/(deletion) on account of transfer of business		
	Unrealised Gain/(Loss) on foreign currency Cash and Cash Equivalents		
	Cash and cash equivalents at the end of the year (refer note 8)	**25,668**	25,099

Note: The above Statement of Cash Flows has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'.

As per our attached report of even date
For B K Khare and Co.
Chartered Accountants
Firm Registration Number : 105102W

For and on behalf of the Board of Directors of
M.I.T.R.A. Agro Equipments Private Limited

Chaitanya Vinay Joshi
Partner
Membership Number: 131403

Ami Goda
Director
DIN: 09136149

Kothandaraman Anusha
Director
DIN: 08679344

Place : Mumbai
Date : 14th April, 2026

STATEMENT OF CHANGES IN EQUITY (SOCE) FOR THE YEAR ENDED 31ST MARCH, 2026

A) Equity Share Capital

Current reporting period

Rs. In thousands

Balance at the beginning of the current reporting period	Changes in equity share capital during the current year (Additions)	Balance at the end of the current reporting period	Restated balance at the beginning of the current reporting period
2,631	**–**	**2,631**	

Previous reporting period

Balance at the beginning of the previous reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period	Restated balance at the beginning of the current reporting period
2,631	–	2,631	

Current reporting period

Rs. In thousands

	Reserves and Surplus				
	Securities Premium	**Employee Stock Options Outstanding**	**Retained Earnings**	**Other Comprehensive Income**	**Total**
Balance at the beginning of the current reporting period	**3,44,958**	**0**	**6,352**	**700**	**3,52,010**
Changes in accounting policy or prior period errors	**–**	**–**	**–**	**–**	**–**
Restated balance at the beginning of the current reporting period	**–**	**–**	**–**	**–**	**–**
Exercise of Employee stock option	**–**	**–**	**–**	**–**	**–**
Option granted during the period	**–**	**–**	**–**	**–**	**–**
Total Comprehensive Income for the current year	**–**	**–**	**–**	**–**	**–**
Dividends	**–**	**–**	**–**	**–**	**–**
Transfer to retained earnings	**–**	**–**	**1,57,349**	**(740)**	**1,56,609**
Any other change (to be specified)	**–**	**–**	**–**	**–**	**–**
Balance at the end of the current reporting period	**3,44,958**	**0**	**1,63,701**	**(40)**	**5,08,619**

Previous Reporting Period

Rs. In thousands

	Reserves and Surplus				
	Securities Premium	Employee Stock Options Outstanding	Retained Earnings	Other Comprehensive Income	Total
Balance at the beginning of the current reporting period	3,44,958	0	(15,082)	1,209	3,31,085
Changes in accounting policy or prior period errors	–	–	–	–	–
Restated balance at the beginning of the current reporting period	–	–	–	–	–
Exercise of Employee stock option	–	–	–	–	–
Option granted during the period	–	–	–	–	–
Total Comprehensive Income for the current year	–	–	–	–	–
Dividends	–	–	–	–	–
Transfer to retained earnings	–	–	21,433	(509)	20,925
Any other change (to be specified)	–	–	–	–	–
Balance at the end of the current reporting period	3,44,958	0	6,352	700	3,52,010

Description of the nature and purpose of Other Equity

i) **Securities Premium Account :** The Securities Premium is created on issue of shares at a premium.

ii) **Employee Stock Options Outstanding :** The Employee Stock Options Outstanding represents reserve in respect of equity share options granted to the Company's employees in pursuance of the Employee Stock Option Plan.

For B K Khare and Co.
Chartered Accountants
Firm Registration Number : 105102W

Chaitanya Vinay Joshi
Partner
Membership Number: 131403

Place : Mumbai
Date : 14th April, 2026

For and on behalf of the Board of Directors of
M.I.T.R.A. Agro Equipments Private Limited

Ami Goda
Director
DIN: 09136149

Kothandaraman Anusha
Director
DIN: 08679344

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

1 Material accounting policies

The financial statements have been prepared in accordance with Ind AS as notified under the Companies (Indian Accounting Standards) Rules, 2015.

(a) Basis of preparation, presentation and measurement

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

(b) Measurement of fair values

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. In addition, for the financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included with in Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

(c) Use of estimates & judgements

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates on assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

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

Key source of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of useful lives of property, plant and equipment, obligations relating to employee defined benefits etc. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognized in the periods in which the results are known/ materialize.

(d) Basis of measurement

The financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair values.

(e) Property Plant & Equipment

Property Plant & Equipment are stated at cost of acquisition or construction less accumulated depreciation and accumulated impairment, if any for use.

Depreciation is provided on straight line basis for property, plant and equipments so as to expense the depreciable amount, i.e. the cost less estimated residual value, over its estimated useful lives. The estimated useful lives and residual values are reviewed annually and the effect of any changes in estimate is accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the Statement of Profit and Loss.

The management's estimate of useful lives are in accordance with Schedule II to the Companies Act, 2013.

(f) Intangible Assets

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses, if any. Amortization is recognized on a straight-line basis over their estimated useful lives. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Software Expenditure:

The expenditure incurred is amortized over five financial years equally commencing from the year in which the expenditure is incurred.

Internally-generated intangible assets – Development expenditure:

Expenditure on research activities is recognized as an expense in the period in which it is incurred.

An internally-generated intangible asset arising from development (or from the development phase of an internal project) is recognized if, and only if, all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognized for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally generated intangible asset can be recognized, development expenditure is recognized in profit or loss in the period in which it is incurred.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortization and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

(g) Derecognition of Intangible Assets

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in profit or loss when the asset is derecognized.

Impairment

The carrying amounts of assets are reviewed at each balance sheet date to determine whether there is any indication of impairment based on internal/external factors. Impairment loss is provided to the extent the carrying amount of assets exceeds their recoverable amount. Recoverable amount is the higher of an asset's net selling price and its value in use. Value in use is the present value of estimated future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life. Net selling price is the amount obtainable from the sale of an asset in an arm's length transaction between knowledgeable, willing parties, less the cost of disposal.

(h) Inventories

Inventories comprise all costs of purchase, conversion and other costs incurred in bringing the inventories to their present location and condition.

Raw Material and bought out components are valued at the lower of cost and net realizable value after providing for obsolescence and

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

other losses, where considered necessary. In determining the cost of purchased materials, First-in-first-out is used.

Cost of manufactured finished goods and work-in-progress are valued on absorption costing basis and includes appropriate proportion of overheads.

Obsolete and slow moving items are valued at cost or estimated net realisable value, whichever is lower.

(i) Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition).

(j) Investments

Investments, which are readily realizable and intended to be held for not more than one year from the date on which such investments are made are classified as current investments. All other investments are classified as non-current investments.

(k) Financial Instruments

Financial assets and financial liabilities are recognized when a Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

(l) Financial Assets

All regular way purchases or sales of financial assets are recognized and derecognized on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place. All recognized financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

Financial assets at Fair value through profit or loss are measured at fair value at the end of each reporting period, with any gains or losses arising on re measurement recognized in profit or loss, The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in Other Income.

(m) Financial liabilities and equity instruments

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

(n) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Revenue is reduced for rebates and other similar allowances.

Sale of goods

Revenue from the sale of goods is recognized when the goods are delivered and titles have passed, at which time all the following conditions are satisfied:

a) The Company has transferred to the buyer the significant risks and rewards of ownership of the goods;

b) The Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;

c) The amount of revenue can be measured reliably;

d) It is probable that the economic benefits associated with the transaction will flow to the company; and

e) The costs incurred or to be incurred in respect of the transaction can be measured reliably.

Rendering of services

Sale of services are recognised on rendering of such services.

(o) Interest income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding.

(p) GST

Goods & Service Tax payable on finished goods is accounted for upon transfer of goods to the customers. GST recovered is excluded from the sale of products and services. Purchases and Expenses are accounted net of GST when GST is recoverable.

(q) Custom Duty

Custom duty payable on imported goods is accounted for when the goods enter the Indian shores.

(r) Foreign exchange transactions

Transactions in foreign currencies (Other than company's functional currency) are recorded at the exchange rates prevailing on the date of transaction. Monetary items are translated at the year-end rates. The exchange difference between the rate prevailing on the date of transaction and on the date of settlement as also on translation of Monetary items at the end of the year, is recognized as income or expense, as the case maybe.

(s) Employee Benefits

Providend Fund, ESIC and Labour Welfare Fund

The Group's contribution paid / payable during the year to Superannuation Fund, ESIC and Labour Welfare Fund are recognised in profit or loss.

Other Benefits

The undiscounted amount of short-term employee benefit expected to be paid in exchange for the services rendered by employees is recognized during the period when the employee renders the service.

Gratuity

Company's liability towards gratuity are determined by independent actuaries, using the projected unit credit method.

Remeasurement gains/losses

Remeasurement of defined benefit plans, comprising of actuarial gains or losses, return on plan assets excluding interest income are recognised immediately in balance sheet with corresponding debit or credit to other comprehensive income. Remeasurements are not reclassified to profit or loss in subsequent period.

Employee Stock Option

The Company accounts for compensation expense under the Employee Stock Option Plan as per the Indian Accounting Standards and as permitted by the Guidance Note on "Accounting for Employee Share-based Payments" issued by The Institute of Chartered Accountants of India. The difference between the fair value and the exercise price of option as at the date of the grant is treated as compensation expenses and charged over the vesting period.

(t) Taxes on Income

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Financial statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Current and deferred tax for the year

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

(u) Warranty

Provision for warranty represents present value of management's best estimate of the future outflow of economic benefits that will be required in respect of sale of certain products, the estimated cost of which is accrued at the time of sale. Management estimates the related provision for future warranty claims based on historical warranty claim information and is adjusted regularly to reflect new information.

(v) Segment Reporting

The Company's business activity falls within a primary business segment namely manufacturing of different kinds of agricultural machines and related components.

(w) Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized when the company has a present obligation (legal or constructive) as a result of a past event, it is probable that the company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Contingent liabilities are not recognized but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in the financial statements.

(x) Leasing

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

The Company as lessee

Rental expense from operating leases is generally recognised on a straight-line basis over the term of the relevant lease. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue.

(y) Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

In case of any covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment. The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

2 Property, Plant and Equipment

Rs. In thousands

Particulars	Buildings	Plant and Equipment	Office Equipment	Computers	Furniture and Fixtures	Vehicles	Total
(I) Cost							
Balance as at 31st March, 2024	**320**	**42,157**	**3,048**	**8,149**	**5,794**	**6,757**	**66,225**
Additions during the year 2024-25	–	15,202	–	–	–	–	15,202
Disposal during the year 2024-25	–	2,600	–	–	–	1,231	3,831
Balance as at 31st March, 2025	**320**	**54,759**	**3,048**	**8,149**	**5,794**	**5,527**	**77,597**
Additions during the year 2025-26	–	2,648	225	961	265	–	4,098
Disposal during the year 2025-26	–	1,398	–	–	186	–	1,584
Balance as at 31st March, 2026	**320**	**56,008**	**3,273**	**9,110**	**5,872**	**5,527**	**80,111**
(II) Accumulated Depreciation							
Balance as at 31st March, 2024	38	8,315	1,757	5,968	2,673	2,155	20,906
Depreciation for the year 2024-25	10	2,380	351	1,038	362	671	4,813
Depreciation on Deletion 2024-25	–	218	–	–	–	790	1,007
Balance as at 31st March, 2025	**48**	**10,477**	**2,108**	**7,007**	**3,035**	**2,037**	**24,712**
Depreciation for the year 2025-26	10	3,380	61	1,085	729	593	5,859
Depreciation on Deletion 2025-26	–	196	–	–	50	–	245
Balance as at 31st March, 2026	**58**	**13,662**	**2,169**	**8,092**	**3,714**	**2,630**	**30,325**
Net Carrying amount (I-II)							
Balance as at 31st March, 2025	272	44,281	940	1,143	2,759	3,490	52,885
Balance as at 31st March, 2026	**262**	**42,346**	**1,104**	**1,018**	**2,158**	**2,897**	**49,785**

2.1 Right-of-use Asset

Rs. In thousands

Particulars	Land & Building	Total
(I)Cost		
Balance as at 31st March, 2024	**–**	**–**
Additions during the year 2024-25	20,437	20,437
Disposal during the year 2024-25	–	–
Balance as at 31st March, 2025	**20,437**	**20,437**
Additions during the year 2025-26	–	–
Disposal during the year 2025-26	–	–
Balance as at 31st March, 2026	**20,437**	**20,437**
(II) Accumulated Depreciation		
Balance as at 31st March, 2024	**–**	**–**
Depreciation for the year 2024-25	5,677	5,677
Depreciation on Deletion 2024-25	–	–
Balance as at 31st March, 2025	**5,677**	**5,677**
Depreciation for the year 2025-26	6,812	6,812
Depreciation on Deletion 2025-26	–	–
Balance as at 31st March, 2026	**12,489**	**12,489**
Net Carrying amount (I-II)		–
Balance as at 31st March, 2025	14,760	14,760
Balance as at 31st March, 2026	**7,948**	**7,948**

3 Other Intangible Assets

Rs. In thousands

Particulars	Development Expenditure (Internally Generated)	Computer Software	Trade Mark	Total
(I) Cost				
Balance as at 31st March, 2024	**1,04,511**	**4,115**	**30**	**1,08,656**
Additions during the year 2024-25	5,747	–	–	5,747
Deductions during the year	44,065	–	–	44,065
Balance as at 31st March, 2025 (Cost)	**66,193**	**4,115**	**30**	**70,339**
Additions during the year 2025-26	2,009	1,232	–	3,241
Deductions during the year	4,824	–	–	4,824
Balance as at 31st March, 2026 (Cost)	**63,378**	**5,347**	**30**	**68,756**
(II) Accumulated amortisation				
Balance as at 31st March, 2024	**61,826**	**2,111**	**24**	**63,961**
Amortisation expense for the year 2024-25	13,864	623	–	14,487
Deductions during the year	39,388	–	–	39,388
Balance as at 31st March, 2025	**36,302**	**2,734**	**24**	**39,060**
Amortisation expense for the year 2025-26	10,748	39	–	10,787
Deductions during the year	3,332	–	–	3,332
Balance as at 31st March, 2026	**43,718**	**2,773**	**24**	**46,515**
Net Carrying amount (I-II)				–

Rs. In thousands

Particulars	Development Expenditure (Internally Generated)	Computer Software	Trade Mark	Total
Balance as at 31st March, 2025	29,891	1,382	6	31,279
Balance as at 31st March, 2026	**19,660**	**2,575**	**6**	**22,241**

Capital-Work-in Progress (CWIP) - CWIP aging schedule as at 31st March, 2026

Rs. In thousands

Sr. No.	CWIP	Amount in CWIP for a period of: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
1	CWIP – Tangible and Intangible	42	–	–	–	42

Capital-Work-in Progress (CWIP) - CWIP completion schedule as at 31st March, 2026

Rs. In thousands

Sr. No.	Project List	To be completed in: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
1	CWIP - Tangible	42	–	–	–	42

Capital-Work-in Progress (CWIP) - CWIP aging schedule as at 31st March, 2025

Rs. In thousands

Sr. No.	CWIP	Amount in CWIP for a period of: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
1	CWIP - Tangible and Intangible	1,861	–	–	–	1,861

Intangible under development ageing schedule as at 31st March, 2026

Rs. In thousands

Sr. No.	Intangible under development	Amount in IUD for a period of: Less than 1 year	1–2 years	2–3 years	More than 3 years	Total
1	Intangible under Development - Axle Development		73			73
2	Intangible under Development - BUTTERFLY BOOM SPRAYER 400		177			177
3	Intangible under Development - Bullet 3PL 600 DP75 712 SF		577			577
4	Intangible under Development - Conical Fertilizer Broadcaster		62			62
5	Intangible under Development - Tractor Operated Weed Cutter		526			526
6	Intangible under Development - 3 Speed Gearbox		63			63
7	Intangible under Development - Rotomaster 4.0 V2	903				903
8	Intangible under Development - Low Volume Sprayer	1,038				1,038

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Rs. In thousands

Sr. No.	Intangible under development	Amount in IUD for a period of Less than 1 year	1–2 years	2–3 years	More than 3 years	Total
9	Intangible under Development - Farmfit 2000	141				141
10	Intangible under Development - Blast V5 600	331				331
11	Intangible under Development - Cropmaster Reel+Boom 500 V2	161				161
12	Intangible under Development - Rotomaster 3.5 V2	119				119
13	Intangible under Development - Cropmaster 200 Reel + Wiper	100				100
14	Intangible under Development - Hydraulic Brake Axle	15				15
15	Intangible under Development - 4 Wheel Tractor Trailer 2T	120				120
	Total	**2,928**	**1,479**	**–**	**–**	**4,407**

Intangible under development ageing schedule as at 31st March, 2025

Rs. In thousands

Sr. No.	Intangible under development	Amount in IUD for a period of Less than 1 year	1–2 years	2–3 years	More than 3 years	Total
1	Sub - Intangible under Development - 3 Way Ball Valve		422			422
2	Tangible under Development - Suction Filter Development	–	353	–	–	353
3	Tangible under Development - Brass Nozzle Development	–	5	–	–	5
4	Tangible under Development - Axle Development	–	29	–	–	29
5	Intangible under Development - BUTTERFLY BOOM SPRAYER 600	–	30	–	–	30
6	Intangible under Development - Bullet 3PL 400 DP75 712 SF	–	226	–	–	226
7	Intangible under Development - BUTTERFLY BOOM SPRAYER 400	–	177	–	–	177
8	Intangible under Development - CROPMASTER 2000 REEL DP75 V2	87	–	–	–	87
9	Tangible under Development - 3 Way Ball Valve Development	136	–	–	–	136
10	Tangible under Development- MITRA PRV V2	72	–	–	–	72
11	Intangible under Development - Bullet 3PL 600 DP75 712 SF	224	–	–	–	224
12	Intangible under Development - Cropamster 400 Reel + Boom V2 Piston Pump	26	–	–	–	26

Rs. In thousands

Sr. No.	Intangible under development	Amount in IUD for a period of Less than 1 year	1–2 years	2–3 years	More than 3 years	Total
13	Intangible under Development - Cropamster 400 Reel + Boom V2 Diaphragm PUmp	26	–	–	–	26
14	Intangible under Development - CROPMASTER BOOM 600 - DP55 40F TN FC RT RC	25	–	–	–	25
15	Intangible under Development - BUTTERFLY BOOM SPRAYER 500	134	–	–	–	134
16	Intangible under Development - Airotec 600 Alpha	282	–	–	–	282
17	Intangible under Development - Conical Fertilizer Broadcaster	62	–	–	–	62
18	Tangible under Development-Brass Nozzle Development	30	–	–	–	30
19	Intangible under Development - Tractor Operated Weed Cutter	64	–	–	–	64
20	Tangible under Development-3 Speed Gearbox	48	–	–	–	48
21	Intangible under Development - Rotomaster 4.0 V2	265	–	–	–	265
	Total	**1,482**	**1,243**	**–**	**–**	**2,724**

4 Other Assets (Non Financial)

Rs. In thousands

Particulars	As at 31st March 2026 Current	Non-Current	As at 31st March 2025 Current	Non-Current
Balance with government authorities	**43,248**	**–**	3,172	–
Prepaid expenses	**2,294**	**737**	2,784	1,322
Advances given to Employees	**2,018**	**–**	3,635	–
Advance given to suppliers	**32,643**	**–**	24,827	–
Others Assets	**8**	**–**	51	–
Total Other Assets (Non Financial)	**80,212**	**737**	34,468	16,082

4.1 Income Tax Assets

Rs. In thousands

Particulars	As at 31st March 2026 Current	Non-Current	As at 31st March 2025 Current	Non-Current
Advance Tax	**–**	47,798	–	8,680
TDS Receivable	**–**	2,890	–	1,507
TCS Receivable	**–**	–	–	–
Income Tax Refund Receivable	**–**	–	–	–
Total Income Tax Assets	**–**	50,688	–	10,187

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

5 Other Financial Assets

Rs. In thousands

Particulars	As at 31st March 2026 Current	As at 31st March 2026 Non-Current	As at 31st March 2025 Current	As at 31st March 2025 Non-Current
Security Deposits*	**1,701**	**1,749**	1,330	2,858
Fixed Deposits with Bank #	**1,37,893**	**1,33,957**	31,343	92,868
Other Assets**	**–**	**12,865**	–	1,668
Advances given to Employees - Salary	**4,000**	**–**	2,753	–
Total Other Financial Assets	**1,43,593**	**1,48,572**	35,426	97,394

* It consist of Govt. Deposits of Rs.2087 Thousand and Security deposits given against Factory premises of Rs.1363 Thousand.

** Other Assets consist of Interest Accrued on Fixed Deposits

Includes Rs.3420 Thousands (Previous year Rs.3334 Thousands) issued against Bank Gurantees with different state government.

6 Inventories

Rs. In thousands

Particulars	As at 31st March 2026 Current	As at 31st March 2026 Non-Current	As at 31st March 2025 Current	As at 31st March 2025 Non-Current
Raw Materials	**2,20,058**	–	1,29,966	–
Work-in-Progress	**1,588**	–	6,337	–
Finished Products Produced	**19,388**	–	3,398	–
Stock-in-Trade	**16**	–	20	–
Stock in Transit	**–**	–	–	–
Total Inventories	**2,41,050**		1,39,722	–

Mode of valuation of inventories is : Lower of Cost or Net Realisable Value

7 Trade Receivables

Rs. In thousands

Particulars	As at 31st March 2026 Current	As at 31st March 2026 Non-Current	As at 31st March 2025 Current	As at 31st March 2025 Non-Current
Trade Receivables considered good – Secured				
Trade Receivables considered good – Unsecured	**42,187**	**–**	74,393	–
Trade Receivables which have significant increase in Credit Risk	**–**	**–**		–
Trade Receivables – credit impaired	**4,491**	**–**	3,220	–
Less: Allowance for Credit Impairment	**(4,491)**	**–**	(3,220)	–
Total Trade Receivables	**42,187**	**–**	74,393	–

7.1 Trade Receivables ageing schedule

Particulars	Outstanding for following periods from due date of payment as at 31st March, 2026: Less than 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
(i) Undisputed Trade receivables – considered good	**37,762**	**1,374**	**3,029**	**23**	**–**	**42,187**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**
(iii) Undisputed Trade Receivables – credit impaired	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed Trade Receivables– considered good	**–**	**–**	**–**	**–**	**–**	**–**
(v) Disputed Trade Receivables – which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**
(vi) Disputed Trade Receivables – credit impaired	**4,491**					**4,491**
Subtotal	**42,253**	**1,374**	**3,029**	**23**	**–**	**46,678**
Less: Allowance for Credit Impairment	**(4,491)**	**–**	**–**	**–**	**–**	**(4,491)**
Total	**37,762**	**1,374**	**3,029**	**23**	**–**	**42,187**

7.2 Trade Receivables ageing schedule

Particulars	Outstanding for following periods from due date of payment as at 31st March, 2025: Less than 6 Months	6 Months - 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
(i) Undisputed Trade receivables – considered good	73,268	853	273	-		74,393
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-
(iii) Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-
(iv) Disputed Trade Receivables– considered good	-	-	-	-	-	-
(v) Disputed Trade Receivables – which have significant	-	-	-	-	-	-
(vi) Disputed Trade Receivables – credit impaired	3,220	-	-	-	-	3,220
Subtotal	76,487	853	273	–	–	77,613
Less: Allowance for Credit Impairment	(3,220)	–	–	–	–	(3,220)
Total	**73,267**	**853**	**273**	**–**	**–**	**74,393**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

8 Cash and Bank Balances

Rs. In thousands

Particulars	As at 31st March 2026 Current	As at 31st March 2026 Non-Current	As at 31st March 2025 Current	As at 31st March 2025 Non-Current
Cash and cash equivalents				
Balances with banks				
— In Current Accounts	**14,668**	**–**	25,075	–
— Fixed deposits with original maturity less than 3 months	**11,000**	**–**	–	–
Cheques, drafts on hand				
Cash in hand	**–**	**–**	24	–
Total Cash and Cash Equivalents	**25,668**		25,099	

9 Equity Share Capital

Rs. In thousands

Particulars	As at 31st March 2026	As at 31st March 2025
Authorised:		
300,000 (P.Y.: 300,000) Equity Shares of Rs. 10/- each	**3,000**	3,000
	–	–
	3,000	3,000
Issued and Subscribed and Paid Up :		
263126 Equity Shares of Rs. 10/- each fully paid up.	**2,631**	2,631
Issued and Subscribed Share Capital	**2,631**	2,631

9.1 Reconciliation of number of Equity Shares and amount outstanding :

Rs. In thousands

Particulars	As at 31st March 2026 No. of Shares	As at 31st March 2026 Amount	As at 31st March 2025 No. of Shares	As at 31st March 2025 Amount
Equity Shares				
Issued and Subscribed :				
Balance as at the beginning of the year	**2,63,126**	**2,631**	2,63,126	2,631
ADD : Shares Issued During the Year	**–**	**–**	–	–
Balance as at the end of the year	**2,63,126**	**2,631**	2,63,126	2,631
Issued and Subscribed Share Capital	**2,63,126**	**2,631**	2,63,126	2,631

9.2 Details of Equity Shares held by shareholders of the Company :

Name of the Shareholder	As at 31st March 2026 No. of Shares	As at 31st March 2026 % Share-holding	As at 31st March 2025 No. of Shares	As at 31st March 2025 % Share-holding
Equity Shares				
MAHINDRA AND MAHINDRA LTD	**2,63,120**	**99.99%**	2,63,120	99.99%
MAHINDRA AND MAHINDRA LIMITED NARAYAN SHANKAR	**1**	**0.0004%**	1	0.0004%
MAHINDRA AND MAHINDRA LIMITED BRIJBALA MOHANLAL BATWAL	**1**	**0.0004%**	1	0.0004%
MAHINDRA AND MAHINDRA LIMITED FEROZE HOSHANG BARIA	**1**	**0.0004%**	1	0.0004%
MAHINDRA AND MAHINDRA LIMITED ANITA ANANT HALBE	**1**	**0.0004%**	1	0.0004%
MAHINDRA AND MAHINDRA LIMITED SUMEET MAHESHWARI	**1**	**0.0004%**	1	0.0004%
MAHINDRA AND MAHINDRA LIMITED JIGNESH ASHOK PARIKH	**1**	**0.0004%**	1	0.0004%

Name of the Shareholder	No. of Shares	% of Total shares	% of Changes during the year
MAHINDRA AND MAHINDRA LTD	2,63,120	99.99%	0.00%
MAHINDRA AND MAHINDRA LIMITEDNARAYAN SHANKAR	1	0.0004%	0.00%
MAHINDRA AND MAHINDRA LIMITEDBRIJBALA MOHANLAL BATWAL	1	0.0004%	0.00%
MAHINDRA AND MAHINDRA LIMITEDFEROZE HOSHANG BARIA	1	0.0004%	0.00%
MAHINDRA AND MAHINDRA LIMITEDANITA ANANT HALBE	1	0.0004%	0.00%
MAHINDRA AND MAHINDRA LIMITEDSUMEET MAHESHWARI	1	0.0004%	0.00%
MAHINDRA AND MAHINDRA LIMITEDJIGNESH ASHOK PARIKH	1	0.0004%	0.00%

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

9.3 Earnings Per Share

Rs. In thousands

Particulars	As at 31st March 2026	As at 31st March 2025
Profit / Loss Attributable to Equity Shareholders	**1,57,349**	21,433
Number of Equity Shares	**2,63,126**	2,63,126
Basic Earning Per Share	**598**	81
Potential Number of Equity Shares	**2,63,126**	2,63,126
Diluted Earning Per Share (FV Rs 10 per share)	**598**	81

11 Trade Payable

Rs. In thousands

	As at 31st March 2026		As at 31st March 2025	
Particulars	**Current**	**Non-Current**	Current	Non-Current
– Total outstanding dues of micro and small enterprises	**48,493**	**–**	5,767	–
– Total outstanding dues of creditors other than micro and small enterprises (including acceptances)	**52,774**	**–**	82,146	–
Total	**1,01,267**		87,913	–

11.1 Trade payables ageing schedule

Rs. In thousands

	Outstanding for following periods from due date of payment as at 31st March 2026				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME	**48,493**	**–**	**–**	**–**	**48,493**
(ii) Others	**51,518**	**1,013**	**109**	**134**	**52,774**
(iii) Disputed dues – MSME	**–**	**–**	**–**	**–**	**–**
(iv) Disputed dues - Others	**–**	**–**	**–**	**–**	**–**
Total	**1,00,011**	**1,013**	**109**	**134**	**1,01,267**

11.2 Trade payables ageing schedule

	Outstanding for following periods from due date of payment as at 31st March 2025				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME	5,767	–	–	–	5,767
(ii) Others	80,068	2,079	–	–	82,146
(iii) Disputed dues – MSME	–	–	–	–	–
(iv) Disputed dues - Others	–	–	–	–	–
Total	**85,834**	**2,079**	**–**	**–**	**87,913**

12 Provisions

Rs. In thousands

	As at 31st March 2026		As at 31st March 2025	
Particulars	**Current**	**Non-Current**	Current	Non-Current
Provision for Employee Benefits	**38,879**	**15,200**	7,548	9,840
Provision for Warranty	**11,133**	–	6,031	–
Provision for Expenses	**503**	**–**	233	–
Total Provisions	**50,515**	**15,200**	13,812	9,840

12.1 The movement in provision for warranties is as follows:

Particulars	FY 2025-26
Opening balance	6,031
Provision recognised during the year	12,421
Amount utilised during the year	7,319
Closing balance	**11,133**

13 Other Financial Liabilities

Rs. In thousands

	As at 31st March 2026		As at 31st March 2025	
Particulars	**Current**	**Non-Current**	Current	Non-Current
Other Payables:				
Employee related liabilities	**6,462**	–	1,352	–
Other Liabilities	**134**	–	187	–
Dealer Incentive	**4,700**	**–**	–	–
Total Other Financial Liabilities	**11,295**		1,539	–

14 Other Non Financial Liabilities

Rs. In thousands

	As at 31st March 2026		As at 31st March 2025	
Particulars	**Current**	**Non-Current**	Current	Non-Current
Payable for capital expenditure	**–**	**–**	–	–
Advance received from customers	**8,308**	**–**	3,669	–
Other Payables:				
Provision for Income Tax	**52,199**	**–**	7,048	–
Statutory dues	**5,331**	**–**	4,480	–
Other Non Financial Liabilities	**57,356**	**–**	20,755	–
Total Other Non Financial Liabilities	**1,23,195**		35,953	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

14.1 Lease Liabilities

Rs. In thousands

Particulars	As at 31st March 2026 Current	As at 31st March 2026 Non-Current	As at 31st March 2025 Current	As at 31st March 2025 Non-Current
Lease Liability to Landlord	**7,746**	**1,324**	6,595	9,070
	7,746	**1,324**	6,595	9,070

14.2 Deferred Tax (Net)

Rs. In thousands

Particulars	As at 31st March 2026 Non Current	As at 31st March 2025 Non Current
Deferred Tax Liabilities	**(4,643.29)**	(2,216.08)
Deferred Tax Assets	**9,306.72**	–
Deferred Tax Asset/(Liability)	**4,663.43**	(2,216.08)

15 Revenue from Operations

Rs. In thousands

Particulars	As at 31st March 2026	As at 31st March 2025
Sale of products	**10,13,115**	5,66,069
Sale of Spare Parts	**47,473**	27,143
Sale of Services	**91,825**	64,438
Gross Revenue from Sale of Products and Services	**11,52,413**	6,57,651
Discount on Sales	**(53,062)**	(23,547)
Scrap sales	**900**	562
Total Revenue from Operations	**11,00,252**	6,34,665

16 Other Income

Rs. In thousands

Particulars	As at 31st March 2026	As at 31st March 2025
Interest Income	**14,187**	4,341
Other Income	**242**	3,036
Total Other Income	**14,430**	7,377

17 Cost of materials consumed

Rs. In thousands

Particulars	As at 31st March 2026	As at 31st March 2025
Opening stock	**1,29,966**	1,30,187
Add: Purchases	**6,87,398**	3,57,507
Add: Duties, Taxes and Freight on Purchases	**8,364**	4,772
	8,25,729	4,92,465
Less: Closing stock	**2,20,058**	1,29,966
Total Cost of materials consumed	**6,05,671**	3,62,499

18 Changes in inventories of finished goods, work-in-progress and stock-in-trade

Rs. In thousands

Particulars	As at 31st March 2026	As at 31st March 2025
Opening Stock :		
Finished goods produced	**3,398**	3,888
Work-in-progress	**6,337**	–
Stock-in-trade	**–**	1,126
	9,735	5,014
Less: Closing Stock :		
Finished goods Produced	**19,388**	3,398
Work-in-progress	**1,588**	6,337
Stock-in-trade	**–**	–
	20,976	9,735
Net (increase)/decrease in inventory	**(11,241)**	(4,721)

19 Employee Benefits Expense

Rs. In thousands

Particulars	As at 31st March 2026	As at 31st March 2025
Salaries and wages, including bonus	**1,14,523**	1,13,483
Contribution to provident and other funds	**5,974**	6,782
Gratuity	**3,871**	2,700
Sales Incentive	**59,009**	11,969
Staff welfare expenses	**9,704**	3,195
Total Employee Benefits Expense	**1,93,082**	1,38,129

20 Finance Cost

Rs. In thousands

Particulars	As at 31st March 2026	As at 31st March 2025
Interest expense	**791**	14
Other interest expense - RTU	**945**	1,152
Total Finance Cost	**1,736**	1,166

21 Depreciation and Amortisation & Impairment Expense

Rs. In thousands

Particulars	As at 31st March 2026	As at 31st March 2025
Depreciation on Property, Plant and Equipment	**5,859**	4,813
Amortisation on Other Intangible Assets	**10,787**	14,487
Impairment of Intangible asset under development	**3,653**	6,900
Depreciation on Right of Use Assets (AS 116)	**6,812**	6,573
Total Depreciation and Amortisation Expense	**27,112**	32,773

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

22 Other expenses

Rs. In thousands

Particulars	As at 31st March 2026	As at 31st March 2025
Stores and spares consumed	**1,889**	1,174
Bank Charges	**248**	260
Travelling and conveyance	**28,911**	33,063
Freight charges	**19,861**	12,839
Rent	**130**	583
Power and fuel	**1,861**	1,356
Repairs and maintenance	**2,113**	3,767
Insurance	**349**	494
Rates and taxes	**742**	871
Communication Cost	**2,351**	2,153
Professional Fees & Consultation Expenses	**939**	6,437
Auditors remuneration [Refer note 22(a)]	**570**	570
Brokerage and commission	**14**	37
Advertisment Expenses	**2,915**	3,082
Sales Promotion Expenses	**708**	1,146
Postage & Courier Expenses	**187**	165
Printing & Stationery Expenses	**96**	182
Bad Debts	**0**	1,371
Provision for Doubtful Debts	**1,271**	3,218
Hire & Services Charges	**12,830**	4,079
Packing and Forwarded Expenses	**47**	72
General Warranty	**12,421**	3,031
Miscellaneous expenses	**2,453**	97
Foreign Exchange Gain/losses	**1,221**	28
Total	**94,130**	80,076

22(a) Auditor's remuneration

Rs. In thousands

Particulars	31st March 2026	31st March 2025
Payment to auditors (Excluding Service Tax/GST)		
Statutory audit	**450**	450
Audit under Income Tax Act, 1961	**75**	75
Taxation matters	**45**	45
Total	**570**	570

23 Income Tax recognised in profit or loss

Particulars	As at 31st March 2026	As at 31st March 2025
Current Tax:		
In respect of current year	**52,199**	7,048
In respect of prior years	**1,523**	1,423
	53,723	8,471
Deferred Tax:		
In respect of current year origination and reversal of temporary differences	**(6,880)**	2,088
Others (In respect of prior years)		
	(6,880)	2,088
Total income tax expense	**46,843**	10,559

24 Capital Management

The company's capital management objectives are:

– to ensure the company's ability to continue as a going concern

– to provide an adequate Return to shareholders by pricing products which commensurates the level of risk.

The company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of the statement of financial position.

The company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

Particulars	As at 31st March 2026	As at 31st March 2025
Equity	**5,11,250**	3,54,641
Less: Cash and cash equivalents	**25,668**	25,099
	4,85,582	3,29,543

25 Financial Risk Management Framework

In the course of its business, the Company is exposed to a certain financial risks namely interest risk, currency risk & liquidity risk. The Company's primary focus is to achieve better predictability of financial markets and seek to minimize potential adverse effects on its financial performance.

(a) Market Risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates etc. could affect the Company's income or the value of its holdings of financial instruments including cash flow. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while maximising the return.

(b) Currency Risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Company's exposure to currency risk relates primarily to the Company's operating activities when transactions are denominated in a different currency from the Company's functional currency.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follow

Particulars	Currency	As at 31st March 2026	As at 31st March 2025
Trade Payable	**USD**	**–**	0.89
	INR	**–**	76
	EUR	**624**	169
	INR	**67,439**	15,643

the above foreign currency exposures are not hedged by a derivative.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Foreign Currency Sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in foreign currency fluctuation in exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities is as under.

Rs. In thousands

Particulars	Currency	Change in Rate	Effect on profit/(loss) before tax
As at March 31, 2026	**EUR**	**14.25%**	9,612
	USD	**0%**	-
As at March 31, 2025	**EUR**	**0.37%**	58
	USD	**2%**	1

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

(c) Interest rate risk

Interest rate sensitivity

Considering the fact that the interest component is insignificant, the company do not consider the interest rate as risk at all.

(d) Credit Risk Management

Credit Risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collatarel, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure are continuously monitored.

Rs. In thousands

Particulars	Not due	Less than 6 months past due	More than 6 months past due	Total
As at March 31, 2026				
Expected loss rate	**0%**	**0%**	**0%**	
Gross carrying amount	**35,936**	**6,317**	**4,425**	**46,678**
Loss allowance provision				**(4,491)**
As at March 31, 2025				
Expected loss rate	0%	0%	0%	
Gross carrying amount	71,809	4,678	1,126	77,613
Loss allowance provision	–	(3,220)	–	(3,220)

Compared to the size, the credit risk is insignificant and that no significant loss has arisen during these years.

(e) LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and longterm funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company / Company can be required to pay. The tables include both interest and principal cash flows.

To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Rs. In thousands

Particulars	Less than 1 years	1 year to 3 years	3 years to 5 years	5 years and above
Non-derivative financial Liabilities				
As at March 31, 2026				
Non-interest bearing	**19,042**	**–**	**–**	**–**
Variable interest rate instruments	**–**	**–**	**–**	**–**
Fixed interest rate instruments	**–**	**–**	**–**	**–**
As at March 31, 2025				
Non-interest bearing	15,182	–	–	–
Variable interest rate instruments	–	–	–	–
Fixed interest rate instruments	–	–	–	–

(iii) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Rs. In thousands

Particulars	Less than 1 years	1 year to 3 years	3 years to 5 years	5 years and above
Non-derivative financial Assets				
As at March 31, 2026				
Non-interest bearing	**39,136**	**3,051**	**–**	**–**
Variable interest rate instruments	**–**	**–**	**–**	**–**
Fixed interest rate instruments	**–**	**–**	**–**	**–**
Total	**39,136**	**3,051**	**–**	**–**
As at March 31, 2025				
Non-interest bearing	77,341	273	–	–
Variable interest rate instruments	–	–	–	–
Fixed interest rate instruments	–	–	–	–
Total	1,55,612	6,375	–	–

(f) Fair Value Disclosures

Rs. In thousands

Particulars	Fair Value As at March 31, 2026	Fair Value As at March 31, 2025	Fair Value hierarchy
Financial assets			
a) Investments			
i) Mutual Fund investments	**–**	–	Level–1

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Fair value of financial assets and financial liabilities that are not measured at fair value, are considered to be their Fair Value and are assessed as Level 3 valuation technique and the Carrying amount is the same as the Fair Value.

Rs. In thousands

Particulars	As at :- Level	March 31, 2026 Carrying Amount and Fair Value	March 31, 2025 Carrying Amount and Fair Value
Cash and cash equivalents	Level-1	**25,668**	25,099
Bank balances	Level-1	**–**	–
Other Financial Assets			
- Non Derivative Financial Asset	Level-3		
b) Financial liabilities			
Financial liabilities held at amortised cost			
Borrowings	Level-3	**–**	–
Trade Payables	Level-3	**1,01,267**	87,913
Other Financial Liabilities			
- Non Derivative Financial Liabilities	Level-3		

26. Employee Benefits

a) Defined Contribution Plan:

The Company makes Provident Fund contributions to defined contribution plans for qualifying employees. Under the Schemes, the Company is required to contribute a specified percentage of the payroll costs to fund the benefits. The Company's contribution to Provident fund aggregating Rs.5,517 thousands (FY 24-25: 6,082 thousands) has been recognised in profit or loss under 'Employee benefits expense'.

b) Defined Benefit Plans:

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

c) Liability Risks

a. Asset-Liability Mismatch Risk:

Risk which arises if there is a mismatch in the duration of the assets relative to the liabilities. By matching duration with the defined benefit liabilities, the company is successfully able to neutralize valuations wings caused by interest rate movements. Hence companies are encouraged to adopt asset-liability management.

b. Discount Rate Risk:

Variations in the discount rate used to compute the present value of the liabilities may seem small, but in practise can have a significant impact on the defined benefit liabilities.

c. Future Salary Escalation and Inflation Risk:

Since price inflation and salary growth are linked economically, they are combined for disclosure purposes. Rising salaries will often result in higher future defined benefit payments resulting in a higher present value of liabilities especially unexpected salary increases provided at management's discretion may lead to uncertainties in estimating this increasing risk.

Details of defined benefit plans as per Actuarial Valuation are as below.

Rs. In thousands

Particulars			Unfunded Plan as at March 31, Gratuity: As at March 31, 2026	Unfunded Plan as at March 31, Gratuity: As at March 31, 2025
I	**Change in the present value of defined benefit obligation**			
1	Present value of defined benefit obligation at the beginning of year		**12,426**	11,476
2	Current service cost *		**3,152**	3,217
3	Interest cost/income		**791**	744
4	Remeasurements (gains)/ losses			
	(I)	Actuarial (gains)/ losses arising from changes in demographic assumption	**-**	(731)
	(II)	Actuarial (gains)/ losses arising from changes in financial assumption	**117**	
	(III)	Actuarial (gains)/ losses arising from changes in experience adjustment	**(777)**	
5	Past Service cost		**719**	
6	Benefits paid		**(1,229)**	(2,281)
7	Liabilities assumed/(settled)			
8	Present value of defined benefit obligation at the end of the year		**15,200**	12,426

* In accordance with the new Labour Codes, the Company has currently estimated the incremental impact on retiral benefits to be Rs. 719 thousands. This has been presented under "Exceptional items" in the statement of profit and loss account.

Rs. In thousands

Particulars			Unfunded Plan as at March 31, Gratuity: As at March 31, 2026	Unfunded Plan as at March 31, Gratuity: As at March 31, 2025
II	**Change in fair value of plan assets during the year**			
1	Fair value of plan assets at the beginning of the year		**–**	–
2	Interest income		**–**	–
3	Contribution by employer		**–**	–
4	Benefits paid		**–**	–
5	return on plan assets excluding interest income		**–**	–
6	Fair value of plan assets at the end of the year		**–**	–
III	**Net Asset/(Liability) recognised in the Balance Sheet as at**			
1	Present value of defined benefit obligation as at 31st March		**15,200**	12,426
2	Fair value of plan assets as at 31st March		**–**	–
3	Surplus/(Deficit)		**(15,200)**	(12,426)
4	Current portion of the above		**2,950**	2,586

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

5	Non-current portion of the above	**12,251**	9,840
IV	**Actuarial assumptions**		
1	Discount rate	**6.50%**	6.70%
2	Expected rate of return on plan assets	**–**	–
3	Attrition rate	**25.00%**	25.00%
4	Medical premium inflation		
V	**Quantitative sensitivity analysis for significant assumption is as below**		
1	One percentage point increase in discount rate	**14,632**	11,968
2	One percentage point decrease in discount rate	**15,815**	12,922
3	One percentage point increase in Salary growth rate	**15,648**	12,790
4	One percentage point decrease in Salary growth rate	**14,775**	12,082
5	One percentage point increase in attrition rate	**15,147**	12,386
6	One percentage point decrease attrition rate	**15,258**	12,470
7	One percentage point increase in medical inflation rate		
8	One percentage point decrease in medical inflation rate		
VI	**Maturity profile of defined benefit obligation**		
	Year Ending March 31,	**Expected Payment**	Expected Payment
1	2027	**2,950**	2,586
2	2028	**2,441**	2,075
3	2029	**2,598**	1,999
4	2030	**2,779**	2,161
5	2031	**2,825**	2,338
6	2032 - 2036	**10,838**	9,809

		Gratuity	
Particulars		**As at March 31, 2025**	As at March 31, 2024
VII	**Expense recognised in the Statement of Profit and Loss for the year ended**		
1.	Current service cost	**3,152**	3,217
2.	Interest cost on benefit obligation (Net)	**–**	–
3.	Total expenses included in employee benefits expense	**3,152**	3,217
4.	Past Service Cost	**719**	–
5.	Net Interest (Income)/Expenses	**791**	744
	Net Periodic Benefit Cost Recognised in the statement of Profit & Loss at end of period	**4,663**	3,962
VIII	**Recognised in other comprehensive income for the year**		
1	Actuarial (gains)/ losses arising from changes in financial assumption	**–**	–
2	Actuarial (gains)/ losses arising from changes in experience adjustment	**–**	–
3	Return on plan asset	**–**	–
4	Recognised in other comprehensive income [(gain)/loss]	**740**	509

27 Ratios

		As at March 31, 2026	As at March 31, 2025	% change
(a)	Current Ratio, = Current Assets / Current Liabilities	**1.81**	2.12	(15%)
(b)	Debt-Equity Ratio, = (Short Term Debt + Long Term Debt + Other Fixed Payments)/ Share holders Equity	**0%**	0%	0%
(c)	Debt Service Coverage Ratio, = EBITDA / Total Debt Outstanding	**–**	–	0%
(d)	Return on Equity Ratio, * = Net Income / Share holders Equity	**36%**	6.04%	501%
(e)	Inventory turnover ratio, = Cost of Goods Sold / Average Inventory	**3.83**	2.79	37%
(f)	Trade Receivables turnover ratio, = Net Credit Sales / Average Accounts Receivable	**18.88**	8.65	118%
(g)	Trade payables turnover ratio, = Credit Purchases / Average Accounts Payable	**6.40**	5.79	11%
(h)	Net capital turnover ratio, = Net Sales / Average Total Assets	**4.61**	3.89	19%
(i)	Net profit ratio, = Net Profit / Net Sales	**14%**	3%	323%
(j)	Return on Capital employed, = Earning before Interest & Tax / (Total Assets - Current Liabilities)	**46%**	9%	397%
(k)	Return on investment = Net Profit / Cost of Investment	**36%**	6%	484%

Explanation for change in the ratios by more than 25%:

1 Return on equity ratio: The increase is primarily due to significant growth in profitability during the year. Cost-optimization initiatives implemented during the year contributed to enhanced margins and higher returns.

2 Inventory turnover ratio: The improvement is attributable to higher sales volumes and better inventory management practices during the year

3 Trade receivables turnover ratio: The increase resulted from improved debtor follow-up and efficient collection mechanisms, leading to faster realization of receivables.

4 Net Profit Ratio: The increase is mainly due to higher revenue levels coupled with cost-reduction and operational efficiency measures implemented during the year.

5 Return on capital employeed: The rise is driven by substantial improvement in operating profits due to increased turnover and effective cost control during the year.

6 Return on investment: The increase is primarily due to significant growth in profitability during the year. Cost-optimization initiatives implemented during the year contributed to enhanced margins and higher returns.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

28 Tax expense recognised in P&L

Rs. In thousands

Particulars	As at 31st March 2026	31st March 2025
Current tax	**52,199**	7,048
In respect of prior years	**1,523**	1,423
Deferred tax	**(6,880)**	2,216
Total	**46,843**	10,687

28.1 Tax reconciliation (for profit and loss)

	As at 31st March 2026	31st March 2025
Profit/(loss) before income tax expense	**2,18,278**	32,121
Tax at the rate of	**25.17%**	25.17%
Income tax expense calculated	**54,936**	2,216
Tax impact of not deductible expenses for tax purpose	**6,428**	9,305
Tax impact of deduction allowed separately under Income Tax Act, 1961	**(9,165)**	(4,473)
Income tax expense	**52,199**	7,048

28.2 Deferred Tax Asset/(Liability)

Particulars	Balance as at 01st April 2025	Recognized in Profit and Loss	Recognized in Other Comprehensive Income	Balance as at 31st March 2026
Deferred Tax Assets	**–**	**–**	**–**	**–**
Provision for Employee Benefits	**–**	**5,417**	**186**	**5,603**
Allowance for Credit Losses	**–**	**1,130**	**–**	**1,130**
Others	**–**	**2,573**	**–**	**2,573**
(a)	**–**	**9,307**	**186**	**9,307**
Deferred Tax Liabilities	**–**	**–**	**–**	**–**
Property, Plant & Equipments & Intangible Assets	**2,216**	**2,427**	**–**	**4,643**
Others	**–**	**–**	**–**	**–**
(b)	**2,216**	**2,427**	**–**	**4,643**
Deferred Tax Asset/(Liabilities)(net) [a-b]	**(2,216)**	**6,880**	**186**	**4,663**

29 Related Party Disclosures

A) Name of the related party and nature of relationship where control exists:

Name of Related Party	Nature of Relationship
Mahindra & Mahindra Limited	Entity having significant Influence w.e.f.12.02.2018 & Entity has entire control w.e.f. 17.03.2023
Mahindra Integrated Business Solutions Pvt. Ltd.	Fellow Subisidiary
Mahindra Teqo Private Limited	Fellow Subisidiary
Mohit Malhotra	Director (KMP)

B) Related Party Transactions:

Rs. In thousands

Name of Related Party	Nature of Transactions	As at 31st March 2026	As at 31st March 2025
Mahindra & Mahindra Limited	Purchase of Services by MITRA from M&M Ltd.	**7,170**	6,328
Mahindra Integrated Business Solutions Pvt. Ltd.	Purchase of Services	**312**	–
Mahindra Teqo Private Limited	Sales Of Goods, Services & other cost By Mitra	**335**	–
Mahindra & Mahindra Limited	Sales Of Goods, Services & other cost By MITRA	**1,52,704**	1,17,933
Mohit Malhotra (Key Management Person)	Directors remuneration	**–**	1,977
	Reimbursement of expenses	**–**	–

C) Related Party Balances :

Name of Related Party	Nature of Balance	As at 31st March 2026	As at 31st March 2025
Mohit Malhotra (Key Management Person)	Receivable against advance paid for expenses.		(5)
Mahindra & Mahindra Limited	Payables	**560**	484
	Receivable	**14,285**	24,372
Mahindra Integrated Business Solutions Pvt. Ltd.	Payables	**35**	33
	Receivable	**–**	–

Notes:

1 Related Party Transactions for the period are at arm's length.

2 The amount outstanding is unsecured and will be settled in cash. No guarantee has been given or received. No expense has been recognised in current or prior years for bad and doubtful debts in respect of the amounts owed by the related party.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

30 Contingent liabilities and commitments

1) Contingent Liabilities

Rs. In thousands

Particulars		As at 31st March 2026	As at 31st March 2025
Claims against the company not acknowledged as debt :			
(i)	TDS Liability (as per Traces)	**–**	50
(ii)	Income U/s 148	**–**	–
(iii)	Guarantees	**3420**	3334

2) Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided:

Particulars	As at 31st March 2026	As at 31st March 2025
Estimated amount of contracts remaining to be executed on capital account & not provided	**–**	–
Advance paid	**–**	–
Estimated amount of contracts remaining to be executed on capital account and not provided (Net)	**–**	–
(ii) Other commitment:	**NIL**	NIL

31 Segment Reporting

The Company's business activity falls within a single business segment viz. manufacturing of different kinds of agricultural machines and related components. All other activities of the Company revolve around its main business. Hence there are no separate reportable primary segments.

32 Lease

(I) Following are the changes in the carrying value of right of use assets for the year ended March 31, 2026

Rs. In thousands

FY 25-26	Category of ROU Asset: Land & Building
Balance as at March 31, 2025	**14,760**
Additions during the year	**–**
Deletions during the year	**–**
Depreciation for the year	**6,812**
Cessation of lease liability	**–**
Balance as at March 31, 2026	**7,948**

FY 24-25	Category of ROU Asset: Land & Building
Balance as at March 31, 2024	**11,643**
Additions during the year	**20,437**
Deletions during the year	**(10,747)**
Depreciation for the year	**6,573**
Cessation of lease liability	**–**
Balance as at March 31, 2025	**14,760**

(II) The following is the break-up of current and non-current lease liabilities as at March 31, 2026

Rs. In thousands

	As at 31st March 2026	As at 31st March 2025
Current lease liabilities	**7,746**	6,595
Non-current lease liabilities	**1,324**	9,070
	9,070	15,665

(III) The following is the movement in lease liabilities during the year ended March 31, 2026.

Rs. In thousands

	As at 31st March 2026	As at 31st March 2025
Balance at the Beginning of the year	**15,665**	13,311
Additions on amalgamation	**–**	–
Additions during the year	**–**	20,437
Finance cost accrued during the year	**945**	1,152
Deletions during the year	**–**	(12,452)
Payment of lease liabilities	**(7,539)**	(6,784)
Translation difference		
Balance at the end of the year	**9,070**	15,665

33 Disclosure required under Section 22 of the Micro, Small and Medium Enterprise Development Act, 2006

Rs. In thousands

Particulars	As at 31st March 2026	As at 31st March 2025
Amounts remaining unpaid to micro and small suppliers as at the end of the year		
- principal	**–**	–
- Interest	**–**	–
The amount of interest (other than interest under section 16) paid along with the amounts of the payment made to the supplier beyond the appointed day.	**Nil**	Nil

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Particulars	As at 31st March 2026	As at 31st March 2025
Interest paid under section 16 to suppliers registered under MSMED Act, beyond the appointed day during the year.	**Nil**	Nil
The amount of interest due and payable for the year.	**–**	–
The amount of interest accrued and remaining unpaid at the end of the accounting year	**–**	–
The amount of further interest due and payable even in the succeeding year, until such date when interest dues as above are actually paid.	**Nil**	Nil

Dues of the Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

34 Events Occuring after the date of balance sheet : No material events have occurred after the balance sheet date and up to the approval of the financial statements.

35 The financial statements were approved for issue by the Board of Directors on4th April, 2026

36 Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

37 Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

In case of any covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment. The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

38 Other Statutory Information

a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

b) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding that the intermediary shall:

i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or

ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

f) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

g) The Company has not declared wilful defaulter by any bank or financial institution or lender during the year.

h) The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was obtained.

i) The Company does not have transactions with any struck off entity.

j) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

39 Previous year's figures have been reclassified/regrouped wherever required.

Signatures to Notes 1 to 39

As per our report of even date

For B K Khare and Co.

Chartered Accountants
Firm Registration Number : 105102W

Chaitanya Vinay Joshi
Partner
Membership Number : 131403

For and on behalf of the Board of Directors of

M.I.T.R.A. Agro Equipments Private Limited

Ami Goda
Director
DIN: 09136149

Kothandaraman Anusha
Director
DIN : 08679344

Place : Mumbai
Date : 14th April, 2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MAHINDRA SOLARIZE PRIVATE LIMITED

Report on the Audit of Ind AS Financial Statements

1. Opinion

We have audited the accompanying Ind AS financial statements of **Mahindra Solarize Private Limited** ("the Company"), which comprise the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and a summary of material accounting policies and other explanatory information (hereinafter referred to as 'Ind AS financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended of the state of affairs of the Company as at March 31, 2026, its profits, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

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

3. Information other than the Ind AS financial statements and Auditor's report thereon

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Annual Report but does not include the Ind AS financial statements and our auditor's report thereon. The Other information is expected to be made available to us after the date of our auditor's report.

Our opinion on the Ind AS financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit, or otherwise appears to be materially misstated.

When we read the other information included in the above reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and determine the actions under the applicable laws and regulations.

4. Responsibilities of Management and those charged with Governance for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS accounting Standards specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

5. Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS financial statements.

As part of an audit in accordance with Standards on auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

i. Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

ii. Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion

on whether the Company has adequate internal financial controls with reference to Ind AS financial statements in place and the operating effectiveness of such controls.

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

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

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

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

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

6. Report on Other Legal and Regulatory Requirements

i) As required by the Companies (Auditor's report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

ii) As required by section 143 (3) of the Act, based on our audit we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the Ind AS financial statements.

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

c) The Balance Sheet, Statement of Profit and Loss including Other comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid Ind AS financial statements comply with section 133 of the Act read with Rule 3 of Companies (Indian Accounting Standards) Rules 2015.

e) On the basis of written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in terms of section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to Ind AS financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the provisions of said section are not applicable to the Company for the year ended March 31, 2026;

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

i. The Company does not have any pending litigations which would have an impact on its financial position;

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

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, other than as disclosed in the Note No. 38 to the financial statements, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to

our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. No dividend has been declared or paid during the year by the company in compliance with section 123 of the Companies Act, 2013.

vi. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.

Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with, in respect of accounting software for the period for which the audit trail feature was enabled and operating. Additionally, the audit trail been preserved by the Company as per the statutory requirements for the record retention.

For Mukund M. Chitale & Co.
Chartered Accountants
Firm Regn. No. 106655W

S. M. Chitale
Partner
M. No. 111383

UDIN: 26111383GAXTDH4323
Place: Mumbai,
Date: April 15, 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE IND AS FINANCIAL STATEMENTS OF MAHINDRA SOLARIZE PRIVATE LIMITED ON THE MATTERS SPECIFIED IN PARAGRAPHS 3 AND 4 OF THE COMPANIES (AUDITOR'S REPORT) ORDER, 2020.

Referred to in paragraph [6(i)] under Report on Other Legal and Regulatory Requirements of our report of even date

According to the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(i) (a) (A) The company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment and relevant details of Right-of-use Assets;

(B) According to the information and explanations given to us and the records of the Company examined by us, the Company does not have any Intangible assets and accordingly, reporting under this Clause is not applicable.

(b) According to information and explanations given to us, Property, Plant and Equipment of the Company are being physically verified in every two years, which in our opinion, is reasonable having regard to the size of the Company and the nature of its fixed assets. As informed, during the year no material discrepancies to the extent reconciled with the records available in this respect were noticed on such verifications.

(c) According to information and explanations given to us, the Company does not have any immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable.

(d) The company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) during the year.

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

(ii) (a) As per the information and explanations given to us, the inventory has been physically verified by the management at reasonable intervals. According to the information and explanation provided to us coverage and procedure of physical verification of inventories by the management is appropriate. As informed to us, the discrepancies noticed on verification to the extent reconciled with the records available in this respect between the physical stocks and the book records were not material and have been appropriately dealt with.

(b) The Company has been sanctioned working capital limits in excess of five crore rupees during the year, from banks on the basis of security of current assets. The quarterly statements submitted to Bank are in agreement with the books of accounts.

(iii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any loans secured and unsecured, to companies, firms, limited liability partnership or any other parties during the year. Accordingly reporting under clause iii(a) (A and B) of the order are not appliable to the Company.

(b) According to the information and explanations given to us, and on the basis of our verification of records of the Company, investment made are not prejudicial to the company's interest.

(c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order is not applicable to the Company.

(iv) In our opinion and according to the information and explanations provided to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, with respect to unsecured loans granted and Investments made.

(v) As informed, the Company has not accepted any deposits during the year from public within the meaning of the directives issued by Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules framed thereunder and thus the provisions of Clause 3(v) of the Order are not applicable.

(vi) According to information and explanations given to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act to the Company.

(vii) a) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Employees' State Insurance, Provident Fund, Income Tax, Goods and Service Tax, Cess. There were no undisputed amounts of statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Goods and Service Tax, Cess which were due for more than six months from the date they become payable as at the year end.

b) According to the records examined by us and as per the information and explanations given to us, there are no statutory dues outstanding as at March 31, 2026 which have not been deposited on account of disputes.

(viii) According to the information and explanations given to us, and on the basis of our verification of records of the Company, there are no transactions which are not recorded

in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) (a) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not defaulted in repayment of dues of loans or other borrowings or in the payment of interest thereon to any lender.

b) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not been declared wilful defaulter by any bank or financial institution or other lender.

c) The Company has not taken any term loan during the year. Hence reporting under this clause is not applicable.

d) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not utilised funds raised on short term basis for long term purposes.

(e) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligation of its subsidiary, associates or joint ventures, hence reporting under clause ix (e) of the order is not applicable to the Company.

(f) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, hence reporting under clause ix (f) of the order is not applicable to the Company.

(x) (a) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not raised any money by way of initial public offer, further public offer (including debt instruments) during the year, hence reporting under clause (x) (a) of order is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) (a) Based upon the audit procedure performed for the purpose of reporting the true and fair view of the Ind AS financial statements and according to the information and explanation given by the management, we report that no fraud by the company and no material fraud on the company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and upto the date of this report.

(c) According to the information and explanations given to us, and on the basis of our verification of records of the Company, there were no whistle blower complaints received by the company during the year and up to the date of this report.

(xii) In our opinion and according to the information and explanation given to us, the Company is not a nidhi Company. Accordingly, provision of clause 3 (xii) (a) to (c) of the order is not applicable.

(xiii) According to the information and explanation given to us and based on our verification of the records of the Company and on the basis of review and approvals by the Board of Directors, the transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and the details have been disclosed in the Ind AS financial statements as required by applicable accounting standard.

(xiv) (a) According to the information and explanations given to us and based on our verification of the records of the Company, the Company is required to conduct Internal audit for the year ended 31 March 2026. We have been informed that the Company has set up the internal audit process and it is being strengthened in accordance with the size of the Company.

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

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or person connected with them. Accordingly, paragraph 3 (xv) of the Order is not applicable.

(xvi) a) According to the information and explanations given to us and based on our examination of the records of the Company, the Company is not required to be registered under Section 45 IA of the Reserve Bank of India Act, 1934. Accordingly, provisions of Clause 3 (xvi) (a) and (b) of the Order are not applicable to the Company.

b) The company has not conducted any Non- Banking Financial or Housing Finance activities and hence reporting under clause 3 (xvi)(b) is not applicable to the Company.

c) In Our opinion and according to the information and explanation given to us, the Company is not Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi) (c) of the Order is not applicable to the Company.

d) According to the information and explanation given to us by the management, the Group has five CIC as part of the group.

(xvii) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not incurred any cash losses during the current financial year and in the previous financial year.

(xviii) There has been no resignation of the Statutory Auditors of the Company during the year.

(xix) According to the information and explanation given to us and on the basis of financial the ratios, aging and expected dates of realisation of financial assets and payment to financial liabilities, other information accompanying the Ind AS financial statements, our knowledge of the board of directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention which causes us to believe that any material uncertainty exists as on the date of the audit report that the company is not capable of meeting its liabilities existing as at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

(xx) The Provision of Section 135 of the Companies Act, 2013 are applicable to the Company as explained in note no. 38.12 of the Ind AS financial statements. However, according to the information and explanations given to us and based on our examination of the records of the Company, there are no unspent amounts towards Corporate Social Responsibilities which are required to be transferred to Fund specified in Schedule VII to the Companies Act or to special account in compliance with the provision of sub-section (6) of section 135 of the Companies Act 2013.

For Mukund M. Chitale & Co.
Chartered Accountants
Firm Regn. No. 106655W

S. M. Chitale
Partner
M. No. 111383

UDIN: 26111383GAXTDH4323
Place: Mumbai,
Date: April 15, 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE IND AS FINANCIAL STATEMENTS OF MAHINDRA SOLARIZE PRIVATE LIMITED

Referred to in paragraph [6(ii)(f)] under Report on Other Legal and Regulatory Requirements of our report of even date

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

1. We have audited the internal financial controls with reference to Ind AS Financial Statements of Mahindra Solarize Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

   We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to Ind AS Financial Statements.

Meaning of Internal Financial Controls with reference to Ind AS Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Ind AS Financial Statements

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

Opinion

6. In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to Ind AS Financial Statements and such internal financial controls with reference to Ind AS Financial Statements were operating effectively as at March 31, 2026, based on the internal control with reference to Ind AS Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls with reference to Ind AS Financial Statements issued by the Institute of Chartered Accountants of India.

For Mukund M. Chitale & Co.
Chartered Accountants
Firm Regn. No. 106655W

S. M. Chitale
Partner
M. No. 111383

UDIN: 26111383GAXTDH4323
Place: Mumbai,
Date: April 15, 2026

BALANCE SHEET AS AT 31 MARCH 2026

(₹ in Lakhs)

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I ASSETS			
1 NON-CURRENT ASSETS			
(a) Property, Plant and Equipment	3	**83.44**	298.94
(b) Financial Assets			
(i) Investments	4	**1,221.00**	738.52
(c) Deferred Tax Assets (Net)	5	**252.94**	215.21
SUB-TOTAL		**1,557.38**	1,252.67
2 CURRENT ASSETS			
(a) Inventories	6	**946.87**	2,020.02
(b) Financial Assets			
(i) Investments	4A	**2,149.38**	2,912.05
(ii) Trade Receivables	7	**6,207.43**	16,604.95
(iii) Cash and Cash Equivalents	8	**969.28**	2,062.29
(iv) Other Financial Assets	9	**34.45**	82.23
(c) Current Tax Assets (Net)	5	**82.79**	387.47
(d) Other Current Assets	10	**951.05**	1,877.83
SUB-TOTAL		**11,341.25**	25,946.84
TOTAL ASSETS		**12,898.63**	27,199.51
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share Capital	11	**4,020.52**	3,538.52
(b) Other Equity	12	**333.62**	231.94
SUB-TOTAL		**4,354.14**	3,770.46
LIABILITIES			
2 NON-CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Lease Liabilities	13	**–**	107.55
(b) Provisions	14	**64.58**	91.18
SUB-TOTAL		**64.58**	198.73
3 CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	15	**–**	7,500.00
(ia) Lease Liabilities	13	**78.95**	160.26
(ii) Trade Payables:			
(A) Total outstanding dues to Micro, Small & Medium Enterprises	16	**22.84**	203.32
(B) Total outstanding dues to creditors other than Micro, Small & Medium Enterprises	16	**7,395.58**	13,859.68
(iii) Other Financial Liability	17	**61.33**	461.83
(b) Other Current Liabilities	18	**69.27**	312.46
(c) Provisions	14	**851.94**	732.77
(d) Current Tax Liabilities (Net)	5	**–**	
SUB-TOTAL		**8,479.91**	23,230.32
TOTAL EQUITY AND LIABILITIES		**12,898.63**	27,199.51

The accompanying notes 1 to 38 are an integral part of the Financial Statements

As per our report of even date
For Mukund M. Chitale & Co.
Chartered Accountants
Firm Registration No.: 106655W

S. M. Chitale
Partner
Membership No. 111383

Place: Mumbai
Date: April 15, 2026

For and on behalf of the Board of Directors
Mahindra Solarize Private Limited

Avinash Rao
Director
DIN: 08249182

Rakesh Khaitan
Director
DIN: 09671089

Ashish Saboo
Chief Financial Officer

Ms Dipu Pandey
Company Secretary
Mem. No. : A78018

Bharat Dhumal
Manager

Place: Mumbai
Date: April 15, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(₹ in Lakhs)

Particulars		Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
I	Revenue from operations	19	**35,905.42**	55,041.27
II	Other Income	20	**183.46**	104.46
III	**Total Income (I + II)**		**36,088.88**	55,145.73
IV	**Expenses**			
	(a) Cost of materials consumed			
	(i) Purchase of stock in trade	21	**33,234.86**	51,174.73
	(ii) Changes in inventories	22	**1,073.15**	(132.44)
	(b) Employee benefit expense	23	**813.59**	1,515.92
	(c) Finance costs	24	**222.81**	560.47
	(d) Depreciation and amortization expense	3A	**165.94**	185.41
	(e) Other expenses	25	**486.84**	1,193.70
	Total Expenses		**35,997.19**	54,497.79
V	**Profit/(loss) before exceptional items (III-IV)**		**91.69**	647.94
VI	**Exceptional Items**		**–**	–
VII	**Profit/(loss) before tax (V-VI)**		**91.69**	647.94
VIII	**Tax Expense**	5		
	(1) Current tax		**49.12**	98.80
	(2) Deferred tax		**(45.03)**	(84.36)
	(3) Income Tax adjustment for earlier year		**7.60**	–
	Total tax expense		**11.69**	14.44
IX	**Profit/(loss) for the year of continuing operation (VII-VIII)**		**80.00**	633.50
X	**Profit/(loss) from discontinued operations (after tax)**		**–**	–
XI	**Profit/(loss) for the year (IX+X)**		**80.00**	633.50
XII	**Other comprehensive income**			
	(i) Items that will not be reclassified to profit or loss			
	a. Remeasurements of defined benefit plans		**28.97**	2.55
	(ii) Income tax relating to items (i)a		**(7.29)**	(0.64)
XIII	**Total Comprehensive Income for the year (XI+XII)**		**101.68**	635.41
XIV	**Earnings per equity share (for continuing operation):**			
	(1) Basic (in Rs.)	26	**0.21**	1.79
	(2) Diluted (in Rs.)	26	**0.21**	1.79

The accompanying notes 1 to 38 are an integral part of the Financial Statements

As per our report of even date
For Mukund M. Chitale & Co.
Chartered Accountants
Firm Registration No.: 106655W

S. M. Chitale
Partner
Membership No. 111383

Place: Mumbai
Date: April 15, 2026

For and on behalf of the Board of Directors
Mahindra Solarize Private Limited

Avinash Rao
Director
DIN: 08249182

Rakesh Khaitan
Director
DIN: 09671089

Ashish Saboo
Chief Financial Officer

Ms Dipu Pandey
Company Secretary
Mem. No. : A78018

Bharat Dhumal
Manager

Place: Mumbai
Date: April 15, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
(Loss) / Profit before tax for the year	**91.69**	647.94
Adjustments for:		
Finance costs recognised in profit or loss	**222.81**	560.47
Provision for warranty (net of write back)	**130.98**	257.26
Interest Income	**(34.92)**	(44.04)
Profit on sale of Investments	**(78.13)**	(12.88)
Depreciation expense recognised in Profit & Loss	**165.94**	185.41
Cash flow from Operating activities before working capital changes	**498.37**	1,594.16
Movements in working capital:		
(Increase) / Decrease in trade receivables	**10,397.52**	(7,423.99)
(Increase) / Decrease in inventories	**1,073.15**	(132.44)
(Increase) / Decrease in other current assets	**926.78**	(1,407.14)
(Increase) / Decrease in other financial assets	**47.78**	(2.25)
(Decrease) / Increase in trade payables	**(6,644.58)**	5,510.50
(Decrease) / Increase in provisions	**25.47**	82.13
(Decrease) / increase in other current liabilities	**(655.61)**	224.41
Cash generated from operations	**5,668.88**	(1,554.62)
Income taxes paid	**247.97**	(313.06)
Net cash used in operating activities	**5,916.85**	(1,867.68)
Cash flows from investing activities		
Payments for property, plant and equipment	**–**	(51.42)
Sale of PPE	**18.20**	–
Investments in subsidiary	**(482.48)**	–
Fixed Deposits encashed	**–**	–
Profit on sale of investment	**72.79**	12.88
Investment in Mutual fund	**762.67**	(2,912.05)
Net cash used in investing activities	**371.18**	(2,950.59)
Cash flows from financing activities		
Proceeds from Issue of share capital	**482.00**	–
Proceeds from Inter corporate deposit (ICD)	**(7,500.00)**	7,500.00
Repayment of Inter corporate deposit (ICD)	**–**	–
Borrowing (repaid) / received	**–**	(500.00)
Payment towards lease liabilities (net)	**(167.93)**	(186.44)
Interest paid	**(195.11)**	(221.29)
Net cash from financing activities	**(7,381.04)**	6,592.27
Net increase/(decrease) in cash and cash equivalents	**(1,093.01)**	1,774.00
Cash and cash equivalents at the beginning of the year	**2,062.29**	288.29
Cash and cash equivalents at the end of the year	**969.28**	2,062.29

The accompanying notes 1 to 38 are an integral part of the Financial Statements

As per our report of even date
For Mukund M. Chitale & Co.
Chartered Accountants
Firm Registration No.: 106655W

S. M. Chitale
Partner
Membership No. 111383

Place: Mumbai
Date: April 15, 2026

For and on behalf of the Board of Directors
Mahindra Solarize Private Limited

Avinash Rao
Director
DIN: 08249182

Rakesh Khaitan
Director
DIN: 09671089

Ashish Saboo
Chief Financial Officer

Ms Dipu Pandey
Company Secretary
Mem. No. : A78018

Bharat Dhumal
Manager

Place: Mumbai
Date: April 15, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(A) Equity Share Capital

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Issued, Subscribed And Paid Up Capital		
Balance as at the Beginning of the year	**3,538.52**	3,538.52
Changes in equity share capital during the year	**482.00**	–
Balance as at the end of the year	**4,020.52**	3,538.52

(B) Other Equity

(₹ in Lakhs)

Particulars	Retained Earnings	Items of other comprehensive income	Total
Balance as at 1st April, 2025	238.70	(6.76)	231.94
Profit for the year	80.00	–	80.00
Other comprehensive income (net of tax)	–	21.68	21.68
Transfer to retained earnings	–	–	–
Balance as at 31st March, 2026	**318.70**	**14.92**	**333.62**

	Retained Earnings	Items of other comprehensive income	Total
Balance as at 1st April, 2024	(394.80)	(8.67)	(403.47)
Loss for the year	633.50	–	633.50
Other comprehensive income (net of tax)	–	1.91	1.91
Transfer to retained earnings	–	–	–
Balance as at 31st March, 2025	**238.70**	(6.76)	**231.94**

As per our report of even date
For Mukund M. Chitale & Co.
Chartered Accountants
Firm Registration No.: 106655W

S. M. Chitale
Partner
Membership No. 111383

Place: Mumbai
Date: April 15, 2026

For and on behalf of the Board of Directors
Mahindra Solarize Private Limited

Avinash Rao
Director
DIN: 08249182

Rakesh Khaitan
Director
DIN: 09671089

Ashish Saboo
Chief Financial Officer

Ms Dipu Pandey
Company Secretary
Mem. No. : A78018

Bharat Dhumal
Manager

Place: Mumbai
Date: April 15, 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Company Overview and Material Accounting Policies and Information

1. Company Overview

Mahindra Solarize Private Limited (the 'company') is domiciled in India and is a subsidiary of Mahindra Sustainable Energy Private Limited. The Company has been incorporated under the provisions of the Companies Act, 2013.

The Company is engaged in the business of providing services in the areas of Engineering, Procurement and Construction of power plants in renewable energy, operations and maintenance, analytics, sale of modules and related components and sale of solar water pump. The company is also engaged in sales of engines and related components.

2. Material Accounting Policies and Information

2.1. Basis of Preparation of financial statements

The Company's financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs under sections 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules 2017. The Company has investment in Subsidiary, however in view of the provisions of para 4 of the IND AS 110- Consolidated Financial Statements and Rule 9.1.6 Companies (Accounts) Rules, 2014, Company has not prepared Consolidated Financial Statements.

The financial statements of the Company for the year ended 31 March 2026 were approved for issue in accordance with the resolution of the Board of Directors on 15 April 2026.

2.2. Basis of accounting

The Company maintains its accounts on accrual basis following the historical cost convention, except for certain financial instruments that are measured at fair values in accordance with Ind AS. Further, the guidance notes/ announcements issued by the Institute of Chartered Accountants of India (ICAI) are also considered, wherever applicable except to the extent where compliance with other statutory promulgations override the same requiring a different treatment.

2.3. Presentation of Financial Statements

The Balance Sheet, Statement of Profit and Loss, Statement of Cash Flows and Statement of Changes in equity are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 ("the Act"). The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Accounting Standards.

2.4. Current / Non-Current classification

An asset or liability is classified as 'current' when it satisfies any of the following criteria:

(i) it is expected to be realized or settled, or is intended for sale or consumption in, the company's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is expected to be realized or settled within twelve months from the reporting date; or

(iv) an asset is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for atleast twelve months from the reporting date

(v) in case of liability, the company does not have an unconditional right to defer settlement of the liability for atleast twelve months from the reporting date.

All other assets and liabilities are classified as non-current.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out above which are in accordance with Schedule III to the Act.

Operating Cycle

Based on the nature of products and services of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

2.5. Use of estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of material accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

This note provides an overview of the areas that involved a higher degree of judgement or complexity and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in the relevant note.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

A. Judgements in applying material accounting policies

The judgements, apart from those involving estimations (see note below) that the Company has made in the process of applying its material accounting policies and that have a significant effect on the amounts recognised in these financial statements pertain to useful life of assets. The Company is required to determine whether its intangible assets have indefinite or finite life which is a subject matter of judgement.

B. Key source of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

a) Property, Plant and Equipment

Determination of the estimated useful lives of Property, Plant and Equipment (PPE) and the assessment as to which components of the cost may be capitalized. Useful lives of items of PPE are based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support.

b) Recognition and measurement of defined benefit obligations

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and vested future benefits and life expectancy. The discount rate is determined based on the prevailing market yields of Indian Government Securities as at the Balance Sheet Date for the estimated term of the obligations.

c) Recognition of deferred tax assets

A deferred tax asset is recognised for all the deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised.

d) Recognition and measurement of other provision

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may therefore vary from the figure included in other provisions.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

e) Discounting of long-term financial instruments

All financial instruments are required to be measured at fair value on initial recognition. In case of financial instruments which are required to be subsequently measured at amortised cost, interest is accrued using the effective interest method.

2.6. Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lakhs, unless otherwise indicated.

2.7. Property, plant and equipment and Depreciation

Property, Plant and Equipment is recognized when it is possible that future economic benefits associated with the item will flow to the Company and the cost can be measured reliably.

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the company. Advance given towards acquisition of Property, Plant and Equipment outstanding at the reporting date are disclosed as capital advances under Non-Current Assets.

Property, Plant and Equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition is recognized in the Statement of Profit and Loss in the same period.

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method and is generally recognised in the statement of profit and loss. Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the company will obtain ownership by the end of the lease term. Freehold land is not depreciated.

Estimated useful lives as follows:

Office Equipment	3 to 5 years
Computer	3 years
Plant & Machinery	5 years

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of).

2.8. Intangible Assets

Intangible assets that the Company controls and from which it expects future economic benefits are capitalised upon acquisition at cost comprising the purchase price and directly attributable costs to prepare the assets for its intended use.

Intangible Assets is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition is recognized in the Statement of Profit and Loss in the same period.

Intangible assets that have finite lives are amortised over their useful lives by the straight-line method.

2.9. Investments in Subsidiaries, Associates and Joint ventures

Investments in Subsidiaries, Associates and Joint Ventures are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount.

On disposal of investments in subsidiaries, associates and joint venture, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

2.10. Inventories

Construction material, components, stores and spares are valued at lower of cost or net realisable value. Cost is determined on weighted average method basis and comprise all cost of purchase, duties, taxes and all other costs incurred in bringing the inventory to their present location and condition.

2.11. Impairment of non-financial assets

The Company assesses at each balance sheet date whether there is any indication that an asset or cash generating unit (CGU) may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's or CGU's net selling price or its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognised in the statement of profit and loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

2.12. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Initial Recognition

The Company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets that are not at fair value through profit or loss are added to the fair value on initial recognition.

Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in two broad categories:- i] Financial assets at fair value and ii] Financial assets at amortised cost. Where assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss [i.e fair value through profit or loss], or recognised in other comprehensive income [i.e. fair value through other comprehensive income]. A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Derecognition

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

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Impairment of financial asset

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets with respect to Trade receivable and loans, the Company measures the loss allowance at an amount equal to lifetime expected credit loss.

Financial liabilities

Initial recognition

The company initially recognises borrowings, trade payables and related financial liabilities on the date on which they are originated.

All other financial instruments (including regular-way purchases and sales of financial assets) are recognised on the trade date, which is the date on which the company becomes a party to the contractual provisions of the instrument.

Non-derivative financial liabilities are initially recognised at fair value, net of transaction costs incurred.

Subsequent measurement

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention either to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

2.13. Leases

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the option to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

2.14. Segment reporting

The Company is having operations primarily in Solar and Engine segments. Segment revenue/income, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on a reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities"

2.15. Provisions and Contingencies

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events, it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of the obligation. These are reviewed at each balance sheet date and adjusted to reflect the current best estimate. Contingent liabilities are not provided for and are disclosed by way of notes unless the possibility of outflow of resources embodying economic benefits is remote

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost in the statement of profit and loss.

2.16. Revenue recognition

EPC Contract

Revenue from EPC contracts, where the outcome can be estimated reliably, is recognised under the percentage of completion method by reference to the stage of completion of the contract activity, hence revenue is recognized over the period of time. Determination of revenues under the percentage of completion method necessarily involves making estimates by the management.

Any variations in contract work, claims, incentive payments are included in the transaction price if it is highly probable that a significant reversal of revenue will not occur once associated uncertainties are resolved.

Sale of Goods

An entity shall recognise revenue when (or as) the entity satisfies a performance obligation by transferring a promised good or service (i.e. an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset.

Interest Income

Interest income is recognised in the Statement of Profit and Loss using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

2.17. Borrowing Cost

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

2.18. Earnings per equity share

Basic earnings per equity share is computed by dividing the net profit or loss attributable to the equity holders of the company divided by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit or loss attributable to the equity holders of the company divided by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed to have been converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period.

2.19. Cash Flow statement

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

2.20. Employee Benefits

Short Term Employment benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognized in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Post Employment Employee Benefits

Retirement benefits to employees comprise payments to government provident funds, gratuity fund and Employees State Insurance.

Defined Contribution Plans

The Company's contribution to defined contributions plans such as Provident Fund, Employee State Insurance are recognised in the Statement of Profit and Loss in the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective Funds.

Defined Benefit Plans

Gratuity liability is defined benefit obligation. The Company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation by an independent actuary, using the projected unit credit method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on Government securities as at the Balance Sheet date.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in Other Comprehensive Income. Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in Statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in Statement of Profit and Loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Actuarial gains/losses are recognized in the other comprehensive income.

2.21. Income Taxes

Current Tax

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

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

Minimum alternative tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay income tax higher than that computed under MAT, during the year that MAT is permitted to be set off under the Income Tax Act, 1961 (specified year). In the year, in which the MAT credit becomes eligible to be recognized as an asset the said asset is created by way of a credit to the Statement of profit and loss and shown as MAT credit entitlement.

The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay income tax higher than MAT during the specified year.

Deferred Tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. The income tax provision for the interim period is made based on the best estimate of the annual average tax rate expected to be applicable for the full financial year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

2.22. Assets Held for Sale

Non-current assets are classified as held for sale when their carrying amount will be recovered principally through a sale transaction rather than continuing use and a sale is highly probable.

Assets designated as held for sale are measured at the lower of carrying amount at designation and fair value less costs to sell.

2.23. Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

For cash and other liquid assets, the fair value is assumed to approximate to book value, given the short-term nature of these instruments. For those items with a stated maturity exceeding twelve months, fair value is calculated using a discounted cash flow methodology.

A fair value measurement of a non-financial asset considers a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the company has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Note No. 3 - Property, Plant and Equipment

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Property, plant and equipment (owned)	**16.33**	50.30
(b) Right of use assets	**67.11**	248.64
TOTAL	**83.44**	298.94

(₹ in Lakhs)

Description of Assets	Office Equipment	Computer	Plant & Machinery	Total PPE	ROU assets (Building)	ROU assets (Vehicle)	Total ROU assets	Total
I. Gross Carrying Amount								
Balance as at 1 April 2025	4.27	75.03	0.75	80.05	416.04	47.96	464.00	544.05
Additions	–		–	–		–	–	–
Deductions / adjustments	–	28.66	–	28.66		47.96	47.96	76.62
Balance as at 31 March 2026	**4.27**	**46.37**	**0.75**	**51.39**	**416.04**	**–**	**416.04**	**467.43**
II. Accumulated Depreciation								
Balance as at 1 April 2025	2.87	26.84	0.04	29.75	201.14	14.22	215.36	245.11
Depreciation expense for the year	0.71	14.91	0.15	15.77	147.79	2.38	150.17	165.94
Eliminated on disposal of assets				–			–	–
Eliminated on reclassification as held for sale				–			–	–
Impairment losses recognised in profit or loss				–			–	–
Reversals of impairment losses recognised in profit or loss				–			–	–
Deductions / adjustments	(0.01)	(10.45)	–	(10.45)	–	(16.60)	(16.60)	(27.05)
Balance as at 31 March 2026	**3.57**	**31.30**	**0.19**	**35.07**	**348.93**	**–**	**348.93**	**384.00**
III. Net carrying amount (I-II)								
Net carrying amount as at 31 March, 2026	**0.70**	**15.07**	**0.56**	**16.33**	**67.11**	**–**	**67.11**	**83.44**
I. Gross Carrying Amount								
Balance as at 1 April 2024	4.27	24.36	–	28.63	195.93	23.81	219.74	248.37
Additions	–	50.67	0.75	51.42	220.11	24.15	244.26	295.68
Deductions / adjustments	–	–	–			–		–
Balance as at 31 March 2025	**4.27**	**75.03**	**0.75**	**80.05**	**416.04**	**47.96**	**464.00**	**544.05**
II. Accumulated Depreciation								
Balance as at 1 April 2024	0.88	13.38	–	14.26	40.68	4.76	45.44	59.70
Depreciation expense for the year	1.99	13.46	0.04	15.49	160.46	9.46	169.92	185.41
Deductions / adjustments	–	–	–					–
Balance as at 31 March 2025	**2.87**	**26.84**	**0.04**	**29.75**	**201.14**	**14.22**	**215.36**	**245.11**
III. Net carrying amount (I-II)								
Net carrying amount as at 31 March, 2025	**1.40**	**48.19**	**0.71**	**50.30**	**214.90**	**33.74**	**248.64**	**298.94**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 3A - Depreciation and amortization expense

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Depreciation on Computer	**14.91**	13.46
Depreciation on Office equipment	**0.71**	1.99
Depreciation on Plant & Machinery	**0.15**	0.04
Depreciation on Right of use Assets (Note 29)	**150.17**	169.92
TOTAL	**165.94**	185.41

Note No. 4 - Investment

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Investment Measured at amortised cost		
Unquoted fully paid		
Investment in subsidiary company		
Investment in Equity shares of Resurgence Solarize Urja Private Limited	**1,221.00**	738.52
1,22,10,000 Equity Shares of Rs. 10 each (Previous Year: 73,85,200)		
Total	**1,221.00**	738.52
Aggregate value of Quoted Investments	–	–
Aggregate Market value of Quoted Investments	–	–
Aggregate book value of Unquoted Investments	**1,221.00**	738.52
Total	**1,221.00**	738.52

Note No. 4A - Investment

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Carried at fair value through profit & loss account		
Investments in Mutual Funds (Quoted)	**2,149.38**	2,912.05
Total	**2,149.38**	2,912.05

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Axis Liquid Fund - Regular Growth -Nil Units (PY 14229.306 Units)	**–**	406.95
Axis Overnight Fund - Regular Growth - 1,51,315.55 units (PY 186022.056 Units)	**2,149.38**	2,505.11
Total	**2,149.38**	2,912.05

Note No. 5 - Current Tax and Deferred Tax

(i) Current Tax Liabilities

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for Taxes (Net of advance tax and TDS)	**–**	–
Total	**–**	–

(ii) Current Tax Assets

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Advance tax (Net of Provision for Taxes)	**82.79**	387.47
Total	**82.79**	387.47

(iii) Income Tax recognised in profit or loss

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Current Tax:		
In respect of current year	**49.12**	98.80
In respect of previous year	**7.60**	–
Deferred Tax:		
In respect of current year	**(45.03)**	(84.36)
Total income tax expense recognised in profit and loss	**11.69**	14.44

(iv) Income tax recognised in other Comprehensive income

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Remeasurement of defined benefit obligations not reclassified to profit and loss	**(7.29)**	(0.64)
Total Income tax recognised in other Comprehensive income	**(7.29)**	(0.64)

(v) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

(₹ in Lakhs)

Particulars		As at 31 March 2026	As at 31 March 2025
i)	**Profit before tax**	**91.69**	647.94
ii)	Corporate tax rate as per Income tax Act, 1961	**25.17%**	25.17%
iii)	Tax on accounting profit (iii) = (i) X (ii)	**23.08**	163.07
iv)	Total effect of Tax adjustment	**23.08**	163.07
v)	Adjustments recognised in the current year in relation to the current tax of prior years	**7.60**	
vi)	Effect of loss carried forward not recognised as deferred tax		(152.81)
vii)	other items	**(18.98)**	4.18
viii)	**Tax expense recognised during the year (viii)=(iv)+(v)+(vi)+(vii)**	**11.70**	14.44

(vi) Movement in deferred tax balances as at 31 March 2026

(₹ in Lakhs)

Particulars	Opening Balance	Recognised in profit and Loss	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment and intangible assets: Impact of difference between written down value as per books of account and income tax	**(1.15)**	**(2.35)**	**–**	**(3.50)**
Mutual fund MTM	**(1.71)**	**0.61**		**(1.10)**
Tax effect of items constituting deferred tax assets				
Employee Benefits	**26.54**	**9.08**	**(7.29)**	**28.33**
Provisions	**193.92**	**38.18**	**–**	**232.10**
Other Items	**(2.39)**	**(0.50)**	**–**	**(2.89)**
Net deferred tax Assets	**215.21**	**45.02**	**(7.29)**	**252.94**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Movement in deferred tax balances as at 31 March 2025

(₹ in Lakhs)

Particulars	Opening Balance	Recognised in profit and Loss	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax liabilities	–	–	–	–
Tax effect of items constituting deferred tax assets				
Property, plant and equipment and intangible assets: Impact of difference between written down value as per books of account and income tax	**(0.25)**	**(0.90)**	**–**	**(1.15)**
Mutual Fund MTM	**–**	**(1.71)**	**–**	**(1.71)**
Tax effect of items constituting deferred tax assets				
Employee Benefits	**15.81**	**11.37**	**(0.64)**	**26.54**
Provisions	**114.17**	**79.75**	**–**	**193.92**
Other Items	**1.77**	**(4.16)**	**–**	**(2.39)**
Net deferred tax Assets	**131.50**	**84.36**	**(0.64)**	**215.21**

Note No. 6 - Inventories

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Project Inventory (Finished Goods)	**946.87**	2,020.02
Total	**946.87**	2,020.02

Project inventory consists of various materials including solar PV Modules and other related materials required to install Solar power generating system. Inventories are hypothecated as security for the working capital/ cash credit facilities.

Note No. 7 - Trade receivables

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Trade Receivables considered good - Secured	**–**	–
(b) Trade Receivables considered good - Unsecured*	**6,207.43**	16,604.95
(c) Trade Receivables which have significant increase in Credit Risk	**–**	–
(d) Trade Receivables - credit impaired	**72.67**	51.93
	6,280.11	16,656.88
Less:		
Allowance for Expected Credit Loss	**72.67**	51.93
Total	**6,207.43**	16,604.95

* Includes ₹ 69.17 lakhs (P.Y. - ₹ 329.88 lakhs) receivable from related parties

There are no trade receivables due from any director or any officer of the Company, either severally or jointly with any other person, or from any firms or private companies in which any director is a partner, a director or a member.

Trade Receivable Ageing Schedule as at 31 March 2026

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables — considered good	**1,748.32**	**949.94**	**874.53**	**2,070.74**	**563.90**	**–**	**6,207.43**
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(iii) Undisputed Trade Receivables — Credit Impaired	**–**	**–**	**–**	**8.48**	**0.17**	**64.02**	**72.67**
(iv) Disputed Trade Receivables — considered good	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(v) Disputed Trade Receivables — which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(vi) Disputed Trade Receivables — Credit Impaired	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Total	**1,748.32**	**949.94**	**874.53**	**2,079.22**	**564.07**	**64.02**	**6,280.10**

Trade Receivable Ageing Schedule as at 31 March 2025

(₹ in Lakhs)

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables — considered good	5,905.35	6,413.27	2,466.47	1,469.70	313.36	36.80	16,604.95
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	–	–	–	–	–	–	–
(iii) Undisputed Trade Receivables — Credit Impaired	–	–	–	5.52	46.41	–	51.93
(iv) Disputed Trade Receivables — considered good	–	–	–	–	–	–	–
(v) Disputed Trade Receivables — which have significant increase in credit risk	–	–	–	–	–	–	–
(vi) Disputed Trade Receivables — Credit Impaired	–	–	–	–	–	–	–
Total	**5,905.35**	**6,413.27**	**2,466.47**	**1,475.22**	**359.77**	**36.80**	**16,656.88**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 8 - Cash and cash equivalents

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks	**68.81**	34.70
Fixed Deposit with Maturity less than 3 months	**900.47**	2,027.59
Total Cash and Cash Equivalant	**969.28**	2,062.29

Note No. 9 - Other Financial Assets

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Security deposits	**32.07**	79.93
Interest receivable	**2.38**	2.30
Total	**34.45**	82.23

Note No. 10 - Other Current Assets

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Advances to employees	**16.47**	10.11
Advances to Suppliers	**60.27**	104.23
Prepaid Expenses	**3.48**	11.20
GST Input Credit	**409.79**	178.68
Others	**461.04**	1,573.61
Total	**951.05**	1,877.83

Note No. 11 - Equity Share Capital

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Authorised:		
Equity shares of Rs 10 each with voting rights 4,20,00,000 Equity shares of Rs 10 each (4,20,00,000 Equity shares of Rs 10 each)	**4,200.00**	4,200.00
	4,200.00	4,200.00
Issued Capital		
Equity shares of Rs. 10 each with voting rights 4,02,05,200 Equity shares of Rs 10 each (4,15,20,000 Equity shares of Rs 10 each)	**4,020.52**	4,152.00
Subscribed and Fully Paid up:		
Equity shares of Rs. 10 each with voting rights 4,02,05,200 Equity shares of Rs 10 each (3,53,85,200 Equity shares of Rs 10 each)	**4,020.52**	3,538.52
Total Equity Share Capital	**4,020.52**	3,538.52

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year:

(₹ in Lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of Shares	(Rs.)	No. of Shares	(Rs.)
At the beginning of the year	**3,53,85,200**	**3,538.52**	3,53,85,200	3,538.52
New Shares issued during the year	**48,20,000**	**482**	–	–
At the end of the year	**4,02,05,200**	**4,020.52**	**3,53,85,200**	**3,538.52**

(ii) Details of shares held by the holding company:

(₹ in Lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of Shares	(Rs.)	No. of Shares	(Rs.)
Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Private Limited)	**4,02,05,200**	**4,020.52**	3,53,85,200	3,538.52

(iii) Details of shares held by each shareholder holding more than 5% shares:

(₹ in Lakhs)

Class of shares / Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares held (In Lakhs)	% holding in that class of shares	Number of shares held (In Lakhs)	% holding in that class of shares
Equity shares with voting rights..				
Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Private Limited)	**4,02,05,200**	**100%**	3,53,85,200	100%

(iv) Disclosure with respect to Shareholding of Promoters

Sr No	Promoter name	Shares held by promoters at the end of year: No. of Shares	% of total shares	% Change during the year
1	Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Private Limited)	4,02,05,194	100	Nil
2	Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Private Limited), Jointly with Ms. Brijbala Batwal	1	0	Nil
3	Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Private Limited), Jointly with Mr. Narayan Shankar	1	0	Nil
4	Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Private Limited), Jointly with Mr. Feroze Baria	1	0	Nil
5	Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Private Limited), Jointly with Mr. Jignesh Parikh	1	0	Nil
6	Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Private Limited), Jointly with Mr. Sumeet Maheshwari	1	0	Nil
7	Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Private Limited), Jointly with Ms. Anita Halbe	1	0	Nil
	Total	**4,02,05,200**		

Note No. 12 - Other Equity

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Other Comprehensive Income		
Beginning of the year	**(6.76)**	(8.67)
Other comprehensive income (net of tax)	**21.68**	1.91
Closing Balance	**14.92**	(6.76)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Retained Earnings		
Beginning of the year	**238.70**	(394.80)
Profit /(Loss) for the year	**80.00**	633.50
Closing Balance	**318.70**	238.70
Total	**333.62**	231.94

Other Comprehensive Income
Other comprehensive income represents the remeasurements of the defined benefit gratuity plan; comprising of actuarial gains and losses on it's liabilities / assets net of taxes.

Retained Earnings
Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends distributions paid to shareholders and dividend distribution tax thereon.

Note No. 13 - Lease liabilities

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Non-Current		
Lease Liabilities (Note 29)	**–**	107.55
Total	**–**	107.55
Current		
Lease Liabilities (Note 29)	**78.95**	160.26
Total	**78.95**	160.26

Note No. 14 - Provisions

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Non-Current		
Provision for employee benefits-Leave Encashment	**16.45**	51.65
Provision for employee benefits-Gratuity (Note 28)	**48.13**	39.53
Total	**64.58**	**91.18**
Current		
Provision for employee benefits-Leave Encashment	**2.47**	14.29
Provision For Warranties (Note 14.1)	**849.47**	718.49
Total	**851.94**	**732.77**

Note No. 14.1 Movement in Warranty provision

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Opening Warranty provision	**718.49**	461.23
Additions during the year (Note 25)	**130.98**	257.26
Closing Provision	**849.47**	**718.49**

Note No. 15 - Borrowings

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Current		
(A) Secured		
Loans Payable on Demand from Bank*	**–**	–
(B) Unsecured		
From Related Parties**	**–**	7,500.00
Total	**–**	7,500.00

* First Pari Passu charge on entire current assets of the company present and future with the existing lenders or new lenders if any

* The quarterly returns/statements of current assets filed by the company with banks or financial institutions are in agreement with the books of accounts.

* The company has used the borrowings from banks and financials institutions for the specific purpose for which it was taken at the balance sheet date.

**The Company has unsecured short term Intercorporate deposit of Rs. Nil in Rs. Lakhs as at 31 March 2026 (31 March 2025 Unsecured Long term: Rs.7500 Lakhs) from related party Mahindra & Mahindra Limited carrying interest rate as T-Bill+175 Bps with maturity of 1 years from disbursement date.

Note No. 16 - Trade Payables

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
(A) Total outstanding dues of micro enterprises and small enterprises	**22.84**	203.32
(B) Total outstanding dues of creditors other than micro enterprises and small enterprises*	**7,395.58**	13,859.68
Total	**7,418.42**	**14,063.00**

* Includes ₹ 4501.50 lakhs (P.Y. - ₹ 5865.47 lakhs) payable to related parties

Trade Payable Ageing as at 31 March 2026

(₹ in Lakhs)

Particulars	Outstanding for following periods from date of invoice					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues						
(i) MSME	**–**	**22.84**	**–**	**–**	**–**	**22.84**
(ii) Others	**4,624.53**	**669.16**	**2,089.48**	**8.96**	**3.46**	**7,395.58**
Disputed dues						
(i) MSME	**–**	**–**	**–**	**–**	**–**	**–**
(ii) Others	**–**	**–**	**–**	**–**	**–**	**–**
Total	**4,624.53**	**692.00**	**2,089.48**	**8.96**	**3.46**	**7,418.42**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Trade Payable Ageing as at 31 March 2025

(₹ in Lakhs)

Particulars	Outstanding for following periods from date of invoice					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues						
(i) MSME		202.31	0.83	0.18	–	203.32
(ii) Others		13,842.82	12.96	3.90	–	13,859.68
Disputed dues						
(i) MSME	–	–	–	–	–	–
(ii) Others	–	–	–	–	–	–
Total	–	**14,045.13**	**13.79**	**4.08**	**–**	**14,063.00**

Note No. 17 - Other Financial Liability

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Security deposits	**26.00**	124.00
Salary payable	**1.54**	3.86
Interest payable	**33.79**	333.97
Total	**61.33**	461.83

Note No. 18 - Other current liabilities

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Advances received from customers	**6.32**	172.55
Statutory dues	**62.95**	139.91
Total	**69.27**	312.46

Note No. 19 - Revenue from operations

(₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Income from sale of Solar Power Generating Systems	**14,974.47**	40,789.34
Income from sale of products	**20,930.95**	14,251.93
Total	**35,905.42**	55,041.27

Note No. 19.1

A. Reconciliation of Contract Assets & Contract Liabilities:

(₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Contract Assets		
At the beginning of the year	**–**	–
Less: Billed during the year	**35,905.42**	55,041.27
Add: Revenue recognised during the year	**35,905.42**	55,041.27
At the end of the year	**–**	–
Contract Liability	**–**	–

B. Reconciliation of revenue as per Ind AS 115:

(₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue as per contracted prices	**35,905.42**	55,041.27
Less: Adjustment of revenue pertaining to Revenue from sale	**–**	–
Revenue from contract with customers	**35,905.42**	55,041.27

Note No. 20 - Other Income

(₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest on		
Fixed Deposit	**7.54**	32.63
Income Tax refund	**27.38**	11.41
Income on current investment	**78.13**	12.88
Business Support Service Charges	**53.93**	40.10
Scrap Sale	**–**	0.17
Other income	**16.48**	7.27
Total	**183.46**	104.46

Note No. 21 - Purchase of stock in trade

(₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Purchases	**33,234.86**	51,174.73
Total	**33,234.86**	51,174.73

Note No. 22 - Change in Inventories

(₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Opening stock of Materials	**2,020.02**	1,887.58
Less: Closing stock of Materials	**946.87**	2,020.02
Total	**1,073.15**	(132.44)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 23 - Employee benefit expense

(₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Salaries and wages, including bonus and Gratuity Expenses (Note 28)	**746.38**	1,439.92
Contribution to provident and other funds	**33.08**	52.86
Staff welfare expenses	**34.13**	23.14
Total	**813.59**	1,515.92

Note No. 24 - Finance Costs

(₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest expense	**195.12**	519.66
Interest on lease liabilities (Note 29)	**15.77**	27.04
Interest on MSME	**11.92**	13.76
Total	**222.81**	560.47

Note No. 25 - Other expenses

(₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Insurance	**8.73**	87.60
Rent, Rates and taxes	**78.05**	62.02
Auditors Remuneration (Note 25.1)	**4.25**	4.00
Repairs and maintenances	**0.01**	0.90
Advertisement	**57.05**	232.97
Travelling and Conveyance Expenses	**60.02**	160.89
Professional and legal expenses	**68.32**	187.72
Warranty expenses (Note 14.1)	**130.98**	257.26
IT Expense	**11.86**	50.70
Miscellaneous expenses	**67.56**	149.64
Total	**486.84**	1,193.70

Note No. 25.1 - Auditors Remuneration

(₹ in Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Statutory audit fees	**3.50**	3.00
Tax audit fees	**0.75**	0.65
Other services	**–**	0.12
Out of pocket expense	**–**	0.23
Total	**4.25**	4.00

Note No. 26 - Earnings per Share (Disclosures under Ind AS 33)

(₹ in Lakhs)
[except earning per share data]

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
For the purpose of calculation of basic and diluted earning per share the following amount are considered		
Profit attributable to equity share holder	**80.00**	633.50
Total	**80.00**	633.50
a] Weighted average no. of equity share outstanding during the year		
– For basic earning per share	**3,82,37,584**	3,53,85,200
– For diluted per share	**3,82,37,584**	3,53,85,200
b] Earning per share		
– Basic earning per share	**0.21**	1.79
– Diluted per share	**0.21**	1.79
– Face value per share [in Rs.]	**10.00**	10.00

Note No. 27 - Related Party Transactions

Relationships:	**Name:**
Ultimate Holding	Mahindra & Mahindra Limited
Parent Company	Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Private Limited)
Subsidiary Company	Resurgence Solarize Urja Private Limited
Fellow Subsidiaries	1. Bristlecone India Ltd. 2. Mahindra Susten Private Limited 3. Tech Mahindra Limited 4. Mahindra Integrated Business Solution Limited 5. Mahindra Teqo Private Limited 6. Mahindra Holidays & Resorts India Ltd. 7. Mahindra & Mahindra Financial Services Ltd. 8. Marvel Solren Private Limited 9. Mahindra Accelo Limited 10. Mahindra Steel Service Centre Limited 11. Mahindra World City (Jaipur) Limited 12. Mahindra Summit Agriscience Limited 13. Mahindra Logistics Limited
KMP	1. Sanjay Jain (Director, Upto 19th May 2025) 2. Ashish Saboo (Chief Financial Officer) 3. Parul Soni (CS upto 3rd December, 2025) 4. Dipu Pandey (CS w.e.f. 15th Oct, 2025)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Relationships:

Name:

5. Deepak Thakur (Additional Director from 19th May 2025 to 31st July 2025)
6. Hemant Sikka (Director, Upto 11th May 2025)
7. Isneh Singh Locher (Director, w.e.f. 13th Jan, 2026)
8. Anusha Kothandaraman (Director Upto 19th May 2025)
9. Isha Dalal (Director Upto 10th Nov 2025)
10. Rakesh Khaitan (director, w,e,f, 26th August, 2025)
11. Avinash Rao (Director, w.e.f. 15th Oct, 2025)
12. Bharat Dhumal (Manager w.e.f. 15th Oct, 2025)

Details of transaction between the Company and its related parties are disclosed below:

(₹ in Lakhs)

Particulars	For the year ended	Ultimate Holding Company	Parent Company	Subsidiary	Fellow Subsidiaries	KMP	Total
Nature of transactions with Related Parties							
Expenses							
Purchase of goods	31/03/2026	20,703.68	–	–	–	–	20,703.68
	31/03/2025	14,587.57	–	–	–	–	14,587.57
Interest expenses	31/03/2026	187.44	–	–	–	–	187.44
	31/03/2025	346.83	–	–	–	–	346.83
Reimbursement to related parties	31/03/2026	457.72	–		25.30	–	483.02
	31/03/2025	117.37	–	–	2.45	–	119.82
Purchase of services	31/03/2026	160.54	–	–	161.60	–	322.14
	31/03/2025	1,775.39	–	–	162.97	–	1,938.36
Managerial remuneration	31/03/2026	–	–	–	–	0.73	0.73
	31/03/2025	–	–	–	–	34.62	34.62
Income							
Sale of Goods and services	31/03/2026	1,491.18	–	–	–	–	1,491.18
	31/03/2025	346.43	–	3,145.05	32.04	–	3,523.52
Reimbursement from related parties	31/03/2026	71.24	–	–	–	–	71.24
	31/03/2025		–	56.64	0.84	–	57.48
Sale of Fixed Assets	31/03/2026	18.22	–	–	–	–	18.22
	31/03/2025		–	–	–	–	–
Services given	31/03/2026	–	–		374.32	–	374.32
	31/03/2025	–	–		14.60	–	14.60
Asset							
Investment in Equity Shares	31/03/2026	–	–	1,221.00	–	–	1,221.00
	31/03/2025	–	–	738.52	–	–	738.52
Trade receivable including reimbursement receivable	31/03/2026	69.17	–	–	–	–	69.17
	31/03/2025	238.17	–	56.64	35.07	–	329.88
Liability							
Trade payables	31/03/2026	4,459.20	–	–	42.30	–	4,501.50
	31/03/2025	5,840.24	–	–	25.23	–	5,865.47
Unsecured loan	31/03/2026	–		–	–	–	–
	31/03/2025	7,500.00		–	–	–	7,500.00
Equity Share Capital	31/03/2026	–	4,020.52	–	–	–	4,020.52
	31/03/2025	–	3,538.52	–	–	–	3,538.52
Transaction							
Loan received / (repaid)	31-03-2026	(7,500.00)	–	–	–	–	(7,500.00)
Loan received / (repaid)	31-03-2025	7,500.00	–	–	–	–	7,500.00

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 28 - Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund aggregating INR 61.83 lakhs (previous year Rs 52.86 Lakhs) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

(b) Defined Benefit Plans:

Gratuity

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of the defined benefit plan is calculated by estimating the amount of future benefit that employee has earned in exchange of their service in the current and prior periods and discounted back to the current valuation date to arrive at the present value of the defined benefit obligation. The defined benefit obligation is deducted from the fair value of plan assets, to arrive at the net asset / (liability), which need to be provided for in the books of accounts of the Company. As required by the Ind AS19, the discount rate used to arrive at the present value of the defined benefit obligations is based on the Indian government security yields prevailing as at the balance sheet date that have maturity date equivalent to the tenure of the obligation. The calculation is performed by a qualified actuary using the projected unit credit method. Remeasurements arising from defined benefit plans comprises of actuarial gains and losses on benefit obligations. The Company recognizes these items of remeasurements immediately in other comprehensive income and all the other expenses related to defined benefit plans as employee benefit expenses in their profit and loss account. When the benefits of the plan are changed, or when a plan is curtailed or settlement occurs, the portion of the changed benefit related to past service by employees, or the gain or loss on curtailment or settlement, is recognized immediately in the profit or loss account when the plan amendment or when a curtailment or settlement occurs.

NATURE OF BENEFITS

The Company operates a defined benefit final salary gratuity plan which is open to new entrants. The gratuity benefits payable to the employees are based on the employee's service and last drawn salary at the time of leaving. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Company.

GOVERNANCE OF THE PLAN

The Company is responsible for the overall governance of the plan. Since the plan is Funded, the governance of the plan is limited to employees being paid gratuity as per the terms of the plan.

INHERENT RISKS:

The plan is of a final salary defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, there is a risk for the Company that any adverse salary growth or demographic experience can result in an increase in cost of providing these benefits to employees in future. Since the benefits are lump sum in nature the plan is not subject to any longevity risks.

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

	31 March 2026	31 March 2025
Discount rate	**7.00%**	6.85%
Expected rate of salary increase	**9.00%**	9.00%

Defined benefit plans – as per actuarial valuation on 31st March, 2026

(₹ in Lakhs)

Particulars	**Funded Plan** Gratuity **2026**	**Funded Plan** Gratuity **2025**
Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
Opening of defined benefit obligation	**118.91**	85.93
Service Cost:		
Current Service Cost	**14.82**	15.08
Past service cost and (gains)/losses from settlements	**21.81**	
Interest on defined benefit obligation	**6.32**	5.67
Remeasurement on the net defined benefit liability		
Actuarial gains and loss arising form changes in financial assumptions	**(0.67)**	2.99
Actuarial gains and loss arising from changes in demographics	**–**	–
Actuarial gains and loss arising from experience adjustments	**(23.72)**	23.74
Benefits paid	**(74.31)**	(15.01)
Liabilities assumed/(settled)	**–**	0.51
Closing of defined benefit obligation	**63.16**	118.91
Net (Asset)/Liability recognised in the Balance Sheet		
1. Present value of funded defined benefit obligation as at 31 March	**63.16**	118.91
2. Fair value of plan assets as at 31 March	**15.04**	79.38
Net funded Obligation	**48.11**	39.53
Present value of unfunded defined benefit obligation as at 31 March		–
Net defined benefit liability / (asset) recognized in balance sheet	**48.11**	39.53
Current	**–**	–
Non current	**48.11**	39.53
Reconciliation of Net Liability/Asset		
Opening net defined benefit liability / (Asset)	**39.53**	25.08
Expense charged to profit & loss account	**37.58**	16.52
Amount recognized outside profit & loss account	**(28.97)**	(2.56)
Employer contributions	**(0.01)**	(0.01)
Impact of liability assumed or (settled)	**–**	0.51
Closing net defined benefit liability / (asset)	**48.13**	39.53
Movement in plan assets		
Opening fair Value of plan assets	**79.38**	60.86
Employers Contribution	**0**	0.01
Interest on plan assets	**5.39**	4.23
Remeasurements due to		
Actuarial return on plan assets less interest on plan assets	**4.58**	29.29
Benefits Paid	**(74.31)**	(15.01)
Closing fair value of plan assets	**15.04**	79.38
Movement of liability		
Opening net defined benefit liability / (asset)	**39.53**	25.08
Expense charged to profit & loss account	**37.58**	16.52
Amount recognized outside profit & loss account	**(28.97)**	(2.56)
Employer contributions	**(0.01)**	(0.01)
Impact of liability assumed or (settled)	**–**	0.51
Closing net defined benefit liability / (asset)	**48.13**	39.53

PROFIT & LOSS ACCOUNT EXPENSE

Particulars	**Year Ended** **2026**	**2025**
Current service cost	**14.82**	15.08
Past service cost	**21.82**	–
Administration expense	**–**	–
Interest on net defined benefit liability / (asset)	**0.93**	1.44
(Gains) / losses on settlement	**–**	–
Total expense charged to profit and loss account	**37.58**	16.52

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

AMOUNT RECORDED IN OTHER COMPREHENSIVE INCOME

Particulars	Year Ended	
	2026	**2025**
Opening amount recognized in OCI outside profit and loss account	**24.42**	26.98
Remeasurements during the period due to:		
Changes in financial assumptions	**(0.67)**	2.99
Changes in demographic assumptions	**–**	–
Experience adjustment	**(23.72)**	23.74
Actual return on plan assets less interest on plan assets	**(4.58)**	(29.29)
Adjustment to recognize the effect of asset ceiling	**–**	–
Closing amount recognized in OCI outside profit and loss account	**(4.55)**	24.42

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Basis Discount Rate:

Particulars	Year Ended	
	2026	**2025**
Defined benefit obligation on increase in 100 bps	**58.93**	110.68
Impact of increase in 100 bps on DBO	**-6.68%**	-6.92%
Defined benefit obligation on decrease in 100 bps	**67.88**	128.22
Impact of decrease in 100 bps on DBO	**7.49%**	7.84%

Basis Salary Escalation:

Particulars	Year Ended	
	2026	**2025**
Defined benefit obligation on increase in 100 bps	**66.11**	126.22
Impact of increase in 100 bps on DBO	**4.69%**	6.16%
Defined benefit obligation on decrease in 100 bps	**59.96**	111.94
Impact of decrease in 100 bps on DBO	**-5.06%**	-5.85%

Maturity profile of defined benefit obligation:

Particulars	2026	2025
Expected benefits for year 1	**5.52**	11.50
Expected benefits for year 2	**5.45**	9.91
Expected benefits for year 3	**5.44**	10.16
Expected benefits for year 4	**6.08**	9.86
Expected benefits for year 5	**5.41**	37.06
Expected benefits for year 6	**21.51**	8.14
Expected benefits for year 7	**4.17**	16.23
Expected benefits for year 8	**2.36**	5.99
Expected benefits for year 9	**16.68**	4.70
Expected benefits for year 10 and above	**40.60**	104.84

The weighted average duration of the defined benefit obligation as at 31 March 2026 is 7.06 years (31 March 2025 is 7.35 Years)

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Note No. 29 - Disclosures as per Ind AS 116 -Leases

A) The Company has lease contract for car, details of amount recognised in profit and loss:

(₹ in Lakhs)

Amounts recognised in profit and loss	31 March 2026	31 March 2025
Depreciation expense on right-of-use assets (Note 3A)	**150.17**	169.92
Interest expense on lease liabilities (Note 24)	**15.77**	27.04
Expense relating to short-term leases		56.99
Total	**165.94**	253.95

B) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

(₹ in Lakhs)

Maturity Analysis	31 March 2026	31 March 2025
- Less than 1 years	**78.95**	160.26
- 1 years - 3 years	**–**	107.55
- 3 years - 5 years	**–**	–
- 5 years and above	**–**	–

C) The total cash outflow for leases amount to Rs. 167.93 lakhs (Previous year Rs. 186.44 lakhs) during the year.

D) Below are the carrying amount of lease liabilities and the movement during the year:

(₹ in Lakhs)

Particulars	31 March 2026	31 March 2025
Opening	**267.81**	182.94
Additions / deletions (net)	**(36.71)**	244.27
Accretion of interest	**15.77**	27.04
Payments	**167.93**	186.44
Closing	**78.95**	267.81

E) Below is the breakup of Current and Non current lease liabilities:

(₹ in Lakhs)

Particulars	31 March 2026	31 March 2025
Current lease liabilities (Note 13)	**78.95**	160.26
Non current lease liabilities (Note 13)	**–**	107.55
Total	**78.95**	267.81

Note No. 30 - Key Ratios

Particulars	Numerator	Denominator	2025-26	2024-25	Variance	Reason for Variance
Current Ratio	Current Assets	Current Liabilities	1.34	1.12	-20%	Reduction in liabilities
Debt Equity Ratio	Borrowings	Shareholder's Equity	0.00	1.99	100%	Repayment of borrowings during the year
Debt Service Coverage ratio	Earnings before interest, taxes, depreciation and ammortisation	Interest & Principal Payment	2.46	2.68	8%	Due to reduction in profits during the year
Return on Equity Ratio	Profit after taxes	Average Shareholder's Equity	1.84%	17.00%	89%	Due to reduction in profits during the year
Inventory turnover ratio	Cost of goods sold	Average Inventory	23.13	26.12	11%	Decrease in cost of material consmed during the year

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Particulars	Numerator	Denominator	2025-26	2024-25	Variance	Reason for Variance
Trade receivables turnover ratio	Revenue from operations	Average Trade Receivable	0.32	0.23	-38%	Decrease in sales during the period
Trade payables turnover ratio	Purchases and other expenses	Average Trade Payables	0.32	0.22	-45%	Not applicable
Net Captial turnover ratio	Revenue from operations	Total Assets	2.78	2.02	-38%	Not applicable
Net Profit ratio	Profit after taxes	Revenue from operations	0%	1%	81%	Due to profits during the year
Return on capital employed	Earnings before interest and taxes	Average Shareholder's Equity + Borrowings + Lease liabilities	4.03%	16.00%	75%	Due to profit during the year

Note No. 31 - Fair Value Measurement

Fair Value of Financial assets and financial laibilities.

(₹ in Lakhs)

	31 March 2026		31 March 2025	
Particulars	**Carrying amount**	**Fair value**	**Carrying amount**	**Fair value**
Financial assets				
Financial assets carried at Amortised Cost				
Non Current Assets				
Investment	**1,221.00**	**1,221.00**	738.52	738.52
Current Assets				
Investments	**2,149.38**	**2,149.38**	2,912.05	2,912.05
Trade Receivables	**6,207.43**	**6,207.43**	16,604.95	16,604.95
Cash and cash equivalents	**969.28**	**969.28**	2,062.29	2,062.29
Other Financial Assets	**34.45**	**34.45**	82.23	82.23
Total Assets	**10,581.54**	**10,581.54**	22,400.04	22,400.04
Financial liabilities				
Financial liabilities held at amortised cost				
Non-current Liabilities				
– Lease Liabilities	**–**	**–**	107.55	107.55
Current				
– Borrowings	**–**	**–**	7,500.00	7,717.59
– Lease Liabilities	**78.95**	**78.95**	160.26	160.26
– Trade payables	**7,418.42**	**7,418.42**	14,063.00	14,063.00
– Other financial Liability	**61.33**	**61.33**	461.83	461.83
Total Liabilities	**7,558.71**	**7,558.71**	22,292.64	22,510.23

Note No. 31A - Fair Valuation techniques used to determine fair value

The Company maintains procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date

The following methods and assumptions were used to estimate the fair values:

The Company has not disclosed the Fair values of cash and cash equivalents, trade payables and other financial assets and liabilities because their carrying amounts are reasonable approximation of fair values.

The fair values of trade receivables and current loans are calculated based on expected credit loss method and discounted cash flow using a current lending rate respectively. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including credit risk. The fair values of non-current loan are approximate at their carrying amount due to interest bearing features of these instruments.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Fair values of quoted financial instruments are derived from quoted market prices in active markets.

The fair value of investments in unlisted equity shares is determined using a combination of direct sales comparison and income approach

The fair value of the remaining financial instruments is determined using discounted cash flow analysis and/or direct sales comparison approach.

Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation techniques:

Level 1 : Quoted prices / published NAV [unadjusted] in active markets for identical assets or liabilities. It includes fair value of financial instruments traded in active markets and are based on quoted market prices at the balance sheet date and financial instruments like mutual funds for which net assets value [NAV] is published by mutual fund operators at the balance sheet date.

Level 2 : Inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly [that is, as prices] or indirectly [that is, derived from prices]. It includes fair value of the financial instruments that are not traded in an active market [for example, over-the-counter derivatives] is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on the Company specific estimates. If all significant inputs required to fair value an instrument are observable then instrument is included in level 2.

Level 3 : Inputs for the asset or liability that are not based on observable market data [that is, unobservable inputs]. If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Cash and Cash Equivalents, Other Financial Assets, Long Term and Short Term Borrowings, Trade Payables and Other financial liabilities are shown at amortised cost. The following table provides hierarchy of the fair value measurement of Company's asset and liabilities, grouped into Level 1 [Quoted prices in active markets], Level 2 [Significant observable inputs] and Level 3 [Significant unobservable inputs] as described below:

(₹ in Lakhs)

	31 March 2026		
Particulars	**Level-1**	**Level-2**	**Level-3**
Financial assets measured at fair value			
Investments (fair value through profit & loss)	**2,149.38**	**–**	**–**
Financial assets measured at amortised cost			
Investment	**–**	**1,221.00**	**–**
Other Financial Assets	**–**	**–**	**34.45**
Total	**2,149.38**	**1,221.00**	**34.45**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(₹ in Lakhs)

31 March 2026

Particulars	Level-1	Level-2	Level-3
Financial liabilities measured at amortised cost			
– Lease Liabilities	–	–	78.95
– Borrowings	–	–	–
– Other financial Liability	–	–	61.33
Total	–	–	140.28

There were no transfers between level 1 and level 2 during the year

(₹ in Lakhs)

31 March 2025

Particulars	Level-1	Level-2	Level-3
Financial assets measured at fair value			
Investments (fair value through profit & loss)	2,912.05	–	–
Financial assets measured at amortised cost			
Investment	–	738.52	–
Other Financial Assets	–	–	82.23
Total	–	738.52	82.23
Financial liabilities measured at amortised cost			
– Lease Liabilities	–	–	267.81
– Borrowings	–	–	7,717.59
– Other financial Liability	–	–	461.83
Total	–	–	8,447.23

There were no transfers between level 1 and level 2 during the year.

Financial Risk Management - Objectives and Policies

The Company is exposed to market risk, credit risk and liquidity risk. Risk management is carried out by the company under policies approved by the board of directors. This Risk management plan defines how risks associated with the Company will be identified, analysed, and managed. It outlines how risk management activities will be performed, recorded, and monitored by the Company. The basic objective of risk management plan is to implement an integrated risk management approach to ensure all significant areas of risks are identified, understood and effectively managed, to promote a shared vision of risk management and encourage discussion on risks at all levels of the organization to provide a clear understanding of risk/benefit trade-offs, to deploy appropriate risk management methodologies and tools for use in identifying, assessing, managing and reporting on risks, and to determine the appropriate balance between cost and control of risk and deploy appropriate resources to manage/optimize key risks. Activities are developed to provide feedback to management and other interested parties [e.g. Audit committee, Board etc.]. The results of these activities ensure that risk management plan is effective in the long term.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise of three types of risk: foreign currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and investments. The sensitivity analysis is given relating to the position as at 31 March 2026 and 31 March 2025. The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations, provisions and on the non-financial assets and liabilities. The sensitivity of the relevant statement of profit and loss item is the effect of the assumed changes in the respective market risks. The Company's activities expose it to a variety of financial risks, including the effects of changes in foreign currency exchange rates and interest rates. This is based on the financial assets and financial liabilities held as at 31 March 2026 and 31 March 2025.

Foreign exchange risk and sensitivity

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities. The Company regularly reviews and evaluates exchange rate exposure arising from foreign currency transactions. There are no foreign currency receivables and payables outstanding as on 31 March 2026 and 31 March 2025.

Interest rate risk and sensitivity:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates

Commodity price risk:

The Company is exposed to the movement in price of key traded materials in domestic and international markets. The Company has entered into contracts for procurement of material. However the Company is not exposed to significant risk.

Equity price risk:

The Company has decided to fair value its equity instruments through Other Comprehensive Income and carry investment in controlled entities at cost. Therefore neither profit or loss nor equity will be affected by the equity price risk of those instruments. Accordingly, no sensitivity analysis is required.

Credit Risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities [primarily trade receivables] and from its financing activities, including deposits with banks, foreign exchange transactions and other financial instruments.

Liquidity Risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times, maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company relies on operating cash flows and short term borrowings in the form of working capital loan & Export Packing Credit to meet its needs for funds. Company does not breach any covenants on any of its borrowing facilities. The Company has access to a sufficient variety of sources of funding as per requirement.

Competition and price risk

The Company faces competition from local and foreign competitors. Nevertheless, it believes that it has competitive advantage in terms of high quality products and by continuously upgrading its expertise and range of products to meet the needs of its customers.

Note No. 32 - Capital Management

For the purpose of Company's capital management, capital includes issued capital, all other equity reserves and debts. The primary objective of the Company's capital management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using gearing ratio, which is net debt divided by total capital [equity plus net debt]. Net debt are noncurrent and current debts as reduced by cash and cash equivalents, other bank balances and current investments. Equity comprises all components including other comprehensive income.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Total Debt	**–**	7,500.00
Less: Cash and Cash Equivalent	**969.28**	2,062.29
Net Debt	**(969.28)**	5,437.71
Total Equity [Equity Share Capital plus Other Equity]	**4,354.14**	3,770.46
Total Capital [Total Equity plus net debt]	**3,384.85**	9,208.17
Gearing ratio	**NA**	0.41

Note No. 33 - Contingent Liabilities

(₹ in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Bank Guarantees	**3,650.59**	6,509.57

Note No. 34 - Sundry Creditors, Other Liabilities and Provisions

Disclosure of sundry creditors under current liabilities is based on the information available with the Company regarding the status of the suppliers as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" (the Act). Relevant disclosures as required under the Act are as follows:

(₹ in Lakhs)

Sr.	Particulars	As at 31 March 2026	As at 31 March 2025
a)	i) Principal amount remaining unpaid to supplier under the MSMED Act 2006	**22.84**	203.32
	ii) Interest on a) (i) above	**1.68**	1.35
b)	i) Amount of Principal paid beyond the appointed Date	**777.26**	643.33
	ii) Amount of interest paid beyond the appointed date (as per Section 16 of the said Act)	**–**	–
c)	Amount of Interest due and payable for the year of delay in making payment, but without adding the interest specified under section 16 of the said Act	**10.24**	12.42
d)	Amount of Interest accrued and due	**11.92**	13.77
e)	Amount of further interest remaining due and payable Even in succeeding years	**33.74**	21.82

Note No. 35 - Segment Reporting

A. Product and services from which reportable segments derive their revenue

Information reported to the Chief Operating Decision Maker (CODM) for the purpose of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided.

Specifically, the Company reportable segments under IND AS 108 are as follows:
1) Solar
2) Engines

The Company is in the business of renewable energy solutions, solar business comprises of supply and supply/installation of solar power generating units. Engine business comprises of engines and ancillary supplies.

B. Segment revenue and results

The following is an analysis of the Company's revenue and results

(₹ in Lakhs)

Particulars	Solar		Engine		Total	
	For year ended 31 March 2026	For year ended 31 March 2025	For year ended 31 March 2026	For year ended 31 March 2025	For year ended 31 March 2026	For year ended 31 March 2025
Revenue from Operations	**14,986.70**	40,789.34	**20,918.71**	14,251.93	**35,905.42**	55,041.27
Other income	**53.93**	40.10	**–**	–	**53.93**	40.10
Segment Expenses	**14,555.34**	38,875.50	**20,539.28**	14,022.56	**35,094.62**	52,898.06
Segment result	**485.29**	1,953.94	**379.44**	229.37	**864.73**	2,183.31
Less : Unallocated Expense (net of unallocated income)	**–**	–	**–**	–	**550.23**	974.90
Less : Finance cost	**–**	–	**–**	–	**222.81**	560.47
Profit before tax	**–**	–	**–**	–	**91.69**	647.94
Income taxes	**–**	–	**–**	–	**11.69**	14.44
Profit after tax	**–**	–	**–**	–	**80.00**	633.50

Segment revenue reported above represents revenue generated from external customers There were no intersegment sales.

Segment result represents the profit before interest and tax without allocation of corporate income and expenses.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

C. Segment assets and liabilities

(₹ in Lakhs)

Particulars	Solar		Engine		Total	
	Year ended 31 March 2026	Year ended 31 March 2025	Year ended 31 March 2026	Year ended 31 March 2025	Year ended 31 March 2026	Year ended 31 March 2025
Segment assets	**5,080.76**	17,964.89	**2,640.27**	2,636.88	**7,721.03**	20,601.77
Unallocable corporate assets	**–**	–	**–**	–	**5,177.60**	6,597.74
Total assets	**5,080.76**	17,964.89	**2,640.27**	2,636.88	**12,898.63**	27,199.51
Segment liabilities	**3,841.01**	10,490.79	**4,513.72**	4,855.09	**8,354.72**	15,345.88
Unallocable corporate liabilities	**–**	–	**–**	–	**189.77**	8,083.20
Total liabilities	**3,841.01**	10,490.79	**4,513.72**	4,855.09	**8,544.49**	23,429.08

Revenue from type of products and services

The operating segments are primarily based on nature of products and services and hence the Revenue from external customers of each segment is representative of revenue based on products and services.

Note No. 36 - Additional Regulatory Information

36.1 Undisclosed income

There are no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

36.2 There are no Loans or advances in the nature of loans are granted to promoters, Directors, Key Managerial Personnel and Related Parties that are repayable on demand or without specifying any term or period of repayment.

36.3 Details of Benami Property held

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

36.4 Registration of Charges or Satisfaction with Registrar of Companies (ROC)

All charges or satisfaction are registered with ROC within the statutory period for the financial year ended 31 March 2026 and 31 March 2025. No Charge or satisfactions are yet to be registered with ROC beyond the Statutory period.

36.5 Compliance with number of layers of companies

The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 for the financial years ended 31 March 2026 and 31 March 2025.

36.6 Details of Crypto Currency or Virtual Currency

The Company has not traded or invested in Crypto currency or Virtual currency during the financial year ended 31 March 2026 and 31 March 2025.

36.7 Borrowings from banks or financial institutions on the basis of security of current assets

Monthly statements of current assets filed by the Company with banks or financial institutions are in agreement with the books of accounts.

36.8 Wilful Defaulter

The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender, as the Company had no borrowings during the financial year ended 31 March 2026 and 31 March 2025.

36.9 Fraud Reporting

The company has not reported any fraud during the year ended 31 March 2026 and 31 March 2025.

36.10 Relationship with Struck off companies

The Company has no transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

36.11 Compliance with approved Scheme(s) of Arrangements

No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

36.12 CSR Expenses

The Provision of Section 135 of the Companies Act, 2013 are applicable to the Company as on reporting date whereas the minimum spend required is nil as per calculation under section 135 of companies act, 2013.

Note No. 37 - The figures for previous year have been regrouped, reclassified and rearranged wherever necessary to make them comparable with that of current year's figures.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 38 - Details of Investments made / Inter corporate Deposits / Loans given or received during the year

A. Details of Investment received from Funding Parties:

Name of Company	Date of Transaction	Nature of Transaction	Amount (Rs. In Lakhs)
Mahindra Sustainable Energy Private Limited	8/28/2025	Issuance of equity share capital	482.00

B. Details of further investment made by intermediaries to ultimate beneficiary

Name of Company	Date of Transaction	Nature of Transaction	Amount (Rs. In Lakhs)
Resurgence Solarize Urja Private Limited	8/29/2025	Subscription of equity share capital	482.48

C. Details of each funding party / ultimate beneficiary

Name of Company	Relationship as per Co. Act, 2013	Registered Address	Identification No. (CIN)
Mahindra Sustainable Energy Private Limited	Holding Company	Mahindra Towers, G. M. Bhosale Marg, P. K Kurne Chowk, Worli, Mumbai, Mumbai City, Maharashtra, 400018, India	U40100MH2017PTC296621
Resurgence Solarize Urja Private Limited	Subsidiary Company	Mahindra Tower, Pandurang Budhkar Marg, Nr. Doordarshan Kendra, Worli, Mumbai - 400 018	U40106MH2022PTC389552

Signature to Notes on Accounts
For Mukund M. Chitale & Co.
Chartered Accountants
Firm Registration No.: 106655W

S. M. Chitale
Partner
Membership No. 111383

Place: Mumbai
Date: April 15, 2026

For and on behalf of the Board of Directors
Mahindra Solarize Private Limited

Avinash Rao
Director
DIN: 08249182

Rakesh Khaitan
Director
DIN: 09671089

Ashish Saboo
Chief Financial Officer

Ms Dipu Pandey
Company Secretary
Mem. No. : A78018

Bharat Dhumal
Manager

Place: Mumbai
Date: April 15, 2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF RESURGENCE SOLARIZE URJA PRIVATE LIMITED

Report on the Audit of Ind AS Financial Statements

1. Opinion

We have audited the accompanying Ind AS financial statements of Resurgence Solarize Urja Private Limited ("the Company"), which comprise the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and a summary of material accounting policies and other explanatory information (hereinafter referred to as 'Ind AS financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended of the state of affairs of the Company as at March 31, 2026, its profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

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

3. Other Information (Information other than the Ind AS financial statements and Auditor's report thereon)

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Management Discussion and Analysis, Directors Report, but does not include the Ind AS financial statements and our auditor's report thereon. These reports are expected to be made available to us after the date of our auditor's report.

Our opinion on the Ind AS financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained during the course of our audit, or otherwise appears to be materially misstated.

When we read the other information included in the above reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and determine the actions under the applicable laws and regulations.

4. Management's responsibility for the Ind AS financial statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS accounting Standards specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

5. Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS financial statements.

As part of an audit in accordance with Standards on auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

i. Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

ii. Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial control with reference to Ind AS financial statements in place and the operating effectiveness of such controls.

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

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

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

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

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

6. Report on Other Legal and Regulatory Requirements

(i) As required by the Companies (Auditor's report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

(ii) As required by section 143 (3) of the Act, based on our audit we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the Ind AS financial statements.

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

c) The Balance Sheet, Statement of Profit and Loss including Other comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid Ind AS financial statements comply with the Ind AS specified under section 133 of the Act read with rule 3 of Companies (Indian Accounting Standards) Rules 2015, as amended.

e) On the basis of written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in terms of section 164 (2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to Ind AS financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B" to this report.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the provisions of said section are not applicable to the Company for the year ended March 31, 2026;

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

i. The Company does not have any pending litigations which would have an impact on its financial position;

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

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. No dividend has been declared or paid during the year by the company in compliance with section 123 of the Companies Act, 2013.

vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.

Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail been preserved by the Company as per the statutory requirements for the record retention.

For Mukund M. Chitale & Co.
Chartered Accountants
Firm Regn. No. 106655W

(S. M. Chitale)
Partner
M. No. 111383
UDIN: 26111383FZXQLI7845

Place: Mumbai
Date: April 15, 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

Annexure A to the Independent Auditor's Report of even date on the Ind AS financial statements of Resurgence Solarize Urja Private Limited on the matters specified in paragraphs 3 and 4 of the Companies (Auditor's Report) Order, 2020.

Referred to in paragraph [6(i)] under Report on Other Legal and Regulatory Requirements of our report of even date

(i) (a) (A) As per the information and explanations given to us and the records of the Company examined by us, the company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipments.

(B) According to the information and explanations given to us and the records of the Company examined by us, the Company does not have any Intangible assets and accordingly, reporting under Clause 3 (i) (a) (B) is not applicable.

(b) As per the information and explanations given to us and the records of the Company examined by us, the Property, Plant and Equipments have been physically verified by the management at regular intervals. As per the information and explanations given to us and the records of the Company examined by us, there were no material discrepancies noticed on such verification.

(c) According to information and explanations given to us, the title deeds of all the immovable properties (other than those where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

(d) According to information and explanations given to us, the company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) during the year.

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

(ii) (a) As per the information and explanations given to us, the company does not have any inventory during the year. hence, reporting under Clause 3(ii)(a) of the order is not applicable.

(b) Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Hence, reporting under this Clause 3(ii)(b) is not applicable.

(iii) (a) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not provided loans or advances and guarantees or security to subsidiaries, joint ventures and associates, hence reporting under clause 3(iii)(a)(A and B) of the Order are not applicable to the Company.

(b) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the company has not made any investment and provided guarantees prejudicial to the company's interest, hence reporting under clause 3(iii)(b) of the Order is not applicable to the Company.

(c) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order is not applicable to the Company.

(iv) In our opinion and according to the information and explanations provided to us, the Company has not given any loans and neither made any investments nor provided any guarantees and security as specified in Section 185 and 186 of the Companies Act, 2013 and accordingly provisions of clause (iv) of Order are not applicable.

(v) As informed, the Company has not accepted any deposits during the year from public within the meaning of the directives issued by Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules framed thereunder and thus the provisions of Clause 3(v) of the Order are not applicable.

(vi) According to the information and explanations given to us by the management and in our opinion, the Central Government has not specified the maintenance of cost records under Section 148(1) of the Act, for the services provided by the Company. Accordingly, reporting under clause 3(vi) of the Order is not applicable.

(vii) a) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Income Tax, Goods and Service Tax, Cess. There were no undisputed amounts of statutory dues including Income Tax, Goods and Service Tax, Cess which were due for more than six months from the date they become payable as at the year end.

b) According to the records examined by us and as per the information and explanations given to us, there are no statutory dues outstanding as at March 31, 2026 which have not been deposited on account of disputes.

(viii) According to the information and explanations given to us, and on the basis of our verification of records of the Company, there are no transactions which are not recorded

in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) a) According to the information and explanations given to us by the management and in our opinion, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

b) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not been declared wilful defaulter by any bank or financial institution or other lender.

c) The Company has not taken any term loan, hence reporting under clause ix (c) of the order is not applicable.

d) According to the information and explanations given to us by the management and in our opinion, the Company has not raised any funds on short term basis during the year. Accordingly, reporting under clause 3(ix) (d) of the Order is not applicable.

e) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligation of its subsidiary, associates or joint ventures, hence reporting under clause ix (e) of the order is not applicable to the Company.

f) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, hence reporting under clause ix (f) of the order is not applicable to the Company.

(x) (a) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not raised any money by way of initial public offer, further public offer (including debt instruments) during the year, hence reporting under clause (x) (a) of order is not applicable.

(b) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the company has not made any preferential allotment of shares during the year and thus the provisions of this Clause are not applicable.

(xi) (a) Based on the audit procedure performed for the purpose of reporting the true and fair view of the Ind AS financial statements and according to the information and explanation given by the management, we report that no fraud by the company and no material fraud on the company has been noticed or reported during the year.

(b) No report under sub section (12) of section 143 of the Companies Act has been filed in the form of ADT-4 as prescribed under rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the central government during the year and up to the date of this audit report.

(c) According to the information and explanations given to us, and on the basis of our verification of records of the Company, there were no whistle blower complaints received by the company during the year and up to the date of this report.

(xii) In our opinion and according to the information and explanation given to us, the Company is not a nidhi Company. Accordingly, provision of clause 3 (xii) (a) to (c) of the order is not applicable.

(xiii) According to the information and explanation given to us and based on our verification of the records of the Company and on the basis of review and approvals by the Board of Directors, the transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and the details have been disclosed in the Ind AS financial statements as required by applicable accounting standard.

(xiv) According to the information and explanations given by the management, the provisions of Section 138 of the Act relating to Internal Audit is not applicable to the Company and accordingly, reporting under clause 3(xiv)(a) and 3(xiv) (b) of the Order is not applicable for the year.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or person connected with them. Accordingly, paragraph 3 (xv) of the Order is not applicable.

(xvi) (a) According to the information and explanations given to us, the provisions of section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company and hence reporting under clause 3 (xvi)(a) is not applicable to the Company.

(b) According to the information and explanations given by the management and in our opinion, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, reporting under clause 3 (xvi) (b) of the Order is not applicable.

(c) According to the information and explanations given by the management and in our opinion, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India and hence reporting under clause 3 (xvi)(c) is not applicable to the Company.

(d) According to the information and explanation given to us by the management, the Group has five CIC as part of the group.

(xvii) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not incurred cash losses during the current financial year. However, it had incurred cash losses of Rs. 7,48,619/- in the previous financial year.

(xviii) There has been no resignation of the Statutory Auditors of the Company during the year.

(xix) According to the information and explanation given to us and on the basis of financial the ratios, aging and expected dates of realisation of financial assets and payment to financial liabilities, other information accompanying the Ind AS financial statements, our knowledge of the board of directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention which causes us to believe that any material uncertainty exists as on the date of the audit report that the company is not capable of meeting its liabilities existing as at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

(xx) The Provision of Section 135 of the Companies Act, 2013 are not applicable. hence, reporting under clause (xx) (a) and (b) not applicable to the Company as on reporting date.

For Mukund M. Chitale & Co.
Chartered Accountants
Firm Regn. No. 106655W

(S. M. Chitale)
Partner
M. No. 111383
UDIN: 26111383FZXQLI7845

Place: Mumbai
Date: April 15, 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

Annexure B to the Independent Auditor's Report of even date on the Ind AS financial statements of Resurgence Solarize Urja Private Limited

Referred to in paragraph [6(ii)(f)] under Report on Other Legal and Regulatory Requirements of our report of even date

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

1. We have audited the internal financial controls with reference to Ind AS Financial Statements of Resurgence Solarize Urja Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

   We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to Ind AS Financial Statements.

Meaning of Internal Financial Controls with reference to Ind AS Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Ind AS Financial Statements

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

Opinion

6. In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to Ind AS Financial Statements and such internal financial controls with reference to Ind AS Financial Statements were operating effectively as at March 31, 2026, based on the internal control with reference to Ind AS Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over financial reporting issued by the Institute of Chartered Accountants of India.

For Mukund M. Chitale & Co.
Chartered Accountants
Firm Regn. No. 106655W

(S. M. Chitale)
Partner
M. No. 111383
UDIN: 26111383FZXQLI7845

Place: Mumbai
Date: April 15, 2026

BALANCE SHEET AS AT 31 MARCH 2026

(Amount in Rs. Thousands)

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I ASSETS			
1 NON-CURRENT ASSETS			
(a) Property, plant and equipment	3	**38,603.26**	35,820.78
(b) Capital Work-in-Progress	4	**–**	4,27,594.12
(c) Financial Assets			
(i) Other Financial Assets	5	**10.00**	10,010.00
TOTAL NON-CURRENT ASSETS		**38,613.26**	4,73,424.90
2 CURRENT ASSETS			
(a) Inventories			
(a) Financial Assets			
(i) Cash and Cash Equivalents	6	**1,51,262.90**	17,324.14
(ii) Trade Receivables	7	**2,275.36**	–
(iii) Other Financial Assets	5	**72.95**	–
(b) Current Tax Assets (Net)	8	**–**	–
(c) Other Current Assets	9	**–**	22.36
Total Current Assets		**1,53,611.21**	17,346.50
TOTAL ASSETS		**1,92,224.47**	4,90,771.40
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share capital	10	**1,65,000.00**	99,800.00
(b) Other Equity	11	**(819.50)**	(3,261.40)
Total Equity		**1,64,180.50**	96,538.60
2 LIABILITIES			
NON-CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	12	**–**	3,70,000.00
TOTAL NON-CURRENT LIABILITES		**–**	3,70,000.00
CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Trade Payables:	13		
- Total outstanding dues to Micro, Small and Medium Enterprises		**–**	–
- Total outstanding dues to creditors other than Micro, Small and Medium Enterprises		**2,693.82**	1,100.00
(ii) Other Financial Liabilities	14	**–**	22,391.76
(b) Other Current Liabilities	15	**25,086.61**	741.04
(c) Current Tax Liabilities (Net)	8	**263.54**	–
Total Current Liabilities		**28,043.97**	24,232.79
Total Equity and Liabilities		**1,92,224.47**	4,90,771.40

The accompanying notes 1 to 31 are an integral part of the Financial Statements

As per our Report of even date
For Mukund M. Chitale & Co.
Chartered Accountants
Firm reg. No: 106655W

S. M. Chitale
Partner
Membership No. 111383

Place: Mumbai
Date: 15 April 2026

For and on behalf of the Board of Directors of
Resurgence Solarize Urja Private Limited

Avinash Rao
Director
DIN: 08249182

Pramod Kalyanshetti
Director
DIN: 10855393

Ashish Saboo
Chief Financial Officer

Dipu Pandey
Company Secretary
Mem. No.: A78018

Bharat Dhumal
Manager

Place: Mumbai
Date: 15 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(Amount in Rs. Thousands)

Particulars	Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
I Revenue from operations	16	35,089.22	–
II Other Income	17	20,834.08	–
III Total Income (I + II)		55,923.30	–
IV EXPENSES			
Cost of materials consumed		–	–
Purchase of stock in trade		–	–
Changes in inventories of finished goods, stock in trade and work in progress		–	–
Employee benefit expense		–	–
Finance costs	18	18,093.88	–
Depreciation and amortization expense	3	13,253.98	–
Other expenses	19	21,312.27	748.62
Total Expenses		52,660.13	748.62
V Profit/(Loss) before tax (III - IV)		3,263.17	(748.62)
VI Tax Expense	8		
(1) Current tax		821.27	–
(2) Deferred tax		–	–
Total tax expense		821.27	–
VII Profit/(Loss) for the period (V-VI)		2,441.90	(748.62)
VIII Other comprehensive income			
(i) Items that will not be reclassified to profit or loss		–	–
(ii) Income tax relating to items specified in (i)		–	–
IX Total Comprehensive Income for the year / period (VII+VIII) (Comprising Profit (Loss) and Other Comprehensive Income for the year/period)		2,441.90	(748.62)
X Earnings per equity share (for continuing operation):			
(1) Basic	20	0.18	(0.08)
(2) Diluted	20	0.18	(0.08)

The accompanying notes 1 to 31 are an integral part of the Financial Statements

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Bharat Dhumal
Manager

Place: Mumbai
Date: 15 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(Amount in Rs. Thousands)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
Profit /(Loss) after tax for the year	**2,441.90**	(748.62)
Adjustments for:		
Finance costs recognised in Profit or Loss	**18,093.88**	–
Depreciation expense recognised in Profit or Loss	**13,253.98**	–
Profit on Sale of Fixed Assets	**(20,438.70)**	–
Interest on Fixed Deposit	**(226.54)**	–
Deposit written off	**10,000.00**	
Cash flow from operating activities before working capital changes	**23,124.52**	(748.62)
Movements in working capital:		
(Increase)/Decrease in trade receivables	**(2,275.36)**	–
(Increase)/Decrease in other current assets	**35.30**	31,367.22
(Increase)/Decrease in other current financial assets	**(72.95)**	–
(Increase)/Decrease in non-current Financial Assets	**–**	–
(Decrease)/Increase in trade payables	**1,593.82**	1,068.50
(Decrease)/Increase in other financial liabilities	**(5,664.40)**	(5,700.60)
(Decrease)/increase in other current liabilities	**24,609.12**	741.03
Cash generated from operations	**41,350.05**	26,727.53
Income taxes paid	**–**	–
Net cash used in operating activities	**41,350.05**	26,727.53
Cash flows from investing activities		
Payments for property, plant and equipment	**(43,384.99)**	(3,77,648.01)
Proceeds from sale of property, plant and equipment	**4,83,100.00**	
Net cash used in investing activities	**4,39,715.01**	(3,77,648.01)
Cash flows from financing activities		
Cash Flow from issue of Equity Share	**65,200.00**	–
Proceed from borrowings	**–**	3,70,000.00
Repayment of Borrowings	**(3,70,000.00)**	
Interest paid	**(42,539.89)**	(1,858.58)
Interest Received	**213.59**	–
Net cash from financing activities	**(3,47,126.30)**	3,68,141.42
Net increase/(decrease) in cash and cash equivalents	**1,33,938.76**	17,220.94
Cash and cash equivalents at the beginning of the year	**17,324.14**	103.20
Cash and cash equivalents at the end of the year	**1,51,262.90**	17,324.14

The accompanying notes 1 to 31 are an integral part of the Financial Statements

As per our Report of even date
For Mukund M. Chitale & Co.
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S. M. Chitale
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Bharat Dhumal
Manager

Place: Mumbai
Date: 15 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 31 MARCH 2026

A. Equity Share Capital

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
Issued, Subscribed And Paid Up Capital		
Balance as at the beginning of the year	**99,800.00**	99,800.00
Changes in equity share capital during the year	**65,200.00**	–
Balance as at the end of the year	**1,65,000.00**	99,800.00

B. Other Equity

(Amount in Rs. Thousands)

Particulars	Retained Earnings	Total
Balance as at 01 April 2025	**(3,261.40)**	**(3,261.40)**
Profit / (Loss) for the year	2,441.90	2,441.90
Balance as at 31 March 2026	**(819.50)**	**(819.49)**
Balance as at 01 April 2024	**(2,512.78)**	**(2,512.78)**
Profit / (Loss) for the year	(748.62)	(748.62)
Balance as at 31 March 2025	**(3,261.40)**	**(3,261.40)**

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S. M. Chitale
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Mem. No.: A78018

Bharat Dhumal
Manager

Place: Mumbai
Date: 15 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Company Overview and Material Accounting Policies and Information

1. Company Overview

Resurgence Solarize Urja Private Limited (the 'company') is domiciled in India and is a subsidiary of Mahindra Solarize Private Limited. The Company has been incorporated under the provisions of the Companies Act, 2013 on August 29, 2022.

The Company is engaged in the business of providing services in the areas of Engineering, Procurement and Construction of power plants in renewable energy, operations and maintenance, analytics, energy management services, sale of power and sale of solar water pump.

2. Material Accounting Policies and Information

2.1 Basis of Preparation of financial statements

The Company's financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs under sections 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules 2017.

The financial statements of the Company for the year ended 31 March 2026 were approved for issue in accordance with the resolution of the Board of Directors on 15 April 2026.

2.2 Basis of accounting

The Company maintains its accounts on accrual basis following the historical cost convention, except for certain financial instruments that are measured at fair values in accordance with Ind AS. Further, the guidance notes/ announcements issued by the Institute of Chartered Accountants of India (ICAI) are also considered, wherever applicable except to the extent where compliance with other statutory promulgations override the same requiring a different treatment.

2.3 Presentation of Financial Statements

The Balance Sheet, Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in equity are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 ("the Act"). The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Accounting Standards.

2.4 Current / Non-Current classification

An asset or liability is classified as 'current' when it satisfies any of the following criteria:

(i) it is expected to be realized or settled, or is intended for sale or consumption in, the company's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is expected to be realized or settled within twelve months from the reporting date; or

(iv) an asset is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for atleast twelve months from the reporting date

(v) in case of liability, the company does not have an unconditional right to defer settlement of the liability for atleast twelve months from the reporting date.

All other assets and liabilities are classified as non-current.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out above which are in accordance with Schedule III to the Act.

Operating Cycle

Based on the nature of products and services of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

2.5 Use of estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of material accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

This note provides an overview of the areas that involved a higher degree of judgement or complexity and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in the relevant note.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

A. Judgements in applying material accounting policies

The judgements, apart from those involving estimations (see note below) that the Company has made in the process of applying its material accounting policies and that have a significant effect on the amounts recognised in these financial statements pertain to useful life of assets. The Company is required to determine whether its intangible assets have indefinite or finite life which is a subject matter of judgement.

B. Key source of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

a) Property, Plant and Equipment

Determination of the estimated useful lives of Property, Plant and Equipment (PPE) and the assessment as to which components of the cost may be capitalized. Useful lives of items of PPE are based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support.

b) Recognition and measurement of defined benefit obligations

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and vested future benefits and life expectancy. The discount rate is determined based on the prevailing market yields of Indian Government Securities as at the Balance Sheet Date for the estimated term of the obligations.

c) Recognition of deferred tax assets

A deferred tax asset is recognised for all the deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised.

d) Recognition and measurement of other provision

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may therefore vary from the figure included in other provisions.

e) Discounting of long-term financial instruments

All financial instruments are required to be measured at fair value on initial recognition. In case of financial instruments which are required to be subsequently measured at amortised cost, interest is accrued using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

2.6 Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest thousands, unless otherwise indicated.

2.7 Property, plant and equipment and Depreciation

Property, Plant and Equipment is recognized when it is possible that future economic benefits associated with the item will flow to the Company and the cost can be measured reliably.

Items of property, plant and equipment are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the company. Advance given towards acquisition of Property, Plant and Equipment outstanding at the reporting date are disclosed as capital advances under Non-Current Assets.

Property, Plant and Equipment is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition is recognized in the Statement of Profit and Loss in the same period.

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives using the straight-line method and is generally recognised in the statement of profit and loss. Assets acquired under finance leases are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the company will obtain ownership by the end of the lease term. Freehold land is not depreciated.

Depreciation on additions (disposals) is provided on a pro-rata basis i.e. from (upto) the date on which asset is ready for use (disposed of).

2.8 Intangible Assets

Intangible assets that the Company controls and from which it expects future economic benefits are capitalised upon acquisition at cost comprising the purchase price and directly attributable costs to prepare the assets for its intended use.

Intangible Assets is derecognized upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition is recognized in the Statement of Profit and Loss in the same period.

Intangible assets that have finite lives are amortised over their useful lives by the straight-line method.

2.9 Investments in Subsidiaries, Associates and Joint ventures

Investments in Subsidiaries, Associates and Joint Ventures are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount.

On disposal of investments in subsidiaries, associates and joint venture, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

2.10. Inventories

Construction material, components, stores and spares are valued at lower of cost or net realisable value. Cost is determined on first in first out basis and comprise all cost of purchase, duties, taxes and all other costs incurred in bringing the inventory to their present location and condition.

2.11. Impairment of non-financial assets

The Company assesses at each balance sheet date whether there is any indication that an asset or cash generating unit (CGU) may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's or CGU's net selling price or its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognised in the statement of profit and loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

2.12. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Initial Recognition

The Company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets that are not at fair value through profit or loss are added to the fair value on initial recognition.

Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in two broad categories:- i] Financial assets at fair value and ii] Financial assets at amortised cost. Where assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss [i.e fair value through profit or loss], or recognised in other comprehensive income [i.e. fair value through other comprehensive income]. A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Derecognition

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

Impairment of financial asset

For impairment of financial assets, Company applies expected credit loss (ECL) model. Following financial assets and credit risk exposure are covered within the ECL model:

a. Financial assets that are debt instruments, and are measured at amortised cost e.g. loans, debt securities, deposits, trade receivables and bank balance

b. Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115.

The company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables including receivables recognised under service concession arrangements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, then the impairment loss is provided based on lifetime ECL.

Financial liabilities

Initial recognition

The company initially recognises borrowings, trade payables and related financial liabilities on the date on which they are originated.

All other financial instruments (including regular-way purchases and sales of financial assets) are recognised on the trade date, which is the date on which the company becomes a party to the contractual provisions of the instrument.

Non-derivative financial liabilities are initially recognised at fair value, net of transaction costs incurred.

Subsequent measurement

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention either to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

2.13. Leases

The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the option to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

2.14. Provisions and Contingencies

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events, it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of the obligation. These are reviewed at each balance sheet date and adjusted to reflect the current best estimate. Contingent liabilities are not provided for and are disclosed by way of notes unless the possibility of outflow of resources embodying economic benefits is remote

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost in the statement of profit and loss.

2.15. Revenue recognition

Contract revenue includes the initial amount agreed in the contract plus any variations in contract work, claims and incentive payments, to the extent that it is probable that they will result in revenue and can be measured reliably.

If the outcome of a construction contract can be estimated reliably, contract revenue is recognised in profit or loss in proportion to the stage of completion of the contract. The stage of completion is assessed by reference to surveys of work performed. Otherwise, contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable.

Revenue related to construction or upgrade services provided under a service concession arrangement is recognised based on the stage of completion of the work performed. Operation or service revenue is recognised in the period in which the services are provided by the company.

Interest income is recognised in the Statement of Profit and Loss using the effective interest method.

2.16. Borrowing Cost

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

2.17. Earnings per equity share

Basic earnings per equity share is computed by dividing the net profit or loss attributable to the equity holders of the company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit or loss attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed to have been converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period.

2.18. Cash Flow statement

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

2.19. Employee Benefits

Short Term Employment benefits

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognized in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Post Employment Employee Benefits

Retirement benefits to employees comprise payments to government provident funds, gratuity fund and Employees State Insurance.

Defined Contribution Plans

The Company's contribution to defined contributions plans such as Provident Fund, Employee State Insurance are recognised in the Statement of Profit and Loss in the year when the contributions to the respective funds are due. There are no other obligations other than the contribution payable to the respective Funds.

Defined Benefit Plans

Gratuity liability is defined benefit obligation. The Company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation by an independent actuary, using the projected unit credit method, which recognizes each period of service as giving rise to additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on Government securities as at the Balance Sheet date.

Remeasurement of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in Other Comprehensive Income. Net interest expense (income) on the net defined liability (assets) is computed by applying the discount rate, used to measure the net defined liability (asset), to the net defined liability (asset) at the start of the financial year after taking into account any changes as a result of contribution and benefit payments during the year. Net interest expense and other expenses related to defined benefit plans are recognised in Statement of Profit and Loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognised immediately in Statement of Profit and Loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

Actuarial gains/losses are recognized in the other comprehensive income.

2.20. Income Taxes

Current Tax

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

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

Minimum alternative tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay income tax higher than that computed under MAT, during the year that MAT is permitted to be set off under the Income Tax Act, 1961 (specified year). In the year, in which the MAT credit becomes eligible to be recognized as an asset the said asset is created by way of a credit to the Statement of profit and loss and shown as MAT credit entitlement.

The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay income tax higher than MAT during the specified year.

Deferred Tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. The income tax provision for the interim period is made based on the best estimate of the annual average tax rate expected to be applicable for the full financial year.

2.21. Assets Held for Sale

Non-current assets are classified as held for sale when their carrying amount will be recovered principally through a sale transaction rather than continuing use and a sale is highly probable.

Assets designated as held for sale are measured at the lower of carrying amount at designation and fair value less costs to sell.

2.22. Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

For cash and other liquid assets, the fair value is assumed to approximate to book value, given the short-term nature of these instruments. For those items with a stated maturity exceeding twelve months, fair value is calculated using a discounted cash flow methodology.

A fair value measurement of a non-financial asset considers a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the company determines whether transfers have occurred

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the company has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

Note No. 3 - Property, Plant and Equipment

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Freehold Land	38,603.26	35,820.78
(b) Plant & Machinery	–	–
Total	38,603.26	35,820.78

(Amount in Rs. Thousands)

Description of Assets	Freehold Land**	Plant & Machinery*	Total
I. Gross Carrying Amount			
Balance as at 1 April 2025	**35,820.78**	**–**	35,820.78
Additions	**2,782.48**	**4,75,915.29**	4,78,697.77
Deductions / adjustments	**–**	**4,75,915.29**	4,75,915.29
Balance as at 31 March 2026	**38,603.26**	**–**	38,603.26
II. Accumulated Depreciation			
Balance as at 1 April 2025	**–**	**–**	–
Depreciation expense for the year	**–**	**13,253.98**	13,253.98
Deductions / adjustments	**–**	**13,253.98**	13,253.98
Balance as at 31 March 2026	**–**	**–**	–
III. Net carrying amount (I-II)			
Net carrying amount as at 31 March, 2026	**38,603.26**	**–**	38,603.26
I. Gross Carrying Amount			
Balance as at 1 April 2024	**–**	**–**	–
Additions	**35,820.78**	**–**	35,820.78
Deductions / adjustments	**–**	**–**	–
Balance as at 31 March 2025	**35,820.78**	**–**	35,820.78
II. Accumulated Depreciation			
Balance as at 1 April 2024	**–**	**–**	–
Depreciation expense for the year	**–**	**–**	–
Deductions / adjustments	**–**	**–**	–
Balance as at 31 March 2025	**–**	**–**	–
III. Net carrying amount (I-II)			
Net carrying amount as at 31 March 2025	**35,820.78**	**–**	35,820.78

Note:

*During the Financial Year 2022-23, the Company had started construction of a solar power generation plant which was recognized as Capital Work in Progress till March 31, 2025 at carrying value of Rs. 4,27,594.12 (in thousands). The carrying value included all the costs of construction of the plant along with capitalized portion of the finance costs which were payable on the specific borrowings. The construction of the said plant was completed and plant commissioned on 27th June 2025 on which it was transferred to the Property, Plant and Equipments.

The Company operated the plant till March 11, 2026 and generated revenue from sale of electricity. On the above date, the plant was transferred to Mahindra & Mahindra Ltd at an agreed consideration of Rs. 4,83,100 (in thousands). The resulting profit on such sale of Rs. 20,438.70 (in thousands) has been included in Note No.17: Other Income

**During the year, freehold land has been given on an operating lease to Mahindra & Mahindra Limited i.e. the ultimate parent company for a lease term of 25 years. The Company has recognized lease rental income of Rs. 168.84 (in thousands) during the year which is included in Note No. 17: Other Income.

Note No. 4 - Capital Work-in-progress (CWIP)

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
Project work in progress*	**–**	4,27,594.12
Total	**–**	4,27,594.12

*Interest capitalised during FY 25-26 Rs. 7718.65 (in Thousands) (PY 24-25 Rs. 18585.95 (in Thousands)).

Ageing of CWIP as at 31 March 2026

(Amount in Rs. Thousands)

	Amount in CWIP for a period of				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	–	–	–	–	–

Ageing of CWIP as at 31 March 2025

(Amount in Rs. Thousands)

	Amount in CWIP for a period of				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	3,86,375.76	–	41,218.36	–	4,27,594.12

Note No. 5 - Other Financial Asset

(Amount in Rs. Thousands)

	Non-Current		Current	
Particulars	As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
Security Deposit	**10.00**	10,010.00	**–**	–
Interest receivable	**–**	–	**12.95**	
Other receivable	**–**	–	**60.00**	
Total	**10.00**	10,010.00	**72.95**	**–**

Note No. 6 - Cash and Cash Equivalents

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with Banks	**11,249.94**	17,324.14
Fixed Deposit with Maturity less than 3 months	**1,40,012.96**	–
Total	**1,51,262.90**	17,324.14

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 7 - Trade Receivables

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Trade Receivables considered good - Secured	–	–
(b) Trade Receivables considered good - Unsecured*	2,275.36	–
(c) Trade Receivables which have significant increase in Credit Risk	–	–
(d) Trade Receivables - credit impaired	–	–
	2,275.36	–
Less: Allowance for Expected Credit Loss	–	–
	2,275.36	–

* Receivable from related parties

There are no trade receivables due from any director or any officer of the Company, either severally or jointly with any other person, or from any firms or private companies in which any director is a partner, a director or a member.

Trade Receivable Ageing Schedule as at 31 March 2026

(Amount in Rs. Thousands)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables — considered good	2,275.36	–	–	–	–	2,275.36
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	–	–	–	–	–	–
(iii) Undisputed Trade Receivables — Credit Impaired	–	–	–	–	–	–
(iv) Disputed Trade Receivables — considered good	–	–	–	–	–	–
(v) Disputed Trade Receivables — which have significant increase in credit risk	–	–	–	–	–	–
(vi) Disputed Trade Receivables — Credit Impaired	–	–	–	–	–	–
Total	2,275.36	–	–	–	–	2,275.36

Trade Receivable Ageing Schedule as at 31 March 2025

(Amount in Rs. Thousands)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade Receivables — considered good	–	–	–	–	–	–
(ii) Undisputed Trade Receivables — which have significant increase in credit risk	–	–	–	–	–	–
(iii) Undisputed Trade Receivables — Credit Impaired	–	–	–	–	–	–
(iv) Disputed Trade Receivables — considered good	–	–	–	–	–	–
(v) Disputed Trade Receivables — which have significant increase in credit risk	–	–	–	–	–	–
(vi) Disputed Trade Receivables — Credit Impaired	–	–	–	–	–	–
Total	–	–	–	–	–	–

Note No. 8 - Current Tax and Deferred Tax

(i) Current Tax Liabilities

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for Taxes	821.27	–
Total	821.27	–

(ii) Current Tax Assets

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
Advance tax / TDS	557.73	–
Total	557.73	–
Net Current Tax Liabilities	263.54	

(iii) Income Tax recognised in profit or loss

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
In respect of current year	821.27	–
In respect of previous year	–	–
Deferred Tax:		
In respect of current year	–	–
Total	821.27	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(iv) Income tax recognised in other comprehensive income

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
Remeasurement of defined benefit obligations not reclassified to profit and loss	–	–
Total Income tax recognised in other comprehensive income	–	–
Classification of income tax recognised in other comprehensive income	–	–
Income taxes related to items that will not be reclassified to profit or loss	–	–
Total	–	–

(v) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
i) Profit before tax	**3,263.17**	–
ii) Corporate tax rate as per Income tax Act, 1961	**25.17%**	25.17%
iii) Tax on accounting profit (iii) = (i) X (ii)	**821.27**	–
iv) Total effect of Tax adjustment	**821.27**	–

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
v) Adjustments recognised in the current year in relation to the current tax of prior years	–	–
vi) Effect of loss and unabsorbed depreciation carried forward not recognised as deferred tax	–	–
vii) other items		–
viii) Tax expense recognised during the year (viii)=(iv)+(v)+(vi)+(vii)	**821.27**	–

Note No. 9 - Other Current Assets

(Amount in Rs. Thousands)

	Non-Current		Current	
Particulars	As at 31 March 2026	As at 31 March 2025	As at 31 March 2026	As at 31 March 2025
Advances to Suppliers	–	–	–	22.36
Total	–	–	–	**22.36**

Note No. 10 - Equity Share Capital

(Amount in Rs. Thousands)

	As at 31 March 2026		As at 31 March 2025	
Particulars	No. of shares	Amount	No. of shares	Amount
Authorised:				
Equity shares of Rs. 10 each with voting rights	**2,00,00,000**	**2,00,000.00**	2,00,00,000	2,00,000.00
Issued Capital:				
Equity shares of Rs. 10 each with voting rights*	**1,65,00,000**	**1,65,000.00**	1,49,80,000	1,49,800.00
Subscribed and fully paid:				
Equity shares of Rs. 10 each with voting rights	**1,65,00,000**	**1,65,000.00**	99,80,000	99,800.00
Total	**1,65,00,000**	**1,65,000.00**	99,80,000	99,800.00

*50,00,000 nos. of unsubscribed shares are cancelled during the year and 65,20,000 nos. shares are issued and subscribed during the year.

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year

(Amount in Rs. Thousands)

	As at 31 March 2026		As at 31 March 2025	
Particulars	No. of shares	Amount	No. of shares	Amount
At the beginning of the year	**99,80,000**	**99,800.00**	99,80,000	99,800.00
New shares issued during the year	**65,20,000**	**65,200.00**	–	–
At the end of year	**1,65,00,000**	**1,65,000.00**	99,80,000	99,800.00

(ii) Terms/Rights attached to equity shares

The company has only one class of shares referred to as equity shares having par value of Rs. 10/-. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in Indian Rupees. The dividend proposed by Board of Directors is subject to the approval of the shareholders in the ensuring annual general meeting. In the event of liquidation of company the holders of equity shares will be entitled to receive any of the remaining assets of the company after distribution of all preferential amount. However no such preferential amounts exist currently. The distribution will be in proportion to number of equity shares held by shareholders.

(iii) Details of shares held by each shareholder holding more than 5% shares:

	As at 31 March 2026			As at 31 March 2025		
Class of shares / Name of shareholder	Number of shares held	% holding in that class of shares	Amount	% holding in that class of shares	Amount	Amount
Equity shares with voting rights						
Mahindra Solarize Private Limited - Holding Company	1,22,10,000	74%	1,22,100.00	73,85,200	74%	73,852.00
Mahindra and Mahindra Limited - Ultimate Holding Company	42,90,000	26%	42,900.00	25,94,800	26%	25,948.00

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(iv) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	Number of Shares As at 31 March 2026	Number of Shares As at 31 March 2025
Mahindra and Mahindra Limited	42,90,000	25,94,800
Mahindra Solarize Private Limited	1,22,10,000	73,85,200

(v) Shareholding of Promoters as under:

Shares held by promoters as at 31 March 2026

Promoter name	No. of Shares	% of total shares
Mahindra and Mahindra Limited	42,90,000	26%
Mahindra Solarize Private Limited	1,22,10,000	74%

Shares held by promoters as at 31 March 2025

Promoter name	No. of Shares	% of total shares
Mahindra and Mahindra Limited	25,94,800	26%
Mahindra Solarize Private Limited	7,385,200	74%

Note No. 11 - Other Equity

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
Retained Earnings		
Beginning of the year	**(3,261.40)**	(2,512.78)
Add: Profit/Loss for the year	**2,441.90**	(748.62)
Closing Balance	**(819.50)**	(3,261.40)
Total	**(819.50)**	(3,261.40)

Retained Earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends distributions paid to shareholders and dividend distribution tax thereon.

Other Comprehensive Income

Other comprehensive income represents the remeasurements of the defined benefit gratuity plan; comprising of actuarial gains and losses on it's net liabilities / assets, which are subsequently transferred to retained earnings.

Note No. 12- Non Current Borrowings

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured (Carried at amortised cost)		
Inter Corporate Deposit	**–**	3,70,000.00
Total borrowings	**–**	3,70,000.00

Note: The Company has unsecured long term Intercorporate deposit of Rs. Nil as at March 31, 2026 (March 31, 2025 Unsecured Long term: Rs. 3,70,000 (Rs. Thousands) from related party Mahindra & Mahindra Limited carrying interest rate as T-Bill+200 Bps with maturity of 2 years from disbursement.

Note No. 13 - Trade Payables

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
Total outstanding dues to Micro, Small & Medium enterprises	**–**	–
Total outstanding dues to creditors other than Micro, Small & Medium enterprises	**2,693.82**	1,100.00
Total Trade Payables	**2,693.82**	1,100.00

Trade Payable Ageing Schedule as at 31 March 2026

(Amount in Rs. Thousands)

Particulars	Outstanding for following periods from due date of payment: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues					
- MSME	**–**	**–**	**–**	**–**	**–**
- Others	**2,693.82**	**–**	**–**	**–**	**2,693.82**
Disputed dues					
- MSME	**–**	**–**	**–**	**–**	**–**
- Others	**–**	**–**	**–**	**–**	**–**
Total	**2,693.82**	**–**	**–**	**–**	**2,693.82**

Trade Payable Ageing Schedule as at 31 March 2025

(Amount in Rs. Thousands)

Particulars	Outstanding for following periods from due date of payment: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues					
- MSME	–	–	–	–	–
- Others	1,100.00	–	–	–	1,100.00
Disputed dues					
- MSME	–	–	–	–	–
- Others	–	–	–	–	–
Total	**1,100.00**	**–**	**–**	**–**	**1,100.00**

Note No. 14- Other Financial Liabilities

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
Capital Creditors	**–**	–
Other Payable	**–**	22,391.76
Total	**–**	22,391.76

Note No. 15- Other Current Liabilities

(Amount in Rs. Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory Dues	**25,086.61**	741.04
Total	**25,086.61**	741.04

Note No. - 16 : Revenue from Operations

(Amount in Rs. Thousands)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue from Sale of Power	**35,089.22**	–
Total	**35,089.22**	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. - 17 : Other Income

(Amount in Rs. Thousands)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest on Fixed Deposit	**226.54**	–
Lease Rental	**168.84**	–
Profit on Sale of Fixed Assets	**20,438.70**	–
Total	**20,834.08**	–

Note No. 18 - Finance Cost

(Amount in Rs. Thousands)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest Expense	**18,093.88**	-
Total	**18,093.88**	-

Note No. 19- Other Expenses

(Amount in Rs. Thousands)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Auditors remuneration (Note 19.1)	**45.00**	35.00
Doubtful Advances Written off	**10,022.78**	–
Business Support Services	**416.24**	–
Insurance	**813.86**	–
Director Sitting Fees	**472.00**	–
Legal and professional fees	**3,447.92**	542.02
Miscellaneous expenses	**122.11**	–
Operation & Maintenance Charges	**5,261.23**	–
Rent, Rates & Taxes	**586.44**	121.80
Software & Subscription charges	**74.44**	49.80
Travelling, Boarding & Lodging Exp.	**50.25**	–
Total	**21,312.27**	748.62

Note No. 19.1 - Auditors remuneration

(Amount in Rs. Thousands)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Audit Fees	**35.00**	25.00
Fees for taxation matters	**10.00**	10.00
Total	**45.00**	35.00

Note No. 20 - Disclosures under Ind AS 33

(Amount in Rs. Thousands)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
For the purpose of calculation of basic and diluted earning per share the following amount are considered		
Profit / (loss) attributable to equity share holder (Rs. in Thousands)	**2,441.90**	(748.62)
Total	**2,441.90**	(748.62)
a] Weighted average no of equity share outstanding during the year		
- For basic earning per share	**1,38,20,548**	99,80,000
- For diluted per share	**1,38,20,548**	99,80,000
b] Earning per share		
- Basic earning per share [in Rs.]	**0.18**	(0.08)
- Diluted per share [in Rs.]	**0.18**	(0.08)
- Face value per share [in Rs.]	**10.00**	10.00
c] Earning per share		
No of shares used for calculating basic earning per share	**1,38,20,548**	99,80,000
Add : Potential equity shares	**–**	–
No of shares used for calculating diluted earning per share	**1,38,20,548**	99,80,000

Note No. 21 - Related Party Transactions

Name:	Relationships:
Mahindra & Mahindra Limited	Ultimate Holding
Mahindra Solarize Private Limited	Parent Company
Mahindra Teqo Private Limited	Fellow Subsidiary
Ashish Saboo (w.e.f. 29th August, 2025)	KMP (Chief Financial Officer)
Akshata Heda (w.e.f. 29th Aug, 2025, upto 31st Jan 2026)	KMP (Company Secretary)
Dipu Pandey (w.e.f. 1st Feb, 2026)	KMP (Company Secretary)
Bharat Dhumal (w.e.f. 20th Feb, 2026)	KMP (Manager)
Sanjay Jain (Upto 24th May 2025)	Non-Executive and Non-Independent Director
Ashutosh Vidwans (Upto 24th May 2025)	Non-Executive and Non-Independent Director
Isha Dalal (Upto 14th October 2025)	Non-Executive and Non-Independent Director
Pramod Kalyanshetti (w.e.f. 23rd May 2025)	Non-Executive and Non-Independent Director
Saurabh Mehta (w.e.f. 23rd May 2025)	Non-Executive and Non-Independent Director
Avinash Rao (w.e.f. 13th October 2025)	Non-Executive and Non-Independent Director
Diwakar Gupta (w.e.f. 13th October 2025)	Non-Executive and Independent Director
Anjali Gupta (w.e.f. 13th October 2025)	Non-Executive and Independent Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Details of transaction between the Company and its related parties are disclosed below:

(Amount in Rs. Thousands)

Particulars	For the year ended	Ultimate Holding Company	Parent Company	Fellow Subsidiary	KMP	Total
Assets						
Receivable	31-03-2025	–	–	–	–	–
Receivable	31-03-2026	2,275.36	–	–	–	2,275.36
Liabilities						
Equity Share Capital	31-03-2026	42,900.00	1,22,100.00	–	–	1,65,000.00
Equity Share Capital	31-03-2025	25,948.00	73,852.00	–	–	99,800.00
Inter Corporate Deposit	31-03-2026	–	–	–	–	–
Inter Corporate Deposit	31-03-2025	3,70,000.00	–	–	–	3,70,000.00
Interest on ICD	31-03-2026	–	–	–	–	–
Interest on ICD	31-03-2025	16,727.36	–	–	–	16,727.36
Other Payable	31-03-2025	315.47	5,664.40	–	–	5,979.87
Other Payable	31-03-2026	–	–	–	–	–
Transactions during the year						
Managerial Remuneration	31-Mar-26	–	–	–	125.00	125.00
Managerial Remuneration	31-Mar-25	–	–	–	–	–
Independent Director Sitting Fee	31-Mar-25	–	–	–	–	–
Independent Director Sitting Fee	31-Mar-26	–	–	–	400.00	400.00
Issue of share capital	31-Mar-26	16,952.00	48,248.00	–	–	65,200.00
Issue of share capital	31-Mar-25	–	–	–	–	–
Rental Income	31-Mar-26	168.84	–	–	–	168.84
Rental Income	31-Mar-25	–	–	–	–	–
Sale of PPE	31-Mar-26	4,83,100.00	–	–	–	4,83,100.00
Sale of PPE	31-Mar-25	–	–	–	–	–
Sale of Power	31-Mar-26	35,089.22	–	–	–	35,089.22
Sale of Power	31-Mar-25	–	–	–	–	–
Operation & Maintenance Charges	31-Mar-26	–	–	4,458.67	–	4,458.67
Operation & Maintenance Charges	31-Mar-25	–	–	–	–	–
Inter Corporate Deposit taken/(repaid)	31-Mar-26	(3,70,000.00)	–	–	–	(3,70,000.00)
Inter Corporate Deposit taken/(repaid)	31-Mar-25	3,70,000.00	–	–	–	3,70,000.00
Project work in progress	31-Mar-26	–	32,775.00	–	–	32,775.00
Project work in progress	31-Mar-25	–	3,14,505.00	–	–	3,14,505.00
Reimbursement of expenditure	31-Mar-26	352.75	–	–	–	352.75
Reimbursement of expenditure	31-Mar-25	349.69	5,664.40	–	–	6,014.09
Interest on Inter Corporate Deposit	31-Mar-26	25,812.54	–	–	–	25,812.54
Interest on Inter Corporate Deposit	31-Mar-25	18,585.95	–	–	–	18,585.95
Rental Expenses	31-Mar-26	115.92	–	–	–	115.92
Rental Expenses	31-Mar-25	96.60	–	–	–	96.60

Note No. 22 - Fair Value Measurement

Fair value of financial assets and financial laibilities

(Amount in Rs. Thousands)

	31 March 2026		31 March 2025	
Particulars	**Carrying amount**	**Fair value**	**Carrying amount**	**Fair value**
Financial assets				
Financial assets carried at Amortised Cost:				
Cash and cash equivalents	**1,51,262.90**	**1,51,262.90**	17,324.14	17,324.14
Trade Receivable	**2,275.36**	**2,275.36**	–	–
Other financial assets	**82.95**	**82.95**	10,010.00	10,010.00
Total	**1,53,621.21**	**1,53,621.21**	27,334.14	27,334.14
Financial liabilities				
Financial liabilities held at amortised cost:				
Borrowings	**–**	**–**	3,70,000.00	4,04,309.46
Trade payables	**2,693.82**	**2,693.82**	1,100.00	1,100.00
Other financial liabilities	**–**	**–**	22,391.76	22,391.76
Total	**2,693.82**	**2,693.82**	3,93,491.76	4,27,801.22

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 23 - Fair Valuation techniques used to determine fair value

The Company maintains procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The following methods and assumptions were used to estimate the fair values:

I) Fair value of cash and cash equivalents, trade payables, borrowings and other financial assets and liabilities are approximate at their carrying amounts largely due to the short-term maturities of these instruments.

II) The fair values of trade receivables and current loans are calculated based on expected credit loss method and discounted cash flow using a current lending rate respectively. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including credit risk. The fair values of non-current loan are approximate at their carrying amount due to interest bearing features of these instruments.

III) The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

IV) Fair values of quoted financial instruments are derived from quoted market prices in active markets.

V) The fair value of investments in unlisted equity shares is determined using a combination of direct sales comparison and income approach.

VI) The fair value of the remaining financial instruments is determined using discounted cash flow analysis and/or direct sales comparison approach.

Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation techniques:

Level 1: Quoted prices / published NAV [unadjusted] in active markets for identical assets or liabilities. It includes fair value of financial instruments traded in active markets and are based on quoted market prices at the balance sheet date and financial instruments like mutual funds for which net assets value [NAV] is published by mutual fund operators at the balance sheet date.

Level 2: Inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly [that is, as prices] or indirectly [that is, derived from prices]. It includes fair value of the financial instruments that are not traded in an active market [for example, over-the-counter derivatives] is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on the Company specific estimates. If all significant inputs required to fair value an instrument are observable then instrument is included in level 2.

Level 3: Inputs for the asset or liability that are not based on observable market data [that is, unobservable inputs]. If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Cash and Cash Equivalents, Other Financial Assets, Trade Payables and Other financial liabilities are shown at amortised cost. The following table provides hierarchy of the fair value measurement of Company's asset and liabilities, grouped into Level 1 [Quoted prices in active markets], Level 2 [Significant observable inputs] and Level 3 [Significant unobservable inputs] as described below:

31 March 2026			**(Amount in Thousands)**
Particulars	**Level-1**	**Level-2**	**Level-3**
Financial Assets designated at amortised cost:			
Other Financial Assets	–	–	82.95

31 March 2026			**(Amount in Thousands)**
Particulars	**Level-1**	**Level-2**	**Level-3**
Financial Liabilities designated at amortised cost:			
Borrowings.....	–	–	–
Trade payables.....	–	–	2,693.82
Other Financial Liabilities..	–	–	–

31 March 2025			**(Amount in Thousands)**
Particulars	**Level-1**	**Level-2**	**Level-3**
Financial Assets designated at amortised cost:			
Other Financial Assets	–	–	10,010.00
Financial Liabilities designated at amortised cost:			
Borrowings	–	–	4,04,309.46
Trade payables.....	–	–	1,100.00
Other Financial Liabilities..	–	–	22,391.76

There were no transfers between level 1 and level 2 during the year

Financial Risk Management - Objectives and Policies

The Company is exposed to market risk, credit risk and liquidity risk. Risk management is carried out by the company under policies approved by the board of directors. This Risk management plan defines how risks associated with the Company will be identified, analysed, and managed. It outlines how risk management activities will be performed, recorded, and monitored by the Company. The basic objective of risk management plan is to implement an integrated risk management approach to ensure all significant areas of risks are identified, understood and effectively managed, to promote a shared vision of risk management and encourage discussion on risks at all levels of the organization to provide a clear understanding of risk/benefit trade-offs, to deploy appropriate risk management methodologies and tools for use in identifying, assessing, managing and reporting on risks, and to determine the appropriate balance between cost and control of risk and deploy appropriate resources to manage/ optimize key risks. Activities are developed to provide feedback to management and other interested parties [e.g. Audit committee, Board etc.]. The results of these activities ensure that risk management plan is effective in the long term.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise of three types of risk: foreign currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and investments. The sensitivity analysis is given relating to the position as at 31 March 2026 and 31 March 2025. The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations, provisions and on the non-financial assets and liabilities. The sensitivity of the relevant statement of profit and loss item is the effect of the assumed changes in the respective market risks. The Company's activities expose it to a variety of financial risks, including the effects of changes in foreign currency exchange rates and interest rates. This is based on the financial assets and financial liabilities held as at 31 March 2026 and 31 March 2025.

Foreign exchange risk and sensitivity

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company regularly reviews and evaluates exchange rate exposure arising

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

from foreign currency transactions. There are no foreign currency receivables and payables outstanding as on 31 March 2026 and 31 March 2025.

Interest rate risk and sensitivity:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Commodity price risk:

The Company is exposed to the movement in price of key traded materials in domestic and international markets. The Company has entered into contracts for procurement of material. However the Company is not exposed to significant risk.

Equity price risk:

The Company has decided to fair value its equity instruments through Other Comprehensive Income and carry investment in jointly controlled entities at Cost. Therefore neither profit or loss nor equity will be affected by the equity price risk of those instruments. Accordingly, no sensitivity analysis is required.

Credit Risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities [primarily trade receivables] and from its financing activities, including deposits with banks.

Liquidity Risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times, maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company relies on operating cash flows and short term borrowings to meet its need for funds. Company does not breach any covenants [where applicable] on any of its borrowing facilities. The Company has access to a sufficient variety of sources of funding as per requirement.

Competition and price risk

The Company faces competition from local and foreign competitors. Nevertheless, it believes that it has competitive advantage in terms of high quality products and by continuously upgrading its expertise and range of products to meet the needs of its customers.

Note No. 24 - Capital Management

For the purpose of Company's capital management, capital includes issued capital, all other equity reserves and debts. The primary objective of the Company's capital management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using gearing ratio, which is net debt divided by total capital [equity plus net debt]. Net debt are non-current and current debts as reduced by cash and cash equivalents, other bank balances and current investments. Equity comprises all components including other comprehensive income.

(Amount in Thousands)

Particulars	As at 31 March 2026	As at 31 March 2025
Total Debt	–	3,70,000.00
Cash and Cash Equivalent	1,51,262.90	17,324.14
Net Debt	(1,51,262.90)	3,52,675.86
Total Equity [Equity Share Capital plus Other Equity] (Rs. in Thousands)	1,64,180.50	96,538.60
Total Capital [Total Equity plus net debt] (Rs. in Thousands)	1,64,180.50	96,538.60
Gearing ratio	–	3.65

Note No. 25- Sundry Creditors, Other Liabilities and Provisions

Disclosure of sundry creditors under current liabilities is based on the information available with the Company regarding the status of the suppliers as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" (the Act). There are no delays in payment made to such suppliers and there is no overdue amount outstanding as at the Balance sheet date. Relevant disclosures as required under the Act are as follows:

Particulars		31 March 2026	31 March 2025
a.	i) Principal amount remaining unpaid to supplier under the MSMED Act 2006	–	–
	ii) Interest on a) (i) above	–	–
b.	i) Amount of Principal paid beyond the appointed Date	–	–
	ii) Amount of interest paid beyond the appointed date (as per Section 16 of the said Act)	–	–
c.	Amount of Interest due and payable for the year of delay in making payment, but without adding the interest specified under section 16 of the said Act	–	–
d.	Amount of Interest accrued and due	–	–
e.	Amount of further interest remaining due and payable Even in succeeding years	–	–

Note 26 - Segment Reporting

The Company has only one Operating Segment as per IND-AS 108 "Operating Segment" i.e. Generation of Electricity. Hence, information in accordance with the Ind AS issued by the Institute of Chartered Accountants of India on 'Segment Reporting' is not given.

Note 27- Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for as at March 31, 2026 is Nil (as at March 31, 2025 is Rs. 41850 in thousand)

Note 28- Additional Regulatory Information required under Schedule III

i) There are no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

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

iii) All charges or satisfaction are registered with ROC within the statutory period for the financial year ended 31 March 2026 and 31 March 2025. No Charge or satisfactions are yet to be registered with ROC beyond the Statutory period.

iv) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017 for the financial years ended 31 March 2026 and 31 March 2025.

v) The Company has not traded or invested in Crypto currency or Virtual currency during the financial year ended 31 March 2026 and 31 March 2025.

vi) The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender, as the Company had no borrowings during the financial year ended 31 March 2026 and 31 March 2025.

vii) The Company does not have any transaction with srtuck off companies

viii) The Company has not given any Loans or Advances in the nature of loans granted to promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013,) either severally or jointly with any other person, that are:

(a) repayable on demand or

(b) without specifying any terms or period of repayment"

ix) The company has not reported any fraud during the year/ period ended 31 March 2026 and 31 March 2025.

x) No Scheme of Arrangements has been approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013.

xi) The Provision of Section 135 of the Companies Act, 2013 are not applicable to the Company as on reporting date.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 29- Disclosure of Ratios

Particulars	Numerator	Denominator	March 31, 2026	March 31, 2025	Variance	Reason for variance if greater than 25%
Current ratio	Total current assets	Total current liabilities	**5.48**	0.72	665%	Due to Completion & commissioning of project and also sale of plant to resulting increased current assets.
Debt equity ratio	Total debt	Total equity	**–**	3.83	383%	Debt repaid during the year
Debt service coverage ratio	Earning for debt service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt Service= Interest +Principal payments	**–**	–	NA	
Return on equity ratio	Profit for the year less preference dividend	Average total equity	**0.02**	-0.01	-344%	Sale of power after commissioning of plant and profit on sale of plant subsequently
Inventory turnover ratio	Cost of goods sold	Average value of inventory	**–**	–	NA	
Trade receivable turnover ratio	Revenue from operation	Average trade receivables	**0.03**	–	NA	Debtor outstanding for March month power sale invoice
Trade payable turnover ratio	Total net purchases	Average trade payables	**–**	–	NA	
Net capital turnover ratio	Revenue from operation	Average working capital (i.e. Total current assets less Total current liabilities)	**0.56**	–	NA	Sale of power after plant commissioning during the year
Net profit ratio	Profit for the year	Revenue from operation	**0.07**	–	NA	Sale of power after commissioning of plant during the year and profit on sale of plant subsequently
Return on capital employed	Profit before tax and finance cost	Average capital employed	**0.07**	-0.01	-982%	Sale of power after commissioning of plant during the year and profit on sale of plant subsequently
Return on investment	Income generated from invested funds	Average invested funds in treasury investments	**0.00**	–	NA	Investment in FDs of surplus fund

Note No. 30: The Company is exploring for diversification of its business and new projects / ventures in near future. Hence the financial statements have been drawn up on going concern basis.

Note No. 31: The figures for previous year have been regrouped, reclassified and rearranged wherever necessary to make them comparable with that of current year's figures.

Signature to Notes to Accounts
For Mukund M. Chitale & Co.
Chartered Accountants
Firm reg. No: 106655W

S. M. Chitale
Partner
Membership No. 111383

Place: Mumbai
Date: 15 April 2026

For and on behalf of the Board of Directors of
Resurgence Solarize Urja Private Limited

Avinash Rao
Director
DIN: 08249182

Pramod Kalyanshetti
Director
DIN: 10855393

Ashish Saboo
Chief Financial Officer

Dipu Pandey
Company Secretary
Mem. No.: A78018

Bharat Dhumal
Manager

Place: Mumbai
Date: 15 April 2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF

KOTA FARM SERVICES LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of KOTA FARM SERVICES LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss and Statement of Cash Flows for the year then ended, and Notes to the Financial Statements, including a Summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sl. No.	Key Audit Matter	Auditor's Response
1	Outstanding Other Financial Liabilities amounting to Rs. 30,52,614 for which adequate supporting details and confirmations are not available.	We examined the underlying ledger balances and available records, discussed the nature and age of these balances with management, evaluated management's assessment regarding continued recognition of the liabilities, and considered the adequacy of disclosures in the financial statements. However, we were unable to obtain sufficient appropriate audit evidence in respect of the aforesaid balances.

Responsibilities of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

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

(d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Accounting Standards) Rules, 2021.

(e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 'B'" to this report.

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

i The Company does not have any pending litigations which would impact its financial position.

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

iii There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.

iv a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

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

vi The Company is maintaining the books of accounts manually, the assessment and reporting responsibility under Rule 11(g) is not applicable.

For **H M T S & & ASSOCIATES**
Chartered Accountants
Firm Reg. No. 0139847W

MAHESH CHAUHAN
Partner
Membership Number: 115103
UDIN: 26115103QLIEUR9775

Place: Mumbai
Date: 17 April 2026

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

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

Re: KOTA FARM SERVICES LIMITED (the "Company")

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that

(i) a. (A) As there are no Property, Plant and Equipment, the reporting under clause 3(i)(a)(A) of the Order is not applicable to the Company.

(B) As the company is not having any intangible assets, reporting under clause 3(i)(a)(B) of the Order is not applicable.

b. As the company does not have any Property, Plant and Equipment, reporting under clause 3(i)(b) of the Order is not applicable.

c. As the company is not having any immovable properties, reporting under clause 3(i)(c) of the Order is not applicable.

d. As the company is not having any Property, Plant and Equipment or Intangible assets, reporting under clause 3(i)(d) of the Order is not applicable.

e. Based on the information and explanation furnished to us, no proceedings have been initiated on the Company under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and Rules made there under.

(ii) a. As there is no inventory held by company at any point of time during the year, the reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

b. During the year, the company has not been sanctioned, any point of time of the year, working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. Hence reporting under clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) During the year the Company has not made investments in, provided loans, advances in the nature of loans, stood guarantee or provided security to Companies, Firms, Limited Liability Partnerships or any other parties. Hence, the requirement to report under clause 3(iii) of the Order is not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us, the company has not granted any loans or provided any guarantees or given any security or made any investments to which the provision of Sections 185 and 186 of the Companies Act, 2013 attract. Hence, clause 3(iv) of the order is not applicable.

(v) The Company has not accepted any deposit, within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended) during the year hence, the reporting under clause 3(v) of the order is not applicable.

(vi) In our opinion and according to the information and explanations given to us the maintenance of cost records pursuant to the Companies (Cost Records and Audit) Rules, 2014 has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause 3(vi) of the order is not applicable to the Company.

(vii) a. According to the information and explanations given to us and according to the books and records as produced and examined by us, in respect of statutory dues, the Company has been regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Goods & Service Tax, Cess and other material statutory dues as applicable with the appropriate authorities. As at last day of financial year, there were no amounts payable in respect of the aforesaid statutory dues outstanding for a period of more than six months from the date they became payable.

b. According to the information and explanations given to us, there were no disputed dues on account of the aforesaid statutory dues as at the year end and hence, reporting under clause 3(vii)(b) is not applicable.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the company, during the year no tax assessments under the Income-tax Act, 1961 (43 of 1961) have been made.

(ix) a. According to the books and records of the Company examined by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

b. According to the information and explanation given to us and on the basis of our audit procedure, We report that the company has not been declared willful defaulter by any bank or financial institution or other lenders.

c. As the Company has not availed any term loans during the year, the requirement to report on clause 3(ix)(c) of the Order is not applicable to the Company.

d. As the Company has not availed any loans on short term basis during the year, the requirement to report on clause 3(ix)(d) of the Order is not applicable to the Company.

e. On an overall examination of the financial statements of the company, We report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Hence, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.

f. On an overall examination of the financial statements of the company, We report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.

(x) a. The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments). Hence, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

ANNEXURE 'A' TO THE INDEPENDENT AUDITOR'S REPORT

b. According to the information and explanations given by the management, the Company has not made any preferential allotment or private placement of shares / fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(xi) a. To the best of our knowledge and according to the information and explanations given to us and on the basis of examination of the books and records of the Company, carried out in accordance with generally accepted auditing practices in India, no fraud by the Company or on the Company was noticed or reported during the year.

b. According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c. According to the information and explanations given to us including the representation made to us by the management of the Company, no whistle-blower complaints were received by the Company during the year and hence, reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

(xii) a. The Company is not a Nidhi company and hence, reporting under clause 3(xii)(a), (b) and (c) of the Order is not applicable to the Company.

(xiii) According to the information and explanations given to us, the Company has not entered into any transactions with related parties during the year and hence reporting under clause 3(xiii) of the order is not applicable to the Company.

(xiv) a. The Company is not required to have internal audit system as required under Section 138 of the Companies Act, 2013 and hence, the reporting under clause 3(xiv)(a) and (b) of the Order is not applicable.

(xv) In our opinion and according to the information and explanations given to us, during the year, Company has not entered into any non-cash transactions with its directors or persons connected with him and accordingly, the reporting under clause 3(xv) of the Order is not applicable to the Company.

(xvi) a. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

b. In our Opinion and based on our examination, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

c. In our opinion and based on our examination, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

d. According to the information and explanations given by the management, the Group does not have not more than one CIC as part of the Group. Accordingly, the reporting under Clause 3(xvi)(d) is not applicable to the Company.

(xvii) Based on our examination of books of accounts, the company has incurred cash losses amounting to Rs. 11,800 in the current year and Rs. 11,300 in the immediately preceding financial year. has accumulated loss of Rs. 91,35,914/- (31st March 2025: Rs. 91,24,114). Further, the Company's current liabilities exceed its current assets as at 31 March 2026 by Rs. 30,64,414. In our opinion and according to the information and explanations given to us, the operation of the company is discontinued as it is not commercially viable. Accordingly, the company has ceased to be a going concern.

(xviii) There has been no resignation of the statutory auditors during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, it has come to our attention, which causes us to believe that material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We further state that our reporting is based on the facts up to the date of the audit report.

(xx) a. The provision of section 135 is not applicable to the company. Accordingly, reporting under clause 3(xx)(a) & (b) of the Order is not applicable to the Company.

(xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **H M T S & & ASSOCIATES**
Chartered Accountants
Firm Reg. No. 0139847W

MAHESH CHAUHAN
Partner
Membership Number: 115103
UDIN: 26115103QLIEUR9775

Place: Mumbai
Date: 17 April 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

on the financial statements of Kota Farm Services Limited for the year ended 31 March 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 Re: KOTA FARM SERVICES LIMITED (the "Company")

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Kota Farm Services Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial controls with Reference to Financial Statements

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

For **H M T S & & ASSOCIATES**
Chartered Accountants
Firm Reg. No. 0139847W

MAHESH CHAUHAN
Partner
Membership Number: 115103
UDIN: 26115103QLIEUR9775

Place: Mumbai
Date: 17 April 2026

BALANCE SHEET AS AT 31 MARCH, 2026

Rupees

		Note No.	As at 31 March, 2026	As at 31 March, 2025
I	**ASSETS**			
1	**NON-CURRENT ASSETS**			
	Financial Assets - Deposit & advance	1	**4,500**	4,500
	SUB-TOTAL		**4,500**	4,500
2	**CURRENT ASSETS**			
	(a) Financial Assets			
	(i) Trade Receivables	2	**–**	–
	(ii) Cash and Cash Equivalents		**–**	–
	SUB-TOTAL		**–**	–
	TOTAL ASSETS		**4,500**	4,500
II	**EQUITY AND LIABILITIES**			
1	**EQUITY**			
	(a) Equity Share Capital	3	**60,76,000**	60,76,000
	(b) Other Equity		**(91,35,914)**	(91,24,114)
	SUB-TOTAL		**(30,59,914)**	(30,48,114)
2	**CURRENT LIABILITIES**			
	(a) Financial Liabilities			
	(i) Other Financial Liabilities		**30,64,414**	30,52,614
	SUB-TOTAL		**30,64,414**	30,52,614
	TOTAL		**4,500**	4,500

See accompanying notes forming part of the Financial Statements

In terms of our report attached

For H M T S & Associates
Chartered Accountants
Firm's Registration No: 0139847W

Mahesh Chauhan
Partner
Membership No: 115103

Mumbai, Date: 17 April 2026

For and on behalf of the Board of Directors
For Kota Farm Services Limited

Rajeev Goyal
Director
DIN: 03139184

Feroze Baria
Director
DIN: 03315262

Mumbai, Date: 17 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2026

Rupees

	Particulars	**Note No.**	**Year Ended 31 March 2026**	Year Ended 31 March 2025
	Continuing Operations			
I	Other Income		**–**	–
II	**Total Revenue (I + II)**		**–**	–
III	**EXPENSES**			
	Other Expenses	5	**11,800**	10,620
IV	**Profit/(loss) before tax (II-III)**		**(11,800)**	(10,620)
V	**Tax Expense**		**–**	(680.00)
VI	**(Loss) / Profit after tax (IV - V)**		**(11,800)**	(11,300)
VII	**Other comprehensive income**		**–**	–
VIII	**Total comprehensive income for the period**		**(11,800)**	(11,300)
IX	**Earnings per equity share:**			
	Basic	6	**(0.02)**	(0.02)

See accompanying notes forming part of the Financial Statements

In terms of our report attached

For H M T S & Associates
Chartered Accountants
Firm's Registration No: 0139847W

Mahesh Chauhan
Partner
Membership No: 115103

Mumbai, Date: 17 April 2026

For and on behalf of the Board of Directors
For Kota Farm Services Limited

Rajeev Goyal
Director
DIN: 03139184

Feroze Baria
Director
DIN: 03315262

Mumbai, Date: 17 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

Rupees

	Year Ended 31 March 2026	Year Ended 31 March 2025
Cash flows from operating activities:		
Profit before tax for the year	**(11,800)**	(11,300)
Adjustments for:		
Sundry balances written back	**–**	–
	(11,800)	(11,300)
Movements in working capital:		
Increase / (Decrease) in trade and other payables	**11,800**	11,980
	11,800	11,980
Cash generated from operations	**–**	680
Income taxes paid	**–**	(680.00)
Net cash used in by operating activities	**–**	–
Cash flows from investing activities	**–**	–
Cash flows from financing activities	**–**	–
Net increase in cash and cash equivalents	**–**	–
Cash and cash equivalents at the beginning of the year	**–**	–
Cash and cash equivalents at the end of the year	**–**	–

See accompanying notes forming part of the Financial Statements

In terms of our report attached

For H M T S & Associates
Chartered Accountants
Firm's Registration No: 0139847W

Mahesh Chauhan
Partner
Membership No: 115103

Mumbai, Date: 17 April 2026

For and on behalf of the Board of Directors
For Kota Farm Services Limited

Rajeev Goyal
Director
DIN: 03139184

Feroze Baria
Director
DIN: 03315262

Mumbai, Date: 17 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH, 2026

	Rupees
Equity share capital	
As at 31 March 2024	60,76,000
Changes in equity share capital during the year	–
As at 31 March 2025	60,76,000
Changes in equity share capital during the year	–
As at 31 March 2026	60,76,000

Other Equity — Rupees

	Retained Earnings	Other Comprehensive Income	Total
As at 1 April 2024	(91,12,814)	–	(91,12,814)
Profit / (Loss) for the period	(11,300)	–	(11,300)
Other Comprehensive Income / (Loss)	–	–	–
Total Comprehensive Income for the year	(11,300)	–	(11,300)
As at 1 April 2025	**(91,24,114)**	**–**	**(91,24,114)**
Profit / (Loss) for the period	(11,800)	–	(11,800)
Other Comprehensive Income / (Loss)	–	–	–
Total Comprehensive Income for the year	(11,800)	–	(11,800)
As at 31 March 2026	**(91,35,914)**	**–**	**(91,35,914)**

See accompanying notes forming part of the Financial Statements

In terms of our report attached

For H M T S & Associates
Chartered Accountants
Firm's Registration No: 0139847W

Mahesh Chauhan
Partner
Membership No: 115103

Mumbai, Date: 17 April 2026

For and on behalf of the Board of Directors
For Kota Farm Services Limited

Rajeev Goyal
Director
DIN: 03139184

Feroze Baria
Director
DIN: 03315262

Mumbai, Date: 17 April 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

1. Corporate Information

Kota Farm services limited ("the company") a Limited Company domiciled in India and incorporated under the provisions of the Companies Act, 1956.

The company is engaged in the business of Agri inputs products and Food businesses.

2. Significant accounting policies

2.1 Statement of compliance

The separate financial statements of the Company have been prepared in accordance with Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016. The Company adopted IND AS from 1st April, 2016.

The financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency.

2.2 Basis of preparation and presentation

The financial statements have been prepared on the historical cost basis except for certain financial instruments and agricultural produce that are measured at fair value at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102 and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

2.3 Revenue recognition

The division has applied Ind AS 115 Revenue from Contracts with Customers which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised.

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration expected to receive in exchange for those products or services.

The core principle of Ind AS 115 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the standard introduces a 5-step approach to revenue recognition:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligation in contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

Under Ind AS 115, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customer.

Sale of goods

Revenue from the sale of goods is recognised upon transfer of control of promised products to customers in an amount that reflects the consideration expected to receive in exchange for those products, at which time all the following conditions are satisfied:

- the Division has transferred to the buyer the control of promised products to customers;
- the Division has identified the contract with customer and performance obligation in the contract.
- the transaction price can be measured reliably;
- it is expected that the consideration associated with the transaction will flow to the Division; and revenue is recognised when the division satisfy the performance obligation.

2.4 Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial assets to that asset's net carrying amount on initial recognition.

2.5 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.5.1 Current tax

Current tax is measured at the amount of tax expected to be payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

2.5.2 Deferred tax

Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognised only to the extent that it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of a deferred tax asset shall be reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

2.5.4 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

2.6 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

2.7 Financial instruments

Financial assets and financial liabilities are recognised when a Company entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2.7.1 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

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

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

2.7.3 Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognising impairment loss on financial assets. With respect to trade receivables, the Company measures the loss allowance at an amount equal to lifetime expected credit losses.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write- off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

2.7.4 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised and the proceeds received are recognised as a collateralised borrowing.

2.7.5 Financial liabilities and equity instruments

2.7.5.1 Classification as debt or equity

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

2.7.5.2 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities.

Equity instruments issued by the company are recognised at the proceeds received, net of direct issue costs.

All financial liabilities are subsequently measured at amortised cost or at FVTPL.

2.7.5.3 Financial liabilities at FVTPL

A financial liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative (that does not meet hedge accounting requirements) or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

2.8 Going Concern

During the year ended March 2025, the Company has incurred loss after tax of Rs. 11,300 (Profit after tax: 31 March 2024: Rs. 58,545) and has accumulated loss of Rs. 30,48,114 (31 March 2024: Rs. 30,36,814). Further, the Company's current liabilities exceed its current assets as at 31 March 2025 by Rs. Lakhs. In our opinion and according to the information and explanations given to us, the operation of the company is discontinued as it is not commercially viable. Accordingly, the company has ceased to be a going concern.

2.9 Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with IND AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

2.9.1 Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Allowances for doubtful debts

The Company makes allowances for doubtful debts based on an assessment of the recoverability of trade and other receivables. The identification of doubtful debts requires use of judgments and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.

Taxes

There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. Where the final tax outcome of these matters is different from the amounts initially recorded, such differences will impact the current and deferred tax provisions in the period in which the tax determination is made. The assessment of probability involves estimation of a number of factors including future taxable income.

2.10 Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2023, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1st, 2023, as below:

Ind AS 1 – Presentation of Financial Statements

The amendments require companies to disclose their material accounting policies rather than their significant accounting policies. Accounting policy information, together with other information included in an entity's financial statements, is material when it can reasonably be expected to influence decisions of primary users of general purpose financial statements. The Company does not expect this amendment to have any significant impact in its financial statements.

Ind AS 8 – Accounting Policies, Changes in Accounting Estimates and Errors

The amendments will help entities to distinguish between accounting policies and accounting estimates. The definition of a change in accounting estimates has been replaced with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The Company does not expect this amendment to have any significant impact in its financial statements.

Ind AS 12 – Income Taxes

The amendments clarify how companies account for deferred tax on transactions such as leases and decommissioning obligations. The amendments narrowed the scope of the recognition exemption in paragraphs 15 and 24 of Ind AS 12 (recognition exemption) so that it no longer applies to transactions that, on initial recognition, give rise to equal taxable and deductible temporary differences. The Company does not expect this amendment to have any significant impact in its financial statements."

2.11. Earnings per share

Basic EPS is computed by dividing the Profit or loss attributable to the equity shareholders of the Company by the weighted average number of Ordinary shares outstanding during the year.

Diluted EPS is computed by adjusting the profit or loss attributable to the ordinary equity shareholders and the weighted average number of ordinary equity shares, for the effects of all dilutive potential Ordinary shares except where the results would be anti-dilutive.

2.12. Cash Flow Statement

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

2.13. Cash and cash equivalents

Cash and cash equivalents are stated at carrying amount which is deemed to be fair value and are subsequently measured at amortised cost.

Note No. 1 - Financial Assets - Deposit & advance

Rupees

Particulars	As at 31 March 2026	As at 31 March 2025
	Non-Current	Non-Current
Deposits & Advance		
Secured, considered good	**4,500**	4,500
Unsecured, considered Doubtful	**6,99,113**	6,99,113
Less: Allowance for Credit Losses	**(6,99,113)**	(6,99,113)
Total	**4,500**	4,500

Note No. 2 - Current assets - Trade receivables

Rupees

Particulars	As at 31 March 2026	As at 31 March 2025
Trade receivables		
(a) Unsecured, considered doubtful	**19,83,671**	19,83,671
Less: Allowance for Credit Losses	**(19,83,671)**	(19,83,671)
Total	**–**	–

Note No. 3 - Equity Share Capital

Rupees

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	**Amount**	No. of shares	Amount
Authorised:				
Equity shares of Rs. 10 each with voting rights	**10,00,000**	**1,00,00,000**	10,00,000	1,00,00,000
Issued, Subscribed and Partly Paid:				
Equity shares of Rs. 10 each with voting rights	**6,07,600**	**60,76,000**	6,07,600	60,76,000
Total	**6,07,600**	**60,76,000**	6,07,600	60,76,000

Rights, preferences and restrictions attached to equity shares

The Company has only one class of shares referred to as equity shares having a par value of Rs.10/-. Each holder of equity shares is entitled to one vote per share. The Company declares and pays dividends "if any" in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting "if any". In the event of liquidation of the Company, the holders of equity shares will be entitled to the receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(i) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2026			As at 31 March 2025		
	Number of shares held	**Amount of shares held**	**% holding in that class of shares**	Number of shares held	Amount of shares held	% holding in that class of shares
Equity shares with voting rights						
Mahindra & Mahindra Limited	**2,73,420**	**27,34,200**	**45.00%**	2,73,420	27,34,200	45.00%
Mr. Dilip Kumar Sukhadia	**2,97,600**	**29,76,000**	**48.98%**	2,97,600	29,76,000	48.98%
Mahindra & Mahindra Contech Limited	**36,580**	**3,65,800**	**6.02%**	36,580	3,65,800	6.02%

(ii) Reconciliation of the number of shares outstanding at the beginning and at the end of the period.

Particulars	Opening Balance	Fresh Issue	Closing Balance
(a) Equity Shares with Voting rights			
Year Ended 31 March 2026			
No. of Shares	**6,07,600**	**–**	**6,07,600**
Amount	**60,76,000**	**–**	**60,76,000**
As at 31 March 2025			
No. of Shares	6,07,600	–	6,07,600
Amount	60,76,000	–	60,76,000

(iii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:-

Particulars	No. of Shares Equity Shares with Voting rights
As at 31 March 2026	
Mahindra & Mahindra Limited	**2,73,420**
Mahindra & Mahindra Contech Limited	**36,580**
Total	**3,10,000**
As at 31 March 2025	
Mahindra & Mahindra Limited	2,73,420
Mahindra & Mahindra Contech Limited	36,580
Total	**3,10,000**

(iv) Details of shares held by Promoters

As At 31 March 2026

S. No.	Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
1. Equity Shares	Mahindra & Mahindra Limited	**2,73,420**	**–**	**2,73,420**	**45.00%**	**0.00%**
Total		**2,73,420**	**–**	**2,73,420**		

As At 31 March 2025

S. No.	Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
1. Equity Shares	Mahindra & Mahindra Limited	2,73,420	–	2,73,420	45.00%	0.00%
Total		2,73,420	–	2,73,420		

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 4 - Other financial liability

Particulars	As at 31 March 2026	Rupees As at 31 March 2025
	Current	Current
Other financial liability	**30,64,414**	30,52,614
	30,64,414	30,52,614

Note No. 5 - Other Expenses

Particulars	Year Ended 31 March 2026	Rupees Year Ended 31 March 2025
(a) As Auditors -Auditors remuneration and out-of-pocket expenses	**11,800**	10,620
(b) Other Charges	**–**	–
Total Other Expenses	**11,800**	10,620

Note No.6- Earnings per Share

Note	Particulars	For the Year Ended 31 March 2026	Rupees For the year Ended 31 March 2025
		Per Share	Per Share
	Basic Earnings per share	**(0.02)**	(0.02)

In terms of our report attached

For H M T S & Associates
Chartered Accountants
Firm's Registration No: 0139847W

Mahesh Chauhan
Partner
Membership No: 115103

Mumbai, Date: 17 April 2026

For and on behalf of the Board of Directors

For Kota Farm Services Limited

Rajeev Goyal
Director
DIN: 03139184

Feroze Baria
Director
DIN: 03315262

Mumbai, Date: 17 April 2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MAHINDRA AGRI SOLUTIONS LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

OPINION

We have audited the financial statements of Mahindra Agri Solutions Limited (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income}, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

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

MANAGEMENT'S AND BOARD OF DIRECTORS RESPONSIBILITIES FOR THE FINANCIAL STATEMENTS

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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

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

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's

report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. A. As required by Section 143(3) of the Act, we report that:
    a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
    b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
    c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.
    d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.
    e. On the basis of the written representations received from the directors as on 1 April 2026, 7 April 2026, 8 April 2026, 10 April 2026 and 14 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.
    f. the reservation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(A)(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.
    g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

    a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its financial statements - Refer Note 41 to the financial statements.
    b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
    c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
    d. (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 43 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

    (ii) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 43 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, we did not come across any instance of the audit trail feature being tampered with. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sushma Jaglan
Partner
Membership No. 137783
ICAI UDIN: 26137783RSHUSI9732

Place: Mumbai
Date: 21 April 2026

Annexure A to the Independent Auditor's Report on the Financial Statements of Mahindra Agri Solutions Limited for the year ended 31 March 2026

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

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

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified once in three years. In accordance with this programme, property, plant and equipment were verified during the previous years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has granted unsecured loans to companies during the year. The Company has not granted secured or unsecured loans to firms, limited liability partnership or any other parties during the year. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments in other parties, in respect of which the requisite information is as below. The Company has not made any investments in companies, firms or limited liability partnership.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided unsecured loans to companies. as below:

Particulars	Loans (Rs. in Lakhs)
Aggregate amount during the year Joint venture*	720
Balance outstanding as at balance sheet date Joint venture*	720

*As per the Companies Act, 2013

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the year and the terms and conditions of the loans granted during the year are not prejudicial to the interest of the Company. According to the information and explanations given to us and based on the audit procedures conducted by us, the Company has not provided any guarantees or security during the year.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular. Further, the Company has not given any advance in the nature of loan to any party during the year.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) In our opinion and according to the information and explanations given to us, the Company has not advanced loans to directors / to a company in which the Director is interested to which provisions of Section 185 of the Act apply and hence not commented upon. The Company has complied with the provisions of Section 186 of the Act, with respect to investments made. Provisions of Section 186 of the Act, is not applicable with respect to loan given. The Company has not provided guarantee or security during the year.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the products manufactured by it. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Income-Tax, Duty of Customs or Cessor other statutory dues have generally been regularly deposited by the Company with the appropriate authorities. As informed to us, there were no dues related to Employees State Insurance.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount (Rs. in Lakhs)	Amount paid under dispute (Rs. in Lakhs)	Period to which the amount relates	Forum where dispute is pending
West Bengal Sales Tax and Value Added Tax	Central Sales Tax	16.76	2.73	2016-17	Joint Commissioner Commercial Taxes, Kolkata South Circle
Gujarat Sales Tax and Value Added Tax	Value Added Tax	34.59	3.94	2016-17 2017-18	Assistant Commissioner of Stale Tax, Unit- 13. Ahmedabad
Gujarat Sales Tax and Value Added Tax	Central Sales Tax	99.00	11.92	2016-17 2017-18	Assistant Commissioner of Stale Tax, Unit- 13. Ahmedabad
Madhya Pradesh Commercial Tax	Value Added Tax	10.93	2.75	2017-18	Madhya Pradesh Commercial Tax Appellate Board
Madhya Pradesh Commercial Tax	Central Sales Tax	5.54	1.40	2017-18	Madhya Pradesh Commercial Tax Appellate Board
Central Goods & Service tax, 2017	GST, Interest & penalty	11.79	0.59	2019-20	GST Commissioner Appeal, Punjab
Central Goods & Service tax, 2017	GST, Interest & penalty	1.07	0.05	2018-19	GST Commissioner Appeal, Uttarakhand
Service Tax 2012	Service Tax	9.84	0.86	FY 15-16 FY 16-17, FY 17-18	Customs, Excise & Service tax Appellate Tribunal, Gujarat
Income Tax Act 1961	Income Tax	35.66	0.07	FY 2014-15	Commissioner of Income tax appeal

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been

declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has taken funds from following entities and persons on account of or to meet the obligations of its joint venture (as defined under the Act) as per details below:

Nature of fund taken	Name of lender	Amount involved (Rs. Lakhs)	Name of the relevant joint venture	Realtion-ship	Nature of transaction for which funds utilised	Remarks, if any
Inter Corporate Deposit	Mahindra & Mahindra Limited	720	Mahindra Summit Agricience Limited	Joint venture	Working capital and repayment of existing bank loans	–

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central) Government.

(c) Establishment of vigil mechanism is not mandated for the Company. As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

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

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

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

(d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has 5 CICs as part of the Group

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

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the

assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sushma Jaglan
Partner
Membership No.: 137783
ICAI UDIN: 26137783RSHUSI9732

Place: Mumbai
Date: 21 April 2026

Annexure B to the Independent Auditor's Report on the financial statements of Mahindra Agri Solutions Limited for the year ended 31 March 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Agri Solutions Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

MANAGEMENT'S AND BOARD OF DIRECTORS' RESPONSIBILITIES FOR INTERNAL FINANCIAL CONTROLS

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

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

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Sushma Jaglan
Partner
Membership No. 137783
ICAI UDIN: 26137783RSHUSI9732

Place: Mumbai
Date: 21 April 2026

BALANCE SHEET AS AT 31 MARCH 2026

(Currency : Indian rupees in lakhs)

		Note No.	As at 31 March 2026	As at 31 March 2025
I	**ASSETS**			
	NON-CURRENT ASSETS			
(a)	Property, plant and equipment	4	**2,890.88**	3,056.49
(b)	Capital work in-progress	4	**7.27**	7.97
(c)	Other intangible assets	5A	**131.98**	183.63
(d)	Intangible assets under development	5B	**506.84**	483.90
(e)	Financial assets			
(i)	Investments	6	**5,716.92**	5,716.92
(ii)	Other financial assets	7	**61.52**	21.59
(f)	Deferred tax assets (net)	8	**–**	–
(g)	Other tax assets (net)	9	**67.62**	32.68
(h)	Other non-current assets	10	**151.35**	6.05
	TOTAL NON-CURRENT ASSETS		**9,534.38**	9,509.23
	CURRENT ASSETS			
(a)	Inventories	11	**7,832.78**	4,772.93
(b)	Financial assets			
(i)	Trade receivables	12	**11,157.08**	8,530.07
(ii)	Cash and cash equivalents	13 A	**13.21**	0.83
(iii)	Bank balances other than cash and cash equivalents	13 B	**102.28**	132.60
(iv)	Other financial assets	7	**278.97**	284.66
(v)	Loans	14	**720.00**	–
(c)	Other current assets	10	**2,501.21**	3,934.36
			22,605.53	17,655.45
	TOTAL CURRENT ASSETS		**22,605.53**	17,655.45
	TOTAL ASSETS		**32,139.91**	27,164.68
II	**EQUITY AND LIABILITIES**			
1	**EQUITY**			
(a)	Equity share capital	15	**12,864.81**	12,864.81
(b)	Other equity	16	**(6,640.68)**	(8,722.85)
	TOTAL EQUITY		**6,224.13**	4,141.96
	LIABILITIES			
2	**NON-CURRENT LIABILITIES**			
(a)	Financial liabilities			
(i)	Borrowings	17A	**4,380.14**	4,093.59
(ii)	Lease liabilities		**422.64**	472.68
(b)	Provisions	18	**532.23**	328.03
	TOTAL NON-CURRENT LIABILITIES		**5,335.01**	4,894.30
3	**CURRENT LIABILITIES**			
(a)	Financial liabilities			
(i)	Borrowings	17B	**1,833.66**	2,737.03
(ii)	Lease liabilities		**190.59**	142.17
(iii)	Trade payables	19		
a)	Total outstanding dues of micro enterprises and small enterprises and		**426.98**	221.13
b)	Total outstanding dues of creditors other than micro enterprises and small enterprises		**12,707.75**	9,546.94
(iv)	Other financial liabilities	20	**441.73**	301.87
(b)	Other tax liabilities	9	**40.23**	40.23
(c)	Other current liabilities	21	**4,067.29**	4,422.95
(d)	Provisions	18	**872.54**	716.10
	TOTAL CURRENT LIABILITIES		**20,580.77**	18,128.42
	TOTAL EQUITY AND LIABILITIES		**32,139.91**	27,164.68

The accompanying notes 1 to 43 forms integral part of the financial statements

In terms of our report attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No : 101248W/W-100022

Sushma Jaglan
Partner
Membership No: 137783

Mumbai
Date: 21 April 2026

For and on behalf of Board of Directors
Mahindra Agri Solutions Limited
CIN - U01400MH2000PLC125781

Ami Goda
Director
DIN:09136149
Mumbai
21 April 2026

Aayushi Dalke
Company Secretary
Membership No.: 79470
Mumbai
Date: 21 April 2026

Ramesh Ramachandran
Managing Director and Chief Executive Officer
DIN: 09562621
Mumbai
21 April 2026

Dileep Singh
Chief Financial Officer
Membership No.: 098586
Mumbai
Date: 21 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(Currency : Indian rupees in lakhs)

		Note No.	Year ended 31 March 2026	Year ended 31 March 2025
I	**Income**			
	Revenue from operations	22	**37,112.69**	32,716.99
	Other income	23	**216.24**	115.25
	Total Income (I)		**37,328.93**	32,832.24
II	**Expenses**			
	Purchases of stock-in-trade	24 A	**25,616.40**	20,016.26
	Changes in inventories of stock-in-trade and packing material	24 B	**(3,059.85)**	(302.28)
	Employee benefits expense	25	**3,319.63**	2,928.69
	Finance costs	26	**559.97**	631.22
	Depreciation and amortisation expense	27	**458.05**	460.25
	Other expenses	28	**8,331.44**	8,528.73
	Total Expenses (II)		**35,225.64**	32,262.87
III	**Profit before tax for the year (I-II)**		**2,103.29**	569.37
IV	**Tax expense**			
	Current tax	29	**–**	–
	Deferred tax	8	**–**	–
	Total tax expense		**–**	–
V	**Profit for the year**		**2,103.29**	569.37
VI	**Other comprehensive income**			
	Items that will not be reclassified to profit or loss			
	(a) Remeasurement of the employee defined benefit plans	30	**(26.50)**	8.63
	(b) Effective portion of gains and loss on designated portion of hedging instruments in a cash flow hedge	33	**5.38**	(0.63)
	Income tax relating to items that will not be reclassified to profit or loss	29	**–**	–
	Total other comprehensive income (net of taxes)		**(21.12)**	8.00
VII	**Total comprehensive income for the year (V-VI)**		**2,082.17**	577.37
	Earnings per equity share: (Face value of Rs 10 each) Basic and diluted (In Rs.)	31	**1.68**	0.46

The accompanying notes 1 to 43 forms integral part of the financial statements

In terms of our report attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No : 101248W/W-100022

Sushma Jaglan
Partner
Membership No: 137783

Mumbai
Date: 21 April 2026

For and on behalf of Board of Directors
Mahindra Agri Solutions Limited
CIN - U01400MH2000PLC125781

Ami Goda
Director
DIN:09136149
Mumbai
21 April 2026

Aayushi Dalke
Company Secretary
Membership No.: 79470
Mumbai
Date: 21 April 2026

Ramesh Ramachandran
Managing Director and Chief Executive Officer
DIN: 09562621
Mumbai
21 April 2026

Dileep Singh
Chief Financial Officer
Membership No.: 098586
Mumbai
Date: 21 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(Currency : Indian rupees in lakhs)

	Year ended 31 March 2026	Year ended 31 March 2025
Cash flows from operating activities		
Profit before tax for the year	**2,103.29**	569.37
Adjustments for:		
Finance costs	**559.97**	631.22
Interest income	**(13.24)**	(10.05)
Provision for allowances for expected credit loss	**30.25**	44.29
Depreciation and amortisation expense	**458.05**	460.25
Unrealised net foreign exchange losses	**–**	30.28
Liabilities no longer required written back	**(50.95)**	(94.46)
Net gain on sale of mutual funds	**(11.11)**	(2.18)
Intangible asset under development written off	**94.60**	–
Loss on account of asset written off	**47.92**	3.87
Gain on disposal of Property, plant and equipment (net)	**–**	(5.54)
	3,218.78	1,627.05
Movements in working capital:		
(Increase) in trade and other receivables	**(2,657.26)**	(2,183.73)
(Increase) in inventories	**(3,059.85)**	(256.17)
Decrease / (increase) in other assets	**1,296.08**	(563.86)
Increase in trade and other payables	**3,472.51**	2,959.91
	(948.52)	(43.85)
Cash generated from operations	**2,270.26**	1,583.20
Income taxes refund (net)	**(34.94)**	2.16
Net cash generated from operating activities	**2,235.32**	1,585.36
Cash flows from investing activities		
Interest received	**10.74**	7.55
Payment to acquire non-current investments - Joint Venture	**–**	(1,800.00)
Placement of fixed deposits	**–**	(3,950.00)
Proceeds from maturity of fixed deposits	**–**	4,400.76
Purchase of current investment	**(6,470.00)**	(1,200.00)
Proceeds from disposal of current investment	**6,481.11**	1,202.18
Inter-corporate deposit given to related party	**(720.00)**	–
Proceeds from sale of property, plant and equipment	**0.02**	21.61
Payments for purchase of property, plant and equipment (including intangible assets and intangible assets under development)	**(248.85)**	(194.20)
Net cash used in investing activities	**(946.98)**	(1,512.10)
Cash flows from financing activities		
Repayments of long-term borrowings	**–**	(663.89)
Proceeds from short-term borrowings	**1,096.63**	3,419.62
Repayments of short-term borrowings	**(500.00)**	(3,778.66)
Proceeds from short-term intercorporate deposit	**2,000.00**	5,500.00
Repayment of short-term intercorporate deposit	**(3,500.00)**	(6,000.00)
Proceeds from issues of equity share	**–**	3,667.42

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026 (CONT...)

(Currency : Indian rupees in lakhs)

	Year ended 31 March 2026	Year ended 31 March 2025
Proceeds from long-term intercorporate deposit	**–**	(1,800.00)
Payments for principal portion of lease liability	**(156.36)**	(124.03)
Payments for interest portion of lease liability	**(70.55)**	(65.39)
Interest paid	**(145.69)**	(293.83)
Net cash flow used in financing activities	**(1,275.97)**	(138.76)
Net increase/(decrease) in cash and cash equivalents	**12.37**	(65.50)
Cash and cash equivalents at the beginning of the year	**0.83**	66.33
Cash and cash equivalents at the end of the year (refer note 13A)	**13.21**	0.83

Notes :

1 The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard (Ind AS) 7 - "Statement of Cash Flows"

2 The Company has a lien on its fixed deposits aggregating Rs 140.72 lakhs (31 March 2025: Rs 131.67 lakhs) against the bank guarantees / performance guarantees issued by the Company in favour of various customers.

3 **Components of cash and cash equivalents**

	As at 31 March 2026	As at 31 March 2025
Balance with banks		
- In current accounts	**13.21**	0.83
	13.21	0.83

4 IND AS 7 Cash flow statements requires the entitles to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement. The required disclosure is made below:

The movement of borrowings as per Ind AS 7 is as follows:

	31 March 2026	31 March 2025
Opening balances		
Long-term borrowings	**4,093.59**	5,625.78
Short-term borrowings	**2,737.03**	4,259.96
Movements		
Long-term borrowings	**286.55**	(1,532.20)
Short-term borrowings	**(903.37)**	(1,522.93)
Closing balances		
Long-term borrowings	**4,380.14**	4,093.59
Short-term borrowings	**1,833.66**	2,737.03

The accompanying notes 1 to 43 forms integral part of financial statements

In terms of our report attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No : 101248W/W-100022

Sushma Jaglan
Partner
Membership No: 137783

Mumbai
Date: 21 April 2026

For and on behalf of Board of Directors
Mahindra Agri Solutions Limited
CIN - U01400MH2000PLC125781

Ami Goda
Director
DIN:09136149
Mumbai
21 April 2026

Aayushi Dalke
Company Secretary
Membership No.: 79470
Mumbai
Date: 21 April 2026

Ramesh Ramachandran
Managing Director and Chief Executive Officer
DIN: 09562621
Mumbai
21 April 2026

Dileep Singh
Chief Financial Officer
Membership No.: 098586
Mumbai
Date: 21 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(Currency : Indian rupees in lakhs)

(a) Equity share capital

For the year ended 31 March 2026

Particulars	No. of shares	Amount
At 1 April 2025	128,648,127	12,864.81
Changes in Equity Share Capital due to prior period errors	–	–
Balance at 1 April 2025	128,648,127	12,864.81
Issue of share capital	–	–
At 31 March 2026	**128,648,127**	**12,864.81**

For the year ended 31 March 2025

Particulars	No. of shares	Amount
At 1 April 2024	112,053,430	11,205.34
Changes in Equity Share Capital due to prior period errors	–	–
Balance at 1 April 2024	112,053,430	11,205.34
Issue of share capital	16,594,697	1,659.47
At 31 March 2025	**128,648,127**	**12,864.81**

(b) Other equity

Particulars	Reserves and Surplus					Other comprehensive income	
	Equity component of Optionally convertible redeemable preference shares	Securities premium	Capital reserve for bargain purchase business combination	Employee stock option outstanding	Retained earnings	Effective portion of cash flow hedges	Total other equity
As at 31 March 2024	**2,134.45**	**29,551.02**	**(9,100.45)**	**852.91**	**(34,761.11)**	**15.01**	**(11,308.17)**
Profit for the year	–	–	–	–	569.37	–	569.37
Other comprehensive income/(loss)	–	–	–	–	8.63	(0.63)	8.00
Total comprehensive income for the year	**–**	**–**	**–**	**–**	**578.00**	**(0.63)**	**577.37**
Security premium on right issue	–	2,007.95	–	–	–	–	2,007.95
As at 31 March 2025	**2,134.45**	**31,558.97**	**(9,100.45)**	**852.91**	**(34,183.11)**	**14.38**	**(8,722.85)**
Profit for the year	–	–	–	–	2,103.29	–	2,103.29
Other comprehensive income/(loss)	–	–	–	–	(26.50)	5.38	(21.12)
Total comprehensive income for the year	**–**	**–**	**–**	**–**	**2,076.79**	**5.38**	**2,082.17**
As at 31 March 2026	**2,134.45**	**31,558.97**	**(9,100.45)**	**852.91**	**(32,106.32)**	**19.76**	**(6,640.68)**

Refer note 16 for nature and purpose

The accompanying notes 1 to 43 forms integral part of the financial statements

In terms of our report attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No : 101248W/W-100022

Sushma Jaglan
Partner
Membership No: 137783

Mumbai
Date: 21 April 2026

For and on behalf of Board of Directors
Mahindra Agri Solutions Limited
CIN - U01400MH2000PLC125781

Ami Goda
Director
DIN:09136149
Mumbai
21 April 2026

Aayushi Dalke
Company Secretary
Membership No.: 79470
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Date: 21 April 2026

Ramesh Ramachandran
Managing Director and Chief Executive Officer
DIN: 09562621
Mumbai
21 April 2026

Dileep Singh
Chief Financial Officer
Membership No.: 098586
Mumbai
Date: 21 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(Currency : Indian rupees in lakhs)

1. Corporate information

Mahindra Agri Solutions Limited ("the Company") a Public Limited Company domiciled in India and incorporated on 11 April 2000 under the provisions of the Companies Act, 1956 (CIN : U01400MH2000PLC125781).

The Company is engaged in the business of Agri inputs products and Food businesses. Seeds and Fruits Export etc. businesses are in operations during the year.

The Company is the subsidiary of Mahindra and Mahindra Limited.

The financial statements for the year ended 31 March 2026 were approved by the Board of Directors and authorised for issue on 21 April 2026.

2. Statement of compliance and basis of preparation and presentation

2.1 Basis of preparation and presentation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

All assets and liabilities are classified as current if it is expected to realise or settle within 12 months after the Balance Sheet date.

2.2 Functional and presentation currency

The financial statements are presented in Indian Rupees (INR), which is also the Company's functional currency. All amounts have been rounded-off to the nearest Rs. lakhs, unless otherwise indicated.

2.3 Basis of measurement

The financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values at the end of each reporting period. Historical cost is based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

2.5 Measurement of fair value

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole

- Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 - Valuation techniques for which the lowest level input that is significant the fair value measurement is unobservable

2.6 Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates under different assumptions and conditions.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

i. Critical Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements.

Discount rate used to determine the carrying amount of the Company's employee defined benefit obligation

In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

ii. Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Useful lives of property, plant and equipment

As described in Note 3.5, the Company reviews the estimated useful lives and residual values of property, plant and equipment at the end of each reporting period. During the current financial year, the management has reassessed the useful lives of certain property, plant and equipment and the impact of the change is not material for the year. There were no changes in residual values of the property, plant and equipment.

Impairment of investments

The Company assesses impairment of investments in subsidiaries and joint ventures which are recorded at cost. At the time when there are any indications that such investments have suffered a loss, if any, is recognised in the Statement of profit and loss. The recoverable amount requires estimates of operating margin, discount rate, future growth rate, terminal values, etc. based on management's best estimate.

Allowances for doubtful debts

The Company makes allowances for doubtful debts based on an assessment of the recoverability of trade and other receivables. The identification of doubtful debts requires use of judgments and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.

(Currency : Indian rupees in lakhs)

Liability for sales return

In making judgment for liability for sales return, the management considered the detailed criteria for the recognition of revenue from the sale of goods set out in Ind AS 115 and in particular, whether the Company had transferred to the buyer the significant risk and rewards of ownership of the goods. Following the detailed quantification of the Company's liability towards sales return, the management is satisfied that significant risk and rewards have been transferred and that recognition of the revenue in the current year is appropriate, in conjunction with the recognition of an appropriate liability for sales return. Accruals for estimated product returns, which are based on historical experience of actual sales returns and adjustment on account of current market scenario is considered by Company to be reliable estimate of future sales returns.

Taxes

There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. Where the final tax outcome of these matters is different from the amounts initially recorded, such differences will impact the current and deferred tax provisions in the period in which the tax determination is made. The assessment of probability involves estimation of a number of factors including future taxable income.

Defined benefit plans (gratuity benefits)

A liability in respect of defined benefit plans is recognised in the balance sheet and is measured as the present value of the defined benefit obligation at the reporting date less the fair value of the plan's assets. The present value of the defined benefit obligation is based on expected future payments at the reporting date, calculated annually by independent actuaries. Consideration is given to expected future salary levels, experience of employee departures and periods of service.

Allowances for inventories

Management reviews the inventory age listing on a periodic basis. This review involves comparison of the carrying value of the aged inventory items with the respective net realizable value. The purpose is to ascertain whether an allowance is required to be made in the financial statements for any obsolete and slow-moving items. Management is satisfied that adequate allowance for obsolete and slow-moving inventories has been made in the financial statements.

3. Material accounting policies

3.1 Revenue recognition

The Company has applied Ind AS 115 Revenue from Contracts with Customers which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised.

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration expected to receive in exchange for those products or services.

The core principle of Ind AS 115 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the standard introduces a 5-step approach to revenue recognition:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligation in contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

Under Ind AS 115, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customer.

The accounting policies for specific revenues streams of the Company is summarised below:

Sale of goods:

Revenue from the sale of goods is recognised upon transfer of control of promised products to customers in an amount that reflects the consideration expected to receive in exchange for those products, at which time all the following conditions are satisfied:

- The Company has transferred to the buyer the control of promised products to customers;
- The Company has identified the contract with customer and performance obligation in the contract.
- The transaction price can be measured reliably;
- It is expected that the consideration associated with the transaction will flow to the Company; and revenue is recognised when the company satisfy the performance obligation

The Company recognizes revenue from sales transactions where goods are billed to the customer but held at the Company's facilities until delivery at the customer's request. These arrangements are subject to the following criteria:

- The customer has a legitimate business reason for requesting that the goods be held, such as delayed infrastructure setup or a delay in receiving the goods.
- The customer has accepted the goods and is responsible for any potential loss, damage, or deterioration while the goods are held.
- The Company has a separate identification system to ensure that the goods are specifically for the customer and cannot be redirected or used for another purpose.
- The Company has a demonstrable commitment to hold the goods on behalf of the customer and deliver them when requested.

3.1 Revenue recognition

For the year ended 31 March 2025, the Company had 7 such bill and hold arrangements, recognizing revenue of Rs 184.76 lakhs based on these criteria," however for the year ended 31 March 2026 revenue recognised with bill and hold arrangements is Rs Nil.

Export benefits

Export benefits for sale of goods are accounted for in the year of export based on eligibility and accrual basis, when there is no uncertainty in receiving the same.

Insurance Claims

Insurance claims are accounted for on the basis of claims admitted/ expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection

3.2 Interest income

Interest income from financial assets is recognised when it is probable that economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial assets to that asset's net carrying amount on initial recognition.

Revenue Recognition Mutual fund and interest income Mutual fund income is accounted as and when the right to receive such income

(Currency : Indian rupees in lakhs)

arises and it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

3.3 Employee benefits

The Company's contribution paid / payable during the year to Superannuation Fund, ESIC and Labour Welfare Fund are recognised in profit or loss.

Provident fund

Contributions to Provident Fund are made to a Trust administered by the Company/Regional Provident Fund Commissioners and are charged to profit or loss as incurred. The Company is liable for the contribution and any shortfall in interest between the amount of interest realised by the investments and the interest payable to members at the rate declared by the Government of India in respect of the Trust administered by the Company.

Post-employment benefit plans

Defined Contribution plans:

Payments to defined contribution retirement benefit scheme for eligible employees in the form of superannuation fund are charged as an expense as they fall due. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made.

Defined benefit plans

The Company operates a defined benefit plan – gratuity fund.

The liability recognised in the balance sheet in respect of its defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the said obligation is determined by discounting the estimated future cash outflows, using market yields of government bonds that have tenure approximating the tenures of the related liability.

The interest income / (expense) are calculated by applying the discount rate to the net defined benefit liability. The net interest income / (expense) on the net defined benefit liability or asset is recognised in the Statement of Profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost

Short-term employee benefit

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

Employee stock option scheme

Equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity.

3.4 Taxation

Income tax expense comprises current tax expense and the net change in the deferred tax asset or liability during the year. Current and deferred taxes are recognised in Statement of Profit and Loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity, respectively.

Current tax

Current tax is measured at the amount of tax expected to be payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognized amounts and there is an intention to settle the asset and the liability on a net basis.

Deferred tax

Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred tax assets are recognised only to the extent that it is probable that either future taxable profits or reversal of deferred tax liabilities will be available, against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of a deferred tax asset shall be reviewed at the end of each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

3.5 Property, plant and equipment

Property, plant and equipment (other than bearer plant) held for use in the production or supply of goods or services, or for administrative purposes, are stated in the Balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and accumulated impairment if any.

Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Bearer Plant cost includes cost of plant and land preparation upto the planting. Bearer plant are stated in the Balance sheet at cost less accumulated depreciation and accumulated impairment losses.

(Currency : Indian rupees in lakhs)

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Depreciation is calculated on Straight Line method over the estimated useful life of all assets. These lives are in accordance with Schedule II to the Companies Act, 2013, other than the following asset classes based on the Company's expected usage pattern supported by technical assessment:

(a) Certain items of Plant and Equipment – 1 to 15 years

(b) Buildings – 15 years

(c) Vehicles – 5 years

(d) Bearer Plant – 3 Years

3.6 Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Intangible assets under development

The Company expenses costs incurred during research phase to profit or loss in the year in which they are incurred. Development phase expenses are initially recognised as intangible assets under development until the development phase is complete, upon which the amount is capitalised as intangible asset.

Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible assets, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

Useful lives of intangible assets

Estimated useful lives of the intangible assets are as follows:

Computer software	3 years, 10 years
Non-compete fees	5 years
Trademarks	10 years
Technical knowhow	10 years

3.7 Impairment of assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount, which is the higher of the value in use or fair value less cost to sell, of the asset or cash-generating unit, as the case may be, is estimated and impairment loss (if any) is recognised and the carrying amount is reduced to its recoverable amount. In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

When an impairment loss subsequently reverses, the carrying amount of the asset or a cash-generating unit is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) earlier.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

3.8 Inventories

Inventories are valued at lower of cost (on weighted average basis) and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to their present location and condition, including octroi and other levies, transit insurance and receiving charges.

Work-in-progress and finished goods include appropriate proportion of overheads.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

Stores, spares and tools other than obsolete and slow moving items are carried at cost. Obsolete and slow moving items are valued at cost or estimated net realisable value, whichever is lower.

3.9 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

3.10 Investments

Investments that are readily realisable and intended to be held for not more than a year from the date of acquisition are classified as current investments.

All other investments are classified as long-term investments.

Investment in subsidiaries are measured at cost as per Ind AS 27 - Separate Financial Statements.

Any reductions in the carrying amount and any reversals of such reductions are charged or credited to the Statement of profit and loss.

Cost of investments include acquisition charges such as brokerage, fees and duties.

3.11 Government grants

Government grants related to property, plant and equipment's are recognised and presented by deducting the grant from the carrying amount of the assets at fair value when there is reasonable assurance that they will be received, and the Company will comply with the conditions associated with the grant.

3.12 Financial instruments

Financial assets and financial liabilities are recognised when a Company entity becomes a party to the contractual provisions of the instruments.

(Currency : Indian rupees in lakhs)

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Classification and subsequent measurement

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on their respective classification.

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

- Amortised cost; or
- Fair Value through Other Comprehensive Income (FVTOCI) - equity investment; or
- Fair Value Through Profit or Loss (FVTPL)

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

All financial assets not classified as measured at amortised cost or FVTOCI are measured at FVTPL. This includes all derivative financial assets unless designated as effective hedge instruments which are accounted as per hedge accounting requirements discussed below.

Financial assets at amortised cost are subsequently measured at amortised cost using effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment expenses are recognised in profit or loss. Any gain and loss on derecognition is also recognised in profit or loss.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

For equity investments, the Company makes an election on an instrument-by-instrument basis to designate equity investments as measured at FVTOCI. These elected investments are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the reserves.

The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments. These investments in equity are not held for trading. Instead, they are held for medium or long-term strategic purpose. Upon the application of Ind AS 109, the Company has chosen to designate these investments as at FVTOCI as the Company believes that this provides a more meaningful presentation for medium or long-term strategic investments, than reflecting changes in fair value immediately in profit or loss. Dividend income received on such equity investments are recognised in profit or loss.

Equity investments that are not designated to be measured at FVTOCI are designated to be measured at FVTPL. Subsequent changes in fair value are recognised in profit or loss.

Financial liabilities and equity instruments

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

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company is recognised at the proceeds received, net of directly attributable transaction costs.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative (that does not meet hedge accounting requirements) or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all of the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for the amount it may have to pay.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised and the proceeds received are recognised as a collateralised borrowing.

Offsetting

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

Derivative financial instruments

The Company enters into derivative financial instruments, primarily foreign exchange forward contracts to manage its exposure to foreign exchange. Derivatives embedded in non-derivative host contracts that are not financial assets within the scope of Ind AS 109 are treated as separate derivatives when their risks and characteristics are not closely related to those of the host contracts and the host contracts are not measured at FVTPL.

Derivatives are initially recognised at fair value at the date the contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedging relationship and the nature of the hedged item.

Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognised in profit or loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income and accumulated under hedging reserve. The

(Currency : Indian rupees in lakhs)

gain or loss relating to the ineffective portion is recognised immediately in the profit or loss.

Financial instruments and cash deposits: Credit risk from balances with banks and financial institutions is managed by the Company in accordance with the Company's policy. Investments of surplus funds are made only with approved mutual fund or banks and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company on an annual basis, and may be updated throughout the year subject to approval of the Group's Finance Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognising impairment loss on financial assets. With respect to trade receivables, the Company measures the loss allowance at an amount equal to lifetime expected credit losses.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

3.13 Foreign exchange transactions and translation

Transactions in foreign currencies i.e. other than the Company's functional currency of Indian Rupees are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the functional currency using exchange rates prevailing at the date when the fair value is determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for exchange differences on transactions entered into in order to hedge certain foreign currency risks (refer policy on Derivative Financial Instruments).

3.14 Earnings per share

Basic EPS is computed by dividing the Profit or loss attributable to the equity shareholders of the Company by the weighted average number of Ordinary shares outstanding during the year.

Diluted EPS is computed by adjusting the profit or loss attributable to the ordinary equity shareholders and the weighted average number of ordinary equity shares, for the effects of all dilutive potential Ordinary shares except where the results would be anti-dilutive.

3.15 Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their primary nature.

The costs of the Company are broadly categorised in employee benefit expenses, depreciation and amortisation and other operating expenses. Employee benefit expenses include employee compensation, allowances paid, contribution to various funds and staff welfare expenses. Other operating expenses majorly include fees to external consultants, cost running its facilities, travel expenses, cost of hardware and software bought for reselling, communication costs and other expenses. Other expenses is an aggregation of costs which are individually not material such as commission and brokerage, bank charges, freight and octroi etc.

Finance costs

The Company's finance costs include:

(i) Interest expense on borrowings and overdrafts

(ii) Interest expense on inter corporate deposits

Interest expense is recognised using effective interest method based on interest rates specified/ implicit in the transactions.

3.16 Research and development expenses

Research expenditure is charged to the Statement of Profit and Loss. Development costs of products are also charged to the Statement of Profit and Loss unless a product's technical feasibility has been established, in which case such expenditure is capitalised. Tangible assets used in research and development are capitalised.

3.17 Non-current assets held for sale

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

When the Company is committed to a sale plan involving disposal of an investment, the investment that will be disposed of is classified as held for sale when the criteria described above are met.

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

3.18 Cash Flow Statement

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

3.19 Leases

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of- use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee:

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus

(Currency : Indian rupees in lakhs)

any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property and equipment' and lease liabilities in the statement of financial position.

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

Operating lease payments are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the term of the relevant lease.

3.20 Borrowing costs

Borrowing costs are interest and ancillary costs incurred in connection with the arrangement of borrowings. General and specific borrowing costs attributable to acquisition and construction of any qualifying asset (one that takes a substantial period of time to get ready for its designated use or sale) are capitalised until such time as the assets are substantially ready for their intended use or sale, and included as part of the cost of that asset. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

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

3.21 Segment reporting

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. The Company's chief operating decision maker is the Managing Director and CEO of the Company.

Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on a reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

3.22 Accounting of Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised, when there is a present legal or constructive obligation as a result of past events, where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. Where the effect is material, the provision is discounted to net present value using an appropriate current market based pre-tax discount rate and the unwinding of the discount is included in finance costs.

Contingent liabilities are recognised only when there is a possible obligation arising from past events, due to occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the Company, or where any present obligation cannot be measured in terms of future outflow of resources, or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for.

Contingent assets are not disclosed in the financial statements unless an inflow of economic benefits is probable.

3.23 Cash and cash equivalents

The Group considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short- term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

3.24 "Recent pronouncements"

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to :

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively.

(Currency : Indian rupees in lakhs)

4. Property, plant and equipment and Capital work in-progress

Carrying Amount of:	As at 31 March 2026	As at 31 March 2025
Freehold land	**501.46**	501.46
Building	**1,169.46**	1,224.74
Plant and equipment	**489.18**	506.05
Computer equipment	**20.18**	24.09
Office equipment	**4.55**	9.06
Furniture and fixtures	**72.99**	78.20
Vehicles	**40.94**	92.86
Bearer plant	**35.45**	44.63
Right to use of assets- Vehicle	**527.71**	527.13
Right to use of assets- Building	**28.96**	48.27
Capital work-in-progress	**7.27**	7.97
Total	**2,898.15**	3,064.46

Description of assets	Freehold land	Buildings	Plant and equipment	Computer equipment	Office equipment	Furniture and fixtures	Vehicles	Bearer plant	Right to use of Assets-Vehicle	Right to use of Assets-Building	Capital work-in-progress	Total
I. Cost												
(a) Balance as at 1 April 2024	**501.46**	**1,602.47**	**1,012.19**	**158.32**	**70.84**	**233.06**	**552.21**	**96.63**	**475.35**	**94.93**	**–**	**4,797.48**
Additions	–	–	43.00	3.29	1.55	1.86	–	–	211.68	–	7.97	269.35
Disposals	–	–	–	–	(2.41)	–	(85.00)	–	–	–	–	(87.41)
(b) Balance as at 31 March 2025	**501.46**	**1,602.47**	**1,055.19**	**161.61**	**69.98**	**234.92**	**467.21**	**96.63**	**687.03**	**94.93**	**7.97**	**4,979.42**
Additions	–	–	48.86	15.75	0.17	15.63	–	–	167.52	–	7.27	255.20
Capitalisation during the year	–	–	–	–	–	–	–	–	–	–	(7.97)	(7.97)
Disposals	–	–	–	–	(0.08)	–	(6.08)	–	(15.67)	–	–	(21.83)
(c) Balance as at 31 March 2026	**501.46**	**1,602.47**	**1,104.05**	**177.36**	**70.07**	**250.55**	**461.13**	**96.63**	**838.88**	**94.93**	**7.27**	**5,204.82**
II. Accumulated depreciation and impairment												
(d) Balance as at 1 April 2024	**–**	**322.44**	**487.31**	**112.92**	**57.69**	**137.17**	**368.29**	**42.82**	**42.47**	**27.36**	**–**	**1,598.45**
Depreciation expense for the year	–	55.29	61.83	24.61	5.54	19.56	71.22	9.18	117.43	19.30	–	383.98
Disposals	–	–	–	–	(2.31)	–	(65.16)	–	–	–	–	(67.47)
(e) Balance as at 31 March 2025	**–**	**377.73**	**549.14**	**137.52**	**60.92**	**156.72**	**374.35**	**52.00**	**159.90**	**46.66**	**–**	**1,914.96**
Depreciation expense for the year	–	55.27	65.73	19.66	4.65	20.85	51.62	9.18	154.90	19.31	–	401.17
Disposals	–	–	–	–	(0.05)	–	(5.78)	–	(3.63)	–	–	(9.46)
(f) Balance as at 31 March 2026	**–**	**433.01**	**614.87**	**157.18**	**65.52**	**177.56**	**420.19**	**61.19**	**311.17**	**65.97**	**–**	**2,306.67**
III. Net carrying amount 31 March 2026 (c)-(f)	**501.46**	**1,169.46**	**489.18**	**20.18**	**4.55**	**72.99**	**40.94**	**35.45**	**527.71**	**28.96**	**7.27**	**2,898.15**
IV. Net carrying amount 31 March 2025 (b)-(e)	**501.46**	**1,224.74**	**506.05**	**24.09**	**9.06**	**78.20**	**92.86**	**44.63**	**527.13**	**48.27**	**7.97**	**3,064.46**

Capital Work In Progress Ageing Schedule

	Amount in CWIP for a period of				
As at 31 March 2026	**Less than 1 year**	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	**7.27**	–	–	–	7.27
Projects temporarily suspended	**–**	–	–	–	–
Total	**7.27**	–	–	–	7.27

	Amount in CWIP for a period of				
As at 31 March 2025	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	**7.97**	–	–	–	7.97
Projects temporarily suspended	**–**	–	–	–	–
Total	**7.97**	–	–	–	7.97

There are no projects whose completion is overdue or has exceeded its cost compared to its originally planned budget.

(Currency : Indian rupees in lakhs)

5A. Other intangible assets

Carrying amount of:-	**As at 31 March 2026**	As at 31 March 2025
Computer software	**14.14**	18.84
Non compete fees	**–**	–
Intangible development	**98.56**	138.51
Trademarks	**0.01**	0.01
Technical knowhow	**19.27**	26.27
Total	**131.98**	183.63

Description of assets	**Computer software**	**Non compete fees**	**Intangible development**	**Trademarks**	**Technical knowhow**	**Total**
Intangible Assets						
I. Cost						
(a) Balance as at 1 April 2024	**95.79**	**32.00**	**478.27**	**70.87**	**326.88**	**1,003.81**
Additions through internal development	–	–	85.21	–	–	85.21
Deduction / Adjustments during the year	–	–	–	–	–	–
(b) Balance as at 31 March 2025	**95.78**	**32.00**	**563.48**	**70.87**	**326.88**	**1,089.02**
Additions through internal development	–	–	52.84	–	–	52.84
Deduction / Adjustments during the year	–	–	(80.44)	–	–	(80.44)
(c) Balance as at 31 March 2026	**95.78**	**32.00**	**535.88**	**70.87**	**326.88**	**1,061.42**
II. Accumulated amortisation and impairment						
(d) Balance as at 1 April 2024	**68.46**	**32.00**	**370.89**	**69.41**	**288.36**	**829.12**
Amortisation expense for the year	8.48	–	54.09	1.45	12.25	76.26
Deduction / Adjustments during the year	–	–	–	–	–	–
(e) Balance as at 31 March 2025	**76.94**	**32.00**	**424.98**	**70.86**	**300.61**	**905.39**
Amortisation expense for the year	4.70	–	45.18	–	7.00	56.87
Deduction / Adjustments during the year	–	–	(32.83)	–	–	(32.83)
(f) Balance as at 31 March 2026	**81.64**	**32.00**	**437.32**	**70.86**	**307.61**	**929.43**
III. Net carrying amount 31 March 2026 (c)-(f)	**14.14**	**–**	**98.56**	**0.01**	**19.27**	**131.98**
IV. Net carrying amount 31 March 2025 (b)-(e)	**18.84**	**–**	**138.51**	**0.01**	**26.27**	**183.63**

5B. Intangible assets under development

Carrying amount of :-	**As at 31 March 2026**	As at 31 March 2025
Intangible assets under development	**483.90**	432.59
Additions through internal development	**170.38**	191.11
Capitalised during the year	**(52.84)**	(85.21)
Deletions / Adjustments during the year	**(94.60)**	(54.59)
Total	**506.84**	483.90

Note : During the year 2025-26 the Company has written off Intangible asset under development amounting to Rs 94.60 lakhs (FY 24-25 : Rs 54.59 lakhs)

(Currency : Indian rupees in lakhs)

Intangible assets under development Ageing Schedule

As at 31 March 2026	Amount in Intangible assets under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	22.94	51.31	80.85	351.74	506.84
Projects temporarily suspended	–	–	–	–	–
Total	**22.94**	**51.31**	**80.85**	**351.74**	**506.84**

As at 31 March 2025	Amount in Intangible assets under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	51.31	192.66	239.93	–	483.90
Projects temporarily suspended	–	–	–	–	–
Total	**51.31**	**192.66**	**239.93**	**–**	**483.90**

There are no projects whose completion is overdue or has exceeded its cost compared to its originally planned budget.

6. Investments

Particulars	Face value Per share (Rs)	As at 31 March 2026 Nos	As at 31 March 2026 Amount Non-current	As at 31 March 2025 Nos	As at 31 March 2025 Amount Non-current
At Cost					
A. In Subsidiary companies					
Equity shares- fully paid (Unquoted)					
Mahindra Fruits Private limited (formerly known as Mahindra Greenyard Private Limited)	10	**12,330,000**	**815.80**	12,330,000	815.80
Mahindra HZPC Private Limited	10	**29,759,125**	**2,975.91**	29,759,125	2,975.91
B. In Joint venture company					
Equity shares- fully paid (Unquoted)					
Mahindra Summit Agriscience Limited	10	**112,866,000**	**11,286.60**	11,28,66,000	11,286.60
C. Fair value through other comprehensive income - FVTOCI					
Unquoted Investments (fully paid)					
Investments in Equity shares					
Equity shares of Rs. 10 each of Vayugrid Marketplace Services Private Limited	10	**2,121,000**	**58.75**	2,121,000	58.75
D. Fair value through profit and loss - FVTPL					
Unquoted Investments (fully paid)					
Investments in Equity shares					
Equity shares of Rs. 10 each of White Spread Foods Private Limited	10	**680,000**	**68.00**	680,000	68.00
E. Less: Aggregate amount of impairment in value of investments			**(9,488.14)**		(9,488.14)
TOTAL INVESTMENTS (A) + (B) + (C) + (D) - (E)			**5,716.92**		5,716.92
Total impairment loss on value of investments (refer note (i) below)			**9,488.14**		9,488.14

Note : (i) : Summary of total impairment loss on value of investments

Particulars	As at 31 March 2026	As at 31 March 2025
Mahindra Fruits Private limited	**815.80**	815.80
Mahindra Summit Agriscience Limited	**7,192.00**	7,192.00
Mahindra HZPC Private Limited	**1,353.59**	1,353.59
Vayugrid Marketplace Services Private Limited	**58.75**	58.75
White Spread Foods Private Limited	**68.00**	68.00
	9,488.14	9,488.14

The mode of Impairment loss on value of investments has been stated in note 3.12

(Currency : Indian rupees in lakhs)

7. Other financial assets

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-current	As at 31 March 2025 Current	As at 31 March 2025 Non-current
Financial assets at amortised cost :				
Security deposits	**30.48**	**20.88**	36.10	19.38
Export incentive receivable	**154.07**	**–**	173.58	–
Interest accrued on bank deposits	**2.04**	**–**	4.79	–
Interest accrued on inter corporate deposit	**5.25**	**–**	–	–
Earmarked bank deposits with maturity more than 12 months #	**1.49**	**40.64**	–	2.21
Other receivables*	**67.68**	**–**	40.44	–
Insurance claim receivable	**–**	**–**	17.16	–
Derivative financial instruments designated and effective as hedging instruments carried at fair value	**17.96**	**–**	12.59	–
Total	**278.97**	**61.52**	284.66	21.59

There is a lien marked on deposits with bank in favour of HDFC for an amount aggregating Rs 42.13 lakhs (31 March, 2025: Rs 2.21 lakhs) against government authorities.

*Other receivables mainly includes receivables for other recoverable expenses from related parties (refer note 35).

8. Deferred tax assets

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred tax assets	**71.71**	100.40
Deferred tax liabilities	**(71.71)**	(100.40)
Deferred tax assets (net)	**–**	–
Deferred tax assets (net) #	**–**	–

31 March 2026

Particulars	Net balance 1 April 2025	Recognised in profit or loss	Recognised in OCI	Net #	Deferred tax asset	Deferred tax liability
Tax effect of items constituting deferred tax assets						
Employee benefits	72.87	(17.47)	–	55.40	55.40	–
Income tax relating to defined benefit plans that will not be reclassified to profit or loss	12.46	–	(6.67)	5.79	5.79	
Effective portion of gains and loss on designated portion of hedging instruments in a cash flow hedge	11.87	–	(1.35)	10.52	10.52	–
Tax effect of items constituting deferred tax liabilities						
Right to use of assets	3.20	(17.43)	–	(14.23)	–	(14.23)
Difference between WDV as per books and income tax	(100.40)	42.92	–	(57.48)	–	(57.48)
Deferred tax assets (net)	**–**	**8.02**	**(8.02)**	**–**	**71.71**	**(71.71)**

31 March 2025

Particulars	Net balance 1 April 2024	Recognised in profit or loss	Recognised in OCI	Net #	Deferred tax asset	Deferred tax liability
Tax effect of items constituting deferred tax assets						
Employee benefits	39.16	33.71	–	72.87	72.87	–
Income tax relating to defined benefit plans that will not be reclassified to profit or loss	10.29	–	2.17	12.46	12.46	
Effective portion of gains and loss on designated portion of hedging instruments in a cash flow hedge	12.05	–	(0.18)	11.87	11.87	–
Right to use of assets	2.45	0.75	–	3.20	3.20	–
Tax effect of items constituting deferred tax liabilities						
Difference between WDV as per books and income tax	(63.95)	(36.45)	–	(100.40)	–	(100.40)
Deferred tax assets (net)	–	(2.00)	2.00	–	100.40	(100.40)

(Currency : Indian rupees in lakhs)

Amounts on which deferred tax asset has not been created and related expiry period

Deferred tax assets have not been recognised in respect of following items, because it is not probable that future taxable profit will be available against which the Company can use the benefit therefrom.

Particulars	As at 31 March 2026	As at 31 March 2025
Deductible Temporary differences	**3,826.57**	1,031.24
Unused tax losses (revenue in nature) Expiry period upto five years	**8,859.27**	13,678.08
Unused tax losses (capital in nature) Expiry period upto five years	**1,437.00**	114.85
Unused tax losses (revenue in nature) Expiry period more than five years	**–**	296.19
Unused tax losses (capital in nature) Expiry period more than five years	**–**	1,335.45
Unused Depreciation losses (no expiry date)	**8,560.36**	8,560.36
Total	**22,683.20**	25,016.17

The unrecognised tax losses brought forward expire as follows

	Financial year	As at 31 March 2026	As at 31 March 2025
1	2025-2026	**–**	5,115.00
2	2026-2027	**4,493.87**	4,493.87
3	2027-2028	**2,486.45**	2,486.45
4	2028-2029	**1,508.62**	1,508.62
5	2029-2030	**74.14**	74.14
6	2030-2031	**296.19**	296.19
	Total	**8,859.27**	13,974.27

 # Unrecognised deferred tax assets

Deferred tax assets (DTA) have not been recognised, because it is not probable that future taxable profit will be available against which the Company can use the benefits therefrom:

Deferred tax assets for the carry forward of unused tax losses are recognised to the extent that it is probable that future taxable profits will be available against which the unused tax losses can be utilised. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets - unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

9. Other tax assets / (liabilities) (net)

Particulars	As at 31 March 2026	As at 31 March 2025
Non-current tax assets		
TDS receivables	**67.62**	32.68
Total	**67.62**	32.68
Current tax liabilities		
Provision for tax	**40.23**	40.23
Total	**40.23**	40.23
Other tax assets / (liabilities) (net)	**27.39**	(7.55)

10. Other current and Non-current assets

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-current	Current	Non-current
Advances other than capital advances				
(i) Balances with government authorities (other than income taxes)	**524.95**	**151.35**	739.50	6.05
(ii) Advances to employees				
Considered good	**52.43**	**–**	51.50	–
(iii) Advances to vendors				
Considered good	**1,468.24**	**–**	2,770.12	–
(iv) Prepaid expenses	**114.71**	**–**	105.24	–
(v) Expected returns from customers *(refer note 18)*	**340.88**	**–**	268.00	–
Total	**2,501.21**	**151.35**	3,934.36	6.05

11. Inventories (at lower of cost and net realisable value)

Particulars	As at 31 March 2026	As at 31 March 2025
Stock-in-trade (refer below note 3)	**4,636.83**	2,718.36
Stock-in-transit (Finished goods)	**2,364.58**	1,503.25
Stock-in-transit *(Traded goods)*	**148.12**	39.55
Packing Materials	**683.25**	511.77
Total	**7,832.78**	4,772.93

Notes:

1 The cost of inventories recognised as an expense during the year was Rs 22,556.54 lakhs (31 March 2025: Rs 19,713.98 lakhs)

2 The carrying amount of inventories pledged as security for working capital loan from bank is secured by first paripassu charge on inventories (including Stock-in-trade, Packing Materials and Stock-in-transit), book debts and all other current assets (refer note 17B).

3 It includes inter-unit transfer of stock amounting to Rs 83.13 lakhs (31 March 2025: Rs 18.28 lakhs).

4 The mode of valuation of inventories has been stated in note 3.8

(Currency : Indian rupees in lakhs)

12. Trade receivables

(a) Particulars	As at 31 March 2026	As at 31 March 2025
Considered good - Secured	**–**	–
Considered good - Unsecured	**11,157.08**	8,530.07
Significant increase in credit risk	**–**	–
Credit impaired	**960.54**	930.29
Less :- Allowance for expected credit losses	**(960.54)**	(930.29)
Total	**11,157.08**	8,530.07

Trade receivables Ageing Schedule

As at 31 March 2026	**Outstanding for following periods from due date of payment**						
	Not due	**Less than 6 months**	**6 months -1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed Trade Receivables – considered good	**8,298.45**	**2,771.85**	**67.11**	**19.67**	**–**	**–**	**11,157.08**
Undisputed Trade Receivables – which have significant increase in credit risk	**21.79**	**13.75**	**27.24**	**51.95**	**48.51**	**372.87**	**536.12**
Undisputed Trade Receivables – credit impaired	**(21.79)**	**(13.75)**	**(27.24)**	**(51.95)**	**(48.51)**	**(372.87)**	**(536.12)**
Disputed Trade Receivables – considered good							
Disputed Trade Receivables – which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**424.42**	**424.42**
Disputed Trade Receivables – credit impaired	**–**	**–**	**–**	**–**	**–**	**(424.42)**	**(424.42)**
Total	**8,298.45**	**2,771.85**	**67.11**	**19.67**	**0.00**	**–**	**11,157.08**

As at 31 March 2025	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables – considered good	1,383.13	7,041.23	100.87	4.45	0.39	–	8,530.07
Undisputed Trade Receivables – which have significant increase in credit risk	10.87	13.13	40.28	60.11	72.75	308.73	505.87
Undisputed Trade Receivables – credit impaired	(10.87)	(13.13)	(40.28)	(60.11)	(72.75)	(308.73)	(505.87)
Disputed Trade Receivables – considered good							–
Disputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	424.42	424.42
Disputed Trade Receivables – credit impaired	–	–	–	–	–	(424.42)	(424.42)
	1,383.13	7,041.23	100.87	4.45	0.39	–	8,530.07

Notes:

1 Of the above, trade receivables from:

Particulars	**As at 31 March 2026**	As at 31 March 2025
– Related parties	**–**	–
– Others	**11,157.08**	8,530.07
	11,157.08	8,530.07

2 The Average credit period on sale of goods is as under :

– Agri Input businesses - Seeds 90 days each

– Food businesses - Fruits Export - As per agreement with Consignment agent / Customers, Grapes Domestic - 15 days;

3 The Company does not normally enforce interest on overdue debts. However, interest on overdue debts is charged on discretionary basis in respect of certain business / parties.

4 The carrying amount of inventories pledged as security for working capital loan from bank is secured by first paripassu charge on inventories (including Stock-in-trade, Packing Materials and Stock-in-transit), book debts and all other current assets (refer note 17B).

5 Movement in the expected credit loss allowance

Particulars	**As at 31 March 2026**	As at 31 March 2025
Balance at the beginning of the year	**930.29**	886.00
Add: provision made during the year	**30.25**	44.29
Less: balances written off during the year	**–**	–
Balance at the end of the year	**960.54**	930.29

(Currency : Indian rupees in lakhs)

13 A. Cash and cash equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Cash and bank balance		
Balances with banks		
– In current accounts	**13.21**	0.83
Total	**13.21**	0.83

13 B. Bank balances other than cash and cash equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Other bank balances		
(a) Earmarked balances with bank:		
Fixed deposits with original maturity less than 3 months	**99.30**	129.87
Fixed deposits with original maturity greater than 3 months but less 12 months	**2.98**	2.73
Total	**102.28**	**132.60**

Note:
There is a lien marked on deposits with bank in favour of HDFC Bank Limited for an amount aggregating Rs 2.98 lakhs (31 March 2025: Rs 2.73 lakhs) against government authorities.

14. Loans

Particulars	As at 31 March 2026	As at 31 March 2025
Loans		
Inter- corporate deposit given to related parties		
Unsecured, considered good	**720.00**	–
Unsecured, doubtful	**–**	–
Less : Credit impaired	**–**	–
Total	**720.00**	**–**

The inter coporate deposit is given to Mahindra Summit Agrisicence Limited @8.7% pa for a period of 12 months (31 March 2025 : Nil) for the purpose of working capital.

15. Equity share capital

Equity share capital	Amount
As at 31 March 2024	11,205.34
Changes in equity share capital during the year	1,659.47
As at 31 March 2025	12,864.81
Changes in equity share capital during the year	–
As at 31 March 2026	**12,864.81**

Particulars	As at 31 March 2026 No. of shares	As at 31 March 2026 Amount	As at 31 March 2025 No. of shares	As at 31 March 2025 Amount
Authorised share capital:				
Equity shares of Rs. 10 each with voting rights	**24,99,98,000**	**24,999.80**	24,99,98,000	24,999.80
6% Optionally Convertible Redeemable Preference Shares of Rs. 46 each	**10,870,000**	**5,000.20**	10,870,000	5,000.20
	26,08,68,000	**30,000.00**	26,08,68,000	30,000.00
Issued, subscribed and paid up capital comprises:				
Equity shares of Rs. 10 each with voting rights	**12,86,48,127**	**12,864.81**	12,86,48,127	12,864.81
Total	**12,86,48,127**	**12,864.81**	12,86,48,127	12,864.81

a) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year:

Particulars	Opening balance	Rights issue	Preferential allotment	Closing balance
Equity Shares with Voting rights				
As at 31 March 2026				
No. of Shares	**12,86,48,127**	**–**	**–**	**12,86,48,127**
Amount	**12,864.81**	**–**	**–**	**12,864.81**
As at 31 March 2025				
No. of Shares	11,20,53,430	1,65,94,697	-	12,86,48,127
Amount	11,205.34	1,659.47	-	12,864.81

Particulars	Opening balance	Rights issue	Preferential allotment	Closing balance
6% Optionally Convertible Redeemable Preference Shares with voting rights				
As at 31 March 2026				
No. of Shares	**1,07,54,230**	**–**	**–**	**1,07,54,230**
Amount	**4,946.95**	**–**	**–**	**4,946.95**
As at 31 March 2025				
No. of Shares	1,07,54,230	–	–	1,07,54,230
Amount	4,946.95	–	–	4,946.95

b) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation, the shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholdings.

During the year, the Company had raised fund through right issue of equity shares 16,594,697 of Rs.10 each to existing equity shareholders in their shareholding ratio.

Terms of Optionally Convertible Redeemable Preference Shares (OCRPS)

Conversion:- The conversion ratio shall be 1 equity share for every 1 OCPRS held by the shareholders in the Company. The minimum holding period will be 6 months. The conversion shall be at the discretion of the Option Holder at any time after the minimum holding period.

Redemption:- The maturity of the OCPRs shall be 20 years from the date of allotment. The OCPRS shall be redeemed at face value at maturity.

Transferability:- OCPRS shall be transferrable, subject to the prior consent of the Company.

Dividend:- The holders of the OCPRS shall carry a cumulative dividend at the fixed rate of 6% per year, out of the profits of the company and the payment of such dividend shall have priority over any dividend rights of the equity shares.

Voting and other rights:- (i) The preference shares shall carry rights as per the provision of Section 47(2) of the Companies Act, 2013. (ii) The Preference shares shall have priority with respect to payment of dividend and repayment of capital vis-a-vis equity shares. (iii) The Preference shareholder shall not have the right of participation in surplus assets and profits, on winding up of the company, which may remain after the entire capital has been repaid.

(Currency : Indian rupees in lakhs)

c) Details of shares held by the Holding Company

Particulars	Equity shares	Preference shares
As at 31 March 2026		
Mahindra & Mahindra Limited	**12,74,42,966**	**1,06,96,170**
Total	**12,74,42,966**	**1,06,96,170**
As at 31 March 2025		
Mahindra & Mahindra Limited	12,74,42,966	1,06,96,170
Total	12,74,42,966	1,06,96,170

d) Details of shares held by each shareholder holding more than 5% shares:

	As at 31 March 2026		As at 31 March 2025	
Class of shares / Name of shareholder	**Number of shares held**	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra & Mahindra Limited	**12,74,42,966**	**99.06%**	12,74,42,966	99.06%
6% Optionally Convertible Redeemable Preference Shares				
Mahindra & Mahindra Limited	**1,06,96,170**	**99.46%**	1,06,96,170	99.46%

e) Details of shares held by Promoters

As At 31 March 2026

Class of shares	**Promoter Name**	**No. of shares at the beginning of the year**	**Change during the year**	**No. of shares at the end of the year**	**% of Total Shares**	**% change in share holding pattern during the year**	**% change in shares during the year**
1. Equity Shares	Mahindra & Mahindra Limited	**12,74,42,966**	**–**	**12,74,42,966**	**99.06%**	**0.00%**	**0.00%**
2. Optionally Convertible Cumulative Redeemable preference Shares	Mahindra & Mahindra Limited	**10,696,170**	**–**	**1,06,96,170**	**99.46%**	**0.00%**	**0.00%**
Total		**13,81,39,136**	**–**	**13,81,39,136**			

As At 31 March 2025

Class of shares	Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change in share holding pattern during the year	% change in shares during the year
1. Equity Shares	Mahindra & Mahindra Limited	11,09,12,942	1,65,30,024	12,74,42,966	99.06%	0.08%	14.90%
2. Optionally Convertible Cumulative Redeemable preference Shares	Mahindra & Mahindra Limited	1,06,96,170	–	1,06,96,170	99.46%	0.00%	0.00%
Total		12,16,09,112	1,65,30,024	12,74,42,966			

f) As per records of the Company as at 31 March 2026 and 31 March 2025, no calls remain unpaid by the directors and officers of the Company.

g) The Company has not allotted any equity shares for consideration other than cash, bonus shares, nor have any shares been bought back during the period of five years immediately preceding the Balance Sheet date.

h) Equity shares reserves for issuance under ESOP Scheme. (refer note 36)

(Currency : Indian rupees in lakhs)

16. Other equity

Particulars	As at 31 March 2026	As at 31 March 2025
- Capital reserve *(refer note (a) below)*	**(9,100.45)**	(9,100.45)
- Securities premium *(refer note (b) below)*	**31,558.97**	31,558.97
- Share option outstanding *(refer note (c) below)*	**852.91**	852.91
- *Retained earnings (refer note A(d) below)*	**(32,106.32)**	(34,183.11)
- Effective portion of cash flow hedges *(refer note (d) and A(e) below)*	**19.76**	14.38
- Equity component of 6% Optionally Convertible Redeemable Preference Shares *(refer note 15 (b) and A(f) below*	**2,134.45**	2,134.45
Total	**(6,640.68)**	(8,722.85)

Notes:

		As at 31 March 2026	As at 31 March 2025
a)	**Capital reserve**		
	Balance as at the beginning of the year	**(9,100.45)**	(9,100.45)
	Add: Additions during the year	**–**	–
	Balance as at the end of the year	**(9,100.45)**	(9,100.45)
b)	**Securities premium**		
	Balance as at the beginning of the year	**31,558.97**	29,551.02
	Add: Additions during the year	**–**	2,007.95
	Balance as at the end of the year	**31,558.97**	31,558.97
c)	**Share Option outstanding**		
	Balance as at the beginning of the year	**852.91**	852.91
	Add: Additions during the year	**–**	–
	Balance as at the end of the year	**852.91**	852.91
d)	**Effective portion of cash flow hedges**		
	Balance as at the beginning of the year	**14.38**	15.01
	Add: Additions during the year	**5.38**	(0.63)
	Balance as at the end of the year	**19.76**	14.38

A. The description of the nature and purpose of each reserve within equity is as follows:

a) Capital reserve is reserve for bargain purchase business combination.

b) Securities premium is received pursuant to the further issue of equity shares at a premium net of the share issue expenses. This is a non-distributable reserve except for the following instances where the share premium account may be applied;

i) towards the issue of unissued shares of the Company to the members of the Company as fully paid bonus shares;

ii) for the purchase of its own shares or other securities;

iii) in writing off the preliminary expenses of the Company;

iv) in writing off the expenses of, or the commission paid or discount allowed on, any issue of shares or debentures of the Company; and

v) in providing for the premium payable on the redemption of any redeemable preference shares or of any debentures of the Company.

c) Share options outstanding account/ Employee stock option outstanding account represents the equity-settled shares and share options granted to employees (refer note 36). The reserve is made up of the cumulative value of services received from employees recorded over the vesting period commencing from the grant date of equity-settled shares and share options and is reduced by the expiry of the share options.

d) Retained earnings are the accumulated profits earned by the Company till date, less transfer to general reserves, dividend (including dividend distribution tax) and other distributions made to the shareholders.

e) The Company has designated its hedging instruments obtained after 1 April 2017 as cash flow hedges and any effective portion of cash flow hedge is maintained in the said reserve. In case the hedging becomes ineffective, the amount is recognised in the Statement of profit and loss.

f) Terms of Optionally Convertible Redeemable Preference Shares (OCRPS)

Conversion:- The conversion ration shall be 1 equity share for every 1 OCPRS held by the shareholders in the company. The minimum holding period will be 6 months. The conversion shall be at the discretion of the Option Holder at any time after the minimum holding period.

Redemption:- The maturity of the OCPRs shall be 20 years from the date of allotment. The OCPRS shall be redeemed at face value at maturity.

Transferability:- OCPRS shall be transferrable, subject to the prior consent of the company.

Dividend:- The holders of the OCPRS shall carry a cumulative dividend at the fixed rate of 6% per year, out of the profits of the company and the payment of such dividend shall have priority over any dividend rights of the equity shares.

Voting and other rights:- (i) The preference shares shall carry rights as per the provision of section 47(2) of the Companies Act, 2013. (ii) The Preference shares shall have priority with respect to payment of dividend and repayment of capital vis-a-vis equity shares. (iii) The Preference shareholder shall not have the right of participation in surplus assets and profits, on winding up of the company, which may remain after the entire capital has been repaid.

17A. Long-term borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured		
Liability component of Optionally convertible redeemable preference shares *(refer note 15 (b) and 16 A(f))*	**4,380.14**	4,093.59
Total	**4,380.14**	4,093.59

17B. Short-term borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Secured		
Bank overdrafts (refer below note (i) and (ii))	**833.66**	237.03
Unsecured		
Inter corporate deposit (refer below note (iii))	**1,000.00**	2,500.00
Total	**1,833.66**	2,737.03

(Currency : Indian rupees in lakhs)

Details of the security and repayment terms:

i) Borrowings from Kotak Mahindra Bank Ltd of Rs 820.18 lakhs (31 March 2025: Rs 231.08 lakhs) are secured on First pari passu charge on the Company's present and future current assets. Borrowing facility are of Cash Credit (CC)/ Overdraft facility carries interest rate of 8.40% - 9.20% p.a (31 March 2025 : 9.10% - 9.35% p.a) repayable on demand.

ii) Borrowings from HDFC Bank Limited of Rs 13.48 lakhs (31 March 2025 : Rs 5.95 lakhs) are secured on First pari passu charge on the Company's present and future current assets. Borrowing facility are of Cash Credit (CC)/ Overdraft facility carries interest rate of 8.70% -9.35% p.a. (31 March 2025: 9.15% - 9.35% p.a.) repayable on demand.

iii) Inter corporate loan from Mahindra & Mahindra Limited of Rs 1,000 lakhs (31 March 2025 : Rs 2,500 lakhs) carries interest rate ranging from @ 8.01% to 8.15% pa (31 March 2025 : 8% to 9% p.a.), which were obtained for the purpose of working capital. This loan is repayable within a period of twelve months along with interest and principal.

18. Provisions

	As at 31 March 2026		As at 31 March 2025	
Particulars	**Current**	**Non-current**	Current	Non-current
Provision for employee benefits ##				
– Compensated absences	**42.03**	**181.39**	33.50	85.93
– Gratuity	**14.13**	**350.85**	28.94	242.10
Expected returns from Customers **	**816.38**	**-**	653.66	-
Total	**872.54**	**532.23**	716.10	328.03

Movement in Expected returns from customers	**Balance as at 01 April 2025**	**Provisions made during the year**	**Provisions used during the year**	**Balance as at 31 March 2026**
Current	**653.66**	**5,280.55**	**(5,117.83)**	**816.38**
Non current	**–**	**–**	**–**	**–**

Movement in Expected returns from customers	Balance as at 01 April 2024	Provisions made during the year	Provisions used during the year	Balance as at 31 March 2025
Current	692.63	3,224.68	(3,263.65)	653.66
Non current	–	–	–	–

The provision for employee benefits includes annual leaves and vested long service leave entitlements accrued and compensation claims made by employees. For other disclosure refer note no 30 on employee benefits expense.

** The Company makes a provision on estimated sales return from customers based on historical experience. The sales returns are generally expected within a year.

19. Trade payables

Particulars	**As at 31 March 2026**	As at 31 March 2025
Trade payables		
Total outstanding dues of micro enterprises and small enterprises (refer note 38)	**426.98**	221.13
Total outstanding dues of creditors other than micro enterprises and small enterprises	**12,707.75**	9,546.94
Total	**13,134.73**	9,768.07

Trade payables Ageing Schedule

As at 31 March 2026	**Outstanding for following periods from due date of payment**				
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Total outstanding dues of micro enterprises and small enterprises	**426.98**	**–**	**–**	**–**	**426.98**
Total outstanding dues of creditors other than micro enterprises and small enterprises	**3,629.72**	**34.33**	**8.62**	**159.89**	**3,832.56**
Disputed dues of micro enterprises and small enterprises	**–**	**–**	**–**	**–**	**–**
Disputed dues of creditors other than micro enterprises and small enterprises	**–**	**–**	**–**	**–**	**–**
Accrued expenses	**–**	**–**	**–**	**–**	**8,875.19**
	4,056.70	**34.33**	**8.62**	**159.89**	**13,134.73**

As at 31 March 2025	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	221.13	–	–	–	221.13
Total outstanding dues of creditors other than micro enterprises and small enterprises	1,427.95	13.83	13.75	112.79	1,568.32
Disputed dues of micro enterprises and small enterprises	–	–	–	–	–
Disputed dues of creditors other than micro enterprises and small enterprises	–	–	–	–	–
Accrued expenses	–	–	–	–	7,978.62
	1,649.08	13.83	13.75	112.79	9,768.07

(Currency : Indian rupees in lakhs)

20. Other financial liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Other Financial Liabilities Measured at Amortised Cost - Current		
Interest accrued on Inter corporate deposit (refer note 26)	**61.50**	4.33
Interest accrued on micro enterprises and small enterprises	**8.77**	16.40
Trade deposit	**337.95**	264.08
Creditors for capital supplies / services	**1.63**	3.57
Others*	**31.88**	13.49
Total	**441.73**	301.87

* Others mainly include payables to related parties towards reimbursement of expenses.

21. Other Current liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Advances received from customers	**3,396.28**	3,770.14
Statutory dues payable		
– Tax deducted at source	**36.21**	44.60
– Employee recoveries and employer contributions	**23.18**	22.51
Employee benefits payables	**611.63**	585.70
Total	**4,067.29**	4,422.95

Notes:
There are no amount due and outstanding to be credited to Investor Education and Protection Fund.

22. Revenue from operations

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Sale of products		
– Traded goods	**36,906.65**	32,485.93
Other operating revenue		
– Export incentive	**206.03**	227.35
– Interest from customers	**0.01**	3.71
Total	**37,112.69**	32,716.99

Details of revenue from sale of products :-

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Traded goods		
– Grapes	**14,887.73**	13,378.43
– Seeds	**22,018.92**	19,107.50
Total	**36,906.65**	32,485.93

Reconciliation of revenue as per contract price and as recognised in statement of profit and loss

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from contract with customer as contract price	**47,575.31**	39,956.37
Less: Discounts and incentives	**2,791.72**	3,069.16
Less: Sales return / credit / reversals	**6,608.21**	3,538.00
Less: Other adjustments	**1,268.73**	863.28
Total	**36,906.65**	32,485.93

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening contract liability	**3,770.14**	2,198.77
Add : Addition to contract liability during the year	**5,387.08**	4,714.99
Less : Recognised as revenue during the year	**5,760.94**	3,143.62
Less : Other adjustments	**–**	–
Closing contract liability	**3,396.28**	3,770.14

23. Other income

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest income on		
– Bank deposits	**7.40**	10.05
– Inter corporate deposit	**5.83**	–
– Income tax refund	**–**	2.16
Other gains and losses		
– Foreign currency gains (net)	**140.94**	–
– Profit on sale of mutual funds	**11.11**	2.18
– Gain on disposal of property, plant and equipment (net)	**–**	5.54
Liabilities no longer required written back	**50.95**	94.46
Other non-operating income	**–**	0.86
Total	**216.24**	115.25

24 A Purchases

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Purchases of stock-in-trade	**25,616.40**	20,016.26
	25,616.40	20,016.26

24 B Changes in inventories of stock-in-trade and packing material

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Inventories at the end of the year:		
Stock-in-trade	**4,636.83**	2,718.36
Stock-in-transit	**2,512.70**	1,542.80
Packing materials	**683.25**	511.77
	7,832.78	4,772.93
Inventories at the beginning of the year:		
Stock-in-trade	**2,718.36**	2,585.65
Stock-in-transit	**1,542.80**	862.42
Packing materials	**511.77**	1,022.58
	4,772.93	4,470.65
Net increase in inventories	**(3,059.85)**	(302.28)

25. Employee benefits expense

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Salaries and wages, including bonus *(Refer note below)*	**3,037.66**	2,707.19
Contribution to provident and other funds *(refer note 30)*	**236.26**	180.79
Staff welfare expenses	**45.71**	40.71
Total	**3,319.63**	2,928.69

Note :-This is net of recoveries in respect of employees working in other group companies of Rs 244.93 lakhs for FY 25-26. (Rs 231.15 lakhs for FY 24-25)

Note :-This includes payment of Rs 253.66 lakhs for FY 25-26 (Rs 243.97 lakhs for FY 24-25) in respect of employees charged by holding company.

26. Finance costs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest on financial liabilities measured at amortised cost		
Interest on Inter corporate deposit	**169.39**	243.03
Interest on Optionally convertible redeemable preference shares	**286.55**	267.80
Interest on bank overdrafts and loans (other than those from related parties)	**21.66**	34.30
Interest on term loan	**–**	12.07
Delayed payment to micro enterprises and small enterprises (refer note 38)	**8.77**	8.62

(Currency : Indian rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest on lease liabilities	**70.55**	65.39
Others	**3.05**	–
Total	**559.97**	631.22

27. Depreciation and amortisation expenses

Particular	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation of property, plant and equipment (refer note 4)	**401.17**	383.98
Amortisation of intangible assets (refer note 5A)	**56.87**	76.27
Total	**458.05**	460.25

28. Other expenses

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Stores and tools consumed	**9.57**	18.05
Freight outward	**1,178.81**	1,389.81
Clearing and forwarding charges	**1,713.60**	1,615.92
Subcontracting, hire and service charges	**1,288.20**	1,091.01
Legal and professional expenses	**485.94**	450.46
Rent including lease rentals	**220.85**	190.93
Insurance	**191.27**	182.46
Rebate, claim and discount	**50.41**	124.67
Sales promotion expenses	**440.43**	449.55
Commission on sales / contracts	**425.04**	326.39
Stockyard expenses	**111.64**	170.41
Travelling and conveyance expenses	**515.82**	451.69
Research and development expenses*	**529.48**	482.86
Power and fuel	**165.70**	166.32
Intangible assets under development written off	**94.60**	54.59
Postage, telephone and subscription expenses	**35.14**	17.39
Provision for allowances for expected credit loss	**30.25**	44.29
Loss on foreign currency transactions (net)	**–**	31.92
Loss on account of assets written off	**47.92**	3.87
Rates and taxes	**117.87**	123.36
Business support charges	**6.48**	567.81
Directors sitting fees	**12.75**	9.80
Repairs and maintenance		
– Buildings	**8.26**	1.39
– Machinery	**15.85**	8.31
– Others	**29.09**	27.38
Auditors remuneration		
– Audit fees	**25.00**	25.00
– Other services	**0.50**	0.50
– Reimbursement of expenses	**0.12**	1.05
Export team expenses	**119.49**	84.88
Others	**413.44**	416.66
Total	**8,331.44**	8,528.73

Note :- *The above expenses are net of cost transferred to intangible assets under development aggregating to Rs 170.38 lakhs for FY 25-26 (FY 24-25 : Rs 191.11 lakhs)

29 Income tax expenses

Income tax recognised in profit or loss

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Current tax:		
In respect of current year	**–**	**–**
In respect of prior years	**–**	**–**
Deferred tax:		
In respect of current year origination and reversal of temporary differences	**–**	**–**
Total income tax expense on operations	**–**	**–**

(b) Income tax recognised in other comprehensive income

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Deferred tax related to items recognised in other comprehensive income during the year:		
Remeasurement of defined benefit obligations	**–**	–
Effective portion of gains and loss on designated portion of hedging instrument in a cash flow hedge	**–**	–
Total	**–**	–
Classification of income tax recognised in other comprehensive income		
Income taxes related to items that will not be reclassified to profit or loss	**–**	–
Total	**–**	–

Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit before tax	**2,103.29**	569.37
Tax using the Company's domestic tax rate (refer note below)	**25.17%**	25.17%
Expected income tax expenses	**529.36**	143.31
Tax effect of:		
Current year losses for which no deferred tax asset is created	**(676.11)**	(178.12)
Effect of expenses that is non-deductible in determining taxable profit	**276.87**	161.02
Any other reconciling items	**(130.12)**	(126.21)
Tax expenses as per Statement of profit and loss	**–**	–

Notes:

With Effect from Financial Year 2019-20 (Assessment Year 2020-21), the Company has opted for the concessional tax rate of 22% vide circular number 29/2019 dated 02 October 2019 of the Income Tax Act, 1961. Surcharge of 10% and cess of 4% is to be charged in addition to the base rate of 22%.

30. Employee benefits expenses

(i) Defined contribution plans:

The Company's contribution to Provident Fund and Superannuation Fund aggregating Rs 123.88 lakhs for 31 March 2026 (31 March 2025 : Rs 112.98 lakhs) has been recognised in the Statement of Profit or Loss under the head Employee benefits expenses.

(ii) Defined benefit plans:

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated in accordance with the provisions under the Code on Social Security, 2020 or as per the Company Scheme, as applicable. Vesting occurs upon completion of contractual period of continuous years of service as defined in the Code on Social Security, 2020. In case of death while in service, the gratuity is payable irrespective of vesting.

Code on Social Security, 2020

The Code on Social Security, 2020 has been notified and made effective from 21 November 2025, thereby replacing the erstwhile Payment of Gratuity Act, 1972. The Code on Social Security, 2020 has updated the definition of the gratuity salary to "Wages" as defined in the Code on Wages, 2019 and has changed the vesting period for fixed-term contract employees wherever applicable. This change has resulted in an increase in the liability of the Company, and has resulted in a past service cost for the Company.

Impact of Labour Code

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has considered restructured compensation of its employees with effect from April 1, 2026, and assessed the impact of the changes, consistent with the Labour Codes, draft rules, FAQs and legal opinion. The Company has provided Rs 19.36 lakhs as a increase in provision for Gratuity.

(Currency : Indian rupees in lakhs)

Particulars	Funded Plan Gratuity	
	Year ended 31 March 2026	Year ended 31 March 2025
Expense recognised in the Statement of Profit and Loss:		
Current service cost	**48.50**	37.29
Past service cost	**29.59**	–
Net interest expense	**17.52**	16.09
Components of defined benefit costs recognised in profit or loss	**95.61**	53.38
1. Changes in financial assumptions	**2.23**	5.95
2. Changes in demographic assumptions	**21.24**	–
3. Experience adjustments	**3.33**	2.75
4. Actual return on plan assets less interest on plan assets	**(0.29)**	(0.07)
Total	**122.12**	62.01
I. Net liability recognised in the Balance sheet		
1. Present value of defined benefit obligation	**408.51**	311.58
2. Fair value of plan assets as at 31 March	**(43.53)**	(40.54)
3. Surplus	**364.98**	271.04
4. Current portion of the above	**14.13**	28.94
5. Non current portion of the above	**350.85**	242.10
II. Change in the obligation during the year		
1. Present value of defined benefit obligation at the beginning of the year	**311.58**	326.95
2. Expenses recognised in Statement of Profit and Loss		
- Current service cost	**48.50**	37.29
- Past Service Cost	**29.59**	–
- Interest expense (income)	**20.21**	18.79
3. Recognised in other comprehensive income	**–**	–
Remeasurement gains / (losses)		
- Actuarial Gain (Loss) arising from:		
i. Demographic Assumptions	**21.24**	–
ii. Financial Assumptions	**2.23**	5.95
iii. Experience Adjustments	**3.33**	2.75
4. Benefit payments	**(28.18)**	(80.24)
5. Others	**–**	0.09
6. Present value of defined benefit obligation at the end of the year	**408.51**	311.58
III. Change in fair value of assets during the year		
1. Fair value of plan assets at the beginning of the year	**40.54**	37.78
2. Expenses recognised in Profit and Loss Account		
- Expected return on plan assets	**–**	–
3. Recognised in other comprehensive income		
Remeasurement gains / (losses)	**–**	–
- Actual Return on plan assets in excess of the expected return	**0.29**	0.07
- Interest on plan assets	**2.70**	2.70
4. Contributions by employer (including benefit payments recoverable)	**28.18**	80.24
5. Benefit payments	**(28.18)**	(80.24)
6. Fair value of plan assets at the end of the year	**43.53**	40.54
IV. The major categories of plan assets		
Life insurance corporation fund	**43.53**	40.54

V. Actuarial assumptions

		Year ended 31 March 2026	Year ended 31 March 2025
1. Discount rate		**6.45%**	6.65%
2. Salary escalation		**8.50%**	8.50%
3. Attrition rate	**Age (Years)**	**Rates (p.a.)**	23%
	21-30	**19%**	
	31-40	**16%**	
	41-50	**10%**	
	51-59	**18%**	
4. Mortality rate	**The Indian Assured Lives Mortality (2012-14) Ult table**		The Indian Assured Lives Mortality (2012-14) Ult table

(Currency : Indian rupees in lakhs)

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Principal assumption		Changes in assumption	Impact on defined benefit obligation	
			Increase in assumption	Decrease in assumption
Discount rate	**31 March 2026**	**1.00%**	**-5.22%**	**5.77%**
	31 March 2025	1.00%	-3.75%	4.04%
Salary growth rate	**31 March 2026**	**1.00%**	**5.42%**	**-5.03%**
	31 March 2025	1.00%	3.93%	-3.73%

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous year.

The expected contribution payable to the plan next year is Rs 57.66 lakhs for FY 25-26 (FY 24-25: Rs 69.48 lakhs)

Maturity profile of defined benefit obligation:

Particulars	As at 31 March 2026	As at 31 March 2025
Within 1 year	**57.66**	69.48
1 - 2 year	**80.19**	56.73
2 - 3 year	**44.10**	69.97
3 - 4 year	**55.44**	38.91
4 - 5 year	**58.63**	39.56
5 - 6 year	**33.51**	38.03
6 - 7 year	**29.13**	20.05
7 - 8 year	**30.45**	15.57
8 - 9 year	**34.30**	14.57
10 year and above	**194.71**	54.49

Plan assets

The fair value of Company's pension plan asset as of 31 March 2026 and 31 March 2025 by category are as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Asset category:		
Deposits with Insurance companies	**43.53**	40.54
	100%	100%

The Company's policy is driven by considerations of maximizing returns while ensuring credit quality of the debt instruments. The asset allocation for plan assets is determined based on investment criteria prescribed under the Indian Income Tax Act, 1961, and is also subject to other exposure limitations. The Company evaluates the risks, transaction costs and liquidity for potential investments. To measure plan asset performance, the Company compares actual returns for each asset category with published benchmarks.

The weighted average duration of the defined benefit obligation as at 31 March 2026 is 5.48 years (31 March 2025- 3.89 years)

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The current service cost and the net interest expense for the year are included in the employee benefits expense in profit or loss of the expense for the year 2026 an amount of Rs 95.61 lakhs (31 March 2025 : Rs. 53.38 lakhs) has been included in statement of profit or loss under the head Employee benefit expenses.

Compensated absences:

Compensated absences for the employee benefits of Rs.223.42 lakhs (31 March, 2025 - Rs. 112.62 lakhs) expected to be paid in exchange for the services recognised as a expenses during the year. (refer note 25)

31. Earnings per Share

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
	Per Share	Per Share
Basic and Diluted Earnings per share (Rs.)	**1.68**	0.46

Earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit for basic EPS (Rs.)	**2,103.29**	569.37
Weighted average number of equity shares for the purpose of basic earnings per share	**124,965,261**	124,965,261
Basic earning per share (Rs.)	**1.68**	0.46

Weighted average number of shares is the number of equity shares outstanding at the beginning of the period adjusted by the number of equity shares issued during period, multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the year.

(Currency : Indian rupees in lakhs)

32. Fair value measurement

Fair valuation techniques and inputs used - recurring items

Financial assets/ financial liabilities measured at fair value	Fair value as at		Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship of unobservable inputs to fair value and sensitivity
	As at 31 March 2026	As at 31 March 2025				
Financial assets						
Investments						
Investments in equity instruments at FVTOCI-unquoted	**12.87% per cent equity investment in Vayugrid Marketplace services Private Limited engaged in Pongamia Oil & Sapling - Rs NIL**	12.87% per cent equity investment in Vayugrid Marketplace services Private Limited engaged in Pongamia Oil & Sapling - Rs NIL	Level 3	Income approach - in this approach, the discounted cash flow method was used to capture the present value of the expected future economic benefit to be derived from the ownership of these investees.	Short and long-term revenue generation outlook of the entity, based on management experience.	Revenue generation by the entity would result in increase in fair value.
Investments in equity instruments at FVTPL-unquoted	**19.83% per cent equity investment in White Spread Private Limited engaged in dairy business - Rs NIL**	19.83% per cent equity investment in White Spread Private Limited engaged in dairy business - Rs NIL	Level 3	Income approach - in this approach, the discounted cash flow method was used to capture the present value of the expected future economic benefit to be derived from the ownership of these investees.	Short and long-term revenue generation outlook of the entity, based on management experience.	Revenue generation by the entity would result in increase in fair value.
Financial liabilities						
Other financial liabilities						
1) Foreign currency forward contracts	**–**	**–**	Level 2	Discounted cash Flow. Future cash flows are estimated based on forward exchange rates(from observable forward exchange rates at the end of the reporting period) and contract forward rates, discounted at a rate that reflects the credit risk of various counterparties.	–	–

Reconciliation of Level 3 fair value measurements of financial instruments measured at fair value

Particulars	**As at 31 March 2026**	As at 31 March 2025
Opening balance (investment in Vayugrid Marketplace Services Private Limited)*	**–**	–
Purchase (Investments in White Spread Private limited)**	**–**	
Total gains or losses:		
– In other comprehensive income	**–**	–
– In profit & Loss Account	**–**	–
Closing balance	**–**	–

* The Investment in Vayugrid Market Place Services Private Limited fully provided for prior to date of transition. Accordingly there is no movement in fair value of this investment.

** The Investment in White spread Private Limited fully provided for from date of investment. Accordingly there is no movement in fair value of this investment.

(Currency : Indian rupees in lakhs)

Fair value of financial assets and financial liabilities that are not measured at fair value (Non-recurring)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Carrying amount	**Fair value (level 2)**	Carrying amount	Fair value (level 2)
Financial assets				
Financial assets carried at Amortised Cost				
– Trade and other receivables	**11,157.08**	**11,157.08**	8,530.07	8,530.07
– Investments	**5,716.92**	**5,716.92**	5,716.92	5,716.92
– Deposits and similar assets	**340.49**	**340.49**	306.25	306.25
Total	**17,214.49**	**17,214.49**	14,553.24	14,553.24
Financial liabilities				
Financial liabilities at Amortised Cost				
– Long-term borrowings	**4,380.14**	**4,380.14**	4,093.59	4,093.59
– Short-term Bank loans	**833.66**	**833.66**	237.03	237.03
– Loans from related parties	**1,000.00**	**1,000.00**	2,500.00	2,500.00
– Deposits and similar liabilities	**441.73**	**441.73**	301.87	301.87
– Trade and other payables	**13,134.73**	**13,134.73**	9,768.07	9,768.07
– Lease Liabilities	**613.23**	**613.23**	614.85	614.85
Total	**20,403.49**	**20,403.49**	17,515.40	17,515.40

The carrying values of financial assets and liabilities represent their approximate fair value.

There were no transfer between level 1 and level 2 during the year.

33. Financial risk management

A) Capital management

The Company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

The Company manages capital risk in order to maximize shareholders' value by maintaining sound/optimal capital structure through monitoring of financial ratios, such as net debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary. There is no change in the overall capital risk management strategy of the Company compared to last year.

The Company uses net debt equity ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the separate financial statements.

The Company is not subject to externally enforced capital regulation.

Net debt-to-equity ratio as of 31 March 2026 and 31 March 2025

Particulars	**As at 31 March 2026**	As at 31 March 2025
Borrowing from banks	**833.66**	237.03
Borrowing from related party	**1,000.00**	2,500.00
Gross debt	**1,833.66**	2,737.03
Less :		
Cash and cash equivalents	**115.49**	133.43
Adjusted Net debt (A)	**1,718.17**	2,603.60
Equity share capital	**12,864.81**	12,864.81
Other equity	**(6,640.68)**	(8,722.85)
Goodwill created on business combination (Refer note 16(a))	**9,100.45**	9,100.45
Adjusted Equity (B)	**15,324.58**	13,242.41
Debt equity ratio (A / B)	**0.11**	0.20

B) Financial risk management framework

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

i) CREDIT RISK

Credit risk management

Credit risk arises when a customer defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of categorising the customers based on the performance and accordingly credit limit ceiling of each category is defined. Company also takes credit insurance for business specific customers. The Company's exposure and categorisation of its customers are continuously monitored. Credit exposure is controlled by customer credit limits which are reviewed and approved. The Company also take security cheques from its domestic market customers.

The Company applies the simplified approach to providing for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The Company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company and individual receivable specific provision where applicable. Forward-looking information has been incorporated into the determination of expected credit losses.

There is no change in estimation techniques or significant assumptions during the reporting period.

The provision matrix at the end of the reporting period is as follow:-

Ageing	**For the year ended 31 March 2026**		For the year ended 31 March 2025	
	Expected credit loss (%)	**Expected credit loss (Rs. In lakhs)**	Expected credit loss (%)	Expected credit loss (Rs. In lakhs)
Within the credit period	**0.26%**	**21.79**	0.78%	10.87
0-3 month past due	**0.45%**	**10.67**	0.13%	5.73
3-6 month past due	**0.78%**	**3.08**	0.27%	7.40
6 -12 month past due	**28.87%**	**27.24**	28.54%	40.28
>1 year	**97.86%**	**897.75**	99.44%	866.01
Total		**960.54**		930.29

(Currency : Indian rupees in lakhs)

Age of receivables	As at 31 March 2026	As at 31 March 2025
Within the credit period	**8,320.24**	1,394.00
0-3 month past due	**2,387.86**	4,331.19
3-6 month past due	**397.75**	2,723.17
6 -12 month past due	**94.36**	141.15
>1 year	**917.41**	870.85
Total	**12,117.62**	9,460.36

Reconciliation of provision for doubtful Trade Receivables

Particulars	As at 31 March 2026	As at 31 March 2025
Balance as at beginning of the year	**930.29**	886.00
Impairment losses recognised in the year based on expected credit losses	**–**	–
Provision created during the year	**30.25**	44.29
Transferred on account of transfer of Business	**–**	–
Impairment losses reversed / written back	**–**	–
Balance at end of the year	**960.54**	930.29

The concentration of credit risk is limited due to the fact that the customer base is large and unrelated.

The Company has pledged an aggregated carrying amount of Rs 12,117.62 lakhs (31 March 2025: Rs 9,460.36 lakhs) for bank loans.

ii) LIQUIDITY RISK

(a) Liquidity risk management

The board of directors has established an appropriate liquidity risk management framework for the management of the Company's short, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(b) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial liabilities				
As at 31 March 2026				
Borrowings	**1,833.66**	**–**	**–**	**4,380.14**
Trade payables	**13,134.73**	**–**	**–**	**–**
Other financial liabilities	**441.73**	**–**	**–**	**–**
Lease liabilities	**243.51**	**395.56**	**89.86**	**–**
Total	**15,653.63**	**395.56**	**89.86**	**4,380.14**
As at 31 March 2025				
Borrowings	2,737.03	–	–	4,093.59
Trade payables	9,768.07	–	–	–
Other financial liabilities	301.87	–	–	–
Lease liabilities	143.76	330.69	116.45	23.95
Total	12,950.73	330.69	116.45	4,117.54

(c) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial assets				
As at 31 March 2026				
Non-interest bearing	**11,449.26**	**61.52**	**–**	**5,716.92**
Fixed interest rate instruments	**102.28**	**–**	**–**	**–**
Total	**11,551.54**	**61.52**	**–**	**5,716.92**
As at 31 March 2025				
Non-interest bearing	8,815.56	21.59	–	5,716.92
Fixed interest rate instruments	132.60	–	–	–
Total	8,948.16	21.59	–	5,716.92

In the case of assets falling short of liabilities, banking facilities are available to honour the obligation through as cash credit, short-term borrowing / long-term borrowing and other necessary banking facilities.

The following table details the Company's / Company's liquidity analysis for its derivative financial instruments. The table has been drawn up based on the undiscounted contractual net cash inflows and outflows on derivative instruments that settle on a net basis, and the undiscounted gross inflows and outflows on those derivatives that require gross settlement.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Derivative financial instruments				
As at 31 March 2026				
Net settled:				
– Foreign exchange forward contracts	**–**	**–**	**–**	**–**
Gross settled:				
– Foreign exchange forward contracts	**17.96**	**–**	**–**	**–**
Total	**17.96**	**–**	**–**	**–**
As at 31 March 2025				
Net settled:				
– Foreign exchange forward contracts	12.59	–	–	–
Total	12.59	–	–	–

(Currency : Indian rupees in lakhs)

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Gross settled:				
– Foreign exchange forward contracts	12.59	–	–	–
Total	12.59	–	–	–

iii) MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses permitted derivatives to manage market risks. Derivatives are only used for economic hedging purposes and not as speculative investments. All such transactions are carried out within the guidelines set by the Board of Directors and Forex Committee.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

a) Currency risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Company's exposure to currency risk relates primarily to the Company's operating activities and borrowings when transactions are denominated in a different currency from the Company's functional currency.

The Company manages its foreign currency risk by taking forward cover that are expected to occur within a maximum 12 month period for forecasted cash flow.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows.

Particulars	Currency	As at 31 March 2026	As at 31 March 2025
Trade receivables	USD	**734.80**	1,196.34
	EUR	**6,061.60**	3,370.24
	CAD	**1,011.94**	2,375.07
	GBP	**14.94**	–
	USD	**512.79**	429.45
Trade payables	EUR	**13.15**	38.80

Of the above foreign currency exposures, the following exposures are not hedged by a derivative:

Particulars	Currency	As at 31 March 2026	As at 31 March 2025
Trade receivables	USD	**659.89**	1,196.34
	EUR	**–**	–
	CAD	**962.52**	2,375.07
	EUR	**5,108.93**	–
	GBP	**0.40**	–
Trade payables	USD	**512.79**	429.45
	EUR	**13.15**	38.80

b) Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD and EUR exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives. The impact on the Company's pre-tax equity is due to changes in the fair value of forward exchange contracts.

Period	Currency	Change in rate	Effect on profit/(loss) before tax	Effect on pre-tax equity
As at 31 March 2026	**USD**	**5%**	**7.36**	**7.36**
	USD	**3%**	**4.41**	**4.41**
	EUR	**5%**	**(0.66)**	**(0.66)**
	EUR	**3%**	**(0.39)**	**(0.39)**
	CAD	**5%**	**48.13**	**48.13**
	CAD	**3%**	**28.88**	**28.88**
As at 31 March 2025	USD	5%	38.34	38.34
	USD	3%	23.01	23.01
	EUR	5%	(1.94)	(1.94)
	EUR	3%	(1.16)	(1.16)
	CAD	5%	118.75	118.75
	CAD	3%	71.25	71.25

c) Interest rate sensitivity

The sensitivity analyses below have been determined based on exposure to interest rate for both derivative and non-derivative instruments at the end of reporting period. For floating rate liabilities, analysis is prepared assuming the amount of liability outstanding at the end of the reporting period was outstanding for the whole year.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Period	Currency	Increase/ decrease in basis points	Effect on profit/(loss) before tax
As at 31 March 2026	**INR**	**100**	**(8.34)**
As at 31 March 2025	INR	100	(2.37)

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

Hedge accounting - forwards

It is the policy of the Company to enter into forward foreign exchange contracts to cover maximum up to 80% of the expected foreign currency exposure based on estimated cash flow. Forex Committee decide the time & quantum of hedging based on outlook.

(Currency : Indian rupees in lakhs)

(i) Details of forward foreign currency contracts outstanding at the end of reporting period

Outstanding contracts	Average exchange rate	Notional value	Hedge ratio	Carrying amount included in Other Financial Assets / (Liabilities)	Change in the fair value of hedging instrument for the period	Change in the value of hedged item used to determine hedge effectiveness
31 March 2026						
Cash flow hedges						
Sell currency						
Maturing less than 1 year						
– USD / INR	**94.98**	**75.54**	**1 : 1**	**0.82**	**0.82**	**0.82**
– EUR / INR	**109.92**	**969.26**	**1 : 1**	**17.10**	**17.10**	**17.10**
– CAD / INR	**68.71**	**50.23**	**1 : 1**	**(0.10)**	**(0.10)**	**(0.10)**
– GBP / INR	**125.83**	**1,382.30**	**1 : 1**	**0.14**	**0.14**	**0.14**
				17.96	**17.96**	**17.96**
31 March 2025						
Cash flow hedges						
Sell currency						
Maturing less than 1 year						
– EUR/INR	92.76	3,888.12	1 : 1	12.59	12.59	12.59
				12.59	12.59	12.59

(ii) Details of hedge ineffectiveness in respect of outstanding contracts

Outstanding contracts	Ineffectiveness recognised in Profit or Loss		Effective portion recognised in OCI	
	31 March 2026	31 March 2025	**31 March 2026**	31 March 2025
Cash flow hedges	**27.48**	16.12	27.48	16.12

(iii) The movement in Cash flow hedge reserve for instruments designated in a cash flow hedge is as follows:

Particulars	Exchange Rate Risk hedges	
	31 March 2026	31 March 2025
Balance as the beginning of the year		
– Gross	**14.38**	15.01
– Deferred tax	**–**	–
– Net	**14.38**	15.01
(Gains) / losses transferred to Profit or loss on occurrence of the forecast transaction	**3.98**	(1.25)
(Gains) / losses transferred to Profit or Loss due to cash flows no longer expected to occur	**(26.08)**	(15.50)
Change in fair value of effective portion of cash flow hedges	**27.48**	16.12
Total	**5.38**	(0.63)
Balance as the end of the year		
– Gross	**19.76**	14.38
– Deferred tax	**–**	–
– Net	**19.76**	14.38
Of the above:		
Balance relating to continuing hedges	**19.76**	14.38
Balance relating to hedge accounting is no longer applied	**–**	–
Total	**19.76**	14.38

(Currency : Indian rupees in lakhs)

34. Segment information

A. Product and services from which reportable segments derive their revenue

Information reported to the Chief Operating Decision Maker (CODM) for the purpose of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. No operating segments have been aggregated in arriving at the reportable segments of the Group.

Specifically, the Company reportable segments under IND AS 108 are as follows:

1) Input Business (Seeds)

2) Food Business (Grapes)

The Company is in the business of agricultural related products, Input business segment comprises of trading of Crop inputs. Food business comprises of trading of agricultural related outputs.

B. Segment revenue and results

The following is an analysis of the Company's revenue and results

Particulars	Segment revenue		Segment profit / (loss)	
	Year ended 31 March 2026	Year ended 31 March 2025	**Year ended 31 March 2026**	Year ended 31 March 2025
Input Business	**22,018.92**	19,111.19	**2,382.88**	1,547.58
Food Business	**15,093.77**	13,605.80	**909.88**	460.16
Total	**37,112.69**	32,716.99	**3,292.76**	2,007.74
Other income	–	–	**216.24**	115.25
Administration cost and directors' salary	–	–	**(845.74)**	(922.41)
Finance cost	–	–	**(559.97)**	(631.22)
Exceptional items	–	–	**–**	–
Profit / (loss) before tax			**2,103.29**	569.37

Segment revenue reported above represents revenue generated from external customers. There were no intersegment sales.

Segment profit represents the profit before tax earned by each segment without allocation of central administration costs, director salary, other income as well as finance costs. This is the measure reported to the chief operating decision maker for the purpose of resource allocation and assessment of segment performance.

There is one customer contributed 10% or more to the Company's revenue in current year Rs 6,946.18 lakhs (31 March 2025 - Rs 1,807.13 lakhs)

C. Segment assets and liabilities

Particulars	**As at 31 March 2026**	As at 31 March 2025
Segment assets		
Input Business	**12,137.32**	9,711.47
Food Business	**12,649.47**	10,911.78
Total segment assets	**24,786.79**	20,623.25
Unallocated	**7,353.12**	6,541.42
Total assets	**32,139.91**	27,164.67
Segment liabilities		
Input Business	**8,011.28**	7,119.21
Food Business	**9,232.64**	6,928.55
Total segment liabilities	**17,243.92**	14,047.76
Unallocated	**8,671.87**	8,974.93
Total liabilities	**25,915.78**	23,022.69

For the purpose of monitoring segment performance:

(i) Unallocated asset includes investment in subsidiaries, current and deferred taxes, loan, cash and bank balances etc.

(ii) Unallocated liability includes borrowings, current and deferred taxes, other statutory dues etc.

D. Segment depreciation and amortisation

Particulars	**Year ended 31 March 2026**	Year ended 31 March 2025
Input Business	**334.23**	322.45
Food Business	**113.58**	124.61
Unallocated	**10.22**	13.19
Total	**458.03**	460.25

E. Geographical Information:

Particulars	**Year ended 31 March 2026**		Year ended 31 March 2025	
	Domestic	**Overseas**	Domestic	Overseas
Revenue from Customers comprising of:				
- Revenue from contract with customers	**22,018.92**	**14,887.73**	19,111.20	13,374.75
- Revenue from other operating sources	**206.04**	**–**	231.05	–
	22,224.96	**14,887.73**	19,342.25	13,374.75

*All assets are based in the domestic segment. Hence, separate disclosure not required.

(Currency : Indian rupees in lakhs)

35. Related party disclosures

List of related parties and relationships:

Name of the Related Parties where control exists	**Relation**
Mahindra & Mahindra Limited	Holding Company
Mahindra Fruits Private Limited	Subsidiary Company
Mahindra HZPC Private Limited	Subsidiary Company
Mahindra Summit Agriscience Limited	Joint Venture
Mahindra Integrated Business Solutions Private Limited	Fellow Subsidiary Company
Mahindra Holidays & Resorts India Limited	Fellow Subsidiary Company
Mahindra Last Mile Mobility Limited	Fellow Subsidiary Company
Lord Freight (India) Private Limited	Fellow Subsidiary Company
Tech Mahindra Limited	Associate
NBS International Limited	Fellow Subsidiary Company
Bristlecone India Limited	Fellow Subsidiary Company
Mahindra EPC Irrigation Limited	Fellow Subsidiary Company
Mahindra & Mahindra Financial Services Limited	Fellow Subsidiary Company
Mr. Hardeep Singh	Independent Director (Till 4 March 2025)
Mr. Rajiv Bansal	Independent Director (From 1 April 2025)
Ms. Aruna Bhinge	Independent Director
Mr. Ramesh Iyer	Non Executive Director (Till 5 June 2024)
Mr. S. Durgashankar	Non Executive Director (Till 5 June 2024)
Ms. Ami Goda	Non Executive Director (From 5 June 2024)
Mr. Hemant Sikka	Non Executive Director (From 5 June 2024 till 11 May 2025)
Mr Shriprakash Shukla	Chairman & Non Executive Director
Mr. Ramesh Ramachandran	Managing Director & CEO
Mr. Rajeev Goyal	Director (from 16 July 2025)
Mr. Meghnad Mitra	Chief Financial Officer (Till 22 October 2024)
Mr Dileep Singh	Chief Financial Officer (From 17 April 2025)
Ms. Aayushi Dalke	Key Managerial Personnel (From 21 April 2026)
Mr. Feroze Baria (as per Companies Act, 2013)	Key Managerial Personnel (Till 15 January 2026)

35. Related party disclosures (Continued)

(Currency : Indian rupees in lakhs)

			Transaction during the year												
Name of the Related Parties where control exists	Relationship	Year	Receiving of services	Reimbursement of expenses charged to the Company	Purchase of goods	Reimburse-ment of expenses charged by the Company	Interest expense on unsecured Loan / OCRPS	Inter company loan taken	Inter company loan repaid	Inter company loan given	Interest income on unsecured Loan	Investment during the period	Issue of eq-uity share capital	Director Sitting Fees	Remuner-ation
Mahindra & Mahindra Limited	Holding Company	**31-Mar-26**	**17.58**	**593.66**	**–**	**–**	**454.39**	**2,000.00**	**3,500.00**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	16.75	813.82	–	–	502.28	4,500.00	6,800.00	–	–	–	3,653.14	–	–
Mahindra Last Mobility Limited	Fellow Subsidiary Company	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	–	–	–	–	7.11	1,000.00	1,000.00	–	–	–	–	–	–
Mahindra Holidays & Resorts India Limited	Fellow Subsidiary Company	**31-Mar-26**	**63.83**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	11.55	–	–	–	–	–	–	–	–	–	–	–	–
Mahindra HZPC Private Limited	Subsidiary Company	**31-Mar-26**	**–**	**–**	**–**	**90.59**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	–	–	–	89.24	–	–	–	–	–	–	–	–	–
Mahindra Integrated Business Solutions Private Limited	Fellow Subsidiary Company	**31-Mar-26**	**162.07**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	120.51	–	–	–	–	–	–	–	–	–	–	–	–
Mahindra Summit Agriscience Limited	Joint Venture	**31-Mar-26**	**–**	**–**	**14.69**	**171.24**	**–**	**–**	**–**	**720.00**	**5.83**	**–**	**–**	**–**	**–**
		31-Mar-25	–	3.66	–	187.70	–	–	–	–	–	1,800.00	–	–	–
Bristlecone India Limited	Fellow Subsidiary Company	**31-Mar-26**	**5.30**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	6.20	–	–	–	–	–	–	–	–	–	–	–	–
Mahindra EPC Irrigation Limited	Fellow Subsidiary Company	**31-Mar-26**	**–**	**–**	**–**	**24.00**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	–	–	–	24.00	–	–	–	–	–	–	–	–	–
Mahindra & Mahindra Financial Services Limited	Fellow Subsidiary Company	**31-Mar-26**	**193.30**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	141.71	–	–	–	–	–	–	–	–	–	–	–	–
Lord Freight (India) Private Limited	Fellow Subsidiary Company	**31-Mar-26**	**7.18**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	–	–

35. Related party disclosures (Continued)

(Currency : Indian rupees in lakhs)

			Transaction during the year												
Name of the Related Parties where control exists	Relationship	Year	Receiving of services	Reimbursement of expenses charged to the Company	Purchase of goods	Reimburse-ment of expenses charged by the Company	Interest expense on unsecured Loan / OCRPS	Inter company loan taken	Inter company loan repaid	Inter company loan given	Interest income on unsecured Loan	Investment during the period	Issue of eq-uity share capital	Director Sitting Fees	Remuner-ation
Tech Mahindra Limited	Associate	**31-Mar-26**	**2.65**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	–	–
Mr Shriprakash Shukla	Director	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**3.50**	**–**
		31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	–	–
Mr. Hardeep Singh	Director	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	5.20	–
Ms. Aruna Bhinge	Director	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**4.10**	**–**
		31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	4.60	–
Mr. Rajiv Bansal	Director	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**4.70**	**–**
		31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	–	–
Mr. Meghnad Mitra	Key Managerial Personnel	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	–	113.05
Mr. Ramesh Ramchandran	Key Managerial Personnel	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**240.82**
		31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	–	233.05
Mr. Feroze Baria (as per Companies Act, 2013)	Key Managerial Personnel	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**3.62**
		31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	–	3.51

*Managerial remuneration excludes provision for gratuity and compensated absences since these are provided on the basis of an actuarial valuation for the Company as a whole.

35. Related party disclosures (Continued)

(Currency : Indian rupees in lakhs)

			Balances as at year end			
Name of the Related Parties where control exists	**Relationship**	**Year**	**Trade payables**	**Trade receivables**	**Loans taken**	**Interest accrued on OCRPS and ICD**
Mahindra & Mahindra Limited	Holding Company	31-Mar-26	**0.37**	–	**1,000.00**	1,620.72
		31-Mar-25	32.10	–	2,500.00	1,278.55
Mahindra Last Mobility Limited	Fellow Subsidiary Company	31-Mar-26	**–**	**–**	**–**	**–**
		31-Mar-25	–	–	–	–
Mahindra Holidays & Resorts India Limited	Fellow Subsidiary Company	31-Mar-26	–	**–**	**–**	**–**
		31-Mar-25	–	–	–	–
Mahindra HZPC Private Limited	Subsidiary Company	31-Mar-26	**–**	**0.75**	**–**	**–**
		31-Mar-25	–	10.23	–	–
Mahindra Integrated Business Solutions Private Limited	Fellow Subsidiary Company	31-Mar-26	0.90	**–**	–	–
		31-Mar-25	–	–	–	–
Mahindra Summit Agriscience Limited	Subsidiary Company	31-Mar-26	**–**	**56.03**	720.00	**5.25**
		31-Mar-25	–	29.71	–	–
Bristlecone India Limited	Fellow Subsidiary Company	31-Mar-26	3.50	**–**	**–**	**–**
		31-Mar-25	3.46	–	–	–
Mahindra EPC Irrigation Limited	Fellow Subsidiary Company	31-Mar-26	**–**	8.64	–	–
		31-Mar-25	–	2.16	–	–
Mahindra & Mahindra Financial Services Limited	Fellow Subsidiary Company	31-Mar-26	18.26	**–**	–	–
		31-Mar-25	–	–	–	–
Lord Freight (India) Private Limited	Fellow Subsidiary Company	31-Mar-26	**–**	–	–	–
		31-Mar-25	–	–	–	–
Tech Mahindra Limited	Fellow Subsidiary Company	31-Mar-26	**–**	**–**	**–**	–
		31-Mar-25	–	–	–	–

(Currency : Indian rupees in lakhs)

36. Employee benefits expenses - ESOP

Share based payment

A. Employees Stock Option Scheme - 2016:

This Plan shall be termed as the MASL Employees Stock Option Scheme - 2016 ("Plan"). The Plan has been approved by a Special Resolution at a General Meeting of the Shareholders held on 24 November 2016. The Plan has been approved for Eligible Employees of Mahindra Agri Solutions Limited. The Plan has also been approved to reward eligible employees whether they are working in India or abroad or Directors of the Company (including Managing Director/Whole Time Director(s) but excluding Independent Directors) or Directors and Employees of the Holding Company or of the Subsidiary Company(ies) or of the Subsidiaries of its Holding Company.

In respect of Employee Stock Option Scheme :

The compensation cost of stock options granted to employees is measured by the Fair Value Method.

Fair value is the amount for which an asset could be exchanged, a liability settled, or an equity instrument granted could be exchanged, between knowledgeable, willing parties in an arm's length transaction, is recognised and amortised on straight line basis over the vesting period.

Eligibility:

Based on the criteria as may be decided by the Committee at its own discretion, including, but not limited to the date of joining of the Eligible Employee with the Company or the Group, performance evaluation, current compensation, criticality or any other criteria, KRA, future potential, such Eligible Employees, as determined by the Committee, may participate in the Plan. Employees joining the Company after the date of implementation of the Plan will be entitled to participate in the Plan, on a case to case basis and subject to such criteria as may be decided solely by the Committee.

The objective of the Plan is:

- To retain the best talent in the Industry
- To infuse a sense of entrepreneurship and ownership.

This purpose is sought to be achieved through the grant of Options to the Eligible Employees, to subscribe to the Equity Shares of the Company.

Details of the ESOP granted as per the above scheme

Particulars	Number of options	Grant date	Exercise price	Fair value of the option at Grant date
Cycle-I Equity Settled MASL Employees Stock Option Scheme - 2016	15,36,605	1 Feb 2017	47.5	24.15
Cycle-II Equity Settled MASL Employees Stock Option Scheme - 2016	1,59,213	1 May 2018	47.5	18.1
MASL RSU Scheme 2020	5,47,176	31 Jan 2020	10	22.87

Cycle-I Options granted under MASL Employees Stock Option Scheme - 2016 vest in 4 installments bifurcated as 25% on the expiry of 14 months, 25% on the expiry of 26 months, 25% on the expiry of 38 months and 25% on the expiry of 50 months from the date of grant date.

Cycle-II Options granted under MASL Employees Stock Option Scheme - 2016 vest in 4 installments bifurcated as 25% on the expiry of 23 months, 25% on the expiry of 35 months, 25% on the expiry of 47 months and 25% on the expiry of 59 months from the date of grant date.

The options may be exercised on any day over a period of 3 years from the date of vesting. Number of vested options exercisable is subject to a minimum of 250 or number of options vested whichever is lower.

MASL RSU Scheme 2020 under MASL Employees Stock Option Scheme - 2020, vest in 3 installments from the date of grant date.

Movement in share options

	Particulars	Equity-settled share-based payments	
		Number of options	Weighted average exercise price
1	The number and weighted average exercise prices of share options outstanding at the beginning of the year	2,242,994	47.50
2	Granted during the year	–	–
3	Forfeited during the year	–	–
4	Exercised during the year	–	–
5	Expired during the year	2,242,994	–
6	Outstanding at the end of the year	–	47.50
7	Exercisable at the end of the year	–	–

The share options outstanding at the end of the year had a weighted average exercise price of Rs 47.50, and a weighted average remaining contractual life of current year is Nil (FY 23-24 - 2.9 years). Further there are no ESOP's issued during the year and the above table peratins to FY 2024 - 2025.

The fair value of the equity instruments is calculated based on Black Scholes model. The Black Scholes model requires the consideration of certain variables such as volatility, risk free rate, expected dividend yield, expected option life, market price and exercise price for the calculation of the option. These variables significantly influence the fair value and any change in these variables could significantly affect the fair value of the option.

The inputs used in the measurement of the fair values at grant date of the equity-settled share-based payment plans were as follows.

Share option programmes

Particulars	MASL Employees Stock Option Scheme - 2016		MASL RSU Scheme 2020	
	31 March 2026	31 March 2025	**31 March 2026**	31 March 2025
Share price at grant date	**21.12**	21.12	**22.87**	22.87
Exercise price	**47.50**	47.50	**10.00**	10.00
Expected volatility (weighted-average)	**58.3**	58.3	**45.8**	45.8
Expected life / option life (weighted-average)	**2.66**	2.66	**3**	3
Expected dividends yield	**0.00%**	0.00%	**0.00%**	0.00%
Risk-free interest rate (based on government bonds)	**6.25%**	6.25%	**4.70%**	4.70%

(Currency : Indian rupees in lakhs)

Employee share based payment	For the Year 31 March 2026	For the Year 31 March 2025
MASL ESOP Plan	–	–
Total	**–**	–

ESOP scheme of parent company:

Certain employees of the Company are also covered by share option schemes offered by Parent Company, Mahindra & Mahindra Limited. The Company treats such share based payment as an equity settled share based payments arrangement. Options granted under Parent's ESOP scheme vests in 4 or 5 equal instalments on expiry of 12 months, 24 months, 36 months, 48 months and where applicable 60 months from the date of grant. The options may be exercised subject to condition of minimum number of option vesting, on any day over a period of four or five years, as the case may be from the date of vesting. The parent Company charges the subsidiary for the equity it provides to the employees of the subsidiary over the vesting period. The charge is based on fair value of options calculated using Black and Scholes Option Pricing Model. The fair value charge in FY 2025-26 Rs Nil (FY 24-25 of Rs Nil) is recognised as share based payment expenses under Employee Benefit Expenses.

37. Capital commitments

Commitment

Estimated amount of contracts remaining to be executed on capital account and not provided for as at 31 March 2026 is Rs NIL (31 March 2025 is Rs Nil).

38. Disclosures under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

Total outstanding dues of Micro, Small and medium enterprises, which are outstanding for more than the stipulated period are given below:

Sr. No.	Particulars	As at 31 March 2026	As at 31 March 2025
I	Principal amount remaining unpaid to any supplier at the end of the accounting year	**426.98**	221.13
	Interest due thereon remaining unpaid to any supplier at the end of the accounting year	**8.77**	0.73
II	the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during the year	**–**	13.92
III	the amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	**–**	0.73
IV	Amount of interest accrued and remaining unpaid as at the year end	**8.77**	0.73
V	the amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	**NIL**	NIL

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management.

39. Other commitments

Estimated amount of contracts remaining to be executed and not provided for as at 31 March 2026 is Rs NIL (31 March 2025 is Rs Nil).

40. Disclosure pursuant to Section 186 of the Companies Act, 2013

The details of loans, guarantees and investments under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 are as follows:

Investments in equity shares

Sr. No.	Name of the entity	Year	As at 1 April 2025	Investment made during the year	Investment sold / adjustments during the year	Conversion of OCRPS into Equity shares	As at 31 March 2026
1	Mahindra Fruits Private Limited	**31-Mar-26**	**815.80**	**–**	**–**	**–**	**815.80**
		31-Mar-25	815.80	–	–	–	815.80
2	Mahindra HZPC Private Limited	**31-Mar-26**	**2,975.91**	**–**	**–**	**–**	**2,975.91**
		31-Mar-25	2,975.91	–	–	–	2,975.91
3	Vayugrid Marketplace Services Private Limited **	**31-Mar-26**	**58.75**	**–**	**–**	**–**	**58.75**
		31-Mar-25	58.75	–	–	–	58.75
4	White Spread Foods Private Limited **	**31-Mar-26**	**68.00**	**–**	**–**	**–**	**68.00**
		31-Mar-25	68.00	–	–	–	68.00

** Investments in Vayugrid Marketplace Services Private Limited and White Spread Foods Private Limited have been fully provided for by the Company.

(Currency : Indian rupees in lakhs)

Investments in Joint Venture

Sr. No.	Name of the entity	Year	As at 1 April 2025	Investment made during the year	Investment sold during the year	As at 31 March 2026
1	Mahindra Summit Agriscience Limited	**31-Mar-26**	**11,286.60**	**–**	**–**	**11,286.60**
		31-Mar-25	9,486.60	1,800.00	–	11,286.60

Inter corporate deposit

Sr. No.	Name of the entity	Year	As at 1 April 2025	Inter corporate deposit given during the year	Inter corporate deposit given repaid during the year	As at 31 March 2026
1	Mahindra Summit Agriscience Limited	**31-Mar-26**	**–**	**720.00**	**–**	**720.00**
		31-Mar-25	–	–	–	–

41. Contingent liabilities

The Company is involved in a number of appellate, judicial and arbitration proceedings (including those described below) concerning matters arising in the course of conduct of the Company's businesses. Some of these proceedings in respect of matters under litigation are in early stages, and in some other cases, the claims are indeterminate. A summary of claims asserted on the Company in respect of these cases have been summarised below.

Tax contingencies

Amounts in respect of claims asserted by various revenue authorities on the Company, in respect of taxes, which are in dispute, have been tabulated below:

Nature of Tax	31 March 2026	31 March 2025
Value added tax & Sales Tax	**42.48**	88.23
Goods and Service tax	**12.77**	12.87
Central Excise and service tax	**9.84**	11.72
Total	**65.08**	112.82

The management believes that the claims made are untenable and is contesting them. As of the reporting date, the management is unable to determine the ultimate outcome of above matters. However, in the event the revenue authorities succeed with enforcement of their assessments, the Company may be required to pay some or all of the asserted claims and the consequential interest and penalties, which would reduce net income and could have a material adverse effect on net income in the respective reported period.

42. Ratio Analysis and its elements

Ratio	Numerator	Denominator	31 March 2026	31 March 2025	% change	Reasons for variances
Current Ratio	Current Assets	Current Liabilities	**1.10**	0.97	13%	Improved liquidity due to increase in current assets and reduction in short-term liabilities.
Debt Equity ratio	Total Debt	Shareholder Equity	**0.11**	0.20	-43%	Reduction in ratio is mainly on account of reduction in borrowings.
Debt Service coverage ratio	Earning for Debt service	Debt Service	**1.30**	0.49	164%	Improved operating performance and lower debt servicing obligations.
Return on Equity	Net profit after taxes	Total Shareholder Equity	**0.34**	0.14	146%	Improved profitability during the year resulting in higher shareholder returns.
Inventory Turnover ratio	Cost of goods sold	Average inventory	**3.58**	4.24	-16%	Higher average inventory levels due to increase in raw material prices and inventory build-up.
Trade receivable Turnover ratios	Net credit sales = Gross credit sales - sales return	Average trade receivables	**3.75**	4.35	-14%	Increase in average receivables due to favourable increase in sales.

(Currency : Indian rupees in lakhs)

Ratio	Numerator	Denominator	31 March 2026	31 March 2025	% change	Reasons for variances
Trade Payable ratios	Net credit purchases = Gross credit purchases - purchase return	Average trade payables	**2.24**	2.20	1%	Increase in trade payables ratio is on account of increase in purchases
Net capital turnover ratio	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	**18.23**	(68.68)	-127%	Reduction in net current liabilities and increased turnover resulting in efficient use of working capital.
Net profit ratio	Net profit	Net sales = Total sales - sales return	**0.06**	0.02	225%	Improved operational efficiency, cost control, and higher sales.
Return on capital employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax	**0.21**	0.11	96%	Higher operating profits and improved utilisation of capital employed.
Return on Investment	Interest on fixed deposit and gain on mutual fund	Investment (Fixed Deposit and mutual fund)	**0.00**	0.00	21%	Interest income and gains from investments during the year with shorter investment tenure.

43. Other Statutory Information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.

(ii) The Company does not have any transactions with companies struck off during the year.

(iii) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(iv) The company has not traded or invested in Crypto currency or Virtual currency during the financial year.

(v) The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vi) The Company has received funds from Mahindra and Mahindra Limited (Holding Company), with the understanding (whether recorded in writing or otherwise) that the Company shall invest in other entity identified in any manner whatsoever by or on behalf of the Company.

Details of further investments made or Inter corporate deposits given by Holding Company during the year :

Name of Company	Nature of transaction	Date of transaction	Amount (in lakhs) FY 25-26
Mahindra Summit Agriscience Limited	Inter Corporate Deposit	27-Feb-26	720.00

Name of Company	Nature of transaction	Date of transaction	Amount (in lakhs) FY 24-25
Mahindra Summit Agriscience Limited	Equity share capital	21-Jun-24	1,800.00

(vii) The Company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

The Company has borrowings from banks and financial institutions on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Company with banks and financial institutions are in agreement with the books of accounts.

(viii) The Company has not been declared as wilful defaulter by any bank or financial institution or government or any government authority.

(ix) The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(x) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

In terms of our report attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No : 101248W/W-100022

Sushma Jaglan
Partner
Membership No: 137783

Mumbai
Date: 21 April 2026

For and on behalf of Board of Directors
Mahindra Agri Solutions Limited
CIN - U01400MH2000PLC125781

Ami Goda
Director
DIN:09136149
Mumbai
21 April 2026

Aayushi Dalke
Company Secretary
Membership No.: 79470
Mumbai
Date: 21 April 2026

Ramesh Ramachandran
Managing Director and Chief Executive Officer
DIN: 09562621
Mumbai
21 April 2026

Dileep Singh
Chief Financial Officer
Membership No.: 098586
Mumbai
Date: 21 April 2026

FORM AOC-1

(PURSUANT TO FIRST PROVISO TO SUBSECTION (3) OF SECTION 129 READ WITH RULE 5 OF COMPANIES (ACCOUNTS) RULES, 2014)

STATEMENT CONTAINING SALIENT FEATURES OF THE FINANCIAL STATEMENT OF SUBSIDIARIES

PART "A": SUBSIDIARIES

Rs. in lakhs

Sr No	Particulars	Details	Details	Details
1.	Name of Subsidiary	Mahindra Fruits Private Limited	MHZPC Private Limited	Mahindra Summit Agriscience Ltd.
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31st March, 2026 Same as Holding Company	31st March, 2026 Same as Holding Company	31st March, 2026 Same as Holding Company
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR in Lacs. Not Applicable	INR in Lacs. Not Applicable	INR in Lacs. Not Applicable
4.	Share capital	Rs.1233.00	Rs.4,964.00	Rs.18,811
5.	Reserves & Surplus	(-) Rs.1219.16	(-) Rs.2,271.73	(-) Rs.15,218.28
6.	Total Assets	Rs.62.45	Rs.11,835.71	Rs.19,811.77
7.	Total Liabilities	Rs.48.61	Rs.9,136.64	Rs.16,219.05
8.	Investment	Nil	Nil	Nil
9.	Turnover	90.30	Rs.9,369.81	Rs.23,608.62
10.	Profit / (Loss) before taxation	Rs.2.37	Rs.658.59	(-) Rs.802.19
11.	Provision for taxation	Nil	3.39	Nil
12.	Profit / (Loss) after taxation	Rs.2.37	Rs.655.20	(-) Rs.802.19
13.	Proposed Dividend	Nil	Nil	Nil
14.	% of shareholding	100%	59.95%	60%

Additional Information

1) Names of subsidiaries which are yet to commence operations: **Nil**

2) Names of subsidiaries which have been liquidated or sold during the year: **None**

For and on behalf of Board of Directors
Mahindra Agri Solutions Limited
CIN - U01400MH2000PLC125781

Ami Goda
Director
DIN: 09136149
Mumbai
21 April 2026

Ramesh Ramachandran
Managing Director and Chief Executive Officer
DIN: 09562621
Mumbai
21 April 2026

Dileep Singh
Chief Financial Officer
Membership No.: 098586
Mumbai
Date: 21 April 2026

Aayushi Dalke
Company Secretary
Membership No.: 79470
Mumbai
Date: 21 April 2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
MAHINDRA SUMMIT AGRISCIENCE LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Mahindra Summit Agriscience Limited (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its loss and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our

auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

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

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

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

   e. On the basis of the written representations received from the directors as on 1 April 2026, 10 April 2026 and 16 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f. the details relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above.

   g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

   a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its financial statements - Refer Note 34 to the financial statements.

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

   c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

   d (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 35 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 35 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sushma Jaglan
Partner
Membership No.: 137783
ICAI UDIN: 26137783OJSVGX5588

Place: Mumbai
Date: 17 April 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA SUMMIT AGRISCIENCE LIMITED FOR THE YEAR ENDED 31 MARCH 2026

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

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

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified once in three years. In accordance with this programme, property, plant and equipment were verified during the previous year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured and traded goods and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited by the Company with the appropriate authorities. Also as explained to us, the company does not have liability in respect of Employees State Insurance.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount Demanded (Rs. in lakhs)	Amount paid under Dispute (Rs. in lakhs)	Period to which the amount relates	Forum where dispute is pending
Central Goods & Service Tax, 2017	GST, interest and penalty	8.51	0.41	FY 2019-20	GST Appellate Authority-Commissioner-Telangana
Central Goods & Service Tax, 2017	GST	43.23	4.32	FY 2019-20	GST Appellate Authority-Commissioner Madhya Pradesh
Central Goods & Service Tax, 2017	GST	17.41	2.97	FY 2019-20	GST Appellate Authority-Commissioner Chhatisgarh
Central Goods & Service Tax, 2017	Penalty	7.04	7.04	FY 2025-26	GST Appellate Authority-Commissioner - Gujarat
Central Goods & Service Tax, 2017	GST, interest and penalty	10.06	0.54	FY 21-22	GST Appellate Authority-Commissioner-Telangana
Central Goods & Service Tax, 2017	GST, interest and penalty	25.54	1.32	FY 21-22	GST Appellate Authority-Commissioner-Maharashtra

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) is not applicable.

(f) The Company does not hold any investments in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(f) of the Order is not applicable.

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) Establishment of vigil mechanism is not mandated for the Company. As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards. The provisions of Section 177 are not applicable to the company and accordingly reporting under clause 3(xiii) of the Order in so far as it related to Section 177 of the Act is not applicable to the Company and hence not commented upon.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

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

(d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has 5 CICs as part of the Group.

(xvii) The Company has incurred cash losses of Rs. 282.85 lakhs in the current financial year and Rs. 760.79 lakhs in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sushma Jaglan
Partner
Membership No.: 137783
ICAI UDIN: 26137783OJSVGX5588

Place: Mumbai
Date: 17 April 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA SUMMIT AGRISCIENCE LIMITED FOR THE YEAR ENDED 31 MARCH 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Summit Agriscience Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sushma Jaglan
Partner
Membership No.: 137783
ICAI UDIN: 26137783OJSVGX5588

Place: Mumbai
Date: 17 April 2026

BALANCE SHEET AS AT 31 MARCH 2026

(Currency: Indian Rupees in lakhs)

		Note No.	As at 31 March 26	As at 31 March 25
I	**ASSETS**			
	NON-CURRENT ASSETS			
	(a) Property, plant and equipment	*4*	**1,583.64**	1,773.97
	(b) Intangible assets	*5*	**177.18**	59.89
	(c) Intangible assets under development	*5A*	**872.11**	757.57
	(d) Financial assets			
	(i) Other financial assets	*6*	**10.84**	10.42
	(e) Deferred tax assets (net)	*12B*	**-**	-
	(f) Other non-current assets	*7*	**20.33**	11.43
	TOTAL NON-CURRENT ASSETS		**2,664.10**	2,613.29
	CURRENT ASSETS			
	(a) Inventories	*8*	**7,095.84**	5,245.57
	(b) Financial assets			
	(i) Trade receivables	*9*	**8,100.51**	6,312.81
	(ii) Cash and cash equivalents	*10*	**0.49**	29.52
	(iii) Other financial assets	*6*	**-**	-
	(c) Other tax assets (net)	*12A*	**1.44**	8.10
	(d) Other current assets	*7*	**1,949.39**	1,754.76
	TOTAL CURRENT ASSETS		**17,147.67**	13,350.76
	TOTAL ASSETS		**19,811.77**	15,964.04
II	**EQUITY AND LIABILITIES**			
	1 EQUITY			
	(a) Equity share capital	*17A*	**18,811.00**	18,811.00
	(b) Other equity	*17B*	**(15,218.28)**	(14,414.35)
	TOTAL EQUITY		**3,592.72**	4,396.65
	LIABILITIES			
	2 NON-CURRENT LIABILITIES			
	(a) Financial liabilities			
	(i) Lease liabilities	*28*	**229.09**	317.69
	(b) Provisions	*11*	**270.26**	183.90
	TOTAL NON-CURRENT LIABILITIES		**499.35**	501.59
	3 CURRENT LIABILITIES			
	(a) Financial liabilities			
	(i) Borrowings	*13*	**5,946.42**	2,783.62
	(ii) Lease liabilities	*28*	**155.63**	130.29
	(iii) Trade payables	*14*		
	Total outstanding dues of micro enterprises and small enterprises		**67.55**	161.47
	Total outstanding dues of creditors other than micro enterprises and small enterprises		**5,673.65**	3,993.24
	(iv) Other financial liabilities	*15*	**477.28**	471.44
	(b) Provisions	*11*	**940.00**	781.85
	(c) Other current liabilities	*16*	**2,459.17**	2,743.89
	TOTAL CURRENT LIABILITIES		**15,719.70**	11,065.80
	TOTAL EQUITY AND LIABILITIES		**19,811.77**	15,964.04

The accompanying notes 1 to 35 forms integral part of the financial statements

In terms of our report of even date attached.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No : 101248W/W-100022

For and on behalf of Board of Directors
Mahindra Summit Agriscience Limited
CIN - U01400MH2018PLC315558

Sushma Jaglan	**Sandeep Gadre**	**Ramesh Ramachandran**	**Nilesh Totla**	**Anwaya Kadu**
Partner	Whole Time Director & CEO	Non Executive Director	Chief Financial Officer	Company Secretary
Membership No.137783	DIN : 06685790	DIN : 09562621	Membership No. 410733	Membership No. A26392
Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai
Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(Currency: Indian Rupees in lakhs)

		Note No.	Year ended 31 March 2026	Year ended 31 March 2025
I	**Income**			
	Revenue from operations	*18*	**23,608.62**	19,124.82
	Other income	*19*	**17.45**	67.58
	Total Income (I)		**23,626.07**	19,192.40
II	**Expenses**			
	Cost of materials consumed	*19A*	**10,703.99**	9,680.70
	Purchases of stock-in-trade		**7,753.45**	6,563.62
	Changes in stock of finished goods	*19B*	**(1,004.96)**	(1,869.05)
	Employee benefits expense	*20*	**2,600.61**	2,248.88
	Finance costs	*21*	**390.18**	220.04
	Depreciation and amortisation expense	*22*	**282.24**	299.37
	Other expenses	*23*	**3,702.75**	3,297.92
	Total Expenses (II)		**24,428.26**	20,441.48
III	**Loss before tax**		**(802.19)**	(1,249.08)
IV	**Tax expenses**	*24*		
	Current tax		**–**	–
	Deferred tax		**–**	–
	Total tax expenses		**–**	–
V	**Loss for the year**		**(802.19)**	(1,249.08)
VI	**Other comprehensive loss**			
	Items that will not be reclassified to profit or loss			
	(i) Remeasurements of the defined benefit plans		**(1.74)**	(19.37)
	(ii) Income tax relating to defined benefit plans that will not be reclassified to profit or loss		**-**	-
	Total other comprehensive loss		**(1.74)**	(19.37)
VII	**Total comprehensive loss for the year (V-VI)**		**(803.93)**	(1,268.45)
	Earnings / (loss) per equity share: Basic / Diluted (in Rs.)	*25*	**(0.43)**	(0.69)

The accompanying notes 1 to 35 forms integral part of the financial statements

In terms of our report of even date attached.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No : 101248W/W-100022

For and on behalf of Board of Directors
Mahindra Summit Agriscience Limited
CIN - U01400MH2018PLC315558

Sushma Jaglan	**Sandeep Gadre**	**Ramesh Ramachandran**	**Nilesh Totla**	**Anwaya Kadu**
Partner	Whole Time Director & CEO	Non Executive Director	Chief Financial Officer	Company Secretary
Membership No.137783	DIN : 06685790	DIN : 09562621	Membership No. 410733	Membership No. A26392
Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai
Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Cash flows from operating activities		
Loss before tax	**(803.93)**	(1,268.45)
Adjustments for:		
Finance costs	**390.18**	220.04
Interest income from fixed deposits	**-**	12.17
Allowances for expected credit losses	**209.02**	188.91
Write back of advance from customers	**-**	(29.17)
Depreciation and amortisation expense	**282.24**	299.37
Unrealised (gain) / loss on foreign exchange transactions and translations	**20.15**	9.79
Loss / (Gain) on sale of property, plant and equipment (net)	**17.07**	1.56
Intangible assets under development written off	**-**	7.00
Provision for claims	**114.27**	64.91
Provision for doubtful advances	**28.09**	**-**
	257.09	(493.87)
Movements in working capital:		
(Increase) / decrease in trade receivables	**(1,996.72)**	(2,491.31)
(Increase) / decrease in inventories	**(1,850.27)**	(2,242.67)
(Increase) / decrease in other assets	**(232.04)**	(356.12)
Increase / (decrease) in trade and other payables	**1,395.02**	2,816.02
	(2,684.00)	(2,274.08)
Cash used in operating activities	**(2,426.91)**	(2,767.95)
Income taxes received / (paid)	**6.66**	(4.16)
Net cash used in operating activities (A)	**(2,420.25)**	(2,772.11)
Cash flows from investing activities		
Proceeds from sale of property, plant and equipment	**21.07**	15.25
Payments for acquisition of property, plant and equipment (including Intangible assets and Intangible asset under development)	**(264.11)**	(371.48)
Net cash used in investing activities (B)	**(243.04)**	(356.23)
Cash flows from financing activities		
Proceeds from issue of equity shares	**-**	3,000.00
Proceeds from Short-term borrowings	**37,621.29**	38,661.45
Repayment of Short-term borrowings	**(35,178.47)**	(38,631.74)
Proceeds from Intercompany borrowings	**720.00**	-
Repayment of Intercompany borrowings	**-**	-
Interest paid	**(335.95)**	(220.04)
Payments for the principal portion of the lease liability	**(139.99)**	132.73
Payments for the interest portion of the lease liability	**(52.62)**	58.99
Net cash flow generated from financing activities (C)	**2,634.25**	3,001.39
Net increase / (decrease) in cash and cash equivalents (A+B+C)	**(29.04)**	(126.95)
Cash and cash equivalents at the beginning of the year	**29.52**	156.47
Cash and cash equivalents at the end of the year (refer note 10A)	**0.49**	29.52
Components of Cash and cash equivalents		
Balance with bank		
In Current account	**0.49**	29.52
	0.49	29.52

Notes :

1 The above cash flow statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS) 7 - "Statement of Cash Flows"

(Currency: Indian Rupees in lakhs)

		Year ended 31 March 2026	Year ended 31 March 2025
2	IND AS 7 Cash flow statements requires the entitles to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including non-cash changes, suggesting inclusing of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement. The required disclosure is made below :		
	Opening balances		
	Short-term borrowing	**2,783.62**	2,753.91
	Cash flow movements		
	Procees of short-term borrowings	**38,341.29**	38,661.45
	Repayment of short-term borrowings	**(35,178.47)**	(38,631.74)
	Closing balances		
	Short-term borrowing	**5,946.42**	2,783.62

The accompanying notes 1 to 35 forms integral part of the financial statements

In terms of our report of even date attached.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No : 101248W/W-100022

For and on behalf of Board of Directors
Mahindra Summit Agriscience Limited
CIN - U01400MH2018PLC315558

Sushma Jaglan	**Sandeep Gadre**	**Ramesh Ramachandran**	**Nilesh Totla**	**Anwaya Kadu**
Partner	Whole Time Director & CEO	Non Executive Director	Chief Financial Officer	Company Secretary
Membership No.137783	DIN : 06685790	DIN : 09562621	Membership No. 410733	Membership No. A26392
Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai
Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026

STATEMENT OF CHANGES IN EQUITY AS AT 31 MARCH 2026

(a) Equity share capital

(Currency: Indian Rupees in lakhs)

Equity share capital	Amount
As at 31 March 2024	15,811.00
Issued equity share capital during the year	3,000.00
As at 31 March 2025	18,811.00
Issued equity share capital during the year	-
As at 31 March 2026	**18,811.00**

(b) Other equity

	Reserves and Surplus		
Particulars	**Retained earnings**	**Other comprehensive income**	**Total other equity**
As at 31 March 2024	(13,145.21)	(0.69)	(13,145.90)
Loss for the year	(1,249.08)	-	(1,249.08)
Other comprehensive income / (loss)	-	(19.37)	(19.37)
Total comprehensive income for the year	**(1,249.08)**	**(19.37)**	**(1,268.45)**
As at 31 March 2025	**(14,394.29)**	**(20.06)**	**(14,414.35)**
Loss for the year	(802.19)	-	(802.19)
Other comprehensive income / (loss)	-	(1.74)	(1.74)
Total comprehensive income for the year	**(802.19)**	**(1.74)**	**(803.93)**
As at 31 March 2026	**(15,196.48)**	**(21.80)**	**(15,218.28)**

Refer note 17B for nature and purpose

In terms of our report of even date attached.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No : 101248W/W-100022

For and on behalf of Board of Directors
Mahindra Summit Agriscience Limited
CIN - U01400MH2018PLC315558

Sushma Jaglan	**Sandeep Gadre**	**Ramesh Ramachandran**	**Nilesh Totla**	**Anwaya Kadu**
Partner	Whole Time Director & CEO	Non Executive Director	Chief Financial Officer	Company Secretary
Membership No.137783	DIN : 06685790	DIN : 09562621	Membership No. 410733	Membership No. A26392
Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai
Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CURRENCY: INDIAN RUPEES IN LAKHS)

1. Corporate information

Mahindra Summit Agriscience Limited ("the Company") a Public Limited Company domiciled in India and incorporated on 9 October 2018 under the provisions of the Companies Act, 1956 (CIN : U01400MH2018PLC315558).

The Company is primarily engaged in the business of manufacture and marketing of Agri Inputs. The Company has its manufacturing facilities in India and sells in India.

The financial statements for the year ended 31 March 2026 were approved by the Board of Directors and authorised for issue on 17 April 2026.

2. Statement of compliance and basis of preparation and presentation

2.1 Basis of preparation and presentation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

The financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency. All values are rounded to the nearest lakhs.

2.2 Basis of measurement

The financial statements have been prepared on the historical cost basis except for certain financial instruments and agricultural produce that are measured at fair value at the end of each reporting period, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

2.3 Measurement of fair value

All assets and liabilities for which fair value is measured or disclosed in the Standalone financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

2.4 Critical accounting judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates under different assumptions and conditions.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

i. Critical Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the most significant effect on the amounts recognised in the financial statements.

Discount rate used to determine the carrying amount of the Company's employee defined benefit obligation

In determining the appropriate discount rate for plans operated in India, the management considers the interest rates of government bonds in currencies consistent with the currencies of the post-employment benefit obligation.

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Allowances for doubtful debts

The Company makes allowances for doubtful debts based on an assessment of the recoverability of trade and other receivables. The identification of doubtful debts requires use of judgments and estimates. Where the expectation is different from the original estimate, such difference will impact the carrying value of the trade and other receivables and doubtful debts expenses in the period in which such estimate has been changed.

Allowances for inventories

Management reviews the inventory age listing on a periodic basis. This review involves comparison of the carrying value of the aged inventory items with the respective net realizable value. The purpose is to ascertain whether an allowance is required to be made in the financial statements for any obsolete and slow-moving items. Management is satisfied that adequate allowance for obsolete and slow-moving inventories has been made in the financial statements.

Liability for sales return

In making judgment for liability for sales return, the management considered the detailed criteria for the recognition of revenue from the sale of goods set out in Ind AS 115 and in particular, whether the Company had transferred to the buyer the significant risk and rewards of ownership of the goods. Following the detailed quantification of the Company's liability towards sales return, the management is satisfied that significant risk and rewards have been transferred and that recognition of the revenue in the current year is appropriate, in conjunction with the recognition of an appropriate liability for sales return. Accruals for estimated product returns, which are based on historical experience of actual sales returns and adjustment on account of current market scenario is considered by Company to be reliable estimate of future sales returns.

Goodwill impairment

Goodwill is tested for impairment on an annual basis and whenever there is an indication that the recoverable amount of a cash generating unit is less than its carrying amount based on a number of factors including operating results, business plans, future cash flows and economic conditions. The recoverable amount of cash generating units is determined based on higher of value-in-use and fair value less cost to sell. The goodwill impairment test is performed at the level of the cash-generating unit or groups of cash-generating units which are benefitting from the synergies of the acquisition and which represent the lowest level at which goodwill is monitored for internal management purposes.

Market related information and estimates are used to determine the recoverable amount. Key assumptions on which management has based its determination of recoverable amount include estimated long-term growth rates, weighted average cost of capital and estimated operating margins. Cash flow projections

take into account past experience and represent management's best estimate about future developments.

Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified. Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired. Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss. When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

Taxes

There are many transactions and calculations undertaken during the ordinary course of business for which the ultimate tax determination is uncertain. Where the final tax outcome of these matters is different from the amounts initially recorded, such differences will impact the current and deferred tax provisions in the period in which the tax determination is made. The assessment of probability involves estimation of a number of factors including future taxable income.

Defined benefit plans (gratuity benefits)

A liability in respect of defined benefit plans is recognised in the balance sheet and is measured as the present value of the defined benefit obligation at the reporting date less the fair value of the plan's assets. The present value of the defined benefit obligation is based on expected future payments at the reporting date, calculated annually by independent actuaries. Consideration is given to expected future salary levels, experience of employee departures and periods of service.

3. Material accounting policies

3.1 Revenue recognition

The Company has applied Ind AS 115 Revenue from Contracts with Customers which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised.

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration expected to receive in exchange for those products or services.

The core principle of Ind AS 115 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the standard introduces a 5-step approach to revenue recognition:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligation in contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

Under Ind AS 115, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customer.

The accounting policies for specific revenues streams of the Company is summarised below:

Sale of goods:

Revenue from the sale of goods is recognised upon transfer of control of promised products to customers in an amount that reflects the consideration expected to receive in exchange for those products, at which time all the following conditions are satisfied:

- the Company has transferred to the buyer the control of promised products to customers;
- the Company has identified the contract with customer and performance obligation in the contract.
- the transaction price can be measured reliably;
- it is expected that the consideration associated with the transaction will flow to the Company; and revenue is recognised when the company satisfy the performance obligation

Sale of services:

Income recognition for services takes place as and when the services are performed in accordance with IND AS 115

3.2 Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and the effective rate applicable. The effective interest rate is the rate that exactly discounts estimated future cash receipts.

3.3 Employee benefits expenses

Employee benefits consist of contribution to provident fund, superannuation fund, gratuity fund, compensated absences, supplemental pay and director pension liability

Post-employment benefit plans

Defined Contribution plans:

Payments to defined contribution retirement benefit scheme for eligible employees in the form of superannuation fund are charged as an expense as they fall due. Such benefits are classified as Defined Contribution Schemes as the Company does not carry any further obligations, apart from the contributions made.

Defined benefit plans:

The Company operates a defined benefit plan – gratuity fund.

The liability recognised in the balance sheet in respect of its defined benefit plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the said obligation is determined by discounting the estimated future cash outflows, using market yields of government bonds that have tenure approximating the tenures of the related liability.

The interest income / (expense) are calculated by applying the discount rate to the net defined benefit liability. The net interest income / (expense) on the net defined benefit liability or asset is recognised in the Statement of Profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the Statement of Changes in Equity and in the Balance Sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service cost.

Short-term employee benefits

Compensated absences which accrue to employees and which can be carried to future periods but are expected to be encashed or availed in twelve months immediately following

3.4 Employee benefits expenses

the year end are reported as expenses during the year in which the employees perform the services that the benefit covers and the liabilities are reported at the undiscounted amount of the benefits after deducting amounts already paid. Where there are restrictions on availment of encashment of such accrued benefit or where the availment or encashment is otherwise not expected to wholly occur in the next twelve months, the liability on account of the benefit is actuarially determined using the projected unit credit method.

3.5 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

3.6 Taxation

Income tax expense represents the sum of the current tax in respect of taxable income for the year and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Current and deferred tax for the year

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

3.7 Property, plant and equipment

Property, plant and equipment held for use in the production or supply of goods or services, or for administrative purposes, are stated in the Balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and accumulated impairment if any.

Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. These lives are in accordance with Schedule II to the Companies Act, 2013, other than the following asset classes based on the Company's expected usage pattern supported by technical assessment. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

(a) Plant and Equipment –15 years

(b) Computer equipment – 5 years

(c) Office equipment – 5 years

(d) Furniture & fixtures – 5 years

(e) Buildings – 15 years

(f) Vehicles – 5 years

3.8 Intangible assets

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Goodwill arising on acquisition of business represents excess of purchase consideration over the book value of net assets acquired based on a valuation conducted by an independent firm of Chartered Accountants and will be tested for Impairment annually as per Ind AS 36.

Intangible assets under development

The Company expenses costs incurred during research phase to profit or loss in the year in which they are incurred. Development phase expenses are initially recognised as intangible assets under development until the development phase is complete, upon which the amount is capitalised as intangible asset. Intangible assets under development are carried at cost, comprising direct cost and related incidental expenses less impairment losses if any.

Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible assets, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

Useful lives of intangible assets

Estimated useful lives of the intangible assets are as follows:

Computer software	3 years and 5 years
Non-compete fees	5 years
Product development	5 years

3.9 Impairment of assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount, which is the higher of the value in use or fair value less cost to sell, of the asset or cash-generating unit, as the case may be, is estimated and impairment loss (if any) is recognised and the carrying amount is reduced to its recoverable amount. In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

When an impairment loss subsequently reverses, the carrying amount of the asset or a cash-generating unit is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) earlier.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

3.9 Inventories

Inventories are valued at lower of cost (on weighted average basis) and net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to their present location and condition, including octroi and other levies, transit insurance and receiving charges. Work-in-progress and finished goods include appropriate proportion of overheads. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

3.10 Accounting of Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognised, when there is a present legal or constructive obligation as a result of past events, where it is probable that there will be outflow of resources to settle the obligation and when a reliable estimate of the amount of the obligation can be made.

Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. Where the effect is material, the provision is discounted to net present value using an appropriate current market based pre-tax discount rate and the unwinding of the discount is included in finance costs.

Contingent liabilities are recognised only when there is a possible obligation arising from past events, due to occurrence or non-occurrence of one or more uncertain future events, not wholly within the control of the Company, or where any present obligation cannot be measured in terms of future outflow of resources, or where a reliable estimate of the obligation cannot be made. Obligations are assessed on an ongoing basis and only those having a largely probable outflow of resources are provided for.

Contingent assets are not disclosed in the financial statements unless an inflow of economic benefits is probable.

3.11 Financial instruments

Financial assets and financial liabilities are recognised when a Company entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Classification and subsequent measurement

(i) Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on their respective classification.

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

- Amortised cost; or
- Fair Value through Other Comprehensive Income (FVTOCI) - equity investment; or
- Fair Value Through Profit or Loss (FVTPL)

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

All financial assets not classified as measured at amortised cost or FVTOCI are measured at FVTPL. This includes all derivative financial assets unless designated as effective hedge instruments which are accounted as per hedge accounting requirements discussed below.

Financial assets at amortised cost are subsequently measured at amortised cost using effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment expenses are recognised in profit or loss. Any gain and loss on derecognition is also recognised in profit or loss.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

For equity investments, the Company makes an election on an instrument-by-instrument basis to designate equity investments as measured at FVTOCI. These elected investments are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the reserves.

The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments. These investments in equity are not held for trading. Instead, they are held for medium or long-term strategic purpose. Upon the application of Ind AS 109, the Company has chosen to designate these investments as at FVTOCI as the Company believes that this provides a more meaningful presentation for medium or long-term strategic investments, than reflecting changes in fair value immediately in profit or loss. Dividend income received on such equity investments are recognised in profit or loss.

Equity investments that are not designated to be measured at FVTOCI are designated to be measured at FVTPL. Subsequent changes in fair value are recognised in profit or loss.

(ii) Financial liabilities and equity instruments

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

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company is recognised at the proceeds received, net of directly attributable transaction costs.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative (that does not meet hedge accounting requirements) or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all of the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for the amount it may have to pay.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised and the proceeds received are recognised as a collateralised borrowing.

Offsetting

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

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognising impairment loss on financial assets. With respect to trade receivables, the Company measures the loss allowance at an amount equal to lifetime expected credit losses.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write- off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

3.12 Foreign exchange transactions and translation

Transactions in foreign currencies i.e. other than the Company's functional currency of Indian Rupees are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the functional currency using exchange rates prevailing at the date when the fair value is determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange differences on monetary items are recognised in profit or loss in the period in which they arise except for exchange differences on transactions entered into in order to hedge certain foreign currency risks (refer policy on Derivative Financial Instruments).

3.13 Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their primary nature.

The costs of the Company are broadly categorised in employee benefit expenses, depreciation and amortisation and other operating expenses. Employee benefit expenses include employee compensation, allowances paid, contribution to various funds and staff welfare expenses. Other operating expenses majorly include fees to external consultants, cost running its facilities, travel expenses, communication costs and other expenses. Other expenses is an aggregation of costs which are individually not material such as commission and brokerage, bank charges, freight etc.

3.14 Earnings per share

The basic earnings per share ('EPS ') is computed by dividing the net profit attributable to equity shareholders for the period, by the weighted average number of equity shares outstanding during the year.

Diluted EPS is computed using the weighted average number of equity and dilutive (potential) equity equivalent shares outstanding during the period except where the results would be anti-dilutive.

3.15 Lease

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee:

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property and equipment' and lease liabilities in the statement of financial position.

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

Operating lease payments are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the term of the relevant lease.

3.16 Cash and cash equivalents

The company considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Group's cash management.

3.17 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025.The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.
2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.
3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively.

4 Property, plant and equipment

(Currency: Indian Rupees in lakhs)

Carrying Amount of:	**As at 31 March 2026**	**As at 31 March 2025**
Freehold land	352.00	352.00
Building	565.84	591.04
Plant and equipment	312.89	387.58
Computer equipment	5.69	9.28
Office equipment	0.87	1.93
Furniture and fixtures	3.76	6.87
Vehicles	7.22	20.32
Right to Use Assets - Vehicles	335.38	404.95
	1,583.64	1,773.97

Description of assets	Freehold land	Buildings	Plant and equipment	Computer equipment	Office equipment	Furniture and fixtures	Vehicles	Right to Use Assets - Vehicles	Total
I. Gross block									
Balance as at 31 March 2024	352.00	742.09	815.11	52.83	15.80	25.73	196.02	663.64	2,863.22
Additions for the year	–	–	16.72	–	0.82	–	–	–	17.54
Disposal for the year	–	–	(28.49)	(2.52)	(3.36)	(0.19)	(46.36)	–	(80.92)
Balance as at 31 March 2025	352.00	742.09	803.34	50.31	13.26	25.54	149.66	663.64	2,799.84
Additions for the year	–	–	31.98	1.82	–	–	–	95.40	129.20
Disposal/ Remeasurement for the year	–	–	(133.10)	–	–	–	(0.25)	(18.68)	(152.03)
Balance as at 31 March 2026	**352.00**	**742.09**	**702.22**	**52.13**	**13.26**	**25.54**	**149.41**	**740.36**	**2,777.01**
II. Accumulated depreciation and impairment									
Balance as at 31 March 2024	**–**	**125.85**	**347.56**	**32.25**	**12.06**	**15.72**	**146.19**	**125.96**	**805.59**
Additions for the year	–	25.20	85.29	10.75	2.21	3.11	25.11	132.73	284.40
Disposal for the year	–	–	(17.09)	(1.97)	(2.94)	(0.16)	(41.96)	–	(64.12)
Balance as at 31 March 2025	**–**	**151.05**	**415.76**	**41.03**	**11.33**	**18.67**	**129.34**	**258.69**	**1,025.87**
Additions for the year	–	25.20	68.77	5.41	1.06	3.11	12.85	146.30	262.71
Disposal for the year	–	–	(95.20)	–	–	–	–	–	(95.20)
Balance as at 31 March 2026	**–**	**176.25**	**389.33**	**46.44**	**12.39**	**21.78**	**142.19**	**404.99**	**1,193.37**
III. Net block 31 March 2026	**352.00**	**565.84**	**312.89**	**5.69**	**0.87**	**3.76**	**7.22**	**335.38**	**1,583.64**
IV. Net block 31 March 2025	352.00	591.04	387.58	9.28	1.93	6.87	20.32	404.95	1,773.98

*The company does not have any CWIP during or as at the year end

5 Intangible assets

Carrying amount of:-	**As at 31 March 2026**	As at 31 March 2025
Product development	**177.18**	59.89
Total	**177.18**	59.89

Description of assets	Product Development	Total
Intangible assets		
I. Gross block		
Balance as at 31 March 2024	**-**	-
Additions for the year	**74.86**	74.86
Disposal for the year	**-**	-
Balance as at 31 March 2025	**74.86**	74.86
Additions for the year	**136.83**	136.83
Disposal for the year	**-**	-
Balance as at 31 March 2026	**211.69**	211.69
II. Accumulated amortisation and impairment		
Balance as at 31 March 2024	**–**	–
Amortisation expense for the year	**14.97**	14.97
Disposal for the year	**–**	–
Balance as at 31 March 2025	**14.97**	14.97
Amortisation expense for the year	**19.53**	19.53
Disposal for the year	**–**	–
Balance as at 31 March 2026	**34.50**	34.50
III. Net block 31 March 2026	**177.18**	177.18
IV. Net block 31 March 2025	**59.89**	59.89

5A Intangible assets under development

Carrying amount of:-	**As at 31 March 2026**	As at 31 March 2025
Intangible assets under development	**872.11**	757.57
Total	**872.11**	757.57

Intangible assets under development	**As at 31 March 2026**	As at 31 March 2025
Opening Intangible assets under development	**757.57**	461.69
Additions during the year#	**251.36**	377.74
Capitalised during the year	**136.82**	74.86
Deduction / Adjustment during the year	**–**	7.00
Closing Intangible assets under development	**872.11**	757.57

Ageing of Intangible assets under development

As at 31 March 2026	**Amount in Intangible assets under development for a period of**				
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	251.36	377.74	315.72	64.11	1,008.93
Less : Capitalised during the year	-	136.82	-	-	136.82
Less : Suspended during the year	-	-	-	-	-
Total	**251.36**	**240.92**	**315.72**	**64.11**	**872.11**

As at 31 March 2025	Amount in Intangible assets under development for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	377.74	337.18	117.51	–	832.43
Computer Software	–	7.00	–	–	7.00
Less : Capitalised during the year	–	21.46	53.40	–	74.86
Less : Suspended during the year	–	7.00	–	–	7.00
Total	**377.74**	**315.72**	**64.11**	**–**	**757.57**

* There are no projects whose completion is overdue or has exceeded its cost compared to its originally planned budget.

Refer note 20 for transfer of Personal cost to Intangible asset under development. Other Cost includes University Studies expenses, Laboratory testing and Manpower Hiring.

6 Other financial assets

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-current	Current	Non-current
Financial assets at amortised cost :				
Security deposits	**–**	10.78	–	10.36
Earmarked bank deposit with original maturity more than 12 months	**–**	0.06	–	0.06
	–	**10.84**	–	10.42

* Fixed deposits are on lien against solvent licence

7 Other assets

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-current	Current	Non-current
Balances with Government authorities (other than income taxes)	**1,096.64**	–	920.28	–
Balances with Government authorities (amount paid under protests)	**–**	20.33	–	11.43
Advances to employees				–
Considered good	**5.38**	–	18.48	–
Considered doubtful	**77.65**	–	49.56	–
Less: Provision for doubtful advances	**(77.65)**	–	(49.56)	–
	5.38	–	18.48	–
Advances to vendors	**156.08**	–	194.92	–
	156.08	**–**	194.92	**–**
Prepaid expenses	**23.12**	–	23.93	–
Expected sales return from customers	**668.17**	–	597.15	–
	1,949.39	**20.33**	1,754.76	**11.43**

8 Inventories (at lower of cost and net realisable value)

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Raw materials	**1,489.20**	704.85
Finished goods	**2,334.26**	1,800.49
Stock-in-trade	**3,050.95**	2,519.69
Packing materials	**204.25**	143.29
Stock-in-transit *	**17.18**	77.25
	7,095.84	5,245.57

Notes:

* It represents inter unit transfer of stock inventories.

(i) The cost of inventories recognised as an expense includes Rs. 489.88 lakhs (31 March 2025 : Rs. 249.49 lakhs) in respect of adjustment of inventories to net realisable value/slow moving.

(ii) The carrying amount of inventories pledged as security for Working capital demand loan / Cash credit facility from bank is secured by first paripassu charge on inventories (including Raw Materials, Finished goods, Stock-in-trade and Stock-in-transit), and book debts.

(iii) The mode of valuation of inventories has been stated in note 3.9.

9 Trade receivables

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured - considered good	**8,100.51**	6,312.81
Credit impaired	**2,568.05**	2,359.03
Less :- Loss allowance for expected credit losses	**(2,568.05)**	(2,359.03)
	8,100.51	6,312.81

Trade receivables Ageing Schedule

Particulars	Outstanding for following periods from due date of payment						
As at 31 March 2026	**Not due**	**Less than 6 months**	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed trade receivables – considered good	4,460.08	3,220.07	157.88	59.12	203.36	–	8,100.51
Undisputed trade receivables – which have significant increase in credit risk	–	–	–	–	–	–	–
Undisputed trade receivables – credit impaired	44.14	256.93	83.41	135.01	26.18	2,022.38	2,568.05
Disputed trade receivables – considered good	–	–	–	–	–	–	–
Disputed trade receivables – which have significant increase in credit risk	–	–	–	–	–	–	–
Disputed trade receivables – credit impaired	–	–	–	–	–	–	–
Less : Allowances for expected credit losses	(44.14)	(256.93)	(83.41)	(135.01)	(26.18)	(2,022.38)	(2,568.05)
Total	**4,460.08**	**3,220.07**	**157.88**	**59.12**	**203.36**	**–**	**8,100.51**

Particulars	Outstanding for following periods from due date of payment						
As at 31 March 2025	**Not due**	**Less than 6 months**	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed trade receivables – considered good	3,350.88	2,652.00	56.44	83.77	169.72	–	6,312.81
Undisputed trade receivables – which have significant increase in credit risk	–	–	–	–	–	–	–
Undisputed trade receivables – credit impaired	29.14	178.87	25.91	205.16	69.77	1,850.18	2,359.03
Disputed trade receivables - considered good	–	–	–	–	–	–	–
Disputed trade receivables – which have significant increase in credit risk	–	–	–	–	–	–	–
Disputed trade receivables – credit impaired	–	–	–	–	–	–	–
Less : Allowances for expected credit losses	(29.14)	(178.87)	(25.91)	(205.16)	(69.77)	(1,850.18)	(2,359.03)
Total	**3,350.88**	**2,652.00**	**56.44**	**83.77**	**169.72**	**–**	**6,312.81**

(i) Notes:

Particulars	As at 31 March 2026	As at 31 March 2025
Of the above, trade receivables from:		
- Related parties	**–**	–
- Others	**8,100.51**	6,312.81
	8,100.51	6,312.81

(ii) Movement in the expected credit loss allowance

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	**2,359.03**	2,170.13
Less: Reversal of provision	**–**	–
Add: provision made during the year	**209.02**	188.91
Balance at the end of the year	**2,568.05**	2,359.03

(iii) The carrying amount of inventories pledged as security for Working capital demand loan / Cash credit facility from bank is secured by first paripassu charge on inventories (including Raw Material, Finished goods, Stock-in-trade, Packing Materials and Stock-in-transit), and book debts (refer note no. 13).

(iv) The Company does not normally enforce interest on overdue debts. However, interest on overdue debts is charged on discretionary basis in respect of certain parties.

(v) The credit period ranges from 90 days to 120 days.

10 Cash and cash equivalents

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Cash and bank balances		
Cash and cash equivalents		
Balances with banks in current accounts	**0.49**	29.52
Total cash and cash equivalents	**0.49**	29.52

Reconciliation of cash and cash equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Total cash and cash equivalents as per Balance Sheet	**0.49**	29.52
Total cash and cash equivalents as per Statement of cash flows	**0.49**	29.52

11 Provisions

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-current	Current	Non-current
Provision for employee benefits (refer note 30)				
- Compensated absences	**40.71**	**57.55**	19.36	30.77
- Gratuity	**64.10**	**98.44**	39.48	88.22
Expected sales return from customers**	**835.19**	**–**	723.01	–
Provision for claims	**–**	**114.27**	–	64.91
Total	**940.00**	**270.26**	781.85	183.90

** The Company makes a provision on estimated sales return from customers based on historical experience. The sales returns are generally expected within a year.

Movement in provision - expected returns from Customers

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year*	**723.01**	581.50
Add : Provision made during the year	**4,246.75**	4,126.04
Less: Provision used during the year	**4,134.57**	3,984.53
Balance at the end of the year	**835.19**	723.01

Note:
The provision for employee benefits includes annual leaves and vested long service leave entitlements accrued and compensation claims made by employees. For other disclosure refer note 30 on Defined benefit and contribution.

12A Non-current tax assets & Current tax assets (net)

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-current	Current	Non-current
Non-current tax assets				
Tax refund receivables	**1.44**	**–**	8.10	–
TCS receivables	**–**	**–**	–	–
	1.44	**–**	8.10	–

12B Deferred tax assets (net)

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Deferred tax assets	**24.95**	21.27
Deferred tax liability	**(24.95)**	(21.27)
Deferred tax assets (net) #	**–**	–

31 March 2026

Particulars	Net balance 1 April 2025	Recognised in profit or loss	Recognised in OCI	Recognised in equity	Net	Deferred tax asset	Deferred tax liability
Deferred tax assets/ (liabilities) Business losses							
Property, plant and equipment	(21.27)	**8.72**	–	–	**(12.55)**	**–**	**(12.55)**
Employee benefits	17.11	**7.84**			**24.95**	**24.95**	**–**
Right to use Assets	4.16	**(16.55)**			**(12.39)**	**–**	**(12.39)**
Deferred tax assets (net) #	**–**	**–**	**–**	**–**	**–**	**24.95**	**(24.95)**

31 March 2025

Particulars	Net balance 1 April 2024	Recognised in profit or loss	Recognised in OCI	Recognised in equity	Net	Deferred tax asset	Deferred tax liability
Deferred tax assets/ (liabilities) Business losses							
Property, plant and equipment	(21.97)	0.70	–	–	(21.27)	–	(21.27)
Employee benefits	12.08	5.03	–	–	17.11	17.11	–
Right to use Assets	9.89	(5.73)			4.16	4.16	–
Deferred tax assets (net) #	–	–	–	–	–	21.27	(21.27)

Amounts on which deferred tax asset has not been created and related expiry period

Deferred tax assets have not been recognised in respect of following items, because it is not probable that future taxable profit will be available against which the Group can use the benefit therefrom.

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Unused business losses (revenue in nature) Expiry period upto five years	**1,339.47**	1,338.32
Unused business losses (revenue in nature) Expiry period more than five years	**6,900.65**	6,349.34
Unused Depreciation losses (no expiry date)	**2,862.63**	2,669.39
Other temporary deductible differences	**3,097.32**	298.75
Total	**14,200.07**	10,655.80

Balances on which no DTA has been recognised and grouping based on their expiry period:

Financial Years	Business Loss	Depreciation loss
2026-2027	**–**	–
2027-2028	**932.12**	–
2028-2029	**–**	–
2029-2030	**407.35**	–
2030-2031	**2,694.69**	–
2031-2032	**2,850.13**	–
2032-2033	**319.04**	–
2033-2034	**1,036.78**	–
No Expiry period	**–**	2,862.63
Total	**8,240.12**	2,862.63

The Company offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

Significant management judgement is required in determining provision for income tax, deferred income tax assets and liabilities and recoverability of deferred income tax assets. The recoverability of deferred income tax assets is based on estimates of taxable income and the period over which deferred income tax assets will be recovered. Any changes in future taxable income would impact the recoverability of deferred tax assets.

 # Unrecognised deferred tax assets

Deferred tax assets (DTA) have not been recognised, because it is not probable that future taxable profit will be available against which the Company can use the benefits therefrom:

Deferred tax assets for the carry forward of unused tax losses are recognised to the extent that it is probable that future taxable profits will be available against which the unused tax losses can be utilised. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets - unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

13 Borrowings

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Secured		
Cash credit facility from bank (refer note i and iii below)	**2,351.42**	1,083.62
Unsecured		
Working capital facility from bank (refer note ii and iii below)	**2,875.00**	1,700.00
Inter corporate deposit from Related Party (refer note iv below)	**720.00**	–
	5,946.42	2,783.62

Notes:

i) Working capital demand loan and Cash credit facility from Kotak Mahindra Bank Limited and HDFC Bank Limited are secured by first paripassu charge on all existing and future current assets.

ii) Working capital demand loan from MUFG Bank Limited are backed by the corporate guarantee by the Summit Agro International Limited.

iii) Loan carried interest rate of 7.55% to 8.45% p.a. (Previous year rate : 8% to 9.10%) for working capital demand loan and 7.55% to 9.40% (Previous year rate : 8.55% to 8.80%) for Cash credit.

iv) Inter corporate loan from Mahindra Agri Solutions Limited of Rs 720 lakhs carries interest rate of 8.70% pa, which was obtained for the purpose of working capital. This loan is repayable within a period of twelve months along with interest and principal.

14 Trade payables

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Trade payables		
Total outstanding dues of micro enterprises and small enterprises (refer note 29)	**67.55**	161.47
Total outstanding dues of creditors other than micro enterprises and small enterprises	**5,673.65**	3,993.24
	5,741.20	4,154.71
Out of the above trade payable amounts due to related parties are as below :		
Trade Payable due to related parties	**259.98**	169.31

Trade payables Ageing Schedule

	Outstanding for following periods from due date of payment					
Particulars	**Not due**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
As at 31 March 2026						
Total outstanding dues of micro enterprises and small enterprises	41.33	20.21	5.58	–	0.45	67.55
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,759.90	268.42	5.05	4.36	15.45	3,053.16
Disputed dues of micro enterprises and small enterprises	–	–	–	–	–	–
Disputed dues of creditors other than micro enterprises and small enterprises	–	–	–	–	–	–
Accrued Expenses	–	–	–	–	–	2,620.49
Total	**2,801.23**	**288.63**	**10.62**	**4.36**	**15.89**	**5,741.20**

Particulars	Outstanding for following periods from due date of payment					
	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at 31 March 2025						
Total outstanding dues of micro enterprises and small enterprises	144.23	17.24	–	–	–	161.47
Total outstanding dues of creditors other than micro enterprises and small enterprises	2,386.20	145.48	7.24	4.18	14.04	2,557.14
Disputed dues of micro enterprises and small enterprises	–	–	–	–	–	–
Disputed dues of creditors other than micro enterprises and small enterprises	–	–	–	–	–	–
Accrued Expenses	–	–	–	–	–	1,436.10
Total	**2,530.43**	**162.72**	**7.24**	**4.18**	**14.04**	**4,154.71**

15 Other financial liabilities

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Other financial liabilities measured at amortised cost - Current		
Interest accrued on dues to micro enterprises and small enterprises	**16.33**	8.51
Interest accured on borrowings*	**5.25**	11.46
Trade deposit	**455.70**	451.47
	477.28	471.44

* Refer note 26

16 Other current liabilities

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Advances received from customers	**1,820.97**	2,177.81
Payable to employees	**448.33**	378.96
Statutory remittances		
- Tax deducted at source	**34.76**	40.75
- Goods and service tax	**83.92**	92.81
- Provident fund	**14.33**	14.20
- Professional Tax	**0.23**	0.02
Insurance claim recoveries	**56.63**	39.34
	2,459.17	2,743.89

17A Equity share capital

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	Amount	No. of shares	Amount
Authorised share capital:				
Equity shares of Rs 10 each with voting rights	**19,00,00,000**	**19,000.00**	19,00,00,000	19,000.00
Equity shares of Rs 1 each with voting rights	**4,00,00,000**	**400.00**	–	–
	23,00,00,000	**19,400.00**	19,00,00,000	19,000.00
Issued, subscribed and fully paid:				
Equity shares of Rs 10 each with voting rights	**18,81,10,000**	**18,811.00**	18,81,10,000	18,811.00
	18,81,10,000	**18,811.00**	18,81,10,000	18,811.00

A) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year

Particulars	Opening balance	Rights issue	Fresh issue	Closing balance
Equity Shares				
As at 31 March 2026				
No. of Shares	**188,110,000**	**–**	**–**	**188,110,000**
Amount	**18,811.00**	**–**	**–**	**18,811.00**
As at 31 March 2025				
No. of Shares	158,110,000	30,000,000	–	188,110,000
Amount	15,811.00	3,000.00	–	18,811.00

B) Rights, preferences and restrictions attached to equity shares

The Company has issued one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

C) Details of shares held by the Holding Company

(Currency: Indian Rupees in lakhs)

Particulars	No. of shares
As at 31 March 2026	
the Holding Company	11,28,66,000
Others	7,52,44,000
Total	18,81,10,000
As at 31 March 2025	
the Holding Company	**11,28,66,000**
Others	**7,52,44,000**
Total	**18,81,10,000**

D) Details of shares held by each shareholder holding more than 5% shares:

(Currency: Indian Rupees in lakhs)

Class of shares / Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of fully paid equity shares	% holding	Number of fully paid equity shares	% holding
Equity shares with voting rights				
Mahindra Agri Solutions Limited	11,28,66,000	60.00%	11,28,66,000	60.00%
Summit Agro International Limited	**7,52,44,000**	**40.00%**	7,52,44,000	40.00%

E) Details of shares held by promoters at the end of the year:

As at 31 March 2026

Promoter Name	No. of Shares (Equity Shares)	% of total shares	% change during the year
Mahindra Agri Solutions Limited	11,28,66,000	60.00%	–

As at 31 March 2025

Promoter Name	No. of Shares (Equity Shares)	% of total shares	% change during the year
Mahindra Agri Solutions Limited	11,28,66,000	60.00%	–

F) The Company has not allotted any equity shares for consideration other than cash, bonus shares, nor have any shares been bought back during the period of five years immediately preceding the Balance Sheet date.

17B Other equity

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	**(14,414.35)**	(13,145.90)
Loss for the year	**(802.19)**	(1,249.08)
Other comprehensive income / (loss)	**(1.74)**	(19.37)
Balance at the end of the year	**(15,218.28)**	(14,414.35)

The description of the nature and purpose of each reserve within equity is as follows:

a) Retained earnings are the accumulated profits earned by the Company till date, less transfer to general reserves, dividend (including dividend distribution tax) and other distributions made to the shareholders.

18 Revenue from operations

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from contract with customers:	**23,608.62**	19,124.82
Sale of Products		
Sale of Finished goods	**15,404.48**	9,995.19
Sale of Traded goods	**8,204.14**	9,129.63
Sale of Services	**–**	–
	23,608.62	19,124.82

Reconciliation of revenue as per contract price and as recognised in statement of profit and loss :

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from contract with customer as per contract price	**26,664.69**	21,584.54
Less : Scheme discounts	**2,744.12**	2,318.21
Less / Add: Sales returns (net of provisions)	**(311.95)**	(141.51)
	23,608.62	19,124.82

19 Other income

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest income on amortised cost:-		
Fixed deposits	**–**	12.17
Income tax refund	**0.17**	–
Delayed payment from customers	**9.80**	23.44
Others income	**0.12**	0.12
Gain on disposal of property, plant and equipment	**–**	2.68
Insurance claim received	**6.29**	–
Write back of advance from customers	**–**	29.17
Other miscellaneous income	**1.07**	–
	17.45	67.58

19A Cost of materials consumed

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Inventories at the beginning of the year	**848.14**	474.52
Add:- Purchases	**11,549.30**	10,054.32
	12,397.44	10,528.84
Less: Inventories at end of year	**1,693.45**	848.14
Cost of materials consumed	**10,703.99**	9,680.70

19B Changes in inventories of finished goods and stock-in-trade

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Inventories at the end of the year:		
Finished goods	**2,334.26**	1,800.49
Stock-in-trade	**3,050.95**	2,519.69
Goods in transit	**17.18**	77.25
	5,402.39	4,397.43
Inventories at the beginning of the year:		
Finished goods	**1,800.49**	1,315.65
Stock-in-trade	**2,519.69**	1,210.53
Goods in transit	**77.25**	2.20
	4,397.43	2,528.38
Net decrease / (increase)	**(1,004.96)**	(1,869.05)

20 Employee benefits expense *

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025	Year ended 31 March 2026	Year ended 31 March 2025
Salaries and wages, including bonus			**2,436.39**	2,081.15
Gross Salaries and wages, including bonus	**2,511.05**	2,285.02		
Less : Transferred to intangible assets under development	**74.66**	203.87		
Contribution to provident and other funds (refer note 30)			**142.11**	137.91
Staff welfare expenses			**22.11**	29.82
			2,600.61	2,248.88

* This includes payments of Rs 136.50 lakhs as at 31 March 2026 (31 March 2025 : Rs 149.91 lakhs) in respect of employees charged by other group company.

21 Finance cost

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest expense on amortised cost:-		
- Cash credit	**158.42**	109.68
- Working capital demand loan	**140.31**	39.78
- Inter company loan	**5.83**	–
- Delayed payment to micro enterprises and small enterprises (refer note 29)	**7.82**	2.02
- Interest on lease liabilities	**52.62**	59.00
- Interest on others	**25.18**	9.56
	390.18	220.04

22 Depreciation and amortisation expense

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation of property, plant and equipment (refer note 4)	**262.71**	284.40
Amortisation of intangible assets (refer note 5)	**19.53**	14.97
	282.24	299.37

23 Other expenses

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Freight charges	**972.60**	870.49
Sales promotion expenses	**891.20**	790.83
Travelling and conveyance expenses	**479.98**	478.54
Business support charges	**227.80**	213.56
Allowances for expected credit losses	**209.02**	188.91
Rent including lease rentals	**185.78**	111.98
Clearing and forwarding charges	**101.48**	97.72
Legal and other professional fees	**116.65**	90.91
Insurance	**105.27**	73.98
Subcontracting, hire and service charges	**92.02**	70.35
Repairs and maintenance	**33.43**	42.21
Commission on sales	**28.64**	34.96
Net loss on foreign currency transactions and translation	**42.76**	30.99
Power and fuel	**26.94**	28.73
Telephone charges	**16.86**	17.90
Auditors remuneration		
As Auditors		
Audit fees	**15.00**	15.00
Other services	**0.50**	0.50
Reimbursement of expenses	**0.84**	0.58
Rates and taxes	**0.99**	10.66
Intangible assets under development written off	**-**	7.00
Loss on sale of property, plant and equipment	**17.07**	4.24
Miscellaneous expenses*	**137.92**	117.88
	3,702.75	3,297.92

* This includes provision for doubtful advances of Rs. 28.09 lakhs as at 31 March 2026 (31 March 2025 : 64.91 lakhs).

24 Tax expenses

(a) Income tax recognised in profit or loss

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Current tax:		
In respect of current year	**–**	–
Deferred tax:		
Attributable to the origination and reversal of temporary differences	**–**	–
Total income tax recognised in profit or loss	**–**	–

(b) Income tax recognised in other comprehensive income

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Deferred tax related to items recognised in other comprehensive income during the year:		
Remeasurement of defined benefit obligations	**–**	–
	–	–

Reconciliation of effective tax rate

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit /(loss) before tax	**(802.19)**	(1,249.08)
Tax using the Company's domestic tax rate	**25.17%**	25.17%
Expected income tax expenses	**(201.91)**	(314.39)
Tax effect of:		
Current year losses for which no deferred tax asset is created	**310.05**	292.46
Effect of expenses that is non-deductible in determining taxable profit	**(108.14)**	21.93
Tax expenses as per Statement of profit and loss	**–**	–

Notes:

With Effect from Financial Year 2019-20 (Assessment Year 2020-21), the Company has opted for the concessional tax rate of 22% vide circular number 29/2019 dated 02 October 2019 of the Income Tax Act, 1961. Surcharge of 10% and cess of 4% is to be charged in addition to the base rate of 22%.

25 Earnings per share

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Earnings / (loss) per share (basic / diluted) (Rs)	**(0.43)**	(0.69)

Earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

A. Basic / diluted earnings per share

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Loss for the year attributable to owners of the Company	**(802.19)**	(1,249.08)
Weighted average number of equity shares for the purpose of basic earnings per share	**188,110,000**	180,712,740
Earnings / (loss) per share (basic / diluted) (Rs)	**(0.43)**	(0.69)

Note:

Weighted average number of shares is the number of equity shares outstanding at the beginning of the period adjusted by the number of equity shares issued during period, multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the year.

26 Related party disclosures

A. List of related parties and relationships:

Name of the Related Parties	**Relationship**
Name of the Related Parties where control exists	
Mahindra & Mahindra Limited	Ultimate Holding Company of Mahindra Agri Solutions Limited
Mahindra Agri Solutions Limited	Co-Venturer
Sumitomo Corporation	Ultimate Holding Company of Summit Agro International Limited
Summit Agro International Limited	Co-Venturer
Sumisho Agro India Private Limited	Fellow Subsidiary Company
Smas Auto Leasing India Private Limited	Fellow Subsidiary Company
Mahindra Integrated Business Solutions Private Limited	Fellow Subsidiary Company
Mahindra & Mahindra Financial Services Limited	Fellow Subsidiary Company
Swaraj Engines Limited	Fellow Subsidiary Company
Carnot Technologies Private Limited	Fellow subsidiary company (w.e.f. 01.07.2023)
Blue Planet Integrated Waste Solutions Limited (formerly known as Mahindra Waste To Energy Solutions Limited)	Fellow Subsidiary Company (ceases to be Fellow subsidiary w.e.f. 01.03.2026)
Mahindra Solarize Private Limited	Fellow Subsidiary Company
Key Managerial Personnel	
Mr. Ramesh Ramachandran	Non Executive Director
Mr. Sandeep Bhargav Gadre	Chief Executive Officer & Whole Time Director
Mr. Inoue Hiroyuki	Whole Time Director (from 14.06.2024)
Ms. Manaswini Goel	Non Executive Director
Mr. Kiyotaka Masuda	Non Executive Director (upto 13.06.2024)
Mr. Hiromichi Maruyama	Non Executive Director (upto 14.04.2025)
Mr. Takashi Tanaka	Director (w.e.f. 15.04.2025)
Ms. Anwaya Sachin Kadu	Company Secretary
Mr. Nilesh Totla	Chief Financial Officer

B. Related party transactions and balances

			Transaction during the year												Closing balances		
Name of the related parties where control exists	Relation	Year	Sale of goods	Purchase of goods	Receiving of services	Sale of Car	Reimbursement of expenses received by the company	Reimbursement of expenses charged to the company	Inter-company loan taken	Interest on unsecured loan	Issue of share capital	Corporate guarantee received/ renewed^	Rent paid	Managerial remunera-tion	Corporate guarantee outstand-ing	Other liability	Inter-company loan Payable	Trade payables
Mahindra Agri Solutions Limited	Co-venturer	**31-Mar-26**	**14.69**	**–**	–	–	**–**	**171.24**	**720.00**	**5.83**	**–**	**–**	**–**	**–**	–	5.25	720.00	56.03
		31-Mar-25	–	–	–	–	3.66	187.70	–	–	1,800.00	–	–	–	–	–	–	29.71
Mahindra & Mahindra Financial Services Limited	Fellow subsidiary company	**31-Mar-26**	**–**	**–**	**155.73**	**–**	**–**	**28.11**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**0.45**
		31-Mar-25	–	–	128.85	–	–	21.40	–	–	–	–	–	–	–	–	–	–
Mahindra & Mahindra Limited	Ultimate Holding Company of Mahindra Agri Solutions Limited	**31-Mar-26**	**–**	**–**	**24.01**	**–**	**–**	**193.53**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	–	–	34.96	–	–	173.70	–	–	–	–	–	–	–	–	–	49.16
Mahindra Integrated Business Solutions Private Limited	Fellow subsidiary company	**31-Mar-26**	**–**	**–**	**33.02**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**0.58**
		31-Mar-25	–	–	39.65	–	–	8.86	–	–	–	–	–	–	–	–	–	0.16
Sumisho Agro India Private Limited	Fellow subsidiary company	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	–	198.29	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Sumitomo Corporation	Ultimate Holding Company of Summit Agro International Limited	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Summit Agro International Limited	Co-venturer	**31-Mar-26**	**–**	**645.84**	**–**	**–**	**–**	**2.44**	**–**	**–**	**–**	**2,880.00^**	**–**	**–**	**2,880.00**	**–**	**–**	**202.92**
		31-Mar-25	**–**	**217.88**	**–**	**–**	**–**	1.15	**–**	–	1,200.00	2,400.00	**–**	**–**	2,400.00	–	–	**89.32**
Carnot Technologies Pvt Ltd	Fellow subsidiary company	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	–	–	–	–	–	0.15	–	–	–	–	–	–	–	–	–	–
Swaraj Engineers Limited	Fellow subsidiary company	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**0.35**	**–**	**–**	**–**	**–**	**1.31**	**–**	**–**	**–**	**–**	**–**
		31-Mar-25	–	–	**–**	**–**	**–**	**0.32**	**–**	**–**	**–**	**–**	**1.14**	**–**	**–**	**–**	**–**	0.12
Smas Auto Leasing India Pvt Ltd	Fellow subsidiary company	**31-Mar-26**	**–**	**–**	–	–	–	–	–	–	–	–	–	**–**	–	–	–	**–**
		31-Mar-25	–	–	4.36	–	–	–	–	–	–	–	–	–	–	–	–	–

			Transaction during the year												Closing balances			
Name of the related parties where control exists	Relation	Year	Sale of goods	Purchase of goods	Receiving of services	Sale of Car	Reimbursement of expenses received by the company	Reimbursement of expenses charged to the company	Inter-company loan taken	Interest on unsecured loan	Issue of share capital	Corporate guarantee received/ renewed^	Rent paid	Managerial remunera-tion	Corporate guarantee outstand-ing	Other liability	Inter-company loan Payable	Trade payables
Blue Planet Integrated Waste Solutions Limited (formerly known as Mahindra Waste To Energy Solutions Limited)	Fellow subsidiary company	**31-Mar-26**	–	**14.10**	–	–	–	–	–	–	–	–	–	–	–	–	–	–
		31-Mar-25	–	14.90	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Mahindra Solarize Pvt. Ltd.	Fellow subsidiary company	**31-Mar-26**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
		31-Mar-25	–	–	–	–	–	0.84	–	–	–	–	–	–	–	–	–	0.84
Mr. Sandeep Gadre	Chief Executive Officer & Whole Time Director*	**31-Mar-26**	–	–	–	–	–	**4.77**	–	–	–	–	–	**270.11**	–	–	–	–
		31-Mar-25	–	–	–	0.05	–	–	–	–	–	–	–	227.07	–	–	–	–
Mr. Kiyotaka Masuda	Non Executive Director*	**31-Mar-26**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
		31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	11.16	–	–	–	–
Inoue Hiroyiki	Whole Time Director*	**31-Mar-26**	–	–	–	–	–	**2.61**	–	–	–	–	–	**93.03**	–	–	–	–
		31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	77.04	–	–	–	–
Mr. Nilesh Totla	Key Managerial Person *#	**31-Mar-26**	–	–	–	–	–	–	–	–	–	–	–	**34.42**	–	–	–	–
		31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	25.00	–	–	–	–
Ms. Anwaya Kadu	Key Managerial Person *#	**31-Mar-26**	–	–	–	–	–	–	–	–	–	–	–	**1.42**	–	–	–	–
		31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	1.32	–	–	–	–

* Managerial remuneration excludes provision for gratuity and compensated absences since these are provided on the basis of an actuarial valuation for the Company as a whole.

Not considered as managerial remuneration under Companies Act, 2013

^ The guarantees are auto renewed

27 Fair value

The management assessed that loans, cash and cash equivalents, trade receivables, borrowings, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Fair Valuation measurement hierarchy

The following table shows the carrying amounts and fair values of financial assets and liabilities including their levels of fair value hierarchy:

(Currency: Indian Rupees in lakhs)

		As at 31 March 2026			
Particulars	**Level of hierarchy**	**fair value through profit and loss (FVTPL)**	**Fair value through other comprehensive income (FVOCI)**	**Assets/ liabilities at amortised cost method**	**Carrying amount**
Financial assets					
Non-current					
Other financial assets	**2**	**–**	**–**	**10.84**	10.84
Current					
Trade receivables	**2**	**–**	**–**	**8,100.51**	8,100.51
Cash and cash equivalents	**2**	**–**	**–**	**0.49**	0.49
Bank balances other than above	**2**	**–**	**–**	**–**	–
Other financial assets	**2**	**–**	**–**	**–**	–
Total		**–**	**–**	**8,111.84**	**8,111.84**
Financial liabilities					
Non-current					
Lease liabilities				**229.09**	229.09
Current					
Borrowings	**2**	**–**	**–**	**5,946.42**	5,946.42
Lease liabilities				**155.63**	155.63
Trade payables	**2**	**–**	**–**	**5,741.20**	5,741.20
Other financial liabilities	**2**	**–**	**–**	**477.28**	477.28
Total		**–**	**–**	**12,549.62**	**12,549.62**

(Currency: Indian Rupees in lakhs)

		As at 31 March 2025			
Particulars	Level of hierarchy	fair value through profit and loss (FVTPL)	Fair value through other comprehensive income (FVOCI)	Assets/ liabilities at amortised cost method	Carrying amount
Financial assets					
Non-current					
Other financial assets	2	–	–	10.42	10.42
Current					
Trade receivables	2	–	–	6,312.81	6,312.81
Cash and cash equivalents	2	–	–	29.52	29.52
Bank balances other than above	2	–	–	–	–
Other financial assets	2	–	–	–	–
Total		–	–	6,352.76	6,352.76
Financial liabilities					
Non-current					
Lease liabilities				317.69	317.69
Current					
Borrowings	2	–	–	2,783.62	2,783.62
Lease liabilities				130.29	130.29
Trade payables	2	–	–	4,154.71	4,154.71
Other financial liabilities	2	–	–	471.44	471.44
Total		–	–	7,857.75	7,857.75

Note:

There are no transfer between level 1 and level 2 during the year.

28 Financial risk management

A. Capital management

The Company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

The Company manages capital risk in order to maximize shareholders' value by maintaining sound/optimal capital structure through monitoring of financial ratios, such as net debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary. There is no change in the overall capital risk management strategy of the Company compared to last year.

The Company uses net debt equity ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the separate financial statements.

The Company is not subject to externally enforced capital regulation.

The Company's Net debt-to-equity ratio as at 31 March 2026 and 31 March 2025 is as follows:

(Currency: Indian Rupees in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Borrowings	**5,946.42**	2,783.62
Gross debt (A)	**5,946.42**	2,783.62
Equity share capital	**18,811.00**	18,811.00
Other equity	**(15,218.28)**	(14,414.35)
Equity (B)	**3,592.72**	4,396.65
Debt to Equity ratio (A / B)	**1.66**	0.63

B. Financial risk management framework

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

The use of financial derivatives is governed by the Company's policies approved by the board of directors, which provide written principles on foreign exchange risk, interest rate risk, credit risk, the use of financial derivatives and non-derivatives financial instruments, and the investment of excess liquidity. Compliance with policies and exposure limits is reviewed by the internal auditors on a continuous basis. The Company does not enter into or trade financial instrument, including derivative financial instruments, for speculative purposes.

i) CREDIT RISK

Credit risk management

Credit risk arises when a customer defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of categorising the customers based on the performance and accordingly credit limit ceiling of each category is defined. Company also takes credit insurance for business specific customers. The Company's exposure and categorisation of its customers are continuously monitored. Credit exposure is controlled by customer credit limits which are reviewed and approved. The company also take security cheques from its domestic market customers.

The Company applies the simplified approach to providing for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company and individual receivable specific provision where applicable. Forward-looking information has been incorporated into the determination of expected credit losses.

There is no change in estimation techniques or significant assumptions during the reporting period.

The provision matrix at the end of the reporting period is as follow:-

(Currency: Indian Rupees in lakhs)

	As at 31 March 2026		As at 31 March 2025	
Ageing	Expected credit loss (%)	Expected credit loss	Expected credit loss (%)	Expected credit loss
Within the credit period	**0.98%**	**44.14**	0.86%	29.14
0-3 month past due	**4.16%**	**93.44**	3.78%	74.20
3-6 month past due	**13.30%**	**163.50**	12.06%	104.67
6 -12 month past due	**18.53%**	**44.71**	31.46%	25.91
>1 year	**90.85%**	**2,222.26**	89.34%	2,125.11
Total		**2,568.05**		2,359.03

Age of receivables	As at 31 March 2026	As at 31 March 2025
Within the credit period	**4,504.22**	3,380.02
0-3 month past due	**2,247.88**	1,962.89
3-6 month past due	**1,229.13**	867.98
6 -12 month past due	**241.29**	82.35
>1 year	**2,446.05**	2,378.60
Total	**10,668.56**	8,671.84

The concentration of credit risk is limited due to the fact that the customer base is large and unrelated.

ii) LIQUIDITY RISK

(a) Liquidity risk management

The board of directors has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(b) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the Company may be required to pay.

(Currency: Indian Rupees in lakhs)

Particulars	Less than 1 Year	1–3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial liabilities				
As at 31 March 2026				
Short-term borrowings	**5,946.42**	**–**	**–**	**–**
Lease liability	**155.63**	**229.09**	**–**	**–**
Trade payables	**5,741.20**	**–**	**–**	**–**
Other financial liabilities	**477.28**	**–**	**–**	**–**
Total	**12,320.53**	**229.09**	**–**	**–**
As at 31 March 2025				
Short-term borrowings	2,783.62	–	–	–
Lease liability	130.29	317.69	–	–
Trade Payables	4,154.71	–	–	–
Other Financial Liabilities	471.44	–	–	–
Total	**7,540.06**	317.69	–	–

(c) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

(Currency: Indian Rupees in lakhs)

Particulars	Less than 1 Year	1–3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial assets				
As at 31 March 2026				
Non-interest bearing				
Trade Receivables	**8,100.51**	**–**	**–**	**–**
Cash and cash equivalents	**0.49**	**–**	**–**	**–**
Fixed interest rate instruments	**–**	**–**	**–**	**–**
Total	**8,101.01**	**–**	**–**	**–**
As at 31 March 2025				
Non-interest bearing	6,342.33	–	–	–
Fixed interest rate instruments	–	–	–	–
Total	6,342.33	–	–	–

In the case of assets falling short of liabilities, banking facilities are available to honour the obligation through as cash credit, short term borrowing / long term borrowing and other necessary banking facilities.

iii) MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses permitted derivatives to manage market risks. Derivatives are only used for economic hedging purposes and not as speculative investments. All such transactions are carried out within the guidelines set by the Board of Directors and Forex and investment Management Committee.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

a) Currency risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Company's exposure to currency risk relates primarily to the Company's operating activities and borrowings when transactions are denominated in a different currency from the Company's functional currency.

The Company manages its foreign currency risk by taking forward cover that are expected to occur within a maximum 12 month period for forecasted cash flow.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

(Currency: Indian Rupees in lakhs)

Particulars	Currency	As at 31 March 2026	As at 31 March 2025
Trade payables	USD	**7.19**	9.41
Trade receivable	USD	**–**	–

Of the above foreign currency exposures, the following exposures are not hedged by a derivative:

(Currency: Indian Rupees in lakhs)

Particulars	Currency	As at 31 March 2026	As at 31 March 2025
Trade payables	USD	**1.34**	–
Trade receivable	USD	**–**	–

b) Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives. The impact on the Company's pre-tax equity is due to changes in the fair value of forward exchange contracts.

(Currency: Indian Rupees in lakhs)

Period	Currency	Change in rate	Effect on loss before tax	Effect on pre-tax equity
As at 31 March 2026	**USD**	**5%**	**(0.07)**	**(0.07)**
	USD	**3%**	**(0.04)**	**(0.04)**
As at 31 March 2025	USD	5%	–	–
	USD	3%	–	–

c) Interest rate sensitivity

The sensitivity analyses below have been determined based on exposure to interest rate for both derivative and non-derivative instruments at the end of reporting period. For floating rate liabilities, analysis is prepared assuming the amount of liability outstanding at the end of the reporting period was outstanding for the whole year.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after the impact of hedge accounting.

With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Period	Currency	Increase / decrease in basis points	Effect on profit/ (loss) before tax
As at 31 March 2026	**INR**	**–**	**–**
As at 31 March 2025	INR	**–**	–

29 Disclosures under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

Trade payables includes amount payable to Micro, Small and Medium Enterprises as follows:

(Currency: Indian Rupees in lakhs)

Sr. No.	Particulars	As at 31 March 2026	As at 31 March 2025
a.	Principal amount remaining unpaid to any supplier at the end of the year	**67.55**	161.47
	Interest due thereon remaining unpaid to any supplier at the end of the accounting year	**16.33**	8.51
b.	Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year	**–**	7.65
c.	Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006	**8.51**	5.51
d.	The amount of interest accrued and remaining unpaid as at the end of the year	**7.82**	3.00
e.	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under MSMED Act, 2006	**NIL**	NIL

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management.

30 Employee benefits expenses

(i) Defined contribution plans:

The Company's contribution to Provident Fund and Pension scheme aggregating to Rs. 92.47 lakhs for the year ended 31 March 2026 (31 March 2025 : Rs. 103.53 lakhs) has been recognised in the Statement of Profit and Loss under the head Employee benefits expense.

(ii) Defined benefit plans:

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated in accordance with the provisions under the Code on Social Security, 2020 or as per the Company Scheme, as applicable. Vesting occurs upon completion of contractual period of continuous years of service as defined in the Code on Social Security, 2020. In case of death while in service, the gratuity is payable irrespective of vesting.

Code on Social Security, 2020

The Code on Social Security, 2020 has been notified and made effective from 21 November 2025, thereby replacing the erstwhile Payment of Gratuity Act, 1972. The Code on Social Security, 2020 has updated the definition of the gratuity salary to "Wages" as defined in the Code on Wages, 2019 and has changed the vesting period for fixed-term contract employees wherever applicable. This change has resulted in an increase in the liability of the Company, and has resulted in a past service cost for the Company.

Impact of Labour Code

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has considered restructured compensation of its employees with effect from April 1, 2026, and assessed the impact of the changes, consistent with the Labour Codes, draft rules, FAQs and legal opinion. The Company has provided Rs 19.36 lakhs as a increase in provision for Gratuity.

(Currency: Indian Rupees in lakhs)

Particulars	Year ended 31 March 2026		Year ended 31 March 2025
1. Discount rate	**6.45%**		6.65%
2. Salary escalation	**8.50%**		8.50%
3. Attrition rate**	**Age (Years)**	**Rates (p.a.)**	35.00%
	21-30	**32%**	
	31-40	**28%**	
	41-50	**32%**	
	51-59	**53%**	
4. Mortality rate*	**The Indian Assured Lives Mortality (2012-14) Ult table**		The Indian Assured Lives Mortality (2012-14) Ult table

* Based on Indian standard mortality table with modification to reflect expected changes in mortality.

Amount recognised in the Statement of Profit and Loss in respect of these defined benefit plans are as follows

(Currency: Indian Rupees in lakhs)

Particulars	Gratuity	
	Year ended 31 March 2026	Year ended 31 March 2025
Service Cost:		
Current service cost	**25.88**	26.66
Past service cost	**19.36**	–
Net interest expense	**7.42**	7.55
Components of defined benefit costs reconised in profit or loss	**52.66**	34.21
Remeasurement on the net defined benefit liability:		
1. Changes in financial assumptions	**0.90**	1.83
2. Changes in demographic assumptions	**2.56**	–
3. Experience adjustments	**(5.20)**	(21.20)
4. Actual return on plan assets less interest on plan assets	**–**	–
Components of defined benefit costs recognised in Other Comprehensive Income	**(1.74)**	(19.37)
Total	**50.92**	14.84

The current service cost and the net interest expenses for the year are included in the employee benefits expense line item in the Statement of Profit and Loss. The remeasurement of the net defined benefit liability/asset is included in Other Comprehensive Income.

The amount included in the Balance Sheet arising from the entity's obligation in respect of its defined benefit plans is as follows:

(Currency: Indian Rupees in lakhs)

Particulars		Year ended 31 March 2026	Year ended 31 March 2025
I.	**Net liability recognised in the Balance sheet**		
1.	Present value of defined benefit obligation	**162.53**	127.70
2.	Current portion of the above	**64.10**	39.48
3.	Non current portion of the above	**98.43**	88.22
II.	**Change in the obligation during the year**		
1.	Present value of defined benefit obligation at the beginning of the year	**127.70**	125.18
2.	Expenses recognised in Profit and Loss Account	**–**	
	- Current service cost	**25.88**	26.66
	- Past service cost	**19.36**	–
	- Interest expense (income)	**7.42**	7.55
3.	Recognised in other comprehensive income	**–**	–
	Remeasurement gains / (losses):		
-	Actuarial Gain (Loss) arising from:	**–**	–
i.	Financial Assumptions	**0.90**	1.83
ii.	Demographic Assumptions	**2.56**	–
iii.	Experience Adjustments	**(5.20)**	(21.20)
4.	Benefit payments	**(16.10)**	(14.64)
5.	Others : Impact of liability assumed (transfer from Mahindra Agri Solutions Limited)	**–**	2.32
6.	**Present value of defined benefit obligation at the end of the year**	**162.53**	127.70

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

(Currency: Indian Rupees in lakhs)

Principal assumption		Changes in assumption	Impact on defined benefit obligation: Increase in assumption	Impact on defined benefit obligation: Decrease in assumption
Discount rate	**31 March 2026**	**1.00%**	**-2.72%**	**2.87%**
	31 March 2025	1.00%	-2.83%	2.99%
Salary growth rate	**31 March 2026**	**1.00%**	**2.68%**	**-2.58%**
	31 March 2025	1.00%	2.91%	-2.80%

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous year.

Maturity profile of defined benefit obligation:

(Currency: Indian Rupees in lakhs)

	As at 31 March 2026	As at 31 March 2025
Within 1 year	**64.10**	39.48
1 - 2 year	**34.38**	36.92
2 - 3 year	**27.11**	21.28
3 - 4 year	**20.77**	17.09
4 - 5 year	**15.19**	12.74
5 - 6 year	**10.94**	9.01
6 - 7 year	**7.84**	6.43
7 - 8 year	**5.39**	5.44
8 - 9 year	**4.04**	3.37
10 year and above	**8.49**	6.15

The weighted average duration of the defined benefit obligation as at 31 March 2026 is 2.79 years (31 March 2025 - 2.90 years)

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The current service cost and the net interest expense for the year are included in the employee benefits expense in profit or loss of the expense for the year, an amount of Rs 52.66 lakhs (31 March 2025 : Rs. 34.21 lakhs) has been included in statement of profit and loss under the head Employee benefit expenses.

Compensated absenses :

Compensated absences for the employee benefits of Rs. 98.26 lakhs (31 March 2025 : Rs 50.13 lakhs) expected to be paid in exchange for the services recognised as a expenses during the year considering changes notified through the Code on Social Security, 2020

31 Segment reporting

The Company is engaged in the business of production and trading of Crop inputs, which is the primary business segment and has only domestic sales. The Company has only one reportable business segment, which is production and trading of Crop inputs and only one reportable geographical segment. Accordingly, these financial statements are not reflective of the information required under Ind AS 108.

32 For the financial year ended 31 March 2026, managerial remuneration paid to the directors amounting to Rs. 363.14 lakhs (31 March 2025 : Rs. 315.28 lakhs) is in compliance with the requirements of the Act.

33 Ratio Analysis and its elements

Ratio	Numerator	Denominator	31-Mar-26	31-Mar-25	% change	Reasons for variances
Current Ratio	Current Assets	Current Liability	1.09	1.21	-10%	-
Debt Equity ratio	Total Debt	Shareholder equity	1.66	0.63	161%	Due to additional borrowings and erosion of equity caused by losses.
Debt Service coverage ratio	Profit before tax + Depreciation & Amortisation expenses + Finance cost	Finance cost + Current lease liabilities	(0.24)	(2.08)	-89%	Difference is due to operational loss in current year
Return on Equity	Net profit after taxes	Shareholder equity	(0.22)	(0.28)	-21%	Negative but improved due to reduction in net losses during the year.
Inventory Turnover ratio	Cost of goods sold	Average inventory	1.09	1.14	-4%	Marginal decline caused by higher inventory levels and higher holding period.
Trade Receivable Turnover ratio	Net credit sales = Gross credit sales - sales return	Average trade receivables	3.28	3.77	-13%	Decreased due to slower collection of receivables and slightly extended credit to select customers.
Trade Payable ratio	Net credit purchases = Gross credit purchases - purchase return	Average trade payables	1.57	2.22	-30%	Declined in the trade payable ratio as the company manages liquidity by closely monitoring the trade payables and credit period thereof.
Net Capital Turnover ratio	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	16.53	8.37	98%	Improved sharply due to reduced or negative working capital combined with stable sales.
Net profit ratio	Net profit	Net sales = Total sales - sales return	(0.03)	(0.07)	-48%	Losses narrowed reflecting improved operational efficiency and cost control
Return on capital employed	Earnings before interest and taxes	Shareholder equity + Borrowings + Lease liability	(0.04)	(0.14)	-70%	Remained negative due to operating losses alongside marginal improvement in EBIT.

34 Contingent liabilities

The Company is involved in a number of appellate, judicial and arbitration proceedings (including those described below) concerning matters arising in the course of conduct of the Company's business. Some of these proceedings in respect of matters under litigation are in early stages, and in some other cases, the claims are indeterminate. A summary of claims asserted on the Company in respect of these cases have been summarised below.

Tax contingencies

Amounts in respect of claims asserted by various revenue authorities on the Company, in respect of taxes, which are in dispute, have been tabulated below:

(Currency: Indian Rupees in lakhs)

Nature of Tax	31 March 2026	31 March 2025
GST	**96.07**	182.29
Total	**96.07**	182.29

Also refer note no. 7 and 11

The management believes that the claims made are untenable and is contesting them. As on the reporting date the management is unable to determine the ultimate outcome of above matters. However in the event the revenue authorities succeed with enforcement of their assessments, the company may be required to pay some or all of the asserted claims and the consequential interest and penalties, which would reduce net income and could have a material adverse effect on the net income in the respective reported period.

35 Additional regulatory information pursuant to the requirement in Division II of Schedule III to the Companies Act, 2013

i. The company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.

ii. The company does not have any transactions with struck off companies during the year.

iii. The company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

iv. The company has not traded or invested in Crypto currency or Virtual currency during the current or previous financial year.

v. The company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) povide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

vi. The company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

vii. The company has no such transactions which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

viii. The company has borrowings from banks and financial institutions on the basis of security of current assets. The quarterly returns or statements of current assets filed by the company with banks and financial institutions are in agreement with the books of accounts.

ix. The company has not been declared as wilful defaulter by any bank or financial institution or government or any government authority.

x. The company has complied with the number of layers prescribed under the Companies Act, 2013.

xi. The company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No : 101248W/W-100022

For and on behalf of Board of Directors
Mahindra Summit Agriscience Limited
CIN - U01400MH2018PLC315558

Sushma Jaglan	**Sandeep Gadre**	**Ramesh Ramachandran**	**Nilesh Totla**	**Anwaya Kadu**
Partner	Whole Time Director & CEO	Non Executive Director	Chief Financial Officer	Company Secretary
Membership No.137783	DIN : 06685790	DIN : 09562621	Membership No. 410733	Membership No. A26392
Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai
Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026	Date : 17 April 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Mahindra EPC Irrigation Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Mahindra EPC Irrigation Limited (the "Company") which comprise the standalone balance sheet as at 31 March 2026, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matter(s)

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

Revenue from sale of products
See Note 1(K) and 17 to the standalone financial statements

The Key Audit Matter	How the matter was addressed in our audit
The Company's revenue is derived primarily from sale of products. Revenue from sale of products is recognised when the control of the underlying products has been transferred to the customer. We have identified recognition of revenue as a key audit matter as revenue is a key performance indicator. There is a presumed fraud risk of revenue being overstated during the year on account of variation in the timing of transfer of control due to pressure to achieve performance targets and meeting the external expectations.	In view of the significance of the matter, we applied the following audit procedures in this area, to obtain sufficient appropriate audit evidence: • Obtained an understanding of the systems, processes and controls implemented by the Company around recognition of revenue. • We evaluated the Company's accounting policies for revenue recognition in the context of the applicable accounting standards. • We evaluated the design, implementation and operating effectiveness of the key internal financial controls over recognition of revenue. • On sample basis, we tested the revenue transactions recorded during the year by verifying the underlying documents to assess where revenue is recognised appropriately when control is transferred. • We tested, on a sample basis specific revenue transaction recorded before and after the financial year-end date to assess whether revenue is recognised in the correct financial period in which control is transferred. • We verified journal entries on revenue recognised during the year, on specified risk-based criteria, to detect unusual or irregular items. • We assessed the adequacy of disclosure made in the standalone financial statements with respect to revenue recognised during the year as required by applicable Ind AS.

Expected credit loss (ECL) on Trade receivable
See Note 1(U) and 5 to the standalone financial statements

The Key Audit Matter	How the matter was addressed in our audit
Trade receivables comprise of receivables from state government owned enterprises and private dealers. We have identified impairment of trade receivables as a key audit matter on account of the significant judgments and estimates involved especially around the customer's ability and willingness to pay the outstanding amounts and probability of default for each customer over the expected life of the receivables.	In view of the significance of the matter, we applied the following audit procedures in this area, to obtain sufficient appropriate audit evidence: • We assessed the appropriateness of the Company's accounting policies towards measurement of impairment of trade receivable in the context of the applicable accounting standards.

The Key Audit Matter	How the matter was addressed in our audit
Based on this assessment, credit loss rate is determined after considering the experience of actual credit losses over past years adjusted to reflect the expected collections, current economic conditions and forecasts. The Company then records the impairment loss (loss allowance) towards trade receivables based on such credit loss rate.	• We have obtained understanding of processes, evaluated the design, implementation and operating effectiveness of the key internal financial controls with respect to impairment of trade receivables. • We have verified the mathematical accuracy of impairment loss allowance working for trade receivables. • We have evaluated the historical accuracy of ECL towards trade receivables by examining the actual write-offs / reversals and new allowances recorded in the current year. • We have evaluated the appropriateness and reasonableness of the method, assumptions and data used in estimation model for loss allowance. • We have tested the ageing analysis and subsequent receipt of trade receivables on sample basis. • We assessed the adequacy of disclosure made in the standalone financial statements with respect to impairment of trade receivables as per relevant accounting standards.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient

and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

Report on Other Legal and Regulatory Requirements

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

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

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

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

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

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

   e. On the basis of the written representations received from the directors as on 1 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

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

   a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its standalone financial statements - Refer Note 30 to the standalone financial statements.

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

c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

d. (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 35 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 35 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sucheta Kolhatkar
Partner
Membership No.: 114192
ICAI UDIN: 26114192YJQZJO3917

Date: 21st April, 2026
Place: Nashik

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF MAHINDRA EPC IRRIGATION LIMITED FOR THE YEAR ENDED 31 MARCH 2026

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

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

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of 2 years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination

of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount (Rs. in Cr)*	Period to which the amount relates	Forum where dispute is pending
Central Excise Act, 1944	Excise Duty	0.44	FY 1995-96 and FY 1997-98	Commissioner of Central Excise
CGST Act, 2017	Goods and Service Tax (GST), Interest and Penalty	**7.96	FY 2018-19	Deputy Commissioner of State Tax, Maharashtra
CGST Act, 2017	Goods and Service Tax (GST), Interest and Penalty	0.08	FY 2021-22	Deputy Commissioner of State Tax, Maharashtra
Finance Act, 1994	Central Sales Tax	0.09	FY 2021-22	Deputy Commissioner of State Tax, Bihar
Finance Act, 1994	Service Tax, Interest and Penalty	31.84	FY 2015-16	Service Tax Appellate Tribunal
SGST Act 2017	Goods and Service Tax (GST), Interest and Penalty	0.87	FY 2019-20 and FY 2020-21	Assistant Commissioner of State Tax, Tamil Nadu
SGST Act 2017	Goods and Service Tax	0.13	FY 2021-22	Commercial Tax Officer, Tamil Nadu
SGST Act 2017	Goods and Service Tax (GST), Interest and Penalty	4.34	FY 2020-21, FY 2021-22, FY 2022-23 and FY 2023-24	Deputy Commissioner of State Tax, Telangana
SGST Act 2017	Goods and Service Tax (GST), Interest and Penalty	0.03	FY 2021-22	Assistant Commissioner of Commercial Tax, Telangana
Income Tax Act, 1961	Income Tax	2.61	FY 2012-13	Assistant Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	0.05	FY 2023-24	Commissioner of Income Tax (Appeals)

* Net of amounts paid under protest.

** Subsequently settled on 16 April 2026.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its joint venture as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its joint venture. (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

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

(d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has five CICs which are not required to be registered with the Reserve Bank of India.

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

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management

plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sucheta Kolhatkar
Partner
Membership No.: 114192
ICAI UDIN: 26114192YJQZJO3917

Date: 21st April, 2026
Place: Nashik

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF MAHINDRA EPC IRRIGATION LIMITED FOR THE YEAR ENDED 31 MARCH 2026

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra EPC Irrigation Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sucheta Kolhatkar
Partner
Membership No.: 114192
ICAI UDIN: 26114192YJQZJO3917

Date: 21st April, 2026
Place: Nashik

CEO AND CFO CERTIFICATION

We certify that to the best of our knowledge and belief, the financial statements of "Mahindra EPC Irrigation Limited" for the quarter ended March 31, 2026 do not contain any false or misleading statements or figures and any omission of material facts, which may make the statements or figures contained therein misleading.

Giriraj Mohta
Chief Financial Officer

Abhijit Page
Chief Executive Officer

Date: 21st April, 2026
Place: Nashik

CEO AND CFO CERTIFICATION

We, Abhijit Page – Chief Executive Officer and Giriraj Mohta - Chief Financial Officer, certify that:

A) We have reviewed the financial statements and the cash flow statement for the quarter ended March 31, 2026 and we confirm that to the best of our knowledge and belief:

   1) these statements do not contain any untrue statement or omission of any material fact or contain statements that might be misleading;

   2) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations. Annexure II to this certificate briefly describes all the major judgments/estimates made in the preparation of these accounts and the manner in which they were made.

B) To the best of our knowledge and belief, no transactions entered into by the Company during the quarter ended March 31, 2026, are fraudulent, illegal or violative of the Company's code of conduct/ ethics other than those mentioned in Annexure III.

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

D) We have indicated to the Auditors and the Audit Committee that:

   1) There has not been any adverse change in internal control over financial reporting during the quarter under reference.

   2) There has not been any significant change in the accounting policies during the year requiring the disclosure in the notes to the financial statements; and other than those listed in Annexure I to this certificate

   3) We are not aware of any instance during the quarter of significant fraud with involvement therein of the Management or any employee having a significant role in the Company's internal control system over financial reporting.

Giriraj Mohta
Chief Financial Officer

Abhijit Page
Chief Executive Officer

Date: 21st April, 2026
Place: Nashik

STANDALONE BALANCE SHEET AS AT MARCH 31, 2026

Rs. in Crores

	Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
	ASSETS			
I	**NON-CURRENT ASSETS**			
	(a) Property, Plant and Equipment	**2A**	**15.99**	17.43
	(b) Capital Work-in-Progress	**2C**	**0.35**	0.24
	(c) Right-of-Use Assets	**2B**	**2.85**	3.00
	(d) Other Intangible Assets	**3**	**–**	0.06
	(e) Financial Assets			
	(i) Investments	**4**	**–**	–
	(ii) Trade Receivables	**5**	**30.14**	3.11
	(iii) Other Financial Assets	**6**	**2.09**	1.48
	(f) Deferred Tax Assets (net)	**7**	**7.49**	8.25
	(g) Other Tax Assets (net)		**3.23**	5.94
	(h) Other Non-Current assets	**8**	**1.53**	0.15
	Total Non-Current Assets		**63.67**	39.66
II	**CURRENT ASSETS**			
	(a) Inventories	**9**	**36.73**	41.70
	(b) Financial Assets			
	(i) Trade Receivables	**5**	**216.92**	173.36
	(ii) Cash and Cash Equivalents	**10**	**0.03**	1.69
	(iii) Bank Balances other than (ii) above	**10**	**1.57**	2.10
	(iv) Other Financial Assets	**6**	**1.04**	0.72
	(c) Other Current Assets	**8**	**31.71**	32.30
	Total Current Assets		**288.00**	251.87
III	**Total Assets (I + II)**		**351.67**	291.53
	EQUITY AND LIABILITIES			
IV	**EQUITY**			
	(a) Equity Share Capital	**11A**	**27.94**	27.93
	(b) Other Equity	**11B**	**157.11**	144.68
	Total Equity		**185.05**	172.61
	LIABILITIES			
V	**NON-CURRENT LIABILITIES**			
	(a) Financial Liabilities			
	(i) Lease Liabilities	**26**	**0.04**	0.10
	(b) Provisions	**14**	**0.91**	0.72
	Total Non-Current Liabilities		**0.95**	0.82
VI	**CURRENT LIABILITIES**			
	(a) Financial Liabilities			
	(i) Borrowings	**13**	**45.21**	25.19
	(ii) Lease Liabilities	**26**	**0.06**	0.11
	(iii) Trade Payables	**15**		
	a) total outstanding dues of micro enterprises and small enterprises		**1.44**	4.08
	b) total outstanding dues of creditors other than micro enterprises and small enterprises		**93.10**	67.48
	(iv) Other Financial Liabilities	**12**	**9.70**	10.40
	(b) Current Tax Liabilities (net)		**0.80**	–
	(c) Other Current Liabilities	**16**	**12.32**	8.49
	(d) Provisions	**14**	**3.04**	2.35
	Total Current Liabilities		**165.67**	118.10
VII	**Total Liabilities (V+VI)**		**166.62**	118.92
VIII	**Total Equity and Liabilities (IV+VII)**		**351.67**	291.53
	The accompanying notes 1 to 37 are an integral part of the standalone financial statements	**1-37**		

In terms of our report attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No : 101248W/W-100022

Sucheta Kolhatkar
Partner
Membership no. 114192

Place: Nashik
Date: April 21, 2026

For and on behalf of the Board of Directors

Ramesh Ramachandran
Managing Director
DIN-09562621
Place: Nashik

Abhijit Page
Chief Executive Officer
Place: Nashik

R. V. Nawghare
Company Secretary
Membership no. A8458
Place: Nashik
Date: April 21, 2026

Ami Goda
Director
DIN-09136149
Place: Nashik

Giriraj Mohta
Chief Financial Officer
Place: Nashik

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Crores

	Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
I	Revenue from operations	17	312.09	272.67
II	Other Income	18	3.70	2.42
III	**Total Income (I + II)**		315.79	275.09
IV	**EXPENSES**			
	(a) Cost of materials consumed	19(a)	136.57	123.83
	(b) Purchases of Stock-in-trade	19(b)	1.40	1.81
	(c) Changes in inventories of finished goods, stock-in-trade and work-in-progress	19(c)	2.41	(0.15)
	(d) Employee benefits expense	20	34.66	31.81
	(e) Finance costs	21	3.14	2.28
	(f) Depreciation and amortisation expense	2A,2B,3	3.16	3.36
	(g) Other expenses	22	115.46	101.44
	Total Expenses (IV)		296.80	264.38
V	**Profit before exceptional items and tax (III - IV)**		18.99	10.71
VI	**Exceptional items**	36	2.00	–
VII	**Profit before tax (V - VI)**		16.99	10.71
VIII	**Tax Expense**			
	(1) Current tax	7	3.44	0.52
	(2) Deferred tax	7	0.86	2.98
	Total tax expense (VIII)		4.30	3.50
IX	**Profit after tax for the year (VII - VIII)**		12.69	7.21
X	**Other comprehensive income/(loss)**			
	Items that will not be reclassified to profit or loss			
	(i) Remeasurements of defined benefit plans		(0.37)	0.06
	(ii) Income tax relating to items that will not be reclassified to profit or loss		0.09	(0.01)
	Other comprehensive (loss)/income for the year		(0.28)	0.05
XI	**Total comprehensive income for the year (IX + X)**		12.41	7.26
XII	**Earnings per equity share**			
	(1) Basic (Face value Rs. 10 per share)	23	4.54	2.58
	(2) Diluted (Face value Rs. 10 per share)	23	4.54	2.58
	The accompanying notes 1 to 37 are an integral part of the standalone financial statements	1-37		

In terms of our report attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No : 101248W/W-100022

Sucheta Kolhatkar
Partner
Membership no. 114192

Place: Nashik
Date: April 21, 2026

For and on behalf of the Board of Directors

Ramesh Ramachandran
Managing Director
DIN-09562621
Place: Nashik

Abhijit Page
Chief Executive Officer
Place: Nashik

R. V. Nawghare
Company Secretary
Membership no. A8458
Place: Nashik
Date: April 21, 2026

Ami Goda
Director
DIN-09136149
Place: Nashik

Giriraj Mohta
Chief Financial Officer
Place: Nashik

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Crores

Particulars		For the year ended March 31, 2026	For the year ended March 31, 2025
Profit before tax for the year		**16.99**	10.71
Adjustments for:			
Finance costs		**3.09**	2.28
Interest income		**(0.18)**	(0.21)
Liabilities no longer required written back		**(3.01)**	(1.85)
Loss on disposal of property, plant and equipment		**0.04**	0.01
Impairment loss recognised on trade receivables		**5.67**	6.31
Depreciation and amortisation expense		**3.16**	3.36
Expense recognised in respect of equity-settled share-based payments		**0.02**	0.05
		25.78	20.66
Movements in working capital:			
Changes in trade receivables		**(76.26)**	(33.68)
Changes in inventories		**4.97**	2.76
Changes in non current financial assets and other non current assets		**(1.40)**	(0.03)
Changes in current financial assets and other current assets		**0.27**	(11.27)
Changes in trade payables		**26.21**	12.04
Changes in provisions		**0.51**	0.49
Changes in current financial liabilities and other current liabilities		**3.61**	6.55
		(42.09)	(23.14)
Cash (used in)/generated from operations		**(16.31)**	(2.48)
Income taxes refund/(paid) (net)		**0.03**	(1.91)
Net cash (used in)/generated from operating activities		**(16.28)**	(4.39)
Cash flows from investing activities			
Payments to acquire property, plant and equipment and other Intangible assets		**(2.16)**	(1.96)
Proceeds from sale of plant and equipment and other Intangible assets		**(0.01)**	0.06
Interest received		**0.10**	0.20
Fixed deposits matured during the year		**0.40**	2.41
Fixed deposits placed during the year		**(0.42)**	(2.24)
Net cash (used in) investing activities		**(2.09)**	(1.53)
Cash flows from financing activities			
Proceeds from issue of equity instruments		**0.01**	0.02
Proceeds from short term borrowings		**125.03**	20.00
Repayment of short term borrowings		**(105.00)**	(10.42)
Interest paid		**(3.21)**	(2.06)
Repayment in lease liability		**(0.12)**	(0.13)
Net cash generated from/(used in) financing activities		**16.71**	7.41
Net (Decrease)/Increase in cash and cash equivalents		**(1.66)**	1.49
Cash and cash equivalents at the beginning of the year		**1.69**	0.20
Cash and cash equivalents at the end of the year		**0.03**	1.69
Components of cash and cash equivalents			
With banks - on current account/balance in cash credit accounts		**0.03**	1.69
		0.03	1.69
See accompanying notes to the standalone financial statements	1-37		

In terms of our report attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No : 101248W/W-100022

Sucheta Kolhatkar
Partner
Membership no. 114192

Place: Nashik
Date: April 21, 2026

For and on behalf of the Board of Directors

Ramesh Ramachandran
Managing Director
DIN-09562621
Place: Nashik

Abhijit Page
Chief Executive Officer
Place: Nashik

R. V. Nawghare
Company Secretary
Membership no. A8458
Place: Nashik
Date: April 21, 2026

Ami Goda
Director
DIN-09136149
Place: Nashik

Giriraj Mohta
Chief Financial Officer
Place: Nashik

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Crores

A. Equity share capital	
As at March 31, 2024	27.91
Changes in Equity Share Capital due to prior period errors	–
Restated balance as at March 31, 2024	27.91
Changes in equity share capital during the year	
Issue of equity shares under employee share option plan (Refer note 20)	0.02
As at March 31, 2025	**27.93**
Changes in Equity Share Capital due to prior period errors	–
Restated balance as at March 31, 2025	27.93
Changes in equity share capital during the year	
Issue of equity shares under employee share option plan (Refer note 20)	0.01
As at March 31, 2026	**27.94**

B. Other Equity

Particulars	Reserves and Surplus					Total
	Capital Reserve	Securities Premium	General Reserve	Share based payments (ESOP)	Retained earnings	
Balances as at March 31, 2024	**0.40**	**95.14**	**4.25**	**0.44**	**37.14**	**137.37**
Changes in Equity Share Capital due to prior period errors	**–**	**–**	**–**	**–**	**–**	**–**
Restated balance as at March 31, 2024	**0.40**	**95.14**	**4.25**	**0.44**	**37.14**	**137.37**
Profit for the year	**–**	**–**	**–**	**–**	**7.21**	**7.21**
Other Comprehensive Income (net of tax) (directly recognised in retained earnings)	**–**	**–**	**–**	**–**	**0.05**	**0.05**
Total Comprehensive Income for the year	**–**	**–**	**–**	**–**	**7.26**	**7.26**
Transactions with owners of the Company:						
Contributions & distributions						
Exercise of employee stock options	**–**	**0.23**	**–**	**(0.23)**	**–**	**–**
Share based payment to employees	**–**	**–**	**–**	**0.05**	**–**	**0.05**
Balances as at March 31, 2025	**0.40**	**95.37**	**4.25**	**0.26**	**44.40**	**144.68**
Changes in Equity Share Capital due to prior period errors	**–**	**–**	**–**	**–**	**–**	**–**
Restated balance as at March 31, 2025	**0.40**	**95.37**	**4.25**	**0.26**	**44.40**	**144.68**
Profit for the year	**–**	**–**	**–**	**–**	**12.69**	**12.69**
Other Comprehensive Income (net of tax) (directly recognised in retained earnings)	**–**	**–**	**–**	**–**	**(0.28)**	**(0.28)**
Total Comprehensive Income for the year	**–**	**–**	**–**	**–**	**12.41**	**12.41**
Transactions with owners of the Company:						
Contributions & distributions						
Exercise of employee stock options	**–**	**0.12**	**–**	**(0.12)**	**–**	**–**
Share based payment to employees	**–**	**–**	**–**	**0.02**	**–**	**0.02**
Balances as at March 31, 2026	**0.40**	**95.49**	**4.25**	**0.16**	**56.81**	**157.11**

For nature of reserves refer note no. 11 B

In terms of our report attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No : 101248W/W-100022

Sucheta Kolhatkar
Partner
Membership no. 114192

Place: Nashik
Date: April 21, 2026

For and on behalf of the Board of Directors

Ramesh Ramachandran
Managing Director
DIN-09562621
Place: Nashik

Abhijit Page
Chief Executive Officer
Place: Nashik

R. V. Nawghare
Company Secretary
Membership no. A8458
Place: Nashik
Date: April 21, 2026

Ami Goda
Director
DIN-09136149
Place: Nashik

Giriraj Mohta
Chief Financial Officer
Place: Nashik

Notes forming part of standalone financial statements for the year ended March 31, 2026

Note No. 1 - Corporate information and material accounting policies

A. Corporate Information

Mahindra EPC Irrigation Limited is a Public Limited Company listed on the Bombay Stock Exchange Limited and National Stock Exchange. It was incorporated on November 28, 1981 under the Companies Act, 2013. It is engaged in the business of Micro Irrigation Systems such as Drip and Sprinklers, Agricultural Pumps, Greenhouses and Land Scape Products. The Company is a public limited Company and domiciled in India. The address of its corporate office is H-109, MIDC, Ambad, Nashik, Maharashtra 422010. As at 31st March 2026 Mahindra & Mahindra Limited, the holding company own 54.20% of the Company's equity share capital.

B. Basis of preparation

a. Statement of compliance

These standalone financial statements of Mahindra EPC Irrigation Limited ('the Company') have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

These standalone financial statements were approved by the Company's Board of Directors and authorised for issue on 21 April 2026.

b. Operating Cycle

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle, paragraph 66 and 69 of Ind AS 1 and other criteria as set out in the Division II of Schedule III to the Companies Act, 2013. An asset is treated as current when it is

a. Expected to be realised or intended to be sold or consumed in normal operating cycle:

b. Held primarily for the purpose of trading;

c. Expected to be realised within twelve months after the reporting period; or

d. Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is treated as current when

a. It is expected to be settled in normal operating cycle;

b. It is held primarily for the purpose of trading;

c. It is due to be settled within twelve months after the reporting period; or

d. There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

All other liabilities are classified as non-current.

Based on the nature of products and the time between acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current or non-current classification of assets and liabilities. Deferred tax assets and liabilities are classified as non-current assets and liabilities.

C. Basis of measurement and fair value

The standalone financial statements have been prepared on the historical cost basis except for certain financial instruments and net defined benefit liability that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such basis, except for share-based payment transactions that are within the scope of Ind AS 102, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

D. Functional and presentation currency

These financial statements are presented in Indian Rupees ('Rupees') which is also the Company's functional currency. All amounts are rounded-off to the nearest rupee in crores (two decimals), unless otherwise indicated.

E. Standards issued but not yet effective

Ind AS 1 - Presentation of Financial Statements

If a covenant breach occurs on or before the reporting date and the liability becomes payable on demand, it must be classified as current, even if the lender subsequently agrees not to demand repayment. It is classified as current because, at the reporting date, the entity does not have the right to defer settlement for at least 12 months. However, if the lender has already provided—by the reporting date—a grace period extending at least 12 months beyond that date, during which the breach can be rectified and repayment cannot be demanded, the liability is classified as non-current.

This amendment is to be applied retrospectively for annual reporting periods beginning on or after 1 April 2026, in accordance with Ind AS 8, Accounting Policies, Changes in Accounting Estimates and Errors.

F. Property, Plant and equipment:

Property, Plant and equipment are carried at cost less accumulated depreciation and impairment losses, if any. Cost includes cost of acquisition or construction and is stated at historical cost.

Depreciation on all property, plant and equipment, is provided on Straight Line Method as per the estimated useful life. Leasehold Assets are depreciated over the shorter of the lease term and their useful lives. Depreciation on additions to assets or on sale/disposal of assets is calculated from the date of such addition or up to the date of such sale/disposal as the case may be.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Property, Plant and equipment retired from active use and held for sale are stated at the lower of their net book value and net realisable value and are disclosed separately in the Balance Sheet.

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in statement of profit and loss.

The management's estimate of useful lives are in accordance with Schedule II to the Companies Act, 2013 and based on the Company's expected usage pattern supported by technical assessment:

Estimated useful life of the assets are as follows:

Assets	Useful life as per Management	Useful life as per Schedule II
Buildings		
Factory Building	30 Years	30 Years
Office Building	60 Years	60 Years
Extrusion Machines	19 Years	8 Years
Other Machineries	10 Years	15 Years
Electrical Installations, factory Equipments, furniture	10 Years	10 Years
Moulds and Dies	10 Years	15 Years
Office Equipment	5 Years	5 Years
Computers	3 Years	3 Years
Vehicles - Cars (For employee use)	5 Years	8 Years

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on prospective basis.

The cost of property, plant and equipment at 1 April 2016, the Company's date of transition to Ind AS, was determined with reference to its carrying value recognised as per the previous GAAP (deemed cost), as at the date of transition to Ind AS.

G. Other Intangible Assets:

Intangible assets with definite useful lives are amortised on a straight line basis so as to reflect the pattern in which the asset's economic benefits are consumed.

Intangible assets are recognised only when economic benefit attributable to the assets will flow to the enterprise and cost can be measured reliably. They are being amortised over the estimated useful life of 36 months.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates and the cost of the asset can be measured reliably. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

The estimated useful life of the intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation period is revised to reflect the changed pattern, if any.

Subsequent to initial recognition, intangible assets are reported at cost less accumulated amortisation and accumulated impairment losses.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in the statement of profit or loss when the asset is derecognised.

The cost Intangible assets at 1 April 2016, the Company's date of transition to Ind AS, was determined with reference to its carrying value recognised as per the previous GAAP (deemed cost), as at the date of transition to Ind AS.

H. Impairment of Assets:

The carrying value of assets / cash generating units at each balance sheet date is reviewed for impairment excluding inventories and deferred tax. If any indication of impairment exists, the recoverable amount of such assets is estimated and impairment is recognised, if the carrying amount of these assets exceeds their recoverable amount. The recoverable amount is the greater of the fair value less costs of disposal and their value in use. Value in use is arrived at by discounting the future cash flows expected to arise from the continuing use of an asset and from its disposal at the end of its useful life to their present value based on an appropriate discount factor. When there is indication that an impairment loss recognised for an asset in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss of the amount. They arrived at cost less accumulated amortisation and accumulated impairment losses.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years.

I. Inventories:

Inventories comprise of raw materials, work in progress, finished goods and stock in trade, are valued at costs of purchase, conversion and other costs incurred if any in bringing the inventories to their present location and condition. Inventories are stated at lower of cost and net realisable value. In the case of finished goods and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity.

Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale. Raw materials, components and other supplies held for use in the production of finished products are not written down below cost except in cases when a decline in the price of materials indicates that the cost of the finished products shall exceed the net realisable value.

The net realisable value of work-in-progress is determined with reference to the selling prices of related finished goods. The comparison of cost and net realisable value is made on an item-by-Item basis.

Cost is determined on the basis of the weighted average method.

J. Foreign Exchange Transactions:

In preparing the financial statements transactions in other than the company's functional currency are recorded at the exchange rates prevailing on the date of transaction. At the end of each reporting period, monetary items denominated in foreign currencies are restated at the rates prevailing at that date. The exchange difference between the rate prevailing on the date of transaction and on the date of settlement as also on translation of monetary items at the end of the year is recognised as income or expense, as the case may be. Non - Monetary items that are measured in terms of historical cost in a foreign currency are not restated.

K. Revenue recognition:

Revenue from contracts with customer

Revenue from contracts with customer Revenue from contract with customers is recognised when the Company satisfies performance obligation by transferring promised goods to the customer. Performance obligations are satisfied at the point of time when the customer obtains controls of the asset. Revenue is measured based on the consideration specified in a contract with a customer, stated net of discounts, returns and Goods and Service tax.

The Company recognises revenue from the following major sources:

a) Sale of Products; and

b) Sale of services.

a) Sale of Products

The company sells Micro irrigation systems (MIS) both to the Open market and Project market. Sales-related warranties associated with MIS cannot be purchased separately and they serve as an assurance that the products sold comply with agreed-upon specifications.

Accordingly, the Company accounts for warranties in accordance with Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets (refer note no. 14).

For sales of MIS to open market, revenue is recognised when control of the good has transferred, being when the goods have been delivered to the dealer based on the terms and conditions in his agreement. Following delivery, the dealer has full discretion over the manner of distribution and price to sell the goods, has the primary responsibility while selling the goods and bears the risks of obsolescence and loss in relation to the goods.

For sales of MIS to project market, revenue is recognised when control of the good has transferred, being when the goods have been installed at the farmers' place as per the approved design and acknowledged by the implementing agency. Following which farmer has full control of the MIS.

A receivable is recognised by the Company when the goods are delivered to the distributor /MIS installation acknowledged by the implementing agency as this represents the point in time at which the right to consideration becomes unconditional, as only the passage of time is required before payment is due.

Revenue for fixed-price contracts is recognised using percentage-of-completion (PoC) method. The Company uses judgement to estimate the future cost-to-completion of the contracts which is used to determine degree of completion of the performance obligation.

Project revenue is recognised on the basis of cost completion after the threshold limit of 30% of the cost to completed.

b) Sale of Services

Sale of services are recognised on satisfaction of performance obligation towards rendering of such services.

L. Other income:

Dividend income from investments is recognised in statement of profit and loss when the shareholders right to receive payment has been established.

Interest income from financial assets is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably.

Interest income is accrued on time basis, by reference to the principal outstanding and at the effective interest rate applicable. The effective interest method is a method of calculating the amortised cost of the financial asset and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial assets, to that asset's net carrying amount on initial recognition.

M. Employee benefits:

a) Short term employee benefits

A liability is recognised for benefits accruing to employees in respected of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that services. Liabilities recognised in respect of other long -term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees upto the reporting date.

b) Post-employment benefits

(i) Defined contribution plans

The Company's contribution to provident fund, employee state insurance scheme and superannuation fund are considered as defined contribution plans and are charged as an expense as they fall due based on the amount of contribution required to be made and when services are rendered by the employee.

(ii) Defined benefit plans

The employees' gratuity fund scheme, managed by Life Insurance Corporation (LIC) is a defined benefit plan. The present value of obligation is determined based on actuarial valuation carried out as at the end of each financial year using the Projected Unit Credit Method.

The obligation is measured at the present value of the estimated future cash flows. The discount rate used for determining the present value of the obligation under defined benefit plans, is based on the market yield on government securities, of a maturity period equivalent to the weighted average maturity profile of the related obligations at the Balance Sheet date.

Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in the statement of profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.

(iii) Share based payment

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity-settled share-based transactions are set out in note 20.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate with a corresponding adjustment to the equity-settled employee benefits reserve.

(iv) Other long-term benefits:

Compensated absences: Compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as undiscounted liability at the balance sheet date. Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related services are recognised as an actuarially determined liability at the present value of the defined benefit obligation at the balance sheet date using the Projected Unit Credit Method.

N. Leases:

The Company assesses whether a contract is, or contains a lease, at inception of the contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (1) the contract involves the use of an identified asset (2) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (3) the Company has the right to direct the use of the asset.

At the commencement date of the lease, the Company recognise a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is lessee, except for short-term leases (leases with a term of twelve months or less), leases of low value assets and, for contract where the lessee and lessor has right to terminate a lease without permission from the other party with no more than an insignificant penalty. The lease expense of such short-term leases, low value assets leases and cancellable leases, are recognised as an operating expense on a straight-line basis over the term of the lease.

At commencement date, lease liability is measured at the present value of the lease payments to be paid during non-cancellable period of the contract, discounted using the incremental borrowing rate. The right-of-use assets is initially recognised at the amount of the initial measurement

of the corresponding lease liability, lease payments made at or before commencement date less any lease incentives received and any initial direct costs.

Subsequently the right-of-use asset is measured at cost less accumulated depreciation and any impairment losses. Lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using effective interest rate method) and reducing the carrying amount to reflect the lease payments made. The right-of-use asset and lease liability are also adjusted to reflect any lease modifications or revised in-substance fixed lease payments.

The right-of-use asset is also assessed for impairment when such indicators exist.

As a lessor:

Income from operating leases where the Company is a lessor is recognised as income on a straight-line basis over the lease term.

O. Borrowing Costs:

All borrowing costs are charged to the Statement of Profit and Loss except, borrowing costs that are attributable to the acquisition or construction of qualifying assets which are those that necessarily take a substantial period of time to get ready for their intended use or sale, which are capitalised as part of the cost of such assets.

P. Product Warranty:

In respect of warranties given by the Company on sale of certain products, the estimated costs of these warranties are measured on the basis of past experience of warranty expense & accrued at the time of sale. The estimates for accounting of warranties are discounted when required and are reviewed and revisions are made as required by the management of the company.

Q. Income Tax:

Current tax assets and current tax liabilities are offset when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle the asset and the liability on a net basis. Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities; and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority.

Current tax is the expected tax payable/receivable on the taxable income/ loss for the year using applicable tax rates for the relevant period, and any adjustment to taxes in respect of previous years. Interest expenses and penalties, if any, related to income tax are included in finance cost and other expenses respectively. Interest Income, if any, related to income tax is included in other income.

Uncertain Tax position:

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate. The provision is estimated based on one of two methods, the expected value method (the sum of the probability weighted amounts in a range of possible outcomes) or the single most likely amount method, depending on which is expected to better predict the resolution of the uncertainty.

Company recognises the temporary differences on Right of use assets (ROU) and lease liabilities on net basis as at reporting date.

- **Current Tax**

Income Taxes are accounted for in accordance with IND AS-12. Tax expenses comprise both current tax and deferred tax. Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act 1961, and other applicable tax laws.

- **Deferred Tax**

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

R. Provisions, Contingent Liabilities and Contingent Assets:

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits - Refer Note No. 28) are discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. Provisions & contingent liabilities are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

Contingent liabilities and assets are not recognised but are disclosed in the notes.

S. Operating Segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker (CODM). The CODM, who is responsible for allocating resources and assessing performance of the operating segments, has been identified by the Company. The CODM of the company reviews the operation of the company as Precision Farming Products & Services.

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company's Managing Director (MD) to make decisions about resources to be allocated to the segments and assess their performance.

T. Investment in Joint Venture

The company accounts for its investments in Joint Venture at cost less accumulated impairment, if any.

U. Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

The Company has an established control framework with respect to the measurement of fair values.

Management has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values.

The management regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the internal valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of the applicable financial reporting framework, including the level in the fair value hierarchy in which the valuations should be classified."

Significant valuation issues are reported to the Company's audit committee if any.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

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

Classification and subsequent measurement

Financial assets

All regular purchases or sales of financial assets are recognised and derecognised on a trade date basis. These are financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification of financial assets:

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Trade Receivables

Trade receivables are initially recognised at fair value except for those without a significant financing component which are initially measured at transaction price. Subsequently, these assets are held at amortised cost, using the effective interest rate (EIR) method net of any expected credit losses. The EIR is the rate that discounts estimated future cash income through the expected life of financial instrument.

All other financial assets are subsequently measured at fair value.

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

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item.

Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, other contractual rights to receive cash or other financial asset.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information. Assessment of whether there is significant increase in the credit risk of a particular customer is performed periodically basis a review of collection trends, credit worthiness and other macro-economic factors.

Offsetting

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

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities subsequently measured at amortised cost:

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Equity instruments

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

V. Use of judgements and estimates

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income, expenses and the disclosures of contingent assets and liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an on-going basis. Revisions to estimates are recognised prospectively.

Following are areas that involved a higher degree of estimate and judgement or complexity in determining the carrying amount of some assets and liabilities.

– useful life of property, plant and equipment and other intangible assets (Refer Note 1, Point F)
– estimation of defined benefit obligation (Refer Note 28)
– provision for warranty claims (Refer Note 14)
– income taxes - current and deferred taxes (Refer Note 7)
– impairment of trade receivables (Refer Note 5)
– recognition and measurement of provisions and contingencies

Detailed information about each of these estimates and judgements that have a significant risk of resulting in material adjustment within the next financial year is included in relevant notes for the above items.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

W. Contingent Liabilities & Commitments

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made

(i) It is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the pending resolution of the respective proceedings as it is determinable only on receipt of judgements/ decisions pending with various forums/authorities.

(ii) The Company does not expect any reimbursements in respect of the contingent liabilities.

(iii) The Company's pending litigations comprise of claims against the Company by employees and pertaining to proceedings pending with various direct tax, indirect tax and other authorities. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required or disclosed as contingent liabilities where applicable, in its standalone financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its standalone financial statements.

X. Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet includes cash at bank and on hand, deposits with banks & financial institutions, other short term highly liquid investments, with original maturities less than three months which are readily convertible into cash and which are subject to insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents as defined above is net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

Y. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period.

To calculate diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

Notes to the standalone financial statements for the year ended March 31, 2026 (Contd.)

NOTE NO. 2A - PROPERTY, PLANT AND EQUIPMENT

Rs. in Crores

Description of Assets	Buildings	Plant and Equipment	Electrical Installations	Factory Equipments	Moulds and Dies	Office Equipment	Furniture and Fixtures	Computers	Vehicles	Total
I. Gross Carrying Amount										
Balance as at March 31, 2025	**10.16**	**44.46**	**1.95**	**2.18**	**12.00**	**0.82**	**1.13**	**1.95**	**1.88**	**76.56**
Additions	0.27	0.46	–	0.16	0.04	0.03	0.05	0.55	–	1.56
Disposals	–	1.54	0.23	0.03	–	0.08	0.08	0.05	–	2.01
Balance as at March 31, 2026	**10.43**	**43.38**	**1.72**	**2.31**	**12.04**	**0.77**	**1.10**	**2.45**	**1.87**	**76.11**
II. Accumulated depreciation										
Balance as at March 31, 2025	**7.94**	**33.11**	**1.51**	**1.54**	**10.85**	**0.60**	**0.93**	**1.55**	**1.08**	**59.13**
Depreciation expense for the year	0.16	2.01	0.09	0.11	0.09	0.05	0.03	0.20	0.22	2.97
Eliminated on disposal of assets		1.54	0.23	0.03		0.08	0.06	0.05		1.98
Balance as at March 31, 2026	**8.10**	**33.58**	**1.37**	**1.62**	**10.94**	**0.57**	**0.90**	**1.71**	**1.30**	**60.12**
III. Net carrying amount (I-II)	**2.33**	**9.80**	**0.35**	**0.69**	**1.10**	**0.20**	**0.20**	**0.74**	**0.57**	**15.99**

I. Gross Carrying Amount										
Balance as at March 31, 2024	**10.04**	**43.45**	**1.66**	**2.19**	**11.82**	**0.73**	**1.14**	**1.73**	**1.60**	**74.37**
Additions	0.12	1.01	0.29	–	0.27	0.10	0.03	0.22	0.54	2.59
Disposals	–	–	–	0.01	0.09	0.01	0.03	0.00	0.26	0.40
Balance as at March 31, 2025	**10.16**	**44.46**	**1.95**	**2.18**	**12.00**	**0.82**	**1.13**	**1.95**	**1.88**	**76.56**
II. Accumulated depreciation										
Balance as at March 31, 2024	**7.65**	**31.06**	**1.48**	**1.42**	**10.86**	**0.54**	**0.93**	**1.38**	**1.05**	**56.39**
Depreciation expense for the year	0.29	2.05	0.03	0.13	0.08	0.07	0.03	0.17	0.21	3.07
Eliminated on disposal of assets	–	–	–	0.01	0.09	0.01	0.03	0.00	0.19	0.33
Balance as at March 31, 2025	**7.94**	**33.11**	**1.51**	**1.54**	**10.85**	**0.60**	**0.93**	**1.55**	**1.08**	**59.13**
III. Net carrying amount (I-II)	**2.22**	**11.35**	**0.44**	**0.64**	**1.15**	**0.22**	**0.20**	**0.40**	**0.80**	**17.43**

Note: The title deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favour of the lessee), are held in the name of the Company.

NOTE NO. 2B - RIGHT OF USE ASSETS (REFER NOTE 26)

Description of Assets	Lease Hold Land	Buildings	Total
I. Gross Carrying Amount			
Balance as at March 31, 2025	**3.05**	**0.92**	**3.98**
Additions	–	–	–
Disposals	–	0.83	0.83
Balance as at March 31, 2026	**3.05**	**0.09**	**3.15**
II. Accumulated depreciation			
Balance as at March 31, 2025	**0.25**	**0.72**	**0.98**
Depreciation expense for the year	0.04	0.10	0.15
Disposals	–	0.83	0.83
Balance as at March 31, 2026	**0.29**	–	**0.30**
III. Net carrying amount (I-II)	**2.76**	**0.09**	**2.85**
I. Gross Carrying Amount			
Balance as at March 31, 2024	**3.05**	**1.04**	**4.10**
Additions	–	(0.12)	(0.12)
Disposals	–	–	–
Balance as at March 31, 2025	**3.05**	**0.92**	**3.98**
II. Accumulated depreciation			
Balance as at March 31, 2024	**0.21**	**0.58**	**0.79**
Depreciation expense for the year	0.04	0.14	0.19
Disposals	–	–	–
Balance as at March 31, 2025	**0.25**	**0.72**	**0.98**
III. Net carrying amount (I-II)	**2.80**	**0.20**	**3.00**

NOTE NO. 2C - CAPITAL WORK-IN-PROGRESS

Rs. in Crores

CWIP Movement	As at March 31, 2026	As at March 31, 2025
Opening Balance	**0.24**	0.09
- Additions	**1.67**	2.76
- Capitalised & Transferred to Property, Plant & Equipments during the year	**1.56**	2.59
Closing balance	**0.35**	0.24

Capital work in progress (CWIP) Ageing Schedule for the year ended 31 March 2026

	Amount in CWIP for a period of				
Particulars	**Less than 1 year**	**1-2 Years**	**2-3 Years**	**More than 3 Years**	**Total**
Projects in progress	**0.35**	**–**	**–**	**–**	**0.35**
Projects temporarily suspended	**–**	**–**	**–**	**–**	**–**

Capital work in progress (CWIP) Ageing Schedule for the year ended 31 March 2025

	Amount in CWIP for a period of				
Particulars	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Projects in progress	0.24	–	–	–	0.24
Projects temporarily suspended	–	–	–	–	–

Note: For Intangible Asset under development & CWIP, there are no such projects whose completion is overdue or exceed its cost compared to its original plan as at 31 March 2026 and 31 March 2025.

NOTE NO. 3 - OTHER INTANGIBLE ASSETS

Rs. in Crores

	Description of Assets	Computer Software	Total
I.	**Gross Carrying Amount**		
	Balance as at March 31, 2025	**2.56**	**2.56**
	Additions	**–**	**–**
	Disposals	**2.29**	**2.29**
	Balance as at March 31, 2026	**0.27**	**0.27**
II.	**Accumulated amortisation**		
	Balance as at March 31, 2025	**2.50**	**2.50**
	Amortisation expense for the year	**0.04**	**0.04**
	Eliminated on disposal of assets	**2.27**	**2.27**
	Balance as at March 31, 2026	**0.27**	**0.27**
III.	**Net carrying amount (I-II)**	**–**	**–**
I.	**Gross Carrying Amount**		
	Balance as at March 31, 2024	2.54	2.54
	Additions	0.02	0.02
	Disposals	–	–
	Balance as at March 31, 2025	2.56	2.56
II.	**Accumulated amortisation**		
	Balance as at March 31, 2024	2.40	2.40
	Amortisation expense for the year	0.10	0.10
	Eliminated on disposal of assets	–	–
	Balance as at March 31, 2025	2.50	2.50
III.	**Net carrying amount (I-II)**	0.06	0.06

NOTE NO. 4 - INVESTMENTS

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Investment in Equity Instruments (fully paid-up) Unquoted		
In Joint Venture company - Mahindra Top Greenhouses Private Limited - Refer Note No. 34	**–**	–
Total	**–**	–

Other Disclosures:	As at March 31, 2026	As at March 31, 2025
Aggregate amount of unquoted investments (Gross)	**1.80**	1.80
Aggregate amount of impairment in value of investments	**1.80**	1.80
Aggregate amount of unquoted investments (Net)	**–**	–

Note for Impairment:

The Company has entirely recognised an impairment loss of Rs. 1.80 Crores on investment in joint venture considering the performance of its Joint Venture entity.

NOTE NO. 5 - TRADE RECEIVABLES

Rs. in Crores

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non Current	Current	Non Current
Unsecured, considered good	**216.92**	**30.14**	173.36	0.65
Trade Receivables which have significant increase in credit risk	**12.18**	**6.87**	–	2.46
Trade Receivables - credit impaired	**0.93**	**–**	27.18	1.20
	230.03	**37.01**	200.54	4.31
Less: Loss Allowance	**(13.11)**	**(6.87)**	(27.18)	(1.20)
Total	**216.92**	**30.14**	173.36	3.11

Refer Note 24 for disclosures related to credit risk, impairment of trade receivables under expected credit loss model and related disclosures.

The Company applies the simplified approach to provide for expected credit losses prescribed by IND AS 109, which permits the use of the lifetime expected credit loss provision for all trade receivables. The company has expected credit losses based on a provision matrix which uses historical credit loss experience of the Company.

No trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.

Refer Note 29 for disclosures relating to receivables from related parties.

Trade receivables are non-interest bearing and are generally on terms of 30 to 90 days.

Trade receivables are hypothecated against the working capital facilities provided by the bank.

Refer Note 5A for trade receivables ageing schedule.

When the impairment is calculated under the simplified approach for trade receivables, an entity is not required to separately track changes in credit risk of trade receivables as the impairment amount represents “lifetime” expected credit loss. Accordingly, the disclosure of trade receivables in the manner as required by Schedule III for significant increase in credit risk is not required except when a company has a trade receivable for which credit risk is assessed individually. Further, the disclosure of ‘trade receivables – credit impaired’ will be made if such trade receivables meet the definition of ‘credit impaired’ as per Ind AS 109.

NOTE NO. 6 - OTHER FINANCIAL ASSETS

Rs. in Crores

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non-Current	Current	Non-Current
Carried at amortised cost:				
Security deposits	**1.04**	**0.96**	0.72	0.95
Earmarked balances with banks	**–**	**1.12**	–	0.17
Balances with banks - on margin accounts	**–**	**–**	–	0.36
Total	**1.04**	**2.09**	0.72	1.48

NOTE NO. 5A - TRADE RECEIVABLES AGEING SCHEDULE UNDER NON-CURRENT ASSETS AND CURRENT ASSETS AS ON 31ST MARCH 2026

Trade Receivables ageing schedule under Non-current assets as on 31st March 2026

Rs. in Crores

		Outstanding for following periods from invoice date						
Sr. No.	**Particulars**	**Not Due**	**Less than 6 months**	**6 months - 1 Year**	**1 - 2 Years**	**2 - 3 Years**	**More than 3 Years**	**Total**
i	Undisputed Trade receivables – considered good	0.23	13.32	5.07	11.33	0.19	0.00	30.14
ii	Undisputed Trade Receivables – which have significant increase in credit risk	–	–	–	1.44	3.00	2.43	6.87
iii	Undisputed Trade Receivables – credit impaired	–	–	–	–	–	–	–
iv	Disputed Trade receivables – considered good	–	–	–	–	–	–	–
v	Disputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–	–
vi	Disputed Trade Receivables – credit impaired	–	–	–	–	–	–	–
	Total	**0.23**	**13.32**	**5.07**	**12.77**	**3.19**	**2.43**	**37.01**
Less: Loss Allowance								**(6.87)**
Net outstanding for following periods from invoice date								**30.14**

Trade Receivables ageing schedule under Current assets as on 31st March 2026

Rs. in Crores

		Outstanding for following periods from invoice date						
Sr. No.	**Particulars**	**Not Due**	**Less than 6 months**	**6 months - 1 Year**	**1 - 2 Years**	**2 - 3 Years**	**More than 3 Years**	**Total**
i	Undisputed Trade receivables – considered good	2.76	105.11	40.12	49.61	16.83	0.97	215.39
ii	Undisputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	3.18	9.00	12.18
iii	Undisputed Trade Receivables – credit impaired	–	–	–	–	–	–	–
iv	Disputed Trade receivables – considered good	–	–	–	–	–	–	–
v	Disputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–	–
vi	Disputed Trade Receivables – credit impaired	–	–	–	–	–	0.93	0.93
	Total	**2.76**	**105.11**	**40.12**	**49.61**	**20.01**	**10.90**	**228.50**
Less: Loss Allowance								**(13.11)**
Add: Unbilled								**1.53**
Net outstanding for following periods from invoice date								**216.92**

Trade Receivables ageing schedule under Non-current assets as on 31st March 2026

Rs. in Crores

		Outstanding for following periods from invoice date						
Sr. No.	**Particulars**	**Not Due**	**Less than 6 months**	**6 months - 1 Year**	**1 - 2 Years**	**2 - 3 Years**	**More than 3 Years**	**Total**
i	Undisputed Trade receivables – considered good	–	0.02	0.28	0.01	0.03	0.31	0.65
ii	Undisputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	2.46	2.46
iii	Undisputed Trade Receivables – credit impaired	–	–	–	–	–	1.20	1.20
iv	Disputed Trade receivables – considered good	–	–	–	–	–	–	–
v	Disputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–	–
vi	Disputed Trade Receivables – credit impaired	–	–	–	–	–	–	–
	Total	**–**	**0.02**	**0.28**	**0.01**	**0.03**	**3.97**	**4.31**
Less: Loss Allowance								**(1.20)**
Add: Unbilled								**–**
Net outstanding for following periods from invoice date								**3.11**

Trade Receivables ageing schedule under Current assets as on 31st March 2025

Rs. in Crores

		Outstanding for following periods from invoice date						
Sr. No.	**Particulars**	**Not Due**	**Less than 6 months**	**6 months - 1 Year**	**1 - 2 Years**	**2 - 3 Years**	**More than 3 Years**	**Total**
i	Undisputed Trade receivables – considered good	0.36	99.67	16.66	48.69	5.46	0.53	171.38
ii	Undisputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–	–
iii	Undisputed Trade Receivables – credit impaired	–	–	–	–	5.65	18.40	24.05
iv	Disputed Trade receivables – considered good	–	–	–	–	–	–	–
v	Disputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–	–
vi	Disputed Trade Receivables – credit impaired	–	–	–	–	–	3.13	3.13
	Total	**0.36**	**99.67**	**16.66**	**48.69**	**11.11**	**22.06**	**198.56**
Less: Loss Allowance								**(27.18)**
Add: Unbilled								**1.98**
Net outstanding for following periods from invoice date								**173.36**

NOTE NO. 7 - CURRENT TAX AND DEFERRED TAX

(a) Income Tax recognised in profit or loss

Rs. in Crores

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Current Tax:		
In respect of current year	**3.41**	0.52
In respect of prior years	**0.03**	–
Deferred Tax:		
In respect of current year	**0.86**	2.98
In respect of prior years	**–**	–
Total income tax expense recognised in the current year	**4.30**	3.50

(b) Income tax recognised in other Comprehensive income (OCI)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Deferred Tax		
Remeasurement of defined benefit obligations	**(0.37)**	0.06
	(0.37)	0.06
Income taxes related to items that will not be reclassified to profit or loss	**0.09**	(0.01)
Total	**(0.28)**	0.05

(c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Profit/(loss) before tax after exceptional items	**16.99**	10.71
Income tax expense calculated at 25.17% (31 March 2024: 25.17%)	**4.28**	2.70
Effect of expense that is non-deductible in determining taxable profit	**–**	0.72
Others	**0.00**	0.08
	4.28	3.50
Adjustments recognised in the current year in relation to the current tax of prior years	**0.03**	–
Income tax expense recognised in profit or loss	**4.30**	3.50

The tax rate used for the March 31, 2026 and March 31, 2025 reconciliations above is the corporate tax rate of 25.17% on taxable profits under Indian Income Tax Act, 1961.

(d) Movement in deferred tax assets / (Liabilities) for the year ended March 31, 2026

Rs. in Crores

Particulars	Opening Balance	Recognised in Profit and Loss	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax liabilities				
Property, Plant and Equipment	1.39	(0.23)	–	1.16
Right of Use Assets	0.70	(0.01)	–	0.69
	2.09	**(0.24)**	**–**	**1.85**
Tax effect of items constituting deferred tax assets				
Employee Benefits	0.43	0.48	0.09	1.00
Provision for receivables and advances	7.26	(2.11)	–	5.15
Deferred tax asset on carried loss	–	–	–	–
Other items (TDS on Commission disallowed, Unpaid bonus, Provision allowable on payment basis)	2.65	0.54	–	3.19
	10.34	(1.09)	0.09	9.34
Net Deferred Tax Asset/(Liabilities)	**8.25**	**(0.85)**	**0.09**	**7.49**
Total	**8.25**	**(0.85)**	**0.09**	**7.49**

(e) Movement in deferred tax assets / (Liabilities) for the year ended March 31, 2025

Rs. in Crores

Particulars	Opening Balance	Recognised in Profit and Loss	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax liabilities				
Property, Plant and Equipment	1.65	(0.26)	–	1.39
Right of Use Assets	–	0.70	–	0.70
	1.65	**0.44**	**–**	**2.09**
Tax effect of items constituting deferred tax assets				
Employee Benefits	0.51	(0.06)	(0.01)	0.43
Provision for receivables and advances	9.77	(2.51)	–	7.26
Deferred tax asset on carried loss	0.20	(0.20)	–	–
Other items (TDS on Commission disallowed, Unpaid bonus, Provision allowable on payment basis)	2.41	0.24	–	2.65
	12.90	(2.54)	(0.01)	10.34
Net Deferred Tax Asset/(Liabilities)	**11.25**	**(2.98)**	**(0.01)**	**8.25**
Total	**11.25**	**(2.98)**	**(0.01)**	**8.25**

NOTE NO. 8 - OTHER NON FINANCIAL ASSETS

Rs. in Crores

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	**Non-Current**	Current	Non-Current
(a) Prepayments	**0.37**	**0.03**	0.35	0.03
(b) Balances with government authorities	**14.84**	**1.50**	16.80	0.11
(i) VAT credit receivable	**–**	**0.11**	–	0.11
(ii) GST credit receivable	**14.84**	**1.38**	16.80	**–**
(c) Contract Assets	**15.20**	**–**	12.86	**–**
(d) Others				
(i) Capital advances	**–**	**–**	–	–
(ii) Advance to Creditors				
Considered Good	**1.29**	**–**	1.09	–
Doubtful	**–**	**0.22**	–	0.22
Less: Provision for Doubtful advances	**–**	**(0.22)**	–	(0.22)
	1.29	**–**	1.09	–
(iii) Advances to employees				
Considered Good	**0.01**	**–**	–	–
Doubtful	**0.25**	**–**	0.25	–
Less: Provision for Doubtful advances	**(0.25)**	**–**	(0.25)	–
	0.01	**–**	–	–
(iv) Balance with LIC (Gratuity)	**–**	**–**	1.20	–
Total	**31.71**	**1.53**	32.30	0.15

NOTE NO. 9 - INVENTORIES

[Lower of cost and net realisable value]

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31,2025
(a) Raw materials and components*	**18.72**	21.28
(b) Work-in-progress	**3.88**	3.08
(c) Finished goods**	**14.04**	16.88
(d) Stock-in-trade of goods acquired for trading	**0.09**	0.46
Total	**36.73**	41.70

All inventories are pledged as security for credit facilities from banks.

Mode of valuation of inventories is stated in Note 1(I).

*The amount of goods in transit as on March 31 2026 is of Rs. Nil crores. (As on March 31, 2025 Rs. 0.84 crores).

**Out of the above, Rs. 1.54 crores are lying with third parties (year ended March 31, 2025 Rs. 1.42 crores) and Rs. 3.50 crores is related to unrecognised revenue. (year ended March 31, 2025 Rs. 2.30 crores).

The amount of inventories recognised as an expense is Rs. 140.38 crores (for the year ended 31 March 2025 Rs. 125.49 crores) including Rs. 3.05 crores (for the year ended 31 March 2025 Rs. 0.24 crores) in respect of write down of inventories to net realisable value, and has been reduced by Rs. 0.27 crores (for the year ended 31 March 2025 - Rs. 0.12 crores) in respect of reversal of such write downs. Reversal in provision is due to sale and/or consumption of inventories provided for in earlier years.

NOTE NO. 10 - CASH AND BANK BALANCES

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents		
Balances with banks - Current and Cash Credit Accounts	**0.03**	1.69
Total Cash and cash equivalents	**0.03**	1.69
Other Bank Balances		
Earmarked balances with banks	**1.30**	1.06
Balances with Banks - on margin accounts	**–**	0.85
Interest accrued on deposits	**0.27**	0.19
Total Other Bank Balances	**1.57**	2.10

NOTE NO. 11 A - EQUITY SHARE CAPITAL

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Rs. in Crores	No. of shares	Rs. in Crores
Authorised				
Equity shares of Rs. 10 each	**32,000,000**	**32.00**	32,000,000	32.00
Preference share of Rs. 100 each	**1,800,000**	**18.00**	1,800,000	18.00
Issued				
Equity shares of Rs. 10 each	**2,79,44,419**	**27.94**	2,79,36,141	27.94
Subscribed and fully paid up				
Equity shares of Rs. 10 each	**2,79,42,469**	**27.94**	2,79,34,191	27.93
Forfeited shares (Amount originally paid up)*	**1,950**	**–**	1,950	–
Total		**27.94**		27.93

Fully paid equity shares, which have a per value of Rs. 10, carry one vote per share and carry a right to dividends.

* Amount is below rounding off norm

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

Rs. in Crores

Particulars		Opening Balance	Issued during the year under ESOP Scheme	Closing Balance
Equity share-Issued, Subscribed and Paid-up:				
March 31, 2026	**No. of Shares**	**2,79,34,191**	**8,278**	**2,79,42,469**
	Amount	**27.93**	**0.01**	**27.94**
March 31, 2025	No. of Shares	2,79,12,808	21,383	2,79,34,191
	Amount	27.91	0.02	27.93

Rights, preferences and restrictions attached to equity shares

The Company is having only one class of equity shares having par value of Rs. 10 each. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

(ii) Details of shares held by the holding company

Particulars	As at March 31, 2026	As at March 31, 2025
Mahindra and Mahindra Ltd, the Holding Company (No. of shares)	**1,51,44,433**	1,51,44,433

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/Name of shareholder	As at March 31, 2026		As at March 31, 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares				
Mahindra and Mahindra Limited	**1,51,44,433**	**54.20%**	1,51,44,433	54.21%

(iv) Shares reserved for issuance as follows: (Refer Note No. 20)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount of Shares	No. of shares	Amount of Shares
Outstanding employee stock options available for grant.	**2,40,978**	**24,09,780**	2,49,256	24,92,560

(v) Details of shares held by promoter at the end of the year:

Name of promoter	As at March 31, 2026		As at March 31, 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Mahindra and Mahindra Limited	**1,51,44,433**	**54.20%**	1,51,44,433	54.21%
% Change during the year		**0.00%**		0.00%

NOTE NO. 11B - OTHER EQUITY

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Capital Reserve	**0.40**	0.40
Securities Premium	**95.49**	95.37
General Reserve	**4.25**	4.25
Share based payments (ESOP)	**0.16**	0.26
Retained Earnings	**56.81**	44.40
Total	**157.11**	144.68

Nature of Reserves

Capital Reserve - Capital reserve mainly represents the amount of net assets acquired over and above consideration paid consequent to the Scheme of Arrangement.

Securities Premium - Securities premium reserve is used to record the premium on issue of shares. The fair value of employee stock options is recognised in Securities Premium once the shares have been allotted on exercise of the options. The reserve can be utilised only for limited purpose such as issuance of bonus shares in accordance with the provision of the Companies Act, 2013.

General Reserve - The general reserve comprises of transfer of profits from retained earrings for appropriation purposes. The reserve can be distributed/utilised by the Company in accordance with the Companies Act, 2013.

Share based payments (ESOP) - The Employee Stock Options Outstanding represents reserve in respect of equity settled share options granted to the company's employees in pursuance of the Employee Stock Option Plan.

Retained earnings: - Retained earnings comprises of accumulated balance of profits/(losses) of current and prior years including transfers made to / from other reserves from time to time. The reserve can be utilized or distributed by the Company in accordance with the provisions of the Companies Act, 2013.

NOTE NO. 12 - OTHER CURRENT FINANCIAL LIABILITIES

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Carried at Amortised Cost:		
Interest payables to vendors/others	**0.03**	–
Unclaimed Dividend *	**0.17**	0.20
Security Deposits	**5.42**	5.18
Employee benefits payable	**3.99**	4.08
Capital Creditors	**0.02**	0.52
Others **	**0.07**	0.42
Total	**9.70**	10.40

Notes:

* There are no amounts due for transfer to Investor Education and Protection Fund.

** Others include Gujarat Green Revolution Company Limited - farmers share payable.

NOTE NO. 13 - CURRENT BORROWINGS

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Secured (Carried at Amortised Cost):		
Secured Borrowings - at amortised cost		
Loans repayable on demand from Bank	**25.18**	5.00
Unsecured Borrowings - at amortised cost		
Loans from related parties	**20.00**	20.00
Interest accrued on borrowings	**0.03**	0.19
Total	**45.21**	25.19

Reconciliation of movement in borrowings to cash flows from financing activities as per Ind AS-7

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance		
– Current borrowings	**25.19**	15.42
Cash flow movements		
– Net increase in Loans repayable on demand and cash credit	**124.99**	20.00
– Net (decrease) in Loans repayable on demand and cash credit	**(105.00)**	(10.42)
Non-cash movements		
– Interest accrued on borrowings	**0.03**	0.19
Closing Balance		
– Current borrowings	**45.21**	25.19

BORROWING NOTE:

i. Company have filed quarterly returns/statement with Banks and same are in agreement with the books of accounts. There are no material discrepancies found.

ii. Working capital facilities are secured by hypothecation of Inventory & Trade receivable.

iii. The Company has availed working capital facilities from Banks to Rs. 25.18 Crores (March 31, 2025 - Rs. 5 Crores) with the interest rates which are linked to Repo rate with spread ranging from 0% p.a. to 2% p.a. for the purpose of working capital requirements.

iv. The Company has availed inter corporate deposit from holding company (Mahindra and Mahindra Limited) of Rs. 20 Crores (March 31, 2025 - Rs. 20 Crores) with the interest rates of 7.53% and repayable within 6 to 12 months from date of availment for the purpose of working capital requirements.

NOTE NO. 14 - PROVISIONS

Rs. in Crores

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	**Non-Current**	Current	Non-Current
a. Provision for employee benefits				
Compensated absences	**2.50**	**–**	2.11	–
b. Other Provisions				
Warranty	**0.31**	**0.91**	0.24	0.72
c. Provision for Gratuity	**0.23**	**–**	–	–
Total	**3.04**	**0.91**	2.35	0.72

Details of movement in Warranty Provisions is as follows:

Particulars	Rs. in Crores
Balance at March 31, 2024	**0.66**
Provisions recognised during the year	0.39
Provision utilised during the year	(0.10)
Unused amounts reversed during the year	–
Unwinding of discount	0.04
Balance at March 31, 2025	**0.99**
Provisions recognised during the year	0.44
Provision utilised during the year	(0.07)
Unused amounts reversed during the year	(0.13)
Unwinding of discount	(0.01)
Balance at March 31, 2026	**1.22**

Warranty Claims:

Provision for warranty represents present value of management's best estimate of the future outflow of economic benefits that will be required in respect of sale of certain products, the estimated cost of which is accrued at the time of sale. Management estimates the related provision for future warranty claims based on historical warranty claim information and is adjusted regularly to reflect new information. The products are generally covered under a free warranty period ranging from 6 months to 5 years. It is expected that most of these costs will be incurred in the next two financial years and all will have been incurred within five years after the reporting date.

NOTE NO. 15 - TRADE PAYABLES

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
a) total outstanding dues of micro and small enterprises	**1.44**	4.08
b) total outstanding dues of creditors other than micro and small enterprises	**93.10**	67.48
Total	**94.54**	71.58

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Disclosures required under section 22 of the Micro, Small and Medium Enterprises Development (MSMED) Act, 2006 are as below:		
(a) Dues remaining unpaid as at 31 March 2026 & 31 March 2025		
Principal	**–**	–
Interest on the above	**–**	–
(b) Interest paid in terms of Section 16 of the Act, along with the amount of payment made to the supplier beyond the appointed day during the year		
Principal paid beyond the appointed date	**–**	–
Interest paid in terms of Section 16 of the Act	**–**	–
(c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**–**	–
(d) Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises	**–**	–
(e) Amount of interest accrued and remaining unpaid as at March 31	**–**	–
Due to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management.		

The Company has financial risk management policies in place to ensure that all payables are paid within the pre-agreed credit terms. Interest is charged on the over due balances as per terms agreed with vendors.

Refer Note 29 for disclosures relating to payable from related parties.

NOTE NO. 15A - TRADE PAYABLES AGEING SCHEDULE

Ageing for trade payable outstanding as at March 31, 2026 is as follows:

Rs. in Crores

Sr. No.	Particulars	Outstanding for following periods from due date of payment					
		Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
(i)	MSME	**1.44**	**–**	**–**	**–**	**–**	**1.44**
(ii)	Others	**15.86**	**10.66**	**0.16**	**0.02**	**–**	**26.70**
(iii)	Disputed dues - MSME	**–**	**–**	**–**	**–**	**–**	**–**
(iv)	Disputed dues - Others	**–**	**–**	**–**	**–**	**–**	**–**
	Total	**17.30**	**10.66**	**0.16**	**0.02**	**–**	**28.14**
	Unbilled dues (Accrued expenses)						**66.40**
	Total Trade Payable						**94.54**

Ageing for trade payable outstanding as at March 31, 2025 is as follows:

Rs. in Crores

Sr. No.	Particulars	Outstanding for following periods from due date of payment					
		Not Due	Less than 1 Year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
(i)	MSME	4.08	–	–	–	–	4.08
(ii)	Others	7.48	10.71	0.16	0.02	–	18.36
(iii)	Disputed dues - MSME	–	–	–	–	–	–
(iv)	Disputed dues - Others	–	–	–	–	–	–
	Total	11.55	10.71	0.16	0.02	–	22.44
	Unbilled dues (Accrued expenses)						49.14
	Total Trade Payable						71.58

NOTE NO. 16 - OTHER CURRENT LIABILITIES

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Contract liability	**11.64**	7.72
(b) Others		
i) Statutory dues		
– taxes payable (other than income taxes)	**0.59**	0.69
– Employee recoveries and employer contributions	**0.09**	0.08
Total	**12.32**	8.49

NOTE NO. 17 - REVENUE FROM OPERATIONS

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
From contract with customers for goods & services		
(a) Revenue from Sale of Products	**310.54**	271.49
(b) Revenue from Sale of Services	**1.30**	0.93
(c) Other operating revenue	**0.25**	0.25
Total	**312.09**	272.67

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(i) Sale of products comprises		
Manufactured goods	**310.54**	271.49
Total - Sale of products	**310.54**	271.49
(ii) Sale of services comprises		
Installation Services	**1.30**	0.93
Total - Sale of services	**1.30**	0.93
(iii) Other operating revenues comprise:		
Sale of scrap	**0.25**	0.25
Total - Other operating revenues	**0.25**	0.25

Disaggregation of revenue from contracts with customers

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Products transferred at a point in time	**244.24**	224.26
Products and services transferred over time	**67.85**	48.41
Total	**312.09**	272.67

Reconciliation of revenue recognised with contract price

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from contract with customer as per the contract price	**317.35**	281.24
Adjustments made to contract price		
– Trade discounts, volume rebates, return etc.	**5.79**	3.90
– Deferment of revenue	**7.19**	4.68
– Recognition of revenue out of opening balance of contract liability	**7.72**	–
Revenue from contract with customer as per the standalone statement of profit and loss	**312.09**	272.67

Changes in contract assets are as follows:

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	**12.86**	2.83
– Invoices raised that were included in the contract assets balance at the beginning of the year	**(7.10)**	(2.83)
– Increase due to revenue recognised during the year, excluding amounts billed during the year.	**9.44**	12.86
Balance at the end of the year	**15.20**	12.86

Changes in contract liability are as follows:

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the year	**7.72**	1.77
– Addition during the year	**11.64**	7.72
– Revenue recognised during the year from opening contract liability	**(7.72)**	(1.77)
Balance at the end of the year	**11.64**	7.72

Segmental information

Geographical Information:

Rs. in Crores

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
	Domestic	**Overseas***	Domestic	Overseas*
Revenue from contract with customer	311.62	0.47	271.51	1.16
Total Revenue	311.62	0.47	271.51	1.16

* Countries in African Continent

The company recognises revenue as per IND AS 115 'Revenue from contracts with customers'.

Accordingly, the Company recognises revenue when it transfers control of a product or service to a customer as and when it satisfies the performance obligation by transferring promised goods or services to a customer and customer obtains the control or benefit of the same.

The revenue is recognised on satisfaction of performance obligation / transferring control to the customer and hence the same is recognised at a point in time. The company believes that above disaggregation best depicts how the nature, amount, timing and uncertainty of revenues and cash flows are affected by industry, market and other economic factors.

Unsatisfied (or partially satisfied) performance obligations are subject to variability due to several factors such as terminations, changes in scope of contracts, periodic revalidations of the estimates, economic factors. The aggregate value of transaction price allocated to unsatisfied (or partially satisfied) performance obligations is Rs. 53.30 Crores out of which 100% is expected to be recognised as revenue in the next year. No consideration from contracts with customers is excluded from the amount mentioned above.

NOTE NO. 18 - OTHER INCOME

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Interest Income - On financial assets carried at amortised cost		
1) Bank deposits	**0.13**	0.11
2) Interest on Security Deposit	**0.05**	0.05
(b) Interest on tax refunds	**0.15**	0.05
(c) Liabilities no longer required written back	**3.01**	1.85
(d) Miscellaneous income	**0.36**	0.36
Total	**3.70**	2.42

NOTE NO. 19 (a) - COST OF MATERIALS CONSUMED

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening stock	**21.28**	24.19
Add: Purchases	**134.01**	120.92
	155.29	145.11
Less: Closing stock	**18.72**	21.28
Cost of materials consumed	**136.57**	123.83

NOTE NO. 19 (b) PURCHASES OF STOCK-IN-TRADE

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Stock-in-trade - Pumps, Greenhouses & Landscape	**1.40**	1.81
Total	**1.40**	1.81

NOTE 19 (C) CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROGRESS AND STOCK-IN-TRADE

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the end of the year:		
Finished goods	**14.04**	16.88
Work-in-progress	**3.88**	3.08
Stock-in-trade	**0.09**	0.46
	18.01	20.42
Inventories at the beginning of the year:		
Finished goods	**16.88**	14.81
Work-in-progress	**3.08**	4.92
Stock-in-trade	**0.46**	0.54
	20.42	20.27
Changes in inventories		
Finished goods	**2.84**	(2.07)
Work-in-progress	**(0.80)**	1.84
Stock-in-trade	**0.37**	0.08
Net decrease/(increase)	**2.41**	(0.15)

NOTE NO. 20 - EMPLOYEE BENEFITS EXPENSE

Rs. in Crores

Particulars		For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	Salaries and wages, including bonus	**30.70**	28.34
(b)	Contribution to provident and other funds (Refer Note No. 28)	**2.45**	1.78
(c)	Share based payment transactions expenses	**0.02**	0.05
(d)	Staff welfare expenses	**1.49**	1.64
Total Employee Benefit Expense		**34.66**	31.81

Pursuant to the "Employees Stock Option Scheme – 2014" (ESOS) approved by the Shareholders in the Annual General Meeting held on July 31, 2014, the Company had granted 80,424, 3,228, 1,33,432, 11,129, 80,110 and 71,459 Stock Options to the eligible employees on October 28, 2014, October 31, 2015, November 22, 2016, November 22, 2017, February 28, 2019 and March 12, 2021 respectively as per the recommendations of the Nomination and Remuneration Committee, at an exercise price of Rs. 10/- each. In respect of the options granted in 2014, 2016, 2017, 2019 and 2021 the equity settled options vest in 5 tranches of 20% each upon the expiry of 12 months, 24 months, 36 months, 48 months and 60 months, respectively from the date of grant. Each tranche is exercisable within one year from the respective date of vesting. The number of options exercisable in each tranche is minimum 20% of the options vested, except in case of the last date of the exercise, where the employee can exercise all options vested but not exercised till that date. In respect of options granted in 2015, the equity settled options vest in 4 tranches of 25% each upon the expiry of 12 months, 24 months, 36 months and 48 months, respectively from the date of grant. Each tranche is exercisable within one year from the respective date of vesting. The number of options exercisable in each tranche is minimum 25% of the options vested, except in case of the last date of the exercise, where the employee can exercise all options vested but not exercised till that date.

The difference between the fair price of the share underlying the options granted on the date of grant of option and the exercise price of the option representing share based payment expenses is expected over the vesting period.

		Number of Shares	Grant Date	Expiry Date	Exercise Price	Fair value at Grant Date
Equity Settled						
1	Series 1 Granted on October 28, 2014	80,424	October 28, 2014	October 28, 2019	10	170.97
2	Series 2 Granted on October 31, 2015	3,228	October 31, 2015	October 31, 2019	10	170.97
3	Series 3 Granted on November 22, 2016	133,432	November 22, 2016	November 22, 2021	10	131.75
4	Series 4 Granted on November 22, 2017	11,129	November 22, 2017	November 22, 2022	10	169.43
5	Series 5 Granted on February 28, 2019	80,110	February 28,2019	February 28, 2024	10	83.51
6	Series 6 Granted on March 12, 2021	71,459	March 12, 2021	March 12, 2026	10	144.09

Movement in Share Options

Particulars		Year ended 31 March, 2026		Year ended 31 March, 2025	
		Number of Shares	Weighted average exercise price	Number of Shares	Weighted average exercise price
1	Outstanding at the beginning of the year	**16,562**	**10**	37,945	10
2	Granted during the year	**–**	**10**	–	10
3	Exercised during the year	**(8,278)**	**10**	(21,383)	10
4	Expired during the year	**–**	**10**	–	10
5	Outstanding at the end of the year	**8,284**	**10**	16,562	10

Options vested but not exercised on 31st March, 2026 - 8,284 options

Share Options Exercised in the Year

Particulars		Year end March 31, 2026			Year end March 31, 2025		
		Number Exercised	Exercise Date	Share Price at Exercise Date	Number Exercised	Exercise Date	Share Price at Exercise Date
Equity Settled							
1	Series 5 Granted on February 28, 2019	**–**	**–**	**–**	13,105	April 23 2024	145.02
2	Series 6 Granted on March 12, 2021	**8,278**	**April 23 2024**	**145.02**	8,278	April 23 2024	145.02

The inputs used in the measurement of the fair values at grant date of the equity-settled share-based payment plans were as follows.

Share Option Programmes

Particulars	Series 1		Series 2		Series 3		Series 4		Series 5		Series 6	
	2022	2021	**2022**	2021	**2022**	2021	**2022**	2021	**2022**	2021	**2022**	2021
Share price at grant date	**177.35**	177.35	**158.30**	158.30	**138.75**	138.75	**176.25**	176.25	**92.90**	92.90	**157.50**	157.50
Exercise price	**10**	10	**10**	10	**10**	10	**10**	10	**10**	10	**10**	10
Expected volatility (weighted-average)	**55%**	55%	**55%**	55%	**49%**	49%	**46%**	45%	**42%**	41%	**50%**	–
Expected life/Option Life (weighted-average)	**5.5 Years**	5.5 Years	**5.5 Years**	5.5 Years	**5.5 Years**	5.5 Years	**5.5 Years**	5.0 Years	**4.5 Years**	4.0 Years	**3.5 Years**	–
Expected dividends yield	**Nil**	Nil	**Nil**	Nil	**Nil**	Nil	**Nil**	Nil	**0.54%**	0.54%	**0.76%**	–
Risk-free interest rate (based on government bonds)	**8.06%**	8.06%	**8.06%**	8.06%	**6.33%**	6.33%	**6.94%**	6.89%	**7.19%**	7.13%	**5.00%**	–

Expected early exercise option is not considered in the assumption at the time of valuation. Hence relevant disclosure is not applicable.

The fair value of the employee share options has been measured using the Black-Scholes option Pricing formula.

Expected volatility has been based on an evaluation of the historical volatility of the Company's share price, particularly over the historical period commensurate with the expected term. The expected term of the instruments has been based on historical experience and general option holder behaviour.

NOTE NO. 21 - FINANCE COST

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Interest expense on financial liabilities measured at amortised cost		
– On credit facilities from Banks	**1.44**	2.06
– On trade creditors	**0.01**	–
– On related party Loan	**1.62**	0.13
(b) Interest expense on Lease Rental (Refer Note 26)	**0.01**	0.03
(c) Interest expense on delayed payment of taxes	**0.05**	–
(d) Interest expense on other borrowing cost		
Processing fees / Guarantee Commission	**0.01**	0.02
Unwinding of discount on provisions	**0.00**	0.04
Total finance costs	**3.14**	2.28

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Expenses		
On Financial Liability at Amortised Cost	**3.07**	2.19

NOTE NO. 22 - OTHER EXPENSES

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Stores consumed	**1.11**	0.76
Power & Fuel	**4.76**	4.94
Rent including lease rentals	**3.12**	3.00
Rates and taxes	**0.02**	0.15
Insurance	**0.33**	0.23
Repairs and maintenance - Buildings	**0.06**	0.01
Repairs and maintenance - Machinery	**0.87**	1.68
Repairs and maintenance - Others	**0.38**	0.40
Commission on sales	**20.97**	20.18
Freight outward	**8.95**	8.76
Travelling and Conveyance Expenses	**4.97**	4.54
Subcontracting, Hire and Service Charges	**10.93**	9.87
Expected Credit Loss	**5.67**	6.31
Net loss on foreign currency transactions	**0.01**	0.06
Auditors remuneration and out-of-pocket expenses		
(i) As Auditors	**0.21**	0.20
(ii) For Other Services	**0.25**	0.21
(iii) For Reimbursement of Expenses	**0.03**	0.02
Legal and other professional costs	**3.58**	3.35
Site Expenses	**44.33**	32.23
Provision for warranty	**0.29**	0.36
Loss on sale / written off assets	**0.04**	0.01
Directors' Fees and Commission	**0.11**	0.09
Other General Expenses	**4.47**	4.06
Total other expenses	**115.46**	101.44

NOTE NO. 23 - EARNINGS PER SHARE

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit for the year for basic and diluted EPS (Rs. in Crores)	**12.69**	7.21
Weighted average number of Equity shares used in computing basic EPS	**27,942,105**	27,932,899
Effect of potential Equity share on employee stock options	**7,677**	15,299
Weighted average number of equity shares used in computing of diluted EPS	**27,949,783**	27,948,198
Basic Earnings per share (Rs.) (Face value of Rs. 10 per share)	**4.54**	2.58
Diluted Earnings per share (Rs.) (Face value of Rs. 10 per share)	**4.54**	2.58

NOTE NO. 24 - FINANCIAL INSTRUMENTS

I Capital management

The company's capital management objectives are:

– to ensure the company's ability to continue as a going concern.

– to provide an adequate return to shareholders by pricing products and services commensurate with the level of risk.

The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of the statement of financial position.

The Company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

Net Debt and Equity is given in the table below:

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Total Shareholders' Equity as reported in Balance Sheet	**185.05**	172.61
Net Debts		
- Short term debt	**45.21**	25.19
Gross Debt	**45.21**	25.19
Less:		
- Cash and cash equivalents	**0.03**	1.69
Net Debts	**45.18**	23.50
Total Capital deployed	**230.23**	196.11

II Categories of financial assets and financial liabilities

Rs. in Crores

Particulars	Amortised Costs	FVTPL	FVOCI	Total
				As at March 31, 2026
Non-current Assets				
Trade Receivables	30.14	–	–	**30.14**
Other Financial Assets	2.09	–	–	**2.09**
Current Assets				
Trade Receivables	216.92	–	–	**216.92**
Cash and Cash Equivalents	0.03	–	–	**0.03**
Other Bank Balances	1.57	–	–	**1.57**
Other Financial Assets	1.04	–	–	**1.04**
Non-current Liabilities				
Lease Liability	0.04	–	–	**0.04**
Current Liabilities				
Lease Liability	0.06			**0.06**
Borrowings	45.21	–	–	**45.21**
Trade Payables	94.54	–	–	**94.54**
Other Financial Liabilities	9.70	–	–	**9.70**

Rs. in Crores

As at March 31, 2025

Particulars	Amortised Costs	FVTPL	FVOCI	Total
Non-current Assets				
Trade Receivables	3.11	–	–	3.11
Other Financial Assets	1.48	–	–	1.48
Current Assets				
Trade Receivables	173.36	–	–	173.36
Cash and Cash Equivalents	1.69	–	–	1.69
Other Bank Balances	2.10	–	–	2.10
Other Financial Assets	0.72	–	–	0.72
Non-current Liabilities				
Lease Liability	0.10	–	–	0.10
Current Liabilities				
Lease Liability	0.11	–	–	0.11
Borrowings	25.19	–	–	25.19
Trade Payables	71.58	–	–	71.58
Other Financial Liabilities	10.40	–	–	10.40

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

Credit risk management

Definition of default

The financial services business considers a financial asset to be in "default" and therefore Stage 3 (credit impaired) for ECL calculations when the borrower becomes 90 days past due on its contractual payments.

Credit risk arises when a counterparty defaults on its contractual obligations to pay, resulting in financial loss to the Company. The company has dealings with government organisation for subsidy related transaction and with private parties. For private non government parties credit limits are set quarterly. The Company has adopted a policy of only dealing with creditworthy non government parties and obtaining security cheques, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure and credit worthiness of such parties are continuously monitored and controlled by counterparty limits that are reviewed by Credit Control function based on the approved process.

No interest is charged on overdue balance.

Trade receivables consist of a large number of customers, spread across geographical areas. On going credit evaluation is performed on the financial condition of accounts receivable. There are no non government customers who represent more than 5% of the total balance of trade receivable.

The Company applies the simplified approach to provide expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The Company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company and individual receivable specific provision where applicable. Forward-looking information (including macroeconomic information) has been incorporated into the determination of expected credit losses.

The loss allowance provision is determined as follows:

Rs. in Crores

As at March 31, 2026

Particulars	Not due	Less than 1 Year	Non-Current	Total
Project				
Expected loss rate	0.00%	5.87%	18.94%	
Gross carrying amount	1.64	194.99	31.64	**228.27**
Loss allowance provision	–	11.44	5.99	**17.43**
Non Project				
Expected loss rate	0.00%	5.23%	16.36%	
Gross carrying amount	1.36	32.04	5.37	**38.77**
Loss allowance provision	–	1.68	0.88	**2.56**
Contract Assets	15.20	–	–	**15.20**

Rs. in Crores

As at March 31, 2025

Particulars	Not due	Less than 1 Year	Non-Current	Total
Project				
Expected loss rate	0.00%	11.92%	26.29%	
Gross carrying amount	2.50	178.18	3.88	184.56
Loss allowance provision	–	21.23	1.02	22.25
Non Project				
Expected loss rate	–	29.96%	41.86%	
Gross carrying amount	–	19.86	0.43	20.29
Loss allowance provision	–	5.95	0.18	6.13
Contract Assets	12.86	–	–	12.86

Reconciliation of loss allowance provision for Trade Receivables

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Balance as at beginning of the year	**28.38**	38.36
Impairment losses recognised in the year based on lifetime expected credit loss		
– On receivables originated in the year	**5.67**	6.31
– Amounts written off during the year as uncollectible (Bad Debts)	**(14.07)**	(16.29)
– Amounts Recovered during the year	**–**	–
Balance at end of the year	**19.98**	28.38

The loss allowance provision has changed during the year due to recovery from debtors and business circumstances.

Cash & Cash equivalents

The Company held cash and cash equivalents with credit worthy banks of Rs. 0.03 Crores as at 31 March 2026 (Rs. 1.69 Crores as at 31 March 2025) and fixed deposits of Rs. 1.79 Crores as at 31 March 2026 (Rs. 2.10 Crores as at 31 March 2025).

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short - medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Rs. in Crores

Particulars	Total	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial liabilities					
March 31, 2026					
Non-interest bearing	104.34	104.30	0.04	–	–
Interest bearing	45.21	45.21	–	–	–
Total	**149.55**	**149.51**	**0.04**	**–**	**–**
March 31, 2025					
Non-interest bearing	82.17	82.07	0.10	–	–
Interest bearing	25.19	25.19	–	–	–
Total	**107.36**	**107.26**	**0.10**	**–**	**–**

(iii) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Rs. in Crores

Particulars	Total	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial assets					
March 31, 2026					
Non-interest bearing	248.56	217.05	31.51	–	–
Fixed interest rate instruments	3.23	1.39	1.12	–	0.72
Total	**251.79**	**218.44**	**32.64**	**–**	**0.72**
March 31, 2025					
Non-interest bearing	179.76	175.88	3.87	–	–
Fixed interest rate instruments	2.70	1.46	0.53	–	0.72
Total	**182.46**	**177.34**	**4.40**	**–**	**0.72**

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Currency Risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. As at the year end, there were no material foreign currency exposure.

The currency profile of financial assets and financial liabilities as at 31 March 2026 and 31 March 2025 are as below:

Rs. in Crores

	Trade receivables		Trade payables	
Exposure to foreign currency liabilities	**As at March 31, 2026**	As at March 31, 2025	**As at March 31, 2026**	As at March 31, 2025
USD	**0.00**	0.01	**–**	0.00
Equivalent INR	**0.04**	0.46	**–**	0.25

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to market risk for changes in interest rates relates to fixed deposits and borrowings from banks.

Exposure to interest rate

The Company's main interest rate risk arises from short term borrowings with variable interest rate and fixed interest rate carrying investments like fixed deposits with banks, which exposes the Company to cash flow interest rate risk.

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Fixed rate instruments		
Financial assets (bank deposits)	**3.23**	2.70
Financial liabilities (Short term borrowings)	**20.00**	20.00
Variable rate instruments		
Financial liabilities (Short term borrowings)	**25.21**	5.19

Fair value sensitivity analysis for fixed-rate instruments

The Company's fixed rate bank deposits and inter corporate deposit are carried at amortised cost. They are therefore not subject to interest rate risk as defined in IND AS 107, since neither the carrying amount nor the future cash flow will fluctuate because of a change in market interest rates.

Cash flow sensitivity analysis for variable-rate instruments

The sensitivity analysis for floating rate liabilities is prepared assuming the amount of liability outstanding at the end of the reporting period was outstanding for the whole period. A reasonable possible change of 100 basis points (100 bps) in interest rate at the reporting date would have increased / (decreased) profit after tax and equity by the amount shown below:

Rs. in Crores

	Profit or (loss)		Equity, net of tax	
Particulars	**100 bp increase**	**100 bp decrease**	**100 bp increase**	**100 bp decrease**
As at March 31, 2026				
Variable-rate instruments	**(0.25)**	**0.25**	**(0.18)**	**0.18**
As at March 31, 2025				
Variable-rate instruments	(0.05)	0.05	(0.04)	0.04

Policy for write off of Financial Assets

The gross carrying amount of a financial asset is written off when there is no realistic prospect of further recovery. This is generally the case when the Company determines that the counter parties does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write- off. However, financial assets that are written off could still be subject to enforcement activities under the recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

NOTE NO. 25 - FAIR VALUE MEASUREMENT

The Company consider that the carrying amounts of financial assets and financial liabilities that are not measured at fair value, recognised in the financial statement approximate their fair values. All financial instruments are classified as Level 3.

NOTE NO. 26 - LEASES (REFER NOTE 2B)

In adopting Ind AS 116, the Company has applied the below practical expedients:

The Company has applied a single discount rate to a portfolio of leases with reasonably similar characteristics.

The Company has treated the leases with remaining lease term of less than 12 months as if they were "short term leases".

The Company has excluded the initial direct costs from measurement of the right-of-use asset at the date of transition.

The Company has used hindsight, in determining the lease term if the contract contains options to extend or terminate the lease.

On transition to Ind AS 116, the Company has followed the Modified Retrospective Approach, accordingly recognised right-of-use assets amounting to Rs. 360.55 lakhs, lease liabilities amounting to Rs. 55.21 lakhs as at April 1, 2019. The Company has discounted lease payments using the applicable incremental borrowing rate as at April 1, 2019, which is 8.50% for measuring the lease liability. In view of this, the operating lease rent which was hitherto accounted under 'Other expenses' in previous periods has now been accounted as depreciation and finance costs.

The following is the movement in lease liabilities

Rs. in Crores

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Opening Lease liabilities	**0.21**	0.47
Additions during the year	**–**	–
Finance cost	**0.01**	0.03
Termination of lease during the year	**–**	(0.16)
Payment of lease liabilities	**(0.12)**	(0.13)
Closing Balance	**0.10**	0.21

The following is the break-up of current and non-current lease liabilities

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Current lease liabilities	**0.06**	0.11
Non-current lease liabilities	**0.04**	0.10
Closing Balance	**0.10**	0.21
Carrying Value of Right of use assets (Refer Note 2B)	**2.85**	3.00

The table below provides details regarding the contractual maturities of lease liabilities

Rs. in Crores

Particulars	**As at March 31, 2026**	**As at March 31, 2025**
Less than one year	**0.06**	0.11
One to Three years	**0.04**	0.10

Rental expense recorded for short-term leases Rs. 3.12 Crores (Previous Year: Rs. 3 Crores) for the year ended 31st March, 2026.

NOTE NO. 27 - OPERATING SEGMENT

The Company is engaged in the business of Precision Farming Products and Services. The Information reported to the chief operating decision maker (CODM) [Viz, The Managing Director] for assessment of performance of business and allocation of resources is under this segment.

Accordingly, The Company has identified a single segment under Ind AS 108 - "Operating Segments".

Refer Note 17 for the analysis of revenue from it major products and services.

There is no single customer contributing 10% or more of total revenue.

NOTE NO. 28 - EMPLOYEE BENEFITS

(a) Defined Contribution Plan:

The Company's contribution to Provident Fund Rs. 1.12 Crores (year ended March 31, 2025 : Rs. 1.09 Crores) and Superannuation Fund Rs. 0.25 Crores (year ended March 31, 2025 : Rs. 0.42 Crores) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

(b) Defined Benefit Plans:

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity scheme administered by the Life Insurance Corporation of India.

Through its defined plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Asset Volatility

The plan liabilities are calculated using a discount rate set with reference to government bond yields; if plan assets under perform compared to the government bond discount rate, this will create or increase a deficit. The defined benefit plans hold on investment with LIC, which are expected to perform in line with government bonds in the long-term.

The company believes that due to the long-term nature of the plan liabilities, investments of funds with LIC is an appropriate element of the Company's long term strategy to manage the plans efficiently.

Changes in bond yields

A decrease in government bond yields will increase plan liabilities, although this is expected to be partially offset by an increase in the value of the plan assets.

Life expectancy

The plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities.

Defined benefit plans - as per actuarial valuation

Rs. in Crores

Particulars	Funded Plan – Gratuity	
	2026	2025
Ia. Expense recognised in the Statement of Profit and Loss		
1. Current service cost	**0.63**	0.29
2. Interest cost	**0.24**	0.22
3. Expected return on plan assets	**(0.45)**	(0.32)
	0.42	0.18
Ib. Included in other Comprehensive Income		
1. Return on plan assets	**(0.10)**	0.04
2. Actuarial (Gain)/Loss on account of:		
– Demographic Assumptions	**–**	(0.08)
– Financial Assumptions	**0.54**	0.06
– Experience Adjustments	**(0.07)**	(0.08)
	0.37	(0.06)
Remeasurement on the net defined benefit liability:		
Return on plan assets (excluding amount included in net interest expense)	**(0.10)**	0.04
Actuarial gains and loss arising from changes in financial assumptions	**0.54**	0.06
Actuarial gains and loss arising from experience adjustments	**(0.07)**	(0.08)
Others (describe)		
– Demographic Assumptions	**–**	(0.08)
Actuarial gains and loss arising from components of defined benefit costs recognised in other comprehensive income	**0.37**	(0.06)
Total	**0.79**	0.12

Rs. in Crores

Particulars	Funded Plan – Gratuity	
	2026	2025
I. Net Asset/(Liability) recognised in the Balance Sheet as at 31st March		
1. Present value of defined benefit obligation as at 31st March	**6.86**	3.72
2. Fair value of plan assets as at 31st March	**6.63**	4.92
3. Surplus/(Deficit)	**(0.23)**	1.20
4. Current portion of the above	**–**	–
5. Non current portion of the above	**(0.23)**	1.20
II. Change in the obligation during the year		
1. Present value of defined benefit obligation at the beginning of the year	**3.72**	3.75
2. Expenses Recognised in Profit and Loss Account		
– Current Service Cost	**0.63**	0.29
– Interest Cost	**0.24**	0.22
– Past Service Cost -(Vested Benefits)	**2.29**	–
3. Recognised in Other Comprehensive Income Remeasurement gains / (losses)		
– Actuarial Gain (Loss) arising from:	**–**	–
– Demographic Assumptions	**–**	(0.09)
– Financial Assumptions	**0.54**	0.06
– Experience Adjustments	**(0.07)**	(0.08)
4. Benefit payments	**(0.48)**	(0.43)
5. Present value of defined benefit obligation at the end of the year	**6.86**	3.72
III. Change in fair value of assets during the year		
1. Fair value of plan assets at the beginning of the year	**4.92**	4.57
2. Adjustment to Opening Fair Value of the Asset	**–**	0.07
3. Expenses Recognised in Profit and Loss Account		
– Expected return on plan assets	**0.36**	0.32
4. Recognised in Other Comprehensive Income		
Remeasurement gains/ (losses)	**–**	–
– Actual Return on plan assets in excess of the expected return	**–**	(0.04)
– Others (specify)	**0.10**	–

Rs. in Crores

Particulars	Funded Plan Gratuity 2026	Funded Plan Gratuity 2025
5. Contributions by employer (including benefit payments recoverable)	**1.26**	–
6. Benefit payments	**–**	–
7. Fair value of plan assets at the end of the year	**6.64**	4.92
IV. The Major categories of plan assets		
– Funds Managed By Insurer (LIC of India)	**6.64**	4.92
V. Actuarial assumptions		
1. Discount rate	**6.44%**	6.35%
2. Expected rate of return on plan assets	**6.00%**	6.00%
3. Salary escalation	**6.00%**	3.00%
4. Mortality Rate disclosure	**IALM (2012–14) Ult.**	IALM (2012–14) Ult.
5. Attrition rate	**17.74%**	17.23%

The sensitivity analysis of the defined benefit obligation to changes in the weighted principal assumptions is:

Rs. in Crores

Principal assumption		Changes in assumption	Impact on defined benefit obligation: Increase in assumption	Impact on defined benefit obligation: Decrease in assumption
Discount rate	2026	1.00%	0.22	0.24
	2025	1.00%	0.11	0.11
Salary growth rate	2026	1.00%	0.20	0.19
	2025	1.00%	0.10	0.09

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous period.

Rs. in Crores

Maturity profile of defined benefit obligation:	2026	2025
Within 1 year	**1.61**	1.03
1 - 2 year	**1.29**	0.60
2 - 3 year	**1.02**	0.59
3 - 4 year	**0.97**	0.48
4 - 5 year	**0.84**	0.48
5 - 10 year	**2.17**	1.15

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Rs. in Crores

	2026	2025
Weighted average remaining duration of Defined Benefit Obligation (No of Years)	**3.14**	3.59

Rs. in Crores

	2026	2025
Expected contribution to the plan for next financial year:	**1.61**	1.03

NOTE NO. 29 - RELATED PARTY DISCLOSURES

Name of the parent Company	Relationship
Mahindra and Mahindra Limited	Parent Company
Other related parties with whom transaction have been undertaken	
Mahindra Agri Solutions Limited	Fellow subsidiary
Mahindra Lifespace Developers Limited	Fellow subsidiary
Mahindra Integrated Business Solutions Private Limited	Fellow subsidiary
Marvel Solren Private Limited	Fellow subsidiary
Mahindra & Mahindra Financial Services Limited	Fellow subsidiary
Mahindra Top Greenhouses Private Limited	Joint Venture
Mr. Ramesh Ramachandran	Key Management Personnel (Managing Director)
Mr. Abhijit Page	Key Management Personnel (Chief Executive Officer)
Ms. Sunetra Ganesan	Key Management Personnel (Chief Financial Officer) - Till 30th April 2025
Mr. Giriraj Mohta	Key Management Personnel (Chief Financial Officer) - From 1st May 2025
Mr. Ratnakar Nawghare	Key Management Personnel (Company Secretary)

Details of transaction between the Company and its related parties are disclosed below:

Rs. in Crores

Nature of transactions with Related Parties	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of goods		
Mahindra and Mahindra Limited - Auto Division	**0.06**	–
Purchase of Goods & Services		
Marvel Solren Pvt Ltd	**0.17**	0.18
Purchase of Vehicle		

Rs. in Crores

Nature of transactions with Related Parties	For the year ended March 31, 2026	For the year ended March 31, 2025
Mahindra and Mahindra Ltd	–	0.28
Interest on Inter Corporate Deposits		
Mahindra and Mahindra Ltd	**1.62**	0.13
Inter Corporate Deposits Taken		
Mahindra and Mahindra Ltd	**45.00**	20.00
Inter Corporate Deposits Repaid		
Mahindra and Mahindra Ltd	**45.00**	–
Remuneration		
Mr. Ramesh Ramachandran*	**0.24**	0.24
Mr. Abhijit Page	**0.91**	0.97
Ms. Sunetra Ganesan	**0.21**	0.80
Mr. Giriraj Mohta	**0.76**	–
Mr. Ratnakar Navghare	**0.33**	0.36
Business Support Services		
Mahindra and Mahindra Limited	**1.39**	1.25
Mahindra and Mahindra Limited - Farm Division	–	0.03
Reimbursement of Expenses to		
Mahindra & Mahindra Financial Services Limited - (Lease Expenses)	**0.03**	–
Reimbursement of Expenses from		
Mahindra Top Greenhouses Private Limited	–	0.00
Mahindra and Mahindra Limited - Tractor Division (Transfer of employees)	**0.43**	–

Rs. in Crores

Nature of transactions with Related Parties	For the year ended March 31, 2026	For the year ended March 31, 2025
Professional Fees		
Mahindra and Mahindra Limited	**0.28**	0.47
Mahindra Integrated Business Solutions Pvt Ltd	**0.02**	0.02

Rs. in Crores

Nature of Balances with Related Parties	As at March 31, 2026	As at March 31, 2025
Trade payables		
Mahindra and Mahindra Limited (HO)	**0.67**	0.41
Mahindra Integrated Business Solutions Pvt Ltd	**0.00**	0.00
Mahindra Agri Solutions Ltd	**0.09**	0.02
Mahindra & Mahindra Financial Services Limited	**0.02**	–
Marvel Solren Pvt Ltd	**0.01**	–
Trade Receivables		
Mahindra Lifespace Developers Ltd	**0.03**	0.03
ICD Payable		
Mahindra and Mahindra Limited (HO) - Principal	**20.00**	20.00
Mahindra and Mahindra Limited (HO) - Interest	**0.01**	0.13

* Company has incurred Rs. 0.24 Crores (March 31, 2025 Rs. 0.24 Crores) for key managerial personnel services provided by Mahindra Agri Solutions Limited.

The noting of the Inter Corporate Deposit (ICD) of Rs. 20 Crore taken on 30 March 2026 (aggregate of Rs. 45 Crores during the year ended 31 March 2026) will be placed before the shareholders at the forthcoming meeting. The said ICD has since been repaid in full on 9 April 2026.

Compensation of key managerial personnel

The remuneration of directors and other members of key managerial personnel during the year was as follows:

Rs. in Crores

Particulars	Year ended March 31, 2026						Year ended March 31, 2025					
	Directors	Managing Director	Chief Executive Officer	Chief Financial Officer	Company Secretary	Total	Directors	Managing Director	Chief Executive Officer	Chief Financial Officer	Company Secretary	Total
Remuneration	**–**	**0.24**	**0.91**	**0.97**	**0.33**	**2.45**	–	0.24	0.97	0.80	0.36	2.37
Fees for attending board committee meetings	**0.08**	**–**	**–**	**–**	**–**	**0.08**	0.09	–	–	–	–	0.09
Commission to independent directors	**0.03**	**–**	**–**	**–**	**–**	**0.03**	–	–	–	–	–	–
Share-based payment	**–**	**–**	**–**	**–**	**–**	**–**	–	–	–	–	–	–

The remuneration of directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends.

NOTE NO. 30 - CONTINGENT LIABILITIES AND COMMITMENTS

Rs. in Crores

Contingent liabilities (to the extent not provided for)	As at March 31, 2026	As at March 31, 2025
Contingent liabilities		
Claims against the Company not acknowledged as debt:		
(i) Demands against the Company, relating to issues of availement of credits, valuation, deductibility and taxability in respect of which the company is in appeal / Department is in appeal:		
– Income tax matters	**2.65**	3.20
– Excise duty	**–**	2.38
– Service Tax	**32.80**	28.96
– Sales Tax	**0.09**	0.09
– Goods and Service Tax (GST)	**5.86**	12.36
(ii) Other Claims	**0.29**	0.27
Total	**41.70**	47.26

Note: In respect of items mentioned above the timing of outflows of economic benefits is not practical to be ascertained, till the matters are decided by relevant authorities.

The Company's pending litigations comprise of claims against the Company and pertaining to proceedings pending with various direct tax, indirect tax and other authorities. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required or disclosed as contingent liabilities where applicable, in its standalone financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its standalone financial statements.

NOTE NO. 31 - COMMITMENTS

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for in respect of Tangible assets.	**0.15**	–

NOTE NO. 32 - DIVIDEND

The Board has recommended a dividend of Rs. Nil per equity share (FY 24-25 Rs-. Nil Per equity share).

NOTE NO. 33 - EVENT OCCURRING AFTER THE REPORTING PERIOD

No material events have occurred between the Balance sheet date and before the date of approval of financials statements by Board of Directors.

NOTE NO. 34 DISCLOSURE OF INTEREST IN JOINT VENTURE AS PER IND AS 112 AND AS PER SECTION 186 OF COMPANIES ACT, 2013.

(a) Details of the Joint Venture at the end of the reporting period are as follows:

Rs. in Crores

Name of the Joint Venture	Place of incorporation & place of operation	Proportion of Ownership As at 31st March 2026	Proportion of Ownership As at 31st March 2025
Mahindra Top Greenhouses Private limited (MTGPL)*	Nashik, India.	**60%**	60%

* MTGPL - Business of Protected Cultivation Technology products

Additional regulatory information

NOTE NO. 34A - RATIO ANALYSIS AND ITS ELEMENTS

Ratio	Numerator	Denominator	FY 2026	FY 2025	% Change	Remarks
Debtors Turnover (Days)	Average Debtors	Net Sales	**276**	263	5.1%	No major change
Inventory Turnover (Times)	COGS	Average Inventory	**3.58**	2.91	22.9%	On account of increase in operation and profits of the Company
Debt Service Coverage Ratio	Earnings available for debt service	Debt Service	**7.71**	8.20	-5.9%	No major change
Current Ratio (Times)	Total Current Assets	Total Current Liabilities	**1.74**	2.13	-18.5%	No major change
Debt Equity Ratio (Times)	Debt	Shareholders Equity	**0.24**	0.15	67.4%	Due to increase in current borrowings during the year.
Net Profit Margin (%)	PAT	Net Sales	**4.1%**	2.6%	53.8%	On account of increase in operation and profits of the Company
Return on Equity (%)	PAT	Net Worth	**7.1%**	4.4%	61.7%	On account of increase in operation and profits of the Company
Trade Payable Turnover (Days)	Average Trade Payables	Net Purchases	**226**	201	12.8%	No major change
Return on Capital employed	EBIT	Capital Employed	**9.6%**	6.6%	46.3%	On account of increase in operation and profits of the Company
Working Capital Turnover Ratio	Net Sales	Average Working Capital	**2.55**	2.04	25.2%	On account of increase in operation and profits of the Company
Return on Investments	Income generated from invested fund	Average invested funds in treasury investment	**5.8%**	6.2%	-6.8%	No major change

NOTE NO. 34B - ADDITIONAL REGULATORY INFORMATION

(i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.

(ii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(iii) The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(iv) The Company has neither declared nor paid any dividend during the year.

(v) The Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(vi) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(vii) The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(viii) The Company has reviewed the transactions to identify if there are any transactions with struck off companies. To the extent information is available, there are no such transactions.

(ix) The company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(x) The Company has borrowings from banks and financial institutions on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Company with banks and financial institutions are in agreement with the books of accounts.

NOTE NO. 35 - DISCLOSURE UNDER RULE 11(E) OF THE COMPANIES RULES 2014

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

NOTE NO. 36 - EXCEPTIONAL ITEMS

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively “new Labour Codes”) - consolidating 29 existing labour laws. In accordance with the new Labour Codes, the Company has estimated the incremental impact on retiral benefits to be Rs. 2 Crore. This has been presented under “Exceptional Items” in the standalone statement of profit and loss. The Company continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications/ additional guidance from authorities and will continue to assess the accounting implications, basis such developments/guidance.

NOTE NO. 37 - APPROVAL OF STANDALONE FINANCIAL STATEMENTS

The standalone financial statements of the Company were approved by the Board of Directors and authorised for issue on April 21, 2026.

In terms of our report attached

For **B S R & Co. LLP**
Chartered Accountants
Firm’s Registration No : 101248W/W-100022

Sucheta Kolhatkar
Partner
Membership no. 114192

Place: Nashik
Date: April 21, 2026

For and on behalf of the Board of Directors

Ramesh Ramachandran
Managing Director
DIN-09562621
Place: Nashik

Ami Goda
Director
DIN-09136149
Place: Nashik

Abhijit Page
Chief Executive Officer
Place: Nashik

Giriraj Mohta
Chief Financial Officer
Place: Nashik

R. V. Nawghare
Company Secretary
Membership no. A8458
Place: Nashik
Date: April 21, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Mahindra Top Greenhouses Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Mahindra Top Greenhouses Private Limited** (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India relating to the liquidation basis of accounting, of the state of affairs of the Company as at 31 March 2026, and its loss and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Emphasis of Matter(s)

a. We draw attention to Note 13 to the financial statements, which explains that in view of decision of the Board of Directors of the Company to discontinue company's business operations, the going concern assumption is not appropriate for the preparation of financial statements of the Company as at and for the year ended 31 March 2026. Accordingly, the financial statements of the Company have been prepared on a liquidation basis i.e. assets are measured at lower of carrying amount and estimated net realisable values and liabilities are stated at their estimated settlement amounts in the financial statements.

   Our opinion is not modified in respect of this matter.

Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India relating to the liquidation basis of accounting, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing

an opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern. In the present case, liquidation basis of accounting has been used since the Management and Board of Directors have concluded that the use of going concern basis is not appropriate in the facts and circumstances as stated in Note 13.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope Page 2 of 4 and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

Report on Other Legal and Regulatory Requirements

1. The report does not include a statement on the matters specified on paragraphs 3 and 4 of the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, since in our opinion and according to the information and explanations given to us, the said Order is not applicable to the Company.

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

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

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

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

   d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act as applicable to liquidation basis of accounting.

   e. The matter that financial statements have been prepared on a liquidation basis as described in the Emphasis of Matter paragraph above, in our opinion, has an adverse effect on the functioning of the Company.

   f. On the basis of the written representations received from the directors as on 1 April, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   g. The Company has been exempted from the requirement of its auditor reporting on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls (clause (i) of Section 143(3)).

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

   a. The Company does not have any pending litigations which would impact its financial position.

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

   c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

   d (i) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 14(C) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other

persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 14(C) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11 (e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the Company is not a public company. Accordingly, the provisions of Section 197 of the Act are not applicable to the Company. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Sucheta Kolhatkar
Partner
Membership No.: 114192
ICAI UDIN: 26114192QNKNFE2285

Place: Nashik

Date: 21 April 2026

BALANCE SHEET AS AT MARCH 31, 2026

Rs. in Lakhs

	Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
	ASSETS			
I	**CURRENT ASSETS**			
	(a) Financial Assets			
	(i) Cash and Cash Equivalents	2 (a)	**3.08**	1.42
	(ii) Other Bank Balances	2 (b)	**–**	4.26
	Total Current Assets		**3.08**	5.68
II	**Total Assets**		**3.08**	5.68
	EQUITY AND LIABILITIES			
III	**EQUITY**			
	(a) Equity Share Capital	3	**300.00**	300.00
	(b) Other Equity		**(297.29)**	(295.60)
	Total Equity		**2.71**	4.40
V	**CURRENT LIABILITIES**			
	(a) Financial Liabilities			
	(i) Trade Payables			
	a) total outstanding dues of micro and small enterprises			
	b) total outstanding dues of creditors other than micro and small enterprises	4	**0.37**	1.28
	Total Current Liabilities		**0.37**	1.28
VI	**Total Liabilities (V+VI)**		**0.37**	1.28
VII	**Total Equity and Liabilities (IV+VII)**		**3.08**	5.68
	The accompanying notes 1 to 15 are an integral part of the Financial Statements	1-15		

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No : 101248W/W-100022

Sucheta Kolhatkar
Partner
Membership no. 114192

Place : Nashik
Date : April 21, 2026

For and on behalf of the Board of Directors

Giriraj Mohta
Chief Financial Officer

Place : Nashik
Date : April 17, 2026

Abhijit Page
Director
DIN-08797913

Place : Nashik
Date : April 17, 2026

Meghnad Mitra
Director
DIN-01802612

Place : Nashik
Date : April 17, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Lakhs

Particulars		Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
II	Other Income	5	**0.16**	0.39
III	**Total Income (I+II)**		**0.16**	0.39
IV	**EXPENSES**			
	(d) Other expenses	6	**1.85**	2.42
	Total Expenses (IV)		**1.85**	2.42
V	**Loss before tax (III-IV)**		**(1.69)**	(2.03)
VI	**Tax Expense**		**–**	–
VII	**Loss after tax for the period (V-VI)**		**(1.69)**	(2.03)
VIII	**Other comprehensive income**		**–**	–
IX	**Loss for the year (VII+VIII)**		**(1.69)**	(2.03)
X	**Earnings per equity share**			
	Basic and Diluted (Face value Rs. 10 per share)	7	**(0.06)**	(0.07)
	The accompanying notes 1 to 15 are an integral part of the Financial Statements	1-15		

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No : 101248W/W-100022

Sucheta Kolhatkar
Partner
Membership no. 114192

Place : Nashik
Date : April 21, 2026

For and on behalf of the Board of Directors

Giriraj Mohta
Chief Financial Officer

Place : Nashik
Date : April 17, 2026

Abhijit Page
Director
DIN-08797913

Place : Nashik
Date : April 17, 2026

Meghnad Mitra
Director
DIN-01802612

Place : Nashik
Date : April 17, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Lakhs

Particulars		For the year ended March 31, 2026	For the year ended March 31, 2025
Cash flow from operating activities			
Loss before tax for the year		**(1.69)**	(2.03)
Adjustments for:			
Interest Income		**(0.16)**	(0.09)
		(1.85)	(2.12)
Movements in working capital:			
(Decrease) in trade receivables		**(0.91)**	(1.93)
(Decrease) in other Financial and Non financial current liabilities		**–**	(0.12)
		(0.91)	(2.05)
Cash used in operations		**(2.76)**	(4.17)
Net cash (used) in operating activities		**(2.76)**	(4.17)
Cash flows from investing activities			
Fixed deposits matured during the year		**4.26**	–
Interest received		**0.16**	0.09
Net cash generated from investing activities		**4.42**	0.09
Net decrease in cash and cash equivalents		**1.66**	(4.08)
Cash and cash equivalents at the beginning of the year	(Note No. 2 (a))	**1.42**	5.50
Cash and cash equivalents at the end of the year		**3.08**	1.42
The accompanying notes 1 to 15 are an integral part of the Financial Statements	1-15		

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No : 101248W/W-100022

Sucheta Kolhatkar
Partner
Membership no. 114192

Place : Nashik
Date : April 21, 2026

For and on behalf of the Board of Directors

Giriraj Mohta
Chief Financial Officer

Place : Nashik
Date : April 17, 2026

Abhijit Page
Director
DIN-08797913

Place : Nashik
Date : April 17, 2026

Meghnad Mitra
Director
DIN-01802612

Place : Nashik
Date : April 17, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Lakhs

A. Equity share capital	No. of Equity Shares	Total
As at March 31, 2024	3,000,000.00	300.00
Restated Balance as at March 31 2024	**3,000,000.00**	**300.00**
Issue of equity shares	–	–
As at March 31, 2025	**3,000,000.00**	**300.00**
Restated Balance as at March 31 2025	**3,000,000.00**	**300.00**
Issue of equity shares	–	–
As at March 31, 2026	**3,000,000.00**	**300.00**

B. Other Equity

Rs. in Lakhs

Particulars	Retained Earnings	Total
Balance as at March 31, 2024	**(293.57)**	**(293.57)**
Loss for the year	(2.03)	(2.03)
Balance as at March 31, 2025	**(295.60)**	**(295.60)**
Loss for the year	(1.69)	(1.69)
Balance as at March 31, 2026	**(297.29)**	**(295.60)**

See accompanying notes to the financials statements. 1-24

Retained earnings: Retained earnings comprises of accumulated balance of profits/(losses) of current and prior years.

The reserve can be utilized or distributed by the Company in accordance with the provisions of the Companies Act, 2013.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No : 101248W/W-100022

Sucheta Kolhatkar
Partner
Membership no. 114192

Place : Nashik
Date : April 21, 2026

For and on behalf of the Board of Directors

Giriraj Mohta
Chief Financial Officer

Place : Nashik
Date : April 17, 2026

Abhijit Page
Director
DIN-08797913

Place : Nashik
Date : April 17, 2026

Meghnad Mitra
Director
DIN-01802612

Place : Nashik
Date : April 17, 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 1 - Corporate information and material accounting policies

A. Corporate Information

Mahindra Top Greenhouses Private Limited was incorporated on November 16, 2018 under the Companies Act, 2013. It is engaged in the business of Protected cultivation Technology products. The Company is a joint venture of Mahindra EPC Irrigation Limited and Top Greenhouses Ltd., Israel.

B. Statement of compliance

i) The financial statements have been prepared on liquidation basis as the going concern assumption is no longer appropriate. Refer note 13 on Going Concern.

ii) The company does not have an intention to carry out operations and hence the going concern assumption is no longer appropriate. Thus, the financial statements are prepared and presented under liquidation basis of accounting whereby the carrying values of all assets have been stated at their realizable value and all liabilities have been stated at their settlement values as at 31 March 2025 and 31 March 2026.

iii) These financial statements were approved by the Company's Board of Directors and authorised for issue on 17 April 2026.

C. Basis of preparation and presentation

The financial statements have been prepared on liquidation basis as the going concern assumption is no longer appropriate. Refer Note 13 on going concern.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such basis.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

D. Functional and presentation currency

These financial statements are presented in Indian Rupees ('Rupees') which is also the Company's functional currency. All amounts are rounded-off to the nearest rupee in lakhs (two decimals), unless otherwise indicated.

E. Other income:

Interest income from a financial asset is accrued on a time basis, by reference to the principal outstanding and the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

These income are recognised when it is probable that the economic benefit will flow to the Company and the amount of income can be measured reliably.

F. Financial instruments:

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Classification and subsequent measurement

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification of financial assets:

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All other financial assets are subsequently measured at fair value.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (contd.)

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

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item.

Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, other contractual rights to receive cash or other financial asset.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 115, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities subsequently measured at amortised cost:

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities:

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

G. Use of judgements and estimates

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income, expenses and the disclosures of contingent assets and liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an on going basis. Revisions to estimates are recognised prospectively.

Following are areas that involved a higher degree of estimate and judgement or complexity in the carrying amount of some assets and liabilities.

– Provision for warranty claims (Refer Note 9)

– Going Concern (Refer Note 13)

Detailed information about each of these estimates and judgements that have a significant risk of resulting in material adjustment within the next financial year is included in relevant notes for the above items.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (contd.)

Note No. 2 (a) - Cash and Cash Equivalents

Particulars	As at March 31, 2026	As at March 31, 2025
		Rs. in Lakhs
Cash and cash equivalents		
Balance with bank		
- Current Accounts	**3.08**	1.42
Total Cash and cash equivalents	**3.08**	1.42

Note No. 2 (b) - Other Bank Balances

Particulars	As at March 31, 2026	As at March 31, 2025
		Rs. in Lakhs
Other Bank Balances		
- Interest accrued on deposits	**–**	0.51
- Fixed Deposits with original maturity more than 3 months but less than 12 months*	**–**	3.75
Total Other Bank Balances	**–**	4.26

* The company has a lien on its bank deposits aggregating to NIL (31st March 2025 Rs. 3.75 lakhs).

Note No. 3 - Equity Share Capital

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Rs. in Lakhs	No. of shares	Rs. in Lakhs
Authorised				
Equity shares of Rs. 10 each	**3,000,000**	**300.00**	3,000,000	300.00
Issued				
Equity shares of Rs. 10 each	**3,000,000**	**300.00**	3,000,000	300.00
Subscribed and fully paid up				
Equity shares of Rs. 10 each	**3,000,000**	**300.00**	3,000,000	300.00
Total	**3,000,000**	**300.00**	3,000,000	300.00

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

Particulars		Opening Balance	Issued during the year	Closing Balance
				Rs. in Lakhs
Equity shares	**No. of Shares**	**3,000,000**	–	3,000,000
	Amount	**300.00**	–	300.00

Rights, preferences and restrictions attached to equity shares

The Company is having only one class of equity shares having par value of Rs. 10 each. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

(ii) Details of shares held by each promoter at the end of the year:

31 March 2026

Name of promoter	As at March 31, 2026		As at March 31, 2025		
	Number of shares	% of shares	Number of shares	% of shares	% Change
Equity shares					
Mahindra EPC Irrigation Limited	**1,800,000**	**60.00%**	1,800,000	60.00%	0.0%
Top Greenhouses Limited, Israel	**1,200,000**	**40.00%**	1,200,000	40.00%	0.0%

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (contd.)

31 March 2025

Name of promoter	As at March 31, 2025 Number of shares	% of shares	As at March 31, 2024 Number of shares	% of shares	% Change
Equity shares					
Mahindra EPC Irrigation Limited	**1,800,000**	**60.00%**	1,800,000	60.00%	0.0%
Top Greenhouses Limited, Israel	**1,200,000**	**40.00%**	1,200,000	40.00%	0.0%

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at March 31, 2026 Number of shares held	% holding in that class of shares	As at March 31, 2025 Number of shares held	% holding in that class of shares
Authorised				
Mahindra EPC Irrigation Limited	**1,800,000**	**60.00%**	1,800,000	60.00%
Top Greenhouses Limited, Israel	**1,200,000**	**40.00%**	1,200,000	40.00%

Note No. 4 - Trade Payables

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Trade payable - Micro and small enterprises		
Trade payable - Other than micro and small enterprises		
Unbilled dues (Accrued Expenses)	**0.37**	1.28
Total	**0.37**	1.28
Disclosures required under section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 are as below:		
(a) Dues remaining unpaid as at March 31		
Principal	**–**	–
Interest on the above	**–**	–
(b) Interest paid in terms of Section 16 of the Act, along with the amount of payment made to the supplier beyond the appointed day during the period	**–**	–
Principal paid beyond the appointed date	**–**	–
Interest paid in terms of Section 16 of the Act	**–**	–
(c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the period	**–**	–
(d) Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises	**–**	–
(e) Amount of interest accrued and remaining unpaid as at March 31	**–**	–
Due to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.		

Note No. 4 - Trade payables Ageing Schedule

Ageing for trade payable outstanding as at March 31, 2026 is as follows:

Rs. in Lakhs

Sr. No.	Particulars	Outstanding for following periods from due date of payment: Less than 1 year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
i	MSME	**–**	**–**	**–**	**–**	**–**
ii	Others	**–**	**–**	**–**	**–**	**–**
iii	Disputed dues - MSME	**–**	**–**	**–**	**–**	**–**
iv	Disputed dues - Others	**–**	**–**	**–**	**–**	**–**
	Total	**–**	**–**	**–**	**–**	**–**
v	Unbilled					**0.37**
	Total					**0.37**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (contd.)

Ageing for trade payable outstanding as at March 31, 2025 is as follows :

Rs. in Lakhs

Sr. No.	Particulars	Outstanding for following periods from due date of payment				
		Less than 1 year	1 - 2 Years	2 - 3 Years	More than 3 Years	Total
i	MSME	–	–	–	–	–
ii	Others	–	–	–	–	–
iii	Disputed dues - MSME	–	–	–	–	–
iv	Disputed dues - Others	–	–	–	–	–
	Total	–	–	–	–	–
v	Unbilled					1.28
	Total					1.28

Note No. 5 - Other Income

Rs. in Lakhs

Particulars	**For the year ended March 31, 2025**	For the year ended March 31, 2024
(a) Interest Income - On financial assets carried at amortised cost		
1) Bank deposits	**0.16**	0.09
(b) Interest on Income Tax refunds	**–**	–
(c) Other Income*	**–**	0.30
Total	**0.16**	0.39

* Other Income - Excess provision written back

Note No. 6 - Other Expenses

Rs. in Lakhs

Particulars	**For the year ended March 31, 2025**	For the year ended March 31, 2024
Rates and taxes	**0.05**	0.34
Auditors remuneration and out-of-pocket expenses		
(i) As Auditors	**0.25**	2.00
Legal and other professional costs	**0.29**	0.04
Sundry Balances Written Off	**1.26**	0.00
Other General Expenses	**(0.00)**	0.04
Total Other Expenses	**1.85**	2.42

Note No. 7 - Earnings per Share

Rs. in Lakhs

Particulars	**For the year ended March 31, 2025**	For the year ended March 31, 2024
Loss for the year for basic and diluted EPS (Rs. in Lakhs)	**(1.69)**	(2.03)
Weighted average number of Equity shares used in computing basic EPS	**3,000,000**	3,000,000
Weighted average number of equity shares used in computing of diluted EPS	**3,000,000**	3,000,000
Basic and Diluted Earnings per share (Rs.) (Face value of Rs. 10 per share)	**(0.06)**	(0.07)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (contd.)

Note No. 8 - Financial Instruments

I Capital management

The company's capital management objectives are:

- to ensure the company's ability to continue as a going concern.
- to provide an adequate return to shareholders by pricing products and services commensurate with the level of risk.

The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of the statement of financial position.

The Company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

Rs. in Lakhs

Particulars	**March 31, 2026**	March 31, 2025
Equity	**2.71**	4.40
Less: Cash and cash equivalents	**(3.08)**	(1.42)
	(0.37)	2.98

II Categories of financial assets and financial liabilities

Rs. in Lakhs

	As at March 31, 2026			
Particulars	**Amortised Costs**	**FVTPL**	**FVOCI**	**Total**
Current Assets				
Cash and Cash Equivalents	**3.08**	**–**	**–**	**3.08**
Current Liabilities				
Trade Payables	**0.37**	**–**	**–**	**0.37**

Rs. in Lakhs

	As at March 31, 2025			
Particulars	Amortised Costs	FVTPL	FVOCI	Total
Current Assets				
Cash and Cash Equivalents	1.42	–	–	1.42
Current Liabilities				
Trade Payables	1.28	–	–	1.28

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay, resulting in financial loss to the Company. For parties credit limits are set quarterly. The Company has adopted a policy of only dealing with creditworthy parties and obtaining security cheques, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure and credit worthiness of such parties are continuously monitored.

Cash and cash equivalents and fixed deposits

The Company held cash and cash equivalents with credit worthy banks and financial institutions of Rs. 3.08 lakhs as at 31 March 2026 (31 March 2025: Rs. 1.42 lakhs) and fixed deposits of Rs. NIL lakhs as at 31 March 2026 (31 March 2025: Rs. 3.75 Lakhs)

The cash and cash equivalents and fixed deposit are held with bank and financial institution counterparties, which are rated AA- to AA+, based on CRISIL ratings.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short - medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the Company may be required to pay.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (contd.)

EXPOSURE TO LIQUIDITY RISK

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

31 March 2026	Notes	Carrying amount	Total	Contractual cash flows Payable within 1 year	1-5 years	More than 5 years
Non-derivative financial liabilities						
Trade payables	4	**0.37**	**0.37**	**0.37**	**–**	**–**
		0.37	**0.37**	**0.37**	**–**	**–**

31 March 2025	Notes	Carrying amount	Total	Contractual cash flows Payable within 1 year	1-5 years	More than 5 years
Non-derivative financial liabilities						
Trade payables	4	1.28	1.28	1.28	–	–
		1.28	1.28	1.28	–	–

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Note No. 9 - Related Party Disclosures

Name of the Company	Relationship
Mahindra EPC Irrigation Limited (Formerly known as EPC Industries Limited)	JV Partner
Top Greenhouses Limited	JV Partner
Top Greenhouse Technologies Private Limited	A Subsidiary of Top Greenhouses Limited

Key Managerial Personnel

Meghnad Mitra	Director
Abhijit Page	Director
Asaf Elyahu	Director
Amiram Regev	Director
Giriraj Mohta	CFO

Note No. 10 - Current Tax and Deferred Tax

The company has incurred loss for the period in books as well as per income tax provisions. Considering the company is incurring loss, and non existence of reasonable certainty, therefore company has not recognized deferred tax assets on carry forward losses.

Note No. 11 - Segment

The company operates in only one business segment viz Business of Protected cultivation Technology products and services in India. The information reported to chief operating and decision maker (CODM) (viz Board of Director) for the assessment of performance of business and allocation of resources is under this segment. Accordingly, the company has identified the single segment under 108 – Operating segments.

The company's revenues consists of more than 10% from the one customer during the year 31 March 2026 (NIL) and 31 March 2025 (NIL).

Note No. 12 - Contingent Liabilities and Commitments

There are no Contingent liabilities and Commitments.

Note No. 13 - Going Concern -Assumption

The company does not have an intention to carry out operations and hence the going concern assumption is no longer appropriate. Thus, the financial statements are prepared and presented under liquidation basis of accounting whereby the carrying values of all assets have been stated at their realizable value and all liabilities have been stated at their settlement values as at 31 March 2026.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (contd.)

Note 14 - (A) Additional Regulator Information - Ratio Analysis and its elements

			Ratios			
Ratio	**Numerator**	**Denominator**	**FY 2026**	**FY 2025**	**% Change**	**Reasoning**
Current Ratio (Times)	Current Assets	Current Liabilities	8.3	4.4	87.6%	Fixed Deposit encashed during the year.
Gross Profit Margin (%)	Gross Profit	Net Sales	0.0%	0.0%	25.0%	Not applicable
Return on Equity (%)	Net Profit after Taxes - Preference Dividend (if any)	Average share holders equity	-47.5%	-2.8%	1597.3%	No revenue during the year and hence only expenses represent return on Equity

Note 14 - (B)

(i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.

(ii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(iii) The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(iv) The Company has neither declared nor paid any dividend during the year.

(v) The Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(vi) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

(vii) The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(viii) The Company has reviewed the transactions to identify if there are any transactions with struck off companies. To the extent information is available, there are no such transactions.

(ix) The company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(x) The Company has borrowings from banks and financial institutions on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Company with banks and financial institutions are in agreement with the books of accounts.

Note 14 (C) - Disclosure under Rule 11(e) of the Companies Rules 2014

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note No. 15 - Event occurring after the Reporting period

No material events have occurred between the Balance sheet date and before the approvals of financials statements by Board of Directors.

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No : 101248W/W-100022

Sucheta Kolhatkar
Partner
Membership no. 114192

Place : Nashik
Date : April 21, 2026

For and on behalf of the Board of Directors

Giriraj Mohta
Chief Financial Officer

Place : Nashik
Date : April 17, 2026

Abhijit Page
Director
DIN-08797913

Place : Nashik
Date : April 17, 2026

Meghnad Mitra
Director
DIN-01802612

Place : Nashik
Date : April 17, 2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS MAHINDRA HZPC PRIVATE LIMITED

Report on Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying Standalone financial statements of **Mahindra HZPC Private Limited** ("the Company"), which comprises of the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss (including Other Comprehensive income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the companies (Indian Accounting Standard) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures but does not include the financial statements and our Auditors' Report thereon.

Our opinion on the Standalone Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the company in accordance with accounting principles generally accepted in India, including the accounting standards' specified under section 133 of the Act read with the companies (Indian Accounting Standard) Rules, 2015 as amended ("Ind AS").

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's Report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that the Audit conducted in accordance with Standards on Auditing (SAs) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these Standalone financial statements.

As part of Audit in accordance with Standards on Auditing (SAs), we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanations gives to us, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:
   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
   b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
   c. The Balance Sheet, the Statement of Profit and Loss and including Other Comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account;
   d. In our opinion, the aforesaid Standalone financial statements comply with the Indian Accounting Standards (Ind AS) specified under section 133 of the Act;
   e. On the basis of the written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act;
   f. With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure B. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements;
   g. In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, the provisions of Section 197 of the Act related to managerial remuneration are not applicable,
   h. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of information and according to the explanations given to us:

   i) The Company does not have any pending litigations, which would impact its financial position.

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

   iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

   iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly

lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (”Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities (“Funding Parties“), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (”Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

v) The Company has not declared/paid/declared and paid any dividend during the year.

vi) Based on our examination, which included test checks, the Company has used an accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording trail mail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of the audit, we did not come across any instance of the audit trail feature being tampered with.

For **GMGS & Associates**
Chartered Accountants
Firm Registration No.: 030981N

(CA Krupa A Thakker)
Partner
M. No.: 223896
UDIN: 26223896ZCVSDQ5319
Place: Mumbai
Date: April 13th, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our Report of even date)

i. In respect of Company's Property, plant and equipment and intangible Assets

a) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and relevant details of right-of-use assets. The Company has maintained proper records showing full particulars of intangible assets.

b) The Property, plant and equipment and right-of-use assets are physically verified by the Management once in two years, which, in our opinion, is reasonable having regard to the size of the company and nature of its assets. In accordance with the program, the company has physically verified the property, plant and equipment and right-of-use assets and no material discrepancies were noticed on such verification.

c) Based on the examination of the registered sale deed provided to us, we report that, the title deeds of all the immovable properties of land (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favor of the Company) disclosed in the financial statements included in property, plant and equipment, are held in the name of the Company as at the balance sheet date.

d) The Company has not revalued any of its property, plant and equipment and intangible assets during the year.

e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026, for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

ii. a) According to the information and explanations given to us, the inventory comprising of finished goods, work-in-progress, agricultural produce and packing materials has been physically verified at reasonable intervals by the management during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such verification between the physical inventory and the book records.

b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from banks or financial institutions on the basis of security of current assets during the year, and the quarterly returns or statements filed by the company with bankers are materially in agreement with the unaudited books of accounts as certified by the management.

iii. According to the information and explanations given to us, the Company has not made any investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the company.

iv. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or securities to the parties covered under sections 185 and 186 and hence reporting under clause 3(iv) of the Order is not applicable to the company.

v. According to the information and explanations given to us, the Company has not accepted any deposit or amounts under section 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Hence, reporting under clause 3(v) of the Order is not applicable to the company.

vi. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company and hence the reporting under Clause 3(vi) of the Order is not applicable to the Company.

vii. In respect of statutory dues:

a) According to the information and explanations given to us, and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

viii. According to the information and explanations given to us, there were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 and hence reporting under clause 3(viii) of the Order is not applicable to the company.

ix. a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

b) According to the information and explanations given to us, the company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

c) According to the information and explanations given to us and based on the audit procedure performed by us, the company has not availed any term loans during the year and hence reporting under clause 3(ix)(c) of the Order is not applicable to the company.

d) In our opinion and according to the information and explanations given to us and on an overall examination of the Standalone Financial Statements of the Company, funds raised on short-term basis have, prima facie, not been used during the year for long-term purposes by the Company.

e) The company does not have any subsidiaries, joint ventures or associates and hence reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the company.

x. a) According to the information and explanations given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable to the company.

b) According to the information and explanations given to us, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) during the year and hence reporting under clause 3(x)(b) of the Order is not applicable to the company.

xi. a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the company.

c) As represented to us by the Management, there were no whistle-blower complaints received by the Company during the year.

xii. The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable to the company.

xiii. In our opinion and according to the information and explanations given to us, the company is in compliance with section 188 of the Act with respect to the applicable transactions with the related parties and the details of related party transactions that have been disclosed in the Standalone financial statements as required by the applicable accounting standards. The Company is a private company and hence the provisions of section 177 of the Companies Act, 2013 are not applicable to the Company.

xiv. a) In our opinion and based on our examination, the company does not have an internal audit system and is not required to have an internal audit system as per the provision of the Act.

b) The company did not have an internal audit system for the period under audit.

xv. According to the information and explanation give to us, the Company has not entered into any non-cash transactions with its directors or persons connected with its directors during the year and hence provisions of section 192 of the Act are not applicable to the Company, and hence reporting under clause 3(xv) of the Order is not applicable to the company.

xvi. (a) In our opinion. the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a) and (b) of the Order is not applicable to the company.

(b) In our opinion, the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, and hence the reporting under Clauses 3(xvi)(c) and 3(xvi)(d) of the Order is not applicable to the Company.

xvii. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year, and hence the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

xviii. There has been no resignation of the statutory auditors of the company during the year and hence reporting under Clause 3(xviii) of the Order is not applicable to the company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

xx. There are no unspent amounts towards Corporate Social Responsibility (CSR) under section 135(5) of the Act which are required to be transferred to the special account and hence reporting under clause 3(xx) (a) and (b) of the Order is not applicable to the company.

xxi. The reporting under clause 3 (xxi) of the Order is not applicable in respect of audit of Standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **GMGS & Associates**
Chartered Accountants
Firm Registration No.: 030981N

(CA Krupa A Thakker)
Partner
M. No.: 223896
UDIN: 26223896ZCVSDQ5319
Place: Mumbai
Date: April 13th, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 (f) under 'Report on other legal and regulatory requirements' section of our report of even date)

Report on the Internal Financial Controls under clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **Mahindra HZPC Private Limited** ("the Company") as of March 31, 2026, in conjunction with our audit of the Standalone financial statements of the Company for the year ended on that date.

Management's responsibility for internal financial controls

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

Auditors' responsibility

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

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

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

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent limitations of Internal financial controls with reference to financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements reporting and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **GMGS & Associates**
Chartered Accountants
Firm Registration No.: 030981N

(CA Krupa A Thakker)
Partner
M. No.: 223896
UDIN: 26223896ZCVSDQ5319
Place: Mumbai
Date: April 13th, 2026

BALANCE SHEET AS AT MARCH 31, 2026

(₹ in Lacs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
1 Non-current assets			
(a) Property, Plant and Equipment	3	**3,547.17**	3,575.04
(b) Capital work-in-progress	4	**114.68**	132.19
(c) Intangible Assets	5	**–**	–
(d) Financial Assets			
(i) Security Deposit	6	**7.53**	7.52
Total Non - current assets		**3,669.38**	3,714.75
2 Current assets			
(a) Inventories	7	**7,849.57**	5,672.17
(b) Financial Assets			
(i) Trade receivables	8	**133.31**	94.67
(ii) Cash and cash equivalents	9	**0.11**	0.01
(c) Current Tax Assets	10	**11.68**	11.10
(d) Other current assets	11	**171.67**	223.75
Total current assets		**8,166.33**	6,001.70
Total Assets		**11,835.71**	9,716.45
EQUITY AND LIABILITIES			
1 Equity			
(a) Equity Share capital	12	**4,964.00**	4,964.00
(b) Other Equity	12.2	**(2,264.93)**	(2,921.88)
Total equity		**2,699.07**	2,042.12
LIABILITIES			
2 Non-current liabilities			
(a) Provisions	13	**90.27**	68.76
(b) Lease liabilities	3.1	**1,619.12**	1,823.63
Total non-current liabilities		**1,709.39**	1,892.39
3 Current liabilities			
(a) Financial Liabilities			
(i) Short Term Borrowings	14	**1,599.00**	1,223.35
(ii) Trade payables	15		
Total outstanding dues of micro enterprises and small enterprises		**57.76**	60.35
Total outstanding dues of creditors other than micro enterprises and small enterprises		**4,143.71**	2,952.34
(iii) Other financial liabilities	16	**1.27**	2.04
(b) Provisions	13	**42.94**	16.38
(c) Lease Liability	3.1	**201.58**	127.94
(d) Other current liabilities	17	**1,381.00**	1,399.53
Total current liabilities		**7,427.26**	5,781.94
Total equity and liabilities		**11,835.71**	9,716.45

The accompanying notes 1 to 35 are an integral part of the financial statements.

As per our report of even date
For GMGS & Associates
Chartered Accountants
Firm Registration No. 030981N

Krupa A Thakker
Partner
Membership No. 223896
Place: Mumbai
Date : April 13, 2026

Davinder Singh Dosanjh
Chief Executive Officer

For and on behalf of the Board of Directors of
Mahindra HZPC Private Limited
CIN: U01403MH2013PTC242474

Ramesh Ramachandran
Director
(DIN: 09562621)

Ami Goda
Director
(DIN: 09136149)

Devansh Taneja
Chief Financial Officer
(Membership no. 525214)

Himanshu Patel
Company Secretary
(Membership No. 78319)

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

(₹ in Lacs)

Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
INCOME			
I Revenue from operations	18	**9,368.21**	8,666.19
II Other Income	19	**52.21**	28.40
III Total Income (I + II)		**9,420.42**	8,694.59
IV EXPENSES			
(a) Purchases of stock-in-trade	20(a)	**5,924.99**	4,629.18
(b) Changes in inventories of stock-in-trade and work-in-progress	20(b)	**(2,294.87)**	(1,187.51)
(c) Cost of packing materials consumed	20(c)	**203.92**	118.49
(d) Employee benefits expense	21	**869.67**	815.54
(e) Finance costs	22	**312.09**	324.78
(f) Depreciation and amortisation expense	3	**373.88**	347.39
(g) Other expenses	23	**3,372.15**	2,594.73
Total expenses (IV)		**8,761.83**	7,642.60
V Profit before tax (III - IV)		**658.59**	1,051.99
VI Tax expense			
(1) Current tax		**3.39**	–
(2) Deferred tax	24	**–**	–
Total tax expense		**3.39**	–
VII Profit for the year (VII - VIII)		**655.20**	1,051.99
VIII Other Comprehensive Income			
(i) Items that will not be recycled to profit or loss			
(a) Remeasurements gain of the defined benefit plan	25	**2.32**	4.92
(ii) Income tax relating to items that will not be reclassified to profit or loss		**(0.58)**	(1.24)
B (i) Items that may be reclassified to profit or loss		**–**	–
(ii) Income tax on items that may be reclassified to profit or loss		**–**	–
(b) Income tax on above		**–**	–
IX Total Comprehensive Income for the year (IX + X)		**656.94**	1,055.67
X Earnings per equity share			
(1) Basic	26	**1.32**	2.12
(2) Diluted		**1.32**	2.12

The accompanying notes 1 to 35 are an integral part of the financial statements.

As per our report of even date
For GMGS & Associates
Chartered Accountants
Firm Registration No. 030981N

Krupa A Thakker
Partner
Membership No. 223896
Place: Mumbai
Date : April 13, 2026

Davinder Singh Dosanjh
Chief Executive Officer

For and on behalf of the Board of Directors of
Mahindra HZPC Private Limited
CIN: U01403MH2013PTC242474

Ramesh Ramachandran
Director
(DIN: 09562621)

Ami Goda
Director
(DIN: 09136149)

Devansh Taneja
Chief Financial Officer
(Membership no. 525214)

Himanshu Patel
Company Secretary
(Membership No. 78319)

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026

(₹ in Lacs)

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
A. Cash flow from operating activities		
Profit before tax	**658.59**	1,051.99
Adjustments for:		
Interest on deposit with bank	**(16.32)**	(16.32)
Interest expenses on borrowings/Lease	**312.09**	324.78
Profit on sale of mutual fund units	**(13.47)**	–
Gain on Lease modification	**(14.39)**	–
Gain on foreign currency transactions	**(2.94)**	–
Actuarial Gain recognised in the year (employee benefit)	**1.74**	3.68
Profit on sale of property, plant and equipment (net)	**(1.28)**	(3.20)
Provision / (reversal) for credit loss allowance	**–**	–
Depreciation and amortisation expense	**373.88**	347.39
Operating Profit before working capital changes	**1,297.90**	1,708.32
Adjustments for:		
Decrease/(Increase) in trade receivables	**(38.64)**	(19.00)
Decrease/(Increase) in inventories	**(2,177.40)**	(1,339.95)
Decrease/(Increase) in other assets	**52.07**	(20.49)
(Decrease)/Increase in trade and other payables	**1,169.03**	645.70
(Decrease)/Increase in provisions	**48.07**	12.17
	(946.86)	(721.57)
Cash generated from operations	**351.04**	986.75
Income tax paid	**(0.58)**	(7.99)
Net cash from/(used in) operating activities	**350.46**	978.76
B. Cash flow from investing activities		
Purchase of property, plant and equipment	**(379.77)**	(606.30)
Proceeds from sale of property, plant and equipment	**1.73**	6.74
Purchase of mutual funds	**(2,265.00)**	–
Sale of mutual funds	**2,278.47**	–
Interest received on fixed deposits with bank	**16.32**	16.32
Net cash (used in)/from investing activities	**(348.25)**	(583.25)
C. Cash flow from financing activities		
(Repayment of)/Proceeds from borrowings	**375.65**	(158.93)
Payments for the principal portion of the lease liability	**(65.67)**	(12.52)
Payments for the interest portion of the lease liability	**(198.69)**	(115.72)
Interest paid	**(113.40)**	(108.34)
Net cash (used in)/from financing activities	**(2.11)**	(395.51)
Net changes in cash and cash equivalents	**0.10**	–
Cash and cash equivalents at the beginning of the year	**0.01**	0.01
Cash and cash equivalents at the end of the year (Refer Note 9)	**0.11**	0.01

Note: The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS-7) - Statement of Cash Flows.

As per our report of even date

For GMGS & Associates
Chartered Accountants
Firm Registration No. 030981N

Krupa A Thakker
Partner
Membership No. 223896
Place: Mumbai
Date : April 13, 2026

Davinder Singh Dosanjh
Chief Executive Officer

For and on behalf of the Board of Directors of

Mahindra HZPC Private Limited
CIN: U01403MH2013PTC242474

Ramesh Ramachandran
Director
(DIN: 09562621)

Ami Goda
Director
(DIN: 09136149)

Devansh Taneja
Chief Financial Officer
(Membership no. 525214)

Himanshu Patel
Company Secretary
(Membership No. 78319)

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

(₹ in Lacs)

Particulars	Equity Share Capital	Securities Premium	Retained Earnings	Other Comprehensive Income	Total
Balance at the beginning of the year - April 1, 2025	**4,964.00**	**667.60**	**(3,603.01)**	**13.53**	**2,042.12**
Proceeds from Issue during the year	–	–	–	–	–
Profit for the year	–	–	655.20	–	655.20
Remeasurements gain of the defined benefit plan, net of taxes	–	–	–	1.74	1.74
Balance at the end of the year - March 31, 2026	**4,964.00**	**667.60**	**(2,947.80)**	**15.27**	**2,699.07**

(₹ in Lacs)

Particulars	Equity Share Capital	Securities Premium	Retained Earnings	Other Comprehensive Income	Total
Balance at the beginning of the year - April 1, 2024	**4,964.00**	**667.60**	**(4,654.99)**	**9.85**	**986.46**
Proceeds from Issue during the year	–	–	–	–	–
Profit for the year	–	–	1,051.99	–	1,051.99
Remeasurements gain of the defined benefit plan, net of taxes	–	–	–	3.68	3.68
Balance at the end of the year - March 31, 2025	**4,964.00**	**667.60**	**(3,603.01)**	**13.53**	**2,042.12**

The accompanying notes 1 to 35 are an integral part of the financial statements.

As per our report of even date
For GMGS & Associates
Chartered Accountants
Firm Registration No. 030981N

Krupa A Thakker
Partner
Membership No. 223896
Place: Mumbai
Date : April 13, 2026

Davinder Singh Dosanjh
Chief Executive Officer

For and on behalf of the Board of Directors of
Mahindra HZPC Private Limited
CIN: U01403MH2013PTC242474

Ramesh Ramachandran
Director
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Director
(DIN: 09136149)

Devansh Taneja
Chief Financial Officer
(Membership no. 525214)

Himanshu Patel
Company Secretary
(Membership No. 78319)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

1 Corporate Information

Mahindra HZPC Private Limited (Joint Venture with HZPC) is engaged in the business of contract growing, corporate farming, wholesale, retail trading of potato seeds, minitubers, table potato and processing potato, tissue culture plants and services.

2 Material Accounting Policies

Statement of compliance

The Company's financial statements have been prepared in accordance with the provisions of the Companies Act, 2013 and the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended, issued by Ministry of Corporate Affairs under Section 133 of Companies Act, 2013.

2.1 Basis of preparation and presentation

The financial statements have been prepared on the historical cost basis except defined benefit plans - plan assets which has been fair valued. The financial statements of the Company have been prepared to comply with the Indian Accounting standards ('Ind AS'), including the rules notified under the relevant provisions of the Companies Act, 2013.

Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the Company operates (the "functional currency"). The financial statements are presented in Indian Rupees (₹), which is the Company's functional and presentation currency. All amounts in the financial statements are rounded off to the nearest rupee, unless otherwise stated.

2.2 Operating Cycle

All assets and liabilities are classified as current or non-current as per the Company's normal operating cycle (1 year) and other criteria set out in the Schedule III to the Companies Act, 2013 and Ind AS 1 - Presentation of Financial Statements based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

2.3 Revenue recognition

"The Ministry of Corporate Affairs notified Ind AS 115 "Revenue from Contracts with Customers" in respect of accounting periods commencing on or after April 1, 2018, superseding Ind AS 11 "Construction Contracts" and Ind AS 18 "Revenue".

The Company's current revenue recognition policy is aligned to the principles enunciated in Ind AS 115 which is effective from April 1, 2018.

Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration (transaction price) expected to receive in exchange for those products or services.

The core principle of Ind AS 115 is that an entity should recognise revenue to depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services. Specifically, the standard introduces a 5-step approach to revenue recognition:

- Step 1: Identify the contract(s) with a customer
- Step 2: Identify the performance obligation in contract
- Step 3: Determine the transaction price
- Step 4: Allocate the transaction price to the performance obligations in the contract
- Step 5: Recognise revenue when (or as) the entity satisfies a performance obligation

Under Ind AS 115, an entity recognises revenue when (or as) a performance obligation is satisfied, i.e. when 'control' of the goods or services underlying the particular performance obligation is transferred to the customer.

2.3.1 Sale of goods"

Revenue from the sale of goods is recognised upon transfer of control of promised products to customers in an amount that reflects the consideration (transaction price) expected to receive in exchange for those products, at which time all the following conditions are satisfied:

- the company has transferred to the buyer the control of promised products to customers;
- the company has identified the contract with customer and performance obligation in the contract;
- the amount of revenue can be measured reliably;
- revenue is recognised when the division satisfy the performance obligation
- it is probable that the economic benefits associated with the transaction will flow to the company; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

2.3.2 Interest Income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.3.3 Other Income

Other items of income are accounted as and when the right to receive such income arises and it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

The financial statements are prepared on the accrual basis of accounting. Notwithstanding this, other income in the nature of licence fees is recognized on a cash basis, as uncertainties exist with respect to ultimate collection and the amounts cannot be measured reliably for recognition as receivables at the reporting date.

2.4 Borrowing costs

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

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.5 Employee benefits

Short Term Employee Benefits

The undiscounted amount of short term employee benefits expected to be paid in exchange for the services rendered by employees are recognised as an expense during the period when the employees render the services.

Post-Employment Benefits

Defined Contribution Plans

A defined contribution plan is a post-employment benefit plan under which the Company pays specified contributions to a separate entity. The Company makes specified monthly contributions towards Provident Fund, Superannuation Fund and Pension Scheme. The Company's contribution is recognised as an expense in the Statement of Profit and Loss during the period in which the employee renders the related service.

Defined Benefit Plans

The Company pays gratuity to the employees whoever has completed five years of service with the Company at the time of resignation/

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

superannuation. The gratuity is paid @15 days salary for every completed year of service as per the Payment of Gratuity Act 1972.

The liability in respect of gratuity and other post-employment benefits is calculated using the Projected Unit Credit Method and spread over the period during which the benefit is expected to be derived from employees' services. Re-measurement of defined benefit plans in respect of post-employment are charged to the Other Comprehensive Income."

2.5.1 Employee Share based compensation

Certain employees of the company / holding company on deputation are covered under the stock option plans of the holding company. These plans are assessed, managed and administered by the holding company.

The fair value of options granted under the Employee stock Option scheme applicable to eligible employees of the Company is charged in the statement of Profit and loss on a straight line basis over the service period / option vesting period with a corresponding increase in equity net of reimbursements, if any."

2.6 Taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in Statement of Profit and Loss, except to the extent that it relates to items recognised in the comprehensive income or in equity. In which case, the tax is also recognised in other comprehensive income or equity.

Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted at the Balance sheet date.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The carrying amount of Deferred tax liabilities and assets are reviewed at the end of each reporting period."

2.7 Property, plant and equipment

Property, plant and equipment are stated at cost, net of recoverable taxes, trade discount and rebates less accumulated depreciation and impairment losses, if any. Such cost includes purchase price, borrowing cost and any cost directly attributable to bringing the assets to its working condition for its intended use, net charges on foreign exchange contracts and adjustments arising from exchange rate variations attributable to the assets.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Freehold land is not depreciated.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss. The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

As per company policy, thresthold limit for capitalisation depends on nature of purchase and Asset.

2.7.1 Intangible Assets:

Intangible Assets are stated at cost of acquisition net of recoverable taxes, trade discount and rebates less accumulated amortisation/ depletion and impairment loss, if any. Such cost includes purchase price, borrowing costs, and any cost directly attributable to bringing the asset to its working condition for the intended use.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the Statement of Profit and Loss when the asset is derecognised. Intangible assets are amortized over the period of five years.

2.7.2 Impairment of non-financial assets - property, plant and equipment and intangible assets:

The Company assesses at each reporting date as to whether there is any indication that any property, plant and equipment and intangible assets may be impaired. If any such indication exists the recoverable amount of an asset is estimated to determine the extent of impairment, if any.

An impairment loss is recognised in the Statement of Profit and Loss to the extent, asset's carrying amount exceeds its recoverable amount. The recoverable amount is higher of an asset's fair value less cost of disposal and value in use. Value in use is based on the estimated future cash flows, discounted to their present value using pre-tax discount rate that reflects current market assessments of the time value of money and risk specific to the assets.

The impairment loss recognised in prior accounting period is reversed if there has been a change in the estimate of recoverable amount."

2.8 Inventories

Inventories are valued as follows:

(a) Raw materials & components and stores & spares

At cost, arrived at on FIFO basis or net realisable value, whichever is lower. Cost comprises expenditure incurred in the normal course of business in bringing such inventories to its present location and condition.

(b) Traded goods

At cost arrived at on FIFO basis or net realisable value, whichever is lower. Costs are determined after deducting rebates and discounts.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and sale.

(c) Agricultural Produce

Agricultural produce is recognized at fair value less costs to sell at the date of harvest. Once harvested, these goods are subsequently accounts for under Ind AS 2 in the same manner as other inventories purchased from third parties.

Obsolete, slow moving and defective inventories are identified from time to time and, where necessary, a provision is made for such inventories.

2.9 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

2.10 Basis for classification of current and Non current assets

The basis for classification of current and non current assets is as per Ind AS 1- Presentation of financial statement

Current and Non current assets

An entity shall classify an asset as current when:

(a) it expects to realise the asset, or intends to sell or consume it, in its normal operating cycle;

(b) it holds the asset primarily for the purpose of trading;

(c) it expects to realise the asset within twelve months after the reporting period; or

(d) the asset is cash or a cash equivalent (as defined in Ind AS 7) unless the asset is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

An entity shall classify all other assets as non-current.

Current and Non current liabilities

An entity shall classify a liability as current when:

(a) it expects to settle the liability in its normal operating cycle;

(b) it holds the liability primarily for the purpose of trading;

(c) the liability is due to be settled within twelve months after the reporting period; or

(d) it does not have an unconditional right to defer settlement of the liability for at least twelve months after the reporting period. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

An entity shall classify all other liabilities as non-current.

2.11 Foreign Currency Transactions

In preparing the financial statements of entity, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. Gains and losses arising out of subsequent fluctuations are accounted for on actual payment or realisation. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise.

2.12 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

2.13 Depreciation / amortisation and useful lives of property plant and equipment / intangible assets

Property, plant and equipment / intangible assets are depreciated / amortised over their estimated useful lives, after taking into account estimated residual value. Management reviews the estimated useful lives and residual values of the assets annually in order to determine the amount of depreciation / amortisation to be recorded during any reporting period. The useful lives and residual values are based on the Company's historical experience with similar assets and take into account anticipated technological changes. The depreciation / amortisation for future periods is revised if there are significant changes from previous estimates.

2.14 Provisions for doubtful debtors

As per applicable credit policy company make a provision for doubtful debtors where outstanding remain unpaid for more than 180 days.

2.15 Biological assets and agricultural produce

The Company's operations include activities which are agricultural in nature and are subject to the recognition, measurements and disclosure requirements of Ind AS 41 - Agriculture. Biological Assets are recognised when the Company controls the assets as a result of past events and it is probable that the future economic benefits associated with the asset will flow to the Company and fair value can be measured reliably. On initial recognition and at the end of each reporting period, the biological assets are measured at fair value less cost to sell. Cost to sell includes the incremental cost to sell including commission to traders, brokers and dealers and estimated cost to transport to the market but excludes finance costs and income taxes. harvested biological assets (i.e. agriculture produce) are transferred to inventory at fair value less costs to sell when harvested.

Cost approximates fair value when little biological transformation has taken place since the costs were originally incurred or the impact of biological transformation on price is not expected to be material. Gains and losses arising on initial recognition of both biological assets and agricultural produce and any subsequent changes in fair value are recognised in the statement of Profit and Loss in the period in which they arise.

Cost for this purpose includes all direct costs incurred up to the stage of production of the respective inventories.

2.16 Earning per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the period. Partly paid equity shares are treated as a fraction of an equity share to the extent that they were entitled to participate in dividends relative to a fully paid equity share during the reporting period.

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

2.17 Critical Accounting Judgements and Key Sources of Estimation Uncertainty

The preparation of financial statements in conformity with IND AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses etc. at the date of financial statements and the reported amounts of revenues and expenses for the year presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

Note No. 3 - Property, Plant & Equipment – estimated useful life

Note No. 5 - Intangible assets – impairment and estimated useful life

Note No. 7 - Fair value measurements and inventory valuation processes

Note No. 18 - Revenue Recognition – satisfaction of performance obligation and price of the performance obligation.

Note No. 29 - Recoverability of trade receivables and determining provision as per ECL model of the Company."

2.18 Leasing

The Company recognise right of use of Asset and a lease liability at the commencement date. The right-of-use asset is initially measured

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

at cost, which comprises the initial amount of lease liability adjusted for any lease payment made at or before the commencement date, plus any initial direct cost incurred and an estimate of cost to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentive received.

The right-of-use asset is subsequently depreciated using the straight line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the company by the end of the lease term or the cost of right-of-use asset reflect that the company will exercise the purchase option. In that case the right-of-use asset will depreciated over the life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain measurements of the lease liability."

2.19 Financial instruments, Financial assets, Financial liabilities and Equity Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the relevant instrument and are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) are added to or deducted from the fair value on initial recognition of financial assets or financial liabilities. Purchase or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognized on the trade date, i.e., the date when the Company commits to purchase or sell the asset

Financial assets

Recognition: Financial assets include Investments, Trade Receivables, Advances, Security Deposits, Cash and cash equivalents. Such assets are initially recognised at transaction price when the Company becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss.

Classification: Management determines the classification of an asset at initial recognition depending on the purpose for which the assets were acquired. The subsequent measurement of financial assets depends on such classification.

Financial assets are classified as those measured at:

(a) amortised cost, where the financial assets are held solely for collection of cash flows arising from payments of principal and / or interest.

(b) fair value through other comprehensive income (FVTOCI), where the financial assets are held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in other comprehensive income.

(c) fair value through profit or loss (FVTPL), where the assets are managed in accordance with an approved investment strategy that triggers purchase and sale decisions based on the fair value of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in the Statement of Profit and Loss in the period in which they arise.

Trade receivables, Advances, Security Deposits, Cash and cash equivalents etc. are classified for measurement at amortised cost while investments may fall under any of the aforesaid classes. However, in respect of particular investments in equity instruments that would otherwise be measured at fair value through profit or loss, an irrevocable election at initial recognition may be made to present subsequent changes in fair value through other comprehensive income.

Impairment: The Company assesses at each reporting date whether a financial asset (or a group of financial assets) such as investments, trade receivables, advances and security deposits held at amortised cost and financial assets that are measured at fair value through other comprehensive income are tested for impairment based on evidence or information that is available without undue cost or effort. Expected credit losses are assessed and loss allowances recognised if the credit quality of the financial asset has deteriorated significantly since initial recognition."

Reclassification: When and only when the business model is changed, the Company shall reclassify all affected financial assets prospectively from the reclassification date as subsequently measured at amortised cost, fair value through other comprehensive income, fair value through profit or loss without restating the previously recognised gains, losses or interest and in terms of the reclassification principles laid down in the Ind AS relating to Financial Instruments.

De-recognition: Financial assets are derecognised when the right to receive cash flows from the assets has expired, or has been transferred, and the Company has transferred substantially all of the risks and rewards of ownership. Concomitantly, if the asset is one that is measured at:

(a) amortised cost, the gain or loss is recognised in the Statement of Profit and Loss;

(b) fair value through other comprehensive income, the cumulative fair value adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative fair value adjustments previously taken to reserves is reclassified within equity.

Income Recognition: Interest income is recognised in the Statement of Profit and Loss using the effective interest method. Dividend income is recognised in the Statement of Profit and Loss when the right to receive dividend is established."

Financial Liabilities

Borrowings, trade payables and other financial liabilities are initially recognised at the value of the respective contractual obligations. They are subsequently measured at amortised cost. Any discount or premium on redemption / settlement is recognised in the Statement of Profit and Loss as finance cost over the life of the liability using the effective interest method and adjusted to the liability figure disclosed in the Balance Sheet.

Financial liabilities are derecognised when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled and on expiry."

Offsetting Financial Instruments

Financial assets and liabilities are offset and the net amount is included in Balance Sheet where there is legally enforceable right to offset the recognised amounts and there is an intension to settle on a net basis or realise the asset and settle the liability simultaneously.

Equity Instruments

Equity instruments are recognised at the value of the proceeds, net of direct costs of the capital issue."

2.20 Government grants

The Company has received grant from District Horticulture Mission Society, Mohali, Punjab. The Company has deducted the grant from the carrying value of the asset. The grant is recognised in the profit and loss over the life of a depreciable asset as a reduced depreciation expense.

2.21 Going Concern

The performance of the Company in term of revenue and profitability is exceeding the budgeted expectations. Further, considering the customer response on new product varieties, order position and advance received from the customers for the next financial year, the Company is confident of its ability to meet the future funds requirements and to continue its business as a going concern.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 3 - Property, Plant and Equipment

(₹ in Lacs)

Description of Assets	Land - Freehold	Building	Plant and Equipment	Electrical Installation and Equipment	Office Equipment	Furniture and Fixtures	Computers	Vehicles	Right of Use Asset-Vehicle	Right of Use Asset-Building	Total
I. Gross Block											
Balance as at April 1, 2025	**321.77**	**832.70**	**1,222.76**	**124.70**	**27.99**	**104.68**	**74.05**	**85.44**	**82.13**	**1,926.33**	**4,802.54**
Additions during the year	–	–	273.40	58.59	8.54	43.73	13.01	–	46.88	–	444.16
Sale during the year	–	–	–	–	–	–	–	(8.92)			(8.92)
Government grant/subsidy received/Adjustments during the year		–	–						(2.34)	(95.37)	(97.71)
Balance as at March 31, 2026	**321.77**	**832.70**	**1,496.15**	**183.29**	**36.53**	**148.41**	**87.06**	**76.52**	**126.67**	**1,830.96**	**5,140.07**
II. Accumulated depreciation											
Balance as at April 1, 2025	**–**	**148.16**	**519.33**	**100.68**	**22.35**	**72.74**	**52.98**	**66.73**	**19.77**	**224.74**	**1,227.50**
Reclassification of accumulated depreciation		–	–	–	–	–	–	–			–
Depreciation for the year	–	25.54	102.32	14.08	1.59	12.04	11.79	3.34	22.91	182.04	375.64
Disposal of Asset/Transfer	–	–	–	–	–	–	–	(8.47)		–	(8.47)
Adjustment for Government subsidy/grant received		–	–	–	–	–	–	–	–	(1.77)	(1.77)
Balance as at March 31, 2026	**–**	**173.70**	**621.65**	**114.76**	**23.94**	**84.78**	**64.77**	**61.60**	**42.68**	**405.01**	**1,592.90**
Net block (I-II)											
Balance as on March 31, 2025	321.77	684.53	703.42	24.02	5.64	31.94	21.07	18.70	62.35	1,701.59	3,575.04
Balance as on March 31, 2026	**321.77**	**658.99**	**874.50**	**68.53**	**12.59**	**63.63**	**22.30**	**14.92**	**83.99**	**1,425.95**	**3,547.17**

Note no. 3.1

(i) The following is the break-up of Current and Non-Current Lease Liabilities as at March 31, 2026:

(₹ in Lacs)

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Current	**Non-Current**	Current	Non-Current
Lease Liabilities	**201.58**	**1,619.12**	127.94	1,823.63
Lease Liabilities-Building	**180.68**	**1,551.40**	109.98	1,776.88
Lease Liabilities-Vehicles	**20.90**	**67.72**	17.97	46.75

(ii) The following is the movement in the lease liabilities for the year ended March 31, 2026:

(₹ in Lacs)

Particulars	Lease Liabilities
As at 1st April, 2025	1,951.57
Additions/ Modifications	(65.21)
Finance Cost	198.69
Lease rentals paid	(264.36)
As at 31st March, 2026	1,820.70

(iii) The table provides details regarding Contractual Liabilities of Lease Liabilities as at March 31, 2026 on an undiscounted basis:

(₹ in Lacs)

Particulars	As at 31st March, 2026
Undiscounted Future Cash Flows	
- Not later than 1 year	392.01
- Later than 1 year and not later than 5 years	1,373.54
- Later than 5 years	942.77

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

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note 3.2 : Leases (Ind AS 116)

(A) Objective of Disclosure

The disclosures below are provided to enable users of these financial statements to assess the effect of leases, including the lease modification described herein, on the financial position, financial performance and cash flows of the Company, in accordance with the objective of Para 51 of Ind AS 116.

(B) Nature of Lease and Modification

The Company (lessee) holds a lease for Cold Storage Facility from Agrum (lessor), originally commenced on 1 February 2024 for a term of 10 years (120 months), expiring 31 January 2034, for storage of agricultural produce at an original contracted capacity of 12,000 MT. Lease payments are structured on a per-kg rate basis with contractual escalation over the lease term ranging from ₹2.60 to ₹3.20 per kg.

Effective 1 February 2025, the Company entered into a modification to the above lease, reducing the contracted storage capacity from 12,000 MT to 11,200 MT, a decrease of 800 MT (6.67%). The lease term and the lessor remain unchanged. Since the modification results in a decrease in scope without adding any right to use an additional underlying asset, it does not qualify as a separate new lease under Para 44 of Ind AS 116.

(C) Accounting Treatment (Para 44–46, Ind AS 116)

In accordance with Para 44(b) read with Para 45 and 46(a) of Ind AS 116, the modification has been accounted for in two steps effective 1 February 2025:

Step 1 – Proportionate reduction in scope: The carrying amounts of the ROU Asset and the Lease Liability were reduced proportionately by 6.67% (800/12,000), being the ratio of the decrease in scope. The excess of the reduction in Lease Liability over the reduction in ROU Asset has been recognised as a gain in the Statement of Profit and Loss under Other Income.

Step 2 – Remeasurement at revised IBR: The remaining Lease Liability (post Step 1) was remeasured at the present value of revised future lease payments over the remaining 108 months, discounted at the revised Incremental Borrowing Rate (IBR) of 10.9902% p.a. (0.91585% per month) prevailing at the modification date. The interest rate implicit in the lease was not readily determinable and accordingly IBR has been applied as required under Para 45(c). The resulting adjustment of ₹20,21,042 has been made to the ROU Asset with no impact on profit or loss.

(D) Quantitative Impact on Balance Sheet, P&L and Depreciation

Particulars	₹
Right-of-Use Asset	
Carrying value immediately before modification (31 Jan 2025)	1,73,36,983
Less: Proportionate reduction – Step 1 (6.67%)	(1,15,57,989)
Add: Remeasurement adjustment – Step 2	20,21,042
Revised carrying value of ROU Asset (1 Feb 2025)	1,63,83,226
Lease Liability	
Carrying value immediately before modification (31 Jan 2025)	1,94,94,796
Less: Proportionate reduction – Step 1 (6.67%)	(1,29,96,531)
Add: Remeasurement to revised PV – Step 2	20,21,042
Revised Lease Liability (1 Feb 2025) — New IBR basis	1,83,97,247
Statement of Profit and Loss	
Gain on lease modification recognised in Other Income	14,38,542
Depreciation on ROU Asset — pre-modification (12 months @ ₹1,60,52,762 p.a.)	1,60,52,762
Depreciation on ROU Asset — post-modification (revised SLM over 108 months)	18,20,365 (for Feb–Mar 2025, i.e. 2 months)
Revised annual depreciation post-modification	1,82,03,654
Interest expense on Lease Liability for the year (unwinding of discount)	[To be disclosed from amortisation schedule]

(E) Presentation in Financial Statements (Ind AS 1 / Schedule III)

The ROU Asset of ₹1,63,83,226 is presented under Property, Plant and Equipment (or separately as Right-of-Use Assets) in the Balance Sheet. The Lease Liability of ₹1,83,97,247 is classified between Current Liabilities (portion due within 12 months) and Non-Current Liabilities (balance), presented separately from other financial liabilities as required under Ind AS 116 Para 47.

(F) Key Judgements and Estimates (Para 59, Ind AS 116)

The determination that the modification constitutes a decrease in scope (and not a separate new lease) involves judgement. The IBR of 10.9902% p.a. has been determined based on the Company's borrowing profile and prevailing market rates as at 1 February 2025. The remaining lease term of 108 months has been assessed with no renewal or termination options exercisable by the Company.

Note No. 4 - Capital Work-in-Progress

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Projects in progress	**114.68**	132.19
Total	**114.68**	132.19

Ageing of Capital Work-in-Progress (CWIP)

(₹ in Lacs)

	Amount in CWIP for a period of March 31, 2026				
CWIP	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	**114.68**	**–**	**–**	**–**	**114.68**

(₹ in Lacs)

	Amount in CWIP for a period of March 31, 2025				
CWIP	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	132.19	–	–	–	132.19

Note No. 5 - Intangible Assets (₹ in Lacs)

Particulars	Computer Software
I. Gross Block	
Balance as at April 1, 2025	10.28
Addition during the year	–
Balance as at March 31, 2026	**10.28**
II. Accumulated Amortisation	–
Balance as at April 1, 2025	10.28
Amortisation for the year	–
Balance as at March 31, 2026	**10.28**
Net block (I-II)	–
Balance as on March 31, 2025	–
Balance as on March 31, 2026	**–**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 6 - Financial Assets

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Security Deposits		
– Unsecured, considered good	**7.53**	7.52
Total	**7.53**	7.52

Note No. 7 - Inventories

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Work-in-progress	**1,182.18**	565.86
(b) Stock-in-trade	**5,737.99**	4,231.00
(c) Goods-in-transit	**12.23**	132.79
(d) Agricultural produce (including biological assets)	**821.14**	649.59
(e) Packing materials	**96.02**	92.93
Total Inventories at the lower of cost and net realisable value	**7,849.57**	5,672.17

Notes:

1) The cost of inventories recognised as an expense during the year in respect of operations was Rs. 3,630.12 Lacs (March 31 2025: Rs. 3441.67 Lacs)
2) Mode of valuation of inventories is stated in Note 2.8 Accounting Policies.
3) Work-in-progress comprises of tubers (seed potatoes) and are valued at cost.
4) Goods-in-transit comprises potatoes and packing material

Inventory comprising of traded as well as Company product (grown through contract manufacturing) is valued at Cost or Net Realisable Value (NRV), whichever is lower. Having regard to the nature of business; uncertainties involved; long period time for final sale, etc. while arriving at NRV, based on present market conditions and future pricing arrangements. the management is confident of realising value higher than the cost.

Note No. 8 - Trade Receivables

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables		
(a) Unsecured, considered good	**133.31**	94.67
(b) Unsecured, considered doubtful	**177.65**	41.29
Less: Allowance for expected credit loss	**(177.65)**	(41.29)
Total	**133.31**	94.67

Ageing of Trade Receivables

(₹ in Lacs)

	Outstanding as on March 31, 2026 for following periods from due date of payment					
Particulars	**0-6 months**	**6 months to 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) Undisputed Trade receivables - considered good	273.31			–	–	273.31
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	–	0.18	–	–	–	0.18
(iii) Undisputed Trade Receivables - credit impaired	–	–	–	–	–	–
(iv) Disputed Trade Receivables - considered good	–	–	–	–	–	–
(v) Disputed Trade Receivables - which have significant increase in credit risk	–	–	–	0.84	36.63	37.47
(vi) Disputed Trade Receivables - credit impaired	–	–	–	–	–	–
Less: Allowance for expected credit loss						(177.65)
Total	**273.31**	**0.18**	**–**	**0.84**	**36.63**	**133.31**

(₹ in Lacs)

	Outstanding as on March 31, 2025 for following periods from due date of payment					
Particulars	0-6 months	6 months to 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables - considered good	94.67			–	–	94.67
(ii) Undisputed Trade Receivables - which have significant increase in credit risk	–	0.08	0.7600	–	–	0.84
(iii) Undisputed Trade Receivables - credit impaired	–	–	–	–	–	–
(iv) Disputed Trade Receivables - considered good	–	–	–	–	–	–
(v) Disputed Trade Receivables - which have significant increase in credit risk	–	–	0.00	15.19	25.25	40.45
(vi) Disputed Trade Receivables - credit impaired	–	–	–	–	–	–
Less: Allowance for expected credit loss						(41.29)
Total	94.67	0.08	0.76	15.19	25.25	94.67

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 9 - Cash and cash equivalents

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Balances with banks	**0.11**	0.01
(b) Cash in hand	**–**	–
Total	**0.11**	0.01

Note No. 10 - Current Tax Assets

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
TDS Receivable	**11.68**	11.10
Total	**11.68**	11.10

Note No. 11 - Other Current Assets

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Prepaid Expenses	**14.28**	20.49
Duty Drawback Receivable	**0.24**	–
Advances to Employees	**32.38**	27.45
Advances to Suppliers	**338.07**	283.52
Less: Provision for Doubtful Advances	**(213.30)**	(107.71)
Total	**171.67**	223.75

Note No. 12 - Equity Share Capital

(₹ in Lacs)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
Authorised:				
Equity shares of Rs. 10 each	**50,000,000**	**5,000.00**	50,000,000	5,000.00
Issued, Subscribed and Paid-up:				
Equity shares of Rs. 10 each	**49,640,000**	**4,964.00**	49,640,000	4,964.00
Total	**49,640,000**	**4,964.00**	49,640,000	4,964.00

Note No. 12.1 - Equity Share Capital

a) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year:

Particulars	Opening balance	Rights issue	Preferential allotment	Closing balance
Equity Shares with Voting rights				
As at 31 March 2026				
No. of Shares	**49,640,000**	**–**	**–**	**49,640,000**
(₹ in Lacs)	**4,964.00**	**–**	**–**	**4,964.00**
As at 31 March 2025				
No. of Shares	49,640,000	–	–	49,640,000
(₹ in Lacs)	4,964.00	–	–	4,964.00

b) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of Directors is subject to approval of the shareholders in the ensuing annual general meeting. Further, the Board of Directors may also announce an interim dividend which would need to be confirmed by the shareholders at the ensuing Annual General Meeting. In the event of liquidation, the shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholdings.

c) Details of shares held by the Holding Company

Particulars	Equity shares
As at 31 March, 2026	
Mahindra Agri Solutions Limited	29,759,119
Total	**29,759,119**
As at 31 March 2025	
Mahindra Agri Solutions Limited	29,759,119
Total	29,759,119

d) Details of shares held by each shareholder holding more than 5% shares:

S. No.	Promoter's Name	No. of Shares	% of total shares
1	Mahindra Agri Solutions Limited	29,759,119	59.95%

e) Shares held by promoters at the end of the year March 31, 2026

S. No.	Promoter's Name	No. of Shares	% of total shares	% Change during the Year
1	Mahindra Agri Solutions Limited	**29,759,119**	**59.95%**	**–**
2	HZPC SBDA B.V.	**19,880,881**	**40.05%**	**–**
	Total	**49,640,000**	**100.00%**	

Shares held by promoters at the end of the year March 31, 2025

S. No.	Promoter's Name	No. of Shares	% of total shares	% Change during the Year
1	Mahindra Agri Solutions Limited	29,759,119	59.95%	**–**
2	HZPC SBDA B.V.	19,880,881	40.05%	**–**
	Total	49,640,000	100.00%	

Note No. 12.2 - Other Equity

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Securities Premium	**667.60**	667.60
Retained Earnings	**(2,947.80)**	(3,603.01)
Other comprehensive income - Actuarial gain (Accumulated)	**15.27**	13.53
Total	**(2,264.93)**	(2,921.88)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Notes:

Particulars	As at March 31, 2026	As at March 31, 2025
a) Security Premium		
Balance as at the beginning of the years) Security Premium	**667.60**	667.60
Add: Additions during the year	**–**	–
Balance as at the end of the year	**667.60**	667.60

A The description of the nature and purpose of each reserve within equity is as follows:

a) Securities premium is received pursuant to the further issue of equity shares at a premium net of the share issue expenses. This is a non-distributable reserve except for the following instances where the share premium account may be applied;

i) towards the issue of unissued shares of the Company to the members of the Company as fully paid bonus shares;

ii) for the purchase of its own shares or other securities;

iii) in writing off the preliminary expenses of the Company;

iv) in writing off the expenses of, or the commission paid or discount allowed on, any issue of shares or debentures of the Company; and

v) in providing for the premium payable on the redemption of any redeemable preference shares or of any debentures of the Company.

b) Retained earnings are the accumulated profits earned by the Company till date, less transfer to general reserves, dividend (including dividend distribution tax) and other distributions made to the shareholders.

Note No. 13 - Provisions

(₹ in Lacs)

Particulars	As at March 31, 2026			As at March 31, 2025		
	Current	Non-Current	Total	Current	Non-Current	Total
Provision for employee benefits						
(1) Compensated absences	**18.64**	**33.33**	**51.97**	5.28	17.54	22.82
(2) Gratuity	**24.30**	**56.94**	**81.23**	11.09	51.22	62.31
Total	**42.94**	**90.27**	**133.21**	16.38	68.76	85.13

Note No. 14 - Short Term Borrowings

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Secured Borrowings:		
(a) Cash Credit facility from Banks	**1,599.00**	1,223.35
Total	**1,599.00**	1,223.35

Notes:

(i) Working capital demand loan / Cash credit facility of Rs 2500 lacs from Axis Bank (Interest Rate @9.20% to 8.60 % pa) is secured by first pari-passu charge on inventories (including raw materials, finished goods and stock-in-trade) and book debts and is renewed on 23 Feb'26.

(ii) Cash credit facility of Rs 1000 lacs from HDFC Bank (interest rate 8.85% pa) is secured by pari-passu charge on inventories (including raw materials, finished goods and stock-in-trade) and book debts and is renewed on 15 Apr'25.

(iv) Repayment terms for working capital demand loan is 180 days and for cash credit on demand.

(v) Current assets statement submitted with the banks are in agreement with the books of account.

(vI) Short term Borrowings includes total facilitites of Rs 35 Cr.

Note No. 15 - Trade Payables

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprises and small enterprises	**57.76**	60.35
Total outstanding dues of creditors other than micro enterprises and small enterprises	**2,073.92**	1,428.48
Payable to related parties	**55.99**	136.32
Provision for expenses	**2,013.81**	1,387.54
Total	**4,201.48**	3,012.69

Ageing of Trade Payables

(₹ in Lacs)

	Outstanding on March 31, 2026 from due date of payment					
Particulars	**Unbilled**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME	**–**	**57.76**	**–**	**–**	**–**	**57.76**
(ii) Others	**–**	**2,104.71**	**1.18**	**2.85**	**–**	**2,108.74**
(iii) Disputed dues – MSME	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed dues - Others	**–**	**–**	**–**		**21.17**	**21.17**
(v) Accrued Expenses	**2,013.81**	**–**	**–**	**–**	**–**	**2,013.81**
Total	**2,013.81**	**2,162.48**	**1.18**	**2.85**	**21.17**	**4,201.48**

(₹ in Lacs)

	Outstanding on March 31, 2025 from due date of payment					
Particulars	**Unbilled**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME	–	60.35	–	–	–	60.35
(ii) Others	–	1,495.79	28.35	11.26	10.44	1,545.84
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues - Others	–	–	–	–	18.96	18.96
(v) Accrued Expenses	1,387.54	–	–	–	–	1,387.54
Total	1,387.54	1,556.14	28.35	11.26	29.40	3,012.69

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Dues to Micro, Small and Medium Enterprises (MSMED Act, 2006)

Particulars	March 31, 2026	March 31, 2025
(a) Principal amount remaining unpaid	**57.76**	60.35
(b) Interest due thereon for the year	**–**	–
(c) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	**–**	–
(d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	**–**	–
(e) The amount of interest accrued and remaining unpaid at the end of each accounting year	**0.17**	–
(f) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006	**–**	–

Note No. 16 - Other Financial Liabilities

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Interest accrued but not due on borrowings	**1.27**	2.04
Total	**1.27**	2.04

Note No. 17 - Other Current Liabilities

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Advance received from customers	**1,088.55**	1,134.99
Employee payables	**166.08**	160.46
Statutory dues payable	**126.36**	104.08
Total	**1,381.00**	1,399.53

Note No. 18 - Revenue from Operations

(₹ in Lacs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Revenue from sale of products (including traded goods)		
- Domestic Sales	**8,810.74**	8,238.01
- Export Sales	**410.67**	319.40
(b) Other operating revenue (including royalty and sale of scrap)	**146.80**	108.79
Total	**9,368.21**	8,666.19

Note No. 19 - Other Income

(₹ in Lacs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest Income		
-Bank deposits	**16.32**	16.32
-Interest-Others	**0.62**	0.28
Profit on sale of mutual fund units	**13.47**	–
Gain on foreign currency transactions	**2.94**	1.81
Revenue on sale of property, plant and equipment	**–**	0.65
Provision for doubtful Advance	**–**	6.80
Duty Drawback	**1.60**	–
Gain on Lease modification	**14.39**	–
Profit on sale of property, plant and equipment	**1.28**	2.55
Total	**50.61**	28.40

Note No. 20(a) - Purchases of Stock-in-Trade

(₹ in Lacs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Purchases	**5,924.99**	4,629.18
Total	**5,924.99**	4,629.18

Note No. 20(b) - Changes in inventories of Stock-in-Trade and Work-in-Progress

(₹ in Lacs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Stock-in-trade*	**5,737.99**	4,231.00
Work-in-progress	**2,003.33**	1,215.45
Inventories at the end of the year:	**7,741.32**	5,446.45
Stock-in-trade*	**4,231.00**	3,424.32
Work-in-progress	**1,215.45**	834.62
Inventories at the beginning of the year:	**5,446.45**	4,258.94
Net (increase)/decrease in Inventories	**(2,294.87)**	(1,187.51)

***Excludes goods in transit**

Note No. 20(c) - Cost of Packing Materials consumed

(₹ in Lacs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening stock	**92.93**	56.15
Add: Purchases	**207.01**	155.27
Less: Closing stock	**96.02**	92.93
Total	**203.92**	118.49

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 21 - Employee Benefits Expense

Particulars	For the year ended March 31, 2026	(₹ in Lacs) For the year ended March 31, 2025
(a) Salaries and wages	**773.09**	720.73
(b) Contribution to provident and other funds*	**55.12**	49.72
(c) Staff welfare expenses	**41.46**	45.09
Total	**869.67**	815.54

***includes Gratiuity expense Rs 21.24 lacs (previous year Rs 18.06 lacs)**

Note No. 22 - Finance Costs

Particulars	For the year ended March 31, 2026	(₹ in Lacs) For the year ended March 31, 2025
Interest expense	**113.40**	108.34
Interest on Lease Liability	**198.69**	216.44
Total	**312.09**	324.78

Note No. 23 - Other Expenses

Particulars	For the year ended March 31, 2026	(₹ in Lacs) For the year ended March 31, 2025
Cold store charges	**471.43**	549.89
Rent expense	**185.71**	128.80
Printing and stationery	**11.25**	9.65
Power and fuel	**171.72**	106.20
Security charges	**37.68**	21.86
Housekeeping expenses	**20.23**	16.74
Directors' sitting fees	**6.98**	5.90
Annual Conference Expenses	**21.18**	17.25
Recruitment expenses	**6.34**	3.99
Quality claims	**44.13**	21.38
Repairs and maintenance - Others	**67.15**	39.27
Insurance charges	**24.81**	20.22
Mobile and communication expenses	**3.41**	2.24
Freight outward	**175.63**	209.10
Business promotion expenses	**35.93**	26.84
Advertisement Expenses	**0.23**	0.32
Commission On Sales/Services	**3.16**	3.68
Grading Outward - Drying Cost	**169.73**	219.86
Travelling and conveyance expenses	**137.02**	136.92
Legal and professional charges	**128.06**	138.12
Foreign Exchange Loss	**73.00**	2.70
Manpower charges	**668.43**	468.44
Bank charges	**0.53**	1.11
Bad Debts written off	**5.16**	–
Provision for doubtful Advance	**241.95**	–
Royalty charges	**535.16**	384.72
CSR Expenses	**12.75**	2.80
Miscellaneous expenses	**105.97**	50.23
Auditors' remuneration		
(i) Statutory audit fees	**5.90**	5.90
(ii) Others	**1.52**	0.62
Total	**3,372.15**	2,594.73

Note No. 24 - Deferred Tax

Particulars	As at March 31, 2026	During the year	(₹ in Lacs) As at March 31, 2025
Deferred Tax Liabilities			
WDV as companies act & Income tax act	**(396.08)**	(297.10)	(98.97)
Lease Liability	**(458.27)**	(458.27)	–
	(854.35)	(755.37)	(98.97)
Deferred Tax Assets			
Provision for employee benefits	**33.53**	12.10	21.43
Provision for doubtful debts/advances	**98.40**	60.90	37.50
ROU of Assets	**380.05**	330.48	49.57
Expenses disallowed	**134.70**	134.70	
Carry forward losses and unabsorbed depreciation	**265.25**	(638.58)	903.84
	911.94	(100.40)	1,012.34
Net Deferred Tax Asset	**57.59**	(855.78)	913.36
Net Deferred Tax Asset not recognised	**57.59**	(855.78)	913.36
Net Deferred Tax Asset recognised	**–**	**–**	**–**

 # Unrecognised deferred tax assets

Deferred tax assets have not been recognised since it is not probable that future taxable profit will be available against which the Company can use the benefits therefrom.

Deferred tax assets for the carry forward of unused tax losses are recognised to the extent that it is probable that future taxable profits will be available against which the unused tax losses can be utilised. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of losses, the Company recognises a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realised. Deferred tax assets - unrecognised or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realised.

Note No. 25 - Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund aggregating ₹32.26 Lacs (2025 : ₹29.58 Lacs) has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense.

Note: Where required by Ind AS 24, the Company discloses information about contributions to defined contribution plans for key management personnel.

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

Defined benefit plans – as per actuarial valuation on March 31, 2026

Particulars	(₹ in Lacs) Unfunded Plan Gratuity	
	2026	2025
(a) Expense recognised in the Statement of Profit and Loss for the year ended March 31:		
1. Current service cost	**9.86**	10.27
2. Past Service Credit	**7.60**	–
2. Interest cost	**3.78**	3.39
(b) Included in other Comprehensive Income		
Actuarial (Gain)/Loss on account of :		
– Financial Assumptions	**2.22**	1.47
– Experience Adjustments	**1.40**	(4.21)
– Demographic Assumptions	**(5.94)**	(2.18)
Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
Current Service Cost	**9.86**	10.27
Past service cost and (gains)/losses from settlements	**7.60**	–
Net interest expense	**3.78**	3.39
Components of defined benefit costs recognised in profit or loss	**21.25**	13.66
Actuarial gains and loss arising form changes in financial assumptions	**2.22**	1.47
Actuarial gains and loss arising form experience adjustments	**1.40**	(4.21)
Actuarial gains and loss arising form demographic assumptions	**(5.94)**	(2.18)
Components of defined benefit costs recognised in other comprehensive income	**(2.32)**	(4.92)
Total	**18.92**	8.74
I. Net Asset/(Liability) recognised in the Balance Sheet as at March 31		
1. Present value of defined benefit obligation as at March 31	**81.23**	62.31
2. Fair value of plan assets as at March 31	**–**	–
3. Deficit	**(81.23)**	(62.31)
4. Current portion of the above	**24.30**	11.09
5. Non current portion of the above	**56.94**	51.22
II. Change in the obligation during the year ended March 31		
1. Present value of defined benefit obligation at the beginning of the year	**62.31**	50.35
2. Expenses Recognised in Profit and Loss Account		
- Current Service Cost	**9.86**	10.27
- Past Service Cost	**7.60**	–
- Interest Expense (Income)	**3.78**	3.39
3. Recognised in Other Comprehensive Income		
Remeasurement gains / (losses)		
- Actuarial Gain (Loss) arising from:		
i. Demographic Assumptions	**(5.94)**	(2.18)
ii. Financial Assumptions	**2.22**	1.47
iii. Financial Assumptions	**1.40**	(4.21)
5. Benefit payments	**–**	**(2.42)**
4. Others (Liabilities assumed on acquisition)	**–**	**5.64**
5. Present value of defined benefit obligation at the end of the year	**81.23**	62.31

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Principal assumption		Impact on defined benefit obligation	
		Increase in assumption	Decrease in assumption
Discount rate	**2026**	**78.78**	**83.84**
	2025	59.44	65.44
Salary growth rate	**2026**	**83.62**	**78.92**
	2025	65.36	59.46

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous period.

The significant actuarial assumptions (estimated for adequate coverage of the obligation on a prudent basis), are as under:

Particulars	Valuation as at	
	31-Mar-26	31-Mar-25
Discount rate(s)	**5.80 % p.a.**	6.70 % p.a.
Expected rate(s) of salary increase	**8.50 % p.a.**	8.50 % p.a.
Expected rate of return on plan assets	**N.A**	N.A
Attrition	**Age band wise**	20.00 % p.a.
Mortality table	**IALM 2012-14**	IALM 2012-14

Maturity profile of defined benefit obligation:

Particulars	As at March 31, 2026	As at March 31, 2025
Within 1 year	**24.30**	11.09
1 - 2 year	**18.81**	9.88
2 - 3 year	**14.81**	9.14
3 - 4 year	**11.21**	8.68
4 - 5 year	**8.37**	7.64
> 5 years	**21.37**	43.57

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(C) Defined Benefit Plans (Compensated absences)
The amount recognized as an expense in respect of compensated absences is Rs. 29.15 Lacs [Previous Year: Rs. 0.21 Lacs].

Note No. 26 - Earnings Per Share

(₹ in Lacs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Basic Earnings per share		
From operations	**1.32**	2.12
	1.32	2.12
Diluted Earnings per share		
From operations	**1.32**	2.12
	1.32	2.12

Basic and diluted earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows:

(₹ in Lacs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit for the year attributable to owners of the Company	**655.20**	1,051.99
Weighted average number of equity shares	**49,640,000**	49,640,000
Earnings per share from operations - Basic and Diluted	**1.32**	2.12

Note: The Company has not issued any potential equity shares and hence, basic and diluted EPS are the same.

Note No. 27 - Segment Reporting

(A) Primary Segment - Business Segment

The Company's business activity falls within a single business segment viz. 'trading in seed potatoes'. All other activities of the Company revolve around its main business. Hence, there are no separate reportable primary segments as defined by Ind AS 108 on "Segment Reporting". The same is consistent with the information reviewed by the Chief Operating Decision Maker (CODM).

(B) Secondary Segment - Geographical Segment

The Company, at present, does not have any Secondary Segment.

Note No. 28 - Related Party Transactions

Related Party Disclosures:

List of Related Parties and Relationships:

Name of the Related Parties where control exists	Description of Relationship
Mahindra Agri Solutions Limited	Holding Company

Name of the Related Parties where transactions have taken place during the period	Description of Relationship
Mahindra and Mahindra Limited	Ultimate Holding Company
Mahindra Integrated Business Solutions Private Limited (formerly known as Mahindra BPO Services Limited)	Fellow Subsidiary Company
Mahindra and Mahindra Financial Services Limited	Fellow Subsidiary Company
HZPC SBDA B.V.	Joint Venture Partner
HZPC Holding B.V.	Holding of Joint Venture Partner
HZPC Research B.V.	Subsidiary of Joint Venture Partner
IPR B.V.	Subsidiary of Joint Venture Partner
Solentum B.V	Subsidiary of Joint Venture Partner

Additional Disclosure of Key Management Personnel:

Key Management Personnel	Description of Relationship
Mr. Ramesh Ramachandran	Director
Mr. Hermanus Verveld	Director
Mr. Meghnad Mitra	Director
Ms. Ami Goda	Director
Mr. Hans Huistra	Additional Director
Mr. Viswanathan Kapilanandan	Independent Director
Mr. Swarup Kumar Chakrabarti	Independent Director
Mr. Davinder Singh Dosanjh	Chief Executive Officer
Mr. Devansh Taneja	Chief financial Officer
Ms. Vibha Swaminathan	Company Secretary

Note No. 28.1 - Related Party Transactions

Details of transaction between the Company and its related parties are disclosed below:

(₹ in Lacs)

Particulars	For the year ended	Holding Company	Ultimate Holding Company	Fellow Subsidiaries	Joint ventures	Subsidiary of Joint Venture Partner	KMP of the Company
Nature of transactions with Related Parties							
Mahindra Agri Solutions Limited Cost allocation	31-03-2026 31-03-2025	106.90 97.95					
Share Capital	31-03-2026 31-03-2025	– –					
Mahindra Integrated Business Solutions Private Limited (Formerly known as Mahindra BPO Services Limited): - Professional Fees	31-03-2026 31-03-2025			5.18 1.37			

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(₹ in Lacs)

Particulars	For the year ended	Holding Company	Ultimate Holding Company	Fellow Subsidiaries	Joint ventures	Subsidiary of Joint Venture Partner	KMP of the Company
Mahindra and Mahindra Limited (MMHO)							
Professional Fees	31-03-2026		70.19				
	31-03-2025		66.69				
Mahindra and Mahindra Financial Services Limited (MMFSL)							
Lease Charges	31-03-2026			29.07			
	31-03-2025			16.48			
HZPC SBDA B.V.							
Royalty received (other income)	31-03-2026				4.50		
	31-03-2025				3.46		
Royalty expenses	31-03-2026				106.45		
	31-03-2025				387.15		
Other transactions (Cost Allocation & Other Expenses)	31-03-2026				20.08		
	31-03-2025				42.49		
Share Capital	31-03-2026				–		
	31-03-2025				–		
HZPC Research B.V.							
Cost Allocation	31-03-2026					–	
	31-03-2025					–	
IPR B.V.							
Cost Allocation	31-03-2026					21.30	
	31-03-2025					10.90	
Mr. Viswanathan Kapilanandan							
(Director Sitting Fees)	31-03-2026						2.40
	31-03-2025						1.90
Mr. Swarup Kumar Chakrabarti							
(Director Sitting Fees)	31-03-2026						2.40
	31-03-2025						1.90
Davinder Singh Dosanjh (CEO)							
Gross Salary	31-03-2026						87.67
	31-03-2025						80.60
Devansh Taneja (CFO)							
Gross Salary	31-03-2026						22.19
	31-03-2025						17.23
Ms. Vibha Swaminathan (CS)							
Gross Salary	31-03-2026						2.40
	31-03-2025						2.40

(₹ in Lacs)

Nature of Balances with Related Parties - Receivable / (Payable)	Balance as on	Holding Company	Ultimate Holding Company	Fellow Subsidiaries	Joint ventures	Subsidiary of Joint Venture Partner	KMP of the Company
Mahindra Agri Solutions Limited	31-03-2026	(0.75)					
	31-03-2025	(10.23)					
Mahindra Integrated Business Solutions Private Limited (Formerly known as Mahindra BPO Services Limited)	31-03-2026			(0.00)			
	31-03-2025			(0.15)			
Mahindra and Mahindra Limited	31-03-2026		(2.40)				
	31-03-2025		(10.29)				
Mahindra and Mahindra Financial Services Limited	31-03-2026			(3.12)			
	31-03-2025			(0.00)			
HZPC SBDA B.V.	31-03-2026				(49.71)		
	31-03-2025				(115.66)		
HZPC Research B.V.	31-03-2026					–	
	31-03-2025					–	
IPR B.V.	31-03-2026					21.30	
	31-03-2025					6.00	

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 29 - Financial Risk Management

CAPITAL MANAGEMENT

The Company's key objective in managing its financial structure is to maximize value for shareholders, reduce cost of capital, while at the same time ensuring that the Company has the financial flexibility required to continue its expansion. The Company manages its financial structure majorly through reserves and makes any necessary adjustments in light of prevailing economic conditions. In this context, the capital structure of the Company consists only of equity and lease liability is not considered as debt. Equity comprises issued share capital, reserves and retained earnings as set out in the statement of changes in equity.

Categories of financial assets and financial liabilities

(₹ in Lacs)

Particulars	Refer Note	As at March 31, 2026	As at March 31, 2025
Financial assets measured at amortised cost			
Security Deposits	**6**	**7.53**	7.52
Trade Receivables	**8**	**133.31**	94.67
Cash and Cash Equivalents	**9**	**0.11**	0.01
		140.95	102.21
Financial liabilities measured at amortised cost			
Borrowing from banks	**14**	**1,599.00**	1,223.35
Trade payables	**15**	**4,201.48**	3,012.69
Other financial liabilities	**16**	**1.27**	2.04
Lease Liability			
Current	**3.1**	**201.58**	127.94
Non- Current	**3.1**	**1,619.12**	1,823.63
		7,622.44	6,189.66

Financial Risk Management Framework

The company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The company's primary focus is to foresee the unpredictability of financial markets and seek to minimize potential adverse effects on its financial performance. The primary market risk to the company is the price risk. The company's exposure to credit risk is influenced mainly by the individual characteristic of each customer. The company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities.

CREDIT RISK

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss.

Trade receivables consist of a few number of customers, spread across diverse industries and geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable.

The company does not have significant credit risk exposure to any single counterparty.

The Company applies the simplified approach to providing for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company and individual receivable specific provision where applicable. Forward-looking information has been incorporated into the determination of expected credit losses.

There is no change in estimation techniques or significant assumptions during the reporting period.

The provision matrix at the end of the reporting period is as follow:-

Ageing	For the year ended March 31, 2026	
	Expected credit loss (%)	Expected credit loss (₹ In Lacs)
0-3 months past due	0.00%	-
3-6 months past due	0.00%	-
more than 6months	100.00%	177.65
Total		**177.65**

Market risk is the risk that changes in market prices – for example foreign exchange rates and interest rates will affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

All such transactions are carried out within the guidelines set by the Risk Management Committee.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the company's short, medium and long-term funding and liquidity management requirements. The company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities (predominantly trade payables, etc.) with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-derivative financial liabilities - Less than one year		
Short term borrowings	**1,599.00**	1,223.35
Trade Payables	**4,201.48**	3,012.69
Other financial liabilities	**1.27**	2.04
Total	**5,801.74**	4,238.09

(ii) Financing arrangements

The Company had access to following undrawn borrowing facilities at the end of the reporting period:

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Secured bank overdraft facility		
- Expiring within one year	**1,895.00**	2,270.65
- Expiring beyond one year	**–**	–
	1,895.00	2,270.65

Note No. 30 - Contingent liabilities and commitments

(₹ in Lacs)

Particulars	As at March 31, 2026	As at March 31, 2025
Contingent liabilities (to the extent not provided for)	**–**	–
Capital commitment	**152.41**	159.09

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 31 - Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars		As at March 31, 2026	As at March 31, 2025
(i)	Principal amount remaining unpaid to MSME suppliers as on	**57.76**	60.35
(ii)	the amount of interest paid by the buyer under MSMED Act	**–**	–
(iii)	Interest accrued and remaining unpaid at the end of each accounting year to MSME suppliers as on	**–**	–
(iv)	Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises	**–**	–
(v)	Interest due and payable on unpaid principal amount to MSME suppliers as on	**–**	–

Note No. 32 - Ratios

Particulars	As at March 31, 2026	As at March 31, 2025	% Change YoY	Remarks
(a) Current Ratio [Current Assets/Current Liabilities (excl. current maturities of long-term debt)]	1.13	1.06	6%	Variance in the ratio is due to higher level of inventory
(b) Debt Equity Ratio (Total debt/Total Equity)	0.59	0.60	-1%	No material change in the ratio
(c) Debt Service Coverage Ratio [PBIT/(Finance Cost + Long term debt repayments)]	6.81	4.24	61%	Variance in the ratio is due to higher level of PBIT for the year without considering the Lease interest cost in F26.
(d) Return on Equity Ratio (PBT/Average Equity)	0.28	0.88	-69%	No material change in the ratio
(e) Inventory Turnover [Cost of goods sold (TTM)/Average Inventory]	0.57	0.72	-21%	Variance in the ratio is due to higher level of inventory
(f) Debtors Turnover [Sales (TTM)/Average Gross Trade Receivables]	82.18	109.11	-25%	Variance in the ratio is due to higher revenue and higher average debtor balance.
(g) Trade payables turnover ratio (COGS/Average Trade Payable)	1.06	1.80	-41%	Variance in the ratio is due to higher average vendor balance
(h) Net capital turnover ratio (Sales/Current Asset-current Liabilities)	9.96	24.92	-60%	Variance in the ratio is due to higher level of inventory
(i) Net Profit Margin (%) (PAT after exceptional items/Revenue from operations)	0.07	0.12	-42%	Variance in the ratio is due to lower level of PBT compared to last year.
(j) Return on Capital employed (PBIT/Equity)	0.29	0.67	-58%	Variance in the ratio is due to higher level of equity which is due to profit for the year.
(k) Return on investment (PBT/Equity)	0.24	0.52	-53%	Variance in the ratio is due to higher level of equity which is due to profit for the year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Particulars	As at March 31, 2026	As at March 31, 2025
Current Asset	**8,166.33**	6,001.70
(a) Inventories	**7,849.57**	5,672.17
(b) (i) Trade receivables	**133.31**	94.67
(b) (ii) Cash and cash equivalents	**0.11**	0.01
(c) Current Tax Assets	**11.68**	11.10
(d) Other current assets	**171.67**	223.75
Current liabilities	**7,225.68**	5,653.99
(i) Short Term Borrowings	**1,599.00**	1,223.35
(ii) Trade payables	**4,201.48**	3,012.69
Other financial liabilities	**1.27**	2.04
(b) Provisions	**42.94**	16.38
(c) Other current liabilities	**1,381.00**	1,399.53
Equity	**2,699.07**	2,042.12
(a) Equity Share capital	**4,964.00**	4,964.00
(b) Other Equity	**(2,264.93)**	(2,921.88)
Revenue from operations	**9,368.21**	8,666.19
Cost of Good Sold	**3,834.04**	3,560.16
Finance costs	**113.40**	324.78
Profit before Tax	**658.59**	1,051.99

Note No. 33 - Corporate Social Responsibility Expenses

(i) Amount required to be spent, amount spent during the year and shortfall:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(i) Amount required to be spent	**12.61**	2.79
(ii) Amount spent during the year		
Construction/acquisition of any asset	**–**	–
On purpose other than above	**12.75**	2.80
Total	**12.75**	2.80

(ii) Nature of CSR activities undertaken

The Company incurred CSR expenditure primarily on the following activities in accordance with Schedule VII of the Companies Act, 2013:

1) Educational support to underprivileged girls under Project Nanhi Kali
2) Empowering through Education under Project name GYANDEEP

(iii) Excess CSR expenditure set-off

Particulars	March 31, 2026	March 31, 2025
Excess CSR incurred as on opening balance	**0.01**	–
Excess CSR adjusted during the current year from opening balance	**–**	–
Excess CSR spent during the current year	**0.14**	0.01
Excess CSR incurred as on closing balance	**0.15**	0.01

Note No. 34 - Other Statutory Information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property.

(ii) The Company does not have any transactions with companies struck off during the year.

(iii) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(iv) The company has not traded or invested in Crypto currency or Virtual currency during the financial year.

(v) The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries)

(vi) The company has not made any investments made or intercorporate deposits.

(vii) The Company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(viii) The Company has not been declared as wilful defaulter by any bank or financial institution or government or any government authority.

(ix) The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(x) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

Note No. 35 - Previous Year Figures

The figures for the previous year have been regrouped/reclassified to correspond with current year's classification/disclosures. The financial statements of Mahindra HZPC Private Limited were approved by the Board of Directors and authorised for issue on April 13, 2026.

For GMGS & Associates
Chartered Accountants
Firm Registration No. 030981N

Krupa A Thakker
Partner
Membership No. 223896
Place: Mumbai
Date : April 13, 2026

Davinder Singh Dosanjh
Chief Executive Officer

For and on behalf of the Board of Directors of
Mahindra HZPC Private Limited
CIN: U01403MH2013PTC242474

Ramesh Ramachandran
Director
(DIN: 09562621)

Ami Goda
Director
(DIN: 09136149)

Devansh Taneja
Chief Financial Officer
(Membership no. 525214)

Himanshu Patel
Company Secretary
(Membership No. 78319)

INDEPENDENT AUDITOR'S REPORT

To the members of Mahindra Fruits Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the standalone financial statements of **MAHINDRA FRUITS PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss and Statement of Cash Flows for the year then ended, and Notes to the Financial Statements, including a Summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Responsibilities of Management for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013, we give in the "Annexure 'A'", a statement on the matters specified in paragraphs 3 and 4 of the said Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss, Cash Flow Statement and Statement of Changes in Equity dealt with by this Report, are in agreement with the books of account.
   (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with the Companies (Accounting Standards) Rules, 2021.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act.
   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 'B'" to this report.
   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
      i The Company does not have any pending litigations which would impact its financial position.
      ii The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      iii There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company.
      iv a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
         b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate

Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

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

vi Based on our examination carried out, which included test checks, we report that the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with and the audit trail has been preserved by the company as per the statutory requirements for record retention.

For **H M T S & & ASSOCIATES**
Chartered Accountants
Firm Registration No. 0139847W

MAHESH CHAUHAN
Membership No. 115103
UDIN: 26115103MEQAEN2016
Place: Mumbai
Date: April 20, 2026

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

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

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(i) a. (A) As there are no Property, Plant and Equipment as on 31st March, 2026, the reporting under clause 3(i)(a)(A) of the Order is not applicable to the Company.

(B) As the company is not having any intangible assets, reporting under clause 3(i)(a)(B) of the Order is not applicable.

b. As the company does not have any Property, Plant and Equipment, reporting under clause 3(i)(b) of the Order is not applicable.

c. As the company is not having any immovable properties, reporting under clause 3(i)(c) of the Order is not applicable.

d. As the company is not having any Property, Plant and Equipment or Intangible assets, reporting under clause 3(i)(d) of the Order is not applicable.

e. Based on the information and explanation furnished to us, no proceedings have been initiated on the Company under the Prohibition of Benami Property Transactions Act, 1988 (as amended in 2016) and Rules made there under.

(ii) a. As there is no inventory held by company at end of the year, the reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

b. During the year, the company has not been sanctioned, any point of time of the year, working capital limits in excess of Rs. 5 crores, in aggregate, from banks on the basis of security of current assets. Hence reporting under clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) During the year the Company has not made investments in, provided loans, advances in the nature of loans, stood guarantee or provided security to Companies, Firms, Limited Liability Partnerships or any other parties. Hence, the requirement to report under clause 3(iii) of the Order is not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us, the company has not granted any loans or provided any guarantees or given any security or made any investments to which the provision of Sections 185 and 186 of the Companies Act, 2013 attract. Hence, clause 3(iv) of the order is not applicable.

(v) The Company has not accepted any deposit, within the meaning of sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended) during the year hence, the reporting under clause 3(v) of the order is not applicable.

(vi) In our opinion and according to the information and explanations given to us the maintenance of cost records pursuant to the Companies (Cost Records and Audit) Rules, 2014 has not been specified by the Central Government under Section 148(1) of the Companies Act, 2013 for the business activities carried out by the Company. Hence, reporting under clause 3(vi) of the order is not applicable to the Company.

(vii) a. According to the information and explanations given to us and according to the books and records as produced and examined by us, in respect of statutory dues, the Company has been regular in depositing undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Goods & Service Tax, Cess and other material statutory dues as applicable with the appropriate authorities. As at last day of financial year, there were no amounts payable in respect of the aforesaid statutory dues outstanding for a period of more than six months from the date they became payable.

b. According to the information and explanations given to us, there were no disputed dues on account of the aforesaid statutory dues as at the year end and hence, reporting under clause 3(vii)(b) is not applicable.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the company, during the year no tax assessments under the Income-tax Act, 1961 (43 of 1961) have been made.

(ix) a. According to the books and records of the Company examined by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

b. According to the information and explanation given to us and on the basis of our audit procedure, We report that the company has not been declared willful defaulter by any bank or financial institution or other lenders.

c. As the Company has not availed any term loans during the year, the requirement to report on clause 3(ix)(c) of the Order is not applicable to the Company.

d. As the Company has not availed any loans on short term basis during the year, the requirement to report on clause 3(ix)(d) of the Order is not applicable to the Company.

e. On an overall examination of the financial statements of the company, We report that the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Hence, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.

f. On an overall examination of the financial statements of the company, We report that the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Hence, the requirement to report on clause 3(ix)(f) of the Order is not applicable to the Company.

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

(x) a. The Company has not raised any money during the year by way of initial public offer / further public offer (including debt instruments). Hence, reporting under clause 3(x)(a) of the Order is not applicable to the Company.

b. According to the information and explanations given by the management, the Company has not made any preferential allotment or private placement of shares / fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x)(b) of the Order is not applicable to the Company.

(xi) a. To the best of our knowledge and according to the information and explanations given to us and on the basis of examination of the books and records of the Company, carried out in accordance with generally accepted auditing practices in India, no fraud by the Company or on the Company was noticed or reported during the year.

b. According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c. According to the information and explanations given to us including the representation made to us by the management of the Company, no whistle-blower complaints were received by the Company during the year and hence, reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

(xii) a. The Company is not a Nidhi company and hence, reporting under clause 3(xii)(a), (b) and (c) of the Order is not applicable to the Company.

(xiii) According to the information and explanations given to us, the Company has not entered into any transactions with related parties during the year and hence reporting under clause 3(xiii) of the order is not applicable to the Company.

(xiv) a. The Company is not required to have internal audit system as required under Section 138 of the Companies Act, 2013 and hence, the reporting under clause 3(xiv)(a) and (b) of the Order is not applicable.

(xv) In our opinion and according to the information and explanations given to us, during the year, Company has not entered into any non-cash transactions with its directors or persons connected with him and accordingly, the reporting under clause 3(xv) of the Order is not applicable to the Company.

(xvi) a. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

b. In our Opinion and based on our examination, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.

c. In our opinion and based on our examination, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

d. According to the information and explanations given by the management, the Group does not have not more than one CIC as part of the Group. Accordingly, the reporting under Clause 3(xvi)(d) is not applicable to the Company.

(xvii) Based on our examination of books of accounts, the Company has not incurred any cash loss in the current and Incurred Cash loss of Rs. 0.38 Lacs. In preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the plans of the Board of Directors and management and based on our examination of the evidence supporting the assumptions, it has come to our attention, which causes us to believe that material uncertainty exists as on the date of the audit report that Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We further state that our reporting is based on the facts up to the date of the audit report.

(xx) a. The provision of section 135 are not applicable to the company. Accordingly, reporting under clause 3(xx)(a) & (b) of the Order is not applicable to the Company.

(xxi) The reporting under clause 3(xxi) of the Order is not applicable in respect of audit of standalone financial statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **H M T S & & ASSOCIATES**
Chartered Accountants
Firm Reg. No. 0139847W

MAHESH CHAUHAN
Partner
Membership No. 115103
UDIN: 26115103MEQAEN2016
Place: Mumbai
Date: April 20, 2026

ANNEXURE B TO THE AUDITOR'S REPORT

Annexure B to the Independent Auditors' report on the financial statements of Mahindra Fruits Private Limited for the year ended 31 March 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Fruits Private Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial controls with Reference to Financial Statements

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

Inherent Limitations of Internal Financial controls with Reference to Financial Statements

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

For **H M T S & & ASSOCIATES**
Chartered Accountants
Firm Registration No. 0139847W

MAHESH CHAUHAN
Membership No. 115103
UDIN: 26115103MEQAEN2016
Place: Mumbai
Date: April 20, 2026

BALANCE SHEET AS AT 31ST MARCH 2026

Rupees in Lacs

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
I **ASSETS**			
1 **NON-CURRENT ASSETS**			
(a) Property, Plant and Equipment	3	**–**	–
(c) Financial Assets			
(i) Other Financial Assets	5	**–**	–
SUB-TOTAL		**–**	–
2 **CURRENT ASSETS**			
(a) Financial Assets			
(i) Trade Receivables	4	**16.38**	10.79
(ii) Cash and Cash Equivalents	6	**44.31**	46.83
(iii) Other Bank Balances	6	**–**	–
(iv) Other Financial Assets	5	**0.01**	0.01
(b) Current Tax Assets (Net)	7	**1.75**	1.62
SUB-TOTAL		**62.45**	59.25
TOTAL		**62.45**	59.25
II **EQUITY AND LIABILITIES**			
1 **EQUITY**			
(a) Equity Share Capital	8	**1,233.00**	1,233.00
(b) Other Equity	SOCE - B	**(1,219.16)**	(1,221.53)
SUB-TOTAL		**13.84**	11.47
LIABILITIES			
2 **CURRENT LIABILITIES**			
(a) Financial Liabilities			
(i) Trade Payables	9		
Total outstanding dues of micro enterprises and small enterprises		**–**	–
Total outstanding dues of creditors other than micro enterprises and small enterprises		**48.52**	47.76
(b) Other Current Liabilities	10	**0.10**	0.03
SUB-TOTAL		**48.61**	47.79
TOTAL		**62.45**	59.25

The accompanying notes 1 to 22 are an integral part of the Financial Statements

In terms of our report attached.
For H M T S & Associates
Chartered Accountants
FRN : 0139847W

Mahesh Chauhan
Partner
Membership No: 115103

Place: Mumbai
Date: April 20, 2026

For **Mahindra Fruits Private Limited**

Director
Payal Sharaf
DIN: 11358416

Director
Ramesh Ramachandran
DIN:09562621

Chief Financial Officer
Karan Poojary
Membership no: 186513

Chief Executive Officer
Chaitanya Rajwade

Place: Mumbai
Date: April 20, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2026

Rupees in Lacs

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
Continuing Operations			
I Revenue from operations	11	**90.30**	46.27
I Other Income	12	**0.48**	0.38
II Total Revenue (I + II)		**90.79**	46.65
III EXPENSES			
(a) Purchases of Stock-in-trade	13	**86.28**	44.55
(b) Depreciation and amortisation expense	3	**–**	–
(c) Other expenses	14	**2.14**	2.50
Total Expenses (IV)		**88.42**	47.05
IV Profit / (Loss) before tax (III - IV)		**2.37**	(0.40)
V Tax Expense			
(1) Current tax		**–**	–
Total tax expense		**–**	–
VI Profit / (Loss) after tax for the period (V - VI)		**2.37**	(0.40)
VII Other comprehensive income			
(i) Items that will not be recycled to profit or loss			
(a) Remeasurements of the defined benefit liabilities / (asset)		**–**	–
Total other comprehensive income for the period		**–**	–
Total comprehensive income for the period		**2.37**	(0.40)
VIII Earnings per equity share:	15		
(1) Basic		**0.02**	(0.00)
(2) Diluted		**0.02**	(0.00)

The accompanying notes 1 to 22 are an integral part of the Financial Statements

In terms of our report attached.
For H M T S & Associates
Chartered Accountants
FRN : 0139847W

Mahesh Chauhan
Partner
Membership No: 115103

Place: Mumbai
Date: April 20, 2026

For **Mahindra Fruits Private Limited**

Director
Payal Sharaf
DIN: 11358416

Director
Ramesh Ramachandran
DIN:09562621

Chief Financial Officer
Karan Poojary
Membership no: 186513

Chief Executive Officer
Chaitanya Rajwade

Place: Mumbai
Date: April 20, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH 2026

Rupees in Lacs

Particulars		Note No.	Year ended 31st March 2026	Year ended 31st March 2025
A	**Cash flows from operating activities**			
	(Loss)/Profit before tax for the year	PL	**2.37**	(0.40)
	Adjustments for:			
	Interest on fixed deposit		**(0.35)**	(0.13)
			2.02	(0.53)
	Movements in working capital:			
	(Increase)/Decrease in trade and other receivables		**(5.59)**	(10.79)
	(Increase)/Decrease in inventories		**–**	–
	Decrease in other assets		**(0.00)**	0.48
	(Increase) in other current asset		**(0.14)**	–
	Increase/(Decrease) in trade and other payables		**0.83**	43.81
	Net cash (used in) / generated by operating activities		**(2.86)**	32.98
B	**Cash flows from investing activities**			
	Interest on fixed deposit		**0.35**	0.13
	Net cash generated/(used in) by investing activities		**0.35**	3.62
C	**Cash flows from financing activities**			
	Net cash used in financing activities		**–**	–
	Net increase in cash and cash equivalents		**(2.52)**	36.60
	Cash and cash equivalents at the beginning of the year		**46.83**	10.22
	Cash and cash equivalents at the end of the year		**44.31**	46.83

The accompanying notes 1 to 22 are an integral part of the Financial Statements

In terms of our report attached.
For H M T S & Associates
Chartered Accountants
FRN : 0139847W

Mahesh Chauhan
Partner
Membership No: 115103

Place: Mumbai
Date: April 20, 2026

For **Mahindra Fruits Private Limited**

Director
Payal Sharaf
DIN: 11358416

Director
Ramesh Ramachandran
DIN:09562621

Chief Financial Officer
Karan Poojary
Membership no: 186513

Chief Executive Officer
Chaitanya Rajwade

Place: Mumbai
Date: April 20, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2026

A. Equity share capital

For the year ended 31st March 2026

Particulars	No of Shares	Rupees in Lacs
Balance as at 1st April 2025	12,330,000	1,233
Changes in Equity Share Capital due to prior period errors	–	–
Restated balance at 1 April 2025	12,330,000	1,233
Changes in equity share capital during the year	–	–
Balance as at 31st March 2026	**12,330,000**	**1,233**

Particulars	No of Shares	Rupees in Lacs
Balance as at 1st April 2024	12,330,000	1,233
Changes in Equity Share Capital due to prior period errors	–	–
Restated balance at 1 April 2024	12,330,000	1,233
Changes in equity share capital during the year	–	–
Balance as at 31st March 2025	**12,330,000**	**1,233**

B. Other Equity

Rs. in Lacs

	Reserves & Surplus		
Particulars	Securities Premium Reserve	Retained Earnings	Total
As at 1st April 2025	526.00	(1,747.53)	(1,221.53)
Loss for the period		2.37	2.37
Equity Share issued against pending allotment	–	–	–
Balance as at 31st March 2026	526.00	(1,745.16)	(1,219.16)
As at 1st April 2024	526.00	(1,747.13)	(1,221.13)
Profit for the period	–	(0.40)	(0.40)
Other Comprehensive Income / (Loss)	–	–	–
Share application money pending allotment	–	–	–
Balance as at 31st March 2025	**526.00**	**(1,747.53)**	**(1,221.53)**

In terms of our report attached.
For H M T S & Associates
Chartered Accountants
FRN : 0139847W

Mahesh Chauhan
Partner
Membership No: 115103

Place: Mumbai
Date: April 20, 2026

For **Mahindra Fruits Private Limited**

Director
Payal Sharaf
DIN: 11358416

Director
Ramesh Ramachandran
DIN:09562621

Chief Financial Officer
Karan Poojary
Membership no: 186513

Chief Executive Officer
Chaitanya Rajwade

Place: Mumbai
Date: April 20, 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Corporate Information

"Mahindra Fruits Private Limited (Formerly known as Mahindra Greenyard Private Limited) ("the company") a private limited company domiciled in India and incorporated on 9th July, 2014 under the provisions of the Companies Act, 1956 (CIN:U01403MH2014PTC55946). The Company is the wholly owned subsidiary of Mahindra Agri Solutions Limited. The Company deals in sourcing, storing and distribution of fresh fruits in domestic market.

The financial statements for the year ended 31 March 2026 were approved by the Board of Directors and authorised for issue on 20 April 2026."

1. Material accounting policy information

1.1 Statement of compliance

The financial statements of the Company have been prepared in accordance with Ind ASs notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended.

1.2 Basis of preparation and presentation

The financial statements have been prepared on the historical cost basis.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

1.3 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable.

Sale of goods

Revenue from the sale of goods is recognized when the goods are delivered and titles have passed at which time all the following conditions are satisfied

- the Company has transferred to the buyer the significant risks and rewards of ownership of the goods;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of revenue can be measured reliably;
- it is probable that the economic benefits associated with the transaction will flow to the Company; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

1.4 Interest income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding.

1.5 Employee benefits

1.5.1 Retirement benefit costs and termination benefits

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Defined benefit costs are categorized as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- remeasurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

1.5.2 Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

1.6 Taxation

Deferred tax assets and liabilities are recognised for future tax consequences attributable to the timing differences between taxable income and accounting income that are capable of reversal in one or more subsequent periods and are measured using tax rates enacted or substantively enacted as at the Balance Sheet date. Deferred Tax assets are not recognised unless, in the management judgment, there is virtual certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. The carrying amount of Deferred Tax is reviewed at each Balance Sheet date.

1.7 Property, plant and equipment

Furniture & Fixtures, equipment and Vehicles are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

1.8 Intangible assets

1.8.1 Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

1.8.2 Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

1.8.3 Useful lives of intangible assets

Estimated useful lives of the intangible assets are as follows:

IT Software - 10 Years

1.8.4 Impairment of Assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

1.9 Inventories

Inventories are stated at the lower of cost and net realisable value. Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

1.10 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

1.11 Financial instruments

Financial assets and financial liabilities are recognised when a Company entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

1.12 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

1.12.1 Impairment of financial assets

This being the third full year of operations, there is no trend to depict expected credit losses. The company deals in fresh fruits which is a seasonal business & the commodity is perishable in nature. The Company has used the practical expedient as permitted by IND AS 109 and has maintained a policy of providing for debtors outstanding for a period exceeding 180 days. This policy will be regularly reviewed in line with the type of business that the company is in.

1.12.2 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

1.12.3 Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.

1.13 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

1.13.1 Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

1.13.2 Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in 'Other income'.

1.13.3 Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

1.14 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period to get ready for their intended use or sale, are added to the cost of those assets, until the assets are substantially ready for their intended use or sale. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

1.15 Taxation:

Income tax expense represents the sum of the tax currently payable and deferred tax.

1.15.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

1.15.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

1.15.3 Current and deferred tax for the year

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

2. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Note No. 3 - Property, Plant and Equipment

Rupees in Lacs

Description of Assets	Plant and Equipment	Vehicle	Furniture and Fixtures	IT Equipment	Office Equipment	Total
I. Gross Carrying Amount						
Balance as at 1st April 2025	24.72	–	–	7.40	–	**32.12**
Additions during the year	–	–	–	–	–	**–**
Disposals during the year	24.72	–	–	7.40	–	**32.12**
Balance as at 31st Mar 2026	**–**	**–**	**–**	**–**	**–**	**–**
II. Accumulated depreciation and impairment						
Balance as at 1st April 2025	24.72	–	–	7.40	–	**32.12**
Depreciation expense for the year	(24.72)	–	–	(7.40)	–	**(32.12)**
Eliminated on disposal of assets	–	–	–	–	–	**–**
Balance as at 31st March 2026	**–**	**–**	**–**	**–**	**–**	**–**
III. Net carrying amount (I-II)	**–**	**–**	**–**	**–**	**–**	**–**

Rupees in Lacs

Description of Assets	Plant and Equipment	Vehicle	Furniture and Fixtures	IT Equipment	Office Equipment	Total
I. Gross Carrying Amount						
Balance as at 1st April 2024	24.72	–	–	7.40	–	**32.12**
Additions during the year	–	–	–	–	–	**–**
Disposals during the year	–	–	–	–	–	**–**
Balance as at 31st March 2025	**24.72**	**–**	**–**	**7.40**	**–**	**32.12**
II. Accumulated depreciation and impairment						
Balance as at 1st April 2025	22.29	–	–	5.68	–	**27.97**
Depreciation expense for the year	2.44	–	–	1.71	–	**4.15**
Eliminated on disposal of assets	–	–	–	–	–	**–**
Balance as at 31st March 2026	**24.72**	**–**	**–**	**7.40**	**–**	**32.12**
III. Net carrying amount (I-II)	–	–	–	–	–	**–**

Note No. 4 - Trade receivables

Rupees in Lacs

Particulars	As at 31st Mar 2026		As at 31st Mar 2025	
	Current	Non- Current	Current	Non- Current
a) Undisputed Trade Receivables – considered good	**16.38**	**–**	10.79	–
b) Undisputed Trade Receivables – which have significant increase in credit risk	**209.66**	**–**	209.66	–
c) Undisputed Trade receivable – credit impaired	**209.66**	**–**	209.66	–
d) Disputed Trade receivables - considered good	**–**	**–**	–	–
e) Disputed Trade receivables – which have significant increase in credit risk	**–**	**–**	–	–
f) Disputed Trade receivables – credit impaired	**–**	**–**	–	–
TOTAL TRADE RECEIVABLES	**16.38**	**–**	10.79	–
Of the above, trade receivables from:				
- Related Parties	**–**	**–**	–	–
- Others	**16.38**	**–**	10.79	–
Total	**16.38**	**–**	10.79	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

	Outstanding for following periods from due date of payment						
As at 31 March 2026	**Current but not due**	**Less than 6 months**	**6 months -1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed Trade Receivables – considered good	**16.38**	**–**	**–**	**–**	**–**	**–**	**16.38**
Undisputed Trade Receivables – which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**209.66**	**209.66**
Undisputed Trade receivable – credit impaired	**–**	**–**	**–**	**–**	**–**	**(209.66)**	**(209.66)**
Disputed Trade receivables - considered good	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Disputed Trade receivables – which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Disputed Trade receivables – credit impaired	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	16.38	**–**	**–**	**–**	**–**	**–**	**16.38**

	Outstanding for following periods from due date of payment						
As at 31 March 2025	**Current but not due**	**Less than 6 months**	**6 months -1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed Trade Receivables – considered good	10.79	–	–	–	–	–	10.79
Undisputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	209.66	209.66
Undisputed Trade receivable – credit impaired	–	–	–	–	–	(209.66)	(209.66)
Disputed Trade receivables - considered good	–	–	–	–	–	–	–
Disputed Trade receivables – which have significant increase in credit risk	–	–	–	–	–	–	–
Disputed Trade receivables – credit impaired	–	–	–	–	–	–	–
	10.79	–	–	–	–	–	10.79

Note No. 5 - Other financial assets

Rs. in Lacs

	As at 31st March 2026		As at 31st March 2025	
Particulars	**Current**	**Non-Current**	Current	Non- Current
Financial assets at amortised cost				
Other Financial assets				
Accrued Interest	**0.01**	**–**	0.01	–
TOTAL OTHER FINANCIAL ASSETS	**0.01**	**–**	0.01	–

Note No. 6 - Cash and Bank Balances

Rs. in Lacs

Particulars	**As at 31st March 2026**	As at 31st March 2025
Cash and cash equivalent		
(a) Balances with banks in current account	**11.29**	43.94
(b) Fixed Deposits with maturity less than 3 months	**33.02**	2.89
(c) Cash on hand	**–**	–
Total Cash and cash equivalent	**44.31**	46.83
Other Bank Balances		
(a) Balances with Banks:		
(i) Fixed Deposits with maturity greater than 3 months	**–**	–
Total Other Bank balances	**–**	–
TOTAL CASH & BANK BALANCES	**44.31**	46.83

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Note No. 7 - Current Tax Assets (Net)

Particulars	Rs. in Lacs As at 31st March 2026	Rs. in Lacs As at 31st March 2025
Tax Deducted at Source	**1.62**	1.62
Balance with goverment authorities	**0.14**	–
TOTAL	**1.75**	1.62

Note No. 8 - Equity Share Capital

Particulars	As at 31st March 2026 No. of shares	As at 31st March 2026 Value	As at 31st March 2025 No. of shares	Rs. in Lacs As at 31st March 2025 Value
Authorised:				
Equity shares of Rs 10 each with voting rights	**17,000,000**	**1,700.00**	17,000,000	1,700.00
Issued, Subscribed and Fully Paid:				
Equity shares of Rs 10 each with voting rights	**12,330,000**	**1,233.00**	12,330,000	1,233.00
Total	**12,330,000**	**1,233.00**	12,330,000	1,233.00

Terms / Rights attached to Equity Shares

The company has only one class of Equity shares having a par value of Rs 10/- per share. Each holder of equity shares is entitled to one vote. Repayment of capital on liquidation will be in proportion to the number of equity shares held.

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period.

Particulars	Opening Balance	Fresh Issue	Closing Balance
Equity Shares with Voting rights			
Year Ended 31st March 2025			
No. of Shares	**12,330,000**	**–**	**12,330,000**
Amount in Lacs	**1,233.00**	**–**	**1,233.00**

(ii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31st March 2026 Number of shares held	As at 31st March 2026 % holding in that class of shares	As at 31st March 2025 Number of shares held	As at 31st March 2025 % holding in that class of shares
Equity shares with voting rights				
Mahindra Agri Solution Limited	**12,330,000**	**100%**	12,330,000	100%

(III) Details of shares held by promoters

As at 31 March 2026

S. No.	Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Equity shares of INR 10 each fully paid	Mahindra Agri Solutions Limited	**12,330,000**	**–**	**12,330,000**	**100%**	**0%**

As at 31 March 2025

S. No.	Promoter Name	No. of shares at the beginning of the year	Change during the year	No. of shares at the end of the year	% of Total Shares	% change during the year
Equity shares of INR 10 each fully paid	Mahindra Agri Solutions Limited	12,330,000	–	12,330,000	100%	0%

Note No. 9 - Trade Payables

Rs. in Lacs

Particulars	As at 31st March 2026 Current	As at 31st March 2026 Non-Current	As at 31st March 2025 Current	As at 31st March 2025 Non- Current
Total outstanding dues of micro enterprises and small enterprises	**–**	**–**	–	–
Total outstanding dues of creditors other than micro enterprises and small enterprises	**48.52**	**–**	47.76	–
Disputed dues of micro enterprises and small enterprises	**–**	**–**	–	
Disputed dues of creditors other than micro enterprises and small enterprises	**–**	**–**	–	
TOTAL TRADE PAYABLES	**48.52**	**–**	47.76	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

13 (a) Trade Payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.

Trade payables Ageing Schedule

As at 31 March 2026	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	–	–	–	–	–
Total outstanding dues of creditors other than micro enterprises and small enterprises	**23.65**	–	–	–	**23.65**
Disputed dues of micro enterprises and small enterprises	–	–	–	–	–
Disputed dues of creditors other than micro enterprises and small enterprises	–	–	–	–	–
Accrued expenses	**24.86**	–	–	–	**24.86**
	23.65	–	–	–	**48.52**

As at 31 March 2025	Outstanding for following periods from due date of payment				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Total outstanding dues of micro enterprises and small enterprises	–	–	–	–	–
Total outstanding dues of creditors other than micro enterprises and small enterprises	0.11	–	–	–	0.11
Disputed dues of micro enterprises and small enterprises	–	–	–	–	–
Disputed dues of creditors other than micro enterprises and small enterprises	–	–	–	–	–
Accrued expenses	47.65	–	–	–	47.65
	47.76	–	–	–	**47.76**

Note No. 10 - Other Liabilities

Rs. in Lacs

Particulars	As at 31st March 2026 Current	As at 31st March 2026 Non-Current	As at 31st March 2025 Current	As at 31st March 2025 Non-Current
Statutory dues	**0.10**	**–**	0.03	–
TOTAL OTHER LIABILITIES	**0.10**	**–**	0.03	–

Note No. 11 - Revenue from Operations

Rs. in Lacs

Particulars	As at 31st March 2026 Current	As at 31st March 2025 Current
Revenue from sale of products	**90.30**	46.27
TOTAL REVENUE FROM OPERATIONS	**90.30**	46.27

Note No. 12 - Other Income

Rs. in Lacs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest Income from Fixed Deposits	**0.35**	0.13
Provision write back	**–**	0.25
Miscellaenous write back	**0.13**	–
TOTAL OTHER INCOME	**0.48**	0.38

Note No. 13 - Purchase of Stock-in-trade

Rs. in Lacs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Purchase of Stock - in - trade	**86.28**	44.55
TOTAL PURCHASE STOCK-IN-TRADE	**86.28**	44.55

Note No. 14 - Other Expenses

Rs. in Lacs

Particulars		For the year ended 31st March 2026	For the year ended 31st March 2025
(a)	Rates and taxes	**0.06**	0.04
(b)	Legal and other professional costs	**1.32**	2.13
(c)	Auditors remuneration and out-of-pocket expenses		
	(i) As Auditors	**0.30**	0.24
	(i) For Taxation matters	**–**	–
	(i) For reimbursement of expenses	**–**	–
(d)	Other expenses	**0.02**	0.08
TOTAL OTHER EXPENSES		**2.14**	2.50

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Note No. 15 - Changes in inventories of stock-in-trade

		Rs. in Lacs
Particulars	**For the year ended 31st March 2026**	For the year ended 31st March 2025
Inventories at the end of the year:		
Stock-in-trade	**–**	–
	–	–
Inventories at the beginning of the year:		
Stock-in-trade	**–**	–
	–	–
NET (INCREASE) / DECREASE	**–**	–

Note No. 15 - Earnings per Share

Particulars	**For the year ended 31st March 2026** **Rs per Share**	For the year ended 31st March, 2025 Rs per Share
Basic Earnings per share		
From continuing operations	**0.02**	(0.00)
Diluted Earnings per share		
From continuing operations	**0.02**	(0.00)

Basic & Diluted earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic & diluted earnings per share are as follows:

		Rs. in Lacs
Particulars	**For the year ended 31st March 2026**	For the year ended 31st March 2025
Profit / (loss) for the year attributable to owners of the Company	**236,868**	(40,111)
Less: Preference dividend and tax thereon	**–**	–
Profit / (loss) for the year used in the calculation of basic earnings per share	**236,868**	(40,111)
Profits used in the calculation of basic earnings per share	**236,868**	(40,111)
Weighted average number of equity shares	**12,330,000**	12,330,000
Earnings per share - Basic & Diluted	**0.02**	(0.00)

Note No. 16 - Financial Instruments

Capital management

The company's capital management objectives are:

- to ensure the company's ability to continue as a going concern
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of the statement of financial position.

The capital structure is monitored on the basis of net debt to equity of the company.

	31-Mar-25	31-Mar-24
Equity	**13.84**	11.47
Net Debt		
Short Term Borrowings	**–**	–
Less: Cash and cash equivalents	**44.31**	46.83
Net Debt	**(44.31)**	(46.83)
Total Capital	**(30.47)**	(35.36)

Categories of financial assets and financial liabilities

Rs. in Lacs			**As at 31st March 2026**	
	Amortised Costs	**FVTPL**	**FVOCI**	**Total**
Non-current Assets				
Other Financial Assets	**–**			**–**
Current Assets				
Trade Receivables	**16.38**			**16.38**
Other Bank Balances	**–**			**–**
Other Financial Assets	**0.01**			**0.01**
Current Liabilities				
Trade Payables	**48.52**			**48.52**
Short Term Borrowing	**–**			**–**
Other Financial Liabilities	**–**			**–**

Rs. in Lacs			As at 31st March 2025	
	Amortised Costs	FVTPL	FVOCI	Total
Non-current Assets				
Other Financial Assets	–			–
Current Assets				
Trade Receivables	10.79			10.79
Other Bank Balances	–			–
Other Financial Assets	0.01			0.01
Current Liabilities				
Trade Payables	47.76			47.76
Short Term Borrowing	–			–
Other Financial Liabilities	–			–

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

Trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. Ongoing credit evaluation is performed on the financial condition of accounts receivable, and where appropriate, credit guarantee insurance cover is purchased.

The Company applies the simplified approach to provide for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company and individual receivable specific provision where applicable. Forward-looking information (including macroeconomic information) has been incorporated into the determination of expected credit losses.

There is no change in estimation techniques or significant assumptions during the reporting period.

The loss allowance provision is determined as follows:

	As at 31st March 2026			
	Not due	**Less than 6 months past due**	**More than 6 months past due**	**Total**
Expected loss rate	**0.0%**	**0.0%**	**100.0%**	**100.0%**
Gross carrying amount	**16.38**	**–**	**209.66**	**209.66**
Loss allowance provision	**–**	**–**	**209.66**	**209.66**

	As at 31st March 2025			
	Not due	Less than 6 months past due	More than 6 months past due	Total
Expected loss rate	0.0%	0.0%	100.0%	100.0%
Gross carrying amount	10.79	–	209.66	209.66
Loss allowance provision	–	–	209.66	209.66

Note No. 17 - Fair Value Measurement

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows -

(Amt in lacs)

Particulars	Currency	**31-Mar-26**	31-Mar-25
Trade Payables	USD	**–**	–
	EUR	**–**	–

Of the above foreign currency exposures, the following exposures are not hedged by a derivative:

(Amt in lacs)

Particulars	Currency	**31-Mar-26**	31-Mar-25
Trade Payables	USD	**–**	–
	EUR	**–**	–

Foreign Currency Sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD and EUR exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives. The impact on the Company's pre-tax equity is due to changes in the fair value of forward exchange contracts designated as cash flow hedges. The Company's exposure to foreign currency changes for all other currencies is not material.

Amt. In Lacs

	Currency	**Change in rate**	**Effect on profit before tax**	**Effect on pre-tax equity**
31-Mar-26	**USD**	**+10%**	**0.00**	**0.00**
	USD	**-10%**	**0.00**	**0.00**
	EUR	**+10%**	**0.00**	**0.00**
	EUR	**-10%**	**0.00**	**0.00**
31-Mar-25	USD	+10%	0.00	0.00
	USD	-10%	0.00	0.00
	EUR	+10%	0.00	0.00
	EUR	-10%	0.00	0.00

Rs. in Lacs

	Fair value hierarchy as at 31st March 2026			
Financial assets	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets carried at Amortised Cost				
– trade and other receivables		**16.38**		**16.38**
– deposits and similar assets		**–**		**–**
– others		**0.01**		**0.01**
Total	**–**	**16.39**	**–**	**16.40**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Financial liabilities				
Financial Instruments not carried at Fair Value				
– trade and other payables		**48.52**		**48.52**
Total	**–**	**48.52**	**–**	**48.52**

	Fair value hierarchy as at 31st March 2025			
Financial assets	Level 1	Level 2	Level 3	Total
Financial assets carried at Amortised Cost				
– trade and other receivables		10.79		10.79
– deposits and similar assets		–		–
– others		0.01		0.01
Total	–	10.80	–	10.80
Financial liabilities				
Financial Instruments not carried at Fair Value				
– trade and other payables		47.76		47.76
– Short Term Borrowing		–		–
Total	–	47.76	–	47.76

Note No. 18 - Related Party Transactions

Name of the Parent Company	Mahindra Agri Solutions Limited
Name of the Ultimate Holding Company	Mahindra & Mahindra Limited
Name of the Fellow Subsidiary Company	Mahindra Integrated Business Solutions
Name of KMP of the Company	Mr Chaitanya Rajwade (Chief Executive officer)
	Mr Karan Poojary (Chief Financial Officer)
	Mr Ramesh Ramachandran (Director
	Mr Feroze Baria (Company Secretary) (Till 16-01-2026)
	Aayushi Dalke
	Ms. Payal Sharaf (Director)

Details of transaction between the Company and its related parties are disclosed below:

Rs. in Lacs

Particulars	**For the year ended**	**Parent Company**	**Ultimate Holding Company**	**Fellow Subsidiaries**	**KMP of the Company and KMP of parent Company**
Nature of transactions with Related Parties					
Receiving of services	**31-Mar-26**	**–**	**0.36**	**–**	**–**
	31-Mar-25	–	0.35	–	0.30

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Nature of Balances with Related Parties	Balance as on	Parent Company	Ultimate Holding Company	Fellow Subsidiaries	KMP of the Company and KMP of parent Company
Trade payables	**31-Mar-26**	**–**	**0.06**	**–**	**–**
	31-Mar-25	–	0.08	–	–

Note No. 19 - Additional Information to the consolidated Financial Statements

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	31-Mar-26 Rs in lacs	31-Mar-25 Rs in lacs
(i) Principal amount remaining unpaid to MSME suppliers as on	**–**	–
(ii) Interest due on unpaid principal amount to MSME suppliers as on	**–**	–
(iii) The amount of interest paid along with the amounts of the payment made to the MSME suppliers beyond the appointed day	**–**	–
(iv) The amount of interest due and payable for the year (without adding the interest under MSME Development Act)	**–**	–
(v) The amount of interest accrued and remaining unpaid as on	**–**	–

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Note No. 20 - Ratio Analysis and its elements

Ratio	Numerator	Denominator	31-03-2026	31-03-2025	% change	Reasons for variances
Current Ratio	Current Assets	Current Liability	**1.28**	1.23	4%	Refer note a
Debt Equity ratio	Total Debt	Shareholder Equity	**–**	–	0%	–
Debt Service coverage ratio	Earning for Debt service	Debt Service	**–**	–	0%	–
Return on Equity	Net profit after taxes	Average Shareholder Equity	**0.19**	(0.03)	-645%	Refer note a
Inventory Turnover ratio	Cost of goods sold	Average inventory	**–**	–	0%	–
Trade receivable Turnover ratios	Net credit sales = Gross credit sales - sales return	Average trade receivables	**6.65**	8.57	-22%	Refer note a
Trade Payable ratios	Net credit purchases = Gross credit purchases - purchase return	Average trade payables	**1.79**	1.73	4%	Refer note a
Net capital turnover ratio	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	**6.53**	4.04	62%	Refer note a
Net profit ratio	Net profit	Net sales = Total sales - sales return	**0.03**	(0.01)	-403%	Refer note a
Return on capital employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax	**0.17**	(0.03)	-589%	Refer note a
Return on Investment	Interest (Finance Income)	Investment	**0.01**	0.04	-76%	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Note 21 - Contingent liabilities

1. The Company has issued bank guarantee amounting to Rs 0.2 lacs to Deputy Excise and Taxation Commissioner (Haryana).
2. The Company has tax liability amounting to Rs 4.69 lacs towards disallowances in income tax.

Note No. 22 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the year.

(h) The Company does not have transactions with any struck off entity.

(i) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 23 - Comparatives

The amount has been rounded off to nearest ₹ in lakhs (INR). The figures for previous year have been regrouped wherever necessary to conform to current year's classification.

In terms of our report attached.
For H M T S & Associates
Chartered Accountants
FRN : 0139847W

Mahesh Chauhan
Partner
Membership No: 115103

Place: Mumbai
Date: April 20, 2026

For **Mahindra Fruits Private Limited**

Director
Payal Sharaf
DIN: 11358416

Director
Ramesh Ramachandran
DIN:09562621

Chief Financial Officer
Karan Poojary
Membership no: 186513

Chief Executive Officer
Chaitanya Rajwade

Place: Mumbai
Date: April 20, 2026

Independent Auditor's Report

To The Members of
Mahindra & Mahindra Financial Services Limited

Report on the Audit of the Standalone Financial Statements

Opinion

1. We have audited the accompanying Standalone Financial Statements of **Mahindra & Mahindra Financial Services Limited** ('the Company'), which comprise the Standalone Balance Sheet as at March 31, 2026, the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flow and the Standalone Statement of Changes in Equity for the year then ended, and notes to the Standalone Financial Statements, including a summary of the material accounting policies and other explanatory information (hereinafter referred to as the 'Standalone Financial Statements').
2. In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Financial Statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards ('Ind AS') prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, the relevant circulars, guidelines and directions issued by the Reserve Bank of India (RBI) from time to time ('RBI Guidelines') and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit (including other comprehensive income), its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matter

4. Key Audit Matters are those matters that, in our professional judgement, were of most significance in our audit of the Standalone Financial Statements for the financial year ended March 31, 2026. These matters were addressed in the context of our audit of the Standalone Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.
5. We have determined the matters described below to be the Key Audit Matters to be communicated in our report.

Key Audit Matter	How our audit addressed the key audit matter
Impairment of loans and advances (Refer Note 2.5 (ii) for material accounting policies and Note 49.2 for credit risk disclosures)	
As at March 31, 2026, the Company has reported gross loan assets of ₹ 1,34,096.05 crores against which an impairment loss of ₹ 3,935.91 crores has been recorded. The Company recognized impairment provision for loan assets based on the Expected Credit Loss ('ECL') approach laid down under 'Ind AS 109 – Financial Instruments'. The estimation of ECL on financial instruments involves significant management judgement and estimates and the use of different modelling techniques and assumptions which could have a material impact on reported profits. Significant management judgement and assumptions involved in measuring ECL is required with respect to: • ensuring completeness and accuracy of the data used to create assumptions in the model. • determining the criteria for a significant increase in credit risk. • factoring in future economic assumptions techniques used to determine probability of default, loss given default and exposure at default.	Our audit included assessing the appropriateness of management's judgement and estimates used in the impairment analysis through procedures that included, but were not limited to, the following: • Obtained an understanding of the modelling techniques adopted by the Company including the key inputs and assumptions; • Considered the Company's accounting policies for estimation of Expected Credit Loss on loans and assessing compliance with the policies in terms of Ind AS 109; • Obtained an understanding of the management's updated processes, systems and controls implemented in relation to impairment allowance process; • Accuracy of the computation of the ECL estimate including reasonableness of the methodology and assumption used to determine macro-economic overlays; • Tested the design and operating effectiveness of key controls over completeness and accuracy of the key inputs and assumptions considered for calculation, recording, monitoring of the impairment loss recognized and staging of assets;

Key Audit Matter	How our audit addressed the key audit matter
• factoring in forward looking scenario-based assessment of evolving domestic macroeconomic factors and regulatory, geopolitical developments impacting industry and specific segments. These parameters are derived from the Company's internally developed statistical models and other historical data. **Disclosure** The disclosures regarding the Company's application of Ind AS 109 are key to explaining the key judgements and material inputs to the ECL results. Further, disclosures to be provided as per RBI circulars with regards to Non-Performing Assets and provisions is also an area of focus. Considering the significance of the above matter to the overall financial statements and extent of management's estimates and judgements involved, it required significant auditor attention. Accordingly, we have identified this as a key audit matter.	• Assessed the critical assumptions and input data used in the estimation of Expected Credit Loss models for specific key credit risk parameters, such as the movement logic between stages, Exposure at default (EAD), probability of default (PD) or loss given default (LGD); • Evaluated the reports and working for the methodology used in the computation of Through The Cycle PD, Point In Time PD and LGD, among others; • Performed test of details over calculation of ECL, in relation to the completeness and accuracy of the data; • Obtained written representations from management and those charged with governance on whether they believe significant assumptions used in calculation of expected credit losses are reasonable; • Assessed the appropriateness and adequacy of the related presentation and disclosures of Note 49 "Financial Risk Management" disclosed in the accompanying financial statements in accordance with the applicable accounting standards and related RBI circulars and Resolution Framework.
Information Technology and General Controls The Company is highly dependent upon its Information Technology (IT) systems for carrying out its operations and owing to the significant volume of transactions that are processed daily basis as part of the operations, which impacts key financial accounting and reporting. The company has put in place the IT General Controls and Application Controls to ensure that the information produced by the company is complete, accurate and reliable. Among other things, the management also uses the information produced by the entity's IT systems for accounting and preparation and the presentation of the financial statements. Since our audit strategy included focus on entity's key IT systems relevant to our audit due to their potential pervasive impact on the financial statements, we have determined the use of IT systems and related control environment for accounting and financial reporting as a key audit matter.	Our audit procedures for assessment of the IT systems and controls over financial reporting, which includes carrying out the key audit procedures, but were not limited to the following: • Obtained an understanding of the Company's key IT systems, IT General Controls which covered access controls, program/ system changes, program development and computer operations i.e., job processing, data/ system backup and incident management and Application Controls relevant to our audit. • Tested the design, implementation and operating effectiveness of the general IT controls over the key IT systems that are critical to financial reporting. This included evaluation of entity's controls to check segregation of duties and access rights being provisioned / modified based on duly approved requests, access for exit cases being revoked in a timely manner and access of all users being re-certified during the period of audit. • Tested Application Controls (automated controls) relevant to the audit of loans, expenses, payroll, borrowings and investment among others, for evaluating completeness and accuracy and; • Tested compensating controls or performed alternate procedures to assess whether there were any unaddressed IT risks that would impact the controls or completeness and accuracy of data. • We have also relied on IS and other technology audits conducted during the year. • We have obtained management representations wherever considered necessary.

Information other than the Financial Statements and Auditor's Report thereon

6. The Company's Board of Directors is responsible for the preparation of other information. This other information comprises the information included in the Board's Report (including annexures thereto) and Management Discussion and Analysis ('MD&A') (collectively referred to as 'Other Information'), but does not include the Standalone Financial Statements and our Auditor's Report thereon. The Other Information is expected to be made available to us after the date of this Auditors' Report.

   Our opinion on the Standalone Financial Statements does not cover the Other Information and we do not express any form of assurance conclusion thereon.

7. In connection with our audit of the Standalone Financial Statements, our responsibility is to read the Other Information identified above when it becomes available and, in doing so, consider whether the Other Information is materially inconsistent with the Standalone Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

   When we read the Other Information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

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

8. The accompanying Standalone Financial Statements have been approved by the Company's Board of Directors. The Company's Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation and presentation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS specified under section 133 of the Act, RBI Guidelines and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

11. Our objectives are to obtain reasonable assurance about whether the Standalone Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone Financial Statements.

12. As part of an audit in accordance with Standards on Auditing, specified under section 143(10) of the Act we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control;
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to Standalone Financial Statements in place and the operating effectiveness of such controls based on our audit;
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors;
- Conclude on the appropriateness of Board of Directors and management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future

events or conditions may cause the Company to cease to continue as a going concern;

- Evaluate the overall presentation, structure and content of the Standalone Financial Statements, including the disclosures, and whether the Standalone Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation; and
- Obtain sufficient appropriate audit evidence regarding the Standalone Financial Statements of the Company to express an opinion on the Standalone Financial Statement.

13. We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
14. We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.
15. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Financial Statements of the financial year ended March 31, 2026 and are therefore the Key Audit Matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

16. As required by Section 197(16) of the Act based on our audit, we report that the Company has paid remuneration to its directors during the year in accordance with the provisions of and limits laid down under section 197 read with Schedule V to the Act.
17. As required by the Companies (Auditor's Report) Order, 2020 ('the Order') issued by the Central Government of India in terms of Section 143(11) of the Act we give in the Annexure I, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
18. Further to our comments in Annexure I, as required by Section 143(3) of the Act based on our audit, we report, to the extent applicable, that:
    a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the accompanying Standalone Financial Statements;
    b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books, except for the matters stated in paragraph 17(g)(vi) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended) ('the Rules');
    c) The Standalone Financial Statements dealt with by this report are in agreement with the books of account;
    d) In our opinion, the aforesaid Standalone Financial Statements comply with Ind AS specified under section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;
    e) On the basis of the written representations received from the directors and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of section 164(2) of the Act;
    f) With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company as on March 31, 2026 and the operating effectiveness of such controls, refer to our separate Report in Annexure II wherein we have expressed an unmodified opinion; and
    g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
        i. The Company, as detailed in Note 43 to the Standalone Financial Statements, has disclosed the impact of pending litigations on its financial position as at March 31, 2026;
        ii. The Company, as detailed in Note 47 to the Standalone Financial Statements, has made provision as at March 31, 2026, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;
        iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company during the year ended March 31, 2026. The Company, as detailed in Note 18 to the Standalone Financial Statements, has regularly transferred the required amounts to the Investor Education and Protection Fund;
        iv. a. The management has represented that, to the best of its knowledge and belief, as disclosed in Note 37 (vi) to the Standalone Financial Statements, no funds have been advanced or loaned or invested (either from borrowed funds or securities premium or any other sources or kind of funds) by the Company to or in any person or entity, including foreign entities ('the intermediaries'), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified

in any manner whatsoever by or on behalf of the Company ('the Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b. The management has represented that, to the best of its knowledge and belief, as disclosed in Note 37 (vi), to the Standalone Financial Statements no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ('the Funding Parties'), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ('Ultimate Beneficiaries') or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

v. The final dividend proposed in the previous year, declared and paid by the company during the year is in accordance with the provision of section 123 of the Act; and

vi. Based on our examination, which included test checks, the Company has used various accounting software for maintaining its books of account which have a feature of recording audit trail (edit log) facility, which have operated throughout the year for all relevant transactions recorded in the software, except for one accounting software wherein master level logs were enabled from July 02, 2025, eleven accounting software (including two software migrated during the year) wherein, the audit trail logs were not maintained at database level throughout the year and two accounting software wherein, the limited audit trail logs were enabled from March 02, 2026 to log direct data changes. Based on our procedures performed, we did not notice any instance of the audit trail feature being tampered with. In respect of the aforesaid masters and databases, in the absence of audit trail for the said period, the question of our commenting on whether the audit trail was tampered with, does not arise. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention apart from the exceptions mentioned above.

For **M M NISSIM & CO LLP**
Chartered Accountants
ICAI FRN: 107122W/W100672

Sanjay Khemani
Partner
ICAI Membership No.: 044577
UDIN: 26044577RMJDJH3777

Place: Mumbai
Date: April 24, 2026

For **M. P. Chitale & Co.**
Chartered Accountants
ICAI FRN: 101851W

Ashutosh Pednekar
Partner
ICAI Membership No.: 041037
UDIN: 26041037SXSNWS7637

Place: Mumbai
Date: April 24, 2026

Annexure I referred to in Paragraph 17 of the Independent Auditor's Report of even date to the members of Mahindra & Mahindra Financial Services Limited on the Standalone Financial Statements for the year ended March 31, 2026

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit, and to the best of our knowledge and belief, we report that:

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

(B) The Company has maintained proper records showing full particulars of intangible assets.

b. During the year, the management has carried out physical verification of all the Property, Plant and Equipment. In our opinion, the frequency of verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

c. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of the immovable properties disclosed in the financial statements included under PPE are held in the name of the Company.

d. The Company has not revalued any of its Property, Plant and Equipment (including Right-Of-Use assets) and intangible assets during the year and hence reporting under clause 3(i)(d) of the Order is not applicable to the Company.

e. According to the information and explanations given to us, no proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder. Accordingly, reporting under clause 3(i)(e) of the Order is not applicable to the Company.

ii. a. The Company is engaged in providing financial services primarily into non-banking financial services (NBFC). Accordingly, it does not hold any inventory and hence reporting under clause 3(ii)(a) of the Order is not applicable to the Company.

b. The Company has a working capital limit in excess of Rs 5 crore sanctioned by banks and financial institutions, in aggregate based on the security of loans (assets). We have observed reconciliation items in the quarterly returns/statements, in respect of the working capital limits which have been filed by the Company with such banks and financial institutions as compared to the books of accounts maintained by the Company. For the return/ statement for the quarter ended March 31, 2026 the date of submission is not due till the date of this report. However, we have not carried out a specific audit of such statements. The details of such difference/ reconciliation items are given in Note 17 of the Standalone Financial Statements of the Company.

iii. a. The Company is a Non-Banking Financial Company and its principal business is to give loans. Accordingly, reporting under clause 3(iii)(a) of the Order is not applicable to the Company.

b. The investments made, guarantee provided, security given and terms and conditions of the grant of all loans and advances in the nature of loans are not, prima facie, prejudicial to the Company's interest.

c. The Company is a Non-Banking Financial Company, registered under provisions of the Reserve Bank of India Act, 1934 and rules made thereunder and is regulated by various regulations, circulars and norms issued by the Reserve Bank of India including Master Direction on Income Recognition, Asset Classification and Provisioning pertaining to Advances. In respect of loans and advances in the nature of loans granted by the Company, we report that the schedule of repayment of principal and payment of interest has been stipulated and the repayments/ receipts of principal and interest are regular except for certain instances as below:

Overdue amount as on March 31, 2026

Particulars – Days Past Due	Total amount due (Rs. in Crores)
1-30 days	460.07
31-90 days	765.76
More than 90 days	2,064.51
Total	**3,290.34**

d. According to the information and explanations given to us, the total amount which is overdue for more than 90 days in respect of loans and advances in the nature of loans given in the course of the business operations of the Company aggregates to Rs. 2,064.51 Crores as at March 31, 2026 in respect of 1,11,697 number of loans. Further, reasonable steps as per the policies and procedures of the Company have been taken for recovery of such principal and interest amounts overdue.

e. The Company is a Non-Banking Financial Company, and its principal business is to give loans. Accordingly, reporting under clause 3(iii)(e) of the Order is not applicable to the Company.

f. The Company has not granted any loans or advances in the nature of loans which are repayable on demand (except for the short-term loan) or without specifying any terms or period of repayment during the year. Accordingly, reporting under clause 3(iii)(f) of the Order is not applicable to the Company.

iv. In our opinion, and according to the information and explanations given to us, the Company has not granted any loans, made investments or provided guarantees or securities to the parties that are covered under the provisions of sections 185 or 186 of the Companies Act, 2013, and hence reporting under clause 3(iv) of the Order is not applicable.

v. In our Opinion, the Company had complied with the directive issued by the Reserve Bank of India ('the RBI') with regards to the deposits accepted and amounts deemed to be deposits during the year. According to the information and explanation given to us, the provisions of sections 73 to 76 and any other relevant provisions of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended), are not applicable to the Company being a Non-Banking Financial Company registered with the RBI. We are informed by the management that no order has been passed by the Company Law Tribunal or RBI or any Court or any other Tribunal against the Company in this regard.

vi. The Central Government has not specified maintenance of cost records under sub-section (1) of section 148 of the Act, in respect of Company's products/ business activities. Accordingly, reporting under clause 3(vi) of the Order is not applicable.

vii. a. In our opinion, and according to the information and explanations given to us, undisputed statutory dues including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues, as applicable, have been regularly deposited with the appropriate authorities by the Company. As explained to us, the Company does not have any dues on account of Sales Tax, Service Tax, Duty of Customs, Duty of Excise and Value Added Tax.

b. According to the information and explanations given to us, there are no statutory dues referred in sub-clause (a) which have not been deposited with the appropriate authorities on account of any dispute except for the following:

Name of the statute	Nature of dues	Amount (₹ in crores)	Period to which the amount relates	Forum where dispute is pending
GST – Uttar Pradesh	Goods & Services Tax	22.82	FY 2017-18 to FY 2019-20	Allahabad High Court, Lucknow Bench
GST – Maharashtra	Goods & Services Tax	0.93	FY 2018-19 to FY 2021-22	GST Appellate Tribunal (Appeal is pending to be filed)
Service Tax	Service Tax	97.02	FY 2007-08 to FY 2014-15	Customs, Excise & Service Tax Appellate Tribunal
VAT – Andhra Pradesh	Value Added Tax	1.24	FY 2008-09 to FY 2013-14	Andhra Pradesh High Court
VAT – Madhya Pradesh	Value Added Tax	0.08	FY 2013-14 to FY 2016-17	Appellate Authority of Commercial Taxes, Bhopal
VAT – Maharashtra	Value Added Tax	39.96	FY 2010-11, FY 2012-13 to FY 2015-16	Maharashtra Sales Tax Tribunal
VAT – Maharashtra	Value Added Tax	3.53	FY 2011-12	Deputy Commissioner of Sales Tax (Appeals)
VAT – Rajasthan	Value Added Tax	1.16	FY 2006-07 to FY 2014-15	Supreme Court
Income Tax	Income Tax Act, 1961	410.89	2016 -17	Jurisdictional Assessing Officer (JAO)
Income Tax	Income Tax Act, 1961	2.28	2017 -18	Commissioner of Income Tax (Appeals)
Income Tax	Income Tax Act, 1961	8.56	2018 -19	Income Tax Appellate Tribunal (Appeals)

viii. According to the information and explanations given to us and as verified by us, no transactions were surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961), which have not been recorded in the books of accounts.

ix. a. According to the information and explanations given to us, the Company has not defaulted in repayment of its loans or other borrowings or in the payment of interest thereon to any lender during the year.

b. According to the information and explanations given to us including representation received from the management of the Company, and on the basis of our audit procedures, we report that the Company has not been declared a willful defaulter by any bank or financial institution or other lender or government or any government authority.

c. In our opinion and according to the information and explanations given to us, money raised by way of term loans were applied for the purposes for which these were obtained, though idle/surplus funds which were not required for immediate utilisation have been invested in readily realisable liquid investments.

d. In our opinion and according to the information and explanations given to us, and on an overall examination of the financial statements of the Company, funds raised by the Company on short term basis have not been utilised for long term purposes.

e. According to the information and explanations given to us and on an overall examination of the Standalone Financial Statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligation of its subsidiaries, joint ventures or associates.

f. According to the information and explanations given to us and as verified by us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associates.

x. a. The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) during the year other than by way of rights issue. In our opinion and according to the information and explanations given to us, the Company has utilized the money raised by way of rights issue offer for the purposes for which they were raised.

b. According to the information and explanation given to us and as verified by us, the Company has utilized funds raised by way of private placement of debentures for the purpose for which they were raised and there was no preferential allotment or private placement of shares during the year.

xi. a. To the best of our knowledge according to the information and explanations given to us and as verified by us, no fraud by the Company has been noticed or reported during the year. Accordingly, to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the period covered by our audit except for misappropriation of cash by its employees or cheating and forgery of documents by its employees or by the customers of the Company identified by the management during the year, involving amounts aggregating to Rs. 6.61 Crores as mentioned in Note 42 of the accompanying Standalone Financial Statements. The Company has initiated necessary action against the employees and customers connected to such instances including of their employment contracts and recovery of the amounts.

b. According to the information and explanations given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c. We have taken into consideration the whistle blower complaints received by the Company during the year and provided to us, determining the nature, timing and extent of audit procedures.

xii. The Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of the Act and all details have been disclosed in the Standalone Financial Statements, as required under Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified in Companies (Indian Accounting Standards) Rules 2015 as prescribed under section 133 of the Act.

xiv. a. In our opinion and according to the information and explanations given to us, the Company has an internal audit system as required under section 138 of the Act which is commensurate with the size and the nature of its business.

b. We have considered the reports issued by the Internal Auditors of the Company till date for the period under audit.

xv. According to the information and explanation given to us, and based on our examination of the records, the Company has not entered into any non-cash transactions with its directors or persons connected with them and accordingly, provisions of section 192 of the Act are not applicable to the Company.

xvi. a. The Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and such registration has been obtained by the Company.

b. During the year, the Company has not conducted any Non - Banking Financial activities without a valid Certificate of Registration (CoR) from the RBI as per the Reserve Bank of India Act, 1934. Further, Company has not conducted any Housing Finance activities and is not required to obtain CoR for such activities from the RBI.

c. According to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the RBI. Accordingly, reporting under clause 3(xvi)(c) of the Order is not applicable to the Company.

d. Based on the information and explanations given to us and as represented by the management of the Company, the Group (as defined in Core Investment Companies (Reserve Bank) Directions, 2016) has 5 CICs forming part of the group.

xvii. The Company has not incurred any cash loss in the current as well as the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, reporting under clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Standalone Financial Statements, our knowledge of the plans of the Board of Directors and management, we are of the opinion that no material uncertainty exists as on the date of the audit report that Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

xx. Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there is no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

xxi. The reporting under clause 3(xxi) is not applicable in respect of audit of Standalone Financial Statements of the Company. Accordingly, no comment has been included in respect of said clause under this report.

For **M M NISSIM & CO LLP**
Chartered Accountants
ICAI FRN: 107122W/W100672

Sanjay Khemani
Partner
ICAI Membership No.: 044577
UDIN: 26044577RMJDJH3777

Place: Mumbai
Date: April 24, 2026

For **M. P. Chitale & Co.**
Chartered Accountants
ICAI FRN: 101851W

Ashutosh Pednekar
Partner
ICAI Membership No.: 041037
UDIN: 26041037SXSNWS7637

Place: Mumbai
Date: April 24, 2026

Annexure II to the Independent Auditor's Report of even date to the members of Mahindra & Mahindra Financial Services Limited on the Standalone Financial Statements for the year ended March 31, 2026

Independent Auditor's Report on the internal financial controls with reference to the Standalone Financial Statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')

(Referred to in paragraph 18(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

1. In conjunction with our audit of the Standalone Financial Statements of **Mahindra & Mahindra Financial Services Limited** ('the Company') as at and for the year ended **March 31, 2026**, we have audited the internal financial controls with reference to Standalone Financial Statements of the Company as at that date.

Board of Director's Responsibilities for Internal Financial Controls

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

Auditor's Responsibility for the Audit of the Internal Financial Controls with Reference to Standalone Financial Statements

3. Our responsibility is to express an opinion on the Company's internal financial controls with reference to Standalone Financial Statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the ICAI prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to Standalone Financial Statements, and the Guidance Note issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Standalone Financial Statements were established and maintained and if such controls operated effectively in all material respects.
4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to Standalone Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Standalone Financial Statements includes obtaining an understanding of such internal financial controls, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Financial Statements, whether due to fraud or error.
5. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to Standalone Financial Statements.

Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

6. A company's internal financial controls with reference to Standalone Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Standalone Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to Standalone Financial Statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Standalone Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the Standalone Financial Statements.

Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

7. Because of the inherent limitations of internal financial

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

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to Standalone Financial Statements and such controls were operating effectively as at March 31, 2026, based on the internal financial controls with reference to Standalone Financial Statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

For **M M NISSIM & CO LLP**
Chartered Accountants
ICAI FRN: 107122W/W100672

Sanjay Khemani
Partner
ICAI Membership No.: 044577
UDIN: 26044577RMJDJH3777

Place: Mumbai
Date: April 24, 2026

For **M. P. Chitale & Co.**
Chartered Accountants
ICAI FRN: 101851W

Ashutosh Pednekar
Partner
ICAI Membership No.: 041037
UDIN: 26041037SXSNWS7637

Place: Mumbai
Date: April 24, 2026

STANDALONE BALANCE SHEET AS AT MARCH 31, 2026

Rs. in crore

	Particulars	Note	As at March 31, 2026	As at March 31, 2025
	ASSETS			
	Financial Assets			
a)	Cash and cash equivalents	3	**391.22**	1,666.56
b)	Bank balance other than (a) above	4	**6,949.26**	3,869.31
c)	Derivative financial instruments	5	**402.60**	30.95
d)	Receivables			
	– Trade receivables	6	**86.12**	53.02
e)	Loans	7	**1,30,160.14**	1,16,214.02
f)	Investments	8	**6,820.37**	10,400.48
g)	Other financial assets	9	**222.10**	247.53
			1,45,031.81	1,32,481.87
	Non-financial Assets			
a)	Current tax assets (Net)		**438.64**	601.68
b)	Deferred tax assets (Net)	10 (i)	**654.12**	640.99
c)	Property, plant and equipment	11 (a)	**939.31**	876.38
d)	Capital work-in-progress	11 (b)	**1.65**	0.52
e)	Intangible assets under development	12 (a)	**5.42**	65.10
f)	Other Intangible assets	12 (b)	**248.37**	172.89
g)	Other non-financial assets	13	**585.95**	708.75
			2,873.46	3,066.31
	Total Assets		**1,47,905.27**	1,35,548.18
	LIABILITIES AND EQUITY			
	LIABILITIES			
	Financial Liabilities			
a)	Derivative financial instruments	14	**6.85**	390.05
b)	Payables	15		
	I) Trade payables			
	i) total outstanding dues of micro enterprises and small enterprises		**–**	–
	ii) total outstanding dues of creditors other than micro enterprises and small enterprises		**855.51**	1,208.56
	II) Other payables			
	i) total outstanding dues of micro enterprises and small enterprises		**5.72**	2.71
	ii) total outstanding dues of creditors other than micro enterprises and small enterprises		**34.00**	17.62
c)	Debt securities	16	**26,539.06**	26,204.83
d)	Borrowings (Other than debt securities)	17	**74,240.03**	69,734.92
e)	Deposits	18	**14,196.03**	11,404.15
f)	Subordinated liabilities	19	**5,359.74**	5,529.57
g)	Other financial liabilities	20	**1,128.02**	790.60
			1,22,364.96	1,15,283.01

STANDALONE BALANCE SHEET AS AT MARCH 31, 2026 (CONTD...)

Rs. in crores

	Particulars	Note	As at March 31, 2026	As at March 31, 2025
	Non-Financial Liabilities			
a)	Current tax liabilities (net)		**158.87**	69.73
b)	Provisions	21	**407.22**	217.04
c)	Other non-financial liabilities	22	**215.52**	166.17
			781.61	452.94
	EQUITY	23		
a)	Equity share capital		**277.91**	246.98
b)	Other equity		**24,480.79**	19,565.25
			24,758.70	19,812.23
	Total Liabilities and Equity		**1,47,905.27**	1,35,548.18

The accompanying notes form an integral part of the Standalone financial statements. 1 to 58

In terms of our report attached.

For **M M NISSIM & CO LLP**
Chartered Accountants
ICAI FRN: 107122W/W100672

Sanjay Khemani
Partner
ICAI Membership No: 044577

Mumbai
April 24, 2026

For **M. P. Chitale & Co.**
Chartered Accountants
ICAI FRN: 101851W

Ashutosh Pednekar
Partner
ICAI Membership No: 041037

For and on behalf of the Board of Directors
Mahindra & Mahindra Financial Services Limited

Amarjyoti Barua
Director
[DIN: 09202472]

Raul Rebello
Managing Director & CEO
[DIN: 10052487]

Pradeep Kumar Agrawal
Chief Financial Officer

Brijbala Batwal
Company Secretary
Membership No.F5220

Mumbai
April 24, 2026

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

Rs. in crore

	Particulars	Note	Year ended March 31, 2026	Year ended March 31, 2025
	Revenue from operations			
i)	Interest income	24	**17,211.69**	15,331.41
ii)	Dividend income		**177.32**	15.46
iii)	Rental income		**174.86**	153.45
iv)	Fees, charges and commission income	25	**854.39**	510.59
v)	Net gain/ (loss) on fair value changes	26	**27.33**	6.14
vi)	Net gain on derecognition of financial instruments under amortized cost category		**–**	1.90
I	**Total revenue from operations**		**18,445.59**	16,018.95
II	Other income	27	**54.69**	55.74
III	**Total income (I+II)**		**18,500.28**	16,074.69
	Expenses			
i)	Finance costs	28	**8,392.05**	7,898.30
ii)	Fees and commission expense		**139.87**	97.84
iii)	Impairment on financial instruments	29	**2,441.22**	1,617.86
iv)	Employee benefits expenses	30	**2,054.17**	1,903.13
v)	Depreciation, amortization and impairment	31	**342.68**	273.42
vi)	Others expenses	32	**1,340.33**	1,136.87
IV	**Total expenses**		**14,710.32**	12,927.42
V	**Profit before exceptional items and tax (III-IV)**		**3,789.96**	3,147.27
VI	Exceptional items	33	**(117.33)**	–
VII	**Profit before tax (V+VI)**		**3,672.63**	3,147.27
VIII	**Tax expense :**	10 (ii)		
	(i) Current tax		**923.02**	779.45
	(ii) Deferred tax		**(34.89)**	22.78
	(iii)(Excess)/ Short Provision for Income Tax - earlier years		**2.27**	–
			890.40	802.23
IX	**Profit for the year (VII-VIII)**		**2,782.23**	2,345.04
X	**Other Comprehensive Income (OCI)**			
	(A)(i) Items that will not be reclassified to profit or loss			
	– Remeasurement gain/ (loss) on defined benefit plans		**(22.34)**	(9.99)
	– Net gain/ (loss) on equity instruments through OCI		**28.58**	84.26
	(ii) Income tax relating to items that will not be reclassified to profit or loss	10 (iii)	**(1.57)**	(18.69)
	Subtotal (A)		**4.67**	55.58
	(B)(i) Items that will be reclassified to profit or loss			
	– Net gain/ (loss) on debt instruments through OCI		**(22.52)**	96.49
	– Effective portion of gains and loss on designated portion of hedging instruments in a cash flow hedge		**102.74**	(62.23)
	(ii) Income tax relating to items that will be reclassified to profit or loss		**(20.19)**	(8.62)
	Subtotal (B)		**60.03**	25.64
	Other Comprehensive Income (A+B)		**64.70**	81.22
XI	**Total Comprehensive Income for the year (IX+X)**		**2,846.93**	2,426.26
XII	**Earnings per equity share (face value Rs. 2/- per equity share)**	34		
	Basic (Rupees)		**20.35**	18.43
	Diluted (Rupees)		**20.33**	18.43

The accompanying notes form an integral part of the Standalone financial statements. 1 to 58

In terms of our report attached.

For and on behalf of the Board of Directors

Mahindra & Mahindra Financial Services Limited

For **M M NISSIM & CO LLP**
Chartered Accountants
ICAI FRN: 107122W/W100672

Sanjay Khemani
Partner
ICAI Membership No: 044577

Mumbai
April 24, 2026

For **M. P. Chitale & Co.**
Chartered Accountants
ICAI FRN: 101851W

Ashutosh Pednekar
Partner
ICAI Membership No: 041037

Amarjyoti Barua
Director
[DIN: 09202472]

Raul Rebello
Managing Director & CEO
[DIN: 10052487]

Pradeep Kumar Agrawal
Chief Financial Officer

Brijbala Batwal
Company Secretary
Membership No.F5220

Mumbai
April 24, 2026

STATEMENT OF STANDALONE CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026

Rs. in crore

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
A)	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit before exceptional items and taxes	**3,789.96**	3,147.27
	Adjustments for:		
	Depreciation, amortization and impairment	**342.68**	273.42
	Impairment on financial instruments (excluding bad debts and write offs)	**482.05**	58.95
	Bad debts and write offs	**1,959.17**	1,558.91
	Interest expense	**8,360.34**	7,978.79
	Interest income from loans	**(16,318.73)**	(14,500.50)
	Interest income from other deposits with banks	**(430.43)**	(318.80)
	Net (gain)/ loss on fair value of derivative financial instruments	**–**	(107.25)
	Unrealized foreign exchange (Gain)/loss	**544.37**	37.74
	Share based payments to employees	**15.82**	7.25
	Net (gain)/loss on fair value changes	**(16.38)**	0.85
	Interest income on investments	**(462.53)**	(512.11)
	Net gain on derecognition of property, plant and equipment	**(0.59)**	(4.10)
	Net (gain)/ loss on sale of investments	**(23.41)**	(1.31)
	Operating profit/ (loss) before working capital changes	**(1,757.68)**	(2,380.89)
	Adjustments for changes in working capital -		
	Loans	**(15,020.80)**	(17,514.42)
	Trade receivables	**(33.37)**	(28.42)
	Other financial assets	**23.06**	(18.70)
	Other financial liabilities	**455.05**	31.26
	Other non-financial assets	**102.72**	(150.41)
	Trade Payables	**(333.66)**	(296.00)
	Other non-financial liabilities	**49.35**	15.50
	Derivative financial instruments	**(754.85)**	131.08
	Provisions	**46.43**	1.25
	Cash generated from/ (used in) operations before adjustments for interest received and interest paid	**(17,223.75)**	(20,209.75)
	Interest paid	**(8,265.96)**	(7,630.56)
	Interest received from loans	**14,957.32**	13,379.76
	Cash generated from/ (used in) operations	**(10,532.39)**	(14,460.55)
	Income taxes paid (net of refunds)	**(673.11)**	(820.88)
	NET CASH GENERATED FROM/ (USED IN) OPERATING ACTIVITIES (A)	**(11,205.50)**	(15,281.43)
B)	**CASH FLOW FROM INVESTING ACTIVITIES**		
	Purchase of Property, plant and equipment and intangible assets	**(390.85)**	(425.10)
	Proceeds from sale of Property, plant and equipment	**61.15**	64.49
	Proceeds from sale of investments measured at amortized cost	**283.00**	35.25
	(Increase)/ decrease in Investment in Triparty Repo Dealing System (TREPS) (net)	**–**	124.98
	Purchase of investments measured at FVOCI	**(638.70)**	–
	Proceeds from sale of investments measured at FVOCI	**1,746.25**	476.40
	Purchase of investments measured at FVTPL	**(44,453.60)**	(17,823.01)
	Proceeds from sale of investments measured at FVTPL	**46,651.24**	16,604.91
	Proceeds from term deposits with banks (including margin account with banks)	**2,772.38**	2,492.13
	Investments in term deposits with banks (including margin account with banks)	**(5,789.07)**	(3,406.55)
	Interest received from other deposits with banks	**367.06**	319.99

STATEMENT OF STANDALONE CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026 (CONTD...)

Rs. in crore

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest income received on investments measured at amortized cost, FVOCI, FVTPL and at cost	**500.31**	525.11
Change in Earmarked balances with banks	**0.11**	(0.09)
NET CASH GENERATED FROM/ (USED IN) IN INVESTING ACTIVITIES (B)	**1,109.28**	(1,011.49)
C) CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from issue of Equity shares, including securities premium (net of issue expenses)	**2,988.56**	–
Proceeds from borrowings through Debt Securities	**18,082.82**	27,048.97
Repayment of borrowings through Debt Securities	**(17,577.67)**	(28,613.08)
Proceeds from Borrowings (Other than Debt Securities)	**46,314.61**	42,239.22
Repayment of Borrowings (Other than Debt Securities)	**(42,287.57)**	(27,105.20)
Proceeds from borrowings through Subordinated Liabilities	**–**	1,500.00
Repayment of borrowings through Subordinated Liabilities	**(174.82)**	(274.04)
Increase/ (decrease) in Public deposits (net)	**2,485.71**	3,733.33
Payments of lease liability	**(107.28)**	(102.41)
Dividend paid	**(903.48)**	(778.38)
NET CASH GENERATED FROM/ (USED IN) FINANCING ACTIVITIES (C)	**8,820.88**	17,648.41
NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	**(1,275.34)**	1,355.49
CASH AND CASH EQUIVALENTS AT THE BEGINING OF THE YEAR	**1,666.56**	311.07
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	**391.22**	1,666.56
Components of Cash and Cash Equivalents		
Cash and cash equivalents at the end of the year		
– Cash on hand	**40.10**	47.85
– Cheques and drafts on hand	**9.26**	16.28
– Balances with banks in current accounts	**241.85**	293.51
– Term deposits with original maturity up to 3 months	**100.00**	1,307.00
– Interest accrued on Term deposits	**0.01**	1.92
Total	**391.22**	1,666.56

Note:

The above Statement of Standalone Cash Flow has been prepared under the 'Indirect method' as set out in Ind AS 7 on 'Statement of Cash Flows'.

Purchase of Property, plant and equipment and intangible assets represents additions to Property, plant and equipment and intangible assets adjusted for movement of capital-work-in-progress during the year.

In terms of our report attached.

For **M M NISSIM & CO LLP**
Chartered Accountants
ICAI FRN: 107122W/W100672

Sanjay Khemani
Partner
ICAI Membership No: 044577

Mumbai
April 24, 2026

For **M. P. Chitale & Co.**
Chartered Accountants
ICAI FRN: 101851W

Ashutosh Pednekar
Partner
ICAI Membership No: 041037

For and on behalf of the Board of Directors
Mahindra & Mahindra Financial Services Limited

Amarjyoti Barua
Director
[DIN: 09202472]

Raul Rebello
Managing Director & CEO
[DIN: 10052487]

Pradeep Kumar Agrawal
Chief Financial Officer

Brijbala Batwal
Company Secretary
Membership No.F5220

Mumbai
April 24, 2026

STATEMENT OF CHANGES IN EQUITY FOR STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

A. Equity share capital

Rs. in crore

Particulars	Amount
Issued, Subscribed and fully paid up:	
Balance as at April 1 2024	246.88
Changes due to prior period errors	–
Restated balance as at April 1 2024	246.88
Changes during the year:	
Add : Allotment of shares by ESOP Trust to employees on exercise of options (refer note 35)	0.10
Balance as at March 31, 2025	**246.98**
Balance as at April 1 2025	246.98
Changes due to prior period errors	–
Restated balance as at April 1 2025	246.98
Changes during the year:	
Add: Fresh allotment of shares through Rights Issue during the year (refer note 39)	30.89
Add: Allotment of shares by ESOP Trust to employees on exercise of options (refer note 35)	0.04
Balance as at March 31, 2026	**277.91**

B. Other Equity

Rs. in crore

Particulars	Reserves and Surplus									
	Statutory reserve as per Section 45-IC of the RBI Act, 1934	Capital redemption reserve	Securities premium	General reserve	Employee stock options outstanding	Retained earnings	Debt instruments through OCI	Equity instruments through OCI	Effective portion of cash flow hedges	Total
Balance as at April 1 2024	2,883.35	50.00	7,185.65	798.20	12.24	7,037.93	(70.94)	21.46	(7.28)	17,910.61
Changes in accounting policy/ prior period errors	–	–	–	–	–	–	–	–	–	–
Restated balance as at April 1 2024	2,883.35	50.00	7,185.65	798.20	12.24	7,037.93	(70.94)	21.46	(7.28)	17,910.61
Profit/(loss) for the year						2,345.04				2,345.04
Other Comprehensive Income / (loss)						(7.49)	72.20	63.05	(46.57)	81.19
Total Comprehensive Income for the year	–	–	–	–	–	2,337.55	72.20	63.05	(46.57)	2,426.23
Dividend paid on equity shares (including tax thereon)						(778.38)				(778.38)
Transfers to Securities premium on exercise of employee stock options			8.32		(8.32)					–
Securities premium on transfer of ESOP Shares to employees from grant created out of Rights Issue			1.12							1.12
Employee stock options expired				0.42	(0.42)					–
Share based payment expense					5.67					5.67
Transfers to Statutory reserves	469.00					(469.00)				–
Balance as at March 31, 2025	3,352.35	50.00	7,195.09	798.61	9.18	8,128.10	1.26	84.51	(53.85)	19,565.25

STATEMENT OF CHANGES IN EQUITY FOR STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 (CONTD...)

Rs. in crore

Particulars	Reserves and Surplus									
	Statutory reserve as per Section 45-IC of the RBI Act, 1934	Capital redemption reserve	Securities premium	General reserve	Employee stock options outstanding	Retained earnings	Debt instruments through OCI	Equity instruments through OCI	Effective portion of cash flow hedges	Total
Balance as at April 1 2025	**3,352.35**	**50.00**	**7,195.09**	**798.61**	**9.18**	**8,128.10**	**1.26**	**84.51**	**(53.85)**	**19,565.25**
Changes in accounting policy/ prior period errors	–	–	–	–	–	–	–	–	–	–
Restated balance as at April 1 2025	**3,352.35**	**50.00**	**7,195.09**	**798.61**	**9.18**	**8,128.10**	**1.26**	**84.51**	**(53.85)**	**19,565.25**
Profit/(loss) for the year						**2,782.23**			–	**2,782.23**
Other Comprehensive Income / (loss)						**(16.72)**	**(16.85)**	**21.39**	**76.88**	**64.70**
Total Comprehensive Income for the year	–	–	–	–	–	**2,765.51**	**(16.85)**	**21.39**	**76.88**	**2,846.93**
Dividend paid on equity shares (including tax thereon)						**(903.48)**				**(903.48)**
Securities premium on fresh issue of equity share capital (refer note 39)			**2,965.27**							**2,965.27**
Expenses incurred in respect of issue of equity shares			**(7.60)**							**(7.60)**
Transfers to Securities premium on exercise of employee stock options			**5.51**		**(5.51)**					–
Securities premium on transfer of ESOP Shares to employees from grant created out of Rights Issue			**0.20**							**0.20**
Employee stock options expired				**0.19**	**(0.19)**					–
Share based payment expense					**14.22**		–			**14.22**
Transfers to Statutory reserves	**556.46**		–			**(556.46)**				–
Balance as at March 31, 2026	**3,908.81**	**50.00**	**10,158.47**	**798.80**	**17.70**	**9,433.67**	**(15.59)**	**105.90**	**23.03**	**24,480.79**

The accompanying notes 1 to 58 form an integral part of the Standalone financial statements.

In terms of our report attached.

For **M M NISSIM & CO LLP**
Chartered Accountants
ICAI FRN: 107122W/W100672

Sanjay Khemani
Partner
ICAI Membership No: 044577

Mumbai
April 24, 2026

For **M. P. Chitale & Co.**
Chartered Accountants
ICAI FRN: 101851W

Ashutosh Pednekar
Partner
ICAI Membership No: 041037

For and on behalf of the Board of Directors
Mahindra & Mahindra Financial Services Limited

Amarjyoti Barua
Director
[DIN: 09202472]

Raul Rebello
Managing Director & CEO
[DIN: 10052487]

Pradeep Kumar Agrawal
Chief Financial Officer

Brijbala Batwal
Company Secretary
Membership No.F5220

Mumbai
April 24, 2026

NOTES FORMING PART OF THE STANDALONE FINANCIAL STATEMENTS

for the year ended March 31, 2026

1 COMPANY INFORMATION

Mahindra & Mahindra Financial Services Limited ('the Company') with Corporate ID No.: L65921MH1991PLC059642, incorporated on 1 January 1991 and domiciled in India, is a public limited company, headquartered in Mumbai. The Company is a Non-Banking Financial Company ('NBFC'), primarily engaged in financing new and pre-owned auto, utility vehicles, tractors, passenger cars and commercial vehicles through its pan India branch network. The Company has a diversified lending portfolio across retail, small and medium enterprises and commercial customers with a significant presence in rural and semi-urban India.

The Company is registered as a Systemically Important Deposit Accepting NBFC as defined under Section 45-IA of the Reserve Bank of India ('RBI') Act, 1934 with effect from 4 September 1998, with registration no. 13.00996 and classified as NBFC-Investment and Credit Company (NBFC-ICC) pursuant to circular DNBR (PD) CC.No.097/03.10.001/2018-19 dated 22 February 2019. The RBI, under Scale Based Regulations (SBR) had categorised the Company in Upper Layer (NBFC-UL) vide its circular dated September 30, 2022 and affirmed the same vide its Press release dated January 16, 2025. The equity shares of the Company are listed on the National Stock Exchange of India Limited ("NSE") and the BSE Limited ("BSE") in India. The Company is a subsidiary of Mahindra & Mahindra Limited.

The Company's registered office is at Gateway Building, Apollo Bunder, Mumbai 400001, India.

2 SUMMARY OF MATERIAL ACCOUNTING POLICY

2.1 Statement of compliance and basis for preparation and presentation of financial statements:

These standalone or separate financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013 ("the Act"), and is in conformity with the accounting principles generally accepted in India and other relevant provisions of the Act. Further, the Company has complied with all the directions related to Implementation of Indian Accounting Standards prescribed for Non-Banking Financial Companies (NBFCs) in accordance with the RBI notification no. RBI/DOR/2025-26/359 DOR. ACC.REC.No.278/21.04.018/2025-26 dated November 28, 2025.

Any application guidance/ clarifications/ directions/ expectations issued by RBI or other regulators are implemented as and when they are issued/ applicable.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The Company presents its Balance Sheet in the order of liquidity.

The Company prepares and presents its Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity in the format prescribed by Division III of Schedule III to the Act. The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 'Statement of Cash Flows'.

These standalone or separate financial statements have been approved by the Company's Board of Directors and authorized for issue on April 24, 2026.

2.2 Functional and presentation currency:

These financial statements are presented in Indian Rupees ('INR' or 'Rs.') which is also the Company's functional currency. All amounts are rounded-off to the nearest crore, unless indicated otherwise.

2.3 Basis of measurement:

The financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain assets and liabilities which are measured at fair values as required by relevant Ind AS.

2.4 Measurement of fair values:

The Company's certain accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has established policies and procedures with respect to the measurement of fair values. Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

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

2.5 Use of estimates and judgements and Estimation uncertainty:

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income, expenses and the disclosures of contingent liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions of estimates are recognized prospectively.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were issued. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Following are areas that involved a higher degree of estimate and judgement or complexity in determining the carrying amount of some assets and liabilities.

i) Effective Interest Rate (EIR) Method

The Company recognizes interest income/ expense using a rate of return that represents the best estimate of a constant rate of return over the expected life of the loans given/ taken. This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments, as well as expected changes to other fee income/ expense that are integral parts of the instrument.

ii) Impairment of Financial Assets

The measurement of impairment losses on loan assets and commitments, requires judgement, in estimating the amount and timing of future cash flows and recoverability of collateral values while determining the impairment losses and assessing a significant increase in credit risk.

The Company's Expected Credit Loss (ECL) calculation is the output of a complex model with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies. Elements of the ECL model that are considered accounting judgements and estimates include:

- The Company's criteria for assessing if there has been a significant increase in credit risk
- The classification of financial assets when their ECL is assessed on a collective basis
- Development of ECL model, including the various formulae and the choice of inputs
- Selection of forward-looking macroeconomic scenarios and their probability weights, to provide the economic inputs into the ECL model

– Management overlay, if any, used in circumstances where management judges that the existing inputs, assumptions and model techniques do not capture all the risk factors relevant to the Company's lending portfolios.

It has been the Company's policy to regularly review its model in the context of actual loss experience and adjust when necessary (refer note 49).

iii) Provisions and contingent liabilities

The Company does not recognise a contingent liability but discloses its existence in the financial statements.

Contingent assets are neither recognised nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic benefits will arise, the asset and related income are recognised in the period in which the change occurs. Contingent Liabilities in respect of show cause notices are considered only when converted into demands.

The reliable measure of the estimates and judgments pertaining to litigations and the regulatory proceedings in the ordinary course of the Company's business are disclosed as contingent liabilities.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision is made. The disclosure of contingent liability is made when there is a possible obligation or present obligation that may, but probably will not, require an outflow of resources. The Company also discloses present obligation for which a reliable estimate cannot be made as a contingent liability.

iv) Provision for income tax and deferred tax assets

The Company uses estimates and judgements based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax, including the amount expected to be paid/ recovered for uncertain tax positions. A deferred tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses, if any, can be utilized. Accordingly, the Company exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting period.

v) Defined Benefit Plans

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

vi) Going Concern

The financial statements of the Company are prepared on a going concern basis for the year ended March 31, 2026.

The Management is satisfied that the Company shall be able to continue its business for the foreseeable future and no material uncertainty exists that may cast significant doubt on the going concern assumption. In making this assessment, the Management has considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources.

2.6 Revenue recognition :

a) Recognition of interest income

Interest income is recognized in Statement of profit and loss using the effective interest method for all financial instruments measured at amortized cost, debt instruments measured at Fair Value Through Other Comprehensive Income (FVOCI) and debt instruments designated at Fair Value Through Profit and Loss (FVTPL). The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument.

The calculation of the effective interest rate includes transaction costs and fees that are an integral part of the contract. Transaction costs include incremental costs that are directly attributable to the acquisition of financial asset.

If expectations regarding the cash flows on the financial asset are revised for reasons other than credit risk, the adjustment is recorded as a positive or negative adjustment to the carrying amount of the asset in the balance sheet with an increase or reduction in interest income. The adjustment is subsequently amortized through interest income in the Statement of profit and loss.

The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets.

In case of credit-impaired financial assets, the Company recognises interest income on the amortised cost net of impairment loss on financial assets at EIR. If financial asset is no longer credit-impaired, the Company reverts to calculating interest income on a gross basis (amortised cost).

Additional interest levied on customers for delay in repayments/ non payment of contractual cashflows is recognised on realisation.

Interest on trade advances, is recognized when they become measurable and when it is not unreasonable to expect their ultimate collection.

Income from bill discounting is recognized over the tenure of the instrument so as to provide a constant periodic rate of return.

Interest income from investments is recognized when it is certain that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time proportionate basis, by reference to the principal outstanding and at the effective interest rate applicable.

b) Recognition of interest income on securitized loans

The Company securitizes certain pools of loan receivables in accordance with applicable RBI guidelines. The Company, being Originator of these loan receivables, also acts as Servicer with a responsibility of collection of receivables from its borrowers and depositing the same in Collection and Pay-out Account maintained by the SPV Trust for making scheduled pay-outs to the investors in Pass Through Certificates (PTCs) issued by the SPV Trust. These securitization transactions also requires the Company to provide for first loss credit enhancement in various forms, such as corporate guarantee, cash collateral, subscription to subordinated PTCs as credit support in the event of shortfall in collections from underlying loan contracts. By virtue of existence of credit enhancement, the Company is exposed to credit risk, being the expected losses that will be incurred on the transferred loan receivables to the extent of the credit enhancement provided.

In view of the above, the Company has retained substantially all the risks and rewards of ownership of the financial asset and thereby does not meet the de-recognition criteria as set out in Ind AS 109. Consideration received in this transaction is presented as "Associated liability related to Securitization transactions" and the loan receivables securitized are continued

to be reflected as loan assets. These loan assets are carried at amortized cost and the interest income is recognized by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets.

In case of credit-impaired financial assets, the Company recognises interest income on the amortised cost net of impairment loss on financial assets at EIR. If financial asset is no longer credit-impaired, the Company reverts to calculating interest income on a gross basis (amortised cost).

c) Subvention income

Subvention income received from manufacturer/ dealers at the inception of the loan contracts which is directly attributable to individual loan contracts in respect of vehicles financed is recognized in the Statement of profit and loss using the effective interest method over the tenor of such loan contracts measured at amortized cost.

In case of subvention income which is subject to confirmation from manufacturer and received later than inception date is recognized in the Statement of profit and loss using straight line method over the tenor of such loan contracts.

d) Rental Income

Income from operating leases is recognized in the Statement of profit and loss on a straight-line basis over the lease term. In certain lease arrangements, variable rental charges are also recognized over and above minimum commitment charges based on usage pattern and make/model of the asset.

e) Income from finance lease

The income earned on finance lease are recognised in the Statement of profit and loss account based on pattern reflecting constant periodic return on the company's net investment in lease.

The fees/ charges received towards fleet management services rendered to customers is recognized over the lease term.

f) Fees, charges and commission income

Fees, charges and commission income are recognised in accordance with Ind AS 115 – Revenue from contracts with customers, when the performance obligation is satisfied and it is probable that economic benefits will flow to the Company. This includes insurance commission, foreclosure/prepayment charges, cheque bounce charges, etc.

The Company recognises service and administration charges at point in time towards rendering of additional services to its loan customers on satisfactory completion of service delivery.

Fees and commission that are not directly linked to the sourcing of financial assets are recognised at point in time in the Statement of Profit and Loss when the right to receive the same is established.

Instrument Return Charges levied on customers for non payment of instalments on the contractual date is recognised on realisation.

Distribution income is earned by distribution of services and products of other entities under distribution arrangements. The income so earned is recognised on successful distribution on behalf of other entities subject to there being no significant uncertainty of its recovery from the other entities.

Foreclosure or prepayment charges are collected from loan customers for early payment/closure of loan and are recognised on realisation.

Collection fee related to transferred assets under securitisation transactions is recognised on remittance of collection proceeds to Special Purpose Vehicle (SPV) created under securitization transaction.

Collection fee related to transferred assets under assignment deals is recognised on remittance of collection proceeds to assignees as per the service agreement entered with the assignees.

g) Income on Derecognised (Assigned) Loans

Gains arising out of direct assignment transactions comprises of the difference between interest on the loan portfolio and the applicable rate at which the direct assignment is entered into with the assignee, also known as the right of excess interest spread (EIS). The future EIS basis the expected cash flow on execution of the transaction, discounted at the applicable rate entered into with the assignee is recorded upfront in the statement of profit and loss.

h) Dividend Income

Dividend income from investments is recognised when the Company's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of dividend income can be measured reliably).

i) Net gain/(loss) on fair value changes

The Company designates certain financial instruments for subsequent measurement at fair value through profit or loss (FVTPL) or fair value through other comprehensive income (FVOCI) as per the criteria in Ind AS 109. The Company recognises gains/(losses) on fair value change of financial instruments and realised gains/(losses) on derecognition of financial instruments measured at FVTPL and FVOCI on net basis. The gain/ loss on account of redemption of units of mutual funds is recognised in the period in which redemption occurs.

2.7 Property, Plant and Equipments (PPE):

PPE are stated at cost of acquisition (including incidental expenses), less accumulated depreciation and accumulated impairment loss, if any.

Cost of acquisition consists of purchase price or construction cost which is the amount paid, freight, duties, taxes and any other incidental expenses directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management.

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured.

Other repairs and maintenance costs are expensed off as and when incurred.

Advances paid towards the acquisition of PPE (excluding lease improvements) outstanding at each balance sheet date are disclosed separately as "Capital advances" under other non-financial assets. Capital work in progress comprises the cost of PPE that are not ready for its intended use at the reporting date and cost of leasehold improvements. Capital work-in-progress is stated at cost, net of impairment loss, if any. On completion of work related to leasehold property improvements, the relevant cost is capitalized and the same is amortized over the lease term.

Depreciation on PPE is provided on straight-line basis in accordance with the useful lives specified in Schedule II to the Companies Act, 2013 on a pro-rata basis subject to exceptions listed here below. PPE is assumed to have no residual value at the end of useful life, except for vehicles under operating lease where residual values are assessed on individual basis. Depreciation methods, useful lives and residual values are reviewed in each financial year, and changes, if any, are accounted for prospectively.

In accordance with Ind AS 116 - Leases, the Right-Of-Use assets (Leasehold premises) are initially recognized at cost which comprises of initial amount of lease liability adjusted for any lease payments made at or prior to the commencement date of the lease less any lease incentives. These are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-Of-Use assets (Leasehold premises) are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The estimated useful lives used for computation of depreciation are as follows:

Buildings	60 years
Computers and Data processing units	3 to 6 years
Furniture and fixtures	10 years
Office equipments	5 years
Vehicles	8 years and 10 years
Vehicles under lease	Over the lease term of the respective agreements
Right-Of-Use assets (Leasehold premises)	Over the lease term of the respective agreements

Exceptions to useful lives specified in Schedule II to the Companies Act, 2013 -

– Assets costing less than Rs.5000/- are fully depreciated in the period of purchase.

– Vehicles provided to employees as part of Cost-To-Company (CTC) scheme are depreciated using estimated useful life of 4 years.

– Repossessed vehicles capitalized for own use are depreciated at 15% leading to an estimated useful life of 6.67 years.

PPE is derecognized on disposal or when no future economic benefits are expected from its use. Assets retired from active use and held for disposal are generally stated at the lower of their carrying amount & fair value less costs to sell. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the net carrying amount of the asset) is recognized in other income/ netted off from any loss on disposal in the Statement of profit and loss in the year the asset is derecognized.

2.8 Intangible assets :

Intangible assets are stated at cost less accumulated amortization and accumulated impairment loss, if any.

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in profit or loss as incurred.

Intangible assets representing computer software are amortised using the straight-line method over a period of 3 to 6 years, which is the Management's estimate of useful life. Amortization methods, useful lives and residual values are reviewed in each financial year, and changes, if any, are accounted for prospectively.

Intangible assets not ready for the intended use on the date of Balance Sheet are disclosed as "Intangible assets under development".

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in the Statement of Profit and Loss when the asset is derecognised.

2.9 Investments in subsidiaries, associate and joint ventures :

Investment in subsidiaries, associates and Joint Ventures are recognised at cost and are not adjusted to fair value at the end of each reporting period as allowed by Ind AS 27 'Separate financial statement'. Cost of investment represents amount paid for acquisition of the said investment.

The Company reviews the carrying amounts of its investments in subsidiaries, associate and joint ventures at the end of each reporting period, to determine whether there is any indication that those investments have impaired. If any such indication exists, the recoverable amount of the investment is estimated in order to determine the extent of the impairment loss (if any) and provided for accordingly. Such impairment loss is reduced from the carrying value of investments.

2.10 Foreign exchange transactions and translations :

a) Initial recognition

Transactions in foreign currencies are recognized at the prevailing exchange rates between the reporting currency and a foreign currency on the transaction date.

b) Translation

Transactions in foreign currencies are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognized in Statement of profit and loss except for those which are designated as hedging instruments in a hedging relationship as per Ind AS 109.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss within finance costs. All other foreign exchange gains and losses are presented in the Statement of profit and loss on a net basis.

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss. Thus, translation differences on non-monetary assets and liabilities such as equity instruments held at fair value through profit or loss are recognized in profit or loss as part of the fair value gain or loss and translation differences on non-monetary assets such as equity investments classified as FVOCI are recognized in other comprehensive income.

Non-monetary items that are measured at historical cost in foreign currency are not retranslated at reporting date.

2.11 Financial instruments :

a) Initial Recognition

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially recognized at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at FVTPL) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognized immediately in Statement of profit and loss.

b) Classification and Subsequent measurement of financial assets

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

– Amortized cost;

– FVOCI - debt instruments;

– FVOCI - equity instruments;

– FVTPL

Amortized cost -

The Company's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios being the level at which they are managed. The financial asset is held within a business model of collecting contractual cash flows as per the contractual

terms that give rise on specified dates to cash flows that are solely payment of principal and interest ('SPPI') on the principal amount outstanding. Accordingly, the Company measures Bank balances, Loans, Trade receivables and other financial instruments that meet the SPPI criterion at amortized cost.

FVOCI - debt instruments -

The Company measures its debt instruments at FVOCI when the instrument is held within a business model, the objective of which is achieved by both collecting contractual cash flows and selling financial assets; and the contractual terms of the financial asset meet the SPPI test.

FVOCI - equity instruments -

The Company subsequently measures all equity investments at fair value through profit or loss, unless the Company's management has elected to classify irrevocably some of its equity instruments at FVOCI, when such instruments meet the definition of Equity under Ind AS 32 Financial Instruments and are not held for trading.

If the Company elects to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in other comprehensive income. This cumulative gain or loss is not reclassified to statement of profit and loss on disposal of such instruments. Investments representing equity interest in subsidiary, joint venture and associate are carried at cost less any provision for impairment.

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

All financial assets not classified as measured at amortized cost or FVOCI are measured at FVTPL. This includes all derivative financial assets unless designated as effective hedge instrument which are accounted as per hedge accounting requirements discussed below.

Subsequent measurement of financial assets -

Financial assets at amortized cost are subsequently measured at amortized cost using effective interest method. The amortized cost is reduced by impairment losses. Interest income, and impairment provisions are recognized in Statement of profit and loss. Any gain and loss on derecognition is recognized in Statement of profit and loss.

Debt investment at FVOCI are subsequently measured at fair value. Interest income at coupon rate and impairment provision, if any, are recognized in Statement of profit and loss. Net gains or losses on fair valuation are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to Statement of profit and loss.

For equity investments, the Company makes an election on an instrument-by-instrument basis to designate equity investments as measured at FVOCI. These elected investments are measured at fair value with gains and losses arising from changes in fair value recognized in other comprehensive income and accumulated in the reserves. The cumulative gain or loss is not reclassified to Statement of profit and loss on disposal of the investments. These investments in equity are not held for trading. Instead, they are held for strategic purpose. Dividend income received on such equity investments are recognized in Statement of profit and loss.

Equity investments that are not designated as measured at FVOCI are designated as measured at FVTPL and subsequent changes in fair value are recognized in Statement of profit and loss.

Financial assets at FVTPL are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in Statement of profit and loss.

c) Financial liabilities and equity instruments:

Classification as debt or equity -

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

Equity instruments -

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by Company are recognized at the proceeds received. Transaction costs of an equity transaction are recognized as a deduction from equity.

Financial liabilities -

Financial liabilities are classified and measured at amortized cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative (that does not meet hedge accounting requirements) or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortized cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in Statement of profit and loss. Any gain or loss on derecognition is also recognized in Statement of profit and loss.

d) Financial guarantee contracts:

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by a Company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

– the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109 - Financial Instruments; and

– the amount initially recognized less, when appropriate, the cumulative amount of income recognized in accordance with the principles of Ind AS 115 Revenue from Contracts with Customers.

e) Derecognition

Financial assets

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

If the Company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

Financial liabilities

A financial liability is derecognized when the obligation in respect of the liability is discharged, cancelled or expires. The difference between the carrying value of the financial liability and the consideration paid is recognized in Statement of profit and loss.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value.

f) Derivative financial instruments and hedge accounting

The Company enters into derivative financial instruments, primarily foreign exchange forward contracts, currency swaps and principal & interest rate swaps, to manage its borrowing exposure to foreign exchange and interest rate risks.

Derivatives embedded in non-derivative host contracts are treated as separate derivatives when their risks and characteristics are not closely related to those of the host contracts and the host contracts are not measured at FVTPL.

Derivatives are initially recognized at fair value on the date on which the contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. A derivative with a positive fair value is recognised as a financial asset whereas a derivative with a negative fair value is recognised as a financial liability. The resulting gain/ loss is recognized in Statement of profit and loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedging relationship and the nature of the hedged item.

The Company designates certain hedging instruments, which include derivatives in respect of foreign currency risk, as either fair value hedges or cash flow hedges. Hedges of foreign exchange risk on firm commitments are accounted for as cash flow hedges.

A cash flow hedge is a hedge of the exposure to variability in cash flows that is attributable to a particular risk associated with a recognised asset or liability and could affect profit or loss.

At the inception of the hedge relationship, the Company documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk.

Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognised in the Statement of profit and loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in other comprehensive income and accumulated under hedging reserve. The gain or loss relating to the ineffective portion is recognised immediately in the Statement of profit and loss.

Amounts previously recognised in other comprehensive income and accumulated in equity (relating to effective portion as described above) are reclassified to profit or loss in the periods when the hedged item affects profit or loss.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or when it no longer qualifies for hedge accounting. Any gain or loss recognised in other comprehensive income and accumulated in equity at that time remains in equity and is recognised when the forecast transaction is ultimately recognised in the Statement of profit and loss. When a forecast transaction is no longer expected to occur, the gain or loss accumulated in equity is recognised immediately in the statement of profit and loss.

g) Impairment of financial instruments - overview of general approach

Expected credit losses (‘ECL’) are recognised on all financial assets, i.e. loans measured at amortized cost together with loan commitments and other financial assets except those classified as FVTPL and equity instruments as per the Board approved policy. Equity instruments are not subject to impairment under Ind AS 109 - Financial Instruments.

The Company follows a staging methodology for ECL computation. Financial assets where no significant increase in credit risk has been observed since inception are classified in ‘stage 1’ for which a 12 month ECL is recognised. Financial assets which have significant increase in credit risk since inception are considered to be in ‘stage 2’ and those which are in default or for which there is an objective evidence of impairment are considered to be in ‘stage 3’. Life time ECL is recognised for stage 2 and stage 3 financial assets.

The assessment of whether lifetime ECL should be recognized is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

12 month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument.

When determining whether credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, including on historical experience and forward-looking information.

The Company calculates ECL based on discounted present value of probability weighted scenarios to measure the expected cash shortfall. Cash shortfall is the difference between the cash flows that are due to the Company in accordance with the contract and the cash flows that the Company expects to receive.

It incorporates all information that is relevant including past events, current conditions and current profile of customers. Additionally, forecasts of future macro situations and economic conditions are considered as part of forward economic guidance (FEG) model. Forward looking economic scenarios determined with reference to external forecasts of economic parameters that have demonstrated a high correlation to the performance of our portfolios over a period of time have been applied to determine impact of macro-economic factors. In addition, the estimation of ECL takes into account the time value of money.

The Company has calculated ECL using three main components: a probability of default (PD), a loss given default (LGD) and the exposure at default (EAD). ECL is calculated by multiplying the PD, LGD and EAD and adjusted for time value of money using a rate which is a reasonable approximation of EIR.

PD: The Probability of Default is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period if the facility has not been previously derecognised and is forming part of the portfolio.

LGD: Loss Given Default represents expected losses on the EAD given that the event of default had occurred, considering the time value of money on recoveries determined based on appropriate discount rate. It is an estimate of the loss from a transaction given that a default had occurred.

EAD: Exposure at Default represents the gross exposure balance when default had occurred. EAD is subject to impairment calculation for Stage 3 assets.

The Company has classified its overall loan portfolio into distinct product categories based on analysis of borrower behaviour, end use of underlying assets and the risk characteristics of customers. Accordingly, the estimation of ECL allowance has been done separately for each loan portfolios such as Retail vehicle loans, Small and Medium Enterprise loans, Lease facilities, Bill discounting facilities, Whole-sale advances to dealers and other unsecured loans considering the EAD, LGD and PD of respective product categories with availability of sufficient historical data. In case of portfolios where sufficient history is not available, industry level benchmarking/ proxy is used to estimate ECL allowance.

Management overlay is used to adjust the ECL allowance in circumstances where management judges that the existing inputs, assumptions and model techniques do not capture all the risk factors relevant to the Company's lending portfolios. Emerging local or global macroeconomic, micro economic or political events, and natural disasters that are not incorporated into the current parameters, risk ratings, or forward looking information are examples of such circumstances. The use of management overlay may impact the amount of ECL recognized.

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets.

Loan contract renegotiation and modifications

Loans are identified as renegotiated and classified as credit impaired when the Company modifies contractual payment terms due to significant credit distress of the borrower. Renegotiated loans remain classified as credit impaired until there is sufficient evidence to demonstrate a significant reduction in the risk of non-payment of future cash flows and retain the designation of renegotiated loan until maturity or derecognition.

A loan that is renegotiated is derecognised if the existing agreement is cancelled and a new agreement is made on substantially different terms, or if the terms of an existing agreement are modified such that the renegotiated loan is a substantially different financial instrument. Any new loans that arise following derecognition events in these circumstances are considered to be originated credit impaired financial asset and continue to be disclosed as renegotiated loans.

Other than originated credit-impaired loans, all other modified loans could be transferred out of stage 3 if they no longer exhibit any evidence of being credit impaired and, in the case of renegotiated loans, there is sufficient evidence to demonstrate a significant reduction in the risk of non-payment of future cash flows over the minimum observation period, and there are no other indicators of impairment. These loans could be transferred to stage 1 or 2 based on the risk assessment mechanism by comparing the risk of a default occurring at the reporting date (based on the modified contractual terms) and the risk of a default occurring at initial recognition (based on the original, unmodified contractual terms). Any amount written off as a result of the modification of contractual terms would not be reversed.

Loan modifications that are not identified as renegotiated are considered to be commercial restructuring. Where a commercial restructuring results in a modification (whether legalised through an amendment to the existing terms or the issuance of a new loan contract) such that the Company's rights to the cash flows under the original contract have expired, the old loan is derecognised and the new loan is recognised at fair value. The rights to cash flows are generally considered to have expired if the commercial restructure is at market rates and no payment-related concession has been provided. Mandatory and general offer loan modifications that are not borrower-specific, for example market-wide customer relief programmes announced by the Regulator or other statutory body, have not been classified as renegotiated loans and so have not resulted in derecognition, but their stage allocation is determined considering all available and supportable information under the Company's ECL policy.

Simplified approach for trade receivables and contract assets

The Company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables that do not contain a significant financing component. The application of simplified approach does not require the Company to track changes in credit risk.

Collateral repossessed

The underlying loans in respect of which collaterals have been repossessed but not sold are considered as Stage 3 assets and impairment allowance is estimated as per the ECL policy.

In the normal course of business, the Company does not physically repossess assets/properties in its loan portfolio, but engages external agents to repossess and recover funds, generally by selling at auction, to settle outstanding debt. Any surplus recoveries, if any are returned to the customers/ obligors. As a result of this practice, the assets/ properties under legal repossession processes are not separately recorded on the balance sheet.

The Company undertakes comprehensive review of its Expected Credit Loss (ECL) model every year by refreshing Probability of Default (PD), Loss Given Default (LGD) and other input parameters basis sufficient historical data along with updation related to latest multi-factor macro-economic growth estimates, shifts in market drivers and changes in risk profile of customer credit exposures for computation of ECL provisions for loan portfolios across various product categories.

A more detailed description of the methodology used for ECL and resultant quantitative information are covered in the 'Credit Risk Management' section of note no. 49 (2).

h) Write offs

The gross carrying amount of a financial asset is written off when there is no realistic prospect of further recovery. This is generally the case when the Company determines that the debtor/borrower does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off as per the Company's policy. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made from written off assets are netted off against the amount of financial assets written off during the year under "Bad debts and write offs" forming part of "Impairment on financial instruments" in the Statement of profit and loss.

2.12 Employee benefits:

a) Short-term employee benefits

All employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. Short-term employee benefit obligations are measured on an undiscounted basis and these are expensed as the related service is provided. A liability is recognized for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

b) Contribution to provident fund, Superannuation fund, ESIC and National Pension Scheme

The defined contribution plans i.e. provident fund (administered through Regional Provident Fund Office), superannuation scheme and employee state insurance corporation and National Pension Scheme are post-employment benefit plans under which a Company pays fixed contributions and will have no legal and constructive obligation to pay further amounts beyond its contributions. The Superannuation scheme, a defined contribution scheme, administered by Life Insurance Corporation of India and the Company has no obligation to the scheme beyond its contributions.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

Company's contribution paid/payable during the year to provident fund, Superannuation scheme, ESIC and National Pension Scheme is recognized in the Statement of profit and loss.

c) Gratuity and post retirement medical benefit

The Company's liability towards gratuity and post retirement medical benefit schemes are determined by independent actuaries, using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. Past services are recognized at the earlier of the plan amendment/ curtailment and recognition of related restructuring costs/termination benefits.

The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in the Statement of Profit and Loss.

When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contribution to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurement gains/losses

Remeasurement of defined benefit plans, comprising of actuarial gains/ losses, return on plan assets excluding interest income are recognized immediately in the balance sheet with corresponding debit or credit to Other Comprehensive Income (OCI). Remeasurements are not reclassified to Statement of profit and loss in the subsequent period.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in Statement of profit and Loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

d) Leave encashment/ compensated absences/ sick leave

The Company provides for the encashment/ availment of leave with pay subject to certain rules as per leave policy of the Company. The employees are entitled to accumulate leave subject to certain limits for future encashment/ availment. The liability is provided based on the number of days of unutilized leave at each balance sheet date on the basis of an independent actuarial valuation.

e) Employee stock options

Compensation cost on Equity-settled share-based payments to employees are recognized as an expense at the fair value of equity stock options at the grant date. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the graded vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity.

f) Long-Term Incentive Plan

The Company pays Long Term Incentives to certain employees on fulfilment of prescribed criteria/conditions. The Company's liability towards Long Term Incentive is determined actuarially based on certain assumptions regarding rate of Interest, staff attrition and mortality as per Projected Unit Credit Method. Expenses towards long term incentive are recognised in the Statement of Profit and Loss.

2.13 Finance costs :

Finance costs include interest expense computed by applying the effective interest rate on respective financial instruments measured at Amortized cost. Financial instruments include bank term loans, associated liabilities in respect of securitization transactions, non-convertible debentures, fixed deposits mobilized, commercial papers, subordinated debts and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Finance costs are charged to the Statement of profit and loss.

Interest expense on lease liabilities computed by applying the Company's weighted average incremental borrowing rate has been included under finance costs.

2.14 Taxation - Current and deferred tax:

Income tax expense comprises of current tax and deferred tax. It is recognized in Statement of profit and loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

a) Current tax

Current tax comprises amount of tax payable in respect of the taxable income or loss for the year determined in accordance with Income Tax Act, 1961 and any adjustment to the tax payable or receivable in respect of previous years. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods.

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

Current tax is recognised in statement of profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current tax is also recognised in other comprehensive income or directly in equity respectively.

The management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

b) Deferred tax

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax

bases. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequence that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary difference could be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is recognised in Statement of profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the deferred tax is also recognised in other comprehensive income or directly in equity respectively.

Deferred tax assets and liabilities are offset only if there is a legally enforceable right to set off current tax assets against current tax liabilities and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities on a net basis or simultaneously.

2.15 Provisions, contingent liabilities, contingent assets and commitments:

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed. Provisions are not recognised for future operating losses.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision is made. The disclosure of contingent liability is made when there is a possible obligation or present obligation that may, but probably will not, require an outflow of resources. The Company also discloses present obligation for which a reliable estimate cannot be made as a contingent liability. Contingent Liabilities are reviewed at each Balance Sheet date.

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

When some or all economic benefits required to settle a provision are expected to be recovered from third party, a receivable is recognised as an asset, if it is virtually certain that reimbursement will be received and the amount can be measured reliably.

Commitments are future liabilities for contractual obligation. The commitments are classified and disclosed as follows:

i. The estimated amount of contracts remaining to be executed on capital account and not provided for; and

ii. Other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of the Management.

2.16 Leases :

The Company as a lessee -

As a lessee, the Company's lease asset class primarily consist of buildings or part thereof taken on lease for office premises, certain IT equipments and general purpose office equipments used for operating activities. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

The carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. ROU assets and corresponding lease liabilities constitute lease contracts for office premises.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that option to extend will be exercised and option to terminate will not be exercised.

The right-of-use assets are initially recognized at cost which comprises of initial amount of lease liability adjusted for any lease payments made at or prior to the commencement date of the lease less any lease incentives. These are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the lease term.

The lease liability is initially measured at amortized cost at the present value of the future lease payments that are not paid at the commencement date, discounted using the Company's incremental average borrowing rate. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

In the Balance Sheet, ROU assets have been included in property, plant and equipment and Lease liabilities have been included in Other financial liabilities and the lease payments have been classified as financing cash flows. The Company has used a single discount rate to a portfolio of leases with similar characteristics.

Where the Company is the lessor -

At the inception of the lease, the Company classifies each of its leases as either a finance lease or an operating lease. Whenever the

terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

The Company has given certain vehicles on lease where it has substantially retained the risks and rewards of ownership and hence these are classified as operating leases. These assets given on operating lease are included in PPE. Lease income is recognized in the Statement of profit and loss as per contractual rental unless another systematic basis is more representative of the time pattern in which the benefit derived from the leased asset is diminished. Costs including depreciation are recognized as an expense in the Statement of profit and loss. Initial direct costs are recognized immediately in Statement of profit and loss.

In case of assets under Finance Lease, amount receivable from lessees are recognised at the net investment in the leases measured by using the interest rate implicit in the lease contract. All initial direct cost incurred to put the leased asset for intended use are included in the initial measurement of net investment.

In accordance with Ind AS 116, Leases, the financial information has been presented in the following manner.

a) ROU assets and lease liabilities have been included within the line items “Property, plant and equipment” and “Other financial liabilities” respectively in the Balance sheet;

b) Interest expenses on the lease liability and depreciation charge for the right-to-use asset have been included within the line items “Finance costs” and “Depreciation, amortization and impairment” respectively in the Statement of profit or loss;

c) Short-term lease payments and payments for leases of low-value assets, where exemption as permitted under this standard is availed, have been recognized as expense on a straight line basis over the lease term in the Statement of profit or loss.

d) Cash payments for the principal and interest of the lease liability have been presented within “financing activities” in the statement of cash flows;

The disclosures as required in accordance with Ind AS 116, Leases, are set out under note no. 40.

2.17 Cash and Cash Equivalents :

Cash and cash equivalents comprise the net amount of short-term, highly liquid investments that are readily convertible to known amounts of cash (short-term deposits with an original maturity of three months or less) and are subject to an insignificant risk of change in value, cheques on hand and balances with banks.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash on hand, cheques on hand, balances with banks (of the nature of cash and cash equivalents), and short- term deposits.

2.18 Earnings per share :

The Company reports basic and diluted earnings per share in accordance with Ind AS 33 - Earnings per Share. Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividend and attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period unless they have been issued at a later date. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

2.19 Exceptional Items :

Exceptional items are those items of income or expense from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure in the financial statements is considered necessary to explain the performance of the Company.

2.20 Other Expenses :

Expenses are recognised on accrual basis net of the goods and services tax, except where credit for the input tax is not statutorily permitted.

2.21 Share Issue Expenses :

Incremental costs directly attributable to the issue of equity instruments (like rights issue) are recognised as a deduction from securities premium, net of tax. Other costs are recognised in profit or loss as incurred. If the proposed issue is not completed, such costs are expensed immediately.

2.22 New standards or amendments to the existing standards and other pronouncements :

Ministry of Corporate Affairs (“MCA”) notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As on March 31, 2026, there is no new standard notified or amendment to any of the existing standards under Companies (Indian Accounting Standards) Rules, 2015.

On November 21, 2025, the Government of India notified the provisions of four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively “new Labour Codes”) which consolidate 29 existing labour laws into a unified framework governing employee benefits during employment and post-employment.

3 Cash and cash equivalents

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Cash on hand	**40.10**	47.85
Cheques and drafts on hand	**9.26**	16.28
Balances with banks in current accounts	**241.85**	293.51
Term deposits with original maturity up to 3 months	**100.00**	1,307.00
Interest accrued on Term deposits	**0.01**	1.92
	391.22	1,666.56

4 Bank balances other than cash and cash equivalents

Rs. in crore

Particulars	March 31, 2026	March 31, 3025
Earmarked balances with banks -		
– Unclaimed dividend accounts	**0.55**	0.66
Term deposits (with original maturity - more than 3 months)		
– Free	**4,484.49**	2,273.95
– Under lien #	**2,235.21**	1,429.06
Interest accrued on Term deposits	**229.01**	165.64
	6,949.26	3,869.31

 # Details of Term deposits - Under lien

Rs. in crore

Particulars	As at March 31, 2026 Bank balances other than cash and cash equivalents (Note 4)	As at March 31, 2025 Bank balances other than cash and cash equivalents (Note 4)
For Statutory Liquidity Ratio	**210.00**	356.00
For securitization transactions	**1,963.22**	982.78
Legal deposits	**7.51**	7.67
For Constituent Subsidiary General Ledger (CSGL) account	**30.00**	30.00
Other collateral deposits	**24.48**	52.61
Total	**2,235.21**	1,429.06

5 Derivative financial instruments

Rs. in crore

Particulars	March 31, 2026 Notional amounts	March 31, 2026 Fair value of Assets	March 31, 2025 Notional amounts	March 31, 2025 Fair value of Assets
Currency/ interest rate derivatives hedged : (refer note 54 (III))				
Forward contracts	**5,141.00**	**397.06**	1,669.00	5.26
Interest Rate Swaps	**–**	**–**	827.70	25.69
Interest rate derivatives :				
Interest rate swaps	**–**	**5.54**	–	–
Total derivative financial instruments	**5,141.00**	**402.60**	2,496.70	30.95

6 Receivables

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Trade receivables		
i) Secured, considered good* :		
– Lease rental receivable on operating lease transactions	**5.02**	3.15
Less : Impairment loss allowance	**(0.10)**	(0.43)
	4.92	2.72
ii) Unsecured, considered good :		
– Other income receivables	**81.20**	50.30
iii) Credit impaired* :		
– Subvention and other income receivables	**0.60**	–
	0.60	–
Less : Impairment loss allowance	**(0.60)**	–
	–	–
	86.12	53.02

*Includes amount from related parties.
There is no due by directors or other officers of the company or any firm or private company in which any director is a partner, a director or a member.

Trade Receivables aging schedule
As at March 31, 2026

Rs. in crore

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months – 1 year	1 – 2 years	2 – 3 years	More than 3 years	Total
i) Undisputed Trade receivables –						
– considered good	**86.16**	**0.06**	**–**	**–**	**–**	**86.22**
– credit impaired	**0.60**	**–**	**–**	**–**	**–**	**0.60**
ii) Disputed Trade Receivables –						
– considered good	**–**	**–**	**–**	**–**	**–**	**–**
– credit impaired	**–**	**–**	**–**	**–**	**–**	**–**
Total	**86.76**	**0.06**	**–**	**–**	**–**	**86.82**

There is neither an instance where due date is not specified nor any unbilled dues.

As at March 31, 2025

Particulars	Outstanding for following periods from due date of payment					Rs. in crore
	Less than 6 months	6 months – 1 year	1 – 2 years	2 – 3 years	More than 3 years	Total
i) Undisputed Trade receivables –						
– considered good	51.16	–	–	–	–	51.16
– which have significant increase in credit risk	1.31	–	–	–	–	1.31
– credit impaired	0.01	0.39	0.52	0.06	–	0.98
ii) Disputed Trade Receivables –						
– considered good	–	–	–	–	–	–
– which have significant increase in credit risk	–	–	–	–	–	–
– credit impaired	–	–	–	–	–	–
Total	**52.48**	**0.39**	**0.52**	**0.06**	**–**	**53.45**

There is neither an instance where due date is not specified nor any unbilled dues.

Reconciliation of impairment loss allowance on trade receivables

Particulars	**March 31, 2026**	March 31, 2025
Impairment loss allowance as at beginning of the year	**0.43**	0.29
Net increase/(decrease) during the year	**0.27**	0.14
Impairment loss allowance at the end of the year	**0.70**	0.43

7 Loans

Rs. in crore

Particulars	**March 31, 2026**	March 31, 2025
A) Loans (at amortized cost):		
Term loans:		
- Retail loans	**1,21,690.01**	1,09,239.78
- Small and Medium Enterprise (SME) financing	**5,740.61**	4,825.83
Bills of exchange	**2,349.51**	1,322.71
Trade advances	**3,163.21**	3,197.47
Finance lease	**1,152.71**	1,087.23
Total (Gross)	**1,34,096.05**	1,19,673.02
Less: Impairment loss allowance	**(3,935.91)**	(3,459.00)
Total (Net)	**1,30,160.14**	1,16,214.02
B) i) Secured by tangible assets	**1,26,418.83**	1,13,499.66
ii) Secured by intangible assets	**–**	–
iii) Covered by bank/ Government guarantees	**–**	11.82
iv) Unsecured#	**7,677.22**	6,161.54
Total (Gross)	**1,34,096.05**	1,19,673.02
Less: Impairment loss allowance	**(3,935.91)**	(3,459.00)
Total (Net)	**1,30,160.14**	1,16,214.02
C) i) Loans in India		
a) Public Sector	**–**	–
b) Others	**1,34,096.05**	1,19,673.02
Total (Gross)	**1,34,096.05**	1,19,673.02
Less: Impairment loss allowance	**(3,935.91)**	(3,459.00)
Total (Net) – C (i)	**1,30,160.14**	1,16,214.02
ii) Loans outside India	**–**	–
Less: Impairment loss allowance	**–**	–
Total (Net) – C (ii)	**–**	–
Total (Net) – C (i+ii)	**1,30,160.14**	1,16,214.02

Notes:

– There is no loan asset measured at FVOCI or FVTPL or designated at FVTPL.

– Refer note no. 49 for information related to stage-wise classification of loan assets and ECL movement.

– Includes receivables from related parties details of which are given in note no 51 'Related Party Disclosure.

– The Company has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person that are (a) repayable on demand or (b) without specifying any terms or period of repayment.

Previous year includes loans against Fixed Deposits.

8 Investments

Rs. in crore

Particulars	March 31, 2026						March 31, 2025					
	Amortized cost	At Fair Value			Others (at cost)	Total	Amortized cost	At Fair Value			Others (at cost)	Total
		Through OCI	Through profit or loss	Sub–total				Through OCI	Through profit or loss	Sub–total		
Units of mutual funds	–	–	83.24	83.24	–	83.24		–	78.12	78.12	–	78.12
Government securities #	882.43	3,110.07		3,110.07		3,992.50	1,173.78	4,072.29	–	4,072.29	–	5,246.07
Debt securities –												
i) Commercial Papers	–	–	–	–	–	–	–	–	593.75	593.75	–	593.75
ii) Certificate of deposits	–		748.80	748.80		748.80			2,330.40	2,330.40		2,330.40
iii) Investment in Bonds #	25.54	302.41		302.41	–	327.95	25.70	457.79		457.79		483.49
iv) Non-Convertible Debentures of Jyoti Structures Limited (Assets acquired in satisfaction of debt)##		–	–	–	–	–	–	–	–	–	–	–
Equity instruments at fair value -												
i) Equity investment in Smartshift Logistics Solutions Private Limited	–	129.05	–	129.05	–	129.05	–	107.36	–	107.36	–	107.36
ii) New Democratic Electoral Trust	–	0.02	–	0.02	–	0.02	–	0.02	–	0.02	–	0.02
iii) Equity shares of Jyoti Structures Limited (Assets acquired in satisfaction of debt)	–	–	0.10	0.10	–	0.10			0.18	0.18		0.18
Investments in subsidiaries -												
i) Mahindra Insurance Brokers Limited (1,03,09,280 equity shares of face value of Rs.10/- each)	–	–	–	–	206.84	206.84	–	–	–	–	206.84	206.84
ii) Mahindra Rural Housing Finance Limited (12,09,52,678 equity shares of face value of Rs.10/- each)	–	–	–	–	799.30	799.30		–	–	–	799.30	799.30
iii) Mahindra Finance CSR Foundation (1,000 equity shares of face value of Rs.10/- each)	–	–	–	–	–	–					–	–
iv) Mahindra Ideal Finance Limited, Sri Lanka (58.20% of equity share capital)	–	–	–	–	77.97	77.97					77.97	77.97
Investments in associates -												
49% Ownership in Mahindra Finance USA, LLC (Joint venture entity with De Lage Landen Financial Services INC. in United States of America)	–	–	–	–	210.55	210.55	–	–	–	–	210.55	210.55
Investments in joint venture -												
i) Mahindra Manulife Investment Management Private Ltd. (51:49 Joint Venture with Manulife Asset Management (Singapore) Pte. Ltd. (Manulife)) (19,53,00,000 equity shares of face value of Rs.10/- each)	–	–	–	–	195.30	195.30	–	–	–	–	195.30	195.30
ii) Mahindra Manulife Trustee Private Ltd (51:49 Joint Venture with Manulife Asset Management (Singapore) Pte. Ltd. (Manulife)) (5,00,000 equity shares of face value of Rs.10/- each)	–	–	–	–	0.50	0.50	–	–	–	–	0.50	0.50
Others -												
i) Compulsorily Convertible Cumulative Participating Preference Shares (CCCPS) in Smartshift Logistics Solutions Private Limited	–	26.18	–	26.18	–	26.18		19.29		19.29		19.29
ii) Interest accrued on Government securities	15.20	54.63	–	54.63		69.83	20.27	73.76	–	73.76	–	94.03
iii) Interest accrued on Bonds	0.06	6.69	–	6.69		6.75	0.06	11.76	–	11.76	–	11.82
Total – Gross (A)	923.23	3,629.05	832.14	4,461.19	1,490.46	6,874.88	1,219.81	4,742.27	3,002.45	7,744.72	1,490.46	10,454.99
i) Investments outside India	–	–	–	–	288.52	288.52	–	–	–	–	288.52	288.52
ii) Investments in India	923.23	3,629.05	832.14	4,461.19	1,201.94	6,586.36	1,219.81	4,742.27	3,002.45	7,744.72	1,201.94	10,166.47
Total – Gross (B)	923.23	3,629.05	832.14	4,461.19	1,490.46	6,874.88	1,219.81	4,742.27	3,002.45	7,744.72	1,490.46	10,454.99
Less: Allowance for Impairment loss (C)	–	–	–	–	54.51	54.51	–	–	–	–	54.51	54.51
Total – Net D (A–C)	923.23	3,629.05	832.14	4,461.19	1,435.95	6,820.37	1,219.81	4,742.27	3,002.45	7,744.72	1,435.95	10,400.48

The investments in Government securities for Rs.882.43 crore (March 31, 2025: Rs. 1,173.78 crore) and investments in Bonds for Rs. 25.54 crore (March 31, 2025: Rs. 25.70 crore) as shown under Amortized cost category are Statutory Liquid Assets as required under section 45 - IB of the Reserve Bank of India Act, 1934, with a floating charge created in favour of public deposit holders through a “Trust Deed” with an independent Trust.

The investment in Non-Convertible Debentures of Jyoti Structures Limited has been valued at Rs. 1,000.

9 Other financial assets

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Security Deposits	**46.59**	98.93
Gross	**(1.02)**	(0.48)
Less : Impairment loss allowance	**45.57**	98.45
Net	**0.77**	1.90
Excess Interest Spread on Direct Assignment		
Others #		
Gross	**176.94**	148.13
Less : Impairment loss allowance	**(1.18)**	(0.95)
Net#	**175.76**	147.18
	222.10	247.53

includes receivables related to lease reimburesement receivable and online payment aggregators.

Reconciliation of impairment loss allowance on other financial assets :

Particulars	March 31, 2026	March 31, 2025
Impairment loss allowance as at beginning of the year	**1.43**	0.72
Net increase/(decrease) during the year	**0.77**	0.71
Impairment loss allowance at the end of the year	**2.20**	1.43

10 Deferred tax assets (net) and Tax expense

(i) Deferred tax assets (net)

Rs. in crore

Particulars	Balance as at April 1, 2024	(Charge)/ credit to profit and loss	Charge/ (credit) to OCI	Charge/ (credit) to OCI	Balance as at March 31, 2025	(Charge)/ credit to profit and loss	Charge/ (credit) to OCI	Balance as at March 31, 2026
Tax effect of items constituting deferred tax liabilities:								
– Application of EIR on financial assets	(80.19)	(14.15)	–	–	(94.34)	(21.50)	–	**(115.84)**
– Application of EIR on financial liabilities	(22.60)	–	–	–	(22.60)	–	–	**(22.60)**
– Share based payments	(6.41)	(2.51)	–	–	(8.92)	(5.62)	–	**(14.54)**
– FVTPL financial asset	(1.03)	(1.22)	–	–	(2.24)	(0.99)	–	**(3.23)**
– Others #	(87.57)	10.68	–	–	(76.90)	(64.36)	–	**(141.26)**
	(197.80)	**(7.21)**	**–**	**–**	**(205.01)**	**(92.47)**	**–**	**(297.47)**
Tax effect of items constituting deferred tax assets:								
– Provision for employee benefits	27.88	–		2.51	30.39	–	5.62	**36.01**
– Net gain/(loss) on equity instruments through OCI				(21.20)	(21.20)	–	(7.19)	**(28.39)**
– Derivatives	48.91	0.68		–	49.59	0.27	–	**49.86**
– ECL provision on stage 3 assets	625.98	(22.36)		(24.28)	579.34	90.75	–	**670.09**
– ECL provision on stage 1 and stage 2 assets	136.94	12.78		–	149.72	6.62	–	**156.34**
– Other provisions	49.17	(6.67)		15.66	58.16	29.72	(20.19)	**67.69**
	888.88	(15.58)	–	(27.31)	846.00	127.36	(21.76)	**951.60**
Net deferred tax assets	**691.08**	**(22.78)**	**–**	**(27.31)**	**640.99**	**34.89**	**(21.76)**	**654.12**

includes deferred tax on account of securitization transactions, fair valuation of Govt. securities/ bonds and timing differences arising on PPE.

(ii) Income tax recognized in Statement of profit and loss

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
(a) Current tax:		
In respect of current year	**923.02**	779.45
In respect of prior years	**2.27**	–
	925.29	779.45
(b) Deferred tax:		
In respect of current year origination and reversal of temporary differences	**(34.89)**	22.78
	(34.89)	22.78
Total Income tax recognized in Statement of profit and loss	**890.40**	802.23

(iii) Income tax recognized in Other Comprehensive Income

Rs. in crore

Particulars	**March 31, 2026**	March 31, 2025
Deferred tax related to items recognized in Other Comprehensive Income during the year :		
Remeasurement of defined employee benefits	**5.62**	2.51
Net gain/ (loss) on equity instruments through OCI	**(7.19)**	(21.21)
Net fair value gain on investments in debt instruments at FVTOCI	**5.67**	(24.28)
Effective portion of gains and loss on designated portion of hedging instruments in a cash flow hedge	**(25.86)**	15.66
Total Income tax recognized in Other Comprehensive Income	**(21.76)**	(27.31)

Rs. in crore

Particulars	**March 31, 2026**	March 31, 2025
Classification of income tax recognised in other comprehensive income		
Income taxes related to items that will not be reclassified to profit or loss	**(1.57)**	(18.69)
Income taxes related to items that will be reclassified to profit or loss	**(20.19)**	(8.62)
Total	**(21.76)**	(27.31)

(iv) Reconciliation of estimated Income tax expense at tax rate to income tax expense reported in the Statement of profit and loss:

Rs. in crore

Particulars	**March 31, 2026**	March 31, 2025
Profit before tax	**3,672.63**	3,147.27
Applicable income tax rate	**25.168%**	25.168%
Expected income tax expense	**924.33**	792.10
Tax effect of adjustments to reconcile expected Income tax expense at tax rate to reported income tax expense:		
Effect of income exempt from tax		
a) Dividend Income	**(44.63)**	(3.89)
Effect of expenses/ provisions not deductible in determining taxable profit		
a) Penalty (case settlement, MSME interest, other penalties)	**0.28**	0.06
b) Donation and CSR	**12.03**	14.51
c) Any other item	**2.95**	9.45
Effect of tax incentives and concessions (research and development and other allowances)		
a) Any Other Item	**(6.83)**	(7.09)
Adjustments recognised in the current year in relation to the current tax of prior years -	**2.27**	(2.91)
Reported income tax expense	**890.40**	802.23
Effective tax rate	**24.24%**	25.49%

11 (a) Property, plant and equipments

Rs. in crore

Particulars	Land (Freehold)	Buildings #	Computers and Data processing units	Furniture and fixtures	Office equipments	Vehicles	Vehicles under lease	Leasehold Improvement	Plant & Machineries under lease	Sub-Total (a)	Right-Of-Use Assets (Leasehold premises) - (b)	Total (a + b)
GROSS CARRYING AMOUNT												
Balance as at April 1 2024	0.81	1.09	140.13	90.93	82.54	115.32	460.53	9.94	0.14	901.44	507.62	1,409.05
Additions during the year	–	–	20.29	8.00	6.74	32.20	199.97	5.02	–	272.22	98.60	370.82
Disposals/ deductions during the year##	0.81	–	7.16	3.37	4.21	34.34	88.01	–	0.14	138.04	74.59	212.63
Balance as at March 31, 2025	**–**	**1.09**	**153.26**	**95.57**	**85.07**	**113.19**	**572.49**	**14.96**	**–**	**1,035.62**	**531.63**	**1,567.24**
Balance as at April 1, 2025	–	1.09	153.26	95.57	85.07	113.19	572.49	14.96	–	1,035.62	531.63	1,567.24
Additions during the year	–	–	15.41	8.13	10.37	27.39	247.81	5.24	–	314.35	78.26	392.61
Disposals/ deductions during the year	–	–	17.07	3.05	4.23	23.89	121.07	–	–	169.31	38.62	207.93
Balance as at March 31, 2026	**–**	**1.09**	**151.60**	**100.65**	**91.21**	**116.69**	**699.23**	**20.20**	**–**	**1,180.66**	**571.27**	**1,751.93**
ACCUMULATED DEPRECIATION AND IMPAIRMENT LOSSES												
Balance as at April 1 2024	–	0.36	89.05	71.96	61.52	59.77	130.99	0.67	0.09	414.41	183.53	597.94
Additions during the year	–	0.02	30.19	5.48	7.67	23.02	86.63	1.62	–	154.62	82.15	236.77
Disposals/ deductions during the year	–	–	7.11	3.21	4.13	24.42	38.69	–	0.09	77.65	66.20	143.85
Balance as at March 31, 2025	**–**	**0.38**	**112.13**	**74.23**	**65.06**	**58.37**	**178.93**	**2.29**	**–**	**491.39**	**199.48**	**690.87**
Balance as at April 1, 2025	–	0.38	112.13	74.23	65.06	58.37	178.93	2.29	–	491.39	199.48	690.87
Additions during the year	–	0.01	23.22	6.59	8.96	24.97	112.20	2.37	–	178.32	84.14	262.46
Disposals/ deductions during the year	–	–	17.03	2.89	4.22	18.04	66.57	–	–	108.74	32.54	141.28
Impairment losses during the year###	–	–	–	–	0.03	–	0.55	–	–	0.58	–	0.58
Balance as at March 31, 2026	**–**	**0.39**	**118.32**	**77.93**	**69.83**	**65.30**	**225.11**	**4.66**	**–**	**561.54**	**251.08**	**812.62**
NET CARRYING AMOUNT												
As at March 31, 2025	**–**	**0.71**	**41.12**	**21.34**	**20.01**	**54.82**	**393.57**	**12.67**	**–**	**544.23**	**332.15**	**876.38**
As at March 31, 2026	**–**	**0.70**	**33.28**	**22.72**	**21.38**	**51.39**	**474.11**	**15.54**	**–**	**619.12**	**320.19**	**939.31**

Secured Non-Convertible Debentures(NCDs) have pari passu charge on building situated at Chhatrapati Sambhaji Nagar erstwhile “Aurangabad” having carrying value of Rs. 0.03 crore as on March 31, 2026 (March 31, 2025: Rs. 0.03 crore).

During the previous year the Company has sold freehold land property.

On the basis of impairment analysis done by the management, certain PPE are found to be not in use, hence impaired.

There is no immovable property where title deed of such immovable property is not held in name of the Company or jointly held with others.

The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets).

11 (b) Capital Work in Progress

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Opening balance	**0.52**	0.15
Additions	**6.51**	3.57
Deductions/Adjustments	**5.38**	3.20
Closing balance	**1.65**	0.52

Ageing for capital work-in-progress

As at March 31, 2026

Rs. in crore

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	1.65	–	–	–	1.65
Total	**1.65**	**–**	**–**	**–**	**1.65**

As at March 31, 2025

Rs. in crore

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	0.52	–	–	–	0.52
Total	**0.52**	**–**	**–**	**–**	**0.52**

12 (a) Intangible assets under development

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Opening balance	**65.10**	105.10
Additions	**57.71**	65.10
Deductions/Adjustments	**117.39**	105.10
Closing balance	**5.42**	65.10

Ageing for intangible assets under development

As at March 31, 2026

Rs. in crore

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress	5.42	–	–	–	5.42
Project temporarily suspended	–	–	–	–	–
Total	**5.42**	**–**	**–**	**–**	**5.42**

As at March 31, 2025

Rs. in crore

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in Progress	65.10	–	–	–	65.10
Project temporarily suspended	–	–	–	–	–
Total	**65.10**	**–**	**–**	**–**	**65.10**

12 (b) Other Intangible assets

Rs. in crore

Particulars	Computer Software
GROSS CARRYING AMOUNT	
Balance as at April 1 2024	130.23
Additions during the year	194.93
Deductions during the year	–
Balance as at March 31, 2025	**325.16**
Balance as at April 1, 2025	325.16
Additions during the year	155.12
Deductions during the year	15.23
Balance as at March 31, 2026	**465.05**

Rs. in crore

Particulars	Computer Software
ACCUMULATED AMORTISATION AND IMPAIRMENT LOSSES	
Balance as at April 1, 2024	115.62
Additions during the year	36.65
Deductions during the year	–
Balance as at March 31, 2025	**152.27**
Balance as at April 1, 2025	152.27
Additions during the year	72.61
Deductions during the year	15.22
Impairment losses during the year#	7.03
Balance as at March 31, 2026	**216.69**

Rs. in crore

Particulars	Computer Software
NET CARRYING AMOUNT	
As at March 31, 2025	**172.89**
As at March 31, 2026	**248.37**

The Company has not revalued its Intangible Assets.

The Company does not have any project temporarily suspended or any CWIP and intangible asset under development which is overdue or has exceeded its cost compared to its original plan and hence CWIP and intangible asset under development completion schedule is not applicable.

#On the basis of impairment analysis done by the management, certain softwares are found to be not in use, hence impaired.

13 Other non-financial assets

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Capital advances	**61.60**	81.67
Prepaid expenses	**82.91**	89.90
Balances with Government Authorities	**416.86**	485.80
Insurance advances	**11.73**	27.10
Other advances	**12.85**	24.28
	585.95	708.75

14 Derivative financial instruments

Rs. in crore

Particulars	March 31, 2026		March 31, 2025	
	Notional amounts	**Fair value of Liabilities**	Notional amounts	Fair value of Liabilities
Currency/ interest rate derivatives unhedged: (refer note 54 (III))				
Currency swaps	**–**	**–**	241.06	47.05
Total (A)	**–**	**–**	241.06	47.05
Currency/ interest rate derivatives hedged : (refer note 54 (III))				
Forward contracts	**–**	**–**	4,303.13	262.76
Interest Rate swaps	**1,541.16**	**6.85**	1,541.16	80.24
Total (B)	**1,541.16**	**6.85**	5,844.29	343.00
Total derivative financial instruments (A+B)	**1,541.16**	**6.85**	6,085.35	390.05

Movement in Cash Flow Hedge Reserve

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Balance at the beginning of the year	**(53.86)**	(7.28)
Recognised on Cash Flow Hedge Reserve	**102.74**	(62.23)
Reclassified to profit or loss	**–**	–
Income Tax relating to gain/ loss on the OCI	**(25.87)**	15.65
	23.01	(53.86)

15 Payables

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
I) Trade Payables		
i) total outstanding dues of micro enterprises and small enterprises	**–**	–
ii) total outstanding dues of creditors other than micro enterprises and small enterprises	**855.51**	1,208.56
II) Other Payables		
i) total outstanding dues of micro enterprises and small enterprises	**5.72**	2.71
ii) total outstanding dues of creditors other than micro enterprises and small enterprises	**34.00**	17.62
	895.23	1,228.89

Micro, Small and Medium Enterprises:

Based on and to the extent of the information received by the Company from the suppliers during the year regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), the total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the MSMED Act") are given below:

Rs. in crore

Particulars		**March 31, 2026**	March 31, 2025
a)	Dues remaining unpaid to any supplier at the year end		
	– Principal	**5.72**	2.71
	– Interest on the above		
b)	Interest paid in terms of Section 16 of the MSMED Act along with the amount of payment made to the supplier beyond the appointed day during the year	**–**	–
	– Principal paid beyond the appointed date	**–**	–
	– Interest paid in terms of Section 16 of the MSMED Act		
c)	Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**–**	–
d)	Amount of interest accrued and remaining unpaid		
e)	Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises	**–**	–
		5.72	2.71

Trade Payables aging schedule

As at March 31, 2026 **Rs. in crore**

Particulars		**Outstanding for following periods from due date of payment**				
		Less than 1 year	**1–2 years**	**2–3 years**	**More than 3 years**	**Total**
i)	MSME	5.72	–	–	–	**5.72**
ii)	Others	810.77	59.07	9.90	9.76	**889.50**
	Total	**816.49**	**59.07**	**9.90**	**9.76**	**895.22**
	Disputed dues –					
	– MSME	**–**	**–**	**–**	**–**	**–**
	– Others	**–**	**–**	**–**	**0.00**	**0.00**

There is neither an instance where due date is not specified nor there is any unbilled due.

As at March 31, 2025 **Rs. in crore**

Particulars		**Outstanding for following periods from due date of payment**				
		Less than 1 year	1–2 years	2–3 years	More than 3 years	Total
i)	MSME	2.71	–	–	–	2.71
ii)	Others	1,179.69	25.22	10.41	10.86	1,226.18
	Total	**1,182.40**	**25.22**	**10.41**	**10.86**	**1,228.89**
	Disputed dues –					
	– MSME	**–**	**–**	**–**	**–**	–
	– Others	**–**	**–**	**–**	**–**	–

There is neither an instance where due date is not specified nor there is any unbilled due.

16 Debt Securities

Rs. in crore

Particulars	**March 31, 2026**	March 31, 2025
At Amortized cost		
Non–convertible debentures (Secured)	**19,305.00**	22,974.56
Non–convertible debentures (Unsecured)	**1,077.09**	1,076.79
Commercial Papers (Unsecured)	**6,156.97**	2,153.48
Total	**26,539.06**	26,204.83
Debt securities in India	**26,539.06**	26,204.83
Debt securities outside India	**–**	–
Total	**26,539.06**	26,204.83

Note: There is no debt securities measured at FVTPL or designated at FVTPL.

The Secured Non-convertible debentures are secured by pari-passu charges on Buildings (forming part of PPE) and exclusive charges on receivables under loan contracts having carrying value of Rs. 20,024.67 crore (March 2025: Rs. 24,995.84 crore).

There are no redeemed bonds/debentures which the Company has power to reissue.

Details of Non-convertible debentures (Secured):

Rs. in crore

From the Balance Sheet date	As at March 31, 2026		As at March 31, 2025	
	Interest rate	**Amount**	Interest rate	Amount
A) Issued on private placement basis (wholesale) –				
Repayable on maturity:				
Maturing within 1 year	**7.99%-8.25%**	**3,240.00**	6.25%-9.00%	6,283.50
Maturing between 1 year to 3 years	**7.05%-8.25%**	**7,128.50**	7.90%-8.25%	6,724.23
Maturing between 3 years to 5 years	**7.75%-8.48%**	**4,352.50**	7.75%-8.48%	5,102.50
Maturing beyond 5 years	**7.45%-8.00%**	**2,900.50**	7.45%-8.00%	2,900.50
Sub–total at face value		**17,621.50**		21,010.73
Repayable in Half yearly instalments:				
Maturing within 1 year	**6.35%**	**56.25**	6.35%	112.50
Maturing between 1 year to 3 years		**–**	6.35%	56.25
Sub-total at face value		**56.25**		168.75
Total at face value (A)		**17,677.75**		21,179.48
B) Issued on retail public issue –				
Repayable on maturity:				
Maturing between 1 year to 3 years	**9.20%-9.30%**	**869.15**	9.20%-9.30%	869.15
Sub-total at face value (B)		**869.15**		869.15
Total at face value (A+B)		**18,546.90**		22,048.63
Less: Unamortized discounting charges		**11.18**		21.78
Add: Interest accrued but not due		**769.28**		947.72
Total amortized cost		**19,305.00**		22,974.56

Details of Non-convertible debentures (Unsecured) :

From the Balance Sheet date	As at March 31, 2026		As at March 31, 2025	
	Interest rate range	**Amount**	Interest rate range	Amount
Repayable on maturity:				
Maturing beyond 5 years	**8.53%**	**1,000.00**	8.53%	1,000.00
Total at face value		**1,000.00**		1,000.00
Less: Unamortized discounting charges		**4.00**		4.30
Add: Interest accrued but not due		**81.09**		81.09
Total amortized cost		**1,077.09**		1,076.79

Details of Commercial Papers (Unsecured):

Rs. in crore

From the Balance Sheet date	As at March 31, 2026		As at March 31, 2025	
	Interest rate range	**Amount**	Interest rate range	Amount
Repayable on maturity:				
Maturing within 1 year	**6.95%-7.6%**	**6,275.00**	7.75%-8.00%	2,175.00
Total at face value		**6,275.00**		2,175.00
Less: Unamortized discounting charges		**118.03**		21.52
Total amortized cost		**6,156.97**		2,153.48

17 Borrowings (Other than Debt Securities)

		Rs. in crore
Particulars	**March 31, 2026**	March 31, 2025
At Amortized cost		
a) Term loans		
i) Secured –		
– from banks	**55,718.10**	52,998.12
– External Commercial Borrowings	**5,722.28**	7,022.09
– Associated liabilities in respect of securitization transactions	**12,799.65**	8,684.41
– Triparty repo dealing and settlement (TREPs) against Government securities	**–**	999.82
b) Loans from related parties		
Unsecured –		
– Inter–corporate deposits (ICDs)	**–**	21.64
c) Other loans and advances		
Unsecured –		
– Inter-corporate deposits (ICDs) other than related parties	**–**	8.84
Total	**74,240.03**	69,734.92
Borrowings in India	**68,517.75**	62,712.83
Borrowings outside India	**5,722.28**	7,022.09
Total	**74,240.03**	69,734.92

Note: There is no borrowings measured at FVTPL or designated at FVTPL.

The secured term loans from banks and External Commercial Borrowings are secured by exclusive charges on receivables under loan contracts having carrying amount of Rs 60,638.08 crore (March 2025: Rs 62,770.62 crore).

The borrowings have not been guaranteed by directors or others. Also the Company has not defaulted in repayment of principal and interest.

Details of term loans from banks (Secured)

				Rs. in crore
From the Balance Sheet date	**As at March 31, 2026**		As at March 31, 2025	
	Interest rate range	**Amount**	Interest rate range	Amount
1) Repayable on maturity:				
Maturing within 1 year	**6.11%-7.20%**	**7,111.00**	7.60%-9.20%	1,601.00
Maturing between 1 year to 3 years		**–**	7.70%	400.00
Total for repayable on maturity		**7,111.00**		2,001.00
2) Repayable in instalments:				
i) Quarterly –				
Maturing within 1 year	**4.50%-8.25%**	**17,226.96**	5.70%-8.95%	11,894.49
Maturing between 1 year to 3 years	**4.90%-8.25%**	**20,957.78**	5.75%-8.55%	19,015.52
Maturing between 3 years to 5 years	**4.90%-7.70%**	**1,579.57**	6.40%-8.55%	4,491.13
Maturing beyond 5 years				
Sub-Total		**39,764.31**		35,401.14
ii) Half yearly –				
Maturing within 1 year	**6.62%-8.2%**	**1,851.02**	6.72%-9.05%	2,971.98
Maturing between 1 year to 3 years	**6.62%-8.2%**	**2,498.02**	7.75%-9.05%	4,951.18
Maturing between 3 years to 5 years	**6.78%-6.85%**	**447.81**	7.79%-8.60%	1,406.78
Maturing beyond 5 years		**–**	7.90%	50.00
Sub-Total		**4,796.85**		9,379.94

Rs. in crore

From the Balance Sheet date	As at March 31, 2026		As at March 31, 2025	
	Interest rate range	**Amount**	Interest rate range	Amount
iii) Yearly –				
Maturing within 1 year	**7.85%-9.00%**	**2,512.50**	7.19%-9.00%	2,154.17
Maturing between 1 year to 3 years	**7.85%-9.00%**	**1,455.00**	8.30%-9.00%	3,717.50
Maturing between 3 years to 5 years		**–**	8.55%	250.00
Sub-Total		**3,967.50**		6,121.67
Total for repayable in instalments		**48,528.65**		50,902.75
Total (1+2) (As per contractual terms)		**55,639.65**		52,903.75
Less: Unamortized Finance Cost		**0.20**		0.25
Add: Interest accrued but not due		**78.65**		94.62
Total Amortized Cost		**55,718.10**		52,998.12

The rates mentioned above are the applicable rates as at the year end date linked to MCLR (Marginal Cost of funds based Lending Rate), RBI Policy Repo Rate, Mibor, and Treasury bills plus spread.

Disclosure of information related to borrowings from banks or financial institutions on the basis of security of current assets

The quarterly returns or statements comprising (book debt statements and other stipulated financial information) filed by the Company with such banks are in agreement with the books of account of the Company except for certain differences which has been duly reconciled and presented here below.

Summary of reconciliation

– **Year ended March 31, 2026**

Rs. in crore

	Quarter ended			
Particulars	June 2025	September 2025	December 2025	**March 2026**
Value as per quarterly returns/ statements filed with Banks	5,884.11	8,866.17	7,425.26	**10,995.54**
Difference due to future interest considered in Book debt statements	–	–	–	**–**
Difference in Overdue balance due to credits not considered in returns	67.20	35.74	46.19	**51.49**
Ind AS adjustments related to Effective Interest Rate (EIR)/ Amortized cost	11.78	21.37	18.53	**29.29**
Value as per Ind AS books of account	5,963.08	8,923.28	7,489.97	**11,076.32**

– **Year ended March 31, 2025**

Rs. in crore

	Quarter ended			
Particulars	June 2024	September 2024	December 2024	March 2025
Value as per quarterly returns/ statements filed with Banks	1,243.07	1,320.09	2,974.17	2,805.17
Difference due to future interest considered in Book debt statements	–	–	–	–
Difference in Overdue balance due to credits not considered in returns	0.14	6.69	30.75	10.78
Ind AS adjustments related to Effective Interest Rate (EIR)/ Amortized cost	4.18	3.56	4.42	5.97
Value as per Ind AS books of account	1,247.39	1,330.34	3,009.34	2,821.92

Details of External Commercial Borrowings (USD & JPY)

Rs. in crore

From the Balance Sheet date	As at March 31, 2026		As at March 31, 2025	
	Interest rate	**Amount**	Interest rate	Amount
Maturing within 1 year		**–**	6.61%-8.11%	1,793.49
Maturing between 1 year to 3 years	**7.68%-8.22%**	**5,679.26**	7.68%-8.22%	5,134.88
		5,679.26		6,928.37
Less: Unamortized Finance Cost		**15.57**		27.60
Add: Interest accrued but not due		**58.59**		121.31
		5,722.28		7,022.09

Details of associated liabilities related to Securitization transactions

Rs. in crore

From the Balance Sheet date	**As at March 31, 2026**		As at March 31, 2025	
	Interest rate	**Amount**	Interest rate range	Amount
Maturing within 1 year	**4.76%-8.00%**	**5,480.29**	4.76%-8.00%	3,454.15
Maturing between 1 year to 3 years	**4.76%-8.00%**	**6,484.24**	4.76%-8.00%	4,518.97
Maturing between 3 years to 5 years	**5.10%-8.00%**	**802.02**	6.20%-8.00%	680.90
Maturing beyond 5 years	**5.10%-7.45%**	**17.69**	6.20%-7.45%	18.79
		12,784.24		8,672.80
Add: Interest accrued but not due		**15.41**		11.61
		12,799.65		8,684.41

Details of Triparty repo dealing and settlement (TREPs) against Government securities

Rs. in crore

From the Balance Sheet date	**As at March 31, 2026**		As at March 31, 2025	
	Interest rate range	**Amount**	Interest rate range	Amount
Maturing within 1 year		**–**	6.30%-6.65%	1,000.00
		–		1,000.00
Add: Interest accrued but not due				(0.18)
		–		999.82

Details of Loans from related parties & Other Parties (Unsecured) - Inter-corporate deposits (ICDs) **Rs. in crore**

From the Balance Sheet date	**As at March 31, 2026**		As at March 31, 2025	
Inter-corporate deposits (ICDs) (Related Parties)	**Interest rate range**	**Amount**	Interest rate range	Amount
Repayable on maturity:				
Maturing within 1 year			6.25%	18.50
		–		18.50
Add: Interest accrued but not due				3.14
		–		21.64
Inter-corporate deposits (ICDs) (Other Than Related Parties)				
Repayable on maturity :				
Maturing within 1 year			7.75%	8.50
		–		8.50
Add: Interest accrued but not due				0.34
		–		8.84

18 Deposits

Rs. in crore

Particulars	**March 31, 2026**	March 31, 2025
At amortized cost		
Deposits (Unsecured)		
– Public deposits*	**7,175.75**	6,947.62
– Accepted from corporates	**7,020.28**	4,456.53
Total	**14,196.03**	11,404.15

Note: There is no deposits measured at FVTPL or designated at FVTPL.

* as defined in chapter II, para 3 (xiii) of Master directions - Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions, 2016 as issued by RBI.

There are no amounts that are due and remain unpaid to Investor Education and Protection Fund as at the close of the year. There was no delay in transferring any amount to the Investor Education and Protection Fund by the Company.

Details of Deposits (Unsecured) – Public deposits

Rs. in crore

From the Balance Sheet date	**As at March 31, 2026**		As at March 31, 2025	
	Interest rate	**Amount**	Interest rate	Amount
Repayable on maturity:				
Maturing within 1 year	**5.90%-8.40%**	**5,811.41**	5.75% - 8.45%	3,993.64
Maturing between 1 year to 3 years	**5.90%-8.45%**	**6,850.70**	5.90% - 8.45%	5,904.55
Maturing beyond 3 years	**6.80%-8.45%**	**745.29**	7.25% - 8.45%	1,028.25
Total at face value		**13,407.40**		10,926.45
Less: Unamortized discounting charges		**40.32**		33.20
Add: Interest accrued but not due		**828.95**		510.90
Total amortized cost		**14,196.03**		11,404.15

19 Subordinated liabilities

Rs. in crore

Particulars	**March 31, 2026**	March 31, 2025
At Amortized cost (Unsecured)		
Subordinated redeemable non–convertible debentures – private placement	**2,788.57**	2,967.30
Subordinated redeemable non–convertible debentures – retail public issue	**2,571.17**	2,562.27
Total	**5,359.74**	5,529.57
Subordinated liabilities in India	**5,359.74**	5,529.57
Subordinated liabilities outside India	**–**	–
Total	**5,359.74**	5,529.57

Note: There is no Subordinated liabilities measured at FVTPL or designated at FVTPL.

Details of Subordinated liabilities (at Amortized cost) - Unsecured subordinated redeemable non-convertible debentures

Rs. in crore

From the Balance Sheet date	**As at March 31, 2026**		As at March 31, 2025	
	Interest rate range	**Amount**	Interest rate range	Amount
A) Issued on private placement basis –				
Repayable on maturity:				
Maturing within 1 year		**–**	8.90%-9.10%	175.00
Maturing beyond 5 years	**7.35%-8.35%**	**2,712.90**	7.35%-8.35%	2,712.90
Sub–total at face value (A)		**2,712.90**		2,887.90
B) Issued on retail public issue –				
Repayable on maturity:				
Maturing within 1 year	**8.53%-9.00%**	**933.01**		–
Maturing between 1 year to 3 years	**7.9%-9.50%**	**784.12**	7.90%-9.00%	1,380.25
Maturing between 3 years to 5 years		**–**	9.35%-9.50%	336.87
Maturing beyond 5 years	**7.95%-8.05%**	**643.95**	7.95%-8.05%	643.96
Sub–total at face value (B)		**2,361.08**		2,361.09
Total at face value (A+B)		**5,073.98**		5,248.99
Less: Unamortized discounting charges		**17.12**		19.29
Add: Interest accrued but not due		**302.88**		299.87
Total amortized cost		**5,359.74**		5,529.57

The Company has used the borrowings from banks and financial institutions as per note numbers 16 to 18 for the specific purpose for which these were availed.

In respect of all the borrowings, there is no default in payment of either principal or interest.

The Company has not been declared as wilful defaulter by any bank or financial Institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

20 Other financial liabilities

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Unclaimed dividends #	**0.55**	0.66
Unclaimed matured deposits and interest accrued thereon #	**3.46**	3.82
Deposits/ advances received against loan agreements	**48.68**	45.39
Insurance premium payable	**21.09**	19.81
Salary, Bonus and performance payable	**3.70**	6.34
Provision for expenses	**258.61**	258.29
Lease liabilities (refer note 41)	**376.86**	383.19
Amount payable under assignment of receivables	**2.78**	0.67
Others##	**412.29**	72.43
Total	**1,128.02**	790.60

There are no amounts due for transfer to the Investor Education and Protection Fund under Section 125 of Companies Act, 2013 as at the year end.

Others include Credit Support Agreement (CSA) against ECB.

21 Provisions

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Provision for employee benefits		
– Gratuity (refer note 36)	**139.89**	27.39
– Leave encashment	**85.63**	81.58
– Bonus, incentives and performance pay	**172.98**	102.29
– Post retirement medical benefit	**3.95**	5.09
Provision for loan commitment	**4.77**	0.69
Total	**407.22**	217.04

22 Other non–financial liabilities

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Deferred subvention income	**3.10**	6.28
Statutory dues and taxes payable	**208.16**	154.34
Others*	**4.26**	5.55
Total	**215.52**	166.17

* Others include monies adjusted from share capital and other equity on account of shares held by MMFSL ESOP Trust pending transfer to the eligible employees and lease rental advances.

23 Equity Share capital

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Authorized:		
2,50,00,00,000 (March 31, 2025: 2,50,00,00,000) Equity shares of Rs.2/- each	**500.00**	500.00
50,00,000 (March 31, 2025: 50,00,000) Redeemable preference shares of Rs.100/- each	**50.00**	50.00
Issued, Subscribed and paid–up:		
1,38,99,71,160 (March 31, 2025: 1,23,55,29,920) Equity shares of Rs.2/- each fully paid up	**277.99**	247.11
Less : 4,25,999 (March 31, 2025: 6,68,537) Equity shares of Rs.2/- each fully paid up issued to ESOP Trust under Company's ESOP Schemes but not yet allotted to employees pending exercise of stock options by employees	**0.08**	0.13
Adjusted Issued, Subscribed and paid-up Share capital	**277.91**	246.98

Particulars	As at March 31, 2026 No. of shares	As at March 31, 2026 Rs. in crore	As at March 31, 2025 No. of shares	As at March 31, 2025 Rs. in crore
a) Reconciliation of number of equity shares and amount outstanding:				
Issued, Subscribed and paid-up:				
Balance at the end of the year	**1,23,55,29,920**	**247.11**	1,23,55,29,920	247.11
Add : Fresh allotment of shares :				
- Through Rights Issue (refer note 39)	**15,44,41,240**	**30.89**	–	–
Balance at the end of the year	**1,38,99,71,160**	**277.99**	1,23,55,29,920	247.11
Less: Shares issued to ESOP Trust but not yet allotted to employees	**4,25,999**	**0.08**	6,68,537	0.13
Adjusted Issued, Subscribed and paid-up Share capital	**1,38,95,45,161**	**277.91**	1,23,48,61,383	246.98
b) Number of equity shares held by holding company or ultimate holding company including shares held by its subsidiaries/ associates:				
Holding Company: Mahindra & Mahindra Limited	**72,95,82,599**	**145.92**	64,43,99,987	128.88
Percentage of holding (%)	**52.49%**		52.16%	
c) Shareholders holding more than 5 percent of the aggregate shares:				
Mahindra & Mahindra Limited	**72,95,82,599**	**145.92**	64,43,99,987	128.88
Percentage of holding (%)	**52.49%**		52.16%	
Life Insurance Corporation of India	**14,35,44,354**	**28.71**	12,65,03,313	25.30
Percentage of holding (%)	**10.33%**		10.24%	
SBI Mutual Fund	**7,55,65,245**	**15.11**	5,48,62,123	10.97
Percentage of holding (%)	**5.44%**		4.44%	
HDFC Mutual Fund	**7,19,70,252**	**14.39**	7,08,08,951	14.16
Percentage of holding (%)	**5.18%**		5.73%	

d) Terms/ rights attached to equity shares :

The Company has only one class of equity shares having a par value of Rs.2/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the board of directors and approved by the shareholders in the annual general meeting is paid in Indian rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

e) Shareholding of Promoters

	Shares held by promoters as at March 31, 2026			Shares held by promoters as at March 31, 2025		
Name of the Promoter	**No. of Shares**	**% of total shares**	**% Change during the year**	No. of Shares	% of total shares	% Change during the year
Mahindra & Mahindra Limited	**72,95,82,599**	**52.49%**	**0.33%**	64,43,99,987	52.16%	–

Other Equity

Description of the nature and purpose of Other Equity (refer Statement of Changes in Equity) :

Statutory reserve as per Section 45–IC of the RBI Act, 1934

Statutory reserve represents reserve fund created pursuant to Section 45-IC of the RBI Act, 1934 through transfer of specified percentage of net profit every year before any dividend is declared. The reserve fund can be utilized only for limited purposes as specified by RBI from time to time and every such utilization shall be reported to the RBI within specified period of time from the date of such utilization.

Capital redemption reserve (CRR)

Capital redemption reserve represents reserve created pursuant to Section 55 (2) (c) of the Companies Act, 2013 by transfer of an amount equivalent to nominal value of the Preference shares redeemed. The CRR may be utilized by the Company, in paying up unissued shares of the Company to be issued to the members of the Company as fully paid bonus shares in accordance with the provisions of the Companies Act, 2013.

Securities premium

Securities premium is used to record the premium on issue of shares. The reserve can be utilized only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

General reserve

General reserve is created through annual transfer of profits at a specified percentage in accordance with applicable regulations under the erstwhile Companies Act, 1956. Consequent to introduction of the Companies Act, 2013, the requirement to mandatorily transfer specified percentage of net profits to General reserve has been withdrawn. However, the amount previously transferred to the General reserve can be utilized only in accordance with the specific requirements of the Companies Act, 2013.

Employee stock options outstanding

The Employee Stock Options outstanding represents amount of reserve created by recognition of compensation cost at grant date fair value on stock options vested but not exercised by employees and unvested stock options in the Statement of profit and loss in respect of equity-settled share options granted to the eligible employees of the Company and its subsidiaries in pursuance of the Employee Stock Option Plan.

Retained earnings

Retained earnings or accumulated surplus represents total of all profits retained since Company's inception. Retained earnings are credited with current year profits, reduced by losses, if any, dividend pay-outs, transfers to General reserve or any such other appropriations to specific reserve.

Elements of Other Equity with balance:

Rs. in crore

Particulars	**Nature and purpose**	**March 31, 2026**	March 31, 2025
Statutory reserve as per Section 45-IC of the RBI Act, 1934	Statutory reserve represents reserve fund created pursuant to Section 45-IC of the RBI Act, 1934 through transfer of specified percentage of net profit every year before any dividend is declared. The reserve fund can be utilized only for limited purposes as specified by RBI from time to time and every such utilization shall be reported to the RBI within specified period of time from the date of such utilization.	**3,908.81**	3,352.35
Capital redemption reserve	Capital redemption reserve represents reserve created pursuant to Section 55 (2) (c) of the Companies Act, 2013 by transfer of an amount equivalent to nominal value of the Preference shares redeemed. The CRR may be utilized by the Company, in paying up unissued shares of the Company to be issued to the members of the Company as fully paid bonus shares in accordance with the provisions of the Companies Act, 2013.	**50.00**	50.00
Securities premium	Securities premium is used to record the premium on issue of shares. The reserve can be utilized only for limited purposes such as issuance of bonus shares, rights issue in accordance with the provisions of the Companies Act, 2013.	**10,158.47**	7,195.09
General reserve	General reserve is created through annual transfer of profits at a specified percentage in accordance with applicable regulations under the erstwhile Companies Act, 1956. Consequent to introduction of the Companies Act, 2013, the requirement to mandatorily transfer specified percentage of net profits to General reserve has been withdrawn. However, the amount previously transferred to the General reserve can be utilized only in accordance with the specific requirements of the Companies Act, 2013.	**798.80**	798.61
Employee stock options outstanding	The Employee Stock Options outstanding represents amount of reserve created by recognition of compensation cost at grant date fair value on stock options vested but not exercised by employees and unvested stock options in the Statement of profit and loss in respect of equity-settled share options granted to the eligible employees of the Company and its subsidiaries in pursuance of the Employee Stock Option Plan.	**17.70**	9.18
Retained earnings	Retained earnings or accumulated surplus represents total of all profits retained since Company's inception. Retained earnings are credited with current year profits, reduced by losses, if any, dividend pay-outs, transfers to General reserve or any such other appropriations to specific reserve.	**9,433.67**	8,128.10

Rs. in crore

Particulars	Nature and purpose	March 31, 2026	March 31, 2025
Other comprehensive income			
– Debt instruments through OCI	The Company recognises changes in the fair value of debt instruments held with a dual business objective of collect and sell in other comprehensive income. These changes are accumulated in the FVOCI debt investments reserve. The Company transfers amounts from this reserve to profit or loss when the debt instruments are derecognised. Any impairment loss on such instruments is reclassified immediately to the Statement of Profit and Loss.	**(15.59)**	1.26
– Equity instruments through OCI	The Company has opted to recognise changes in the fair value of certain investments in equity in other comprehensive income. These changes are accumulated in the FVOCI equity investments reserve. The Company transfers amounts from this reserve to retained earnings when the relevant equity investments are derecognised.	**105.90**	84.51
– Effective portion of cash flow hedges	It represents the cumulative gains/(losses) arising on revaluation of the derivative instruments designated as cash flow hedges through OCI.	**23.03**	(53.85)
Total		**24,480.79**	19,565.25

Dividend distributions made and proposed

i) Dividend on equity shares declared and paid during the year

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Dividend paid	**903.48**	778.38
Profit for the relevant year	**2,345.04**	1,759.62
Dividend as a percentage of profit for the relevant year	**38.5%**	44.2%

ii) Dividends proposed for approval at the annual general meeting (not recognised as a liability as at respective reporting date)

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Face value per share (Rupees)	**2.00**	2.00
Dividend percentage	**375%**	325%
Dividend per share (Rupees)	**7.50**	6.50
Total Dividend on Equity shares (a)	**1,042.48**	903.48
Profit after tax for the relevant year (b)	**2,782.23**	2,345.04
Dividend proposed as a percentage of profit after tax (a/b)	**37.5%**	34.2%

The dividend declared or paid during the year by the company is in compliance with section 123 of the Companies Act, 2013, as applicable.

24 Interest income

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
On financial instruments measured at Amortized cost (refer note 2.6)		
Interest on loans	**15,989.46**	14,255.57
Interest on Finance lease	**169.74**	124.31
Income from bill discounting	**159.53**	120.62
Interest income from investments	**215.57**	224.79
Interest on term deposits with banks	**430.43**	318.80
On financial instruments measured at fair value through OCI (refer note 2.11 (b))		
Interest income from investments in debt instrument	**246.96**	287.32
Total	**17,211.69**	15,331.41

Note: There is no loan asset measured at FVTPL.

25 Fees, charges and commission income

Rs. in crore

	March 31, 2026	March 31, 2025
Service charges and other fees income	**338.90**	280.08
Income from commission services - life insurance	**314.98**	149.94
Income from commission services - general insurance	**167.16**	61.31
Fees, commission/ brokerage received from mutual fund distribution/other products	**6.69**	6.77
Collection fees related to transferred assets under securitization transactions	**26.66**	12.49
Total	**854.39**	510.59

Revenue from contracts with customers

Set out below is the revenue from contracts with customers and reconciliation to the Statement of profit and loss.

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Type of services or service		
Fees and commission income	**854.39**	510.59
Total revenue from contract with customers	**854.39**	510.59
Geographical markets		
India	**854.39**	510.59
Outside India	**–**	
Total revenue from contract with customers	**854.39**	510.59
Timing of revenue recognition		
Services transferred at a point in time	**854.39**	510.59
Services transferred over time	**–**	–
Total revenue from contract with customers	**854.39**	510.59

Contract balances

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Fees, commission and other receivables	**86.12**	53.02
	86.12	53.02

- Impairment loss allowance recognised on contract balances is Rs. Nil (Previous year Rs. Nil)
- Contract asset as on March 31, 2026 is Nil (Previous year Nil)

26 Net gain/(loss) on fair value changes

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Net gain/ (loss) on financial instruments at FVTPL		
On trading portfolio		
– Investments	**(1.20)**	(0.42)
Others – Mutual fund units	**28.53**	6.56
Total Net gain/ (loss) on financial instruments at FVTPL	**27.33**	6.14
Fair value changes:		
– Realized	**23.41**	1.31
– Unrealized	**3.92**	4.83
Total Net gain/ (loss) on financial instruments at FVTPL	**27.33**	6.14

Note: Fair value changes in this schedule are other than those arising on account of accrued interest income/expense.

27 Other income

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Net gain on derecognition of property, plant and equipment	**0.59**	4.10
Income from shared services	**12.90**	45.04
Others	**41.20**	6.60
Total	**54.69**	55.74

Note: Income from shared services include marketing income from insurers of Rs NIL during the year ended March 31, 2026 (March 31, 2025: Rs. 35.62 crore).

28 Finance costs

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
On financial liabilities measured at Amortized cost		
Interest on deposits	**1,052.55**	728.83
Interest on borrowings	**4,876.60**	4,484.08
Interest on debt securities	**1,964.42**	2,362.83
Interest on subordinated liabilities	**436.63**	372.01
Interest expense on lease liabilities (refer note 41)	**30.14**	31.04
Others		
Net loss/ (gain) in fair value of derivative financial instruments	**–**	(107.25)
Others	**31.71**	26.76
Total	**8,392.05**	7,898.30

Note: There are no financial liabilities measured at FVTPL.

29 Impairment on financial instruments

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
On financial instruments measured at Amortized cost		
Bad debts and write offs	**1,959.17**	1,558.91
Loans	**477.16**	57.65
Loan commitment	**4.08**	0.67
Trade receivables and other contracts	**0.81**	0.63
Total	**2,441.22**	1,617.86

Note: There are no financial instruments measured at FVOCI.

30 Employee benefits expenses

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Salaries and wages	**1,905.67**	1,754.97
Contribution to provident funds and other funds	**106.70**	112.25
Share based payments to employees	**15.82**	7.25
Staff welfare expenses	**25.98**	28.66
Total	**2,054.17**	1,903.13

31 Depreciation, amortization and impairment

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Depreciation on Property, Plant and Equipment (refer note 11)	**178.90**	154.62
Amortization and impairment of intangible assets (refer note 12)	**79.64**	36.65
Depreciation on Right of Use Asset (refer note 11 and 41)	**84.14**	82.15
Total	**342.68**	273.42

32 Other expenses

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Rent	**9.41**	12.61
Rates and taxes, excluding taxes on income	**23.25**	8.32
Electricity charges	**18.37**	18.18
Repairs and maintenance	**12.37**	11.01
Communication costs	**39.69**	48.07
Printing and stationery	**8.43**	12.80
Advertisement and publicity	**22.79**	26.61
Directors' fees, allowances and expenses	**3.57**	4.22
Auditor's fees and expenses -		
– Audit fees (including quarterly limited reviews)	**1.82**	1.66
– Other services	**0.36**	0.54
– Reimbursement of expenses	**0.13**	0.07
Legal and professional charges	**162.34**	154.57
Insurance	**60.44**	58.99
Manpower outsourcing cost	**314.28**	193.66
Donations	**0.02**	23.04
Corporate Social Responsibility (CSR) expenses (refer note 45)	**47.78**	34.61
Conveyance and travel expenses	**141.63**	147.84
Other expenses	**473.65**	380.07
Total	**1,340.33**	1,136.87

33 Exceptional items

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Statutory impact of new Labour Codes	**(117.33)**	–
Total	**(117.33)**	–

On November 21, 2025, the Government of India notified the provisions of four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes") which consolidate 29 existing labour laws into a unified framework governing employee benefits during employment and post-employment.

In accordance with the new Labour Codes, the Company has currently estimated the incremental impact of Gratuity and Leave Encashment to be Rs.117.33 crore (net of taxes Rs.87.80 crore) on the basis of Actuarial Valuation. This has been presented under "Exceptional Items" in the standalone financial statements for the year ended March 31, 2026. The Company continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications/ additional guidance from authorities and will continue to assess the accounting implications, basis such developments/ guidance.

In addition to the above, the Company has also recognised an amount of Rs. 22.72 crore in the Statement of Profit and Loss towards employee benefit expenses on account of the impact of the New Labour Code on eligible employees.

The incremental cost attributable to period post implementation of new Labour Codes has been included under Employee benefits expense for the year ended March 31, 2026.

34 Earning Per Share (EPS)

Basic EPS is calculated in accordance with Ind AS 33 'Earnings Per Share' by dividing the net profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is calculated by dividing the net profit attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares of the Company

The following reflects the income and share data used in the basic and diluted EPS computations:

Rs. in crore

	March 31, 2026	March 31, 2025
Profit for the year (Rs in crore)	**2,782.23**	2,345.04
Weighted average number of Equity Shares used in computing basic EPS	**1,36,72,80,940**	1,27,21,07,490
Effect of potential dilutive Equity Shares	**9,34,903**	4,16,316
Weighted average number of Equity Shares used in computing diluted EPS	**1,36,82,15,843**	1,27,25,23,806
Basic Earnings per share (Rs.) (Face value of Rs. 2/- per share)	**20.35**	18.43
Diluted Earnings per share (Rs.)	**20.33**	18.43

35 Employee Stock Option Plan (ESOP)

The Company had allotted 48,45,025 Equity shares (face value of Rs.2/- each) (adjusted for stock-split in the ratio of 5:1 in February 2013) under Employee Stock Option Scheme 2010 at par on February 3, 2011 to Mahindra and Mahindra Financial Services Limited Employees' Stock Option Trust ("the Trust") set up by the Company. The Trust holds these shares for the benefit of employees and allots equity shares to eligible employees on exercise of stock options as per the terms and conditions of ESOP scheme granted as per the recommendation of the Compensation Committee.

Pursuant to the Rights issue of one equity share for every equity share held as on record date, at an issue price of Rs.50 per Equity Share (including a premium of Rs. 48 per Equity Share), made by the Company, 20,63,662 equity shares have been allotted to the Trust in respect of its rights entitlement on August 17, 2020. All the option holders (beneficiaries) under existing grants have automatically became entitled to additional options at Rs.50/- per option as rights adjustment and accordingly, the number of outstanding options stand augmented in the same ratio as the rights issue. All the terms and conditions applicable to these additional options issued under rights issue have remained same as original grant.

Upon exercise of stock options, including additional options issued as per Rights issue, under the schemes by eligible employees, the Trust had issued 72,67,963 equity shares to employees up to March 31, 2026 (March 31, 2025: 70,25,425 equity shares), of which 2,42,538 equity shares (March 31, 2025: 4,75,271 equity shares) were issued during the current year. This has resulted in an increase in equity share capital by Rs. 0.05 crore for the year ended March 31, 2026 (March 31, 2025 : Rs. 0.10 crore).

a) The terms and conditions of the Employees Stock Option Plans

i) Employees Stock Option Scheme 2010

Particulars	Key Terms and conditions
Type of arrangement	Employees share based payment plan administered through ESOP Trust
Contractual life	3 years from the date of each vesting
Number of vested options exercisable	Minimum of 50 or number of options vested whichever is lower
Method of settlement	By issue of shares at exercise price
Vesting conditions	In 5 equal tranches @ 20% each on expiry of 12, 24, 36, 48 and 60 months from the date of grant

ii) MAHINDRA AND MAHINDRA FINANCIAL SERVICES LIMITED – RESTRICTED STOCK UNITS PLAN 2023 ("MMFSL RSU PLAN 2023")

Mahindra and Mahindra Financial Services Limited – Restricted Stock Units Plan 2023 ("MMFSL RSU PLAN 2023") formulated in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021 was approved by the Board of Directors in their meeting held on April 28, 2023. Following are the key terms and conditions governing the scheme.

Particulars	Terms and conditions
Type of arrangement	Employees share based payment plan administered through ESOP Trust
Exercise price	The Exercise Price shall be the face value of the Share as on date of Exercise of RSUs.
Contractual life	5 years from the date of each vesting
Vesting terms & conditions	RSUs granted under the MMFSL RSU Plan 2023 shall vest not earlier than minimum Vesting Period of 1 (One) year and not later than the maximum Vesting Period of 7 (Seven) years from the date of Grant of such RSUs, The vesting of RSUs would be based on achievement of performance parameters. The Committee would lay down the parameters for vesting of RSUs which would include one or more of the Company performance parameters such as: a) Asset Quality b) Assets Under Management (AUM) Growth c) Cost control d) Profit growth e) Return on Assets (ROA) f) Digital maturity: use of technology and data g) Environmental, Social & Governance (ESG) performance
Vesting Schedule	In 3 or 5 equal tranches on expiry of 12, 24 and 36 months (i.e. 33.33% each) or on expiry of 12, 24,36,48, 60 months (i.e. 20% each), up to a maximum of 7 years from the grant date
Method of settlement	By issue of shares at exercise price

iii) MAHINDRA & MAHINDRA FINANCIAL SERVICES LIMITED – SUBSIDIARIES RESTRICTED STOCK UNITS PLAN 2026 ("MMFSL SUBSIDIARIES RSU PLAN 2026")

During the current financial year, the Company has formulated a new employee stock option plan, namely, 'Mahindra & Mahindra Financial Services Limited- Subsidiaries Restricted Stock Units Plan 2026' ("MMFSL Subsidiaries RSU Plan 2026") to reward the key Employees of the Subsidiary Company(ies) of the Company for their performance and motivate them to contribute to the consolidated growth and profitability of the Company, and the same was approved by the Board of Directors on January 7, 2026 and approved by the Shareholders of the Company on February 7, 2026 in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021. Following are the key terms and conditions goverining the scheme.

Particulars	Key Terms and conditions
Type of arrangement	Employees share based payment plan administered through ESOP Trust
Exercise price	The Exercise Price shall be the face value of the Share as on date of Exercise of RSUs.
Authority and Ceiling	The maximum number of RSUs that may be granted to each Employee in aggregate shall vary depending upon the designation and the appraisal/ assessment process, however, shall not exceed 30,00,000 (Thirty Lakhs) in number per eligible Employee. However, the Committee reserves the right to decide the number of RSUs to be granted and the maximum number of RSUs that can be granted to each Employee within this ceiling.
Contractual life	5 years from the date of each vesting
Vesting terms & conditions	RSUs granted under the MMFSL Subsidiaries RSU Plan 2026 shall vest not earlier than minimum Vesting Period of 1 (One) year and not later than the maximum Vesting Period of 7 (Seven) years from the date of Grant of such RSUs, as may be determined by the Committee. The vesting of RSUs would be based on achievement of performance targets of the respective Subsidiaries. The Committee would lay down the performance targets for vesting of RSUs granted to employees of subsidiaries of the Company which would include one or more of the performance parameters of the subsidiary upto 100% weightage along with certain sub-weightage assigned to each of the following parameters : a) Revenue Growth b) Market Share Growth c) Profit growth d) Cost control e) Asset quality f) Digital maturity: use of technology and data g) Environmental, Social & Governance (ESG) performance Besides the Subsidiary Company's performance parameters, vesting of RSUs may include grantee's individual performance (upto 50% of total RSUs granted), as determined by the Committee from time to time. In such instances the indicative weightages given above would be varied with the approval of the NRC. Each grant shall specify a target number of RSUs; actual vesting may range from 0% to 110% based on performance achievement.
Vesting Schedule	In 3 or 5 equal tranches on expiry of 12, 24 and 36 months (i.e. 33.33% each) or on expiry of 12, 24,36,48, 60 months (i.e. 20% each), up to a maximum of 7 years from the grant date
Method of settlement	By issue of shares at exercise price

b) Options granted during the year:

i) Employee Stock Option Scheme 2010

After formulation of new scheme - MMFSL RSU PLAN 2023, no further stock options can be granted under the old scheme - Employees' Stock Option Scheme 2010. However, live options already vested can be exercised within the validity period as per the terms and conditions of the scheme.

Following are the stock option grants under this scheme which were live during the year with remaining validity period for exercise of vested options.

Particulars	Grant dated January 24, 2018	Grant dated October 24, 2018
Exercise price (Rs.)	2.00	2.00
Fair value of option (Rs.)	495.92	355.34

ii) MMFSL RSU PLAN 2023

During the year ended March 31, 2026, the Company has granted 10,36,734 stock options (March 31, 2025 : 6,49,326) to eligible employees under the newly formulated employee stock option plan, namely, MMFSL RSU PLAN 2023, in accordance with the Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021, which was approved by the Board of Directors in their meeting held on April 28, 2023.

Following are the grants which are live under MMFSL RSU PLAN 2023.

Particulars	Grant dated October 28 2025	Grant dated July 22 2025	Grant dated October 21 2024	Grant dated April 23 2024	Grant dated October 26 2023
Exercise price (Rs.)	2.00	2.00	2.00	2.00	2.00
Fair value of option (Rs.)	269.74	228.11	262.53	246.47	246.47

The key assumptions used in black-Scholes model for calculating fair value as on the date of grant are:

	Year ended March 31, 2026		Year ended March 31, 2025		Year ended March 31, 2024
Particulars	Grant dated October 28 2025	Grant dated July 22 2025	Grant dated October 21 2024	Grant dated April 23 2024	Grant dated October 26 2023
Variables#					
1) Risk free interest rate	6.11%	6.03%	6.64%	7.08%	7.29%
2) Expected life	4.50 years	5.50 years	4.50 years	5.50 years	4.51 years
3) Expected volatility	34.92%	47.79%	42.83%	44.27%	45.98%
4) Dividend yield	2.17%	2.47%	2.16%	2.15%	2.19%
5) Price of the underlying share in the market at the time of option grant (Rs.)	299.10	262.85	291.00	278.85	273.60

the values mentioned against each of the variables are based on the weighted average percentage of vesting.

iii) MMFSL SUBSIDIARIES RSU PLAN 2026

MMFSL Subsidiaries RSU Plan 2026' is a newly formulated stock option plan and approved by the Board and shareholders during last quarter of the financial year. There were no stock options granted to employees of the subsidiary company (ies) during the year.

c) i) Summary of stock options - Employee Stock Option Scheme 2010 :

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of stock options	Weighted average exercise price (Rs.) #	No. of stock options	Weighted average exercise price (Rs.) #
Options outstanding at the beginning of the year	**156,627**	**26.58**	612,763	26.97
Options granted during the year	**–**	**–**	–	–
Options expired/ forfeited during the year	**8,532**	**26.66**	11,350	27.45
Options cancelled/ lapsed during the year	**–**	**–**	–	–
Options exercised during the year	**84,049**	**26.43**	444,786	27.09
Options outstanding at the end of the year	**64,046**	**26.77**	156,627	26.58
Options vested but not exercised at the end of the year	**64,046**	**26.77**	156,627	26.58

Adjusted for additional options issued in the ratio of one equity share for every one equity share held under Rights issue made by the Company during August 2020. The options issued under ESOP scheme 2010 are exercisable at Rs.2/- per option and adjustment options issued under Rights issue are exercisable at Rs.50/- each, including premium of Rs. 48/- per option (being the issue price under Rights allotment).

ii) Summary of stock options - MMFSL RSU PLAN 2023:

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of stock options	Weighted average exercise price (Rs.)	No. of stock options	Weighted average exercise price (Rs.)
Options outstanding at the beginning of the year	**807,534**	**2.00**	283,171	2.00
Options granted during the year	**1,036,734**	**2.00**	649,326	2.00
Options expired/ forfeited during the year	**1,177**	**2.00**	8,804	2.00
Options cancelled/ lapsed during the year #	**120,276**	**2.00**	85,674	2.00
Options exercised during the year	**158,489**	**2.00**	30,485	2.00
Options outstanding at the end of the year	**1,564,326**	**2.00**	807,534	2.00
Options vested but not exercised at the end of the year	**69,834**	**2.00**	36,216	2.00

includes 47,328 options (Year ended March 31, 2025: 9,194 options) cancelled/ lapsed on account of true-down effect applied on the specific tranche of respective grant/s covering all the beneficiaries due to non-achievement of specified performance parameters at the Company level as per the terms and conditions of the MMFSL RSU PLAN 2023.

True-down of options:

The vesting of options under each tranche of individual grants under MMFSL RSU PLAN 2023 is subject to achievement of specified performance parameters at the Company level and at the individual level for the relevant financial year as approved by the Nomination and Remuneration Committee (NRC) of the Board of Directors. If actual performance in a relevant financial year against the specified parameters is lower than the defined thresholds, the granted options under a particular tranche would vest in proportion to the level of actual performance (true-down effect) and that proportion of options attributable to lower performance would be cancelled/ lapsed with corresponding write-back of compensation expense recognized earlier in the Statement of profit and loss of current year.

d) Information in respect of options outstanding:

Exercise price	As at March 31, 2026		As at March 31, 2025	
	No. of stock options	Weighted average remaining life	No. of stock options	Weighted average remaining life
Employee Stock Option Scheme 2010 -				
- At Rs. 2.00 per option	**31,000**	**7 months**	76,411	14 months
- At Rs. 50.00 per option	**33,046**	**7 months**	80,216	14 months
MMFSL RSU PLAN 2023 -				
- At Rs. 2.00 per option	**1,564,326**	**80 months**	807,534	79 months
	1,628,372		964,161	

e) Average share price at recognized stock exchange on the date of exercise of the option is as under:

Year ended March 31, 2026		Year ended March 31, 2025	
Date of Exercise	Weighted average share price (Rs.)	Date of Exercise	Weighted Average share price (Rs.)
April 01, 2025 to March 31, 2026	**313.88**	April 01 2024 to March 31, 2025	286.73

f) Determination of expected volatility

The measure of volatility used in the Black-Scholes option pricing model is the annualized standard deviation of the continuously compounded rates of return on the stock over a period of time.

The determination of expected volatility is based on historical volatility of the stock over the most recent period that is generally commensurate with the expected life of the option being valued. The period considered for volatility is adequate to represent a consistent trend in the price movements and the movements due to abnormal events are evened out.

Accordingly, since each vest has been considered as a separate grant, the model considers the volatility for periods, corresponding to the expected lives of different vests, prior to the grant date. Volatility has been calculated based on the daily closing market price of the Company's stock price on NSE over these years. Similar approach was followed in determination of expected volatility based on historical volatility for all the grants under the scheme.

g) Compensation cost measurement and accounting

In respect of stock options granted under Employee Stock Option Scheme 2010 and MMFSL RSU PLAN 2023, the accounting is done as per the requirements of Ind AS 102 - Share-based payment. Consequently, Rs.15.82 crore (March 31, 2025: Rs.7.25 crore) has been included under 'Employee Benefits Expense' as 'Share-based payment to employees' based on respective grant date fair value, after adjusting for reversals on account of options forfeited. The amount includes cost reimbursements (net of recoveries of Rs. 0.34 crore) to the holding company of Rs.2.35 crore (March 31, 2025: Rs. 1.68 crore) in respect of options granted to employees of the Company and excludes net recovery of Rs.0.75 crore (March 31, 2025: Rs.0.09 crore) from its and holding company's subsidiaries for options granted to their employees.

36 Employee benefits

General description of defined benefit plans

Gratuity

The Company provides for the gratuity, a defined benefit retirement plan covering qualifying employees. The plan provides for gratuity benefits that become payable to eligible employees on death while in service or on separation from employment after completion of the stipulated period under the Code on Social Security, 2020. The Company makes annual contribution to the Gratuity scheme administered by the Life Insurance Corporation of India, HDFC life and Kotak life insurance through its Gratuity fund.

Post retirement medical cover

The Company provides for post retirement medical cover to select grade of employees to cover the retiring employee and their spouse up to a specified age through Mediclaim policy on which the premiums are paid by the Company. The eligibility of the employee for the benefit as well as the amount of medical cover purchased is determined by the grade of the employee at the time of retirement.

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Investment risk -

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets underperform compared to this yield, this will create or increase a deficit. Currently, for the plan in India, it has a relatively balanced mix of investments in government securities, and other debt instruments.

Interest rate risk -

A decrease in government bond yields will increase plan liabilities, although this is expected to be partially offset by an increase in the value of the plan's investment in debt instruments.

Variability in withdrawal rates -

If actual withdrawal rates are higher than assumed withdrawal rate assumption then the gratuity benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

Regulatory Risk -

Gratuity Benefit must comply with the requirements of the Payment of Gratuity Act, 1972 (as amended up-to-date). There is a risk of change in the regulations requiring higher gratuity payments (e.g. raising the present ceiling of Rs. 20,00,000, raising accrual rate from 15/26 etc.).

Inflation risk -

The present value of some of the defined benefit plan obligations are calculated with reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability. The post retirement medical benefit obligation is sensitive to medical inflation and accordingly, an increase in medical inflation rate would increase the plan's liability.

Salary Risk -

The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Asset Liability Matching Risk -

The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Concentration Risk -

Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very low.

Life expectancy -

The present value of defined benefit plan obligation is calculated by reference to the best estimate of the mortality of plan participants, both during and after the employment. An increase in the life expectancy of the plan participants will increase the plan's liability. If actual mortality rates are higher than assumed mortality rate assumption than the gratuity benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cashflow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate.

Details of defined benefit plans as per actuarial valuation are as follows:

Rs. in crores

Particulars	Funded Plan Gratuity Year ended March 31		Unfunded Plan Post retirement medical benefits Year ended March 31	
	2026	2025	**2026**	2025
I. Amounts recognised in the Statement of Profit & Loss				
Current service cost	**16.50**	17.14	**0.30**	–
Net Interest cost	**3.58**	0.63	**0.35**	–
Past service cost (New Labour Code impact)	**96.52**	–	**–**	5.09
Interest Income	**–**	–	**–**	–
Adjustment due to change in opening balance of Plan assets	**–**	–	**–**	–
Total expenses included in employee benefits expense	**116.60**	17.77	**0.65**	5.09

Rs. in crores

Particulars	Funded Plan Gratuity Year ended March 31		Unfunded Plan Post retirement medical benefits Year ended March 31	
	2026	2025	**2026**	2025
II. Amount recognized in Other Comprehensive income				
Remeasurement (gains)/losses:				
a) Actuarial gains/(losses) arising from changes in -				
– demographic assumptions	**1.28**	(0.92)	**(1.58)**	
– financial assumptions	**(4.67)**	3.60	**(0.42)**	–
– experience adjustments	**27.98**	11.34	**0.25**	–
b) Return on plan assets, excluding amount included in net interest expense/(income)	**(0.50)**	(4.04)	**–**	–
Total amount recognized in other comprehensive income	**24.09**	9.99	**(1.75)**	–
III. Changes in the defined benefit obligation				
Opening defined benefit obligation	**156.08**	146.41	**5.09**	–
Add/(less) on account of business combination/transfers				
Current service cost	**16.50**	17.14	**0.30**	–
Past service cost (New Labour Code impact)	**96.52**	–	**–**	5.09
Interest expense	**12.19**	10.53	**0.35**	–
Liability Transferred In/ Acquisitions	**0.25**	–	**–**	–
Liability Transferred Out/ Divestments	**(0.11)**	–	**–**	–
Remeasurement (gains)/losses arising from changes in -				
- demographic assumptions	**1.28**	(0.92)	**(1.58)**	–
- financial assumptions	**(4.67)**	3.60	**(0.42)**	–
- experience adjustments	**27.98**	11.34	**0.26**	–
Benefits paid	**(22.38)**	(32.02)	**(0.05)**	–
Closing defined benefit obligation	**283.63**	156.08	**3.95**	5.09
IV. Change in the fair value of plan assets during the year				
Opening Fair value of plan assets	**128.68**	137.71	**–**	–
Interest income	**8.61**	9.90	**–**	–
Expected return on plan assets	**0.51**	4.04	**–**	–
Contributions by employer	**28.18**	9.05	**–**	–
Liability Transferred In/ Acquisitions	**0.25**	–	**–**	–
Liability Transferred Out/ Divestments	**(0.11)**	–	**–**	–
Actual Benefits paid	**(22.38)**	(32.02)	**–**	–
Closing Fair value of plan assets	**143.74**	128.68	**–**	–
V. Net defined benefit obligation				
Defined benefit obligation	**(283.63)**	(156.08)	**(3.95)**	(5.09)
Fair value of plan assets	**143.74**	128.68	**–**	–
Surplus/(Deficit)	**(139.89)**	(27.39)	**(3.95)**	(5.09)
Current portion of the above	**(62.90)**	(27.39)	**(0.06)**	(0.05)
Non current portion of the above	**(76.99)**	–	**(3.89)**	(5.04)
VI. Expected contribution for the next reporting year	**62.90**	31.65	**–**	–

Rs. in crores

Particulars	Funded Plan Gratuity Year ended March 31		Unfunded Plan Post retirement medical benefits Year ended March 31	
	2026	2025	**2026**	2025
Actuarial assumptions and Sensitivity				
I. Actuarial assumptions				
Discount Rate (p.a.)	**6.77%**	6.54%	**7.59%**	6.82%
Attrition rate %	29.26% for age up to 30 years, 20.41% for age 31-50 years, 17.60% for 51 years and above	31.08% for age up to 30 years, 22.10% for age 31-50 years, 12.24% for 51 years and above	29.26% for age up to 30 years, 20.41% for age 31-50 years, 17.60% for 51 years and above	34.08% for age up to 30 years, 22.10% for age 31-50 years, 12.24% for 51 years and above
Expected rate of return on plan assets (p.a.)	**6.77%**	6.54%	**NA**	NA
Rate of Salary increase (p.a.)	**7.00%**	7.00%	**–**	–
Medical cost inflation (p.a.)	**–**	–	**7.00%**	7.00%
Retirement Age	**60 years**	60 years	**60 years**	60 years
In–service Mortality	Indian Assured Lives Mortality (2012-14) Urban	Indian Assured Lives Mortality (2012-14) Urban	Indian Assured Lives Mortality (2012-14) Urban	Indian Assured Lives Mortality (2012-14) Urban
Payment Mortality			Indian Individual Annuitant's Mortality Table (2012-15)	Indian Individual Annuitant's Mortality Table (2012-15)
	–	–		
II. Quantitative sensitivity analysis for impact of significant assumptions on defined benefit obligation are as follows:				
One percentage point increase in discount rate	**(9.57)**	(5.46)	**(0.47)**	(0.66)
One percentage point decrease in discount rate	**10.39**	5.94	**0.55**	0.79
One percentage point increase in Salary growth rate	**9.37**	5.85	**–**	–
One percentage point decrease in Salary growth rate	**(8.95)**	(5.48)	**–**	–
One percentage point increase in attrition rate	**(0.62)**	(0.36)	**(0.26)**	(0.42)
One percentage point decrease in attrition rate	**0.62**	0.38	**0.35**	0.47
One percentage point increase in medical inflation rate	**–**	–	**0.55**	0.78
One percentage point decrease in medical inflation rate	**–**	–	**(0.47)**	(0.66)
III. Maturity profile of defined benefit obligation				
Within 1 year	**57.33**	30.96	**0.06**	0.05
Between 1 and 5 years	**157.48**	84.48	**0.45**	0.40
Between 6 and 10 years	**101.19**	55.87	**1.30**	1.32
11 years and above	**61.32**	35.72	**10.87**	13.71

The estimate of future salary increases, considered in actuarial valuation, considers inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The plan assets have been primarily invested in government securities and corporate bonds.

The cost of the defined benefit plans and other long term benefits are determined using actuarial valuations. Actuarial valuations involve making various assumptions that may differ from actual developments in the future. These includes the determination of the discount rate, future salary increases and mortality rate. Due to these complexity involved in the valuation it is highly sensitive to the changes in these assumptions. All assumptions are reviewed at each reporting date. The present value of the defined benefit obligation and the related current service cost and planned service cost were measured using the projected unit cost method.

The Company's contribution to provident fund, superannuation fund and national pension scheme aggregating to Rs. 77.13 crore (March 31, 2025: Rs. 80.67 crore) has been recognized in the Statement of profit and loss under the head Employee benefits expense.

Compensated Absences

The principal assumptions used in determining obligations for the Company are shown below:

	Year ended March 31	
Particulars	**2026**	2025
Rate of discounting	**6.77%**	6.54%
Expected rate of salary increase	**7.00%**	7.00%
Attrition rate %	**29.26% for age up to 30 years, 20.41% for age 31-50 years, 17.60% for 51 years and above**	31.08% for age up to 30 years, 22.10% for age 31-50 years, 12.24% for 51 years and above
Mortality	**Indian Assured Lives Mortality (2012-14) Urban**	Indian Assured Lives Mortality (2012-14) Urban
Expenses recognised in statement of profit and loss	**2.42**	10.45

includes the New Labour Code impact of Rs. 20.81 crore

The Company has not funded its compensated absences liability and the same continues to remain as unfunded as at March 31, 2026.

The estimate of future salary increase takes into account inflation, seniority, promotion and other relevant factors.

Discount rate is based on the prevailing market yields of Indian Government Bonds as at the balance sheet date for the estimated term of the obligation.

Long Term Incentive Scheme

The Long-Term Incentive Plan is annually granted along with the performance cycle at the end of the financial year and determined on the individual performance rating criteria, awarded LTIP will vest equally in 3 years.

Actuarial assumptions and Sensitivity

	Year ended March 31	
Particulars	**2026**	2025
Retirement Age	**60 Years**	60 Years
Discount Rate	**6.48%**	6.54%
Attrition Rate	**4.00%**	8.00%
Performance Measurement	**99.00%**	99.00%

Reconciliation of the Liability recognised in the Balance Sheet:

	Year ended March 31	
Particulars	**2026**	2025
Opening Net Liability	**1.39**	–
Expense recognised in the P&L	**4.17**	1.39
Contribution/Benefit Paid by the Company	**1.96**	–
Amount recognised in the Balance Sheet under "Provision for Retirement Benefits"	**3.60**	1.39
Current portion of the above	**2.21**	0.86
Non Current portion of the above	**1.39**	0.53

The Company has not funded its long term incentive plan liability and the same continues to remain as unfunded as at March 31, 2026.

Discount rate is based on the prevailing market yields of Indian Government Bonds as at the balance sheet date for the estimated term of the obligation.

37 Additional disclosures

i) During the financial years ended March 31, 2026 and March 31, 2025, the Company has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person (a) repayable on demand or (b) without specifying any terms or period of repayment.

ii) There is no Benami Property held by the Company and there is no proceeding initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

iii) Disclosure of transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956

As at March 31, 2026

	Name of Struck off Company	Nature of transactions with struck–off Company	Balance outstanding as at March 31, 2026 (Rs. in crore)	Relationship with the Struck off Company, if any, to be disclosed
1	SHRUTI MOTORS PRIVATE LIMITED - MARUTI	Receivables	1.28	External
2	BALAJI INFRASTRUCTURE PRIVATE LIMITED	Receivables	0.80	External
3	AKSHARA PUBLIC SCHOOL	Receivables	0.41	External
4	SAKTHI TRAVELS PRIVATE LIMITED	Receivables	0.23	External
5	RAJ AND RAJ PVT LTD	Receivables	0.12	External
6	PROBUS INFRATECH PRIVATE LIMITED	Receivables	0.07	External
7	DRRC INFRA PROJECTS PVT LTD	Receivables	0.07	External
8	VH SQUARE HEALTHCARE PRIVATE LIMITED	Receivables	0.04	External
9	PRAMILA HOSPITAL	Receivables	0.03	External
10	CONSOLE CARGO LOGISTICS SERVICES (I) PRIVATE LIMITED	Receivables	0.02	External
11	SKS AUTOMOBILES INDIA PVT LTD	Receivables	–	External
12	SHRIRAM AUTOWHEELS PVT LTD	Receivables	–	External
13	RETONA MOTORS PRIVATE LIMITED	Receivables	–	External
14	EAST AFRICA MOBILES LTD - VADODARA	Receivables	–	External
15	FAIRDEAL MOTORS & WORKSHOP PVT LTD	Payables	(0.50)	External
16	CHOWDHARY MOTORS PVT LTD-JAMMU (C010211)	Payables	(0.05)	External
17	PLATINUM HOTEL (RAJKOT)	Payables	(0.00)	External
18	SAMEODHI TECH SOLUTIONS PRIVATE LIMITED	Payables	(0.00)	External
19	VMS CONSULTANTS PVT LTD	Corporate Depositor	0.70	External
20	OPTIMISTIC TRADING COMPANY PRIVATE LIMITED	Shares Held by Struck off Company	4,451*	External
21	SALASAR SECURITIES PVT LTD	Shares Held by Struck off Company	2,834*	External
22	UNICON FINCAP PRIVATE LIMITED	Shares Held by Struck off Company	689*	External
23	DREAMS BROKING PRIVATE LIMITED	Shares Held by Struck off Company	476*	External

* Number of Equity Shares

As at March 31, 2025

	Name of Struck off Company	Nature of transactions with struck–off Company	Balance outstanding as at March 31, 2025 (Rs. in crore)	Relationship with the Struck off Company, if any, to be disclosed
1	SHIRIDI SRISAI SOLUTIONS PVT LIMITED	Receivables	0.18	External
2	CONSOLE CARGO LOGISTICS SERVICES (I) PRIVATE LIMITED	Receivables	0.04	External
3	SAMBODHI TECH SOLUTIONS PRIVATE LIMITED	Receivables	0.05	External
4	BALAJI INFRASTRUCTURE T&D PRIVATE LIMITED	Receivables	0.76	External
5	VH SQUARE HEALTHCARE PVT LTD	Receivables	0.06	External
6	PALLAVI INFRA HOLDING PRIVATE LIMITED	Receivables	0.07	External
7	PROBUS INFRATECH PRIVATE LIMITED	Receivables	0.06	External
8	MILLPOND HUMAN RESOURCE PRIVATE LIMITED	Receivables	–	External
9	SATHESRI AGRO PRODUCTS PRIVATE LIMITED	Receivables	–	External
10	ASVRJ LOGISTIC PRIVATE LIMITED	Receivables	–	External
11	PUNEETH TECHNO PROJECTS (OPC) PRIVATE LIMITED	Receivables	–	External
12	4 SQUARE FITNESS PRIVATE LIMITED	Receivables	–	External
13	COCOWINGS ENTERPRISES PRIVATE LIMITED	Receivables	–	External
14	ZAFCON ENGINEERING PRIVATE LIMITED	Receivables	–	External
15	RETONA MOTORS PRIVATE LIMITED	Receivables	0.09	External
16	CHOWDHARY MOTORS PRIVATE LIMITED	Payables	0.05	External
17	APARNA AUTOMOBILES PRIVATE LIMITED	Payables	0.01	External
18	LIANCE CONSULTANT&ENGINEERS PRIVATELIMITED	Payables	–	External
19	GOMATESHWAR INVESTMENTS PVT LTD	Corporate Depositor	0.02	External
20	VMS CONSULTANTS PVT. LTD.	Corporate Depositor	0.70	External
21	DREAMS BROKING PRIVATE LIMITED	Shares Held by Struck off Company	476*	External
22	UNICKON FINCAP PRIVATE LIMITED	Shares Held by Struck off Company	689*	External

* Number of Equity Shares

iv) There is no charges or satisfaction in relation to any debt/ borrowings yet to be registered with ROC beyond the statutory period.

v) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

vi) Utilisation of Borrowed funds and share premium:

A) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall -

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

B) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall -

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(i) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

vii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

viii) There are no transactions which have not been recorded in the books of accounts and has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Also, there are no previously unrecorded income and related assets.

ix) All the secured non-convertible debentures of the Company including those issued during the year ended March 31, 2026 are fully secured by pari-passu charge on Chhatrapati Sambhaji Nagar office erstwhile “Aurangabad” (wherever applicable) and/ or exclusive charge on present and/or future receivables under Loan contracts/Hire Purchase/Lease, owned Assets and book debts. Further, the Company in respect of secured listed non-convertible debt securities maintains 100% security cover or higher security cover as per the terms of Term Sheet/ Offer document/Information Memorandum and/or Debenture Trust Deed, sufficient to discharge the principal amount and the interest thereon.

The asset cover available as on March 31, 2026 in respect of listed secured debt securities is 1.09 (March 31, 2025: 1.08).

38 Analytical Ratios

Particulars	As at March 31, 2026			As at March 31, 2025	% Variance	Reasons for variance (if above 25%)
	Numerator (Rs. in crore)	Denominator (Rs. in crore)	Ratio	Ratio		
Total Capital ratio (CRAR)	**24,107.48**	**1,27,996.07**	**18.84%**	18.33%	2.81%	NA
Tier - I capital ratio	**21,317.98**	**1,27,996.07**	**16.66%**	15.25%	9.21%	NA
Tier - II capital ratio	**2,789.50**	**1,27,996.07**	**2.18%**	3.08%	-29.24%	Decrease due to increase in credit enhancement for securitisation
Liquidity Coverage Ratio	**4,976.43**	**2,223.50**	**224%**	277%	-19.20%	NA

39 Funds raised by issue of equity shares through Rights Issue

Pursuant to authorization of further infusion of capital through Rights Issue by the Board of Directors of the Company at its meeting held on May 2, 2025, other resolutions passed on May 8, 2025 approving the issue size, rights entitlement ratio, fixing the issue price, fixing the record date and in accordance with the provisions of the Companies Act, 2013 and the applicable Rules prescribed thereunder, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, the Company had issued 15,44,41,240 fully paid-up equity shares of face value of Rs. 2 each for cash at a price of Rs. 194 per equity share (including a premium of Rs. 192 per equity share) aggregating to Rs. 2,996.16 crores on a rights basis to eligible equity shareholders in the ratio of one equity share for every eight fully paid-up equity share held on the record date, that is May 14, 2025. These equity shares were allotted on June 9, 2025. The Company has utilized the entire proceeds (net of issue related expenses) from the above referred Rights Issue for the purposes as stated in its 'Letter of Offer'.

The fresh allotment of equity shares through Rights Issue as stated above has resulted in an increase of equity share capital by Rs.30.89 crores and securities premium reserve by Rs. 2,965.27 crores. Consequently, the shareholding of the Parent Company (Mahindra & Mahindra Limited) had increased from 52.16% to 52.49% post allotment of fresh equity shares under rights issue.

The share issue expenses of Rs.7.60 crores have been adjusted against securities premium reserve as per the accounting policy.

40 Capital management

'The Company's capital management strategy is to effectively determine, raise and deploy capital so as to create value for its shareholders. The same is done through a mix of either equity and/or convertible and/or combination of short term /long term debt as may be appropriate.

The Company determines the amount of capital required on the basis of operations, capital expenditure and strategic investment plans. The capital structure is monitored on the basis of net debt to equity and maturity profile of overall debt portfolio.

The Company is subject to the capital adequacy requirements of the Reserve Bank of India (RBI). Under RBI's capital adequacy guidelines, the Company is required to maintain a capital adequacy ratio consisting of Tier I and Tier II Capital. The total of Tier II Capital at any point of time, shall not exceed 100 percent of Tier I Capital. The minimum capital ratio as prescribed by RBI guidelines and applicable to the Company, consisting of Tier I and Tier II capital, shall not be less than 15 percent of its aggregate risk weighted assets on-balance sheet and of risk adjusted value of off-balance sheet.

The Company has complied with all regulatory requirements related to capital and capital adequacy ratios as prescribed by RBI.

Regulatory capital

Rs. in crore

Particulars	As at March 31, 2026	As at March 31, 2025
Tier – I capital	**21,317.98**	17,835.12
Tier – II capital	**2,789.50**	3,602.40
Total Capital	**24,107.48**	21,437.51
Aggregate of Risk Weighted Assets	**127,996.07**	116,967.79
Tier – I capital ratio	**16.66%**	15.25%
Tier - II capital ratio	**2.18%**	3.08%
Total Capital ratio	**18.84%**	18.33%

"Tier I Capital" means owned fund as reduced by investment in shares of other non-banking financial companies and in shares, debentures, bonds, outstanding loans and advances including hire purchase and lease finance made to and deposits with subsidiaries and companies in the same group exceeding, in aggregate, ten per cent of the owned fund."owned fund" means paid up equity capital, preference shares which are compulsorily convertible into equity, free reserves, balance in share premium account and capital reserves representing surplus arising out of sale proceeds of asset, excluding reserves created by revaluation of asset, as reduced by accumulated loss balance, book value of intangible assets and deferred revenue expenditure, if any. Free reserves includes quarterly profit subject to reducing average dividend paid in the last three years.

Further, as required under Reserve Bank of India (Non-Banking Financial Companies – Prudential Norms on Capital Adequacy) Second Amendment Directions, 2026, vide RBI notification no. RBI/2025-26/226 DOR.CAP.REC.No.416/21.01.002/2025-26, the Company has reduced the amount of average dividend paid in the last three years from Owned funds/ Tier-1 capital in calculation of capital adequacy ratio effective from current financial year.

"Tier II capital" includes the following –

(a) preference shares other than those which are compulsorily convertible into equity;

(b) revaluation reserves at discounted rate of fifty five percent;

(c) General provisions (including that for Standard Assets) and loss reserves to the extent these are not attributable to actual diminution in value or identifiable potential loss in any specific asset and are available to meet unexpected losses, to the extent of one and one fourth percent of risk weighted assets. 12 month expected credit loss (ECL) allowances for financial instruments i.e. where the credit risk has not increased significantly since initial recognition, shall be included under general provisions and loss reserves in Tier II capital within the limits specified by extant regulations. Lifetime ECL shall not be reckoned for regulatory capital (numerator) while it shall be reduced from the risk weighted assets.

(d) hybrid debt capital instruments; and

(e) subordinated debt to the extent the aggregate does not exceed Tier I capital.

Aggregate Risk Weighted Assets –

Under RBI Guidelines, degrees of credit risk expressed as percentage weightages have been assigned to each of the on-balance sheet assets and off- balance sheet assets. Hence, the value of each of the on-balance sheet assets and off- balance sheet assets requires to be multiplied by the relevant risk weights to arrive at risk adjusted value of assets. The aggregate shall be taken into account for reckoning the minimum capital ratio.

41 Leases

I) In the cases where assets are taken on operating lease (as lessee) –

As a lessee, the Company's lease asset class primarily consist of buildings or part thereof taken on lease for office premises, certain IT equipments and general purpose office equipments used for operating activities.

The following is the summary of practical expedients applied as allowed under Ind AS 116.

a) Availed the exemption of not to recognize ROU assets and liabilities for leases of low value assets and leases with less than 12 months (short-term lease) of lease term on the date of initial application as at April 1, 2019 and thereafter;

b) Excluded the initial direct costs from the measurement of the right-of-use asset at the date of initial application as at April 1, 2019 and thereafter;

a) Maturity Analysis – Contractual Undiscounted Cash Flow:

Rs. in crore

Particulars	As at March 31, 2026	As at March 31, 2025
Less than 1 year	**104.85**	101.56
1 - 3 years	**164.88**	169.31
3 - 5 years	**124.00**	116.99
More than 5 years	**68.77**	85.90
Total undiscounted lease liabilities	**462.50**	473.76

b) Other disclosures:

Following table summarizes other disclosures including the note references for the expense, asset and liability heads under which certain expenses, assets and liability items are grouped in the financial statements.

Rs. in crore

		Amount for the year ended/ As at March 31, 2026	As at March 31, 2025
i)	Depreciation charge for Right-Of-Use assets for Leasehold premises (presented under note - 31 "Depreciation, amortization and impairment")	**84.14**	82.15
ii)	Interest expense on lease liabilities (presented under note - 28 "Finance costs")	**30.14**	31.04
iii)	Expense relating to short-term leases (included in Rent expenses under note 32 "Other expenses")	**5.10**	3.56
iv)	Expense relating to leases of low-value assets (included in Rent expenses under note 32 "Other expenses")	**4.31**	9.05
v)	Payments for lease liability	**107.28**	102.41
vi)	Additions to right-of-use assets during the year (refer note 11)	**78.26**	98.60
vii)	Carrying amount of right-of-use assets at the end of the reporting period by class of underlying asset -		
	- Property taken on lease for office premises (presented under note - 11 "Property, plant and equipments")	**320.19**	332.15
viii)	Lease liabilities (presented under note - 20 "Other financial liabilities")	**376.86**	383.19

II) In the cases where assets are given on operating lease (as lessor) –

Key terms of the lease are as below:

i) Both New and Used vehicles are offered on Lease for a tenure ranging upto 60 months.

ii) Customised leasing solutions are offered with value-added services like Fleet Management with regards to vehicle maintenance, Insurance management including claim settlement, pick-up and drop, replacement vehicle etc.

iii) The consideration payable is the monthly lease rental which varies based on the make/ model of the vehicle and tenure leased.

Rental income arising from these operating leases is accounted for on a straight-line basis over the lease tenure and is included in rental income in the Statement of profit and loss. Costs, including depreciation, incurred in earning the lease income are recognized as an expense.

Below are the list of risk mitigation strategy adopted by the company for the underlying assets as per provisions of Ind AS 116

- All the leased assets are insured.
- Hypothecation of assets in the name of company.
- Asset confirmations is obtained from lessee's on quarterly basis.
- Security deposit obtained to reduce the exposure on a case to case basis based on Customer profile.
- Variable lease payments based on usage of vehicles.

Other details are as follows:

Rs. in crore

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
i) New vehicles to retail customers on operating lease –		
Gross carrying amount	**699.23**	571.59
Depreciation for the year	**112.20**	86.62
Accumulated Depreciation	**225.11**	178.05
Impairment losses for the year	**0.55**	–
Accumulated impairment	**–**	–

Rs. in crore

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
ii) Used and refurbished vehicles to travel operators/taxi aggregators –		
Gross carrying amount	**–**	0.90
Depreciation for the year	**–**	0.01
Accumulated Depreciation	**–**	0.87
Impairment losses for the year	**–**	–
Accumulated impairment	**–**	–

The total future minimum lease rentals receivable for the non-cancellable lease period as at the Balance sheet date is as under:

Rs. in crore

Particulars	As at March 31, 2026	As at March 31, 2025
New vehicles to retail customers on operating lease –		
Not later than one year	**139.11**	124.58
Later than one year but not later than five years	**247.40**	225.38
Later than five years	**–**	0.01
	386.51	**349.97**

III) In the cases where assets are given on finance lease (as lessor) -

Reconciliation of undiscounted lease payment to net investment :

Rs. in crore

Particulars	As at March 31, 2026	As at March 31, 2025
Gross Investment	**1,316.76**	1,090.81
Less: Unearned Income	**164.12**	165.11
Net investment before charging allowance for Impairment loss	**1,152.64**	925.70
Less: Allowance for Impairment losses	**8.75**	7.52
Total Net Investment	**1,143.89**	918.18

Maturity analysis:

Particulars	Within 1 year	1 to 5 years	Over 5 years	Total
Gross Investment	547.11	769.62	0.03	1,316.76
Less: Unearned Income	86.30	77.82	–	164.12
Net Investment before charging allowance for Impairment loss	460.81	691.80	0.03	1,152.64

IV) There has been a modification in the monthly Lease rentals for certain lease contracts post abolishment of Compensation cess under GST 2.0. The modification doesn't result in separate lease under Ind AS 116. The revised lease rentals are recognised prospectively over the remaining lease term of the said contracts.

42 Frauds reported during the year

There were 54 cases (March 31, 2025: 208 cases) of frauds amounting to Rs. 6.61 crore (March 31, 2025: Rs. 6.33 crore) reported during the year. Out of the fraud cases reported during the current year, the Company has recovered an amount of Rs. 2.14 crore (March 31, 2025: Rs. 2.26 crore) and has initiated appropriate legal actions against the individuals involved. The claims for the un-recovered losses have been lodged with the insurance companies on merit basis.

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

Rs. in crore

	March 31, 2026	March 31, 2025
i) Contingent liabilities		
Demand against the Company not acknowledged as debts -		
- Income Tax matters where Company has gone in Appeal	**37.09**	38.13
- Goods & Service Tax matters where Company has gone in Appeal	**6.51**	0.89
- Service Tax matters where Company has gone in Appeal	**97.02**	93.66
- Value Added Tax matters where Company has gone in Appeal	**44.70**	44.70
Disputed claims against the Company lodged by various parties under litigation (to the extent quantifiable)	**3.25**	5.47
Guarantees	**1,112.49**	868.56
	1,301.06	1,051.41
ii) Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for	**67.23**	92.86
Other commitments - loan sanctioned but not disbursed	**858.31**	234.39
	925.54	327.25
Total	**2,226.60**	1,378.66

The Company's pending litigations comprise of claims against the Company primarily by the customers and proceedings pending with Income Tax, service tax, sales tax/ VAT, Goods and Services Tax and other authorities. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed the contingent liabilities where applicable, in its financial statements. The amount of provisions/ contingent liabilities is based on management's estimate, and no significant liability is expected to arise out of the same.

The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial performance and financial position regarding the amounts disclosed above, it is not practicable to disclose information on the possibility of any reimbursements as it is determinable only on the occurrence of uncertain future events.

44 Transfer of financial assets

a) Transferred financial assets that are not derecognized in their entirety - Securitization transactions

The Company has transferred certain pools of fixed rate loan receivables backed by underlying assets in the form of tractors, vehicles, equipments etc. by entering in to securitization transactions with the Special Purpose Vehicle Trusts ("SPV Trust") sponsored by Commercial banks for consideration received in cash at the inception of the transaction.

The Company, being Originator of these loan receivables, also acts as Servicer with a responsibility of collection of receivables from its borrowers and depositing the same in Collection and Pay-out Account maintained by the SPV Trust for making scheduled pay-outs to the investors in Pass Though Certificates (PTCs) issued by the SPV Trust. These securitization transactions also requires the Company to provide for first loss credit enhancement in various forms, such as corporate guarantee, cash collateral, subscription to subordinated PTCs. as credit support in the event of shortfall in collections from underlying loan contracts. By virtue of existence of credit enhancement, the Company is exposed to credit risk, being the expected losses that will be incurred on the transferred loan receivables to the extent of the credit enhancement provided.

In view of the above, the Company has retained substantially all the risks and rewards of ownership of the financial asset and thereby does not meet the de-recognition criteria as set out in Ind AS 109. Consideration received in this transaction is presented as "Associated liability related to Securitization transactions" under Note no.17.

The following table provide a summary of financial assets that have been transferred in such a way that part or all of the transferred financial assets do not qualify for de-recognition, together with the associated liabilities:

Rs. in crore

Particulars	**As at March 31, 2026**	As at March 31, 2025
Securitizations –		
Carrying amount of transferred assets measured at amortized cost	**12,537.40**	8,541.39
Carrying amount of associated liabilities	**12,784.25**	8,672.79
Fair value of transferred assets (A)	**13,132.77**	8,400.38
Fair value of associated liabilities (B)	**13,082.93**	8,845.87
Net position (A–B)	**49.84**	(445.48)

b) Transferred financial assets that are not derecognized in their entirety - Assignment Deals

During the previous year ended March 31, 2025, the company had sold loans and advances measured at amortized cost as per assignment deals undertaken by the company. As per the terms of these deals, since substantial risk and reward related to these assets were transferred to the buyer, the assets have been derecognized from the company's balance sheet to the extent of share of assignee.

The management has evaluated the impact of assignment deals done during the year for its business model. Based on the future business plans, the company's business model remains to hold the assets for collecting contractual cash flows.

The Company has assigned loans (earlier measured at amortised cost) by way of direct assignment. As per the terms of these deals, since substantial risk and rewards related to these assets were transferred to the extent of 80% to the buyer, the assets have been de-recognised from the Company's Balance Sheet. The following table provide a summary of the carrying amount of the derecognised financial assets:

Rs. in crore

Particulars	**As at March 31, 2026***	As at March 31, 2025
Direct Assignment-		
Carrying amount of de-recognized financial assets measured at amortized cost	**–**	41.34
Carrying amount of exposures retained by the Company at amortised cost	**–**	10.33

* During the current year, the Company has not transferred or acquired any loan exposures through assignment/ novation and loan participation.

c) Details of stressed loans transferred

The Company has transferred one stressed loan to Asset Reconstruction Company (ARC) through direct assignment during the year ended March 31, 2026. The details of the same are as under:

Particulars	To ARCs		To Permitted transferees	To Other transferees (specify)
	NPA	SMA		
Count of loan accounts	1	–	–	–
Aggregate principal outstanding of loans transferred (Rs. in crore)	18.02	–	–	–
Weighted average residual tenor of the loans transferred (in years)	0.27	–	–	–
Net book value of loans transferred (Rs. in crore) (at the time of transfer)	–	–	–	–
Aggregate consideration (Rs. in crore)	9.46	–	–	–
Additional consideration realized in respect of accounts transferred in earlier years	–	–	–	–

There was no such direct assignment/ transfer of stressed loans to Asset Reconstruction Company (ARC) during the previous year ended March 31, 2025.

45 Corporate Social Responsibility (CSR)

As per Section 135 of the Companies Act, 2013, the Company is required to spend 2% of its average Net Profit of the immediately three preceding financial years on CSR.

The Company's CSR mission aims to actively contribute to the socio-economic development of communities, enabling individuals to partake in and derive benefits from the ongoing socio-economic progress. The Company is dedicated to integrating economically, physically, and socially challenged groups into mainstream society through its CSR initiatives.

The CSR activities of the Company shall include, but not limited to any or all of the sectors/activities as may be prescribed by Schedule VII of the Companies Act, 2013 amended from time to time. Further, the Company reviews the sectors/activities from time to time and make additions/ deletions/ clarifications to the above sectors/activities.

During the year ended March 31, 2026, the Company has incurred an expenditure of Rs. 47.78 crore (March 31, 2025: Rs.34.10 crore) towards CSR activities which includes contribution/ donations made to the trusts which are engaged in activities prescribed under section 135 of the Companies Act, 2013 read with Schedule VII to the said Act and expense of Rs. 0.48 crore (March 31, 2025: Rs. 0.51 crore) towards the CSR activities undertaken by the Company.

Detail of amount spent towards CSR activities :

a) Gross amount required to be spent by the Company during the year is Rs. 47.75 crore (March 31, 2025: Rs. 34.58 crore).

b) Amount approved by the Board to be spent during the year : Rs. 47.75 crore (March 31, 2025: Rs. 34.58 crore).

c) Amount spent by the Company during the year on :

Rs. in crore

Particulars	For the year ended March 31, 2026			For the year ended March 31, 2025		
	In cash	**Yet to be paid in cash**	**Total**	In cash	Yet to be paid in cash	Total
i) Construction/ acquisition of any asset	**–**	**–**	**–**	–	–	–
ii) On purpose other than (i) above	**47.78**	**–**	**47.78**	34.61	–	34.61

d) Amount of shortfall at the end of the year: NIL (for relating to an ongoing project)

In case of S. 135(5) unspent amount **Rs. in crore**

Opening balance	Amount deposited in Specified Fund of Sch. VII within 6 months	Amount required to be spent during the year	Amount spent during the year*	Amount required to be transferred to unspent bank account related to ongoing project	Closing Balance
–	–	–	–	–	–

e) Nature of CSR activities: Contributions/ donations made to the trusts which are engaged in activities prescribed under section 135 of the Companies Act, 2013 read with Schedule VII to the said Act and CSR activities undertaken by the Company.

f) Provision made with respect to a liability already incurred by entering into a contractual obligation : Nil

46 The Board of Directors of the Company, at their meeting held on January 28, 2026, has accorded its in principle approval for evaluating the proposal for consolidation including Scheme of merger by absorption of Mahindra Rural Housing Finance Limited ("MRHFL"), a 98.43% owned subsidiary of the Company with the Company and authorised the management to appoint various consultants, advisors and intermediaries for the purpose.

The said in-principle approval is subject to further evaluation to be carried out by the Committee of Independent Directors and Audit Committee of the Board and necessary recommendations to be made by them in accordance with applicable laws and regulatory requirements.

47 The Company has a process whereby periodically all long term contracts (including derivative contracts) are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under any law/ accounting standards for material foreseeable losses on such long term contracts (including derivative contracts) has been made in the books of accounts.

48 Reconciliation of movement of liabilities to cash flows arising from financing activities

Year ended March 31, 2026 **Rs. in crore**

Particulars	April 1, 2025	Cash flows (net)	Exchange difference	Others	March 31, 2026
Proceeds from issue of Equity shares, including securities premium (net of issue expenses)	–	2,988.56	–	–	**2,988.56**
Debt securities	25,176.02	505.15	–	7.52	**25,688.69**
Borrowings (Other than debt securities)	69,503.91	4,027.04	544.37	12.08	**74,087.40**
Deposits	10,893.25	2,485.71	–	(11.88)	**13,367.08**
Subordinated liabilities	5,229.70	(174.82)	–	1.99	**5,056.87**
Lease liabilities	383.19	(107.28)	–	100.95	**376.87**
Total	1,11,186.07	9,724.36	544.37	110.66	**1,21,565.46**

Year ended March 31, 2025

Particulars	April 1, 2024	Cash flows (net)	Exchange difference	Others	March 31, 2025
Debt securities	26,725.94	(1,564.11)	–	14.19	25,176.02
Borrowings (Other than debt securities)	54,318.83	15,134.02	43.39	7.67	69,503.91
Deposits	7,174.74	3,733.33	–	(14.82)	10,893.25
Subordinated liabilities	4,005.66	1,225.96	–	(1.92)	5,229.70
Lease liabilities	367.92	(102.41)	–	117.68	383.19
Total	92,593.09	18,426.79	43.39	122.80	1,11,186.07

49 Financial Risk Management Framework

In the course of its business, the Company is exposed to certain financial risks namely credit risk, interest risk, currency risk & liquidity risk. The Company's primary focus is to achieve better predictability of financial markets and seek to minimize potential adverse effects on its financial performance.

The financial risks are managed in accordance with the Company's risk management policy which has been approved by its Board of Directors.

Board of Directors of the Company have established Asset and Liability Management Committee (ALCO), which is responsible for developing and monitoring risk management policies for its business. The Company's financial services business is exposed to high credit risk given the unbanked rural customer base and diminishing value of collateral. The credit risk is managed through credit norms established based on historical experience.

49.1 Market Risk

Market risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to changes in market variables such as interest rates, foreign exchange rates, etc. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while maximizing the return.

a) Pricing Risk

The Company's Investments in Commercial Papers, Certificate of Deposits with Banks and Mutual Funds are exposed to pricing risk. A 5 percent increase in market price would increase profit before tax by approximately Rs. 41.60 crore (March 31, 2025 : Rs. 150.11 crore). A similar percentage decrease would have resulted equivalent opposite impact.

b) Currency Risk

Currency Risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Foreign currency risk arise majorly on account of foreign currency borrowings. The Company's foreign currency exposures are managed in accordance with its derivative Risk Management Policy which has been approved by its Board of Directors. The Company manages its foreign currency risk by entering into forward contract, cross currency swaps, principal and interest rate swaps. Other derivative Instruments may be used if deemed appropriate.

The carrying amounts of the Company's foreign currency exposure at the end of the reporting period are as follows :

Rs. in crore

Particulars	JPY	US Dollar	Total
As at March 31, 2026			
Financial Assets	**–**	**–**	**–**
Financial Liabilities	**–**	**5,663.69**	**5,663.69**
As at March 31, 2025			
Financial Assets	–	–	–
Financial Liabilities	936.53	5,964.24	6,900.77

Hedge Accounting - Forwards & Swaps

Contracts that meet the requirements for hedge accounting are accounted as per the hedge accounting requirements of Ind AS 109 - Financial Instruments. Hedge effectiveness is determined at the inception of the hedge relationship and through periodic prospective effectiveness assessments to ensure that an economic relationship exists between the hedged item and hedging instrument. The Company enters into hedge relationships where the critical terms of the hedging instrument match with the terms of the hedged item, and so a qualitative and quantitative assessment of effectiveness is performed. Hedge effectiveness for all hedges are 100%.

Details of foreign currency forward contracts and swaps outstanding at the end of reporting period

Rs. in crore

	March 31, 2026		March 31, 2025	
Outstanding Contracts	**Notional Value (#)**	**Carrying amount of hedging instrument included in Other Financial Assets/ (Liabilities)**	Notional Value (#)	Carrying amount of hedging instrument included in Other Financial Assets/ (Liabilities)
Cash Flow Hedges				
Buy Currency				
Maturing in 1+ years				
JPY/INR	**–**	**–**	–	–
USD/INR	**5,141.00**	**400.80**	5,141.00	(90.32)
Maturing less than year				
JPY/INR	**–**	**–**	831.13	(221.16)
USD/INR	**–**	**–**	827.70	17.08

There are no significant transactions of hedges which are ineffective.
Notional value of respective currency pair have been converted into presentation currency i.e. INR using year end closing exchange rate.

The movements in cash flow hedge reserve for instruments designated in a cash flow hedge are as follows:

Rs. in crore

	March 31, 2026			March 31, 2025		
Particulars	**Exchange Rate Risk hedges**	**Interest Rate Risk hedges**	**Total**	Exchange Rate Risk hedges	Interest Rate Risk hedges	Total
Balance at the beginning of the year	**3.43**	**(57.28)**	**(53.85)**	(0.09)	(7.19)	(7.28)
(Gains)/Losses transferred to Profit or Loss on occurrence of the forecast transaction	**–**	**–**	**–**	–	–	–
Change in fair value of effective portion of cash flow hedges	**565.76**	**(463.03)**	**102.73**	4.71	(66.94)	(62.23)
Total	**569.19**	**(520.31)**	**48.88**	4.62	(74.13)	(69.51)
Deferred tax on the above	**(142.38)**	**116.53**	**(25.85)**	(1.19)	16.85	15.66
Balance at the end of the year	**426.81**	**(403.78)**	**23.03**	3.43	(57.28)	(53.85)
Of the above:						
Balance relating to continuing hedges	**426.81**	**(403.78)**	**23.03**	3.43	(57.28)	(53.85)

Foreign Currency Sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant.

Rs. in crore

Particulars	Currency	Change in rate	Effect on OCI
Year ended March 31, 2026	**INR/JPY**	**NA**	**NA**
	INR/USD	**(+/-) 10.00%**	**(+/-) 567.93**
Year ended March 31, 2025	INR/JPY	(+/-) 10.00%	(+/-) 93.77
	INR/USD	(+/-) 10.00%	(+/-) 599.07

The sensitivity analysis is unrepresentative of the inherent foreign exchange risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

c) Interest Rate Risk

The Company uses a mix of cash and borrowings to manage the liquidity & fund requirements of its day-to-day operations. Further, certain interest bearing liabilities carry variable interest rates.

Interest Rate risk on variable rate borrowings is managed by way of interest rate swaps, wherever necessary.

Interest Rate sensitivity

The sensitivity analysis below have been determined based on exposure to interest rate for both derivative and non-derivative instruments at the end of reporting period. For floating rate liabilities, analysis is prepared assuming the amount of liability outstanding at the end of the reporting period was outstanding for the whole year.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

The carrying value of floating rate loans is **Rs. 4,173.26 crore** (March 31, 2025: Rs. 3,169.05 crore) and floating rate borrowings is **Rs. 37,786.90 crore** (March 31, 2025: Rs. 43,245.87 crore).

Rs. in crore

Particulars	Currency	Increase/ decrease in basis points	Effect on profit before tax
Year ended March 31, 2026	**INR**	**100**	**336.14**
Year ended March 31, 2025	INR	100	400.77

d) Off-setting of balances

The table below summarizes the financial liabilities offsetted against financial assets and shown on a net basis in the balance sheet :

Financial assets subject to offsetting

Rs. in crore

Particulars	Offsetting recognized on the balance sheet		
	Gross assets before offset	Financial liabilities netted	Assets recognized in balance sheet
Loan assets			
At March 31, 2026	**1,30,251.06**	**(90.92)**	**1,30,160.14**
At March 31, 2025	1,16,311.91	(97.89)	1,16,214.02

49.2 Credit Risk Management

Credit risk is the risk that the Company will incur a loss because its customers fail to discharge their contractual obligations. The Company has a comprehensive framework for monitoring credit quality of all its portfolios under respective business verticals based on Days past due. The customer repayment and portfolio is tracked regularly and required steps for recovery are taken through follow ups and legal recourse.

i) Credit Quality of Financial assets

The following table sets out information about credit quality of loans and investments measured at amortized cost primarily based on days past due information. The amount represents gross carrying amount.

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Gross carrying value of Retail loans including Finance Lease		
Neither Past due nor impaired	**1,01,753.06**	89,657.93
Past Due but not impaired:		
- 1-30 days past due	**10,279.36**	9,874.38
- 31-90 days past due	**6,318.50**	6,454.22
Impaired (more than 90 days)	**4,491.81**	4,340.48
Total Gross carrying value as at reporting date	**1,22,842.73**	1,10,327.01

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Gross carrying value of SME loans including Bills of exchange		
Neither Past due nor impaired	**7,621.33**	5,810.25
Past Due but not impaired:		
- 1-30 days past due	**320.02**	218.18
- 31-90 days past due	**68.20**	55.05
Impaired (more than 90 days)	**80.57**	65.07
Total Gross carrying value as at reporting date	**8,090.12**	6,148.55

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Gross carrying value of Trade Advances		
Upto 60 days past due	**3,154.28**	3,186.76
61-90 days past due	**2.93**	2.32
Impaired (more than 90 days)	**6.00**	8.38
Total Gross carrying value as at reporting date	**3,163.21**	3,197.46

Overdue amount:

Rs. in crore

Particulars - Days past due	March 31, 2026	March 31, 2025
1-30 days	**460.07**	435.98
31-90 days	**765.76**	743.42
More than 90 days	**2,064.51**	1,789.95
Total	**3,290.34**	2,969.35

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Gross carrying value of Financial Investments measured at amortised cost		
Neither Past due nor impaired	**923.23**	1,219.81
Past Due but not impaired:		
- 1-30 days past due	**–**	–
- 31-90 days past due	**–**	–
Impaired (more than 90 days)	**–**	–
Total Gross carrying value as at reporting date	**923.23**	1,219.81

The Credit quality of the loans is monitored concurrently. Since the company is primarily into retail lending business, there is no significant credit risk of any individual customer that may impact the company adversely, and hence the Company has calculated its ECL allowances on a collective basis.

ii) Inputs considered in the ECL model

In assessing the impairment of financial loans under Expected Credit Loss (ECL) Model, the assets have been classified into three stages. The three stages reflect the general pattern of credit deterioration of a financial instrument. The differences in accounting between stages, relate to the recognition of expected credit losses and the measurement of interest income.

The Company categorizes loan assets (except Trade advances) into stages primarily based on the Days Past Due status.

Stage 1 : 0-30 days past due

Stage 2 : 31- 90 days past due

Stage 3 : More than 90 days

The Company categorizes Trade advances into stages primarily based on the Days Past Due status.

Stage 1 : 0-60 days past due

Stage 2 : 61- 90 days past due

Stage 3 : More than 90 days

The ECL estimates are forward looking and include probability weighted outcomes. A macroeconomic overlay is applied to the observed default rate (ODR) considering portfolio specific macroeconomic factors that affect the Probability of Default (PD) due to underlying economic conditions of the country.

The Company has computed expected credit losses for Trade Advance Portfolio based on historical movement data, capturing transitions between stages and loss on historically written off unrecovered amounts from dealers. A month on month Data Analysis and Transition Matrix is developed based on historical movement data capturing transitions between stages. The transition probabilities are used to compute Through The Cycle (TTC) PDs.

For Bill discounting, as the average portfolio lifetime is 90 days, month on month flow rate analysis is undertaken on the basis of DPD buckets. Historical PDs are calculated using the average inter-bucket flow rates.

For leasing portfolio comprising of Operating and Finance Lease, the company uses ECL coverage of Industry Peers in similar business line, considering limited history of collection and loss data for the completed life cycle for these portfolios which is needed for determining PD and LGD parameters for computation of ECL allowance.

iii) Definition of default

The Company considers a financial asset to be in "default" and therefore Stage 3 (credit impaired) for ECL calculations when the borrower account becomes more than 90 days past due on its contractual payments.

Since the Company's portfolio predominantly includes retail vehicle loan portfolio with around 3.5 million loan accounts making it difficult to define default at an individual loan account, the company has considered the event of default when overdue is more than 90 days past due. The same is also in line with the regulator's definition of default, when overdue is more than 90 days past due.

iv) Exposure at default

Exposure at Default (EAD) represents the gross exposure balance when default had occurred. EAD is subject to impairment calculation for Stage 3 assets.

Aggregate portfolio (outstanding exposure) on the Balance sheet date is considered for calculation of ECL on Stage 1 assets.

Overdue Interest plus overdue Principal and Future Principal for respective future years is considered for calculation of ECL on Stage 2 assets

v) Estimations and assumptions considered in the ECL model

The Company has made following assumptions in the ECL Model:

a) Loss Given Default (LGD):

LGD represents expected losses on the EAD given that the event of default had occurred, considering the time value of money on recoveries determined based on appropriate discount rate. It is an estimate of the loss from a transaction given that a default had occurred.

Wherever historical data is available, the workout period based LGD methodology is used for developing the LGD model, which involves analysing the historical recoveries and actual losses incurred post default. The workout period is calculated on the recovery percentage of closed pool of loan contracts and is applied on live pool of contracts to consider cases which have survived the workout period. In the absence of sufficient historical data, regulatory LGDs are leveraged, or peer benchmarks are used as proxies.

Under the Workout - period based LGD approach, defaulted accounts are identified in line with the PD definition, and recoveries are tracked from the first date of default to ensure the full loss cycle is captured. A recovery period (or recovery threshold) is established based on the observed recovery curve of closed accounts, representing the point beyond which further recoveries are remote or minimal.

LGD population include all closed accounts and only those live accounts that have completed this recovery window implying further recoveries are remote/ minimal. Recoveries are discounted back to the default date using the interest rate of the respective loan account and adjusted for reasonable estimate of recovery costs, and the realized LGD is calculated as the proportion of exposure at default.

For calculating LGD, the Company considers historical data set of impaired loans for 8 years. Defaulted loan accounts which are open but completed the recovery period (loans surviving workout period) and all the closed default accounts are considered. Actual cash flows pertaining to this portfolio from the first default date to the cut off date are then discounted at Loan EIR rate for arriving at this loss rate.

In computation of LGD for Bill discounting portfolio, the historical data for 5 years is considered.

For Trade advance portfolio, the LGD has been determined using a practical and data-driven approach where historically written off unrecovered amount has been considered as per the Technical Write off policy, regardless of when the loans were classified as defaulted.

b) Probability of Default (PD)

a. It is an estimate of likelihood or risk of default occurring over a particular time horizon.

b. The measurement of risk of defaults is computed on homogenous portfolios, generally by nature of loans, underlying collateral, and borrower profiles. The default risk is assessed using PD (probability of default) derived from past behavioural trends of default across the identified homogenous portfolios. These past trends factor in the past customer behavioural trends, credit transition probabilities and macroeconomic conditions. The assessed PDs are then aligned considering future economic conditions that are determined to have a bearing on ECL.

c. The time period considered for TTC PD is 5 years rolling window as per BASEL norms.

d. For Stage 1 assets, 12 months PD is considered which represents default events that are possible within 12 months after the reporting date.

e. For Stage 2 assets, life time PD is considered which represents default events that are possible over the expected life/ tenor of the financial instrument. PD is applied on Stage 1 and Stage 2 assets on a portfolio basis;

f. For Stage 3 assets, PD is always at 100% as these are impaired assets.

g. The Company has further segregated Stage 1 and Stage 2 portfolio into 1A and 1B and 2A and 2B respectively.

- 1A comprises of performing loan accounts.
- 1B comprises of the cohort which is impaired in the past but after impairment the entire overdue is not fully recovered.
- 2A comprises of those loans which are in Stage 2 categorised as SICR
- 2B comprises of stage 2 loans which are impaired in the past but after impairment the entire overdue is not fully recovered.

The Flow-Rate Approach (FRA) was applied for Bills Discounting to estimate the Through-The-Cycle (TTC) Probability of Default (PD) since these are short tenure loans and the average tenure is 3-6 months. This method involves analyzing the transitions of accounts between different delinquency buckets over time. The process uses historical data to compute transition rates between these buckets, which are then used to estimate default probabilities.

For Bill discounting PD computation, the historical data for 5 years has been considered.

For Trade advance accounts, a month on month Data Analysis and Transition Matrix is developed based on historical movement data capturing transitions between stages (e.g., Performing → Underperforming → Default).

The transition probabilities are used to compute Through The Cycle (TTC) PDs.

(vi) Measurement of ECL

The assessment of credit risk and estimation of ECL are unbiased and probability weighted.

ECL on on-book exposure/portfolio:

It incorporates all information that is relevant including information about past events, current conditions and reasonable forecasts of future events and economic conditions at the reporting date. In addition, the estimation of ECL takes into account the time value of money. Forward looking economic scenarios determined with reference to external forecasts of economic parameters that have demonstrated a linkage to the performance of respective portfolios over a period of time have been applied to determine impact of most relevant macroeconomic variables (MEVs) through forward-looking adjustment to derive TTC PDs.

ECL allowance on Stage 1 assets = Aggregate portfolio (exposure) on the Balance sheet date for Stage 1 multiplied by PD for Stage 1 and LGD.

ECL allowance on Stage 2 assets = Overdue Interest and Principal and Future Principal for respective future years multiplied by Marginal PDs for respective years and LGD percentage.

ECL allowance on Stage 3 assets = Gross exposure at reporting date multiplied by LGD.

Interest income on Stage 3 assets is recognized at an amount that is attributable to the net carrying value or net recoverable value of the impaired asset.

Recoverable Stage 3 Income= Interest income accrued at contractual rate × (1−allowance rate)

Where: (1−allowance rate) is the recovery rate, representing the portion of the income expected to be collected from the impaired asset.

ECL on Undrawn loan commitments:

ECL on the amount of undrawn loan commitments is calculated by applying the Stage 1 allowance rate of the respective portfolio.

ECL on Lease business portfolio:

The customer segment catered under leasing business consist of employees of corporates (Employee Lease Programs) and B2B segment which includes business entities, firms, trusts and societies, fleet operators, commercial vehicles, construction equipment etc.

Since the Lease business comprising Operating and Finance lease is relatively a new line of business, there is limited history of collection and loss data for the completed life cycle for these portfolios which is needed for determining PD and LGD parameters for computation of ECL allowance

In view of the above, the Company has adopted Industry level benchmark, i.e. ECL coverage rate, for estimating ECL allowance on operating and finance lease portfolio considering the similarities in products offered, customer segments catered and average tenure of lease contracts.

ECL on Investments:

Expected Credit Loss (ECL) framework is tailored to the company's diverse investment portfolio. The company applies a structured ECL approach to all investment instruments held as part of statutory requirement, collateral assets held under securitization transactions, liquidity pool of investments spread across multiple instruments. These investments typically cover instruments like Government Securities (G-Secs), Bonds, Commercial Papers (CPs), and Certificates of Deposit (CDs), Term deposits with Banks and Pass-Through Certificates (PTCs) under securitization transactions. These investments are categorized as financial assets measured either at amortized cost or fair value through profit or loss (FVTPL) or fair value through other comprehensive income (FVOCI) as per Ind AS 109 depending upon the nature and purpose for which these are held within the business model (to receive regular/periodic cash flows and to hold till maturity or as available for sale/ realization when needed).

i. **Investments carried at amortized cost - Government Securities, Debt instruments and Fixed Deposits with Banks:**

All these financial assets are held within the business model for collecting the contractual cash flows as per the contractual terms that give rise to cash flows on specified dates that are solely payment of principal and interest (SPPI) on the principal amount outstanding.

No ECL has been applied on these instruments as there was no history of loss or delay in servicing of interest/repayments. The Company does not expect any loss or delay in interest/redemption servicing in future.

ii. **Investments carried at FVTPL and FVOCI - Mutual fund units, G-Secs, Bonds, CP, and CD as part of liquidity pool:**

Investments in above referred instruments are measured at fair value through profit and loss (FVTPL) or other comprehensive income (FVOCI) based on their designation at inception at instrument level.

As required under Ind AS 109, the investment instruments under FVTPL category are fair valued to reflect such investments at current market price with corresponding gains/losses recognized in the statement of profit and loss. ECL is not applicable on these instruments.

The investment instruments under FVOCI category are fair valued through other comprehensive income, thereby these investments reflect fair market value at each reporting date. Further, FVOCI category investment instruments are subject to ECL as per Ind AS 109. Since there was no history of loss or delay in servicing of interest/ repayments and the Company does not expect loss, no ECL provision is created on these investment instruments.

iii) **Pass through Certificates (PTCs):**

The creditworthiness of the underlying loan pool is assessed using historical performance data, default rates, and recovery trends.

Insights from these evaluations guide the classification and risk provisioning of PTC investments.

Stage Classification:

Stage 1: Investments with low credit risk, requiring computation of 12-month ECL.

Stage 2: Investments with a significant increase in credit risk, necessitating lifetime ECL.

Stage 3: Defaulted investments, for which lifetime ECL is calculated with elevated provisioning requirements.

ECL Estimation Metrics:

Probability of Default (PD): Based on historical data and forward-looking macroeconomic factors.

Loss Given Default (LGD): Reflecting recovery rates and collateral quality.

Exposure at Default (EAD): The total value exposed to credit risk.

Time Value Adjustment: Future ECL amounts are discounted to present value using the effective interest rate, ensuring accurate reflection of economic impacts.

iv) **Others - Equity investments in subsidiary companies/JVs/ Associates:**

Equity investments in subsidiary companies/JVs/Associates are not subject to impairment under Ind AS 109. These are assessed for impairment as per Ind AS 36.

ECL on Other Financial Assets:

MMFSL has Simplified Approach to Expected Credit Loss (ECL) under Ind AS 109 for other financial assets that involve credit risk. This approach is considered suitable for as receivables portfolios as aging and historical recovery trends are the primary drivers of credit risk assessment. These assets include receivables, Insurance Claims, Professional Charges, Interest Receivables (Interest accrued but not yet received), Brokerage/ incentive receivables etc.

The calculation of lifetime ECL is based on historical coverage rates which incorporates Probability of Default (PD) and Loss Given Default (LGD). The coverage rate is used to estimate the credit loss for each aging bucket, avoiding the need to compute PD and LGD separately.

Receivables Outstanding ≤ 90 DPD: A specific coverage rate is applied based on historical recovery patterns from retail vehicle loan portfolio which is the largest portfolio for MMFSL and reflects long term trends.

Receivables Outstanding > 90 DPD: 100% provision is created, assuming all receivables aged beyond 90 days are fully uncollectible based on historical trends.

vii) **Forward Looking adjustments**

The Historical PDs are converted into forward looking Point-in-Time PDs using statistical model incorporating the forward looking economic outlook, as required by Ind AS 109.

The macroeconomic variables considered by the Company are robust reflections of the state of economy which result into systematic risk for the respective product categories.

Additionally, three different scenarios (Base, Best, Worst) with appropriate weights for probability outcome have been considered for ECL calculation.

viii) **Assessment of significant increase in credit risk**

When determining whether the credit risk has increased significantly since initial recognition, the Company considers both quantitative and qualitative information and analysis based on the Company's historical experience, including forward-looking information. As per Ind AS 109, loans are required to be moved from Stage 1 to Stage 2 if and only if they have been the subject of a SICR. A SICR occurs when there has been a significant increase in the risk of a default occurring over the expected life of a financial instrument. In line with Basel guidance on ECL, the definition of default and the convention for counting days past due adopted for accounting purposes will be guided by the definition used for regulatory purposes The Company considers reasonable and supportable information that is relevant and available without undue cost and effort. The Company's accounting policy is not to use the practical expedient that the financial assets with 'low' credit risk at the reporting date are deemed not to have had a significant increase in credit risk (SICR). As a result, the Company monitors all financial assets and loan commitments that are subject to impairment for SICR.

As a part of the qualitative assessment of whether a customer is in default, the Company also considers a variety of instances that may indicate unlikeliness to pay. In such instances, the Company treats the customer at default and therefore assesses such loans as Stage 3 for ECL calculations. Such qualitative factors include:

i. A Stage 3 customer having other loans which are in Stage 1 or 2.

ii. Primary Exposure of Co – applicant of a Stage 3 customer/ customer group which are in Stage 1 or 2.

iii. Not to consider Uncleared cheques as on reporting date for outstanding DPD calculation for retail vehicle loans

iv. Retail vehicle loans, where asset has been repossessed.

v. Cases where Company suspects fraud and legal proceedings are initiated.

vi. SME loans where the Company has resorted to its rights under the SARFAESI Act.

The Company regularly reviews it's ECL model based on actual loss experience and update the parameters used for ECL calculations.

ix) Policy for write off of Loan Assets

The gross carrying amount of a financial asset is written off when there is no realistic prospect of further recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write- off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made from written off assets are netted off against the amount of financial assets written off during the year under "Bad debts and write offs" forming part of "Impairment on financial instruments" in Statement of profit and loss.

x) Inputs to the model

a. Observed Default Rates (ODRs) over past 5 years rolling window as per BASEL norms for each product category.

b. Macro economic variables provided by Economist Intelligence Unit (EIU)#

c. 27 MEVs (as per list #) used in the model based on R^2 above the company defined threshold representing level of relevance/fitment out of 61 shortlisted MEVs considered as the key indicators having relevance to company's business portfolios.

The Economist Intelligence Unit (EIU) is the research and analysis division of the Economist Group, providing forecasting, macro-economic analysis and advisory services through research and analysis, such as monthly country reports, five-year country economic forecasts, country risk service reports, and industry reports.

Model process

1. OLS Regression Methodology:

The Ordinary Least Square (OLS) regression approach begins with the development of an initial macroeconomic variable (MEV) framework, where lagged variables and appropriate transformations are applied to capture delayed and non-linear relationships. Standard regression assumptions are then tested to ensure model validity and statistical robustness. Three tests are carried out: Correlation, Stationarity and Directionality. Final set of MEVs are selected for each of the product categories out of shortlisted MEVs based on explanatory power (R^2 above the company defined threshold representing level of relevance/ fitment) and consistency with recent index trends, ensuring both statistical strength and economic interpretability. This approach is considered for retail vehicle loan portfolio.

2. Vasicek 2-factor Approach

The Vasicek approach is adopted for deriving PIT PDs for SME portfolio. For portfolios characterized by limited data history, low default counts, or high volatility in observed default rates, the Vasicek portfolio model has been adopted. This approach provides more stable and robust PiT PD estimates by smoothing idiosyncratic volatility and capturing systematic risk in portfolios with data constraints.

Listing of MEVs used in the model:

Description of MEV
Average real wage index (LCU, 2010=100)
Budget expenditure (LCU)
Consumer price index (2010=100; av)
Consumer prices (% change pa; av)
Current-account balance (US$)
Domestic credit growth (%)
Domestic demand (% real change pa)
Exports of G&S (% real change pa)
Government consumption (% real change pa)
Gross fixed investment (% real change pa)
Imports of G&S (% real change pa)

Description of MEV
Industrial production (% change pa)
Industrial production (2010=100; av)
Lending interest rate (%)
Nominal exports of G&S (LCU)
Nominal government consumption (LCU)
Nominal gross fixed investment (US$)
Nominal imports of G&S (LCU)
Nominal private consumption (LCU)
Real GDP (% change pa)
Real GDP (PPP US$ at 2010 prices)
Real government consumption (LCU)
Real gross fixed investment (LCU)
Real gross fixed investment (US$ at 2010 prices)
Real imports of G&S (LCU)
Real private consumption (US$ at 2010 prices)
Unemployment rate (%)

Where reasonable scalars are not available, as measured by R square, the scalars of the nearest other portfolio are applied.

The Company has estimated the ECL provision for the year ended March 31, 2026, in accordance with the updated ECL model. Further, during the year ended March 31, 2026, the Company has created management overlay of Rs. 852.00 crore.

Net carrying values

Net carrying values and ECL rates for **Retail Loans including Finance lease** is determined as follows:

Rs. in crore

Particulars	Performing Loans - 12 month ECL	Underperforming loans - 'lifetime ECL not credit impaired'	Impaired loans - 'lifetime ECL credit impaired'	Total
Gross Balance as at March 31, 2026	**1,12,032.42**	**6,318.50**	**4,491.81**	**1,22,842.73**
Expected credit loss rate	**0.60%**	**7.82%**	**58.51%**	
Carrying amount as at March 31, 2026 (net of impairment provision)	**1,11,363.57**	**5,824.16**	**1,863.63**	**1,19,051.36**
Gross Balance as at March 31, 2025	99,532.31	6,454.22	4,340.48	1,10,327.01
Expected credit loss rate	0.57%	9.05%	50.82%	
Carrying amount as at March 31, 2025 (net of impairment provision)	98,969.48	5,870.29	2,134.49	1,06,974.26

Net carrying values and ECL rates for ***SME Loans including Bills of exchange*** are as follows:

Rs. in crore

Particulars	Performing Loans - 12 month ECL	Underperforming loans - 'lifetime ECL not credit impaired'	Impaired loans - 'lifetime ECL credit impaired'	Total
Gross Balance as at 31 March 2026	**7,941.35**	**68.20**	**80.57**	**8,090.12**
Expected credit loss rate	**0.77%**	**28.18%**	**63.52%**	
Carrying amount as at March 31, 2026 (net of impairment provision)	**7,879.98**	**48.98**	**29.39**	**7,958.35**
Gross Balance as at 31 March 2025	6,028.43	55.05	65.07	6,148.54
Expected credit loss rate	0.22%	33.50%	76.15%	
Carrying amount as at March 31, 2025 (net of impairment provision)	6,015.25	36.60	15.52	6,067.37

Net carrying values and ECL rates for ***Trade Advances*** are as follows:

Rs. in crore

Particulars	Less than 60 days past due	61-90 days past due	Credit impaired (more than 90 days)	Total
Gross Balance as at March 31, 2026	**3,154.28**	**2.93**	**6.00**	**3,163.21**
Expected credit loss rate	**0.36%**	**2.73%**	**22.50%**	
Carrying amount as at March 31, 2026 (net of impairment provision)	**3,142.93**	**2.85**	**4.65**	**3,150.43**
Gross Balance as at March 31, 2025	3,186.76	2.32	8.38	3,197.46
Expected credit loss rate	0.71%	4.84%	29.87%	
Carrying amount as at March 31, 2025 (net of impairment provision)	3,164.29	2.21	5.88	3,172.38

The contractual amount outstanding for trade advance that has been written off by the Company during the year ended March 31, 2026 and that were still subject to enforcement activity was Rs. 7.23 crore (March 31, 2025: Rs. 1.60 crore).

Net carrying values and ECL rates for **Financial Investments measured at amortized cost** are as follows:

Rs. in crore

Particulars	Performing Loans - 12 month ECL	Underperforming loans - 'lifetime ECL not credit impaired'	Impaired loans - 'lifetime ECL credit impaired'	Total
Gross Balance as at March 31, 2026	**923.23**	**–**	**–**	**923.23**
Expected credit loss rate	**–**	–	–	**–**
Carrying amount as at March 31, 2026 (net of impairment provision)	**923.23**	**–**	**–**	**923.23**
Gross Balance as at March 31, 2025	1,219.81	–	–	1,219.81
Expected credit loss rate	–			
Carrying amount as at March 31, 2025 (net of impairment provision)	1,219.81	–	–	1,219.81

Level of Assessment - Aggregation Criteria

The Company recognizes the expected credit losses (ECL) on a collective basis that takes into account comprehensive credit risk information. Considering the economic and risk characteristics, pricing range, sector concentration (e.g. vehicle loans in unorganized sectors) the Company calculates ECL on a collective basis for all stages - Stage 1, Stage 2 and Stage 3 assets.

An analysis of changes in the gross carrying amount and the corresponding ECLs in relation to Retail Loans including Finance Lease is, as follows :

Gross exposure reconciliation

As at March 31, 2025

Rs. in crore

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount balance as at April 1, 2024	86,364.49	5,099.84	3,440.93	94,905.26
Changes due to loans recognized in the opening balance that have:				
- Transfers to Stage 1	994.13	(906.18)	(87.94)	–
- Transfers to Stage 2	(5,536.02)	5,620.23	(84.22)	–
- Transfers to Stage 3	(1,950.74)	(1,073.99)	3,024.73	–
- Loans that have been derecognized during the period	(8,858.46)	(1,013.47)	(1,068.85)	(10,940.78)
New loans originated during the year	48,797.59	680.71	215.84	49,694.14
Write-offs	(5.62)	(31.81)	(771.54)	(808.97)
Impact of changes on items within the same stage	(20,273.08)	(1,921.11)	(328.47)	(22,522.66)
Gross carrying amount balance as at March 31, 2025	99,532.30	6,454.21	4,340.48	1,10,327.00

As at March 31, 2026

Rs. in crore

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount balance as at April 1, 2025	**99,532.30**	**6,454.21**	**4,340.48**	**1,10,327.00**
Changes due to loans recognized in the opening balance that have:				
- Transfers to Stage 1	**1,374.71**	**(1,232.22)**	**(142.49)**	**–**
- Transfers to Stage 2	**(5,189.75)**	**5,298.73**	**(108.98)**	**–**
- Transfers to Stage 3	**(1,622.16)**	**(1,105.95)**	**2,728.11**	**–**
- Loans that have been derecognized during the period	**(10,663.01)**	**(1,325.17)**	**(1,277.88)**	**(13,266.06)**
New loans originated during the year	**52,660.54**	**450.01**	**140.35**	**53,250.90**
Write-offs	**(4.89)**	**(34.65)**	**(973.96)**	**(1,013.50)**
Impact of changes on items within the same stage	**(24,055.32)**	**(2,186.47)**	**(213.83)**	**(26,455.62)**
Gross carrying amount balance as at March 31, 2026	**1,12,032.42**	**6,318.49**	**4,491.80**	**1,22,842.72**

Reconciliation of ECL balance

As at March 31, 2025

Rs. in crore

Particulars	Stage 1	Stage 2	Stage 3	Total
ECL allowance balance as at April 1 2024	586.90	584.17	2,178.71	3,349.78
Changes due to loans recognized in the opening balance that have:				
- Transfers to Stage 1	159.72	(104.26)	(55.47)	–
- Transfers to Stage 2	(37.69)	90.81	(53.12)	–
- Transfers to Stage 3	(13.28)	(123.56)	136.84	–
- Loans that have been derecognized during the period	(62.53)	(119.09)	(676.40)	(858.02)
New loans originated during the year	276.95	61.99	107.59	446.52
Write-offs	(0.04)	(3.66)	(486.61)	(490.31)
Impact of changes on items within the same stage	(347.22)	197.53	1,054.45	904.77
ECL allowance balance as at March 31, 2025	562.81	583.93	2,205.99	3,352.74

As at March 31, 2026

Rs. in crore

Particulars	Stage 1	Stage 2	Stage 3	Total
ECL allowance balance as at April 1 2025	**562.81**	**583.93**	**2,205.99**	**3,352.74**
Changes due to loans recognized in the opening balance that have:				
- Transfers to Stage 1	**184.45**	**(112.21)**	**(72.24)**	**–**
- Transfers to Stage 2	**(29.46)**	**84.71**	**(55.25)**	**–**
- Transfers to Stage 3	**(9.21)**	**(100.71)**	**109.92**	**–**
- Loans that have been derecognized during the period	**(62.06)**	**(117.93)**	**(646.98)**	**(826.97)**
New loans originated during the year	**316.23**	**35.27**	**81.95**	**433.45**
Write-offs	**(0.03)**	**(3.16)**	**(493.81)**	**(497.00)**
Impact of changes on items within the same stage	**(293.88)**	**124.44**	**1,498.60**	**1,329.16**
ECL allowance balance as at March 31, 2026	**668.85**	**494.34**	**2,628.18**	**3,791.38**

The contractual amount outstanding on financial assets that has been written off by the Company during the year ended March 31, 2026 and that were still subject to enforcement activity was Rs 1,016.30 crore (March 31, 2025: Rs 820.18 crore).

The Company does not originate loans classified as Stage 3 assets, and loans classified as Stage 2 assets are originated only based on specific credit assessments and requisite approvals. Write offs are undertaken only in respect of Stage 3 loans. This disclosure represents movements between opening and closing balances for the year and, accordingly, does not capture inter stage transfers during the period (i.e., movements between Stage 1, Stage 2, and Stage 3). Accordingly, the write offs reported above relate only to loans forming part of the opening balance.

An analysis of changes in the gross carrying amount and the corresponding ECLs in relation to SME Loans including Bills of exchange is, as follows :

Gross exposure reconciliation

As at March 31, 2025

Rs. in crore

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount balance as at April 1 2024	4,728.37	40.94	43.10	4,812.41
Changes due to loans recognized in the opening balance that have:				
- Transfers to Stage 1	7.86	(7.67)	(0.19)	0.00
- Transfers to Stage 2	(41.17)	41.82	(0.65)	(0.00)
- Transfers to Stage 3	(69.23)	(8.23)	77.46	–
- Loans that have been derecognised during the period	(1,745.49)	(12.41)	(6.22)	(1,764.12)
New loans originated during the year	3,917.60	15.90	0.81	3,934.31
Write-offs	(8.04)	(3.99)	(28.80)	(40.83)
Impact of changes on items within the same stage	(761.46)	(11.32)	(20.45)	(793.23)
Gross carrying amount balance as at March 31, 2025	6,028.43	55.04	65.06	6,148.54

As at March 31, 2026

Rs. in crore

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount balance as at April 1 2025	**6,028.43**	**55.04**	**65.06**	**6,148.54**
Changes due to loans recognized in the opening balance that have:				
- Transfers to Stage 1	**10.15**	**(9.22)**	**(0.93)**	**–**
- Transfers to Stage 2	**(65.91)**	**65.91**	**–**	**–**
- Transfers to Stage 3	**(63.24)**	**(12.28)**	**75.52**	**–**
- Loans that have been derecognized during the period	**(2,259.95)**	**(7.88)**	**(21.21)**	**(2,289.04)**
New loans originated during the year	**4,912.22**	**7.86**	**6.42**	**4,926.50**
Write-offs	**(13.66)**	**(19.25)**	**(34.28)**	**(67.19)**
Impact of changes on items within the same stage	**(606.69)**	**(11.98)**	**(10.01)**	**(628.69)**
Gross carrying amount balance as at March 31, 2026	**7,941.35**	**68.20**	**80.57**	**8,090.12**

Reconciliation of ECL balance

As at March 31, 2025

Rs. in crore

Particulars	Stage 1	Stage 2	Stage 3	Total
ECL allowance balance as at April 1 2024	8.08	5.02	19.37	32.47
Changes due to loans recognized in the opening balance that have:				
- Transfers to Stage 1	1.03	(0.94)	(0.09)	–
- Transfers to Stage 2	(0.12)	0.41	(0.30)	(0.01)
- Transfers to Stage 3	(0.21)	(1.00)	1.20	(0.01)
- Loans that have been derecognised during the period	(1.46)	(1.53)	(2.85)	(5.84)
New loans originated during the year	7.31	6.08	0.61	14.00
Write-offs	(0.02)	(0.49)	(12.84)	(13.35)
Impact of changes on items within the same stage	(1.41)	10.89	44.43	53.91
ECL allowance balance as at March 31, 2025	13.20	18.44	49.53	81.17

As at March 31, 2026

Rs. in crore

Particulars	Stage 1	Stage 2	Stage 3	Total
ECL allowance balance as at April 1 2025	**13.20**	**18.44**	**49.53**	**81.17**
Changes due to loans recognized in the opening balance that have:				
- Transfers to Stage 1	**3.55**	**(2.84)**	**(0.71)**	**–**
- Transfers to Stage 2	**(0.18)**	**0.18**	**–**	**–**
- Transfers to Stage 3	**(0.17)**	**(4.08)**	**4.25**	**–**
- Loans that have been derecognized during the period	**(2.68)**	**(2.45)**	**(16.18)**	**(21.31)**
New loans originated during the year	**28.06**	**2.22**	**4.08**	**34.36**
Write-offs	**(0.04)**	**(7.10)**	**(26.07)**	**(33.21)**
Impact of changes on items within the same stage	**19.63**	**14.85**	**36.28**	**70.76**
ECL allowance balance as at March 31, 2026	**61.37**	**19.22**	**51.18**	**131.77**

The contractual amount outstanding on financial assets that has been written off by the Company during the year ended March 31, 2026 and that were still subject to enforcement activity was Rs.67.19 crore (March 31, 2025: Rs.40.83 crore).

An analysis of changes in the outstanding exposure and the corresponding ECLs in relation to other undrawn commitments is as follows:

Gross exposure reconciliation

As at March 31, 2025

Rs. in crore

Particulars	Stage 1	Stage 2	Stage 3	Total
Opening balance of outstanding exposure as at April 1 2024	28.00	–	–	28.00
New Exposures	234.39	–	–	234.39
Exposure derecognized or matured/ lapsed (excluding write-offs)	(28.00)	–	–	(28.00)
- Transfers to Stage 1	–	–	–	–
- Transfers to Stage 2	–	–	–	–
- Transfers to Stage 3	–	–	–	–
Write-offs	–	–	–	–
Impact of changes on items within the same stage	–	–	–	–
Closing balance of outstanding exposure as at March 31, 2025	234.39	–	–	234.39

As at March 31, 2026

Rs. in crore

Particulars	Stage 1	Stage 2	Stage 3	Total
Opening balance of outstanding exposure as at April 1 2025	**234.39**	**–**	**–**	**234.39**
New Exposures	**858.31**	**–**	**–**	**858.31**
Exposure derecognized or matured/ lapsed (excluding write-offs)	**(234.39)**	**–**	**–**	**(234.39)**
- Transfers to Stage 1	**–**	**–**	**–**	**–**
- Transfers to Stage 2	**–**	**–**	**–**	**–**
- Transfers to Stage 3	**–**	**–**	**–**	**–**
Write-offs	**–**	**–**	**–**	**–**
Impact of changes on items within the same stage	**–**	**–**	**–**	**–**
Closing balance of outstanding exposure as at March 31, 2026	**858.31**	**–**	**–**	**858.31**

Reconciliation of ECL balance

As at March 31, 2025

Rs. in crore

Particulars	Stage 1	Stage 2	Stage 3	Total
ECL allowance balance as at April 1 2024	0.02	–	–	0.02
New Exposures	0.69	–	–	0.69
Exposure derecognized or matured/ lapsed (excluding write-offs)	(0.02)	–	–	(0.02)
- Transfers to Stage 1	–	–	–	–
- Transfers to Stage 2	–	–	–	–
- Transfers to Stage 3	–	–	–	–
- Loans that have been derecognized during the period	–	–	–	–
Impact of changes on items within the same stage	–	–	–	–
ECL allowance balance as at March 31, 2025	0.69	–	–	0.69

As at March 31, 2026

Rs. in crore

Particulars	Stage 1	Stage 2	Stage 3	Total
ECL allowance balance as at April 1 2025	**0.69**	**–**	**–**	**0.69**
New Exposures	**4.77**	**–**	**–**	**4.77**
Exposure derecognized or matured/ lapsed (excluding write-offs)	**(0.69)**	**–**	**–**	**(0.69)**
- Transfers to Stage 1	**–**	**–**	**–**	**–**
- Transfers to Stage 2	**–**	**–**	**–**	**–**
- Transfers to Stage 3	**–**	**–**	**–**	**–**
- Loans that have been derecognized during the period	**–**	**–**	**–**	**–**
Impact of changes on items within the same stage	**–**	**–**	**–**	**–**
ECL allowance balance as at March 31, 2026	**4.77**	**–**	**–**	**4.77**

An analysis of changes in the gross carrying amount and the corresponding ECLs in relation to Financial Investments measured at amortized cost is as follows :

Gross exposure reconciliation

As at March 31, 2025

Rs. in crore

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount balance as at April 1 2024	1,388.85	–	–	1,388.85
Changes due to loans recognized in the opening balance that have:				
- Transfers to Stage 1	–	–	–	–
- Transfers to Stage 2	–	–	–	–
- Transfers to Stage 3	–	–	–	–
- Investments that have been derecognized during the period	(124.98)	–	–	(124.98)
New Investments originated during the year	–	–	–	–
Write-offs	–	–	–	–
Impact of changes on items within the same stage	(44.06)	–	–	(44.06)
Gross carrying amount balance as at March 31, 2025	1,219.81	–	–	1,219.81

As at March 31, 2026

Rs. in crore

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount balance as at April 1 2025	**1,219.81**	**–**	**–**	**1,219.81**
Changes due to loans recognized in the opening balance that have:				
- Transfers to Stage 1	**–**	**–**	**–**	**–**
- Transfers to Stage 2	**–**	**–**	**–**	**–**
- Transfers to Stage 3	**–**	**–**	**–**	**–**
- Investments that have been derecognized during the period	**(286.40)**	**–**	**–**	**(286.40)**
New Investments originated during the year	**–**	**–**	**–**	**–**
Write-offs	**–**	**–**	**–**	**–**
Impact of changes on items within the same stage	**(10.18)**	**–**	**–**	**(10.18)**
Gross carrying amount balance as at March 31, 2026	**923.23**	**–**	**–**	**923.23**

Significant changes in the gross carrying value that contributed to change in loss allowance

The Company mostly provide loans to retail individual customers, which is of small ticket size. Change in any single customer repayment will not impact significantly to Company's provisioning. All customers are being monitored based on past due and corrective actions are taken accordingly to limit the Company's risk.

Concentration of Credit Risk

The Company's loan portfolio is predominantly to finance retail automobile loans. The Company manages concentration of risk primarily by geographical region in India. The following tables show the geographical concentrations of loans and trade advances:

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Concentration by Geographical region in India:		
North	**46,163.69**	40,642.29
East	**24,071.03**	22,582.75
West	**39,470.69**	34,238.63
South	**24,390.64**	22,209.35
Total Gross Carrying Value	**1,34,096.05**	1,19,673.02

Maximum Exposure to credit Risk

The maximum exposure to credit risk of loans and investment securities is their carrying amount. The maximum exposure is before considering the effect of mitigation through collateral.

Narrative Description of Collateral

Collateral primarily include vehicles purchased by retail loan customers and machinery & property in case of SME customers. The financial investments are secured by way of a first ranking pari-passu and charge created by way of hypothecation on the receivables of the other company.

Quantitative Information of Collateral

The Company monitors its exposure to loan portfolio using the Loan To Value (LTV) ratio, which is calculated as the ratio of the gross amount of the loan to the value of the collateral. The value of the collateral for Retail loans is derived by writing down the asset cost at origination by 20% p.a on reducing balance basis. And the value of the collateral of Stage 3 Retail loans is based on the Indian Blue Book value for the particular asset. The value of collateral of SME loans is based on fair market value of the collaterals held.

Gross value of total secured loans to value of collateral:

Rs. in crore

Loan To Value	Gross Value of Secured Retail loans		Gross Value of Secured SME loans	
	March 31, 2026	March 31, 2025	**March 31, 2026**	March 31, 2025
0 - 50%	**8,545.88**	7,517.50	**2,344.13**	2,183.72
51 - 70%	**18,106.16**	15,982.16	**1,616.83**	1,074.94
71 - 100%	**70,269.34**	64,844.68	**817.53**	610.80
Above 100%	**24,692.52**	21,244.73	**26.45**	41.13
	1,21,613.90	1,09,589.07	**4,804.94**	3,910.59

Gross value of credit impaired loans to value of collateral:

Rs. in crore

Loan To Value	Gross Value of Retail loans in Stage 3		Gross Value of SME loans in Stage 3	
	March 31, 2026	March 31, 2025	**March 31, 2026**	March 31, 2025
0 - 50%	**669.13**	604.52	**22.34**	27.51
51 - 70%	**752.13**	714.56	**18.25**	5.10
71 - 100%	**1,608.48**	1,781.86	**12.66**	6.31
Above 100%	**1,462.07**	1,239.54	**27.32**	26.15
	4,491.81	4,340.48	**80.57**	65.07

The below tables provide an analysis of the current fair values of collateral held for Stage 3 assets. The value of collateral has not been considered while recognizing the loss allowances.

Fair value of collateral held against Credit Impaired assets

Rs. in crore

March 31, 2026	Maximum exposure to Credit Risk	Vehicles	Plant and Machinery	Land and Building	Book Debts, Inventory and other Working Capital items	Surplus/ (Deficient) Collateral	Total Secured Collateral	Net Exposure	Associated ECL
Retail Loans	**4,491.81**	**7,161.54**	**–**	**–**	**–**	**2,936.14**	**4,225.40**	**266.41**	**2,628.18**
SME Loans	**80.57**		**69.36**	**80.24**	**–**	**96.53**	**53.07**	**27.50**	**51.18**

March 31, 2025	Maximum exposure to Credit Risk	Vehicles	Plant and Machinery	Land and Building	Book Debts, Inventory and other Working Capital items	Surplus/ (Deficient) Collateral	Total Secured Collateral	Net Exposure	Associated ECL
Retail Loans	4,340.48	6,750.71	–	–	–	2,596.74	4,153.97	186.51	2,205.99
SME Loans	65.07	–	42.57	38.15	44.00	85.69	39.03	26.04	49.53

49.3 Liquidity Risk Management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established Asset and Liability Management Committee (ALCO) for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

a) Maturity profile of non-derivative financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted contractual cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows. To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Rs. in crore

Particulars	Less than 1 Year	1 - 3 Years	3 - 5 Years	5 years and above
Non-derivative financial liabilities				
As at March 31, 2026				
Trade Payable	**895.23**	**–**	**–**	**–**
Debt Securities	**12,124.42**	**9,062.27**	**5,338.98**	**4,543.49**
Borrowings (Other than Debt Securities)	**37,693.92**	**39,425.47**	**2,901.85**	**18.13**
Deposit	**6,738.87**	**8,131.11**	**932.46**	**–**
Subordinated liabilities	**1,392.85**	**1,470.91**	**550.23**	**4,219.28**
Other financial liabilities	**808.37**	**176.92**	**132.55**	**95.84**
Total	**59,653.66**	**58,266.68**	**9,856.07**	**8,876.74**
As at March 31, 2025				
Trade Payable	1,228.89	–	–	–
Debt Securities	10,179.30	9,839.12	6,190.60	4,669.96
Borrowings (Other than Debt Securities)	29,027.88	41,437.05	7,126.56	69.30
Deposit	4,609.27	7,032.41	1,306.95	–
Subordinated liabilities	606.62	2,093.38	912.79	4,359.87
Other financial liabilities	463.24	184.04	128.29	105.60
Total	46,115.20	60,586.00	15,665.19	9,204.73

b) Maturity profile of derivative financial instruments

The following table details the Company's liquidity analysis for its undiscounted value of derivative financial instruments.

Rs. in crore

Particulars	Less than 1 Year	1 - 3 Years	3 - 5 Years	5 years and above
Derivative financial instruments				
As at March 31, 2026				
Foreign exchange forward contracts				
- Payable	**–**	**–**	**–**	**–**
- Receivable	**–**	**443.53**	**–**	**–**
Interest Rate swaps				
- Payable	**–**	**7.24**	**–**	**–**
- Receivable	**–**	**5.77**	**–**	**–**
Currency swaps				
- Payable	**–**	**–**	**–**	**–**
- Receivable	**–**	**–**	**–**	**–**
Total Payable	**–**	**7.24**	**–**	**–**
Total Receivable	**–**	**449.30**	**–**	**–**
As at March 31, 2025				
Foreign exchange forward contracts				
- Payable	233.74	49.81	–	–
- Receivable	–	6.02	–	–
Interest Rate swaps				
- Payable	8.21	59.78	19.26	–
- Receivable	–	–	–	–
Currency swaps				
- Payable	47.18	–	–	–
- Receivable	24.33	–	–	–
Total Payable	289.13	109.59	19.26	–
Total Receivable	24.33	6.02	–	–

49.4 a) Financial Instruments regularly measured using Fair Value - recurring items

Rs. in crore

Type of instrument	Fair Value				Fair value hierarchy	Valuation technique(s)	Key inputs	Significant unobservable input(s) for level 3 hierarchy	Relationship of unobservable inputs to fair value and sensitivity
	Financial assets/ financial liabilities	Category	As at March 31, 2026	As at March 31, 2025					
1) Foreign currency forwards, Interest rate, currency swaps & commodity derivatives	Financial Assets/ (Liabilities)	Financial Instruments measured at FVTPL	**395.75**	(359.10)	Level 2	Discounted Cash Flow	Future cash flows are based on forward exchange rates (from observable forward exchange rates at the end of the reporting period) and contract forward rates, discounted at a rate that reflects the credit risk of various counter parties.		
2) Investment in Mutual Funds	Financial Assets	Financial instrument measured at FVTPL	**83.24**	78.12	Level 1	Quoted market price			

Type of instrument	Fair Value				Fair value hierarchy	Valuation technique(s)	Key inputs	Significant unobservable input(s) for level 3 hierarchy	Relationship of unobservable inputs to fair value and sensitivity
	Financial assets/ financial liabilities	Category	As at March 31, 2026	As at March 31, 2025					
3) Investment in Commercial Paper	Financial Assets	Financial instrument measured at FVTPL	–	593.75	Level 2	Quoted market price of similar instrument			
4) Investment in Certificate of deposits with banks	Financial Assets	Financial instrument measured at FVTPL	**440.51**	–	Level 1	Quoted market price			
5) Investment in Certificate of deposits with banks	Financial Assets	Financial instrument measured at FVTPL	**308.29**	2,330.40	Level 2	Quoted market price of similar instrument			
6) Investment in equity instruments-Quoted	Financial Assets	Financial instrument measured at FVTPL	**0.10**	0.18	Level 1	Quoted market price			
7) Investment in equity instruments-Unquoted	Financial Assets	Financial instrument designated at FVOCI	**155.25**	126.67	Level 3	Discounted Cash Flow/ Book Value	The discounted cash flow method used the future free cash flows of the Company discounted by firm's WACC plus a risk factor measured by beta, to arrive at the present value. The key inputs includes projection of financial statements (key value driving factors), the cost of capital to discount the projected cash flows.	Terminal growth rate, Weighted average cost of capital.	Increase or decrease in multiple will result in increase or decrease in valuation.
8) Investment in Govt securities and bonds	Financial Assets	Financial instrument measured at FVOCI	**3,110.07**	4,247.99	Level 1	Quoted market price			
9) Investment in Bonds	Financial Assets	Financial instrument measured at FVOCI	**302.41**	282.09	Level 2	Quoted market price of similar instrument			

The Company doesn't carry any financial asset or liability which it fair values on a non recurring basis.

49.4 b) Reconciliation of Level 3 fair value measurements of financial instruments measured at fair value

Rs. in crore

Particulars	Unquoted Equity investment
Year ended March 31, 2026	
Opening balance	**126.67**
Total gains or losses recognized:	
In Profit or loss	
a) in profit or loss	**–**
b) in other comprehensive income	**28.58**
Fair value of -	
Purchases made during the year	**–**
Disposals made during the year	**–**
Transfers into Level 3	**–**
Transfers out of Level 3	**–**
Closing balance	**155.25**

Rs. in crore

Particulars	Unquoted Equity investment
Year ended March 31, 2025	
Opening balance	42.41
Total gains or losses recognized:	
In Profit or loss	
a) in profit or loss	–
b) in other comprehensive income	84.26
Fair value of -	
Purchases made during the year	**–**
Issues made during the year	**–**
Disposals made during the year	**–**
Transfers into Level 3	–
Transfers out of Level 3	–
Closing balance	126.67

c) Equity Investments designated at Fair value through Other Comprehensive Income

The Company has made the below equity investments neither for the purpose of trading nor for the purpose of acquiring controlling stake, and accordingly, the investment has been classified in other comprehensive income as per Ind AS 109.5.7.5.

Rs. in crore

Particulars	March 31, 2026	March 31, 2025
Equity investment in Smartshift Logistic Solutions Private Limited (formerly Known as Orizonte Business Solutions Limited)		
Fair Value of Investments	**155.25**	126.67

There are no disposal of investment during the year ended March 31, 2026 and March 31, 2025 respectively.

49.4 d) Financial Instruments measured at amortized cost

Rs. in crore

Particulars	Carrying Value	Fair value	Fair value		
			Level 1	Level 2	Level 3
As at March 31, 2026					
Financial assets					
a) Bank balances other than cash and cash equivalent	**6,949.26**	**6,949.71**	**6,947.38**	**–**	**2.33**
b) Loans and advances to customers	**1,30,160.14**	**1,40,882.69**	**–**	**–**	**1,40,882.69**
c) Financial investments - at amortized cost	**923.23**	**941.42**	**941.42**	**–**	**–**
Total	**1,38,032.63**	**1,48,773.82**	**7,888.80**	**–**	**1,40,885.02**
Financial liabilities					
a) Debt securities	**26,539.06**	**26,833.18**	**25,818.56**	**1,014.62**	**–**
b) Borrowings other than debt securities	**74,240.03**	**74,592.14**	**–**	**74,592.14**	**–**
c) Deposits	**14,196.03**	**14,639.12**	**–**	**14,639.12**	**–**
d) Subordinated Liabilities	**5,359.74**	**5,399.02**	**2,823.83**	**2,575.19**	**–**
e) Other financial liabilities	**1,128.02**	**1,125.83**	**–**	**751.16**	**374.67**
Total	**1,21,462.88**	**1,22,589.29**	**28,642.39**	**93,572.23**	**374.67**
As at March 31, 2025					
Financial assets					
a) Bank balances other than cash and cash equivalent	3,869.31	3,869.80	3,781.23	–	88.57
b) Loans and advances to customers	1,16,214.02	1,17,980.45	–	–	1,17,980.45
c) Financial investments - at amortized cost	1,219.81	1,252.78	1,252.78	–	–
Total	1,21,303.14	1,23,103.03	5,034.01	–	1,18,069.02
Financial liabilities					
a) Debt securities	26,204.83	26,441.52	25,560.65	880.87	–
b) Borrowings other than debt securities	69,734.92	69,913.48	–	69,913.48	–
c) Deposits	11,404.15	11,617.38	–	11,617.38	–
d) Subordinated Liabilities	5,529.57	5,499.93	2,960.00	2,539.93	
e) Other financial liabilities	790.60	788.21	–	407.41	380.80
Total	1,13,664.07	1,14,260.52	28,520.65	85,359.07	380.80

There were no transfers between Level 1 and Level 2.

Valuation methodologies of financial instruments not measured at fair value

Below are the methodologies and assumptions used to determine fair values for the above financial instruments which are not recorded and measured at fair value in the Company's financial statements. These fair values were calculated for disclosure purposes only.

Short-term financial assets and liabilities

For financial assets and financial liabilities that have a short-term maturity (less than twelve months), the carrying amounts, which are net of impairment, are a reasonable approximation of their fair value. Such instruments include: cash and cash equivalent, trade receivables, balances other than cash and cash equivalents, term deposits and trade payables. Further, such financial assets and financial liabilities are disclosed at Level 1 fair value.

Long-term financial assets and liabilities

For other long term financial asset and liabilities like lease liabilities, the fair value are estimated by discounted cash flow models based on contractual cash flows, and are disclosed as Level 3 fair value.

Loans and advances to customers

The fair values of loans and advances are estimated by discounted cash flow models based on contractual cash flows using actual yields.

Financial Investments

For Government Securities and bonds, the quoted market price as on date of reporting is considered for fair value computations. Where such price is not available, quoted market price of similar instruments as on date of reporting is considered.

Borrowings other than deposits from public

The fair value of borrowings is estimated by a discounted cash flow model incorporating interest rate estimates from market-observable data such as secondary prices for its traded debt itself.

Deposits from public

The fair value of deposits received from public is estimated by discounting the future cash flows considering the interest rate applicable on the reporting date for that class of deposits segregated by their tenure.

50 Maturity analysis of assets and liabilities

The table below shows the maturity analysis of assets and liabilities according to when they are expected to be recovered or settled.

Rs. in crores

	As at March 31, 2026			As at March 31, 2025		
Assets	**Within 12 months**	**After 12 months**	**Total**	**Within 12 months**	**After 12 months**	**Total**
Cash and cash equivalents	**391.22**	**–**	**391.22**	1,666.56	–	1,666.56
Bank balance	**6,947.09**	**2.17**	**6,949.26**	3,777.92	91.39	3,869.31
Derivative financial instruments	**–**	**402.60**	**402.60**	25.69	5.26	30.95
Trade receivables	**86.12**	**–**	**86.12**	53.02	–	53.02
Loans	**49,034.29**	**81,125.85**	**1,30,160.14**	43,226.76	72,987.26	1,16,214.02
Investments	**1,681.33**	**5,139.04**	**6,820.37**	5,105.40	5,295.08	10,400.48
Other financial assets	**127.54**	**94.56**	**222.10**	152.89	94.64	247.53
Current tax assets (Net)	**–**	**438.64**	**438.64**	–	601.68	601.68
Deferred tax Assets (Net)	**–**	**654.12**	**654.12**	–	640.99	640.99
Property, plant and equipment	**–**	**939.31**	**939.31**	–	876.38	876.38
Intangible assets under development	**–**	**5.42**	**5.42**	–	65.10	65.10
Capital work-in-progress	**–**	**1.65**	**1.65**	–	0.52	0.52
Other Intangible assets	**–**	**248.37**	**248.37**	–	172.89	172.89
Other non-financial assets	**498.47**	**87.48**	**585.95**	587.48	121.27	708.75
Total Assets	**58,766.06**	**89,139.21**	**1,47,905.27**	54,595.72	80,952.46	1,35,548.18
Liabilities						
Financial Liabilities						
Derivative financial instruments	**–**	**6.85**	**6.85**	276.82	113.23	390.05
Payables						
Trade Payables						
i) total outstanding dues of micro enterprises and small enterprises	**–**	**–**	**–**	–	–	–
ii) total outstanding dues of creditors other than micro enterprises and small enterprises	**855.51**	**–**	**855.51**	1,208.56	–	1,208.56
Other Payables						
i) total outstanding dues of micro enterprises and small enterprises	**5.72**	**–**	**5.72**	2.71	–	2.71
ii) total outstanding dues of creditors other than micro enterprises and small enterprises	**34.00**	**–**	**34.00**	17.62	–	17.62
Debt Securities	**11,170.35**	**15,368.71**	**26,539.06**	9,572.72	16,632.11	26,204.83
Borrowings (Other than Debt Securities)	**34,334.32**	**39,905.71**	**74,240.03**	25,124.62	44,610.30	69,734.92
Deposits	**6,235.31**	**7,960.72**	**14,196.03**	4,249.79	7,154.36	11,404.15
Subordinated Liabilities	**1,235.03**	**4,124.71**	**5,359.74**	443.71	5,085.86	5,529.57
Other financial liabilities	**782.09**	**345.93**	**1,128.02**	436.00	354.60	790.60
Non-Financial Liabilities						
Current tax liabilities (Net)	**158.87**	**–**	**158.87**	69.73	–	69.73
Provisions	**253.68**	**153.54**	**407.22**	145.27	71.77	217.04
Other non-financial liabilities	**214.51**	**1.01**	**215.52**	163.71	2.46	166.17
Total Liabilities	**55,279.39**	**67,867.18**	**1,23,146.57**	41,711.26	74,024.69	1,15,735.95
Net	**3,486.67**	**21,272.03**	**24,758.70**	12,884.46	6,927.77	19,812.23

51 Related party disclosures:

i) As per Ind AS 24 on 'Related party disclosures', the related parties of the Company are as follows:

a)	**Holding Company**	Mahindra & Mahindra Limited
b)	**Subsidiary Companies:**	Mahindra Insurance Brokers Limited
	(entities on whom control is exercised)	Mahindra Rural Housing Finance Limited
		Mahindra Ideal Finance Limited
		Mahindra & Mahindra Financial Services Ltd Employees' Stock Option Trust
		MRHFL Employees Welfare Trust
		Mahindra Finance CSR Foundation
c)	**Fellow Subsidiaries:**	Mahindra USA, Inc
	(entities with whom the Company has transactions)	NBS International Limited
		Mahindra First Choice Wheels Limited
		Mahindra Defence Systems Limited
		Mahindra Integrated Business Solutions Private Limited
		Mahindra Logistics Limited
		Mahindra Accelo Limited
		Gromax Agri Equipment Limited
		Mahindra Holidays & Resorts India Limited
		Mahindra Susten Pvt Limited
		Mahindra EPC Irrigation Limited
		Mahindra Industrial Park Chennai Limited
		Mahindra Summit Agriscience Limited
		Swaraj Engines Limited
		Mahindra Racing UK Limited
		Mahindra Teqo Pvt Limited
		Mahindra World City Developers Limited
		Mahindra Aerostructures Private Limited
		Mahindra Agri Solutions Limited
		Mahindra Electric Automobile Limited
		Mahindra HZPC Private Limited
		Mahindra Last Mile Mobility Limited
		Mahindra Lifespace Developers Limited
		Mahindra Solarize Private Limited
		Mahindra World City (Jaipur) Limited
		Naandi Community Water Services Private Limited
		Sustainable Energy Infra Investment Managers Private Limited
		MLL Express Services Private Limited
		MLL Mobility Private Limited
d)	**Joint Ventures/ Associates:**	Mahindra Finance USA, Inc
	(entities on whom control is exercised)	Mahindra Manulife Investment Management Pvt. Ltd
		Mahindra Manulife Trustee Pvt. Ltd
e)	**Joint Ventures/ Associates of Holding Company:**	Tech Mahindra Limited
	(entities with whom the Company has transactions)	Smartshift Logistics Solutions Pvt Ltd
		PSL Media & Communications Ltd
		Tech Mahindra Foundation
f)	**Key Management Personnel:**	Mr. Raul Rebello
		Mr. Anish Shah
		Mr. Milind Sarwate
		Dr. Rebecca Nugent

		Mr. Diwakar Gupta
		Mr. Ashwani Ghai
		Mr. Vijay Kumar Sharma
		Mr. Amarjyoti Barua
		Mrs. Padmaja Chunduru
		Mr. Ramesh Iyer (Ceased to be KMP w.e.f April 29, 2024)
		Mr. C. B. Bhave (Ceased to be KMP w.e.f February 02, 2025)
		Mr. Dhananjay Mungale (Ceased to be KMP w.e.f July 23, 2024)
		Mrs. Rama Bijapurkar (Ceased to be KMP w.e.f July 23, 2024)
g)	**Relatives of Key Management Personnel**	Mr. Joan Rebello
	(where there are transactions)	Mr. Dinesh Iyer (Relative of Ceased KMP w.e.f April 29, 2024)
		Mrs. Janki Iyer (Relative of Ceased KMP w.e.f April 29, 2024)
		Mrs. Girija Subramanian (Relative of Ceased KMP w.e.f April 29, 2024)
		Mr. Risheek Ramesh Iyer (Relative of Ceased KMP w.e.f April 29, 2024)
h)	**Welfare Funds/Post-employment benefit plans**	Mahindra & Mahindra Financial Services Limited
	(entities with whom the Company has transactions)	Group Gratuity Cum Life Assurance Scheme
		Mahindra & Mahindra Financial Services Limited Superannuation Scheme

ii) The nature and volume of transactions of the Company during the year with above related parties were as follows:

Rs. in crores

RELATED PARTY TRANSACTIONS	**Holding Company**		**Subsidiary Companies**		**Fellow Subsidiaries/ Associate of Holding Company**		**Associate companies**		**Key Management Personnel**		**Relatives of Key Management Personnel**		**Post employment benefit plan**	
Particulars	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year
Subvention/ Incentive income														
- Mahindra & Mahindra Limited	**3.20**	19.17	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Last Mile Mobility Ltd	**–**	–	**–**	–	**9.51**	9.88	**–**	–	**–**	–	**–**	–	**–**	–
Lease rental income														
- Mahindra & Mahindra Limited	**116.63**	93.73	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Sustainable Energy Infra Investment Managers Private Limited	**–**	–	**–**	–	**0.22**	0.20	**–**	–	**–**	–	**–**	–	**–**	–
- Swaraj Engines Limited	**–**	–	**–**	–	**0.58**	0.41	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Susten Private Limited	**–**	–	**–**	–	**0.48**	0.30	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Heavy Engines Limited	**–**	–	**–**	–	**–**	0.04	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra First Choice Wheels Limited	**–**	–	**–**	–	**0.28**	0.28	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Solarize Private Limited	**–**	–	**–**	–	**0.03**	0.07	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Integrated Business Solutions Pvt Limited	**–**	–	**–**	–	**0.33**	0.30	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Teqo Pvt Limited	**–**	–	**–**	–	**0.28**	0.13	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra HZPC Pvt Ltd	**–**	–	**–**	–	**0.23**	0.13	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Last Mile Mobility Ltd	**–**	–	**–**	–	**5.49**	4.20	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Summit Agriscience Limited	**–**	–	**–**	–	**1.84**	1.50	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Two Wheelers Limited	**–**	–	**–**	–	**–**	0.01	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Holidays & Resorts India Ltd	**–**	–	**–**	–	**1.22**	0.59	**–**	–	**–**	–	**–**	–	**–**	–

Rs. in crores

RELATED PARTY TRANSACTIONS	Holding Company		Subsidiary Companies		Fellow Subsidiaries/ Associate of Holding Company		Associate companies		Key Management Personnel		Relatives of Key Management Personnel		Post employment benefit plan	
Particulars	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year
- Mahindra Lifespace Developers Ltd.	–	–	–	–	**1.91**	0.95	–	–	–	–	–	–	–	–
- Tech Mahindra Limited	–	–	–	–	**12.44**	8.51	–	–	–	–	–	–	–	–
- Mahindra Agri Solutions Ltd	–	–	–	–	**1.93**	1.42	–	–	–	–	–	–	–	–
- Mahindra Defence Systems Ltd	–	–	–	–	**1.04**	0.60	–	–	–	–	–	–	–	–
- Smartshift Logistics Solutions Pvt Ltd.	–	–	–	–	**0.35**	0.47	–	–	–	–	–	–	–	–
- Mahindra Aerostructures Private Limited	–	–	–	–	**0.05**	0.02	–	–	–	–	–	–	–	–
- Mahindra Electric Automobile Limited (MEAL)	–	–	–	–	**1.52**	0.20	–	–	–	–	–	–	–	–
- Mahindra World City (Jaipur) Limited	–	–	–	–	**0.14**	0.02	–	–	–	–	–	–	–	–
- Mahindra Logistics Limited	–	–	–	–	**0.20**	0.02	–	–	–	–	–	–	–	–
- MLL Mobility Private Limited	–	–	–	–	**0.07**	–	–	–	–	–	–	–	–	–
- MLL Express Services Private Limited	–	–	–	–	**0.08**	–	–	–	–	–	–	–	–	–
- Mahindra EPC Irrigation Limited	–	–	–	–	**0.03**	–	–	–	–	–	–	–	–	–
- Mahindra World City Developers Limited	–	–	–	–	**0.09**	–	–	–	–	–	–	–	–	–
- Mahindra Industrial Park Chennai Ltd	–	–	–	–	**0.03**	–	–	–	–	–	–	–	–	–
Interest income														
- Mahindra & Mahindra Limited	**2.60**	2.17	–	–	–	–	–	–	–	–	–	–	–	–
Income from sharing services														
- Mahindra Rural Housing Finance Limited	–	–	**7.60**	4.07	–	–	–	–	–	–	–	–	–	–
- Mahindra Insurance Brokers Limited	–	–	**4.00**	1.56	–	–	–	–	–	–	–	–	–	–
- Mahindra Manulife Investment Management Pvt Ltd	–	–	–	–	–	–	–	1.05	–	–	–	–	–	–
Other Income														
- Mahindra & Mahindra Limited	**0.13**	0.34	–	–	–	–	–	–	–	–	–	–	–	–
- Mahindra Rural Housing Finance Limited	–	–	–	0.22	–	–	–	–	–	–	–	–	–	–
Dividend Income														
- Mahindra Insurance Brokers Limited	–	–	**177.32**	15.46	–	–	–	–	–	–	–	–	–	–
Interest expense														
- Mahindra Insurance Brokers Limited	–	–	**22.08**	13.54	–	–	–	–	–	–	–	–	–	–
- PSL Media & Communications Ltd	–	–	–	–	**0.07**	0.07	–	–	–	–	–	–	–	–
- Mahindra Holidays & Resorts India Ltd	–	–	–	–	**13.42**	11.92	–	–	–	–	–	–	–	–
- Mr Ramesh Iyer	–	–	–	–	–	–	–	–	–	0.06	–	–	–	–
- Mr Raul Rebello	–	–	–	–	–	–	–	–	**0.00**	0.00	–	–	–	–
- Others	–	–	–	–	–	–	–	–	–	–	**0.00**	0.18	–	–
Other expenses														
- Mahindra & Mahindra Limited	**29.95**	25.32	–	–	–	–	–	–	–	–	–	–	–	–
- Mahindra Rural Housing Finance Limited	–	–	**0.00**	0.16	–	–	–	–	–	–	–	–	–	–
- Mahindra First Choice Wheels Limited	–	–	–	–	**24.46**	23.73	–	–	–	–	–	–	–	–

Rs. in crores

RELATED PARTY TRANSACTIONS	Holding Company		Subsidiary Companies		Fellow Subsidiaries/ Associate of Holding Company		Associate companies		Key Management Personnel		Relatives of Key Management Personnel		Post employment benefit plan	
Particulars	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year
- Bristlecone India Limited	**–**	–	**–**	–	**–**	0.54	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Integrated Business Solutions Pvt Limited	**–**	–	**–**	–	**66.11**	61.87	**–**	–	**–**	–	**–**	–	**–**	–
- NBS International Limited	**–**	–	**–**	–	**0.86**	0.58	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Holidays & Resorts India Ltd	**–**	–	**–**	–	**0.36**	0.08	**–**	–	**–**	–	**–**	–	**–**	–
- Tech Mahindra Limited	**–**	–	**–**	–	**47.36**	62.72	**–**	–	**–**	–	**–**	–	**–**	–
- Others	**–**	–	**–**	–	**0.01**	0.28	**–**	–	**–**	–	**–**	–	**–**	–
Donations/CSR Expenses														
- Mahindra Finance CSR Foundation	**–**	–	**0.02**	0.02	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- New Democratic Electoral Trust	**–**	–	**–**	–	**–**	21.00	**–**	–	**–**	–	**–**	–	**–**	–
- Tech Mahindra Foundation	**–**	–	**–**	–	**1.00**	0.15	**–**	–	**–**	–	**–**	–	**–**	–
Remuneration														
- Mr Ramesh Iyer	**–**	–	**–**	–	**–**	–	**–**	–	**–**	3.65	**–**	–	**–**	–
- Mr Raul Rebello	**–**	–	**–**	–	**–**	–	**–**	–	**5.98**	3.95	**–**	–	**–**	–
Sitting fees and commission														
- Mr C. B. Bhave	**–**	–	**–**	–	**–**	–	**–**	–	**–**	0.57	**–**	–	**–**	–
- Mr Dhananjay Mungale	**–**	–	**–**	–	**–**	–	**–**	–	**–**	0.24	**–**	–	**–**	–
- Ms Rama Bijapurkar	**–**	–	**–**	–	**–**	–	**–**	–	**–**	0.23	**–**	–	**–**	–
- Mr Milind Sarwate	**–**	–	**–**	–	**–**	–	**–**	–	**0.71**	0.69	**–**	–	**–**	–
- Dr Rebecca Nugent	**–**	–	**–**	–	**–**	–	**–**	–	**0.56**	0.54	**–**	–	**–**	–
- Mr Diwakar Gupta	**–**	–	**–**	–	**–**	–	**–**	–	**0.66**	0.65	**–**	–	**–**	–
- Mr Ashwani Ghai	**–**	–	**–**	–	**–**	–	**–**	–	**0.52**	0.47	**–**	–	**–**	–
- Mr Vijay Kumar Sharma	**–**	–	**–**	–	**–**	–	**–**	–	**0.60**	0.45	**–**	–	**–**	–
- Mrs Padmaja Chunduru	**–**	–	**–**	–	**–**	–	**–**	–	**0.20**	–	**–**	–	**–**	–
Reimbursement from parties														
- Mahindra & Mahindra Limited	**5.06**	1.86	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Gromax Agri Equipment Limited	**–**	–	**–**	–	**2.13**	3.90	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Rural Housing Finance Limited	**–**	–	**0.06**	1.37	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra First Choice Wheels Limited	**–**	–	**–**	–	**0.55**	0.07	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Last Mile Mobility Ltd	**–**	–	**–**	–	**1.37**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Integrated Business Solutions Pvt Limited	**–**	–	**–**	–	**0.01**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Lifespace Developers Ltd	**–**	–	**–**	–	**0.01**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Manulife Investment Management Pvt Ltd	**–**	–	**–**	–	**–**	–	**0.79**	–	**–**	–	**–**	–	**–**	–
- Mahindra Insurance Brokers Limited	**–**	–	**0.24**	3.75	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra & Mahindra Financial Services Limited Group Gratuity Cum Life Assurance Scheme	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**21.46**	–
Reimbursement to parties														
- Mahindra & Mahindra Limited	**31.10**	25.91	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Insurance Brokers Limited	**–**	–	**0.03**	0.06	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Rural Housing Finance Limited	**–**	–	**0.19**	0.93	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–

Rs. in crores

RELATED PARTY TRANSACTIONS	Holding Company		Subsidiary Companies		Fellow Subsidiaries/ Associate of Holding Company		Associate companies		Key Management Personnel		Relatives of Key Management Personnel		Post employment benefit plan	
Particulars	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year
- Mahindra USA, Inc	–	–	–	–	**2.06**	3.09	–	–	–	–	–	–	–	–
- Mahindra First Choice Wheels Limited	–	–	–	–	**0.48**	0.42	–	–	–	–	–	–	–	–
- Mahindra Lifespace Developers Ltd	–	–	–	–	–	0.02	–	–	–	–	–	–	–	–
- Mahindra Racing UK Limited	–	–	–	–	**0.01**	–	–	–	–	–	–	–	–	–
- Mahindra Holidays & Resorts India Ltd	–	–	–	–	**0.03**	0.01	–	–	–	–	–	–	–	–
- Mahindra Logistics Limited	–	–	–	–	**0.06**	–	–	–	–	–	–	–	–	–
- Mahindra Last Mile Mobility Ltd	–	–	–	–	–	0.16	–	–	–	–	–	–	–	–
- Mahindra & Mahindra Financial Services Limited Superannuation Scheme	–	–	–	–	–	–	–	–	–	–	–	–	**7.45**	–
Purchase of fixed assets (incl Capital advances)														
- Mahindra & Mahindra Limited	**116.98**	126.34	–	–	–	–	–	–	–	–	–	–	–	–
- Mahindra Rural Housing Finance Limited	–	–	**0.17**	0.01	–	–	–	–	–	–	–	–	–	–
- Mahindra Insurance Brokers Limited	–	–	**0.20**	0.25	–	–	–	–	–	–	–	–	–	–
- Mahindra Lifespace Developers Ltd.	–	–	–	–	–	0.19	–	–	–	–	–	–	–	–
- NBS International Limited	–	–	–	–	**13.46**	9.19	–	–	–	–	–	–	–	–
- Mahindra Electric Automobile Limited (MEAL)	–	–	–	–	**22.50**	3.11	–	–	–	–	–	–	–	–
Sale of fixed assets														
- Mahindra & Mahindra Limited	**0.25**	0.44	–	–	–	–	–	–	–	–	–	–	–	–
- Mahindra Rural Housing Finance Limited	–	–	**0.29**	0.05	–	–	–	–	–	–	–	–	–	–
- Mahindra First Choice Wheels Limited	–	–	–	–	**0.08**	0.27	–	–	–	–	–	–	–	–
- Mahindra World City (Jaipur) Limited	–	–	–	–	–	0.20	–	–	–	–	–	–	–	–
- Mahindra Accelo Limited	–	–	–	–	**0.04**	–	–	–	–	–	–	–	–	–
- MLL Mobility Private Limited	–	–	–	–	**7.45**	–	–	–	–	–	–	–	–	–
Fixed deposits taken														
- Mahindra Insurance Brokers Limited	–	–	**229.23**	180.00	–	–	–	–	–	–	–	–	–	–
- PSL Media & Communications Ltd	–	–	–	–	–	0.21	–	–	–	–	–	–	–	–
- Mahindra Holidays & Resorts India Ltd	–	–	–	–	–	25.00	–	–	–	–	–	–	–	–
- Mr Ramesh Iyer	–	–	–	–	–	–	–	–	–	0.17	–	–	–	–
- Mr Raul Rebello	–	–	–	–	–	–	–	–	–	0.00	–	–	–	–
- Others	–	–	–	–	–	–	–	–	–	–	–	2.40	–	–
Fixed deposits matured														
- Mahindra Insurance Brokers Limited	–	–	**155.50**	115.50	–	–	–	–	–	–	–	–	–	–
- PSL Media & Communications Ltd	–	–	–	–	–	0.21	–	–	–	–	–	–	–	–
- Mahindra Holidays & Resorts India Ltd	–	–	–	–	–	15.00	–	–	–	–	–	–	–	–
- Mr Ramesh Iyer	–	–	–	–	–	–	–	–	–	0.85	–	–	–	–
- Mr Raul Rebello	–	–	–	–	–	–	–	–	–	0.00	–	–	–	–

Rs. in crores

RELATED PARTY TRANSACTIONS	Holding Company		Subsidiary Companies		Fellow Subsidiaries/ Associate of Holding Company		Associate companies		Key Management Personnel		Relatives of Key Management Personnel		Post employment benefit plan	
Particulars	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year
- Others	–	–	–	–	–	–	–	–	–	–	–	2.30	–	–
Dividend paid														
- Mahindra & Mahindra Limited	**474.23**	405.97	–	–	–	–	–	–	–	–	–	–	–	–
- Mahindra & Mahindra Financial Services Ltd Employees' Stock Option Trust	–	–	**0.41**	0.61	–	–	–	–	–	–	–	–	–	–
- Mr Ramesh Iyer	–	–	–	–	–	–	–	–	–	1.00	–	–	–	–
- Ms Rama Bijapurkar	–	–	–	–	–	–	–	–	–	0.02	–	–	–	–
- Mr Dhananjay Mungale	–	–	–	–	–	–	–	–	–	0.01	–	–	–	–
- Mr Raul Rebello	–	–	–	–	–	–	–	–	**0.00**	0.00	–	–	–	–
- Others	–	–	–	–	–	–	–	–	–	–	–	0.00	–	–
Inter corporate deposits taken														
- Mahindra & Mahindra Limited	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Inter corporate deposits repaid/ matured														
- Mahindra Insurance Brokers Limited	–	–	**18.50**	41.00	–	–	–	–	–	–	–	–	–	–
Trade Advance given														
- NBS International Limited	–	–	–	–	**34.23**	–	–	–	–	–	–	–	–	–
Trade Advance Settled														
- NBS International Limited	–	–	–	–	**33.31**	–	–	–	–	–	–	–	–	–
Balances as at the end of the period														
Receivables														
- Mahindra & Mahindra Limited	**1.48**	5.93	–	–	–	–	–	–	–	–	–	–	–	–
- Mahindra Insurance Brokers Limited	–	–	**2.10**	0.12	–	–	–	–	–	–	–	–	–	–
- Mahindra Rural Housing Finance Limited	–	–	**3.28**	1.50	–	–	–	–	–	–	–	–	–	–
- NBS International Limited	–	–	–	–	**2.11**	1.19	–	–	–	–	–	–	–	–
- Mahindra Susten Private Limited	–	–	–	–	**0.00**	–	–	–	–	–	–	–	–	–
- Mahindra Integrated Business Solutions Pvt Limited	–	–	–	–	**0.01**	–	–	–	–	–	–	–	–	–
- Mahindra Holidays & Resorts India Ltd	–	–	–	–	**0.02**	–	–	–	–	–	–	–	–	–
- Mahindra Summit Agriscience Limited	–	–	–	–	**0.00**	–	–	–	–	–	–	–	–	–
- Mahindra Teqo Pvt Limited	–	–	–	–	**0.03**	–	–	–	–	–	–	–	–	–
- Mahindra HZPC Pvt Ltd	–	–	–	–	**0.03**	–	–	–	–	–	–	–	–	–
- Mahindra Logistics Limited	–	–	–	–	**0.03**	–	–	–	–	–	–	–	–	–
- Sustainable Energy Infra Investment Managers Private Limited	–	–	–	–	**0.04**	–	–	–	–	–	–	–	–	–
- Mahindra Lifespace Developers Ltd.	–	–	–	–	**0.22**	–	–	–	–	–	–	–	–	–
- Tech Mahindra Limited	–	–	–	–	**0.44**	0.98	–	–	–	–	–	–	–	–
- Mahindra Last Mile Mobility Ltd	–	–	–	–	**3.84**	4.42	–	–	–	–	–	–	–	–
- Mahindra Defence Systems Ltd	–	–	–	–	**0.01**	0.09	–	–	–	–	–	–	–	–
- MLL Mobility Private Limited	–	–	–	–	**0.01**	–	–	–	–	–	–	–	–	–

Rs. in crores

RELATED PARTY TRANSACTIONS	Holding Company		Subsidiary Companies		Fellow Subsidiaries/ Associate of Holding Company		Associate companies		Key Management Personnel		Relatives of Key Management Personnel		Post employment benefit plan	
Particulars	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year	**Current Year**	Previous Year
- MLL Express Services Private Limited	**–**	–	**–**	–	**0.01**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Epc Irrigation Limited	**–**	–	**–**	–	**0.02**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Agri Solutions Ltd	**–**	–	**–**	–	**0.18**	–	**–**	–	**–**	–	**–**	–	**–**	–
Investments														
- Mahindra Rural Housing Finance Limited	**–**	–	**799.29**	799.29	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Insurance Brokers Limited	**–**	–	**206.84**	206.84	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Manulife Investment Management Pvt Ltd	**–**	–	**–**	–	**–**	–	**195.30**	195.30	**–**	–	**–**	–	**–**	–
- Mahindra Manulife Trustee Company Pvt Ltd	**–**	–	**–**	–	**–**	–	**0.50**	0.50	**–**	–	**–**	–	**–**	–
- Mahindra Finance CSR Foundation	**–**	–	**0.00**	0.00	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Finance USA, Inc	**–**	–	**–**	–	**–**	–	**210.55**	210.55	**–**	–	**–**	–	**–**	–
- Mahindra Ideal Finance Ltd	**–**	–	**77.97**	77.97	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- New Democratic Electoral Trust	**–**	–	**–**	–	**0.02**	0.02	**–**	–	**–**	–	**–**	–	**–**	–
- Smartshift Logistics Solutions Pvt Ltd.	**–**	–	**–**	–	**9.50**	9.50	**–**	–	**–**	–	**–**	–	**–**	–
Payables														
- Mahindra & Mahindra Limited	**5.79**	16.52	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Rural Housing Finance Limited	**–**	–	**0.13**	0.01	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra First Choice Wheels Limited	**–**	–	**–**	–	**3.12**	2.04	**–**	–	**–**	–	**–**	–	**–**	–
- Tech Mahindra Limited	**–**	–	**–**	–	**0.08**	9.97	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra USA, Inc	**–**	–	**–**	–	**0.09**	2.35	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Integrated Business Solutions Pvt Limited	**–**	–	**–**	–	**1.41**	1.41	**–**	–	**–**	–	**–**	–	**–**	–
- NBS International Limited	**–**	–	**–**	–	**1.35**	1.02	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Logistics Limited	**–**	–	**–**	–	**0.06**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Last Mile Mobility Ltd	**–**	–	**–**	–	**0.05**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Electric Automobile Limited (MEAL)	**–**	–	**–**	–	**0.73**	1.50	**–**	–	**–**	–	**–**	–	**–**	–
- Others	**–**	–	**–**	–	**0.00**	0.00	**–**	–	**–**	–	**–**	–	**–**	–
Inter corporate deposits taken (including interest accrued but not due)														
- Mahindra Insurance Brokers Limited	**–**	–	**–**	21.64	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
Fixed deposits (including interest accrued but not due)														
- Mahindra & Mahindra Limited	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Insurance Brokers Limited	**–**	–	**291.81**	210.80	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
- PSL Media & Communications Ltd	**–**	–	**–**	–	**0.88**	0.86	**–**	–	**–**	–	**–**	–	**–**	–
- Mahindra Holidays & Resorts India Ltd	**–**	–	**–**	–	**176.62**	164.54	**–**	–	**–**	–	**–**	–	**–**	–
- Mr Ramesh Iyer	**–**	–	**–**	–	**–**	–	**–**	–	**–**	0.17	**–**	–	**–**	–
- Mr Raul Rebello	**–**	–	**–**	–	**–**	–	**–**	–	**0.00**	0.00	**–**	–	**–**	–
- Others	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**0.05**	2.48	**–**	–

Key Management Personnel as defined in Ind AS 24 - Related Party Disclosures

iii) Details of related party transactions with Key Management Personnel (KMP) are as under :

Key management personnel are those individuals who have the authority and responsibility for planning and exercising power to directly or indirectly control the activities of the Company or its employees. Accordingly, the Company considers any Director, including independent and non-executive directors, to be key management personnel for the purposes of IND AS 24 - Related Party Disclosures.

Rs. in crores

Name of the KMP	Nature of transactions	March 31, 2026	March 31, 2025
Mr. Ramesh Iyer (Vice-Chairman & Managing Director)			
(Ceased to be a director w.e.f 29 April 2024)	Gross Salary including perquisites	–	3.65
	Commission	–	–
	Stock Option	–	–
	Others - Contribution to Funds	–	–
		–	3.65
Mr. Raul Rebello (Managing Director & Chief Executive Officer)			
	Gross Salary including perquisites	**5.60**	3.62
	Commission	–	–
	Stock Option	–	–
	Others - Contribution to Funds	**0.38**	0.33
		5.98	3.95
Mr. Dhananjay Mungale (Independent Director)			
(Ceased to be a director w.e.f 23 July 2024)	Commission	–	0.14
	Sitting fees	–	0.11
		–	0.25
Ms. Rama Bijapurkar (Independent Director)			
(Ceased to be a director w.e.f 23 July 2024)	Commission	–	0.14
	Sitting fees	–	0.09
		–	0.23
Mr. C.B. Bhave (Independent Director)			
(Ceased to be a director w.e.f 02 Feb 2025)	Commission	–	0.34
	Sitting fees	–	0.23
		–	0.57
Mr. Milind Sarwate (Independent Director)			
	Commission	**0.44**	0.40
	Sitting fees	**0.27**	0.29
		0.71	0.69
Dr. Rebecca Nugent (Independent Director)			
	Commission	**0.44**	0.40
	Sitting fees	**0.12**	0.14
		0.56	0.54
Diwakar Gupta (Independent Director)			
	Commission	**0.44**	0.40
	Sitting fees	**0.22**	0.24
		0.66	0.64
Vijay Kumar Sharma			
(Appointed w.e.f. 15 May 2024)	Commission	**0.43**	0.35
	Sitting fees	**0.17**	0.09
		0.60	0.44
Ashwani Ghai (LIC of India representative)			
	Commission	**0.43**	0.39
	Sitting fees	**0.09**	0.08
		0.52	0.47
Padmaja Chunduru			
(Appointed w.e.f. 10 Nov 2025)	Commission	**0.18**	–
	Sitting fees	**0.02**	–
		0.20	–

iv) Disclosure required under Section 186 (4) of the Companies Act, 2013

As at March 31, 2026

Rs. in crores

Particulars	Relationship	Balance as on April 1, 2025	Advances/ investments	Repayments/ sale	Balance as on March 31, 2026
(A) Loans and advances		**–**	**–**	**–**	**–**
		–	**–**	**–**	**–**
(B) Unsecured redeemable non-convertible subordinate debentures		**–**	**–**	**–**	**–**
		–	**–**	**–**	**–**
(C) Investments:					
Mahindra Insurance Brokers Limited	Subsidiary	**206.84**	**–**	**–**	**206.84**
Mahindra Rural Housing Finance Limited	Subsidiary	**799.30**	**–**	**–**	**799.30**
Mahindra Manulife Investment Management Private Limited	Joint Venture	**195.30**	**–**	**–**	**195.30**
Mahindra Manulife Trustee Private Limited	Joint Venture	**0.50**	**–**	**–**	**0.50**
Mahindra Finance CSR Foundation	Wholly owned Subsidiary	**0.00**	**–**	**–**	**0.00**
Mahindra Finance USA, LLC	Joint Venture	**210.55**	**–**	**–**	**210.55**
Mahindra Ideal Finance Limited, Sri Lanka (considered as Subsidiary w.e.f. 8 July 2021) (Formerly known as Ideal Finance Limited)	Subsidiary	**77.97**	**–**	**–**	**77.97**
Smartshift Logistics Solutions Private Limited	Fellow Associate	**9.50**	**–**	**–**	**9.50**
New Democratic Electoral Trust	Fellow subsidiary	**0.02**	**–**	**–**	**0.02**
		1,499.98	**–**	**–**	**1,499.98**
Total		**1,499.98**	**–**	**–**	**1,499.98**

As at March 31, 2025

Rs. in crores

Particulars	Relation	Balance as on April 1, 2024	Advances/ investments	Repayments/ sale	Balance as on March 31, 2025
(A) Loans and advances		–	–	–	–
		–	–	–	–
(B) Unsecured redeemable non-convertible subordinate debentures					
		–	**–**	**–**	**–**
(C) Investments					
Mahindra Insurance Brokers Limited	Subsidiary	206.84	–	–	206.84
Mahindra Rural Housing Finance Limited	Subsidiary	799.30	–	–	799.30
Mahindra Manulife Investment Management Private Limited	Joint Venture	195.30	–	–	195.30
Mahindra Manulife Trustee Private Limited	Joint Venture	0.50	–	–	0.50
Mahindra Finance CSR Foundation	Wholly owned Subsidiary	0.00	–	–	0.00
Mahindra Finance USA, LLC	Joint Venture	210.55	–	–	210.55
Mahindra Ideal Finance Limited, Sri Lanka	Subsidiary	77.97	–	–	77.97
Smartshift Logistics Solutions Private Limited	Fellow Associate	9.50	–	–	9.50
New Democratic Electoral Trust	Fellow subsidiary	0.02	–	–	0.02
		1,499.98	**–**	**–**	**1,499.98**
Total		**1,499.98**	**–**	**–**	**1,499.98**

Notes:

i) Above loans & advances and investments have been given for general business purposes of the recipient and figures are at historical cost.

ii) There were no guarantees given/ securities provided during the year.

52 Disclosures Pursuant To Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 vide circular no. RBI/DOR/2025-26/359 DOR.ACC.REC.No.278/21.04.018/2025-26 dated November 28, 2025

Rs. in crores

Sr. No.	Particulars	As at March 31, 2026		As at March 31, 2025	
	Liabilities	**Amount Outstanding**	**Amount Overdue**	Amount Outstanding	Amount Overdue
1)	**Loans and advances availed by the NBFC inclusive of interest accrued thereon but not paid :**				
	(a) Debentures:				
	- Secured	**19,305.00**	**–**	22,974.56	–
	- Unsecured	**1,077.09**	**–**	1,076.79	–
	(b) Deferred Credits	**–**	**–**	–	–
	(c) Term Loans	**55,718.10**	**–**	52,998.12	–
	(d) Inter-corporate loans and Other Borrowings	**–**	**–**	30.48	–
	(e) Commercial Paper	**6,156.97**	**–**	2,153.48	–
	(f) Public Deposits	**7,175.75**	**–**	6,947.62	–
	(g) Fixed Deposits accepted from Corporates	**7,020.28**	**–**	4,456.53	–
	(h) External Commercial Borrowings	**5,722.28**	**–**	7,022.09	–
	(i) Associated liabilities in respect of securitization transactions	**12,799.65**	**–**	8,684.41	–
	(j) Triparty repo dealing and settlement (TREPs) against Government securities	**–**	**–**	999.82	
	(k) Subordinate debt (including NCDs issued through Public issue)	**5,359.74**	**–**	5,529.57	–
	(l) Other Short Term Loans and credit facilities from banks	**–**	**–**	–	–
2)	**Break-up of (1) (f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid) :**				
	(a) In the form of Unsecured debentures	**–**	**–**	–	–
	(b) In the form of partly secured debentures i.e. Debentures where there is a shortfall in the value of security	**–**	**–**	–	–
	(c) Other public deposits	**7,175.75**	**–**	6,947.62	–

		Amount Outstanding	
	Asset side:	**As at March 31, 2026**	As at March 31, 2025
3)	**Break-up of Loans and Advances including bills receivables [other than those included in (4) below] :**		
	(a) Secured	**–**	–
	(b) Unsecured	**7,655.90**	6,149.03
4)	**Break up of Leased Assets and stock on hire and hypothecation loans counting towards AFC activities :**		
	(i) Lease assets including lease rentals under sundry debtors:		
	(a) Financial lease	**–**	–
	(b) Operating lease	**4.92**	2.72
	(ii) Stock on hire including hire charges under sundry debtors:		
	(a) Assets on hire	**–**	–
	(b) Repossessed Assets	**–**	–
	(iii) Other loans counting towards AFC activities:		
	(a) Loans where assets have been repossessed	**105.67**	162.14
	(b) Loans other than (a) above	**1,22,479.77**	1,09,953.15
5)	**Break-up of Investments:**		
	Current Investments:		
	1. Quoted:		
	(i) Shares:		
	(a) Equity	**–**	–
	(b) Preference	**–**	–
	(ii) Debentures and Bonds	**6.75**	161.43
	(iii) Units of mutual funds	**83.24**	78.12
	(iv) Government Securities	**842.53**	1,941.69
	(v) Investments in Certificate of Deposits with Banks	**748.80**	2,330.40
	(vi) Investments in Commercial Papers	**–**	593.75
	2. Unquoted:		
	(i) Shares:		
	(a) Equity	**–**	–
	(b) Preference	**–**	–
	(ii) Debentures and Bonds	**–**	–
	(iii) Units of mutual funds	**–**	–
	(iv) Government Securities	**–**	–
	(v) Certificate of Deposits with Banks	**–**	–
	(vi) Commercial Papers	**–**	–
	(vii) Investments in Pass Through Certificates under securitization transactions	**–**	–
	(viii) Investment in Triparty Repo Dealing System (TREPS)	**–**	–

Asset side:	Amount Outstanding As at March 31, 2026	 As at March 31, 2025
Long Term Investments:		
1. Quoted:		
(i) Shares:		
(a) Equity	**0.10**	0.18
(b) Preference	**–**	–
(ii) Debentures and Bonds	**327.95**	333.88
(iii) Units of mutual funds	**–**	–
(iv) Government Securities	**3,219.80**	3,398.41
2. Unquoted:		
(i) Shares:		
(a) Equity	**1,591.20**	1,562.62
(b) Preference	**–**	–
(ii) Debentures and Bonds	**–**	–
(iii) Units of mutual funds	**–**	–
(iv) Government Securities	**–**	–
(v) Investments in Pass Through Certificates under securitization transactions	**–**	–

6) Borrower group-wise classification assets financed as in (3) and (4) above:

Category	As at March 31, 2026			As at March 31, 2025		
	Amount net of provisions			Amount net of provisions		
	Secured	Unsecured	Total	Secured	Unsecured	Total
1. Related Parties						
(a) Subsidiaries	**–**	**–**	**–**	–	–	–
(b) Companies in the same group	**17.10**	**12.06**	**29.16**	12.54	8.89	21.43
(c) Other related parties	**–**	**–**	**–**	–	–	–
2. Other than related parties	**1,22,568.34**	**7,648.76**	**1,30,217.10**	1,10,102.75	6,142.86	1,16,245.61
Total	**1,22,585.44**	**7,660.82**	**1,30,246.26**	1,10,115.29	6,151.75	1,16,267.04

7) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):

Category	As at March 31, 2026		As at March 31, 2025	
	Market Value/ Break up or fair value or NAV	Book Value (net of provisions)	Market Value/ Break up or fair value or NAV	Book Value (net of provisions)
1. Related Parties				
(a) Subsidiaries	**1,029.60**	**1,029.60**	1,029.60	1,029.60
(b) Companies in the same group	**561.60**	**561.60**	533.02	533.02
(c) Other related parties	**–**	**–**	–	–
2. Other than related parties	**5,265.49**	**5,229.17**	8,870.83	8,837.86
Total	**6,856.69**	**6,820.37**	10,433.45	10,400.48

8) Other information:

Particulars	As at March 31, 2026 Amount	As at March 31, 2025 Amount
i) Gross Non-Performing Assets:		
(a) Related parties	**–**	–
(b) Other than related parties	**4,578.38**	4,413.94
ii) Net Non-Performing Assets:		
(a) Related parties	**–**	–
(b) Other than related parties	**1,897.65**	2,155.89
iii) Assets acquired in satisfaction of debt:	**0.10**	0.18

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I) Capital

Particulars	As at March 31, 2026	As at March 31, 2025
CRAR (%)	**18.84%**	18.33%
CRAR-Tier I Capital (%)	**16.66%**	15.25%
CRAR-Tier II Capital (%)	**2.18%**	3.08%
Amount of subordinated debt raised as Tier-II capital (Rs. in crores)	**–**	1,500.00

II) Investments

Rs. in crores

Particulars	As at March 31, 2026	As at March 31, 2025
Value of Investments		
(i) Gross Value of Investments		
(a) In India	**6,586.36**	10,166.47
(b) Outside India	**288.52**	288.52
(ii) Provisions for Depreciation		
(a) In India	**–**	–
(b) Outside India	**54.51**	54.51
(iii) Net Value of Investments		
(a) In India	**6,586.36**	10,166.47
(b) Outside India	**234.01**	234.01
Movement of provisions held towards depreciation on investments.		
(i) Opening balance	**54.51**	54.51
(ii) Add: Provisions made during the year	**–**	–
(iii) Less: Write-off/write-back of excess provisions during the year	**–**	–
(iv) Closing balance	**54.51**	54.51

III) Derivatives

a) Forward Rate Agreement (FRA)/ Cross Currency, Interest Rate Swap (IRS)

Rs. in crores

Particulars	As at March 31, 2026	As at March 31, 2025
(i) The notional principal of swap agreements	**6,682.16**	8,582.05
(ii) Losses which would be incurred if counterparties failed to fulfil their obligations under the agreements	**–**	–
(iii) Collateral required by the Company upon entering into swaps	**–**	–
(iv) Concentration of credit risk arising from the swaps	**–**	–
(v) The fair value of the swap book (Asset/ (Liability (net))	**395.75**	(359.10)

b) Exchange Traded Interest Rate (IR) Derivatives

The Company has not entered into any exchange traded derivative during the current and previous year.

The Company is not carrying out any activity of providing Derivative cover to third parties.

c) Disclosures on Risk Exposure in Derivatives

Qualitative Disclosures –

i) The Company undertakes the derivatives transaction to prudently hedge the risk in context of a particular borrowing or to diversify sources of borrowing and to maintain fixed and floating borrowing mix. The Company does not indulge into any derivative trading transactions. The Company reviews, the proposed transaction and outline any considerations associated with the transaction, including identification of the benefits and potential risks (worst case scenarios); an independent analysis of potential savings from the proposed transaction. The Company evaluates all the risks inherent in the transaction viz., counter party risk, Market Risk, Operational Risk, basis risk etc.

ii) Credit risk is controlled by restricting the counterparties that the Company deals with, to those who either have banking relationship with the Company or are internationally renowned or can provide sufficient information. Market/Price risk arising from the fluctuations of interest rates and foreign exchange rates or from other factors shall be closely monitored and controlled. Normally transaction entered for hedging, will run till its life, irrespective of profit or loss. However in case of exceptions it has to be un-winded only with prior approval of M.D/ CFO/ Treasurer. Liquidity risk is controlled by restricting counterparties to those who have adequate facility, sufficient information, and sizable trading capacity and capability to enter into transactions in any markets around the world.

iii) The respective functions of trading, confirmation and settlement should be performed by different personnel. The front office and back-office role is well defined and segregated. All the derivatives transactions is quarterly monitored and reviewed by CFO and Treasurer. All the derivative transactions have to be reported to the board of directors on every quarterly board meetings including their financial positions.

iv) Company has a hedging policy in place which mandates to have a hedge relation established before a derivative transaction is entered into. The Company ensures that the hedging effectiveness is monitored continuously during the life of the derivative contract. The company has put in place accounting policy covering recording hedge and non-hedge transactions, recognition of income, premiums and discounts; valuation of outstanding contracts, provisioning and credit risk mitigation.

Quantitative Disclosures –

d) Foreign currency non-repatriate loans availed:

Rs. in crores

		As at March 31, 2026		As at March 31, 2025	
		Currency Derivatives	Interest Rate Derivatives	Currency Derivatives	Interest Rate Derivatives
(i)	Derivatives (Notional Principal Amount)				
	– For hedging	**–**	**6,682.16**	–	8,582.05
(ii)	Marked to Market Positions [1]				
	(a) Asset (+) Estimated gain	**397.06**	**5.54**	30.95	–
	(b) Liability (-) Estimated loss	**–**	**(6.85)**	(309.81)	(80.24)
(iii)	Credit Exposure [2]	**–**	**–**	–	–
(iv)	Unhedged Exposures	**–**	**–**	–	–

IV) During the year ended March 31, 2026, the Company has undertaken co-lending arrangements with respective participating banks and NBFCs in accordance with RBI circular no. RBI/2020-21/63 FIDD. CO.Plan.BC. No.8/04.09.01/2020-21, dated November 05, 2020. The details of such co-lending arrangements are provided in the below table.

Rs. in crores

Sr. No.	Particulars	As at March 31, 2026	As at March 31, 2025
I)	As Originator RE -		
1)	Quantum of CLAs:		
	– Number of CLA Partners	**2**	–
	– Number of Outstanding cases	**448**	–
	Amount disbursed under CLA (Rs. in crore)	**36.11**	–
2)	Weighted Average Rate of Interest (%)	**10.52%**	–
3)	Fees received (Rs. in crore)	**0.96**	–

Rs. in crores

Sr. No.	Particulars	As at March 31, 2026	As at March 31, 2025
4)	Fees Paid (Rs. In crore)	**–**	–
5)	Broad Sectors in which CLA was made	**Vehicle Loans**	–
6)	Performance of loans under CLA:		
	- Standard (Rs. In crore)	**35.66**	–
	- Non-Performing Loans (Rs. In crore)	**–**	–
7)	Details related to Default Loss Guarantee (DLG)	**–**	–
II)	**As Partner RE -**		
1)	Quantum of CLAs:		
	- Number of CLA Partners	**2**	–
	- Number of Outstanding cases	**1,918**	–
2)	Amount disbursed under CLA (Rs.in crore)	**12.73**	–
3)	Weighted Average Rate of Interest (%)	**12.48%**	–
4)	Fees received (Rs. In crore)	**–**	–
5)	Fees Paid (Rs. In crore)	**0.03**	–
6)	Broad Sectors in which CLA was made	**Loan Against Property & Unsecured loans to MSME's**	**–**
7)	Performance of loans under CLA:		
	- Standard (Rs. In crore)	**103.84**	–
	- Non-Performing Loans (Rs. In crore)	**2.96**	–
8)	Details related to Default Loss Guarantee (DLG)#	**20.83**	–

Of the amount mentioned in point no.7 as DLG, Rs. 9.95 Crore stands Invoked.

During the year ended March 31, 2026, the Company has not undertaken any co-lending arrangements with any of the banks or NBFCs in accordance with Reserve Bank of India (Non-Banking Financial Companies - Transfer and Distribution of Credit Risk), Directions, 2025 RBI/DOR/2025-26/352 DOR.STR. REC.271/21.04.048/ 2025/26 dated November 28, 2025.

V) Disclosures relating to Securitization

a) Disclosures in the notes to the accounts in respect of securitization transactions as required under Disclosures Pursuant To Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 vide circular no. RBI/ DOR/2025-26/359 DOR.ACC.REC.No.278/21.04.018/2025-26 dated November 28, 2025

Rs. in crores

Sr. No.	Particulars	As at March 31, 2026	As at March 31, 2025
1)	No. of Special Purpose Entities (SPEs) holding assets for securitisation transactions originated by the NBFC (only the Special Purpose Vehicles (SPVs) relating to outstanding securitization exposures to be reported here)	**35**	21
2)	Total amount of securitised assets as per books of the SPEs	**12,784.24**	8,672.81
3)	Total amount of exposures retained by the NBFC to comply with MRR as on the date of balance sheet -		
	a) Off-balance sheet exposures		
	First loss-		
	- Credit enhancement in form of corporate undertaking	**1,103.02**	858.35
	Others	**–**	–
	b) On-balance sheet exposures		
	First loss-		
	- Cash collateral term deposits with banks	**1,962.77**	982.33
	Others-		
	- Retained interest in pass through certificates (excluding accrued interest)	**–**	–

Rs. in crores

Sr. No.	Particulars	As at March 31, 2026	As at March 31, 2025
4)	Amount of exposures to securitization transactions other than MRR		
	a) Off-balance sheet exposures		
	(i) Exposure to own securitizations		
	First loss	**–**	–
	Others -	**–**	–
	- Excess Interest Spread	**866.89**	819.74
	(ii) Exposure to third party securitizations		
	First loss	**–**	–
	Others	**–**	–
	b) On-balance sheet exposures		
	(i) Exposure to own securitizations		
	First loss	**–**	–
	Others -	**–**	**–**
	- Cash collateral term deposits with banks	**–**	**–**
	(ii) Exposure to third party securitizations		
	First loss	**–**	–
	Others	**–**	–
5)	Sale consideration received for the securitised assets (for transactions executed during the year)	**9,648.54**	6,477.28
	Gain/loss on sale on account of securitisation	**Nil**	Nil
6)	Form and quantum (outstanding value) of services provided by way of, liquidity support, post-securitisation asset servicing, etc. * The Company has assumed Role of Servicer for all outstanding securitization transactions. Servicing fee received during the financial year is disclosed.	**26.63**	14.20
7)	Performance of facility provided. Please provide separately for each facility viz. Credit enhancement, liquidity support, servicing agent etc. Mention percent in bracket as of total value of facility provided.		
	Credit Enhancement:		
	a) Opening Balance Outstanding	**1,840.68**	1,893.39
	b) Additions during the year (Fresh Transactions)	**1,225.12**	778.17
	c) Top Up during the year	**–**	–
	d) Reductions during the year (Matured Transactions)	**–**	830.88
	e) Withdrawal during the year	**–**	–
	f) Closing Balance Outstanding	**3,065.80**	1,840.68
	Excess Interest Spread (EIS) (Amount Held In Trust):		
	a) Opening Balance Outstanding	**545.29**	896.13
	b) Additions during the year (Fresh Transactions)	**3.95**	18.06
	c) Top Up during the year	**317.66**	186.18
	d) Reductions during the year (Matured Transactions)	**–**	555.08
	e) Withdrawal during the year	**–**	–
	f) Closing Balance Outstanding	**866.90**	545.29
8)	Average default rate of portfolios observed in the past. Please provide breakup separately for each asset class i.e. RMBS, Vehicle Loans etc. # # (may mention average default rate of previous 5 years		
	a) Agriculture & allied activities*	**4.95%**	7.44%
	b) Auto Loans*	**3.89%**	5.52%
	* % of NPA to total advances to that asset class		
9)	Amount and number of additional/top up loan given on same underlying asset. Please provide breakup separately for each asset class i.e. RMBS, Vehicle Loans etc.	**Nil**	Nil
10)	Investor complaints -		
	a) Directly/Indirectly received	**Nil**	Nil
	b) Complaints outstanding	**Nil**	Nil

b) Details of Financial Assets sold to Securitization/ Reconstruction Company for Asset Reconstruction

The Company has transferred one stressed loan to Asset Reconstruction Company (ARC) through direct assignment during the year ended March 31, 2026. The details of the same are as under:

Rs. in crores

Particulars	To ARCs		To Permitted transferees	To Other transferees (specify)
	NPA	SMA		
Count of loan accounts	1	–	–	–
Aggregate principal outstanding of loans transferred (Rs. in crore)	18.02	–	–	–
Weighted average residual tenor of the loans transferred (in years)	0.27	–	–	–
Net book value of loans transferred (Rs. in crore) (at the time of transfer)	–	–	–	–
Aggregate consideration (Rs. in crore)	9.46	–	–	–
Additional consideration realized in respect of accounts transferred in earlier years	–	–	–	–

*During the previous year, the Company has not assigned /transferred any stress loan exposures.

VI) Disclosures relating to loans transferred/ acquired through assignment/ novation and loan participation

a) During the current year, details of assignment transactions undertaken by the Company

Rs. in crores

Sr. No.	Particulars	As at March 31, 2026*	As at March 31, 2025
1)	No. of accounts	–	749.00
2)	Aggregate value (net of provision) of account sold	–	51.67
3)	Aggregate consideration (to the extent of 80% of assets assigned)	–	41.34
4)	No. of transactions	–	1.00
5)	Weighted average maturity (residual maturity) (in months)	–	47.40
6)	Weighted average holding period (in months)	–	7.89
7)	Retention of beneficial economic interest (MRR of the assignor)	–	20.00%
8)	Coverage of tangible security coverage	–	100.00%
9)	Rating-wise distribution of weighted loans	NA	Unrated
10)	Number of instances (transactions) where transferor has agreed to replace the transferred loans	–	–
11)	Number of transferred loans replaced	–	–
12)	Net gain on derecognition of financial instruments under amortised cost category	–	1.90

*During the current year, the Company has not acquired any loan exposures through assignment/ novation and loan participation.

b) During the current year and the previous year, the Company has not acquired any stressed loans.

c) During the current year and the previous year, the Company has not acquired any loans not in default through assignment.

VII) Exposures

a) Exposure to Real Estate Sector

Rs. in crores

	Category	As at March 31, 2026	As at March 31, 2025
i)	**Direct exposure**		
	a) Residential Mortgages -		
	Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented. Exposure would also include non-fund based (NFB) limits	**1,845.91**	1,291.89
	b) Commercial Real Estate -		
	Lending secured by mortgages on commercial real estates (office buildings, retail space, multi-purpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based (NFB) limits.	**3.68**	50.01
	c) Investments in Mortgage Backed Securities (MBS) and other securitized exposures -		
	a. Residential	–	–
	b. Commercial Real Estate	–	–
ii)	**Indirect exposure**		
	Fund based and non-fund-based exposures on National Housing Bank and Housing Finance Companies.	–	17.93
	Total Exposure to Real Estate Sector	**1,849.59**	1,359.83

b) Exposure to Capital Market

Rs. in crores

	Particulars	As at March 31, 2026	As at March 31, 2025
(i)	Direct investment in equity shares, convertible bonds, convertible debentures and units of equity-oriented mutual funds the corpus of which is not exclusively invested in corporate debt*	**155.35**	126.85
(ii)	Advances against shares/ bonds/ debentures or other securities or on clean basis to individuals for investment in shares (including IPOs/ ESOPs), convertible bonds, convertible debentures, and units of equity-oriented mutual funds	–	–
(iii)	Advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security	–	–
(iv)	Advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares/ convertible bonds/ convertible debentures/ units of equity oriented mutual funds does not fully cover the advances	–	–
(v)	Secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers	–	–
(vi)	Loans sanctioned to corporates against the security of shares/ bonds/ debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources	–	–
(vii)	Bridge loans to companies against expected equity flows/ issues	–	–
(viii)	Underwriting commitments taken up by the NBFCs in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds	–	–

Rs. in crores

	Particulars	As at March 31, 2026	As at March 31, 2025
(ix)	Financing to stockbrokers for margin trading	–	–
(x)	All exposures to Alternative Investment Funds:		
	i) Category I	–	–
	ii) Category II	–	–
	iii) Category III	–	–
	Total Exposure to Capital Market	**155.35**	126.85

*Excludes investments in its subsidiaries, associates and joint ventures.

c) Sectoral exposure

Rs. in crores

	Sectors	As at March 31, 2026			As at March 31, 2025		
		Total Exposure (includes on balance sheet and off-balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector	Total Exposure (includes on balance sheet and off-balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector
1)	**Agriculture & allied activities**	**21,041.00**	**947.72**	**4.5%**	17,098.73	901.42	5.3%
2)	**Industry**						
	i) Micro and Small	**4,314.36**	**70.35**	**1.6%**	2,796.47	34.94	1.2%
	ii) Medium	**1,682.72**	**6.75**	**0.4%**	1,219.63	1.52	0.1%
	iii) Large	**1,582.41**	**–**	**0.0%**	669.92	0.15	0.0%
	iv) Others - Trade advances to Dealers	**3,163.21**	**6.00**	**0.2%**	3,197.47	8.39	0.3%
	Total of Industry	**10,742.70**	**83.10**	**0.8%**	7,883.49	45.00	0.6%
3)	**Services**						
	i) Transport Operators	**21,156.41**	**1,089.93**	**5.2%**	23,405.07	1,120.30	4.8%
	ii) Others	**510.63**	**3.47**	**0.7%**	1,462.52	28.46	1.9%
	Total of Services	**21,667.04**	**1,093.40**	**5.0%**	24,867.59	1,148.76	4.6%
4)	**Retail/ Personal loans**						
	i) Vehicle/Auto Loans	**77,847.40**	**2,365.98**	**3.0%**	67,308.80	2,257.09	3.4%
	ii) Personal loans	**1,228.82**	**21.54**	**1.8%**	726.12	16.93	2.3%
	iii) Others	**1,569.09**	**66.64**	**4.2%**	1,788.29	44.74	2.5%
	Total of Retail /Personal loans	**80,645.31**	**2,454.16**	**3.0%**	69,823.21	2,318.76	3.3%
5)	**Others (if any; to specify)**				–	–	
	Total	**1,34,096.05**	**4,578.38**	**3.4%**	1,19,673.02	4,413.93	3.7%

i) The disclosures as above shall be based on the sector-wise and industry-wise bank credit (SIBC) return submitted by scheduled commercial banks to the Reserve Bank and published by Reserve Bank as 'Sectoral Deployment of Bank Credit'.

ii) In the disclosures as above, if within a sector, exposure to a specific sub-sector/industry is more than 10 per cent of Tier I Capital of a NBFC, the same shall be disclosed separately within that sector. Further, within a sector, if exposure to specific sub-sector/industry is less than 10 per cent of Tier I Capital, such exposures shall be clubbed and disclosed as "Others" within that sector.

d) Intra-group exposures

Rs. in crores

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
i)	Total amount of intra-group exposures	**1664.92**	1630.26
ii)	Total amount of top 20 intra-group exposures	**1664.92**	1630.26
iii)	Percentage of intra-group exposures to total exposure of the NBFC on borrowers/customers	**1.18%**	1.25%

e) Unhedged foreign currency exposure

Details of its unhedged foreign currency exposures:

As at March 31, 2026:Nil

As at March 31, 2025:Nil

Policies to manage currency induced risk:

Currency Risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Foreign currency risk arise majorly on account of foreign currency borrowings. The Company's foreign currency exposures are managed in accordance with its Foreign Exchange Risk Management Policy which has been approved by its Board of Directors. The Company manages its foreign currency risk by entering into forward contract and cross currency swaps.

f) Details of financing of parent company products

Of the total financing activity undertaken by the Company during the financial year 2025-26: 48 % (March 31, 2025: 44%) of the financing was towards parent company products.

g) Details of Single Borrower Limit (SGL) /Group Borrower Limit (GBL) exceeded by the NBFC

During the current year and the previous year, the Company has not exceeded the prudential exposure limits for Single Borrower Limit (SGL) /Group Borrower Limit (GBL).

h) Unsecured Advances

As at March 31, 2026, the amount of unsecured advances stood at Rs. 7,677.22 crore (March 31, 2025: Rs. 6,161.54 crore). There are no advances secured against intangible assets.

VIII) Miscellaneous

a) Registration obtained from other financial sector regulators

Rs. in crores

Sr. No.	Regulator	Registration no.	Valid From	Valid Up to
1)	AMFI Registered Mutual Fund Advisor (ARMFA)	ARN-30156	Aug 05, 2025	Aug 04, 2028
2)	Insurance Regulatory and Development Authority - Corporate agent	CA0939	May 21, 2024	May 20, 2027

b) Disclosure of Penalties and strictures imposed by RBI and other regulators

During the year under review, following monetary penalty was levied by RBI:

– Rs. 0.71 crores vide its order dated April 25, 2025 for non-compliance with certain provisions of the 'Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016' and 'Reserve Bank of India (Know Your Customer (KYC)) Directions, 2016'

– Rs. 0.12 crores vide its order dated February 27, 2026 for non-compliance with certain directions issued by RBI on 'Fair Practices Code' and 'Internal Ombudsman for Regulated Entities'

c) Related Party Transactions

(Refer note no. 51)

d) Rating assigned by credit rating agencies and migration of ratings during the year

Credit Rating -

During the year under review, CRISIL Ratings Limited (CRISIL), has reaffirmed the credit rating of the Company's Long Term Bank Facilities, Non- Convertible Debentures, Subordinated Debt, Bank Facilities and Fixed Deposit as 'CRISIL AAA/ Stable'. The rating on the Company's Short-term Bank facilities and Commercial Paper has been reaffirmed at 'CRISIL A1+' which indicates very strong degree of safety regarding timely payment of financial obligations. Such securities carry lowest credit risk.

During the year under review, India Ratings & Research Private Limited (IND), which is part of Fitch Group, reaffirmed the rating of Company's Long-term Debt instruments, Subordinated Debt programme, Bank Facilities and Fixed Deposit Programme as 'IND AAA/Stable' and Principal protected market linked debenture as IND PP-MLD AAA /Stable. The Company's Short Term Bank Loans, Commercial Paper has been rated at IND A1+.

During the year under review, CARE Ratings, also reaffirmed the 'CARE AAA; Stable' rating to Company's Long-term debt instrument and Subordinated Debt programme.

During the year under review, Brickwork Ratings India Private Limited (BWR) has, reaffirmed the 'BWR AAA/stable' rating of the Company's Long-term Subordinated Debt Issue.

The 'AAA' ratings denote the highest degree of safety regarding timely servicing of financial obligations. Such instruments carry lowest credit risk.

'A1+' ratings indicate very strong degree of safety regarding timely payment of financial obligations. Such securities carry lowest credit risk.

e) During the year, the Company has not carried out any project finance activities.

f) During the year, the Company has not carried out any transactions related to off-balance sheet exposures and structured products.

g) During the year, the Company has not carried out any transactions related to Non-Fund Based (NFB) Credit Facilities.

IX) Net Profit of Loss for the period, prior period items and change in accounting policies

There are no such material items which require disclosures in the notes to Accounts in terms of the relevant Accounting Standard.

X) Revenue Recognition

Refer note no. 2.6 under Summary of Material Accounting Policies.

XI) Indian Accounting Standard 27 (Ind AS 27) - Consolidated and Separate Financial Statements (CFS)

All the subsidiaries of the Company have been consolidated as per Ind AS 27. Refer consolidated financial statements (CFS)

XII) Provisions and Contingencies

Rs. in crores

Particulars	As at March 31, 2026	As at March 31, 2025
Break up of 'Provisions and Contingencies' shown under the head Expenditure in Profit and Loss Account		
Provisions for depreciation on Investment	–	–
Provision towards non-performing assets (Stage 3 assets)	**422.30**	53.36
Provision made towards Income tax	**923.02**	779.45
Other Provision and Contingencies (Loan commitment)	**4.08**	0.67
Provision for diminution in the fair value of restructured advances	**–**	–
Provision for Standard Assets (Stage 1 and Stage 2 assets)	**59.75**	5.59

Draw Down from Reserves

Year ended March 31, 2026: Nil

Year ended March 31, 2025: Nil

XIII) Concentration of Deposits, Advances, Exposures and NPAs

a) Concentration of Deposits (for deposit taking NBFCs)

Rs. in crores

Particulars	As at March 31, 2026	As at March 31, 2025
Total Deposits of twenty largest depositors	**3,788.44**	3,229.25
Percentage of Deposits of twenty largest depositors to Total Deposits of the NBFC.	**26.7%**	28.3%

b) Concentration of Advances

Rs. in crores

Particulars	As at March 31, 2026	As at March 31, 2025
Total Advances to twenty largest borrowers	**1,852.89**	1,322.63
Percentage of Advances to twenty largest borrowers to Total Advances of the NBFC	**1.4%**	1.1%

c) Concentration of Exposures

Rs. in crores

Particulars	As at March 31, 2026	As at March 31, 2025
Total Exposure to twenty largest borrowers/ customers	**1,854.04**	1,322.63
Percentage of Exposures to twenty largest borrowers/ customers to Total Exposure of the NBFC on borrowers/ customers	**1.4%**	1.1%

d) Concentration of NPAs

Rs. in crores

Particulars	As at March 31, 2026	As at March 31, 2025
Total Exposure to top four NPA accounts	**20.77**	24.65

e) Movement of NPAs*

Rs. in crores

Particulars			As at March 31, 2026	As at March 31, 2025
i)	Net NPAs to Net Advances (%)		**1.44%**	1.84%
ii)	Movement of NPAs (Gross)			
	(a)	Opening balance	4,413.94	3,490.90
	(b)	Additions during the year	2,731.42	2,973.04
	(c)	Reductions during the year	(2,566.98)	(2,050.00)
	(d)	Closing balance	**4,578.38**	4,413.94
iii)	Movement of Net NPAs			
	(a)	Opening balance	2,155.89	1,285.96
	(b)	Additions during the year	990.26	1,630.66
	(c)	Reductions during the year	(1,248.50)	(760.73)
	(d)	Closing balance	**1,897.65**	2,155.89
iv)	Movement of provisions for NPAs			
	(a)	Opening balance	2,258.04	2,204.94
	(b)	Provisions made during the year	1,741.16	1,342.37
	(c)	Write-off/write-back of excess provisions	(1,318.48)	(1,289.27)
	(d)	Closing balance	**2,680.72**	2,258.04

* NPA represent stage 3 assets

XIV) Overseas Assets (for those with Joint Ventures and Subsidiaries abroad)

Rs. in crores

			Total Assets#	
Name of the Joint Venture/ Subsidiary	**Other Partner in the JV/ Subsidiary**	**Country**	**As at March 31, 2026**	As at March 31, 2025
Mahindra Ideal Finance Limited	Ideal Finance Limited, Sri Lanka	Sri Lanka	**539.64**	287.95
Mahindra Finance USA, LLC*	De Lage Landen Financial Services	USA	**4,869.30**	4,653.59

* For financial reporting purpose, Mahindra Finance USA, LLC is considered an associate.

Figures represent ownership of MMFSL in the entities.

XV) Off-balance Sheet SPVs sponsored (which are required to be consolidated as per accounting norms)

Name of the SPV sponsored -

Domestic	Overseas
N/A	N/A

XVI) Participation in currency futures and currency options

The company has not undertaken any transaction during the current year and previous year for currency futures and options.

XVII) Asset Liability Management Maturity pattern of certain items of Assets and Liabilities*

As at March 31, 2026

Rs. in crores

Particulars	1 to 7 days	8 to 14 days	15 days to 31 days	Over 1 month up to 2 months	Over 2 months up to 3 months	Over 3 months & up to 6 months	Over 6 months & up to 1 year	Over 1 year & up to 3 years	Over 3 year & up to 5 years	Over 5 years	Total
Deposits	110.80	78.58	301.59	300.72	358.94	1,891.44	3,193.24	7,189.49	771.23	–	**14,196.03**
Advances	1,533.82	2,219.17	4,989.33	4,812.34	4,720.09	11,247.19	19,512.35	56,579.84	19,719.69	4,826.32	**1,30,160.14**
Investments	87.56	187.19	12.06	217.42	442.26	520.53	214.31	1,679.12	1,383.95	2,075.97	**6,820.37**
Borrowings	1,146.93	246.45	4,312.91	6,871.29	8,026.94	8,094.58	17,982.01	39,302.92	7,178.31	7,254.21	**1,00,416.55**
Foreign Currency liabilities	0.73	–	40.98	–	–	16.88	–	5,663.69	–	–	**5,722.28**

As at March 31, 2025

Rs. in crores

Particulars	1 to 7 days	8 to 14 days	15 days to 31 days	Over 1 month up to 2 months	Over 2 months up to 3 months	Over 3 months & up to 6 months	Over 6 months & up to 1 year	Over 1 year & up to 3 years	Over 3 year & up to 5 years	Over 5 years	Total
Deposits	29.01	444.86	525.65	160.33	245.71	1,041.29	1,802.94	6,092.00	1,062.36	–	11,404.15
Advances	1,263.44	1,869.91	1,829.81	4,063.99	4,183.83	10,190.74	17,737.94	53,247.59	18,108.83	3,717.94	1,16,214.02
Investments	785.40	8.89	597.48	1,110.69	983.72	645.72	973.51	1,758.14	713.39	2,823.54	10,400.48
Borrowings	1,333.53	191.39	3,977.45	3,031.91	4394.10	7,661.11	12,639.18	41,650.92	12,261.88	7,305.76	94,447.23
Foreign Currency liabilities	–	200.12	40.98	–	–	23.62	1,647.66	5,109.71	–	–	7,022.09

*Figures based on contractual maturity.

XVIII) Disclosure of complaints

a) Summary information on complaints received by the NBFCs from customers and from the Offices of Ombudsman

Sr No	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
	Complaints received by the NBFC from its customers		
1	Number of complaints pending at beginning of the year	**3,555**	405
2	Number of complaints received during the year	**52,574**	43,174
3	Number of complaints disposed during the year	**55,217**	40,024
3.1	Of which, number of complaints rejected by the NBFC	**–**	–

Sr No	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
4	Number of complaints pending at the end of the year	**912**	3,555
	Maintainable complaints received by the NBFC from Office of Ombudsman		
5*	Number of maintainable complaints received by the NBFC from Office of Ombudsman	**2,309**	1,737
5.1	Of 5, number of complaints resolved in favour of the NBFC by Office of Ombudsman	**325**	528
5.2	Of 5, number of complaints resolved through conciliation/mediation/advisories issued by Office of Ombudsman	**627**	428
5.3	Of 5, number of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC	**–**	–
6	Number of Awards unimplemented within the stipulated time (other than those appealed)	**–**	–

Note: Maintainable complaints refer to complaints on the grounds specifically mentioned in Integrated Ombudsman Scheme, 2021 (Previously The Ombudsman Scheme for Non-Banking Financial Companies, 2018) and covered within the ambit of the Scheme.

* It shall only be applicable to NBFCS which are included under The Reserve Bank - Integrated Ombudsman Scheme, 2021

b) Top five grounds of complaints received by the NBFCs from customers

Grounds of complaints, (i.e. complaints relating to)	Number of complaints pending at the beginning of the year	Number of complaints received during the year	% increase/ decrease in the number of complaints received over the previous year	Number of complaints pending at the end of the year	Of 5, number of complaints pending beyond 30 days
Year ended March 31, 2026					
Loan and advances	1,404	35,121	38%	380	80
Levy of charges without prior notice/ excessive charges/ foreclosure charges	684	6,887	76%	131	34
Staff behaviour	612	3,809	47%	226	22
Fraud	447	1,853	13%	68	24
Repossession	161	1,419	104%	45	7
Others	247	3,485	(61%)	62	13
Total	**3,555**	**52,574**	**22%**	**912**	**180**
Year ended March 31, 2025					
Loan and advances	122	25,396	148%	1,404	194
Levy of charges without prior notice/ excessive charges/ foreclosure charges	12	3,908	364%	684	16
Staff behaviour	111	2,583	1%	612	387
Fraud	42	1,643	233%	447	259
Difficulty in operation of accounts	2	880	215%	45	22
Others	116	8,764	123%	363	226
Total	**405**	**43,174**	**142%**	**3,555**	**1,104**

XIX) Breach of covenant

During the current year and previous year there is no instances of breach of covenant of loan availed or debt securities issued.

XX) Divergence in Asset Classification and Provisioning

Disclosure of details of divergence, if either or both of the following conditions are satisfied:

a) the additional provisioning requirements assessed by RBI (or National Housing Bank(NHB) in the case of Housing Finance Companies) exceeds 5 percent of the reported profits before tax and impairment loss on financial instruments for the reference period, or

b) the additional Gross NPAs identified by RBI/NHB exceeds 5 per cent of the reported Gross NPAs for the reference period.

As per the RBI inspection report for the reference period March 31, 2025, the assessment of Divergence in Asset Classification and Provisioning is below the threshold as defined under a) and b) above and hence the details as required in tabular form is not presented here.

XXI) Disclosure for NBFCs-UL

Mandatory listed within three years of identification as NBFC-UL - Not Applicable for the Company

XXII) Loan to Directors, Senior Officers and Relatives of Directors

Rs. in crores

	Particulars	Year ended March 31, 2026	Year ended March 31, 2025
i)	Directors and their relatives	–	–
ii)	Entities associated with directors and their relatives	–	–
iii)	Senior officers and their relatives	–	–

XXIII) Related party disclosures (refer annexure - 1)

53) Annexure - 1

Related Party Disclosure for the year ended March 31, 2026

Rs. in crores

Sr No.	Item/Related Party	1. Parent (as per ownership or control)			2. Subsidiaries			3. Fellow Subsidiaries			4. Associate*			5. Directors		
		Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year
1	Borrowings	–	–	–	(18.50)	–	18.50	–	–	–	–	–	–	–	–	–
2	Deposits	–	–	–	73.73	291.81	317.50	–	177.50	177.50	–	–	–	–	–	–
3	Placement of deposits	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
4	Advances	–	–	–	–	–	–	0.92	2.11	4.50	–	–	–	–	–	–
5	Investments	–	–	–	–	1,084.10	1,084.10	–	9.52	9.52	–	406.35	406.35	–	–	–
6	Purchase of fixed/ other assets	116.98	–	–	0.38	–	–	35.95	–	–	–	–	–	–	–	–
7	Sale of fixed/other assets	0.25	–	–	0.29	–	–	7.58	–	–	–	–	–	–	–	–
8	Interest paid	–	–	–	22.08	–	–	13.49	–	–	–	–	–	–	–	–
9	Interest received	2.60	–	–	–	–	–	–	–	–	–	–	–	–	–	–
10	Others															
	- Dividend paid	474.23	–	–	0.41	–	–	–	–	–	–	–	–	–	–	–
	- Lease rental income	116.63	–	–	–	–	–	30.86	–	–	–	–	–	–	–	–
	- Subvention/ Incentive	3.20	–	–	–	–	–	9.52	–	–	–	–	–	–	–	–
	- Other Transactions	66.23	7.27	–	189.46	5.51	–	146.85	11.81	–	0.79	–	–	3.24	–	–
	Total	**780.12**	**7.27**	**–**	**267.85**	**1,381.42**	**1,420.10**	**245.17**	**200.94**	**191.52**	**0.79**	**406.35**	**406.35**	**3.24**	**–**	**–**

Sr No.	Item/Related Party	6. Relatives of Directors			7. Key Management Personnel			8. Relatives of Key Management Personnel			9. Others			Total		
		Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year
1	Borrowings	–	–	–	–	–	–	–	–	–	–	–	–	–18.50	–	18.50
2	Deposits	–	–	–	–	0.00	0.00	–	0.05	0.05	–	–	–	73.73	469.36	495.05
3	Placement of deposits	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
4	Advances	–	–	–	–	–	–	–	–	–	–	–	–	0.92	2.11	4.50
5	Investments	–	–	–	–	–	–	–	–	–	–	–	–	–	1,499.97	1,499.97
6	Purchase of fixed/ other assets	–	–	–	–	–	–	–	–	–	–	–	–	153.31	–	–
7	Sale of fixed/other assets	–	–	–	–	–	–	–	–	–	–	–	–	8.12	–	–
8	Interest paid	–	–	–	0.00	–	–	0.00	–	–	–	–	–	35.57	–	–
9	Interest received	–	–	–	–	–	–	–	–	–	–	–	–	2.60	–	–
10	Others													–	–	–
	- Dividend paid	–	–	–	0.00	–	–	–	–	–	–	–	–	474.64	–	–
	- Lease rental income	–	–	–	–	–	–	–	–	–	–	–	–	147.49	–	–
	- Subvention/ Incentive	–	–	–	–	–	–	–	–	–	–	–	–	12.72	–	–
	- Other Transactions	–	–	–	5.98	–	–	–	–	–	28.91	–	–	441.46	24.59	–
	Total	**–**	**–**	**–**	**5.98**	**0.00**	**0.00**	**0.00**	**0.05**	**0.05**	**28.91**	**–**	**–**	**1,332.06**	**1,996.03**	**2,018.02**

Annexure - 1

Related Party Disclosure for the year ended March 31, 2025

Rs. in crores

Sr No.	Item/Related Party	1. Parent (as per ownership or control)			2. Subsidiaries			3. Fellow Subsidiaries			4. Associate*			5. Directors		
		Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year
1	Borrowings	–	–	–	–41.00	21.64	65.19	–	–	–	–	–	–	–	–	–
2	Deposits	–	–	–	64.50	210.80	210.80	10.00	165.40	165.40	–	–	–	–	–	–
3	Placement of deposits	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
4	Advances	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
5	Investments	–	–	–	–	1,084.10	1,084.10	–	9.52	9.52	–	406.35	406.35	–	–	–
6	Purchase of fixed/ other assets	126.34	–	–	0.26	–	–	12.49	–	–	–	–	–	–	–	–
7	Sale of fixed/other assets	0.44	–	–	0.05	–	–	0.47	–	–	–	–	–	–	–	–
8	Interest paid	–	–	–	13.54	–	–	11.98	–	–	–	–	–	–	–	–
9	Interest received	2.17	–	–	–	–	–	–	–	–	–	–	–	–	–	–
10	Others															
	- Dividend paid	405.97	–	–	0.61	–	–	–	–	–	–	–	–	–	–	–
	- Lease rental income	93.73	–	–	–	–	–	20.38	–	–	–	–	–	–	–	–
	- Subvention/Incentive	19.17	–	–	–	–	–	9.88	–	–	–	–	–	–	–	–
	- Other Transactions	53.43	22.44	–	27.61	1.63	–	178.60	24.96	–	1.05			–	–	–
	Total	**701.25**	**22.44**	**–**	**65.57**	**1,318.17**	**1,360.09**	**243.80**	**199.88**	**174.92**	**1.05**	**406.35**	**406.35**	**–**	**–**	**–**

Sr No.	Item/Related Party	6. Relatives of Directors			7. Key Management Personnel			8. Relatives of Key Management Personnel			9. Others			Total		
		Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year	Transaction value	Outstanding year end	Maximum O/s during the year
1	Borrowings	–	–	–	–	–	–	–	–	–	–	–	–	–41.00	21.64	65.19
2	Deposits	–	–	–	–0.68	0.17	0.17	0.10	2.48	2.61	–	–	–	73.92	378.84	378.97
3	Placement of deposits	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
4	Advances	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
5	Investments	–	–	–	–	–	–	–	–	–	–	–	–	–	1,499.97	1,499.97
6	Purchase of fixed/ other assets	–	–	–	–	–	–	–	–	–	–	–	–	139.09	–	–
7	Sale of fixed/other assets	–	–	–	–	–	–	–	–	–	–	–	–	0.96	–	–
8	Interest paid	–	–	–	0.06	–	–	0.18	–	–	–	–	–	25.76	–	–
9	Interest received	–	–	–	–	–	–	–	–	–	–	–	–	2.17	–	–
10	Others															
	- Dividend paid	–	–	–	1.02	–	–	0.00	–	–	–	–	–	407.60	–	–
	- Lease rental income	–	–	–	–	–	–	–	–	–	–	–	–	114.11	–	–
	- Subvention/Incentive	–	–	–	–	–	–	–	–	–	–	–	–	29.06	–	–
	- Other Transactions	–	–	–	11.44	–	–	–	–	–	–	–	–	280.31	49.03	–
	Total	**–**	**–**	**–**	**11.84**	**0.17**	**0.17**	**0.28**	**2.48**	**2.61**	**–**	**–**	**–**	**1,031.98**	**1,949.48**	**1,944.13**

XXIV) Public disclosure on liquidity risk:

a) Funding Concentration based on significant counterparty (both deposits and borrowings)

As at March 31, 2026

Sr. no.	Type of instrument	Number of Significant Counterparties	Amount (Rs. in crores)	% of Total deposits	% of Total Liabilities
1	Deposits	Nil	Nil	Nil	Nil
2	Borrowings	19	78,449.39	552.6%	63.7%

As at March 31, 2025

Sr. no.	Type of instrument	Number of Significant Counterparties	Amount (Rs. in crores)	% of Total deposits	% of Total Liabilities
1	Deposits	Nil	Nil	Nil	Nil
2	Borrowings	19	72,670.65	637.2%	62.8%

b) Top 20 large deposits (amount in Rs. in crore and % of total deposits)

As at March 31, 2026

Description	Amount (Rs. in crores)	% of Total deposits
Total for Top 20 large deposits	3,788.44	26.7%

As at March 31, 2025

Description	Amount (Rs. in crores)	% of Total deposits
Total for Top 20 large deposits	3,229.25	28.3%

c) Top 10 borrowings (amount in Rs. in crore and % of total borrowings)

As at March 31, 2026

Description	Amount (Rs. in crores)	% of Total borrowings
Total for Top 10 borrowings	63,072.17	52.41%

As at March 31, 2025

Description	Amount (Rs. in crores)	% of Total borrowings
Total for Top 10 borrowings	59,289.58	52.53%

d) Funding Concentration based on significant instrument/product*

Sr. no.	Name of the instrument/product	As at March 31, 2026 Amount (Rs. in crores)	As at March 31, 2026 % of Total liabilities	As at March 31, 2025 Amount (Rs. in crores)	As at March 31, 2025 % of Total liabilities
1	Non-convertible debentures (Secured)	20,382.09	16.55%	24,051.35	20.78%
2	Term loans from banks (including FCNR loans)	55,718.10	45.25%	52,998.12	45.79%
3	External Commercial Borrowings	5,722.28	4.65%	7,022.09	6.07%
4	Associated liabilities in respect of securitization transactions	12,799.65	10.39%	8,684.41	7.50%
5	Triparty repo dealing and settlement (TREPs) against Government securities	–	0.00%	999.82	0.86%
6	Deposits	14,196.03	11.53%	11,404.15	9.85%
7	Subordinated redeemable non-convertible debentures	5,359.74	4.35%	5,529.57	4.78%
8	Commercial Papers (Unsecured)	6,156.97	5.00%	2,153.48	1.86%
9	Inter-corporate deposits (ICDs)	–	–	–	0.00%
		1,20,334.86	**97.72%**	**1,12,842.99**	**97.50%**
	Funding Concentration pertaining to insignificant instruments/products	**–**	**0.00%**	**30.48**	**0.03%**
	Total borrowings under all instruments/products	**1,20,334.86**	**97.72%**	**1,12,873.47**	**97.53%**

* The amount stated in this disclosure is based on the audited financial statements for the years ended March 31, 2025 and March 31, 2026.

** Top counterparty and top 20 deposits are arrived excluding interest accrued.

e) Stock Ratios

As at March 31, 2026

Sr. no.	Name of the instrument/product	Amount (Rs. in crores)	% of total public funds	% of total liabilities	% of total assets
a)	Commercial papers (CPs)	6,156.97	5.12%	5.00%	4.16%
b)	Non-convertible debentures (NCDs) with original maturity of less than 1 year	Nil	Nil	Nil	Nil
c)	Other short-term liabilities	10,266.85	8.53%	8.34%	6.94%

As at March 31, 2025

Sr. no.	Name of the instrument/product	Amount (Rs. in crores)	% of total public funds	% of total liabilities	% of total assets
a)	Commercial papers (CPs)	2,153.48	1.91%	1.86%	1.59%
b)	Non-convertible debentures (NCDs) with original maturity of less than 1 year	Nil	Nil	Nil	Nil
c)	Other short-term liabilities	4,224.93	3.74%	3.65%	3.12%

f) Institutional set-up for liquidity risk management

The Liquidity Risk Management framework of the Company is governed by its Liquidity Risk Management Policy and Procedures approved by the Board. The Asset Liability Committee of the Board (ALCO) and Asset Liability Management Committee (ALMCO) oversee the implementation of liquidity risk management strategy of the Company and ensure adherence to the risk tolerance/limits set by the Board.

The Company maintains a robust funding profile with no undue concentration of funding sources. In order to ensure a diversified borrowing mix, concentration of borrowing through various sources is monitored. The Company maintains a positive cumulative mismatch in all buckets. As on March 31, 2026, the Company maintained a liquidity buffer of approximately Rs.9,191 crore.

Definition of terms as used in the table above:

a) *Significant counterparty:*

A "Significant counterparty" is defined as a single counterparty or group of connected or affiliated counterparties accounting in aggregate for more than 1% of the NBFC's total liabilities.

b) *Significant instrument/product:*

A "Significant instrument/product" is defined as a single instrument/product of group of similar instruments/products which in aggregate amount to more than 1% of the NBFC's total liabilities.

c) *Total liabilities:*

Total liabilities include all external liabilities (other than equity).

d) *Public funds:*

"Public funds" includes funds raised either directly or indirectly through public deposits, inter-corporate deposits, bank finance and all funds received from outside sources such as funds raised by issue of Commercial Papers, Debentures etc. but excludes funds raised by issue of instruments compulsorily convertible into equity shares within a period not exceeding 5 years from the date of issue. It includes total borrowings outstanding under all types of instruments/products.

e) *Other short-term liabilities:*

All short-term borrowings other than CPs and NCDs with original maturity less than 12 months.

53 Disclosures Pursuant To Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 vide circular no. RBI/DOR/2025-26/359 DOR.ACC.REC.No.278/21.04.018/2025-26 dated November 28, 2025

Liquidity Coverage Ratio (LCR) for the year ended March 31, 2026

Rs. in crores

Particulars	Quarter ended March 31, 2026		Quarter ended December 31 2025		Quarter ended September 30 2025		Quarter ended June 30 2025	
	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
High Quality Liquid Assets								
1 Total High Quality Liquid Assets (HQLA)								
(refer note 1 and 2 below)	5,040.01	4,976.43	5,433.88	5,361.77	5,540.87	5,419.11	5,968.70	5,894.45
Cash Outflows								
2 Deposits (for deposit taking companies)	307.56	353.69	248.54	285.82	271.26	311.95	319.51	367.43
3 Unsecured wholesale funding	1,309.27	1,505.66	1,477.30	1,698.89	548.90	631.23	630.66	725.26
4 Secured wholesale funding	4,791.72	5,510.47	3,455.19	3,973.47	3,304.66	3,800.36	3,442.97	3,959.41
5 Additional requirements, of which								
i) Outflows related to derivative exposures and other collateral requirements	79.31	91.20	69.62	80.06	44.45	51.12	114.78	132.00
ii) Outflows related to loss of funding on debt products	–	–	–	–	–	–	–	–
iii) Credit and liquidity facilities	–	–	–	–	–	–	–	–

Rs. in crores

Particulars		Quarter ended March 31, 2026		Quarter ended December 31 2025		Quarter ended September 30 2025		Quarter ended June 30 2025	
		Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
6	Other contractual funding obligations	646.33	743.27	650.92	748.56	848.97	976.32	1,612.75	1,854.66
7	Other contingent funding obligations	599.73	689.69	465.01	534.76	434.13	499.25	238.05	273.76
8	**TOTAL CASH OUTFLOWS**	**7,733.92**	**8,893.98**	**6,366.58**	**7,321.56**	**5,452.37**	**6,270.23**	**6,358.72**	**7,312.52**
Cash Inflows									
9	Secured lending	–	–	–	–	–	–	–	–
10	Inflows from fully performing exposures	6,079.81	4,559.86	6,161.43	4,621.07	5,636.03	4,227.02	5,805.93	4,354.45
11	Other cash inflows	8,358.12	6,268.59	11,375.55	8,531.66	9,050.59	6,787.94	8,906.51	6,679.88
12	**TOTAL CASH INFLOWS**	**14,437.93**	**10,828.45**	**17,536.98**	**13,152.73**	**14,686.62**	**11,014.96**	**14,712.44**	**11,034.33**
	TOTAL ADJUSTED VALUES								
13	**TOTAL HQLA**	**5,040.01**	**4,976.43**	**5,433.88**	**5,361.77**	**5,540.87**	**5,419.11**	**5,968.70**	**5,894.45**
14	**TOTAL NET CASH OUTFLOWS**	**(6,704.01)**	**(1,934.47)**	**(11,170.40)**	**(5,831.17)**	**(9,234.25)**	**(4,744.73)**	**(8,353.72)**	**(3,721.81)**
	25% of Total Cash Out Flow	1,933.48	2,223.50	1,591.65	1,830.39	1,363.09	1,567.56	1,589.68	1,828.13
15	**LIQUIDITY COVERAGE RATIO (%)**	**261%**	**223.81%**	**341%**	**293%**	**406%**	**346%**	**375%**	**322%**

Computation of Net cash outflows

Notes:

1) The average weighted and unweighted amounts are calculated taking simple average based on daily observation for the respective quarter. Weighted values have been calculated after the application of respective haircuts (for HQLA) and stress factors on inflow and outflow.
2) Components of High Quality Liquid Assets (HQLA).

Particulars		Quarter ended March 31, 2026		Quarter ended December 31 2025		Quarter ended September 30 2025		Quarter ended June 30 2025	
		Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
I	**Assets to be included as HQLA without any haircut:**								
	- Cash	186.04	186.04	121.27	121.27	112.32	112.32	158.26	158.26
	- Government securities	4,430.08	4,430.08	4,831.90	4,831.90	4,616.76	4,616.76	5,315.39	5,315.39
II	**Assets to be considered for HQLA with a minimum haircut of 15%:**								
	- Corporate Bonds	306.67	260.67	300.00	255.00	302.17	256.85	350.00	297.50
	- Commercial Papers	117.22	99.64	180.71	153.60	509.62	433.18	145.05	123.30
III	**Assets to be considered for HQLA with a minimum haircut of 50%:**								
	- Commercial Papers	–	–	–	–	–	–	–	–
	TOTAL	**5,040.01**	**4,976.43**	**5,433.88**	**5,361.77**	**5,540.87**	**5,419.11**	**5,968.70**	**5,894.45**

The Company complies with the guidelines for computation of the Liquidity Coverage Ratio and shall all times meet the minimum requirements of LCR as laid down by the Reserve Bank of India and as applicable from time to time. The Liquidity Risk Management framework of the Company is governed by its Liquidity Risk Management Policy and Procedures approved by the Board. The Asset Liability Committee of the Board (ALCO) and Asset Liability Management Committee (ALMCO) oversee the implementation of liquidity risk management strategy of the Company and ensure adherence to the risk tolerance/limits set by the Board.

The HQLAs comprises of Cash*, Investment in Central and State Government Securities#, and highly-rated Corporate Bonds and Commercial papers, including those of Public Sector Enterprises, as adjusted after assigning the haircuts as prescribed by RBI.

* Cash would mean cash on hand and demand deposits with Scheduled Commercial Banks.

Investment in Central and State Government Securities- This also includes securities held as per the provisions of Section 45IB of the RBI Act, 1934 (reckoned as HQLA only to the extent of 80% of the required holding).

53 Disclosures Pursuant To Master Direction – Reserve Bank Of India (Non-Banking Financial Company – Scale Based Regulation) Directions, 2023 (As amended from time to time)

Liquidity Coverage Ratio (LCR) for the year ended March 31, 2025

Rs. in crores

Particulars		Quarter ended March 31, 2025		Quarter ended December 31 2024		Quarter ended September 30 2024		Quarter ended June 30 2024	
		Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
High Quality Liquid Assets									
1	Total High Quality Liquid Assets (HQLA)	5,643.06	5,542.23	4,956.00	4,459.00	4,871.84	4,378.70	5,164.29	4,642.96
	(refer note 1 below)	–	–	–	–	–	–	–	–
Cash Outflows									
2	Deposits (for deposit taking companies)	387.45	387.45	202.00	202.00	176.71	176.71	155.05	155.05
3	Unsecured wholesale funding	2,091.64	2,091.64	2,581.00	2,581.00	1,513.54	1,513.54	1,824.54	1,824.54
4	Secured wholesale funding	2,877.80	2,877.80	1,708.00	1,708.00	1,885.25	1,885.25	1,491.18	1,491.18
5	Additional requirements, of which								
	i) Outflows related to derivative exposures and other collateral requirements	87.69	87.92	–	–	–	–	–	–
	ii) Outflows related to loss of funding on debt products	–	–	–	–	–	–	–	–
	iii) Credit and liquidity facilities	–	–	–	–	–	–	–	–
6	Other contractual funding obligations	1,308.33	1,308.33	1,758.00	1,758.00	1,828.02	1,828.02	1,891.30	1,891.30
7	Other contingent funding obligations	207.22	197.50	272.00	16.00	193.13	193.13	90.72	90.72
8	**TOTAL CASH OUTFLOWS**	**6,960.13**	**6,950.64**	**6,521.00**	**6,265.00**	**5,596.65**	**5,596.65**	**5,452.78**	**5,452.78**
Cash Inflows									
9	Secured lending	–	–	–	–	–	–	–	–
10	Inflows from fully performing exposures	1,084.62	1,084.62	4,646.20	4,646.20	4,310.19	4,310.19	6,103.32	6,103.32
11	Other cash inflows	11,217.86	11,217.86	4,426.61	3,803.35	3,417.34	3,417.34	1,175.32	1,175.32
12	**TOTAL CASH INFLOWS**	**12,302.48**	**12,302.48**	**9,072.81**	**8,449.55**	**7,727.53**	**7,727.53**	**7,278.63**	**7,278.63**
	TOTAL ADJUSTED VALUES								
13	**TOTAL HQLA**	**5,643.06**	**5,542.23**	**4,956.00**	**4,459.00**	**4,871.84**	**4,378.70**	**5,164.29**	**4,642.96**
14	**TOTAL NET CASH OUTFLOWS**	**(5,342.35)**	**(5,351.84)**	**(2,551.81)**	**(2,184.55)**	**(2,130.88)**	**(2,130.88)**	**(1,825.86)**	**(1,825.86)**
	25% of Total Cash Out Flow	1,740.03	1,737.66	1,630.25	1,566.25	1,399.16	1,399.16	1,363.19	1,363.19
15	**LIQUIDITY COVERAGE RATIO (%)**	**324%**	**319%**	**304%**	**285%**	**348%**	**313%**	**379%**	**341%**

Computation of Net cash outflows

Rs. in crores

Net Cash outflows over the 30 days period		Quarter ended March 31, 2025		Quarter ended December 31 2024		Quarter ended September 30 2024		Quarter ended June 30 2024	
		Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
A	Stressed Cash Outflows @ 115% of Outflows	8,004.15	7,993.23	7,499.15	7,204.75	6,436.15	6,436.15	6,270.70	6,270.70
B	Stressed Cash Inflows @ 75% of Inflows	9,226.86	9,226.86	6,804.61	6,337.16	5,795.65	5,795.65	5,458.98	5,458.98
C	Net Stressed Cash Flows (Stressed Cash Out Flow - Stressed Cash Inflow)	(1,222.71)	(1,233.62)	694.54	867.59	640.50	640.50	811.72	811.72
D	25% of Stressed Cash Outflows	2,001.04	1,998.31	1,874.79	1,801.19	1,609.04	1,609.04	1,567.67	1,567.67
E	Greater Value of C or D	2,001.04	1,998.31	1,874.79	1,801.19	1,609.04	1,609.04	1,567.67	1,567.67
F	Liquidity Coverage Ratio (%) After Applying Stress Factor - (1/ E)	282%	277%	264%	248%	303%	272%	329%	296%

Notes:

1) The average weighted and unweighted amounts are calculated taking simple average based on daily observation for the respective quarter. The weightage factor applied to compute weighted average value is constant for all the quarters.
2) Prior to introduction of LCR framework, the Company used to maintain a substantial share of its liquidity in form of fixed deposits with banks and investment in debt mutual funds. Post the introduction of LCR framework, the Company has consciously worked towards increasing its investment in High Quality Liquid Assets (HQLA) as per the RBI guidelines in order to meet the LCR requirement.
3) Weighted values have been calculated after the application of respective haircuts (for HQLA) and stress factors on inflow and outflow.
4) Components of High Quality Liquid Assets (HQLA)

Rs. in crores

Particulars	Quarter ended March 31, 2025		Quarter ended December 31 2024		Quarter ended September 30 2024		Quarter ended June 30 2024	
	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)	Total Unweighted Value (average)	Total Weighted Value (average)
I Assets to be included as HQLA without any haircut:								
- Cash	141.23	141.23	159.86	159.86	116.69	116.69	126.27	126.27
- Government securities	4,829.66	4,829.66	4,445.51	4,000.96	4,402.60	3,962.34	4,687.63	4,218.87
II **Assets to be considered for HQLA with a minimum haircut of 15%:**								
- Corporate Bonds	350.00	297.50	350.52	297.94	352.56	299.68	350.39	297.83
- Commercial Papers	322.17	273.84	–	–	–	–	–	–
III **Assets to be considered for HQLA with a minimum haircut of 50%:**								
- Commercial Papers	–	–	–	–	–	–	–	–
TOTAL	5,643.06	5,542.23	4,955.89	4,458.76	4,871.85	4,378.71	5,164.29	4,642.97

The Company complies with the guidelines for computation of the Liquidity Coverage Ratio and shall all times meet the minimum requirements of LCR as laid down by the Reserve Bank of India and as applicable from time to time. The Liquidity Risk Management framework of the Company is governed by its Liquidity Risk Management Policy and Procedures approved by the Board. The Asset Liability Committee of the Board (ALCO) and Asset Liability Management Committee (ALMCO) oversee the implementation of liquidity risk management strategy of the Company and ensure adherence to the risk tolerance/limits set by the Board.

The HQLAs comprises of Cash*, Investment in Central and State Government Securities #,and highly-rated Corporate Bonds and Commercial papers, including those of Public Sector Enterprises, as adjusted after assigning the haircuts as prescribed by RBI.

* Cash would mean cash on hand and demand deposits with Scheduled Commercial Banks.

Investment in Central and State Government Securities- This also includes securities held as per the provisions of Section 45IB of the RBI Act, 1934 (reckoned as HQLA only to the extent of 80% of the required holding).

The Company maintains a robust funding profile with no undue concentration of funding sources. In order to ensure a diversified borrowing mix, concentration of borrowing through various sources is monitored. Further, the Company has prudential limits on investments in different instruments to maintain a healthy investment profile. Risks relating to foreign currency and interest rate is mitigated by entering in corresponding hedge transactions. Any potential collateral calls from the same forms a miniscule part of cash outflows. There is no currency mismatch in the LCR. The above is periodically monitored by ALMCO and reviewed by ALCO.

54 Disclosure as required under Guidelines on Resolution Framework for COVID-19-related Stress issued by RBI

During the year ended March 31, 2022, to relieve COVID-19 pandemic related stress, the Company had invoked resolution plans for eligible borrowers based on the parameters laid down in accordance with the resolution policy approved by the Board of Directors of the Company and in accordance with the guidelines issued by the RBI.

i) Disclosures pursuant to RBI Notification - RBI/2020-21/16 DOR.No.BP.BC/3/21.04.048/2020-21 dated 6 August 2020 and RBI/2 021- 22/31/DOR.STR. REC.11 /21.04.048/2021-22 dated May 5, 2021

Format - B: For the half year ended September 30, 2025

Rs. in crores

Type of borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the half-year ended March 31, 2025 (A)	Of (A), aggregate debt that slipped into NPA during the half-year (B)	Of (A) amount written off during the half-year (C)	Of (A) amount paid by the borrowers during the half-year (D)	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of half-year ended September 30 2025* (E)
Personal Loans	57.66	4.17	0.17	28.50	24.82
Corporate persons ^	–	–	–	–	–
Of which, MSMEs	–	–	–	–	–
Others -					
- Vehicle loans for commercial purpose	71.42	3.75	0.49	35.69	31.49
Total	**129.08**	**7.92**	**0.66**	**64.19**	**56.31**

Format - B: For the half year ended March 31, 2026

Rs. in crores

Type of borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the half-year ended September 30, 2025 (A)	Of (A), aggregate debt that slipped into NPA during the half-year (B)	Of (A) amount written off during the half-year (C)	Of (A) amount paid by the borrowers during the half-year (D)	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of half-year ended March 31, 2026* (E)
Personal Loans	24.82	1.38	0.11	15.09	8.24
Corporate persons^	–	–	–	–	–
Of which, MSMEs	–	–	–	–	–
Others -					
- Vehicle loans for commercial purpose	31.49	1.04	0.22	17.10	13.13
Total	56.31	2.42	0.33	32.19	21.37

^ As defined in Section 3(7) of the Insolvency and Bankruptcy Code, 2016

* In respect of OTR 2.0, above includes restructuring implemented till September 30, 2021

54 Disclosure as required under Guidelines on Resolution Framework for COVID-19-related Stress issued by RBI

During the year ended March 31, 2022, to relieve COVID-19 pandemic related stress, the Company had invoked resolution plans for eligible borrowers based on the parameters laid down in accordance with the resolution policy approved by the Board of Directors of the Company and in accordance with the guidelines issued by the RBI.

i) Disclosures pursuant to RBI Notification - RBI/2020-21/16 DOR.No.BP.BC/3/21.04.048/2020-21 dated 6 August 2020 and RBI/2 021- 22/31/DOR.STR. REC.11 /21.04.048/2021-22 dated May 5, 2021

Format - B: For the half year ended September 30, 2024

Rs. in crores

Type of borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the half-year ended March 31, 2024 (A)	Of (A), aggregate debt that slipped into NPA during the half-year (B)	Of (A) amount written off during the half-year (C)	Of (A) amount paid by the borrowers during the half-year (D)	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of half-year ended September 30 2024* (E)
Personal Loans	200.24	14.18	0.72	72.64	112.70
Corporate persons ^	15.52	–	–	10.82	4.70
Of which, MSMEs	–	–	–	–	–
Others					–
- Vehicle loans for commercial purpose	269.60	13.97	1.62	108.52	145.49
Total	**485.36**	**28.15**	**2.34**	**191.98**	**262.89**

Format - B: For the half year ended March 31, 2025

Rs. in crores

Type of borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the half-year ended September 30, 2024 (A)	Of (A), aggregate debt that slipped into NPA during the half-year (B)	Of (A) amount written off during the half-year (C)	Of (A) amount paid by the borrowers during the half-year (D)	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of half-year ended March 31, 2025* (E)
Personal Loans	112.70	13.54	0.94	40.56	57.66
Corporate persons ^	4.70	–	–	4.70	–
Of which, MSMEs	–	–	–	–	–
Others					–
- Vehicle loans for commercial purpose	145.49	13.04	2.04	58.99	71.42
Total	262.89	26.58	2.98	104.25	129.08

^ As defined in Section 3(7) of the Insolvency and Bankruptcy Code, 2016

* In respect of OTR 2.0, above includes restructuring implemented till September 30, 2021

55 Disclosures Pursuant To Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 vide circular no. RBI/DOR/2025-26/359 DOR.ACC.REC.No.278/21.04.018/2025-26 dated November 28, 2025

i) A comparison between provisions required under extant prudential norms on Income Recognition, Asset Classification and Provisioning (IRACP) and impairment allowances made under Ind AS 109

Year ended March 31, 2026

Rs. in crores

Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)= (3) - (4)	(6)	(7) = (4) - (6)
Performing Assets						
Standard						
	Stage 1	1,23,128.04	741.56	1,22,386.49	488.37	253.19
	Stage 2	6,389.63	513.64	5,875.99	19.66	493.98
Subtotal for standard		**1,29,517.67**	**1,255.20**	**1,28,262.48**	**508.03**	**747.17**
Non-Performing Assets (NPA)						
Substandard	Stage 3	2,270.74	1,313.11	957.63	367.34	945.77
Doubtful - up to 1 year	Stage 3	1,554.94	615.47	939.47	875.88	(260.41)
1 to 3 years	Stage 3	717.46	716.87	0.59	577.11	139.76
More than 3 years	Stage 3	0.88	0.88	–	0.87	0.01
Subtotal for doubtful		**2,273.28**	**1,333.22**	**940.06**	**1,453.86**	**(120.64)**
Loss	Stage 3	34.36	34.39	(0.03)	34.60	(0.21)
Subtotal for NPA	Stage 3	**4,578.38**	**2,680.72**	**1,897.66**	**1,855.80**	**824.92**
Subtotal for Business Assets		**1,34,096.05**	**3,935.92**	**1,30,160.14**	**2,363.83**	**1,572.09**
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	74.87	62.10	12.77	57.33	4.77
	Stage 2	1.29	0.02	1.27	0.02	–
	Stage 3	0.07	0.04	0.03	0.04	–
Subtotal		**76.23**	**62.16**	**14.07**	**57.39**	**4.77**
Total	Stage 1	1,23,202.91	803.66	1,22,399.26	545.70	257.96
	Stage 2	6,390.92	513.66	5,877.26	19.68	493.98
	Stage 3	4,578.45	2,680.76	1,897.69	1,855.84	824.92
Total		**1,34,172.28**	**3,998.08**	**1,30,174.21**	**2,421.22**	**1,576.86**

Year ended March 31, 2025

Rs. in crores

Asset Classification as per RBI Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)= (3) - (4)	(6)	(7) = (4) - (6)
Performing Assets						
Standard						
	Stage 1	1,08,747.49	598.48	1,08,149.01	432.77	165.71
	Stage 2	6,511.58	602.48	5,909.10	19.26	583.22
Subtotal for standard		**1,15,259.07**	**1,200.96**	**1,14,058.11**	**452.03**	**748.93**
Non-Performing Assets (NPA)						
Substandard	Stage 3	2,587.43	924.28	1,663.15	438.85	485.43
Doubtful - up to 1 year	Stage 3	1,182.09	690.59	491.50	595.59	95.00
1 to 3 years	Stage 3	479.66	479.70	(0.04)	319.97	159.73
More than 3 years	Stage 3	1.22	1.16	0.06	0.93	0.23
Subtotal for doubtful		**1,662.97**	**1,171.45**	**491.52**	**916.49**	**254.96**
Loss	Stage 3	163.54	162.31	1.22	150.75	11.56
Subtotal for NPA		**4,413.94**	**2,258.04**	**2,155.89**	**1,506.10**	**751.95**
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	10.28	56.64	(46.36)	56.64	–
	Stage 2	1.33	0.02	1.31	0.02	–
	Stage 3	0.98	0.41	0.57	0.41	–
Subtotal		**12.59**	**57.07**	**(44.48)**	57.07	**–**
Total	Stage 1	1,08,757.77	655.12	1,08,102.65	489.41	165.71
	Stage 2	6,512.91	602.50	5,910.41	19.28	583.22
	Stage 3	4,414.92	2,258.45	2,156.46	1,506.51	751.95
Total		**1,19,685.60**	**3,516.07**	**1,16,169.53**	**2,015.20**	**1,500.88**

Since the total impairment allowances under Ind AS 109 is higher than the total provisioning required under IRACP (including standard asset provisioning) as at March 31, 2026 and March 31 2025, no amount is required to be transferred to 'Impairment Reserve' for both the financial years. The gross carrying amount of asset as per Ind AS 109 and Loss allowances (Provisions) thereon includes interest accrual on net carrying value of stage - 3 assets as permitted under Ind AS 109. While, the provisions required as per IRACP norms does not include any such interest as interest accrual on NPAs is not permitted under IRACP norms.

The balance in the 'Impairment Reserve' (as and when created) shall not be reckoned for regulatory capital. Further, no withdrawals shall be permitted from this reserve without prior permission from the Department of Supervision, RBI.

ii) As at March 31, 2026 and March 31 2025, there were no loan accounts that are past due beyond 90 days but not treated as impaired, i.e. all 90+ DPD ageing loan accounts have been classified as Stage-3 and no dispensation is considered in stage-3 classification.

iii) Policy for sales/ transfers out of amortized cost business model portfolios

Sale/ transfer of portfolios out of amortized cost business model:

As a short-term financing arrangement, the Company has been transferring or selling certain pools of fixed rate loan receivables backed by underlying assets in the form of tractors, vehicles, equipments etc. by entering in to securitization transactions with the Special Purpose Vehicle Trusts ("SPV Trust") sponsored by Commercial banks for consideration received in cash at the inception of the transaction. As a part of annual budgetary planning and with the objective of better liquidity and risk management, the Company, at the beginning of the year, obtains approval of Asset Liability Committee and Risk Management Committee of the Board of Directors for undertaking securitization transactions of certain value of standard assets comprising the collateral based loan receivables at appropriate times during the year.

These transactions are carried out after complying with RBI guidelines on securitization of standard assets. The consideration received through such securitization transactions is utilized for funding regular vehicle loan disbursements to customers who service their loans through fixed instalments over a specified period of loan tenor. Besides using securitization as alternate financing tool, it is also being used as a effective Balance sheet management through better liquidity and risk management by transfer of assets from risk averse to risk takers.

When the assets in the form of loan receivables are sold/ transferred to an SPV/Bank through securitization transaction, then on a consolidated portfolio level, such sale/transfer does not change the Company's business objective of holding financial assets to collect contractual cash flows.

The Company remains exposed to credit risk, being the expected losses that will be incurred on the securitized loan portfolio to the extent of the credit enhancement provided. Any increase in losses as compared to the expected loss shall require the Company to present its credit enhancement/ cash collateral to help compensate the investors. This is as per the requirement of the Reserve Bank of India. Thus, the Company as per Ind AS 109 has retained substantially all the risks and rewards of ownership of the financial asset.

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

If the Company enters into transactions whereby it transfers assets recognized on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognized.

Accordingly, these financial assets are not de-recognized by the Company from the financial statements prepared under Ind AS. Since the contractual terms of these financial assets give rise to cash flows, that are solely payments of principal and interest, on specified dates, these assets meet the SPPI criterion and are thus continued to be recognized in the books at amortized cost.

56 During the previous year ended March 31, 2025, the Company had made a contribution of Rs. 21.00 crore to New Democratic Electoral Trust, a Trust approved by the Central Board of Direct Taxes under Electoral Trust Scheme, 2013 to enable Electoral Trust to make contributions to political party/parties duly registered with the Election Commission, in such manner and at such times as it may decide from time to time. This contribution was as per the provisions of section 182 of the Companies Act, 2013. There is no such contribution during the current year ended March 31, 2026.

57 Events after the reporting date

There have been no other events after the reporting date that require disclosure in these financial statements.

58 Previous year figures have been regrouped /reclassified wherever necessary to conform to current year presentation.

Signatures to Notes 1 to 58

In terms of our report attached.

For **M M Nissim & Co LLP**
Chartered Accountants
ICAI FRN: 107122W/W100672

Sanjay Khemani
Partner
ICAI Membership No: 044577

Mumbai
April 24, 2026

For **M. P. Chitale & Co.**
Chartered Accountants
ICAI FRN: 101851W

Ashutosh Pednekar
Partner
ICAI Membership No: 041037

For and on behalf of the Board of Directors
Mahindra & Mahindra Financial Services Limited

Amarjyoti Barua
Director
[DIN: 09202472]

Raul Rebello
Managing Director & CEO
[DIN: 10052487]

Pradeep Kumar Agrawal
Chief Financial Officer

Brijbala Batwal
Company Secretary
Membership No.F5220

Mumbai
April 24, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Mahindra Insurance Brokers Limited
Report on the Audit of Ind AS Financial Statements

Opinion

We have audited the Ind AS financial statements of Mahindra Insurance Brokers Limited ("the Company"), which comprise the balance sheet as at March 31, 2026, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows for the year then ended, and notes to financial statements including a summary of the material accounting policy information and other explanatory information (hereinafter referred to as "the Ind AS financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, the profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for opinion

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

Information other than the Ind AS financial statements and auditor's report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Directors' Report and Management Discussion and Analysis but does not include the Ind AS financial statements and our auditor's report thereon. The other information is expected to be made available to us after the date of our auditor's report.

Our opinion on the Ind AS financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with Indian Accounting Standards (Ind AS) and other accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' responsibilities for the audit of the Ind AS financial statements

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

a. Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive

to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

b. Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to the Ind AS financial statements in place and the operating effectiveness of such controls.

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

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

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

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

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

Report on other Legal and Regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of Section 143(11) of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the "Annexure A", a statement on the matters specified in the paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section143(3) of the Act, we report that:

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

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

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

   d. In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015, as amended;

   e. On the basis of written representations received from the directors of the Company as on March 31, 2026 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act;

   f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B";

   g. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of Section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 read with Schedule V to the Act.

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

      i. The Company has disclosed the impact of pending litigations on its financial position in its Ind AS financial statements (Refer note 30 to the Ind AS financial statements)

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

      iii. There has been no delay in transferring amounts, required to be transferred to the Investor Education and Protection Fund by the Company.

      iv. In respect of Rule 11(e) of the Companies (Audit and Auditors) Rules, 2014,

         a. The Management has represented that, to the best of its knowledge and belief, no

funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

b. The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

c. Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. In respect of dividends declared or paid,

a. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with Section 123 of the Act, as applicable. The Company has also declared and paid the Dividend during the year.

b. The Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The amount of dividend proposed is in accordance with Section 123 of the Act, as applicable.

vi. The reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014, based on our examination which included test checks, the company has used accounting software for maintaining its books of account, which have a feature of audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with. Additionally, the trail has been preserved by the company as per the statutory requirements for record retention.

For **Gokhale & Sathe**
Chartered Accountants
Firm Regn. No. 103264W

Rohit Ambokar
Partner
Membership No.: 604211
UDIN: 26604211VHUSMU8850

Place: Mumbai
Date: April 16, 2026

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on other legal and regulatory requirements' section of our report to the Members of Mahindra Insurance Broker Limited.

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment, other intangible assets, Intangible assets under development and Right-of-use assets.

(B) The Company has maintained proper records showing full particulars of its intangible assets.

(b) According to the information and explanations given to us, fixed assets were physically verified during the year by the management and no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the company, there are no immovable properties held in the name of the company. Accordingly, clause 3(i)(c) of the Order is not applicable to the company.

(d) According to the information and explanations given to us company has not revalued its property, plant and equipment or intangible assets during the year.

(e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(ii) (a) The company is in the nature of providing insurance broking services and does not hold any inventory. Therefore, reporting under clause 3(ii) of the order is not applicable to the Company.

(b) The Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets and hence, reporting under clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) (a) The company has made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, the details of which are as under.

Particulars	Amount (in Lakhs)
Loans	
Aggregate amount during the year	6,650
Balance outstanding at the Balance Sheet	6,650

(b) The investment made and the terms and conditions of the grant of loans during the year are prima facie not prejudicial to the company's interest.

(c) In respect of loans granted by the company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and the receipts of interest have been regular as per stipulation.

(d) In respect of loans granted by the company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdue of existing loans given to the same parties.

(f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

(iv) In our opinion, and according to the information and explanations given to us, the company has complied with the provisions of Section 185 and Section 186 of the Companies Act, 2013 in respect of loans and investments made, and guarantees and security provided by it, as applicable.

(v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended) or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) The Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act, for any of the services rendered by the Company and hence, clause 3(vi) of the Order is not applicable to the Company.

(vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Goods and Services Tax, Value Added Tax, Customs Duty, Excise Duty, Cess and other material statutory dues applicable to it as per the available records as far as ascertained by us on our verification. According to the information and explanations given to us, no material undisputed amounts payable were outstanding,

at the year end, for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) above which have not been deposited as on March 31, 2026 on account of disputes are given below:

Name of the Statue	Nature of Dues	Amount (Rs. In Lakhs)	Period to which the amount relates	Forum where the dispute is pending
Income Tax Act,1961	Interest on TDS	7.97	F.Y. 2011-12 to F.Y. 2021-22	Rectification filed with AO
Income Tax Act,1961	Deduction of donation	25.26	FY 19-20	Appeal Filed
Central Goods and Service Tax Act, 2017	Input Tax Credit	0.91	FY 2021-22	Deputy Commissioner of State tax-Bihar
Central Goods and Service Tax Act, 2017	Input Tax Credit	31.70	FY 2021-22	Commercial tax officer - Chennai
Central Goods and Service Tax Act, 2017	Input Tax Credit	0.66	FY 2021-22	Assistant Commissioner - Central tax Chennai
Central Goods and Service Tax Act, 2017	Input Tax Credit	0.26	FY 2022-23	Assistant Commissioner - Central tax Chennai
Central Goods and Service Tax Act, 2017	Input Tax Credit	0.60	FY 2021-22	Assistant Commissioner - Central tax Chennai
Central Goods and Service Tax Act, 2017	Input Tax Credit	0.50	FY 2019-20	Assistant Commissioner - Central tax Chennai
Central Goods and Service Tax Act, 2017	Input Tax Credit	16.49	FY 2020-21	Joint Commissioner - Commercial Tax Karnataka

(viii) According to information and explanations given to us, no previously unrecorded transactions have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause 3(ix)(a) of the Order is not applicable to the Company.

(b) The Company has not been declared a wilful defaulter by any bank or financial institution or other lender.

(c) The Company has not taken any term loans during the year and there are no outstanding term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable to the Company.

(d) The Company has not raised any loans on short term basis and hence, reporting under clause 3(ix)(d) of the Order is not applicable to the Company.

(e) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on clause 3(ix)(e) of the Order is not applicable to the Company.

(f) The Company does not have any subsidiary, associate or joint venture. Accordingly, the requirement to report on Clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) The Company has not raised any money during the year by way of initial public offer/further public offer (including debt instruments) hence, the requirement to report on clause 3(x)(a) of the Order is not applicable to the Company.

(b) The Company has not made any preferential allotment or private placement of shares/fully or partially or optionally convertible debentures during the year under audit and hence, the requirement to report on clause 3(x) (b) of the Order is not applicable to the Company.

(xi) (a) According to the information and explanation given to us, no material fraud by the company or any fraud on the company was noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) During the year, company has received whistle-blower complaints which have been considered by us for any bearing on our audit and reporting under this clause.

(xii) The Company is not a Nidhi Company as per the provisions of the Companies Act, 2013. Accordingly, reporting under clause 3(xii) of the Order is not applicable to the Company.

(xiii) The Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the Ind AS financial statements as required by the applicable accounting standards.

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

(b) The internal audit reports of the Company issued till the date of the audit report, for the period under audit have been considered by us.

(xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors. Accordingly, provisions of section

192 of the Companies Act, 2013 are not applicable to the Company.

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

(b) The Company is not engaged in any Non-Banking Financial or Housing Finance activities. Accordingly, the requirement to report on clause (xvi)(b) of the Order is not applicable to the Company.

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

(d) According to the information and explanations given to us by the management, there are five Core Investment Companies within the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016).

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

(xviii) There has been no resignation of statutory auditors during the year and accordingly reporting under clause 3(xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the Ind AS financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) There are no unspent amounts towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in Schedule VII to the Companies Act 2013 in compliance with second proviso to sub-section (5) of Section 135 of the said Act. This matter has been disclosed in note 34 to the Ind AS financial statements. Accordingly, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

(b) There are no unspent amounts under sub-section (5) of section 135 of the Act, pursuant to any ongoing project requiring transfer to special account in compliance with the provision of sub-section (6) of section 135 of the Act. This matter has been disclosed in note 34 to the Ind AS financial statements. Hence, reporting under clause 3(xx)(a) of the Order is not applicable for the year.

(xxi) The Company is not required to prepare consolidated Ind AS financial statements and therefore reporting under clause 3(xxi) of the Order is not applicable for the year.

For **Gokhale & Sathe**
Chartered Accountants
Firm Regn. No. 103264W

Rohit Ambokar
Partner
Membership No.: 604211
UDIN: 26604211VHUSMU8850

Place: Mumbai
Date: April 16, 2026

ANNEXURE - B TO THE INDEPENDENT AUDITOR'S REPORT

Report on the internal financial controls with reference to the financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013.

(Referred to in paragraph 2(f) under the heading 'Report on Other Legal and Regulatory Requirements' of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Insurance Brokers Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at March 31, 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering essential components of internal control stated in Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, issued by ICAI and prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements.

Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls with reference to Ind AS Financial Statements

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

A company's internal financial controls with reference to financial statements include those policies and procedures that –

a. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

b. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

c. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial controls with reference to Ind AS Financial Statements

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

For **Gokhale & Sathe**
Chartered Accountants
Firm Regn. No. 103264W

Rohit Ambokar
Partner
Membership No.: 604211
UDIN: 26604211VHUSMU8850

Place: Mumbai
Date: April 16, 2026

BALANCE SHEET AS AT 31 MARCH 2026

₹ in Lakhs

		Note No.	As at 31 Mar 2026	As at 31 Mar 2025
I	**ASSETS**			
1	**NON-CURRENT ASSETS**			
	(a) Property, Plant and Equipment	1	**805.79**	1,062.14
	(b) Right of use assets	21	**1,928.12**	2,625.05
	(c) Other Intangible Assets	2	**300.91**	293.18
	(d) Intangible Assets Under Development		**–**	–
	(e) Financial Assets			
	(i) Investments	3	**6,500.00**	5,900.00
	(ii) Loans	4	**–**	–
	(iii) Other Financial Assets	5	**338.37**	387.41
	(f) Deferred Tax Assets (net)	6 (d)	**1,195.64**	1,039.90
	(g) Other Non-current Assets	7	**16,160.67**	10,747.72
	SUB-TOTAL		**27,229.50**	22,055.40
2	**CURRENT ASSETS**			
	(a) Financial Assets			
	(i) Investments	3	**38,395.66**	22,647.35
	(ii) Trade Receivables	8	**23,188.71**	19,366.72
	(iii) Cash and Cash Equivalents	9	**598.16**	2,251.22
	(iv) Loans	4	**6,650.00**	29,575.00
	(v) Other Financial Assets	5	**1,930.63**	2,770.54
	(b) Other Current Assets	7	**3,680.35**	3,600.16
	SUB-TOTAL		**74,443.51**	80,210.99
	TOTAL ASSETS		**1,01,673.01**	1,02,266.39
II	**EQUITY AND LIABILITIES**			
	EQUITY			
	(a) Equity Share Capital	10	**1,030.93**	1,030.93
	(b) Other Equity	11	**65,307.17**	71,732.94
	SUB-TOTAL		**66,338.10**	72,763.87
	LIABILITIES			
1	**NON-CURRENT LIABILITIES**			
	(a) Financial Liabilities			
	Lease liabilities	24	**297.92**	2,657.94
	(b) Provisions	12	**924.07**	645.29
	SUB-TOTAL		**1,221.99**	3,303.23
2	**CURRENT LIABILITIES**			
	(a) Financial Liabilities			
	(i) Trade Payables			
	(a) total outstanding dues of Micro enterprises and small enterprises	13	**14.88**	26.06
	(b) total outstanding dues of creditiors other than Micro enterprises and small enterprises	13	**25,286.01**	20,071.94
	(ii) Lease liabilities	24	**2,058.49**	452.34
	(iii) Other Financial Liabilities	14	**99.78**	28.98
	(b) Provisions	12	**2,133.06**	2,239.05
	(c) Other Current Liabilities	15	**4,520.70**	3,380.92
	SUB-TOTAL		**34,112.92**	26,199.29
	TOTAL EQUITY AND LIABILITIES		**1,01,673.01**	1,02,266.39

The accompanying notes 1 to 36 are an integral part of the Financial Statements.

As per our report of even date
For Gokhale & Sathe,
Chartered Accountants
Firm Regn No. 103264W

Rohit Ambokar
Partner
Membership No. 604211

Place: Mumbai
Date: April 16, 2026

For and on behalf of the Board of Directors

Amarjyoti Barua	Raul Rebello	Sapna Jain	Pradeep Agrawal
Chairman	**Director**	**Director**	**Director**
DIN: 09202472	DIN: 10052487	DIN: 10819819	DIN: 11206547
Carishma Pagare	Suresh Agarwal		Saurabh V. Dharadhar
Company Secretary	**Managing Director, CEO & Principal Officer**		**Chief Financial Officer & Ethics Officer**
Mem No.: ACS 34777	DIN: 09126759		

Place: Mumbai
Date: April 16, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

₹ in Lakhs

	Particulars	Note No.	Year ended 31 Mar 2026	Year ended 31 Mar 2025
I	Revenue from operations	16	**1,45,568.72**	1,19,150.60
II	Other Income	17	**4,167.63**	4,808.68
III	**Total Income (I + II)**		**1,49,736.35**	1,23,959.28
IV	**EXPENSES**			
	(a) Employee benefit expense	18	**9,764.57**	10,432.56
	(b) Finance costs	24	**232.56**	246.88
	(c) Depreciation and amortisation expense	24.2	**1,046.30**	1,127.49
	(d) Other expenses	19	**1,22,645.93**	99,759.90
	Total Expenses [(a) + (b) + (c) + (d)]		**1,33,689.36**	1,11,566.83
V	**Profit before exceptional items and tax (III - IV)**		**16,046.99**	12,392.45
VI	Exceptional Items		**344.11**	–
VII	**Profit before tax (V - VI)**		**15,702.88**	12,392.45
VIII	**Tax Expense**			
	(1) Current tax	6 (a)	**4,482.00**	3,578.00
	(2) Deferred tax	6 (a)	**(138.01)**	(63.80)
	Total tax expense [(1) + (2)]		**4,343.99**	3,514.20
IX	**Profit for the period (VII - VIII)**		**11,358.89**	8,878.25
X	**Other comprehensive income**		**(52.70)**	175.31
	(i) Items that will not be reclassified to profit or loss		**–**	–
	Remeasurements of the defined benefit plans		**(70.43)**	234.26
	(ii) Income tax relating to items that will not be reclassified to profit or loss	6 (b)	**17.73**	(58.95)
XI	**Total comprehensive income for the period (IX+X)**		**11,306.19**	9,053.56
XII	**Earnings per equity share**			
	(1) Basic	20	**110.18**	86.12
	(2) Diluted	20	**110.18**	86.12

The accompanying notes 1 to 36 are an integral part of the Financial Statements.

As per our report of even date
For Gokhale & Sathe,
Chartered Accountants
Firm Regn No. 103264W

Rohit Ambokar
Partner
Membership No. 604211

Place: Mumbai
Date: April 16, 2026

For and on behalf of the Board of Directors

Amarjyoti Barua	Raul Rebello	Sapna Jain	Pradeep Agrawal
Chairman	**Director**	**Director**	**Director**
DIN: 09202472	DIN: 10052487	DIN: 10819819	DIN: 11206547
Carishma Pagare	Suresh Agarwal		Saurabh V. Dharadhar
Company Secretary	**Managing Director, CEO & Principal Officer**		**Chief Financial Officer & Ethics Officer**
Mem No.: ACS 34777	DIN: 09126759		

Place: Mumbai
Date: April 16, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

₹ in Lakhs

Particulars	Note No.	Year ended 31 Mar 2026	Year ended 31 Mar 2025
Cash flows from operating activities			
Cash receipts towards brokerage		**1,45,568.72**	1,19,150.60
Other Receipts		**4,531.54**	4,420.56
Payment towards expenses		**(1,33,030.14)**	(1,10,066.55)
Income taxes paid		**(9,828.37)**	(5,643.50)
(Increase)/decrease in trade and other receivables		**(3,810.77)**	(4,133.17)
(Increase)/decrease in other assets		**(312.23)**	(739.08)
(Decrease)/increase in trade and other payables		**5,273.72**	11,684.11
Increase/(decrease) in provisions		**(180.29)**	(805.59)
(Decrease)/increase in other liabilities		**1,139.79**	(7,546.77)
Cash generated from operations		**9,351.97**	6,320.61
Cash flows from investing activities			
Amounts advanced to related parties		**(6,650.00)**	(17,375.00)
Repayments by related parties		**29,575.00**	23,325.00
Amounts advanced - other investments		**(96,122.82)**	(73,050.00)
Repayments - other investments		**80,350.00**	63,750.00
Payments for property, plant and equipment	1	**(353.31)**	(431.72)
Proceeds from disposal of property, plant and equipment		**123.25**	131.70
Payments for intangible assets/intangible assets under developments		**(195.19)**	(125.10)
Net cash (used in)/generated by investing activities		**6,726.93**	(3,775.12)
Cash flows from financing activities			
Dividends paid to owners of the Company	11	**(17,731.96)**	(1,546.39)
Net cash (used in) / generated from financing activities		**(17,731.96)**	(1,546.39)
Net increase / (decrease) in cash and cash equivalents		**(1,653.06)**	999.10
Cash and cash equivalents at the beginning of the year		**2,251.22**	1,252.12
Cash and cash equivalents at the end of the year		**598.16**	2,251.22

Note:

The above cash flow statement has been prepared under the "direct method" as set out in 'Indian Accounting Standard (Ind AS 7)- Statement of Cash Flows

The accompanying statement of accounting policies and notes 1 to 36 are an integral part of the Financial Statements.

As per our report of even date

For Gokhale & Sathe,
Chartered Accountants
Firm Regn No. 103264W

Rohit Ambokar
Partner
Membership No. 604211

Place: Mumbai
Date: April 16, 2026

For and on behalf of the Board of Directors

Amarjyoti Barua	Raul Rebello	Sapna Jain	Pradeep Agrawal
Chairman	**Director**	**Director**	**Director**
DIN: 09202472	DIN: 10052487	DIN: 10819819	DIN: 11206547
Carishma Pagare	Suresh Agarwal		Saurabh V. Dharadhar
Company Secretary	**Managing Director, CEO & Principal Officer**		**Chief Financial Officer & Ethics Officer**
Mem No.: ACS 34777	DIN: 09126759		

Place: Mumbai
Date: April 16, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

A. Equity share capital

Particulars	₹ in Lakhs
Issued, Subscribed and Fully Paid up:	
Balance as at 1 April 2024	**1,030.93**
Changes due to prior period errors	–
Restated balance as at 1 April 2024	1,030.93
Changes during the period	–
Balance as at 31 March 2025	**1,030.93**
Balance as at 1 April 2025	1,030.93
Changes due to prior period errors	–
Restated balance as at 1 April 2025	1,030.93
Changes during the period	–
Balance as at 31 March 2026	**1,030.93**

B. Other Equity

₹ in Lakhs

	Reserves and Surplus			Items of other comprehensive income	
	Securities Premium	General Reserve	Retained Earnings	Remeasurement of the net defined benefit obligation gain / (loss)	**Total**
As at 1 April 2024	1,589.50	1,658.43	61,406.23	(428.38)	64,225.78
Changes in accounting policy/prior period errors	–	–	–	–	–
Restated balance as at 1 April 2024	1,589.50	1,658.43	61,406.23	(428.38)	64,225.78
Profit for the period	–	–	8,878.25	–	8,878.25
Other Comprehensive Income / (Loss)			–	175.30	175.30
Dividend paid on Equity Shares	–	–	(1,546.39)	–	(1,546.39)
As at 31 March 2025	1,589.50	1,658.43	68,738.09	(253.08)	71,732.94
As at 1 April 2025	1,589.50	1,658.43	68,738.09	(253.08)	71,732.94
Changes in accounting policy/prior period errors	**–**	**–**	**–**	**–**	**–**
Restated balance as at 1 April 2025	**1,589.50**	**1,658.43**	**68,738.09**	**(253.08)**	**71,732.94**
Profit for the year			**11,358.89**	**–**	**11,358.89**
Other Comprehensive Income / (Loss)			**–**	**(52.70)**	**(52.70)**
Dividend paid on Equity Shares	**–**	**–**	**(17,731.96)**	**–**	**(17,731.96)**
As at 31 March 2026	**1,589.50**	**1,658.43**	**62,365.02**	**(305.78)**	**65,307.17**

The accompanying notes 1 to 36 are an integral part of the Financial Statements.

As per our report of even date
For Gokhale & Sathe,
Chartered Accountants
Firm Regn No. 103264W

Rohit Ambokar
Partner
Membership No. 604211

Place: Mumbai
Date: April 16, 2026

For and on behalf of the Board of Directors

Amarjyoti Barua	Raul Rebello	Sapna Jain	Pradeep Agrawal
Chairman	**Director**	**Director**	**Director**
DIN: 09202472	DIN: 10052487	DIN: 10819819	DIN: 11206547
Carishma Pagare	Suresh Agarwal		Saurabh V. Dharadhar
Company Secretary	**Managing Director, CEO & Principal Officer**		**Chief Financial Officer & Ethics Officer**
Mem No.: ACS 34777	DIN: 09126759		

Place: Mumbai
Date: April 16, 2026

STATEMENT OF MATERIAL ACCOUNTING POLICIES FOR THE YEAR ENDED 31ST MARCH, 2026

1 Company overview

Mahindra Insurance Brokers Limited is a Public Limited Company incorporated and domiciled in India. The Company's registered office is at Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai - 400 018. The Company is an Insurance Regulatory and Development Authority of India (IRDAI) registered broker in the category "Composite" for life, general and re-insurance business.

The immediate parent Company is Mahindra & Mahindra Financial Services Limited and ultimate parent Company is Mahindra & Mahindra Limited, a company incorporated in Mumbai, India.

2 Basis of preparation

These financial statements have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) notified under Section 133 of the Companies Act, 2013 (the 'Act'), in conformity with the Accounting Principles generally accepted in India and other relevant provisions of the Act.

a. Statement of compliance and basis of preparation

Accounting policies have been consistently applied except where a newly issued Accounting Standard is initially adopted or a revision to an existing Accounting Standard requires a change in the Accounting policy thereto in use.

All the assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle and other criteria set out in the schedule III of the Act. Based on nature of services and the time between the acquisition of the assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as up to twelve months for the purpose of current/ non-current classification of assets and liabilities.

The financial statements of the Company for the year ended March 31, 2026 were approved for issue by the Company's Board of Directors on April 16, 2026.

b. Functional and presentation currency

These financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency. All amounts are rounded-off to the nearest lacs, unless otherwise indicated.

c. Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
– Financial assets and liabilities which are generally derivative instruments	Fair value
– Liabilities for cash-settled share-based payment arrangements	Fair value
– Net defined benefit (asset) / liability	Fair value of plan assets less present value of defined benefit obligations

d. Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has established policies and procedures with respect to the measurement of fair values. The Chief Financial Officer and person entrusted has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, including assessments that these valuations meet the requirements of Ind AS 113. Significant valuation issues are reported to audit committee.

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

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

e. Use of judgements and estimates

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Assumptions and estimation uncertainties

Following are areas that involved a higher degree of judgement or complexity in determining the carrying amount of some assets and liabilities. Detailed information about each of these estimates and judgements that have a significant risk of resulting in material adjustment in the year ending March 31, 2026 is included in relevant notes.

– Estimation of current tax expense and payable
– Estimated useful life of property, plant and equipments
– Estimated useful life of intangible assets
– Estimation of defined benefit obligation
– Impairment of trade receivables
– Impairment of financial assets
– Estimation of share based payments
– Provisions and contingent liabilities
– Going concern

Estimates and judgements are continually evaluated. They are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

3 Material accounting policies

a. Property, plant and equipments :

Recognition and measurement

All the items classified under property plant and equipment are stated at cost of acquisition (including incidental expenses) less accumulated depreciation and any accumulated impairment losses, if any.

Cost of acquisition comprises of purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated cost of dismantling and removing the items and restoring the site on which it is located.

When significant parts of an item of property, plant and equipment have different useful lives, they are depreciated as separate items (major components) of property, plant and equipment.

Subsequent costs

The cost of replacing a part of an item of property, plant and equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part

STATEMENT OF MATERIAL ACCOUNTING POLICIES FOR THE YEAR ENDED 31ST MARCH, 2026

will flow to the Company, and its cost can be measured reliably. The carrying amount of the replaced part is derecognised.

Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives as specified in the Schedule II of the Act or estimated by the management using straight-line method and is recognised in the statement of profit and loss except:

i. Motor cars where useful life is estimated at 4 years as against 8 years per Schedule II since the employees to whom these cars have been allotted as part of their terms of employment are entitled to change their vehicles every four years, and

ii. Property Plant & Equipmnets having value individually less than INR 5000 where useful life is estimated at less than one year having regard to the nature of these assets and the difficulty in estimating the useful life.

Further, residual value for all assets is considered Nil having regard to the difficulty in reasonably estimating the same and, in the case of motor cars, having regard to terms of employment under which these are allotted to the employees.

The estimated useful lives of items of property, plant and equipment for the current and comparative periods are as follows:

Class of asset	Estimated Useful Life
Plant and equipment (including computers)	2-6 years
Office equipments	5 years
Furniture and fixtures	10 years
Leasehold Premises	Over the period of lease
Vehicles	4 years

Depreciation methods, useful lives are reviewed at each financial year-end and adjusted if appropriate. The effect of change in estimate of useful life is accounted on prospective basis

Derecognition of Property, Plant & Equipments

Property, Plant & Equipments are derecognised on disposal or when no future benefits are expected from its use. Assets retired from active use and held for disposal are stated at lower of their carrying amount or fair value less cost of sale. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposable proceeds and the net carrying amount of the assets) is recognised in Other Income / netted off from any loss on disposal in the statement of Profit & Loss in the year the asset is derecognised.

b. Intangible Assets :

Intangible Assets are initially recognised at cost. Intangible assets are stated at cost less accumulated amortization and accumulated impairement losses, if any.

Amortisation

Subsequent to initial recognition, amortisation of intangible assets with finite useful lives is calculated on cost of intangible assets less their estimated residual values over their estimated useful lives using straight-line method and is recognised in the statement of profit and loss.

The estimated useful lives for the current and comparative periods are as follows:

Class of assets	Estimated Useful Life
Computer software	3 years

Amortisation methods, useful lives and residual values are reviewed at each financial year-end and adjusted if appropriate. The effect of change in estimate of useful life is accounted on prospective basis.

Intangible assets under development

The Company capitalizes the expenditure on intangible asset under development in accordance with the accounting policy. Initial capitalization of costs is based on management's judgement that technological and economic feasibility is confirmed and the capability to demonstrate the ability to use or sell the intangible assets, the probability of generating future economic benefit and the ability to measure reliably the attributable expenditure.

Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in the statement of profit or loss in the year when the asset is derecognised.

c. Impairment of assets other than financial assets :

Impairment of tangible and intangible assets other than goodwill

The Company reviews the carrying amounts of its tangible and intangible assets at the end of each reporting period, to determine whether there is any indication that those assets have impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in statement of profit and loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in statement of profit and loss.

STATEMENT OF MATERIAL ACCOUNTING POLICIES FOR THE YEAR ENDED 31ST MARCH, 2026

d. Foreign currency :

Transactions in foreign currencies are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at period end exchange rates are generally recognised in statement of profit and loss.

Foreign exchange differences regarded as an adjustment to borrowing costs are presented in the statement of profit and loss, within finance costs. All other foreign exchange gains and losses are presented in the statement of profit and loss on a net basis within other gains/(losses).

Non-monetary items that are measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined. Translation differences on assets and liabilities carried at fair value are reported as part of the fair value gain or loss.

e. Financial instruments :

Recognition and initial measurement

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in statement of profit and loss.

Classification and subsequent measurement

Financial assets

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

– Amortised cost;

– fair value through other comprehensive income (FVOCI) - debt investment;

– fair value through other comprehensive income (FVOCI) - equity investment;

– fair value through profit or loss (FVTPL)

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

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

– the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and

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

Investment in debt instrument is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

– the asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and

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

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

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee

All financial asset not classified as measured at amortised cost or FVOCI as described above are measured at fair value through profit or loss (FVTPL). This includes all derivative financial assets.

On initial recognition, the Company irrevocably designates a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces accounting mismatch that would otherwise arise.

Financial Assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably

Financial assets: Subsequent measurement and gains and losses

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

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

STATEMENT OF MATERIAL ACCOUNTING POLICIES FOR THE YEAR ENDED 31ST MARCH, 2026

Income is recognised on an effective interest basis for debt instruments other than those which are classified as at FVTPL. Interest income is recognised in statement of profit and loss and is included in the "Other income" line item.

Financial liabilities and equity instruments:

Classification as debt or equity

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

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by Company are recognised at the proceeds received. Transaction costs of an equity transaction are recognised as a deduction from equity.

Financial liabilities

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

Compound financial instruments

The component parts of compound instruments (convertible notes) issued by the Company are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Company's own equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recorded as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date. Interest related to the financial liability is recognised in profit or loss (unless it qualifies for inclusion in the cost of an asset).

Conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound instrument as a whole. This is recognised and included in equity, net of income tax effects, and is not subsequently remeasured. In addition, the conversion option classified as equity remains in equity until the conversion option is exercised, in which case, the balance recognised in equity is transferred to [share premium/other equity. Where the conversion option remains unexercised at the maturity date of the convertible instrument, the balance recognised in equity is transferred to [retained profits/ other equity]. No gain or loss is recognised in profit or loss upon conversion or expiration of the conversion option.

Transaction costs that relate to the issue of the convertible notes are allocated to the liability and equity components in proportion to the allocation of the gross proceeds. Transaction costs relating to the equity component are recognised directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component and are amortised over the lives of the convertible notes using the effective interest method.

Derecognition

Financial assets

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

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

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

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

Offsetting

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

Write-off

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write- off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

Impairment of financial instruments

The Company recognises a loss allowance for expected credit losses (ECL) on:

– Financial assets measured at amortised cost;

– Financial assets measured at FVOCI - debt investments;

The Company always recognises lifetime ECL for trade receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, the Company recognises lifetime ECL when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12 month ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. 12 month ECL represents the portion of lifetime ECL that

STATEMENT OF MATERIAL ACCOUNTING POLICIES FOR THE YEAR ENDED 31ST MARCH, 2026

is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

When determining whether credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, including on historical experience and forward-looking information.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVOCI, the loss allowance is recognised in OCI and carrying amount of the financial asset is not reduced in the balance sheet.

f. Revenue Recognition :

Revenue is measured at the transaction value of the consideration received or receivable. Amount disclosed as revenue are exclusive of GST and net of revenue on policy cancellations and endorsements.

Rendering of services

Brokerage Income is accounted for net of GST amount on rendition of services. Brokerage income is recognized on receiving details of the policy issued by the insurance company or receipt of brokerage whichever is earlier.

The Company recognises revenue from rendering of consultancy services in proportion to the stage of completion of the transaction at the reporting date. The stage of completion is assessed based on surveys of work performed.

Dividend and interest income

Dividends are recognised in the statement of profit and loss only when the right to receive payment is established, it is probable that the economic benefits associated with the dividend will flow to the Company, and the amount of the dividend can be measured reliably.

Interest income is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

g. Employee benefits:

Superannuation Fund, ESIC and Labour Welfare Fund

The Company's contribution paid/payable during the year to Superannuation Fund, ESIC and Labour Welfare Fund are recognised in statement of profit and loss.

Provident Fund

Contributions to Provident Fund are charged to the statement of profit and loss as incurred. The Company is liable for the contribution and any shortfall in interest between the amount of interest realised by the investments and the interest payable to the members at the rate declared by the Government of India.

Gratuity

The liability or asset recognised in the balance sheet in respect of defined benefit pension and gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated by actuary using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Defined Contribution Plans

Obligations for contributions to defined contribution plans are expensed as the related service is provided. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

Compensated Absences

The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by acturial valuation performed by an independent actuary at each balance sheet date using projected unit credit method on the additional amount expected to be paid or availed as a result of the unused entitlement that has accumulated at the balance sheet date. Expense on non accumulating compensated absences is recognised in the period in which the absences occur.

Cash Settled Share Based Payments

Cash Settled Share Based Payments, the fair value of the amount payable to employees is recognized as 'employee benefit expenses with corresponding increase in liabilities, over the period of non market vesting conditions getting fulfilled. The fair value of the option at the grant date is calculated by an independent valuer basis Black Scholes model. The Liability is remeasured at each reporting period up to, and including the settlement date, with changes in fair value recognized in employee benefit expenses.

h. Taxation :

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

Current tax

Current tax comprises expected tax payable on the taxable profit or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

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

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

STATEMENT OF MATERIAL ACCOUNTING POLICIES FOR THE YEAR ENDED 31ST MARCH, 2026

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the year

Current and deferred tax are recognised in the statement of profit and loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

Minimum Alternate Tax (MAT)

Deferred tax assets include Minimum Alternative Tax (MAT) paid in accordance with the tax laws in India, which is likely to give future economic benefits in the form of availability of set off against future income tax liability. Accordingly, MAT is recognised as deferred tax asset in the balance sheet when the asset can be measured reliably, and it is probable that the future economic benefit associated with asset will be realised.

i. Provisions, Contingent Liabilities and Contingent Assets :

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

Contingent liability is:

a) A possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity; or

b) a present obligation that arises from past events but is not recognised because:

   (i) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or

   (ii) the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are disclosed. Claims against the Company, where the possibility of any outflow of resources in settlement is remote, are not disclosed as contingent liabilities.

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

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

j. Leases :

The Company as a Lessee

At the date of commencement of the lease, the Company recognises Right-of-Use ("ROU") asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the company's estimate of the amount expected to be payable under a residual value guarantee, or if company changes its assessment of whether it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The company presents right-of-use assets that do not meet the definition of investment property and lease liabilities; both in the 'balance sheet' as a separate line items, in the statement of financial position.

k. Segment Reporting

Operating Segments are reported consistently with the internal reporting provided to the Managing Director. The highest decision making executive is responsible for allocating resources to and assessing the performance of the operating segments. The chief operating decision maker is Managing Director.

l. Earnings per share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period after deducting preference dividends and any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, sub-division of shares etc. that have changed the number of equity shares outstanding, without corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average numbers of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

m. Cash and Cash Equivalents

Cash and Cash Equivalents in the balance sheet comprise cash on hand, cheques and drafts on hand, balance with banks in current accounts and short term deposits with an original maturity of three months or less, which are subject to insignificant risk of change in value.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 1 - Property, Plant and Equipment

₹ in Lakhs

Description of Assets	**Plant and Equipment (including computers)**	**Leasehold Improvements**	**Office Equipment**	**Furniture and Fixtures**	**Vehicles**	**Total**
I. Gross Carrying Amount						
Balance as at 1 April 2025	**624.61**	**425.89**	**186.30**	**188.85**	**1,204.88**	**2,630.53**
Additions	1.70	6.29	7.76	16.40	250.03	282.18
Disposals	7.22	32.82	32.75	90.34	270.90	434.03
Balance as at 31 March 2026	**619.09**	**399.36**	**161.31**	**114.91**	**1,184.01**	**2,478.68**
II. Accumulated depreciation and impairment						
Balance as at 1 April 2025	**613.49**	**254.72**	**92.39**	**33.71**	**574.08**	**1,568.39**
Depreciation/Impairment expense for the period	8.24	27.38	25.38	17.51	267.29	345.80
Eliminated on disposal of assets	5.91	10.12	11.70	15.94	197.63	241.30
Balance as at 31 March 2026	**615.82**	**271.98**	**106.07**	**35.28**	**643.74**	**1,672.89**
III. Net carrying amount (I-II)	**3.27**	**127.38**	**55.24**	**79.63**	**540.27**	**805.79**

₹ in Lakhs

Description of Assets	Plant and Equipment (including computers)	Leasehold Improvements	Office Equipment	Furniture and Fixtures	Vehicles	Total
I. Gross Carrying Amount						
Balance as at 1 April 2024	1,160.95	411.78	172.83	155.51	1,150.92	3,051.99
Additions	4.11	14.11	17.34	33.34	362.82	431.72
Disposals	540.45	–	3.87	–	308.86	853.18
Balance as at 31 March 2025	624.61	425.89	186.30	188.85	1,204.88	2,630.53
II. Accumulated depreciation and impairment						
Balance as at 1 April 2024	998.97	227.41	70.67	16.15	547.71	1,860.91
Depreciation/Impairment expense for the period	154.00	27.31	25.59	17.56	245.15	469.61
Eliminated on disposal of assets	539.48	–	3.87	–	218.78	762.13
Balance as at 31 March 2025	613.49	254.72	92.39	33.71	574.08	1,568.39
III. Net carrying amount (I-II)	11.12	171.17	93.91	155.14	630.80	1,062.14

Note: The Company has not revalued its Property, Plant and Equipment during the year and does not have any immovable property.

Note No. 2 - Other Intangible Assets

₹ in Lakhs

Description of Assets	**Computer Software**	**Total**
I. Gross Carrying Amount		
Balance as at 1 April 2025	723.03	723.03
Additions	195.19	195.19
Disposals	–	–
Balance as at 31 March 2026	**918.22**	**918.22**
II. Accumulated amortisation and impairment		
Balance as at 1 April 2025	429.85	429.85
Amortisation/Impairment expense for the period	187.46	187.46
Eliminated on disposal of assets	–	–
Balance as at 31 March 2026	**617.31**	**617.31**
III. Net carrying amount (I-II)	**300.91**	**300.91**

₹ in Lakhs

Description of Assets Intangible Assets	Computer Software	Total
I. Gross Carrying Amount		
Balance as at 1 April 2024	618.98	618.98
Additions	104.05	104.05
Disposals	–	–
Balance as at 31 March 2025	723.03	723.03
II. Accumulated amortisation and impairment		
Balance as at 1 April 2024	281.18	281.18
Amortisation/Impairment expense for the period	148.67	148.67
Balance as at 31 March 2025	429.85	429.85
III. Net carrying amount (I-II)	293.18	293.18

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 3 - Investments

₹ in Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Amounts	**Amounts**	Amounts	Amounts
	Current	**Non-Current**	Current	Non-Current
Investments Carried at Amortised Cost				
Investment in Fixed Deposits with Mahindra & Mahindra Financial Services Limited	**21,322.82**	**6,500.00**	14,550.00	5,900.00
TOTAL INVESTMENTS CARRIED AT AMORTISED COST	**21,322.82**	**6,500.00**	14,550.00	5,900.00
Investments Carried at Fair Value Through Profit and Loss				
Quoted Investments				
Investments in Mutual Funds	**17,072.84**	**–**	8,097.35	–
TOTAL INVESTMENTS CARRIED AT FAIR VALUE	17,072.84	**–**	8,097.35	–
TOTAL INVESTMENTS	**38,395.66**	**6,500.00**	22,647.35	5,900.00

Investments in Mutual Funds	**As at 31 March 2026**		As at 31 March 2025	
Particulars	**Units**	**₹ in lakhs**	Units	₹ in lakhs
Mahindra Manulife Liquid Reg-G	**2,146.13**	**38.08**	4,84,407.02	8,097.35
Aditya Birla Mutual Fund	**8,11,105.17**	**3,563.26**	–	–
DSP Mutual Fund	**3,41,846.10**	**13,471.50**		–
Total	**11,55,097.40**	**17,072.84**	4,84,407.02	8,097.35
Quoted				
Aggregate book value	**11,55,097.40**	**16,966.62**	4,84,407.02	8,007.32
Aggregate market value	**11,55,097.40**	**17,072.84**	4,84,407.02	8,097.35
Unquoted				
Aggregate book value	**–**	**–**	–	–

Note No. 4 - Loans

₹ in Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Loans to related parties (Refer Note Below)				
– Unsecured, considered good	**6,650.00**	**–**	29,575.00	–
TOTAL LOANS	**6,650.00**	**–**	29,575.00	–

Note: Intercorporate Deposits (ICDs) placed with related parties.

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
ICDs with Mahindra & Mahindra Financial Services Limited	**–**	1,850.00
ICDs with Mahindra Rural Housing Finance Limited	**6,650.00**	27,725.00
TOTAL	**6,650.00**	29,575.00

The above Intercorporate Deposits have been given for general business purpose of the receipient.

₹ in Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Amount outstanding	**% of total**	Amount outstanding	% of total
ICDs with Promoters	**–**	**0%**	1,850.00	6%
ICDs with Related Parties	**6,650.00**	**100%**	27,725.00	94%
TOTAL	**6,650.00**		29,575.00	

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 5 - Other financial assets

₹ in Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Financial assets at amortised cost				
Interest Accrued but not due	**1,490.24**	**–**	2,545.38	–
Security Deposits	**–**	**278.37**	–	327.41
Bank Deposit with more than 12 months maturity*	**–**	**60.00**	–	60.00
Others	**440.39**	**–**	225.16	–
TOTAL	**1,930.63**	**338.37**	2,770.54	387.41

* The Bank Deposit with more than 12 months maturity is under lien to the IRDAI as per the IRDAI (Insurance Brokers) Regulations 2018.

Note No. 6 - Current Tax and Deferred Tax

(a) Income Tax recognised in profit or loss

₹ in Lakhs

Particulars	**Year ended 31 March 2026**	Year ended 31 March 2025
Current Tax:		
In respect of current period	**4,482.00**	3,578.00
In respect of prior periods	**–**	–
	4,482.00	3,578.00
Deferred Tax:		
In respect of current year origination and reversal of temporary differences	**(138.01)**	(63.80)
	(138.01)	(63.80)
Total income tax expense	**4,343.99**	3,514.20

(b) Income Tax recognised in other comprehensive income

₹ in Lakhs

Particulars	**Year ended 31 March 2026**	Year ended 31 March 2025
Current Tax:		
Deferred tax related to items recognised in other comprehensive income during the period:		
Remeasurement of defined benefit obligations	**17.73**	(58.95)
	17.73	(58.95)
Classification of income tax recognised in other comprehensive income		
Income taxes related to items that will not be reclassified to profit or loss	**17.73**	(58.95)
Total income tax expense	**17.73**	(58.95)

(c) Reconciliation of estimated income tax expense at tax rate to income tax expenses in the statement of Profit and Loss is as follows:

₹ in Lakhs

Particulars	**Year ended 31 March 2026**	Year ended 31 March 2025
Profit before tax	**15,702.88**	12,392.45
Income tax expense calculated at prevailing tax rate	**3,952.41**	3,119.18
Effect of expenses that is non-deductible in determining taxable profit	**877.20**	734.97
Effect of tax incentives and concessions (other allowances)	**(485.62)**	(339.94)
Income tax expense recognised in profit and loss	**4,343.99**	3,514.22

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 6 - Current Tax and Deferred Tax (Cont)

(d) Movement in deferred tax balances

₹ in Lakhs

Particulars	For the year ended 31 March 2026			
	Opening Balance	**Recognised in Profit and Loss**	**Recognised in OCI**	**Closing Balance**
Tax effect of items constituting deferred tax assets				
Employee Benefits	**232.52**	**25.32**	**17.73**	**275.57**
Property, Plant and Equipment	**201.22**	**59.31**	**–**	**260.53**
Amortization and Interest in respect of lease payments	**188.83**	**4.20**	**–**	**193.03**
Provisions	**417.33**	**49.18**	**–**	**466.51**
	1,039.90	**138.01**	**17.73**	**1,195.64**
Net Tax Asset	**1,039.90**	**138.01**	**17.73**	**1,195.64**

₹ in Lakhs

Particulars	For the year ended 31 March 2025			
	Opening Balance	Recognised in Profit and Loss	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax assets				
Employee Benefits	327.11	(35.64)	(58.95)	232.52
Property, Plant and Equipment	163.96	37.26	–	201.22
Amortization and Interest in respect of lease payments	28.84	159.99	–	188.83
Provisions	515.14	(97.81)	–	417.33
	1,035.05	63.80	(58.95)	1,039.90
Net Tax Asset	1,035.05	63.80	(58.95)	1,039.90

Note No. 7 - Other assets

₹ in Lakhs

Particulars	**As at 31 March 2026**		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
(a) Advances other than capital advances				
(i) Earnest Money Deposit	**12.45**	**–**	12.45	–
(ii) Balances with government authorities (other than income taxes)	**3,062.68**	**–**	2,894.57	–
(iii) Other assets	**605.22**	**0.43**	693.14	5.01
(b) Capital Advance	**–**	**126.95**	–	55.80
(c) Advance payment of tax	**–**	**16,033.29**	–	10,686.91
Total Other Assets	**3,680.35**	**16,160.67**	3,600.16	10,747.72

Note No. 8 - Trade receivables

₹ in Lakhs

Particulars	**As at 31 March 2026**	As at 31 March 2025
	Current	Current
Trade receivables		
(a) Secured, considered good	**–**	–
(b) Unsecured, considered good	**23,188.71**	19,366.72
(c) Significant increase in credit risk	**–**	–
(d) Credit Impaired	**114.70**	125.91
Less: Allowance for Expected Credit Loss	**(114.70)**	(125.91)
Total	**23,188.71**	19,366.72
Of the above, trade receivables from:		
– Related Parties	**–**	–
– Others	**23,188.71**	19,366.72
Total	**23,188.71**	19,366.72

There is neither an instance where due date is not specified nor there are any unbilled dues.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 8 - Trade receivables (Cont)

₹ in Lakhs

Particulars	As at 31 March 2026					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed						
(a) Considered good	**23,166.85**	**21.86**	**–**	**–**	**–**	**23,188.71**
(b) Significant increase in credit risk						**–**
(c) Credit Impaired	**80.55**	**0.22**	**20.43**	**8.09**	**5.41**	**114.70**
Total	**23,247.40**	**22.08**	**20.43**	**8.09**	**5.41**	**23,303.41**
Less: Allowance for Expected Credit Loss	**(80.55)**	**(0.22)**	**(20.43)**	**(8.09)**	**(5.41)**	**(114.70)**
Total Undisputed Trade Receivables	**–**	**–**	**–**	**–**	**–**	**23,188.71**
Disputed						
(a) Considered good	**–**	**–**	**–**	**–**	**–**	**–**
(b) Significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**
(c) Credit Impaired	**–**	**–**	**–**	**–**	**–**	**–**
Total	**–**	**–**	**–**	**–**	**–**	**–**
Less: Allowance for Expected Credit Loss	**–**	**–**	**–**	**–**	**–**	**–**
Total Disputed Trade Receivables	**–**	**–**	**–**	**–**	**–**	**–**
Total Trade Receivables	**–**	**–**	**–**	**–**	**–**	**23,188.71**

₹ in Lakhs

Particulars	As at 31 March 2025					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed						
(a) Considered good	19,293.25	13.37	48.23	11.87	–	19,366.72
(b) Significant increase in credit risk	–	–	–	–		–
(c) Credit Impaired	65.68	0.13	48.23	11.87	–	125.91
Total	19,358.93	13.50	96.46	23.74	–	19,492.63
Less: Allowance for Expected Credit Loss	(65.68)	(0.13)	(48.23)	(11.87)	–	(125.91)
Total Undisputed Trade Receivables	–	–	–	–	–	19,366.72
Disputed						
(a) Considered good	–	–	–	–	–	–
(b) Significant increase in credit risk	–	–	–	–	–	–
(c) Credit Impaired	–	–	–	–	–	–
Total	–	–	–	–	–	–
Less: Allowance for Expected Credit Loss	–	–	–	–	–	–
Total Disputed Trade Receivables	–	–	–	–	–	–
Total Trade Receivables	–	–	–	–	–	19,366.72

Note No. 9 - Cash and Bank Balances

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Cash and cash equivalents		
(a) Balances with banks	**595.25**	1,647.31
(b) Cash on hand	**0.83**	0.97
(c) Imprest Cash	**2.08**	2.94
Total Cash and cash equivalent (A)	**598.16**	1,651.22
Other Bank Balances		
(a) Balances with Banks:		
(i) Term Deposits with original maturity upto 3 months (B)	**–**	600.00
Total Cash and cash equivalent (A) + (B)	**598.16**	2,251.22

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 10 - Equity Share Capital

(a) Equity Share Capital

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	₹ in Lakhs	No. of shares	₹ in Lakhs
Authorised:				
Equity shares of Rs. 10/- each with voting rights	**1,50,00,000**	**1,500.00**	1,50,00,000	1,500.00
Issued, Subscribed and Fully Paid:				
Equity shares of Rs. 10/- each with voting rights	**1,03,09,280**	**1,030.93**	1,03,09,280	1,030.93
Total	**1,03,09,280**	**1,030.93**	1,03,09,280	1,030.93

(b) Shares held by promoters

Promoter Name	As at 31 March 2026			As at 31 March 2025		
	No. of shares	% of total shares	% change during the year	No. of shares	% of total shares	% change during the year
Mahindra and Mahindra Financial Services Limited*						
- Equity shares of Rs. 10/- each with voting rights	**1,03,09,280**	**100%**	**0%**	1,03,09,280	100%	0%

* includes 120 shares held by 6 Nominee Shareholders on behalf of the Mahindra and Mahindra Financial Services Limited

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year

Particulars	Opening Balance	Fresh Issue	Bonus	ESOP	Closing Balance
(a) Equity Shares with Voting rights*					
Year ended 31 March 2026					
No. of Shares	1,03,09,280	–	–	–	1,03,09,280
Amount ₹ in Lakhs	1,030.93	–	–	–	1,030.93
Year ended 31 March 2025					
No. of Shares	1,03,09,280	–	–	–	1,03,09,280
Amount ₹ in Lakhs	1,030.93	–	–	–	1,030.93

*** Rights, preferences and restrictions attached to equity shares**

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividend in Indian Rupees. The dividend proposed by Board of Directors is subject to approval of the shareholders in the ensuing annual general meeting. Further, the Board of Directors may also announce an interim dividend which would need to be confirmed by the shareholders at the forthcoming Annual General Meeting. In the event of liquidation, the shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholdings.

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	No. of Shares		
	Equity Shares with Voting rights	Equity Shares with Differential Voting rights	Others
As at 31 March 2026			
Mahindra and Mahindra Financial Services Limited, the Holding Company	**1,03,09,280**	**–**	**–**
As at 31 March 2025			
Mahindra and Mahindra Financial Services Limited, the Holding Company	1,03,09,280	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 10 - Equity Share Capital (Cont)

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/Name of shareholder	**As at 31 March 2026**		As at 31 March 2025	
	Number of shares held	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra and Mahindra Financial Services Limited	**1,03,09,280**	**100%**	1,03,09,280	100%

Note No. 11 - Other Equity

Description of the Nature and Purpose of Other Equity

Securities Premium: The securities premium is used to record the premium on issue of shares. The reserve can be utilized in accordance with the provisions of Companies Act, 2013.

Retained Earnings: Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends or other distributions paid to shareholders

General Reserve: The general reserve comprises of transfer of profits from retained earnings for appropriation purposes. The reserve can be distributed / utilized in accordance with the provisions of Companies Act, 2013.

₹ in Lakhs

Particulars	**Reserves and Surplus**			**Items of other comprehensive income**	
	Securities Premium	General Reserve	Retained Earnings	Remeasurement (loss) / gain (net) on defined benefit plans	Total
As at 1 April 2024	**1,589.50**	**1,658.43**	**61,406.23**	**(428.38)**	**64,225.78**
Profit / (Loss) for the Period	**–**	**–**	8,878.25	**–**	8,878.25
Other Comprehensive Income / (Loss)	**–**	**–**	**–**	175.30	175.30
Dividend paid on Equity Shares	**–**	**–**	(1,546.39)	–	(1,546.39)
As at 31 March 2025	**1,589.50**	**1,658.43**	**68,738.09**	**(253.08)**	**71,732.94**
As at 1 April 2025	**1,589.50**	**1,658.43**	**68,738.09**	**(253.08)**	**71,732.94**
Profit / (Loss) for the Period	**–**	**–**	11,358.89	–	11,358.89
Other Comprehensive Income / (Loss)	**–**	**–**	–	(52.70)	(52.70)
Dividend paid on Equity Shares	**–**	**–**	(17,731.96)	–	(17,731.96)
As at 31 March 2026	**1,589.50**	**1,658.43**	**62,365.02**	**(305.78)**	**65,307.17**

Details of dividend

₹ in Lakhs

Particulars	**31-March-256**	31-March-25
Cash dividends on equity shares declared and paid		
Final dividend for the Year ended on 31 March 2025: Rs.52.00 per share (31 March 2024: Rs.15.00 per share)	**5,360.83**	1,546.39
Dividend Distribution Tax on final dividend	**–**	–
Interim dividend for the year ended on 31 March 2026 & 31 March 2025	**12,371.13**	–
	17,731.96	1,546.39

Proposed dividends on equity shares are subject to approval in annual general meeting and are not recognised as a liability as at 31 March.

Note: The board of directors in their meeting on April 16, 2026 recommended final dividend of Rs.77.50 per equity share for the financial Year ended March 31, 2026. This payment is subject to the approval of shareholders in the Annual General Meeting (AGM) of the company and if approved would result in a net cash outflow of approximately Rs.7,989.69 Lakhs.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 12 - Provisions

₹ in Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
(a) Provision for employee benefits				
– Gratuity	**303.49**	**710.43**	218.01	421.27
– Leave Encashment	**239.20**	**204.69**	200.98	224.02
– Others	**1,510.63**	**–**	1,740.32	–
(b) Other Provisions				
– Provision for tax (net of advance tax paid)	**79.74**	**–**	79.74	–
– Others	**–**	**8.95**		
Total Provisions	**2,133.06**	**924.07**	2,239.05	645.29

Note No. 13 - Trade Payables

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
	Current	Current
Payables		
(I) Trade Payables		
(i) total outstanding dues of micro enterprises and small enterprises#	**14.88**	26.06
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises**	**25,286.01**	20,071.94
(II) Other Payables		
(i) total outstanding dues of micro enterprises and small enterprises#	**–**	–
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises**	**–**	–
Total	**25,300.89**	20,098.00

On the basis of confirmations received from parties

** Including amount payable to related parties of Rs.234.33 lakhs (PY: Rs.38.93 lakhs)

₹ in Lakhs

Particulars	As at 31 March 2026					
	Unbilled dues	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed dues						
(a) MSME	**–**	**14.88**	**–**	**–**	**–**	**14.88**
(b) Others	**–**	**25,114.11**	**10.52**	**30.26**	**131.12**	**25,286.01**
Disputed dues						
(a) MSME	**–**	**–**	**–**	**–**	**–**	**–**
(b) Others	**–**	**–**	**–**	**–**	**–**	**–**

₹ in Lakhs

Particulars	As at 31 March 2025					
	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues						
(a) MSME	–	26.06	–	–		26.06
(b) Others	–	20,051.89	2.68	0.75	16.62	20,071.94
Disputed dues						
(a) MSME	–	–	–	–	–	–
(b) Others	–	–	–	–	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 14 - Other Financial Liabilities

₹ in Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Other Financial Liabilities Measured at Amortised Cost				
(i) Other liabilities				
Salary Payable	**99.78**	**–**	28.98	**–**
Total other financial liabilities	**99.78**	**–**	28.98	**–**

Note No. 15 - Other Liabilities

₹ in Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Statutory dues				
– taxes payable (other than income taxes)	**2,876.30**	**–**	2,118.20	–
– TDS Payable (income taxes)	**1,585.72**		1,201.83	–
– Employee Recoveries and Employer Contributions	**58.68**	**–**	60.89	–
Others Liabilities	**–**		–	
TOTAL OTHER LIABILITIES	**4,520.70**	**–**	3,380.92	–

Note No. 16 - Revenue from Operations

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from rendering of services		
Brokerage*	**1,45,470.11**	1,19,088.18
Consultancy fees	**98.61**	62.42
Total Revenue from Operations	**1,45,568.72**	1,19,150.60

* This includes brokerage, incentives and rewards.

Note No. 17 - Other Income

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(a) Interest Income		
– On Financial Assets at Amortised Cost	**3,429.95**	3,867.59
(b) Other Non Operating Income		
(i) Miscellaneous Income	**37.79**	520.45
(ii) Capital Gain on redemption of mutual funds	**559.31**	318.99
(iii) Profit due to change in fair value of investments carried at FVTPL	**16.18**	76.98
(iv) Profit on sale of property, plant and equipments	**–**	22.25
(v) Gain on foreign exchange	**13.01**	2.42
(vi) Gain on derecognition of leases	**111.39**	–
Total Other Income	**4,167.63**	4,808.68

Note No. 18 - Employee Benefits Expense

₹ in Lakhs

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
(a) Salaries and wages, including bonus	**9,089.63**	9,578.09
(b) Contribution to provident and other funds	**420.41**	457.54
(c) Contribution to Gratuity Fund	**104.08**	186.90
(d) Share based payment transactions expenses		
Cash-settled share-based payments	**36.29**	22.13
(e) Staff welfare expenses	**114.16**	187.90
Total Employee Benefit Expense	**9,764.57**	10,432.56

Cash-settled share-based payments

In respect of the Cash-settled share-based payments, Employee Stock Options (ESOS) of the ultimate holding company Mahindra & Mahindra Limited and the holding company Mahindra & Mahindra Financial Services Limited (MMFSL) are issued to eligible employees of the Company. The Company makes the necessary payment to the respective Ultimate holding company and holding company

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 19 - Other Expenses

Particulars		Year ended 31 March 2026	₹ in Lakhs Year ended 31 March 2025
(a)	Distribution fees*	**1,16,959.22**	94,241.73
(b)	Power & fuel	**45.04**	55.65
(c)	Rent including lease rentals	**38.87**	8.81
(d)	Rates and taxes	**89.24**	164.71
(e)	Insurance	**416.11**	372.39
(f)	Postage, Telephone and Communication	**106.11**	128.68
(g)	Software Charges	**31.00**	63.77
(h)	Repairs - Others	**88.55**	86.01
(i)	Administration Support Charges	**101.10**	156.00
(j)	Manpower Contracting Charges	**455.62**	542.16
(k)	Advertisement	**–**	–
(l)	Sales promotion expenses	**655.58**	433.26
(m)	Travelling and Conveyance Expenses	**446.19**	554.43
(n)	Expenditure on corporate social responsibilty (CSR) under section 135 of the Companies Act, 2013	**235.00**	199.30
(o)	Provision for doubtful trade and other receivables (Note 23)	**(11.22)**	125.91
(p)	Bad debts written off	**–**	384.72
(q)	Auditors remuneration and out-of-pocket expenses	**26.19**	32.94
	(i) As Auditors	**13.24**	22.76
	(ii) For Other services	**12.73**	9.50
	(iii) For reimbursement of expenses	**0.22**	0.68
(r)	Directors' Commission	**–**	25.58
(s)	Directors' Sitting Fees	**–**	7.00
(t)	Legal and other professional costs	**867.99**	597.43
(u)	Loss on sale of property, plant and equipments	**69.44**	–
(v)	Miscellaneous expenses	**2,025.90**	1,579.42
Total Other Expenses		**1,22,645.93**	99,759.90

* Distribution fees are the payments made to Motor Insurance Service Providers (Automotive Dealers) as per the Guidelines issued under section 34 of the Insurance Act, 1938 and section 14 of the IRDA Act, 1999 on Motor Insurance Service Provider with effect from 1st November 2017. This includes distribution fees and incentives to MISP dealers.

Note No. 20 - Earnings per Share

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
	₹	₹
	Per Share	Per Share
Basic Earnings per share	**110.18**	86.12
Diluted Earnings per share	**110.18**	86.12

Equity shares of Rs. 10/- each with voting rights

Basic earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

₹ in Lakhs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit / (loss) for the period attributable to owners of the Company	**11,358.89**	8,878.25
Less: Preference dividend and tax thereon		
Profit / (loss) for the period used in the calculation of basic earnings per share	**11,358.89**	8,878.25
Weighted average number of equity shares (nos)	**1,03,09,280**	1,03,09,280
Earnings per share - Basic (Rs.)	**110.18**	86.12

Diluted earnings per share

The diluted earnings per share has been computed by dividing the Net profit after tax available for Equity shareholders by the weighted average number of equity shares, after giving dilutive effect of the outstanding Warrants, Stock options and Convertible bonds for the respective Periods, if any.

₹ in Lakhs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit / (loss) for the period used in the calculation of basic earnings per share	**11,358.89**	8,878.25
Add: Adjustments, if any	**–**	–
Profit / (loss) for the period used in the calculation of diluted earnings per share	**11,358.89**	8,878.25
Profits used in the calculation of diluted earnings per share	**11,358.89**	8,878.25

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 20 - Earnings per Share (Contd.)

The weighted average number of ordinary shares for the purpose of diluted earnings per share reconciles to the weighted average number of ordinary shares used in the calculation of basic earnings per share as follows:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Weighted average number of equity shares used in the calculation of Basic EPS	**1,03,09,280**	1,03,09,280
Add: Effect of Warrants, if any	**–**	–
ESOPs, if any	**–**	–
Convertible bonds, if any	**–**	–
Others if any	**–**	–
Weighted average number of equity shares used in the calculation of Diluted EPS	**1,03,09,280**	1,03,09,280
Earnings per share - Diluted (Rs.)	**110.18**	86.12

Note No. 21 - Right of use assets

₹ in Lakhs

Description of Assets	Category of ROU Asset
	Leasehold Premises
I. Gross Carrying Amount	
Balance as at 1 April 2025	**3,883.02**
Reclassifciation on account of adoption of Ind AS 116	
Additions	**563.97**
Derecognition	**1,578.42**
Balance as at 31 March 2026	**2,868.57**
II. Accumulated depreciation and impairment	
Balance as at 1 April 2025	**1,257.98**
Amortisation expense for the period	**513.04**
Eliminated on derecognition of assets	**830.57**
Balance as at 31 March 2026	**940.45**
III. Net carrying amount (I-II)	**1,928.12**

₹ in Lakhs

Description of Assets	Category of ROU Asset
	Leasehold Premises
I. Gross Carrying Amount	
Balance as at 1 April 2024	3,092.21
Additions	790.81
Derecognition	-
Balance as at 31 March 2025	**3,883.02**
II. Accumulated depreciation and impairment	
Balance as at 1 April 2024	748.76
Amortisation expense for the period	509.21
Balance as at 31 March 2025	1,257.97
III. Net carrying amount (I-II)	2,625.05

Note No. 22 - Financial Instruments

Capital management

The company's capital management objectives are:

– to ensure the company's ability to continue as a going concern

– to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of the statement of financial position. The Company is subject to minimum capital requirements as stipulated by the IRDAI (Insurance Brokers) Regulations, 2018.

The company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

₹ in Lakhs

	31-March-26	31-March-25
Equity	**66,338.10**	72,763.87
Less: Cash and cash equivalents	**(598.16)**	(2,251.22)
	65,739.94	70,512.65

Categories of financial assets and financial liabilities

₹ in Lakhs

As at 31 March 2026	Amortised Costs	FVTPL	FVOCI	Total
Non-current Assets				
Investments	**6,500.00**	**–**	**–**	**6,500.00**
Loans	**–**	**–**	**–**	**–**
Other Financial Assets	**338.37**	**–**	**–**	**338.37**
Current Assets				
Investments	**21,322.82**	**17,072.84**	**–**	**38,395.66**
Trade Receivables	**23,188.71**	**–**	**–**	**23,188.71**
Other Bank Balances	**598.16**	**–**	**–**	**598.16**
Loans	**6,650.00**	**–**	**–**	**6,650.00**
Other Financial Assets	**1,930.63**	**–**	**–**	**1,930.63**
Non-current Liabilities				
Lease liabilities	**297.92**	**–**	**–**	**297.92**
Current Liabilities				
Trade Payables	**25,300.89**	**–**	**–**	**25,300.89**
Lease liabilities	**2,058.49**	**–**	**–**	**2,058.49**
Other Financial Liabilities	**99.78**	**–**	**–**	**99.78**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 22 - Financial Instruments (Cont)

₹ in Lakhs

As at 31 March 2025

	Amortised Costs	FVTPL*	FVOCI	Total
Non-current Assets				
Investments	5,900.00	–	–	5,900.00
Loans	–			–
Other Financial Assets	387.41	–	–	387.41
Current Assets				
Investments	14,550.00	8,097.35	–	22,647.35
Trade Receivables	19,366.72	–	–	19,366.72
Other Bank Balances	2,251.22	–	–	2,251.22
Loans	29,575.00	–	–	29,575.00
Other Financial Assets	2,770.54	–	–	2,770.54
Non-current Liabilities				
Lease liabilities	2,657.94	–	–	2,657.94
Current Liabilities				
Trade Payables	20,098.00	–	–	20,098.00
Lease liabilities	452.34	–	–	452.34
Other Financial Liabilities	28.98	–	–	28.98

* Investments in instruments measured at fair value through Profit & Loss are categorised in Level 1.

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company.

Trade receivables consist of institutional customers, largely insurance companies. The Company deals only with those insurance companies who have obtained an acceptable level of credit rating. The Company does not have significant credit risk exposure to any single external counterparty. Out of total outstanding 0.06% of the debtors are pertaining to group companies.

The credit risk on liquid funds invested in Fixed Deposits with companies and Intercorporate Deposits is limited because the counterparties are group companies.

The Company applies the simplified approach to providing for expected credit losses prescribed by Ind AS 109, which permits the use of the expected loss provision for all trade receivables. The company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company and individual receivable specific provision where applicable. Forward-looking information (including macroeconomic information) has been incorporated into the determination of expected credit losses.

There is no change in estimation techniques or significant assumptions during the reporting period.

The loss allowance provision is determined as follows:

As at March 31 2026

₹ in Lakhs

	Not due	**Less than 6 months past due**	**More than 6 months past due**	**Total**
Gross carrying amount	**0.00**	**23,247.40**	**56.01**	**23,303.41**
Loss allowance provision	**0.00**	**80.55**	**34.15**	**114.70**
	0.00	**23,166.85**	**21.86**	**23,188.71**

As at March 31 2025

	Not due	Less than 6 months past due	More than 6 months past due	Total
Gross carrying amount	0.00	19,358.93	133.70	19,492.63
Loss allowance provision	0.00	65.68	60.23	125.91
	0.00	19,293.25	73.47	19,366.72

Reconciliation of loss allowance provision for Trade Receivables

₹ in Lakhs

Particulars	**31-March-26**	31-March-25
Balance as at beginning of the year	**125.91**	517.09
Impairment losses recognised in the year based on lifetime expected credit losses		
- On receivables originated in the year	**(11.22)**	125.91
Impairment losses recognised in the year based on 12 month expected credit losses		
On receivables originated in the year		
Amounts written off during the year as uncollectible	**–**	(384.72)
Impairment losses reversed / written back	**–**	(132.37)
Balance at end of the year	**114.69**	125.91

The loss allowance provision has changed during the period due to delays in recovery of brokerage on insurance contracts brokered.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 22 - Financial Instruments (Cont)

₹ in Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial liabilities				
31-March-26				
Non-interest bearing	**27,459.16**	**297.92**	**–**	**–**
Total	**27,459.16**	**297.92**	**–**	**–**
31-March-25				
Non-interest bearing	20,579.32	2,657.94	–	–
Total	20,579.32	2,657.94	–	–

(iii) Financing arrangements

The Company does not feel the need to have any borrowing facilities at this stage

(iv) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

₹ in Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial assets				
31-March-26				
Non-interest bearing	**42,349.95**	**278.37**	**–**	**–**
Fixed interest rate instruments	**28,413.21**	**6,560.00**	**–**	**–**
Total	**70,763.16**	**6,838.37**	**–**	**–**
31-March-25				
Non-interest bearing	31,660.67	327.41	–	–
Fixed interest rate instruments	44,350.16	5,960.00	–	–
Total	76,010.83	6,287.41	–	–

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company invests in fixed rate instruments taking into account the current liquidity requirements. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Note No. 23 - Fair Value Measurement

Fair value of financial assets and financial liabilities that are not measured at fair value

₹ in Lakhs

	31-March-26		31-March-25	
Particulars	**Carrying amount**	**Fair value**	Carrying amount	Fair value
Financial assets				
Financial assets carried at Amortised Cost				
– loans to related parties	**6,650.00**	**6,650.00**	29,575.00	29,575.00
– trade and other receivables	**23,188.71**	**23,188.71**	19,366.72	19,366.72
– Cash and Cash Equivalents	**598.16**	**598.16**	2,251.22	2,251.22
– other financial assets	**2,269.00**	**2,269.00**	3,157.95	3,157.95
– fixed Deposit with Companies	**27,822.82**	**27,822.82**	20,450.00	20,450.00
Total	**60,528.69**	**60,528.69**	74,800.89	74,800.89
Financial liabilities				
Financial liabilities held at amortised cost				
– trade and other payables	**25,300.89**	**25,300.89**	20,098.00	20,098.00
– Lease Liabilities	**2,356.41**	**2,356.41**	3,110.28	3,110.28
– other financial laibilities	**99.78**	**99.78**	28.98	28.98
Total	**27,757.08**	**27,757.08**	23,237.26	23,237.26

Note: Financial assets not measured at fair value includes cash and cash equivalents, trade receivables, loans, fixed deposits and other financial assets. These are financial assets whose carrying amounts approximate fair value, due to their short-term nature.

Additionally, financial liabilities such as trade payables, lease liabilities and other financial liabilities are not measured at FVTPL, whose carrying amounts approximate fair value, because of their short-term nature.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 24 - Leases

24.1 Company as a lessee

Following are the changes in the carrying value of Right to use asset for the year ended March 31, 2026

₹ in Lakhs

Particulars	Category of Asset: Building — For the year ended 31 March 2026	For the year ended 31 March 2025
Balance at the beginning	**2,625.03**	2,343.44
Reclassification on account of adoption of Ind AS 116	**–**	–
Additions	**563.97**	790.81
Derecognition	**747.85**	–
Depreciation	**513.04**	509.22
Balance at the end	**1,928.11**	2,625.03

Following is the movement in the lease liabilities during the year ended March 31, 2026

₹ in Lakhs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Balance at the beginning	**3,110.28**	2,704.99
Reclassification on account of adoption of Ind AS 116	**–**	–
Additions	**563.97**	795.46
Derecognition	**863.59**	–
Finance Cost accrued during the year	**232.56**	246.88
Payment of lease liabilities	**686.81**	637.05
Balance at the end	**2,356.41**	3,110.28
Non Current	**297.92**	2,657.94
Current	**2,058.49**	452.34
Total	**2,356.41**	3,110.28

24.2 Depreciation and Amortisation

₹ in Lakhs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Property, Plant & Equipment (Note 1)	**345.80**	469.61
Other Intangible Assets (Note 2)	**187.46**	148.67
Right of use Assets (Note 21)	**513.04**	509.21
Total	**1,046.30**	1,127.49

Note No. 25 - Segment information

The Company has determined the operating segment based of structure of reports reviewed by the Strategic Management Council. For management purposes, the Company is organised into a single business unit and has only one reportable segment namely “Insurance Broking services”. The geographical segment is based on the location of client, whether in India or outside India. The Strategic Management Council of the Company monitors the operating results of its business unit for the purpose of making decisions about resource allocation and performance assessment

₹ in Lakhs

Geographic information	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue from external customers		
India	**1,45,568.72**	1,19,150.60
Outside India	**–**	–
Total Income as per statement of profit or loss	**1,45,568.72**	1,19,150.60

All Non-current operating assets comprising property, plant and equipment, investment properties and intangible assets, if any are located in India.

Income from major products and services

The following is an analysis of the Company’s revenue from continuing operations from its major products and services:

₹ in Lakhs

	For the year ended 31 March 2026	For the year ended 31 March 2025
Insurance Broking And Auxillary Activities	**1,45,568.72**	1,19,150.60
Total	**1,45,568.72**	1,19,150.60

Income from transactions with a single external customer amounts to 10% or more of the entity’s revenues.

Note No. 26 - Employee benefits

(a) Defined Contribution Plan

The Company’s contribution to Provident Fund and Superannuation Fund aggregating Rs.377.19 Lakhs (F-2025 : Rs.417.31 Lakhs) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 26 - Employee benefits (Cont)

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Asset volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bonds discount rate, this will create or increase a deficit. The defined benefit plans hold a significant proportion of equity type assets, which are expected to outperform government bonds in the long-term while providing volatility and risk in the short-term.

As the plans mature, the Company intends to reduce the level of investment risk by investing more in assets that better match the liabilities.

However, the Company believes that due to the long-term nature of the plan liabilities and the strength of the supporting group, a level of continuing equity type investments is an appropriate element of the Company's long term strategy to manage the plans efficiently.

Changes in bond yields

A decrease in government bond yields will increase plan liabilities, although this is expected to be partially offset by an increase in the value of the plans' bond holdings and interest rate hedging instruments.

Inflation risk

Some of the Company's pension obligations are linked to inflation, and higher inflation will lead to higher liabilities (although, in most cases, caps on the level of inflationary increases are in place to protect the plan against extreme inflation). The plans hold a significant proportion of assets in index linked gilts, together with other inflation hedging instruments and also assets which are more loosely correlated with inflation. However, an increase in inflation will also increase the deficit to some degree.

Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

Leave Encashment

The Company has a policy on compensated absences which are both accumulating and non-accumulating in nature. The expected cost of accumulating compensated absences is determined by acturial valuation performed by an independent actuary at each balance sheet date using projected unit credit method on the additional amount expected to be paid or availed as a result of the unused entitlement that has accumulated at the balance sheet date. Expense on non accumulating compensated absences is recognised in the period in which the absences occur.

Defined benefit plans – as per actuarial valuation on 31st March, 2026 and on 31st March, 2025

₹ in Lakhs

Particulars	Funded Plan Gratuity 2026	2025
Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
Service Cost		
Current Service Cost	**56.88**	130.72
Past service cost and (gains)/losses from settlements	**265.30**	–
Net interest expense	**47.19**	56.18
Acquisition adjustment due to transfer out	**–**	–
Components of defined benefit costs recognised in profit or loss	**369.37**	186.90
Remeasurement on the net defined benefit liability		
Return on plan assets (excluding amount included in net interest expense)	**20.01**	36.60
Actuarial gains and loss arising from changes in financial assumptions	**11.63**	8.98
Actuarial gains and loss arising from experience adjustments	**62.96**	(255.65)
Others	**(24.18)**	(24.18)
Components of defined benefit costs recognised in other comprehensive income	**70.42**	(234.25)
Total	**70.42**	(234.25)
I. Net Asset/(Liability) recognised in the Balance Sheet as at 31st March		
1. Present value of defined benefit obligation as at 31st March	**1,228.37**	1,003.58
2. Fair value of plan assets as at 31st March	**214.44**	364.46
3. Net Asset/(Liability) recognised in the Balance Sheet as at 31st March	**(1,013.93)**	(639.12)
Current portion of the above	**303.49**	217.84
Non current portion of the above	**710.44**	421.28

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 26 - Employee benefits (Cont)

Particulars		Funded Plan Gratuity 2026	2025
II.	**Change in the obligation during the year ended 31st March**		
1.	Present value of defined benefit obligation at the beginning of the year	**1,003.58**	1,269.50
2.	Add/(Less) on account of Scheme of Arrangement/Business	**–**	–
	Transfer	**–**	–
3.	*Expenses Recognised in Profit and Loss Account*		
	– Current Service Cost	**56.88**	130.71
	– Past Service Cost	**265.30**	–
	– Interest Expense (Income)	**67.20**	91.66
4.	*Recognised in Other Comprehensive Income*		
	Remeasurement gains/(losses)		
	– Actuarial Gain (Loss) arising from:		
	i. Demographic Assumptions	**(24.17)**	(24.18)
	ii. Financial Assumptions	**11.63**	8.98
	iii. Experience Adjustments	**62.96**	(255.65)
5.	Benefit payments	**(215.01)**	(217.44)
6.	Others	**–**	–
7.	**Present value of defined benefit obligation at the end of the year**	**1,228.37**	1,003.58
III.	**Change in fair value of assets during the year ended 31st March**		
1.	Fair value of plan assets at the beginning of the year	**364.46**	506.89
2.	Add/(Less) on account of Scheme of Arrangement/Business Transfer	**–**	–
3.	*Expenses Recognised in Profit and Loss Account*	**–**	–
	– Expected return on plan assets	**20.01**	36.60
4.	*Recognised in Other Comprehensive Income*	**–**	–
	Remeasurement gains / (losses)	**–**	–
	– Actual Return on plan assets in excess of the expected return	**(20.01)**	(36.59)
	– Others	**–**	–
5.	Contributions by employer (including benefit payments recoverable)	**65.00**	75.00
6.	Recoverable/Recovered from LIC	**–**	–
7.	Benefit payments	**(215.01)**	(217.44)
8.	**Fair value of plan assets at the end of the year**	**214.45**	364.46
IV.	**The Major categories of plan assets**		
	– Insurer managed funds	**100%**	100%
V.	**Actuarial assumptions**		
1.	Discount rate	**5.72%**	6.54%
2.	Expected rate of return on plan assets	**5.72%**	6.54%
3.	Attrition rate	**Attrition rate of 85% up to the age of 30, 68% up to age of 44 and 42% thereafter**	Attrition rate of 56% up to the age of 30, 58% up to age of 44 and 35% thereafter

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 26 - Employee benefits (Cont)

Gratuity

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

₹ in Lakhs

Principal assumption	Year	Changes in assumption	Impact on defined benefit obligation	
			Increase in assumption	Decrease in assumption
Discount rate	**2026**	**1**	**(12.91)**	**13.47**
	2025	1	(13.10)	13.76
Salary growth rate	**2026**	**1**	**10.94**	**(10.82)**
	2025	1	13.57	(13.17)
Life expectancy	**2026**	**+/- 1 year**	**Negligible**	**Negligible**
	2025	+/- 1 year	Negligible	Negligible

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The Company expects to contribute Rs.125 lakhs to the gratuity trusts during the next financial year of 2027.

The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous period.

Maturity profile of defined benefit obligation:

₹ in Lakhs

Gratuity	2026	2025
Within 1 year	**594.93**	448.73
1 - 2 year	**311.07**	237.68
2 - 3 year	**169.84**	143.97
3 - 4 year	**96.84**	92.30
4 - 5 year	**61.05**	60.59

The Company's policy is driven by considerations of maximizing returns while ensuring credit quality of the debt instruments. The asset allocation for plan assets is determined based on investment criteria prescribed under the Indian Income Tax Act, 1961, and is also subject to other exposure limitations. The Company evaluates the risks, transaction costs and liquidity for potential investments. To measure plan asset performance, the Company compares actual returns for each asset category with published benchmarks.

	Period Ended				
VIII. Experience Adjustments:	**2026**	**2025**	**2024**	**2023**	**2022**
			Gratuity		
1. Defined Benefit Obligation	**1,228.38**	1,003.58	1,269.50	1,184.18	1,160.99
2. Fair value of plan assets	**214.45**	364.46	506.90	500.96	588.23
3. Surplus/(Deficit)	**(1,013.93)**	(639.12)	(762.60)	(683.22)	(609.01)
4. Experience adjustment on plan liabilities [(Gain)/ Loss]	**50.42**	36.38	36.38	(25.65)	(67.94)
5. Experience adjustment on plan assets [Gain/ (Loss)]	**(20.01)**	(36.59)	(37.57)	(43.06)	(40.38)

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

Leave Encashment

₹ in Lakhs

Particulars	2026	2025
Rate of discounting	**5.72%**	6.54%
Expected rate of salary increase	**7.00%**	7.00%
Attrition rate	**For ages 30 years and below 85.00% p.a. For ages 31 years to 44 years 68.00% p.a. For ages 45 years and above 42.00% p.a.**	For ages 30 years and below 56.00% p.a. For ages 31 years to 44 years 58.00% p.a. For ages 45 years and above 35.00% p.a.
Mortality	**Indian Assured Lives Mortality 2012-14 (Urban)**	Indian Assured Lives Mortality 2012-14 (Urban)
Expenses recognised in statement of profit and loss	**18.89**	(195.45)

The Company has transferred balance exigency leaves of employees to Special Sick Leave with effect from 01st January, 2025.

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The current service cost and the net interest expense for the year are included in the employee benefits expense in profit or loss of the expense for the year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 27 - Related Party Transactions

Name of the parent Company	**: Mahindra & Mahindra Financial Services Limited**
Name of the Ultimate parent Company	**: Mahindra & Mahindra Limited**
Name of the Fellow subsidiaries	**: Mahindra Rural Housing Finance Limited**
	: Mahindra Integrated Business Solutions Limited
	: Bristlecone India Limited
	: Mahindra Holidays & Resorts India Limited
	: Mahindra First Choice Wheels Limited
	: Bristlecone India Limited
	: Tech Mahindra Limited
	: N.B.S. International Limited
Key Management Personnel (KMP)	**: Vedanarayanan Seshadri, Principal Officer & Managing Director (Till 23 May 2025)**
	: Suresh Agarwal, Managing Director (w.e.f 21 November 2025)
	: Saurabh Dharadhar, Chief Financial Officer
	: Niranjan Karde Company Secretary (Till 17 Jul 2024)
	: Bhavita Ashiyani (Till 31 October 2025)
	: Carishma Pagare (w.e.f. 16 January 2026)
Directors	**: Amarjyoti Barua, Chairman (w.e.f. 10 September 2024)**
	: Raul Rebello, Non Executive Director (w.e.f. 16 July 2024)
	: Sapna Jain, Non Executive Director (w.e.f. 30 March 2025)
	: Pradeep Agrawal, Non Executive Director (w.e.f 15 December,2025)
	: Hemant Sikka, Non Executive Director (Till 15 July 2025)
	: Ramesh Iyer, Non Executive Director (Till 28 April 2024)
	: Jyotin Mehta, Independent Director (Till 29 March 2025)
	: Anjali Raina, Independent Director (Till 29 March 2025)
	: Vivek Karve, Non Executive Director (Till 31 October 2024)

Details of transaction between the Company and its related parties are disclosed below:

₹ in Lakhs

Particulars	For the year ended	Parent Company and Ultimate Parent company	KMP/ Directors of the Company	Fellow subsidiaries
Nature of transactions with Related Parties				
Purchase of property and other assets	31-Mar-26	56.94	–	10.08
including intangibles	*31-Mar-25*	*113.37*	–	*12.96*
Rendering of services	31-Mar-26	–	–	–
	31-Mar-25	–	–	–
Receiving of services	31-Mar-26	576.90	476.15	590.32
	31-Mar-25	*709.43*	*528.25*	*505.72*
Interest Income	31-Mar-26	2,208.49	–	1,211.78
	31-Mar-25	*1,353.66*	–	*2,499.40*
Loans given (including Fixed Deposits &	31-Mar-26	22,922.82	–	6,650.00
Intercorporate Deposits placed during the year)	*31-Mar-25*	*18,000.00*	–	*17,375.00*
Repayment of loans (including Fixed Deposits matured &	31-Mar-26	17,400.00	–	27,725.00
Intercorporate Deposits withdrawn during the year)	*31-Mar-25*	*15,650.00*	–	*19,225.00*
Dividend Paid	31-Mar-26	17,731.96	–	–
	31-Mar-25	*1,546.39*	–	–
Commission and other benefits to directors	31-Mar-26	–	–	–
	31-Mar-25	–	*25.58*	–
Sale of Fixed Assets	31-Mar-26	20.04	–	–
	31-Mar-25	*24.67*	–	*13.10*

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 27 - Related Party Transactions (Cont)

Nature of Balances with Related Parties	Balance as on	Parent Company and Ultimate Parent company	KMP/Directors of the Company	Fellow subsidiaries
Trade payables	31-Mar-26	227.85	–	6.48
	31-Mar-25	*34.30*	–	*4.63*
Loans & advances given (including Fixed Deposits	31-Mar-26	27,822.82	–	6,650.00
and Intercorporate Deposits placed)	*31-Mar-25*	*22,300.00*	–	*27,725.00*
Other balances (including Trade Receivables	31-Mar-26	1,357.73	–	122.33
and Interest Accrued)	*31-Mar-25*	*943.78*	–	*1,594.16*

Compensation of Key Managerial Personnel

The remuneration of directors and other members of Key Managerial Personnel during the year was as follows:

₹ in Lakhs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Short-term employee benefits	**476.15**	528.25
Post-employment benefits[1]	**–**	**–**
Other long-term benefits[1]	**–**	**–**
Termination benefits	**–**	**–**
Share-based payment[2]	**–**	**–**

[1] Figures not available separately for gratuity and leave encashment

[2] Included in the Stock Option Charge paid to parent company for its Stock Options granted to Key Managerial Personnel

The remuneration of directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends.

Note No. 28 - Income from contract with customers

A. Country-wise break up of Income

₹ in Lakhs

31-March-26

Country	Income from contracts with customers (Ind AS 115)	Income from operations from other than customers	Total Income from Operations	Other Income	Total Income
India	**1,45,568.72**	**–**	**1,45,568.72**	**4,167.63**	**1,49,736.35**
Total	**1,45,568.72**	**–**	**1,45,568.72**	**4,167.63**	**1,49,736.35**

₹ in Lakhs

31-March-25

Country	Income from contracts with customers (Ind AS 115)	Income from operations from other than customers	Total Income from Operations	Other Income	Total Income
India	1,19,150.60	–	1,19,150.60	4,808.68	1,23,959.28
Total	1,19,150.60	–	1,19,150.60	4,808.68	1,23,959.28

B. Breakup of Income into contracts entered in previous year and in current year

₹ in Lakhs

Particulars	31-March-26	31-March-25
Income from PO/ contract / agreement entered into previous year	**1,45,364.26**	1,18,530.61
Income from New PO/ contract / agreement entered into current year	**204.46**	619.99
Total Income recognised during the period	**1,45,568.72**	1,19,150.60

C. Reconciliation of Income from contract with customer

₹ in Lakhs

Particulars	31-March-26	31-March-25
Income from contract with customer as per the contract price	**1,45,568.72**	1,19,150.60
Adjustments made to contract price on account of :-		
a) Discounts / Rebates / Incentives	**–**	–
b) Sales Returns / Reversals	**–**	–
c) Deferrment of revenue	**–**	–
d) Changes in estimates of variable consideration	**–**	–
e) Recognition of revenue from contract liability out of opening balance of contract liability	**–**	–
f) Any other adjustments	**–**	–
Income from contract with customer as per the statement of Profit and Loss	**1,45,568.72**	1,19,150.60

D. Income to be recognised for performance obligation(s) not satisfied or partially satisfied at the end of the current year in respect of contracts with customer that are in place (i.e. signed agreements/ Pos/Wos/SOWs, etc) at the end of reporting period.

The company has reviewed the contract with insurers and customers and indentified claims handling services as an area that is affected by the new accounting standard. The application of new standard results in the indentifiaction of separate performance obligation for handling claims on behalf of customers as part of insurance brokerage customary business practice. The new standard requires the deferral of Income recognition until the performance obligation is satisfied. Based on the results of the review, the company does not expect a material impact on the statement of profit and loss.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 28 - Income from contract with customers (Cont)

E. Break-up of Provision for Expected Credit Losses recognised in P&L

₹ in Lakhs

Particulars	31-March-26	31-March-25
Expected Credit loss recognised during the year on trade receivables	(11.22)	125.91
Expected Credit loss recognised during the year on contract assets	–	–
Expected Credit loss recognised during the year on others	–	–
Total	(11.22)	125.91

Note No. 29 - Income received from Insurer and Insurer's group companies

As per regulation 34 (6) of IRDAI (Insurance Brokers) Regulations, 2018, following are the details of all the incomes received from insurers and insurer's group companies

A. Details of incomes received from insurers (Top 15+ Others)

₹ in Lakhs

Particulars	Year Ended 31 March 2026
SBI General Insurance Co Ltd	**21,240.16**
ICICI Lombard General Insurance Ltd	**19,790.94**
Universal Sompo General Insurance Co Ltd	**18,733.94**
Tata AIG General Insurance Co Ltd	**14,199.57**
Cholamandalam MS Gen Insurance Co Ltd	**9,295.86**
IFFCO Tokio General Insurance Co Ltd	**8,311.28**
Liberty General Insurance Co Ltd	**7,960.08**
Generali Central Insurance Co Ltd	**6,391.18**
Go Digit General Insurance Ltd.	**5,923.54**
Magma General Insurance Company Limited	**4,755.47**
Indusind General Insurance Company Limited	**4,310.87**
Zuno General Insurance Company Ltd	**3,933.76**
HDFC ERGO General Insurance Company Limited	**3,868.28**
Bajaj General Insurance Co Ltd	**3,851.15**
Royal Sundaram General Insurance Co. Ltd	**3,176.35**
Others	**9,727.68**
Total Revenue	**1,45,470.11**

₹ in Lakhs

Particulars	Year Ended 31 March 2025
ICICI Lombard General Insurance Company Limited	17,310.13
SBI General Insurance Company	15,775.10
Universal Sompo General Insurance Company Limited	14,354.04
Tata AIG General Insurance Company Limited	11,940.49
Cholamandalam Ms Gen Insurance Company Limited	9,217.73
Iffco Tokio General Insurance Company Limited	7,109.99
Liberty Videocon General Insurance Company Limited	6,008.06
Magma HDI General Insurance Company Limited	5,855.97
Reliance General Insurance Company Limited	4,624.93
Go Digit General Insurance Limited	4,477.73
Future Generali Insurance Company Limited	4,172.90
Bajaj Allianz General Insurance Company Limited	3,545.18
HDFC Ergo General Insurance Company Limited	3,107.22
Edelweiss General Insurance Company Limited	2,595.81
Raheja QBE General Insurance Company Ltd	1,325.50
Others	7,667.40
Total Revenue	1,19,088.18

B. The Company has not received any income from any of the insurers' group companies.

Note No. 29 - Details of Payments received by the group companies and/or associates and/or related parties of the insurance broker from any insurer and the details thereof.

As per regulation 34 (6) of IRDAI (Insurance Brokers) Regulations, 2018, following are the details of payments received by the group companies and/or associates and/or related parties of the insurance broker from any insurer and the details thereof.

As per the information received from the group companies, payments received by Mahindra & Mahindra Financial Services Limited (""MMFSL"") & Mahindra Rural Housing Finance Limited (""MRHFL"")- towards usage of office space of MMFSL & MRHFL branches for display of marketing material/ advertisements of insurance companies, are as follows:-

₹ in Lakhs

Name of Insurance Company	Year Ended 31 March 2026	Year Ended 31 March 2025
NIVA BUPA HEALTH INSURANCE COMPANY LIMITED	–	**398.00**
CARE HEALTH INSURANCE LIMITED	–	**372.00**
AXIS MAX LIFE INSURANCE LIMITED	**769.68**	**3,518.71**
PNB METLIFE INDIA INSURANCE COMPANY LIMITED	**254.02**	–
Total	**1,023.70**	**4,288.71**

Mahindra & Mahindra Financial Services Limited ("MMFSL") has taken a Corporate Agency License with effect from May 21, 2024. Income Received towards Commission & Rewards from Insurance Companies is as follows

₹ in Lakhs

Name of Insurance Company	Year Ended 31 March 2026	Year Ended 31 March 2025
CARE HEALTH INSURANCE LIMITED	**6,427.05**	**2,466.81**
NIVA BUPA HEALTH INSURANCE COMPANY LIMITED	**6,712.27**	**2,736.24**
AXIS MAX LIFE INSURANCE LIMITED	**15,020.00**	**10,166.04**
KOTAK MAHINDRA LIFE INSURANCE COMPANY LTD	**5,529.39**	**4,012.11**
MAGMA GENERAL INSURANCE LIMITED	**79.00**	**18.21**
CHOLAMANDALAM GENERAL INSURANCE COMPANY LTD	**1,417.17**	**654.76**
GO DIGIT GENERAL INSURANCE LIMITED	**68.69**	**17.82**
TATA AIG GENERAL INSURANCE COMPANY LTD	**1,789.28**	**236.97**
HDFC LIFE INSURANCE COMPANY LIMITED	**10,948.14**	**816.61**
ICICI LOMBARD GENERAL INSURANCE COMPANY LIMITED	**222.82**	–
Total	**48,213.81**	**21,125.57**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 29 - Details of Payments received by the group companies and/or associates and/or related parties of the insurance broker from any insurer and the details thereof. (Cont).

Mahindra Rural Housing Finance Limited ("MRHFL") has taken a Corporate Agency License with effect from October 03, 2025. Income Received towards Commission & Rewards from Insurance Companies is as follows.

₹ in Lakhs

Name of Insurance Company	Year Ended 31 March 2026	Year Ended 31 March 2025
PNB METLIFE INDIA INSURANCE COMPANY LIMITED	**1,087.81**	**–**
BAJAJ GENERAL INSURANCE COMPANY LIMITED	**127.07**	**–**
BAJAJ ALLIANZ LIFE INSURANCE CO LTD	**242.98**	**–**
AXIS MAX LIFE INSURANCE LIMITED	**993.07**	**–**
ICICI PRUDENTIAL LIFE INSURANCE COMPANY LIMITED	**13.64**	
Total	**2,464.57**	**–**

As per the information received from the group companies, payments received by Tech Mahindra towards delivering various Information Technology services including development & support services are as follows:-

₹ in Lakhs

Name of Insurance Company	Year Ended 31 March 2026	Year Ended 31 March 2025
ADITYA BIRLA HEALTH INSURANCE CO LIMITED	**225.83**	–
ADITYA BIRLA SUN LIFE INSURANCE COMPANY LIMITED	**92.25**	–
AVIVA LIFE INSURANCE CO. INDIA LTD	**983.39**	–
ICICI PRUDENTIAL LIFE INSURANCE CO LTD	**219.45**	164.22
LIFE INSURANCE CORPORATION OF INDIA	**2,018.52**	755.12
MANIPALCIGNA HEALTH INSURANCE COMPANY LIMITED	**79.50**	–
SBI LIFE INSURANCE COMPANY LIMITED	**1,999.40**	2,240.34
THE NEW INDIA ASSURANCE COMPANY LTD.	**642.00**	611.07
AVIVA Life Insurance Co. India Ltd	**–**	557.59
Total	**6,260.34**	4,328.34

Note No. 30 - Contingent liabilities and Commitments

Contingent liabilities (to the extent not provided for) — **₹ in Lakhs**

	As at 31 March 2026	As at 31 March 2025
Contingent liabilities		
Short Deduction of TDS and Interest thereon	**7.97**	11.51
Income Tax Liability on amount disallowed by Income tax for CSR expenses claimed as deduction u/s 80G.	**25.26**	–

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for:		
Commitments for the acquisition of intangible assets	**174.98**	106.55

Note No. 31- Additional Information to the Financial Statements

31.1 Dividend

In respect of the current year, the directors propose that a dividend of Rs.77.50 per share be paid on equity shares on 16 April 2026. This equity dividend is subject to approval by shareholders at the Annual General Meeting and has not been included as a liability in these financial statements. The proposed equity dividend is payable to all shareholders on the Register of Members on 19 June 2026. The total estimated equity dividend to be paid is Rs. 7,989.69 Lakhs.

31.2 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

₹ in Lakhs

Particulars		31-March-26	31-March-25
(i)	Principal amount remaining unpaid to MSME suppliers as on	**14.88**	26.06
(ii)	Interest due on unpaid principal amount to MSME suppliers as on	**–**	–
(iii)	The amount of interest paid along with the amounts of the payment made to the MSME suppliers beyond the appointed day	**–**	–
(iv)	The amount of interest due and payable for the year (without adding the interest under MSME Development Act)	**–**	–
(v)	The amount of interest accrued and remaining unpaid as on	**–**	–
(vi)	The amount of interest due and payable to be disallowed under Income Tax Act, 1961	**–**	–

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

31.3 Corporate Social Responsibility (CSR)

₹ in Lakhs

Particulars	31-March-26	31-March-25
Amount required to be spent as per section 135 of the Act	**233.93**	194.62
Amount spent during the year on:		
(i) Construction/acquisition of an asset	**–**	–
(ii) On purpose other than (i) above	**235.00**	199.30
Total Spent	**235.00**	199.30
Shortfall at the end of year	**–**	–
Nature of CSR activities	Promoting Education & Healthcare	
Details of Related Party Transactions		
Contribution to a trust controlled by the Company in relation to CSR expenditure.	**–**	–
Provision made with respect to a liability already incurred by entering into a contractual obligation	**–**	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 32 - Ratios

Ratio	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% variance	Reason for variance
Current Ratio	Current Assets	Current Liabilities	2.18	3.06	-29%	Decrease in Current Assets (Majorly on account of decrease in ICDs) as compared to Previous year and Increase in Current Liabilities (Majorly Lease Liabilities) as compared to previous year.
Return on Equity Ratio	Profit After Tax	Avg. shareholders' equity	16%	13%	27%	Percentage increase in Profit after tax is more than percentage increase in average net-worth.
Trade Receivables Turnover Ratio	Net sales	Avg. Trade Receivables	6.84	6.97	-2%	Increase in trade receivables is on account of increase in sales due to newly introduced IRDAI expenses of management (EOM) regulations,2023
Return on Investments	Interest and Dividend Income	Investments and ICDs	7%	7%	0%	-
Net Capital Turnover Ratio	Net Sales	Working Capital	361%	221%	64%	Percentage increase in net sales is more than percentage increase in working capital.
Net Profit Ratio	Profit After Tax	Net Sales	8%	7%	5%	Increase in Profit after tax as compared to previous year
Return on Capital Employed	EBIT	Capital Employed	18%	10%	68%	Increase in EBIT as compared to previous year

Note No. 33 - Additional Disclosures

1. During the financial years ended 31st March 2026 and 31st March 2025, the Company has not granted any loans or advances in the nature of loans to promoters, directors, KMPs and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person (a) repayable on demand or (b) without specifying any terms or period of repayment.
2. There is no Benami Property held or there are no proceedings initiated or pending against the company for holding any Benami Property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.
3. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year
4. There was no scheme of arrangements approved by the competent authority in terms of sections 230 to 237 of the Companies Act, 2013 during the year
5. Since the Company does not have any borrowing, it is not declared as “Wilful Defaulter” by any bank or financial institution during the current and previous financial year

6a. The Company has not advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) to or in any other person or entity, including foreign entity (“intermediaries”), with the understanding, whether recorded in writing or otherwise, that the intermediary shall, whether, directly or indirectly lend or invested in other person or entities identified in any manner whatsoever by or on behalf of the company (“Ultimate beneficiaries”) or provide any guarantee, security or the like on behalf of the ultimate Beneficiaries.

6b. The Company has not received any fund (which are material either individually or in the aggregate) from any party(s) (Funding Party(ies))with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner by or on behalf of the Funding Party (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the ultimate Beneficiaries.

7. The Company has not surrendered or disclosed any transaction, previously unrecorded in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.
8. There have been no events after the reporting date that require disclosure in these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 34 - Exceptional items

On November 21, 2025, the Government of India notified the provisions of four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes") which consolidate 29 existing labour laws into a unified framework governing employee benefits during employment and post-employment.

In accordance with the new Labour Codes, the Company has currently estimated the incremental impact of Gratuity and Leave Encashment to be Rs.344.11 lakhs on the basis of Actuarial Valuation. This has been presented under "Exceptional Items" in the financial statements for the year ended March 31, 2026.

Note No. 35 - Details of transactions with Struck off Companies

Name of the Struck off Company	Nature of transactions with Struck off Company	Relationship with Struck off Company	Balance as at 31st March 2026	Balance as at 31 March 2025
		NIL		

Note No. 36 - Previous Year Figures

– Previous Year Figures have been regrouped /reclassified wherever found necessary.

The accompanying statement of accounting policies and notes 1 to 36 are an integral part of the Financial Statements.

As per our report of even date
For Gokhale & Sathe,
Chartered Accountants
Firm Regn No. 103264W

Rohit Ambokar
Partner
Membership No. 604211

Place: Mumbai
Date: April 16, 2026

For and on behalf of the Board of Directors

Amarjyoti Barua
Chairman
DIN: 09202472

Raul Rebello
Director
DIN: 10052487

Sapna Jain
Director
DIN: 10819819

Pradeep Agrawal
Director
DIN: 11206547

Carishma Pagare
Company Secretary
Mem No.: ACS 34777

Suresh Agarwal
Managing Director, CEO & Principal Officer
DIN: 09126759

Saurabh V. Dharadhar
Chief Financial Officer & Ethics Officer

Place: Mumbai
Date: April 16, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Mahindra Rural Housing Finance Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Mahindra Rural Housing Finance Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income/**loss**), the Cash Flow Statement and the Statement of Changes in Equity for the year ended, and a summary of material accounting policies and other explanatory information ("the standalone financial statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("the Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit, total comprehensive income its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Key Audit Matter	**Auditor's Response**
Impairment of loans and advances	
(Refer "Note 2.09 (ii) Material Accounting Policy: Impairment of financial Assets", "Note 6- Loans" and "Note 45 (ii)- Credit Risk Management to the financial statements)	
The Company has recognized impairment loss allowance of ₹ 3,699.74 lakhs in its Statement of Profit and Loss during the year 2025-2026. The Company has maintained impairment provisions amounting to ₹ 19,441.66 lakhs as at March 31, 2026. Under Ind AS 109, Financial Instruments, allowance for loan losses are determined using Expected Credit Loss (ECL) model. The estimation of impairment loss allowance on financial instruments involves significant judgement and estimates. The key areas where we identified greater levels of management judgement and therefore increased levels of audit focus in the Company's estimation of ECLs are: • Data inputs – The application of ECL model requires several data inputs. This increases the risk that the data that has been used to derive assumptions in the model, which are used for ECL calculations, may not be complete and accurate. • Model estimations – Inherently judgmental models are used to estimate ECL which involves determining Exposures at Default ("EAD"), Probabilities of Default ("PD") and Loss Given Default ("LGD"). The PD and the LGD are the key drivers of estimation complexity in the ECL and as a result are considered the most significant judgmental aspect of the Company's modelling approach.	Our key audit procedures included: • Performed end to end process walkthroughs to identify the key systems, applications and controls used in the impairment loss allowance processes. We tested the relevant general IT and application controls over key systems used in the impairment loss allowance process. • Assessed the design and implementation of controls in respect of the Company's impairment allowance process such as the timely recognition of impairment loss, the completeness and accuracy of reports used in the impairment allowance process and management review processes over the calculation of impairment allowance and the related disclosures on credit risk management. • Testing management's controls over authorization and calculation of post model adjustments and management overlays, if any. • Evaluated whether the methodology applied by the Company is in compliance of the relevant accounting standards and confirmed that the calculations are performed in accordance with the approved methodology, checking mathematical accuracy of the workings.

Key audit matter	Auditor's Response
Impairment of loans and advances	
• Economic scenarios – Ind AS 109 requires the Company to measure ECLs on an unbiased forward-looking basis reflecting a range of future economic conditions. During the year, the Company has engaged an industry expert to assist it in review and updation of the ECL model. The underlying forecasts and assumptions used in the estimates of impairment loss allowance are subject to uncertainties and other macro-economic factors, which are often outside the control of the Company. Given the size of loan portfolio relative to the balance sheet and the impact of impairment allowance on the financial statements, we have considered this as a key audit matter.	• Sample testing over key inputs, data and assumptions impacting ECL calculations to assess the completeness, accuracy and relevance of data and reasonableness of periods considered, economic forecasts, weights, and model assumptions applied. • Testing the 'Governance Framework' over validation, implementation and model monitoring in line with the RBI guidance. • Assessed whether the disclosures on key judgements, assumptions and quantitative data with respect to impairment loss allowance in the financial statements are appropriate and sufficient. • We have also obtained management representations wherever considered necessary

IT Systems and Controls	
Key Audit Matter	**Auditor's Response**
The Company has separate software applications for management of its loan portfolio from origination to servicing and closure and for the routine accounting. Transfer of data from / to these applications is critical for accurate compilation of financial information. Further, the Company's financial accounting and reporting processes are dependent on information systems including automated controls in systems, such that there exists a risk that gaps in the IT control environment could result in the financial accounting and reporting records being misstated. We have identified 'IT systems and controls' as key audit matter because of the high-level automation, number of systems being used by the management and the inherent risks/ complexity of the IT architecture.	We have performed the following key audit procedures: • Performed control testing on user access management, change management, segregation of duties, system and system application controls over key financial accounting and reporting systems. • Tested key controls operating over information technology in relation to financial accounting and reporting systems, including system access and system change management, program development and computer operations. • Tested the design and operating effectiveness of key controls over user access management which includes granting access / right, new user creation, removal of user rights.

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

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's Report and Management Discussion and Analysis (collectively referred to as "the other information") but does not include the standalone financial statements and our auditor's report thereon. The Report of the Board of Directors is expected to be made available to us after the date of this report.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

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

The Company's management is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal

financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with the SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, based on our audit on the standalone financial statements, we report that:

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

    b) In our opinion and to the best of our information and according to the explanations given to us, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in paragraph 2(i)(vi) below on reporting under rule 11(g) of the Companies (Audit and Auditors) Rules, 2014 (as amended)("the Rules").

    c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

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

e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of section 164(2) of the Act.

f) With respect to the maintenance of accounts and other matters connected therewith, references is made in paragraph 2(i)(vi) below on reporting under Rule 11(g) of the Rules.

g) With respect to the adequacy of the internal financial controls with reference to the standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the standalone financial statement.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

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

i. The Company has disclosed the impact of pending litigations on its financial position in Note No.39 to its standalone financial statement;

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts;

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has also represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures that has been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The Company has neither declared nor paid any dividend during the year.

vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026, which has a feature of recording an audit trail (edit log) facility, and the same has been operated throughout the year under audit for all relevant transactions recorded in the software except that the audit trail log was not maintained for direct database changes in respect of two accounting applications for the period from April 2025 to February 2026.Further, during the course of our audit, we did not come across any instance of the audit trail feature being tampered with in respect of accounting software. The Company has not preserved database level audit trail logs pertaining to previous years. Except these

exceptions, the audit trail log has been preserved by the Company in accordance with statutory record retention requirements

For G. M. Kapadia & Co.
Chartered Accountants
Firm Registration No. 104767W

Hitesh Jain
Partner
Membership No. 410215
UDIN: 26410215LDPPMO7148

Place: Mumbai
Dated this 15th day of April, 2026

Annexure A to Independent Auditor's Report

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

To the best of our information and according to the explanations provided to us by the Company and the books of account and records examined by us in the normal course of audit, we state that:

(i) (a) (A) The Company is maintaining proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment;

(B) The Company has maintained proper records showing full particulars of intangible assets;

(b) The Company has a regular programme of physical verification of its Property, Plant and Equipment under which the assets are physically verified annually. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification during the year.

(c) Based on our examination of the title deeds (comprising of registered sale deeds/ transfer deeds/ conveyance deeds) of all the immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) provided to us, are held in the name of the Company as at the balance sheet date.

(d) The Company has not revalued its Property, Plant and Equipment and Intangible assets during the year. Accordingly, reporting under paragraph 3(i)(d) of the Order is not applicable; and

(e) No proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

(ii) (a) The Company is engaged primarily in lending activities and consequently does not have any physical inventories and hence reporting under clause (ii)(a) of the Order is not applicable.

(b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, during the year, from banks and financial institutions on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly returns or statements filed by the Company with such banks and financial institutions are in agreement with the audited books of account of the Company of the respective quarters.

(iii) (a) The investments made, guarantees provided, security given and the terms and conditions of the grant of all loans and advances in the nature of loans and guarantees provided in the normal course of business are not prejudicial to the interest of the Company;

(b) In respect of loans and advances in the nature of loans (together referred to as 'loan assets'), the schedule of repayment of principal and payment of interest has been stipulated. Note no. 2 to the standalone financial statements explains the Company's accounting policy relating to impairment of financial assets which include loan assets. In accordance with that policy, loan assets with balance as at March 31 2026, aggregating ₹ 20,335.15 lakhs were categorised as credit impaired ('Stage 3') and ₹ 28,602.60 lakhs were categorised as those where the credit risk has increased significantly since initial recognition ('Stage 2'). Disclosures in respect of such loans have been provided in note no.45 (ii) (i) to the standalone financial statements. Additionally, out of loans and advances in the nature of loans with balances as at the year end aggregating ₹ 8,02,765.96 lakhs, where credit risk has not significantly increased since initial recognition (categorised as 'Stage 1'), delinquencies in the repayment of principal and payment of interest aggregating ₹ 980.83 lakhs were also identified, albeit of less than 30 days. In all other cases, the repayment of principal and interest is regular. Having regard to the nature of the Company's business and the volume of information involved, it is not practicable to provide an itemised list of loan assets where delinquencies in the repayment of principal and interest have been identified.

(c) The following amounts are overdue for more than ninety days from companies or any other parties to whom loan has been granted. The Company has taken reasonable steps for recovery of the overdue amount of principal and interest;

(₹ in Lakhs)

No. of cases	Principal amount overdue	Interest overdue	Total overdue	Remarks (if any)
18,528	3,568.52	6,571.98	10,140.50	None

(d) The provisions of paragraph 3(iii)(e) of the Order are not applicable to the Company as its principal business is to give loans; and

(e) The Company has not granted any loans or advances in the nature of loans that were either repayable on demand or without specifying any terms or period of repayment.

(iv) The Company has not advanced loans or made investments in or provided guarantees or security to parties covered by section 185 and 186 of the Act. Hence reporting under paragraph 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits from the public to which the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Act and Rules framed thereunder are applicable. Accordingly, clause 3(v) of the Order is not applicable to the Company.

(vi) The maintenance of cost records has not been specified by the Central Government under section 148(1) of the Act, for the business activities carried out by the Company. Hence reporting under paragraph 3(vi) of the Order is not applicable.

(vii) In respect of statutory dues:

(a) The Company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess, and any other statutory dues, as applicable, to the appropriate authorities. According to the information and explanations given to us and based on verification carried out by us on test basis, there are no arrears of statutory dues outstanding as on the last day of the financial year concerned for a period of more than six months from the date, they became payable; and

(b) The details of statutory dues referred to in sub paragraph (a) above which have not been deposited with the concerned authorities as on March 31, 2026, on account of dispute are given below:

(₹ in Lakhs)

Name of the statute	Nature of Dues	Amount involved	Period to which the amount relates (F.Y.)	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	0.17	2009-10	Assessing Officer
Income Tax Act, 1961	Income Tax	8.11	2011-12	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	23.22	2013-14	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	31.00	2016-17	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	46.92	2017-18	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	35.10	2021-22	Commissioner of Income Tax (Appeals)
Goods and Services Tax, Act 2017 Uttar Pradesh	Goods and Service Tax	85.92	2021-22	Appellate Authority
Goods and Services Tax Act ,2017 Andhra Pradesh	Goods and Service Tax	42.75	2023-24	Deputy Assistant Commissioner

(viii) There are no transactions which are not recorded in the books of account and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

(ix) (a) The Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender;

(b) The Company has not been declared as wilful defaulter by any bank or financial institution or other lender;

(c) The term loans availed by the Company during the year, were utilised by the Company for the purposes for which the loans were obtained;

(d) According to the information and explanations given to us funds raised on short term basis have prima facie, not been used during the year for long term purposes by the Company.

(e) The Company does not have subsidiary, associate or joint venture. Accordingly, reporting on paragraph 3(ix)(e) of the Order is not applicable; and

(f) The Company does not have subsidiary, associate or joint venture. Accordingly, reporting on paragraph 3(ix)(f) of the Order is not applicable.

(x) (a) The Company has not raised monies by way of Initial Public Offer or Further Public Offer (including debt instruments) during the year and hence reporting under clause 3 (x) (a) of the order is not applicable; and

(b) The Company has not made preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) during

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

(xi) (a) In respect of frauds noticed and reported by the Company, the following information is furnished

Nature of fraud	Amount (₹ in Lakhs)
Cases of frauds by employees	17.07

(b) No report under section 143(12) of the Act has been filed during the year by the auditors in Form ADT-4 as prescribed under rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government; and

(c) We have taken into consideration the whistle blower complaints received by the Company during the year and upto the date of this report, while determining the nature, timing and extent of our audit procedures.

(xii) The Company is not a Nidhi Company and hence reporting under paragraph 3(xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) The Company has an internal audit system commensurate with the size and nature of its business; and

(b) We have considered, the internal audit reports for the year under audit, issued to the Company during the year and till date, in determining the nature, timing and extent of our audit procedures.

(xv) In our opinion, during the year the Company has not entered into any non-cash transactions with its directors or persons connected with them and hence provisions of section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 ("the RBI Act");

(b) The Company is a Housing Finance Company and it holds a valid Certificate of Registration (CoR) from the National Housing Bank issued under Section 29A(2) of the National Housing Bank Act 1987 for conducting housing finance business. Prior to 9th August 2019, the power of registration of Housing Finance Companies was vested with the National Housing Bank and not the Reserve Bank of India.

(c) The Company is not a Core Investment Company ("CIC") as defined in the regulations made by RBI. Accordingly, reporting on paragraph 3(xvi)(c) of the Order is not applicable; and

(d) The Group as defined under Master Direction DNBR.PD.008/03.10.119/2016-17 - Non-Banking Financial Company - Systemically Important Non-Deposit taking Company and Deposit taking Company (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. There are 5 CIC forming part of the Group.

(xvii) The Company has not incurred cash losses in the financial year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year and accordingly reporting under paragraph 3(xviii) of the Order is not applicable.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report, that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company does not satisfy the conditions laid down in section 135 (1) of the Act relating to applicability of Corporate Social Responsibility. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

(xxi) The Company is not required to prepare Consolidated Financial Statements and therefore reporting under clause 3(xxi) of the Order is not applicable for the year.

For G. M. Kapadia & Co.
Chartered Accountants
Firm Registration No. 104767W

Hitesh Jain
Partner
Membership No. 410215
UDIN: 26410215LDPPMO7148

Place: Mumbai
Dated this 15th day of April, 2026.

Annexure B to the Independent Auditors' report

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of Mahindra Rural Housing Finance Limited of even date)

Report on the Internal Financial Controls under section 143(3)(i) of the Act

Opinion

We have audited the internal financial controls with reference to the standalone financial statements of **Mahindra Rural Housing Finance Limited** (''the Company'') as of March 31, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, an adequate internal financial controls system with reference to the standalone financial statements and such internal financial controls with reference to the standalone financial statements were operating effectively as at March 31, 2026, based on the internal control with reference to the standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI").

Management's Responsibility for Internal Financial Controls with reference to Standalone Financial Statements

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

Auditor's Responsibility for Internal Financial Controls with reference to Standalone Financial Statements

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to the standalone financial statements and their operating effectiveness.

Our audit of internal financial controls with reference to the standalone financial statements included obtaining an understanding of internal financial controls with reference to the standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk, both applicable to an audit of internal financial controls and, both issued by the ICAI.

The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls with reference to Standalone Financial Statements

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

Inherent Limitations of Internal Financial Controls with reference to Standalone Financial Statements

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

For G. M. Kapadia & Co.
Chartered Accountants
Firm Registration No. 104767W

Hitesh Jain
Partner
Membership No: 410215
UDIN. 26410215LDPPMO7148

Place: Mumbai
Dated this 15th day of April, 2026

BALANCE SHEET AS AT 31 MARCH 2026

Particulars	Note	(₹ in Lakhs) As at 31 March 2026	(₹ in Lakhs) As at 31 March 2025
ASSETS			
1) Financial Assets			
a) Cash and cash equivalents	3	**4,635.90**	13,599.02
b) Bank balance other than (a) above	4	**10,208.98**	9,760.39
c) Receivables	5		
i) Trade Receivables		**773.84**	–
ii) Other Receivables		**–**	–
d) Loans	6	**8,31,963.41**	6,89,373.07
e) Investments	7	**51,202.21**	40,200.08
f) Other financial assets	8	**1,254.88**	1,144.61
		9,00,039.22	7,54,077.17
2) Non-financial Assets			
a) Current tax assets (Net)		**2,128.47**	1,790.67
b) Deferred tax assets (Net)	9	**16,734.33**	18,542.23
c) Property, Plant and Equipments	10	**8,906.83**	9,696.16
d) Other intangible assets	11	**76.32**	301.54
e) Other non-financial assets	12	**3,374.81**	3,326.03
		31,220.76	33,656.63
Total Assets		**9,31,259.98**	7,87,733.80
LIABILITIES AND EQUITY			
LIABILITIES			
1) Financial Liabilities			
a) Derivative financial instruments	13	**62.81**	156.25
b) Payables	14		
I) Trade payables			
i) total outstanding dues of micro enterprises and small enterprises		**12.80**	6.60
ii) total outstanding dues of creditors other than micro enterprises and small enterprises		**2,142.71**	2,927.66
II) Other Payables			
i) total outstanding dues of micro enterprises and small enterprises		**–**	–
ii) total outstanding dues of creditors other than micro enterprises and small enterprises		**20.30**	24.50
c) Debt securities	15	**4,18,883.05**	3,65,707.51
d) Borrowings (Other than Debt Securities)	16	**2,92,597.19**	2,13,273.53
e) Subordinated liabilities	17	**51,088.86**	57,425.96
f) Other financial liabilities	18	**31,552.51**	20,447.46
		7,96,360.23	6,59,969.47
2) Non-Financial Liabilities			
a) Current tax liabilities (Net)		**–**	–
b) Provisions	19	**3,128.52**	1,281.84
c) Other non-financial liabilities	20	**450.05**	452.48
		3,578.57	1,734.32
3) EQUITY			
a) Equity share capital	21	**12,262.71**	12,245.96
b) Other equity	22	**1,19,058.47**	1,13,784.05
		1,31,321.18	1,26,030.01
Total Liabilities and Equity		**9,31,259.98**	7,87,733.80

The accompanying notes form an integral part of the financial statements. 1 to 57

In terms of our report attached.

For G M Kapadia & Co.
Chartered Accountants
Firm's Registration No: 104767W

Hitesh Jain
Partner
Membership No: 410215

Mumbai
15 April 2026

For and on behalf of the Board of Directors
Mahindra Rural Housing Finance Limited
CIN: U65922MH2007PLC169791

Debasish Kar
Chief Executive Officer

Raul Rebello
Director
[DIN: 10052487]

Jyotin Mehta
Director
[DIN: 00033518]

Dinesh Prajapati
Chief Financial Officer

Navin Joshi
Company Secretary
[ACS9049]

Mumbai
15 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

Particulars	Note	(₹ in Lakhs) Year ended 31 March 2026	(₹ in Lakhs) Year ended 31 March 2025
Revenue from operations			
i) Interest income	23	**1,10,016.13**	1,16,220.85
ii) Fees, charges and commission income	24	**4,444.41**	1,142.21
iii) Net gain / (loss) on fair value changes	25	**942.02**	1,315.59
I Total revenue from operations		**1,15,402.56**	1,18,678.65
II Other income	26	**2,101.35**	991.42
III Total Income (I+II)		**1,17,503.91**	1,19,670.07
Expenses			
i) Finance costs	27	**52,320.83**	52,169.27
ii) Fees and commission expense	28	**818.07**	499.63
iii) Impairment on financial instruments	29	**3,699.74**	46,029.11
iv) Employee benefits expenses	30	**33,813.12**	33,156.45
v) Depreciation, amortisation and impairment	31	**2,797.79**	3,227.67
vi) Other expenses	32	**15,068.90**	15,045.51
IV Total Expenses (IV)		**1,08,518.45**	1,50,127.64
V Profit / (loss) before exceptional items and tax (III-IV)		**8,985.46**	(30,457.57)
VI Exceptional Items (Impact of New labour code)		**1,217.66**	–
VII Profit / (Loss) before tax (V - VI)		**7,767.80**	(30,457.57)
VIII Tax expense:			
i) Current tax		**–**	–
ii) Deferred tax		**1,966.76**	(7,663.62)
		1,966.76	(7,663.62)
IX Profit / (Loss) for the year (VII-VIII)		**5,801.04**	(22,793.95)
X Other Comprehensive Income (OCI)			
(A) (i) Items that will not be reclassified to profit or loss			
– Remeasurement gain / (loss) on defined benefit plans		**(557.54)**	(3.91)
(ii) Income tax relating to items that will not be reclassified to profit or loss		**140.32**	0.98
Subtotal (A)		**(417.22)**	(2.93)
(B) (i) Items that will be reclassified to profit or loss			
– Net gain / (loss) on debt instruments through OCI		**(73.66)**	89.09
(ii) Income tax relating to items that will be reclassified to profit or loss		**18.54**	(22.42)
Subtotal (B)		**(55.12)**	66.67
Other Comprehensive Income / (Loss) (A+B)		**(472.34)**	63.74
XI Total Comprehensive Income / (Loss) for the year (IX+X)		**5,328.70**	(22,730.21)
XII Earnings per equity share (Face value - ₹ 10/- per equity share)	33		
Basic (Rupees)		**4.74**	(18.62)
Diluted (Rupees)		**4.73**	(18.62)

The accompanying notes form an integral part of the financial statements. 1 to 57

In terms of our report attached.

For G M Kapadia & Co.
Chartered Accountants
Firm's Registration No: 104767W

Hitesh Jain
Partner
Membership No: 410215

Mumbai
15 April 2026

For and on behalf of the Board of Directors
Mahindra Rural Housing Finance Limited
CIN: U65922MH2007PLC169791

Debasish Kar
Chief Executive Officer

Raul Rebello
Director
[DIN: 10052487]

Jyotin Mehta
Director
[DIN: 00033518]

Dinesh Prajapati
Chief Financial Officer

Navin Joshi
Company Secretary
[ACS9049]

Mumbai
15 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

Particulars		(₹ in Lakhs) Year ended 31 March 2026	(₹ in Lakhs) Year ended 31 March 2025
CASH FLOW FROM OPERATING ACTIVITIES			
Profit / (loss) before exceptional items and tax		**8,985.46**	(30,457.57)
Add/(Less):			
Adjustments for:			
Depreciation, amortization and impairment		**2,797.79**	3,227.67
Provision for diminution in value of investments		**7,967.10**	–
Impairment on financial instruments		**9,893.69**	51,219.00
Interest income		**(1,07,742.17)**	(1,16,227.45)
Interest expense		**52,683.23**	52,101.71
Net (gain) / loss on derecognition of property, plant and equipment		**(30.67)**	52.91
Share based payments to employees		**(149.78)**	(135.14)
Net (gain) / loss on sale of investments		**(1,030.41)**	(1,260.92)
Net (gain)/ loss on fair value changes		**88.39**	(54.67)
Operating profit / (loss) before working capital changes	**I**	**(26,537.37)**	(41,534.46)
Adjustments for changes in working capital -			
(Increase)/Decrease in Stock on hire (net)			
Increase in Trade receivables			
Loans		**(1,52,484.03)**	(44,733.90)
Trade Receivable		**(773.84)**	–
Other financial assets		**(4.80)**	253.20
Other non-financial assets		**(41.85)**	110.54
Trade payable		**(782.97)**	(1,270.44)
Other liabilities		**12,421.43**	4,518.04
Provisions		**1,294.78**	(94.16)
	II	**(1,40,371.27)**	(41,216.72)
Cash generated from / (used in) operations	**(I+II)**	**(1,66,908.64)**	(82,751.18)
Interest received		**1,05,614.88**	1,13,692.50
Interest paid		**(55,642.40)**	(52,318.36)
Income tax paid (net of refunds)		**(337.80)**	1,114.99
NET CASH GENERATED FROM / USED IN OPERATING ACTIVITIES (A)		**(1,17,273.96)**	(20,262.05)
CASH FLOW FROM INVESTING ACTIVITIES			
Purchase of Property, Plant and Equipment and Intangible assets		**(1,274.74)**	(557.66)
Proceeds from sale of Property, Plant and Equipment		**583.91**	226.88
Purchase of investments measured at FVOCI		**(5,676.75)**	(34,745.54)
Proceeds from sale of investments measured at FVOCI		**–**	29,668.86
Purchase of investments measured at FVTPL		**(5,09,196.66)**	(3,72,883.19)
Proceeds from sale of investments measured at FVTPL		**4,96,784.07**	3,63,187.73
Investments in term deposits with banks		**(10,503.83)**	(9,500.21)
Proceeds from term deposits with banks		**10,000.21**	16,372.47
NET CASH GENERATED FROM / (USED IN) IN INVESTING ACTIVITIES (B)		**(19,283.79)**	(8,230.65)
CASH FLOW FROM FINANCING ACTIVITIES			
Proceeds from borrowings through Debt Securities		**2,50,000.00**	1,67,462.50
Repayment of borrowings through Debt Securities		**(1,95,000.00)**	(1,30,000.00)
Proceeds from borrowings through Subordinated Liabilities		**–**	10,000.00
Repayment of borrowings through Subordinated Liabilities		**(6,000.00)**	(1,000.00)
Proceeds from Borrowings (Other than Debt Securities)		**3,68,631.96**	77,875.00
Repayment of Borrowings (Other than Debt Securities)		**(2,88,208.73)**	(1,38,535.31)
Payments of lease liability		**(1,828.60)**	(1,383.73)
NET CASH GENERATED FROM / (USED IN) FINANCING ACTIVITIES (C)		**1,27,594.63**	(15,581.54)

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026 (CONTD...)

Particulars	(₹ in Lakhs) Year ended 31 March 2026	(₹ in Lakhs) Year ended 31 March 2025
NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	**(8,963.12)**	(44,074.24)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR	**13,599.02**	57,673.26
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR	**4,635.90**	13,599.02
Components of Cash and Cash Equivalents		
Cash and cash equivalents at the end of the year		
– Cash on hand	**441.84**	800.58
– Balances with banks in current accounts	**2,187.41**	2,849.25
– Term deposits with original maturity up to 3 months	**2,006.65**	9,949.19
Total	**4,635.90**	13,599.02

Notes:

1) The above Statement of Cash Flow has been prepared under the 'Indirect method' as set out in the Ind AS 7 'Statement of Cash Flows'.

As per our report of even date attached.

For G M Kapadia & Co.
Chartered Accountants
Firm's Registration No: 104767W

Hitesh Jain
Partner
Membership No: 410215

Mumbai
15 April 2026

For and on behalf of the Board of Directors
Mahindra Rural Housing Finance Limited
CIN: U65922MH2007PLC169791

Debasish Kar
Chief Executive Officer

Dinesh Prajapati
Chief Financial Officer

Raul Rebello
Director
[DIN: 10052487]

Navin Joshi
Company Secretary
[ACS9049]

Jyotin Mehta
Director
[DIN: 00033518]

Mumbai
15 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

A Equity Share Capital	(₹ in Lakhs) 31 March 2026	(₹ in Lakhs) 31 March 2025
Balance at the beginning of the year	**12,288.79**	12,288.79
Changes in Equity share capital during the year		
Add: Fresh allotment of shares:		
– Issue of Shares	**–**	–
– Shares issued under Employees' Stock Option Scheme	**–**	–
	12,288.79	12,288.79
Less : Shares issued to ESOS Trust but not allotted to employees	**26.08**	42.83
Balance at the end of the year	**12,262.71**	12,245.96

B Other Equity

	Reserves and Surplus					Other Comprehensive Income	
	Statutory reserves	**Securities premium**	**General reserves**	**Employee stock options outstanding**	**Retained earnings**	**Debt instruments through OCI**	**Total**
Balance as at 01 April 2024	31,889.93	44,045.40	290.00	1,027.04	59,428.68	(105.16)	1,36,575.89
Profit for the year	–	–	–	–	(22,793.95)	–	(22,793.95)
Other Comprehensive Income	–	–	–	–	(2.93)	66.67	63.74
Total Comprehensive Income	–	–	–	–	(22,796.84)	66.67	(22,730.17)
Premium on shares issued to ESOP Trust but not allotted to employees	–	–	–	–	–		–
Transfers to Securities premium on exercise of employee stock options	–	175.94	–	(175.94)	–	–	–
Allotment of equity shares by ESOP Trust to employees	–	73.48	–	–	–	–	73.48
Employee stock options lapsed / forfeited	–	–	–	–	–	–	–
ESOP outstanding reserve account	–	–	–	(242.89)	–	–	(242.89)
Share based payment expense	–	–	–	107.75	–	–	107.75
Balance as at 31 March 2025	**31,889.93**	**44,294.82**	**290.00**	**715.96**	**36,631.84**	**(38.49)**	**1,13,784.05**
Balance as at 01 April 2025	**31,889.93**	**44,294.82**	**290.00**	**715.96**	**36,631.84**	**(38.49)**	**1,13,784.05**
Profit for the year	**–**	**–**	**–**	**–**	**5,801.04**	**–**	**5,801.04**
Other Comprehensive Income	**–**	**–**	**–**	**–**	**(417.22)**	**(55.12)**	**(472.34)**
Total Comprehensive Income	–	**–**	**–**	**–**	**5,383.82**	**(55.12)**	**5,328.70**
Premium on shares issued to ESOP Trust but not allotted to employees	–		**–**	**–**	**–**		**–**
Transfers to Securities premium on exercise of employee stock options	–	**256.01**	**–**	**(256.01)**	**–**	**–**	**–**
Allotment of equity shares by ESOP Trust to employees	–	**95.50**	**–**	**–**	**–**	**–**	**95.50**
Employee stock options lapsed / forfeited				**–**		**–**	
ESOP outstanding reserve account	–	**–**	**–**	**(405.79)**	**–**	**–**	**(405.79)**
Share based payment expense	–	**–**	**–**	**256.01**	**–**	**–**	**256.01**
Transfers to Statutory reserves	**1,258.00**	**–**	**–**		**(1,258.00)**	**–**	**–**
Balance as at 31 March 2026	**33,147.93**	**44,646.33**	**290.00**	**310.17**	**40,757.66**	**(93.61)**	**1,19,058.47**

For G M Kapadia & Co.
Chartered Accountants
Firm's Registration No: 104767W

Hitesh Jain
Partner
Membership No: 410215

Mumbai
15 April 2026

For and on behalf of the Board of Directors
Mahindra Rural Housing Finance Limited
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Dinesh Prajapati
Chief Financial Officer

Navin Joshi
Company Secretary
[ACS9049]

Mumbai
15 April 2026

Notes to the Financial Statements for the year ended 31 March 2026

1 COMPANY INFORMATION

Mahindra Rural Housing Finance Limited ('the Company'), having corporate identification number CIN: U65922MH2007PLC169791, incorporated in India is a Housing Finance Company ('HFC') engaged in providing housing finance through its pan India branch network. In exercise of the powers conferred on the National Housing Bank vide Section 29A of The National Housing Bank Act, 1987, the Company has been granted Certificate of Registration dated 13 August 2007 to commence the business of a housing finance institution without accepting public deposits.

The Company fulfils the Principal Business Criteria as laid down under paragraph 10 (9) , of the Master Direction - Reserve Bank of India (Housing Finance Companies) Directions, 2025 ('Master Directions'). The Company's financial assets constitute more than 60% of its total assets and out of the total assets, the Company has financed over 50% towards housing loans to individuals.

The Company is a subsidiary of Mahindra & Mahindra Financial Services Limited. Mahindra & Mahindra Limited is the ultimate holding company. The Company's registered office is at Mahindra Towers, 4th Floor, Dr. G. M. Bhosale Marg, Worli, Mumbai 400018, India.

2 MATERIAL ACCOUNTING POLICY INFORMATION

2.1 Statement of compliance and basis for preparation and presentation of financial statements

These standalone or separate financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013 ("the Act") and in conformity with the accounting principles generally accepted in India and other relevant provisions of the Act. Further, the Company has complied with all the directions related to Implementation of Indian Accounting Standards prescribed for Non-Banking Financial Companies (NBFCs) in accordance with the Reserve Bank of India Direction no. RBI/DOR/2025-26/359 DOR.ACC.REC.No.278/21.04.018/2025-26 dated November 28, 2025.

Any application guidance/ clarifications/ directions issued by Reserve Bank of India (RBI), National Housing Bank (NHB) or other regulators are implemented as and when they are issued/ applicable.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The Company presents its Balance Sheet in the order of liquidity.

The Company prepares and presents its Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity in the format prescribed by Division III of Schedule III to the Act. The Statement of Cash Flows has been prepared and presented as per the requirements of Ind AS 7 'Statement of Cash Flows'.

These separate financial statements were approved by the Company's Board of Directors and authorised for issue on 15th April 2026.

2.2 Functional and presentation currency

These financial statements are presented in Indian Rupees ('INR' or '₹') which is also the Company's functional currency. All amounts are rounded-off to the nearest lakhs, unless otherwise indicated.

2.3 Basis of measurement

The financial statements have been prepared on the historical cost convention and on an accrual basis, except for certain financial instruments which are measured at fair values as required by relevant Ind AS.

2.4 Measurement of fair values

The Company's certain accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has established policies and procedures with respect to the measurement of fair values. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

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

2.5 Use of estimates and judgements and Estimation uncertainty

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income, expenses and the disclosures of contingent assets and liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were issued. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions as and when they occur.

Following are the areas that involve a higher degree of estimate and judgement or complexity in determining the carrying amount of some assets and liabilities.

(i) Effective Interest Rate (EIR)

The Company recognizes interest income / expense using a rate of return that represents the best estimate of a constant rate of return over the life of the loans given / taken. This estimation, by nature, requires an element of judgement regarding the expected behaviour and life-cycle of the instruments, as well as expected changes to other fee income/expense that are integral parts of the instrument.

(ii) Impairment of Financial Assets

The measurement of impairment losses on loan assets and commitments, requires judgement, in estimating the amount and timing of future cash flows and recoverability of collateral values while determining the impairment losses and assessing a significant increase in credit risk.

The Company's Expected Credit Loss (ECL) calculation is the output of a complex model with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies. Elements of the ECL model that are considered accounting judgements and estimates include:

- The Company's criteria for assessing if there has been a significant increase in credit risk
- The classification of financial assets when their ECL is assessed on a collective basis
- Development of ECL model, including the various formulas and the choice of inputs
- Selection of forward-looking macroeconomic scenarios and their probability weights, to derive the economic inputs into the ECL model
- Management overlay used in circumstances where management judges that the existing inputs, assumptions and model techniques do not capture all the risk factors relevant to the Company's lending portfolios.

It has been the Company's policy to regularly review its model in the context of actual loss experience and adjust when necessary (refer note 45)

(iii) Provisions and other contingent liabilities:

The Company does not recognise a contingent liability but discloses its existence in the financial statements. Contingent assets are neither recognised nor disclosed in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an inflow of economic

Notes to the Financial Statements for the year ended 31 March 2026

benefits will arise, the asset and related income are recognised in the year in which the change occur Contingent Liabilities in respect of show cause notices are considered only when converted into demands.

The reliable measure of the estimates and judgements pertaining to litigations and the regulatory proceedings in the ordinary course of the Company's business are disclosed as contingent liabilities.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision is made. The disclosure of contingent liability is made when there is a possible obligation or present obligation that may, but probably will not, require an outflow of resources. The Company also discloses present obligation for which a reliable estimate cannot be made as a contingent liability.

(iv) Provision for income tax and deferred tax assets:

The Company uses estimates and judgements based on the relevant rulings in the areas of allocation of revenue, costs, allowances and disallowances which is exercised while determining the provision for income tax, including the amount expected to be paid / recovered for uncertain tax positions. A deferred tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised. Accordingly, the Company exercises its judgement to reassess the carrying amount of deferred tax assets at the end of each reporting year.

(v) Defined Benefit Plans / Compensated absences:

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(vi) Going Concern

The financial statements of the Company are prepared on a going concern basis for the year ended March 31, 2026.

The Management is satisfied that the Company shall be able to continue its business for the foreseeable future and no material uncertainty exists that may cast significant doubt on the going concern assumption. In making this assessment, the Management has considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources. (refer note 43 and note 44 (iii))

2.6 Revenue recognition :

a) Recognition of interest income

Effective Interest Rate (EIR) method

Interest income is recognized in Statement of profit and loss using the effective interest method for all financial instruments measured at amortized cost, debt instruments measured at Fair Value Through Other Comprehensive Income (FVOCI) and debt instruments designated at Fair Value Through Profit and Loss (FVTPL). The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument.

The calculation of the effective interest rate includes transaction costs and fees that are an integral part of the contract. Transaction costs include incremental costs that are directly attributable to the acquisition of financial asset.

If expectations regarding the cash flows on the financial asset are revised for reasons other than credit risk, the adjustment is recorded as a positive or negative adjustment to the carrying amount of the asset in the balance sheet with an increase or reduction in interest income. The adjustment is subsequently amortised through interest income in the Statement of Profit and Loss.

Interest income

The Company calculates interest income by applying the EIR to the gross carrying amount of financial assets other than credit-impaired assets.

When a financial asset becomes credit-impaired, the Company calculates interest income by applying the effective interest rate to the net amortised cost of the financial asset. If the financial assets cures and is no longer credit-impaired, the Company reverts to calculating interest income on a gross basis (amortised cost). Additional interest levied on customers for delay in repayments/ non payment of contractual cashflows is recognised on realisation.

b) Fees and commission income

The Company recognises service and administration charges at point in time towards rendering of additional services to its loan customers on satisfactory completion of service delivery.

Fees and commission that are not directly linked to the sourcing of financial assets are recognised at point in time in the Statement of Profit and Loss when the right to receive the same is established.

Instrument Return Charges levied on customers for non payment of instalments on the contractual date is recognised on realisation.

Foreclosure charges are collected from loan customers for early payment/closure of loan and are recognised on realisation.

Commission/Distribution income on distribution of insurance/other products are earned by distribution of services and products of other entities under distribution arrangements. The income is recognised on distribution on behalf of other entities subject to there being reasonable certainty of its recovery.

Other income includes fees and charges that are not considered integral to the EIR. These are recognised in accordance with Ind AS 115 – Revenue from Contracts with Customers, when the performance obligation is satisfied and it is probable that economic benefits will flow to the Company. This includes insurance commission, foreclosure/ prepayment charges, cheque bounce charges, etc.

c) Dividend and interest income on investments

Dividend income from investments is recognised when the Company's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of dividend income can be measured reliably). The gain / loss on account of redemption of units of mutual funds is recognised in the period in which redemption occurs.

Interest income from investment is recognised when it is certain that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time proportionate basis, by reference to the principle outstanding and at the effective interest rate applicable.

d) Net gain/(loss) on fair value changes :

The Company designates certain financial instruments for subsequent measurement at fair value through profit or loss (FVTPL) or fair value through other comprehensive income (FVOCI) as per the criteria in Ind AS 109. The Company recognises gains/(losses) on fair value change of financial instruments and realised gains/(losses) on derecognition of financial instruments measured at FVTPL and FVOCI on net basis.

2.7 Property, Plant and Equipment (PPE)

PPE are stated at cost of acquisition (including incidental expenses), less accumulated depreciation and accumulated impairment loss, if any. Cost of acquisition consists of purchase price or construction cost which is the amount paid, freight, duties, taxes and any other incidental expenses directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management.

Notes to the Financial Statements for the year ended 31 March 2026

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured.

Other repairs and maintenance costs are expensed off as and when incurred.

Advances paid towards the acquisition of PPE (excluding lease improvements) outstanding at each balance sheet date are disclosed separately as "Capital advances" under other non-financial assets. Capital work in progress comprises the cost of PPE that are not ready for its intended use at the reporting date and cost of leasehold improvements. Capital work-in-progress is stated at cost, net of impairment loss, if any. On completion of work related to leasehold property improvements, the relevant cost is capitalized and the same is amortized over the lease term.

Depreciation on PPE is provided on straight-line basis in accordance with the useful lives specified in Schedule II to the Companies Act, 2013 on a pro-rata basis assuming no residual life at the end of useful life of the asset, subject to exceptions listed here below. Depreciation methods, useful lives and residual values are reviewed in each financial year, and changes, if any, are accounted for prospectively.

In accordance with Ind AS 116 - Leases, the Right-Of-Use assets are initially recognized at cost which comprises of initial amount of lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. These are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-Of-Use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

The estimated useful lives used for computation of depreciation are as follows:

Assets	Useful life
Buildings	60 years
Computers	3 years
Furniture and fixtures	10 years
Vehicles	8 years
Office equipments	5 years
Right-Of-Use assets	Over the lease term of the respective agreements
Leasehold premises	Over the lease term of the respective agreements

Exceptions to useful lives specified in Schedule II to the Companies Act, 2013-

- Assets costing less than ₹5000/- are fully depreciated in the year of purchase.
- Vehicles provided to employees as part of Cost-To-Company (CTC) scheme are depreciated using estimated useful life of 4 years

PPE is derecognized on disposal or when no future economic benefits are expected from its use. Assets retired from active use and held for disposal are generally stated at the lower of their carrying amount & fair value less costs to sell. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the net carrying amount of the asset) is recognized in other income / netted off from any loss on disposal in the Statement of profit and loss in the year the asset is derecognized.

2.8 Intangible assets :

Intangible assets are stated at cost less accumulated amortization and accumulated impairment loss, if any.

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in profit or loss as incurred.

Intangible assets comprises of computer software which is amortized over the estimated useful life. The maximum year for such amortization is taken as 36 months based on management's estimates of useful life. Amortisation is calculated using the Straight line method to write down the cost of intangible assets over their estimated useful lives.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in the Statement of Profit and Loss when the asset is derecognised.

2.9 Financial instruments :

Recognition and initial measurement

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at Fair Value Through Profit and Loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at FVTPL are recognised immediately in the Statement of Profit and Loss.

Classification and subsequent measurement

- ***Financial assets***

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

  - *Amortised cost;*
  - *Fair Value Through Other Comprehensive Income (FVTOCI) - debt instruments;*
  - *Fair Value Through Other Comprehensive Income (FVTOCI) - equity instruments;*
  - *Fair Value Through Profit and Loss (FVTPL)*

Amortized cost -

The Company's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios being the level at which they are managed. The financial asset is held with the objective to hold financial asset in order to collect contractual cash flows as per the contractual terms that give rise on specified dates to cash flows that are solely payment of principal and interest ('SPPI') on the principal amount outstanding. Accordingly, the Company measures Bank balances, Loans, Trade receivables and other financial instruments that meet the SPPI criterion at amortized cost.

FVOCI - debt instruments -

The Company measures its debt instruments at FVOCI when the instrument is held within a business model, the objective of which is achieved by both collecting contractual cash flows and selling financial assets; and the contractual terms of the financial asset meet the SPPI test.

FVOCI - equity instruments -

The Company subsequently measures all equity investments at fair value through profit or loss, unless the Company's management has elected to classify irrevocably some of its equity instruments at FVOCI, when such instruments meet the definition of Equity under Ind AS 32 Financial Instruments and are not held for trading.

If the Company decides to classify an equity instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognised in Other Comprehensive Income. This cumulative gain or loss is not reclassified to Statement of Profit and Loss on disposal of such instruments. Investments representing equity interest in subsidiary and associate are carried at cost less any provision for impairment.

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

All financial assets not classified as measured at amortised cost or FVTOCI are measured at FVTPL.

Notes to the Financial Statements for the year ended 31 March 2026

Subsequent measurement and gains and losses:

Financial assets classified at amortised cost are subsequently measured at amortised cost using effective interest method. The amortised cost is reduced by impairment losses. Interest income and impairment are recognised in Statement of profit and loss. Any gain and loss on derecognition is recognised in Statement of Profit and Loss.

Debt investment at FVOCI are subsequently measured at fair value. Interest income at effective interest rate and impairment provision, if any, are recognised in Statement of profit and loss. Net gains or losses on fair valuation are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to Statement of profit and loss.

Financial assets at FVTPL are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in Statement of Profit and Loss.

Financial instruments :

Financial liabilities and equity instruments:

Classification as debt or equity -

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

Equity instruments -

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received. Transaction costs of an equity transaction are recognised as a deduction from equity.

Financial liabilities -

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in Statement of Profit and Loss. Any gain or loss on derecognition is also recognised in the Statement of Profit and Loss.

Derecognition

Financial assets

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

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. The difference between the carrying value of the financial liability and the consideration paid is recognised in the Statement of Profit and Loss.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value.

Derivative financial instruments

The Company enters into derivative financial instruments to manage its borrowing exposure to interest rate risks.

Derivatives embedded in non-derivative host contracts are treated as separate derivatives when their risks and characteristics are not closely related to those of the host contracts and the host contracts are not measured at FVTPL.

Derivatives are initially recognised at fair value on the date on which the contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting year. A derivative with a positive fair value is recognised as a financial asset whereas a derivative with a negative fair value is recognised as a financial liability. The resulting gain/ loss is recognised in Statement of profit and loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedging relationship and the nature of the hedged item.

At the inception of the hedge relationship, the Company documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the Company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk.

Changes in fair value of the designated portion of derivatives that qualify as fair value hedges are recognised in the statement of profit and loss immediately, together with any changes in the fair value of the hedged asset or liability that are attributable to the hedged risk.

Offsetting

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

The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the group or the counterparty.

Impairment of financial instruments

Equity instruments are not subject to impairment under Ind AS 109.

Financial assets carried at amortised cost:

The Company recognises lifetime expected credit loss (ECL) when there has been a significant increase in credit risk since initial recognition and when the financial assets carried at amortised cost is credit impaired. If the credit risk on the financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12 month ECL. The assessment of whether lifetime ECL should be recognised is based on significant increases in the likelihood or risk of a default occurring since initial recognition. 12 month ECL represents the portion of lifetime ECL that is expected to result from default events on a financial instrument that are possible within 12 months after the reporting date.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument.

When determining whether credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on historical experience and forward-looking information.(Refer Note 45)

Management overlay is used to adjust the ECL allowance in circumstances where management judges that the existing inputs, assumptions and model techniques do not capture all the risk factors relevant to the Company's lending portfolio. Emerging local or global macro economic, micro economic or political events, and natural disasters that are not incorporated in to the current parameters, risk ratings, or forward looking information are examples of such circumstances. The use of management overlay may impact the amount of ECL recognised.

Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument. It has been the Company’s policy to regularly review its model in the context of actual loss experience and provide for additional impairment allowance due to management overlay when necessary (refer note 45)

Loss allowances for financial assets measured at amortized cost are deducted from the gross carrying amount of the assets. For debt securities measured at FVOCI, the loss allowance is recognized in OCI.

Loan contract renegotiation and modifications:

Loans are identified as renegotiated and classified as credit impaired when the Company modifies the contractual payment terms due to significant credit distress of the borrower. Renegotiated loans remain classified as

Notes to the Financial Statements for the year ended 31 March 2026

credit impaired until there is sufficient evidence to demonstrate a significant reduction in the risk of non payment of future cash flows and retain the designation of renegotiated until maturity or derecognition.

Mandatory and general offer loan modifications that are not borrower-specific, for example market-wide customer relief programmes announced by the Regulator or other statutory body, have not been classified as renegotiated loans and so have not resulted in derecognition, but their stage allocation is determined considering all available and supportable information under our ECL impairment policy.

A loan that is renegotiated is derecognised if the existing agreement is cancelled and a new agreement is made on substantially different terms, or if the terms of an existing agreement are modified such that the renegotiated loan is a substantially different financial instrument. Any new loans that arise following derecognition events in these circumstances are considered to be originated credit impaired financial asset and will continue to be disclosed as renegotiated loans.

Other than originated credit-impaired loans, all other modified loans could be transferred out of stage 3 if they no longer exhibit any evidence of being credit impaired and, in the case of renegotiated loans, there is sufficient evidence to demonstrate a significant reduction in the risk of non-payment of future cash flows over the minimum observation year, and there are no other indicators of impairment. These loans could be transferred to stage 1 or 2 based on the risk assessment mechanism by comparing the risk of a default occurring at the reporting date (based on the modified contractual terms) and the risk of a default occurring at initial recognition (based on the original, unmodified contractual terms). Any amount written off as a result of the modification of contractual terms would not be reversed.

Loan modifications that are not identified as renegotiated are considered to be commercial restructuring. Where a commercial restructuring results in a modification (whether legalised through an amendment to the existing terms or the issuance of a new loan contract) such that the Company's rights to the cash flows under the original contract have expired, the old loan is derecognised and the new loan is recognised at fair value. The rights to cash flows are generally considered to have expired if the commercial restructure is at market rates and no payment-related concession has been provided.

Collateral repossessed:

In the normal course of business, the Company does not physically repossess assets/properties in its loan portfolio, but engages external agents to repossess and recover funds, generally by selling at auction, to settle outstanding debt. Any surplus funds are returned to the customers/ obligors As a result of this practice, the assets/ properties under legal repossession processes are not separately recorded on the balance sheet.

Write offs:

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made from written off assets are netted off against the amount of financial assets written off during the year under "bad debts/loss on termination" forming part of "impairment on financial instruments" in Statement of Profit and Loss.

2.10 Employee benefits:

a) Short-term employee benefits

All employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. Short-term employee benefit obligations are measured on an undiscounted basis and these are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

b) Contribution to Provident Fund, ESIC and National Pension Scheme

The defined contribution plans i.e. provident fund (administered through Regional Provident Fund Office), superannuation fund and employee state insurance corporation and National Pension Scheme are post-employment benefit plans under which a Company pays fixed contributions and will have no legal and constructive obligation to pay further amounts beyond its contributions. The Superannuation scheme, a defined contribution scheme, administered by Life Insurance Corporation of India and the Company has no obligation to the scheme beyond its contributions.

Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

Company's contribution paid/payable during the year to provident fund, superannuation scheme, employees state insurance corporation (ESIC) and national pension scheme (NPS) is recognised in the Statement of Profit and Loss.

c) Gratuity and post retirement medical benefit -

The Company's liability towards gratuity and post retirement medical benefit schemes are determined by independent actuaries, using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. Past services are recognized at the earlier of the plan amendment / curtailment and recognition of related restructuring costs/termination benefits.

The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the year by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual year to the then-net defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the year as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in the Statement of Profit and Loss.

"When the calculation results in a potential asset for the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contribution to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurement gains/losses

Remeasurement of defined benefit plans, comprising of actuarial gains / losses, return on plan assets excluding interest income are recognised immediately in the balance sheet with corresponding debit or credit to Other Comprehensive Income (OCI). Remeasurements are not reclassified to the Statement of Profit and Loss in the subsequent year.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in Statement of Profit and Loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

d) Leave encashment / compensated absences / sick leave

The Company provides for the encashment / ailment of leave with pay subject to certain rules as per leave policy of the Company. The employees are entitled to accumulate leave subject to certain limits for future encashment / availment. The liability is provided based on the number of days of unutilized leave at each balance sheet date on the basis of an independent actuarial valuation.

e) Employee stock options :

Compensation cost on Equity-settled share-based payments to employees are recognized as an expense at the fair value of equity stock options at the grant date. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the graded vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity.

f) Long-Term Incentive Plan:

The Company pays Long Term Incentives to certain employees on fulfilment of prescribed criteria/conditions. The Company's liability

Notes to the Financial Statements for the year ended 31 March 2026

towards Long Term Incentive is determined actuarially based on certain assumptions regarding rate of Interest, staff attrition and mortality as per Projected Unit Credit Method. Expenses towards long term incentive are recognised in the Statement of Profit and Loss.

2.11 Finance costs :

Finance costs include interest expense computed by applying the effective interest rate on respective financial instruments measured at amortised cost, i.e., bank term loans, non-convertible debentures, inter corporate deposits, commercial papers and subordinated debts, to the extent they are regarded as an adjustment to the interest cost. Finance costs are charged to the Statement of Profit and Loss.

Interest expense on lease liabilities (Ind AS 116 - Leases) computed by applying the Company's weighted average incremental borrowing rate has been included under finance costs.

2.12 Taxation - Current and deferred tax:

Income tax expense comprises of current tax and deferred tax. Current and deferred tax are recognised in the Statement of Profit and Loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time years.

a) Current tax :

Current tax comprises amount of tax payable in respect of the taxable income or loss for the year determined in accordance with Income Tax Act, 1961 and any adjustment to the tax payable or receivable in respect of previous years The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting year. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods.

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

Current tax is recognised in statement of profit or loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current tax is also recognised in other comprehensive income or directly in equity respectively.

The management yearly evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

b) Deferred tax :

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the year in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting year. The measurement of deferred tax liabilities and assets reflects the tax consequence that would follow from the manner in which the Company expects, at the end of the reporting year, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary difference could be utilized. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. The carrying amount of deferred tax assets is reviewed at the end of each reporting year and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is recognised in statement of profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the deferred tax is also recognised in other comprehensive income or directly in equity respectively.

Deferred tax assets and liabilities are offset only if there is a legally enforceable right to set off current tax assets against current tax liabilities and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities on a net basis or simultaneously.

2.13 Securities issue expenses :

Expenses incurred in connection with the fresh issue of Share capital are adjusted against Securities premium reserve. In current year there is no fresh issue of Share capital

2.14 Impairment of non financial assets :

The Company reviews the carrying amounts of its tangible and other intangible assets at the end of each reporting year, to determine whether there is any indication that those assets have impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Recoverable amount is determined for an individual asset, unless the asset does not generate cash flows that are largely independent of those from other assets or group of assets.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the assets is considered impaired, and is written down to its recoverable amount.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount such that the increased carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had been recognised for the asset (or cash-generating unit) in prior years The reversal of an impairment loss is recognised in the Statement of Profit and Loss.

2.15 Leases :

The Company as a lessee -

As a lessee, the Company's lease asset class primarily consist of buildings or part thereof taken on lease for office premises and certain IT equipment and general purpose office equipements used for operating activities. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a year of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the year of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

The carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset. ROU assets and corresponding lease liabilities constitute lease contracts for office premises.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost which comprises of initial amount of lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. These are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term

The lease liability is initially measured at amortized cost at the present value of the future lease payments that are not paid at the commencement date, discounted using the Company's incremental borrowing rate. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

In the Balance Sheet, ROU assets have been included in property, plant and equipment and Lease liabilities have been included in Other financial liabilities and the principal portion of lease payments have been classified as financing cash flows. The Company has used a single discount rate to a portfolio of leases with similar characteristics.

In accordance with Ind AS 116, Leases, the financial information have been presented in the following manner.

a) ROU assets and lease liabilities have been included within the line items "Property, Plant and Equipment" and "Other financial liabilities" respectively in the Balance sheet;

b) Interest expenses on the lease liability and depreciation charge for the right-to-use asset have been included within the line items "Finance costs" and "Depreciation, amortization and impairment" respectively in the statement of profit or loss;

c) Short-term lease payments and payments for leases of low-value assets, where exemption as permitted under this standard is availed, have been recognized as expense on a straight line basis over the lease term in the statement of profit or loss.

d) Cash payments for the principal and interest of the lease liability have been presented within "financing activities" in the statement of cash flows;

The disclosures pertaining to Ind AS 116 are set out under **note no. 37.**

2.16 Provisions, contingent liabilities and contingent assets:

Provisions are recognized when there is a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed. Provisions are not recognised for future operating losses.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision is made. The disclosure of contingent liability is made when there is a possible obligation or present obligation that may, but probably will not, require an outflow of resources. The Company also discloses present obligation for which a reliable estimate cannot be made as a contingent liability. Contingent Liabilities are reviewed at each Balance Sheet date.

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

When some or all economic benefits required to settle a provision are expected to be recovered from third party, a receivable is recognised as an asset, if it is virtually certain that reimbursement will be received and the amount can be measured reliably.

Commitments are future liabilities for contractual obligation. The commitments are classified and disclosed as follows:

i. The estimated amount of contracts remaining to be executed on capital account and not provided for; and

ii. Other non-cancellable commitments, if any, to the extent they are considered material and relevant in the opinion of the Management.

2.17 Cash and Cash Equivalents :

Cash and cash equivalents comprise the net amount of short-term, highly liquid investments that are readily convertible to known amounts of cash (short-term deposits with an original maturity of three months or less) and are subject to an insignificant risk of change in value, cheques on hand and balances with banks.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash on hand, cheques on hand, balances with banks (of the nature of cash and cash equivalents), and short- term deposits.

2.18 Earnings per share :

The Company reports basic and diluted earnings per share in accordance with Ind AS 33 - Earnings per Share. Basic EPS is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividend and attributable taxes) by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period unless they have been issued at a later date. In computing the dilutive earnings per share, only potential equity shares that are dilutive and that either reduces the earnings per share or increases loss per share are included.

2.19 Exceptional Items :

Exceptional items are those items of income or expense from ordinary activities which are non-recurring and are of such size, nature or incidence that their separate disclosure in the financial statements is considered necessary to explain the performance of the Company.

2.20 Other Expenses :

Expenses are recognised on accrual basis net of the goods and services tax, except where credit for the input tax is not statutorily permitted.

2.21 New standards or amendments to the existing standards and other pronouncements :

Recent pronouncements

Ministry of Corporate Affairs (“MCA”) notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As on March 31, 2026, there is no new standard notified or amendment to any of the existing standards under Companies (Indian Accounting Standards) Rules, 2015.

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. Considering the materiality and regulatory-driven, non-recurring nature of this impact, the Company has considered such incremental impact as exceptional item in the Statement of Profit and Loss for the year ended March 31, 2026. The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect based on such developments as needed.”

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

3 Cash and cash equivalents

	31 March 2026	31 March 2025
Cash on hand	**441.84**	800.58
Balances with banks in current accounts	**2,187.41**	2,849.25
Term deposits with original maturity up to 3 months	**2,006.65**	9,949.19
Total	**4,635.90**	13,599.02

4 Bank balances other than cash and cash equivalents

	31 March 2026	31 March 2025
Term deposits with original maturity more than 3 months		
- Free	**10,180.96**	9,760.39
- Under lien	**28.02**	
Total	**10,208.98**	9,760.39

5 Receivables

	31 March 2026	31 March 2025
Trade receivables		
- Unsecured, considered good :	**773.84**	
- Less : Provision for impairment	**–**	
	773.84	–

There is no due by Directors or other officers of the company or any firm or private company in which any Director is a partner, a Director or a member.

Trade Receivables aging schedule as at 31 March 2026 is as follows:

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6months-1 years	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables						
Considered good	**773.84**	–	–	–	–	**773.84**
Which have significant increase in credit risk	**–**	–	–	–	–	**–**
Credit impaired	**–**	–	–	–	–	**–**
(ii) Disputed Trade receivables		–	–	–	–	
Considered good	**–**	–	–	–	–	**–**
Which have significant increase in credit risk	**–**	–	–	–	–	**–**
Credit impaired	**–**	–	–	–	–	**–**

Trade Receivables aging schedule as at 31 March 2025 is as follows:

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6months-1 years	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables						
Considered good	–	–	–	–	–	–
Which have significant increase in credit risk	**–**	–	–	–	–	**–**
Credit impaired	**–**	–	–	–	–	**–**
(ii) Disputed Trade receivables		–	–	–	–	
Considered good	**–**	–	–	–	–	**–**
Which have significant increase in credit risk	**–**	–	–	–	–	**–**
Credit impaired	**–**	–	–	–	–	**–**

6 Loans

		31 March 2026	31 March 2025
A)	**Loans (at amortised cost):**		
	i) Loans against assets	**8,42,178.32**	7,50,297.39
	ii) Other loans and advances	**9,036.37**	11.56
	Total (A) - Gross	**8,51,214.69**	7,50,308.95
	Less: Impairment loss allowance	**(19,251.28)**	(60,935.88)
	Total (A) - Net	**8,31,963.41**	6,89,373.07
B)	i) Secured by tangible assets (hypothecation on land and/or building)	**8,42,178.32**	7,50,297.39
	ii) Unsecured	**9,036.37**	11.56
	Total (B) - Gross	**8,51,214.69**	7,50,308.95
	Less: Impairment loss allowance	**(19,251.28)**	(60,935.88)
	Total (B) - Net	**8,31,963.41**	6,89,373.07
C)	**I) Loans in India**		
	i) Public Sector	**–**	–
	ii) Others	**8,51,214.69**	7,50,308.95
	Total (C) - Gross	**8,51,214.69**	7,50,308.95
	Less: Impairment loss allowance	**(19,251.28)**	(60,935.88)
	Total (C) (I) - Net	**8,31,963.41**	6,89,373.07
	II) Loans outside India	**–**	–
	Less: Impairment loss allowance	**–**	–
	Total (C) (II) - Net	**–**	–
	Total C (I) and C (II)	**8,31,963.41**	6,89,373.07

There is no loan asset measured at FVOCI or FVTPL or designated at FVTPL

Refer note no.45 for information related to stage-wise classification of loan assets and ECL movement.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

7 Investments

	31 March 2026	31 March 2025
A) At Fair Value		
Through Profit or Loss		
Units of mutual funds	**12,376.09**	19,350.06
Certificate of deposits	**2,480.97**	–
Commercial Papers	**12,402.14**	2,487.41
Investments in security receipt	**7,967.10**	–
Total (Gross)	**35,226.30**	21,837.47
Less: Impairment loss allowance	**(7,967.10)**	–
Total (Net) - A	**27,259.20**	21,837.47
B) At Fair Value		
Through Other Comprehensive Income		
Government securities*	**23,943.01**	18,362.61
Total (Gross)	**23,943.01**	18,362.61
Less: Impairment loss allowance	**–**	–
Total (Net) - B	**23,943.01**	18,362.61

	31 March 2026	31 March 2025
Investments in India	**51,202.21**	40,200.08
Investments outside India	**–**	–
Total (Net)	**51,202.21**	40,200.08

* Government Securities being risk free the Company has not recognised any provision under Expected Credit Loss on such Investments.

The Company has sold loans to an Asset Reconstruction Company (ARC) on August 25, 2025 and August 25, 2025 SRs were received as considerations for the transfer of loans. However, as the legal form of the asset has changed from loans to investments, it is accounted under investments. SRs have followed the same measurement/ classification approach and ECL has been recognised in a similar manner as applicable to the underlying loans.

Impairment allowance includes management overlay of ₹7967.10 lakhs on security receipts as on March 31, 2026.

8 Other financial assets

	31 March 2026	31 March 2025
Security deposits for office premises / others	**1,131.34**	1,062.78
Other receivables	**123.54**	81.83
Total	**1,254.88**	1,144.61

9 Taxation

Deferred tax assets

Particulars	Balance as at 01 April 2024	Charge/ (credit) to profit and loss	Charge/ (credit) to OCI	Balance as at 31 March 2025	Charge/ (credit) to profit and loss	Charge/ (credit) to OCI	Balance as at 31 March 2026
Tax effect of items constituting deferred tax liabilities :							
- FVTPL financials assets	17.06	12.26		29.32	(22.99)	–	**6.33**
- FVTOCI through Investment (G-Sec)	(35.37)		22.41	(12.96)	–	(18.54)	**(31.50)**
	(18.31)	**12.26**	**22.41**	**16.37**	**(22.99)**	**(18.54)**	**(25.16)**
Tax effect of items constituting deferred tax assets :							
- Provision for employee benefits & others	393.88	(23.50)	0.98	371.36	296.87	140.34	808.57
- Allowance for Expected Credit Loss (ECL)	2,811.12	7,755.71		10,566.83	(4,503.65)		6,063.18
- Effective Interest Rate (EIR) on financial instruments	1,237.92	(91.43)		1,146.49	(44.04)		1,102.45
- Depreciation on property, plant and equipment	502.68	127.98		630.66	57.52		688.18
- Lease liabilities	295.02	24.25		319.28	(29.05)		290.23
- Other provisions	209.17	75.12		284.29	32.70		316.99
- Tax Losses	5,431.95	(192.26)		5,239.69	2,199.88		7,439.57
	10,881.75	**7,675.87**	**0.98**	**18,558.60**	**(1,989.77)**	**140.34**	**16,709.17**
Total deferred tax assets (net)	**10,900.05**	**7,663.61**	**(21.43)**	**18,542.23**	**(1,966.78)**	**158.88**	**16,734.33**

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Income tax recognised in Statement of Profit and loss

	31 March 2026	31 March 2025
Current tax:		
In respect of current year	**–**	–
In respect of prior years	**–**	–
	–	–
Deferred tax:		
In respect of current year origination and reversal of temporary differences	**1,966.76**	(7,663.62)
In respect of prior years	**–**	–
	1,966.76	(7,663.62)
Total income tax recognised in Statement of Profit and Loss	**1,966.76**	(7,663.62)

Income tax recognised in Other Comprehensive Income

	31 March 2026	31 March 2025
Deferred tax related to items recognised in Other Comprehensive Income during the year :		
Remeasurement of defined employee benefits for current year	**140.34**	(0.98)
Remeasurement of Debt Instruments for current year	**18.54**	22.42
Total income tax recognised in Other Comprehensive Income	**158.88**	21.44

Reconciliation of estimated income tax expense at tax rate to income tax expense reported in the statement of profit and loss:

	31 March 2026	31 March 2025
Profit before tax	**7,767.80**	(30,457.57)
Applicable income tax rate	**25.168%**	25.168%
Expected income tax expense	**1,955.02**	(7,665.56)
Tax effect of adjustments to reconcile expected Income tax expense at tax rate to reported income tax expense:		
Effect of income exempt from tax		–
Effect of expenses / provisions not deductible in determining taxable profit	**11.74**	1.94
Tax of earlier years	–	–
Income tax expense	**1,966.76**	(7,663.62)

10 Property, plant and equipments

Particulars	Buildings*	Computers	Furniture and fixtures	Vehicles	Office equipments	Leasehold Improvement	Right-of-use assets (Leasehold Premises)	Total
GROSS CARRYING AMOUNT								
Balance as at 1 April 2024	23.12	2,533.07	2,380.59	2,647.43	1,797.27	-	12,835.45	22,216.93
Additions during the year	-	68.71	73.93	378.51	74.35	-	804.57	1,400.07
Disposals / deductions during the year	-	46.92	182.02	503.24	121.27	-	654.99	1,508.44
Balance as at 31 March 2025	**23.12**	**2,554.86**	**2,272.50**	**2,522.70**	**1,750.35**	**-**	**12,985.03**	**22,108.56**
Balance as at 1 April 2025	23.12	2,554.86	2,272.50	2,522.70	1,750.35	-	12,985.03	22,108.56
Additions during the year	-	207.35	108.72	613.31	97.95	119.65	2,376.55	3,523.53
Disposals / deductions during the year	-	29.91	236.82	1,250.79	105.11	-	1,274.26	2,896.89
Balance as at 31 March 2026	**23.12**	**2,732.30**	**2,144.40**	**1,885.22**	**1,743.19**	**119.65**	**14,087.32**	**22,735.20**
ACCUMULATED DEPRECIATION								
Balance as at 1 April 2024	3.21	1,784.42	1,053.05	1,152.03	1,223.35	-	4,834.92	10,050.98
Additions during the year	0.39	585.37	179.72	499.27	190.19	-	1,480.14	2,935.08
Disposals / deductions during the year	-	44.71	110.63	314.09	104.23	-	-	573.66
Balance as at 31 March 2025	**3.60**	**2,325.08**	**1,122.14**	**1,337.21**	**1,309.31**	**-**	**6,315.06**	**12,412.40**
Balance as at 1 April 2025	3.60	2,325.08	1,122.14	1,337.21	1,309.31	-	6,315.06	12,412.40
Additions during the year	0.39	219.54	179.99	436.63	184.50	11.18	1,477.47	2,509.70
Disposals / deductions during the year	-	28.68	136.62	816.99	94.64	-	16.80	1,093.73
Balance as at 31 March 2026	**3.99**	**2,515.94**	**1,165.51**	**956.85**	**1,399.17**	**11.18**	**7,775.73**	**13,828.37**
NET CARRYING AMOUNT								
As at 31 March 2025	**19.52**	**229.78**	**1,150.36**	**1,185.49**	**441.04**	**-**	**6,669.97**	**9,696.16**
As at 31 March 2026	**19.13**	**216.36**	**978.89**	**928.37**	**344.02**	**108.47**	**6,311.59**	**8,906.83**

* Secured non convertible debentures (NCDs) have pari passu charges on buildings whose carrying amount is ₹ 19.13 Lakhs (31 March 2025 - ₹ 19.52 Lakhs)

There is no immovable property where title deed of such immovable property is not held in name of company or jointly held with others.

The company has not revalued its property, plant and equipment (including right of use Assets)

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

11 Other intangible assets

Particulars	Computer software
GROSS CARRYING AMOUNT	
Balance as at 1 April 2024	1,139.99
Additions during the year	10.90
Disposals / deductions during the year	–
Balance as at 31st March 2025	**1,150.89**
Balance as at 1 April 2025	1,150.89
Additions during the year	87.22
Disposals / deductions during the year	163.05
Balance as at 31st March 2026	**1,075.06**
ACCUMULATED DEPRECIATION	
Balance as at 1 April 2024	556.76
Additions during the year	292.59
Disposals / deductions during the year	–
Balance as at 31st March 2025	**849.35**
Balance as at 1 April 2025	849.35
Additions during the year	304.90
Disposals / deductions during the year	155.51
Balance as at 31st March 2026	**998.74**
NET CARRYING AMOUNT	
As at 31 March 2025	**301.54**
As at 31 March 2026	**76.32**

The company has not revalued its intangibles assets

12 Other non-financial assets

	31 March 2026	31 March 2025
Capital advances	**43.49**	2.95
Prepaid expenses	**1,105.59**	1,336.55
Balances with Government Authorities	**1,855.38**	1,754.02
Other Advance	**370.35**	232.51
Total	**3,374.81**	3,326.03

13 Derivative financial instruments

	31 March 2026	31 March 2025
Interest rate derivatives :		
Interest rate swaps	**62.81**	156.25
Total derivative financial instruments	**62.81**	156.25

14 Payables

		31 March 2026	31 March 2025
I)	**Trade payables**		
	i) total outstanding dues of micro enterprises and small enterprises	**12.80**	6.60
	ii) total outstanding dues of creditors other than micro enterprises and small enterprises	**2,142.71**	2,927.66
II)	**Other payables**		
	i) total outstanding dues of micro enterprises and small enterprises	**–**	–
	ii) total outstanding dues of creditors other than micro enterprises and small enterprises	**20.30**	24.50
TOTAL		**2,175.81**	2,958.76

Micro, Small and Medium Enterprises:

Based on and to the extent of the information received by the Company from the suppliers during the year regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), the total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the MSMED Act") are given below :

		31 March 2026	31 March 2025
a)	Dues remaining unpaid to any supplier at the year end		
	– Principal	**12.80**	6.60
	– Interest on the above	**–**	–
b)	Interest paid in terms of Section 16 of the MSMED Act along with the amount of payment made to the supplier beyond the appointed day during the year		
	– Principal paid beyond the appointed date	**22.18**	1.89
	– Interest paid in terms of Section 16 of the MSMED Act	**0.05**	0.01
c)	Amount of interest due and payable for the year of delay on payments made beyond the appointed day during the year	**–**	–
d)	Amount of interest accrued and remaining unpaid	**–**	–
e)	Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises	**–**	–

Ageing for trade payables outstanding as at 31 March 2026 is as follows:

	Outstanding for following periods from due date of payment				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME *	**12.8**		**–**	**–**	**12.80**
(ii) Others	**1621.75**	**122.56**	**398.01**	**0.38**	**2,142.70**
(iii) Disputed dues – MSME	**–**	**–**	**–**	**–**	**–**
(iv) Disputed dues – Others	**–**	**–**	**–**	**–**	**–**

There is neither an instance where due date is not specified nor there is any unbilled due.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Ageing for trade payables outstanding as at 31 March 2025 is as follows:

	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
		%			
(i) MSME *	2.10	4.50	–	–	6.60
(ii) Others	2,916.00	11.66	–	–	2,927.66
(iii) Disputed dues – MSME	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–

There is neither an instance where due date is not specified nor there is any unbilled due.

15 Debt Securities

	31 March 2026	31 March 2025
At Amortised cost		
i) Bonds / Debentures (Secured)		
– Non-convertible debentures	**3,04,661.54**	2,26,462.38
ii) Bonds / Debentures (Unsecured)		
– Non-convertible debentures	**40,239.96**	1,08,651.92
iii) Others (Unsecured)		
– Commercial Papers	**73,981.55**	30,593.21
Total	**4,18,883.05**	3,65,707.51
Debt securities in India	**4,18,883.05**	3,65,707.51
Debt securities outside India	**–**	–
Total	**4,18,883.05**	3,65,707.51

There are no debt securities measured at FVTPL or designated at FVTPL

There are no redeemed bonds/debentures which the company has power to reissue.

Details of Bonds / Debentures (Secured) - Redeemable Non-convertible debentures# :

From the Balance Sheet date	**As at 31 March 2026**		As at 31 March 2025	
	Interest rate range	**Amount**	Interest rate range	Amount
Repayable on maturity:				
Maturing within 1 year	**8.30%-8.458%**	**43,500.00**	7.75%-8.20%	57,500.00
Maturing between 1 year to 3 years	**7.15%-9.18%**	**2,06,010.00**	8.30%-8.45%	43,500.00
Maturing between 3 years to 5 years	**7.45%**	**24,930.11**	7.99%-9.18%	96,010.00
Maturing beyond 5 years	**7.90%-8.35%**	**21,000.00**	7.90%-8.35%	20,839.53
Total at face value		**2,95,440.11**		2,17,849.53
Less: Unamortised finance cost		**388.86**		380.83
Add: Interest Accrued but not due		**9,610.29**		8,993.68
Total amortised cost		**3,04,661.54**		2,26,462.38

Secured by pari passu charges on the property of the Company located at Chinchwad, Pune in the State of Maharashtra and/ or exclusive charge on book debt and receivables under loan contracts and/ or owned assets to the extent of 100% of outstanding secured debentures.

The rates mentioned above are the applicable rates as at the year end. These includes floating rate loans which are based on external benchmark.

The funds raised by the Company during the year by issue of Secured Redeemable Non Convertible Debenture/ Bonds were utilised for the purpose intended i.e. towards lending, financing , to refinance the existing indebtedness of the Company or for long-term working capital or General Corporate purposes of the Company in compliance with applicable laws and the terms of the issue.

Details of Bonds / Debentures (Unsecured) Redeemable Non-convertible debentures :

From the Balance Sheet date	**As at 31 March 2026**		As at 31 March 2025	
	Interest rate range	**Amount**	Interest rate range	Amount
Repayable on maturity:				
Maturing within 1 year	**-**	**–**	8.32%-8.55%	67,500.00
Maturing between 1 year to 3 years	**8.32%**	**37,500.00**	8.32%	37,500.00
Maturing between 3 years to 5 years	**-**	**–**		–
Total at face value		**37,500.00**		1,05,000.00

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Details of Bonds / Debentures (Unsecured) Redeemable Non-convertible debentures :

From the Balance Sheet date	As at 31 March 2026		As at 31 March 2025	
	Interest rate range	Amount	Interest rate range	Amount
Less: Unamortised discounting charges		**27.91**		34.79
Add: Interest Accrued but not due		**2,767.87**		3,686.71
Total amortised cost		**40,239.96**		1,08,651.92

The rates mentioned above are the applicable rates as at the year end. These includes floating rate loans which are based on external benchmark

The funds raised by the Company during the year by issue of Unsecured Redeemable Non Convertible Debenture/Bonds were utilised for the purpose intended i.e. towards lending, financing, to refinance the existing indebtedness of the Company or for long-term working capital or General Corporate purposes of the Company in compliance with applicable laws and the terms of the issue.

Details of others debt securities (Unsecured) - Commercial Papers :

From the Balance Sheet date	As at 31 March 2026		As at 31 March 2025	
	Interest rate range	Amount	Interest rate range	Amount
Repayable on maturity:				
Maturing within 1 year	**6.60%-7.66%**	**77,500.00**	7.85%-7.90%	32,500.00
Total at face value		**77,500.00**		32,500.00
Less: Unamortised discounting charges		**3,518.45**		1,906.79
Total amortised cost		**73,981.55**		30,593.21

16 Borrowings (Other than Debt Securities)

	31 March 2026	31 March 2025
At Amortised cost		
i) Term loans		
Secured -		
– from banks	**2,83,488.74**	1,83,954.37
ii) Loans from related parties		
Unsecured -		
– Inter-corporate deposits (ICDs)	**6,772.32**	29,319.16
iii) Other loans and advances		
Unsecured -		
– Inter-corporate deposits (ICDs) other than related parties	**2,336.13**	–
Total	**2,92,597.19**	2,13,273.53
Borrowings in India	**2,92,597.19**	2,13,273.53
Borrowings outside India	**–**	–
Total	**2,92,597.19**	2,13,273.53

There are no borrowings measured at FVTPL or designated at FVTPL

The Company's borrowings have not been guaranteed by the directors or any other parties. Further, the Company has not defaulted in the repayment of principal or interest.

Details of term loans from banks (Secured)

From the Balance Sheet date	As at 31 March 2026		As at 31 March 2025	
	Interest rate range	Amount	Interest rate range	Amount
1) Repayable on maturity:				
Maturing within 1 year	**6.70%-8.60%**	**19,153.55**	7.90%-8.35%	14,000.00
Maturing between 1 year to 3 years	**7.25%**	**10,000.00**	8.29%	10,000.00
Maturing between 3 years to 5 years	**–**	**–**	**–**	
Total		**29,153.55**		24,000.00
2) Repayable in instalments:				
i) Quarterly -				
Maturing within 1 year	**6.18%-7.85%**	**27,580.65**	7.46%-9.05%	13,657.23
Maturing between 1 year to 3 years	**6.18%-7.85%**	**67,630.81**	7.46%-8.55%	28,049.46
Maturing between 3 years to 5 years	**7.75-7.85%**	**3,842.11**	7.46%-8.80%	9,188.31
Maturing beyond 5 years		**–**		–
Sub total		**99,053.57**		50,895.00

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

From the Balance Sheet date	As at 31 March 2026		As at 31 March 2025	
	Interest rate range	Amount	Interest rate range	Amount
ii) Half yearly -				
Maturing within 1 year	**7.00%-7.35%**	**20,777.78**	8.11%-8.60%	20,777.78
Maturing between 1 year to 3 years	**7.07%-7.64%**	**40,222.22**	8.11%-8.60%	28,500.00
Maturing between 3 years to 5 years			8.18%	7,500.00
Sub total		**61,000.00**		56,777.78
iii) Yearly -				
Maturing within 1 year	**6.50%-8.15%**	**25,044.44**	8.35%-9.00%	25,125.00
Maturing between 1 year to 3 years	**6.50%-8.15%**	**55,733.33**	8.65%-9.00%	25,388.89
Maturing between 3 years to 5 years	**6.50%-8.10%**	**13,000.00**	8.70%	1,500.00
Sub total		**93,777.77**		52,013.89
Total		**2,53,831.34**		1,59,686.67
Total (1+2) (As per contractual terms)		**2,82,984.89**		1,83,686.67
Less: Unamortized finance cost		**11.19**		0.01
Add: Interest Accrued but not due		**515.04**		267.71
Total amortized cost		**2,83,488.74**		1,83,954.37

Secured by an exclusive charge on book debt and receivables under loan contracts to the minimum of 100% of outstanding secured loans plus applicable margin.

The rates mentioned above are the applicable rates as at the year end. These includes floating rate loans which are based on Marginal Cost of fund based Lending Rate (MCLR) & external benchmark based spreads.

Details of Inter-corporate deposits (ICDs) (Unsecured) :

From the Balance Sheet date	As at 31 March 2026		As at 31 March 2025	
	Interest rate range	Amount	Interest rate range	Amount
Repayable on maturity:				
Maturing within 1 year	**6.82%-6.97%**	**6,650.00**	6.75%-8.05%	27,725.00
Maturing between 1 year to 3 years	**7.65%**	**2,200.00**	-	–
Total		**8,850.00**		27,725.00
Less: unamortized finance cost		**4.14**		–
Add: Interest Accrued but not due		**262.59**		1,594.16
Total amortized cost		**9,108.45**		29,319.16

The rates mentioned above are the applicable rates as at the year end.

17 Subordinated liabilities

	31 March 2026	31 March 2025
At Amortised cost		
Unsecured Subordinated redeemable non-convertible debentures	**51,088.86**	57,425.96
Total	**51,088.86**	57,425.96
Subordinated liabilities in India	**51,088.86**	57,425.96
Subordinated liabilities outside India	**–**	–
Total	**51,088.86**	57,425.96

There are no subordinated liabilities measured at FVTPL or designated at FVTPL

Details of Subordinated liabilities (at Amortised cost) - Unsecured Subordinated redeemable non-convertible debentures#:

From the Balance Sheet date	As at 31 March 2026		As at 31 March 2025	
	Interest rate range	Amount	Interest rate range	Amount
A) Issued on private placement basis				
Repayable on maturity:				
Maturing within 1 year	**8.40%-9.10%**	**12,200.00**	9.25%-9.50%	6,000.00
Maturing between 1 year to 3 years	**8.50%-9.40%**	**22,000.00**	8.40%-9.10%	20,700.00

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

From the Balance Sheet date	As at 31 March 2026		As at 31 March 2025	
	Interest rate range	Amount	Interest rate range	Amount
Maturing between 3 years to 5 years	**7.90%**	**5,000.00**	9.00%-9.40%	13,500.00
Maturing beyond 5 years	**8.35%**	**10,000.00**	7.90%-8.35%	15,000.00
Sub-total at face value		**49,200.00**		55,200.00
Less: Unamortised finance cost		**142.55**		175.17
Add: Interest Accrued but not due		**2,031.40**		2,401.13
Total amortised cost		**51,088.86**		57,425.96

The funds raised by the Company by issue of Unsecured Subordinated Redeemable Non Convertible Debentures/Bonds were utilised for the purpose intended i.e. towards lending, financing, to refinance the existing indebtedness of the Company or for long-term working capital or General Corporate purposes of the Company, in compliance with applicable laws and the terms of the issue.

18 Other financial liabilities

	31 March 2026	31 March 2025
Credit balances in current accounts with banks as per books	**17,719.72**	4,798.66
Insurance premium payable (on behalf of borrowers)	**444.34**	430.53
Salary, bonus and performance pay payable	**2,610.30**	2,277.18
Provision for expenses	**2,315.13**	2,495.65
Lease liabilities (refer note 37)	**7,464.76**	7,938.56
Other liabilities	**998.26**	2,506.88
Total	**31,552.51**	20,447.46

19 Provisions

	31 March 2026	31 March 2025
Provision for employee benefits (refer note 35)		
– Gratuity	**1,886.10**	451.91
– Leave encashment/ Post retirement medical benefits	**1,030.35**	772.19
– Post Retirement Medical Benefit Scheme	**21.69**	15.24
Provision for ECL on loan commitments & Other advances	**190.38**	42.50
Total	**3,128.52**	1,281.84

20 Other non-financial liabilities

	31 March 2026	31 March 2025
Statutory dues payable	**450.05**	452.48
Others	**–**	–
Total	**450.05**	452.48

21 (i) Equity Share capital

	31 March 2026	31 March 2025
Authorised capital:		
150,000,000 (31 March 2025 : 150,000,000) Equity shares of ₹10/- each	**15,000.00**	15,000.00
	15,000.00	15,000.00
Issued capital:		
122,887,870 (31 March 2025 : 122,887,870) Equity shares of ₹10/- each	**12,288.79**	12,288.79
Subscribed and paid-up capital:		
122,887,870 (31 March 2025: 122,887,870) Equity shares of ₹10/- each fully paid up	**12,288.79**	12,288.79
Less : Shares issued to ESOS Trust but not allotted to employees	**26.08**	42.83
Total	**12,262.71**	12,245.96

	31 March 2026		31 March 2025	
	No. of shares	**₹ in Lakhs**	No. of shares	₹ in Lakhs
a) Reconciliation of number of equity shares:				
Balance at the beginning of the year	**12,28,87,870**	**12,288.79**	12,28,87,870	12,288.79
Add: Fresh allotment of shares:				
Issue of Shares	**–**	**–**	–	–
Shares issued under Employees' Stock Option Scheme	**–**	**–**	–	–
Less: Shares issued to ESOS Trust but not allotted to employees	**(2,60,737)**	**(26.08)**	(4,28,240)	(42.83)
Balance at the end of the year	**12,26,27,133**	**12,262.71**	12,24,59,630	12,245.96
b) Number of equity shares held by holding company or ultimate holding company including shares held by its subsidiaries / associates :				
Holding Company: Mahindra & Mahindra Financial Services Limited (including 12 shares held jointly with nominees)	**12,09,52,678**	**12,095.27**	12,09,52,678	12,095.27
Percentage of holding (%)	**98.43%**	**98.43%**	98.43%	98.43%
c) Shareholders holding more than 5 percent shares:				
Mahindra & Mahindra Financial Services Limited	**12,09,52,678**	**12,095.27**	12,09,52,678	12,095.27
Percentage of holding (%)	**98.43%**	**98.43%**	98.43%	98.43%

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

d) Terms / rights attached to equity shares:

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the board of directors and approved by the shareholders in the annual general meeting is paid in Indian rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders

21 (ii) Disclosure of shareholding of promoters

Disclosure of shareholding of promoters as at 31 March 2026 is as follows

	Shares held by promoter				
	As at 31 March 2026		As at 31 March 2025		% Change during the year
Promoter name	**No of shares**	**% of total shares**	No of shares	% of total shares	
Mahindra & Mahindra Financial Services Limited (including 12 shares held jointly with nominees)	**12,09,52,678**	**98.43%**	12,09,52,678	98.43%	–
Total	**12,09,52,678**	**98.43%**	12,09,52,678	98.43%	–

22 Other Equity

Description of the nature and purpose of Other Equity :

Statutory reserve

As per Section 29C of the National Housing Bank Act, 1987, the Company is required to transfer at least 20% of its net profits every year to a reserve before any dividend is declared. The Company transfers an amount to Special Reserve at year end. The Company does not anticipate any withdrawal from Special Reserve in the foreseeable future.

Securities premium

Securities premium is used to record the premium on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013.

General reserve

General reserve was created through transfer of profits at a specified percentage in accordance with applicable regulations under the erstwhile Companies Act, 1956. The purpose of these transfers was to ensure that if a dividend distribution in a given year is more than 10% of the paid up capital of the Company for that year, then the total dividend distribution is less than the total distributable profits for that year. Consequent to introduction of the Companies Act, 2013, the requirement to mandatorily transfer specified percentage of net profits to General reserve has been withdrawn. However, the amount previously transferred to the General reserve can be utilised only in accordance with the specific requirements of the Companies Act, 2013.

Employee stock options outstanding

The Employee Stock Options outstanding represents amount of reserve created by recognition of compensation cost at grant date fair value on stock options vested but not exercised by employees.

Retained earnings

Retained earnings or accumulated surplus represents total of all profits retained since Company's inception. Retained earnings are credited with current year profits, reduced by losses, if any, dividend payouts, transfers to General reserve or any such other appropriations to specific reserves.

23 Interest income

	31 March 2026	31 March 2025
(A) On financial assets measured at amortised cost		
Interest on loans	**1,07,479.99**	1,12,836.78
Other interest income	**0.03**	0.14
(B) Interest income from investments		
Interest income from investments	**1,627.74**	1,342.21
(C) Interest on deposits with banks		
Interest on deposits with banks	**908.37**	2,041.72
Total (A+B+C)	**1,10,016.13**	1,16,220.85

Note: There is no loan asset measured at FVTPL

24 Fees and commission income

	31 March 2026	31 March 2025
Service charges and other fees on loan transactions	**1,979.83**	1,142.21
Income From Commission/Distribution Services	**2,464.58**	–
Total	**4,444.41**	1,142.21

Revenue from contracts with customers

Set out below is the revenue from contracts with customers and reconciliation to the statement of profit and loss.

Particulars	**31 March 2026**	31 March 2025
Type of services or service		
Service charges and other fees on loan transactions	**1,979.83**	1,142.21
Income From Commission/Distribution Services	**2,464.58**	–
Total revenue from contract with customers	**4,444.41**	1,142.21
Geographical markets		
India	**4,444.41**	1,142.21
Outside India		
Total revenue from contract with customers	**4,444.41**	1,142.21
Timing of revenue recognition		
Services transferred at a point in time	**4,444.41**	1,142.21
Services transferred over time		
Total revenue from contract with customers	**4,444.41**	1,142.21

Contract Balances

Particulars	**31 March 2026**	31 March 2025
Income from commission/distribution services receivables	**773.84**	–

Impairment loss allowance recognised on contract balance is Rs 4.49 Lakhs (Previous year ₹ Nil)

Contract asset as on 31 March 2026 is Nil (Previous year Nil)

25 Net gain / (loss) on fair value changes

	31 March 2026	31 March 2025
Net gain / (loss) on financial instruments at FVTPL		
– Mutual fund units		
Fair value changes :		
– Realised	**1,030.41**	1,260.92
– Unrealised	**(88.39)**	54.67
Total	**942.02**	1,315.59

Fair value changes in this schedule are other than those arising on account of accrued interest income/expense

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

26 Other income

	31 March 2026	31 March 2025
Net gain on derecognition of property, plant and equipment	**30.67**	–
Income from branding and marketing activities	**1,170.50**	855.42
Others	**900.18**	136.00
Total	**2,101.35**	991.42

27 Finance costs

	31 March 2026	31 March 2025
On financial liabilities measured at amortised cost		
Interest on borrowings	**17,173.39**	20,372.44
Interest on debt securities	**29,822.53**	26,784.70
Interest on subordinated liabilities	**4,494.11**	4,248.33
Interest on lease liability (refer note 37)	**596.60**	512.77
Other borrowing costs	**234.20**	251.03
Total	**52,320.83**	52,169.27

There are no financial libilities measured at FVTPL

28 Fees and commission expense

	31 March 2026	31 March 2025
Fees, commission / brokerage	**818.07**	499.63
Total	**818.07**	499.63

29 Impairment on financial instruments

	31 March 2026	31 March 2025
On financial instruments measured at amortised cost		
Loans	**(41,684.60)**	33,357.50
Bad debts / Loss on termination	**37,269.36**	12,733.56
Investments	**7,967.10**	–
Loan commitment & other advances	**147.88**	(61.95)
Total	**3,699.74**	46,029.11

There are no financial instruments measured at FVOCI

30 Employee benefits expenses

	31 March 2026	31 March 2025
Salaries and wages	**31,668.75**	30,533.93
Contribution to provident and other funds	**1,760.75**	2,202.37
Share based payments to employees	**(76.75)**	(86.61)
Staff welfare expenses	**460.37**	506.76
Total	**33,813.12**	33,156.45

31 Depreciation, amortization and impairment

	31 March 2026	31 March 2025
Depreciation on property, plant and equipment (refer note 10)	**1,032.21**	1,454.95
Amortization of intangible assets (refer note 11)	**304.90**	292.59
Amortization on right of use assets (refer note 10 and 37)	**1,460.68**	1,480.13
Total	**2,797.79**	3,227.67

32 Other expenses

	31 March 2026	31 March 2025
Rent	**332.20**	287.29
Rates and taxes, excluding taxes on income	**239.16**	154.11
Electricity charges	**288.52**	260.82
Repairs and maintenance	**217.72**	186.98
Communication costs	**512.24**	617.95
Printing and stationery	**162.43**	178.72
Travelling and conveyance expenses	**2,221.16**	3,376.11
Advertisement and publicity	**73.24**	92.49
Administration support charges	**312.61**	443.53
Directors' fees, allowances and expenses	**39.00**	46.79
Auditor's fees and expenses -		
- Audit fees	**24.80**	24.84
- Other services	**12.40**	10.33
- Reimbursement of expenses	**1.31**	1.02
Legal and professional charges	**2,051.29**	3,316.41
Insurance	**1,147.15**	1,257.04
Manpower outsourcing cost	**4,142.77**	2,340.80
Net loss on derecognition of property, plant and equipment	**–**	52.91
Software License Expenses	**2,062.24**	1,072.24
Other expenses	**1,228.66**	1,325.13
Total	**15,068.90**	15,045.51

33 Earning Per Share

Basic EPS is calculated in accordance with Ind AS 33 'Earnings Per Share' by dividing the net profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is calculated by dividing the net profit attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares of the Company. In case diluted EPS is increased when taking the dilutive shares into account, the dilutive shares are anti-dilutive and are ignored in the calculation of diluted EPS.

The following reflects the income and share data used in the basic and diluted EPS computations:

	31 March 2026	31 March 2025
Profit/(loss) for the year attributable to equity shareholders (Rupees in lakhs)	**5,801.04**	(22,793.95)
Weighted average number of equity shares used in computing basic EPS	**12,25,04,224**	12,23,88,069
Effect of potential dilutive equity shares	**1,89,321**	4,15,197
Weighted average number of equity shares used in computing diluted EPS	**12,26,93,544**	12,28,03,266
Basic earnings per share (₹) (Face value of ₹ 10/- per share)	**4.74**	(18.62)
Diluted earnings per share (₹)	**4.73**	(18.62)

34 Employee Stock Option Scheme:

The Company has used fair value method to account for the compensation cost of stock options. Fair value of options is based on the valuation of the independent valuer using the Black -Scholes model.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Description of ESOP Scheme:

Particulars	ESOP
Vesting requirements	Stock Options due for vesting on each vesting date shall vest on the basis of time i.e. mere continuance of employment as on relevant date of vesting.
Vesting Conditions	25% on expiry of 12 months from the date of grant
	25% on expiry of 24 months from the date of grant
	25% on expiry of 36 months from the date of grant
	25% on expiry of 48 months from the date of grant
Method of Settlement	Equity settled

The Fair value of options, based on the valuation of the independent values as on the date of grant are:

	31 March 2026			31 March 2025		
Vesting Date	**No of years vesting**	**Fair Value (₹) per share**	**Exercise Price (₹)**	No of years vesting	Fair Value (₹) per share	Exercise Price (₹)
	NIL			**NIL**		

The Key assumptions used in Black-Scholes model for calculating fair value as on the date of grant are:

Variables#	**31 March 2026**	31 March 2025
1) Risk free interest rate	**NIL**	NIL
2) Expected life	**NIL**	NIL
3) Expected volatility	**NIL**	NIL
4) Price of the underlying share at the time of option grant (₹)	**NIL**	NIL

the value mentioned against each of the variables are based on the weighted average percentage of vesting.

Number and weighted average exercise price of options

		31 March 2026		31 March 2025	
Sr. No	**Particulars**	**Number of options**	**Weighted Average Exercise Price**	Number of options	Weighted Average Exercise Price
1	Outstanding at the beginning of the year	**4,84,798**	**10.00**	10,51,108	26.05
2	Granted during the year	**–**	**–**	**–**	**–**
3	Forfeited / Lapsed during the year	**1,12,009**	**10.00**	4,37,405	46.33
4	Exercised during the year	**1,67,503**	**10.00**	1,28,905	17.61
5	Outstanding at the end of the year	**2,05,286**	**10.00**	4,84,798	10.00
6	Exercisable at the end of the year	**1,94,659**	**10.00**	3,17,386	10.00

Range of exercise price and weighted average remaining contractual life of outstanding options:

	31 March 2026			31 March 2025		
Grant date	**Number of Options Outstanding**	**Weighted Average Remaining Contractual Life (in years)**	**Weighted Average Exercise Price (₹)**	Number of Options Outstanding	Weighted Average Remaining Contractual Life (in years)	Weighted Average Exercise Price (₹)
07-Oct-17	**–**	**0.00**	**67.00**	–	0.00	67.00
08-Dec-17	**–**	**0.00**	**67.00**	–	0.00	67.00
16-Jan-18	**–**	**0.00**	**67.00**	–	0.00	67.00
16-Oct-19	**7,909**	**0.54**	**10.00**	19,051	1.21	10.00
18-Jan-21	**6,963**	**1.36**	**10.00**	22,500	2.18	10.00
21-Oct-21	**1,47,885**	**1.78**	**10.00**	3,97,769	2.42	10.00
19-Oct-22	**42,529**	**2.05**	**10.00**	45,478	3.05	10.00

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

35 Employee Benefits

General description of defined benefit plans:

Gratuity

The Company provides for the gratuity, a defined benefit retirement plan covering qualifying employees. The plan provides for lump sum payments to employees upon death while in employment or on separation from employment after serving for the stipulated period mentioned under The Code on Social Security, 2020. The Company makes annual contribution to the gratuity scheme administered by the Life Insurance Corporation of India through its gratuity fund.

Post retirement medical cover

The Company provides for post retirement medical cover to select grade of employees to cover the retiring employee and their spouse upto a specified age through mediclaim policy on which the premiums are paid by the Company. The eligibility of the employee for the benefit as well as the amount of medical cover purchased is determined by the grade of the employee at the time of retirement.

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Investment risk -

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets underperform compared to this yield, this will create or increase a deficit.

Interest rate risk -

A decrease in government bond yields will increase plan liabilities, although this is expected to be partially offset by an increase in the value of the plan's investment in debt instruments.

Variability in withdrawal rates -

If actual withdrawal rates are higher than assumed withdrawal rate assumption then the gratuity benefits will be paid earlier than expected. The impact of this will depend on whether the benefits are vested as at the resignation date.

Regulatory Risk -

Gratuity Benefit must comply with the requirements of the Payment of Gratuity Act, 1972 (as amended up-to-date). There is a risk of change in the regulations requiring higher gratuity payments (e.g. raising the present ceiling of ₹ 20.00 Lakhs, raising accrual rate from 15/26 etc.).

Inflation risk -

The present value of some of the defined benefit plan obligations are calculated with reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability. The post retirement medical benefit obligation is sensitive to medical inflation and accordingly, an increase in medical inflation rate would increase the plan's liability.

Salary Risk -

The present value of the defined benefit plan liability is calculated by reference to the future salaries of members. As such, an increase in the salary of the members more than assumed level will increase the plan's liability.

Asset Liability Matching Risk -

The plan faces the ALM risk as to the matching cash flow. Since the plan is invested in lines of Rule 101 of Income Tax Rules, 1962, this generally reduces ALM risk.

Concentration Risk -

Plan is having a concentration risk as all the assets are invested with the insurance company and a default will wipe out all the assets. Although probability of this is very low.

Life expectancy -

The present value of defined benefit plan obligation is calculated by reference to the best estimate of the mortality of plan participants, both during and after the employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

If actual mortality rates are higher than assumed mortality rate assumption than the gratuity benefits will be paid earlier than expected. Since there is no condition of vesting on the death benefit, the acceleration of cashflow will lead to an actuarial loss or gain depending on the relative values of the assumed salary growth and discount rate.

On November 21, 2025, the Government of India notified the provisions of four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes") which consolidate 29 existing labour laws into a unified framework governing employee benefits during employment and post-employment.

In accordance with the new Labour Codes, the Company has currently estimated the incremental impact of Gratuity to be ₹900.32 lakhs and Leave Encashment to be ₹257.34 lakhs on the basis of Actuarial Valuation. This has been presented under "Exceptional Items" in the standalone financial statements for the year ended March 31, 2026.

The Company continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications/ additional guidance from authorities and will continue to assess the accounting implications, basis such developments/ guidance.

Details of defined benefit plans as per actuarial valuation are as follows:

		Funded Plan Gratuity		Unfunded Plan-Post retirement medical benefits	
	Particulars	**31 March 2026**	31 March 2025	**31 March 2026**	31 March 2025
I	**Amount recognised in the Statement of Profit and Loss for the year ended:**				
1	Current service cost	**78.44**	212.91	**0.15**	–
2	Interest cost on benefit obligation (Net)	**48.09**	28.50	**1.04**	–
3	Past service cost	**900.32**	–	**–**	15.23
4	Adjustment due to opening balance	**–**	–	**–**	–
	Total expenses included in employee benefits expense	**1,026.86**	241.40	**1.19**	15.23
II	**Amount recognised in Other Comprehensive income for the year**				
1	Actuarial (gains)/losses arising from changes in demographic assumption	**223.03**	(28.24)	**9.07**	–

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

	Particulars	Funded Plan Gratuity		Unfunded Plan-Post retirement medical benefits	
		31 March 2026	31 March 2025	**31 March 2026**	31 March 2025
2	Actuarial (gains)/losses arising from changes in financial assumption	**(90.44)**	8.76	**(2.06)**	–
3	Actuarial (gains)/losses arising from changes in experience adjustment	**384.20**	5.12	**(1.38)**	–
4	Return on plan assets	**35.12**	–	**–**	–
	Recognised in other comprehensive income	**551.91**	(14.36)	**5.63**	–
III	**Change in the present value of obligation during the year**				
1	Present value of defined benefit obligation at the beginning of the year	**1,213.86**	1,346.89	**15.23**	–
2	Current service cost	**78.44**	212.91	**0.15**	–
3	Interest cost/income	**95.47**	97.65	**1.04**	15.23
4	Past service cost	**900.32**	–	**–**	–
5	Liability Transferred In/ Acquisitions	**73.24**	–	**–**	–
6	(Liability Transferred Out/ Divestments)	**(22.15)**	–	**–**	–
7	Remeasurements (gains)/ losses	**–**		**–**	–
	(i) Actuarial (gains)/losses arising from changes in demographic assumption	**223.03**	(28.24)	**9.07**	–
	(ii) Actuarial (gains)/losses arising from changes in financial assumption	**(90.44)**	8.76	**(2.06)**	–
	(iii) Actuarial (gains)/losses arising from changes in experience adjustment	**384.20**	5.12	**(1.38)**	–
8	Benefits paid	**(225.20)**	(429.23)	**(0.37)**	–
	Present value of defined benefit obligation at the end of the year	**2,630.77**	1,213.86	**21.69**	15.23
IV	**Change in fair value of plan assets during the year**				
1	Fair value of plan assets at the beginning of the year	**761.95**	953.84	**–**	–
2	Interest income	**47.38**	69.15	**–**	–
3	Contributions by employer	**139.36**	186.47	**–**	–
4	Assets Transferred In/Acquisitions	**73.24**	–	**–**	–
5	(Assets Transferred Out/ Divestments)	**(16.94)**	–	**–**	–
6	Benefits paid	**(225.20)**	(429.23)	**–**	–
7	Return on plan assets excluding interest income	**(35.12)**	(18.27)	**–**	–
8	Adjustment to the change in opening balance of plan assets	**–**	–	**–**	–
	Fair value of plan assets at the end of the year	744.68	761.96	**–**	–
V	**Net Asset/(Liability) recognised in the Balance Sheet as at year end**				
1	Present value of defined benefit obligation	**(2,630.78)**	(1,213.86)	**(21.69)**	(15.23)
2	Fair value of plan assets	**744.68**	761.95	**–**	–
3	Surplus/(Deficit)	**(1,886.10)**	(451.91)	**(21.69)**	(15.23)
4	Current portion of the above	**(1,886.10)**	(451.91)	**(21.69)**	(15.23)
5	Non-current portion of the above	–	–	**–**	
VI	**Actuarial assumptions and Sensitivity**				
1	Discount rate	**6.48%**	6.54%	**7.59%**	6.82%

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

		Funded Plan Gratuity		Unfunded Plan-Post retirement medical benefits	
	Particulars	**31 March 2026**	31 March 2025	**31 March 2026**	31 March 2025
2	Expected rate of return on plan assets				
3	Salary growth rate	**8.00%**	7.00%	**7.00%**	7.00%
4	Attrition rate	**47.82% for age upto 30, 36.58% for age 31-44, 25.83% for above 44**	83.05% for age upto 30, 70.76% for age 31-44, 35.55% for above 44	**47.82% for age upto 30, 36.58% for age 31-44, 25.83% for above 44**	83.05% for age upto 30, 70.76% for age 31-44, 35.55% for above 44
5	In-service mortality	**Indian Assured Lives Mortality (2012-14) Urban**	Indian Assured Lives Mortality (2012-14) Urban	**Indian Assured Lives Mortality (2012-14) Urban**	Indian Assured Lives Mortality (2012-14) Urban

Quantitative sensitivity analysis for impact of significant assumptions on defined benefit obligation are as below:

Assumptions	**31 March 2026**	31 March 2025	**31 March 2026**	31 March 2025
One percentage point increase in discount rate	**(55.51)**	(12.27)	**(2.31)**	(1.25)
One percentage point decrease in discount rate	**58.94**	12.82	**2.73**	1.44
One percentage point increase in salary growth rate	**54.27**	12.64	**2.72**	1.42
One percentage point decrease in salary growth rate	**(52.77)**	(12.33)	**(2.34)**	(1.26)
One percentage point increase in rate of employee turnover	**(12.75)**	(2.10)	**(1.17)**	(0.33)
One percentage point decrease in rate of employee turnover	**13.08**	2.15	**1.32**	0.36

Expected contribution for the next annual reporting year	**31 March 2026**	31 March 2025	**31 March 2026**	31 March 2025
Service Cost	**271.68**	57.14	**0.47**	0.15
Net Interest Cost	**122.22**	29.55	**1.65**	1.04
Expected Expense for the next annual reporting year	**393.89**	86.69	**2.12**	1.19

Maturity profile of defined benefit obligation

	31 March 2026	31 March 2025	**31 March 2026**	31 March 2025
1st Following Year	**771.71**	633.58	**0.54**	0.65
2nd Following Year	**574.72**	287.68	**0.71**	0.85
3rd Following Year	**437.34**	146.66	**0.79**	0.96
4th Following Year	**350.79**	84.21	**0.93**	1.03
5th Following Year	**281.42**	53.38	**1.09**	1.10
Sum of Years 6 To 10	**530.92**	95.86	**8.57**	7.17
Sum of Years 11 and above	**146.99**	8.34	**51.19**	19.84

The estimate of future salary increases, considered in actuarial valuation, considers inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The plan assets have been primarily invested in government securities and corporate bonds.

The cost of the defined benefit plans and other long term benefits are determined using actuarial valuations. Actuarial valuations involve making various assumptions that may differ from actual developments in the future. These includes the determination of the discount rate, future salary increases and mortality rate. Due to these complexity involved in the valuation it is highly sensitive to the changes in these assumptions. All assumptions are reviewed at each reporting date. The present value of the defined benefit obligation and the related current service cost and planned service cost were measured using the projected unit cost method.

Contribution to funds

The Company's contribution to provident fund ,superannuation fund & national pension scheme aggregating ₹ 1390.36 lakhs (31 March 2025: ₹ 1,684.18 lakhs) has been recognised in the statement of profit and loss under the head employee benefits expenses.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Compensated Absences

The principal assumptions used in determining obligations for the Company are shown below:

Particulars	31 March 2026	31 March 2025
Rate of discounting	**6.48%**	6.54%
Expected rate of salary increase	**8.00%**	7.00%
Rate of employee turnover	**47.82% for age upto 30, 36.58% for age 31-44, 25.83% for above 44**	83.05% for age upto 30, 70.76% for age 31-44, 35.55% for above 44
Mortality	**Indian Assured Lives Mortality (2012-14) Urban**	Indian Assured Lives Mortality (2012-14) Ultimate
Expenses recognised in statement of profit and loss	232.36	276.70

The Company has not funded its compensated absences liability and the same continues to remain as unfunded as at March 31, 2026.

The estimate of future salary increase takes into account inflation, seniority, promotion and other relevant factors.

Discount rate is based on the prevailing market yields of Indian Government Bonds as at the balance sheet date for the estimated term of the obligation.

Contribution to funds

Long Term Incentive Scheme

The Long-Term Incentive Plan is annually granted along with the performance cycle at the end of the financial year and determined on the individual performance rating criteria, awarded LTIP will vest equally in 3 years. This incentive scheme is launched in current financial year.

Actuarial assumptions and Sensitivity

Particulars	31 March 2026	31 March 2025
Retirement Age	**60 years**	
Discount Rate	**6.48%**	
Attrition Rate	**6.90%**	
Performance Measurement	**85%**	

Reconciliation of the Liability recognised in the Balance Sheet:

Particulars	31 March 2026	31 March 2025
Opening Net Liability	**–**	–
Expense recognised in the P&L	**11.52**	–
Contribution/Benefit Paid by the Company	**–**	–
Amount recognised in the Balance Sheet under "Provision for Retirement Benefits"	**11.52**	–

The Company has not funded its compensated absences liability and the same continues to remain as unfunded as at 31st March 2026.

Discount rate is based on the prevailing market yields of Indian Government Bonds as at the balance sheet date for the estimated term of the obligation.

36 Operating segments

Primary segment (Business Segment)

The Group's business is organised in to following segments and the management reviews the performance based on the business segments as mentioned below:

Segment	Activities covered
Financing activities	Providing Housing Finance Services
Insurance agency business	Corporate Insurance agency Business.

Income for each segment has been specifically identified. Expenditure, assets and liabilities are either specifically identifiable with individual segments or have been allocated to segments on a systematic basis. Based on such allocation, segment disclosures relating to revenue, results, assets and liabilities have been prepared.

Secondary segment (Geographical Segment)

Since the business operations of the Company are primarily concentrated in India, the Company is considered to operate only in the domestic segment and therefore there is no reportable geographic segment.

The following table gives information as required under the Ind AS -108 on Operating Segments:

Particulars	Year Ended March 31, 2026			Year Ended March 31, 2025		
	Financing Activities	**Corporate Insurance agency**	**Total**	Financing Activities	Corporate Insurance agency	Total
External Revenue	**1,15,039.33**	**2,464.58**	**1,17,503.91**	1,19,670.07	–	1,19,670.07
Inter Segment Revenue	**–**	**–**	**–**	–	–	–
Net Revenue	**1,15,039.33**	**2,464.58**	**1,17,503.91**	1,19,670.07	–	1,19,670.07
Segment Results (Profit/(Loss) before tax):	**6,536.37**	**2,449.09**	**8,985.46**	(30,457.57)	–	(30,457.57)
Add: Other unallocable income net of unallocable expenditure	**–**	**–**	**–**	–	–	–
Net Profit before tax	**6,536.37**	**2,449.09**	**8,985.46**	(30,457.57)	–	(30,457.57)
Segment Assets*	**9,30,486.14**	**773.84***	**9,31,259.98**	7,87,733.80		7,87,733.80
Unallocated corporate assets	**–**	**–**	**–**	–	–	–
Total Assets	**9,30,486.14**	**773.84**	**9,31,259.98**	7,87,733.80	–	7,87,733.80
Segment Liabilities	**9,31,259.98**	**–**	**9,31,259.98**	7,87,733.80		7,87,733.80
Other unallocable liabilities	**–**	**–**	**–**	–	–	–
Total Liabilities	**9,31,259.98**	**–**	**9,31,259.98**	7,87,733.80	–	7,87,733.80

* Receivable of ₹ 773.84 lakhs pertaining to insurance agency business includes both billed and unbilled amounts but not received.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

No revenue from transactions with a single external customer amounted to 10% or more of the Company's total revenue in year ended 31 March 2026 or 31 March 2025.

Corporate Insurance agency Business-Commenced from 03 Oct 2025

37 Leases

In the cases where assets are taken on operating lease (as lessee) -

As a lessee, the Company's lease asset class primarily consist of buildings or part thereof taken on lease for office premises and certain IT equipment and general purpose office equipment used for operating activities.

In accordance with the requirements under Ind AS 116, Leases, the Company has recognized the lease liability at the present value of the future lease payments discounted at the incremental borrowing rate.

Maturity analysis – contractual undiscounted cash flows	**31 March 2026**	31 March 2025
Less than 1 year	**1,827.69**	1,818.85
1-3 years	**3,198.72**	3,284.60
3-5 years	**2,813.36**	2,742.06
More than 5 years	**1,374.95**	2,015.63
Total undiscounted lease liabilities	**9,214.72**	9,861.14

Other disclosures:

Following table summarizes other disclosures including the note references for the expense, asset and liability heads under which certain expenses, assets and liability items are grouped in the financial statements.

Particulars		**31 March 2026**	31 March 2025
i)	Depreciation charge for Right-Of-Use assets for Leasehold premises (presented under note - 31 "Depreciation, amortization and impairment")	**1,460.68**	1,480.14
ii)	Interest expense on lease liabilities (presented under note - 27 "Finance costs")	**596.60**	512.77
iii)	Expense relating to short-term leases		–
iv)	Expense relating to leases of low-value assets	**202.03**	272.67
v)	Payments for lease liability	**1,755.76**	1,896.49
vi)	Additions to right-of-use assets during the year	**2,376.55**	804.57
vii)	Carrying amount of right-of-use assets at the end of the reporting year by class of underlying asset -	**–**	–
	– Property taken on lease for office premises (presented under note - 10 "Property, plant and equipment")	**6,311.59**	6,669.97
viii)	Lease liabilities (presented under note - 18 "Other financial liabilities")	**7,464.76**	7,938.56

38 Frauds reported during the year

There were 15 cases (31 March 2025: 50 cases) of frauds amounting to ₹ 17.07 Lakhs (31 March 2025: ₹ 82.68 Lakhs) reported during the year. The Company has recovered an amount of ₹ 19.83 Lakhs (31 March 2025: ₹ 18.28 Lakhs) and wherever required has initiated appropriate legal actions against the individuals involved. The claims for the un-recovered losses are lodged with the insurance companies on a merit basis.

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

		31 March 2026	31 March 2025
i)	**Claims against the Company not acknowledged as debt**		
	Legal suits filed by customers	**133.26**	170.78
	Income Tax matters where Company has gone in Appeal	**144.52**	144.35
	GST matters where Company has gone in Appeal	**128.67**	
ii)	**Commitments**		
	Estimated amount of contracts remaining to be executed on capital account and not provided for	**598.69**	340.51
Other commitments:			
Amount on account of loan sanctioned but not disbursed		**81,717.18**	53,169.04
Total		**82,722.32**	53,824.68

The Company's pending litigations comprise of claims against the Company primarily by the customers and proceedings pending with Income Tax authorities. The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed the contingent liabilities where applicable, in its financial statements. The amount of provisions/contingent liabilities is based on management's estimate, and no significant liability is expected to arise out of the same.

The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial performance and financial position regarding the amounts disclosed above, it is not practicable to disclose information on the possibility of any reimbursements as it is determinable only on the occurrence of uncertain future events.

40 The Company has a process whereby periodically all long term contracts (including derivative contracts) are assessed for material foreseeable losses. At the year end, the Company has reviewed and ensured that adequate provision as required under any law/accounting standards for material foreseeable losses on such long term contracts has been made in the books of accounts.

41 Capital Management

The Reserve Bank of India Master Direction RBI/DOR/2025-26/359 DOR. ACC.REC.No.278/21.04.018/2025-26 and Master Direction RBI/DoR/2025-26/365 DoR.FIN.REC.284/03-10-119/2025-26 dated November 28, 2025 (as amended), outlines the regulatory guidance in relation to Ind AS financial statements. This includes the guidance for computation of 'owned funds', 'net owned funds' and 'regulatory capital'. Accordingly, the 'regulatory capital' has been computed in accordance with these requirements.

The Company's capital management strategy is to effectively determine, raise and deploy capital so as to create value for its shareholders The same is done through a mix of either equity and/or convertible and/or combination of short term /long term debt as may be appropriate.

The Company determines the amount of capital required on the basis of its operations, capital expenditure and strategic investment plans. The capital structure is monitored on the basis of net debt to equity and maturity profile of overall debt portfolio.

The Company is subject to the capital adequacy requirements as per Chapter-III – Prudential Regulation – Capital; of Master Directions. As per Capital requirement guidelines, the Company is required to maintain a capital adequacy ratio on an going basis consisting of Tier I and Tier II Capital which shall not be less than 15% of its aggregate risk weighted assets on-balance sheet and of risk adjusted value of off-balance sheet. The Tier I capital at any point of time shall not be less than 10 percent. The total of Tier II Capital at any point of time, shall not exceed 100 percent of Tier I Capital.

Company has complied with all regulatory requirements related to regulatory capital and capital adequacy ratios as prescribed by RBI.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Regulatory capital

	31 March 2026	31 March 2025
Tier 1 capital	**1,14,352.04**	1,06,953.75
Tier 2 capital	**25,535.12**	32,020.98
Total capital	**1,39,887.16**	1,38,974.73
Risk weighted assets	**5,34,231.12**	4,07,832.23
Tier 1 capital ratio	**21.40%**	26.23%
Tier 2 capital ratio	**4.78%**	7.85%
Total capital ratio	**26.18%**	34.08%

"Tier I Capital" means owned fund as reduced by investment in shares of other non-banking financial companies including housing finance companies and in shares, debentures, bonds, outstanding loans and advances including hire purchase and lease finance made to and deposits with subsidiaries and companies in the same group exceeding, in aggregate, ten per cent of the owned fund.

"Owned Fund" means paid up equity capital, preference shares which are compulsorily convertible into equity, free reserves including balance in share premium account and capital reserves representing surplus arising out of sale proceeds of asset, excluding reserves created by revaluation of asset, as reduced by accumulated loss balance, book value of intangible assets and deferred revenue expenditure, if any.

"Tier II capital" includes the following -

a. Preference shares other than those which are compulsorily convertible into equity;

b. Revaluation reserves at discounted rate of fifty-five per cent.

c. General provisions and loss reserves to the extent these are not attributable to actual diminution in value or identifiable potential loss in any specific asset and are available to meet unexpected losses, to the extent of one and one fourth per cent of risk weighted assets;

d. Hybrid debt capital instruments and

e. Subordinated debt;

to the extent the aggregate does not exceed Tier I capital.

42 Change in liabilities arising from financing activities

Particulars	**31 March 2025**	**Cash flows**	**Others**	**31 March 2026**
Debt securities	**3,65,707.51**	**55,000.00**	**(1,824.46)**	**4,18,883.05**
Borrowings other than debt securities	**2,13,273.53**	**80,423.23**	**(1,099.57)**	**2,92,597.19**
Subordinated liabilities	**57,425.96**	**(6,000.00)**	**(337.10)**	**51,088.86**
Lease liability	**7,938.56**	**(1,828.60)**	**1,354.80**	**7,464.76**
Total liabilities from financing activities	**6,44,345.56**	**1,27,594.63**	**(1,906.33)**	**7,70,033.86**

Particulars	31 March 2024	Cash flows	Others	31 March 2025
Debt securities	3,28,786.28	37,462.50	(541.27)	3,65,707.51
Borrowings other than debt securities	2,74,065.21	(60,660.31)	(131.37)	2,13,273.53
Subordinated liabilities	48,330.47	9,000.00	95.49	57,425.96
Lease liability	9,172.70	(1,383.73)	149.59	7,938.56
Total liabilities from financing activities	6,60,354.66	(15,581.54)	(427.56)	6,44,345.56

43 Maturity analysis of assets and liabilities

The table below shows an analysis of assets and liabilities according to when they are expected to be recovered or settled.

	31 March 2026			31 March 2025		
	Within 12 months	**After 12 months**	**Total**	Within 12 months	After 12 months	Total
Assets						
Financial Assets						
Cash and cash equivalents	**4,635.90**	**–**	**4,635.90**	13,599.02	–	13,599.02
Bank balance other than above	**10,208.98**	**–**	**10,208.98**	9,760.39	–	9,760.39
i) Trade Receivables	**773.84**	**–**	**773.84**	–	–	–
Loans	**78,969.95**	**7,52,993.46**	**8,31,963.41**	96,060.68	5,93,312.39	6,89,373.07
Investments	**51,202.21**	**–**	**51,202.21**	40,200.08	–	40,200.08
Other financial assets	**462.90**	**791.97**	**1,254.88**	381.26	763.35	1,144.61

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

	31 March 2026			31 March 2025		
	Within 12 months	**After 12 months**	**Total**	Within 12 months	After 12 months	Total
Non-financial Assets						
Current tax assets (Net)	**–**	**2,128.47**	**2,128.47**	–	1,790.67	1,790.67
Deferred tax assets (Net)	**–**	**16,734.33**	**16,734.33**	–	18,542.23	18,542.23
Property, plant and equipment	**–**	**8,906.83**	**8,906.83**	–	9,696.16	9,696.16
Other intangible assets	**–**	**76.32**	**76.32**	–	301.54	301.54
Other non-financial assets	**3,299.78**	**75.03**	**3,374.81**	3,062.86	263.17	3,326.03
Total	**1,49,553.56**	**7,81,706.42**	**9,31,259.98**	1,63,064.29	6,24,669.51	7,87,733.80
Liabilities						
Financial Liabilities						
Payables						
Derivative financial instruments	**–**	**62.81**	**62.81**	–	156.25	156.25
I) Trade Payables						
i) total outstanding dues of micro enterprises and small enterprises	**12.80**	**–**	**12.80**	6.60	–	6.60
ii) total outstanding dues of creditors other than micro enterprises and small enterprises	**2,142.71**	**–**	**2,142.71**	2,927.66	–	2,927.66
II) Other Payables						
i) total outstanding dues of micro enterprises and small enterprises	**–**	**–**	**–**	–	–	–
ii) total outstanding dues of creditors other than micro enterprises and small enterprises	**20.30**	**–**	**20.30**	24.50	–	24.50
Debt securities	**1,29,773.93**	**2,89,109.12**	**4,18,883.05**	1,68,141.79	1,97,565.72	3,65,707.51
Borrowings (other than debt securities)	**99,980.12**	**1,92,617.07**	**2,92,597.19**	1,03,146.45	1,10,127.08	2,13,273.53
Subordinated liabilities	**14,205.03**	**36,883.83**	**51,088.86**	8,368.85	49,057.11	57,425.96
Other financial liabilities	**25,197.31**	**6,355.20**	**31,552.51**	13,610.99	6,836.47	20,447.46
Non-Financial Liabilities						
Current tax liabilities (Net)	**–**	**–**	**–**	–	–	–
Provisions	**551.83**	**2,576.70**	**3,128.52**	986.29	295.55	1,281.84
Other non-financial liabilities	**450.05**	**–**	**450.05**	452.48	–	452.48
Total	**2,72,334.09**	**5,27,604.73**	**7,99,938.80**	2,97,665.61	3,64,038.18	6,61,703.79
Net Total	**(1,22,780.53)**	**2,54,101.69**	**1,31,321.18**	(1,34,601.32)	2,60,631.33	1,26,030.01

44 Analysis of financial assets and liabilities and loan commitments

a The table below summarises the maturity pattern of certain items of assets and liabilities:

31 March 2026	**Upto 1 month**	**Over 1 month & up to 2 months**	**Over 2 months & up to 3 months**	**Over 3 months & up to 6 months**	**Over 6 months & up to 1 year**	**Over 1 year & up to 3 years**	**Over 3 years & up to 5 years**	**Over 5 years & up to 7 years**	**Over 7 years & up to 10 years**	**Over 10 years**	**Total**
Financial Assets											
Cash and cash equivalents	**3,632.27**	**1,003.63**	**–**	–	–	–	–	–	–	–	**4,635.90**
Bank balance other than above	**–**	**1,625.48**	**225.64**	**1,303.47**	**7,054.39**	–	–	–	–	–	**10,208.98**
Trade Receivables	**773.84**	**–**	**–**	**–**	**–**	–	–	–	–	–	**773.84**

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

31 March 2026	Upto 1 month	Over 1 month & up to 2 months	Over 2 months & up to 3 months	Over 3 months & up to 6 months	Over 6 months & up to 1 year	Over 1 year & up to 3 years	Over 3 years & up to 5 years	Over 5 years & up to 7 years	Over 7 years & up to 10 years	Over 10 years	Total
Financial investments	**43,046.33**	**–**	**74.12**	**12.33**	**8,069.44**	–	–	–	–	–	**51,202.21**
Loans	**12,827.20**	**6,294.61**	**7,042.21**	**16,312.21**	**36,493.72**	**97,109.09**	**75,608.50**	**71,271.39**	**1,21,785.19**	**3,87,219.30**	**8,31,963.41**
Other financial assets	**151.40**	**26.22**	**16.06**	**22.02**	**247.21**	**234.98**	**98.13**	**367.94**	**90.93**	**–**	**1,254.88**
Total Financial Assets	**60,431.04**	**8,949.94**	**7,358.02**	**17,650.02**	**51,864.75**	**97,344.07**	**75,706.62**	**71,639.33**	**1,21,876.12**	**3,87,219.30**	**9,00,039.22**
Financial Liabilities											
Debt securities	–	**17,084.77**	**11,554.04**	**3,939.99**	**97,195.13**	**2,00,679.01**	**67,430.11**	**21,000.00**	**–**	–	**4,18,883.05**
Borrowings (other than debt securities)	**14,373.15**	**1,592.11**	**13,428.06**	**17,484.05**	**53,102.76**	**1,28,598.21**	**64,018.86**	**–**	–	–	**2,92,597.19**
Subordinated liabilities	1,626.03	**7,138.55**	337.67	2,867.56	2,235.21	**11,883.83**	**15,000.00**	**–**	**10,000.00**	–	**51,088.86**
Other financial liabilities	**20,786.12**	**1,141.42**	**136.50**	**757.80**	**2,372.54**	**2,487.75**	**2,530.60**	**994.61**	**322.47**	**22.71**	**31,552.51**
Total Financial Liabilities	**36,785.30**	**26,956.84**	**25,456.27**	**25,049.40**	**1,54,905.64**	**3,43,648.81**	**1,48,979.56**	**21,994.61**	**10,322.47**	**22.71**	**7,94,121.61**
Total Financial Assets/ (Liabilities) - Net	**23,645.74**	**(18,006.90)**	**(18,098.24)**	**(7,399.38)**	**(1,03,040.89)**	**(2,46,304.74)**	**(73,272.94)**	**49,644.72**	**1,11,553.65**	**3,87,196.59**	**1,05,917.61**

b The table below summarises the contractual expiry by maturity of the undiscounted cash flows of the Company's loan commitments

31 March 2026	Up to 3 months	Over 3 months & upto 12 months	Above 12 Months	Total
Loan commitments	**57,256.77**	**10,938.46**	**13,521.95**	**81,717.18**

a The table below summarises the maturity pattern of certain items of assets and liabilities:

31 March 2025	Upto 1 month	Over 1 month & up to 2 months	Over 2 months & up to 3 months	Over 3 months & up to 6 months	Over 6 months & up to 1 year	Over 1 year & up to 3 years	Over 3 years & up to 5 years	Over 5 years & up to 7 years	Over 7 years & up to 10 years	Over 10 years	Total
Financial Assets											
Cash and cash equivalents	13,599.02	–	–	–	–	–	–	–	–	–	13,599.02
Bank balance other than above	–	1,033.84	12.25	2,778.84	5,935.46	–	–	–	–	–	9,760.39
Financial investments	21,943.56	68.58	11.99	50.42	18,125.53	–	–	–	–	–	40,200.08
Loans	10,715.77	5,462.06	7,165.11	12,220.77	60,496.97	1,19,732.21	74,873.93	61,075.09	85,165.04	2,52,466.12	6,89,373.07
Other financial assets	124.09	18.79	8.47	22.98	206.93	211.33	77.39	405.87	68.76	–	1,144.61
Total Financial Assets	46,382.43	6,583.27	7,197.82	15,073.01	84,764.89	1,19,943.54	74,951.32	61,480.96	85,233.80	2,52,466.12	7,54,077.17
Financial Liabilities											
Debt securities	2,445.53	12,187.28	31,514.96	12,184.51	1,09,809.51	80,868.77	95,735.33	11,000.00	9,961.62	–	3,65,707.51
Borrowings (other than debt securities)	20,593.58	3,077.56	11,557.08	21,314.53	46,603.70	91,938.76	18,188.32	–	–	–	2,13,273.53
Subordinated liabilities	2,845.31	639.48	337.67	367.56	4,178.82	20,648.65	13,463.10	4,979.55	9,965.82	–	57,425.96
Other financial liabilities	7,635.54	2,875.12	306.97	1,678.43	1,114.94	2,494.21	2,374.27	1,783.54	161.74	22.70	20,447.46
Total Financial Liabilities	33,519.96	18,779.44	43,716.68	35,545.03	1,61,706.97	1,95,950.39	1,29,761.02	17,763.09	20,089.18	22.70	6,56,854.46
Total Financial Assets/ (Liabilities) - Net	12,862.48	(12,196.17)	(36,518.86)	(20,472.02)	(76,942.08)	(76,006.85)	(54,809.70)	43,717.87	65,144.62	2,52,443.42	97,222.71

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Notes to the Financial Statements for the year ended 31 March 2026

b The table below summarises the contractual expiry by maturity of the undiscounted cash flows of the Company's loan commitments

31 March 2025	Up to 3 months	Over 3 months & upto 12 months	Total
Loan commitments	41,454.77	11,714.27	53,169.04

45 Financial Risk Management Framework

In the course of its business, the Company is exposed to certain financial risks namely credit risk, interest risk, currency risk & liquidity risk. The Company's primary focus is to achieve better predictability of financial markets and seek to minimize potential adverse effects on its financial performance.

The financial risks are managed in accordance with the Company's risk management policy which has been approved by its Board of Directors.

Board of Directors of the Company have established Asset and Liability Committee (ALCO), which is responsible for developing and monitoring risk management policies for its business. The Company's businesses are exposed to high credit risk given the unbanked rural customer base. The credit risk is managed through credit norms established based on historical experience and regulatory requirements.

i) Market Risk

Market the risk that the fair value or future cash flows of financial instruments will fluctuate due to changes in market variables such as interest rates, etc. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while maximizing the return.

a) Pricing Risk

The Company's Investments in Commercial Papers and Mutual Funds are exposed to pricing risk. Other financial instruments held by the company does not possess any risk associated with trading. A 5 percent increase in Net Assets Value (NAV) would increase profit before tax by approximately ₹ 1761.32 lakhs (31st March 2025: ₹ 1,091.87 lakhs). A similar percentage decrease would have resulted equivalent opposite impact.

b) Currency Risk

The Company does not have significant foreign currency exposure. As a result, the Company is not exposed to currency risk.

c) Interest Rate Risk

The Company uses a mix of cash and borrowings to manage the liquidity & fund requirements of its day-to-day operations. Further, certain interest bearing liabilities carry variable interest rates.

Interest Rate risk on fixed rate borrowings is managed by way of interest rate swaps, wherever necessary.

Interest Rate sensitivity

The sensitivity analyses below have been determined based on exposure to financial instruments at the end of the reporting year. For floating rate liabilities, analysis is prepared assuming the amount of liability outstanding at the end of the reporting year was outstanding for the whole year. The following table demonstrates the sensitivity to a reasonably possible change in interest rates on the financial assets & liabilities.

With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings and floating rate advances given, as follows:

	Currency	Increase/ decrease in basis points	Effect on profit before tax	Effect on pre-tax equity
Year ended 31 March 2026	**INR**	**100**	**4,680.58**	**–**
Year ended 31 March 2025	INR	100	3,256.69	–

Offsetting of balances: The Company has not offset financial assets and financial liabilities.

ii) Credit Risk Management

Credit risk is the risk that the Company will incur a loss because its customers fail to discharge their contractual obligations. The Company has a comprehensive framework for monitoring credit quality of its loans primarily based on days past due monitoring as at a year end. Repayment by individual customers and portfolio is tracked regularly and required steps for recovery are taken through follow ups and legal recourse.

Credit quality of financial assets

The following table sets out information about credit quality of loan assets measured at amortised cost primarily based on days past due information. The amount represents gross carrying amount.

Particulars	31 March 2026	31 March 2025
Gross carrying value of loan assets		
Neither Past due nor impaired	**7,78,314.68**	6,12,727.71
Past Due but not impaired		
30 days past due	**23,962.27**	24,634.89
31 - 90 days past due	**28,602.59**	48,051.54
Impaired (more than 90 days past due)	**20,335.15**	64,894.81
Total Gross carrying value as at reporting date	**8,51,214.69**	7,50,308.95

The Credit quality of the loan is monitored concurrently. Since the company is into retail home loan lending business, there is no significant credit risk of any individual customer that may impact company adversely, and hence, the Company has calculated its ECL allowances on a collective basis.

Inputs considered in the ECL model

In assessing the impairment of loan assets under Expected Credit Loss (ECL) Model, the assets have been classified into three stages. The three stages reflect the general pattern of credit deterioration of a financial instrument. The differences in accounting between stages, relate to the recognition of expected credit losses and the measurement of interest income.

The Company categorises loan assets into stages primarily based on the Days Past Due status at end of day (EOD) at borrower level.

Stage 1: 0-30 days past due

Stage 2: 31-90 days past due

Stage 3: More than 90 days past due

(a) Definition of default

The Company considers a financial asset to be in "default" and therefore Stage 3 (credit impaired) for ECL calculations when the borrower exceeds 90 days past due on its contractual payments.

(b) Exposure at default

"Exposure at Default" (EAD) represents the gross carrying amount of the assets subject to impairment calculation. Future Expected Cash flows (Principal and adjusted EIR) for future years has been used as exposure for Stage 2.

(c) Estimations and assumptions considered in the ECL model

The Company has made the following assumptions in the ECL Model:

a. "Loss given default" (LGD) is common for all three Stages and is based on loss in past portfolio. LGD methodology uses workout approach to include active accounts completed recovery period along with closed accounts. Loss rates are arrived at after adjusting for recovery costs.

b. "Probability of Default" (PD) is applied on Stage 1 and Stage 2 on portfolio basis and for Stage 3 PD at 100%. Through the

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Notes to the Financial Statements for the year ended 31 March 2026

cycle- TTC PD methodology all active accounts are grouped into monthly cohorts of performing customers, ensuring only non-defaulted accounts at the start of each period are considered. The performance of these active accounts is evaluated at the end of the 12th month, and the Observed Default Rate is calculated as the proportion of customers who default within each monthly cohort during the defined observation period.

c. Coverages for new business: Industry bench mark coverage will be used for new business not having company history.

(d) Measurement of ECL

The assessment of credit risk and estimation of ECL are unbiased and probability weighted.

It incorporates all information that is relevant including information about past events, current conditions and reasonable forecasts of future events and economic conditions at the reporting date. In addition, the estimation of ECL takes into account the time value of money. Forward looking economic scenarios determined with reference to external forecasts of economic parameters that have demonstrated a linkage to the performance of respective portfolios over a period of time have been applied to determine impact of macroeconomic factors.

ECL allowance (or provision) on Stage 1 and Stage 2 assets is measured using portfolio approach, whereas impairment provisions on Stage 3 assets is measured at each individual asset/instrument level.

- Financial assets that are not credit impaired at the reporting date:

  ECL for Stage 1: Gross exposure is multiplied by PD and LGD percentage to arrive at the ECL allowance;

- Financial assets that have had a significant increase in credit risk (SICR) since initial recognition (unless they have low credit risk at the reporting date) but that do not have objective evidence of impairment:

  ECL for Stage 2: Future Expected Cash flows (Principal and Adjusted EIR) for respective future years is multiplied by respective years Marginal PDs and LGD percentage and thus arrived ECL allowance to calculate the present value of ECL allowance.

- Financial assets that are credit impaired at the reporting date:

  ECL for Stage 3: (Future principal + Overdue EMI (Principal + interest) – Unamortised EIR adjusted) X LGD%

  Stage 3 Interest: Overdue EMI Interest * (1- LGD%)

Undrawn loan commitments:

ECL on undrawn loan commitments is calculated basis the Stage in which that particular customer already exists.

(e) Forward Looking Adjustments

The Historical PDs are converted into forward looking Point-in-Time PDs using statistical model incorporating the forward looking economic outlook, as required by Ind AS 109.

PiT PD methodology considers development of an initial macroeconomic variable (MEV) framework, where lagged variables and appropriate transformations are applied to capture delayed and non-linear relationships. Standard regression assumptions are then tested to ensure model validity and statistical robustness. Final models are shortlisted based on explanatory power (R^2 greater than 60%) and consistency with recent index trends, ensuring both statistical strength and economic interpretability.

(f) Assessment of significant increase in credit risk

When determining whether the credit risk has increased significantly since initial recognition, the Company considers both quantitative and qualitative information and analysis based on the Company's historical experience, including forward-looking information. The Company considers reasonable and supportable information that is relevant and available without undue cost and effort. The Company's accounting policy is not to use the practical expedient that the financial assets with 'low' credit risk at the reporting date are deemed not to have had a significant increase in credit risk. As a result, the Company monitors all financial assets and loan commitments that are subject to impairment for significant increase in credit risk (SICR).

As per Ind AS 109, loans are required to be moved from Stage 1 to Stage 2 if and only if they have been the subject of a SICR. A SICR occurs when there has been a significant increase in the risk of a default occurring over the expected life of a financial instrument. In case of government endorsed instalment moratoriums, it cannot be assumed that those borrowers that are granted moratoriums have suffered a SICR. In line with Basel guidance on ECL, the definition of default and the convention for counting days past due adopted for accounting purposes will be guided by the definition used for regulatory purposes. Therefore, we consider that use of government-endorsed instalment moratoriums by a borrower would not on its own trigger the counting of days past due for the 30 days past due backstop used to determine SICR or the 90 days past due backstop used to determine default.

Moreover, the acceptance of such moratorium may indicate short-term liquidity or cash flow problems but is likely to provide little information to differentiate borrower's lifetime credit risk. Thus, the grant of such moratorium cannot be considered as the sole indicator that SICR has occurred or even as the basis to adjust the borrower's probability of default.

(g) Policy for write off of Loan Assets

The gross carrying amount of a financial asset is written off to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the customer does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the loan outstanding dues. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made from written off assets are netted off against the amount of financial assets written off during the year under "bad debts/loss on termination" forming part of "impairment on financial instruments" in statement of profit and loss.

(h) **Inputs to the Model**

Macro-Economic Modelling:

a. Observed Default Rates (ODRs) over past 5 years for each product category

b. Macro-economic variables provided by Economist Intelligence Unit (EIU)# for the past 5 years

c. Macro-economic variables projected by EIU for the next 4 years

d. 61 factors are considered as the key indicators that have been shortlisted by the management. These are selected based on suitability to the business type.

The Economist Intelligence Unit (EIU) is the research and analysis division of the Economist Group, providing forecasting, macro-economic analysis and advisory services through research and analysis, such as monthly country reports, five-year country economic forecasts, country risk service reports, and industry reports.

Model Process

A. Process

a. Macro-economic historical yearly numbers are converted into monthly figures using the cubic spline technique.

b. In addition to the original raw variables, transformations and lag indicators are applied to evaluate plausible associations with the dependent variable.

c. All variables, along with their transformations, are tested for statistical robustness and filtered based on correlation, stationarity, and directionality.

d. Acceptable variables are regressed against historical Observed Default Rates (ODRs), considering two or three variables at a time.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

e. Following regression, assumption testing of Ordinary Least Squares (OLS) regression is conducted, and all models that pass the tests are selected.

f. This combination is processed through the regression equation, and the derived scalars from TTC PDs are used to project PDs.

B. In the selection of macro-economic variables out of the list of 61 shortlisted variables, the management considers best combination of variables for its respective product categories based on statistically tested models as well as those which have business relevance as per management assessment.

C. In the selection of macro-economic variables for the best combination, the following parameters are considered:

a. Assumption Testing

b. Trend Analysis

c. Adjusted R Square (Minimum 60%)

Impairment loss

The expected credit loss allowance provision for loans is determined as follows:

Particulars	Performing Loans - 12 month ECL	Under performing loans - lifetime ECL not credit impaired	Impaired loans - lifetime ECL credit impaired	Total
Gross Balance as at 31 March 2026	**8,02,276.93**	**28,602.62**	**20,335.15**	**8,51,214.69**
Expected credit loss rate	**0.30%**	**9.67%**	**69.09%**	
Carrying amount as at 31 March 2026 (net of impairment provision)	**7,99,841.62**	**25,835.79**	**6,286.00**	**8,31,963.41**
Gross Balance as at 31 March 2025	6,37,362.60	48,051.54	64,894.81	7,50,308.95
Expected credit loss rate	0.17%	9.90%	84.90%	
Carrying amount as at 31 March 2025 (net of impairment provision)	6,36,281.62	43,292.67	9,798.78	6,89,373.07

Level of Assessment - Aggregation Criteria

The Company recognises the expected credit losses (ECL) on a collective basis that takes into account comprehensive credit risk information.

Considering the economic and risk characteristics, pricing range, sector concentration, the Company calculates ECL on a collective basis for all stages - Stage 1, Stage 2 and Stage 3 assets.

(i) An analysis of changes in the gross carrying amount and the corresponding ECLs in relation to loans

Gross exposure reconciliation - Loans

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount balance as at 1 April 2024	5,95,981.33	59,835.58	65,091.29	7,20,908.20
– Transfers to Stage 1	(32,508.98)	25,797.30	6,711.68	–
– Transfers to Stage 2	6,916.75	(13,839.90)	6,923.15	–
– Transfers to Stage 3	775.87	616.70	(1,392.57)	–
– Loans that have been derecognised during the year	(65,328.64)	(12,043.71)	(11,785.98)	(89,158.33)
New loans originated during the year	1,81,907.66	413.51	197.00	1,82,518.17
Write-offs	–	–	(6,715.14)	(6,715.14)
Remeasurement of net exposure	(50,381.41)	(12,727.92)	5,865.38	(57,243.95)
Gross carrying amount balance as at 31 March 2025	**6,37,362.58**	**48,051.56**	**64,894.81**	**7,50,308.95**
– Transfers to Stage 1	(17,608.14)	12,785.04	4,823.10	–
– Transfers to Stage 2	8,291.38	(14,338.37)	6,046.99	–
– Transfers to Stage 3	471.57	322.70	(794.27)	–
– Loans that have been derecognised during the year	(84,993.60)	(10,248.88)	(47,846.24)	(1,43,088.72)
New loans originated during the year	3,03,476.44	177.75	180.47	3,03,834.66
Write-offs	–	–	(6,738.57)	(6,738.57)
Remeasurement of net exposure	(44,723.28)	(8,147.19)	(231.15)	(53,101.63)
Gross carrying amount balance as at 31 March 2026	**8,02,276.93**	**28,602.62**	**20,335.15**	**8,51,214.69**

* The contractual amount outstanding on financial assets that have been written off during the year ended 31 March 2026 and are under enforcement activity was ₹ 2503.74 Lakhs (31 March 2025: ₹ 3743.85 Lakhs)

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Gross exposure reconciliation - Loan commitments

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount balance as at 1 April 2024	56,837.99	62.90	9.63	56,910.52
Changes due to loans recognised in the opening balance that have:				
– Transfers to Stage 1	(40.97)	35.83	5.14	–
– Transfers to Stage 2	–	–	–	–
– Transfers to Stage 3	–	–	–	–
– Loans that have been derecognised during the year	(50,921.22)	(62.90)	(9.63)	(50,993.75)
New loans originated during the year	49,705.92	15.50	–	49,721.42
Write-offs	–	–	–	–
Remeasurement of net exposure	(2,459.04)	(9.81)	(0.29)	(2,469.14)
Gross carrying amount balance as at 31 March 2025	**53,122.68**	**41.52**	**4.85**	**53,169.06**
Changes due to loans recognised in the opening balance that have:				
– Transfers to Stage 1	**(59.00)**	**59.00**	**–**	**–**
– Transfers to Stage 2	**–**	**–**	**–**	**–**
– Transfers to Stage 3	**–**	**–**	**–**	**–**
– Loans that have been derecognised during the year	**(44,264.42)**	**(39.71)**	**(4.85)**	**(44,308.97)**
New loans originated during the year	**75,832.91**	**–**	**–**	**75,832.91**
Write-offs	**–**	**–**		**–**
Remeasurement of net exposure	**(2,967.16)**	**(8.63)**	**–**	**(2,975.80)**
Gross carrying amount balance as at 31 March 2026	**81,665.01**	**52.18**	**0.00**	**81,717.19**

Reconciliation of ECL balance on loans

Particulars	Stage 1	Stage 2	Stage 3	Total
ECL allowance balance as at 1 April 2024	1,592.76	4,924.68	21,060.94	27,578.38
– Transfers to Stage 1	(163.68)	126.70	36.98	–
– Transfers to Stage 2	662.53	(1,162.53)	500.00	–
– Transfers to Stage 3	269.49	217.74	(487.23)	–
– Loans that have been derecognised during the year	(200.11)	(776.43)	(4,037.30)	(5,013.84)
New loans originated during the year	148.93	82.88	56.85	288.66
Write-offs			(3,065.56)	(3,065.56)
Net remeasurement of loss allowance	(1,228.94)	1,345.83	41,031.35	41,148.24
ECL allowance balance as at 31 March 2025	**1,080.98**	**4,758.87**	**55,096.03**	**60,935.88**
– Transfers to Stage 1	**(88.28)**	**58.29**	**29.99**	**–**
– Transfers to Stage 2	**1,008.32**	**(1,506.74)**	**498.42**	**–**
– Transfers to Stage 3	**190.89**	**139.11**	**(330.00)**	**–**
– Loans that have been derecognised during the year	**(144.42)**	**(950.76)**	**(42,667.19)**	**(43,762.36)**
New loans originated during the year	**697.17**	**19.34**	**59.00**	**775.51**
Write-offs			**(6,107.71)**	**(6,107.71)**
Net remeasurement of loss allowance	**(309.54)**	**248.70**	**7,470.79**	**7,409.95**
ECL allowance balance as at 31 March 2026	**2,435.11**	**2,766.81**	**14,049.34**	**19,251.28**

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Reconciliation of ECL balance on loan commitments

Particulars	Stage 1	Stage 2	Stage 3	Total
ECL allowance balance as at 1 April 2024	98.13	3.83	2.49	104.45
Changes due to loans recognised in the opening balance that have:				
– Transfers to Stage 1	(0.15)	0.12	0.03	–
– Transfers to Stage 2	–	–	–	–
– Transfers to Stage 3	–	–	–	–
– Loans that have been derecognised during the year	(84.59)	(3.83)	(2.49)	(90.91)
New loans originated during the year	33.27	2.11	–	35.38
Write-offs	–	–	–	–
Net remeasurement of loss allowance	(9.77)	2.16	1.19	(6.42)
ECL allowance balance as at 31 March 2025	**36.89**	**4.39**	**1.22**	**42.50**
Changes due to loans recognised in the opening balance that have:				
– Transfers to Stage 1	**(0.08)**	**0.08**	**–**	**–**
– Transfers to Stage 2	**–**	**–**	**–**	**–**
– Transfers to Stage 3	**–**	**–**	**–**	**–**
– Loans that have been derecognised during the year	**(26.70)**	**(4.14)**	**(1.22)**	**(32.05)**
New loans originated during the year	**162.03**	**–**	**–**	**162.03**
Write-offs	**–**	**–**	**–**	**–**
Net remeasurement of loss allowance	**13.19**	**4.70**	**0.01**	**17.89**
ECL allowance balance as at 31 March 2026	**185.34**	**5.02**	**0.01**	**190.38**

The increase in ECL of the portfolio was driven by an increase in the size of the portfolio, movements between stages as a result of increases in credit risk and due to deterioration in economic conditions.

Significant changes in the gross carrying value that contributed to change in loss allowance

The Company provides loans to retail individual customers in rural, semi urban and urban areas. Change in any single customer repayment will not impact significantly to Company's provisioning. All customers are being monitored based on past due and corrective actions are taken accordingly to limit the Company's risk.

Concentration of Credit Risk

Company's loan portfolio is predominantly to finance retail home loans. The Company manages concentration of risk primarily by geographical region in India. The following tables show the geographical concentrations of loans:

Particulars	As at 31 March 2026	As at 31 March 2025
Concentration by geographical region in India:		
North	**1,31,321.99**	1,06,811.86
East	**23,493.38**	20,717.27
West	**3,99,474.48**	3,21,102.77
South	**2,96,924.84**	3,01,677.05
Total	**8,51,214.69**	7,50,308.95

Maximum exposure to credit risk

The maximum exposure to credit risk of loans is their carrying amount. The maximum exposure is before considering the effect of mitigation through collateral.

(j) Collaterals

Narrative description of collateral

Collateral primarily include land and constructed/purchased house property by retail loan customers Company generally does not obtain additional collateral during the term of the loan.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

The below tables provide an analysis of the fair values of collateral held for credit impaired assets:

31 March 2026	Maximum exposure to Credit Risk	Land and Building	Surplus Collateral	Total Collateral	Net Exposure	Associated ECL
Loans:						
a) Loans against assets	**20,335.15**	**98,390.48**	**78,230.78**	**20,159.70**	**175.45**	**14,049.34**
b) Others	**–**	**–**	**–**	**–**	**–**	**–**
Total	**20,335.15**	**98,390.48**	**78,230.78**	**20,159.70**	**175.45**	**14,049.34**

31 March 2025	Maximum exposure to Credit Risk	Land and Building	Surplus Collateral	Total Collateral	Net Exposure	Associated ECL
Loans:						
a) Loans against assets	64,894.81	1,39,531.65	76,484.09	63,047.56	1,847.25	55,096.03
b) Others	–	–	–	–	–	–
Total	64,894.81	1,39,531.65	76,484.09	63,047.56	1,847.25	55,096.03

The Company has provided for additional impairment for the shortfall in collateral value on its credit impaired assets.

Collaterals repossessed

Company did not obtain non financial assets during the year by taking possession of collateral it held as security.

Quantitative information of collateral - credit impaired assets

The company's concentrations of risk are managed based on Loan to value (LTV) segregation. The following tables stratify credit exposures from housing and other loans to customers by range of Loan to value (LTV) ratio. LTV is calculated as the ratio of gross amount of loan or the amount committed for loan commitments to the value of collateral. The value of the collateral for housing and other loans is based on collateral value at origination.

Gross value of total loans to value of collateral:

	Gross Value of total loans	
Loan To Value	**31 March 2026**	31 March 2025
Upto 50%	**3,19,364.76**	2,97,369.48
51 - 70%	**2,62,969.23**	2,39,154.74
71 - 100%	**2,59,844.34**	2,13,773.17
Above 100%	**–**	–
	8,42,178.32	7,50,297.39

Gross value of credit impaired loans to value of collateral:

	Gross value of loans in stage 3	
Loan To Value	**31 March 2026**	31 March 2025
Upto 50%	**8,616.58**	30,913.87
51 - 70%	**7,204.46**	24,793.34
71 - 100%	**4,512.97**	9,187.60
Above 100%	**–**	–
	20,334.00	64,894.81

iii) Liquidity Risk Management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established Asset and Liability Committee (ALCO) for the management of the Company's short, medium and long term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities. The Company also has Inter corporate deposits line available from holding company and fellow subsidiary companies within its group to meet any short term fund requirements.

a) Maturity profile of non-derivative financial liabilities

The following table details the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the undiscounted contractual cash flows of financial liabilities based on the earliest date on which the Company may be required to pay.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

The tables include both interest and principal cash flows.

To the extent that interest flows are floating rate, the undiscounted amount is calculated considering interest rate prevailing as at respective year end date.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial liabilities				
31 March 2026				
Trade payable:	**1,634.55**	**520.57**	**0.38**	**–**
Other payable	**20.30**	**–**	**–**	**–**
Debt securities:				
– Principal	**1,21,000.00**	**2,01,010.00**	**67,500.00**	**21,000.00**
– Interest	**26,320.07**	**37,294.77**	**10,634.84**	**2,531.95**
Borrowings (Other than debt securities):				
– Principal	**99,206.43**	**1,28,609.61**	**64,018.86**	**–**
– Interest	**18,513.97**	**19,998.49**	**4,355.35**	**–**
Subordinated liabilities:				
– Principal	**12,200.00**	**12,000.00**	**15,000.00**	**10,000.00**
– Interest	**4,135.59**	**5,639.34**	**3,360.00**	**3,335.42**
Other financial liabilities:	**25,791.24**	**3,258.49**	**2,839.42**	**1,413.32**
Total	**3,08,822.14**	**4,08,331.27**	**1,67,708.86**	**38,280.69**
31 March 2025				
Trade payable	2,918.10	16.16	–	–
Other payable	24.50	–	–	–
Debt securities:				
– Principal	1,57,500.00	81,000.00	96,010.00	21,000.00
– Interest	25,754.92	24,881.16	14,858.39	4,233.68
Borrowings (Other than debt securities):				
– Principal	1,01,285.01	91,938.35	18,188.31	–
– Interest	15,057.72	10,470.85	1,080.27	–
Subordinated liabilities:				
– Principal	6,000.00	20,700.00	13,500.00	15,000.00
– Interest	4,830.87	7,315.92	4,589.00	4,565.42
Other financial liabilities:	14,159.80	3,290.25	2,841.56	2,169.63
Total	3,27,530.92	2,39,612.69	1,51,067.53	46,968.73

b) Maturity profile of derivative financial liabilities

The following table details the Company's liquidity analysis for its derivative financial instruments. The table has been drawn up based on the undiscounted gross inflows and outflows on those derivatives that require gross settlement. There is no derivative instruments that is settled on a net basis. When the amount payable or receivable is not fixed, the amount disclosed has been determined by reference to the projected interest rates as illustrated by the yield curves at the end of the reporting year.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
	INR	**INR**	**INR**	**INR**
Derivative financial instruments				
As at 31 March 2026				
Gross settled:				
Interest Rate swaps				
- Payable	**–**	**–**	**(86.71)**	**–**
- Receivable			**–**	
Total Payable	**–**	**–**	**(86.71)**	**–**
Total Receivable	**–**	**–**	**–**	**–**

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
	INR	INR	INR	INR
As at 31 March 2025				
Gross settled:				
Interest Rate swaps				
- Payable	–	–	(170.15)	–
- Receivable	–	–	–	–
Total Payable	**–**	**–**	**(170.15)**	**–**
Total Receivable	**–**	**–**	**–**	**–**

iv) Measurement of Fair Value

Valuation technique for fair value measurement

Fair value of loans and borrowings are calculated using a portfolio based approach, grouping them as far as possible into homogenous groups based on similar characteristics (such as tenor and rates of interest). Using the discounted cash flow approach, the values are then calculated for the portfolio considering all significant characteristics of the loans and borrowings.

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

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

Financial instruments measured at amortised cost

Particulars	Carrying Value	Fair value	Fair value		
			Level 1	Level 2	Level 3
As at 31 March 2026					
Financial assets					
a) Loans	**8,31,963.41**	**8,32,446.85**	**–**	**–**	**8,32,446.85**
Total	**8,31,963.41**	**8,32,446.85**	**–**	**–**	**8,32,446.85**
Financial liabilities					
a) Debt securities	**4,18,883.05**	**3,97,250.47**	**3,97,250.47**		**–**
b) Borrowings other than debt securities	**2,92,597.19**	**2,83,324.04**	**–**	**2,83,324.04**	**–**
c) Subordinated liabilities	**51,088.86**	**51,449.01**	**51,449.01**		**–**
d) Lease liability	**7,464.76**	**9,214.72**	**–**	**9,214.72**	**–**
Total	**7,70,033.86**	**7,41,238.25**	**4,48,699.49**	**2,92,538.76**	**–**
As at 31 March 2025					
Financial assets					
a) Loans	6,89,373.07	6,90,321.01	–	–	6,90,321.01
Total	6,89,373.07	6,90,321.01	–	–	6,90,321.01
Financial liabilities					
a) Debt securities	3,65,707.51	3,65,479.66	3,65,479.66		–
b) Borrowings other than debt securities	2,13,273.53	2,13,273.53	–	2,13,273.53	–
c) Subordinated liabilities	57,425.96	57,540.59	57,540.59		–
d) Lease liability	7,938.56	9,861.14	–	9,861.14	–
Total	6,44,345.56	6,46,154.92	4,23,020.25	2,23,134.67	–

Short-term financial assets and liabilities

For financial assets and financial liabilities that have a short-term maturity (less than twelve months), the carrying amounts, which are net of impairment, are a reasonable approximation of their fair value. Such instruments include: cash and cash equivalent, trade receivables, balances other than cash and cash equivalents, term deposits, other payable and trade payables.

Loans and Advances to customers

The fair values of loans and advances are estimated by discounted cash flow models based on contractual cash flows using actual yields

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Financial Investments

For Government securities and bonds, the quoted market price as on date of reporting is considered for fair value computations. Where such price is not available, quoted market price of similar instruments as on date of reporting is considered.

Borrowings other than deposits from public

The fair value of borrowings is estimated by a discounted cash flow model incorporating interest rate estimates from market-observable data such as secondary prices for its traded debt itself.

There were no transfers between Level 1, Level 2 and Level 3 during the year.

Financial instruments regularly measured using fair value - recurring items

Financial assets/ financial liabilities	Fair Value				Fair value hierarchy	Valuation technique(s)	Key inputs	Significant unobservable input(s) for level 3 hierarchy	Relationship of unobservable inputs to fair value and sensitivity
	Financial assets/ financial liabilities	Category	As at 31 March 2026	As at 31 March 2025					
Investment in Mutual Funds	Financial Assets	Financial instrument measured at FVTPL	**12,376.09**	19,350.06	Level 1	Quoted market price			
Investment in Certificate of Deposit	Financial Assets	Financial instrument measured at FVTPL	**2,480.97**	–	Level 1	Quoted market price			
Investment in Commercial Paper	Financial Assets	Financial instrument measured at FVTPL	**12,402.14**	2,487.41	Level 1	Quoted market price			
Investment in Government Securities	Financial Assets	Financial instrument measured at FVOCI	**23,943.01**	18,362.61	Level 1	Quoted market price			
Investment in Security Receipt	Financial Assets	Financial instrument measured at FVTPL	**7,967.10**	–	Level 3	Un quoted market price			
Interest rate swaps	Financial Assets	Financial instrument measured at FVTPL	**–**	–	Level 2	Discounted Cash Flow			
Interest rate swaps	Financial Liabilities	Financial instrument measured at FVTPL	**62.81**	156.25	Level 2	Discounted Cash Flow			

46 Disclosure as required under Guidelines on Resolution Framework for COVID-19-related Stress:

In the year ending 31 March 2022 to relieve COVID-19 pandemic related stress, the Company had invoked resolution plans for eligible borrowers based on the parameters laid down in accordance with the resolution policy approved by the Board of Directors of the Company and in accordance with the guidelines issued by the RBI vide its circular no. RBI/2021-22/32 DOR.STR.REC.12/21.04.048/2021-22 on Resolution Framework – 2.0: Resolution of Covid-19 related stress of Individuals and Small Businesses dated 5 May 2021. This is in continuation to the restructuring plan implemented for the customers as per the RBI circular no. RBI/2020-21/16 DOR.No.BP.BC/3/21.04.048/2020-21 on Resolution Framework for COVID-19-related Stress dated 6 August 2020.

As at 31 March 2026

(i) Disclosure as per format prescribed under circular no.RBI/2020-21/16 DOR.No.BP.BC/3/21.04.048/2020-21 for the year ended 31 March 2026 for the restructuring plans implemented as per RBI circular dated 6 August 2020.

Type of borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous half-year (A)	Of (A), aggregate debt that slipped into NPA during the half-year *	Of (A) amount written off during the half-year	Of (A) amount paid by the borrowers during the half-year	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of this half-year **
Personal Loans	–	–	–	–	–
Corporate persons	–	–	–	–	–
Of which, MSMEs	–	–	–	–	–
Others - Housing Loan	**158.93**	**–**	**–**	**34.77**	**136.55**

* Represents amount outstanding as at the end of 30 September 2025

** Represents the closing balance of loan accounts as at 31 March 2026

(ii) Disclosure as per format prescribed under circular no. RBI/2021-22/32 DOR.STR.REC.12/21.04.048/2021-22 for the year ended 31 March 2026 for the restructuring plans implemented as per RBI circular dated 5 May 2021.

Type of borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous half-year (A)	Of (A), aggregate debt that slipped into NPA during the half-year ***	Of (A) amount written off during the half-year	Of (A) amount paid by the borrowers during the half-year	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of this half-year ****
Personal Loans	–	–	–	–	–
Corporate persons	–	–	–	–	–
Of which, MSMEs	–	–	–	–	–
Others - Housing Loan	**26,936.49**	**626.21**	**960.46**	**8,598.67**	**19,474.70**

*** Represents amount outstanding as at the end of 30 September 2025

**** Represents the closing balance of loan accounts as at 31 March 2026

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

As at 30 September 2025

(i) Disclosure as per format prescribed under circular no.RBI/2020-21/16 DOR.No.BP.BC/3/21.04.048/2020-21 for the period ended 30 September 2025 for the restructuring plans implemented as per RBI circular dated 6 August 2020.

Type of borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous half-year (A)	Of (A), aggregate debt that slipped into NPA during the half-year *	Of (A) amount written off during the half-year	Of (A) amount paid by the borrowers during the half-year	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of this half-year **
Personal Loans	–	–	–	–	–
Corporate persons	–	–	–	–	–
Of which, MSMEs	–	–	–	–	–
Others - Housing Loan	166.75	4.62	–	11.41	161.77

* Represents amount outstanding as at the end of 30 September 2025

** Represents the closing balance of loan accounts as at 31 March 2025

(ii) Disclosure as per format prescribed under circular no. RBI/2021-22/32 DOR.STR.REC.12/21.04.048/2021-22 for the period ended 30 September 2025 for the restructuring plans implemented as per RBI circular dated 5 May 2021.

Type of borrower	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of the previous half-year (A)	Of (A), aggregate debt that slipped into NPA during the half-year ***	Of (A) amount written off during the half-year	Of (A) amount paid by the borrowers during the half-year	Exposure to accounts classified as Standard consequent to implementation of resolution plan – Position as at the end of this half-year ****
Personal Loans	–	–	–	–	–
Corporate persons	–	–	–	–	–
Of which, MSMEs	–	–	–	–	–
Others - Housing Loan	52,330.37	1,616.85	1,314.66	14,251.49	37,467.27

*** Represents amount outstanding as at the end of 30 September 2025

**** Represents the closing balance of loan accounts as at 31 March 2025

47 Disclosure as required under RBI Direction. RBI/DOR/2025-26/359 DOR.ACC.REC.No.278/21.04.018/2025-26 Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025 dated November 28, 2025

i) A comparison between provisions required under extant prudential norms on Income Recognition, Asset Classification and Provisioning (IRACP) and impairment allowances made under Ind AS 109 for the year ended

31 March 2026

Asset Classification as per NHB Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	**(2)**	**(3)**	**(4)**	**(5)= (3) - (4)**	**(6)**	**(7)= (4) - (6)**
Performing Assets						
Standard	Stage 1	8,00,934.91	2,409.01	7,98,525.89	3,413.57	(1,004.55)
	Stage 2	11,130.42	951.25	10,179.16	210.40	740.85
Subtotal for standard		**8,12,065.32**	**3,360.27**	**8,08,705.05**	**3,623.97**	**(263.69)**
Non-Performing Assets (NPA)						
Substandard	Stage 1*	573.70	10.06	563.64	83.13	(73.08)
	Stage 2*	7,112.24	740.76	6,371.48	1,026.56	(285.80)
	Stage 3	7,034.48	2,844.36	4,190.12	984.70	1,859.66
Subtotal for Substandard		**14,720.43**	**3,595.19**	**11,125.24**	**2,094.41**	**1,500.78**
Doubtful - up to 1 year	Stage 1*	398.89	8.45	390.44	98.23	(89.78)
	Stage 2*	4,983.44	484.54	4,498.90	1,186.32	(701.78)
	Stage 3	8,746.32	8,479.41	266.92	2,172.56	6,306.85
Subtotal for doubtful up to 1 year		**14,128.65**	**8,972.40**	**5,156.26**	**3,457.11**	**5,515.29**

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Asset Classification as per NHB Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)= (3) - (4)	(6)	(7)= (4) - (6)
Doubtful - 1 to 3 years	Stage 1*	337.22	7.45	329.77	133.08	(125.63)
	Stage 2*	5,322.47	584.81	4,737.66	2,028.02	(1,443.20)
	Stage 3	4,395.23	2,566.46	1,828.77	1,522.48	1,043.98
Subtotal for doubtful up to 1 to 3 years		**10,054.92**	**3,158.72**	**6,896.20**	**3,683.58**	**(524.86)**
More than 3 years	Stage 1*	7.15	0.16	6.99	7.00	(6.84)
	Stage 2*	54.03	5.45	48.58	51.17	(45.72)
	Stage 3	42.01	42.01	–	35.52	6.49
Subtotal for Doubtful - More than 3 years		**103.19**	**47.62**	**55.57**	**93.69**	**(46.07)**
Subtotal for Doubtful		**24,286.76**	**12,178.74**	**12,108.02**	**7,234.38**	**4,944.36**
Loss	Stage 3	117.10	117.10	–	99.98	17.12
Subtotal for NPA		**39,124.29**	**15,891.03**	**23,233.27**	**9,428.78**	**6,462.26**
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	81,665.01	185.35	81,479.66	–	185.35
	Stage 2	52.18	5.02	47.15	–	5.02
	Stage 3				–	–
Subtotal		**81,717.18**	**190.37**	**81,526.81**	**–**	**190.37**
Total	Stage 1	8,83,916.88	2,620.47	8,81,296.39	3,735.01	(1,114.53)
	Stage 2	28,654.76	2,771.83	25,882.93	4,502.47	(1,730.63)
	Stage 3	20,335.17	14,049.36	6,285.80	4,815.25	9,234.10
Total (Including commitments)		**9,32,906.81**	**19,441.66**	**9,13,465.12**	**13,052.72**	**6,388.93**

31 March 2025

Asset Classification as per NHB Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)= (3) - (4)	(6)	(7)= (4) - (6)
Performing Assets						
Standard	Stage 1	6,36,534.29	1,074.07	6,35,460.22	3,058.09	(1,984.02)
	Stage 2	17,668.31	1,775.78	15,892.53	342.02	1,433.76
Subtotal for standard		**6,54,202.60**	**2,849.85**	**6,51,352.75**	**3,400.11**	**(550.26)**
Non-Performing Assets (NPA)						
Substandard	Stage 1*	459.68	3.95	455.73	66.63	(62.68)
	Stage 2*	13,854.78	1,264.53	12,590.25	1,970.08	(705.55)
	Stage 3	8,571.65	4,296.64	4,275.01	1,228.21	3,068.43
Subtotal for substandard		**22,886.11**	**5,565.12**	**17,320.99**	**3,264.92**	**2,300.20**
Doubtful - up to 1 year	Stage 1*	142.45	1.10	141.35	34.90	(33.80)
	Stage 2*	4,655.88	481.74	4,174.14	1,104.20	(622.46)
	Stage 3	8,760.36	7,819.37	940.99	2,045.53	5,773.84
Subtotal for doubtful up to 1 year		**13,558.69**	**8,302.19**	**5,256.48**	**3,184.63**	**5,117.58**

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Asset Classification as per NHB Norms	Asset classification as per Ind AS 109	Gross Carrying Amount as per Ind AS	Loss Allowances (Provisions) as required under Ind AS 109	Net Carrying Amount	Provisions required as per IRACP norms	Difference between Ind AS 109 provisions and IRACP norms
(1)	(2)	(3)	(4)	(5)= (3) - (4)	(6)	(7)= (4) - (6)
Doubtful - 1 to 3 years	Stage 1*	226.17	1.86	224.31	88.43	(86.57)
	Stage 2*	11,862.02	1,233.97	10,628.05	4,510.82	(3,276.85)
	Stage 3	46,954.97	42,372.19	4,582.78	12,917.53	29,454.66
Subtotal for doubtful up to 1 to 3 years		**59,043.16**	**43,608.02**	**15,435.14**	**17,516.78**	**26,091.24**
More than 3 years	Stage 1*			–	–	–
	Stage 2*	10.55	2.86	7.69	10.15	(7.29)
	Stage 3	428.56	428.55	0.01	222.31	206.24
Subtotal for Doubtful - More than 3 years		**439.11**	**431.41**	**7.70**	**232.46**	**198.95**
Subtotal for Doubtful		**73,040.96**	**52,341.63**	**20,699.32**	**20,933.87**	**31,407.77**
Loss	Stage 3	179.28	179.27	0.01	180.35	(1.08)
Subtotal for NPA		96,106.35	58,086.03	38,020.33	24,379.14	33,706.89
Other items such as guarantees, loan commitments, etc. which are in the scope of Ind AS 109 but not covered under current Income Recognition, Asset Classification and Provisioning (IRACP) norms	Stage 1	53,122.68	36.89	53,085.79	–	36.89
	Stage 2	41.52	4.39	37.13	–	4.39
	Stage 3	4.85	1.22	3.63	–	1.22
Subtotal		**53,169.05**	**42.50**	**53,126.55**	**–**	**42.50**
Total	Stage 1	6,90,485.27	1,117.87	6,89,367.40	3,248.05	(2,130.18)
	Stage 2	48,093.06	4,763.27	43,329.79	7,937.27	(3,174.00)
	Stage 3	64,899.67	55,097.24	9,802.43	16,593.93	38,503.31
Total (Including commitments)		**8,03,478.00**	**60,978.38**	**7,42,499.62**	**27,779.25**	**33,199.13**

Since the total impairment allowances under Ind AS 109 is higher than the total provisioning required under IRACP (including standard asset provisioning) as at 31 March 2026, no amount is required to be transferred to 'Impairment Reserve' for the financial year. The gross carrying amount of asset as per Ind AS 109 and Loss allowances (Provisions) thereon includes interest accrual on net carrying value of stage - 3 assets as permitted under Ind AS 109. While, the provisions required as per IRACP norms does not include any such interest as interest accrual on NPAs is not permitted under IRACP norms.

The balance in the 'Impairment Reserve' (as and when created) shall not be reckoned for regulatory capital. Further, no withdrawals shall be permitted from this reserve without prior permission from the Department of Supervision, RBI

ii) In terms of recommendations as per above referred notification, the Company has complied with Ind AS 109, Financial Instruments and the Board approved Expected Credit Loss (ECL) policy in the computation and measurement of impairment allowance. For the purpose of provisions as per IRACP norms the Company has adopted the definition used for regulatory purposes.

As at 31 March 2026 and 31 March 2025, there were no loan accounts that are past due beyond 90 days but not treated as impaired, i.e. all 90+ days ageing loan accounts have been classified as Stage-3 and no dispensation is considered in stage-3 classification.

iii) *The gross carrying amount of stage 1 and 2 in non performing assets section are classified in respective stages as per Ind AS.

48 Disclosure to the Stock Exchange as per SEBI circular SEBI/HO/DDHS/PoD1/P/CIR/2024/54 dated May 22, 2024 (as amended from time to time) & SEBI/HO/DDHS/PoD1/ P/CIR/2023/119 update dated 7th July 2023

As per the definition given in above referred notification, the Company is a Large Corporate and hence is required to disclose the following information about its borrowings.

Initial Disclosure to be made by an entity identified as a Large Corporate

(To be submitted to the Stock Exchange(s) within 30 days from the beginning of the FY)

SN	Particulars	Details
1	Name of the company	Mahindra Rural Housing Finance Limited
2	CIN	U65922MH2007PLC169791
3	Outstanding borrowing of company as on 31 March 2026	₹ 751544.89 Lakhs
4	Highest Credit Rating During the previous FY along with name of the Credit Rating Agency	a. Bank Borrowings – CRISIL AAA/ Stable/IND AAA/Stable b. NCD/Sub-Debt – CRISIL AAA/ Stable/IND AAA/ Stable, CARE AAA/ Stable, CRISIL PPMLD AAA/Stable', IND PPMLD AAA/ Stable' c. Short term external credit rating (Commercial Papers)- CRISIL A1+, IND A1+
5	Name of Stock Exchange in which the fine shall be paid, in case of shortfall in the required borrowing under the framework	BSE Limited

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

49 Compensation of key management personnel of the Company

Key management personnel are those individuals who have the authority and responsibility for planning and exercising power to directly or indirectly control the activities of the Company or its employees.

Name of the KMP	Nature of transactions	31 March 2026	31 March 2025
Mr. Shantanu Rege (Managing Director)			
(Ceased to be the Managing director with effect from 15 November 2024)	Gross Salary including perquisites	**–**	186.97
		–	186.97
Mr. Dinesh Prajapati (Chief Financial Officer)			
	Gross Salary including perquisites	**147.46**	120.26
	Others - Contribution to Funds	**4.64**	4.64
		152.10	124.90
Mr. Jaspreet Chadha (Chief Executive Officer)			
(Ceased to be the Chief Executive Officer with effect from 31 January 2026)	Gross Salary including perquisites	**342.48**	43.98
		342.48	43.98
Mr. Debasish Kar (Chief Executive Officer)			
(Appointed from 10 February 2026)	Gross Salary including perquisites	**12.00**	–
	Others - Contribution to Funds	**0.68**	–
		12.68	–
Mr. Navin Joshi (Company Secretary)			
(Appointed from 1 February 2025)	Gross Salary including perquisites	**55.51**	8.53
		55.51	8.53
Mr. Jyotin Mehta (Independent Director)			
	Commission \ Remuneration	**9.53**	9.08
	Other benefits	**6.40**	5.70
		15.93	14.78
Mr. Narendra Mairpady (Independent Director)			
(Ceased to be Director with effect from 12 August 2025)	Commission \ Remuneration	**3.50**	9.08
	Other benefits	**2.20**	4.90
		5.70	13.98
Mrs. Smita Mankad (Independent Director)			
	Commission \ Remuneration	**9.53**	9.08
	Other benefits	**6.40**	5.10
		15.93	14.18

50 Related party disclosures:

i) As per Ind AS 24 on 'Related party disclosures', the related parties of the Company are as follows:

a)	**Ultimate Holding Company**	Mahindra & Mahindra Limited
b)	**Holding Company**	Mahindra & Mahindra Financial Services Limited
c)	**Fellow Subsidiaries:** (entities with whom the Company has transactions)	Mahindra Insurance Brokers Limited NBS International Limited Mahindra Integrated Business Solutions Private Limited Mahindra Holidays and Resorts India Limited Mahindra First Choice Wheels Limited Bristlecone India Limited Mahindra Accelo Limited Mahindra Happinest Developers Limited Mahindra Lifespace Developers Limited
d)	**Other Related Parties:**	Mahindra Rural Housing Finance Limited Employee Welfare Trust Mahindra Rural Housing Finance Limited Group Gratuity Cum Life Assurance Scheme Mahindra & Mahindra Financial Services Limited Superannuation Scheme
e)	**Joint Ventures/ Associates** (entities with whom the Company has transactions)	Mahindra Manulife Investment Management Private Limited
f)	**Key Management Personnel:**	Mr. Shantanu Rege (Managing Director) (Ceased to be a KMP w.e.f. 16 November 2024) Mr. Jaspreet Singh Chadha (Chief Executive Officer) (ceased to be KMP w.e.f. 31 January 2026) Mr. Debasish Kar (Chief Executive Officer) (KMP w.e.f. 10 February 2026) Mr. Dinesh Prajapati (Chief Financial Officer) Mr. Navin Joshi (Company Secretary) (KMP w.e.f. 01 February 2025) Mr. Narendra Mairpady (Independent Director) (ceased to be Director w.e.f. 12 August 2025) Mr. Jyotin Mehta (Independent Director) Ms. Smita Mankad (Independent Director)

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

ii) The nature and volume of transactions of the Company during the year with above related parties were as follows:

Particulars	Holding Company		Fellow Subsidiaries/ Other Related Parties		Joint Ventures/ Associates		Key Management Personnel	
	Year ended 31 Mar 2026	Year ended 31 Mar 2025	**Year ended 31 Mar 2026**	Year ended 31 Mar 2025	**Year ended 31 Mar 2026**	Year ended 31 Mar 2025	**Year ended 31 Mar 2026**	Year ended 31 Mar 2025
Other Income								
– Mahindra Insurance Brokers Limited	**–**	–	**6.93**	128.71	**–**	–	**–**	–
– Mahindra & Mahindra Financial Services Limited	**0.49**	2.59	**–**	–	**–**	–	**–**	–
Reimbursement from parties								
– Mahindra Rural Housing Finance Limited Group Gratuity Cum Life Assurance Scheme	**–**	–	**227.46**	–	**–**	–	**–**	–
Interest expense								
– Mahindra Insurance Brokers Limited	**–**	–	**1,211.78**	2,499.40	**–**	–	**–**	–
– Mahindra Manulife Investment Management Private Limited	**–**	–	**–**	–	**409.80**	409.48	**–**	–
– Mahindra Vehicle Manufacturers Limited	**–**	–	**–**	–	**–**	–	**–**	–
– Mahindra Holidays and Resorts India Limited	**–**	–	**–**	163.11	**–**	–	**–**	–
Other expenses								
– Mahindra & Mahindra Limited	**96.43**	88.11	**–**	–	**–**	–	**–**	–
– Mahindra & Mahindra Financial Services Limited	**690.52**	450.65	**–**	–	**–**	–	**–**	–
– NBS International Limited	**–**	–	**6.54**	6.14	**–**	–	**–**	–
– Mahindra Integrated Business Solutions Private Limited	**–**	–	**971.54**	1,185.75	**–**	–	**–**	–
– Mahindra First Choice Wheels Ltd.	**–**	–	**22.20**	12.21	**–**	–	**–**	–
– Bristlecone India Limited	**–**	–	**–**	14.05	**–**	–	**–**	–
– Mahindra Accelo Limited	**–**	–	**–**	10.43	**–**	–	**–**	–
– Mahindra Happinest Developers Limited	**–**	–	**–**	0.62	**–**	–	**–**	–
– Mahindra Lifespace Developers Limited	**–**	–	**–**	0.53	**–**	–	**–**	–
– Mahindra & Mahindra Financial Services Limited Superannuation Scheme	**–**	–	**72.84**	–	**–**	–	**–**	–
ESOP Expenses								
– Mahindra & Mahindra Limited	**16.28**	38.49	**–**	–	**–**	–	**–**	–
– Mahindra & Mahindra Financial Services Limited	**56.75**	8.66	**–**	–	**–**	–	**–**	–
– Mahindra Insurance Brokers Limited	**–**	–	**–**	0.30	**–**	–	**–**	–
Remuneration								
– Mr. Shantanu Rege	**–**	–	**–**	–	**–**	–	**–**	186.97
– Mr. Jaspreet Singh Chadha	**–**	–	**–**	–	**–**	–	**342.48**	43.98
– Mr. Debasish Kar	**–**	–	**–**	–	**–**	–	**12.68**	–
– Mr. Dinesh Prajapati	**–**	–	**–**	–	**–**	–	**152.10**	124.91
– Mr. Navin Joshi	**–**	–	**–**	–	**–**	–	**55.51**	8.53
– Mr. Narendra Mairpady	**–**	–	**–**	–	**–**	–	**5.70**	13.98
– Mr. Jyotin Mehta	**–**	–	**–**	–	**–**	–	**15.93**	14.78
– Ms. Smita Mankad	**–**	–	**–**	–	**–**	–	**15.93**	14.18
Purchase of fixed assets								
– Mahindra & Mahindra Limited	**130.38**	122.08	**–**	–	**–**	–	**–**	–
– Mahindra & Mahindra Financial Services Limited	**28.61**	5.12	**–**	–	**–**	–	**–**	–
– NBS International Limited	**–**	–	**32.63**	17.58	**–**	–	**–**	–
Capital Advance								
– Mahindra & Mahindra Limited	**24.96**	–	**–**	–	**–**	–	**–**	–
Sale of fixed assets								
– Mahindra & Mahindra Financial Services Limited	**17.46**	1.16	**–**	–	**–**	–	**–**	–
– Mahindra Insurance Brokers Limited	**–**	–	**–**	10.82	**–**	–	**–**	–

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Particulars	Holding Company		Fellow Subsidiaries/ Other Related Parties		Joint Ventures/ Associates		Key Management Personnel	
	Year ended 31 Mar 2026	Year ended 31 Mar 2025	**Year ended 31 Mar 2026**	Year ended 31 Mar 2025	**Year ended 31 Mar 2026**	Year ended 31 Mar 2025	**Year ended 31 Mar 2026**	Year ended 31 Mar 2025
– Mahindra First Choice Wheels Ltd.	**–**	–	**10.84**	–	**–**	–	**–**	–
Inter corporate deposits taken								
– Mahindra Insurance Brokers Limited	**–**	–	**6,650.00**	17,375.00	**–**	–	**–**	–
Inter corporate deposits repaid/matured								
– Mahindra Insurance Brokers Limited	**–**	**–**	**27,725.00**	19,225.00	**–**	**–**	**–**	**–**
– Mahindra Holidays and Resorts India Limited	**–**	**–**	**–**	9,000.00	**–**	**–**	**–**	**–**

iii) Balances as at the end of the year:

Particulars	Holding Company		Fellow Subsidiaries/ Other Related Parties		Joint Ventures/ Associates		Key Management Personnel	
	Year ended 31 Mar 2026	Year ended 31 Mar 2025	**Year ended 31 Mar 2026**	Year ended 31 Mar 2025	**Year ended 31 Mar 2026**	Year ended 31 Mar 2025	**Year ended 31 Mar 2026**	Year ended 31 Mar 2025
Balances as at the end of the year								
Subordinate debt held (including interest accrued but not due)								
– Mahindra Manulife Investment Management Private Limited	**–**	–	**–**	–	**4,856.88**	4,857.22	**–**	–
Receivables								
– Mahindra Rural Housing Finance Limited Employee Welfare Trust	**–**	–	**519.43**	–	**–**	–	**–**	–
Payables								
– Mahindra & Mahindra Limited	**35.88**	–	**–**	–	**–**	–	**–**	–
– Mahindra & Mahindra Financial Services Limited	**315.35**	148.96	**–**	–	**–**	–	**–**	–
– Mahindra Integrated Business Solutions Private Limited	**–**	–	**63.74**	105.28	**–**	–	**–**	–
– NBS International Limited	**–**	–	**–**	0.56	**–**	–	**–**	–
– Mahindra First Choice Wheels Ltd.	**–**	–	**1.17**	1.17	**–**	–	**–**	–
– Mr. Narendra Mairpady	**–**	–	**–**	–	**–**	–	**3.15**	8.17
– Mr. Jyotin Mehta	**–**	–	**–**	–	**–**	–	**8.58**	8.17
– Ms. Smita Mankad	**–**	–	**–**	–	**–**	–	**8.58**	8.17
Inter corporate deposits outstanding (including interest accrued but not due)								
– Mahindra Insurance Brokers Limited	**–**	–	**6,772.33**	29,319.16	**–**	–	**–**	–

Note:

i) Above Assets and Liabilities have been given for general business purposes of the recipient and figures are at historical cost.

ii) There were no guarantees given/Securities Provided during the year

51 (a) Disclosure for Insurance commission income as required under Insurance regulatory and development Authority (IRDA)

Particulars	**31 March 2026**	31 March 2025
(i) Axis Max Life Insurance Company Ltd	**993.07**	–
(ii) Bajaj Allianz Life Insurance Company Ltd	**242.99**	–
(iii) ICICI Prudential Life Insurance Company Ltd	**13.64**	–
(iv) PNB MetLife India Insurance Company Ltd	**1087.81**	–
(v) Bajaj Allianz General Insurance Company Ltd	**127.07**	–
Total	**2464.58**	–

51 (b) Disclosure in respect of income from insurance companies where Company has Corporate agency agreement:

Particulars	**31 March 2026**	31 March 2025
(i) Income From Commission Services-Life Insurance	**2337.51**	–
(ii) Income From Commission Services-General Insurance	**127.07**	–
Total	**2464.58**	–

The Company received Corporate agency (CA) license from the Insurance Regulatory and Development of Authority of India (IRDAI) on 03-10-2025.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

The Company entered into agreement with various insurance partners as a corporate agent and commission income earned during the year as disclosed above.

The Company is registered with Insurance Regulatory and Development Authority of India (IRDAI) as Corporate Agent - Composite bearing registration number CA1075 with validity till October 02, 2028. The Company has Corporate Agency agreement executed with multiple insurers.

During the FY 2025-2026, the Company has complied with Insurance Regulatory and Development Authority of India (Registration of Corporate Agents) Regulations, 2015 and all other relevant regulations/circulars and guidelines issued by IRDAI. No penalties/fine was levied by the IRDAI during the FY 2025-2026.

52 Balance Sheet Disclosures as required under Master Direction Reserve Bank of India (Housing Finance Companies) Directions, 2025

These disclosures are made pursuant to Reserve Bank of India Master Direction RBI/DoR/2025-26/365 DoR.FIN.REC.284/03-10-119/2025-26 dated November 28, 2025 (as amended), to the extent applicable to the Company and outlining the regulatory guidance in relation to Ind AS financial statements. This includes guidance for computation of 'owned funds', 'net owned funds' and 'regulatory capital'. Accordingly, Capital to Risk (weighted) Assets Ratio (CRAR) and other disclosures have been computed in accordance with these requirements read with the requirements of the Indian Accounting Standards prescribed under Sec 133 of The Companies Act, 2013.

Summary of Material Accounting Policy Information

The material accounting policy regarding key areas of operations are disclosed as note 2 to the financial statement for the year ended 31 March 2026

I Capital

Particulars		31 March 2026	31 March 2025
(i)	CRAR (%)	**26.18%**	34.08%
(ii)	CRAR - Tier I Capital (%)	**21.40%**	26.22%
(iii)	CRAR - Tier II Capital (%)	**4.78%**	7.85%
(iv)	Amount of subordinated debt raised as Tier - II Capital	**23,100**	30,940
(v)	Amount raised by issue of Perpetual Debt Instruments	**Nil**	Nil

II Investments

The investments outstanding details are as under:

Particulars		31 March 2026	31 March 2025
1	**Value of Investments**		
(i)	Gross value of Investments*		
	(a) In India	**59,169.31**	40,200.08
	(b) Outside India	**–**	–
(ii)	Provisions for Depreciation		
	(a) In India	**7,967.10**	–
	(b) Outside India	**–**	–
(iii)	Net value of Investments		
	(a) In India	**51,202.21**	40,200.08
	(b) Outside India	**–**	–
2	**Movement of provisions held towards depreciation on investments**		
(i)	Opening balance	**–**	–
(ii)	Add: Provisions made	**9,924.72**	–
(iii)	Less: Write-off/Written-back of excess provisions during the year	**1,957.62**	–
(iv)	Closing balance	**7,967.10**	–

* Value of investments represent fair value of investment

III Derivatives

The Company has entered into Interest rate swap derivatives during the current year for converting fixed rate liability to floating rate liability on NCD borrowing.

a) Forward Rate Agreement (FRA)/Interest Rate Swap (IRS)

Particulars		31 March 2026	31 March 2025
(i)	The notional principal of swap agreements	**10,000.00**	10,000.00
(ii)	Losses which would be incurred if counterparties failed to fulfil their obligations under the agreements	**–**	
(iii)	Collateral required by the HFC upon entering into swaps	**–**	
(iv)	Concentration of credit risk arising from the swaps	**–**	
(v)	The fair value of the swap book (Asset/(Liability))	**(62.81)**	(156.25)

b) Exchange Traded Interest Rate (IR) Derivative

The Company is not carrying out any activity of providing Derivative cover to third parties.

c) Disclosures on Risk Exposure in Derivatives

A Qualitative Disclosure:

i) The company undertakes the derivatives transaction to prudently hedge the risk in context of a particular borrowing or to diversify sources of borrowing and to maintain fixed and floating borrowing mix. The company does not indulge into any derivative trading transactions. The company reviews, the proposed transaction and outline any consideration associated with the transaction, including identification of the benefits and potential risks (worst case scenarios) an independent analysis of potential savings from the proposed transaction. The company evaluates all the risks inherent in the transaction viz, counter party risk, Market risk, Operational Risk, basis risk etc.

ii) Credit risk is controlled by restricting the counterparties that the company deals with ,to those who either have banking relationship with the company or are internationally renowned or can provide sufficient information. Market/price risk arsing from the fluctuations of interest rates and foreign exchanges rates of from other factors shall be closely monitored and controlled. Normally transaction entered for hedging will run till life, irrespective of profit or loss. However in case of exception it has to be un-wind only with prior approval of MD/CFO/Treasurer. Liquidity risk is controlled by restricting counterparties to those who have adequate facility, sufficient information and sizable trading capacity and capability to enter into transaction in any market around the world.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

iii) The respective functions of trading, confirmation and settlement should be performed by different personnel. The front office and back office role is well defined and segregated. All the derivatives transaction is quarterly monitored and reviewed by CFO and Treasurer the derivative transactions have to be reported to the board of directors on every quarterly board meetings including this financials positions.

B Quantitative Disclosure

	As at March 31 2026		As at March 31 2025	
Particulars	**Currency Derivatives**	**Interest Rate Derivatives**	Currency Derivatives	Interest Rate Derivatives
(i) Derivatives (Notional Principal Amount)		**10,000.00**		10,000.00
(ii) Marked to Market Positions		**–**		–
(a) Assets (+)	**Not Applicable**		Not Applicable	–
(b) Liability (-)		**(62.81)**		(156.25)
(iii) Credit Exposure		**–**		–
(iv) Unhedged Exposures		**–**		–

V Exposure

a) Exposure to real estate sector

	Category		31 March 2026	31 March 2025
a)	Direct exposure			
	(i)	Residential Mortgages -		
		Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented;	**8,37,295.64**	7,49,998.70
		Of the above Individual housing loan upto ₹ 15 lakh	**2,94,355.42**	4,06,574.93
	(ii)	Commercial Real Estate -		
		Lending secured by mortgages on commercial real estates (office buildings, retail space, multipurpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based (NFB) limits	**4,882.68**	298.69
	(iii)	Investments in Mortgage Backed Securities (MBS) and other securitised exposures -		
		a) Residential	**Nil**	Nil
		b) Commercial Real Estate	**Nil**	Nil
b)	Indirect Exposure			
		Fund based and non-fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs)	**Nil**	Nil

b) The Company does not have any exposure towards capital market.

Particulars	**31 March 2026**	31 March 2025
(i) direct investment in equity shares, convertible bonds, convertible debentures and units of equity oriented mutual funds the corpus of which is not exclusively invested in corporate debt;	**Not Applicable**	Not Applicable
(ii) advances against shares/bonds/ debentures or other securities or on clean basis to individuals for investment in shares (including IPOs/ESOPs), convertible bonds, convertible debentures and units of equity oriented mutual funds;	**Not Applicable**	Not Applicable
(iii) advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security;	**Not Applicable**	Not Applicable
(iv) advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares/ convertible bonds/convertible debentures/units of equity oriented mutual funds does not fully cover the advances;	**Not Applicable**	Not Applicable
(v) secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers;	**Not Applicable**	Not Applicable
(vi) loans sanctioned to corporates against the security of shares/ bonds/debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources;	**Not Applicable**	Not Applicable
(vii) bridge loans to companies against expected equity flows/issues;	**Not Applicable**	Not Applicable
(viii) All exposures to Venture Capital Funds (both registered and unregistered)	**Not Applicable**	Not Applicable
Total exposure to capital market	**Not Applicable**	Not Applicable

c) The Company has not financed any parent Company products and accordingly no disclosure is made.

d) The Company has not exceeded the prudential exposure limits w.r.t. Single Borrower Limit (SBL)/Group Borrower Limit (GBL) and accordingly no disclosure is made.

e) The Company has not given any unsecured advances against collateral of rights, licenses, authorisations, etc. and accordingly no disclosure is made.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

f) Exposure to group companies engaged in real estate business.

SN	Particulars	31 March 2026	% of NOF	31 March 2025	% of NOF
(i)	Exposure to any single entity in a group engaged in real estate business*	**1,364.53**	**1.19%**	1,011.66	0.95%
(ii)	Exposure to all entities in a group engaged in real estate business*	**1,364.53**	**1.19%**	1,011.66	0.95%

* This exposure is towards the retail individual home buyers

VI Miscellaneous

a) Registration obtained from other financial sector regulators

Sr.No	Regulator	Registration No.	Valid from	Valid Upto
1	Insurance Regulatory and Development Authority-Corporate agent	CA1075	03-10-2025	02-10-2028

b) Penalty of ₹ NIL is imposed on the company by RBI for financial position

c) Related Party Policy:

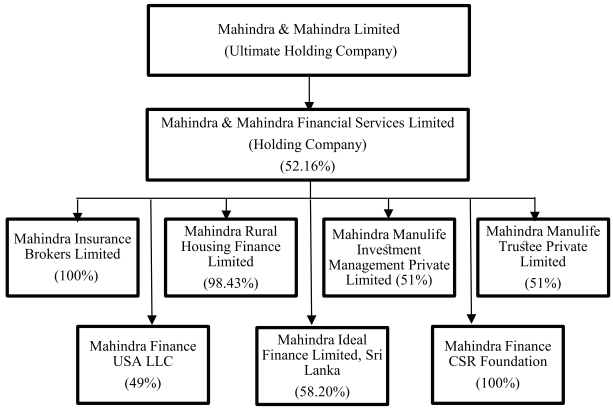
All contracts/arrangements/transactions entered into by the Company during the current year with related parties were in the ordinary course of business and on an arm's length basis (refer note 50).

Pursuant to section 134(3)(h) read with Rule 8(2) of the Companies (Accounts) Rules, 2014, there are no transactions to be reported under Section 188(1) of the Companies Act, 2013. Accordingly, the disclosure of related party transactions as required under Section 134(3)(h) of the Companies Act, 2013 in Form AOC 2 is not applicable.

The policy on related party transactions is approved by the Audit Committee and the Board Of Directors of the Company and is available on the website of the Company.

d) Group Structure

Below is the diagrammatic representation of group structure as of 31 March 2026



e) Rating assigned by Credit Rating Agencies and migration of rating during the year.

During the year under consideration, CRISIL Ratings Limited has re-affirmed Company's rating to 'CRISIL AAA/Stable' outlook to the Company's Bank facilities, Non-Convertible Debentures and Subordinated Debt and re-affirmed 'CRISIL A1+' rating to the Company's Commercial Paper.

During the year under consideration, CRISIL Ratings Limited has re-affirmed 'CRISIL PPMLD AAA/Stable' outlook to the Company's Long-Term Principal Protected Market Linked Debentures (MLDs).

During the year under consideration, India Ratings & Research Private Limited has upgraded the Company's Bank Facilities, Non-Convertible Debentures, and Subordinated Debt to 'IND AAA/Stable' from 'IND AA+/Stable', while reaffirming the 'IND A1+' rating for Commercial Paper

During the year under review, India Ratings & Research Private Limited upgraded the Company's Principal Protected Market Linked Debentures (MLDs) to 'IND PPMLD AAA/Stable' from 'IND PPMLD AA+/Stable.

CARE Ratings Limited (Formerly known as 'Credit Analysis & Research Limited') has re-affirmed the rating to the Company's Non-Convertible Debentures and Subordinated Debt as 'CARE AAA/ stable' outlook.

f) Remuneration of Independent Directors

Particulars of Remuneration	Names of Directors			
Independent Directors	Mr. Jyotin Mehta	Mr. Narendra Mairpady	Mrs. Smita Mankad	Total
Fee for attending board/ committee meetings	6.40	2.20	6.40	**15.00**
	(5.70)	(4.90)	(5.10)	**(15.70)**
Remuneration/Commission	9.53	3.50	9.53	**22.56**
	(9.08)	(9.08)	(9.08)	**(27.23)**
Total	**15.93**	**5.70**	**15.93**	**37.56**
	(14.78)	(13.98)	(14.18)	**(42.93)**

Notes: Figures in bracket represent corresponding figures of previous year.

g) Net profit or loss for the year, prior year items and change in accounting policies

There are no such material items which require disclosures in the notes to accounts in terms of the relevant accounting standards.

VII During the year there were no circumstances in which revenue recognition has been postponed pending the resolution of significant uncertainties.

VIII Other Disclosures

a) Provisions and Contingencies

Breakup of "Provisions & Contingencies" shown under the head Expenditure in Statement of Profit and Loss	31 March 2026	31 March 2025
1. Provisions for depreciation on Investment	**7,967.10**	–
2. Provision towards non-performing assets (Stage 3 assets)	**(41,046.69)**	34,035.08
3. Provision made towards Income Tax	**–**	–
4. Other Provision and Contingencies (Loan commitment & other advances)	**147.88**	(61.95)
5. Provision for Standard Assets (Stage 1 and Stage 2 assets)	**(637.92)**	(677.59)

The Company has complied with Ind AS 109, Financial Instruments and the Board approved Expected Credit Loss (ECL) policy in the computation and measurement of impairment allowance. In the disclosures required under RBI/NHB, the references of amounts to Non Performing Assets refers to Stage 3 amounts as per Ind AS 109.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Breakup of Loan & Advances and Provisions thereon	Housing		Non-Housing	
	31 March 2026	31 March 2025	**31 March 2026**	31 March 2025
Standard Assets				
a) Total Outstanding Amount	**6,68,408.35**	5,77,393.81	**1,62,471.19**	1,08,008.77
b) Provisions made	**4,338.67**	5,269.04	**863.27**	570.81
Sub-Standard Assets				
a) Total Outstanding Amount	**5,915.26**	7,949.60	**1,119.22**	579.99
b) Provisions made	**6,323.29**	4,245.51	**448.08**	236.36
Doubtful Assets - Category – I				
a) Total Outstanding Amount	**8,079.17**	8,417.21	**667.15**	385.19
b) Provisions made	**4,238.54**	7,347.91	**313.86**	286.23
Doubtful Assets - Category – II				
a) Total Outstanding Amount	**4,261.56**	45,429.06	**133.68**	1,525.91
b) Provisions made	**2,494.77**	40,993.26	**71.69**	1,378.93
Doubtful Assets - Category – III				
a) Total Outstanding Amount	**40.07**	410.64	**1.94**	17.91
b) Provisions made	**40.07**	410.64	**1.94**	17.91
Loss Assets				
a) Total Outstanding Amount	**112.42**	152.71	**4.68**	26.57
b) Provisions made	**112.42**	152.71	**4.68**	26.57
a) Total Outstanding Amount	**6,86,816.83**	6,39,753.03	**1,64,397.86**	1,10,544.35
b) Provisions made	**17,547.77**	58,419.07	**1,703.52**	2,516.81

Insurance/fees component in Housing Loans has been classified under Non Housing Loans amounting to ₹ 24398.55 Lakhs as of 31 March 2026, ₹ 26659.60 Lakhs as of 31 March 2025.

b) Draw Down from Reserves

The Company has not withdrawn any amount from any reserve in the current year or in the previous year.

c) Concentration of Public Deposits, Advances, Exposures and NPAs

i) Concentration of Public Deposits (for Public Deposit taking/ holding HFCs)

Particulars	**31 March 2026**	31 March 2025
Total deposits of twenty largest depositors	**Not Applicable**	Not Applicable
Percentage of deposits of twenty largest depositors to total deposits of the deposit taking HFC		

ii) Concentration of Loans & Advances

Particulars	**31 March 2026**	31 March 2025
Total loans & advances to twenty largest borrowers	**6,020.85**	2,380.96
Percentage of loans & advances to twenty largest borrowers to total advances of the HFC	**0.71%**	0.31%

iii) Concentration of all exposure (including off-balance sheet exposure)

Particulars	**31 March 2026**	31 March 2025
Total exposure to twenty largest borrowers/customers	**6,751.10**	2,829.83
Percentage of exposure to twenty largest borrowers/customers to total exposure of the HFC on borrowers/customers	**0.72%**	0.34%

iv) Concentration of NPAs

Particulars	**31 March 2026**	31 March 2025
Total exposure to top Four NPA accounts	**243.17**	204.66
Total exposure to top ten NPA accounts	**528.82**	425.68

v) Sector – wise NPAs

Sl. No.	Sector		Percentage of NPAs to Total Advances in that sector
A.	**Housing loans:**		
	1	Individuals	2.68%
	2	Builders/Project loans	Nil
	3	Corporates	Nil
	4	Others (specify)	Nil
B.	**Non-housing loans:**		
	1	Individuals	1.17%
	2	Builders/Project loans	Nil
	3	Corporates	Nil
	4	Others (specify)	Nil

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

d) i) Movement of NPAs

Particulars		31 March 2026	31 March 2025
(I)	**Net NPAs to Net Advances (%)**	**0.75%**	1.41%
(II)	**Movement of NPAs (Gross)**		
	a) Opening balance	**64,894.81**	65,091.29
	b) Additions during the year	**11,050.58**	19,697.21
	c) Reductions during the year	**(55,610.24)**	(19,893.69)
	d) Closing balance	**20,335.15**	64,894.81
(III)	**Movement of Net NPAs**		
	a) Opening balance	**9,798.78**	44,030.35
	b) Additions during the year	**2,992.37**	5,347.76
	c) Reductions during the year	**(6,505.34)**	(39,579.33)
	d) Closing balance	**6,285.80**	9,798.78
(IV)	**Movement of provisions for NPAs (excluding provisions on standard assets)**		
	a) Opening balance	**55,096.03**	21,060.94
	b) Provisions made during the year	**8,058.21**	41,669.26
	c) Write-off of short provision/ write-back of excess provisions	**(49,104.90)**	(7,634.17)
	d) Closing balance	**14,049.34**	55,096.03

ii) Movement of standard assets provision

Particulars		31 March 2026	31 March 2025
a)	Opening balance	**5,839.85**	6,517.44
b)	Provisions made/write-back during the year	**(637.91)**	(677.59)
c)	**Closing balance**	**5,201.94**	5,839.85

e) Overseas Assets

The Company does not own any overseas asset and the area of operations is only India. The Company does not have any joint venture partners or overseas subsidiaries

Particulars	31 March 2026	31 March 2025
No overseas assets	**Not Applicable**	Not Applicable

f) Off-balance Sheet SPVs sponsored

Name of the SPV sponsored	
Domestic	Overseas
Not Applicable	Not Applicable

IX Disclosure of customers complaints

Particulars		31 March 2026	31 March 2025
a)	No. of complaints pending at the beginning of the year	**88**	43
b)	No. of complaints received during the year	**1475**	1553
c)	No. of complaints redressed during the year	**1554**	1508
d)	No. of complaints pending at the end of the year	**9**	88

IV Assets Liability Management

31 March 2026

Particulars	1 day to 7 days	8 days to 14 days	15 days to 30/31 days	Over 1 month & up to 2 months	Over 2 months & up to 3 months	Over 3 months & up to 6 months	Over 6 months & up to 1 year	Over 1 year & up to 3 years	Over 3 years & up to 5 years	Over 5 years	Total
Liabilities											
Deposits	–	–	–	–	–	–	–	–	–	–	–
Borrowing from bank	**9,416.34**	–	**4,956.80**	**1,592.11**	**13,428.06**	**17,484.05**	**46,190.17**	**1,26,402.35**	**64,018.86**	–	**2,83,488.74**
Market borrowing	–	–	**1,626.03**	**24,223.33**	**11,891.71**	**6,807.55**	**1,06,342.93**	**2,14,758.70**	**82,430.11**	**31,000.00**	**4,79,080.36**
Foreign currency liabilities	–	–	–	–	–	–	–	–	–	–	–
Assets											
Advances	**3,206.80**	**4,617.79**	**5,002.60**	**6,294.61**	**7,042.20**	**16,312.20**	**36,493.69**	**97,109.10**	**75,608.50**	**5,80,275.94**	**8,31,963.41**
Investments	**27,259.20**	**148.08**	**15,639.06**	–	**74.12**	**12.33**	**8,069.44**	–	–	–	**51,202.21**
Foreign currency assets	–	–	–	–	–	–	–	–	–	–	–

31 March 2025

Particulars	1 day to 7 days	8 days to 14 days	15 days to 30/31 days	Over 1 month & up to 2 months	Over 2 months & up to 3 months	Over 3 months & up to 6 months	Over 6 months & up to 1 year	Over 1 year & up to 3 years	Over 3 years & up to 5 years	Over 5 years	Total
Liabilities											
Deposits	–	–	–	–	–	–	–	–	–	–	–
Borrowing from bank	14,230.48	–	4,745.57	750.00	8,373.06	17,733.61	27,994.99	91,938.35	18,188.31	–	1,83,954.37
Market borrowing	–	371.65	6,536.73	15,154.32	35,036.65	16,132.99	1,32,597.04	1,01,517.83	1,09,198.44	35,906.98	4,52,452.63

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

31 March 2025

Particulars	1 day to 7 days	8 days to 14 days	15 days to 30/31 days	Over 1 month & up to 2 months	Over 2 months & up to 3 months	Over 3 months & up to 6 months	Over 6 months & up to 1 year	Over 1 year & up to 3 years	Over 3 years & up to 5 years	Over 5 years	Total
Foreign currency liabilities	–	–	–	–	–	–	–	–	–	–	–
Assets											
Advances	3,107.57	3,536.20	4,071.99	5,462.06	7,165.11	12,220.77	60,496.97	1,19,732.21	74,873.94	3,98,706.25	6,89,373.09
Investments	19,350.06	106.09	2,487.41	68.58	11.99	50.42	18,125.53	–	–	–	40,200.08
Foreign currency assets	–	–	–	–	–	–	–	–	–	–	–

XV Principal Business Criteria for HFCs

Housing finance Company" shall mean a Company incorporated under the Companies Act, 2013 that fulfils the following conditions:

a) It is an NBFC whose financial assets, in the business of providing finance for housing, constitute at least 60% of its total assets (netted off by intangible assets).

b) Out of the total assets (netted off by intangible assets), not less than 50% should be by way of housing financing for individuals.
RBI vide its circular number RBI/2020-21/60/DOR.NBFC (HFC) CC.NO 118/03.10.136/2020-21 dated October 22,2020 defined the principal business criteria for HFCs. The Company meets the aforesaid principal business criteria for HFCs.

Particulars	**31 March 2026**	31 March 2025
Total Assets	**9,31,259.98**	7,87,733.80
Less: Intangible assets	**(16,810.65)**	(18,843.77)
Net total Assets	**9,14,449.33**	7,68,890.03
Housing Finance	**6,69,269.06**	5,81,333.96
Individual Housing Finance	**6,69,269.06**	5,81,333.96
Percentage of housing finance to total assets (netted off intangible assets)	**73.19%**	75.61%
Percentage of individual housing finance to total assets (netted off intangible assets)	**73.19%**	75.61%

XVI Details of loans not in default and stressed loans transferred during the year ended March 31, 2026 under the RBI Master Direction RBI/DOR/2025-26/352 DOR.STR.REC.271/21.04.048 /2025-26 Reserve Bank of India (Non-Banking Financial Companies - Transfer and Distribution of Credit Risk) Directions, 2025 Dated November 28, 2025:

(i) The Company has not acquired any non-performing assets.

(ii) The Company has not transferred/acquired any Special Mention Account.

(iii) The Company has not transferred/acquired loans not in default through assignment.

(iv) Details of stressed loans transferred during the year ended 31 March 2026:

(₹ in lakhs)

Particulars	To ARCs		To permitted transferees	To other transferees (please specify)
	NPA	SMA		
No: of accounts	30,536	–	–	–
Aggregate principal outstanding of loans transferred*	31,663	–	–	–
Weighted average residual tenor of the loans transferred (in years)	1.83	–	–	–
Net book value of loans transferred (at the time of transfer)	3,528	–	–	–
Aggregate consideration	12,724	–	–	–
Additional consideration realized in respect of accounts transferred in earlier years	–	–	–	–

*** The principal outstanding includes 2,869 contracts written off with principal dues of ₹ 3406.85 lakhs**

No Excess provision (net) reversed due to aforesaid transaction

(v) Details of ratings on Security Receipts outstanding as on 31 March 2026 are given below:

(₹ in lakhs)

Rating	Rating Agency	Recovery Rating	Gross Value of Outstanding
Brickwork Ratings India Pvt Ltd	RR1	100%-150%	7967.10

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

XVII Disclosure on loans and advances, etc., if any, taken by the Directors and SMPs from the Company under scale-based Regulations issued by the Reserve Bank of India

Pursuant to the circular no. RBI/2021-22/112 DOR.CRE.REC.No.60/03.10.001/2021-22 dated 22 October 2021 on Scale Based Regulation (SBR): A Revised Regulatory Framework for NBFCs issued by the Reserve Bank of India (the RBI) read with Circular no. RBI/2022-23/29 DOR.CRE.REC.No.25/03.10.001/2022-23 dated 19 April 2022 on 'Loans and Advances – Regulatory Restrictions – NBFCs' issued by the RBI, the details of loans to directors, senior officers and relatives of directors and to entities where directors or their relatives have major shareholding are as under:

Accordingly, refer below details for loans and advances granted to Directors and Senior Officers, their relatives -

	31 March 2026		31 March 2025	
Particulars	**Transaction during the year**	**Outstanding balance at year end**	Transaction during the year	Outstanding balance at year end
Directors and their relatives	**–**	**–**	–	–
Entities associated with directors and their relatives	**–**	**–**	–	–
Senior Officers and their relatives*	**53.33**	**53.63**	–	–

* The transactions undertaken were prior to the 1 October 2022, i.e. applicability of the said regulations.

X Movement of Statutory Reserve

(As per Section 29C of the National Housing Bank Act, 1987)

Particulars		**31 March 2026**	31 March 2025
Balance at the beginning of the year			
a)	Statutory Reserve u/s 29C of the National Housing Bank Act, 1987	**240.00**	240.00
b)	Amount of special reserve u/s 36(1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve under Section 29C of the NHB Act, 1987	**31,649.93**	31,649.93
Total		**31,889.93**	31,889.93
Addition/Appropriation/Withdrawal during the year			
Add:			
a)	Amount Transferred u/s 29C of the NHB Act, 1987	**58.00**	–
b)	Amount of special reserve u/s 36(1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve under Section 29C of the NHB Act, 1987	**1,200.00**	–
Less:			
a)	Amount appropriated from the Statutory Reserve u/s 29C of the NHB Act 1987	**–**	–
b)	Amount withdrawn from the Special Reserve u/s 36(1)(viii) of Income Tax Act, 1961 which has been taken into account for the purposes of provision u/s 29C of the NHB Act, 1987	**–**	–
Balance at the end of the year			
a)	Statutory Reserve u/s 29C of the National Housing Bank Act, 1987	**298.00**	240.00
b)	Amount of special reserve u/s 36(1)(viii) of Income Tax Act, 1961 taken into account for the purposes of Statutory Reserve under Section 29C of the NHB Act, 1987	**32,849.93**	31,649.93
Total		**33,147.93**	31,889.93

XI As required under Guidelines on Liquidity Risk Management Framework for NBFCs issued by RBI vide notification no. RBI/2019-20/88 DOR.NBFC (PD) CC. No. 102/03.10.001/2019-20 dated 4 November 2019 and Master Direction - Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025

Public disclosure on liquidity risk

Funding Concentration based on significant counterparty (both deposits and borrowings)

Sr. No.	Type of instrument	Number of Significant Counter parties	Amount (₹ in Lakhs)	% of Total deposits	% of Total Liabilities
1	Deposits	Nil	Nil	Nil	Nil
2	Borrowings	15	6,20,531.34	NA	77.57%

* Amounts are at contracted values

Top 20 large deposits (amount in ₹ lakhs and % of total deposits)

Sr. No.	Description	Amount (₹ in Lakhs)	% of Total Deposits
1	NA	Nil	Nil

Top 10 borrowings (amount in ₹ lakhs and % of total borrowings)

Sr. No.	Description	Amount (₹ in Lakhs)	% of Total Borrowings
1	Total for top 10 borrowings	5,41,102.77	70.96%

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Funding concentration based on significant instrument/product

Sr. No.	Name of the instrument /product	Amount (₹ in Lakhs)	% of Total Liabilities
1	Bank borrowings	2,82,984.89	35.38%
2	Non-convertible debentures	3,33,010.00	41.63%
3	Inter corporate deposits	8,850.00	1.11%
4	Sub debt	49,200.00	6.15%
5	Commercial Papers	77,500.00	9.69%
		7,51,544.89	**93.95%**
Funding concentration pertaining to insignificant instruments/products		–	0.00%
Total borrowings under all instruments/ products		**7,51,544.89**	**93.95%**

* Amounts are at contracted values

Stock Ratios:

Sr. No.	Name of instrument/ product	Amount (₹ in Lakhs)	% of Total Public funds	% of Total Liabilities	% of Total deposits
1	Commercial papers (CPs)	77,500.00	10.16%	9.69%	8.32%
2	NCDs with original maturity of less than one year	Nil	Nil	Nil	Nil
3	Other short-term liabilities	25,803.55	3.38%	3.23%	2.77%

Institutional set-up for liquidity risk management

The ultimate responsibility for liquidity risk management rests with the Board of directors, which has established Asset and Liability Committee (ALCO), Asset and Liability Management Committee (ALMCO) for the management of the Company's short, medium and long-term funding and liquidity management requirements. The ALCO and ALMCO meets regularly to review the liquidity position based on future cash flows. The Company manages liquidity risk by continuously monitoring forecast and actual cash flows and by matching the maturity profiles of financial assets and liabilities. The Company also maintains adequate liquid assets, banking facilities and reserve borrowing facilities to hedge against unexpected requirements.

In order to achieve above, the Company also has an Investment Policy to ensure that safety, liquidity and return on the surplus funds are given appropriate weightages and are placed in that order of priority. Investments are as per the operational parameters and framework within the limits as may be set by the Board for investment. The Board approves revising the limit as and when required. The policy is also reviewed periodically in the background of developments in the money markets and the on the external factors proactively to reduce the risk in the investments. A well-defined front and back office mechanism is in place to ensure a system of checks and balances.

Definition of terms as used in the table above:

a) Significant counterparty

A "Significant counterparty" is defined as a single counterparty or group of connected or affiliated counterparties accounting in aggregate for more than 1% of the NBFC's total liabilities.

b) Significant instrument/product:

A "Significant instrument/product" is defined as a single instrument/product of group of similar instruments/products which in aggregate amount to more than 1% of the NBFC's total liabilities.

c) Total liabilities:

Total liabilities include all external liabilities (other than equity).

d) Public funds:

"Public funds" includes funds raised either directly or indirectly through public deposits, inter-corporate deposits, bank finance and all funds received from outside sources such as funds raised by issue of commercial papers, debentures etc. but excludes funds raised by issue of instruments compulsorily convertible into equity shares within a year not exceeding 5 years from the date of issue.

It includes total borrowings outstanding under all types of instruments/products.

e) Other short-term liabilities:

All short-term borrowings other than CPs and NCDs with original maturity less than 12 months.

XII Liquidity Coverage Ratio (LCR)

S. No.	Particulars	Quarter ended 31 March 2026		Quarter ended 31 December 2025##		Quarter ended 30 September 2025##		Quarter ended 30 June 2025##	
		Total Un-Weighted Value (Average)*	Total Weighted Value (Average)#	Total Un-Weighted Value (Average)*	Total Weighted Value (Average)#	Total Un-Weighted Value (Average)*	Total Weighted Value (Average)#	Total Un-Weighted Value (Average)*	Total Weighted Value (Average)#
High Quality Liquid Assets									
1	Total High Quality Liquid Assets (HQLA)	**28,874.25**	**28,128.46**	25,874.08	25,263.49	20,459.38	20,341.70	21,748.11	21,391.73
Cash Outflows									
2	Deposits (for deposit taking companies)	**–**	**–**	–	–	–	–	–	–
3	Unsecured wholesale funding	**11,908.64**	**13,694.94**	22,579.94	25,966.93	10,609.78	12,201.25	15,060.30	17,319.34
4	Secured wholesale funding	**25,919.20**	**29,807.08**	14,158.26	16,281.99	18,685.61	21,488.45	27,716.69	31,874.19

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

S. No.	Particulars	Quarter ended 31 March 2026		Quarter ended 31 December 2025##		Quarter ended 30 September 2025##		Quarter ended 30 June 2025##	
		Total Un-Weighted Value (Average)*	Total Weighted Value (Average)*	Total Un-Weighted Value (Average)*	Total Weighted Value (Average)*	Total Un-Weighted Value (Average)*	Total Weighted Value (Average)*	Total Un-Weighted Value (Average)*	Total Weighted Value (Average)*
5	Additional requirements, of which								
(i)	Outflows related to derivative exposures and other collateral requirements								
(ii)	Outflows related to loss of funding on debt products								
(iii)	Credit and liquidity facilities								
6	Other contractual funding obligations	**5,172.22**	**5,948.06**	4,398.91	5,058.75	4,004.35	4,605.00	6,341.97	7,293.27
7	Other contingent funding obligations	**34,222.22**	**39,355.56**	24,759.78	28,473.75	19,939.13	22,930.00	17,937.59	20,628.23
8	**TOTAL CASH OUTFLOWS**	**77,222.29**	**88,805.63**	**65,896.90**	**75,781.41**	**53,238.87**	**61,224.70**	**67,056.55**	**77,115.03**
Cash Inflows									
9	Secured lending	**–**	**–**	–	–	–	–	–	–
10	Inflows from fully performing exposures (Secured)	**24,688.89**	**18,516.67**	21,951.09	16,463.32	21,221.74	15,916.30	20,170.33	15,127.75
11	Other cash inflows	**90,728.75**	**68,046.56**	97,633.76	73,225.32	1,14,121.61	85,591.21	97,285.23	72,963.92
12	**TOTAL CASH INFLOWS**	**1,15,417.64**	**86,563.23**	**1,19,584.84**	**89,688.63**	**1,35,343.35**	**1,01,507.51**	**1,17,455.56**	**88,091.67**
13	**TOTAL HQLA**		**28,128.46**		**25,263.49**		**20,341.70**		21,391.73
14	**TOTAL NET CASH OUTFLOWS**		**22,201.41**		**18,945.36**		**15,306.18**		19,278.76
15	**LIQUIDITY COVERAGE RATIO (%)**		**126.70%**		**133.35%**		**133%**		111%

Notes:

1) The average LCR is calculated as simple average of daily observations over the quarter. The weightage factor is applied to compute weighted average value.

2) Prior to introduction of LCR framework, the company used to maintain a substantial share of its liquidity in form of fixed deposits with banks and investment in debt mutual funds. Post the introduction of LCR framework, the Company has consciously worked towards increasing its investment in High Quality Liquid Assets (HQLA) as per the RBI guidelines in order to meet the LCR requirement.

3) Components of High Quality Liquid Assets (HQLA)

Particulars	Quarter ended 31 March 2026		Quarter ended 31 December 2025##		Quarter ended 30 September 2025##		Quarter ended 30 June 2025##	
	Total Un-Weighted Value (Average)*	Total Weighted Value (Average)#	Total Un-Weighted Value (Average)*	Total Weighted Value (Average)#	Total Un-Weighted Value (Average)*	Total Weighted Value (Average)#	Total Un-Weighted Value (Average)*	Total Weighted Value (Average)#
Assets to be included as HQLA:								
– Government Securities	**21,488.89**	**21,488.89**	19,793.48	19,793.48	18,000.00	18,000.00	18,000.00	18,000.00
– Commercial Paper	**4,971.95**	**4,226.16**	4,070.60	3,460.01	784.58	666.89	2,375.87	2,019.49
– Cash Balance	**2,413.42**	**2,413.42**	2,010.00	2,010.00	1,674.81	1,674.81	1,372.25	1,372.25
Total	**28,874.25**	**28,128.46**	**25,874.08**	**25,263.49**	**20,459.38**	**20,341.70**	**21,748.11**	**21,391.73**

* Unweighted values calculated as outstanding balances maturing or callable within 30 days (for inflows and outflows).

Weighted values calculated after the application of respective haircuts (for HQLA) and stress factors on inflow and outflow.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

The figures pertaining to December 31, 2025, September 30, 2025 & June 30, 2025 are unaudited and are as represented by the management.

Qualitative information:

The Company has implemented the guidelines on Liquidity Risk Management Framework prescribed by the Reserve Bank of India requiring maintenance of Liquidity Coverage Ratio (LCR), which aim to ensure that an NBFC maintains an adequate level of unencumbered HQLAs that can be converted into cash to meet its liquidity needs for a 30 calendar day time horizon under a significantly severe liquidity stress scenario.

LCR = Stock of High-Quality Liquid Assets (HQLAs)/Total Net Cash Outflows over the next 30 calendar days

HQLAs comprise of Cash*, Investment in Central and State Government Securities, and highly-rated Corporate Bonds and Commercial papers, including those of Public Sector Enterprises, as adjusted after assigning the haircuts as prescribed by RBI.

* Cash would mean Cash on hand and demand deposits with Scheduled Commercial Banks

Total net cash outflows are arrived after taking into consideration total expected cash outflows minus total expected cash inflows for the subsequent 30 calendar days. As prescribed by RBI, total net cash outflows over the next 30 days = Stressed Outflows - [Min (stressed inflows; 75% of stressed outflows)]. Total expected cash outflows (stressed outflows) are calculated by multiplying the outstanding balances of various categories or types of liabilities and off-balance sheet commitments by 115% (15% being the rate at which they are expected to run off further or be drawn down). Total expected cash inflows (stressed inflows) are calculated by multiplying the outstanding balances of various categories of contractual receivables by 75% (25% being the rate at which they are expected to under-flow).

The Liquidity Risk Management framework of the Company is governed by its Liquidity Risk Management Policy and Procedures approved by the Board. The Asset Liability Committee of the Board (ALCO) and Asset Liability Management Committee (ALMCO) oversee the implementation of liquidity risk management strategy of the Company and ensure adherence to the risk tolerance/limits set by the Board.

The Company maintains a robust funding profile with no undue concentration of funding sources. In order to ensure a diversified borrowing mix, concentration of borrowing through various sources is monitored. Further, the Company has prudential limits on investments in different instruments to maintain a healthy investment profile. The above is periodically monitored by ALMCO and reviewed by ALCO.

The average LCR is computed at as simple averages of daily observations over the previous quarter.

The Company has implemented the LCR framework and has maintained LCR well above the regulatory threshold. The average LCR for the quarter ended March 31, 2026 is 126.70%, for the quarter ended December 31, 2025 is 133.35% which is above the regulatory requirement of 100% and for the quarter ended September 30, 2025 average LCR was stood at 133% and for the quarter ended June 30, 2025 average LCR was stood at 111%, which is above the regulatory requirement of 85%.

XIII Schedule to the Balance Sheet of the Company

In compliance with Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025

Particulars Liabilities side			Amount outstanding	Amount overdue
(1)	**Loans and advances availed by the HFC inclusive of interest accrued thereon but not paid:**			
	(a)	Debentures: Secured	**3,04,661.54**	–
		: Unsecured	**40,239.96**	–
		(other than falling within the meaning of public deposits*)	**–**	–
	(b)	Deferred credits	–	**–**
	(c)	Term loans	**2,83,488.74**	–
	(d)	Inter-corporate loans and borrowing	**9,108.45**	–
	(e)	Commercial paper	**73,981.55**	–
	(f)	Public deposits*	**–**	–
	(g)	Other loans (Subordinate debt)	**51,088.86**	–
(2)	**Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):**			
	(a)	In the form of Unsecured debentures	**–**	–
	(b)	In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	**–**	–
	(c)	Other public deposits	**–**	–
Assets side			**Amount outstanding (net of provisions)**	
(3)	**Break-up of loans and advances including bills receivables [other than those included in (4) below]:**			
	(a)	Secured	**8,23,037.51**	
	(b)	Unsecured	**8,925.90**	
(4)	**Break up of leased assets and stock on hire and other assets counting towards asset financing activities**			
	(i)	Lease assets including lease rentals under sundry debtors		
		(a) Financial lease	**NA**	
		(b) Operating lease	**NA**	
	(ii)	Stock on hire including hire charges under sundry debtors		
		(a) Assets on hire	**NA**	
		(b) Repossessed assets	**NA**	
	(iii)	Other loans counting towards asset financing activities		
		(a) Loans where assets have been repossessed	**NA**	
		(b) Loans other than (a) above	**NA**	
(5)	**Break-up of Investments**			
	Current investments			
	1	**Quoted**		
		(i) Shares		
		(a) Equity	**–**	**–**

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Particulars Liabilities side			Amount outstanding	Amount overdue
		(b) Preference	–	–
		(ii) Debentures and bonds	–	–
		(iii) Units of mutual funds	**12,376.09**	–
		(iv) Government securities	**23,943.01**	–
		(v) Others	**14,883.11**	–
	2	**Unquoted**		
		(i) Shares		
		(a) Equity	–	–
		(b) Preference	–	–
		(ii) Debentures and bonds	–	–
		(iii) Units of mutual funds	–	–
		(iv) Government securities	–	–
		(v) Others	–	–
	Long term investments			
	1	**Quoted**		
		(i) Shares		
		(a) Equity	–	–
		(b) Preference	–	–
		(ii) Debentures and bonds	–	–
		(iii) Units of mutual funds	–	–
		(iv) Government securities	–	–
		(v) Others	–	–
	2	**Unquoted**		
		(i) Shares		
		(a) Equity	–	–
		(b) Preference	–	–
		(ii) Debentures and bonds	–	–
		(iii) Units of mutual funds	–	–
		(iv) Government securities	–	–
		(v) Others	–	–

(6) Borrower group-wise classification of assets financed as in (3) and (4) above:

Category			Amount net of provisions		
			Secured	Unsecured	Total
	1	**Related Parties ****			
		(a) Subsidiaries	–	–	–
		(b) Companies in the same group	–	–	–
		(c) Other related parties	–	–	–
	2	**Other than related parties**	**8,23,037.51**	**8,925.90**	**8,31,963.41**

(7) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):

(Please see Note 3 below)

(₹ in Lakhs)

Category			Market Value/Break up or fair	Book Value (Net of Provisions)
	1	**Related Parties ****		
		(a) Subsidiaries	–	–
		(b) Companies in the same group	–	–
		(c) Other related parties	–	–
	2	Other than related parties	**48,721.24**	**48,721.24**

(8) Other information

(₹ in Lakhs)

Particulars			Amount
	(i)	Gross non-performing assets	
		(a) Related parties	–
		(b) Other than related parties	**20,335.15**
	(ii)	Net non-performing assets	
		(a) Related parties	–
		(b) Other than related parties	**6,285.80**
	(iii)	Assets acquired in satisfaction of debt	–

* As defined in Paragraph 9 - of Reserve Bank of India (Non-Banking Financial Companies – Financial Statements: Presentation and Disclosures) Directions, 2025

** All notified Accounting Standards are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments shall be disclosed irrespective of whether they are classified as long term or current in (5) above.

XIV The Company has not granted any loans or advances against collateral of gold jewellery.

53 Balance Sheet disclosures as required under scale based regulations

Section I

A Exposure

1) Exposure to real estate sector

Category			31 March 2026	31 March 2025
i)	Direct exposure			
	a)	Residential Mortgages -		
		Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented. Exposure would also include non-fund based (NFB) limits.	**8,37,295.64**	7,49,998.70
	b)	Commercial Real Estate -		
		Lending secured by mortgages on commercial real estate (office buildings, retail space, multipurpose commercial premises, multifamily residential buildings, multi tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based (NFB) limits.	**4,882.68**	298.69

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

Category			31 March 2026	31 March 2025
	c)	Investments in Mortgage Backed Securities (MBS) and other securitised exposures -		
		a) Residential	**Nil**	Nil
		b) Commercial Real Estate	**Nil**	Nil

Category			31 March 2026	31 March 2025
ii)	Indirect Exposure			
		Fund based and non-fund based exposures on National Housing Bank (NHB) and Housing Finance Companies (HFCs)	**Nil**	Nil
Total Exposure to Real Estate Sector			**8,42,178.32**	7,50,297.39

2) Exposure to capital market

Particulars	**31 March 2026**	31 March 2025
i) Direct investment in equity shares, convertible bonds, convertible debentures and units of equity oriented mutual funds the corpus of which is not exclusively invested in corporate debt	**Not Applicable**	Not Applicable
ii) Advances against shares / bonds / debentures or other securities or on clean basis to individuals for investment in shares (including IPOs / ESOPs), convertible bonds, convertible debentures, and units of equity oriented mutual funds		
iii) Advances for any other purposes where shares or convertible bonds or convertible debentures or units of equity oriented mutual funds are taken as primary security		
iv) Advances for any other purposes to the extent secured by the collateral security of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds i.e. where the primary security other than shares / convertible bonds / convertible debentures / units of equity oriented mutual funds does not fully cover the advances		
v) Secured and unsecured advances to stockbrokers and guarantees issued on behalf of stockbrokers and market makers		
vi) Loans sanctioned to corporates against the security of shares / bonds/debentures or other securities or on clean basis for meeting promoter's contribution to the equity of new companies in anticipation of raising resources		
vii) Bridge loans to companies against expected equity flows/issues		
viii) Underwriting commitments taken up by the NBFCs in respect of primary issue of shares or convertible bonds or convertible debentures or units of equity oriented mutual funds		
ix) Financing to stockbrokers for margin trading		
x) All exposures to Alternative Investment Funds:		
(i) Category I		
(ii) Category II		
(iii) Category III		
Total exposure to capital market		

3) Sectorial exposure

Sectors	**31 March 2026**			31 March 2025		
	Total Exposure (includes on balance sheet and off-balance sheet exposure)	**Gross NPAs**	**Percentage of Gross NPAs to total exposure in that sector***	Total Exposure (includes on balance sheet and off-balance sheet exposure)	Gross NPAs	Percentage of Gross NPAs to total exposure in that sector*
1. Agriculture and Allied Activities						
2. Industry	**Not Applicable**	**Not Applicable**	**Not Applicable**	Not Applicable	Not Applicable	Not Applicable
3. Services						
4. Personal Loans						
i. Housing Loans	**7,57,775.81**	**18,408.48**	**2.43%**	6,88,920.36	62,359.23	9.05%
ii. Non Housing Loan	**1,75,156.06**	**1,926.67**	**1.10%**	1,14,557.64	2,535.58	2.21%
Total of Personal Loans	**9,32,931.87**	**20,335.15**	**2.18%**	8,03,478.00	64,894.81	8.08%

* Percentage of Gross NPAs to total exposure is arrived after considering on-balance sheet and off-balance sheet exposures in total exposure.

4) Intra-group exposures

There is no Intra-group exposure for the current year along with comparatives for the previous year

5) Unhedged foreign currency exposure

There is no unhedged foreign currency exposure during the current year.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

B Related Party Disclosure

Related Party	Parent (as per ownership or control)		Subsidiaries		Associates/ Joint ventures		Key Management Personnel		Relatives of Key Management Personnel		Others		Fellow Subsidiaries		Total	
Items	**Year ended 31 March 2026**	Year ended 31 March 2025	**Year ended 31 March 2026**	Year ended 31 March 2025	**Year ended 31 March 2026**	Year ended 31 March 2025	**Year ended 31 March 2026**	Year ended 31 March 2025	**Year ended 31 March 2026**	Year ended 31 March 2025	**Year ended 31 March 2026**	Year ended 31 March 2025	**Year ended 31 March 2026**	Year ended 31 March 2025	**Year ended 31 March 2026**	Year ended 31 March 2025
Borrowings	–	–	–	–	4,700.00	4,700.00	–	–	–	–	–	–	6,650.00	27,725.00	11,350.00	32,425.00
Maximum outstanding of Borrowings during the year	–	–	–	–	4,700.00	4,700.00	–	–	–	–	–	–	27,725.00	42,275.00	32,425.00	46,975.00
Interest accrued but not due on ICD/Debentures	–	–	–	–	156.88	157.22	–	–	–	–	–	–	122.33	1,594.16	279.21	1,751.38
Deposits	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Placement of deposits	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Advances	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Investments	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Purchase of fixed/other assets	158.99	127.20	–	–	–	–	–	–	–	–	–	–	32.63	17.58	191.62	144.78
Sale of fixed/other assets	17.46	1.16	–	–			–	–	–	–	–	–	10.84	10.82	28.30	11.98
Interest paid	–	–	–	–	409.80	409.48	–	–	–	–	–	–	1,211.78	2,662.51	1,621.58	3,071.99
Interest received	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Others:															–	–
– ESOP Income	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
– ESOP Expenses	73.03	47.14	–	–	–	–	–	–	–	–	–	–	–	0.30	73.03	47.44
– Remuneration\ Sitting fees \ Commission	–	–	–	–	–	–	600.33	407.33	–	–	–	–	–	–	600.33	407.33
– Other Income	0.49	2.59	–	–	–	–	–	–	–	–	227.46	–	6.93	128.71	234.88	131.30
– Other Expenses	786.95	538.76	–	–	–	–	–	–	–	–	72.84	–	1,000.28	1,229.73	1,860.07	1,768.49
– Capital Advance	24.96	–	–	–	–	–	–	–	–	–	–	–	–	–	24.96	–
– Inter corporate deposits taken	–	–	–	–	–	–	–	–	–	–	–	–	6,650.00	17,375.00	6,650.00	17,375.00
– Inter corporate deposits repaid/ matured	–	–	–	–	–	–	–	–	–	–	–	–	27,725.00	28,225.00	27,725.00	28,225.00
– Subordinate debt repaid	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
– Receivables	–	–	–	–	–	–	–	–	–	–	519.43	–	–	–	519.43	–
– Payables	351.23	148.96	–	–			20.31	24.51	–	–	–	–	64.91	107.01	436.45	280.48

C Disclosure of complaints

1) Summary information on complaints received by the NBFCs from customers and from the Offices of Ombudsman

SN	Particulars	**31 March 2026**	31 March 2025
	Complaints received by the NBFC from its customers		
1	Number of complaints pending at beginning of the year	**88**	43
2	Number of complaints received during the year	**1,475**	1,553
3	Number of complaints disposed during the year	**1,554**	1,508
3.1	Of which, number of complaints rejected by the NBFC	**–**	–
4	Number of complaints pending at the end of the year	**9**	88
	Maintainable complaints received by the NBFC from Office of Ombudsman		
5	Number of maintainable complaints received by the NBFC from Office of Ombudsman	**NA**	NA
5.1	Of 5, number of complaints resolved in favour of the NBFC by Office of Ombudsman	**NA**	NA
5.2	Of 5, number of complaints resolved through conciliation/mediation/advisories issued by Office of Ombudsman	**NA**	NA
5.3	Of 5, number of complaints resolved after passing of Awards by Office of Ombudsman against the NBFC	**NA**	NA
6	Number of Awards unimplemented within the stipulated time (other than those appealed)	**NA**	NA

Note: Maintainable complaints refer to complaints on the grounds specifically mentioned in Integrated Ombudsman Scheme, 2021 (Previously The Ombudsman Scheme for Non-Banking Financial Companies, 2018) and covered within the ambit of the Scheme.

(₹ in Lakhs)

Notes to the Financial Statements for the year ended 31 March 2026

2) Top five grounds of complaints received by the NBFCs from customers

31 March 2026

SN	Grounds of complaints, (i.e. complaints relating to)	Number of complaints pending at the beginning of the year	Number of complaints received during the year ending 31 March 2026	% increase/ decrease in the number of complaints received over the previous year ended 31 March 2025	Number of complaints pending at the end of the year	Of 5, the number of complaints pending beyond 30 days
1	Cibil Related	**14**	**406**	(2.64%)	1	–
2	Insurance Refund Not Received	**30**	**354**	(17.10%)	3	–
3	SMS and Calls On Wrong Number	**1**	**77**	1.32%	1	–
4	Moratorium/Tenure	**5**	**74**	39.62%	1	–
5	EMI Not Deducted Through ACH/ECS Mode	**4**	**57**	32.56%	0	–
6	Others	**34**	**507**	(12.59%)	3	–
	Total	**88**	**1475**	(5.02%)	9	

31 March 2025

SN	Grounds of complaints, (i.e. complaints relating to)	Number of complaints pending at the beginning of the year	Number of complaints received during the year ending 31 March 2025	% increase/ decrease in the number of complaints received over the previous year ended 31 March 2024	Number of complaints pending at the end of the year	Of 5, the number of complaints pending beyond 30 days
1	Insurance Refund Not Received	6	427	71%	30	–
2	CIBIL Related	14	417	44%	14	–
3	SMS & Calls On Wrong Number	6	76	(49%)	1	–
4	ROI Related	0	56	1300%	17	–
5	Delay in Loan Application	2	55	25%	0	–
6	Others	15	522	(86%)	26	–
	Total	43	1553	(65%)	88	

Section II

A Breach of covenant

During the current year, there is no instance of breach of covenant of loan availed or debt securities issued.

B Divergence in Asset Classification and Provisioning

No divergence in asset classification and provisioning was assessed by the RBI / NHB.

55 Events after reporting date

There have been no significant events after the reporting date that require disclosure in these financial statements.

56 Additional disclosures

i) Relationship with struck off Companies : The Company has been undertaken transactions with company whose name is struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956 in the financial years ended 31 March, 2026.

Name of Vendor	Relationship	Nature of Transaction	Balance outstanding
Agarwal Super Fast Pack Relocations Pvt Ltd	Vendor	Courier Expenses	Nil

ii) During the financial years ended 31st March 2026 and 31st March 2025, the Company has granted any loans or advances in the nature of loans to promoters, directors, KMPS, SMPS and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person (a) repayable on demand or (b) without specifying any terms or period of repayment.

Accordingly, refer below details for loans and advances granted to Directors and Senior Officers, their relatives -

Particulars	31 March 2026		31 March 2025	
	Transaction during the year	Outstanding balance at year end	Transaction during the year*	Outstanding balance at year end
Directors and their relatives	**–**	**–**	–	–
Entities associated with directors and their relatives	**–**	**–**	–	–
Senior Officers and their relatives*	**53.33**	**53.63**	–	–

Notes to the Financial Statements for the year ended 31 March 2026

iii) There is no Benami Property held by the Company and there is no proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

iv) There is no charges or satisfaction in relation to any debt / borrowings yet to be registered with ROC beyond the statutory period.

v) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

vi) The Company has not been declared as a wilful defaulter by any bank or financial institution or other lender in the financial year ended March 31, 2026 and March 31, 2025.

vii) There are no transactions which have not been recorded in the books of accounts and has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Also, there are no previously unrecorded income and related assets.

viii) The Company has not transferred any assets that are derecognised in their entirety where the Company continues to have continuing involvement.

ix) Going Concern:

The financial statements of the Company are prepared on a going concern basis for the year ended 31st March 2026.The Management is satisfied that the Company shall be able to continue its business for the foreseeable future and no material uncertainty exists that may cast significant doubt on the going concern assumption. In making this assessment, the Management has considered a wide range of information relating to present and future conditions, including future projections of profitability, cash flows and capital resources.

x) Merger Scheme:

Pursuant to Regulation 51 (2) and other applicable provisions, if any, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), the Board of Directors of the Company, at its meeting held on Wednesday, 28th January 2026, has accorded its in-principle approval for evaluating the proposal for consolidation including Scheme of merger by absorption of Mahindra Rural Housing Finance Limited ("MRHFL", the Company), in Mahindra & Mahindra Financial Services Limited (MMFSL, the Holding Company) which owns 98.43% of the paid-up share capital of the Company, and authorised the management to appoint various consultants, advisors and intermediaries for the purpose.

The said in-principle approval is subject to further evaluation being carried out by the Committee of Independent Directors and Audit Committee of the Board and necessary recommendations being made by them.

xi) There was no Scheme of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the year.

xii) Utilisation of Borrowed funds and share premium:

A) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall -

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries)or

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;

B) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall -

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

57 Previous year figures have been regrouped/ reclassified wherever necessary, to conform to current year classification.

Signatures to Notes 1 to 57

As per our report of even date attached.

For G M Kapadia & Co.
Chartered Accountants
Firm's Registration No: 104767W

Hitesh Jain
Partner
Membership No: 410215

Mumbai
15 April 2026

For and on behalf of the Board of Directors
Mahindra Rural Housing Finance Limited
CIN: U65922MH2007PLC169791

Debasish Kar
Chief Executive Officer

Raul Rebello
Director
[DIN: 10052487]

Jyotin Mehta
Director
[DIN: 00033518]

Dinesh Prajapati
Chief Financial Officer

Navin Joshi
Company Secretary
[ACS9049]

Mumbai
15 April 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of
Mahindra Manulife Investment Management Private Limited

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

OPINION

We have audited the standalone financial statements of Mahindra Manulife Investment Management Private Limited ("the Company"), which comprise the standalone balance sheet as at 31st March 2026, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including a summary of the material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2026, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

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

KEY AUDIT MATTERS

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

Reporting of Key Audit Matters as per the requirement of SA 701 are not applicable to the Company as it is an unlisted company.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's management and the Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report but does not include the standalone financial statements and our auditor's report thereon. Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon. The other information is expected to be made available to us after the date of this auditor's report.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT AND THOSE CHARGED WITH GOVERNANCE FOR THE FINANCIAL STATEMENTS

The Company's management and the Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to

influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the standalone financial statements made by management and the Board of Directors.
- Conclude on the appropriateness of management and the Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

- As required by the Companies (Auditors' Report) Order, 2020 ("the Order") issued by the Central Government in terms of section 143 (11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- As required by Section 143(3) of the Act, we report that:
  a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
  c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.
  d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under section 133 of the Act.
  e. On the basis of the written representations received from the directors as on 31 March 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.
  f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
  g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 (as amended), in our opinion and to the best of our information and according to the explanations given to us:
     i. The Company has disclosed the impact of pending litigation on its financial position in its financial statements-Refer Note 35 to the financial statements;
     ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
     iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
     iv. (a) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall:
        - directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or
        - provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to accounts, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall:

- directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or
- provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries

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

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

vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended March 31, 2026, which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software. Further, during the course of audit we did not come across any instance of the audit trail feature being tampered with from the date of its implementation and according to the information provided to us, the audit trail has been preserved by the company as per the statutory requirements for record retention.

h. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act, as amended, in our opinion and according to the information and explanation given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

For M. P. Chitale & Co
Chartered Accountants
Firm Reg. No. 101851W

sd/
Santosh More
Partner
M. No. 114236
UDIN: 26114236MEVMBJ8361

Place: Mumbai
Date: April 20, 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT (REFERRED TO IN PARAGRAPH (1) UNDER 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' SECTION OF OUR REPORT OF EVEN DATE)

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

(B) The Company has maintained proper records showing full particulars of Intangible assets.

(b) According to the information and explanations given to us, the Company has a regular programme of physical verification of its Property, Plant and equipment by which all Property, Plant and equipment are verified in a phased manner. In our opinion, the periodicity of physical verification is reasonable having regard to size of the Company and the nature of its assets. The property, plant and equipment have been physically verified by the management during the year and the discrepancies noticed between the books records and the physical records have been properly dealt with in the books of accounts.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company do not hold any immovable properties. Thus, paragraph 3(i)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, plant and equipment (including Right-of-use assets) or Intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The Company's business does not involve holding of any inventories. Accordingly, paragraph 3(ii)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees from banks or financial institutions on the basis of security of current assets. Accordingly, paragraph 3(ii)(b) of the Order is not applicable to the Company.

(iii) (a) In our opinion and according to the information and explanations given to us, during the year, the Company has not provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity.

(b) In our opinion and according to the information and explanations given to us, the Company has not provided guarantees or given security. The investments made by the company is not prejudicial to the company's interest.

(c) In our opinion and according to the information and explanations given to us, the Company has not provided loans or provided advances in the nature of loans. Hence, this clause (iii) (c) to (iii) (f) are not applicable.

(iv) In our opinion and according to the information and explanations given to us, the Company has not granted any loans or provided guarantees or security in connection with any director or any person in whom the director is interested which attract the provisions of sections 185 of the Act. The Company has complied with the provisions of section 186 of the Act, with respect to investments made by the Company.

(v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits as per the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company. Accordingly, paragraph 3(vi) of the Order is not applicable to the Company.

(vii) (a) The Company has been regular in depositing undisputed statutory dues, including provident fund, employees' state insurance, income tax, goods and service tax, cess and other material statutory dues applicable to it to the appropriate authorities. As explained to us, the Company did not have any undisputed statutory dues on account of sales tax, wealth tax, duty of customs and duty of excise value added tax, cess and any other statutory dues to the appropriate authorities. No undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, goods and service tax, cess and other material statutory dues were in arrears as at 31st March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of records, there are no dues of income tax, goods and service tax, cess, provident fund, employees' state insurance and other material statutory dues that have not been deposited on account of any dispute.

(viii) In our opinion and according to the information and explanations given to us, there is no transactions of the earlier year that was not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Accordingly, paragraph 3(viii) of the Order is not applicable to the Company.

(ix) In our opinion and according to the information and explanations given to us, the Company does not have any outstanding loans or borrowings from banks, financial institutions or government. Accordingly, clause (a) to (f) of paragraph 3(ix) of the Order is not applicable to the Company.

(x) (a) In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, the Company has not raised any monies by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, Clause (a) of paragraph 3(x) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us and based on our examination of the records of the Company, the company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.
Accordingly, Clause (b) of paragraph 3(x) of the Order is not applicable to the Company.

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year, nor have we been informed of any such case by the Management.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, Clause (b) of paragraph 3(xi) of the Order is not applicable to the Company.

(c) According to the information and explanations given to us and based on our examination of the records of the Company, no whistle-blower complaints, have been received during the year by the company;

(xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company as per the Act. Accordingly, clauses (a) to (c) of paragraph 3(xii) of the Order are not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) (a) According to the information and explanations given to us and based on our examination of the records of the Company, we confirm that the company has an internal audit system commensurate with the size and nature of its business.

(b) The reports of the Internal Auditors for the period under audit provided by the company were considered by the statutory auditor.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, we confirm that the company has not entered into any non-cash transactions with directors or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Thus, paragraph 3(xv) of the Order is not applicable to the Company.

(xvi) (a) According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not conducted any Non-Banking Financial or Housing Finance activities without a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934. Accordingly, paragraph 3(xvi)(b) of the Order is not applicable to the Company.

(c) According to the information and explanations given to us and based on our examination of the records of the Company, the company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, paragraph 3(xvi)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us and the audit procedures performed by us, we report that the Group has five Core Investment Companies.

(xvii) According to the information and explanations given to us and based on our examination of the records of the Company, the company has not incurred any cash losses in the current financial year but has incurred Rupees 109 Lakhs in the immediately preceding financial year.

(xviii) According to the information and explanations given to us and based on our examination of the records of the Company, there is no resignation of statutory auditor during the year.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged.

(xx) In our opinion, the provisions of section 135 of the Act regarding Corporate Social Responsibilities are not applicable to the Company. Therefore, reporting under sub clause (a) and (b) of clause 3(xx) of the Order is not applicable to the Company;

For M. P. Chitale & Co
Chartered Accountants
Firm Reg. No. 101851W

sd/
Santosh More
Partner
M. No. 114236
UDIN: 26114236MEVMBJ8361

Place: Mumbai
Date: April 20, 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT (REFERRED TO IN PARAGRAPH 2(F) UNDER 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' SECTION OF OUR REPORT OF EVEN DATE)

REPORT ON THE INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE AFORESAID STANDALONE FINANCIAL STATEMENTS UNDER CLAUSE (I) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Manulife Investment Management Private Limited ("the Company") as of 31st March 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls over financial reporting with reference to these financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Management's and Board of Director's Responsibility for Internal Financial Controls

The Company's management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013 (hereinafter referred to as "the Act").

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and whether such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

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

For M. P. Chitale & Co
Chartered Accountants
Firm Reg. No. 101851W

sd/
Santosh More
Partner
M. No. 114236
UDIN: 26114236MEVMBJ8361

Place: Mumbai
Date: April 20, 2026

BALANCE SHEET AS AT 31 MARCH 2026

Rs. in lakhs

Particulars	Note no.	As at 31 March 2026	As at 31 March 2025
ASSETS			
Financial Assets			
a) Cash and cash equivalents	**3**	**12.60**	9.61
b) Bank Balance other than (a) above	**4**	**2,600.00**	2,600.00
c) Receivables			
– Trade Receivables	**5**	**1,631.40**	969.41
d) Investments	**6**	**17,146.79**	16,130.51
e) Other financial assets	**7**	**443.96**	477.58
		21,834.75	20,187.11
Non-financial Assets			
a) Current tax assets (Net)	**8**	**–**	51.92
b) Property, Plant and Equipment	**9**	**718.87**	748.30
c) Right of Use asset	**9**	**1,576.90**	1,329.29
d) Other intangible assets	**10**	**18.52**	42.89
e) Other non-financial assets	**11**	**329.98**	299.00
		2,644.27	2,471.40
Total Assets		**24,479.02**	22,658.51
LIABILITIES AND EQUITY			
LIABILITIES			
Financial Liabilities			
a) Trade Payables			
i) total outstanding dues of micro and small enterprises	**12**	**126.80**	32.39
ii) total outstanding dues of creditors other than micro and small enterprises	**12**	**349.31**	202.67
b) Other financial liabilities	**13**	**3,035.98**	2,462.06
		3,512.09	2,697.12
Non-financial Liabilities			
a) Current Tax Liabilities (net)	**14**	**25.13**	–
b) Provisions	**15**	**2,302.65**	1,819.76
c) Other non-financial liabilities	**16**	**427.27**	321.37
		2,755.05	2,141.13
EQUITY			
a) Equity Share capital	**17**	**38,294.12**	38,294.12
b) Other Equity	**18**	**(20,082.24)**	(20,473.86)
		18,211.88	17,820.26
Total Liabilities and Equity		**24,479.02**	22,658.51
Summary of material accounting policies	**2**		

The accompanying notes form an integral part of the financial statements.
As per our report of even date

For M. P. Chitale & Co.
Chartered Accountants
Firm's Registration No: 101851W

sd/-
Santosh More
Partner
Membership No: 114236

Place : Mumbai
Date : April 20, 2026

For and on behalf of the Board of Directors of
Mahindra Manulife Investment Management Private Limited

sd/-
Raul Rebello
Chairman
[DIN: 10052487]

sd/-
Anthony Heredia
Managing Director & CEO
[DIN: 02205628]

sd/-
Chitra Andrade
Director
[DIN: 08090478]

sd/-
Vijay Ramchandran
Director
[DIN: 02639324]

sd/-
Ashwini Sankhe
Chief Financial Officer

sd/-
Ravi Dayma
Company Secretary
[ACS - 20803]

Place : Mumbai
Date : April 20, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

Rs. in lakhs

Particulars	Note No.	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from operations			
Fees and commission Income	**19**	**10,186.29**	7,403.05
Total Revenue from operations		**10,186.29**	7,403.05
Other Income	**20**	**1,224.77**	1,368.24
Total Income		**11,411.06**	8,771.29
Expenses			
Employee Benefits Expenses	**21**	**6,532.84**	6,302.23
Finance costs	**22**	**133.92**	118.02
Depreciation and amortization	**23**	**638.01**	567.04
Others expenses	**24**	**3,333.01**	2,789.89
Total Expenses		**10,637.78**	9,777.18
Profit / (loss) before exceptional items and tax		**773.28**	(1,005.89)
Exceptional items	**34**	**123.12**	–
Profit/(Loss) Before Tax		**650.16**	(1,005.89)
Tax Expense :			
(i) Current tax		**232.03**	–
(ii) Deferred tax		**–**	–
		232.03	–
Profit/(Loss) After Tax	**A**	**418.13**	(1,005.89)
Other Comprehensive Income			
(A) (i) Items that will not be reclassified to profit or loss:-			
- Remeasurement gain / (loss) on defined benefit plans		**(36.09)**	(17.15)
- Net gain / (loss) on fair valuation of equity instruments		**9.58**	(2.69)
(ii) Income tax impact thereon		**–**	–
(B) Items that will be reclassified to profit or loss		**–**	–
Total Other Comprehensive Income	**B**	**(26.51)**	(19.84)
Total Comprehensive Income for the year	**(A+B)**	**391.62**	(1,025.73)
Earnings per equity share			
Basic and diluted Earnings/(Loss) per share (in ₹) (Nominal value per share ₹ 10)	**25**	**0.11**	(0.26)
Summary of material accounting policies	**2**		

The accompanying notes form an integral part of the financial statements.
As per our report of even date

For M. P. Chitale & Co.
Chartered Accountants
Firm's Registration No: 101851W

sd/-
Santosh More
Partner
Membership No: 114236

Place : Mumbai
Date : April 20, 2026

For and on behalf of the Board of Directors of
Mahindra Manulife Investment Management Private Limited

sd/-
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Chairman
[DIN: 10052487]

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Managing Director & CEO
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Director
[DIN: 02639324]

sd/-
Ashwini Sankhe
Chief Financial Officer

sd/-
Ravi Dayma
Company Secretary
[ACS - 20803]

Place : Mumbai
Date : April 20, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

A. Equity share capital

Rs. in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	**38,294.12**	38,294.12
Changes in equity share capital during the year	**–**	–
Balance at the end of the year	**38,294.12**	38,294.12

B. Other Equity

Rs. in lakhs

Particulars	Reserves and Surplus: Securities Premium	Reserves and Surplus: Retained earnings	Other Comprehensive Income (OCI)	Total
Balance as at 1 April 2025	7,046.46	(27,465.24)	(55.08)	(20,473.86)
Profit / (Loss) for the year	–	418.13	–	418.13
Remeasurement gain / (loss) on defined benefit plans	–	–	(36.09)	(36.09)
Net gain / (loss) on fair valuation of equity instruments	–	–	9.58	9.58
Total Comprehensive Income for the year	–	**418.13**	**(26.51)**	**391.62**
Balance as at 31 March 2026	**7,046.46**	**(27,047.11)**	**(81.59)**	**(20,082.24)**

Rs. in lakhs

Particulars	Reserves and Surplus: Securities Premium	Reserves and Surplus: Retained earnings	Other Comprehensive Income (OCI)	Total
Balance as at 1 April 2024	7,046.46	(26,459.35)	(35.24)	(19,448.13)
Profit / (Loss) for the year	–	(1,005.89)	–	(1,005.89)
Remeasurement gain / (loss) on defined benefit plans	–	–	(17.15)	(17.15)
Net gain / (loss) on fair valuation of equity instruments	–	–	(2.69)	(2.69)
Total Comprehensive Income for the year	–	**(1,005.89)**	**(19.84)**	**(1,025.73)**
Balance as at 31 March 2025	**7,046.46**	**(27,465.24)**	**(55.08)**	**(20,473.86)**

See summary of material accounting policies and accompanying notes which form an integral part of the financial statements
As per our report of even date

For M. P. Chitale & Co.
Chartered Accountants
Firm's Registration No: 101851W

sd/-
Santosh More
Partner
Membership No: 114236

Place : Mumbai
Date : April 20, 2026

For and on behalf of the Board of Directors of
Mahindra Manulife Investment Management Private Limited

sd/-
Raul Rebello
Chairman
[DIN: 10052487]

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Anthony Heredia
Managing Director & CEO
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Vijay Ramchandran
Director
[DIN: 02639324]

sd/-
Ashwini Sankhe
Chief Financial Officer

sd/-
Ravi Dayma
Company Secretary
[ACS - 20803]

Place : Mumbai
Date : April 20, 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Rs. in lakhs

	Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A)	**Cash Flow From Operating Activities**		
	Profit/(Loss) before exceptional items and taxes	**773.28**	(1,005.89)
	Add/(Less) : Adjustments for		
	Depreciation and amortization	**638.01**	567.04
	Finance Costs	**133.92**	118.02
	Share based compensation to employees	**538.81**	799.38
	Fair Value (Gain)/Loss on Investments	**(162.12)**	(221.86)
	Investment Income from Financial Instruments	**(590.11)**	(686.55)
	(Profit)/Loss on Derecognition of Property, Plant and Equipment (net)	**(1.14)**	0.32
	Remeasurement of ROU assets and lease liability	**(20.46)**	(4.29)
	(Profit)/Loss on Sale of Investments (net)	**(441.98)**	(451.41)
	Operating Profit/(Loss) before working capital changes	**868.21**	(885.24)
	Adjustments for Changes in working capital		
	Trade receivables	**(661.99)**	(226.61)
	Other financial assets	**33.62**	153.46
	Other non-financial assets	**(30.97)**	(59.19)
	Trade Payables	**241.05**	(39.81)
	Other financial liabilities	**291.05**	106.01
	Other non-financial liabilities	**105.90**	54.10
	Provisions	**(215.12)**	(274.83)
	Cash generated from/(used in) operations	**631.75**	(1,172.11)
	Income Tax paid (net of refunds)	**(154.98)**	2.32
	Net Cash From/ (Used In) Operating Activities (A)	**476.77**	(1,169.79)
B)	**Cash Flow From Investing Activities**		
	Purchase of Property, Plant and Equipment and Other Intangible Assets	**(297.21)**	(255.80)
	Proceeds from Sale of Property, Plant and Equipment and Other Intangible Assets	**21.76**	14.53
	Proceeds from/ (Investments in) term deposits with banks (net)	**–**	1,550.00
	Purchase of investments at FVTPL	**(10,401.60)**	(13,172.13)
	Proceeds from sale of investments at FVTPL	**9,999.00**	12,693.00
	Interest Received	**590.11**	686.55
	Net Cash Generated From / (Used In) Investing Activities (B)	**(87.94)**	1,516.15
C)	**Cash Flow From Financing Activities**		
	Principal Element of Lease Payments	**(251.92)**	(226.28)
	Interest Element of Lease Payments	**(133.92)**	(118.02)
	Net Cash Generated From / (Used In) Financing Activities (C)	**(385.84)**	(344.30)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

Rs. in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Net Increase / (Decrease) In Cash And Cash Equivalents (A+B+C)	**2.99**	2.06
Cash and Cash Equivalents at the beginning of the year	**9.61**	7.55
Cash And Cash Equivalents at the end of the year (Refer Note No. 3)	**12.60**	9.61
Components of Cash and Cash Equivalents		
Particulars		
Cash and cash equivalents at the end of the year		
– Cash on hand	**0.63**	0.57
– Balances with banks in current accounts	**11.97**	9.04
Total	**12.60**	9.61

Notes:
The above Cash Flow Statement has been prepared under the 'Indirect method' as set out in Ind AS 7 on 'Statement of Cash Flows'.
See summary of material accounting policies and accompanying notes which form an integral part of the financial statements

As per our report of even date attached.

For M. P. Chitale & Co.
Chartered Accountants
Firm's Registration No: 101851W

sd/-
Santosh More
Partner
Membership No: 114236

Place : Mumbai
Date : April 20, 2026

For and on behalf of the Board of Directors
Mahindra Manulife Investment Management Private Limited

sd/-
Raul Rebello
Chairman
[DIN: 10052487]

sd/-
Anthony Heredia
Managing Director & CEO
[DIN: 02205628]

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Chitra Andrade
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Vijay Ramchandran
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[DIN: 02639324]

sd/-
Ashwini Sankhe
Chief Financial Officer

sd/-
Ravi Dayma
Company Secretary
[ACS - 20803]

Place : Mumbai
Date : April 20, 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. CORPORATE INFORMATION

Mahindra Manulife Investment Management Private Limited ('the Company'), was incorporated under the Companies Act, 1956 on June 20, 2013, with its registered office in Mumbai, Maharashtra, India. The company is a joint venture of Mahindra & Mahindra Financial Services Ltd. and Manulife Investment Management (Singapore) Pte. Ltd. The Company has a license from the Securities & Exchange Board of India to provide investment management services to the schemes of Mahindra Manulife Mutual Fund. SEBI granted the certificate of registration to Mahindra Manulife Mutual Fund on February 4, 2016. The Company is primarily engaged to act as an investment manager to Mahindra Manulife Mutual Fund and was managing twenty-seven schemes of Mahindra Manulife Mutual Fund as on March 31, 2026.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES

2.1. Statement of compliance and basis for preparation and presentation of financial statements

These standalone or separate financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as per the Companies (Indian Accounting Standards) Rules 2015 as amended and notified under Section 133 of the Companies Act, 2013 ("the Act") and other relevant provisions of the Act, as amended from time to time.

The financial statements of the Company for the year ended March 31, 2026, were approved for issue by the Company's Board of Directors on April 20, 2026.

2.2. Functional and presentation currency

These financial statements are presented in Indian Rupees ('INR' or '₹') which is also the Company's functional currency. All amounts are rounded off to the nearest lakh upto two decimal places, unless otherwise indicated.

2.3. Basis of measurement

The financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair value as required by relevant Ind AS.

2.4. Measurement of fair values

A number of Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has established policies and procedures with respect to the measurement of fair values.

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

Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilities.

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

2.5. Use of estimates and judgments

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expenses. The management believes that these estimates are prudent and reasonable and are based upon the management's best knowledge of current events and actions as on the reporting date. Actual results could differ from these estimates and differences between actual results and estimates are recognised in the periods in which the results/actions are known or materialise. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Following are areas that involved a higher degree of estimate and judgement or complexity in determining the carrying amount of some assets and liabilities:

Property, Plant and Equipment

The estimates of useful lives and residual value of property, plant and equipment, and other intangible assets

RoU assets and liabilities

Determination of lease term and discount rate for lease liabilities

Fair value of financial instruments

The Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed for impairment. Fair value measurement that are based on significant unobservable inputs (Level 3) require management's best estimate about future developments.

Defined benefit obligations

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

In addition to above, critical policies that involves critical accounting estimates includes impairment of non-financial assets, estimates of useful lives and residual value of property, plant and equipment and intangible assets, discount rate for lease liabilities and provisions and contingencies.

Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable and are based upon the management's best knowledge of current events and actions as on the reporting date.

2.6. Revenue recognition

Revenue (other than for those items to which Ind AS 109 Financial instruments are applicable) is measured at fair value of the consideration received or receivable. Ind AS 115 Revenue from contracts with customers outlines a single comprehensive model of accounting for revenue arising from contracts with customers

The Company recognises revenue from contracts with customers based on five-step model as set out in Ind AS 115

Step 1: identification of contract(s) with customers: A contract is defined as an agreement between two or more parties that create enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2: Identification of the separate performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3: Determination of transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocation of transaction price to the separate performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5: Recognition of revenue when (or as) the Company satisfies a performance obligation.

The Company principally generates revenue by providing asset management services to Mahindra Manulife Mutual fund and by providing investment advisory services to the Manulife Investment Management (Singapore) Pte. Ltd.

Investment management fees

Fees from management of mutual fund schemes are recognised on an accrual basis at specific rates, applied on the average daily net assets of the schemes of Mahindra Manulife Mutual Fund in accordance with the Investment Management Agreement between the Company and the Trustees of Mahindra Manulife Mutual Fund and SEBI (Mutual Fund) Regulations, 1996 as amended from time to time. Amount disclosed as fees are exclusive of Goods and Services Tax. The maximum amount of management fee that can be charged is subject to applicable SEBI regulations.

The contract includes a single performance obligation (series of distinct services) that is satisfied over time and the investment management

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

fees earned are considered as variable consideration. Invoices becomes payable when the bills are issued to the customer.

Investment Advisory Fees

Investment Advisory Fees are recognised on satisfaction of a performance obligation at a point in time in accordance with the respective terms of contract with counterparties.

Other Income

The gains / losses on sale of investments are recognised in the Statement of Profit and Loss on the trade day and it is determined on FIFO ('first in first out') method.

The gains / losses on termination of lease contracts are recognised in the Statement of Profit and Loss on the termination date after netting off the carrying value of the respective RoU asset against its Lease Liability.

Recognition of Interest Income

Interest income from a financial asset at FVTPL is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding.

Recognition of Dividend Income

Dividend from investments is recognised in the Statement of Profit and Loss when the right to receive payment is established.

Rental Income

Income from operating leases is recognized in the Statement of profit and loss on a straight-line basis over the lease term.

2.7. Property, Plant and Equipment ('PPE')

The cost of an item of PPE shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Cost of an item of PPE comprises of its purchase price (after deducting trade discounts and rebates) including import duties and non-refundable taxes, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably.

Item of PPE are subsequently measured and stated at cost of acquisition (including incidental expenses), less accumulated depreciation and accumulated impairment loss, if any.

Cost of acquisition consists of purchase price or construction cost which is the amount paid, freight, duties, taxes and any other incidental expenses directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management.

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured.

Other repairs and maintenance costs are expensed off as and when incurred.

Advances paid towards the acquisition of PPE outstanding at each balance sheet date are disclosed separately as "Capital advances" under other non-financial assets. Capital work in progress comprises the cost of PPE that are not ready for its intended use at the reporting date

In accordance with Ind AS 116 - Leases, the Right-of-Use assets (Leasehold premises) are initially recognized at cost which comprises of initial amount of lease liability adjusted for any lease payments made at or prior to the commencement date of the lease less any lease incentives. These are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-Use assets (Leasehold premises) are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

Depreciation on PPE is provided on straight-line basis in accordance with the useful lives specified in Schedule II to the Companies Act, 2013 on a pro-rata basis except for following assets in respect of which useful life is taken as estimated by the management based on the actual usage pattern of the assets Depreciation methods, useful lives and residual values are reviewed in each financial year, and changes, if any, are accounted for prospectively.

Accordingly, useful life of assets is estimated as follows:

Assets	**Useful life**
Vehicles	- 4 years
Computers	- 3 years
Furniture and fixtures	- 10 years
Office equipment	- 2 to 5 years
Leasehold Improvements	- Over the primary lease period or useful life, whichever is less
Right-Of-Use assets (Leasehold premises)	- Over the period of lease

Exceptions to useful lives specified in Schedule II to the Companies Act, 2013 -

- Vehicles provided to employees as part of Cost-To-Company (CTC) scheme are depreciated using estimated useful life of 4 years.
- Assets costing less than Rs.5000/- are fully depreciated in the period of purchase.

Depreciation method, useful lives and residual values are reviewed at each financial year end and adjusted, if required.

Depreciation method, useful lives and residual values are reviewed at each financial year end and adjusted, if required. Depreciation on additions/disposals is provided on a pro- rata basis i.e. from/up to the date on which asset is ready to use/disposed off.

PPE is de-recognised on disposal or when no future economic benefits are expected from its use. Assets to be disposed off are reported at the lower of the carrying value and fair value less cost to sell. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the net carrying amount of the asset) is recognised in other income / netted off from any loss on disposal in the Statement of Profit and Loss in the year the asset is de-recognised.

2.8. Intangible assets

Other intangible assets including computer software are measured at cost and recognised if it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the cost of the asset can be measured reliably. Such other intangible assets are subsequently measured at cost less accumulated amortisation and accumulated impairment losses, if any.

Cost of an intangible asset comprises of its purchase price (after deducting trade discounts and rebates) including import duties and non-refundable taxes and any directly attributable cost for preparing the asset for its intended use.

Intangible assets are subsequently measured and stated at cost less accumulated amortisation and impairment loss, if any.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates and the cost of the asset can be measured reliably. All other expenditure is recognised in the Standalone Statement of Profit and Loss as incurred.

Intangible assets are stated at cost less accumulated amortisation and impairment loss, if any.

Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in profit or loss as incurred.

Intangible assets are amortised over the estimated useful life. The maximum period for such amortisation is taken as 36 months based on management's estimates of useful life. Amortisation is calculated using the Straight-line method to write down the cost of intangible assets over their estimated useful lives.

Amortisation method, useful lives and residual values are reviewed at each financial year end and adjusted, if required.

Intangible assets are derecognised on disposal or when no future economic benefits are expected to arise from its continuous use, and the resultant gains or losses are recognised in the Standalone Statement of Profit and Loss.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

2.9. Intangible assets under development

The intangible assets under development includes cost of intangible assets that are not ready for their intended use on the date of balance sheet less accumulated impairment losses, if any.

2.10. Cash and cash equivalent

Cash and cash equivalents include cash on hand, demand deposits and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

2.11. Foreign exchange transactions and translations

Initial recognition

Transactions in foreign currencies are recognised at the prevailing exchange rates between the reporting currency and the foreign currency on the transaction date.

Translations

Transactions in foreign currencies are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in the Statement of Profit and Loss.

Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.

Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

Non-monetary items that are measured at historical cost in foreign currency are not re-translated at reporting date.

2.12. Financial instruments

Initial Recognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

Classification and subsequent measurement

Financial assets

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

- Amortised cost; or
- Fair Value through Other Comprehensive Income (FVTOCI) - debt investment; or
- Fair Value through Other Comprehensive Income (FVTOCI) - equity investment; or
- Fair Value through Profit or Loss (FVTPL)

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

All financial assets not classified as measured at amortised cost or FVTOCI are measured at FVTPL.

The financial assets held with the objective to collect contractual cash flows as per the contractual terms that give rise on specified dates to cash flows that are solely payment of interest on the principal amount outstanding are measured at amortised cost on the reporting date. Accordingly, the Company measures investment in non-convertible debentures at amortised cost. Interest income and impairment if any, is recognised in the Statement of Profit and Loss.

For equity investments, the Company makes an election on an instrument-by-instrument basis to designate equity investments as measured at FVTOCI. These elected investments are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the reserves. The cumulative gain or loss is not reclassified to the Statement of Profit and Loss on disposal of the investments. These investments in equity are not held for trading. Instead, they are held for medium or long-term strategic purpose. Upon the application of Ind AS 109, the Company has chosen to designate these investments as FVTOCI as the Company believes that this provides a more meaningful presentation of medium or long-term strategic investments, than reflecting changes in fair value immediately in the Statement of Profit and Loss. Dividend income, if any, received on such equity investments are recognised in the Statement of Profit and Loss. Equity investments that are not designated to be measured at FVTOCI are designated to be measured as FVTPL. Subsequent changes in fair value are recognised in the Statement of Profit and Loss.

Financial assets at FVTPL are subsequently measured at fair value. Net gains and losses, any interest or dividend income, are recognized in Statement of profit and loss.

Financial liabilities and equity instruments

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

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. Equity instruments issued by the Company are recognised at the proceeds received. Transaction costs of an equity transaction are recognised as a deduction from equity.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held-for-trading or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost. Interest expenses and foreign exchange gains and losses are recognised in the Statement of Profit and Loss. Any gain or loss on de-recognition is also recognised in the Statement of Profit and Loss.

De-recognition of financial assets

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

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

De-recognition of financial liabilities

A financial liability is de-recognised when the obligation in respect of the liability is discharged, cancelled or expires. The difference between the carrying value of the financial liability and the consideration paid is recognised in the Statement of Profit and Loss.

Impairment of financial assets

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVTOCI, the loss allowance is recognised in OCI and is not reduced from the carrying amount of the financial asset in the balance sheet.

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

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in the Statement of Profit and Loss.

2.13. Security deposits measured at amortised cost

The Company's rent/lease agreements for the rented/ leased office premises are cancellable with a notice period of 2-3 months. All the agreements are considered to be short term in nature. Accordingly, the Company has not applied the provisions of Ind AS 109 - Financial Instruments for taking the effect of fair valuation of security deposits in the financial statements and the deposits.

2.14. Employee Benefits

Short-term employee benefits

All employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratia. Short-term employee benefit obligations are measured on an undiscounted basis and these are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Defined contribution plans

Contribution to provident fund

A defined contribution plan is a post-employment benefit plan under which the Company pays fixed contributions into an account with a separate entity and has no legal or constructive obligation to pay further amounts. The Company makes specified periodic contributions to the credit of the employees' account with the Employees' Provident Fund Organisation. Company's contribution paid/payable during the year to provident fund is recognised in the Statement of Profit and Loss.

National Pension System (NPS)

NPS is a defined contribution plan. In case employee opts for NPS, the Company contributes certain percentage of basic salary plus dearness pay, if any, of the eligible employees' salary to the NPS. The Company recognises such contribution as an expense as and when incurred.

Defined benefit plans

Gratuity

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of the defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The Company's liability towards gratuity scheme is determined by an independent actuary, using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation. Past services are recognized at the earlier of the plan amendment / curtailment and recognition of related restructuring costs/termination benefits.

The net interest cost/ income is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost/ income is included in employee benefit expense in the Statement of Profit and Loss.

Remeasurement of defined benefit plans, comprising of actuarial gains or losses, return on plan assets excluding interest income are recognised immediately in the Balance Sheet with corresponding debit or credit to other comprehensive income. Re-measurements are not reclassified to the Statement of Profit and Loss in subsequent period.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain) or the gain or loss on curtailment is recognised immediately in Statement of profit and Loss. The Company recognises gains and losses on the statement of a defined benefit plan when the settlement occurs.

Leave encashment / compensated absences / sick leave

The Company provides for the encashment / availment of leave with pay subject to certain rules as per leave policy for the company. The employees are entitled to accumulate leave subject to certain limits for future encashment / availment. The liability is provided based on the number of days of unutilized leave at each balance sheet date on the basis of an independent actuarial valuation.

Remeasurement gains or losses on long term compensated absences that are classified as other long term benefits are recognised in the Statement of Profit and Loss.

Employee Share based payments

Cash-settled share-based payments to employees are measured at the fair value of the equity instruments at each reporting date. Any change in fair value is recognized for the vested period in the Statement of Profit and Loss for the period as an employee benefit expenses

2.15. Scheme related expenses

As per SEBI circular dated October 22, 2018, all scheme related expenses subsequent to that date are to be borne by the mutual fund schemes. As a result, the investment management fees subsequent to this date are received net of all scheme expenses.

New Fund Offer ('NFO') expenses

Expenses pertaining to NFO are charged to the Statement of Profit and Loss in the year in which these expenses are incurred which is in compliance with SEBI (Mutual Fund) Regulations, 1996.

2.16. Finance Costs

Finance costs include interest expense accrued on a time basis, by reference to the principal outstanding. Interest expense on lease liabilities computed by applying the Company's weighted average incremental borrowing rate has been included under finance costs.

2.17. Income taxes

Income tax comprises of current and deferred tax. It is recognised in the Statement of Profit and Loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in Other Comprehensive Income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. It is measured using tax rates and tax laws enacted or substantively enacted by the reporting date.

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

The management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequence that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary difference could be utilized. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

that affects neither the taxable profit nor the accounting profit. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is recognised in statement of profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which ease, the deferred tax is also recognised in other comprehensive income or directly in equity respectively.

2.18. Securities issue expenses

Expenses incurred in connection with the fresh issue of share capital are adjusted against Securities premium.

2.19. Impairment of non-financial assets

The Company reviews the carrying amounts of its tangible and other intangible assets at the end of each reporting period, to determine whether there is any indication that those assets have impaired. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Recoverable amount is determined for an individual asset, unless the asset does not generate cash flows that are largely independent of those from other assets or group of assets.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash generating unit) is estimated to be less than its carrying amount, the assets is considered impaired, and is written down to its recoverable amount.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash generating unit) is increased to the revised estimate of its recoverable amount such that the increased carrying amount does not exceed the carrying amount that would have been determined if no impairment loss had been recognised for the asset (or cash generating unit) in prior years. The reversal of an impairment loss is recognised in the statement of profit and loss.

2.20. Accounting for provisions, contingent liabilities, contingent assets and commitments

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are not recognised in the financial statements. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The Company does not recognise contingent asset.

Commitments includes the amount of purchase order (net of advance) issued to counterparties for supplying/ development of assets and amounts pertaining to Investments which have been committed but not called for.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each Balance Sheet date.

2.21. Leases

Where the Company is the lessee

As a lessee, the Company's lease asset class primarily consist of buildings or part thereof taken on lease for office premises and certain IT equipment used for operating activities. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost which comprises of initial amount of lease liability adjusted for any lease payments made at or prior to the commencement date of the lease less any lease incentives. These are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the lease term.

The lease liability is initially measured at amortized cost at the present value of the future lease payments that are not paid at the commencement date, discounted using the Company's incremental average borrowing rate. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment of whether it will exercise an extension or a termination option

The Company has used a single discount rate to a portfolio of leases with similar characteristics.

Where the Company is the lessor

At the inception of the lease, the Company classifies each of its leases as either a finance lease or an operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, contract is classified as a finance lease. All other leases are classified as operating leases.

In accordance with Ind AS 116, Leases, the financial information has been presented in the following manner:

a) ROU assets and lease liabilities have been included within the line items 'Property, plant and equipment' and 'Other financial liabilities" respectively in the Balance sheet,

b) Interest expenses on the lease liability and depreciation charge for the right-to-use asset have been included within the line items "Finance costs" and 'Depreciation, amortization and impairment' respectively in the statement of profit or loss.

c) Short-term lease payments and payments for leases of low-value assets, where exemption as permitted under this standard is availed, have been recognized as expense on a straight-line basis over the lease term in the statement of Profit and Loss.

d) Cash payments for the principal and interest of the lease liability have been presented within "financing activities" in the statement of cash flows;

e) The disclosures as required in accordance with Ind AS 116, Leases, are set out under note no. 31.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

2.22. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit/ loss for the period after deducting preference dividends and any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, sub-division of shares etc. that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders is divided by the weighted average number of equity shares outstanding during the period, considered for deriving basic earnings per share and weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

3. Cash and cash equivalents

(Rs. in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Cash on hand	**0.63**	0.57
Balances with banks	**11.97**	9.04
Total	**12.60**	9.61

4. Bank Balance other than cash and cash equivalents

(Rs. in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Term deposit with banks	**2,600.00**	2,600.00
Total	**2,600.00**	2,600.00

5. Trade Receivables

(Rs. in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Investment Management Fee Receivable	1,525.30	873.19
Advisory Services Fee Receivable	106.10	96.22
Total	**1,631.40**	969.41

a) No trade or other receivable is due from directors or other officers or any of them either severally or jointly with any other person nor any trade or other receivable is due from firms, Limited liability partnerships or private companies in which any director is a partner, a director or a member.

b) Trade receivable is due within 30 to 90 days from the date of the invoice.

Trade Receivables Ageing Schedule as at 31 March 2026

(Rs. in Lakhs)

	Outstanding for following periods from due date of payment					
Particulars	**Less than 6 months**	**6 Months – 1 year**	**1-2 years**	**2-3 Years**	**More than 3 years**	**Total**
Undisputed Trade receivables – considered good	1,631.40	–	–	–	–	1,631.40
Total	**1,631.40**	**–**	**–**	**–**	**–**	**1,631.40**

Trade Receivables Ageing Schedule as at 31 March 2025

(Rs. in Lakhs)

	Outstanding for following periods from due date of payment					
Particulars	**Less than 6 months**	**6 Months – 1 year**	**1-2 years**	**2-3 Years**	**More than 3 years**	**Total**
Undisputed Trade receivables – considered good	969.41	–	–	–	–	969.41
Total	**969.41**	**–**	**–**	**–**	**–**	**969.41**

6. Investments

(Rs. in Lakhs)

	As at March 31, 2026				As at March 31, 2025			
Particulars	**At Amortised Cost**	**At FVTOCI**	**At FVTPL**	**Total**	At Amortised Cost	At FVTOCI	At FVTPL	Total
Mutual Fund	**–**	**–**	**12,361.58**	**12,361.58**	–	–	11,355.94	11,355.94
Debt Securities	**4,700.00**	**–**	**–**	**4,700.00**	4,700.00	–	–	4,700.00
Equity Instruments	**–**	**61.24**	**–**	**61.24**	–	51.66	–	51.66
Alternative Investment Fund	**–**	**–**	**23.97**	**23.97**	–	–	22.91	22.91
Total Gross Investements (A)	**4,700.00**	**61.24**	**12,385.55**	**17,146.79**	4,700.00	51.66	11,378.85	16,130.51
Investments outside India	**–**	**–**	**–**	**–**	–	–	–	–
Investments in India	**4,700.00**	**61.24**	**12,385.55**	**17,146.79**	4,700.00	51.66	11,378.85	16,130.51
Total (B)	**4,700.00**	**61.24**	**12,385.55**	**17,146.79**	4,700.00	51.66	11,378.85	16,130.51
Less: Allowance for Impairment (C)	**–**	**–**	**–**	**–**	–	–	–	–
Total Net Investements (D)=(A)-(C)	**4,700.00**	**61.24**	**12,385.55**	**17,146.79**	4,700.00	51.66	11,378.85	16,130.51

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

7. Other financial assets

(Rs. in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Interest accrued on investments	**261.10**	290.23
Security Deposits	**182.08**	182.34
Other Receivables	**0.78**	5.01
Total	**443.96**	477.58

8. Current tax assets (Net)

(i) Advance Tax/Tax deducted at source (net of provision for tax)

(Rs. in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Advance Tax/Tax deducted at source (net of provision for tax)	**–**	51.92
Total	**–**	51.92

(ii) Unused tax losses - Revenue in nature

(Rs. in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Expiry period		
Upto Five years	**17,073.27**	17,826.82
More than Five years	**3,669.13**	6,448.67
No Expiry Date	**914.50**	896.79
Total	**21,656.90**	25,172.28

9. Property, Plant and Equipments

As at 31 March 2026 **(Rs. in Lakhs)**

	GROSS BLOCK				DEPRECIATION/AMORTISATION				NET BLOCK
Asset description	**As at 01 April 2025**	**Additions**	**Deductions/ adjustments**	**As at 31 March 2026**	**As at 01 April 2025**	**Additions**	**Deductions/ adjustments**	**As at 31 March 2026**	**As at 31 March 2026**
Computers & Network	**385.86**	**57.39**	**1.14**	**442.11**	**229.55**	**82.74**	**1.14**	**311.15**	**130.96**
Furniture & fixtures	**64.04**	**11.05**	**7.43**	**67.66**	**24.19**	**8.20**	**6.33**	**26.06**	**41.60**
Vehicles	**649.46**	**214.24**	**103.03**	**760.67**	**369.05**	**157.63**	**84.88**	**441.80**	**318.87**
Office Equipments	**174.38**	**14.53**	**4.98**	**183.93**	**73.66**	**32.05**	**4.82**	**100.89**	**83.04**
Leasehold Improvements	**212.85**	**–**	**–**	**212.85**	**41.84**	**26.61**	**–**	**68.45**	**144.40**
Right of Use Asset - leased premises	**2,055.79**	**650.27**	**315.72**	**2,390.34**	**726.50**	**307.62**	**220.68**	**813.44**	**1,576.90**
Total	**3,542.38**	**947.48**	**432.30**	**4,057.56**	**1,464.79**	**614.85**	**317.85**	**1,761.79**	**2,295.77**

As at 31 March 2025 (Rs. in Lakhs)

	GROSS BLOCK				DEPRECIATION/AMORTISATION				NET BLOCK
Asset description	As at 01 April 2024	Additions	Deductions/ adjustments	As at 31 March 2025	As at 01 April 2024	Additions	Deductions/ adjustments	As at 31 March 2025	As at 31 March 2025
Computers & Network	242.75	144.52	1.41	385.86	168.71	62.25	1.41	229.55	156.31
Furniture & fixtures	65.75	0.85	2.56	64.04	20.06	6.35	2.22	24.19	39.85
Vehicles	634.95	88.98	74.47	649.46	285.99	143.90	60.84	369.05	280.41
Office Equipments	172.18	6.47	4.27	174.38	47.65	30.25	4.24	73.66	100.72
Leasehold Improvements	212.85	–	–	212.85	15.23	26.61	–	41.84	171.01
Right of Use Asset - leased premises	2,027.01	200.29	171.51	2,055.79	598.10	277.26	148.86	726.50	1,329.29
Total	3,355.49	441.11	254.22	3,542.38	1,135.74	546.62	217.57	1,464.79	2,077.59

There is no immovable property where title deed of such immovable property is not held in name of the Company or jointly held with others.
The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets)

10. Other Intangible Assets

As at 31 March 2026 **(Rs. in Lakhs)**

	GROSS BLOCK				DEPRECIATION/AMORTISATION				NET BLOCK
Asset description	**As at 01 April 2025**	**Additions**	**Deductions/ adjustments**	**As at 31 March 2026**	**As at 01 April 2025**	**Additions**	**Deductions/ adjustments**	**As at 31 March 2026**	**As at 31 March 2026**
Computer software	**158.06**	**–**	**–**	**158.06**	**115.17**	**24.37**	**–**	**139.54**	**18.52**
Total	**158.06**	**–**	**–**	**158.06**	**115.17**	**24.37**	**–**	**139.54**	**18.52**

As at 31 March 2025 (Rs. in Lakhs)

	GROSS BLOCK				DEPRECIATION/AMORTISATION				NET BLOCK
Asset description	As at 01 April 2024	Additions	Deductions/ adjustments	As at 31 March 2025	As at 01 April 2024	Additions	Deductions/ adjustments	As at 31 March 2025	As at 31 March 2025
Computer software	143.08	14.98	–	158.06	93.93	21.24	–	115.17	42.89
Total	143.08	14.98	–	158.06	93.93	21.24	–	115.17	42.89

The Company has not revalued its Intangible Assets.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

11. Other non-financial assets

(Rs. in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Capital advances	**11.47**	18.38
Prepaid expenses	**141.16**	176.93
Balances with Government Authorities	**161.57**	95.93
Other advances	**15.78**	7.76
Total	**329.98**	299.00

12. Trade Payables

Based on and to the extent of the information received by the Company from the suppliers during the year regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), the total outstanding dues of Micro and Small enterprise and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the MSMED Act") are given below:

(Rs. in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Total outstanding dues of Micro and small enterprises		
a) Dues remaining unpaid to any supplier at the year end		
– Principal	**126.80**	32.39
– Interest on the above	**–**	–
b) Interest paid in terms of Section 16 of the MSMED Act along with the amount of payment made to the supplier beyond the appointed day during the year	**–**	–
– Principal paid beyond the appointed date	**–**	–
– Interest paid in terms of section 16 of the MSMED Act	**–**	–
c) Amount of interest due and payable for the year of delay on payments made beyond the appointed day during the year	**–**	–
d) Amount of interest accrued and remaining unpaid at the year end	**–**	–
e) Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises	**–**	–
Total outstanding dues of creditors other than micro and small enterprises	**349.31**	202.67
Total	**476.11**	235.06

Trade Payables Ageing Schedule as at 31 March, 2026

Trade Payables - Undisputed

(Rs. in Lakhs)

	Outstanding for following periods				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 Years**	**More than 3 years**	**Total**
(i) MSME	**126.80**	**–**	**–**	**–**	**126.80**
(ii) Others	**349.31**				**349.31**
Total	**476.11**	**–**	**–**	**–**	**476.11**

Trade Payables Ageing Schedule as at 31 March 2025

Trade Payables - Undisputed

(Rs. in Lakhs)

	Outstanding for following periods				
Particulars	Less than 1 year	1-2 years	2-3 Years	More than 3 years	Total
(i) MSME	32.39	–	–	–	32.39
(ii) Others	202.67	–	–	–	202.67
Total	235.06	–	–	–	235.06

13. Other financial liabilities

(Rs. in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Employee Benefits payable	**1,227.04**	942.78
Other payable	**12.30**	5.51
Lease Liability	**1,796.64**	1,513.77
Total	**3,035.98**	2,462.06

Terms & Conditions of financial liabilities

- Trade payables are normally settled on 30 days terms
- Other financial liabilities are normally settled as and when due

14. Current Tax Liabilities (net)

(Rs. in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for Income Tax (Net of Advance tax and TDS)	**25.13**	–
Total	**25.13**	–

15. Provisions

(Rs. in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits		
– Gratuity	**339.65**	141.19
– Leave encashment	**310.83**	210.30
– Share based compensation to employees	**1,652.17**	1,468.27
Total	**2,302.65**	1,819.76

16. Other non-financial liabilities

(Rs. in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
TDS Payable	**132.29**	139.57
GST Payable	**257.20**	147.72
Other statutory dues and taxes payable	**37.78**	34.08
Total	**427.27**	321.37

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

17. Equity Share capital

Particulars	As at 31 March 2026 No. of shares	As at 31 March 2026 Rs. in Lakhs	As at 31 March 2025 No. of shares	As at 31 March 2025 Rs. in Lakhs
Authorised capital :				
Equity shares of Rs.10/– each	**40,00,00,000**	**40,000.00**	40,00,00,000	40,000.00
	40,00,00,000	**40,000.00**	40,00,00,000	40,000.00
Issued, Subscribed and paid-up capital :				
Equity shares of Rs. 10/- each, fully paid up	**38,29,41,180**	**38,294.12**	38,29,41,180	38,294.12
	38,29,41,180	**38,294.12**	38,29,41,180	38,294.12

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	Rs. in Lakhs	No. of shares	Rs. in Lakhs
a) Reconciliation of number of equity shares and amount outstanding:				
Issued, Subscribed and paid-up capital:				
Balance at the beginning of the year	**38,29,41,180**	**38,294.12**	38,29,41,180	38,294.12
Add : Fresh allotment of shares :				
–Shares issued during the year	**–**	**–**	–	–
Balance at the end of the year	**38,29,41,180**	**38,294.12**	38,29,41,180	38,294.12
b) Number of equity shares held by holding company or ultimate holding company including shares held by its subsidiaries/associates:				
Holding company				
Mahindra & Mahindra Financial Services Limited	**19,53,00,000**	**19,530.00**	19,53,00,000	19,530.00
Percentage of holding (%)	**51%**		51%	
c) Shareholders holding more than 5 percent of the aggregate shares:				
Mahindra & Mahindra Financial Services Limited	**19,53,00,000**	**19,530.00**	19,53,00,000	19,530.00
Percentage of holding (%)	**51%**		51%	
Manulife Investment Management (Singapore) Pte Limited	**18,76,41,180**	**18,764.12**	18,76,41,180	18,764.12
Percentage of holding (%)	**49%**		49%	
d) Shareholding of Promoters:				
Mahindra & Mahindra Financial Services Limited	**19,53,00,000**	**19,530.00**	19,53,00,000	19,530.00
Percentage of holding (%)	**51%**		51%	
Change in holding during the year (%)	**–**		–	
Manulife Investment Management (Singapore) Pte Limited	**18,76,41,180**	**18,764.12**	18,76,41,180	18,764.12
Percentage of holding (%)	**49%**		49%	
Change in holding during the year (%)	**–**		–	

e) **Terms/rights attached to equity shares:**
The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each holder of equity share is entitled to one vote per share. The holders of the equity shares are entitled to dividends, if any, proposed by the board of directors and approved by the shareholders at the Annual General Meeting. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

18. Other Equity

Nature and purpose of reserves

Securities Premium: Securities Premium is used to record the premium (amount received in excess of face value of equity shares) on issue of shares. The reserve can be utilised only for limited purposes such as issuance of bonus shares in accordance with the provisions of the Companies Act, 2013. The securities premium also includes amount transferred from Share options outstanding account upon exercise of options by employees and subsequent allotment of shares to them.

Retained earnings or Profit & loss account: Retained earnings are the profits that a company has earned to date, less any dividends or other distributions paid to the Shareholders, net of utilisation as permitted under applicable regulations.

Other Comprehensive Income (OCI): Other Comprehensive Income (OCI) represents remeasurements of defined benefits plans comprising of actuarial gains and losses on its net liabilities / assets and fair valuation of financial instruments.

(Rs. in Lakhs)

Particulars	Securities premium	Retained earnings or Profit & loss account	Other Comprehensive Income (OCI)	Total
Balance as at 01 April 2024	7,046.46	(26,459.35)	(35.24)	(19,448.13)
Profit / (Loss) for the year	–	(1,005.89)	–	(1,005.89)
Remeasurement gain / (loss) on defined benefit plans	–	–	(17.15)	(17.15)
Net gain / (loss) on fair valuation of equity instruments	–	–	(2.69)	(2.69)
Total Comprehensive Income for the year	**–**	**(1,005.89)**	**(19.84)**	**(1,025.73)**
Balance as at 31 March 2025	**7,046.46**	**(27,465.24)**	**(55.08)**	**(20,473.86)**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(Rs. in Lakhs)

Particulars	Securities premium	Retained earnings or Profit & loss account	Other Comprehensive Income (OCI)	Total
Balance as at 01 April 2025	7,046.46	(27,465.24)	(55.08)	(20,473.86)
Profit / (Loss) for the year	–	418.13	–	418.13
Remeasurement gain / (loss) on defined benefit plans	–	–	(36.09)	(36.09)
Net gain / (loss) on fair valuation of equity instruments	–	–	9.58	9.58
Total Comprehensive Income for the year	**–**	**418.13**	**(26.51)**	**391.62**
Balance as at 31 March 2026	**7,046.46**	**(27,047.11)**	**(81.59)**	**(20,082.24)**

19. Fees and commission income

(Rs. in Lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Fees earned from management of mutual fund schemes	**9,786.81**	7,022.46
Investment Advisory Fees	**399.48**	380.59
Total	**10,186.29**	7,403.05

Note: The Investment Advisory Fees stated above are earning in foreign currency.

20. Other income

(Rs. in Lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest income on financial instruments measured at amortised cost	**590.11**	686.55
Interest on Income Tax Refund	**2.88**	2.77
Net profit / (loss) on sale of investments	**441.98**	451.41
Net gain / (loss) on financial instruments at FVTPL		
– Unrealised gain on Investments	**162.12**	221.86
Other Non Operating Income		
– Non operating income	**27.68**	5.65
Total	**1,224.77**	1,368.24

21. Employee benefits expenses

(Rs. in Lakhs)

Particulars	year ended 31 March 2026	year ended 31 March 2025
Salaries and wages	**5,657.67**	5,197.59
Contribution to provident funds and other funds	**304.71**	274.39
Long Term Incentive Plan	**538.81**	799.38
Staff welfare expenses	**31.65**	30.87
Total	**6,532.84**	6,302.23

22. Finance costs

(Rs. in Lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
On Lease Liability		
Interest on lease liability	**133.92**	118.02
Total	**133.92**	118.02

23. Depreciation and amortization

(Rs. in Lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation on Property, Plant and Equipment	**306.02**	268.53
Amortization of intangible assets	**24.37**	21.24
Amortization on leased assets	**307.62**	277.27
Total	**638.01**	567.04

24. Other expenses

(Rs. in Lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Rent, taxes and energy costs	**42.34**	36.90
Repairs and maintenance	**112.30**	42.37
Communication Costs	**98.43**	91.18
Information Technology	**308.54**	263.76
Printing and stationery	**20.36**	26.62
Advertisement and publicity	**209.19**	163.18
Marketing & Sales Promotion	**580.77**	449.60
Directors' sitting fees	**27.90**	28.50
Auditor's fees and expenses		
– Audit fees	**6.00**	6.00
– Other services	**–**	–
– Reimbursement of expenses	**0.26**	0.21
Legal and professional fees	**184.06**	160.39
Fund accounting charges	**318.03**	274.30
Scheme related expenses	**405.40**	362.47
Insurance	**122.60**	104.59
Manpower outsourcing cost	**251.82**	222.54
Conference & Seminar	**29.83**	36.12
Membership & Subscription	**263.81**	244.51
Travelling & Conveyance	**172.25**	131.90
Other expenditure	**179.12**	144.75
Total	**3,333.01**	2,789.89

Note 1: Membership & subscription fees includes ₹2.91 lakhs expenditure in foreign currency. (Previous year - Rs. 17.13 lakhs)

Note 2: Previous year's figures have been regrouped/ reclassified wherever found necessary.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

25. Earning Per Share (EPS)

Basic EPS is calculated in accordance with Ind AS 33 'Earnings Per Share' by dividing the net profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year. Diluted EPS is calculated by dividing the net profit attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares of the Company.

(Rs. in Lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit/ (Loss) for the year	**418.13**	(1,005.89)
Weighted average number of Equity Shares used in computing basic EPS	**3,829.41**	3,829.41
Weighted average number of Equity Shares used in computing diluted EPS	**3,829.41**	3,829.41
Basic Earnings per share (Rs.) (Face value of Rs. 10/– per share)	**0.11**	(0.26)
Diluted Earnings per share (Rs.)	**0.11**	(0.26)

26. Employee benefits

Details of defined benefit plans as per actuarial valuation are as follows:

	Funded Plan Gratuity		Unfunded Plans Exigency leave/Earned leave	
	Year ended 31 March		Year ended 31 March	
Particulars	**2026**	2025	**2026**	2025
I. Amounts recognised in the Statement of Profit & Loss				
Current service cost	**69.81**	67.32	**81.49**	7.97
Net Interest cost	**13.46**	10.57	**–**	–
Past service cost	**104.09**	–	**19.04**	–
Actuarial (gain)/loss	**–**	–	**–**	–
Interest income	**–**	–	**–**	–
Total expenses included in employee benefits expense	**187.36**	77.89	**100.53**	7.97
II. Amount recognised in Other Comprehensive income				
Remeasurement (gains)/losses:				
a) Actuarial (gains)/losses arising from changes in –				
– demographic changes	**(12.24)**	(2.21)	**–**	–
– financial assumptions	**(5.27)**	16.77	**–**	–
– experience adjustments	**48.85**	3.03	**–**	–
b) Return on Plan Assets, Excluding Interest Income	**4.75**	(0.44)	**–**	–
Total amount recognised in other comprehensive income	**36.09**	17.15	**–**	–
III. Changes in the defined benefit obligation				
Opening defined benefit obligation	**407.94**	334.15	**210.30**	202.33
Current service cost	**69.81**	67.32	**81.49**	7.97
Past service cost	**104.09**	–	**19.04**	–
Interest expense	**29.68**	24.17	**–**	–
Remeasurement (gains)/losses arising from changes in -		–		–
– demographic changes	**(12.24)**	(2.21)	**–**	–
– financial assumptions	**(5.27)**	16.77	**–**	–
– experience adjustments	**48.85**	3.03	**–**	–
Benefits paid/extinguished	**(64.75)**	(35.27)	**–**	–
Closing defined benefit obligation	**578.11**	407.94	**310.83**	210.30

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Particulars	Funded Plan Gratuity		Unfunded Plans Exigency leave/Earned leave	
	Year ended 31 March		Year ended 31 March	
	2026	2025	**2026**	2025
IV. Change in the fair value of plan assets during the year				
Opening Fair value of plan assets	**266.75**	187.99	**–**	–
Interest income	**16.22**	13.59	**–**	–
Expected return on plan assets	**(4.75)**	0.44	**–**	–
Contributions by employer	**30.00**	100.00	**–**	–
Adjustment due to change in opening balance of Plan assets	**–**	–	**–**	–
Actual Benefits paid	**(64.75)**	(35.27)	**–**	–
Closing Fair value of plan assets	**243.47**	266.75	**–**	–
V. Net defined benefit obligation				
Defined benefit obligation	**578.11**	407.94	**310.83**	210.30
Fair value of plan assets	**243.47**	266.75	**–**	–
Surplus/(Deficit)	**(334.64)**	(141.19)	**(310.83)**	(210.30)
Current portion of the above	**(193.17)**	(133.47)	**(53.69)**	(25.51)
Non current portion of the above	**(141.47)**	(7.72)	**(257.14)**	(184.79)

Details of defined benefit plans as per actuarial valuation are as follows:

Particulars	Funded Plan Gratuity		Unfunded Plans Exigency leave/Earned leave	
	Year ended 31 March		Year ended 31 March	
	2026	2025	**2026**	2025
Actuarial assumptions and Sensitivity				
I. Actuarial assumptions				
Discount Rate (p.a.)	**6.77%**	6.65%	**6.77%**	6.65%
Attrition rate	**14%- 53%**	11%- 18%	**14%- 53%**	11%- 18%
Rate of Salary increase (p.a.)	**7.00%**	7.00%	**7.00%**	7.00%
Retirement Age	**60 years**	60 years	**60 years**	60 years
In-service Mortality	**Indian Assured Lives Mortality 2012-14 (Urban)**	Indian Assured Lives Mortality 2012-14 (Urban)	**Indian Assured Lives Mortality 2012-14 (Urban)**	Indian Assured Lives Mortality 2012-14 (Urban)
II. Quantitative sensitivity analysis for impact of significant assumptions on defined benefit obligation are as follows:				
One percentage point increase in discount rate	**(24.45)**	(22.97)	**(12.26)**	(11.31)
One percentage point decrease in discount rate	**26.77**	25.65	**13.42**	12.61
One percentage point increase in Salary growth rate	**23.10**	25.31	**13.26**	12.44
One percentage point decrease in Salary growth rate	**(22.34)**	(23.10)	**(12.34)**	(11.37)
One percentage point increase in Attrition rate	**(1.45)**	(1.78)	**(0.37)**	(0.26)
One percentage point decrease in Attrition rate	**1.41**	1.85	**0.38**	0.28
III. Maturity profile of defined benefit obligation				
Within 1 year	**82.33**	45.04	**53.69**	25.51
Between 1 and 5 years	**296.34**	166.21	**257.14**	184.79

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

27. Financial Instruments

i) Financial Instruments regularly measured using Fair Value-recurring items

(Rs. in Lakhs)

Financial assets/ financial liabilities	Financial assets/ financial liabilities	Category	Fair Value As at 31 March 2026	Fair Value As at 31 March 2025	Fair value hierarchy	Valuation technique(s)
1) Investment in equity instruments-Unquoted	Financial Assets	Financial instrument designated at FVTOCI	61.24	51.66	Level 3	Based on latest available net worth of investee company
2) Investment in Alternative Investment Fund-Unquoted	Financial Assets	Financial instrument measured at FVTPL	23.97	22.91	Level 1	NAV
3) Investment in Mutual Funds	Financial Assets	Financial instrument measured at FVTPL	12,361.58	11,355.94	Level 1	NAV

ii) Financial Instruments measured at amortised cost

(Rs. in Lakhs)

Particulars	Carrying Value	Fair value	Fair value Level 1	Fair value Level 2	Fair value Level 3
As at 31 March 2026					
Financial assets					
a) Cash and cash equivalents	**12.60**	**12.60**	**12.60**	**–**	**–**
b) Bank Balance other than cash and cash equivalents	**2,600.00**	**2,600.00**	**2,600.00**	**–**	**–**
c) Trade Receivables	**1,631.40**	**1,631.40**	**–**	**1,631.40**	**–**
d) Investments	**4,700.00**	**4,700.00**	**4,700.00**	**–**	**–**
e) Other financial assets	**443.96**	**443.96**	**261.10**	**182.86**	**–**
Total	**9,387.96**	**9,387.96**	**7,573.70**	**1,814.26**	**–**
Financial liabilities					
a) Trade Payables	**476.11**	**476.11**	**–**	**476.11**	**–**
b) Other financial liabilities	**3,035.98**	**3,035.98**	**–**	**3,035.98**	**–**
Total	**3,512.09**	**3,512.09**	**–**	**3,512.09**	**–**
As at 31 March 2025					
Financial assets					
a) Cash and cash equivalents	9.61	9.61	9.61	–	–
b) Bank Balance other than cash and cash equivalents	2,600.00	2,600.00	2,600.00	–	–
c) Trade Receivables	969.41	969.41	–	969.41	–
d) Investments	4,700.00	4,700.00	4,700.00	–	–
e) Other financial assets	477.58	477.58	290.23	187.35	–
Total	**8,756.60**	**8,756.60**	**7,599.84**	**1,156.76**	**–**
Financial liabilities					
a) Trade Payables	235.06	235.06	–	235.06	–
b) Other financial liabilities	2,462.06	2,462.06	–	2,462.06	–
Total	**2,697.12**	**2,697.12**	**–**	**2,697.12**	**–**

There were no transfers between Level 1 and Level 2 during the year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

28. Financial Risk Management

In the course of its business, the Company is exposed to certain financial risks: liquidity risk and market risk. The Company's primary focus is to achieve better predictability of financial markets and seek to minimize potential adverse effects on its financial performance.

Liquidity Risk Management

The Company manages liquidity risk by continuously monitoring forecast and actual cash flows.

Maturity profile of non-derivative financial liabilities

(Rs. in Lakhs)

Particulars	Less than 1 Year	1–3 Years	3–5 Years	5 years and above	Total
Non-derivative financial liabilities					
As at 31 March 2026					
Trade Payables	**476.11**	–	–	–	**476.11**
Other financial liabilities	**1,271.25**	**62.65**	**1,197.10**	**504.98**	**3,035.98**
Total	**1,747.36**	**62.65**	**1,197.10**	**504.98**	**3,512.09**
As at 31 March 2025					
Trade Payables	235.06	–	–	–	235.06
Other financial liabilities	963.87	170.45	162.80	1,164.94	2,462.06
Total	1,198.93	170.45	162.80	1,164.94	2,697.12

Market Risk Management

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company invests in fixed rate instruments, units of mutual fund taking into account the current liquidity requirements. There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

29. Related party disclosures:

i) As per Ind AS 24 on 'Related party disclosures', the related parties of the Company are as follows:

a) **Holding Company**
Mahindra & Mahindra Financial Services Ltd

b) **Ultimate Holding Company**
Mahindra & Mahindra Ltd

c) **Fellow Subsidiaries / Associate Companies/ Joint Ventures:**
(entities with whom the Company has transactions)
Manulife Investment Management Singapore Pte Ltd
Mahindra Rural Housing Finance Limited
NBS International Limited
Mahindra Integrated Business Solutions Private Limited
Mahindra Holidays and Resorts India Ltd
Mahindra Manulife Trustee Private Limited
Manulife Investment Management (Hong Kong) Limited

d) **Key Management Personnel:**
Mr. Anthony Heredia - Managing Director & CEO
Mr. Raul Rebello - Director
Mr. Gianni Fiacco - Director
Mr. Sethu Gururajan - Independent Director (Ceased w.e.f 15th January 2025)
Mrs. Chitra Andrade - Independent Director
Mr. Vijay Ramachandran - Independent Director
Mr. Abizer Diwanji - Independent Director

ii) The nature and volume of transactions of the Company during the year with the above related parties were as follows:

(Rs. in Lakhs)

	Holding Company		Ultimate Holding Company		Fellow Subsidiaries/ Associate Companies/ Joint Ventures		Key Management Personnel	
Particulars	**Year ended 31 March 2026**	Year ended 31 March 2025	**Year ended 31 March 2026**	Year ended 31 March 2025	**Year ended 31 March 2026**	Year ended 31 March 2025	**Year ended 31 March 2026**	Year ended 31 March 2025
Purchase / Transfer of fixed assets								
Mahindra & Mahindra Ltd	**–**	–	**30.14**	8.45	**–**	–	**–**	–
NBS International Limited	**–**	–	**–**	–	22.40	22.60	**–**	–
Interest income								
Mahindra Rural Housing Finance Ltd	**–**	–	**–**	–	**409.80**	409.48	**–**	–
Lease Rental Income								
Mahindra Manulife Trustee Private Limited	**–**	–	**–**	–	**1.72**	–	**–**	–
Other expenses								
Mahindra Integrated Business Solutions Pvt Ltd	**–**	–	**–**	–	**58.98**	49.44	**–**	–
NBS International Limited	**–**	–	**–**	–	**1.03**	0.83	**–**	–
Mahindra & Mahindra Financial Services Ltd	**78.64**	105.17	**–**	–	**–**	–	**–**	–
Mahindra & Mahindra Ltd	**–**	–	**37.20**	28.48	**–**	–	**–**	–
Mahindra Holidays and Resorts India Ltd	**–**	–	**–**	–	**–**	0.19	**–**	–
Investment Advisory Fees Income								
Manulife Investment Management (Hong Kong) Ltd	**–**	–	**–**	–	**399.48**	380.59	**–**	–
Directors' Sitting Fees	**–**	–	**–**	–	**–**	–	**27.90**	28.50
Remuneration to Managing Director & Chief Executive Officer								
Mr. Anthony Heredia	**–**	–	**–**	–	**–**	–	**413.63**	332.85

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

iii) Balances as at the end of the year:

Rs. in lakhs

Particulars	Holding Company		Ultimate Holding Company		Fellow Subsidiaries/ Associate Companies/ Joint Ventures	
	As at 31 March 2026	As at 31 March 2025	**As at 31 March 2026**	As at 31 March 2025	**As at 31 March 2026**	As at 31 March 2025
Balances as at the end of the period						
Investments						
Investments in Non convertible debentures (including interest accrued but not due)						
Mahindra Rural Housing Finance Limited	**–**	–	**–**	–	**4,856.88**	4,857.22
Trade Receivables						
Manulife Investment Management (Hong Kong) Ltd	**–**	–	**–**	–	**106.10**	96.22
Trade Payables						
Mahindra & Mahindra Ltd	**–**	–	**–**	–	**14.30**	0.33
Mahindra Integrated Business Solutions Pvt Ltd	**–**	–	**–**	–	**1.25**	0.89
NBS International Limited	**–**	–	**–**	–	**4.27**	–

30. Disclosure on Employee Share-based Compensation Scheme (Cash-settled phantom share based payments)

The Company has a Long Term Incentive Compensation Scheme ('LTIC') for eligible employees. The same was announced in Financial Year 2018-19. The LTIC payment calculation is based on a framework of phantom shares. The cash-settled share-based amount is measured at the fair value of the liability as per the requirements of Ind AS 102 Share-based payments. Until the liability is settled, the Company shall remeasure the fair value of the liability at the end of each reporting period and at the date of settlement, with any changes in fair value recognised in the Statement of profit and loss for the year. Accordingly, a charge to Statement of Profit and loss for the year ended March 31, 2026 is Rs. 670.50 lakhs (previous year Rs. 631.33 lakhs).

Summary of phantom shares

Particulars	FY 2024-25		FY 2025-26	
	No. of phantom shares	**Weighted average allocation price (Rs.)**	**No. of phantom shares**	**Weighted average allocation price (Rs.)**
Phantom shares outstanding as on 1st April 2024 & 2025	89,38,923	5.88	**75,84,486**	**6.01**
Phantom shares exercised during the year	(5,97,299)	3.98	**(3,51,807)**	**3.48**
Phantom shares forfeited during the year	(7,57,138)	6.13	**(77,873)**	**20.91**
Phantom shares outstanding as on 31st March 2025 & 2026	75,84,486	6.01	**71,54,806**	**6.12**

Information in respect of outstanding phantom shares as at 31st March 2026:

Fair Value of phantom shares at the allocation date	Range of Allocation price	Number of Phantom shares outstanding as on 31.03.2026	Weighted average remaining period	Fair Value of Share as on 31.03.2026
12.16	**Rs. 4.87 (at 60% discount)**	**27,44,481**	**–**	**42.55**
16.12	**Rs. 6.45 (at 60% discount)**	**6,88,354**	**5 months**	**42.55**
18.24	**Rs. 3.65 (at 80% discount)**	**3,26,698**	**14 months**	**42.55**
18.24	**Rs. 7.30 (at 60% discount)**	**33,95,273**	**14 months**	**42.55**

Information in respect of outstanding phantom shares as at 31st March 2025:

Fair Value of phantom shares at the allocation date	Range of Allocation price	Number of Phantom shares outstanding as on 31.03.2025	Weighted average remaining period	Fair Value of Share as on 31.03.2025
8.70	Rs. 3.48 (at 60% discount)	3,51,807	–	35.67
12.16	Rs. 4.87 (at 60% discount)	27,44,481	5 months	35.67
16.12	Rs. 6.45 (at 60% discount)	6,88,354	14 months	35.67
18.24	Rs. 3.65 (at 80% discount)	3,26,698	26 months	35.67
18.24	Rs. 7.30 (at 60% discount)	34,73,146	26 months	35.67

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Period of payout	Payout period completed as on 31 March 2026	Payout period remaining as on 31 March 2026	Provision (Rs. in Lakhs)
Equity Based - Cash Settled			
April 1 2021 to March 31 2026	**60 months**	**–**	**465.48**
April 1 2022 to March 31 2026	**48 months**	**–**	**74.55**
April 1 2022 to March 31 2027	**48 months**	**12 months**	**89.46**
April 1 2023 to March 31 2026	**36 months**	**–**	**330.98**
April 1 2023 to March 31 2027	**36 months**	**12 months**	**297.88**
April 1 2023 to March 31 2028	**36 months**	**24 months**	**357.46**
Total Provision made as on 31st March 2026			**1,615.80**

Period of payout	Payout period completed as on 31 March 2025	Payout period remaining as on 31 March 2025	Provision (Rs. in Lakhs)
Equity Based - Cash Settled			
April 1 2020 to March 31 2025	60 months	–	50.96
April 1 2021 to March 31 2025	48 months	–	253.67
April 1 2021 to March 31 2026	48 months	12 months	304.41
April 1 2022 to March 31 2025	36 months	–	50.28
April 1 2022 to March 31 2026	36 months	12 months	45.26
April 1 2022 to March 31 2027	36 months	24 months	54.31
April 1 2023 to March 31 2026	24 months	12 months	181.66
April 1 2023 to March 31 2027	24 months	24 months	163.49
April 1 2023 to March 31 2028	24 months	36 months	196.19
Total Provision made as on 31 March 2025			**1,300.22**

Valuation of the Company has been done by assigning a valuation percentage to the average assets under management of the company for March 2026 plus cash and cash equivalent as of 31st March 2026. A different valuation percentage is assigned to different asset classes. The total value of the company is divided by the total number of shares outstanding as on reporting date, to arrive at the fair value per share of the Company.

31. Leases

The Company has entered into leasing arrangements for premises. Majority of the leases are cancellable by the Company. Right of Use asset has been included under the line 'Property, Plant and Equipment' and Lease liability has been included under 'Other Financial Liabilities' in the Balance Sheet.

Following are the changes in the carrying value of Right to Use asset for the year ended 31st March 2026

(Rs. in Lakhs)

	Category of Asset Leasehold premises	
Particulars	**As at 31 March 2026**	As at 31 March 2025
Balance at the beginning	**1,329.29**	1,428.91
Additions	**650.27**	154.13
Restatement of ROU Asset	**–**	46.17
Deletions	**(95.04)**	(22.65)
Amortisation on ROU Asset for the year	**(307.62)**	(277.27)
Balance as at the end of the year	**1,576.90**	1,329.29

Following is the movement in the lease liabilities during the year ended 31st March 2026

Rs. in lakhs

Particulars	**As at 31 March 2026**	As at 31 March 2025
Balance at the beginning	**1,513.77**	1,566.70
Additions	**650.27**	154.13
Restatement of lease liability	**–**	49.05
Deletions	**(115.48)**	(29.83)
Finance Cost accrued during the year	**133.92**	118.02
Payment of lease liabilities	**(385.84)**	(344.30)
Balance as at the end of the year	**1,796.64**	1,513.77

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Rs. in lakhs

Particulars	**As at 31 March 2026**	As at 31 March 2025
Less than one year	**385.64**	337.42
One to five years	**1,666.10**	1,405.13
More than five years	**197.03**	157.86
Total	**2,248.77**	1,900.41

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

32. Additional disclosures

i) Financials Ratios

Ratio	Numerator	Denominator	Ratio as on 31st March 2026	Ratio as on 31st March 2025	% Variance	Reason for variance
Capital to risk-weighted assets ratio (CRAR)*	–	–	–	–	–	NA
Tier I CRAR*	–	–	–	–	–	NA
Tier II CRAR*	–	–	–	–	–	NA
Liquidity Coverage Ratio*	–	–	–	–	–	NA

* Note: Since the Company is not in lending business, it does not have any credit exposure. Hence, these ratios are not applicable to the Company.

ii) During the financial years ended 31st March 2026 and 31st March 2025, the Company has not granted any loans or advances in the nature of loans to promoters, directors, Key Management Personnel and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person (a) repayable on demand or (b) without specifying any terms or period of repayment.

iii) There is no Benami Property held by the Company and no proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

iv) The Company does not have any transactions with companies stuck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956

v) There are no charges or satisfaction in relation to any debt / borrowings yet to be registered with ROC beyond the statutory period.

vi) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

vii) Utilisation of borrowed funds and share premium:

A) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries;

B) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

viii) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

ix) There are no transactions which have not been recorded in the books of accounts and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Also, there are no previously unrecorded income and related assets.

x) There was no Scheme of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the year.

xi) The Company has not been declared as wilful defaulter by any bank or financial Institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

33 Operating Segments

The Company is in the business of providing investment management services to the Mahindra Manulife Mutual Fund and offshore advisory to clients. The primary segment is identified as investment management services. As such the Company's financial statements are largely reflective of the investment management business and there is no separate reportable segment as per Ind AS 108 on "Operating Segments" in respect of the Company.

34 Social Security code

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws into a unified framework governing employee benefits during employment and post-employment. In accordance with the new Labour Codes, the Company has currently estimated impact of Gratuity and Leave Encashment to be Rs. 123.12 lakhs on the basis of Actuarial Valuation. This has been presented under "Exceptional Items" in the statement of profit and loss for the year ended March 31, 2026. The Company continues to monitor development on the Rules to be notified by regulatory authorities, including clarifications/guidance from the authorities and will continue to assess the accounting implications, basis such developments/guidance.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

35 Contingent Liabilities and Commitments

(Rs. in Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Contingent liabilities:		
Claims against the Company not acknowledged as debt:		
- Disputed Goods and Services Tax demand	–	26.26
(b) Commitments:		
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	**24.50**	29.75

36 Events after the reporting date

There have been no other events after the reporting date that require disclosure in these financial statements.

As per our report of even date

For M. P. Chitale & Co.
Chartered Accountants
Firm's Registration No: 101851W

sd/-
Santosh More
Partner
Membership No: 114236

Place : Mumbai
Date : April 20, 2026

For and on behalf of the Board of Directors of
Mahindra Manulife Investment Management Private Limited

sd/-
Raul Rebello
Chairman
[DIN: 10052487]

sd/-
Anthony Heredia
Managing Director & CEO
[DIN: 02205628]

sd/-
Chitra Andrade
Director
[DIN: 08090478]

sd/-
Vijay Ramchandran
Director
[DIN: 02639324]

sd/-
Ashwini Sankhe
Chief Financial Officer

sd/-
Ravi Dayma
Company Secretary
[ACS - 20803]

Place : Mumbai
Date : April 20, 2026

INDEPENDENT AUDITORS' REPORT

To the Members of
Mahindra Manulife Trustee Private Limited

REPORT ON THE AUDIT OF THE IND AS FINANCIAL STATEMENTS

OPINION

We have audited the accompanying Ind AS Financial Statements of Mahindra Manulife Trustee Private Limited ("the Company"), which comprise the Balance sheet as at March 31, 2026, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements")

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards as prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

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

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the Financial Statements and our auditors' report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting

a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements for the financial year ended March 31, 2026 and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order;
2. As required by Section 143(3) of the Act, we report that:

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

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

   c) The Balance Sheet, the Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;

   d) In our opinion, the aforesaid Audited Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to Standalone Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Standalone Financial Statements.

   g) In our opinion, the managerial remuneration for the year ended March 31, 2026 has been paid / provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act.

   h) In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, the provisions of Section 197 of the Act related to the managerial remuneration are not applicable.

   i) (i) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities (intermediaries), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly

lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provided any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(ii) The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provided any guarantee, security or the like on behalf of the Ultimate beneficiaries; and

(iii) Based on such audit procedures that the auditor has considered reasonable and appropriate in the circumstances, nothing has come to their notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material misstatement.

(iv) No dividend (declared/paid/declared and paid) during the year by the Company and therefore the compliance with Section 123 of the Act is not applicable.

(v) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For B. K. Khare & Co
Chartered Accountants
Firm Registration No. 105102W

sd/-
Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403PYEPLQ2000
Mumbai,
Date: April 23, 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls over financial reporting of **Mahindra Manulife Trustee Private Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR'S RESPONSIBILITY

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE FINANCIAL STATEMENTS

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE FINANCIAL STATEMENTS

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

OPINION

In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls system over financial reporting with reference to these financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B. K. Khare & Co
Chartered Accountants
Firm Registration No. 105102W

sd/-
Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403PYEPLQ2000
Mumbai, April 23, 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date on the financial statements of **Mahindra Manulife Trustee Private Limited** for the year ended March 31, 2026.

Annexure to the Auditor's Report referred to in our report of even date:

i. (a) (A) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has maintained proper records showing full particulars, including quantitative details and situation of its Property, Plant and Equipment.

(a) (B) According to the information and explanations given to us, Company does not have any Intangible assets, thus this clause is not applicable.

(b) Property, Plant & Equipment were verified by management at reasonable intervals and no material discrepancies were found. ROU assets were verified against lease agreements.

(c) According to the information and explanations given to us, the Company does not hold any immovable property in its own name. In respect of immovable properties taken on lease and disclosed as Right-of-Use assets, the sub-lease agreement is in the name of the Company.

(d) The Company has not revalued its Property, Plant and Equipment (including Right-of-Use assets) or intangible assets during the year. Accordingly, the provisions of this clause are not applicable.

(e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. (a) Company is into service industry and does not hold any inventory, thus this clause does not applicable to the company.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

iii. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act, with respect to loans granted, guarantees provided and investments made by the Company. The Company has not provided any security during the year to the parties covered under Sections 185 and 186 of the Act.

v. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

vii. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues as at 31 March 2026, which have not been deposited with the appropriate authorities on account of any dispute.

viii. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

ix. According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix) of the Order is not applicable to the Company.

x. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

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

xii. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013 with respect to applicable transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

xiv. (a) In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) As per Section 138 of the Companies Act, 2013, Internal Audit is not applicable to the Company.

xv. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

xvi. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) and 3(xvi)(d) of the Order is not applicable to the Company.

Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has Five Core Investment Companies.

xvii. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

xx. According to the information and explanations given to us, Section 135 of the Companies Act, 2013 does not applicable to the Company. Accordingly, the reporting under Clause 3(xx) of the Order is not applicable to the Company.

xxi. According to the information and explanations given to us, the Company does not have any subsidiary companies. Accordingly, the reporting under Clause 3(xxi) of the Order is not applicable to the Company.

For B. K. Khare & Co
Chartered Accountants
Firm Registration No. 105102W

sd/-
Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403PYEPLQ2000
Mumbai, April 23, 2026

BALANCE SHEET AS AT 31 MARCH 2026

(Rs. in lakhs)

		Note No.	As at 31 March 2026	As at 31 March 2025
I	**ASSETS**			
	Non-current assets			
	Property, Plant and Equipment	3	**25.16**	-
			25.16	-
	Current assets			
	(a) Financial Assets			
	(i) Investments	4	**242.71**	226.13
	(ii) Trade receivables	5	**5.92**	4.97
	(iii) Cash and cash equivalents	6	**1.68**	1.70
	(b) Current Tax Assets (Net)	7	**2.08**	0.01
	(c) Other Current Assets	8	**0.15**	0.06
			252.54	232.87
	TOTAL ASSETS		**277.70**	232.87
II	**EQUITY AND LIABILITIES**			
	Equity			
	(a) Equity Share Capital	9	**98.04**	98.04
	(b) Other Equity	10	**147.12**	128.19
			245.16	226.23
	Liabilities			
	Non-current liabilities			
	Other Non-current Liabilities & Provisions	11	**26.86**	1.16
			26.86	1.16
	Current liabilities			
	(a) Financial Liabilities			
	Trade Payables			
	i) Total outstanding dues of micro and small enterprise	12	**0.24**	0.12
	ii) Total outstanding dues of creditors other than micro and small enterprise	12	**0.81**	0.42
	(b) Other Current Liabilities & Provisions	11	**4.63**	4.94
			5.68	5.48
	TOTAL EQUITY AND LIABILITIES		**277.70**	232.87
	Summary of material accounting policies	2		

The accompanying notes form an integral part of the financial statements

As per our report of even date

For B. K. Khare & Co.
Chartered Accountants
Firm Regn No. 105102W

sd/-
Chaitanya Joshi
Partner
Membership No. 131403

Place: Mumbai
Date: April 23, 2026

For and on behalf of the Board of Directors of
Mahindra Manulife Trustee Private Limited

sd/-
Nilesh Sathe
Chairman
[DIN: 02372576]

sd/-
Krishnaswamy Arabadi Sridhar
Director
[DIN: 00046719]

sd/-
Suneet Maheshwari
Director
[DIN: 00420952]

sd/-
Uday Bhansali
Director
[DIN: 00363902]

sd/-
Tejas Agrawal
Company Secretary
[ACS No – 55747]

Place: Mumbai
Date: April 23, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(Rs. in lakhs)

Particulars	Note No.	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from operations	13	**63.66**	99.14
Other Income	14	**14.24**	14.62
Total Income		**77.90**	113.76
Expenses			
Employee benefits expense	15	**19.03**	16.22
Finance costs	16	**0.67**	-
Depreciation and amortization	17	**1.55**	0.01
Other expenses	18	**33.49**	35.71
Total Expenses		**54.74**	51.94
Profit/(Loss) Before Tax		**23.16**	61.82
Tax expense:	19		
Current tax		**4.44**	13.80
Tax expense of earlier years		**(0.21)**	-
		4.23	13.80
Profit/ (Loss) for the year		**18.93**	48.02
Other comprehensive income			
(i) Items that will not be reclassified to Statement of Profit and Loss		**–**	–
(a) Remeasurements of the defined benefit liabilities / (asset)		**–**	–
Total Comprehensive Income for the year		**18.93**	48.02
Earnings per equity share			
Basic and diluted Earnings/(Loss) per share (in ₹) (Nominal value per share ₹ 10)	20	**1.93**	4.90
Summary of material accounting policies	2		

The accompanying notes form an integral part of the financial statements

As per our report of even date

For B. K. Khare & Co.
Chartered Accountants
Firm Regn No. 105102W

sd/-
Chaitanya Joshi
Partner
Membership No. 131403

Place: Mumbai
Date: April 23, 2026

For and on behalf of the Board of Directors of
Mahindra Manulife Trustee Private Limited

sd/-
Nilesh Sathe
Chairman
[DIN: 02372576]

sd/-
Krishnaswamy Arabadi Sridhar
Director
[DIN: 00046719]

sd/-
Suneet Maheshwari
Director
[DIN: 00420952]

sd/-
Uday Bhansali
Director
[DIN: 00363902]

sd/-
Tejas Agrawal
Company Secretary
[ACS No – 55747]

Place: Mumbai
Date: April 23, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

A. Equity share capital

(Rs. in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	**98.04**	98.04
Changes in equity share capital during the year	**–**	–
Balance at the end of the year	**98.04**	98.04

B. Other Equity

(Rs. in lakhs)

Particulars	Securities Premium	Profit & Loss	Total
As at 1 April 2025	27.63	100.56	128.19
Profit / (Loss) for the year	–	18.93	18.93
Other Comprehensive Income / (Loss)	–	–	–
Total Comprehensive Income for the year	–	**18.93**	**18.93**
as at 31 March 2026	**27.63**	**119.49**	**147.12**

Rs. in lakhs

Particulars	Securities Premium	Profit & Loss	Total
As at 1 April 2024	27.63	52.54	80.17
Profit / (Loss) for the year	–	48.02	48.02
Other Comprehensive Income / (Loss)	–	–	–
Total Comprehensive Income for the year	–	48.02	48.02
As at 31 March 2025	27.63	100.56	128.19

The accompanying notes form an integral part of the financial statements

As per our report of even date

For B. K. Khare & Co.
Chartered Accountants
Firm Regn No. 105102W

sd/-
Chaitanya Joshi
Partner
Membership No. 131403

Place: Mumbai
Date: April 23, 2026

For and on behalf of the Board of Directors of
Mahindra Manulife Trustee Private Limited

sd/-
Nilesh Sathe
Chairman
[DIN: 02372576]

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Krishnaswamy Arabadi Sridhar
Director
[DIN: 00046719]

sd/-
Suneet Maheshwari
Director
[DIN: 00420952]

sd/-
Uday Bhansali
Director
[DIN: 00363902]

sd/-
Tejas Agrawal
Company Secretary
[ACS No – 55747]

Place: Mumbai
Date: April 23, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(Rs. in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Cash flows from operating activities		
Profit / (Loss) before tax for the year	**23.16**	61.82
Adjustments for:		
Investment income recognised in Statement of Profit and Loss	**(14.24)**	(14.62)
Finance cost	**0.67**	-
Depreciation and amortization	**1.55**	0.01
Operating Profit / (Loss) before working capital changes (I)	**11.14**	47.21
Movements in working capital:		
(Increase) / decrease in trade receivables	**(0.95)**	7.63
(Increase) / decrease in other assets	**(0.09)**	0.10
Increase / (decrease) in trade and other payables	**0.51**	(0.19)
Increase / (decrease) in other liabilities	**(0.27)**	1.60
Net movements in working capital (II)	**(0.80)**	9.14
Cash generated from / (used in) operations (I+II)	**10.34**	56.35
Income taxes paid (net of refunds) (III)	**(6.30)**	(14.04)
Net cash generated from / (used in) operating activities (I+II+III)	**4.04**	42.31
Cash flows from investing activities		
Purchase of investments	**(60.57)**	(104.13)
Proceeds from sale of investments	**58.23**	61.00
Net cash (used in) / generated by investing activities (IV)	**(2.34)**	(43.13)
Cash flows from financing activities		
Principal Element of Lease Payments	**(1.05)**	-
Interest Element of Lease Payments	**(0.67)**	-
Net cash generated from financing activities (V)	**(1.72)**	-
Net increase in cash and cash equivalents (I+II+III+IV+V)	**(0.02)**	(0.82)
Cash and cash equivalents at the beginning of the year	**1.70**	2.52
Cash and cash equivalents at the end of the year	**1.68**	1.70
Components of Cash and Cash equivalents		
Particulars		
- Cash on hand	**–**	–
- Balances with banks	**1.68**	1.70
Total	**1.68**	1.70

Note: The above cash flow statement has been prepared under the "Indirect method" as set out in Indian Accounting Standard (Ind AS 7)- 'Statement of Cash Flows'.

As per our report of even date

For B. K. Khare & Co.
Chartered Accountants
Firm Regn No. 105102W

sd/-
Chaitanya Joshi
Partner
Membership No. 131403

Place: Mumbai
Date: April 23, 2026

For and on behalf of the Board of Directors of
Mahindra Manulife Trustee Private Limited

sd/-
Nilesh Sathe
Chairman
[DIN: 02372576]

sd/-
Krishnaswamy Arabadi Sridhar
Director
[DIN: 00046719]

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Suneet Maheshwari
Director
[DIN: 00420952]

sd/-
Uday Bhansali
Director
[DIN: 00363902]

sd/-
Tejas Agrawal
Company Secretary
[ACS No – 55747]

Place: Mumbai
Date: April 23, 2026

Notes forming part of the Financial Statements for the year ended March 31, 2026

1. CORPORATE INFORMATION

Mahindra Manulife Trustee Private Limited ('the Company'), was incorporated under the Companies Act, 1956 on July 10, 2013. The company is a joint venture of Mahindra & Mahindra Financial Services Ltd. and Manulife Investment Management (Singapore) Pte. Ltd. The Company is incorporated to function as a Trustee to Mahindra Manulife Mutual Fund. The Company has entered into Investment Management Agreement with Mahindra Manulife Investment Management Private Limited ('Investment Manager') for managing the schemes of Mahindra Manulife Mutual Fund.

2. SUMMARY OF MATERIAL ACCOUNTING POLICIES

2.1. Statement of compliance and basis for preparation and presentation of financial statements

The financial statements of the company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The company has prepared these financial statements to comply in all material respects with the accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 and Companies (Accounting Standards) Amendment Rules, 2016. The financial statements were approved for issue in accordance with a resolution of the directors on 23rd April 2026.

2.2. Functional and presentation currency

These financial statements are presented in Indian Rupees ('INR' or '₹') which is also the Company's functional currency. All amounts are rounded off to the nearest lakhs upto two decimal places, unless otherwise indicated.

2.3. Basis of measurement

The financial statements have been prepared on the historical cost basis, except for certain financial instruments which are measured at fair values as required by relevant Ind AS.

2.4. Measurement of fair values

A number of Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has established policies and procedures with respect to the measurement of fair values.

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

Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilities.

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

2.5. Use of estimates and judgments

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Following are areas that involved a higher degree of estimate and judgement or complexity in determining the carrying amount of some assets and liabilities:

Fair value of financial instruments

The Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed for impairment. Fair value measurement that are based on material unobservable inputs (Level 3) require management's best estimate about future developments.

In addition to above, critical policies that involves critical accounting estimates includes impairment of non-financial assets, estimates of useful lives and residual value of property, plant and equipment and intangible assets, discount rate for lease liabilities and provisions and contingencies.

Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable and are based upon the management's best knowledge of current events and actions as on the reporting date.

2.6. Revenue recognition

The Company recognises revenue from contracts with customers based on five-step model as set out in Ind AS 115 - Revenue from contracts with customers. Revenue is measured based on the transaction price specified in the contract with a customer that is allocated to that performance obligation

Step 1: identification of contract(s) with customers: A contract is defined as an agreement between two or more parties that create enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2: Identification of the separate performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3: Determination of transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocation of transaction price to the separate performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5: Recognition of revenue when (or as) the Company satisfies a performance obligation.

Trusteeship Fees (net of tax)

Trusteeship Fees are recognised as revenue when the trusteeship services are performed for the schemes of Mahindra Manulife Mutual Fund. Amount disclosed as fees are exclusive of GST.

Other Income

The gains / losses on sale of investments are recognised in the Statement of Profit and Loss on the trade day and it is determined on FIFO ('first in first out') method.

Recognition of Dividend Income

Dividend from investments is recognised in the Statement of Profit and Loss when the right to receive payment is established.

Recognition of Interest Income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding.

2.7. Property, plant and equipment ('PPE')

PPE are stated at cost of acquisition (including incidental expenses), less accumulated depreciation and accumulated impairment loss, if any.

Cost of acquisition consists of purchase price or construction cost which

Notes forming part of the Financial Statements for the year ended March 31, 2026

is the amount paid, freight, duties, taxes and any other incidental expenses directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by the management.

Subsequent expenditure is recognized as an increase in the carrying amount of the asset when it is probable that future economic benefits deriving from the cost incurred will flow to the enterprise and the cost of the item can be measured.

Other repairs and maintenance costs are expensed off as and when incurred.

Advances paid towards the acquisition of PPE outstanding at each balance sheet date are disclosed separately as "Capital advances" under long term loans and advances. Capital work in progress comprises the cost of Property, Plant and Equipment that are not ready for its intended use at the reporting date.

In accordance with Ind AS 116 - Leases, the Right-of-Use assets (Leasehold premises) are initially recognized at cost which comprises of initial amount of lease liability adjusted for any lease payments made at or prior to the commencement date of the lease less any lease incentives. These are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-Use assets (Leasehold premises) are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset.

Depreciation on PPE is provided on straight-line basis in accordance with the useful lives specified in Schedule II to the Companies Act, 2013 on a pro-rata basis except for certain assets. Depreciation methods, useful lives and residual values are reviewed in each financial year, and changes, if any, are accounted for prospectively.

Assets individually costing INR 5,000/- or less are fully depreciated in the year of purchase or acquisition. Depreciation method, useful lives and residual values are reviewed at each financial year end and adjusted, if required.. Accordingly, useful life of assets is estimated as follows:

Computer	– 3 years
Furniture	– 10 years
Office Equipment	– 2 to 5 years

PPE is de-recognised on disposal or when no future economic benefits are expected from its use. Assets to be disposed off are reported at the lower of the carrying value & fair value less cost to sell. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the net carrying amount of the asset) is recognised in other income / netted off from any loss on disposal in the Statement of Profit and Loss in the year the asset is de-recognised.

2.8. Intangible assets

Intangible assets are stated at cost less accumulated amortisation and impairment loss, if any. Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognized in profit or loss as incurred.

Intangible assets comprise of computer software which is amortised over the estimated useful life. The maximum period for such amortisation is taken as 36 months based on management's estimates of useful life. Amortisation is calculated using the Straight-line method to write down the cost of intangible assets over their estimated useful lives.

2.9. Cash and cash equivalent

Cash and cash equivalents include cash on hand, demand deposits and other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

2.10. Foreign exchange transactions and translations

Initial recognition

Transactions in foreign currencies are recognised at the prevailing exchange rates between the reporting currency and the foreign currency on the transaction date.

Translations

Transactions in foreign currencies are translated into the functional currency using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are generally recognised in the Statement of Profit and Loss. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.

Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

2.11. Financial instruments

Initial Recognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

Classification and subsequent measurement Financial assets

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

– Amortised cost; or

– Fair Value through Other Comprehensive Income (FVTOCI) - debt investment; or

– Fair Value through Other Comprehensive Income (FVTOCI) - equity investment; or

– Fair Value through Profit or Loss (FVTPL)

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

All financial assets not classified as measured at amortised cost or FVTOCI are measured at FVTPL.

The financial assets held with the objective to collect contractual cash flows as per the contractual terms that give rise on specified dates to cash flows that are solely payment of interest on the principal amount outstanding are measured at amortised cost on the reporting date. Interest income and impairment, if any, are recognised in the Statement of Profit and Loss.

For equity investments, the Company makes an election on an instrument-by-instrument basis to designate equity investments as measured at FVTOCI. These elected investments are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the reserves. The cumulative gain or loss is not reclassified to the Statement of Profit and Loss on disposal of the investments.

These investments in equity are not held for trading. Instead, they are held for medium or long- term strategic purpose. Dividend income, if any, received on such equity investments are recognised in the Statement of

Notes forming part of the Financial Statements for the year ended March 31, 2026

Profit and Loss.

Equity investments that are not designated to be measured at FVTOCI are designated to be measured at FVTPL. Subsequent changes in fair value are recognised in the Statement of Profit and Loss.

Financial assets at FVTPL are subsequently measured at fair value. Net gains and losses, any interest or dividend income, are recognized in Statement of profit and loss.

Financial liabilities and equity instruments

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

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. Equity instruments issued by the Company are recognised at the proceeds received. Transaction costs of an equity transaction are recognised as a deduction from equity.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as FVTPL if it is classified as held-for-trading or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised. Interest expenses are recognised in the Statement of Profit and Loss. Any gain or loss on derecognition is also recognised in the Statement of Profit and Loss.

De-recognition of financial assets

The Company de-recognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for the amount it may have to pay.

If the Company enters into transactions whereby it transfers assets recognised on its Balance Sheet but retains either all or substantially all the risks and rewards of the transferred assets, the transferred assets are not de-recognised, and the proceeds received are recognised as a collateralised borrowing.

De-recognition of financial liabilities

A financial liability is de-recognised when the obligation in respect of the liability is discharged, cancelled, or expires. The difference between the carrying value of the original financial liability and the consideration paid is recognised in the Statement of Profit and Loss.

Impairment of financial assets

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVTOCI, the loss allowance is recognised in OCI.

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in the Statement of Profit and Loss.

Impairment of non-financial assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount, which is the higher of the value in use or fair value less cost to sell, of the asset or cash-generating unit, as the case may be, is estimated and impairment loss (if any) is recognised and the carrying amount is reduced to its recoverable amount.

In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

When an impairment loss subsequently reverses, the carrying amount of the asset or a cash-generating unit is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) earlier. The reversal of an impairment loss is recognised in Statement of Profit and Loss.

2.12. Employee Benefits

Short-term employee benefits

All employee benefits payable wholly within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus and ex-gratin. Short-term employee benefit obligations are measured on an undiscounted basis and these are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Leave encashment / compensated absences / sick leave

The Company provides for the encashment / availment of leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits for future encashment / availment. The liability is provided based on the number of days of unutilized leave at each balance sheet date on the basis of an independent actuarial valuation.

2.13. Finance Costs

Finance costs include interest expense accrued on a time basis, by reference to the principal outstanding. Interest expense on lease liabilities computed by applying the Company's weighted average incremental borrowing rate has been included under finance costs.

2.14. Income taxes

Income tax expense comprises of current tax and deferred tax. It is recognized in Statement of profit and loss except to the extent that it relates to an item recognized directly in equity or in other comprehensive income.

Current tax

Current tax comprises amount of tax payable in respect of the taxable income for the year determined in accordance with Income Tax Act, 1961 and any adjustment to the tax payable or receivable in respect of previous years. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods.

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

The management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Notes forming part of the Financial Statements for the year ended March 31, 2026

Deferred tax

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled, or the asset is realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequence that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary difference could be utilized. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is recognized in statement of profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which ease, the deferred tax is also recognized in other comprehensive income or directly in equity respectively.

Deferred tax assets and liabilities are offset only if there is a legally enforceable right to set off current tax assets against current tax liabilities and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities on a net basis or simultaneously, Current and deferred tax for the year

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

2.15. Securities issue expenses

Expenses incurred in connection with the fresh issue of share capital are adjusted against Securities premium.

2.16. Accounting for provisions, contingent liabilities, contingent assets and commitments

Provisions are recognised when there is a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Contingent liabilities are not recognised in the financial statements. Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity. The Company does not recognise contingent asset.

Commitments include the amount of purchase order (net of advance) issued to counterparties for supplying/ development of assets and amounts pertaining to Investments which have been committed but not called for.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each Balance Sheet date.

2.17. Leases

Where the Company is the lessee

As a lessee, the Company's lease asset class primarily consist of buildings or part thereof taken on lease for office premises and certain IT equipment used for operating activities. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost which comprises of initial amount of lease liability adjusted for any lease payments made at or prior to the commencement date of the lease less any lease incentives. These are subsequently measured at cost less accumulated depreciation and impairment losses, if any. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the lease term.

The lease liability is initially measured at amortized cost at the present value of the future lease payments that are not paid at the commencement date, discounted using the Company's incremental average borrowing rate. lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment of whether it will exercise an extension or a termination option.

The Company has used a single discount rate to a portfolio of leases with similar characteristics.

Where the Company is the lessor

At the inception of the lease, the Company classifies each of its leases as either a finance lease or an operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, contract is classified as a finance lease. All other leases are classified as operating leases.

In accordance with Ind AS 116, Leases, the financial information has been presented in the following manner:

a) ROU assets and lease liabilities have been included within the line items 'Property, plant and equipment' and 'Other financial liabilities" respectively in the Balance sheet,

Notes to the Financial Statements for the year ended 31 March 2026

b) Interest expenses on the lease liability and depreciation charge for the right-to-use asset have been included within the line items "Finance costs" and 'Depreciation, amortization and impairment' respectively in the statement of profit or loss.

c) Short-term lease payments and payments for leases of low-value assets, where exemption as permitted under this standard is availed, have been recognized as expense on a straight-line basis over the lease term in the statement of Profit and Loss.

d) Cash payments for the principal and interest of the lease liability have been presented within "financing activities" in the statement of cash flows.

2.18. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit/ loss for the period after deducting preference dividends and any attributable tax thereto for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, sub-division of shares, etc that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders is divided by the weighted average number of equity shares outstanding during the period, considered for deriving basic earnings per share and weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

3. PROPERTY, PLANT AND EQUIPMENT

(Rs. in lakhs)

Description of Assets	Computers	Right of Use asset	Total
I. Gross Carrying Amount			
Balance as at 01 April 2025	0.66	–	0.66
Additions during the year	–	26.71	26.71
Disposals during the year	–	–	–
Balance as at 31 March 2026	**0.66**	**26.71**	**27.37**
II. Accumulated depreciation and impairment			
Balance as at 01 April 2025	0.66	–	0.66
Depreciation/Amortization expense for the year	–	1.55	1.55
Eliminated on disposal of assets	–	–	–
Balance as at 31 March 2026	**0.66**	**1.55**	**2.21**
III. Net carrying amount (I-II)	**–**	**25.16**	**25.16**

(Rs. in lakhs)

Description of Assets	Computers	Right of Use asset	Total
I. Gross Carrying Amount			
Balance as at 01 April 2024	0.66	–	0.66
Additions during the year	–	–	–
Disposals during the year	–	–	–
Balance as at 31 March 2025	0.66	–	0.66
II. Accumulated depreciation and impairment			
Balance as at 01 April 2024	0.65	–	0.65
Depreciation/Amortization expense for the year	0.01	–	0.01
Eliminated on disposal of assets	–	–	–
Balance as at 31 March 2025	0.66	–	0.66
III. Net carrying amount (I-II)	**–**	**–**	**–**

There is no immovable property where title deed of such immovable property is not held in name of the Company or jointly held with others.

The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets)

4. INVESTMENTS

(Rs. in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non Current	Current	Non Current
Investments Carried at Fair Value				
Unquoted				
Mahindra Manulife Liquid Fund 13,523.631 units in Current Year (13,387.901 units in Previous Year)	**242.71**	**–**	226.13	–
Total	**242.71**	**–**	226.13	–

5. TRADE RECEIVABLES

(Rs. in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non Current	Current	Non Current
Trade receivables				
(a) Unsecured, considered good	**5.92**	**–**	4.97	–
(b) Doubtful	**–**	**–**	–	–
Less: Allowance for Credit Losses	**–**	**–**	–	–
Total	**5.92**	**–**	4.97	–
Of the above, trade receivables from:				
– Related Parties	**–**	**–**	–	–
– Others	**5.92**	**–**	4.97	–
Total	**5.92**	**–**	4.97	–

No trade or other receivable is due from directors or other officers of the company either severally or jointly with any other person nor any trade or other receivable is due from firms, limited liability partnerships or private companies in which any director is a partner, a director or a member.

Trade receivable is due within 30 days from the date of the invoice.

Notes to the Financial Statements for the year ended 31 March 2026

Trade Receivable Ageing schedule

Trade Receivables - Undisputed Trade receivables – considered good

(Rs. in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Less than 6 months	**5.92**	4.97
6 months - 1 year	**–**	–
1-2 years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Total	**5.92**	4.97

6. CASH AND CASH EQUIVALENTS

(Rs. in lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Balances with banks	**1.68**	1.70
(b) Cash on hand	**–**	–
Total	**1.68**	1.70

7. CURRENT TAX ASSETS (NET)

(Rs. in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non Current**	Current	Non Current
Tax deducted at source net of provision for tax				
(i) Advance Tax / TDS (Net of provision for tax)	**2.08**	**–**	0.01	–
Total	**2.08**	**–**	0.01	–

8. OTHER CURRENT ASSETS

(Rs. in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non Current**	Current	Non Current
(a) Advances other than capital advances				
(i) Other assets	**0.15**	**–**	0.06	–
Total	**0.15**	**–**	0.06	–

9. EQUITY SHARE CAPITAL

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	**Rs. in lakhs**	No. of shares	Rs. in lakhs
Authorised:				
Equity shares of Rs. 10/- each with voting rights	**10,00,000**	**100.00**	10,00,000	100.00
Issued, Subscribed and Fully Paid:				
Equity shares of Rs. 10/- each with voting rights	**9,80,400**	**98.04**	9,80,400	98.04
Total	**9,80,400**	**98.04**	9,80,400	98.04

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

(Rs. in lakhs)

Particulars	Opening Balance	Fresh Issue	Other Changes	Closing Balance
(a) Equity Shares with Voting rights*				
Year ended 31 March 2026				
No. of Shares	**9,80,400**	**–**	**–**	**9,80,400**
Amount (Rs. in Lakhs)	**98.04**	**–**	**–**	**98.04**
Year Ended 31 March 2025				
No. of Shares	9,80,400	–	–	9,80,400
Amount (Rs. in Lakhs)	98.04	–	–	98.04

***Rights, preferences and restrictions attached to equity shares**

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation, the shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholdings.

(ii) Details of shares held by the holding company, the ultimate holding company, their associates and subsidiaries:

Particulars	No. of Shares		
	Equity Shares with Voting rights	**Equity Shares with Differential Voting rights**	**Others**
As at 31 March 2026			
Mahindra and Mahindra Financial Services Limited Percentage of holding (51%)	**5,00,000**	**–**	**–**
As at 31 March 2025			
Mahindra and Mahindra Financial Services Limited Percentage of holding (51%)	5,00,000	–	–

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares held	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra and Mahindra Financial Services Limited	**5,00,000**	**51%**	5,00,000	51%
Manulife Investment Management (Singapore) Pte Limited	**4,80,400**	**49%**	4,80,400	49%

10. OTHER EQUITY

Description of the Nature and Purpose of Other Equity

Securities Premium: The securities premium is used to record the premium on issue of shares. The reserve can be utilized in accordance with the provisions of Companies Act, 2013

Retained earning or Profit and loss account: Retained Earnings represents the undistributed earnings.

(Rs. in lakhs)

Particulars	Reserves and Surplus		
	Securities premium	**Retained earnings or Profit & loss account**	**Total**
Balance as at 01 April 2024	27.63	52.54	80.17
Profit / (Loss) for the year	–	48.02	48.02
Other Comprehensive Income	–	–	–
Total Comprehensive Income for the year	**–**	**48.02**	**48.02**

Notes to the Financial Statements for the year ended 31 March 2026

(Rs. in lakhs)

Particulars	Reserves and Surplus		
	Securities premium	Retained earnings or Profit & loss account	Total
Securities premium on fresh issue of equity share capital	–	–	–
Share issue expenses	–	–	–
Balance as at 31 March 2025	**27.63**	**100.56**	**128.19**
Balance as at 01 April 2025	27.63	100.56	128.19
Profit / (Loss) for the year	–	18.93	18.93
Other Comprehensive Income	–	–	–
Total Comprehensive Income for the year	**–**	**18.93**	**18.93**
Securities premium on fresh issue of equity share capital	–	–	–
Share issue expenses	–	–	–
Balance as at 31 March 2026	**27.63**	**119.49**	**147.12**

11. OTHER NON-CURRENT LIABILITIES & PROVISIONS

(Rs. in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non Current	Current	Non Current
(a) Lease Liability	**–**	**25.66**	–	–
(b) Other non-current liabilities	**–**	**1.00**	–	1.00
(c) Other Current Liabilities & Provisions				
Other Current Liabilities				
i Employee benefits payables	**3.45**	**–**	4.05	–
ii Statutory dues				
- Taxes payable (other than income taxes)	**1.00**	**–**	0.83	–
- TDS payable	**0.14**	**–**	0.05	–
- Professional tax payable	**0.03**	**–**	–	–
Provisions				
- Provision for leave encashment	**0.01**	**0.20**	0.01	0.16
Total Other liabilities	**4.63**	**26.86**	4.94	1.16

12. TRADE PAYABLES

Based on and to the extent of the information received by the Company from the suppliers during the year regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act), the total outstanding dues of Micro and Small enterprise and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the MSMED Act") are given below:

(Rs. in lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non Current	Current	Non Current
Total outstanding dues of Micro and small enterprises				
a) Dues remaining unpaid to any supplier at the year end				
- Principal	**0.24**	**–**	0.12	–
- Interest on the above				
b) Interest paid in terms of Section 16 of the MSMED Act along with the amount of payment made to the supplier beyond the appointed day during the year	**–**	**–**	–	–
- Principal paid beyond the appointed date	**–**	**–**	–	–
- Interest paid in terms of section 16 of the MSMED Act	**–**	**–**	–	–
c) Amount of interest due and payable for the year of delay on payments made beyond the appointed day during the year	**–**	**–**	–	–
d) Amount of interest accrued and remaining unpaid at the year end	**–**	**–**	–	–
e) Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises	**–**	**–**	–	–
Total outstanding dues of creditors other than micro and small enterprises	**0.81**	**–**	0.42	–
Total trade payables	**1.05**	**–**	0.54	–

Terms and Conditions of financials liabilities:

- Trade Payables are non-interest bearing and are normally settled on 30 days terms.

Trade Payables Ageing Schedule as at 31 March 2026

Trade Payables - Undisputed

(Rs. in lakhs)

Particulars	Outstanding for following periods				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	**0.24**	**–**	**–**	**–**	**0.24**
(ii) Others	**0.81**	**–**	**–**	**–**	**0.81**
Total	**1.05**	**–**	**–**	**–**	**1.05**

Trade Payables Ageing Schedule as at 31 March 2026

Trade Payables - Undisputed

(Rs. in lakhs)

Particulars	Outstanding for following periods				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	0.12	–	–	–	0.12
(ii) Others	0.42	–	–	–	0.42
Total	0.54	–	–	–	0.54

Notes to the Financial Statements for the year ended 31 March 2026

13. REVENUE FROM OPERATIONS

(Rs. in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Trusteeship Fees	**63.66**	99.14
Total	**63.66**	99.14

14. OTHER INCOME

(Rs. in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit on sale/redemption of Investment	**8.19**	7.58
Unrealised gain/(loss) on Mutual Fund Investment	**6.05**	7.04
Total	**14.24**	14.62

15. EMPLOYEE BENEFIT EXPENSES

(Rs. in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Salaries and wages	**19.03**	16.22
Total	**19.03**	16.22

16. FINANCE COSTS

(Rs. in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
On Lease Liability		
Interest on lease liability	**0.67**	-
Total	**0.67**	-

17. DEPRECIATION AND AMORTISATION

(Rs. in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Depreciation on Property, Plant and Equipment	**-**	0.01
Amortization on lease assets	**1.55**	-
Total	**1.55**	0.01

18. OTHER EXPENSES

(Rs. in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Rent, Rates & Taxes	**0.03**	-
Legal and professional fees	**0.89**	0.89
Directors' Sitting Fees	**26.30**	29.40
Travelling & Conveyance	**1.96**	1.24
Marketing Expenses	**1.00**	1.00
Auditors remuneration and out-of-pocket expenses		

(Rs. in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
- Audit fees	**0.50**	0.50
- Other services	**–**	–
Other Expenses	**2.81**	2.68
Total	**33.49**	35.71

19. INCOME TAX EXPENSE

(Rs. in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Current Tax:		
In respect of current year	**4.44**	13.80
In respect of prior years	**(0.21)**	–
	4.23	13.80
Deferred Tax:		
In respect of current year origination and reversal of temporary differences	**–**	–
	–	–
Total income tax expense on continuing operations	**4.23**	13.80

Reconciliation of tax expense and the accounting profit multiplied by Company's tax rate:

(Rs. in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit before tax	**23.16**	61.82
Income tax expense calculated at 25.168%	**5.83**	15.56
Changes in recognised deductible temporary differences	**(1.39)**	(1.76)
	4.44	13.80
Adjustments recognised in the current year in relation to the current tax of prior years	**(0.21)**	–
Total Tax expense	**4.23**	13.80

The Company has exercised the option permitted under section 115BAA of the Income Tax Act, 1961 as introduced by the Taxation Laws (Amendment) Ordinance, 2019. Accordingly the rate of income tax applicable to the company is (Base rate-22%, plus 10% surcharge and 4% cess = 25.168%)

20. EARNINGS PER SHARE

(Rs. in lakhs)

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit / (loss) for the year (Rs. in Lakhs)	**18.93**	48.02
Weighted average number of equity shares	**9,80,400**	9,80,400
Earnings per share – Basic (in Rs.)	**1.93**	4.90
Earnings per share – Diluted (in Rs.)	**1.93**	4.90

Notes to the Financial Statements for the year ended 31 March 2026

21. ADDITIONAL REGULATORY INFORMATION

i) Financials Ratios

Ratio	Numerator	Denominator	Ratio as on 31 March 2026	Ratio as on 31 March 2025	% Variance	Reason for variance
Current Ratio (in times)	Total Current Assets	Total Current Liabilities	**44.46**	42.49	5%	NA
Return on Equity (in %)	Profit for the year less Preference dividend (if any)	Total Equity	**8%**	21%	-14%	NA
Trade Receivable Turnover Ratio (in times)	Revenue from operations	Average Trade Receivable	**11.69**	11.29	4%	NA
Trade Payable Turnover Ratio (in times)	Total Purchases (excluding capital goods)	Average Trade Payable	**27.79**	38.61	-28%	NA
Net (working) Capital Turnover Ratio (in times)	Revenue from operations	Average Working Capital	**0.27**	0.49	-45%	Decrease in Trusteeship Fees led to fall in the ratio
Net Profit Ratio (in %)	Profit for the year	Revenue from operations	**30%**	48%	-19%	NA
Return on Capital employed Ratio (in %)	Profit before tax and interest	Total Assets less Total Current Liabilities	**9%**	27%	-19%	NA
Return on investment (in %)	Income from invested funds	Average invested funds	**7%**	8%	-1%	NA

ii) During the financial years ended 31 March 2026 and 31 March 2025, the Company has not granted any loans or advances in the nature of loans to promoters, directors, Key Management Personnel and the related parties (as defined under the Companies Act, 2013), either severally or jointly with any other person (a) repayable on demand or (b) without specifying any terms or period of repayment.

iii) There is no Benami Property held by the Company and no proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

iv) The Company does not have any transactions with companies stuck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.

v) There are no charges or satisfaction in relation to any debt / borrowings yet to be registered with ROC beyond the statutory period.

vi) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

vii) Utilisation of borrowed funds and share premium:

A) The Company has not advanced or loaned or invested funds (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (intermediaries) with the understanding (whether recorded in writing or otherwise) that the intermediary shall –

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries;

B) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall –

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

viii) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

ix) There are no transactions which have not been recorded in the books of accounts and have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Also, there are no previously unrecorded income and related assets.

x) There was no Scheme of Arrangements approved by the Competent Authority in terms of sections 230 to 237 of the Companies Act, 2013 during the year.

xi) The Company has not been declared as wilful defaulter by any bank or financial Institution or consortium thereof, in accordance with the guidelines on wilful defaulters issued by the Reserve Bank of India.

22. EMPLOYEE BENEFITS

Details of defined benefit plans as per actuarial valuation are as follows:

(Rs. in lakhs)

Particulars		Unfunded Plans Exigency and Earned leave Year ended 31 March 2026	31 March 2025
I.	**Amounts recognised in the Statement of Profit & Loss**		
	Current service cost	**0.04**	0.10
	Past Service Cost	**–**	–
	Net Interest cost	**–**	–
	Actuarial (gain)/loss	**–**	–
	Total expenses included in employee benefits expense	**0.04**	0.10
II.	**Amount recognised in Other Comprehensive income**	**–**	–
III.	**Changes in the defined benefit obligation**		
	Opening defined benefit obligation	**0.17**	0.07
	Current service cost	**0.04**	0.10
	Past service cost	**–**	–
	Interest expense	**–**	–
	Remeasurement (gains)/losses arising from changes in –		
	– demographic changes	**–**	–
	– financial assumptions	**–**	–
	– experience adjustments	**–**	–
	Benefits paid//extinguished	**–**	–
	Closing defined benefit obligation	**0.21**	0.17
IV.	**Change in the fair value of plan assets during the year**		
	Opening Fair value of plan assets	**–**	–
	Interest income	**–**	–
	Closing Fair value of plan assets	**–**	–
V.	**Net defined benefit obligation**		
	Defined benefit obligation	**0.21**	0.17
	Fair value of plan assets	**–**	–
	Surplus/(Deficit)	**(0.21)**	(0.17)

Notes to the Financial Statements for the year ended 31 March 2026

(Rs. in lakhs)

Particulars	Unfunded Plans Exigency and Earned leave Year ended 31 March 2026	31 March 2025
Current portion of the above	**(0.01)**	(0.01)
Non current portion of the above	**(0.20)**	(0.16)
Actuarial assumptions and Sensitivity		
VI. Actuarial assumptions		
Discount Rate (p.a.)	**7.81%**	6.94%
Attrition rate	**1–3%**	1–3%
Expected rate of return on plan assets (p.a.)	**–**	–
Rate of Salary increase (p.a.)	**7.00%**	7.00%
In–service Mortality	**Indian Assured Lives Mortality 2012-14 (Urban)**	Indian Assured Lives Mortality 2012-14 (Urban)
VII. Quantitative sensitivity analysis for impact of significant assumptions on defined benefit obligation are as follows:		
One percentage point increase in discount rate	**(0.03)**	(0.02)
One percentage point decrease in discount rate	**0.03**	0.03
One percentage point increase in Salary growth rate	**0.03**	0.03
One percentage point decrease in Salary growth rate	**(0.03)**	(0.02)
VIII. Maturity profile of defined benefit obligation		
Within 1 year	**0.21**	0.17
Between 1 and 5 years	**–**	–

23. FINANCIAL INSTRUMENTS

i) Financial Instruments regularly measured using Fair Value – recurring items

(Rs. in lakhs)

Financial assets/ financial liabilities	Financial assets / financial liabilities	Fair Value Category	As at 31 March 2026	As at 31 March 2025	Fair value hierarchy	Valuation technique(s)
1) Investment in Mutual Funds	Financial Assets	Financial instrument measured at FVTPL	**242.71**	226.13	Level 1	NAV

ii) Financial Instruments measured at amortised cost

(Rs. in lakhs)

Particulars		Carrying Value	Fair value	Fair Value Level 1	Level 2	Level 3
As at 31 March 2026						
Financial assets						
a)	Cash and cash equivalent	**1.68**	**1.68**	**1.68**	**–**	**–**
b)	Trade Receivables	**5.92**	**5.92**	**–**	**5.92**	**–**
Total		**7.60**	**7.60**	**1.68**	**5.92**	**–**
Financial liabilities						
a)	Trade Payables	**1.05**	**1.05**	**–**	**1.05**	**–**
b)	Lease liabilities	**25.66**	**25.66**	**–**	**25.66**	**–**
c)	Other non-current liabilities	**1.00**	**1.00**	**–**	**1.00**	**–**
d)	Employee benefits payables	**3.45**	**3.45**	**–**	**3.45**	**–**
Total		**31.16**	**31.16**	**–**	**31.16**	**–**
As at 31 March 2025						
Financial assets						
a)	Cash and cash equivalent	1.70	1.70	1.70	–	–
b)	Trade Receivables	4.97	4.97	–	4.97	–
Total		6.67	6.67	1.70	4.97	–
Financial liabilities						
a)	Trade Payables	0.54	0.54	–	0.54	–
b)	Lease liabilities	–	–	–	–	–
c)	Other non-current liabilities	1.00	1.00	–	1.00	–
d)	Employee benefits payables	4.05	4.05	–	4.05	–
Total		5.59	5.59	–	5.59	–

There were no transfers between Level 1 and Level 2 during the year.

24. FINANCIAL RISK MANAGEMENT

In the course of its business, the Company is exposed to certain financial risks: liquidity risk and market risk. The Company's primary focus is to achieve better predictability of financial markets and seek to minimize potential adverse effects on its financial performance.

Liquidity Risk Management

The Company manages liquidity risk by maintaining by continuously monitoring forecast and actual cash flows.

Maturity profile of non–derivative financial liabilities

(Rs. in lakhs)

Particulars		Less than 1 Year	1–3 Years	3 Years to 5 Years	5 years and above
Non–derivative financial liabilities					
As at 31 March 2026					
a)	Trade Payables	**1.05**	**–**	**–**	**–**
b)	Lease liabilities	**–**	**–**	**25.66**	**–**
c)	Other non-current liabilities	**1.00**	**–**	**–**	**–**
d)	Employee benefits payables	**3.45**	**–**	**–**	**–**
Total		**5.50**	**–**	**25.66**	**–**
As at 31 March 2025					
a)	Trade Payables	**0.54**	**–**	**–**	**–**
b)	Lease liabilities	**–**	**–**	**–**	**–**
c)	Other non-current liabilities	**1.00**	**–**	**–**	**–**
d)	Employee benefits payables	**4.05**	**–**	**–**	**–**
Total		5.59	–	–	–

Market Risk Management

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company invests in fixed rate instruments, units of mutual fund taking into account the current liquidity requirements. There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Notes to the Financial Statements for the year ended 31 March 2026

25. RELATED PARTY DISCLOSURES:

i) As per Ind AS 24 on 'Related party disclosures', the related parties of the Company are as follows:

(a) Holding Company

Mahindra & Mahindra Financial Services Ltd

(b) Ultimate Holding Company

Mahindra & Mahindra Ltd

(c) Fellow Subsidiaries / Associate Companies / Joint Ventures

Manulife Investment Management Singapore Pte Ltd

Mahindra Manulife Investment Management Private Ltd

Mahindra Integrated Business Solutions Private Ltd

(d) Key Management Personnel

(i) Mr. Manohar G. Bhide - Director (till 30th June 2024)

(ii) Mr. Gautam G. Parekh - Director (till 20th September 2025)

(iii) Mr. Suneet K. Maheshwari - Independent Director

(iv) Mr. Nilesh Sathe - Independent Director

(v) Mr. Krishnaswamy Arabadi Sridhar - Independent Director

(vi) Mr. Michael Fitzgerald - Director

(vii) Mr. Amarjyoti Barua - Director (w.e.f. 1st July 2024)

(viii) Mr. Uday Bhansali - Independent Director (w.e.f. 21st September 2025)

ii) The nature and volume of transactions of the Company during the year with above related parties were as follows:

(Rs. in lakhs)

	Holding Company /Ultimate Holding Company		**Fellow Subsidiaries / Associate Companies/ Joint Ventures**		**Key Managerial Personnel**	
Particulars	**Year ended 31 March 2026**	Year ended 31 March 2025	**Year ended 31 March 2026**	Year ended 31 March 2025	**Year ended 31 March 2026**	Year ended 31 March 2025
Expenses						
Mahindra & Mahindra Financial Services Ltd	**–**	–	**–**	–	**–**	–
Mahindra & Mahindra Ltd	**1.33**	1.00	**–**	–	**–**	–
Mahindra Manulife Investment Management Private Ltd	**–**	–	**1.72**	–	**–**	–
Mahindra Integrated Business Solutions Private Ltd	**–**	–	**0.12**	0.12	**–**	–
Directors' Sitting Fees	**–**	–	**–**	–	**26.30**	29.40

iii) Balances as at the end of the year:

(Rs. in lakhs)

	Holding Company		**Fellow Subsidiaries / Associate Companies / Joint Ventures**	
Particulars	**As at 31 March 2026**	As at 31 March 2025	**As at 31 March 2026**	As at 31 March 2025
Other Non–current Liabilities				
Mahindra & Mahindra Financial Services Ltd	**–**	–	**–**	–
Trade Payables				
Mahindra & Mahindra Ltd	**0.33**	–	**–**	–
Mahindra Integrated Business Solutions Private Limited	**–**	–	**0.01**	0.01

Notes to the Financial Statements for the year ended 31 March 2026

26 OPERATING SEGMENTS

a) The Company is in the business of providing Trusteeship services to the Mahindra Manulife Mutual Fund. The primary segment is identified as Trusteeship services. As such the Company's financial statements are largely reflective of the Trusteeship services and there is no separate reportable segment as per Ind AS 108 on "Operating Segments" in respect of the Company.

b) Entire Amount of revenue is from customer within India and the trusteeship services are rendered over a time period for the year ended March 31, 2026 and March 31, 2025.

c) There is only one customer contributing in excess of 10% of the total revenue of the Company. The amounts for the same are as follows:

(Rs. in lakhs)

	Year ended	
Particulars	**31 March 2026**	31 March 2025
Revenue from Mahindra Manulife Mutual Fund	**63.66**	99.14

27. SOCIAL SECURITY CODE

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws into a unified framework governing employee benefits during employment and post-employment. The Company continues to monitor development on the Rules to be notified by regulatory authorities, including clarifications/ guidance from the authorities and will continue to assess the accounting implications, basis such developments/guidance.

28. EVENTS AFTER THE REPORTING DATE

There have been no other events after the reporting date that require disclosure in these financial statements.

29. Previous year figures have been regrouped /reclassified wherever necessary to conform to current year presentation.

As per our report of even date

For B. K. Khare & Co.
Chartered Accountants
Firm Regn No. 105102W

sd/-
Chaitanya Joshi
Partner
Membership No. 131403

Place: Mumbai
Date: April 23, 2026

For and on behalf of the Board of Directors of
Mahindra Manulife Trustee Private Limited

sd/-
Nilesh Sathe
Chairman
[DIN: 02372576]

sd/-
Suneet Maheshwari
Director
[DIN: 00420952]

sd/-
Krishnaswamy Arabadi Sridhar
Director
[DIN: 00046719]

sd/-
Uday Bhansali
Director
[DIN: 00363902]

sd/-
Tejas Agrawal
Company Secretary
[ACS No – 55747]

Place: Mumbai
Date: April 23, 2026

INDEPENDENT AUDITOR'S REPORT

TO THE SHAREHOLDERS OF MAHINDRA IDEAL FINANCE LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the Financial Statements of Mahindra Ideal Finance Limited (the "Company"), which comprise the statement of financial position as at 31st March 2026 and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the Financial Statements including a summary of material accounting policy information as set out on pages herein.

In our opinion, the accompanying Financial Statements give a true and fair view of the financial position of the Company as at 31st March 2026 and of its financial performance and cash flows for the year then ended in accordance with Sri Lanka Accounting Standards.

Basis for Opinion

We conducted our audit in accordance with Sri Lanka Auditing Standards (SLAuSs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants issued by CA Sri Lanka (Code of Ethics) and we have fulfilled our other ethical responsibilities in accordance with the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Annual Report. The Annual Report is expected to be made available to us after the date of this Auditor's Report.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information identified above, when it becomes available, and in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit, or whether it appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

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

Management is responsible for the preparation of Financial Statements that give a true and fair view in accordance with Sri Lanka Accounting Standards, and for such internal control as management determines is necessary, to enable the preparation of Financial Statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditor's Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SLAuSs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the Financial Statements.

As part of an audit in accordance with SLAuSs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- conclude on the appropriateness of management's use of the going concern basis of accounting, and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that material uncertainty exists, we are required to draw attention in our Auditor's Report to the related disclosures in the Financial Statements or, if such disclosures are inadequate to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our Auditor's Report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

Report on Other Legal and Regulatory Requirements

As required by Section 163 (2) of the Companies Act No. 07 of 2007, we have obtained all the information and explanations that were required for the audit, and as far as it appears from our examination, proper accounting records have been kept by the Company.

BDO Partners
CHARTERED ACCOUNTANTS
Colombo 02

17th April 2026
CW/dm

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31ST MARCH 2026

	Notes	2026 LKR '000	2025 LKR '000
Income	3	**4,261,863**	2,740,870
Interest Income	4.1	**3,878,129**	2,444,566
Interest Expenses	4.2	**(1,725,739)**	(1,109,246)
Net Interest Income		**2,152,390**	1,335,320
Fees and Commission Income	5	**35,432**	16,498
Net Fee and Commission Income		**35,432**	16,498
Other Operating Income	6	**348,302**	279,806
Total Operating Income		**2,536,124**	1,631,623
Impairment Charges for Loans and other Losses	7	**(162,978)**	(73,914)
Net Operating Income		**2,373,146**	1,557,710
Operating Expenses			
Personnel Expenses	8	**(656,101)**	(560,529)
Depreciation of Property Plant & Equipment	22.2	**(161,661)**	(140,151)
Amortisation of Intangible Assets	23	**(8,525)**	(8,791)
Other Operating Expenses	9	**(453,869)**	(414,783)
Operating Profit before VAT on Financial Services and Social Security Contribution Levy		**1,092,990**	433,456
Value Added Tax on Financial Services	10	**(239,838)**	(135,364)
Social Security Contribution Levy	10	**(34,555)**	(18,801)
Profit before Taxation		**818,597**	279,291
Income Tax Expenses	11.1	**(340,366)**	(133,405)
Profit/ (Loss) for the period		**478,231**	145,886
Basic and Diluted Earnings per Share	12.2	**3.28**	1.00
Profit/ (Loss) for the period		**478,231**	145,886
Other Comprehensive Income not to be reclassified to profit or loss in subsequent periods			
Actuarial Gain/(Loss) on Defined Benefit Obligations	29.3	**(421)**	7,033
Deferred Tax (Charge)/Reversal on Other Comprehensive Income	29	**126**	(2,110)
Other Comprehensive Income for the period, Net of Tax		**(295)**	4,923
Total Comprehensive Income for the period, Net of Tax		**477,936**	150,809

Figures in brackets indicate deductions.

The Accounting Policies and Notes on pages herein form an integral part of these Financial Statements.

Colombo
17th April 2026

STATEMENT OF FINANCIAL POSITION AS AT 31ST MARCH 2026

	Notes	2026 LKR '000	2025 LKR '000
ASSETS			
Cash and Bank Balances	13	**423,093**	178,134
Investment in Government Securities at Amortised cost	14	**2,294,257**	1,248,944
Placements with Banks and Other Financial Institutions	15	**401,207**	151,076
Gold Advances	16	**9,184,231**	6,422,978
Lease Rental Receivables	17	**2,480,946**	2,656,513
Loans and Advances	18	**15,281,083**	5,723,480
Other Financial Assets	19	**29,826**	21,012
Other Non-Financial Assets	20	**139,783**	73,410
Financial Investments - Measured at Fair Value through OCI	21	**458**	458
Property, Plant and Equipment	22.3	**654,923**	584,938
Intangible Assets	23	**29,517**	34,498
Deferred Tax Assets	30	**60,430**	35,978
TOTAL ASSETS		**30,979,754**	17,131,418
LIABILITIES			
Interest Bearing Borrowings	24	**17,176,069**	6,949,677
Due to the Customers	25	**7,530,175**	6,254,214
Subordinate Liabilities	26	**1,000,626**	–
Other Financial Liabilities	27	**1,374,610**	669,737
Other Non-Financial Liabilities	28	**81,005**	74,280
Post Employment Benefit Liability	29	**47,021**	37,738
Current Tax Liabilities		**209,263**	62,722
TOTAL LIABILITIES		**27,418,769**	14,048,367
EQUITY			
Stated Capital	31	**1,908,247**	1,908,247
Retained Earnings		**1,568,243**	1,114,205
Reserves	32	**84,495**	60,599
TOTAL EQUITY		**3,560,985**	3,083,051
TOTAL LIABILITIES AND EQUITY		**30,979,754**	17,131,418

Figures in brackets indicate deductions.

The Accounting Policies and Notes on pages herein form an integral part of these Financial Statements.

These Financial Statements are in compliance with the requirements of the Companies Act No.07 of 2007..

Rohit Kumar Agarwalla
Chief Financial Officer

The Board of Directors is responsible for these Financial Statements, signed for and on behalf of the Board.

Thilan Wijesinghe
Chairman

Mufaddal Choonia
Managing Director and CEO

Colombo
17th April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2026

Description	Stated Capital LKR '000	Retained Earnings LKR '000	Statutory Reserve Fund LKR '000	Total LKR '000
Balance as at 01st April 2024	1,908,247	970,936	53,059	2,932,242
Total Income / (Loss) for the Period	–	145,887	–	145,887
Other Comprehensive Income (Net of Tax)	–	4,921	–	4,921
Transfer to Statutory Reserve Fund	–	(7,540)	7,540	–
Balance as at 31st March 2025	1,908,247	1,114,204	60,598	3,083,050
Balance as at 1st April 2025	**1,908,247**	**1,114,204**	**60,598**	**3,083,049**
Total Income / (Loss) for the Period	**–**	**478,231**	**–**	**478,231**
Other Comprehensive Income (Net of Tax)	**–**	**(295)**	**–**	**(295)**
Transfer to Statutory Reserve Fund	**–**	**(23,897)**	**23,897**	**–**
Balance as at 31st March 2026	**1,908,247**	**1,568,243**	**84,495**	**3,560,985**

Figures in brackets indicate deductions.

The Accounting Policies and Notes on pages herein form an integral part of these Financial Statements

Colombo
17th April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH 2026

	Note	2026 LKR '000	2025 LKR '000
Cash Flows From / (Used in) Operating Activities			
Profit before Income Tax Expense		**818,597**	279,291
Adjustment for Other Non-Cash Items Included in Profit Before Tax			
Depreciation of Property, Plant and Equipment & ROU Assets	22.3	**161,661**	140,151
Amortisation of Intangible Assets	23	**8,525**	8,791
Provision for Impairment	7	**162,978**	73,914
Interest expenses on Borrowings	4.2	**1,005,247**	403,685
Defined Benefit Obligation	8	**12,133**	14,271
Dividend Income	6	**(476)**	–
Disposal (Gain)/Loss on Fixed Assets		**(6,133)**	(21,772)
Operating Profit before Working Capital Changes		**2,162,532**	898,331
(Increase)/Decrease in Lease Rental Receivables		**191,760**	214,289
(Increase)/Decrease in Loans and Advances		**(9,717,319)**	(4,610,148)
(Increase)/Decrease in Gold Advance		**(2,780,708)**	(1,938,102)
(Increase)/Decrease in Other Financial Assets		**(8,813)**	8,483
(Increase)/Decrease in Other Non-Financial Assets		**(90,699)**	91,756
Increase/(Decrease) in Amounts Due to Customers		**1,275,961**	1,049,990
Increase/(Decrease) in Other Financial Liabilities		**791,963**	171,098
Increase/(Decrease) in Other Non-Financial Liabilities		**6,725**	36,860
Increase/(Decrease) in Current Tax liabilities		**24,326**	13,971
Cash Generated from Operations		**(8,144,272)**	(4,063,472)
Retirement Benefit Liabilities Paid	28.2	**(3,272)**	(18,537)
Income Tax Paid		**(218,151)**	(90,596)
Net Cash Flows from/(Used in) Operating Activities		**(8,365,695)**	(4,172,605)
Cash Flows from / (Used in) Investing Activities			
Purchase of Property, Plant and Equipment	22.1	**(142,633)**	(117,080)
Purchase of Right-of-Use Assets	22.1	**(94,998)**	(81,360)
Purchase of Intangible Assets	23	**(3,545)**	(195)
Disposal of Property, Plant and Equipment		**12,117**	38,843
Dividend Received	6	**476**	–
Investment in Treasury Bills	14	**97,870**	424,192
Investment in Fixed Deposits	15	**49,869**	104,772
Net Cash Flows from/(Used in) Investment Activities		**(80,844)**	369,172
Cash Flows from / (Used in) Financing Activities			
Proceeds from Bank Borrowings		**22,605,000**	10,559,108
Repayment of Bank Borrowings		**(13,357,974)**	(7,979,560)
Rental Paid for Lease Obligation		**(87,090)**	(78,687)
Proceeds from Subordinate Liabilities		**1,000,626**	–
Net Cash Flows from/(Used in) Financing Activities		**10,160,562**	2,500,861
Net Increase/(Decrease) in Cash & Cash Equivalents		**1,714,023**	(1,302,572)
Cash and Cash Equivalents at the Beginning of the Year		**10,172**	1,312,744
Cash and Cash Equivalents at the End of the Year	32	**1,724,195**	10,172

Figures in brackets indicate deductions.

The Accounting Policies and Notes on pages herein form an integral part of these Financial Statements.

Colombo
17th April 2026

MATERIAL ACCOUNTING POLICY INFORMATION TO THE FINANCIAL STATEMENTS

1. CORPORATE INFORMATION

1.1 General

Ideal Investment Limited is a limited liability company, incorporated on 24th January 2012 under companies Act No.7 of 2007 and then changed the name to Ideal Finance Limited on 12th March 2012 and is domiciled in Sri Lanka. The registered office of the Company is situated at No.299, Dr. Colvin R De. Silva Mawatha (Union Place), Colombo 02. On 28th January 2022, the Company changed its name to Mahindra Ideal Finance Limited.

Mahindra Ideal Finance Limited is licensed by the Monetary Board of the Central Bank of Sri Lanka under the Finance Business Act No. 42 of 2011 and is also registered under the Finance Leasing Act No.56 of 2000.

1.2 Principal Activities and Nature of Operations

During the year, the principal activities of the Company were Acceptance of Deposits, Granting Lease, Loan Facilities and Gold Advances.

1.3 Parent Entity and Ultimate Parent Entity

Mahindra and Mahindra Financial Services Limited, India is the parent of Mahindra Ideal Finance Limited. The liability of the parent entity is limited to either its equity or fund-based commitment to Mahindra Ideal Finance Limited. Further the Company does not have any investments in the form of subsidiary, joint venture or associate.

1.4 Date of Authorization for Issue

The Financial Statements of Mahindra Ideal Finance Limited for the period ended 31st March 2026 were authorised for issue in accordance with a resolution of the Board of Directors on 17th April 2026.

2. ACCOUNTING POLICIES

2.1 Basis of Preparation

2.1.1 Statement of Compliance

The Statement of Financial Position, Statement of Comprehensive Income, Statement of Changes in Equity and Statement of Cash Flows, together with Accounting Policies and Notes, ('Financial Statements'),as at 31 March 2026 and for the period then ended, have been prepared in accordance with Sri Lanka Accounting Standards (hereafter referred to as "SLFRS"), laid down by the Institute of Chartered Accountants of Sri Lanka and are in compliance with the requirements of the Companies Act No. 07 of 2007 and amendments thereto.

2.1.2 Responsibility for Financial Statements

The Board of Directors of the Company is responsible for these Financial Statements of the Company as per Sri Lanka Accounting Standards (SLFRSs and LKASs) and the provisions of the Companies Act No. 07 of 2007.

2.1.3 Basis of measurement

The financial statements have been prepared on a historical cost basis except retirement benefits obligation, which was ascertained by an actuarial valuation.

2.1.4 Presentation of Financial Statements

In compliance with LKAS 01 on Presentation of Financial Statements, each material class of similar items is presented separately in the Financial Statements. Items of dissimilar nature or functions are presented separately, unless they are immaterial.

The Company presents its Statements of Financial Position broadly in order of liquidity. An analysis regarding recovery or settlement within 12 months after the reporting date (current) and more than 12 months after the reporting date (non-current) is presented in Note 36.

2.1.5 Functional and presentation currency

The financial statements are presented in Sri Lankan Rupees, except when otherwise is indicated. No adjustments have been made for inflationary factors.

2.1.6 Materiality, Aggregation, Offsetting and Rounding Off

In compliance with LKAS 01 on Presentation of Financial Statements, each material class of similar items is presented separately in the Financial Statements. Items of dissimilar nature or function too are presented separately, unless they are immaterial.

Financial Assets and Financial Liabilities are offset and the net amount reported in the Statement of Financial Position only when legally there is enforceable right to offset the recognized amounts and there is an intention to settle on a net basis, or to realize the assets and settle the liability simultaneously. Income and expenses are not offset in the Statement of Profit or Loss unless required or permitted by any accounting standard or interpretation, and as specifically disclosed in the accounting policies.

The amounts in the financial statements have been rounded off to the nearest Sri Lankan Rupee, except where otherwise indicated as permitted by the Sri Lanka Accounting Standard (LKAS 1) – 'Presentation of Financial Statements'.

2.1.7 Comparative Information

The accounting policies have been consistently applied by the Company, and are consistent with those used in the previous financial year. Further comparative information is reclassified whenever necessary to comply with the current presentation in the Financial Statements. However, the Company has not restated comparative information for 2025.

2.1.8 Statement of Cash Flows

The cash flow statement has been prepared by using the indirect method in accordance with the Sri Lanka Accounting Standard - LKAS 7 (Statement of Cash Flows), whereby operating, investing and financial activities have been separately recognised. Cash and cash equivalents comprise of short-term, highly liquid investments that are readily convertible to known amounts of cash and are subject to an insignificant risk of changes in value.

Cash and cash equivalents include cash in hand, balances with banks, placements with banks (less than 3 months), net of unfavourable bank balances and securities purchased under repurchase agreements (less than three months).

2.1.9 Events After the Reporting Date

Events after the Reporting Date are those events, favourable and unfavourable, that occur between the reporting date and the date when the Financial Statements are authorised for issue. In this regard, all material and important events that occurred after the reporting period have been considered and appropriate disclosures are made in Note 38 to the Financial Statements.

2.2 Significant Accounting Judgments, Estimates and Assumptions

The preparation of Financial Statements of the Company in conformity with Sri Lanka Accounting Standards requires the management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

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

i. Going Concern

The Board has assessed the Company's ability to continue as a going concern and is satisfied that it has the resources to continue in business for the foreseeable future. Furthermore, the Board is not aware of any material uncertainties that may cast significant doubt upon the Company's ability to continue as a going concern and they do not intend either to liquidate or to cease operations of the Company. Further, the Directors have considered the potential downsides that the recent economic stress could bring to the business operations of the Company, in making this assessment. Therefore, the Financial Statements continue to be prepared on the going concern basis.

ii. Impairment losses on loans and receivables

The measurement of impairment losses under SLFRS 9 across all categories of financial assets requires judgment, in particular, the estimation of the amount and timing of future cash flows and collateral values when determining impairment losses and the

MATERIAL ACCOUNTING POLICY INFORMATION TO THE FINANCIAL STATEMENTS (contd.)

assessment of a significant increase in credit risk. These estimates are driven by a number of factors, changes in which, can result in different levels of allowances.

The Company's ECL calculations are outputs of complex models with a number of underlying assumptions regarding the choice of variable inputs and their interdependencies. Elements of the ECL models that are considered accounting judgments and estimates include:

- Number of days past due and the Guidelines issued by the Central Bank of Sri Lanka
- The Company's criteria for assessing if there has been a significant increase in credit risk and so allowances for financial assets should be measured on a LTECL basis and the qualitative assessment
- The segmentation of financial assets when their ECL is assessed on a collective basis
- Development of ECL models, including the various formulas and the choice of inputs
- Determination of associations between macroeconomic scenarios and economic inputs, such as unemployment levels and collateral values, and the effect on PDs, EADs and LGDs
- Selection of forward-looking macroeconomic scenarios and their probability weightings, to derive the economic inputs into the ECL models.

iii. Fair Value of Financial Instruments

The determination of fair values of financial assets and financial liabilities recorded in the Statement of Financial Position for which there is no observable market price is based on using a variety of valuation techniques that include the use of mathematical models. The valuation of financial instruments is described in Note 35 to the Financial Statements. The Company measures fair value using the fair value hierarchy that reflects the significance of input used in making measurements. The fair value hierarchy is given in Note 35 to the Financial Statements.

iv. Financial Assets and Financial Liabilities Classification

The Company's accounting policies provide scope for assets and liabilities to be classified, at inception in to different accounting categories. The classification of financial instruments is given in Note 34, "Analysis of Financial Instruments by Measurement Basis".

v. Defined Benefit Plan

The cost of the defined benefit pension plan is determined using an actuarial valuation. The actuarial valuation involves making assumptions about discount rates, future salary increases, and mortality rates. Due to the long-term nature of these plans, such estimates are subject to significant uncertainty. Assumptions used are disclosed in Note 29.

vi. Useful Life-time of the Property, Plant, Equipment and Intangible Assets

The Company reviews the residual values, useful lives and methods of depreciation and amortization of property, plant, equipment and intangible assets at each reporting date. The judgement of the management is exercised in the estimation of these values, rates, methods and hence they are subject to uncertainty.

2.3 Summary of Significant Accounting Policies

The significant accounting policies applied by the Company in preparation of its Financial Statements are included in below.

2.3.1 SLFRS 09 Financial Instruments

SLFRS 9 – Financial Instruments replaces LKAS 39 for annual periods on or after 01 January 2018. The company has adopted SLFRS-09 Financial Instruments with an initial application date of 01st April 2018.

2.3.1.1 Classification and Measurement of Financial Assets and Liabilities

The Company classifies all of its financial assets based on the business model for managing the assets and the asset's contractual terms, measured at either:

- Amortised Cost,
- Fair Value through Other Comprehensive Income (FVOCI),
- Fair Value through Profit or Loss.

Financial liabilities, other than loan commitments and financial guarantees, are measured at amortised cost or at FVPL or the fair value designation is applied.

2.3.1.2 Financial Assets and liabilities

2.3.1.2.1 Lease Rental Receivables, Loans and Receivables to Other Customers, Financial Investments at Amortised Cost

The company measures Lease, Loans and advances to customers and other financial investments only at amortised cost if both of the following conditions are met.

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows
- The contractual terms of the financial asset give rise on specified dates to cash flows that are Solely the Payments of Principal and Interest (SPPI) on the principal amount outstanding.

The classification of financial liabilities under SLFRS 9 does not follow the approach for the classification on financial assets. Financial liabilities are measured at amortised cost or fair value through profit or loss.

The details of conditions of business model assessment and the SPPI test are outlined below.

(a) Business Model Assessment

The Company determines its business model at the level that best reflects how it manages groups of financial assets to achieve its business objective.

The Company's business model is not assessed on an instrument-by-instrument basis, but at a higher level of aggregated portfolios and is based on observable factors such as:

- How the performance of the business model and the financial assets held within that business model are evaluated and reported to the entity's key management personnel
- The risks that affect the performance of the business model (and the financial assets held within that business model), and in particular, the way those risks are managed
- How managers of the business are compensated (for example, whether the compensation is based on the fair value of the assets managed or on the contractual cash flows collected)

MATERIAL ACCOUNTING POLICY INFORMATION TO THE FINANCIAL STATEMENTS (contd.)

- The expected frequency, value and timing of sales are also important aspects of the Company's assessment

(b) The SPPI Test

As a second step of its classification process the Company assesses the contractual terms of financial assets to identify whether they meet the SPPI test.

An entity has a business model to hold the financial asset to collect the contractual cash flows. The characteristics of the contractual cash flows are that of solely payments of the principal amount and interest (referred to as "SPPI").

Principal for the purpose of this test is defined as the fair value of the financial asset at initial recognition and may change over the life of the financial asset (for example, if there are repayments of principal or amortisation of the premium/ discount).

The most significant elements of interest within a lending arrangement are typically the consideration for the time value of money and credit risk. To make the SPPI assessment, the Company applies judgement and considers relevant factors such as the currency in which the financial asset is denominated, and the period for which the interest rate is set.

2.3.1.2.2 Reclassification of Financial Assets and Liabilities

The company does not reclassify its financial assets or liability subsequent to their initial recognition, apart from the exceptional circumstances in which the Company acquires, disposes of, or terminates a business line. The Company did not reclassify any of its financial assets or liabilities in the year 2024/25.

2.3.1.3 De-recognition of Financial Instruments

2.3.1.3.1 Financial Assets

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognized when the rights to receive cash flows from the financial asset have expired.

2.3.1.3.2 Financial Liabilities

A financial liability is derecognized when the obligation under the liability is discharged, cancelled or expires.

2.3.1.4 Impairment of Financial Assets

Overview of the Expected Credit Loss (ECL) Principles

The Company's loan loss impairment method by using forward-looking Expected Credit Loss (ECL) approach. From 1 April 2018, the Company has been recording the allowance for expected credit losses for all loans and other debt financial assets not held at FVPL, in this section all referred to as 'financial instruments'. Equity instruments are not subject to impairment under SLFRS 9.

The ECL allowance is based on the credit losses expected to arise over the life of the asset. The 12 months ECL is the portion of Life time ECLs that represents the ECLs that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

Both Life time ECLs and 12 months ECLs are calculated on either an individual basis or a collective basis, depending on the nature of the underlying portfolio of financial instruments.

The Company has established a policy to perform an assessment, at the end of each reporting period, of whether a financial instrument's credit risk has increased significantly since initial recognition, by considering the change in the risk of default occurring over the remaining life of the financial instrument.

Based on the above process, the Company groups its loans into Stage 1, Stage 2 and Stage 3.

Stage 1

When loans are first recognised, the Company recognises an allowance based on 12 months ECLs. Stage 1 loans also include facilities where the credit risk has improved and the loan has been reclassified from Stage 2.

Stage 2

When a loan has shown a significant increase in credit risk since origination, the Company records an allowance for the Life time ECLs. Stage 2 loans also include facilities, where the credit risk has improved and the loan has been reclassified from Stage 3.

Stage 3

These loans considered credit-impaired. The Company records an allowance for the Life time ECLs.

2.3.1.4.1 The Calculation of Expected Credit Loss (ECL)

The Company calculates ECLs under three staging approaches to measure the expected cash shortfalls, discounted at an approximation to the EIR. A cash shortfall is the difference between the cash flows that are due to an entity in accordance with the contract and the cash flows that the entity expects to receive. The mechanics of the ECL calculations are outlined below and the key elements are as follows:

Definition of default

The Company considers a financial asset to be in "default" and therefore Stage 3 (credit impaired) for ECL calculations when the borrower account becomes 90 days past due on its contractual payments.

Probability of Default (PD)

The Probability of Default (PD) is an estimate of the likelihood of default over a given time horizon. A default may only happen at a certain time over the assessed period, if the facility has not been previously recognised and is still in the portfolio.

However, for placements with Banks and other financial investments classified as amortised cost and fair value through other Comprehensive Income the Company relies on external credit rating in determining their respective PDs.

EAD

The Exposure at Default (EAD) is an estimate of the exposure at a future default date, taking into account expected changes in the exposure

MATERIAL ACCOUNTING POLICY INFORMATION TO THE FINANCIAL STATEMENTS (contd.)

after the reporting date, including repayments of principal and interest, whether scheduled by contract or otherwise, expected drawdowns on committed facilities, and accrued interest from missed payments.

LGD

The Loss Given Default (LGD) is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive.

2.3.1.4.2 The mechanics of the ECL method are summarised below:

Stage 1

The 12 months ECL is calculated as the portion of LTECL that represent the ECLs that result from default events on a financial instrument that are possible within the 12 months after the reporting date. The Company calculates the 12 months ECL allowance based on the expectation of a default occurring in the 12 months following the reporting date. These expected 12-month default probabilities are applied to a forecast EAD and multiplied by the expected LGD and discounted by an approximation to the original EIR. This calculation is made for each of the three scenarios, as explained above.

Stage 2

When a loan has shown a significant increase in credit risk since origination, the Company records an allowance for the LTECLs. The mechanics are similar to those explained above but PDs and LGDs are estimated over the lifetime of the instrument. The expected cash shortfalls are discounted by an approximation to the original EIR.

Stage 3

For loans considered credit-impaired, the Company recognises the LTECL for these loans. The method is similar to that for Stage 2 assets, with the PD set at 100%. The Company recognises the interest income on loans classified under stage 3 at the effective interest rate on amortised cost.

Assessment of significant increase in credit risk

When determining whether the credit risk has increased significantly since initial recognition, the Company considers both quantitative and qualitative information and analysis based on the Company's historical experience, including forward-looking information. The Company considers reasonable and supportable information that is relevant and available without undue cost and effort. The Company's accounting policy is not to use the practical expedient that the financial assets with 'low' credit risk at the reporting date are deemed not to have had a significant increase in credit risk. As a result the Company monitors all financial assets and loan commitments that are subject to impairment for significant increase in credit risk.

As a part of the qualitative assessment of whether a customer is in default, the Company also considers a variety of instances that may indicate unlikeliness to pay. In such instances, the Company treats the customer with an increased credit risk level, following are such instances.

- Stage 1 and Stage 2 facilities of a Stage 3 customer are also classified as Stage 3.
- Stage 1 facilities of a Stage 2 customer are classified as Stage 2.
- Rescheduled facilities are categorized based on their aggregate days past due, ie, the aggregate of the present age of the facility and the age prior to reschedule.
- Originated credit impaired assets :-These are financial assets that are credit impaired on initial recognition.

They are recorded at fair value at initial recognition and interest income is subsequently recognized based on credit adjusted EIR. ECLs are recognized or released to the extent that there is subsequent change in expected credit losses.

Forward Looking Information

In its ECL models, the Company relies on a broad range of forward looking information as economic inputs, such as:

Quantitative	Qualitative
GDP Growth	Government Policies
Inflation	Status of the Industry Business
Unemployment	Regulatory Impact
Interest Rates	Global Economic Environment
Exchange Rates	

The inputs and models used for calculating ECLs may not always capture all the characteristics of the market at the date of the financial statements.

To reflect the uncertainties in the calculation of expected credit losses, the Company has not changed the weightages assigned for multiple economic scenarios during the year. Weightages assigned for each scenario is given below along with the weightages used in 2023/24.

	2025/26	2024/25
Base case	60%	55%
Best case	10%	10%
Worst case	35%	40%

The inputs and models used for calculating ECLs may not always capture all characteristics of the market as at the date of the financial statements. To reflect this, qualitative adjustments or overlays are occasionally made as temporary adjustments when such differences are significantly material.

To ensure completeness and accuracy, the company obtains necessary data primarily from publications of Central Bank of Sri Lanka.

MATERIAL ACCOUNTING POLICY INFORMATION TO THE FINANCIAL STATEMENTS (contd.)

2.3.1.5 Determination of Fair Value

The Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data is available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole.

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The disclosure of fair value of financial instruments is disclosed in Note 34 to the Financial Statements.

2.3.2 Lease

The determination of whether an arrangement is a lease, or contains a lease, is based on the substance of the arrangement and requires an assessment of whether the fulfillment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

2.3.2.1 Finance Lease

Company as a lessor

Assets leased to customers which transfer substantially all the risks and rewards associated with ownership other than legal title, are classified as 'Finance Lease". Amounts receivable under finance lease are included under 'Lease Rental Receivables' in the Statement of Financial Position after deduction of unearned lease income and accumulated impairment losses. When assets are held subject to a finance lease, the present value of the lease payments, discounted at the rate of interest implicit in the lease, is recognized as a receivable. The difference between the total payments receivable under the lease and the present value of the receivable is recognized as unearned finance income, which is allocated to accounting periods reflect a constant periodic rate of return.

2.3.2.2 SLFRS 16 – Leases

Company as a lessee

SLFRS 16 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both parties to a contract, i.e. lessee and lessor. SLFRS 16 supersedes Sri Lanka Accounting Standard - LKAS 17 (Leases) and related interpretations, SLFRS 16 introduces a single accounting model for the lessee, eliminating the present classification of leases in LKAS 17 as either operating leases or finance leases.

The Company has adopted SLFRS 16 using modified retrospective method from 01st April 2019, without restating comparatives for the 2018/19 reporting period, as permitted under the specific transitional provisions in the standard. At the date of adoption, right of use was recognised as the amount equal to the lease liability, adjusted by the amount of prepaid lease rentals.

Under this method, the standard is applied retrospectively and the cumulative effect, as at the initial date of application of the standard i.e 01st April 2019, has been duly adjusted. The company elected to use the transitional practical expedient to not reassess whether an existing contract forms a lease as at 01st April 2019, under the definitions provided in the standard. Instead, the company applied the standard only to contracts that were previously identified as leases applying LKAS 17 at the date of initial application.

The contracts which were previously classified as "operating leases" under the principles of LKAS 17 -Leases, have been recognize as "right of- use assets" with the adoption of SLFRS 16 -Leases.

2.3.3 Cash and cash equivalents

Cash and cash equivalents as referred to in the cash flow statement comprise cash in hand, and amounts due from banks on demand or with an original maturity of three months or less.

2.3.4 Property, Plant and Equipment

Property, plant and equipment is stated at cost excluding the costs of day–to–day servicing, less accumulated depreciation and accumulated impairment in value. Changes in the expected useful life are accounted for by changing the amortisation period or method, as appropriate, and treated as changes in accounting estimates.

Depreciation is calculated using the straight–line method to write down the cost of property and equipment to their residual values over their estimated useful lives. The estimated useful lives are as follows:

Category	Years
Furniture and Fittings	05
Office Equipment	05
Motor Vehicles	05
Computer Equipment	05

The depreciation method and residual values of assets are reviewed at each financial year-end and, if there has been a significant change in the expected pattern of consumption of the future economic benefits embodied in the asset, the method shall be changed to reflect the changed pattern.

Property plant & Equipment is derecognized on disposal or when no future economic benefits are expected from its use. Any gain or loss arising on derecognition of the assets (calculated as the

MATERIAL ACCOUNTING POLICY INFORMATION TO THE FINANCIAL STATEMENTS (contd.)

difference between the net disposal proceeds and carrying amount of the assets) is recognized in 'Other Operating Income' in the Statement of Comprehensive Income (Profit or Loss) in the year the asset is recognized.

2.3.5 Right-Of-Use Assets

2.3.5.1 Basis of recognition

The Company applies Sri Lanka Accounting Standard SLFRS 16 "Leases" in accounting for all lease hold rights except for leases due to expire during the financial year and leases on which implications to the financial statements are not considered to be material. The company uses its judgment to determine whether an operating lease contract qualifies for recognition of right-of-use assets. The company applies judgements in evaluating the level of certainty whether the option of renewing the lease exits or otherwise. That is, it considers all relevant factors that create an economic benefit for it to exercise either the renewal or termination.

Basis of measurement

The company recognises right-of-use assets at the date of commencement of the lease, which is the present value of lease payments to be made over the lease term. Right-of-Use assets are measured at cost less any accumulated amortization and impairment losses and adjusted for any re-measurement of lease liabilities. The cost of the right-of-use assets includes the amount of lease liabilities recognised, initial direct cost incurred, and lease payments made at or before the commencement date less any lease incentives received. Right of use assets are amortised on the straight line basis over the lease term.

When measuring lease liabilities for leases that were classified previously as operating leases, the company discounted future lease payments due as of 01st April 2019 using the incremental borrowing rate as at 01st April 2019. The rate applicable was 14%.

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

2.3.6 Intangible assets

The company's other intangible assets include the value of computer software. An intangible asset is recognised only when its cost can be measured reliably and it is probable that the expected future economic benefits that are attributable to it will flow to the company. Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortisation and any accumulated impairment losses.

The useful lives of intangible assets are assessed to be either finite or indefinite. Intangible assets with finite lives are amortised over the useful economic life. The amortisation period and the amortisation method for an intangible asset with a finite useful life are reviewed at least at each financial yearend.

Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset are accounted for by changing the amortisation period or method, as appropriate, and they are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is presented as a separate line item in the statement of comprehensive income.

Computer System software is amortised over the licensed period. And where the license is perpetual, it is amortised over 3 years.

2.3.7 Other Assets

All other assets are stated at amortised cost less accumulated impairment losses.

2.3.8 Inventories

Inventories include stationery and this is valued at the lower of cost and net realizable value.

2.3.9 Impairment of non–financial assets

The company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash generating unit's fair value less costs to sell and its value in use. Where the carrying amount of an asset or cash generating unit exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre–tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded subsidiaries or other available fair value indicators.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Company estimates the asset's or cash generating unit's recoverable amount. A previously recognized impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceeds the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the statement of comprehensive income.

2.3.10 Employee Retirement Benefits

Defined Contribution Plan Costs

Defined contribution plan is a post- employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to a defined contribution plan are recognized as a Personnel Expenses in the Statement of comprehensive income in the periods during which services are rendered by employees. Employees are eligible for employees' Provident Fund and Employees Trust Fund Contributions in line with the respective Statutes and regulations. Accordingly, the company contributes 12% and 3% of gross emoluments of employees to Employees' Provident Fund and Employee Trust Fund respectively and is recognized as an expense under "Personnel Expenses".

Defined Benefit Plan Costs

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The liability recognized in the Statement of Financial Position in respect of defined benefit plan is the present value of the defined benefit obligation at the reporting date. The defined benefit obligation is calculated using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash flows using interest rates that are denominated in the currency in which the benefit will be paid, and that have terms of maturity approximating to the terms of the liability.

Provision has been made in the Financial Statements for retiring gratuities from the first year of service for all employees, in conformity with LKAS 19-"Employee Benefits".

However, according to the payment of Gratuity Act No.12of 1983, the liability for payment to an employee arises only after the completion of 5 years continued services. The liability is not externally funded.

2.3.11 Provisions

Provisions are recognised when the company has a present obligation (legal or constructive) as a result of a past event, and it is

MATERIAL ACCOUNTING POLICY INFORMATION TO THE FINANCIAL STATEMENTS (contd.)

probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. The expense relating to any provision is presented in the statement of comprehensive income net of any reimbursement.

2.3.12 Other Liabilities

Other liabilities are recorded at the cash value to be realized when settled.

2.3.13 Foreign currency translation

Transactions in foreign currencies are initially recorded at the functional currency rate of exchange ruling at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange at the statement of financial position date. All differences arising on non–trading activities are taken to 'Other operating income' in the income statement.

2.3.14 Recognition of income and expenses

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised.

(i) Interest income and interest expense

For all financial instruments measured at amortised cost, interest bearing financial assets classified as available-for-sale and financial instruments designated at fair value through profit or loss, interest income or expense is recorded using the Effective Interest Rate. Effective Interest Rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset or financial liability. The calculation takes into account all contractual terms of the financial instrument (for example, prepayment options) and includes any fees or incremental costs that are directly attributable to the instrument and are an integral part of the Effective Interest Rate, but not future credit losses.

The carrying amount of the financial asset or financial liability is adjusted if the company revises its estimates of payments or receipts. The adjusted carrying amount is calculated based on the original Effective Interest Rate and the change in carrying amount is recorded as 'Interest Income' for financial assets and Interest Expense for financial liabilities. However, for a reclassified financial asset for which the company subsequently increases its estimates of future cash receipts as a result of increased recoverability of those cash receipts, the effect of that increase is recognised as an adjustment to the Effective Interest Rate from the date of the change in estimate.

Once the recorded value of a financial asset or a group of similar financial assets has been reduced due to an impairment loss, interest income continues to be recognised using the rate of interest used to discount the future cash flows for the purpose of measuring the impairment loss.

(ii) Fee and commission income

The company earns fee and commission income from a diverse range of services it provides to its customers. Fee income can be divided into the following two categories:

– Fee income earned from services that are provided over a certain period of time

– Fees earned for the provision of services over a period of time accrued over that period These fees include commission income and service charges

Fee income from providing transaction services

Fees arising from negotiating or participating in the negotiation of a transaction for a third party are recognised on completion of the underlying transaction. Fees or components of fees that are linked to a certain performance are recognised after fulfilling the corresponding criteria.

(iii) Dividend income

Dividend income is recognised when the company's right to receive the payment is established.

(iv) Expenditure Recognition

Expenses are recognized in profit or loss in the statement of comprehensive Income on the basis of a direct association between the cost incurred and the earning of specific items of income. All expenditure incurred in the running of the business and in maintaining the property, plant and equipment in a state of efficiency has been charged to the statement of Comprehensive Income (Profit or loss). For the purpose of presenting of the statement of comprehensive Income, the "function of expenses" method has been adopted, on the basis that it presents fairly the element of the company's performance.

2.3.15 Taxes

a. Current Tax

The provision for the income tax is based on the elements of the income and expenditure as reported in the Financial Statements and computed in accordance with the provisions of the Inland Revenue Act, No. 24 of 2017.

Current income tax assets and liabilities for the current and prior years are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date.

b. Deferred Tax

Deferred tax is provided on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax liabilities are recognized for all taxable temporary differences.

Deferred tax assets are recognized for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credit and unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered. Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates and tax laws that have been enacted at the reporting date.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

MATERIAL ACCOUNTING POLICY INFORMATION TO THE FINANCIAL STATEMENTS (contd.)

c. Value Added Tax on Financial Services and Social Security Contribution Levy

Value Added Tax on Financial Services is calculated at the rate of 18% in accordance with the provisions of the Value Added Tax Act No. 14 of 2002 and amendments thereto. The Social Security Contribution Levy is calculated at the rate of 2.5% on the turnover applicable for Value Added Tax on Financial Services with effect from 01st October 2022.

2.3.16 Regulatory provisions

a) Deposit Insurance and Liquidity Support Scheme

In terms of the Finance Companies Direction No.2 of 2010 "Insurance of Deposit Liabilities" issued on 27 September 2010 and subsequent amendments thereto, all Finance Companies are required to insure their deposit liabilities in the Deposit Insurance Scheme operated by the Monetary Board in terms of Sri Lanka Deposit Insurance Scheme Regulations No.01 of 2010 issued under Sections 32A to 32E of the Monetary Law Act with effect from 01st October 2010.The said Scheme was renamed as the "Sri Lanka Deposit Insurance and Liquidity Support Scheme" as per the Sri Lanka Deposit Insurance and Liquidity Support Scheme Regulation No. 01 of 2013.

The deposits to be insured shall include demand, time and savings deposit liabilities and exclude the following.

- Deposit liabilities to member institutions
- Deposit liabilities to the Government of Sri Lanka
- Deposit liabilities to shareholders, directors, key management personnel and other related parties as defined in Finance Companies Act (Corporate Governance) Direction No.3 of 2008 for Registered Finance Companies
- Deposit liabilities held as collateral against any accommodation granted
- Deposits falling within the meaning of abandoned property in terms of the Banking Act and dormant deposits in terms of the Finance Companies Act, funds of which have been transferred to the Central Bank of Sri Lanka in terms of the relevant Directions issued by the Monetary Board.

Registered Finance Companies are required to pay a premium of 0.15% on the total amount of eligible deposits as at end of the month within a period of 15 days from the end of the respective month.

b) Crop Insurance Levy (CIL)

As per the provisions of Section 14 of the Finance Act No.12 of 2013, the CIL was introduced with effect from 01st April 2013 and is payable to the National Insurance Trust Fund. Currently, the CIL is payable at 1% of the profit after tax.

2.3.17 Related Party Transactions

Disclosure has been made in respect of the transactions in which one party has the liability to control or exercise significant influence over the financial and operating policies/decisions of the other, irrespective of whether a price is being charged.

2.3.18 Segment Reporting

The Company's segmental reporting is based on the following operating segments identified based on products and services;

– Finance Leases

– Term Loans

– Gold Loans

– Others

A segment is a distinguishable component of a company that is engaged in providing products and services. (Business segment, is subject to risks and rewards that are different from those of other segments).

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

The accounting policies adopted for segment reporting are those accounting policies adopted for preparing the financial statements of the Company.

2.3.19 The following amendments are effective for the period beginning 01st January 2026

i) Amendments to SLFRS 9 (Financial Instruments) and SLFRS 7 (Financial Instruments: Disclosures). Amendments to Sri Lanka Accounting Standards SLFRS 9 – Financial Instruments and SLFRS 7 – Financial Instruments: Disclosures, will be effective for annual reporting periods beginning on or after 01st January 2026. Early application is permitted.

These amendments introduce important enhancements to the classification and measurement, derecognition, and disclosure requirements applicable to financial instruments. The amendments are aimed at strengthening transparency, improving consistency in financial reporting, and addressing emerging market developments, including sustainability-linked features and nature-dependent electricity contracts.

ii) SLFRS 17: Insurance Contracts - Effective for annual reporting periods beginning on or after 1st January 2026

2.3.20 Sri Lanka Accounting Standards Not Yet Effective as at 31st March 2026

The Finance Company intends to adopt the new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Bank's Financial Statements, if applicable, when they become effective.

i) IFRS 18 Presentation and Disclosure in Financial Statements - The objective of this standard is to give investors more transparent and comparable information about companies' financial performance, thereby enabling better investment decisions. IFRS 18 introduces three sets of new requirements to improve companies reporting of financial performance and give investors a better basis for analysing and comparing companies.

1. Improved comparability in the statement of profit or loss (income statement)
2. Enhanced transparency of management-defined performance measures
3. More useful grouping of information in the Financial Statements

ii) IFRS 19 Subsidiaries without Public Accountability: Disclosures - The objective of this standard is to specify that the disclosure requirements the Group is permitted to apply instead of the disclosure requirements in other IFRS Accounting Standards. An eligible subsidiary that applies to IFRS 19 is required to apply the requirements in other IFRS Accounting Standards for recognition, measurement and presentation requirements. For disclosure requirements, IFRS 19 instead of the disclosure requirements in other IFRS Accounting Standards, except in specified circumstances. In accordance with IFRS 18 Presentation and Disclosure in Financial Statements, an entity applying IFRS 19 is not required to provide a specific disclosure required by IFRS 19 if the information resulting from that disclosure would not be material.

NOTES TO THE FINANCIAL STATEMENTS

3. INCOME

	2026 LKR '000	2025 LKR '000
Interest Income (4.1)	**3,878,129**	2,444,566
Fee and Commission Income (5)	**35,432**	16,498
Other Operating Income (6)	**348,302**	279,806
Total Income	**4,261,863**	2,740,870

4. NET INTEREST INCOME

4.1 Interest Income

	2026 LKR '000	2025 LKR '000
From Placements with Banks and Other Financial Institutions	**9,794**	16,098
From Government Securities	**54,161**	82,319
From Lease Rental Receivables	**574,547**	646,765
From Loans and Advances	**1,568,472**	559,799
From Gold Advances	**1,669,771**	1,138,128
From Refundable Deposits	**1,384**	1,458
Total Interest Income	**3,878,129**	2,444,566

4.2 Interest Expense

	2026 LKR '000	2025 LKR '000
Due to Banks	**1,005,247**	403,685
Due to Customers	**671,550**	657,916
On Obligation to Make the Lease Payment for Right-of-Use Assets	**48,942**	47,645
Total Interest Expenses	**1,725,739**	1,109,246
Net Interest Income	**2,152,390**	1,335,320

5. FEE AND COMMISSION INCOME

	2026 LKR '000	2025 LKR '000
Commission Income	**35,432**	16,498
Fee and Commission	**35,432**	16,498

6. OTHER OPERATING INCOME

	2026 LKR '000	2025 LKR '000
Dividend Income	**476**	–
Service Charges	**321,329**	169,390
Fair Value Gain on Investments	**9,361**	66,720
Other Operating Income	**17,136**	43,695
Total Other Operating Income	**348,302**	279,806

7. IMPAIRMENT CHARGES FOR LOANS AND OTHER LOSSES

	2026 LKR '000	2025 LKR '000
Charge/(written back) to the statement of comprehensive income		
– Impairment on Individually Significant Loans	**33,155**	3,529
– Impairment on Collective Loan Portfolio	**138,400**	59,922
– Net of recoveries written off	**(8,577)**	10,462
Total Impairment Charge	**162,978**	73,914
Lease Rental Receivables (Note 17.2.a)		
Stage 1	**(6,553)**	(8,914)
Stage 2	**(2,701)**	(7,501)
Stage 3	**1,639**	(698)
	(7,615)	(17,113)
Loans and Advances (Note 18.2.a)		
Stage 1	**80,186**	40,181
Stage 2	**19,873**	5,478
Stage 3	**59,656**	14,641
	159,715	60,300
Gold Advances		
Stage 1	**9,320**	15,136
Stage 2	**10,607**	5,600
Stage 3	**(472)**	(450)
	19,455	20,286

8. PERSONNEL EXPENSES

	2026 LKR '000	2025 LKR '000
Salaries	**505,463**	426,930
Employers' Contribution to Employee's Provident Fund	**46,017**	40,726
Employers' Contribution to Employee's Trust Fund	**11,504**	10,181
Gratuity Charge for the year	**12,133**	14,271
Other Staff Related Expenses	**80,984**	68,421
Total Personnel expenses	**656,101**	560,529

9. OTHER OPERATING EXPENSES

	2025 LKR '000	2024 LKR '000
Directors' Emoluments	**3,300**	4,266
Auditor's Remuneration	**1,723**	1,834
Professional and Legal	**22,761**	18,165
Office Administration and Establishment	**250,530**	207,803
Advertising and Promotional	**41,747**	69,276
Disallowable Input VAT	**11,781**	18,770
License and Renewal Fees	**1,798**	2,665
Other	**120,229**	92,004
Total Other Operating expenses	**453,869**	414,783

NOTES TO THE FINANCIAL STATEMENTS (contd.)

10. VALUE ADDED TAX ON FINANCIAL SERVICES AND SSCL

	2026 LKR '000	2025 LKR '000
VAT on Financial Services	**239,838**	135,364
Social Security Contribution Levy (SSCL)	**34,555**	18,801
	274,393	154,165

11. INCOME TAX EXPENSES

11.1 The major component of income tax for the period ended 31st March is as follows;

	2026 LKR '000	2025 LKR '000
Income Statement		
Current Income Tax		
Income Tax for the Period	**363,086**	147,376
Due to Rate Reduction	**–**	–
Tax Adjustment with Final Payment	**1,606**	–
Deferred Tax (Note 30)		
Due to Change in Temporary Differences	**(24,326)**	(13,971)
Due to Rate Change	**–**	–
Income Tax Expenses reported in the Income Statement	**340,366**	133,405
Statement of Other Comprehensive Income		
Differed Tax Related to Items Recognised in OCI During the Year		
Net Gain/(Loss) on Actuarial Gains/ Losses During the Year	**(126)**	2,110
Income Tax Expenses reported in the Other Comprehensive Income	**(126)**	2,110
Total Income Tax Expense for the year	**340,240**	135,515
Income Tax Rate Applicable	**30%**	30%

11.2 Reconciliation of Accounting Profit and Taxable Income

A reconciliation between the tax expense and the accounting profit multiplied by Income tax rate for the year ended 31st March 2026 was as follows.

	2026 LKR '000	2025 LKR '000
Accounting Profit / (Loss) Before Income Taxation	**818,597**	279,291
Aggregate Allowable Expenditure	**(255,522)**	(218,957)
Tax loss Utilised	**–**	–
Aggregate Disallowable Expenditure	**647,211**	430,919
	1,210,286	491,253
Tax at Statutory Rates	**363,086**	147,376
Less : Due to Rate Reduction	**–**	–
Less : Tax Adjustment with Final Payment	**1,606**	–
	364,692	147,376
Deferred Taxation Charged/(Reversal)	**(24,326)**	(13,971)
Less : Due to Rate Change	**–**	–
	340,366	133,405
Effective Tax Rate	**42%**	47.77%

12. BASIC AND DILUTED EARNINGS PER ORDINARY SHARES

12.1 Basic and Diluted Earnings Per Share is calculated by dividing the net profit for the period attributable to ordinary shareholders by the weighted average number of ordinary shares outstanding during the period, as per LKAS-33- Earnings Per Share.

12.2 The following reflect the income and share details used in the Basic and Diluted Earning Per Share computation;

	2026 LKR '000	2025 LKR '000
Amount Used as Numerators		
Profit attributable to Ordinary Share Holders	**478,231**	145,886
Number of Ordinary shares used as Denominator		
Weighted Average Number of Ordinary Shares	**145,639**	145,639
Basic and Diluted Earning Per Ordinary Shares	**3.28**	1.00

13. CASH AND BANK BALANCES

	2026 LKR '000	2025 LKR '000
Cash in Hand	**81,426**	106,885
Bank Balances	**341,667**	71,249
	423,093	178,134

14. INVESTMENT IN GOVERNMENT SECURITIES

	2026 LKR '000	2025 LKR '000
Investment in Government Securities original maturity less than 3 months	**2,000,289**	857,106
Investment in Government Securities original maturity more than 3 months	**293,968**	391,838
	2,294,257	1,248,944

15. PLACEMENT WITH BANKS AND OTHER FINANCIAL INSTITUTIONS

	2026 LKR '000	2025 LKR '000
Fixed Deposits Placed with Banks Original Maturity less than 3 months	**300,000**	–
Fixed Deposits Placed with Banks Original Maturity more than 3 months	**101,207**	151,076
	401,207	151,076

16. GOLD ADVANCES

	2026 LKR '000	2025 LKR '000
Gold Advances	**9,248,974**	6,468,266
Less : Allowance for Impairment Losses	**(64,743)**	(45,288)
Net Gold Advances	**9,184,231**	6,422,978

16.1 Collective Impairment

	2026 LKR '000	2025 LKR '000
As at 1st April	**45,288**	25,002
Charges/(reversals) for the year	**19,455**	20,286
As at 31st March	**64,743**	45,288

NOTES TO THE FINANCIAL STATEMENTS (contd.)

16.2 Stage wise allowance for impairment

	As at 31st March 2026			As at 31st March 2025		
	Gross Loan Receivables	**Allowance for Impairment Losses**	**Net Loan Receivables**	Gross Loan Receivables	Allowance for Impairment Losses	Net Loan Receivables
Stage - 1	**8,153,363**	**41,995**	**8,111,369**	5,741,373	32,675	5,708,698
Stage - 2	**1,084,049**	**22,203**	**1,061,846**	686,714	11,596	675,118
Stage - 3	**11,563**	**545**	**11,018**	40,179	1,017	39,162
	9,248,975	**64,743**	**9,184,233**	6,468,266	45,288	6,422,978

17. LEASE RENTALS RECEIVABLE

	2026 LKR '000	2025 LKR '000
Rental Receivable on Lease	**3,256,399**	3,527,466
Gross Rentals Receivables	**3,256,399**	3,527,466
Less: Unearned Income	**(707,283)**	(779,423)
	2,549,116	2,748,043
Less : Rentals Received in Advance	**–**	(15,744)
Net Rentals Receivables before charging Allowance for Impairment Losses	**2,549,116**	2,732,299
Less : Allowance for Impairment Losses (Note 17.2)	**(68,170)**	(75,786)
Total Net Rentals Receivable	**2,480,946**	2,656,513

17.1 Net Rentals Receivable on Leases 'LKR

	As at 31st March 2026			As at 31st March 2025		
	Gross Rentals Receivable	**Allowance for Impairment Losses**	**Net Rentals Receivable**	Gross Rentals Receivable	Allowance for Impairment Losses	Net Rentals Receivable
Stage - 1	**2,039,408**	**8,770**	**2,030,638**	2,161,190	15,323	2,145,867
Stage - 2	**372,742**	**3,331**	**369,411**	440,691	5,754	434,937
Stage - 3	**136,966**	**56,069**	**80,897**	130,418	54,709	75,709
	2,549,116	**68,170**	**2,480,946**	2,732,299	75,786	2,656,513

17.2 Allowance for Impairment Losses LKR

(a) Allowance for Impairment stage wise

	Collective			**Individual**	
	Stage -1	**Stage -2**	**Stage -3**	**All Stages**	**Total**
Balance as at 01st April 2025	15,323	5,754	54,709	–	75,786
Charges/(Reversals) for the year	(6,553)	(2,701)	1,360	279	(7,615)
Balance as at 31st March 2026	**8,770**	**3,053**	**56,069**	**279**	**68,171**

(b) Movement in allowance for impairment

	2026 LKR '000	2025 LKR '000
As at 01st April	**75,786**	92,920
Charges/(reversals) for the year	**(7,615)**	(8,388)
Amounts written off	**–**	(8,746)
As at 31st March	**68,171**	75,786
Individual impairment	**279**	–
Collective impairment	**67,892**	75,786
Total	**68,171**	75,786

NOTES TO THE FINANCIAL STATEMENTS (contd.)

(c) Movements in Individual and Collective impairment allowance for Leasing & Hire Purchase Rentals Receivables during the year

Individual Impairment	**2026 LKR '000**	2025 LKR '000
As at 1st April	**–**	154
Charges/(reversals) for the year	**279**	(154)
Amounts written off	**–**	–
As at 31st March	**279**	–

Collective Impairment	**2026 LKR '000**	2025 LKR '000
As at 1st April	**75,786**	92,766
Charges/(reversals) for the year	**(7,894)**	(8,234)
Amounts written off	**–**	(8,746)
As at 31st March	**67,892**	75,786
Total	**68,171**	75,786

17.3 Credit Exposure and ECL Stage wise movement

An analysis of changes in the gross carrying amount and the corresponding ECL of Lease Rental Receivable is as follows :

Gross exposure reconciliation

As at 31st March 2026

Particulars	**Stage 1**	**Stage 2**	**Stage 3**	**Total**
Gross carrying amount balance as at 01st April 2025	2,161,190	440,691	130,418	2,732,299
Changes due to loans recognised in the opening balances that have:	–	–	–	–
- Transfers to Stage 1	92,763	(88,726)	(4,037)	–
- Transfers to Stage 2	(239,833)	241,181	(1,348)	–
- Transfers to Stage 3	(37,452)	(43,091)	80,544	–
- Loans that have been derecognised during the period	(604,904)	(201,422)	(56,468)	(862,794)
New loans originated during the year	1,087,391	107,617	11,968	1,206,976
Written off	–	–	–	–
Remeasurement of net exposure	(419,747)	(83,508)	(24,111)	(527,366)
Gross carrying amount balance as at 31st March 2026	**2,039,408**	**372,742**	**136,966**	**2,549,115**

As at 31st March 2025

Particulars	**Stage 1**	**Stage 2**	**Stage 3**	**Total**
Gross carrying amount balance as at 1st April 2024	2,114,556	584,202	258,291	2,957,049
Changes due to loans recognised in the opening balances that have been,	–	–	–	–
- Transfers to Stage 1	128,632	(117,959)	(10,673)	–
- Transfers to Stage 2	(193,430)	214,685	(21,255)	–
- Transfers to Stage 3	(21,260)	(31,088)	52,347	–
- Loans that have been derecognised during the period	(784,056)	(288,692)	(101,972)	(1,174,720)
New loans originated during the year	1,306,755	184,237	11,418	1,502,409
Written off	(1,848)	–	(33,656)	(35,503)
Remeasurement of net exposure	(388,160)	(104,695)	(24,083)	(516,937)
Gross carrying amount balance as at 31st March 2025	**2,161,188**	**440,689**	**130,416**	**2,732,298**

NOTES TO THE FINANCIAL STATEMENTS (contd.)

Reconciliation of ECL balance

As at 31st March 2026

Particulars	Stage 1	Stage 2	Stage 3	Total
ECL allowance balance as at 1st April 2025				
Changes due to loans recognised in the opening balances that have been,	15,323	5,754	54,709	75,786
- Transfers to Stage 1	2,852	(1,158)	(1,694)	–
- Transfers to Stage 2	(1,702)	2,268	(566)	–
- Transfers to Stage 3	(266)	(563)	828	(1)
- Loans that have been derecognised during the period	(4,293)	(2,630)	(23,687)	(30,610)
New loans originated during the year	4,682	962	4,899	10,543
Written off	–	–	–	–
Net remeasurement of loss allowance	(7,825)	(1,301)	21,578	12,452
ECL allowance balance as at 31st March 2026	**8,771**	**3,332**	**56,067**	**68,170**

As at 31st March 2025

Particulars	Stage 1	Stage 2	Stage 3	Total
ECL allowance balance as at 1st April 2024	24,258	13,255	55,407	92,920
Changes due to loans recognised in the opening balances that have been,				
- Transfers to Stage 1	4,966	(2,676)	(2,290)	–
- Transfers to Stage 2	(2,219)	6,779	(4,559)	–
- Transfers to Stage 3	(244)	(705)	949	–
- Loans that have been derecognised during the period	(8,995)	(6,550)	(20,369)	(35,914)
New loans originated during the year	9,273	2,405	4,790	16,468
Written off	(21)	–	(8,725)	(8,746)
Net remeasurement of loss allowance	(11,695)	(6,753)	29,506	11,057
ECL allowance balance as at 31st March 2025	**15,323**	**5,755**	**54,709**	**75,785**

The Company has not written off any contractual amount outstanding on financial assets during the year ended 31 March 2026.

The decrease in ECL of the portfolio was driven by improvement in economic conditions during the year leading to higher overall collections. The Stage 3 provision includes management overlay of Rs 13,273,780.

17.4 Sensitivity Analysis of Accumulated Impairment for Lease Rentals Receivable as at 31st March

		2026	2025
Changed Criteria	**Changed Factor**	**Sensitivity effect on Impairment Allowance Increase**	Sensitivity effect on Impairment Allowance Increase
Loss Given Default (LGD)	Increase by 1%	1,718	2,319
Probability of Default (PD)	Increase by 1%	1,535	2,154
Economic Factor Adjustment (EFA)	Increase by 5%	488	891

17.5 Rental Receivable on Lease

	Within One Year	**1 to 5 Years**	**Over 5 Years**	**Total**
	LKR '000	**LKR '000**	**LKR '000**	**LKR '000**
Gross Rentals Receivables	1,420,243	1,836,156	–	3,256,399
Less: Unearned Income	358,511	348,771	–	707,282
Net Rentals Receivable before charging Allowance for Impairment Losses	**1,061,732**	**1,487,385**	**–**	**2,549,117**

NOTES TO THE FINANCIAL STATEMENTS (contd.)

18. LOANS AND ADVANCES

	2026 LKR '000	2025 LKR '000
Loan Receivable	**18,040,858**	6,618,918
Less : Unearned Interest Income	**(2,496,075)**	(773,871)
Net Receivable	**15,544,783**	5,845,046.61
Less : Repayments in advance	**–**	(17,582)
Net Loan Receivables before charging Allowance for Impairment Losses	**15,544,783**	5,827,465
Less : Allowance for Impairment Losses (Note 18.2)	**(263,700)**	(103,985)
Total Net Loan Receivable	**15,281,083**	5,723,480.41

18.1 Net Receivable on Loans

	As at 31st March 2026			As at 31st March 2025		
	Gross Loan Receivable	**Allowance for Impairment Losses**	**Net Loan Receivable**	Gross Loan Receivable	Allowance for Impairment Losses	Net Loan Receivable
Stage - 1	**13,847,644**	**133,008**	**13,714,636**	5,250,812	52,821	5,197,991
Stage - 2	**1,372,271**	**27,491**	**1,344,780**	467,951	8,879	459,072
Stage - 3	**324,867**	**103,201**	**221,666**	108,701	42,284	66,417
	15,544,782	**263,700**	**15,281,082**	5,827,464	103,985	5,723,480

18.2 Allowance for Impairment Losses 'LKR

(a) Allowance for Impairment with stage wise

			Collective		
	Stage -1	**Stage -2**	**Stage -3**	**Individual**	**Total**
Balance as at 01st April 2025	52,821	7,068	38,920	5,176	103,985
Charges/(Reversals) for the year	80,186	19,873	26,780	32,876	159,715
Balance as at 31st March 2026	**133,007**	**26,941**	**65,700**	**38,052**	**263,700**

(b) Movement in allowance for impairment

	2026 LKR '000	2025 LKR '000
As at 01st April	**103,985**	43,685
Charges/(reversals) for the year	**159,715**	60,300
Amounts written off	**–**	–
As at 31st March	**263,700**	103,984.59
Individual impairment	**38,052**	5,176
Collective impairment	**225,648**	98,809
Total	**263,700**	103,984.59

(c) Movements in Individual and Collective impairment allowance for Loans and Advances during the year.

Individual Impairment	2026 LKR '000	2025 LKR '000
As at 1st April	**5,176**	1,492
Charges/(reversals) for the year	**32,876**	3,684
Amounts written off	**–**	–
As at 31st March	**38,052**	5,176

Collective Impairment	2026 LKR '000	2025 LKR '000
As at 1st April	**98,809**	42,193
Charges/(reversals) for the year	**126,839**	56,616
Amounts written off	**–**	–
As at 31st March	**225,648**	98,809
Total	**263,700**	103,985

NOTES TO THE FINANCIAL STATEMENTS (contd.)

18.3 Credit Exposure and ECL Stage wise movement

An analysis of changes in the gross carrying amount and the corresponding ECLs of Loan Receivable is as follows :

Gross exposure reconciliation

As at 31st March 2026

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount balance as at 1st April 2025	5,250,812	467,951	108,701	5,827,464
Changes due to loans recognised in the opening balance that have:				
- Transferred to Stage 1	93,486	(69,005)	(24,480)	–
- Transferred to Stage 2	(391,824)	391,824	–	–
- Transferred to Stage 3	(169,172)	(29,898)	199,071	–
- Loans that have been derecognised during the period	(2,693,243)	(323,210)	(18,595)	(3,035,049)
New loans originated during the year	12,193,686	989,871	76,111	13,259,668
Written off	–	–	–	–
Remeasurement of net exposure	(436,100)	(55,261)	(15,941)	(507,302)
Gross carrying amount balance as at 31st March 2026	**13,847,644**	**1,372,271**	**324,867**	**15,544,782**

As at 31st March 2025

Particulars	Stage 1	Stage 2	Stage 3	Total
Gross carrying amount balance as at 1st April 2024	1,084,098	59,656	73,563	1,217,317
Changes due to loans recognised in the opening balance that have:				
- Transferred to Stage 1	15,209	(13,158)	(2,051)	–
- Transferred to Stage 2	(54,008)	55,061	(1,053)	–
- Transferred to Stage 3	(5,057)	(5,034)	10,091	–
- Loans that have been derecognised during the period	(800,180)	(25,403)	(20,004)	(845,587)
New loans originated during the year	5,063,671	409,120	54,837	5,527,627
Write-offs	–	–	–	–
Remeasurement of net exposure	(52,920)	(12,290)	(6,682)	(71,892)
Gross carrying amount balance as at 31st March 2025	**5,250,813**	**467,952**	**108,701**	**5,827,465**

Reconciliation of ECL balance

As at 31st March 2026

Particulars	Stage 1	Stage 2	Stage 3	Total
ECL allowance balance as at 1st April 2025	52,821	8,879	42,285	103,985
Changes due to loans recognised in the opening balance that have:				
- Transferred to Stage 1	10,796	(1,323)	(9,473)	–
- Transferred to Stage 2	(4,021)	4,021	–	–
- Transferred to Stage 3	(1,736)	(573)	2,309	–
- Loans that have been derecognised during the period	(26,578)	(6,104)	(7,416)	(40,098)
New loans originated during the year	116,983	19,830	24,178	160,991
Write-offs	–	–	–	–
Net remeasurement of loss allowance	(15,257)	2,761	51,318	38,822
ECL allowance balance as at 31st March 2026	133,008	27,491	103,201	263,700

NOTES TO THE FINANCIAL STATEMENTS (contd.)

As at 31st March 2025

Particulars	Stage 1	Stage 2	Stage 3	Total
ECL allowance balance as at 1st April 2024	12,641	1,590	29,454	43,685
Changes due to loans recognized in the opening balance that have:				
- Transferred to Stage 1	1,172	(351)	(821)	–
- Transferred to Stage 2	(785)	1,207	(421)	–
- Transferred to Stage 3	(74)	(134)	208	–
- Loans that have been derecognised during the period	(8,505)	(677)	(8,009)	(17,191)
New loans originated during the year	50,898	7,751	21,440	80,090
Write-offs	–	–	–	–
Net remeasurement of loss allowance	(2,526)	(507)	434	(2,599)
ECL allowance balance as at 31st March 2025	52,821	8,879	42,285	103,985

The contractual amount outstanding on financial assets that have been written off by the Company during the year ended 31st March 2025 and that were still subject to enforcement activity was nil.

The increase in ECL of the portfolio was driven by increase in overall disbursements during the year with the opening up of vehicle imports. The Stage 3 provision includes management overlay of Rs 13,947,049.

18.4 Sensitivity Analysis of Accumulated Impairment for Loans Receivable as at 31st March

		2026	2025
Changed Criteria	**Changed Factor**	**Sensitivity effect on Impairment Allowance Increase**	Sensitivity effect on Impairment Allowance Increase
Loss Given Default (LGD)	Increase by 1%	**15,237**	6,170
Probability of Default (PD)	Increase by 1%	**13,511**	4,406
Economic Factor Adjustment (EFA)	Increase by 5%	**6,565**	2,356

18.5 Receivable on Loans and Advances

	Within One Year	**1 to 5 Years**	**Over 5 Years**	**Total**
	LKR	**LKR**	**LKR**	**LKR**
Gross Receivables	7,366,348	10,637,506	37,003	18,040,857
Less: Unearned Income	1,023,287	1,470,596	2,192	2,496,075
Net Receivable before charging Allowance for Impairment Losses	**6,343,061**	**9,166,910**	**34,811**	**15,544,782**

19. OTHER FINANCIAL ASSETS

	2026 LKR '000	2025 LKR '000
Refundable Deposit	**22,668**	19,925
Sundry Debtors	**7,148**	1,088
Other Receivables	**10**	–
	29,826	21,013

20. OTHER NON-FINANCIAL ASSETS

	2026 LKR '000	2025 LKR '000
Advances and Prepayment	**137,864**	72,885
Other Receivables	**1,919**	524
	139,783	73,410

21. FINANCIAL INVESTMENT- MEASURED AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	2026 LKR	**No. of Shares**	**2024 LKR**	**No. of Shares**
Equities - Unquoted				
Credit Information Bureau of Sri Lanka	458	100	458	100
	458	**100**	**458**	**100**

All unquoted equities shares are recorded at cost since its fair value cannot be reliably estimated. There is no market for these investments and company intend to hold these for long-term.

NOTES TO THE FINANCIAL STATEMENTS (contd.)

22. PROPERTY, PLANT AND EQUIPMENT

22.1 Gross Carrying Amounts

At Cost	Balance As at 31.03.2025 LKR '000	Additions LKR '000	Disposals LKR '000	Balance As at 31.03.2026 LKR '000
Freehold Assets				
Furniture & Fittings	291,990	21,915	(10)	313,895
Office Equipment	180,422	18,223	(2,460)	196,185
Computer Equipment	65,587	22,620	(1,685)	86,522
Motor Vehicles	56,084	79,875	(9,590)	126,369
	594,083	**142,633**	**(13,745)**	**722,971**
Assets on Leases				
Right-of-Use Assets	526,460	94,998	–	621,458
Total Value of Depreciable Assets	**1,120,543**	**237,631**	**(13,745)**	**1,344,429**

22.2 Depreciation

At Cost	Balance As at 31.03.2025 LKR '000	Charge for the year LKR '000	Disposals LKR '000	Balance As at 31.03.2026 LKR '000
Freehold Assets				
Furniture & Fittings	165,865	46,229	**(10)**	212,084
Office Equipment	98,854	30,296	**(1,196)**	127,954
Computer Equipment	37,815	10,827	**(823)**	47,819
Motor Vehicles	15,034	13,148	**(5,732)**	22,450
	317,568	**100,500**	**(7,761)**	**410,307**
Assets On Leases				
Right-of-Use Assets	218,038	61,161	**–**	279,199
Total Depreciation	**535,606**	**161,661**	**(7,761)**	**689,506**

22.3 Net Book Values

At Cost	2026 LKR '000	2025 LKR '000
Furniture & Fittings	**101,811**	126,125
Office Equipment	**68,231**	81,568
Computer Equipment	**38,703**	27,773
Motor Vehicles	**103,919**	41,050
	312,664	276,516
Assets on Leases		
Right-of-Use Assets	**342,259**	308,422
Total Carrying Amount of Property, Plant & Equipment	**654,923**	584,938

22.4 Fully Depreciated Property, Plant and Equipment

The initial cost of fully-depreciated property, plant and equipment as at 31st March 2026, which are still in use as at the reporting date is as follows;

	2026 LKR '000	2025 LKR '000
Furniture and Fittings	**65,455**	65,455
Office Equipment	**34,180**	34,180
Computer Equipment	**18,420**	18,420
Motor Vehicles	**3,257**	3,257
Computer Software	**41,891**	41,891
	163,203	163,203

NOTES TO THE FINANCIAL STATEMENTS (contd.)

23. INTANGIBLE ASSETS

	2026 LKR '000	2025 LKR '000
Computer System Software		
Cost:		
Opening Balance	**98,984**	98,789
Addition	**3,543**	195
Disposal	**–**	–
Closing Balance	**102,527**	98,984
Less: Amortisation		
Opening Balance	**64,485**	55,694
Amortisation Charge for the Period	**8,525**	8,791
Closing Balance	**73,010**	64,485
Net Book Value as at 31st March	**29,517**	34,499

24. INTEREST BEARING BORROWINGS

	2026 LKR '000	2025 LKR '000
Bank Overdraft	**999,187**	1,025,067
Bank Borrowings	**11,370,275**	3,840,335
Securitisation Borrowings	**4,806,607**	2,084,274
	17,176,069	6,949,676

24.1 Bank Borrowings

	2026 LKR '000	2025 LKR '000
Gross liability	**11,850,701**	4,093,376
Less: Finance Charge Allocated to Future Period	**(480,425)**	(253,041)
Net Liability	**11,370,276**	3,840,335
Repayable Within one year		
Gross Liability	**7,641,573**	3,434,921
Less: Finance Charge Allocated to Future Period	**(344,824)**	(211,252)
Net Liability	**7,296,749**	3,223,669
Repayable After one year (1 to 5 Year)		
Gross Liability	**4,209,128**	658,456
Less: Finance Charge Allocated to Future Period	**(135,601)**	(41,789)
Net Liability	**4,073,527**	616,667
Total Net Liability	**11,370,276**	3,840,336

24.2 Securitisation Borrowings

	2026 LKR '000	2025 LKR '000
Gross liability	**6,016,204**	2,523,023
Less: Finance Charge Allocated to Future Period	**(1,209,597)**	(438,749)
Net Liability	**4,806,607**	2,084,274
Repayable Within one year		
Gross Liability	**2,129,052**	839,557
Less: Finance Charge Allocated to Future Period	**(296,945)**	(113,813)
Net Liability	**1,832,107**	725,744
Repayable After one year (1 to 5 Year)		
Gross Liability	**3,887,152**	1,683,466
Less: Finance Charge Allocated to Future Period	**(912,652)**	(324,936)
Net Liability	**2,974,500**	1,358,530
Total Net Liability	**4,806,607**	2,084,274

24.2.1 Institutionwise Loan Facilities

	As at 31.03.2026 LKR '000	As at 31.03.2025 LKR '000	Security
Short Term			
Bank of Ceylon	**1,000,000**	1,000,000	Mortgage over Lease Receivable
Deutsche Bank	**1,099,187**	979,062	Mortgage over Lease and Gold Loan Receivable
HSBC	**1,700,000**	750,000	Mortgage over Lease and Gold Loan Receivable
Hatton National Bank PLC	**700,000**	700,000	Mortgage over Gold Loan Receivable
People's Bank PLC	**1,000,000**	–	Mortgage over Lease and Gold Loan Receivable
Seylan Bank PLC	**–**	65,483	Mortgage over Lease and Gold Loan Receivable
	5,499,187	3,494,545	
Long Term			
HSBC	**1,604,167**	1,208,333	Mortgage over Lease and Gold Loan Receivable
Bank of Ceylon	**2,229,150**	13,903	Mortgage over Lease and Gold Loan Receivable
State Bank of India	**1,500,000**	–	Mortgage over Lease and Gold Loan Receivable
Sampath Bank PLC	**989,583**	–	Mortgage over Lease and Gold Loan Receivable
Hatton National Bank PLC	**520,760**	141,920	Mortgage over Lease Receivable
Securitisation of loans	**4,498,530**	1,975,530	Mortgage over Lease and Gold Loan Receivable
	11,342,190	3,339,686	
	16,841,377	6,834,232	

25. DUE TO CUSTOMERS

	2026 LKR '000	2025 LKR '000
Fixed Deposits accepted from public	**7,530,175**	6,254,214
	7,530,175	6,254,214

NOTES TO THE FINANCIAL STATEMENTS (contd.)

26. BORROWING ON LISTED DEBENTURES

The Company issued One Billion (1,000,000,000) Tier 2, Listed, Rated, Unsecured, Subordinated, Redeemable 5 Year Debenture (2026-2031), at the par value of Sri Lanka Rupees one hundred (LKR 100/-) each and raised Sri Lanka Rupees One Billion (LKR 1,000,000,000/-). The debentures have been listed on Colombo Stock Exchange wef 07th April 2026. This has been recorded as Subordinate Liabilities in Statement of Financial Position as at 31st March 2026.

Type	Amount Raised (LKR'000)	Type of Interest	Tenure	Interest Rate (Coupon Rate)	Annual Effective Rate (EIR)	Interest Payment Fequency
A	592,900	Fixed	5 Years	12.00%	12.00%	Annual
B	407,100	Floating	5 Years	11.82%	N/A	Semi Annual

As at 31 March	2026 LKR '000	2025 LKR '000
Balance at the beginning of the year	–	–
Issuance during the year	1,000,000	–
Accrual of Interest	1,231	–
Amortisation of issuance costs	(605)	
	1,000,626	–
Less: Settlement of Interest (coupon)	–	–
Balance at the end of the year	1,000,626	–

27. OTHER FINANCIAL LIABILITIES

	2026 LKR '000	2025 LKR '000
Trade Payable	562,346	101,755
Accrued Expense	96,988	78,949
Obligation to Make the Lease Payment (Note 27.1)	408,065	356,921
Sundry Creditors	252,574	101,947
Other Liabilities	54,637	30,165
	1,374,610	669,737

27.1 Obligation to Make the Lease Payment

	2026 LKR '000	2025 LKR '000
As at 01st April	356,920	303,757
Additions and improvements during the year	89,292	93,780
Disposals during the year	–	(9,575)
Accretion of interest during the year	48,942	47,645
Payments to lease creditors	(87,090)	(78,687)
As at 31st March	408,064	356,920

28. OTHER NON-FINANCIAL LIABILITIES

	2026 LKR '000	2025 LKR '000
WHT Payable	7,629	5,239
Stamp Duty Payable	5,997	4,142
VAT Payable	67,379	64,899
	81,005	74,280

29. RETIREMENT BENEFIT LIABILITY

29.1 Defined Benefit Liability

	2026 LKR '000	2025 LKR '000
Defined Benefit Liability	47,021	37,738
	47,021	37,738

29.2 Changes in the Defined benefit obligation are as follows.

Opening Liability	37,738	49,037
Net Benefit expense	12,555	7,238
Benefit paid	(3,272)	(18,537)
Closing Liability	47,021	37,738

29.3 Net Benefit expense

Interest Cost	3,610	6,032
Current Service Cost	8,523	8,240
Actuarial Gain on Obligations	421	(7,033)
	12,554	7,239

29.4 The principal financial assumptions used are as follows.

Messrs. Piyal S Goonetilleke Actuaries, carried out an actuarial valuation of the defined benefit plan gratuity on 31st March 2024. Appropriate and compatible assumptions were used in determining the cost of retirement benefits. The principal assumptions used are as follows:

	2026	2025
Discount Rate*	10.00%	10.00%
Future Salary Increment Rate	9.00%	10.00%
Retirement Age	60 Years	60 Years
The weighted average duration of the defined benefit obligation	5.2 Years	5.0 Years
Mortality - GA 1983 Mortality Table issued by the Institute of Actuaries London		

* Discount rate used for the actuarial valuation changed during the year due to changes in market interest rates. Future salary increment rate too was revised to fall in line with the decrease in inflation rates.

29.5 Sensitivity Analysis

+/- 1% change on Discount Rate and Salary Increase- present value of defined benefit obligation as at 31 March 2026.

	Present Value of Defined Benefit Obligation (PVDBO)		
	31-Mar-26	31-Mar-26	31-Mar-26
Discount Rate	9.00%	10.0%	11.00%
Basic Salary Scale	9.0%	9.0%	9.0%
Census at:	31-Mar-26	31-Mar-26	31-Mar-26
Total PVDBO	49,484	47,021	44,803

NOTES TO THE FINANCIAL STATEMENTS (contd.)

	Present Value of Defined Benefit Obligation (PVDBO)		
	31-Mar-26	**31-Mar-26**	**31-Mar-26**
Discount Rate	**10.00%**	**10.0%**	**10.00%**
Basic Salary Scale	**8.0%**	**9.0%**	**10.0%**
Census at:	**31-Mar-26**	**31-Mar-26**	**31-Mar-26**
Total PVDBO	**44,885**	**47,021**	**49,352**

Sensitivity Analysis

+/- 1% change on Discount Rate and Salary Increase- present value of defined benefit obligation as at 31 March 2025.

	Present Value of Defined Benefit Obligation (PVDBO)		
	31-Mar-25	31-Mar-25	31-Mar-25
Discount Rate	9.00%	10.00%	11.00%
Basic Salary Scale	10.0%	10.0%	10.0%
Census at	31-Mar-25	31-Mar-25	31-Mar-25
Total PVDBO	**52,757**	**49,037**	**45,933**

	Present Value of Defined Benefit Obligation (PVDBO)		
	31-Mar-25	31-Mar-25	31-Mar-25
Discount Rate	10.00%	10.00%	10.00%
Basic Salary Scale	9.0%	10.0%	11.0%
Census at	31-Mar-25	31-Mar-25	31-Mar-25
Total PVDBO	**35,831**	**37,381**	**39,064**

29.6 Maturity Profile of Undiscounted Cash Flows of Defined Benefit Obligation

	2026	2025
Within 1 year	**6,191**	6,038
Between 1 and 5 years	**26,091**	21,854
More than 5 years	**14,739**	9,490
	47,021	37,382

30. DEFERRED TAX (ASSET)/ LIABILITY

As at 31st March 2026

	Accelerated Depreciation for Tax Purposes							
Description	**Property, Plant and Equipment**	**Intangible Assets**	**Right-of-Use Assets**	**Lease Rentals**	**Impairment of Loans and Receivables**	**Defined Benefit Plan Obligation**	**Others**	**Total**
Balance as at 1st April 2025	26,207	2,105	(14,549)	–	(38,419)	(11,321)	–	(35,978)
Profit or loss (Note no. 11.1)								
Due to change in temporary differences	15,889	420	(5,193)	–	(32,784)	(2,658)		(24,326)
Other comprehensive income								
Due to change in temporary differences	–	–	–	–	–	(126)	–	(126)
Balance as at 31st March 2026	**42,096**	**2,525**	**(19,742)**	**–**	**(71,203)**	**(14,106)**	**–**	**(60,430)**

As at 31st March 2025

	Accelerated Depreciation for Tax Purposes							
Description	**Property, Plant and Equipment**	**Intangible Assets**	**Right of Use Assets**	**Lease Rentals**	**Impairment of Loans and Receivables**	**Defined Benefit Plan Obligation**	**Others**	**Total**
Balance as at 1st April 2024	19,986	2,517	(8,885)	–	(23,024)	(14,711)	–	(24,117)
Profit or loss (Note no. 11.1)								
Due to change in temporary differences	6,221	(412)	(5,664)	–	(15,396)	1,280		(13,971)
Other comprehensive income								
Due to change in temporary differences	**–**	**–**	**–**	**–**	**–**	**2,110**	**–**	**2,110**
Balance as at 31st March 2025	**26,207**	**2,105**	**(14,549)**	**–**	**(38,420)**	**(11,321)**	**–**	**(35,978)**

NOTES TO THE FINANCIAL STATEMENTS (contd.)

31. STATED CAPITAL

Issued and Fully Paid - Ordinary Shares	No. of Shares	LKR '000
Balance as of 1st April 2024	**145,639,098**	145,639
Issued during the Period	**–**	–
Balance as of 31st March 2025	**145,639,098**	145,639
Balance as of 1st April 2025	**145,639,098**	145,639
Issued during the Period	**–**	–
Balance as of 31st March 2026	**145,639,098**	145,639

31. RESERVES

	2026 LKR '000	2025 LKR '000
Statutory Reserve Fund		
Opening Balance as at 1st April	**60,599**	53,059
Addition during the year	**23,897**	7,540
Closing Balance as at 31st March	**84,496**	60,599

The company's reserve fund is maintained in accordance with Direction No. 1 of 2003 issued by the Central Bank of Sri Lanka under the Finance Business Act No. 42 of 2011.

33. CASH AND CASH EQUIVALENTS FOR THE PURPOSE OF CASH FLOW STATEMENT

Components of Cash and Cash Equivalents	2026 LKR '000	2025 LKR '000
Favourable Cash and Cash Equivalents Balance		
Cash and Bank Balance (Note 13)	**423,093**	178,134
Investment in Government Securities (Note 14)	**2,000,289**	857,106
Investment in FD with short-Term Maturities (Note 15)	**300,000**	–
	2,723,382	1,035,240
Unfavourable Cash and Cash Equivalents Balance		
Bank Overdraft (Note 24)	**999,187**	1,025,067
	999,187	1,025,067
Total Cash and Cash Equivalents for the Purpose of Cash Flow Statement	**1,724,195**	10,173

NOTES TO THE FINANCIAL STATEMENTS (contd.)

34. ANALYSIS OF FINANCIAL ASSETS AND LIABILITIES ON MEASURMENT BASIS

As at 31st March 2025	Financial Assets at Fair Value Income Statement LKR '000	Financial Assets at Fair Value Other Comprehensive Income LKR '000	Financial Assets and Liabilities at Amortized Cost LKR '000	Total LKR '000
Financial Assets				
Cash and Bank Balances	**–**	**–**	**423,093**	**423,093**
Investment in Government Securities	**–**	**–**	**2,294,257**	**2,294,257**
Placements with Other Banks and Financial Institutions	**–**	**–**	**401,207**	**401,207**
Lease Rental Receivables	**–**	**–**	**2,480,946**	**2,480,946**
Loans and Advances	**–**	**–**	**15,281,083**	**15,281,083**
Gold Advances	**–**	**–**	**9,184,231**	**9,184,231**
Financial Investments measured at Fair Value through OCI	**–**	**458**	**–**	**458**
Other Financial Assets	**–**	**–**	**29,826**	**29,826**
Total Financial Assets	**–**	**458**	**30,094,644**	**30,095,102**
Financial Liabilities				
Interest Bearing Borrowings	**–**	**–**	**17,176,069**	**17,176,069**
Due to the Customers	**–**	**–**	**7,530,175**	**7,530,175**
Subordinate Liabilities	**–**	**–**	**1,000,626**	**1,000,626**
Other Financial Liabilities	**–**	**–**	**1,374,610**	**1,374,610**
Total Financial Liabilities	**–**	**–**	**27,081,480**	**27,081,480**

As at 31st March 2025	Financial Assets at Fair Value Income Statement LKR '000	Financial Assets at Fair Value Other Comprehensive Income LKR '000	Financial Assets and Liabilities at Amortized Cost LKR '000	Total LKR '000
Financial Assets				
Cash and Bank Balances	–	–	178,134	178,134
Investment in Government Securities	–	–	1,248,944	1,248,944
Placements with Other Banks and Financial Institutions	–	–	151,076	151,076
Lease Rental Receivables	–	–	2,656,513	2,656,513
Loans and Advances	–	–	5,723,480	5,723,480
Gold Advances	–	–	6,422,978	6,422,978
Financial Investments measured at Fair Value through OCI	–	458	–	458
Other Financial Assets	–	–	21,012	21,012
Total Financial Assets	–	458	16,402,137	16,402,595
Financial Liabilities				
Interest Bearing Borrowings	–	–	6,949,676	6,949,676
Due to the Customers	–	–	6,254,214	6,254,214
Other Financial Liabilities	–	–	639,572	639,572
Total Financial Liabilities	–	–	13,843,462	13,843,462

NOTES TO THE FINANCIAL STATEMENTS (contd.)

35. FAIR VALUE OF FINANCIAL INSTRUMENTS

34.1 Determination of Fair Value and Fair Value Hierarchy

The Company use the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique.

Level 1 : Quoted prices in active markets for identical assets and liabilities.

Level 2 : Other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3 : Techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

35.2 Financial Instruments regularly measured using Fair Value - recurring items

a) Financial Investments - Measured at Fair Value through other comprehensive income

Investment in Unquoted Equity instruments	Fair Value Hierarchy	Carrying Amount LKR '000	Fair Value LKR '000
As at 31st March 2026	**Level 3**	**458**	**458**
As at 31st March 2025	Level 3	458	458

Equity instruments at fair value through OCI primarily consist of unquoted equity securities. Unquoted equity securities are carried at cost since it is the most reasonable value available to represent the price of such securities and hence, classified as Level 3 hirerachy.

35.3 Fair Value of the Financial Instrument Carried at Amortised Cost

Set out below is a comparison, by class, of the carrying amounts and fair values of the Company's financial instruments that are not carried at fair value in the Financial Statements. This table does not include the fair values of assets and liabilities.

As at 31st March 2026	Level	Carrying Amount LKR '000	Fair Value LKR '000
Financial Assets			
Investment in Government Securities	**Level 01**	**2,294,257**	**2,293,387**
Lease Rental Receivables	**Level 02**	**2,480,946**	**2,491,761**
Loans and Advances	**Level 02**	**15,281,083**	**15,169,817**
Financial Liabilities			
Interest Bearing Borrowings	**Level 02**	**16,176,882**	**16,389,213**
Subordinate Liabilities	**Level 02**	**1,000,626**	**1,000,626**

As at 31 March 2025	Level	Carrying Amount LKR '000	Fair Value LKR '000
Financial Assets			
Investment in Government Securities	Level 01	1,248,944	1,249,434
Lease Rentals Receivable	Level 02	2,656,513	2,621,618
Loans and Advances	Level 02	5,723,480	5,734,188
Financial Liabilities			
Interest Bearing Borrowings	Level 02	5,924,609	5,977,930

For the following list of Financial Instrument whose carrying amount is a reasonable approximation of fair value because, for example, they are short-term in nature or reprice to current market rates frequently.

Assets
Cash and Bank Balances
Placements with Banks and Other Financial Institutions
Gold Advances
Other Financial Assets

Financial Liabilities
Bank Overdraft
Due to the Customers
Other Financial Liabilities

36. CURRENT AND NON-CURRENT ANALYSIS OF ASSETS AND LIABILITIES

Table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled.

As at 31st March 2026	Within 12 Months LKR '000	After 12 Months LKR '000	Total LKR '000
ASSETS			
Cash and Bank Balances	**423,093**	**–**	**423,093**
Investment in Government Securities	**2,294,257**	**–**	**2,294,257**
Placements with Banks and Other Financial Institutions	**301,207**	**100,000**	**401,207**
Gold Advances	**9,184,231**	**–**	**9,184,232**
Lease Rentals Receivable and Loans and Advances	**7,062,638**	**10,699,391**	**17,762,029**
Other Financial Assets	**17,606**	**12,220**	**29,826**
Other Non-Financial Assets	**91,521**	**48,262**	**139,783**
Financial Investments-Measured at FVOCI	**–**	**458**	**458**
Property, Plant and Equipment	**–**	**654,923**	**654,923**
Intangible Assets	**–**	**29,517**	**29,517**
Deferred Tax Assets		**60,430**	**60,430**
Total Assets	**19,374,554**	**11,605,200**	**30,979,754**

	Within 12-Months LKR '000	After 12-Months LKR '000	Total LKR '000
LIABILITIES			
Interest Bearing Borrowings	**10,128,043**	**7,048,027**	**17,176,070**
Due to the Customers	**6,742,200**	**787,975**	**7,530,175**
Subordinate Liabilities	**–**	**1,000,626**	**1,000,626**
Other Financial Liabilities	**1,016,908**	**357,702**	**1,374,610**
Other Non-Financial Liabilities	**81,005**	**–**	**81,005**
Current Tax Liabilities	**209,263**		**209,263**
Retirement Benefit Liability	**–**	**47,021**	**47,021**
Total Liabilities	**18,177,419**	**9,241,351**	**27,418,770**
Net Assets	**1,197,135**	**2,363,849**	**3,560,984**

NOTES TO THE FINANCIAL STATEMENTS (contd.)

As at 31st March 2025	Within 12-Months LKR '000	After 12-Months LKR '000	Total LKR '000
ASSETS			
Cash and Bank Balances	178,134	–	178,134
Investment in Government Securities	1,248,944	–	1,248,944
Financial Investments Measured at Fair Value Through PL	–	–	–
Placements with Banks and Other Financial Institutions	101,076	50,000	151,076
Gold Advances	6,422,978	–	6,422,978
Lease Rental Receivables and Loans and Advances	2,961,415	5,418,578	8,379,992
Other Financial Assets	2,614	18,399	21,012
Other Non-Financial Assets	47,786	25,624	73,410
Financial Investments Measured at Fair Value through OCI	–	458	458
Inventories	–	–	–
Property, Plant and Equipment	–	584,939	584,939
Intangible Assets	–	34,498	34,498
Deferred Tax Assets		35,978	35,978
Total Assets	**10,962,947**	**6,168,474**	**17,131,419**
LIABILITIES			
Interest Bearing Borrowings	4,974,480	547,494	5,521,974
Due to the Customers	5,416,825	268,533	5,685,358
Other Financial Liabilities	317,371	275,210	592,581
Other Non-Financial Liabilities	104,445	–	104,445
Current Tax Liabilities	62,723	–	62,723
Retirement Benefit Liability	–	49,037	49,037
Total Liabilities	**10,875,844**	**1,140,274**	**12,016,118**
Net Assets	**87,103**	**5,028,200**	**5,115,301**

37. COMMITMENT AND CONTINGENCIES

There were no significant capital commitment and contingencies as of the reporting date.

37.1 Litigation Against Company

The Company does not have contingent liabilities in respect of legal claims arising in the ordinary course of business.

37.2 Assets Pledged

The following assets have been pledged as security for liabilities.

Nature of Assets	Nature of Liability	Carrying Amount Pledged **2026 LKR '000**	2025 LKR '000	Included Under
Lease Rentals Receivable *	Bank Loans and Overdrafts	**1,922,495**	2,038,422	Lease Rentals Receivable
Loan Receivable*	Bank Loans and Overdrafts	**13,030,394**	5,666,850	Loans and Advances
Gold Advances*	Bank Loans and Overdrafts	**9,002,424**	6,260,145	Gold Advances
		23,955,313	**13,965,417**	

* The receivables and cash flows that have been included in securitisation transactions are only available for payment of the debt and other obligations issued or arising in the securitisation transactions. However, the Company holds the right to the excess cash flows not needed to pay the debt and other obligations issued or arising in each of the securitisation transactions.

38. EVENTS OCCURRING AFTER THE REPORTING DATE

Subsequent to the reporting date, no circumstances have arisen which would require adjustments to, or disclosure in Financial Statement.

39. RELATED PARTY TRANSACTIONS

The Company carries out transactions in the ordinary course of business with the parties who are defined as "Related Parties" in LKAS-24-Related Party Disclosures.

Terms and Conditions

All such transactions entered into with the related parties are on an arms' length basis and are comparable with what is applied to the transactions with unrelated customers with similar credit standing.

Details of related party transactions which the Company had during the year are as follows:

39.1 Transactions with Key Managerial Personnel (KMPs)

The Company has identified and disclosed those personnel having the authority and responsibility for planning, directing and controlling the activities of the company as "Key Management Personnel" in accordance with LKAS 24-"Related Party Disclosures'. Accordingly, Board of Directors, Chief Executive Officer, Members of Corporate Management team have been identified as "Key Management Personnel'.

39.1.1 Compensation to KMP

	2026 LKR '000	2025 LKR '000
Short-Term Employment Benefits	**133,218**	88,770
Post Employment Benefits	**–**	14,850
	133,218	103,620

In addition to the above, the Company has also paid non-cash benefits such as vehicles and fuel to key management personnel in line with the approved employment benefits of the Company.

NOTES TO THE FINANCIAL STATEMENTS (contd.)

39.1.2 Transaction with KMP and their Close Family Members

Aggregate value of transactions with KMP and their CFM are disclosed below. These transactions are carried out at Arm's length prices.

	2026 LKR '000	2025 LKR '000
Fixed Deposits accepted during the year	**11,933**	10
Fixed Deposits held at the end of the year	**5,933**	110
Interest paid during the year	**50**	–

39.2 Transaction, arrangements and agreements involving Entities which are controlled, and/or jointly controlled by the KMP's and their CFMs or shareholders

	Nature of Relationship	Amount of the Transactions during the year	Outstanding Receivable/ (Payable) Balance as at 31/03/2026	Outstanding Receivable/ (Payable) Balance as at 31/03/2025
		LKR '000	LKR '000	LKR '000
Ideal Motors (Pvt) Ltd	Affiliate Company			
Vehicle Repair Services		318	**–**	(78)
Vehicle Purchases		40,445	**–**	**–**
Other Purchases and Services		21,842	**(4,749)**	**–**
Ideal Premier (Pvt) Ltd	Affiliate Company			
Vehicle Repair Services		74	**–**	–
Ideal First Choice (Pvt) Ltd	Affiliate Company			
Vehicle Repair Services		127	–	–
Prompt Express Private Limited	Affiliate Company			
Lease and Loan Receivables		–	**438**	2,836
Courier Service Charges		3,530	**(288)**	(655)
Mahindra & Mahindra	Ultimate Parent Company			
Trade Mark Fee and Other services		450	**(90)**	–
Ideal Automotive Parts Private Limited	Affiliate Company			
Lease and Loan Receivables		–	**–**	5,006
Ideal Automobile Private Limited	Affiliate Company			
Fixed Deposits placed with the Company		–	**750**	750
Fixed Deposits placed with the Company		71	**4**	4

40. CAPITAL

The Company maintains capital in order to cover the risks inherent in the business and meet the capital adequacy requirements of the Central Bank of Sri Lanka. The adequacy of the Company's capital is monitored based on these measures, rules and ratios adopted by Central Bank of Sri Lanka.

40.1 Capital Management

The primary objective of Company's capital management policy is to ensure that the Company complies with externally imposed capital requirements and healthy capital ratios in order to support its business and to maximise the shareholders' value.

Regulatory Capital

The Company manages its capital considering the regulatory capital requirements. The Central Bank of Sri Lanka(CBSL) sets and monitors capital requirements for licensed finance companies. Accordingly, finance companies in Sri Lanka need to maintain a minimum total capital adequacy ratio of 12.5% and a minimum core capital adequacy ratio (Tier I) of 8.5%. The Company has always maintained the Capital Adequacy Ratio above the minimum regulatory requirements. The Company's Tier I and Tier II capital adequacy ratios as at the end of the financial year stood at 14.93% and 15.05% respectively.

41. RISK MANAGEMENT

41.1 Introduction

Risk is inherent in the Company's activities, but is managed through a process of ongoing identification, measurement and monitoring, subject to risk limits and other controls. This process of risk management is critical to the Company's continuing profitability and each individual within the Company is accountable for the risk exposures relating to his or her responsibilities.

RISK MANAGEMENT FRAMEWORK

The Board of Directors holds ultimate responsibility for the establishment and oversight of the Company's risk management framework and has delegated this responsibility to the Board Integrated Risk Management Committee (BIRMC), which is responsible for developing and monitoring risk management policies and practices. The BIRMC is chaired by an Independent Director and comprises only Non-Executive Directors, with a majority being Independent Directors, while the MD/CEO and key Executive Officers attend meetings as permanent invitees. The Committee meets on a bi-monthly basis, and the Board is regularly updated on its activities and key outcomes.

RISK MANAGEMENT AND REPORTING

Monitoring and controlling risks are primarily performed based on policies, limits and thresholds established by the Company. These limits reflect the business strategy and market environment of the Company as well as the level of risk that the Company is willing to accept.

NOTES TO THE FINANCIAL STATEMENTS (contd.)

41.2 Credit Risk

Credit risk is the risk that arises due to the uncertainty in counterparty's ability to meet its obligations. The risk of loss of principal or loss of a financial reward stemming from a borrower's failure to repay a loan or otherwise meet a contractual obligation. The Company considers a financial instrument defaulted for impairment calculations in all cases when the borrower becomes 90 days past due on its contractual payments.

41.2.1 Credit Quality of Financial Assets :

The following table sets out information about credit quality of leases and loans measured at amortised cost primarily based on days past due information. The amount represents gross carrying amount.

Particulars	31st March 2026	31st March 2025
Gross carrying value of Lease Rental Receivables		
Neither Past due nor impaired	**1,260,964**	1,412,791
Past Due but not impaired		
30 days past due	**778,444**	748,399
31-90 days past due	**372,742**	440,691
Impaired (more than 90 days)	**136,966**	130,418
Total Gross carrying value as at reporting date	**2,549,116**	2,732,299

Particulars	31st March 2026	31st March 2025
Gross carrying value of Loans and Advances		
Neither Past due nor impaired	**17,390,380**	3,347,849
Past Due but not impaired		
30 days past due	**4,610,629**	1,902,964
31-90 days past due	**2,456,320**	467,951
Impaired (more than 90 days)	**336,430**	108,701
Total Gross carrying value as at reporting date	**24,793,759**	5,827,464

41.2.2 Analysis of Risk Concentration

41.2.2.1 Industry Analysis

The following table shows the risk concentration by industry for the components of the Statement of Financial Position.

Sector wise Break Down as at 31st March 2026	Cash & Bank Balances	Investment in Government Securities at Amortized cost	Placement with Bank & Other Financial Institutions	Lease Rental Receivables and Loans and Advances	Financial Investments-Measured at Fair Value through OCI	Gold Advances	Other Financial Assets	Total Financial Assets
	LKR '000	**LKR '000**	**LKR '000**	**LKR '000**	**LKR '000**	**LKR '000**	**LKR '000**	**LKR '000**
Agriculture	–	–	–	493,111	–	–	–	493,111
Manufacturing	–	–	–	553,587	–	–	–	553,587
Construction	–	–	–	796,962	–	–	–	796,962
Financial Services	423,093	2,295,099	401,207	268,933	–	–	–	3,388,332
Trading	–	–	–	1,777,921	–	–	–	1,777,921
Hotels	–	–	–	508,385	–	–	–	508,385
Services	–	–	–	352,934	458	–	–	353,392
Transport	–	–	–	7,059,884	–	–	–	7,059,884
Consumer	–	–	–	5,950,311	–	9,184,233	29,826	15,164,370
Total	**423,093**	**2,295,099**	**401,207**	**17,762,028**	**458**	**9,184,233**	**29,826**	**30,095,944**

NOTES TO THE FINANCIAL STATEMENTS (contd.)

Provincial break down for lease and loan receivables within Sri Lanka as follows.

Province	Lease Rental Receivables	Loans & Advances	Gold Advances
Central	174,675	544,108	1,421,612
North Central	149,943	859,666	231,841
North Western	197,969	706,011	400,878
Northern	108,985	267,890	1,824,177
Sabaragamuwa	253,782	1,531,126	553,110
Southern	197,983	712,760	658,962
Uva	426,121	598,813	1,328,463
Western	1,039,658	10,324,409	2,829,932
Total	**2,549,116**	**15,544,783**	**9,248,975**

Sector wise Break Down as at 31st March 2025	Cash & Bank Balances	Investment in Government Securities at Amortised cost	Placement with Bank and Other Financial Institutions	Lease Rentals Receivable and Loans and Advances	Financial Investments-Measured at Fair Value through OCI	Gold Advances	Other Financial Assets	Total Financial Assets
		LKR '000	LKR '000	LKR '000	LKR '000	LKR '000	LKR '000	LKR '000
Agriculture	–	–	–	306,721	–	–	–	306,721
Manufacturing	–	–	–	337,613	–	–	–	337,613
Construction	–	–	–	179,356	–	–	–	179,356
Financial Services	178,134	1,248,944	151,076	130,559	–	–	–	1,708,713
Trading	–	–	–	684,636	–	–	–	684,636
Hotels	–	–	–	131,928	–	–	–	131,928
Services	–	–	–	6,505,579	458	–		6,506,037
Transport	–	–	–	–	–	–	–	–
Consumer	–	–	–	103,599	–	6,422,978	21,012	6,547,589
Total	**178,134**	**1,248,944**	**151,076**	**8,379,991**	**458**	**6,422,978**	**21,012**	**16,402,593**

Provincial break down for lease rental receivable within Sri Lanka is as follows.

Province	Lease Rental Receivables	Loans & Advances	Gold Advances
Central	138,403	195,524	824,756
North Central	145,980	684,024	188,560
North Western	310,834	639,854	322,992
Northern	173,693	81,794	1,517,556
Sabaragamuwa	123,706	199,334	361,588
Southern	318,483	249,679	465,406
Uva	504,960	193,004	880,552
Western	1,016,238	3,584,252	1,906,857
Total	**2,732,297**	**5,827,465**	**6,468,267**

NOTES TO THE FINANCIAL STATEMENTS (contd.)

41.2.3 Collaterals and Other Credit Enhancement

Quantitative Information of Collateral

The Company monitors its exposure to loan portfolio using the Loan To Value (LTV) ratio, which is calculated as the ratio of the gross amount of the loan to the value of the collateral. The value of the collateral at origination is considered for this calculation.

Gross value of secured assets to value of collateral:

	31st March 2026		31st March 2025	
Loan To Value	**Gross Value of Secured assets**	**Gross Value of Stage 3 assets**	**Gross Value of Secured assets**	**Gross Value of Stage 3 assets**
	LKR '000	**LKR '000**	**LKR '000**	**LKR '000**
Up to 50%	8,155,891	146,063	3,123,894	122,701
51 - 70%	11,209,841	157,399	8,238,834	103,241
71 - 100%	7,977,142	169,933	3,665,764	52,999
Above 100%	–	–	359	359
	27,342,874	**473,395**	**15,028,851**	**279,300**

The table below provides an analysis of the current fair values of collateral held and credit enhancements for Stage 1 to 3 assets. However, the Stage 3 ECL can be higher than net exposure shown below when the future value of collaterals, measured using the multiple economic scenarios, is expected to decline. Revaluation of immovable properties obtained as collaterals against any accommodation granted are assessed based on the requirements in Direction No 04 of 2018 on 'Valuation of Immovable Properties' and subsequent amendments thereto issued by the Central Bank of Sri Lanka (CBSL). The assessment of immovable properties is carried out by independent professional valuers as required by the said direction issued by CBSL

		Fair Value of Collateral under Base case Scenario				
	Maximum Exposure to Credit risk	**Immovable Collateral**	**Movable Collateral**	**Total Collateral**	**Net Exposure**	**Associated ECL**
As at 31st March 2026	**LKR '000**	**LKR '000**	**LKR '000**	**LKR '000**	**LKR '000**	**LKR '000**
Stage 1	**24,040,416**	**9,943**	**46,422,035**	**46,431,978**	**–**	**183,772**
Stage 2	**2,829,062**	**11,900**	**5,243,996**	**5,255,896**	**–**	**53,025**
Stage 3	**473,396**	**81,377**	**784,798**	**866,175**	**–**	**159,815**
	27,342,874	**103,220**	**52,450,829**	**52,554,049**	**–**	**396,612**

		Fair Value of Collateral under Base case Scenario				
	Maximum Exposure to Credit risk	**Immovable Collateral**	**Movable Collateral**	**Total Collateral**	**Net Exposure**	**Associated ECL**
As at 31st March 2025	**LKR '000**	**LKR '000**	**LKR '000**	**LKR '000**	**LKR '000**	**LKR '000**
Stage 1	13,154,197	19,629	24,111,598	24,131,229	–	100,819
Stage 2	1,595,356	28,349	2,996,379	3,024,727	–	26,228
Stage 3	279,297	82,978	458,737	541,716	–	98,011
	15,028,850	130,956	27,566,714	27,697,672	–	225,058

NOTES TO THE FINANCIAL STATEMENTS (contd.)

41.3 Liquidity Risk & Funding Management

Liquidity risk refers to the possibility of Company not having sufficient cash to meet its payment obligations. This arises primarily due to mismatches in the maturity profile of Company's assets and liabilities. Adequate liquidity is critical to meet the Company's financial commitment and to accommodate additional funding needs of the growing business volumes.

The Company's primary objective in liquidity risk management is to ensure adequate funding for its businesses throughout market cycles.

Furthermore, the Company maintains the statutory liquid assets ratio at its required level as a method to measure and control the liquidity risk.

41.3.1 Analysis of Financial Assets and Liabilities by Remaining Contractual Maturities

The table below summarises the maturity profile of the undiscounted cash flows of the Company's financial assets and liabilities.

As at 31st March 2026	On Demand LKR '000	Less Than 3 Months LKR '000	3 to 12 Months LKR '000	1 to 5 years LKR '000	Over 5 Years LKR '000	Total LKR '000
Financial Assets						
Cash and Bank Balances	423,093	–	–	–	–	423,093
Placements with Banks and Other Financial Institutions	–	303,422	7,924	109,806	–	421,152
Investment in Government Securities	1,947,977	250,821	100,000	–	–	2,298,798
Gold Advances	1,231,032	8,260,337	25,133	–	–	9,516,502
Lease Rentals Receivable	123,309	352,738	959,060	1,836,156	–	3,271,263
Loans and Advances	250,464	1,438,278	5,642,022	10,646,920	37,986	18,015,670
Financial Investments Measured at Fair Value through OCI	–	–	–	–	458	458
Other Financial Assets	–	17,318	288	3,305	8,915	29,826
Total Financial Assets	**3,975,875**	**10,622,914**	**6,734,427**	**12,596,187**	**47,359**	**33,976,762**
Financial Liabilities						
Interest Bearing Borrowings	999,187	1,281,624	8,154,308	8,096,279	–	18,531,398
Due to the Customers	–	2,476,566	4,597,272	922,971	–	7,996,809
Subordinate Liabilities	–	–	119,267	1,477,069	–	1,596,336
Other Financial Liabilities	–	966,046	–	–	–	966,046
Obligation to Make the Lease Payment	–	24,716	74,999	355,683	156,808	612,206
Total Financial Liabilities	**999,187**	**4,748,952**	**12,945,846**	**10,852,002**	**156,808**	**29,702,795**
Total Net Financial Assets/ (Liabilities)	**2,976,688**	**5,873,962**	**(6,211,419)**	**1,744,185**	**(109,449)**	**4,273,967**

As at 31st March 2025	On Demand LKR '000	Less Than 3 Months LKR '000	3 to 12 Months LKR '000	1 to 5 years LKR '000	Over 5 Years LKR '000	Total LKR '000
Financial Assets						
Cash and Bank Balances	178,134	–	–	–	–	178,134
Placements with Banks and Other Financial Institutions	–	101,981	4,319	59,223	–	165,523
Investment in Government Securities	857,289	100,000	304,583	–	–	1,261,872
Gold Advances	1,437,759	5,030,512	817	–	–	6,469,088
Lease Rental Receivables	130,946	364,432	1,008,141	2,024,162	–	3,527,681
Loans and Advances	94,302	550,958	1,740,661	4,205,782	4,333	6,596,036
Financial Investments Measured at Fair Value through OCI	–	–	–	–	458	458
Other Financial Assets	–	1,648	966	2,788	15,611	21,013
Total Financial Assets	**2,698,430**	**6,149,531**	**3,059,487**	**6,291,955**	**20,402**	**18,219,805**

NOTES TO THE FINANCIAL STATEMENTS (contd.)

As at 31st March 2025	On Demand LKR '000	Less Than 3 Months LKR '000	3 to 12 Months LKR '000	1 to 5 years LKR '000	Over 5 Years LKR '000	Total LKR '000
Financial Liabilities						
Interest Bearing Borrowings	1,025,067	420,622	3,738,410	2,341,922	–	7,526,021
Due to the Customers	–	2,045,209	3,688,614	979,508	–	6,713,331
Other Financial Liabilities	140,069	141,982	617	–	–	282,668
Obligation to Make the Lease Payment	–	19,536	59,599	315,070	155,220	549,425
Total Financial Liabilities	**1,165,136**	**2,627,349**	**7,487,240**	**3,636,500**	**155,220**	**15,071,445**
Total Net Financial Assets/ (Liabilities)	**1,533,294**	**3,522,182**	**(4,427,753)**	**2,655,455**	**(134,818)**	**3,148,360**

41.4 Interest Rate Risk

Interest rate risk is a key constitute of the market risk exposure of the Company due to adverse and unanticipated movements in future interest rate which arises from core business activities; granting of credit facilities, accepting deposits and issuing debt instruments.

Due to the nature of operations of the Company, the impact of interest rate risk is mainly on the earnings of the Company rather than the market value of portfolios. Several factors give rise to interest rate risk; among these are term structure risk, which arises due to the mismatches in the maturities of assets and liabilities; basis risk which is the threat to income arises due to differences in the bases of interest rates.

Excessive movements in market interest rate could result in severe volatility to Company's net interest income and net interest margin. Company's exposure to interest rate risk is primarily associated with factors such as;

Interest Rate Risk Exposure on Financial Assets and Liabilities

The table below analyses the Company's interest rate risk exposure on financial assets & liabilities. The Company's assets & liabilities are included at carrying amount and categorised by the earlier of contractual repricing or maturity dates.

		Interest Bearing				
As at 31st March 2026	Total As at 31-03-2026 LKR '000	Less Than 3 Months LKR '000	3 to 12 Month LKR '000	1 to 5 years LKR '000	Over 5 Years LKR '000	Non-Interest Bearing LKR '000
Financial Assets						
Cash and Bank Balances	423,093	–	–	–	–	423,093
Investment in Government Securities and Placements with Banks	2,695,464	2,300,796	294,668	100,000	–	–
Gold Advances	9,248,975	9,225,324	23,651	–	–	–
Lease Rentals Receivable	2,549,117	366,342	695,390	1,487,385	–	–
Loans and Advances	15,544,783	1,456,180	4,876,597	9,176,324	35,682	–
Financial Investments - Measured at Fair Value through OCI	458	–	–	–	–	458
Other Financial Assets	29,826	–	–	–	–	29,826
Total Financial Assets	**30,491,716**	**13,348,642**	**5,890,306**	**10,763,709**	**35,682**	**453,377**
Financial Liabilities						
Interest Bearing Borrowings	17,176,070	2,506,872	7,621,171	7,048,027	–	–
Due to the Customers	7,530,175	2,611,695	4,130,505	787,975	–	–
Subordinate Liabilities	1,000,626	–	–	1,000,626	–	–
Other Financial Liabilities	1,374,610	977,974	38,934	227,612	130,090	–
Total Financial Liabilities	**27,081,481**	**6,096,541**	**11,790,610**	**9,064,240**	**130,090**	**–**
Interest Sensitivity Gap	**3,410,235**	**7,252,101**	**(5,900,304)**	**1,699,469**	**(94,408)**	**453,377**

NOTES TO THE FINANCIAL STATEMENTS (contd.)

As at 31st March 2025	Total As at 31-03-2024 LKR '000	Interest Bearing: Less Than 3 Months LKR '000	Interest Bearing: 3 to 12 Month LKR '000	Interest Bearing: 1 to 5 years LKR '000	Interest Bearing: Over 5 Years LKR '000	Non Interest Bearing LKR '000
Financial Assets						
Cash and Bank Balances	178,134	–	–	–	–	178,134
Investment in Government Securities and Placements with Banks	1,248,944	955,091	293,853	–	–	2,497,888
Gold Advances	6,469,088	6,468,271	817	–	–	12,938,176
Lease Rentals Receivable	2,732,299	377,788	719,336	1,635,175	–	5,464,598
Loans and Advances	5,826,343	553,555	1,489,386	3,783,402	–	11,652,686
Financial Investments - Measured at Fair Value through OCI	458	–	–	–	–	458
Other Financial Assets	21,012	–	–	–	–	21,012
Total Financial Assets	**16,476,278**	**8,354,705**	**2,503,392**	**5,418,577**	**–**	**32,752,952**
Financial Liabilities						
Interest Bearing Borrowings	6,949,676	1,362,884	3,544,306	2,042,486	–	13,899,352
Due to the Customers	6,254,214	2,024,335	3,392,490	837,389	–	12,508,428
Other Financial Liabilities	639,589	290,090	27,281	192,158	130,060	1,279,178
Total Financial Liabilities	**13,843,479**	**3,677,309**	**6,964,077**	**3,072,033**	**130,060**	**27,686,958**
Interest Sensitivity Gap	**2,632,799**	**4,677,396**	**(4,460,685)**	**2,346,544**	**(130,060)**	**5,065,994**

42. OPERATING SEGMENTS

As at 31st March 2026	Finance Lease LKR	Gold Loan LKR	Loans and Advances LKR	Other LKR	Total LKR
Interest Income	574,547	1,669,771	1,568,472	65,339	3,878,129
Commission Income				35,432	35,432
Other Income	7,123	251,572	62,634	26,973	348,302
	581,670	**1,921,343**	**1,631,106**	**127,744**	**4,261,863**

As at 31st March 2025	Finance Lease LKR '000	Gold Loan LKR '000	Loans and Advances LKR '000	Other LKR '000	Total LKR '000
Interest Income	646,765	1,138,127	559,799	99,874	2,444,565
Commission Income				16,498	16,498
Other Income	10,617	128,419	30,354	110,416	279,806
	657,382	**1,266,546**	**590,153**	**226,788**	**2,740,869**

NOTES TO THE FINANCIAL STATEMENTS (contd.)

43. CHANGES IN LIABILITIES ARISING FROM FINANCING ACTIVITIES

Sri Lanka Accounting Standards LKAS 7 (Statement of Cash Flows), requires an entity to disclose information that enables the users of Financial Statements to evaluate the changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes. Accordingly, changes in liabilities arising from financing activities for the year ended 31 March 2026 are disclosed below.

	Securitization Borrowing LKR '000	Bank Borrowing LKR '000
Balance as at 01st April 2025	2,084,274	3,840,335
Net cash flows from financing activities	2,387,484	7,530,096
Non-cash changes		
Foreign exchange movements	–	–
Amortisation of loan origination costs	(8,538)	(35,310)
Accrual for interest expense	343,387	35,154
Balance as at 31st March 2026	**4,806,607**	**11,370,275**

INDEPENDENT AUDITORS' REPORT

To the Members of
Mahindra Finance CSR Foundation

OPINION

We have audited the accompanying Financial Statements of Mahindra Finance CSR Foundation ("the Company"), which comprise the Balance sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013, as amended ('the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

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

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITOR'S REPORT THEREON

The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Annual report, but does not include the Financial Statements and our auditors' report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF MANAGEMENT FOR THE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As, requirements by the Companies (Auditor's Report) Order, 2016/2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, are not applicable to the Company, no comment on report specified in paragraphs 3 and 4 of the Order is made;
2. As required by Section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
   c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
   d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act;
   e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
   f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   g) With respect to other matters to be included in auditor's report in accordance with the requirements of section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.
   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company does not have any pending litigations which would impact its financial position;
      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
      iii. There were no amounts which were required to the Investor Education and Protection Fund by the Company.
      iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide

any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

v. The Company has not declared and / or paid any dividend during the year.

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

For **B. K. KHARE & CO.**
Chartered Accountants
Firm Registration No. 105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403JZXTLN7107

Mumbai, April 9, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Mahindra Finance CSR Foundation ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. KHARE & CO.**
Chartered Accountants
Firm Registration No. 105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403JZXTLN7107

Mumbai, April 9, 2026

BALANCE SHEET AS AT 31 MARCH 2026

INR Lakhs

Particulars	Note	As at 31 March 2026	As at 31 March 2025
A ASSETS			
1 Non-current assets			
(a) Property, Plant and Equipment		**–**	–
(b) Capital work-in-progress		**–**	–
(c) Investment Property		**–**	–
(d) Goodwill		**–**	–
(e) Other Intangible assets		**–**	–
(f) Intangible assets under development		**–**	–
(g) Biological Assets other than bearer plants		**–**	–
(h) Financial Assets		**–**	–
(i) Deferred tax assets (net)		**–**	–
(j) Other non-current assets		**–**	–
(k) Non Current Tax Assets (net)		**–**	–
Total non - Current Assets		**–**	–
2 Current assets			
(a) Inventories			
(b) Financial Assets			
(i) Investments		**–**	–
(ii) Trade receivables		**–**	–
(iii) Cash and cash equivalents	1	**0.05**	0.50
(iv) Bank balances other than (iii) above		**–**	–
(v) Loans		**–**	–
(viii) Others (to be specified)			
(c) Current Tax Assets (Net)		**–**	–
(d) Other current assets		**–**	–
Total Current Assets		**0.05**	0.50
Total Assets		**0.05**	0.50

INR Lakhs

Particulars	Note	As at 31 March 2026	As at 31 March 2025
B EQUITY AND LIABILITIES			
1 Equity	2		
(a) Equity Share capital		**0.10**	0.10
(b) Other Equity		**(0.88)**	(0.30)
(c) Non Controlling Interest		**–**	–
Total equity		**(0.78)**	(0.20)
Liabilities			
2 Non-current liabilities			
(a) Financial Liabilities		**–**	–
(b) Provisions		**–**	–
(c) Deferred tax liabilities (Net)		**–**	–
(d) Other non-current liabilities		**–**	–
Total Non - Current Liabilities		**–**	–
3 Current liabilities			
(a) Financial Liabilities			
(i) Borrowings			
(ii) Trade payables	3	**0.48**	0.45
(iii) Other financial liabilities (other than those specified in (iv) below)	4	**0.20**	0.20
(iv) Non Current Lease Liabilities		**–**	–
(b) Provisions		**–**	–
(c) Current Tax Liabilities (Net)	5	**0.10**	–
(d) Other current liabilities	6	**0.05**	0.05
Total Current Liabilities		**0.83**	0.70
Total Equity and Liabilities (1+2+3)		**0.05**	0.50

The accompanying notes form an integral part of the financial statements.

For **B. K. Khare & Co.**
Chartered Accountants
Firm's Registration No: 105102W

Chaitanya Vinay Joshi
Partner
Membership No: 131403

Place: Mumbai
Date: 9th April, 2026

For and on behalf of the Board of Directors
Mahindra Finance CSR Foundation

Raul Rebello
Director
[DIN: 10052487]

Sapna Jain
Director
[DIN: 10819819]

Place: Mumbai
Date: 9th April, 2026

STATEMENT OF PROFIT AND LOSS FOR YEAR ENDED 31 MARCH 2026

INR Lakhs

	Particulars	Note	Year ended 31 March 2026	Year ended 31 March 2025
I	**Revenue receipts (Donations)**	7	**2.30**	1.50
II	**Other Income**		**–**	–
III	**Total income (I+II)**		**2.30**	1.50
	Expenses			
	i) Finance costs	8	**–**	0.01
	ii) Corporate Social Responsibility expenses	9	**–**	–
	iii) Other Expenses	10	**2.65**	1.89
IV	**Total expenses (IV)**		**2.65**	1.90
V	**Profit before tax (III-IV)**		**(0.35)**	(0.40)
VI	**Tax expenses**	11	**0.23**	–
VII	**Profit after tax (V-VI)**		**(0.58)**	(0.40)
VIII	**Other Comprehensive Income (OCI)**			
	(A) Items that will not be reclassified to profit or loss		**–**	–
	(B) Items that will be reclassified to profit or loss		**–**	–
	Other Comprehensive Income (A+B)		**–**	–
IX	**Total Comprehensive Income for the year (V+VI)**		**(0.58)**	(0.40)
X	**Earnings per equity share (face value Rs. 10/- per equity share)**	12		
	Basic (Rupees)		**(58.00)**	(40.00)
	Diluted (Rupees)		**(58.00)**	(40.00)

The accompanying notes form an integral part of the financial statements.

For **B. K. Khare & Co.**
Chartered Accountants
Firm's Registration No: 105102W

Chaitanya Vinay Joshi
Partner
Membership No: 131403

Place: Mumbai
Date: 9th April, 2026

For and on behalf of the Board of Directors
Mahindra Finance CSR Foundation

Raul Rebello
Director
[DIN: 10052487]

Sapna Jain
Director
[DIN: 10819819]

Place: Mumbai
Date: 9th April, 2026

STATEMENT OF CHANGES IN EQUITY FOR PERIOD ENDED 31 MARCH 2026

A. Equity share capital

INR Lakhs

Particulars	Amount
Issued, Subscribed and fully paid up:	
Balance as at 1 April 2024	0.10
Changes during the year:	
i) Fresh allotment of shares	–
ii) Allotment of shares by ESOS Trust to employees	–
Balance as at 31 March 2025	0.10
Balance as at 1 April 2025	0.10
Changes during the year:	
i) Fresh allotment of shares	**–**
ii) Allotment of shares by ESOS Trust to employees	**–**
Balance as at 31 March 2026	**0.10**

B. Other Equity

Particulars	Reserves and Surplus									
	Statutory reserves as per Section 45-IC of the RBI Act, 1934	Capital redemption reserves	Securities premium reserve	General reserves	Debenture Redemption Reserves (DRR)	Employee stock options outstanding	Retained earnings	Debt instruments through OCI	Equity instruments through OCI	Total
Balance as at 1 April 2024	–	–	–	–	–	–	0.10	–	–	0.10
Profit/(loss) for the year							–			–
Other Comprehensive Income / (loss)							–	–	–	–
Total Comprehensive Income for the year	–	–	–	–	–	–	–	–	–	–
Excess of income / (expenditure) for the current period			–				(0.40)			(0.40)
Balance as at 31 March 2025	–	–	–	–	–	–	(0.30)	–	–	(0.30)

STATEMENT OF CHANGES IN EQUITY FOR PERIOD ENDED 31 MARCH 2026 (Contd.)

Particulars	Reserves and Surplus									
	Statutory reserves as per Section 45-IC of the RBI Act, 1934	Capital redemption reserves	Securities premium reserve	General reserves	Debenture Redemption Reserves (DRR)	Employee stock options outstanding	Retained earnings	Debt instruments through OCI	Equity instruments through OCI	Total
Balance as at 1 April 2025	–	–	–	–	–	–	(0.30)	–	–	(0.30)
Profit/(loss) for the year							–			–
Other Comprehensive Income / (loss)							–	–	–	–
Total Comprehensive Income for the year	–	–	–	–	–	–	–	–	–	–
Profit for the year for the current period			–				(0.58)			(0.58)
Balance as at 31 March 2026	–	–	–	–	–	–	(0.88)	–	–	(0.88)

For **B. K. Khare & Co.**
Chartered Accountants
Firm's Registration No: 105102W

Chaitanya Vinay Joshi
Partner
Membership No: 131403

Place: Mumbai
Date: 9th April, 2026

For and on behalf of the Board of Directors
Mahindra Finance CSR Foundation

Raul Rebello
Director
[DIN: 10052487]

Sapna Jain
Director
[DIN: 10819819]

Place: Mumbai
Date: 9th April, 2026

STATEMENT OF CASH FLOWS FOR PERIOD ENDED 31 MARCH 2026

INR Lakhs

	Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A)	**CASH FLOW FROM OPERATING ACTIVITIES**		
	Profit before tax	**(0.35)**	(0.40)
	Adjustments to reconcile profit before tax to net cash flows:		
	Add: Non-cash expenses	**–**	–
		–	–
	Less: Income considered separately	**–**	–
	Income from investing activities	**–**	–
	Operating profit before working capital changes	**(0.35)**	(0.40)
	Changes in -		
	Other financial assets	**–**	–
	Other financial liabilities	**–**	–
	Trade and other payables	**0.03**	–
	Trade and other receivables	**–**	–
	Other non-financial assets	**–**	–
	Other non-financial liabilities	**–**	–
	Cash used in operations	**0.03**	–
	Income taxes paid (net of refunds)	**(0.13)**	–
	NET CASH USED IN OPERATING ACTIVITIES (A)	**(0.45)**	(0.40)
B)	**CASH FLOW FROM INVESTING ACTIVITIES**	**–**	
	Purchase of investments at amortised cost		–
	Proceeds from sale of investments measured at amortized cost	**–**	–
	Interest received	**–**	–
	NET CASH GENERATED FROM / (USED IN) INVESTING ACTIVITIES (B)	**–**	–
C)	**CASH FLOW FROM FINANCING ACTIVITIES**		
	Issue of equity shares	**–**	–
	NET CASH GENERATED FROM / (USED IN) FINANCING ACTIVITIES (C)	**–**	–
	NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	**(0.45)**	(0.40)
	Cash and Cash Equivalents at the beginning of the year	**0.50**	0.90
	CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR (refer note 1)	**0.05**	0.50
	Components of Cash and Cash Equivalents		
	Balances with banks in current accounts	**0.05**	0.50
	Term deposits with original maturity up to 3 months	**–**	–
	Total	**0.05**	0.50

Notes :

The above Statement of Cash Flow has been prepared under the 'Indirect method' as set out in Ind AS 7 on 'Statement of Cash Flows'.

For **B. K. Khare & Co.**
Chartered Accountants
Firm's Registration No: 105102W

Chaitanya Vinay Joshi
Partner
Membership No: 131403

Place: Mumbai
Date: 9th April, 2026

For and on behalf of the Board of Directors
Mahindra Finance CSR Foundation

Raul Rebello
Director
[DIN: 10052487]

Sapna Jain
Director
[DIN: 10819819]

Place: Mumbai
Date: 9th April, 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR YEAR ENDED 31 MARCH 2026

1 COMPANY INFORMATION

Mahindra Finance CSR Foundation ('the Company'), incorporated in India, is a public limited company, headquartered in Mumbai dated April 2, 2019. The Company has received license under Section 8 (1) of the Companies Act, 2013. The Company is established to undertake, by itself or joining, collaborating with, or participating in, projects that, support, promote and enhance: education, including special education, especially among children, women, elderly and the differently abled; employment, vocational skills, and sustainable livelihood; curative and preventive healthcare measures; sanitation and availability of safe drinking water; measures eradicating hunger, poverty and malnutrition; sustainability environmental and ecological balance; protection of flora and fauna, animal welfare, agro forestry; conservation of natural resources; maintenance of quality of soil, air and water; including but not limited to, rehabilitation efforts prior, during and or after natural disasters. The objective of the Company is to work, contribute towards all activities outlined by, but not restricted to, Section 135, Schedule VII of the Companies Act, 2013, the related rules and the amendments thereto from time to time.

Further, the company received its registration under section 12AA of the Income Tax Act 1961 on 29 November, 2019 and certificate under section 80G of the Income Tax Act,1961 on 24 December, 2019 valid from 3 June, 2019.

None of the objects of the Company will be carried out on commercial basis. The Company is a subsidiary of Mahindra & Mahindra Financial Services Limited.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of accounting

The financial statements have been prepared on a historical cost convention and on an accrual basis.

2.2 Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

2.3 Basis of Preparation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

All assets and liabilities are classified as current if it is expected to realise or settle within 12 months after the balance sheet date.

2.4 Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

2.5 Functional and presentation currency

These financial statements are presented in Indian Rupees ('INR' or 'Rs.') which is also the Company's functional currency. All amounts are rounded-off to the nearest lakh, unless otherwise indicated.

2.6 Revenue recognition

The revenue is measured on actual receipt basis of donations received.

2.7 Provisions

Provisions are recognised when there is a present obligation as a result of a past event, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate.

2.8 Financial instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through Statement of Profit and Loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through Statement of Profit and Loss are recognised immediately in Statement of Profit and Loss. The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

2.9 Financial liabilities

All the financial liabilities are subsequently measured at amortised cost using the effective interest method or at fair value through Statement of Profit and Loss.

2.10 Taxation - Current and deferred tax:

Income tax expense comprises of current tax and deferred tax. It is recognised in Statement of profit and loss except to the extent that it relates to an item recognised directly in equity or in other comprehensive income.

a) Current tax :

Current tax comprises amount of tax payable in respect of the taxable income or loss for the year determined in accordance with Income Tax Act, 1961 and any adjustment to the tax payable or receivable in respect of previous years. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period. Significant judgments are involved in determining the provision for income taxes including judgment on whether tax positions are probable of being sustained in tax assessments. A tax assessment can involve complex issues, which can only be resolved over extended time periods.

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

Current tax is recognised in statement of profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current tax is also recognised in other comprehensive income or directly in equity respectively.

The management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

b) Deferred tax :

Deferred tax assets are recognized to the extant that it is probable that future taxable income will be available against which the deductible temporary difference could be utilized. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extant that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is recognised in statement of profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the deferred tax is also recognised in other comprehensive income or directly in equity respectively.

Notes forming part of the Financial Statements as at 31 March 2026

INR Lakhs

Deferred tax assets and liabilities are offset only if there is a legally enforceable right to set off current tax assets against current tax liabilities and the deferred tax assets and the deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities on a net basis or simultaneously.

2.11 Earning per share

Basic earnings per share is computed by dividing the profit/ (loss) after tax by the weighted average number of equity shares outstanding during the year. The Company did not have any potentially dilutive securities in any of the years presented.

2.12 New standards or amendments to the existing standards and other pronouncements:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

Notes forming part of the Financial Statements as at 31 March 2026

INR Lakhs

1 Cash and cash equivalents

	31 March 2026	31 March 2025
Cash on hand	**–**	–
Balances with banks in current accounts	**0.05**	0.50
Term deposits with original maturity up to 3 months	**–**	–
	0.05	0.50

2 Equity Share capital

a) Share capital authorised, issued, subscribed and fully paid up:

	31 March 2026	31 March 2025
Authorised:		
1,000 (31 Mar 2025: 1,000) Equity shares of Rs.10/- each	**0.10**	0.10
Issued, Subscribed and paid-up:		
1,000 (31 Mar 2025: 1,000) Equity shares of Rs.10/- each fully paid up	**0.10**	0.10
Issued, Subscribed and paid-up Share capital	**0.10**	0.10

b) Terms / rights attached to equity shares:

The Company has only one class of equity shares having a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the board of directors and approved by the shareholders in the annual general meeting is paid in Indian rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

c) Shareholders holding more than 5% of equity shares at the end of the year:

Name of Shareholder	**No. of shares**	**Shareholding %**
	As at 31 March 2026	
Mahindra & Mahindra Financial Services Limited	**1,000.00**	**100%**
	As at 31 March 2025	
Mahindra & Mahindra Financial Services Limited	**1,000.00**	100%

d) Shareholding of promoters:

Name of Promoter	**No. of shares**	**Shareholding %**	**% Change during the year**
		As at 31 March 2026	
Mahindra & Mahindra Financial Services Limited	**1000**	**100%**	0%
		As at 31 March 2025	
Mahindra & Mahindra Financial Services Limited	**1000**	**100%**	0%

e) Reconciliation of the number of equity shares and share capital outstanding at the beginning and at the end of the reporting year:

	As at 31 March 2026		As at 31 March 2025	
	No. of shares	**INR Lakhs**	**No. of shares**	**INR Lakhs**
Issued, Subscribed and paid-up:				
Balance at the beginning of the year	**1,000**	0.10	**1,000**	0.10
Add : Fresh allotment of shares:	**–**	–	**–**	–
Balance at the end of the year	**1,000**	0.10	**1,000.00**	0.10

Other Equity	**31 March 2026**	31 March 2025
Surplus in Statement of Profit and Loss:		
Balance as at the beginning of the year	**(0.30)**	0.10
Add : Excess of income / (expenditure) for the current period transferred from Statement of Income and Expenditure	**(0.58)**	(0.40)
Balance Loss carried to Balance Sheet	**(0.88)**	(0.30)
Less : Allocations & Appropriations :	**–**	–
Balance as at the end of the period	**(0.88)**	(0.30)
Total	**(0.88)**	(0.30)

Notes forming part of the Financial Statements as at 31 March 2026

INR Lakhs

3 Trade payables

		31 March 2026	31 March 2025
I)	Trade Payables		
	i) total outstanding dues of micro enterprises and small enterprises	–	–
	ii) total outstanding dues of creditors other than micro enterprises and small enterprises	0.48	0.45
II)	Other Payables		
	i) total outstanding dues of micro enterprises and small enterprises	–	–
	ii) total outstanding dues of creditors other than micro enterprises and small enterprises	–	–
		0.48	0.45

Trade Payables aging schedule

As at March 31, 2026

Particulars	Outstanding for following periods from due date of payment					
	Less than 1 year	1-2 years	1-2 years	2-3 years	More than 3 years	**Total**
Non-derivative financial assets						
i) MSME	–	–	–	–	–	–
ii) Others	0.48	–	–	–	–	0.48
Total	0.48	–	–	–	–	0.48
Disputed dues –						
– MSME	–	–	–	–	–	–
– Others	–	–	–	–	–	–

As at March 31, 2025

Particulars	Outstanding for following periods from due date of payment					
	Less than 1 year	1-2 years	1-2 years	2-3 years	More than 3 years	**Total**
Non-derivative financial assets						
i) MSME	–	–	–	–	–	–
ii) Others	0.45	–	–	–	–	0.45
Total	0.45	–	–	–	–	0.45
Disputed dues –						
– MSME	–	–	–	–	–	–
– Others	–	–	–	–	–	–

4 Other financial liabilities

	31 March 2026	31 March 2025
Provision for expenses -		
Legal professional / regulatory exp	**0.20**	**0.20**
	0.20	**0.20**

5 Current Tax Liabilities

	31 March 2026	31 March 2025
Current Tax Liabilities (net)	**0.10**	–
	0.10	–

Notes forming part of the Financial Statements as at 31 March 2026

INR Lakhs

6 Other current liabilities

	31 March 2026	31 March 2025
Statutory dues and taxes payable	**0.05**	0.05
	0.05	0.05

7 Revenue receipts

	31 March 2026	31 March 2025
Donation received (from MMFSL)	**2.30**	1.50
	2.30	1.50

8 Finance costs

	31 March 2026	31 March 2025
Bank charges	**–**	0.01
	–	0.01

9 Corporate Social Responsibility expenses

	31 March 2026	31 March 2025
	–	–
	–	–

10 Other Expenses

	31 March 2026	31 March 2025
Auditor's fees and expenses	**0.50**	0.50
Legal and professional charges	**1.15**	0.39
Trademark expense	**1.00**	1.00
	2.65	1.89

11 Tax expense

(i) Income tax recognized in Statement of profit and loss

	31 March 2026	31 March 2025
Current tax:		
In respect of current year	**0.10**	–
In respect of prior years	**0.13**	–
	0.23	–
Deferred tax:	**–**	–

(ii) Reconciliation of estimated Income tax expense at tax rate to income tax expense reported in the Statement of profit and loss is as follows:

	31 March 2026	31 March 2025
Profit before tax	**(0.35)**	(0.40)
Applicable income tax rate	**31.20**	31.20
Expected income tax expense	**0.11**	0.12
Adjustments recognised in the current year in relation to the current tax of prior years -	**0.12**	–
Others	**–**	(0.12)
Reported income tax expense	**0.23**	–

12 Earning Per Share (EPS)

	31 March 2026	31 March 2025
Profit / (Loss) for the period	**(0.58)**	(0.40)
Weighted average number of Equity Shares	**1,000**	1,000
Basic Earnings per share (Rs.) (Face value of Rs. 10/- per share)	**(58.00)**	(40.00)
Diluted Earnings per share (Rs.)	**(58.00)**	(40.00)

13 Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation. Debt-to-equity ratio as of 31 March 2026 is as follows:

Particulars	As at 31 March 2026
Debt (A)	**–**
Equity (B)	**0.10**
Debt Equity Ratio (A/B)	**–**

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL	FVOCI	Total
Current Assets				
Cash and cash equivalents	**0.05**	**–**	**–**	**0.05**
Current Liabilities				
Trade Payables	**0.48**	**–**	**–**	**0.48**
Other Financial Liabilities	**0.20**	**–**	**–**	**0.20**

Notes forming part of the Financial Statements as at 31 March 2026

INR Lakhs

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

Credit Risk

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral , where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the risk management committee annually

Liquidity Risk

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the company, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and longterm funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Maturity of Financial assets

Particulars	Less than 1 year	1-3 years	3 years to 5 years	5 years and above	**Total**
Non-derivative financial assets					
Cash and cash equivalents	0.05	–	–	–	0.05

Maturity of Financial liabilities

Particulars	Less than 1 year	1-3 years	3 years to 5 years	5 years and above	**Total**
Non-derivative financial liabilities					
Other Financial Liabilities	0.20	–	–	–	0.20
Borrowings					
Trade Payables	0.48	–	–	–	0.48

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. Derivatives are only used for economic hedging purposes and not as speculative investments. All such transactions are carried out within the guidelines set by the Board of Directors There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured

14 Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

Notes forming part of the Financial Statements as at 31 March 2026

INR Lakhs

15 Key Ratios

Particulars	Numerator	Denominator	**As at 31 March 2026**	As at 31 March 2025
Current Ratio	Current assets	Current liabilities	**0.07**	0.77
Debt-Equity Ratio	Borrowings	Shareholder's equity	**NA**	NA
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation and amortisation	Interest & principal payment	**NA**	NA
Return on Equity Ratio	Profit after tax	Average shareholder's equity	**NA**	NA
Inventory Turnover Ratio	Revenue from operations	Average inventory	**NA**	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average trade receivables	**NA**	NA
Trade Payables Turnover Ratio	Net credit purchases	Average trade payables	**NA**	NA
Net Capital Turnover Ratio	Revenue from operations	Working capital	**NA**	NA
Net Profit Ratio	Net Profit	Revenue from operations	**NA**	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder's equity + Borrowings + DTL	**NA**	NA
Return on Investment	Time Weighted Rate of Return	Time Weighted Rate of Return (TWRR)	**NA**	NA

16 Related party disclosure:

i) As per Ind AS 24 on 'Related party disclosures', the related parties of the Company are as follows:

a) Ultimate Holding Company — Mahindra & Mahindra Limited

b) Holding Company — Mahindra & Mahindra Financial Services Limited

c) Fellow Subsidiaries: (entities with whom the Company has transactions) — Not applicable

d) Joint Ventures / Associates (entities with whom the Company has transactions) — Not applicable

e) Key Management Personnel: — Ms. Sapna Jain (Director); Mr. Manish Sinha (Director); Mr. Raul Rebello (Director)

ii) The nature and volume of transactions of the Company during the year with above related parties were as follows:

Sr. No.	Particulars	For the year ended	Ultimate Holding Company	Holding Company	Fellow subsidiaries	Joint Ventures / Associates	KMP/Directors of the Company
1	Donations received	**31/3/2026**	**–**	**2.30**	**–**	**–**	**–**
		31/3/2025	–	1.50	–	–	–
2	Other expenses (Trademark expenses)	**31/3/2026**	**1.00**	**–**	**–**	**–**	**–**
		31/3/2025	1.00	–	–	–	–

iii) Balances as at the end of the period:

Sr. No.	Particulars	For the year ended	Ultimate Holding Company	Holding Company	Fellow subsidiaries	Joint Ventures / Associates	KMP/Directors of the Company
1	Payable	**31/3/2026**	**–**	**–**	**–**	**–**	**–**
		31/3/2025	–	–	–	–	–

Notes forming part of the Financial Statements as at 31 March 2026

INR Lakhs

17 Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

18 Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial period.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period.

(h) The Company does not have any borrowings from bank and finanacial institution.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

19 Unless otherwise stated, all the numbers have been rounded off to nearest rupee.

20 The financial statements have been approved for issue by Company's Board of Directors on 9th April, 2026.

Signatures to Notes 1 to 20

For **B. K. Khare & Co.**
Chartered Accountants
Firm's Registration No: 105102W

Chaitanya Vinay Joshi
Partner
Membership No: 131403

Place: Mumbai
Date: 9th April, 2026

For and on behalf of the Board of Directors
Mahindra Finance CSR Foundation

Raul Rebello
Director
[DIN: 10052487]

Sapna Jain
Director
[DIN: 10819819]

Place: Mumbai
Date: 9th April, 2026

Independent Auditor's Report
To The Members of Mahindra Lifespace Developers Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Mahindra Lifespace Developers Limited (the "Company"), which comprise the Balance Sheet as at 31st March, 2026 and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2026, its profit and other comprehensive loss, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

Sr. No.	Key Audit Matter	Auditor's Response
1	**Carrying values of Inventories (Construction work in Progress and finished goods)** As at 31st March, 2026, the carrying value of the inventory of ongoing and completed real-estate projects is Rs. 3,50,008.23 lakhs. The inventories are held at the lower of the cost and net realisable value ("NRV"). The determination of NRV involves estimates based on prevailing market conditions and taking into account the stage of completion of the inventory, the estimated future selling price, cost to complete projects and selling costs. We identified the assessment of the carrying value of inventory as a key audit matter due to the significance of the balance to the standalone financial statements as a whole and the involvement of estimates and judgement in the assessment. Refer Notes 2.17 and 10 to the Standalone Financial Statements	Principal audit procedures performed included the following: Our audit approach consisted testing of the design and operating effectiveness of the internal controls and substantive testing as follows: • We assessed the Company's process for the valuation of inventories. • Evaluated the design, implementation and tested the operating effectiveness of the internal controls relating to the valuation of inventories, including the management process for the review and approval of the estimated costs to complete the projects including construction cost incurred, construction budgets and net realizable value. We carried out a combination of procedures involving enquiry and observation, and inspection of evidence in respect of operation of these controls. Selected a sample of inventories and performed procedures around: • Construction costs incurred for the inventories by testing the supporting documents and wherever available, corroborated the same with the reports from external supervising engineers. • Estimated total construction cost to be incurred for completing the construction of the project and wherever available, corroborated the same with the reports from external supervising engineers. • We have carried out site visits for a number of projects during the year to verify the construction progress made. The Company's methodology and key assumptions for determining NRV of the inventories. We examined the total projected budgeted cost to the total budgeted sale value from the project. We examined the NRV to recent sales in the project.

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

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, Management Discussion and Analysis Report, Corporate Governance Report and Business Responsibility Report , but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive loss, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the Company to express an opinion on the standalone financial statements.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the

effect of any identified misstatements in the standalone financial statements.

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

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

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

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

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

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Loss, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

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

   e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - Refer Note 36 to the standalone financial statements;

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

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

      iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 43(d) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

      (b) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 43(d) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

      (c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with section 123 of the Act, as applicable.

As stated in note 44 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. Such dividend proposed is in accordance with section 123 of the Act, as applicable.

vi. Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year ended 31st March, 2026 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Deloitte Haskins and Sells LLP
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Nilesh Shah
Partner
Membership No. 049660
UDIN: 26049660GRCPJC1793

Place: Mumbai
Date: 28th April, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to standalone financial statements of Mahindra Lifespace Developers Limited (the "Company") as at 31st March, 2026 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's and Board of Director's Responsibilities for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to standalone financial statements

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

Inherent Limitations of Internal Financial Controls with reference to standalone financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at 31st March, 2026, based on the criteria for internal financial control with reference to standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Deloitte Haskins and Sells LLP
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Nilesh Shah
Partner
Membership No. 049660
UDIN: 26049660GRCPJC1793

Place: Mumbai
Date: 28th April, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of Mahindra Lifespace Developers Limited on the financial statements of the Company for the year ended 31st March, 2026)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that,

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

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) Some of the Property, Plant and Equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the Property, Plant and Equipment at reasonable intervals having regard to the size of the Company and the nature of its activities. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

(c) With respect to immovable properties of acquired land and buildings, according to the information and explanations given to us and the records examined by us and based on the examination of the title deeds provided to us, we report that, the immovable properties are held in the name of the Company as at the balance sheet date. According to the information and explanation given to us, the Company does not have any other land or building other than administrative block and project facilities, temporarily constructed at the project sites and capitalised as Building, hence reporting under clause 3(i)(c) of the Order is not applicable to such items which does not form part of Property, Plant & Equipment.

(d) The Company has not revalued any of its property, plant and equipment (including Right of Use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at 31st March, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) Having regard to the nature of inventory, the physical verification by way of verification of title deeds, site visits by the Management and certification of extent of work completion by competent persons, are at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and nature of its operations and no discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.

(b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions on the basis of security of current assets, and hence reporting under clause 3 (ii)(b) of the Order is not applicable.

(iii) The Company has made investments in and granted unsecured loans to companies, during the year, in respect of which:

(a) The Company has provided unsecured loans to Companies during the year and details of which are given below:

	(Rs. in lakhs)
Particulars	**Loans**
A. Aggregate amount granted / provided during the year:	
- Subsidiaries	47,397.30
- Joint Ventures	2,300.00
B. Balance outstanding as at balance sheet date in respect of above cases:	
- Subsidiaries	99,154.85
- Joint Ventures	5,075.00

The Company has not made any investments in and granted any loans, secured or unsecured, to firms, Limited Liability Partnerships or any other parties during the year. The Company has not provided any guarantee or security to any other entity during the year.

(b) The investments made and the terms and conditions of the grant of all the above-mentioned unsecured loans provided during the year are, in our opinion, not prejudicial to the Company's interest.

(c) The Company has granted loans that are payable on demand. During the year the Company has not demanded such loans. Having regard to the fact that the repayment of principal or payment of interest has not been demanded by the Company, in our opinion the repayments of principal amounts and receipts of interest are regular. (Refer reporting under clause 3(iii)(f) below)

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of unsecured loans provided by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) During the year loans aggregating to Rs. 7,400.00 lakhs fell due from certain parties and were renewed during the year. Details of such loans that fell due and renewed during the year are stated below:

Name of the Party	Aggregate amount of overdues of existing loans renewed or extended or settled by fresh loans. (Rs. in lakhs)	Percentage of the aggregate to the total loans granted during the year.
Knowledge Township Ltd	1,950.00	3.92%
Mahindra Happinest Developers Limited	3,700.00	7.45%
Mahindra Industrial Park Private Limited	1,750.00	3.52%
Total	**7,400.00**	

(f) The Company has granted unsecured loans which are repayable on demand details of which are given below:

	(Rs. in lakhs)
	Related Parties
Aggregate of loans to related parties. - Repayable on demand	200.50
Percentage of loans to the total loans	0.19%

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits. Hence reporting under clause 3(v) of the Order is not applicable.

(vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Service Tax, Provident Fund, Income-tax, cess and other material statutory dues as applicable to the Company have generally been regularly deposited by it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Income-tax, Sales Tax, Service Tax, duty of Customs, Value Added Tax, cess and other material statutory dues in arrears as at 31st March, 2026 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub clause (a) above which have not been deposited as on 31st March, 2026 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount (Rs. in lakhs)
Income Tax Act, 1961	Income Tax	Income Tax Appellate Tribunal	AY 2013-14	276.98
		Assessing Officer	AY 2003-04	583.81
			AY 2007-08	561.99
			AY 2009-10	19.20
			AY 2015-16	288.49
		Commissioner of Income tax (Appeals)	AY 2020-21	13.93
Finance Act, 1994	Service Tax*	Appellate Authority- up to Commissioners/ Revisional authorities level	FY 2014 to 2017*	38.90
			FY 2016 to 2018	4.59
		High Court	FY 2009 to 2014	67.70
		Customs, Excise and Service Tax Appellate Tribunal	FY 2005 to 2010**	69.78
Central Goods and Service Tax Act 2017 and State Goods and Service Tax Act 2017	Goods & Service Tax Act	Goods and Services Tax Appellate Tribunal	FY 2017-18***	795.45
			FY 2018-19****	163.08
			FY 2019-20*****	38.13
		High Court	FY 2017-18	278.25
		Commissioner (Appeals)	FY 2017-18^	166.13
			FY 2018-19^^	815.94
			FY 2019-20^^^	604.58
			FY 2020-21^^^^	244.94
			FY 2021-22^^^^^	57.49

* net of deposit Rs. 3.15 lakhs
** net of deposit Rs. 7.75 lakhs
*** net of deposit Rs. 293.92 lakhs
**** net of deposit Rs. 128.79 lakhs
***** net of deposit Rs. 41.94 lakhs
^ net of deposit Rs. 24.99 lakhs
^^ net of deposit Rs. 40.72 lakhs
^^^ net of deposit Rs. 21.34 lakhs
^^^^ net of deposit Rs. 9.79 lakhs
^^^^^ net of deposit Rs. 1.96 lakhs

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On an overall examination of the standalone financial statements of the Company, funds raised on short-term basis have not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the standalone financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

(x) (a) In our opinion, money raised by way of rights issue of equity shares during the year have been, applied by the Company for the purposes for which they were raised. The Company has not raised money by way of initial public offer/ further public offer through debt instruments during the year and hence reporting under clause 3(x)(a) of Order is not applicable to the Company.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of Order is not applicable to the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up-to the date of this report.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year and provided to us, when performing our audit.

(xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements etc. as required by the applicable accounting standards.

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

(b) We have considered the internal audit reports issued to the Company (during the year), covering the period upto September 2025 and the draft of the internal audit reports were issued after the balance sheet date covering the period (July 2025 to September 2025) for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with any of its directors or directors of it's holding company, subsidiary company, associate company or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

(b) The Group has more than one Core Investment Company (CIC) as part of the group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016). There are 5 CIC forming part of the group.

(xvii) The Company has not incurred any cash losses in the financial year covered by our audit and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, the provision of sub-section (5) and sub-section (6) of section 135 of the Companies Act, 2013 are not applicable to the Company for the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable.

For Deloitte Haskins and Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Nilesh Shah
Partner
Membership No. 049660
UDIN: 26049660GRCPJC1793

Place: Mumbai
Date: 28th April, 2026

STANDALONE BALANCE SHEET AS AT 31ST MARCH, 2026

(Rs. in lakhs)

	Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
I	**ASSETS**			
	1 NON-CURRENT ASSETS			
	(a) Property, plant and equipment	4.1	**953.70**	1,741.63
	(b) Right of use assets	4.2	**1,611.56**	730.30
	(c) Capital work-in-progress	4.3	**298.61**	478.88
	(d) Other intangible assets	5	**90.31**	49.32
	(e) Financial assets			
	(i) Investments	6	**100,728.88**	55,534.66
	(ii) Loans	14	**104,229.85**	59,904.55
	(iii) Other financial assets	7	**5,175.32**	3,126.95
	(f) Deferred tax asset (net)	8	**8,538.38**	7,871.99
	(g) Income tax assets (net)		**9,590.91**	8,159.44
	TOTAL NON-CURRENT ASSETS		**231,217.52**	137,597.72
	2 CURRENT ASSETS			
	(a) Inventories	10	**350,008.23**	379,492.68
	(b) Financial Assets			
	(i) Investments	6	**7,509.89**	5,008.23
	(ii) Trade receivables	11	**18,429.61**	12,625.57
	(iii) Cash and cash equivalents	12	**3,654.95**	23,372.07
	(iv) Bank balances other than cash and cash equivalents	13	**28,578.26**	1,516.45
	(v) Other financial assets	7	**3,500.93**	2,581.54
	(c) Other Current Assets	9	**49,219.74**	20,473.25
	TOTAL CURRENT ASSETS		**460,901.61**	445,069.79
	TOTAL ASSETS (1+2)		**692,119.13**	582,667.51
II	**EQUITY AND LIABILITIES**			
	1 EQUITY			
	(a) Equity share capital	15	**21,334.28**	15,508.78
	(b) Other equity	16	**284,755.58**	140,104.21
	TOTAL EQUITY		**306,089.86**	155,612.99
	LIABILITIES			
	2 NON-CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Borrowings	18	**–**	91,765.60
	(ii) Lease liabilities	32	**596.61**	555.67
	(b) Provisions	17	**1,489.40**	807.99
	TOTAL NON-CURRENT LIABILITIES		**2,086.01**	93,129.26
	3 CURRENT LIABILITIES			
	(a) Financial liabilities			
	(i) Borrowings	18	**62,500.00**	51,382.86
	(ii) Lease liabilities	32	**1,106.64**	216.38
	(iii) Trade payables			
	(A) Total outstanding dues of micro and small enterprises	19	**1,919.37**	3,021.48
	(B) Total outstanding dues of creditors other than micro and small enterprises	19	**35,940.95**	17,624.67
	(iv) Other financial liabilities	20	**7,901.12**	25,545.11
	(b) Other current liabilities	21	**273,377.50**	235,517.52
	(c) Provisions	17	**1,197.68**	617.24
	TOTAL CURRENT LIABILITIES		**383,943.26**	333,925.26
	TOTAL EQUITY AND LIABILITIES (1+2+3)		**692,119.13**	582,667.51

The accompanying notes 1 to 46 are an integral part of these financial statements

As per our report of even date attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration Number:- 117366W/W-100018

Nilesh Shah
Partner
Membership No. 049660

Mumbai: 28th April, 2026

For and on behalf of the Board of Directors of
Mahindra Lifespace Developers Limited

Ameet Hariani
Chairman
DIN: 00087866

Amit Kumar Sinha
Managing Director & CEO
DIN: 09127387

Bijal Parmar
Company Secretary
ACS : 32339

Sriram Kumar
Chief Financial Officer

Mumbai: 28th April, 2026

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

(Rs. in lakhs)

Particulars		Note No.	For the year ended 31st March, 2026	For the year ended 31st March, 2025
I	**INCOME**			
(a)	Revenue from operations	22	**86,031.98**	34,931.79
(b)	Other income	23	**31,734.20**	28,327.04
	TOTAL INCOME (a + b)		**117,766.18**	63,258.83
II	**EXPENSES**			
(a)	Cost of sales			
	- Construction expenses incurred	24	**95,700.17**	89,443.07
	- Changes in inventories of work-in-progress and finished goods	24	**(18,253.45)**	(59,539.78)
	- Operating expenses	24	**2,823.34**	1,676.55
(b)	Employee benefits expense	25	**11,870.21**	10,349.69
(c)	Finance costs	26	**2,098.07**	2,784.27
(d)	Depreciation and amortisation expense	4 to 5	**2,363.86**	1,758.69
(e)	Other expenses	27	**12,002.56**	10,639.43
	TOTAL EXPENSES (a+b+c+d+e)		**108,604.76**	57,111.92
III	**PROFIT BEFORE EXCEPTIONAL ITEMS AND TAX (I - II)**		**9,161.42**	6,146.91
IV	**EXCEPTIONAL ITEMS**	40	**(360.44)**	–
V	**PROFIT BEFORE TAX (III + IV)**		**8,800.98**	6,146.91
VI	**TAX EXPENSE / (CREDIT)**			
(a)	Current tax	28	**2,231.70**	–
(b)	Deferred tax	28	**(640.69)**	1,012.36
	TOTAL TAX EXPENSE / (CREDIT) (a+b)		**1,591.01**	1,012.36
VII	**PROFIT / (LOSS) FOR THE YEAR (V - VI)**		**7,209.97**	5,134.55
VIII	**OTHER COMPREHENSIVE INCOME / (LOSS)**			
	Items that will not be reclassified to profit or loss			
	(a) Remeasurements of the defined benefit liabilities		**(102.11)**	(56.88)
	(b) Income tax relating to Items that will not be reclassified to profit or loss	28	**25.70**	14.32
	TOTAL OTHER COMPREHENSIVE INCOME / (LOSS) FOR THE YEAR (a+b)		**(76.41)**	(42.56)
IX	**TOTAL COMPREHENSIVE INCOME/(LOSS) FOR THE YEAR (VII + VIII)**		**7,133.56**	5,091.99
X	**EARNINGS PER EQUITY SHARE (face value of Rs. 10/- each) (Rs.)**			
(a)	Basic (in Rs.)	29	**3.54**	3.04
(b)	Diluted (in Rs.)	29	**3.53**	3.04

The accompanying notes 1 to 46 are an integral part of these financial statements

As per our report of even date attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration Number:- 117366W/W-100018

Nilesh Shah
Partner
Membership No. 049660

Mumbai: 28th April, 2026

For and on behalf of the Board of Directors of
Mahindra Lifespace Developers Limited

Ameet Hariani
Chairman
DIN: 00087866

Amit Kumar Sinha
Managing Director & CEO
DIN: 09127387

Bijal Parmar
Company Secretary
ACS : 32339

Sriram Kumar
Chief Financial Officer

Mumbai: 28th April, 2026

STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2026

(Rs. in lakhs)

	Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
A.	**Cash flows from operating activities:**		
	Profit before exceptional item and tax	**9,161.42**	6,146.91
	Adjustments for:		
	Finance costs	**2,098.07**	2,784.27
	Interest income	**(9,666.95)**	(4,424.02)
	Dividend income	**(13,145.72)**	(19,170.70)
	Loss on disposal of property, plant and equipment (net)	**26.49**	8.43
	Gain on disposal of investment property (net)	**–**	(3,579.88)
	Expected credit loss recognised on trade receivables/advances	**–**	27.20
	Provision for inventory (NRV)	**382.52**	380.50
	Gain on sale of undertaking	**(8,564.67)**	–
	Profit on sale of current investments	**(333.55)**	(777.84)
	Depreciation and amortisation expense	**2,363.86**	1,758.69
	Net (gain) / loss arising on financial assets measured at fair value through profit or loss	**223.20**	(22.87)
	Net (gain) / loss arising on current investment measured at fair value through profit and loss	**(1.79)**	20.43
	Expense recognised in respect of equity settled share based payments	**761.51**	346.98
	Operating Loss before working capital changes	**(16,695.61)**	(16,501.90)
	Changes in:		
	Increase in trade and other receivables	**(40,500.49)**	(14,027.49)
	Increase in inventories	**(16,107.49)**	(54,378.67)
	Increase in trade payables and other liabilities	**51,246.75**	78,509.35
	Cash used in operations	**(22,056.84)**	(6,398.71)
	Income taxes paid (net of refunds & interest thereon)	**(3,663.71)**	(3,288.34)
	Net cash used in operating activities	**(25,720.55)**	(9,687.05)
B.	**Cash flows from investing activities**		
	Bank deposits (net)	**(32,474.71)**	(1.33)
	Net changes in earmarked balances and margin accounts with banks	**(79.37)**	(235.37)
	Interest received	**9,986.45**	2,925.69
	Dividend received from subsidiaries and joint ventures	**13,145.72**	19,170.70
	Inter-corporate deposits given to subsidiaries and joint ventures	**(49,697.30)**	(54,750.50)
	Inter-corporate deposits refunded from subsidiaries and joint ventures	**5,372.00**	5,400.00
	Payment to acquire property, plant and equipment and other intangible assets	**(1,051.78)**	(1,451.37)
	Proceeds from disposal of property, plant and equipment and other intangible assets	**10.11**	49.58
	Proceeds from disposal of investment property	**–**	6,127.35
	Proceeds from sale of non current investment in joint ventures and subsidiary	**12,147.51**	5,998.80
	(Payment to acquire) / proceeds from current investments (net)	**(2,166.32)**	4,378.46
	Proceeds from disposal of business undertaking, net of cash transferred (*)	**53,557.91**	–
	Investment in subsidiaries, joint ventures and associates	**(56,990.21)**	(5,156.50)
	Net cash used in from investing activities	**(48,239.99)**	(17,544.49)

STANDALONE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2026 (Contd.)

(Rs. in lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
C. Cash flows from financing activities		
Proceeds from issue of equity shares of the Company (including share application money)	**148,552.48**	6.06
Proceeds from borrowings	**267,300.25**	207,707.71
Repayment of borrowings	**(348,183.10)**	(151,393.87)
Dividend paid	**(5,962.97)**	(4,105.04)
Interest paid	**(6,318.44)**	(9,883.15)
Payment of lease liabilities	**(1,144.80)**	(214.16)
Net Cash generated from financing activities	**54,243.42**	42,117.55
Net increase / (decrease) in cash and cash equivalents	**(19,717.12)**	14,886.01
Cash and cash equivalents at the beginning of the year	**23,372.07**	8,486.06
Cash and cash equivalents at the end of the year (refer note 13)	**3,654.95**	23,372.07

The accompanying notes 1 to 46 are an integral part of these financial statements
(*) net of cash and cash equivalents of Rs 2,322.10 lakhs pertaining to disposal of business undertaking.

Notes:
(a) The above Cash Flow Statement has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'.
(b) Changes in liabilities arising from financing activities are given in note 18.
(c) Changes in lease liabilities including both changes arising from cash flows and non-cash changes are given in note 32.

As per our report of even date attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration Number:- 117366W/W-100018

Nilesh Shah
Partner
Membership No. 049660

Mumbai: 28th April, 2026

For and on behalf of the Board of Directors of
Mahindra Lifespace Developers Limited

Ameet Hariani
Chairman
DIN: 00087866

Amit Kumar Sinha
Managing Director & CEO
DIN: 09127387

Bijal Parmar
Company Secretary
ACS : 32339

Sriram Kumar
Chief Financial Officer

Mumbai: 28th April, 2026

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

A. Equity share capital

(Rs. in lakhs)

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
Balance at the Beginning of the year		**15,508.78**	15,501.00
Add: Rights Issue during the year	16	**5,816.35**	–
Add: Issue of equity shares under employee share option plan	16	**9.15**	7.78
Balance at the end of the year		**21,334.28**	15,508.78

B. Other Equity

(Rs. in lakhs)

	Share Application money pending allotment	Securities Premium	General Reserve	Share Option Outstanding Account	Retained Earnings	Total
As at 31st March, 2024	**0.00**	**95,057.50**	**7,299.49**	**396.94**	**36,021.57**	**138,775.50**
Loss for the year	–	–	–	–	5,134.55	5,134.55
Other Comprehensive Income / (Loss) net of taxes*	–	–	–	–	(42.56)	(42.56)
Total Comprehensive Loss for the year	**–**	**–**	**–**	**–**	**5,091.99**	**5,091.99**
Received on exercise of employee stock options	6.06	–	–	–	–	6.06
Dividend paid on Equity Shares	–	–	–	–	(4,108.53)	(4,108.53)
Allotment of shares to employees	(5.59)	223.18	–	(225.38)	–	(7.79)
Share based payment to employees	–	–	–	346.98	–	346.98
As at 31st March, 2025	**0.47**	**95,280.68**	**7,299.49**	**518.54**	**37,005.03**	**140,104.21**
Profit for the year	–	–	–	–	7,209.97	7,209.97
Other Comprehensive Income / (Loss) net of taxes*	–	–	–	–	(76.41)	(76.41)
Total Comprehensive Income for the year	**–**	**–**	**–**	**–**	**7,133.56**	**7,133.56**
Received on exercise of employee stock options	7.39	–	–	–	–	7.39
Dividend paid on Equity Shares	–	–	–	–	(5,971.15)	(5,971.15)
Allotment of Shares to Employees	(7.86)	336.49	–	(337.78)	–	(9.15)
Share based payment to employees	–	–	–	761.95	–	761.95
Rights issue	–	143,663.74	–	–	–	143,663.74
Share issue expenses on rights issue	–	(934.97)	–	–	–	(934.97)
As at 31st March, 2026	**0.00**	**238,345.94**	**7,299.49**	**942.71**	**38,167.44**	**284,755.58**

* Remeasurement gains/ (losses) net of taxes on defined benefit liabilities during the year is recognised as part of retained earnings.

The accompanying notes 1 to 46 are an integral part of these financial statements

As per our report of even date attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration Number:- 117366W/W-100018

Nilesh Shah
Partner
Membership No. 049660

Mumbai: 28th April, 2026

For and on behalf of the Board of Directors of
Mahindra Lifespace Developers Limited

Ameet Hariani
Chairman
DIN: 00087866

Amit Kumar Sinha
Managing Director & CEO
DIN: 09127387

Bijal Parmar
Company Secretary
ACS : 32339

Sriram Kumar
Chief Financial Officer

Mumbai: 28th April, 2026

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

1. General Information

Mahindra Lifespace Developers Limited ('the Company') is a limited company incorporated in India. Its Corporate Identification Number is (CIN) L45200MH1999PLC118949. The equity shares of the Company are listed on the Bombay Stock Exchange (BSE) and National Stock Exchange (NSE). Its parent and ultimate holding company is Mahindra & Mahindra Limited.

The addresses of its registered office is disclosed in the introduction to the annual report. The Company along with its subsidiary, associates and joint venture companies is engaged in the development of residential projects and large formats developments such as integrated cities and industrial clusters in India.

2. Material Accounting Policies

2.1 Statement of compliance and basis of preparation and presentation

The Standalone Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards ('Ind AS') as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013 (the 'Act') and other relevant provision of the act. The aforesaid financial statements have been approved by the Company's Board of Directors and authorised for issue in the meeting held on 28th April 2026.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use

2.2 Basis of measurement

These financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical Cost: Assets are recorded at the amount of cash or cash equivalents paid or the fair value of the other consideration given to acquire them at the time of their acquisition. Liabilities are recorded at the amount of proceeds received in exchange for the obligation, or in some circumstances (for example, income taxes), at the amounts of cash or cash equivalents expected to be paid to satisfy the liability in the normal course of business.

2.3 Measurement of Fair Values

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In measuring the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these standalone financial statements is determined on such basis, except for share-based payment transactions that are within the scope of Ind AS 102 – "Share based Payments", leasing transactions within the scope of Ind AS 116, "Leases" and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 – "Inventories" or value in use in Ind AS 36 – "Impairment of Assets".

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date;
- Level 2: Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

2.4 Revenue Recognition

2.4.1 Revenue from Projects

i. The Company develops and sells residential and commercial properties. Revenue from contracts is recognised when control over the property has been transferred to the customer. An enforceable right to payment does not arise until the development of the property is completed. Therefore, revenue is recognised at a point in time as per IND AS 115 when (a) the seller has transferred to the buyer all significant risks and rewards of ownership and the seller retains no effective control of the real estate unit to a degree usually associated with ownership, (b) The seller has effectively handed over possession of the real estate unit to the buyer forming part of the transaction; (c) No significant uncertainty exists regarding the amount of consideration that will be derived from real estate unit sales; and (d) It is not unreasonable to expect ultimate collection of revenue from buyers. The revenue is measured at the transaction price agreed under the contract.

ii. The Company invoices the customers based on achieving performance-related milestones.

iii. For certain contracts involving the sale of property under development, the Company offers deferred payment schemes to its customers. The Company adjusts the transaction price for the effects of the significant financing component.

iv. Costs to obtain contracts ("Contract costs") relate to fees paid for obtaining property sales contracts. Such costs are recognised as assets when incurred and amortised upon recognition of revenue from the related property sale contract.

v. Contract assets is the Company's right to consideration in exchange for goods or services that the Company has transferred to a customer when that right is conditioned on something other than the passage of time.

vi. The Company recognizes revenue at a point in time in each reporting period considering the estimates like reasonableness of collections from customers, disputes with the customer which may result in the cancellation of the contract, which are re assessed periodically by the management. The effect of these changes to estimates is recognised in the period when changes are determined. Accordingly, any revenues attributable to such changes and the corresponding Cost of Goods Sold ("COGS") previously recognised are reversed and reduced from the current year's Revenue and COGS respectively.

2.4.2 Revenue from Sale of land and other rights

Revenue from Sale of land and other rights is generally a single performance obligation and the Company has determined that this is satisfied at the point in time when control transfers as per the terms of the contract entered into with the buyers, which generally are with the firmity of the sale contracts / agreements.

2.4.3 Revenue from Project Management fees and Rental Income

Revenue from Project Management Fees and Rental Income are recognized on accrual basis as per the terms and conditions of relevant agreements.

2.4.4 Dividend and interest income

Dividend income from investments in shares is recognized when right to receive is established, which is generally when shareholders approve the dividend.

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

Dividend income from investment in mutual funds is recognised when the unit holder's right to receive payment has been established.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.5 Current versus non-current classification

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

Based on the nature of activity carried out by the company and the period between the procurement and realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 3 to 5 years for the purpose of Current – Non Current classification of assets & liabilities.

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is classified as current when it is:

— Expected to be realised or intended to be sold or consumed in normal operating cycle

— Held primarily for the purpose of trading

— Expected to be realised within twelve months after the reporting period, or

— Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

The Company classifies all other assets as non-current.

A liability is classified as current when:

— It is expected to be settled in normal operating cycle

— It is held primarily for the purpose of trading

— It is due to be settled within twelve months after the reporting period, or

— There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Borrowings are classified as current if they are due to be settled within 12 months after the reporting period.

2.6 Leasing

2.6.1 The Company as a Lessor

Leases for which the Company is a lessor are classified as finance or operating leases. Whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership of an underlying asset to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

Rental income from operating leases is generally recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised as expense on a straight-line basis over the lease term. The respective leased assets are presented in the balance sheet based on their nature.

2.6.2 The Company as a Lessee

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

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

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

2.7 Foreign exchange transactions and translation

Transactions in foreign currencies i.e. other than the Company's functional currency are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated using the closing rate prevailing at that date. Non-monetary items measured at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was measured. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements shall be recognised in profit or loss in the period in which they arise except for:

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

- Exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings; and
- Exchange differences on transactions entered to hedge certain foreign currency risks.

2.8 Employee Benefits

2.8.1 Defined contribution plans

The Company's contribution to provident fund and superannuation fund is considered as defined contribution plan and is charged as an expense in profit and loss based on the amount of contribution required to be made. The Company has no further payment obligations once the contributions have been paid.

2.8.2 Defined benefit plan

Defined benefit gratuity plan is wholly or partly funded by contributions by the Company. The liability or assets recognised in the Balance Sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of the plan assets. The defined benefit obligation is calculated by actuaries using an actuarial technique, the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows with reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

Net interest on the net defined benefit liability (asset) is the change during the period in the net defined benefit liability (asset) that arises from the passage of time.

The net interest cost is calculated applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in the employee benefit expenses in the Statement of Profit and Loss.

2.8.3 Remeasurement gains/losses

Remeasurement of defined benefit plans, comprising of actuarial gains or losses, return on plan assets excluding interest income are recognised immediately in balance sheet with corresponding debit or credit to other comprehensive income. They are included in Retained Earnings in the Statement of Changes in Equity and in the Balance Sheet. Remeasurements of the net defined benefit liability (asset) recognised in other comprehensive income shall not be reclassified to profit or loss in subsequent period.

Remeasurement gains or losses on long term compensated absences that are classified as other long term benefits are recognised in profit or loss.

2.8.4 Short-term and other long-term employee benefits:

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The cost of short-term compensated absences is accounted as under:

(a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and

(b) in case of non-accumulating compensated absences, when the absences occur.

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of expected future payments to be made in respect of services provided by employees upto the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in Statement of Profit and Loss.

2.8.5 Employee Stock Option Scheme

Equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity.

At the end of each reporting period the Company revises its estimate of the No. of equity instruments expected to vest. The impact of revision of the original estimate, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate with the corresponding adjustments to the equity settled.

2.9 Cash and Cash Equivalents

Cash and cash equivalent in the Balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of changes in value.

2.10 Earnings per share

The Company reports basic and diluted earnings per share in accordance with Ind AS - 33 on 'Earnings per Share'. Basic earnings per share is computed by dividing the profit or loss attributable to ordinary equity holders of the Company for the year by the weighted average number of Equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit or loss attributable to ordinary equity holders of the Company for the year by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares except where the results are anti- dilutive.

2.11 Borrowing costs

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

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.12 Income Taxes

Income Tax expense represents the sum of tax currently payable and deferred tax

2.12.1 Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

substantively enacted, at the reporting date. Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in Equity.

2.12.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

2.12.3 Current and deferred tax for the year

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

2.13 Property, plant and equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Furniture & Fixtures and Office equipment's are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Depreciation on tangible fixed assets has been provided on pro-rata basis, on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except for certain assets as indicated below:

Lease hold improvements are amortised over the period of lease/ estimated period of lease.

Vehicles used by employees are depreciated over the period of 48 months considering this period as the useful life of the vehicle for the Company.

Sales office and the sample flat/ show unit cost at site is amortised over 5 years or the duration of the project (as estimated by management) whichever is lower.

Computers, computer equipment's and furniture and fixtures are depreciated over the period of 1 year to 10 years.

Plant and equipment's are depreciated over the period of 1 year to 7 years.

Fixed Assets held for disposal are measured at the lower of their carrying value and fair value less costs to sell.

2.14 Intangible Assets

2.14.1 Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

2.14.2 Derecognition of Intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in profit or loss when the asset is derecognised.

2.14.3 Useful lives of Intangible assets

Estimated useful lives of the intangible assets are as follows:

Computer Software	5 years

2.15 Impairment of tangible and intangible asset

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount, which is the higher of the value in use or fair value less cost to sell, of the asset or cash generating unit, as the case may be, is estimated and the impairment loss (if any) is recognised and the carrying amount is reduced to its recoverable amount. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

2.16 Assets held for sale

Assets or disposal groups are classified as held for sale if its carrying amount will be recovered principally through a sale transaction rather than through continuing use. To classify as held for sale, the asset must be available for immediate sale in its present condition, its sale must be highly probable and is marketed for sale at a price that is reasonable in relation to its current fair value. The Company must also be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification. Assets and disposal groups classified as held for sale are measured at the lower of their carrying value and fair value less costs to sell.

2.17 Inventories

Raw materials are valued at lower of cost and net realisable value. Cost is determined based on a weighted average basis.

Stock of units in completed projects and construction work-in-progress are valued at lower of cost and net realisable value. Cost includes land cost, materials, contract works, direct expenses and allocated interest & manpower costs and expenses incidental to the projects undertaken by the Company.

2.18 Cost of Construction/Development

Cost of Construction/Development (including cost of land) incurred is charged to the statement of profit and loss proportionate to project area sold. Costs incurred for projects which have not received Occupancy/Completion Certificate is carried over as construction work-in-progress. Costs incurred for projects which have received Occupancy/Completion Certificate is carried over as Completed Properties.

2.19 Dividend Distribution

Dividends paid (including income tax thereon) is recognized in the period in which the interim dividends are approved by the Board of Directors, or in respect of the final dividend when approved by shareholders.

2.20 Provisions and contingent liabilities

2.20.1 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Provisions and contingent liabilities are reviewed at each Balance Sheet date.

2.20.2 Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

2.20.3 Contingent liabilities

Contingent liability is disclosed in case of:

a) a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation; and

b) a present obligation arising from past events, when no reliable estimate is possible.

2.21 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss. However, trade receivables that do not contain a significant financing component are measured at transaction price.

2.21.1 Classification and subsequent measurement

2.21.1.1 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are subsequently measured at either amortised cost or fair value depending on their respective classification.

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

— Amortised cost; or

— Fair Value through Other Comprehensive Income (FVTOCI) - debt investment; or

— Fair Value through Other Comprehensive Income (FVTOCI) - equity investment; or

— Fair Value Through Profit or Loss (FVTPL)

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

All financial assets not classified as measured at amortised cost or FVTOCI are measured at FVTPL.

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

Financial assets at amortised cost are subsequently measured at amortised cost using effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain and loss on derecognition is recognised in profit or loss.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Debt investment at FVTOCI are subsequently measured at fair value. Interest income under effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in Other Comprehensive Income (OCI). On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

For equity investments, the Company makes an election on an instrument-by-instrument basis to designate equity investments as measured at FVTOCI. These elected investments are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the reserves. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments. These investments in equity are not held for trading. Instead, they are held for medium or long term strategic purpose.

Equity investments that are not designated as measured at FVTOCI are designated as measured at FVTPL and subsequent changes in fair value are recognised in profit or loss.

Financial assets at FVTPL are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

2.21.1.2 Financial liabilities and equity instruments

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

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company is recognised at the proceeds received, net of directly attributable transaction costs.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative (that does not meet hedge accounting requirements) or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

2.21.2 Derecognition of financial assets

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

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

2.21.3 Offsetting

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

2.21.4 Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognising impairment loss on financial assets. With respect to trade receivables, the Company measures the loss allowance at an amount equal to lifetime expected credit losses.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVTOCI, the loss allowance is recognised in OCI and is not reduced from the carrying amount of the financial asset in the balance sheet.

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write- off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

Investment in Subsidiaries and Joint Ventures:

The entire carrying amount of the investment in subsidiaries, associates and joint ventures is tested for impairment in accordance with Ind AS 36 Impairment of Assets as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs of disposal) with its carrying amount. Any impairment loss recognised forms part of the carrying amount of the investment.

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

2.21.5 Derecognition of financial liabilities

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

2.22 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker. The board of directors of the Company assesses the financial performance and position of the Company and makes strategic decisions. The board of directors, which has been identified as being the Chief Operating Decision Maker, consists of the key managerial personnel and the directors who are in charge of the corporate planning. Refer note 34 of standalone financial statements.

3. Use of estimates and judgements

In the application of the Company's accounting policies, which are described in note 2, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

Key sources of estimation uncertainty

In the process of applying the Company's accounting policies, management has made the following judgements based on estimates and assumptions, which have the significant effect on the amounts recognised in the financial statements:

A. Useful lives of property, plant and equipment and Intangible Asset

The Company reviews the useful life of property, plant and equipment and Intangible Asset at the end of each reporting period. This re-assessment may result in change in depreciation expense in future periods.

B. Fair value measurements and valuation processes

Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Company engages third party valuers, where required, to perform the valuation. Information about the valuation techniques and inputs used in determining the fair value of various assets, liabilities and share based payments are disclosed in the notes to the financial statements.

C. Actuarial Valuation

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

D. Taxes

Deferred tax assets are recognised for temporary differences to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

E. Determination of the timing of revenue recognition on the sale of completed and under development property

The Company has evaluated and generally concluded that the recognition of revenue over the period of time criteria are not met owing to non-enforceable right to payment for performance completed to date and, therefore, recognises revenue at a point in time. The Company has further evaluated and concluded that based on the analysis of the rights and obligations under the terms of the contracts relating to the sale of property, the revenue is to be recognised at a point in time when control transfers which coincides with receipt of Occupation Certificate.

F. Determination of performance obligations

With respect to the sale of property, the Company has evaluated and concluded that the goods and services transferred in each contract constitute a single performance obligation. In particular, the promised goods and services in contracts for the sale of property is to undertake development of property and obtaining the Occupation Certificate. Generally, the Company is responsible for all these goods and services and the overall management of the project. Although these goods and services are capable of being distinct, the Company accounts for them as a single performance obligation because they are not distinct in the context of the contract.

G. Impairment of investments

The Company assesses impairment of investments in subsidiaries, associates and joint ventures which are recorded at cost. At the time when there are any indications that such investments have suffered a loss, if any, is recognised in the statement of Profit and Loss. The recoverable amount requires estimates of operating margin, discount rate, future growth rate, terminal values, etc. based on management's best estimate

H. Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of IND AS 116. Identification of a lease requires significant judgement. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonable certain to exercise that option and period covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. The Company revises the lease term if there is a change in the non-cancellable period of the lease.

The discount rate is generally based on increment borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

I. Net realisable value of inventories

Inventories comprising of finished goods and construction work- in progress are valued at lower of cost and net realisable value (NRV). NRV for completed inventory is assessed by reference to market conditions and prices existing at the reporting date and is determined by the Company, based on comparable transactions identified by the Company for properties in the same geographical market serving the same real estate segment. NRV in respect of inventory under construction is assessed with reference to market prices at the reporting date for similar completed property, less estimated costs to complete construction and estimate of time value of money till date of completion.

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

4.1 - Property, Plant and Equipment

(Rs. in lakhs)

Description of Assets	Building	Leasehold Improvements	Office Equipments	Furniture and Fixtures	Vehicles	Computers	Total
I. Gross Carrying Amount							
Balance as at 1st April, 2025	2,905.39	588.02	376.94	484.06	93.61	926.14	5,374.16
Additions during the year	–	9.01	18.18	6.45	–	105.31	138.95
Transfer from capital work-in-progress (refer note 4.3)	926.51	–	43.56	49.82	–	1.12	1,021.01
Deductions/Adjustments during the year (refer note 42)	(771.66)	(340.33)	(48.83)	(48.07)	(37.22)	(28.34)	(1,274.45)
Balance as at 31st March, 2026	**3,060.24**	**256.70**	**389.85**	**492.26**	**56.39**	**1,004.23**	**5,259.67**
II. Accumulated depreciation and impairment							
Balance as at 1st April, 2025	1,964.83	447.92	214.53	330.36	59.84	615.05	3,632.53
Depreciation expense for the year	903.45	41.69	80.49	79.39	11.11	182.72	1,298.85
Deductions/Adjustments during the year (refer note 42)	(222.82)	(325.93)	(8.71)	(25.85)	(23.41)	(18.69)	(625.41)
Balance as at 31st March, 2026	**2,645.46**	**163.68**	**286.31**	**383.90**	**47.54**	**779.08**	**4,305.97**
III. Net carrying amount (I-II)	**414.78**	**93.02**	**103.54**	**108.36**	**8.85**	**225.15**	**953.70**

(Rs. in lakhs)

Description of Assets	Building	Leasehold Improvements	Office Equipments	Furniture and Fixtures	Vehicles	Computers	Total
I. Gross Carrying Amount							
Balance as at 1st April, 2024	1,871.62	565.57	350.55	507.07	221.44	830.59	4,346.84
Additions during the year	–	123.80	18.22	7.08	–	108.72	257.82
Transfer from capital work-in-progress (refer note 4.3)	1,033.77	–	80.35	94.95	–	–	1,209.07
Deductions/Adjustments during the year	–	(101.35)	(72.18)	(125.04)	(127.83)	(13.17)	(439.57)
Balance as at 31st March, 2025	**2,905.39**	**588.02**	**376.94**	**484.06**	**93.61**	**926.14**	**5,374.16**
II. Accumulated depreciation and impairment							
Balance as at 1st April, 2024	875.36	538.12	204.42	338.18	103.78	406.32	2,466.18
Depreciation expense for the year	1,089.47	11.15	78.85	113.33	33.59	221.52	1,547.91
Deductions/Adjustments during the year	–	(101.35)	(68.74)	(121.15)	(77.53)	(12.79)	(381.56)
Balance as at 31st March, 2025	**1,964.83**	**447.92**	**214.53**	**330.36**	**59.84**	**615.05**	**3,632.53**
III. Net carrying amount (I-II)	**940.56**	**140.10**	**162.41**	**153.70**	**33.77**	**311.09**	**1,741.63**

4.2 - Right of Use Assets

(Rs. in lakhs)

Description of Assets	Buildings		Vehicles		Total	
	As at 31st March, 2026	As at 31st March, 2025	**As at 31st March, 2026**	As at 31st March, 2025	**As at 31st March, 2026**	As at 31st March, 2025
I. Gross Carrying Amount						
Balance at the beginning of the year	**1,282.70**	1,282.70	**568.15**	77.56	**1,850.85**	1,360.26
Additions during the year	**1,593.48**	–	**395.50**	530.92	**1,988.98**	530.92
Deductions/Adjustments during the year	**–**	–	**(82.47)**	(40.33)	**(82.47)**	(40.33)
Balance at the end of the year	**2,876.18**	1,282.70	**881.18**	568.15	**3,757.36**	1,850.85
II. Accumulated depreciation						
Balance at the beginning of the year	**1,024.11**	927.21	**96.44**	11.37	**1,120.55**	938.58
Depreciation expense for the year	**849.70**	96.90	**184.04**	89.42	**1,033.74**	186.32
Deductions/Adjustments during the year	**–**	–	**(8.49)**	(4.35)	**(8.49)**	(4.35)
Balance at the end of the year	**1,873.81**	1,024.11	**271.99**	96.44	**2,145.80**	1,120.55
III. Net carrying amount (I-II)	**1,002.37**	258.59	**609.19**	471.71	**1,611.56**	730.30

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

4.3 - Capital Work-in-Progress

(Rs. in lakhs)

Particulars	Buildings	
	As at 31st March, 2026	As at 31st March, 2025
Balance at the beginning of the year	**478.88**	508.07
Additions during the year	**840.74**	1,179.88
Transfer to Property, plant and equipment (refer note 4.1)	**(1,021.01)**	(1,209.07)
Balance at the end of the year	**298.61**	478.88

Ageing of capital Work-in-Progress

(Rs. in lakhs)

Particulars	Buildings	
	As at 31st March, 2026	As at 31st March, 2025
Project-in-Progress		
Less than 1 year	**298.61**	478.88
Project temporary suspended	**–**	–
Total	**298.61**	478.88

Note : As on date of the balance sheet, there is no capital work in progress projects whose completion is overdue or has exceeded the cost compared to its original plan

5 - Other intangible assets

(Rs. in lakhs)

Description of Assets	Computer Software	
	As at 31st March, 2026	As at 31st March, 2025
I. Gross Carrying Amount		
Balance at the beginning of the year	**102.85**	91.78
Additions during the year	**72.28**	14.16
Deductions/Adjustments during the year	**(0.34)**	(3.09)
Balance at the end of the year	**174.79**	102.85
II. Accumulated depreciation and impairment		
Balance at the beginning of the year	**53.53**	32.17
Deductions/Adjustments during the year	**(0.33)**	(3.09)
Amortisation expense for the year	**31.28**	24.45
Balance at the end of the year	**84.48**	53.53
III. Net carrying amount (I-II)	**90.31**	49.32

6 - Investments

(Rs. in lakhs)

Particulars	As at 31st March, 2026				As at 31st March, 2025			
	Face Value per share (In Rs)	**Number**	**Amount* (Rs. In lakhs) Current**	**Amount* (Rs. In lakhs) Non Current**	Face Value per share (In Rs)	Number	Amount* (Rs. In lakhs) Current	Amount* (Rs. In lakhs) Non Current
A. COST								
Unquoted Investments (all fully paid)								
Investments in Equity Instruments - of Subsidiaries								
Mahindra Infrastructure Developers Limited	**10**	**18,000,000**	**–**	**1,800.00**	10	18,000,000	–	1,800.00
Mahindra World City (Maharashtra) Limited	**10**	**25,423,700**	**–**	**2,430.37**	10	25,423,700	–	2,430.37
Knowledge Township Limited	**10**	**49,071,664**	**–**	**5,528.15**	10	49,071,664	–	5,528.15
Industrial Township (Maharashtra) Limited	**10**	**5,000,000**	**–**	**269.22**	10	5,000,000	–	269.22
Mahindra Bloomdale Developers Limited	**10**	**50,000**	**–**	**403.50**	10	50,000	–	403.50
Anthurium Developers Limited	**10**	**50,000**	**–**	**5.00**	10	50,000	–	5.00
Shreyas Stones Private Limited (refer note 'a' below)	**10**	**10,000**	**–**	**18,965.07**	–	–	–	–
Mahindra Homes Private Limited								
Class A Equity Shares (refer note 'c' below)	**10**	**822,507**	**–**	**2,991.89**	–	–	–	–
Class B Equity Shares (refer note 'c' below)	**10**	**11,043**	**–**	**5,709.23**	–	–	–	–
Class C Equity Shares (refer note 'h' below)	**10**	**11,043**	**–**	**5,494.49**	–	–	–	–
Deepmangal Developers Private Limited	**10**	**112,847**	**–**	**397.28**	10	112,847	–	397.28

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

6 - Investments

(Rs. in lakhs)

Particulars	As at 31st March, 2026 Face Value per share (In Rs)	Number	Amount* (Rs. In lakhs) Current	Amount* (Rs. In lakhs) Non Current	As at 31st March, 2025 Face Value per share (In Rs)	Number	Amount* (Rs. In lakhs) Current	Amount* (Rs. In lakhs) Non Current
- of Joint Ventures								
Mahindra World City (Jaipur) Limited	**10**	**111,000,000**	**–**	**11,115.43**	10	111,000,000	–	11,115.43
Mahindra Happinest Developers Limited	**10**	**51,000**	**–**	**5.10**	10	51,000	–	5.10
Mahindra Industrial Park Private Limited	**10**	**50,000**	**–**	**5.00**	10	50,000	–	5.00
Mahindra World City Developers Limited	**10**	**17,799,999**	**–**	**3,889.43**	10	17,799,999	–	3,889.43
Mahindra Homes Private Limited								
Class A Equity Shares (refer note 'c' below)	**–**	**–**	**–**	**–**	10	616,879	–	61.69
Class C Equity Shares	**–**	**–**	**–**	**–**	10	11,043	–	5,494.49
Mahindra Blossom Developers Limited (refer note 'b' below)	**10**	**118,728,000**	**–**	**11,872.80**	–	–	–	–
- of Associate								
Mahindra Knowledge Park (Mohali) Limited	**10**	**6**	**–**	**0.00**	10	6	–	0.00
Ample Parks and Logistics Private Limited (refer note 'd' below)	**10**	**7,673,514**	**–**	**767.35**	10	4,033,514	–	403.35
Ample Parks Project 1 Private Limited	**10**	**13,437,610**	**–**	**1,348.67**	10	13,437,610	–	1,348.67
Ample Parks Project 2 Private Limited	**10**	**3,131,700**	**–**	**315.06**	10	3,131,700	–	315.06
Ample Parks MMR Private Limited (refer note 'e' below)	**10**	**109,200**	**–**	**10.99**	10	70,200	–	7.09
TOTAL INVESTMENTS CARRIED AT COST [A]			**–**	**73,324.03**			–	33,478.83
B. AMORTISED COST								
Unquoted Investments (all fully paid)								
Investments in Preference Shares								
- of Subsidiaries								
Moonshine Construction Private Limited (7.00% Non-Cumulative Redeemable Participating Preference Shares)	**10**	**5,000**	**–**	**0.50**	10	5,000	–	0.50
Mahindra Homes Private Limited								
Series A 0.01% Optionally Convertible Redeemable Preference Shares	**10**	**1**	**–**	**0.00**	–	–	–	–
Series B 0.01% Compulsorily Convertible Preference Shares (refer note 'c' below)	**10**	**1**	**–**	**0.52**	–	–	–	–
- of Joint Ventures								
Mahindra Homes Private Limited (Series A 0.01% Optionally Convertible Redeemable Preference Shares)	**–**	**–**	**–**	**–**	10	1	–	0.00
Mahindra World City Developers Limited (0.01% Non Convertible Redeemable Preference Shares) (refer note 'f' below)	**–**	**–**	**–**	**–**	10	120,250,000	–	11,450.30
Investments in Debentures								
- of Joint Ventures								
Mahindra Blossom Developers Limited - 12% Non Convertible Debentures (refer note 'b' below)	**1,000**	**1,662,600**	**–**	**16,626.00**	–	–	–	–
TOTAL INVESTMENTS CARRIED AT AMORTISED COST [B]			**–**	**16,627.02**			–	11,450.80
C. Designated at Fair Value Through Profit and Loss								
Quoted Investments (all fully paid)								
Investments in Mutual Funds		**1,014,459**	**7,509.89**	**–**		808,820	5,008.23	–
Unquoted Investments (all fully paid)								
Investments in Preference Shares								

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

6 - Investments

(Rs. in lakhs)

Particulars	As at 31st March, 2026 Face Value per share (In Rs)	Number	Amount* (Rs. In lakhs) Current	Amount* (Rs. In lakhs) Non Current	As at 31st March, 2025 Face Value per share (In Rs)	Number	Amount* (Rs. In lakhs) Current	Amount* (Rs. In lakhs) Non Current
- of Joint Ventures								
Mahindra Happinest Developers Limited (0.01% Optionally Convertible Redeemable Preference Shares)	**10**	**949,661**	**–**	**55.25**	10	949,661	–	8.00
Investments in Debentures								
- of Joint Ventures								
Mahindra Industrial Park Private Limited - Optionally Convertible Debentures - Series V	**100,000**	**6,686**	**–**	**5,965.00**	100,000	6,686	–	6,010.00
- of Associates								
Ample Parks Project 1 Private Limited - 10% Compulsory Convertible Debentures (refer note 'g' below)	**100**	**4,427,280**	**–**	**4,518.48**	100	4,031,280	–	4,321.53
Ample Parks Project 2 Private Limited - 10% Compulsory Convertible Debentures (Refer note 'i' below)	**100**	**214,500**	**–**	**183.10**	100	214,500	–	214.50
Investments in Equity Instruments								
- of Other Entities								
New Tirupur Area Development Corporation Limited (refer note 'f' below)	**10**	**500,000**	**–**	**56.00**	10	500,000	–	51.00
TOTAL INVESTMENTS CARRIED AT FVTPL [C]			**7,509.89**	**10,777.83**			5,008.23	10,605.03
TOTAL INVESTMENTS (A) + (B)+ (C)			**7,509.89**	**100,728.88**			5,008.23	55,534.66
Other disclosures								
Aggregate carrying value of quoted investments			**7,509.89**	**–**			5,008.23	–
Market value of quoted investments			**7,509.89**	**–**			5,008.23	–
Aggregate carrying value of unquoted investments			**–**	**100,728.88**			–	55,534.66
Aggregate amount of impairment in value of unquoted investments			**–**	**342.77**			–	342.77

* Rs. 0.00 lakhs denotes amount less than Rs. 500/-

Notes:

a. During the year ended 31st March, 2026, the Company has invested in 10,000 equity shares at its face value of Rs. 10 each of Shreya Stones Private Limited.

b. During the year ended 31st March, 2026, the Company has invested in 2,500,000 equity shares at its face value of Rs. 10 each of Mahindra Blossom Developers Limited. Out of the above, the Company sold 1,225,000 equity shares, representing 49% of its equity stake in Mahindra Blossom Developers Limited to Mitsui Fudosan (Asia) Pte Ltd, at its carrying value of Rs 10 each. Further during the year, the Company subscribed to 117,453,000 equity shares at its face value of Rs. 10 each of Mahindra Blossom Developers Limited pursuant to a rights issue. The Company has also invested 1,662,600 12% Non Convertible Debentures of Rs 1,000 each.

c. During the year ended 31st March, 2026 the Company acquired 216,671 Equity shares of Rs. 10 each and 1 Compulsory Convertible Preference share of Rs 10 each for Rs 8,639.95 lakhs of Mahindra Homes Private Limited. The Company acquired the remaining 25.65% equity stake (economic interest 50 %), increasing its total shareholding to 100% and thereby obtaining control effective 28th November 2025. Accordingly, the entity has become a wholly owned Subsidiary of the Company.

d. During the year ended 31st March, 2026, the Company has invested 3,640,000 equity shares of Ample Parks and Logistics Private Limited at its face value of Rs. 10 each. During the year ended 31st March, 2025, the Company had invested 1,040,000 equity shares of Ample Parks and Logistics Private Limited at its face value of Rs 10 each.

e. During the year ended 31st March, 2026, the Company has invested in 39,000 equity shares of Ample Parks MMR Private Limited at its face value of Rs. 10 each. During the year ended 31st March, 2025, the Company had invested in 70,200 equity shares of Ample Parks MMR Private Limited at its face value of Rs 10 each.

f. During the year ended 31st March, 2026 Mahindra World City Developers Limited (MWCDL) has redeemed its Redeemable preference Shares (RPS) issued to MLDL.

g. During the year ended 31st March, 2026, the Company has invested in 396,000 10% Compulsory Convertible Debentures (CCD) at its face value of Rs. 100 each of Ample Parks Project 1 Private Limited. During the year ended 31st March, 2025, the Company has invested in 7,999,200 equity shares at its face value of Rs 10 each and 4,031,280 10% Compulsory Convertible Debentures (CCD) at its face value of Rs 100 each of Ample Parks Project 1 Private Limited. 407,633 8% Compulsory Convertible Debentures of Rs 100 each were converted into equity shares of Rs 10 each in the ratio 10 equity shares for each CCD.

h. During the year ended 31st March, 2025, the Company had received Rs 5,998.80 Lakhs as a consideration for capital reduction of 12,000 Class C equity shares from Joint Venture Company viz Mahindra Homes Private Limited (MHPL). The transaction was completed on November 26, 2024.

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

i. During the year ended 31st March, 2025, the Company had invested in 214,500 10% Compulsory Convertible Debentures (CCD) at its face value of Rs 100 each of Ample Parks Project 2 Private Limited. 234,630 8% Compulsory Convertible Debentures of Rs 100 each were converted into equity shares of Rs 10 each in the ratio 10 equity shares for each CCD.

j. During the year ended 31st March, 2025, Company had reassessed impairment loss on equity investment held in New Tirupur Area Development Corporation Limited basis recently available financial information resulting in reversal of impairment loss of Rs 51 lakhs.

7 - Other financial assets

(Rs. in lakhs)

	As at 31st March, 2026		As at 31st March, 2025	
Particulars	**Non Current**	**Current**	Non Current	Current
Financial assets at amortised cost				
a) Security Deposit	**5,175.32**	**578.56**	3,126.95	382.30
b) Interest Accrued	**–**	**2,922.37**	–	2,199.24
Total	**5,175.32**	**3,500.93**	3,126.95	2,581.54

8 - Deferred Tax Asset (Net)

(Rs. in lakhs)

Particulars	**As at 31st March, 2026**	**As at 31st March, 2025**
Deferred tax liabilities	2.58	**54.63**
Deferred tax assets	(8,540.96)	**(7,926.62)**
Total	**(8,538.38)**	**(7,871.99)**

(a) Deferred Tax (assets)/liabilities in relation to:

(Rs. in lakhs)

Particulars	**Opening Balance as at 1st April, 2025**	**Recognised in Statement of Profit and Loss**	**Recognised in Other Comprehensive Income**	**Closing Balance as at 31st March, 2026**
Deferred Tax Liabilities:				
Property, plant and equipment, investment property and other intangible assets	54.63	(54.63)	–	**–**
Other temporary differences	180.70	(178.12)	–	**2.58**
Deferred Tax Liabilities	**235.33**	**(232.75)**	**–**	**2.58**
Deferred Tax Assets:				
Expenses allowed on payment basis	(169.66)	(146.37)	–	**(316.03)**
Leases (net *)	(10.50)	(12.57)	–	**(23.07)**
Provision for employee benefits	(265.76)	(171.23)	(25.70)	**(462.69)**
Carry forward of business loss	(7,661.40)	99.42	**–**	**(7,561.98)**
Property, plant and equipment, investment property and other intangible assets	–	(177.19)	**–**	**(177.19)**
Deferred Tax Assets	**(8,107.32)**	**(407.94)**	**(25.70)**	**(8,540.96)**
Deferred Tax (Assets) / Liabilities (Net)	**(7,871.99)**	**(640.69)**	**(25.70)**	**(8,538.38)**

(*) Includes deferred tax liabilities created on ROU assets Rs 405.63 lakhs (Previous year Rs 183.81 lakhs)

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

Deferred Tax (assets)/liabilities in relation to:

(Rs. in lakhs)

Particulars	Opening Balance as at 1st April, 2024	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	Closing Balance as at 31st March, 2025
Deferred Tax Liabilities:				
Property, plant and equipment, investment property and other intangible assets	193.16	(138.53)	–	**54.63**
Deferred Tax Liabilities	**193.16**	**(138.53)**	**–**	**54.63**
Deferred Tax Assets:				
Expenses allowed on payment basis	(203.93)	34.27	–	**(169.66)**
Leases (net *)	(4.98)	(5.52)	–	**(10.50)**
Provision for employee benefits	(177.03)	(74.41)	(14.32)	**(265.76)**
Carry forward of business loss	(8,408.29)	746.89	**–**	**(7,661.40)**
Other temporary differences	(268.96)	449.66	**–**	**180.70**
Deferred Tax Assets	**(9,063.19)**	**1,150.89**	**(14.32)**	**(7,926.62)**
Deferred Tax (Assets) / Liabilities (Net)	**(8,870.03)**	**1,012.36**	**(14.32)**	**(7,871.99)**

The Company has recognized Deferred tax asset on carried forward tax losses considering its ongoing projects and future business plans.

(b) Deferred tax assets not recognised

(Rs. in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Loss arising on financial assets measured at fair value through profit and loss	**225.10**	236.99
Total	**225.10**	236.99

(c) Income tax assets

(Rs. in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Income tax assets (net of provision)	**9,590.91**	8,159.44
Total	**9,590.91**	8,159.44

9 - Other Assets

(Rs. in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
	Current	Current
(a) Advances		
(i) Balances with government authorities (other than income taxes)	**1,012.55**	979.64
(ii) Prepaid expenses	**16,016.30**	12,965.48
(iii) Security deposits	**1,425.00**	1,425.00
(iv) Other advances #	**30,765.89**	5,103.13
Total	**49,219.74**	20,473.25

Other advances mainly includes land advances, employees advance and project advances given to vendors.

10 - Inventories (at lower of cost and net realisable value)

(Rs. in lakhs)

Particulars		As at 31st March, 2026	As at 31st March, 2025
(a)	Raw materials	**8,047.93**	5,772.22
(b)	Construction Work-in-progress*	**336,816.94**	365,302.92
(c)	Finished Goods	**5,143.36**	8,417.54
Total		**350,008.23**	379,492.68

* Construction Work-in-Progress represents materials at site and construction cost incurred for the projects.

Notes:

1. Based on projections and estimates by the Company of the expected revenues and costs to completion, provision for losses to completion and/ or write off of costs carried to inventory are made on projects where the expected revenues are lower than the estimated costs to completion. In the opinion of the management, the net realisable value of the construction work in progress will not be lower than the costs so included therein. The amount of inventories recognised as an expense of Rs. 77,446.71 lakhs for the year ended 31st March, 2026. (31st March, 2025: Rs. 29,903.29 lakhs) include 31st March, 2026: Rs. 382.52 lakhs (31st March, 2025: Rs. 381.36 lakhs) in respect of write down of inventory to net realisable value.
2. During the year ended 31st March 2025, the Company had availed long term loans from banks and financial institution against which identified project inventories were mortgaged. These loans were fullly repaid during the year (refer note 18).

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

11 - Trade receivables

(Rs. in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Trade receivables		
(a) Considered good - unsecured	**18,429.61**	12,625.57
(b) Credit impaired	**208.34**	208.34
	18,637.95	12,833.91
Less: Allowance for expected credit losses	**(208.34)**	(208.34)
Total	**18,429.61**	12,625.57

Company has availed cash credit facilities and short term loans, which are secured by hypthecation of trade receivables (refer note 18).

11 a - Movement in the allowance for expected credit losses

(Rs. in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balance at beginning of the year	**208.34**	181.62
Additions during the year	**–**	26.72
Balance at end of the year	**208.34**	208.34

Refer note 30 for disclosures related to credit risk, impairment of trade receivables under expected credit loss model and related financial instrument disclosures.

11 b - Ageing for trade receivables from the due date of payment for each of the category is as follows:

(Rs. in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Undisputed Trade Receivable - Considered good - unsecured*		
Not Due	**10,946.17**	9,559.74
Less than 6 months	**4,875.02**	1,650.04
6 months -1 year	**1,598.26**	812.27
1-2 Years	**593.66**	291.52
2-3 years	**115.19**	37.73
More than 3 years	**301.31**	274.27
Undisputed Trade Receivable Credit impaired		
Not Due	**–**	–
Less than 6 months	**–**	–
6 months -1 year	**6.26**	0.32
1-2 Years	**0.50**	13.17
2-3 years	**–**	0.21
More than 3 years	**201.58**	194.64
Disputed trade receivables which have significant increase in credit risk	**–**	–
Disputed Trade Receivable Credit impaired	**–**	–
Total	**18,637.95**	12,833.91

* there were no unbilled receivables, hence the same is not disclosed in ageing schedule

12 - Cash and Cash Equivalents

(Rs. in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Cash and cash equivalents		
Balance with Banks:		
- On current accounts*	**2,233.39**	1,989.95
- Fixed Deposit with original maturity Less than 3 months	**1,421.56**	21,382.12
Total Cash and cash equivalent (considered in Statement of Cash Flows)	**3,654.95**	23,372.07

* As at 31st March, 2026 includes Rs. 11.50 lakhs (31st March, 2025: Rs. 31.22 lakhs) held in AED denominated bank accounts

13 - Bank Balances other than Cash and cash equivalents

(Rs. in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) Balances with Banks:		
(i) Earmarked balances (*)	**1,540.98**	1,400.23
(ii) On Margin Accounts	**42.94**	104.32
(iii) Fixed Deposits with original maturity greater than 3 months	**26,994.34**	11.90
Total Other Bank balances	**28,578.26**	1,516.45

* including unpaid dividend accounts

Cash and Cash Equivalents and Bank Balances includes balances in Escrow Account which shall be used only for specified purposes as defined under Real Estate (Regulation and Development) Act, 2016.

14 - Loans

(Rs. in lakhs)

Particulars	As at 31st March, 2026 Non Current	As at 31st March, 2026 Current	As at 31st March, 2025 Non Current	As at 31st March, 2025 Current
Measured at amortised cost				
a) Loans to related parties (refer note 35)				
- Unsecured, considered good	**104,229.85**	**–**	59,904.55	–
Total	**104,229.85**	**–**	59,904.55	–

The loans to related parties (refer note 35) includes repayable on demand or as per the terms of repayment.

There are no loans or advances in the nature of loans to Promoter, Directors, Key Management Person as defined under Companies Act, 2013.

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

15 - Equity Share Capital

(Rs. in lakhs)

	As at 31st March, 2026		As at 31st March, 2025	
Particulars	**No. of shares**	**Amount**	No. of shares	Amount
Authorised:				
Equity shares of Rs. 10 each with voting rights	**294,000,000**	**29,400.00**	294,000,000	29,400.00
Unclassified shares of Rs. 10 each	**6,000,000**	**600.00**	6,000,000	600.00
Issued:				
Equity shares of Rs. 10 each with voting rights	**213,495,904**	**21,349.59**	155,240,949	15,524.09
Subscribed and Fully Paid up:				
Equity shares of Rs. 10 each with voting rights	**213,342,715**	**21,334.28**	155,087,760	15,508.78
Total	**213,342,715**	**21,334.28**	155,087,760	15,508.78

(i) Reconciliation of the number of shares and outstanding amount

	As at 31st March, 2026		As at 31st March, 2025	
Particulars	**No. of Shares**	**Rs. in lakhs**	No. of Shares	Rs. in lakhs
Balance at the Beginning of the year	**155,087,760**	**15,508.78**	155,009,966	15,501.00
Add: Right Issue during the year	**58,163,456**	**5,816.35**	–	–
Add: Stock options allotted during the year	**91,499**	**9.15**	77,794	7.78
Balance at the end of the year	**213,342,715**	**21,334.28**	155,087,760	15,508.78

Terms/ rights attached to equity shares with voting rights

The Company has issued only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share and carry a right to dividends. The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in ensuing Annual General Meeting.

Rights issue of shares

During the year ended 31st March, 2026, the Company successfully completed a rights issue of 58,163,456 equity shares of face value of Rs 10 each for a cash price at Rs 257 per share, aggregating to Rs 149,480.08 lakhs. The funds are being utilised for the repayment of the debt, funding acquisition of land parcels and working capital.

(ii) Details of shares held by the holding company, its subsidiaries and its associates:

Particulars	**Equity Shares with Voting rights**
As at 31st March, 2026	
Mahindra & Mahindra Limited the Holding Company	111,805,708
As at 31st March, 2025	
Mahindra & Mahindra Limited the Holding Company	79,319,550

Other than the above shares, no shares are held by any subsidiaries or associates of the holding company

(iii) Details of shares held by each shareholder holding more than 5% shares

Class of shares / Name of shareholder	**As at 31st March, 2026**		As at 31st March, 2025	
	Number of shares held	**% holding**	Number of shares held	% holding
Equity shares with voting rights				
Mahindra & Mahindra Limited	**111,805,708**	**52.41%**	79,319,550	51.14%

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

(iv) Shares reserved for issue under options

The Company has 708,540 (previous year 218,370) equity shares of Rs 10/- each reserved for issue under options [refer note 25].

(v) The allotment of 210,634 (previous year 153,189) equity shares of the Company has been kept in abeyance in accordance with Section 206A of the Companies Act, 1956 (Section 126 of the Companies Act 2013), till such time the title of the bonafide owner of the shares is certified by the concerned Stock Exchange or the Special Court (Trial of Offences relating to Transactions in Securities).

(vi) Details of shareholdings by the Promoter's of the Company

Class of shares / Name of shareholder	As at 31st March, 2026		As at 31st March, 2025		% change during the period
	Number of shares held	% holding	Number of shares held	% holding	
Equity shares with voting rights					
Mahindra & Mahindra Limited	**111,805,708**	**52.41%**	79,319,550	51.14%	1.27%

(vii) Aggregate number of equity shares issued as bonus during the period of five years immediately preceding the reporting date:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Equity share allotted as fully paid bonus shares by capitalisation of Capital Redemption Reserve and Security Premium	**102,787,676**	102,787,676

16 - Other equity

(Rs. in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
General reserve	**7,299.49**	7,299.49
Securities premium (*)	**238,345.94**	95,280.68
Share options outstanding account	**942.71**	518.54
Retained earnings	**38,167.44**	37,005.03
Share Application money pending allotment	**–**	0.47
	284,755.58	140,104.21

(*) net of share issue expense of Rs 934.97 lakhs

Description of the nature and purpose of Other Equity:

General Reserve: General reserve comprises of transfer of profits from retained earnings for appropriation purposes. The reserve can be distributed / utilised by the Company in accordance with the Companies Act, 2013

Securities Premium: The Securities Premium is created on issue of shares at a premium.

Share Options Outstanding Account: The Share Options Outstanding Account represents reserve in respect of equity settled share options granted to the Company's employees in pursuance of the Employee Stock Option Plan.

Retained Earnings: This reserve represents cumulative profits of the Company and effects of remeasurement of defined benefit obligations. This reserve can be utilised in accordance with the provisions of Companies Act, 2013.

Share Application Money Pending allotment: This represents share application money received from the eligible employees upon exercise of employee stock option. The same will be transferred to equity share capital account after the allotment of shares to the applicants.

18 - Provisions

(Rs. in lakhs)

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Current	Non Current	Current	Non Current
(a) Provision for employee benefits				
-Gratuity	**–**	**971.73**	–	391.44
-Leave Encashment	**153.84**	**517.67**	154.94	416.55
(b) Other Provisions				
-Defect Liabilities	**1,043.84**	**–**	462.30	–
Total Provisions	**1,197.68**	**1,489.40**	617.24	807.99

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

Details of movement in provisions for Defect Liabilities are as follows:

(Rs. in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Opening Balance	**462.30**	625.18
Additional provisions recognised	**640.39**	148.53
Amounts utilised during the year	**(58.85)**	(311.41)
Closing Balance	**1,043.84**	462.30

Defect Liability Provisions:

Provision for defect liability represents present value of management's best estimate of the future outflow of economic resources that will be required in respect of residential units when control over the property has been transferred to the customer, the estimated cost of which is accrued during the period of construction, upon sale of units and recognition of related revenue. Management estimates the related provision for future defect liability claims based on historical cost of rectifications and is adjusted regularly to reflect new information. The residential units are generally covered under the defect liability period limited to 5 years from the date when control over the property has been transferred to the customer.

18 - Borrowings

(Rs. in lakhs)

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Non Current	**Current**	Non Current	Current
A. Secured Borrowings at amortised cost				
(a) Term loan from bank	**–**	**–**	27,418.31	–
(b) Other: Loan from Financial Institution	**–**	**–**	64,347.29	–
Total	**–**	**–**	91,765.60	–
B. Unsecured Borrowings at amortised cost				
(a) Loans on cash credit account from banks	**–**	**–**	–	1,647.61
(b) Commercial Papers	**–**	**–**	–	14,735.25
(c) Working capital loans from banks	**–**	**32,500.00**	–	12,500.00
(d) Current maturities of long term borrowings	**–**	**–**	–	2,500.00
(e) Loans from related party	**–**	**30,000.00**	–	20,000.00
Total	**–**	**62,500.00**	–	51,382.86
Total (A+B)	**–**	**62,500.00**	91,765.60	51,382.86

Secured Borrowing

(a) Long term loan from a bank carrying a variable interest rate ranging from 7.30% p.a. to 8.20% p.a. (Previous year : 8.00% p.a. to 9.00% p.a.) linked to Repo Rate. The loan is secured by way of equitable mortgage with first exclusive charge on land and building of an identified residential housing project and hypothecation of the cashflows of under construction residential housing project. The loan is repayable in 12 equal quarterly instalments starting from March 26, after moratorium period of 24 months. The loan is repaid during current financial year.

(b) Loan from a financial institution carrying an interest rate ranging from 9.00% p.a. to 9.50% p.a. (Previous year : 8.75% p.a. to 9.75% p.a.) linked to SBI 3M MCLR. The loan is secured with exclusive first charge on land and building of an identified residential housing project including receivables from sold and unsold units of a residential housing project. The loan is repayable in 13 equal instalments starting from June 26, after a moratorium period of 24 months. The loan is repaid during current financial year.

(c) Loan from a financial institution carrying an interest rate ranging from 9.00% p.a. to 9.50% p.a. (Previous year : 8.50% p.a. to 9.50% p.a.)linked to SBI 3M MCLR. The loan is secured with exclusive first charge on land and building of identified residential housing projects including receivables from sold and unsold units of residential housing projects. The loan is repayable in 14 equal instalments starting from August 26, after a moratorium period of 18 months. The loan is repaid during current financial year.

Unsecured Borrowings

(a) The cash credit facility is carrying interest rate in the range of 8.55% p.a. to 9.40% p.a. (Previous year 9.30% p.a. to 9.65% p.a.)

(b) Commercial papers is carrying interest rate in the range of 6.00% p.a. to 8.00% p.a. (Previous year 7.32% p.a. to 7.44% p.a.). There is no amount outstanding as on March 31, 2026.

(c) Working capital loans from banks include carrying interest rate in the range of 6.90% p.a. to 9.50% p.a. (Previous Year 7.45% p.a. to 9.65% p.a.)

(d) Loans from related party is carrying interest rate in the range of 7.40% p.a. to 8.00% p.a. (Previous year 8.00% p.a.) repayable after 12 months from the date of drawdown.

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

(a) Reconciliation of movement in borrowings to cash flows from financing activities

(Rs. in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Opening balance		
Long term borrowings	**91,765.60**	64,796.22
Short term borrowings	**51,382.86**	21,976.09
Total opening balance	**143,148.46**	86,772.31
Cash flow movements		
Proceeds from borrowings	**267,300.25**	207,707.71
Repayment of borrowings	**(348,183.10)**	(151,393.87)
	(80,882.85)	56,313.84
Non cash movements		
Effect of amortisation of loan origination costs	**234.39**	62.31
	234.39	62.31
Closing balance		
Long term borrowings	**–**	91,765.60
Short term borrowings	**62,500.00**	51,382.86
Total closing balance	**62,500.00**	143,148.46

(b) During the year ended March 31, 2025 the Company had converted Compulsory Convertible Debentures (CCD) of Rs 100 each into equity shares of Rs 10 each in the ratio 10 equity shares for each CCD of Ample Parks Project 1 Private Limited and Ample Parks Project 2 Private Limited. (Refer note 35)

19 - Trade Payables

(Rs. in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Trade payable - Micro and small enterprises*	**1,919.37**	3,021.48
Trade payable - Other than micro and small enterprises	**35,940.95**	17,624.67
Total	**37,860.32**	20,646.15

Trade payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.

19 a. Disclosures required under Section 22 of the micro, small and medium Enterprises Development Act, 2006

* This information has been determined to the extent such parties have been identified on the basis of intimation received from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006.

(Rs. in lakhs)

Particulars	31st March, 2026	31st March, 2025
Dues remaining unpaid		
Principal	**1,919.37**	3,021.48
Interest	**–**	–
Interest paid in terms of Section 16 of the MSMED Act along with the amount of payment made to the supplier beyond the appointed day during the year		
- Principal paid beyond the appointed date	**–**	–
- Interest paid in terms of Section 16 of the MSMED Act	**–**	–
Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**–**	–
Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises	**–**	–
Amount of interest accrued and remaining unpaid	**–**	–

19 b - Ageing for trade payable from the due date of payment for each of the category is as follows:

(Rs. in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Undisputed dues of micro enterprises and small enterprises		
Unbilled	**792.18**	807.95
Not Due	**804.71**	2,055.36
Less than 1 year	**322.48**	158.17
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Undisputed dues of Trade Payable other than micro enterprises and small enterprises		
Unbilled	**23,797.11**	7,443.27
Not Due	**8,520.29**	6,780.03
Less than 1 year	**2,971.18**	2,686.60
1-2 Years	**17.41**	135.58
2-3 years	**129.62**	273.59
More than 3 years	**505.34**	305.60
Disputed dues - micro enterprises and small enterprises	**–**	–
Disputed dues - others	**–**	–
Total	**37,860.32**	20,646.15

20 - Other current financial liabilities

(Rs. in lakhs)

Particulars		As at 31st March, 2026	As at 31st March, 2025
Carried at Amortised Cost			
(a)	Interest accrued	**975.47**	792.13
(b)	Unclaimed dividend*	**86.88**	78.70
(c)	Payable to related parties (Refer Note 35)	**–**	10,915.02
(d)	Other Liabilities#	**6,838.77**	13,759.26
Total		**7,901.12**	25,545.11

* There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund.

Other liabilities mainly includes Payable towards land dues, Trade Deposits and Society Maintenance deposits.

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

21 - Other Current Liabilities

(Rs. in lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
a. Advances received from customers	**271,720.04**	234,161.25
b. Statutory dues payable	**1,657.46**	1,356.27
Total	**273,377.50**	235,517.52

22 - Revenue from Operations

(Rs. in lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Revenue from Contracts with Customers		
(i) Revenue from Projects	**85,999.66**	34,478.76
(ii) Project Management Fees	**31.85**	48.60
(b) Income from Operation of Commercial Complexes	**0.47**	404.43
Total	**86,031.98**	34,931.79

(1) Notes:

(a) Amounts received before the related performance obligation is satisfied are included in the balance sheet (Contract liability) as "Advances received from Customers" in note no. 21 - Other Current Liabilities. Amounts billed for development milestone achieved but not yet paid by the customer are included in the balance sheet under trade receivables in note no. 11.

(b) During the year, the Company recognised Revenue of Rs. 73,796.31 lakhs (31st March, 2025: Rs. 30,373.88 lakhs) from opening contract liability included in the balance sheet as "Advances received from Customers" in note no. 21 - Other Current Liabilities of Rs. 234,161.25 lakhs (1st April, 2025 : Rs 146,955.87 lakhs).

(c) There were no significant changes in the composition of the contract liabilities and Trade receivable during the reporting period other than on account of periodic invoicing and revenue recognition.

(d) Amounts previously recorded as contract liabilities increased due to further milestone based invoices raised during the year and decreased due to revenue recognised during the year on completion of the construction.

(e) Amounts previously recorded as Trade receivables increased due to further milestone based invoices raised during the year and decreased due to collections during the year.

(f) There are no contract assets outstanding at the end of the year.

(g) The aggregate amount of the transaction price allocated to the performance obligations that are completely or partially unsatisfied as at 31st March, 2026, is Rs. 646,589.76 lakhs (31st March, 2025 : Rs. 555,852 lakhs). Out of this, the Company expects, based on current projections, to recognize revenue of around 14% (31st March, 2025 : 24%). within the next one year and the remaining thereafter. This includes contracts that can be terminated for convenience with a penalty as per the agreement since, based on current assessment, the occurrence of the same is expected to be remote.

(2) Reconciliation of revenue recognised with the contracted price is as follows:

(Rs. in lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Contracted price	**85,999.66**	34,478.76
Adjustments on account of cash discounts or early payment rebates, etc.	**–**	–
Revenue recognised as per Statement of Profit & Loss	**85,999.66**	34,478.76

(3) Contract costs

(Rs. in lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Contract costs included in prepaid expenses in note no. 9- Other current assets	**15,380.67**	12,701.83

(a) The Company incurs commissions that are incremental costs of obtaining a contract with a customer. Under Ind AS 115, the Company recognises the incremental costs of obtaining a contract as assets under Prepaid Expenses under note no. 9 - Other Assets and amortises it upon completion of the related property sale contract.

(b) For the year ended 31st March 2026 amortisation amounting to Rs. 2,823.34 lakhs (31st March 2025: Rs. 1,676.55 lakhs) was recognised as Brokerage cost in note no. 24 - Construction Expenses incurred. There were no impairment loss in relation to the costs capitalised.

23 - Other Income

(Rs. in lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Interest Income on:		
(1) Inter Corporate Deposits	**6,480.81**	2,387.84
(2) Bank Deposits	**1,974.01**	694.91
(3) Redeemable preference shares	**855.71**	960.09
(4) Non Convertible Debentures	**21.86**	–
(4) Others*	**334.56**	381.18
(b) Dividend income from joint ventures and subsidiary	**13,145.72**	19,170.70
(c) Profit on sale of business undertaking (refer note 42)	**8,564.67**	–
(d) Profit on sale of non-current investments	**–**	28.15
(e) Gain on disposal of asset held for sale	**–**	3,579.88
(f) Net gain arising on financial assets measured at fair value through profit and loss	**–**	22.87
(g) Net gain arising on current investment measured at fair value through profit and loss	**1.79**	–
(h) Profit on sale of current investments	**333.55**	777.84
(i) Miscellaneous income	**21.52**	323.58
Total	**31,734.20**	28,327.04

* Other interest income includes interest charged on late payment received from customers, interest on income tax refund.

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

24 - Construction Expenses incurred

(Rs. in lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Expenses incurred during the year		
Land cost	**12,198.37**	29,987.64
Civil electricals, contracting and other project related expenses	**72,803.98**	46,988.27
Interest costs allocated (refer note 26)	**4,804.61**	7,715.77
Employee benefits expense allocated (refer note 25)	**5,893.21**	4,751.39
Total	**95,700.17**	89,443.07

Changes in inventories of work-in-progress and finished goods

(Rs. in lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Opening Stock:		
Work-in-progress	**365,302.92**	305,554.40
Finished Goods	**8,417.54**	8,626.28
	373,720.46	314,180.68
Less: Closing Stock:		
Work-in-progress	**336,816.94**	365,302.92
Finished Goods	**5,143.36**	8,417.54
	341,960.30	373,720.46
On account of transfer of undertaking (refer note 42)	**50,013.61**	–
Changes in inventories of work-in-progress and finished goods	**(18,253.45)**	(59,539.78)
Operating Expenses		
Brokerage	**2,823.34**	1,676.55
Total	**2,823.34**	1,676.55

25 - Employee Benefits Expense

(Rs. in lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Salaries and wages, including bonus	**15,101.26**	13,085.02
(b) Contribution to provident and other funds	**850.13**	674.79
(c) Share based payment expenses	**904.50**	555.45
(d) Staff welfare expenses	**907.53**	785.82
Less : Allocated to projects (refer note 24)	**(5,893.21)**	(4,751.39)
Total	**11,870.21**	10,349.69

Share based payment

The Company has granted options to its eligible employees under the Employee Stock Options Scheme 2006 ("ESOS 2006") and the Employee Stock Options Scheme 2012 ("ESOS 2012). The options granted under both the schemes are equity settled.

ESOS 2006:- Options granted under ESOS 2006 vest in 4 equal instalments of 25% each on expiry of 12 months, 24 months, 36 months and 48 months respectively from the date of grant. The options may be exercised on any day over a period of five years from the date of vesting.

ESOS 2012 (Options granted till 16th March, 2021):- Options granted under ESOS 2012 vest in 4 instalments bifurcated as 20% each on the expiry of 12 months and 24 months, 30% each on the expiry of 36 months and 48 months respectively from the date of grant. The options may be exercised on any day over a period of five years from the date of vesting.

ESOS 2012 (Options granted from 17th March, 2021):- Options granted under ESOS 2012 vest in 3 equal instalments of 33.33% each on expiry of 12 months, 24 months, and 36 months respectively from the date of grant. The options may be exercised within a period of five years from the date of grant.

The other details of the schemes are summarised below:

Details about Vesting Conditions:

	Particulars	Number of Options (Including issue of share options under bonus arrangement)	Grant Date	Expiry Date	Exercise Price	Fair value per Option at Grant Date (Rs.)
	ESOS 2006					
1	Series 15 Granted on 30th Oct 2020	1,200,000	30-Oct-20	30-Oct-29	Rs 246 per share*	108.97
	ESOS 2012					
1	Series 8 Granted on 28th July 2016	34,200	28-Jul-16	28-Jul-25	Rs 10 per share	420.53
2	Series 9 Granted on 25th July 2017	20,600	25-Jul-17	25-Jul-26	Rs 10 per share	393.45
3	Series 10 Granted on 30th Jan 2018	3,500	30-Jan-18	30-Jan-27	Rs 10 per share	453.81
4	Series 11 Granted on 30th July 2018	34,600	30-Jul-18	30-Jul-27	Rs 10 per share	532.67
5	Series 12 Granted on 14th Feb 2019	11,400	14-Feb-19	14-Feb-28	Rs 10 per share	341.88

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

Particulars		Number of Options (Including issue of share options under bonus arrangement)	Grant Date	Expiry Date	Exercise Price	Fair value per Option at Grant Date (Rs.)
6	Series 13 Granted on 26th July 2019	140,700	26-Jul-19	26-Jul-28	Rs 10 per share	353.37
7	Series 14 Granted on 29th July 2020	65,500	29-Jul-20	29-Jul-29	Rs 10 per share	168.56
8	Series 15 Granted on 30th Oct 2020	25,500	30-Oct-20	30-Oct-29	Rs 10 per share	258.83
9	Series 16 Granted on 17th March 2021	92,768	17-Mar-21	17-Mar-26	Rs 10 per share	542.32
10	Series 17 Granted on 16th March 2022	67,867	16-Mar-22	16-Mar-27	Rs 10 per share	286.25
11	Series 18 Granted on 25th April 2023	68,929	25-Apr-23	25-Apr-28	Rs 10 per share	358.04
12	Series 19 Granted on 27th October 2023	69,862	27-Oct-23	27-Oct-28	Rs 10 per share	484.24
13	Series 20 Granted on 25th October 2024	91,471	25-Oct-24	25-Oct-29	Rs 10 per share	489.09
14	Series 21 Granted on 19th May 2025	401,059	19-May-25	19-May-30	Rs 10 per share	300.42
15	Series 22 Granted on 31st October 2025	154,732	31-Oct-25	31-Oct-30	Rs 10 per share	366.17
16	Series 23 Granted on 02nd February 2026	57,716	02-Feb-26	02-Feb-31	Rs 10 per share	345.65

* The Options granted and outstanding stand augmented by number of Bonus Options on account of the 1:2 Bonus Issue made in September, 2021

Movement in Share Options

Particulars		For the year ended 31st March, 2026		For the year ended 31st March, 2025	
		Number of Options	Weighted average exercise price (Rs.)	Number of Options	Weighted average exercise price (Rs.)
1	The number and weighted average exercise prices of share options outstanding at the beginning of the year;	**218,370**	**9.07**	217,469	8.06
2	Add: Granted during the year	**613,507**	**10.00**	91,471	10.00
3	Less: Forfeited during the year	**31,538**	**9.56**	12,476	10.00
4	Less: Exercised and allotted during the year*	**91,499**	**8.59**	77,794	7.18
5	Less: Expired during the year	**300**	**10.00**	300	10.00
6	Outstanding at the end of the year	**708,540**	**9.92**	218,370	9.07
7	Exercisable at the end of the year	**10,050**	**4.03**	50,506	5.99

* Excludes share application money pending allotment of NIL options (31st March, 2025 - 4,735 options)

Share Options outstanding at the end of the year

The share options outstanding at the end of the year had a exercise prices of Rs. 10 (as at 31st March, 2025: Rs. 10), and weighted average remaining contractual life of 1,601 days (as at 31st March, 2025: 1,346 days).

The Fair value has been calculated using the Black Scholes option pricing model and the significant inputs used for the valuation are as follows :

Particulars	4th August 2012	4th August 2012	24th July 2013	17th October 2014	30th April 2015	28th January 2016	28th July 2016
Share price per Option at grant date (Rs.)	324.14	324.14	454.09	516.08	467.60	482.25	420.53
Exercise price per Option (Rs.)	325	10	10	10	10	10	10
Expected volatility	44.15% - 59.61%	44.15% - 59.61%	47.63%	26.68% - 43.74%	26.11% - 37.68%	27.17% - 30.20%	26.98% - 28.17%
Expected life / Option Life	3.5 - 6.5 Years	3.5 - 6.5 Years	6 - 9 Years	3.5 - 6.5 Years	3.5 - 6.5 Years	3.5 - 6.5 Years	3.5 - 6.5 Years
Expected dividends yield	1.38%	1.38%	1.31%	2.28%	2.57%	2.49%	1.31%
Risk-free interest rate	8.06% - 8.20%	8.06% - 8.20%	8.31% - 8.39%	8.49% - 8.52%	7.69% - 7.74%	7.43% - 7.73%	6.88% - 7.14%

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

Particulars	25th July 2017	30th January 2018	30th July 2018	14th February 2019	26th July 2019	29th July 2020	30th Oct 2020
Share price per Option at grant date (Rs.)	393.45	453.81	532.67	341.88	353.37	168.56	108.97
Exercise price per Option (Rs.)	10	10	10	10	10	10	82
Expected volatility	27.24% - 28.90%	27.77%-28.98%	27.95%-30.52%	28.39%-30.88%	28.40%-29.58%	30.51%-32.39%	31.48%-33.32%
Expected life / Option Life	3.5 - 6.5 Years	3.5 - 6.5 Years	3.5 - 6.5 Years	3.5 - 6.5 Years	3.5 - 6.5 Years	3.5 - 6.5 Years	3.5 - 6.5 Years
Expected dividends yield	1.39%	1.22%	1.05%	1.58%	1.54%	2.95%	–
Risk-free interest rate	6.37%-6.66%	7.11% - 7.56%	7.76% - 8.01%	6.97% - 7.29%	6.25% - 6.55%	4.82% - 5.69%	4.82% - 5.69%

Particulars	30th Oct 2020	17th Mar 2021	16th Mar 2022	25th Apr 2023	27th Oct 2023	25th Oct 2024	19th May 2025
Share price per Option at grant date (Rs.)	258.83	542.32	286.25	358.04	484.24	489.09	300.42
Exercise price per Option (Rs.)	10	10	10	10	10	10	10
Expected volatility	31.48%-33.32%	34.19%-34.87%	38.47%-36.96%	39.44%-40.84%	39.08%-39.35%	36.52%-37.19%	33.98%-37.81%
Expected life / Option Life	3.5 - 6.5 Years	3 - 4 Years	3 - 4 Years	3 - 4 Years	3 - 4 Years	3 - 4 Years	3 - 5 Years
Expected dividends yield	–	–	–	–	–	–	0.83%
Risk-free interest rate	4.82% - 5.69%	5.16% - 5.59%	5.47% - 5.88%	6.84% - 6.90%	7.23% - 7.27%	6.59% - 6.64%	5.82% - 5.93%

Particulars	31st Oct 2025	02nd Feb 2026
Share price per Option at grant date (Rs.)	366.17	345.65
Exercise price per Option (Rs.)	10	10
Expected volatility	31.26%-36.14%	31.88%-36.96%
Expected life / Option Life	3 - 4 Years	3.5 - 7.5 Years
Expected dividends yield	0.73%	0.76%
Risk-free interest rate	5.93% - 6.08%	6.15% - 6.73%

In respect of Options granted under the Employee Stock Option Plan the accounting is done as per requirements of Ind AS 102 - 'Share Based Payments' after adjusting for reversals on account of options forfeited.

The risk-free interest rate being considered for the calculation is the interest rate applicable for maturity equal to the expected life of the options based on the zero-yield curve for Government Securities

26 - Finance Costs

(Rs. In lakhs)

Particulars		For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a)	Interest costs:		
	Interest expense for financial liabilities at amortised cost	**6,738.37**	10,449.67
	Less: Allocated to projects (refer note 24)	**(4,804.61)**	(7,715.77)
(b)	Interest on lease liabilities	**164.31**	50.37
Total		**2,098.07**	2,784.27

The weighted average capitalisation rate used to determine the amount of borrowing costs eligible for capitalisation is 4.80 % p.a.(31st March, 2025: 8.09% p.a.)

27 - Other Expenses

(Rs. In lakhs)

Particulars		For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a)	Power & Fuel	**72.00**	154.30
(b)	Rent, rates & taxes	**107.08**	734.74
(c)	Insurance	**26.50**	19.77
(d)	Repairs and maintenance	**1,065.40**	613.93
(e)	Advertisement, marketing & business development	**4,643.01**	3,985.63
(f)	Travelling and conveyance expenses	**716.85**	804.04
(g)	Payment to auditors #	**118.87**	119.18
(h)	Legal and other professional costs	**3,795.30**	3,163.41
(i)	Printing & stationery	**54.10**	38.76
(j)	Allowance for credit losses	**–**	26.72
(k)	Net loss arising on Financial Assets measured at Fair value through profit & loss	**223.20**	–
(l)	Net loss arising on current investments measured at fair value through profit & loss	**–**	20.43
(m)	Loss on disposal of property plant & equipment	**26.49**	8.43
(n)	Miscellaneous expenses	**1,153.76**	950.09
Total		**12,002.56**	10,639.43

 # Payments to Auditors (including taxes)

(Rs. In lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(i) To Statutory auditors		
For Audit	**92.38**	87.74
Certification	**22.44**	25.37
Reimbursement of Expenses	**4.05**	6.07
Total	**118.87**	119.18

Excluding fees for rights issue certification of Rs 106.20 lakhs which is adjusted against securities premium.

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

28 - Tax (Credit)/Expense

(a) Tax (Credit)/Expense recognised in profit or loss

(Rs. In lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Current Tax:		
In respect of current year	**2,231.70**	–
Deferred Tax:		
In respect of current year origination and reversal of temporary differences	**(640.69)**	1,012.36
Total	**1,591.01**	1,012.36

(b) Tax Expense/(Credit) recognised in Other Comprehensive income

(Rs. In lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Deferred tax related to items recognised in other comprehensive income during the year:		
Remeasurements of the defined benefit plans	**25.70**	14.32
Total	**25.70**	14.32

(c) Reconciliation of estimated income tax (credit)/expense at tax rate to income tax expense reported in the Statement of Profit and Loss is as follows:

(Rs. In lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Profit / (Loss) Before Tax And Exceptional Item	**9,161.42**	6,146.91
Income tax expense / (credit) calculated at 25.17% on above profit / (loss)	**2,305.75**	1,547.05
Effect of (income) / expenses that is non deductible in determining taxable profit	**(34.48)**	5.87
DTA of previous year (recognised) / de recognised (net)	**306.09**	1,113.66
(Income) / expense taxed at lower rate	**(600.60)**	(104.34)
Tax impact of dividend income offset by reduction under section 80M	**(1,661.09)**	(1,549.88)
Current tax provision on long term capital gain	**1,275.34**	–
Income tax (credit)/expense recognised In Statement of Profit and Loss	**1,591.01**	1,012.36

29 - Earnings per Share

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
	Rs.	Rs.
Basic Earnings per share	**3.54**	3.04
Diluted earnings per share	**3.53**	3.04

(i) Basic earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

(Rs. In lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Profit /(Loss) for the year	**7,209.97**	5,134.55
Weighted average number of equity shares	**203,671,253**	168,770,889
Basic earnings per share (Rs)	**3.54**	3.04

(ii) Diluted earnings per share

The diluted earnings per share has been computed by dividing the net Profit /(Loss) after tax available for equity shareholders by the weighted average number of equity shares, after giving dilutive effect of the outstanding stock options for the respective periods.

(Rs. In lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Profit / (Loss) for the year used in the calculation of diluted earnings per share	**7,209.97**	5,134.55
Weighted average number of equity shares used in the calculation of Diluted EPS	**204,110,080**	155,164,972

The weighted average number of ordinary shares for the purpose of diluted earnings per share reconciles to the weighted average number of ordinary shares used in the calculation of basic earnings per share as follows:

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Weighted average number of equity shares used in the calculation of Basic EPS	**203,671,253**	168,770,889
Add: Options outstanding under employee stock option plan	**438,827**	106,416
Weighted average number of equity shares used in the calculation of Diluted EPS	**204,110,080**	168,877,305

(iii) During the year ended 31st March, 2026, the Company successfully completed a rights issue of 58,163,456 equity shares of face value of Rs 10 each for a cash price at Rs 257 per share, aggregating to Rs 149,480.08 lakhs. The funds are being utilised for the repayment of the debt, funding acquisition of land parcels and working capital.

(iv) Earnings per share for the comparative periods have been retrospectively adjusted for effect of rights issue during the year.

30 - Financial Instruments

Capital management

The Company's capital management objectives are:

- safeguard its ability to continue as a going concern, so that it can continue to maximise the returns for shareholders and benefits for other stakeholders
- maintain an optimal capital structure to reduce the cost of capital

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

The management of the Company monitors the capital structure using debt equity ratio which is determined as the proportion of total debt to total equity.

(Rs. In lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Debt	**62,500.00**	143,148.46
Current Investments	**(7,509.89)**	(5,008.23)
Cash and bank balances #	**(30,649.29)**	(23,383.97)
Net Debt (A)	**24,340.82**	114,756.26
Equity (B)	**306,089.86**	155,612.99
Net Debt to Equity Ratio (A / B)	**0.080**	0.737

Cash and bank balances excludes earmarked balances with banks and balances with banks on margin accounts

Categories of financial assets and financial liabilities

The following tables shows the carrying amount of financial assets and financial liabilities by category:

As at 31st March, 2026

(Rs. In lakhs)

Particulars	Amortised Costs	Fair value Through Profit & Loss	Total Carrying Value
Non-current Assets			
Investments	**89,951.05**	**10,777.83**	**100,728.88**
Loans	**104,229.85**	**–**	**104,229.85**
Other Financial Assets	**5,175.32**	**–**	**5,175.32**
Current Assets			
Investments	**–**	**7,509.89**	**7,509.89**
Trade Receivables	**18,429.61**	**–**	**18,429.61**
Cash and Bank Balances	**32,233.21**	**–**	**32,233.21**
Other Financial Assets			
- Non Derivative Financial Assets	**3,500.93**	**–**	**3,500.93**
Non-current Liabilities			
Lease Liabilities	**596.61**	**–**	**596.61**
Current Liabilities			
Borrowings	**62,500.00**	**–**	**62,500.00**
Lease Liabilities	**1,106.64**	**–**	**1,106.64**
Trade Payables	**37,860.32**	**–**	**37,860.32**
Other Financial Liabilities			
- Non Derivative Financial Liabilities	**7,901.12**	**–**	**7,901.12**

As at 31st March, 2025

(Rs. In lakhs)

Particulars	Amortised Costs	Fair value Through Profit & Loss	Total Carrying Value
Non-current Assets			
Investments	44,929.63	10,605.03	55,534.66
Loans	59,904.55	–	59,904.55
Other Financial Assets	3,126.95	–	3,126.95
Current Assets			
Investments	–	5,008.23	5,008.23
Trade Receivables	12,625.57	–	12,625.57
Cash and Bank Balances	24,888.52	–	24,888.52
Loans	–	–	–
Other Financial Assets			
- Non Derivative Financial Assets	2,581.54	–	2,581.54
Non-current Liabilities			
Other Financial Liabilities			
Borrowings	91,765.60	–	91,765.60
Lease Liabilities	555.67	–	555.67
Current Liabilities			
Borrowings	51,382.86	–	51,382.86
Lease Liabilities	216.38	–	216.38
Trade Payables	20,646.15	–	20,646.15
Other Financial Liabilities			
- Non Derivative Financial Liabilities	25,545.11	–	25,545.11

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factor.

CREDIT RISK

(i) Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises from trade receivables, cash and cash equivalents & other financial assets.

Trade Receivables:

The Company's trade receivables include receivables on sale of residential flats and rent receivable. As per the Company's flat handover policy, a flat is handed over to a customer only upon payment of entire amount of consideration. The rent receivables are secured by security deposits obtained under the lease agreement. Thus, the Company is not exposed to any credit risk on receivables from sale of residential flats and rent receivables.

The concentration of credit risk is limited due to the fact that the customer base is large. The Company determines the allowance for expected credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. Basis this assessment, the allowance for expected credit losses on trade receivables as at 31st March, 2026 is considered adequate.

Cash and Cash Equivalents & Other Financial Assets

For banks and financial institutions, only high rated banks/institutions are accepted. The Company holds cash and cash equivalents with bank and financial institution counterparties, which are having highest safety ratings based on ratings published by various credit rating agencies. The Company considers that its cash and cash equivalents have low credit risk based on external credit ratings of the counterparties.

For Other Financial Assets, the Company assesses and manages credit risk based on reasonable and supportive forward looking information. Other Financial Assets are considered to be low credit risk exposure assets.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

(Rs. In lakhs)

Particulars	Less than 1 Year	1 Year to 3 Years	3 Years to 5 Years	5 Years and above
Non-derivative financial liabilities				
As at 31st March 2026				
Non Current				
Borrowings	**–**	**–**	**–**	**–**
Lease Liabilities	**–**	**596.90**	**94.05**	**–**
Total Non Current	**–**	**596.90**	**94.05**	**–**
Current				
Borrowings	**67,500.00**	**–**	**–**	**–**
Lease Liabilities	**1,219.73**	**–**	**–**	**–**
Trade Payables	**37,860.32**	**–**	**–**	**–**
Other Financial Liabilities	**4,721.12**	**2,756.00**	**424.00**	**–**
Total Current	**111,301.17**	**2,756.00**	**424.00**	**–**
As at 31st March 2025				
Non Current				
Borrowings	–	68,883.47	37,434.51	–
Lease Liabilities	–	489.29	122.83	–
Total Non Current	–	69,372.76	37,557.34	–
Current				
Borrowings	59,864.69	–	–	–
Lease Liabilities	269.39	–	–	–
Trade Payables	20,646.15	–	–	–
Other Financial Liabilities	22,921.92	2,756.00	424.00	–
Total Current	103,702.15	2,756.00	424.00	–

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

Future specific market movements cannot be normally predicted with reasonable accuracy.

Currency Risk

Foreign currency risk is the risk that the fair value or the future cash flows of an exposure will fluctuate because of changes in the foreign exchange rate. The Company undertakes few transactions denominated in foreign currencies only for availing certain services. Hence Foreign currency risk is not significant in comparison to company's operations

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and floating rate loans and borrowings.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Increase / decrease in basis points	**As at 31st March, 2026 Effect on Profit / (loss) after tax (Rs. In Lakhs)**	As at 31st March, 2025 Effect on Profit / (loss) after tax (Rs. In Lakhs)	**As at 31st March, 2026 Effect on Post tax equity (Rs. In Lakhs)**	As at 31st March, 2025 Effect on Post tax equity (Rs. In Lakhs)
+100	**(467.71)**	(1,071.22)	**–**	–
-100	**467.71**	1,071.22	**–**	–

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

31 - Fair Value Measurement

Fair Valuation Techniques and Inputs used - Recurring Items

(Rs. In lakhs)

Financial assets measured at Fair value	Fair value as at 31st March, 2026	Fair value as at 31st March, 2025	Fair value hierarchy	Valuation Technique(s)	Key input(s) Applicable for Level 2 and Level 3 hierarchy
Financial assets					
Investments					
1) Mutual fund investments	**7,509.89**	5,008.23	Level 1	Net Asset value	–
2) Investment in Preference Shares - unquoted	**55.25**	8.00	Level 3	Income Approach - Discounted Cash Flow	For Discounted Cash Flow - Companies Financial projections. These include forecasts of balance sheet, statement of profit and loss along with underlying assumptions.
3) Investment in Optionally Convertible Debentures.....	**5,965.00**	6,010.00	Level 3	Income Approach - Discounted Cash Flow	For Discounted Cash Flow - Companies Financial projections. These include forecasts of balance sheet, statement of profit and loss along with underlying assumptions.
4) Investment in Compulsory Convertible Debentures	**4,701.58**	4,536.03	Level 3	Income Approach - Discounted Cash Flow	For Discounted Cash Flow - Companies Financial projections. These include forecasts of balance sheet, statement of profit and loss along with underlying assumptions.
5) Investment in Equity Shares - unquoted	**56.00**	51.00	Level 3	Income Approach - Discounted Cash Flow	For Discounted Cash Flow - Companies Financial projections. These include forecasts of balance sheet, statement of profit and loss along with underlying assumptions.
Total financial assets at fair value	**18,287.72**	15,613.26			

Significant unobservable inputs used in level 3 fair value measurements

(Rs. In lakhs)

Financial assets measured at Fair value	Fair value as at 31st March, 2026	Fair value as at 31st March, 2025	Fair value hierarchy	Significant unobservable inputs	Relationship of unobservable inputs to fair value and sensitivity
1) Investment in Preference Share - unquoted	**55.25**	8.00	Level 3	Interest Rates to discount future cash flow, Financial Projections	Any change (increase/ decrease) in the discount factor, financial projections etc. would entail corresponding change in the valuation
2) Investment in Optionally Convertible Debentures.....	**5,965.00**	6,010.00	Level 3	Interest Rates to discount future cash flow, Financial Projections	Any change (increase/ decrease) in the discount factor, financial projections etc. would entail corresponding change in the valuation
3) Investment in Compulsory Convertible Debentures	**4,701.58**	4,536.03	Level 3	Interest Rates to discount future cash flow, Financial Projections	Any change (increase/ decrease) in the discount factor, financial projections etc. would entail corresponding change in the valuation
4) Investment in Equity Shares - unquoted	**56.00**	51.00	Level 3	Interest Rates to discount future cash flow, Financial Projections	Any change (increase/ decrease) in the discount factor, financial projections etc. would entail corresponding change in the valuation

Financial Instrument not measured using Fair Value i.e. measured using amortized cost

The carrying value of Other financial assets / liabilities represent reasonable estimate of its fair value.

There were no transfers between Level 1 and Level 2 during the year.

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

Reconciliation of Level 3 fair value measurements of financial instruments measured at fair value

(Rs. In lakhs)

Particulars	Investment in Preference Shares- unquoted	Investment in Compulsory Convertible Debentures	Investment in Optionally Convertible Debentures	Investment in Equity Shares - unquoted	Total
As at 31st March 2026					
Opening Balance of Fair Value	**8.00**	**4,536.03**	**6,010.00**	**51.00**	**10,605.03**
Total incomes/gains or (losses) recognised:					
-In Profit or (Loss)	**47.25**	**(230.45)**	**(45.00)**	**5.00**	**(223.20)**
Addition during the year	**–**	**396.00**	**–**	**–**	**396.00**
Conversion during the year	**–**	**–**	**–**	**–**	**–**
Closing balance of fair value	**55.25**	**4,701.58**	**5,965.00**	**56.00**	**10,777.83**
As at 31st March 2025					
Opening Balance of Fair Value	335.63	642.26	6,008.00	–	6,985.89
Total incomes/gains or (losses) recognised:					
-In Profit or (Loss)	(327.63)	297.50	2.00	51.00	22.87
Addition during the year	–	4,245.78	–	–	4,245.78
Redemption during the year	–	(649.51)	–	–	(649.51)
Closing balance of fair value	**8.00**	**4,536.03**	**6,010.00**	**51.00**	**10,605.03**

32 - Leases

As lessee

The Company has entered into operating lease arrangements for its registered office at Worli, Mumbai, Bangalore and Pune office. The Company has also entered into lease arrangements for CTC vehicles. The lease is non-cancellable for a period of 1 - 5 years and may be renewed based on mutual agreement between the parties. The leases have varying terms, escalation clauses and renewal rights. The Company has recognised right of use assets for these leases, except for short term leases.

(i) Undiscounted Cash Flow of Lease liabilities

(Rs. In lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Less than one year	**1,219.73**	269.39
One to Three years	**596.90**	489.29
Three to five years	**94.05**	122.83
Total undiscounted lease liabilities at Balance sheet date	**1,910.68**	881.51
Lease liabilities included in the Balance sheet as at 31st March	**1,703.25**	772.05
Current	**1,106.64**	216.38
Non-current	**596.61**	555.67

Cash outflow for leases for the year ended 31st March, 2026 is Rs 1,144.80 lakhs (31st March, 2025 is Rs 214.16 lakhs).

Expense relating to leases of low-value assets of Rs 107.07 lakhs for the year ended 31st March, 2026 (Rs 287.16 lakhs for the year ended 31st March, 2025) is included in "Rent, Rates & Taxes" in Note 27 "Other Expenses"

(ii) Movement in lease liabilities

(Rs. In lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balance as at 1st April	**772.05**	441.50
Additions during the year	**1,988.98**	530.92
Finance cost incurred during the year	**164.31**	50.37
Payment of lease liabilities	**(1,144.80)**	(214.16)
Adjustment during the year	**(77.29)**	(36.58)
Balance as at 31st March	**1,703.25**	772.05

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

33 - Segment information

The Chief Operating Decision Maker monitors and reviews the performance of the operating segment i.e construction and development of real estate projects as a single operating segment. Considering that there is only one reportable segment, there are no additional disclosures to be provided under Ind AS 108 - Segment information. The Company operates only in India.

35 - Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund and Superannuation Fund aggregating Rs. 642.86 lakhs (31st March, 2025 : Rs. 554.28 lakhs) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes contribution to the group gratuity scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund.

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Investment risk

The present value of the defined benefit plan liability is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Interest risk

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

Longevity risk

The present value of defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

	As at	
	31-Mar-26	31-Mar-25
Discount rate(s)	**6.77%**	6.71%
Expected rate(s) of salary increase	**10.00%**	10.00%
Expected average remaining service	**4.00**	4.00
Attrition Rate	**21.21 % p.a. for all service groups.**	21.21 % p.a. for all service groups.
Mortality rate	**IALM (2012-14) Urban**	IALM (2012-14) Urban

Defined benefit plans – as per actuarial valuation on 31st March, 2026

(Rs. In lakhs)

Particulars	Funded Plan Gratuity: For the year ended 31st March, 2026	For the year ended 31st March, 2025
Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
Service Cost		
Current service cost	**166.83**	107.32
Past service cost (refer note 40)	**360.44**	–
Net interest expense	**36.03**	13.19
Components of defined benefit costs recognised in profit or loss	**563.30**	120.51
Remeasurement on the net defined benefit liability		
Return on plan assets (excluding amount included in net interest expense)	**(2.08)**	0.86
Actuarial (gains)/loss arising from demographic assumptions	**–**	–
Actuarial (gains)/loss arising from changes in financial assumptions	**(13.62)**	13.58
Actuarial (gains)/loss arising from experience adjustments	**117.81**	42.43
Components of defined benefit costs recognised in other comprehensive income	**102.11**	56.87
Total	**665.41**	177.38
I. Net Asset/(Liability) recognised in the Balance Sheet		
1. Present value of defined benefit obligation	**1,356.15**	750.68
2. Fair value of plan assets as at	**384.42**	359.24
3. Surplus/(Deficit)	**(971.73)**	(391.44)
4. Current portion of the above	**–**	–
5. Non current portion of the above	**(971.73)**	(391.44)
II. Movements in the present value of the defined benefit obligation.		
1. Present value of defined benefit obligation at the beginning of the year	**750.68**	520.50
2. Less: Transfer out liability for employees transferred to group companies	**(41.60)**	(53.90)
3. Add: Transfer in liability for employees transferred from group companies	**15.33**	146.89
4. Expenses Recognised in Profit and Loss Account		
- Current service cost	**166.83**	107.32
- Past service cost	**360.44**	–
- Interest cost	**59.12**	36.47
5. Recognised in other comprehensive income		
Remeasurement gains / (losses)		
- Actuarial gain (loss) arising from:		
i. Demographic assumptions	**–**	–
ii. Financial assumptions	**(13.62)**	13.58
iii. Experience adjustments	**117.81**	42.43
6. Benefit payments	**(58.85)**	(62.61)
7. Present value of defined benefit obligation at the end of the year	**1,356.14**	750.68

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

(Rs. In lakhs)

Particulars	Funded Plan Gratuity: For the year ended 31st March, 2026	For the year ended 31st March, 2025
III. Movements in the fair value of plan assets are as follows.		
1. Fair value of plan assets at the beginning of the year	**359.24**	336.82
2. Actual return on plan assets	**2.08**	(0.86)
3. Contributions by employer	**–**	–
4. Interest income	**23.10**	23.28
5. Fair value of plan assets at the end of the year	**384.42**	359.24

In respect of the plan, the most recent actuarial valuation of the plan assets and the present value of the defined benefit obligation were carried out as at March 31, 2026 by K. A. Pandit, Fellow of the Institute of Actuaries of India. The present value of the defined benefit obligation, and the related current service cost and past service cost, were measured using the projected unit credit method.

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

(Rs. In lakhs)

Principal assumption		Changes in assumption (%)	Impact on defined benefit obligation: Increase in assumption	Decrease in assumption
Discount rate	**2026**	**1.00%**	**(51.69)**	**56.26**
	2025	1.00%	(28.28)	30.77
Salary growth rate	**2026**	**1.00%**	**54.03**	**(50.67)**
	2025	1.00%	29.53	(27.71)

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to previous year.

The Company expects to contribute Rs. NIL lakhs (31st March, 2025 Rs. NIL Lakhs) to the gratuity trusts during the next financial year.

Maturity profile of defined benefit obligation:

(Rs. In lakhs)

	31st March, 2026	31st March, 2025
Within 1 year	**199.24**	122.24
1 - 2 year	**202.60**	104.34
2 - 3 year	**218.25**	105.74
3 - 4 year	**176.50**	113.16
4 - 5 year	**160.31**	87.36
5 - 10 years	**906.22**	491.14

Major Category of plan assets for Gratuity Fund is as follows:

	31st March, 2026	31st March, 2025
Asset category:		
Deposits with Insurance companies	**100%**	100%
	100%	100%

The weighted average age considered for defined benefit obligation as at 31st March, 2026 is 35.43 years (31st March, 2025: 35.46 years)

The average expected future service considered for considered for defined benefit obligation as at 31st March, 2026 is 4 years (31st March, 2025 - 4 years)

35 - Related Party Disclosures

(a) Related Parties where control exists

(i) Holding Company

Name of the entity
1. Mahindra & Mahindra Limited

(ii) Subsidiaries

Name of the entity	Name of the entity
1. Mahindra Infrastructure Developers Limited	8. Anthurium Developers Limited
2. Mahindra World City (Maharashtra) Limited	9. Deepmangal Developers Private Limited
3. Knowledge Township Limited	10. Mahindra Water Utilities Limited
4. Rathna Bhoomi Enterprises Private Limited	11. Moonshine Construction Private Limited
5. Mahindra Bloomdale Developers Limited	12. Shreyas Stones Private Limited (w.e.f. 27th June, 2025)
6. Industrial Township (Maharashtra) Limited	13. Mahindra Homes Private Limited (w.e.f. 28th November, 2025)
7. Mahindra Blossom Developers Limited (upto 22nd March, 2026)	

(b) Other Parties with whom Transactions have taken place during the year

(i) Joint Ventures

Name of the entity	Name of the entity
1. Mahindra World City Developers Limited	5. Mahindra World City (Jaipur) Limited
2. Mahindra Homes Private Limited (upto 27th November, 2025)	6. Mahindra Industrial Park Private Limited
3. Mahindra Happinest Developers Limited	7. Mahindra Blossom Developers Limited (w.e.f. 23rd March, 2026)
4. Mahindra Industrial Park Chennai Limited	

(ii) Fellow Subsidiaries

Name of the entity	Name of the entity
1. Mahindra Integrated Business Solutions Private Limited	7. Mahindra Rural Housing Finance Limited
2. Mahindra Accelo Limited	8. Mahindra First Choice Wheels Limited
3. Mahindra Holidays & Resorts India Limited	9. Mahindra And Mahindra Financial Services Limited
4. NBS International Limited	10. Mahindra Susten Private Limited
5. Bristlecone India Limited	11. Mahindra Solarize Private Limited
6. Mahindra Defence Systems Limited	

(iii) a) Associate

Name of the entity
1. Ample Parks and Logistics Private Limited
2. Ample Parks Project 1 Private Limited
3. Ample Parks Project 2 Private Limited
4. Ample Parks MMR Private Limited w.e.f. November 07, 2024

(iii) b) Associate of Holding Company

Name of the entity
1. Tech Mahindra Limited

(iv) Private company which is controlled by Director

Name of the entity	Name of the entity
1. Anarock Property Consultants Private Limited	3. Anarock Group Business Services Private Limited
2. Anarock Capital Advisors Private Limited	

(v) Key Management Personnel

Name of KMP	Designation
1. Mr. Ameet Hariani	Chairman, Independent Director
2. Mr. Amit Kumar Sinha	Managing Director & CEO
3. Mr. Anuj Puri	Non-Executive, Independent Director
4. Ms. Rucha Nanavati	Non-Executive Non-Independent Director
5. Dr. Anish Shah	Non-Executive Non-Independent Director
6. Ms. Asha Kharga (upto 13th March, 2026)	Non-Executive Non-Independent Director
7. Ms. Amrita Chowdhury	Non-Executive, Independent Director
8. Mr Milind Kulkarni (w.e.f. 29th July, 2024)	Non-Executive Non-Independent Director

(vi) Other parties

Name of the entity	Name of the entity
1. AIS Glass Solutions Limited	5. Earthfokus Earthwise Private Limited
2. Khaitan & Co LLP (upto 07th August, 2024)	6. Kailasa Analytics And Services Private Limited
3. Khaitan And Co Mumbai	7. Actis Mahi Holdings (Singapore) Private Limited
4. Akira Advisory	

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

Related party transactions

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

(Rs. In lakhs)

Particulars	Holding Company		Subsidiary Companies		Joint Ventures		Key Management Personnel		Other Related Parties	
	For the year ended 31st March, 2026	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025
Rendering of services										
Mahindra Infrastructure Developers Limited	–	–	–	1.00	–	–	–	–	–	–
Knowledge Township Limited	–	–	–	0.90	–	–	–	–	–	–
Mahindra World City (Maharashtra) Limited	–	–	–	0.10	–	–	–	–	–	–
Mahindra Homes Private Limited	–	–	–	–	**21.19**	–	–	–	–	–
Mahindra World City (Jaipur) Limited	–	–	–	–	**10.67**	48.60	–	–	–	–
Receiving of Services					–	–				
Mahindra & Mahindra Limited	**664.10**	545.03	–	–	–	–	–	–	–	–
Mahindra Integrated Business Solutions Private Limited	–	–	–	–	–	–	–	–	**896.94**	697.20
Mahindra Holidays & Resorts India Limited	–	–	–	–	–	–	–	–	**8.88**	15.61
NBS International Limited	–	–	–	–	–	–	–	–	–	–
Bristlecone India Limited	–	–	–	–	–	–	–	–	**11.54**	11.54
Mahindra Defence Systems Limited	–	–	–	–	–	–	–	–	–	1.60
Anarock Capital Advisors Pvt Limited	–	–	–	–	–	–	–	–	–	106.00
Anarock Property Consultants Private Limited	–	–	–	–	–	–	–	–	**61.91**	45.14
Anarock Group Business Services Private Limited	–	–	–	–	–	–	–	–	**5.74**	6.51
Khaitan & Co LLP	–	–	–	–	–	–	–	–	–	7.93
Akira Advisory	–	–	–	–	–	–	–	–	**1.00**	–
Earthfokus Earthwise Private Limited	–	–	–	–	–	–	–	–	**0.21**	–
Kailasa Analytics and Services Private Limited	–	–	–	–	–	–	–	–	**1.33**	–
Khaitan and Co Mumbai	–	–	–	–	–	–	–	–	**2.80**	107.30
Reimbursement made to parties										
Mahindra & Mahindra Limited	**1,380.48**	1,370.62	–	–	–	–	–	–	–	–
Mahindra Industrial Park Chennai Limited	–	–	–	–	–	18.18	–	–	–	–
Mahindra Happinest Developers Limited	–	–	–	–	**0.14**	8.29	–	–	–	–
Mahindra World City (Jaipur) Limited	–	–	–	–	**11.63**	9.93	–	–	–	–
Mahindra World City Developers Limited	–	–	–	–	**4.76**	6.37	–	–	–	–
Mahindra Defence Systems Limited	–	–	–	–	–	–	–	–	–	0.98
Mahindra And Mahindra Financial Services Limited	–	–	–	–	–	–	–	–	**0.55**	–
Mahindra Blossom Developers Limited	–	–	–	–	**335.34**	–	–	–	–	–
Mahindra Holidays & Resorts India Limited	–	–	–	–	–	–	–	–	–	57.01

(Rs. In lakhs)

Particulars	Holding Company		Subsidiary Companies		Joint Ventures		Key Management Personnel		Other Related Parties	
	For the year ended 31st March, 2026	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025
Reimbursement received from parties										
Mahindra & Mahindra Limited	**36.99**	118.12	**–**	–	**–**	–	**–**	–	**–**	–
Mahindra Industrial Park Chennai Limited	**–**	–	**–**	–	**15.75**	21.84	**–**	–	**–**	–
Mahindra World City Developers Limited	**–**	–	**–**	–	**133.97**	159.57	**–**	–	**–**	–
Mahindra World City (Jaipur) Limited	**–**	–	**–**	–	**70.16**	99.58	**–**	–	**–**	–
Mahindra Homes Private Limited	**–**	–	**–**	–	**0.68**	1.16	**–**	–	**–**	–
Mahindra Happinest Developers Limited	**–**	–	**–**	–	**15.77**	262.63	**–**	–	**–**	–
Mahindra Bloomdale Developers Limited	**–**	–	**29.08**	39.95	**–**	–	**–**	–	**–**	–
Anthurium Developers Limited	**–**	–	**10.30**	231.15	**–**	–	**–**	–	**–**	–
Mahindra Holidays & Resorts India Limited	**–**	–	**–**	–	**–**	–	**–**	–	**8.81**	20.45
Mahindra And Mahindra Financial Services Limited	**–**	–	**–**	–	**–**	–	**–**	–	**–**	2.50
Knowledge Township Limited	**–**	–	**0.90**	–	**–**	–	**–**	–	**–**	–
Mahindra Blossom Developers Limited	**–**	–	**–**	–	**2,430.55**	–	**–**	–	**–**	–
Mahindra First Choice Wheels Limited	**–**	–	**–**	–	**–**	–	**–**	–	**10.87**	–
Mahindra Infrastructure Developers Limited	**–**	–	**1.00**	–	**–**	–	**–**	–	**–**	–
Mahindra Susten Private Limited	**–**	–	**–**	–	**–**	–	**–**	–	**2.17**	–
Mahindra World City (Maharashtra) Limited	**–**	–	**0.10**	–	**–**	–	**–**	–	**–**	–
Shreyas Stones Private Limited	**–**	–	**24.64**	–	**–**	–	**–**	–	**–**	–
Mahindra Accelo Limited	**–**	–	**–**	–	**–**	–	**–**	–	**1.82**	6.50
Inter-corporate Deposit Given										
Anthurium Developers Limited	**–**	–	**39,375.00**	50,300.00	**–**	–	**–**	–	**–**	–
Knowledge Township Limited	**–**	–	**1,900.00**	2,900.00	**–**	–	–	–	–	–
Mahindra Industrial Park Private Limited	**–**	–		–	**550.00**	800.00	–	–	–	–
Mahindra Industrial Park Chennai Limited			**–**	–	**200.00**	–	**–**	–	**–**	–
Mahindra Happinest Developers Limited	**–**	–	**–**	–	**1,550.00**	750.00	**–**	–	**–**	–
Shreyas Stones Private Limited	**–**	–	**6,121.30**	–	**–**	–	**–**	–	**–**	
Moonshine Construction Private Limited	**–**	–	**1.00**	0.50	**–**	–	**–**	–	**–**	–
Inter-corporate Deposit Taken										
Mahindra & Mahindra Limited	**58,500.00**	20,000.00	**–**	–	**–**	–	**–**	–	**–**	–
Inter-corporate Deposit Realised										
Mahindra Bloomdale Developers Limited	**–**	–	**–**	4,200.00	**–**	–	**–**	–	**–**	–
Mahindra Happinest Developers Limited	**–**	–	**–**	–	**1,100.00**	1,200.00	**–**	–	**–**	–
Mahindra Industrial Park Chennai Limited	**–**	–	**–**	–	**200.00**	–	**–**	–	**–**	–
Knowledge Township Limited	**–**	–	**4,072.00**	–	**–**	–	**–**	–	**–**	–

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

(Rs. In lakhs)

Particulars	Holding Company		Subsidiary Companies		Joint Ventures		Key Management Personnel		Other Related Parties	
	For the year ended 31st March, 2026	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025
Inter-corporate Deposit Repaid										
Mahindra & Mahindra Limited	**48,500.00**	–	**–**	–	**–**	–	**–**	–	**–**	–
Investment Made										
Ample Parks Project 1 Private Limited	**–**	–	**–**	–	**–**	–	**–**	–	**396.00**	4,831.20
Ample Parks Project 2 Private Limited	**–**	–	**–**	–	**–**	–	**–**	–	**–**	214.50
Ample Parks and Logistics Private Limited	**–**	–	**–**	–	**–**	–	**–**	–	**364.00**	104.00
Ample Parks MMR Private Limited	**–**	–	**–**	–	**–**	–	**–**	–	**3.90**	7.09
Mahindra Blossom Developers Limited	**–**	–	**–**	–	**28,621.30**	–	**–**	–	**–**	–
Shreyas Stones Private Limited	**–**	–	**15,388.70**	–	**–**	–	**–**	–	**–**	–
Others										
Actis Mahi Holdings (Singapore) Private Limited (*)	**–**	–	**–**	–	**–**	–	**–**	–	**8,639.95**	–
Issue Of Shares										
Mahindra & Mahindra Limited	**83,489.43**	–	**–**	–	**–**	–	**–**	–	**–**	–
Sale of Fixed Assets										
Mahindra And Mahindra Financial Services Limited	**–**	–	**–**	–	**–**	–	**–**	–	**–**	18.84
Interest expense										
Mahindra & Mahindra Limited	**2,033.90**	1,606.78	**–**	–	**–**	–	**–**	–	**–**	–
Sale Of Business										
Mahindra Blossom Developers Limited	**–**	–	**–**	–	**55,880.00**	–	**–**	–	**–**	–
Received on Capital Reduction										
Mahindra Homes Private Limited	**–**	–	**–**	–	**–**	5,998.80	**–**	–	**–**	–
Conversion of dedentures into equity investment										
Ample Parks Project 1 Private Limited (^)	**–**	–	**–**	–	**–**	–	**–**	–	**–**	412.77
Ample Parks Project 2 Private Limited (^^)	**–**	–	**–**	–	**–**	–	**–**	–	**–**	236.74
Investment redeemed										
Mahindra World City Developers Limited	**–**	–	**–**	–	**12,025.00**	–	**–**	–	**–**	–
Interest Income on Redeemable Preference Shares										
Mahindra World City Developers Limited	**–**	–	**–**	–	**281.01**	770.46	**–**	–	**–**	–
Interest Income										
Anthurium Developers Limited	**–**	–	**5,295.05**	1,437.83	**–**	–	**–**	–	**–**	–
Rathna Bhoomi Enterprises Private Limited		–	**0.34**	0.35	**–**	–	**–**	–	**–**	–
Mahindra Happinest Developers Limited	**–**	–		–	**215.90**	204.75	**–**	–	**–**	–

(Rs. In lakhs)

Particulars	Holding Company		Subsidiary Companies		Joint Ventures		Key Management Personnel		Other Related Parties	
	For the year ended 31st March, 2026	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025	**For the year ended 31st March, 2026**	For the year ended 31st March, 2025
Moonshine Construction Private Limited	–	–	**0.33**	0.28	–	–	–	–	–	–
Mahindra Bloomdale Developers Limited	–	–	–	214.96	–	–	–	–	–	–
Mahindra Industrial Park Private Limited	–	–	–	–	**205.01**	162.47	–	–	–	–
Mahindra Industrial Park Chennai Limited	–	–	–	–	**0.71**	–	–	–	–	–
Shreyas Stones Private Limited	–	–	**292.96**	–	–	–	–	–	–	–
Mahindra Blossom Developers Limited	–	–	–	–	**21.86**	–	–	–	–	–
Knowledge Township Limited	–	–	**470.49**	367.20	–	–	–	–	–	–
Dividend Received										
Mahindra World City (Jaipur) Limited	–	–	–	–	**7,403.70**	18,170.70	–	–	–	–
Mahindra Infrastructure Developers Limited	–	–	**3,069.00**	1,000.00	–	–	–	–	–	–
Mahindra World City Developers Limited	–	–	–	–	**2,673.02**	–	–	–	–	–
Dividend Paid										
Mahindra & Mahindra Limited	**3,130.56**	2,101.97	–	–	–	–	–	–	–	–
Lease Expense										
Mahindra And Mahindra Financial Services Limited	–	–	–	–	–	–	–	–	**191.39**	95.02
Other Income										
Mahindra Bloomdale Developers Limited	–	–	–	18.74	–	–	–	–	–	–
Mahindra Rural Housing Finance Limited	–	–	–	–	–	–	–	–	–	0.53
Purchase of Goods										
AIS Glass Solutions Limited	–	–	–	–	–	–	–	–	**308.31**	191.17
Mahindra Solarize Private Limited	–	–	–	–	–	–	–	–	**8.57**	–
Mahindra Bloomdale Developers Limited	–	–	**214.62**	–	–	–	–	–	–	–
Managerial Remuneration										
Mr. Amit Kumar Sinha#	–	–	–	–	–	–	**820.19**	723.80	–	–
Shares allotted under ESOP										
Mr. Amit Kumar Sinha	–	–	–	–	–	–	**2,780.14**	439.17	–	–
Commission & Sitting fees to Non Executive / Independent Directors	–	–	–	–	–	–	**131.96**	91.90	–	–

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

Outstanding Balances as at year end date
The following table provides the outstanding balances with related parties as on the relevant date

(Rs. In lakhs)

Particulars	Balance as at	Holding Company	Subsidiaries	Joint ventures	Key Management Personnel	Other related parties
Inter-corporate deposit given*	**31-Mar-26**	**–**	**99,154.85**	**5,075.00**	**–**	**–**
	31-Mar-25	–	55,829.55	4,075.00	–	–
Inter-corporate deposit taken	**31-Mar-26**	**30,000.00**	**–**	**–**	**–**	**–**
	31-Mar-25	20,000.00	–	–	–	–
Investment in Debentures	**31-Mar-26**	**–**	**–**	**23,312.00**	**–**	**4,641.78**
	31-Mar-25	–	–	6,686.00	–	4,245.78
Trade and other receivables	**31-Mar-26**	**–**	**1,294.99**	**2,778.33**	**–**	**4.11**
	31-Mar-25	–	1,173.04	2,280.25	–	43.65
Payables	**31-Mar-26**	**1,310.74**	**255.56**	**340.10**	**–**	**301.00**
	31-Mar-25	11,775.06	–	18.18	–	133.89

* The above inter corporate deposit have been given for general business purposes

As the liability for gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, the amount pertaining to the Key Management Personnel is not ascertained separately, and therefore, not included above.

(*) During the year ended 31st March, 2026 the Company acquired 216,671 Equity shares of Rs 10 each and 1 Compulsory Convertible Preference share of Rs 10 each for Rs 8,639.95 lakhs of Mahindra Homes Private Limited.

(^) 407,633 8% Compulsory Convertible Debentures of Rs 100 each of Ample Parks Project 1 Private Limited. were converted into equity shares of Rs 10 each in the ratio 10 equity shares for each CCD.

(^^) 234,630 8% Compulsory Convertible Debentures of Rs 100 each of Ample Parks Project 2 Private Limited. were converted into equity shares of Rs 10 each in the ratio 10 equity shares for each CCD.

Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

Compensation of key management personnel
The remuneration of key management personnel is as below:

(Rs. In lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Salary including perquisites.....	**3,581.91**	1,146.12
Other contribution to funds	**18.42**	16.85
Total	**3,600.33**	1,162.97

36 - Contingent liabilities

(Rs. In lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) Claims against the Company not acknowledged as debt*		
(i) Demand from a local authority for energy dues, project related approval and works which is disputed by the Company. ...	**2,345.00**	2,683.00
(ii) Claim from welfare association in connection with project work, disputed by the Company	**4,513.00**	4,513.00
(iii) Cases filed by parties in the Consumer forum including RERA and Civil Courts disputed by the Company as advised by advocates.	**1,840.00**	2,045.75
(iv) Cases filed by parties in the Consumer forum including Sole arbitrator and Civil Courts disputed by the Company as advised by advocates.	**3,296.00**	372.93
(b) Income Tax Matter under appeal		
In respect of certain business incomes re-classified by the Income tax Department as income from house property and other disallowances, the Company has partially succeeded in appeal and is pursuing the matter further with the appropriate appellate authorities ...	**906.57**	1,532.82

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

(Rs. In lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(c) Indirect Tax Matters under appeal		
VAT, Service Tax and Entry Tax claims disputed by the Company relating to issues of applicability and interest on demand. The Company is pursuing the matter with the appropriate Appellate Authorities. ..	**3,919.31**	13,665.33

*In the opinion of the management the above claims are not sustainable and the Company does not expect any outflow of economic resources in respect of above claims and therefore no provision is made in respect thereof.

37 - Commitments

(Rs. In lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) Capital Commitments: Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances).....	**108.41**	4.37
(b) Other Commitment: Commitment for investment in equity shares of an Associate Company.....	**–**	800.00

During the year Company has given comfort letter to its Joint venture Mahindra Happinest Developers Limited for roll over of inter company deposit of Rs. 2,350 lakhs falling due in next 12 months.

38 - 'Disclosure as per Regulation 34(3) read with Para A of Schedule V of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015 and section 186(4) of Companies Act, 2013

Loans and advances in the nature of loans given to subsidiaries, joint ventures, firms / companies in which directors are interested:

(Rs. in lakhs)

Name of the party	Relationship	**Amount outstanding as at 31st March, 2026**	Maximum balance outstanding during the year	Amount outstanding as at 31st March, 2025	Maximum balance outstanding during the previous year
Moonshine Construction Private Limited*	Subsidiary	**4.50**	4.50	3.50	3.50
Rathna Bhoomi Enterprises Private Limited	Subsidiary	**4.05**	4.05	4.05	4.05
Mahindra Bloomdale Developers Limited*	Subsidiary	**–**	–	–	4,200.00
Knowledge Township Limited*	Subsidiary	**3,350.00**	6,562.00	5,522.00	5,522.00
Anthurium Developers Limited*	Subsidiary	**89,675.00**	89,675.00	50,300.00	50,300.00
Shreyas Stones Private Limited*	Subsidiary	**6,121.30**	6,121.30	–	–
Mahindra Happinest Developers Limited*	Joint Venture	**2,350.00**	3,450.00	1,900.00	3,100.00
Mahindra Industrial Park Private Limited *	Joint Venture	**2,725.00**	2,725.00	2,175.00	2,175.00

* Mr. Sriram Kumar (Chief Financial Officer) is also director on the board.

The above inter corporate deposit have been given for general business purposes.

39 - Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.
2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact on its financial statements.

40 - New Wage Code

On 21st November, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes") - consolidating 29 existing labour laws. In accordance with the new Labour Codes, the Company has currently estimated the incremental impact on retiral benefits to be Rs 360 lakhs. Considering regulatory-driven and non-recurring nature of this impact, this has been presented under "Exceptional Items" in the standalone financial results. The Company continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications/ additional guidance from authorities and will continue to assess the accounting implications, basis such developments/ guidance.

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

41 - Financial Ratios

(Rs. in lakhs)

Particulars		Numerator	Denominator	For the year ended 31st March, 2026	For the year ended 31st March, 2025	% Variance	Reason for material variance
a)	Current Ratio	Current Assets	Current Liabilities	1.20	1.33	(9.93%)	–
b)	Debt Equity Ratio (Gross)	Debt (1)	Equity	0.20	0.92	(77.80%)	Decrease in debt and increase in other Equity on account of rights issue
c)	Debt Service Coverage Ratio (DSCR)	Earning Available for debt service (2)	Debt Service (3)	0.20	0.17	13.63%	
d)	Return of Equity	Profit/(Loss) After Tax	Average Equity	3.12%	3.31%	(5.75%)	
e)	Inventory Turnover ratio	Revenue from Operations	Average Inventory	0.24	0.10	134.19%	Increase in Operating Revenue
f)	Trade Receivables turnover ratio	Revenue from Operations	Average Trade Receivables	5.54	3.58	54.57%	Increase in Operating Revenue and increase on trade receivables
g)	Trade Payable turnover ratio	Cost of Sales	Average Trade payable	2.74	1.69	62.73%	Increase in Cost of Sales due to Increase in Operating Revenue and increase in trade payables
h)	Net capital turnover ratio	Revenue from Operations	Average Working Capital (4)	0.91	0.27	233.68%	Increase in Operating Revenue as compared to previous year
i)	Net profit ratio	Profit/(Loss) After Tax	Revenue from Operations	8.38%	14.70%	(42.98%)	Increase in Operating Revenue as compared to previous year
j)	Return on Capital employed	Earning before interest & taxes (5)	Capital employed (6)	2.96%	2.99%	(1.08%)	
k)	Return on investment	Income generated from Investment (7)	Average investments (Gross)	17.63%	36.09%	(51.14%)	Decrease in dividend income and increase in average investment

The company operates in real estate business and is governed by IND AS 115 for recording the revenue as per completion contract method. Accordingly, abovementioned ratios may not be strictly comparable

Formula used for calculation of Ratios and Financial Indicators are as below:

1) Debt = Borrowing
2) Earning for Debt Service = Net Profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest.
3) Debt Service = Borrowing + Interest Payment
4) Working Capital = Current Asset (excluding asset held for sale) - Current Liabilities
5) Earning before interest & taxes = Profit/(loss) before Tax (incl Exceptional Item) + Finance Cost
6) Capital Employed = Equity + Borrowing - Intangible Assets
7) Income generated from Investment = Dividend Income + Interest Income + Net Gain/(loss) arising on Financial Assets measured at Fair Value through Profit and Loss

42 - Sale of undertaking

Mahindra Blossom Developers Limited ("MBLDL") has been incorporated on 2nd January, 2026, as a wholly owned subsidiary of the Company. The Company sold 49% of its equity stake in Mahindra Blossom Developers Limited to Mitsui Fudosan (Asia) Pte Ltd pursuant to a share purchase arrangement dated 23rd March 2026, at its carrying value. The said share purchase arrangement confers certain participation rights to Mitsui Fudosan (Asia) Pte Ltd. Consequently, based on an assessment of the rights and obligations arising from the arrangement, management has determined that Mahindra Blossom Developers Limited meets the definition of a joint venture in accordance with Ind AS 111 Joint Arrangements. Accordingly, Mahindra Blossom Developers Limited has been classified as a joint venture of the Company with effect from 23rd March 2026.

Subsequent to above, the Company has transferred its Alembic undertaking on a slump sale basis, as defined under Section 2(42C) of the Income-tax Act, 1961 to Mahindra Blossom Developers Limited as a going concern, pursuant to the terms of the Business Transfer Agreement, with effect from 23rd March 2026, for a lump sum consideration of Rs 55,880 lakhs. Consequent to the transfer, all assets and liabilities pertaining to the said undertaking have been derecognised from the books of the Company at their respective carrying amounts. The difference between the consideration received and the net carrying value of the assets and liabilities transferred, amounting to Rs 8,564.67 lakhs, has been recognised as gain on slump sale and disclosed under Other Income in the Statement of Profit and Loss for the year.

Notes to the Standalone Financial Statements as at and for the year ended 31st March, 2026

The net assets of Alembic undertaking at the date of transfer were as follows :

Particulars	(Rs. In lakhs) Amount
Property, plant and equipment	612.47
Income tax assets (net)	0.54
Inventories	50,013.61
Trade receivables	2,068.86
Cash and cash equivalents	2,322.10
Bank balances	5,492.27
Other financial assets	6.45
Other current assets	12.42
Provisions	(20.54)
Trade payables	(29.20)
Other current liabilities	(13,163.65)
Net assets transferred	47,315.33
Gain on disposal	8,564.67
Total consideration	**55,880.00**

The entire consideration has been satisfied through cash and cash equivalents.

There was no slump sale during the year ended 31st March, 2025

Net cash outflow arising on acquisition	(Rs. In lakhs) Amount
- Cash consideration	55,880.00
- Less: Cash and cash equivalent balances acquired	(2,322.10)
	53,557.90

43 - Other statutory information

a) Security of current assets against borrowings

The Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from banks or financial institutions on the basis of security of current assets. However, the quarterly returns or statements comprising quarterly financial results are not filed by the Company to such bank or financial institution as these are published financial results and are available on the Company's website for public including such banks or financial institutions. These quarterly financial results are in agreement with the unaudited books of account of the Company of the respective quarters

b) The company do not have any benami property, where any proceeding has been initiated on or are pending against the company for holding benami property.

c) Transactions with struck off companies

During the year ended 31st March 2026, the Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

d) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the group (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the group shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the ultimate beneficiaries

e) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

f) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

g) Registration of Charges or satisfaction with Registrar of Companies (ROC)

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period

h) Audit trail

The Company has used accounting softwares for maintaining its books of account that has a feature of recording audit trail of each and every transaction and same has operated throughout the year creating an edit log of each change made in the books of account. This feature of recording audit trail has operated throughout the year.

i) Corporate Social responsibility (CSR)

The provision of Section 135 to Companies Act, 2013 on Corporate Social responsibility (CSR) are not applicable to the Company.

44. The Board of Directors of the Company has recommended a dividend of Rs. 3.50 per share on Equity Share of Rs. 10 each (35%) (31st March, 2025: Rs. 2.80 per share - (28%) subject to approval of members of the company at the forthcoming Annual General Meeting.

45. Events after the reporting period

No material events have occurred after the Balance Sheet date and upto the approval of the financial statements.

46. Previous Year Figures

The figures for previous year have been regrouped wherever necessary to confirm to current year's grouping.

As per our report of even date attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration Number:- 117366W/W-100018

Nilesh Shah
Partner
Membership No. 049660

Mumbai: 28th April, 2026

For and on behalf of the Board of Directors of
Mahindra Lifespace Developers Limited

Ameet Hariani
Chairman
DIN: 00087866

Amit Kumar Sinha
Managing Director & CEO
DIN: 09127387

Bijal Parmar
Company Secretary
ACS : 32339

Sriram Kumar
Chief Financial Officer

Mumbai: 28th April, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of
Mahindra Infrastructure Developers Limited

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of **Mahindra Infrastructure Developers Limited** ("the Company"), which comprise the Balance sheet as at March 31, 2026 and the Statement of Profit and Loss and statement of cash flows for the year then ended, the Statement of Changes in Equity for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026 and its **Profit** and cash flows for the year ended on that date.

Basis for opinion

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

Key Audit Matters

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

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

Information other than the financial statements and auditor's report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that if there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the financial statements

The Company's Board of Directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report agree with the books of account.
   (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
   (e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company does not have any pending litigations which would impact its financial statements;
      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

v. The Interim dividend paid by the Company during the year is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

3. As regards the other matters to be included in the Auditor's Report, in accordance with the requirements of section 197(16) of the Act regarding managerial remuneration, the company has complied with the necessary provisions during the audit period.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No: 049818

Place: Mumbai
Date: 10th April, 2026
UDIN: 26049818JHLXVH3021

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

i. As per information provided by the Company to us, it does not have any Property, Plant and Equipment and Intangible assets as on 31st March, 2026. Accordingly, paragraph 3 (i) of the Order is not applicable to the Company.

ii. (a) The Company does not have inventory. Accordingly, clause 3 (ii) (a) of the Order is not applicable.

(b) As per information and explanation provided by the Company to us, the Company does not have any sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, paragraph 3 (ii) (b) of the Order is not applicable to the Company.

iii. (a) According the information and explanations given to us, during the year the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties.

(b) The terms and conditions of the loans / advances granted are, in our opinion, prima facie, not prejudicial to the Company's interest.

(c) The schedule of repayment of principal and payment of interest has been stipulated and repayments or receipts of principal amounts and interest is as per stipulations.

(d) As per information and explanation provided by the Company to us, there is no overdue amount remaining outstanding as at the year-end.

(e) As per information and explanation provided by the Company to us, no loan or advance in the nature of loan granted which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) As per information and explanation provided by the Company to us, the company has not granted any loans or advances in the nature of loans without specifying any terms or period of repayment.

Loans were granted as repayable on demand.

	Related Parties
Aggregate amount of loans/ advances in nature of loans	
- Repayable on demand (A)	12,52,740
- Agreement does not specify any terms or period of repayment (B)	
Total (A+B)	12,52,740
Percentage of loans/ advances in nature of loans to the total loans	100

iv. According to the Information and explanation given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, Investments made, guarantees given and security as applicable.

v. The Company has not accepted any deposits from the public within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there-under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

vi. The maintenance of cost records as specified under subsection (1) of the section 148 of the Act are not applicable to the Company and hence relevant provisions of the Order is not applicable.

vii. (a) According to information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including income tax, Goods and Service Tax (GST), and other material statutory dues, as applicable, with the appropriate authorities and there are no outstanding as on the last day of the financial year concerned for a period of more than six months. The Company has no obligation under Provident Fund and Employee State Insurance Rules. Payment of Sales Tax, Wealth Tax, Customs and Excise duties and Value Added Tax is not applicable to the Company during the period of Audit period.

(b) According to the records of the company, there are no dues outstanding with respect to income tax, provident fund, employees' state insurance, GST and Cess, as applicable, on account of dispute.

viii. As per information and explanation provided by the Company to us, there are no transactions which are not recorded in the books of account have been surrendered or disclosed as income during the Audit period in the tax assessments under the Income Tax Act, 1961. Hence relevant provision of the Order is not applicable.

ix. According to the records of the company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of any loans since it has not availed of any loans from any bank nor has borrowed from any financial institution. The Company has also not issued any debentures as at the balance sheet date.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) or by way of private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

xi. (a) During the course of our examination of the books and records of the company, and according to the information and explanations given to us, we have neither come across any instance of fraud

by the Company nor any fraud on the Company has been noticed or reported during the year nor have we been informed of any such instance by the management.

(b) During the course of our examination of the books and records of the company and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the order is not applicable to the Company.

(c) According to the information and explanation given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

xii. The Company is not a Nidhi Company and so relevant clause is not applicable.

xiii. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us all transactions with related parties have been – disclosed in the financial statements.

xiv. The Company is the unlisted public limited company and does not have paid up share capital of fifty crore rupees or more during the preceding financial year; turnover of two hundred crore rupees or more during the preceding financial year; or outstanding loans or borrowings from banks or public financial institutions exceeding one hundred crore rupees or more at any point of time during the preceding financial year; outstanding deposits of twenty five crore rupees or more at any point of time during the preceding financial year. Hence, section 138 is not applicable and so relevant clause is not applicable.

xv. The Company has not entered into any non-cash transactions with directors or persons connected with any director of the Company.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

xvii. The Company has not incurred cash losses in the Audit Period or in the immediately preceding financial year (FY 2024-25).

xviii. During the year the no statutory auditors has resigned, hence relevant clause is not applicable.

xix. (a) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

(b) We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall dues.

xx. (a) There were no amounts which were required to be transferred to fund specified under Schedule VII of Companies Act, 2013.

(b) The company does not have net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year. Hence Section 135 is not applicable and so relevant clause is not applicable.

xxi. Clause (xxi) of the Order is not applicable to the Company since report is of Standalone Financial Statement.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818

Place: Mumbai
Date: 10th April, 2026
UDIN: 26049818JHLXVH3021

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF MAHINDRA INFRASTRUCTURE DEVELOPERS LIMITED

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

We have audited the internal financial controls over financial reporting of **Mahindra Infrastructure Developers Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the IND AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818

Place: Mumbai
Date: 10th April, 2026
UDIN: 26049818JHLXVH3021

BALANCE SHEET AS AT 31 MARCH 2026

(₹ in lakh)

		Note No.	As at 31 March, 2026	As at 31 March, 2025
I	**ASSETS**			
	Non-current assets			
	(a) Financial assets			
	(i) Investments	4	**1,687.79**	1,537.79
	(ii) Loans	5	**12.53**	1,626.03
	(b) Other non-current assets	7	**418.80**	323.74
	Total Non-current assets (I)		**2,119.11**	3,487.56
	Current assets			
	(a) Financial assets			
	(i) Cash and cash equivalents	8(a)	**3.89**	3.21
	(ii) Bank balances other than (i) above	8(b)	**29.74**	29.08
	(iii) Other Financial Assets	9	**2.23**	526.82
	Total current assets (II)		**35.87**	559.12
	Total assets [(I)+(II)]		**2,154.98**	4,046.68
II	**EQUITY AND LIABILITIES**			
	Equity			
	(a) Equity share capital	10	**1,800.00**	1,800.00
	(b) Other equity	11	**315.44**	2,245.09
	Total equity (III)		**2,115.44**	4,045.09
	Liabilities			
	Non-current liabilities			
	(a) Deferred tax liabilities	12	**37.76**	
	Total Non-current liabilities (IV)		**37.76**	–
	Current liabilities			
	(a) **Financial liabilities**			
	(i) Trade payables			
	– total outstanding dues of micro enterprises and small enterprises	13	**–**	–
	– total outstanding dues of trade payables other than micro enterprises and small enterprises		**1.67**	1.59
	(b) Other current liabilities	14	**0.12**	–
	Total current liabilities (IV)		**1.79**	1.59
	Total equity and liabilities [(III)+(IV)]		**2,154.98**	4,046.68

The accompanying notes 1 to 29 are an integral part of these financial statements

In terms of our report attached

For **MAKK & Co.**

Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No: 049818

Place: Mumbai
Date: 10th April, 2026

For and on behalf of the Board of Directors

Manoj Gupta
Chief Financial Officer

Sriram Kumar
Director(DIN:07986708)

Santosh Ghatpande
Company Secretary
ACS: 17322

Parveen Mahtani
Director (DIN:05189797)

Place: Mumbai
Date: 10th April, 206

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(₹ in lakh)

Particulars	Note No.	For the year ended 31 March, 2026	For the year ended 31 March, 2025
I Revenue from operations		**–**	–
II Other income	15	**1,194.14**	2,680.94
III Total income (I+II)		**1,194.14**	2,680.94
IV Expenses			
(a) Employee benefit expense	16	**1.18**	1.18
(b) Other expenses	17	**3.37**	2.57
Total Expenses (IV)		**4.55**	3.75
V Profit before tax (III-IV)		**1,189.59**	2,677.20
VI Tax Expense			
(1) Current tax	18	**12.48**	39.57
(2) Deferred tax		**37.76**	–
Total tax expense		**50.24**	39.57
VII Profit for the year (V-VI)		**1,139.35**	2,637.63
XV Other comprehensive income			
(i) Items that will not be reclassify to profit or loss		**–**	–
VIII Total other comprehensive income (1)+(2)		**–**	–
VIII Total comprehensive income for the period/year		**1,139.35**	2,637.63
IX Earnings per equity share			
Basic/Diluted	19	**6.33**	14.65

The accompanying notes 1 to 29 are an integral part of these financial statements

In terms of our report attached

For **MAKK & Co.**

Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No: 049818

Place: Mumbai
Date: 10th April, 2026

For and on behalf of the Board of Directors

Manoj Gupta
Chief Financial Officer

Sriram Kumar
Director(DIN:07986708)

Santosh Ghatpande
Company Secretary
ACS: 17322

Parveen Mahtani
Director (DIN:05189797)

Place: Mumbai
Date: 10th April, 206

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

(₹ in lakh)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Cash flow from Operating Activities		
Profit/(Loss) before tax	**1,189.59**	2,677.20
Adjustments for:		
Interest Income	**(54.15)**	(160.95)
Dividend Income	**(989.99)**	(989.99)
	145.45	1,526.26
Decrease/(Increase) in other financial assets	**524.58**	(75.06)
(Decrease)/Increase in trade payables	**0.07**	0.06
(Decrease)/Increase in other current liabilities	**0.12**	(0.53)
Cash generated from operations	**524.77**	(75.53)
Income taxes paid (Net)	**(107.52)**	(118.22)
Net cash generated by/(used in) operating activities (A)	**562.70**	1,332.51
Cash flows from investing activities		
Interest received	**54.15**	160.95
Bank Fixed deposit		
- Placed	**(29.74)**	(29.08)
- Matured	**29.08**	68.45
Dividend Income	**989.99**	989.99
(Gain) arising on Investment measured at Fair Value through Profit and Loss	**(150.00)**	(1,530.00)
Net cash generated by/(Used in) investing activities (B)	**893.48**	(339.69)
Cash flows from financing activities		
Dividend Paid	**(3,069.00)**	(1,000.00)
Inter Corporate Deposit given	**–**	(3.50)
Inter Corporate Deposit repaid	**1,613.50**	10.00
Net cash (Used in) financing activities (C)	**(1,455.50)**	(993.50)
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**0.68**	(0.68)
Cash and cash equivalents at the beginning of the year	**3.21**	3.89
Cash and cash equivalents at the end of the period/year	**3.89**	3.21

The accompanying notes 1 to 29 are an integral part of these financial statements

In terms of our report attached

For **MAKK & Co.**

Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No: 049818

Place: Mumbai
Date: 10th April, 2026

For and on behalf of the Board of Directors

Manoj Gupta
Chief Financial Officer

Sriram Kumar
Director (DIN:07986708)

Santosh Ghatpande
Company Secretary
ACS: 17322

Parveen Mahtani
Director (DIN:05189797)

Place: Mumbai
Date: 10th April, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

A. Equity share capital (₹ in lakh)

Balance as at 31st March, 2024	**1,800.00**
Changes in equity share capital during the period	–
Balance as at 31st March, 2025	**1,800.00**
Changes in equity share capital during the period	–
Balance as at 31st March, 2026	**1,800.00**

(₹ in lakh)

B. Other Equity	**Retained earnings**	**Equity instruments through Other Comprehensive Income**	**Total**
Balance as at 31st March, 2024	**607.48**	**–**	**607.48**
Profit/(Loss) for the year	2,637.63	–	2,637.63
Other comprehensive income	–	–	–
Total comprehensive income	3,245.09	–	3,245.09
Dividend paid	1,000.00	–	1,000.00
Balance as at 31st March, 2025	**2,245.09**	**–**	**2,245.09**
Profit/(Loss) for the year	1,139.35	–	1,139.35
Other comprehensive income	–	–	–
Total comprehensive income	3,384.44	–	3,384.44
Less: Dividend paid	(3,069.00)	–	(3,069.00)
Balance as at 31st March, 2026	**315.44**	**–**	**315.44**

In terms of our report attached

For **MAKK & Co.**
Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No: 049818

Place: Mumbai
Date: 10th April, 2026

For and on behalf of the Board of Directors

Manoj Gupta
Chief Financial Officer

Sriram Kumar
Director (DIN:07986708)

Santosh Ghatpande
Company Secretary
ACS: 17322

Parveen Mahtani
Director (DIN:05189797)

Place: Mumbai
Date: 10th April, 206

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1. Corporate information

Mahindra Infrastructure Developers Limited ("the Company") is a public company incorporated in India on 10 May, 2001 under the provisions of erstwhile Companies Act, 1956. The registered office of the Company is located at 4th Floor, Mahindra Towers, Dr. G. M. Bhosale Marg, P. K. Kurne Chowk, Worli, Mumbai – 400018.

The Company is in the business of development of infrastructure projects and infrastructure related services.

The Company is subsidiary of Mahindra Lifespace Developers Limited, Mumbai, a company incorporated in India. The ultimate parent company is Mahindra & Mahindra Limited.

2. Material Accounting Policies

2.1 Statement of compliance and Basis of preparation and presentation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016.

All assets and liabilities are classified as current if it is expected to realise or settle within 12 months after the Balance Sheet date.

The financial statements are presented in Indian Rupees (Rs.) which is also the Company's functional currency.

The financial statements were approved by the Board of Directors and authorised for issue on 10th April, 2026.

2.2 Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any. Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use. The estimated useful lives, residual values, are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the statement of profit and loss.

Depreciation on assets (other than impaired assets) is calculated on straight line method which is based on useful life indicated in part C of schedule II to the Companies Act, 2013.

2.3 Impairment of assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement profit and loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement profit and loss.

2.4 Inventories

Inventories are stated at the lower of cost and net realisable value, whichever is lower. Cost is arrived at on first-in-first-out basis and includes overheads on absorption basis, where appropriate.

Financial assets and Liabilities

2.5 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of profit or loss.

2.6 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

2.6.1 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets. With respect to trade receivables, the Company measures the loss allowances at an amount equal to lifetime expected credit losses.

2.6.2 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the statement of profit and loss if such gain or loss would have otherwise been recognised in the statement of profit and loss on disposal of that financial asset.

2.7 Financial liabilities and equity instruments

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

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

2.7.1 Equity instruments

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

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.7.1.1 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at Fair value through profit and loss.

2.7.1.2 Derecognition of financial liabilities

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

2.8 Revenue recognition

Revenue on account of sale of services is recognised under the completed service contract method to the extent it is probable that the economic benefit will flow to the Company and the revenue can be reliably measured.

Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers.

Dividend income is recognised in the statement of profit and loss when the right to receive payment is established.

Interest Income is accounted for on time proportion basis.

2.9 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.9.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.9.2 Deferred tax

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences could be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.9.3 Current and deferred tax for the year

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

2.9.4 Minimum Alternate Tax (MAT):

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax against which the MAT paid will be adjusted.

2.10 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.11 Cash Flow Statement

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

3. Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses, etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

Note No. 4 - Investments

(₹ in lakh)

Particulars	Face Value ₹	As at 31 March, 2026 Nos.	As at 31 March, 2026 Amount (₹ in lakh)	As at 31 March, 2025 Nos.	As at 31 March, 2025 Amount (₹ in lakh)
A. Investments carried at cost or deemed cost					
I. Unquoted Investments (all fully paid)					
Investments in Equity Instruments					
– of subsidiaries					
Mahindra Water Utilities Private Limited	10	**98,999**	**7.79**	98,999	7.79
(subsidiary with effect from 27 July, 2015, prior to that it was a joint venture)					
– of joint ventures					
Mahindra Inframan Water Utilities Private Limited	10	**24,999**	**2.50**	24,999	2.50
– of associate					
Ratna Bhoomi Enterprise Private Limited	10	**500**	**–**	500	–
Total (A)			**10.29**		10.29
B. Investment carried at fair value through other comprehensive income					
Unquoted Investments (all fully paid)					
Investments in Equity Instruments					
New Tirupur Area Development Corporation Limited	10	**1,50,00,000**	**1,680.00**	1,50,00,000	1,530.00
Total (B)			**1,680.00**		1,530.00
Total Impairment value for investment carried at cost			**(2.50)**		(2.50)
Total Investments (A)+(B)			**1,687.79**		1,537.79

Note No. 5 - Loans

(₹ in lakh)

Particulars	As at 31 March, 2026 Non-Current	As at 31 March, 2025 Non-Current
a) Loans to related parties		
– Secured, considered good	**–**	–
– Unsecured, considered good	**12.53**	1,626.03
– Doubtful	**–**	–
Less: Allowance for Credit Losses	**–**	–
Total	**12.53**	1,626.03

Note No. 6 - Non Current Financial Assets

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Fixed Deposits with original maturity more than 1 year	**–**	–
Total	**–**	–

Note No. 7 - Other Non Current assets

(₹ in lakh)

Particulars	As at 31 March, 2026 Non-current	As at 31 March, 2026 Current	As at 31 March, 2025 Non-current	As at 31 March, 2025 Current
(a) Income tax assets (net)	**418.80**	**–**	323.74	–
TOTAL	**418.80**	**–**	323.74	–

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

Note No. 8

(a) Cash and cash equivalents

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
(a) Balance with bank	**3.89**	3.21
TOTAL	**3.89**	3.21

(b) Other bank balances

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
(a) Fixed Deposits with original maturity less than one year	**29.74**	29.08
TOTAL	**29.74**	29.08

Note No. 9 - Other financial assets

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
(a) Financial assets at amortised cost		
Interest accrued but not due on ICD	**2.23**	526.82
TOTAL	**2.23**	526.82

Note No. 10 - Equity share capital

Particulars	As at 31 March, 2026 Number of shares	(₹ in lakh)	As at 31 March, 2025 Number of shares	(₹ in lakh)
(a) Authorised				
Equity shares of ₹ 10 each with voting rights	**2,00,00,000**	**2,000.00**	2,00,00,000	2,000.00
	2,00,00,000	**2,000.00**	2,00,00,000	2,000.00
(b) Issued, subscribed and fully paid-up shares				
Equity shares of ₹ 10 each	**1,80,00,000**	**1,800.00**	1,80,00,000	1,800.00
	1,80,00,000	**1,800.00**	1,80,00,000	1,800.00

Notes (i) to (v) below

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year:

Particulars	As at 31 March, 2026 Number of shares	(₹ in lakh)	As at 31 March, 2025 Number of shares	(₹ in lakh)
Opening balance	**1,80,00,000**	**1,800.00**	1,80,00,000	1,800.00
Add: Issued during the year	**–**	**–**	–	–
Closing balance	**1,80,00,000**	**1,800.00**	1,80,00,000	1,800.00

The company has not allotted any equity shares for consideration other than cash, bonus shares, nor have any shares been bought back during the period of five years immediately preceding the Balance Sheet date.

(ii) Terms/rights attached to equity shares:

The Company is having only one class of equity shares having par value of ₹ 10 each. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the amount paid up on equity shares held by the shareholders.

(iii) Details of shares held by the holding company:

Particulars	As at 31 March, 2026	As at 31 March, 2025
Mahindra Lifespace Developers Limited, the holding company, including 6 shares jointly held with its nominees	**1,80,00,000**	1,80,00,000

(iv) Details of shares held by each shareholder holding more than 5% shares:

Particulars	As at 31 March, 2026 Number of shares	% holding	As at 31 March, 2025 Number of shares	% holding
Mahindra Lifespace Developers Limited the holding company, including 6 shares jointly held with its nominees	**1,80,00,000**	**100%**	1,80,00,000	100%

(v) Details of shareholdings by the Promoter's of the Company:

Particulars	As at 31 March, 2026 Number of shares	% holding	As at 31 March, 2025 Number of shares	% holding
Mahindra Lifespace Developers Limited the holding company, including 6 shares jointly held with its nominees	**1,80,00,000**	**100%**	1,80,00,000	100%

Note No. 11 - Other equity

(₹ in lakh)

Particulars	Retained earnings	Equity instruments through Other Comprehensive Income	Total
Balance at 31st March, 2024	**607.46**	**–**	**607.46**
Profit/(Loss) for the year	2,637.63	–	2,637.63
Other comprehensive income	–	–	–
Total comprehensive income	2,637.63	–	2,637.63
Dividend paid	(1,000.00)	–	(1,000.00)
Balance at 31st March, 2025	**2,245.09**	**–**	**2,245.09**
Profit/(Loss) for the year	1,139.35	–	1,139.35
Other comprehensive income	–	–	–
Dividend paid	(3,069.00)	–	(3,069.00)
Balance at 31st March, 2026	**315.44**	**–**	**315.44**

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

Note No. 12 - Deferred tax liability (net)

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Temporary difference		
Gain on fair value of financial assets	**37.76**	–
TOTAL	**37.76**	–

Note No. 13 - Trade payables

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Trade payables - total outstanding dues of micro enterprises and small enterprises	**–**	–
Trade payables - total outstanding dues of trade payables other than micro enterprises and small enterprises	**1.67**	1.59
TOTAL	**1.67**	1.59

Note:

(i) No Companies have been identified under the Micro, Small and Medium Enterprises Development Act, 2006 and hence the disclosure as required by Notification No. G.S.R. 719 (E), dated 16 November, 2007 issued by the Ministry of Corporate Affairs is not applicable.

13 a - Ageing for trade payable from the due date of payment for each of the category is as follows

Particulars	As at 31 March, 2026	As at 31 March, 2025
Undisputed dues of creditors other than micro enterprises and small enterprises		
Unbilled	**–**	–
Not Due	**–**	–
0 months - 1 year	**1.67**	1.59
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
TOTAL	**1.67**	1.59

Note No. 14 - Other current liabilities

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
a. Others		
Statuatory remittances (withholding taxes, GST, etc.)	**0.12**	–
TOTAL	**0.12**	–

Note No. 15 - Other Income

(₹ in lakh)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
(a) Interest Income		
- Fixed Deposits	**2.19**	4.01
- Inter Corporate Deposits	**51.96**	156.94
(b) Dividend Income		
- Subsidiaries	**989.99**	989.99
(c) Net Gain arising on Investment measured at Fair Value through Profit and Loss	**150.00**	1,530.00
TOTAL	**1194.14**	2680.94

Note No. 16 - Employee benefits expense

(₹ in lakh)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Salary and wages (including deputation charges)	**1.18**	1.18
TOTAL	**1.18**	1.18

Note No. 17 - Other Expenses

(₹ in lakh)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
(a) Professional charges	**2.38**	1.57
(b) Payments to auditors (including service tax):		
(i) For audit	**0.25**	0.25
(c) Miscellaneous expenses	**0.09**	0.22
(d) ROC Expenses	**0.65**	0.53
TOTAL	**3.37**	2.57

Note No. 18 - Current Tax and Deferred Tax

(a) Income Tax recognised in profit or loss

(₹ in lakh)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Current Tax:		
In respect of current year	**12.48**	39.57
Deferred Tax:		
In respect of current year Gain arising on Investment measured at Fair Value through Profit and Loss 1,50,00,000*25.168%	**37.76**	–
TOTAL	**50.24**	39.57

Note No. 19 - Contingent liabilities and commitments

(₹ in lakh)

Contingent liabilities (to the extent not provided for)	As at 31 March, 2026	As at 31 March, 2025
Contingent liabilities		
(a) Guarantee		
For Subsidiary Company / Joint Venture - Mahindra Water Utilities Limited	**–**	–
– Amount of Gurantee outstanding	**1,800.00**	1,800.00
– Maximum liablity of the Company	**1,800.00**	1,800.00

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

Note No. 20 - Earnings per share

(₹ in lakh)

Sr. No.	Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
(a)	Profit/(loss) for the period	**1,139.35**	2,637.63
(b)	Weighted average number of equity shares (No.)	**1,80,00,000**	1,80,00,000
(c)	Basic/Diluted earning per share	**6.33**	14.65
(d)	Nominal value per share	**10**	10

Note No. 21 - Segment Reporting

The company has a single reportable segment namely development of infrastructure projects and infrastructure related services in India for the purpose of Ind As 108 on segment reporting.

Note No. 22 - Related Party Transactions

Related party disclosures as required by Ind As 24 "Related Party Disclosures" are given below.

Enterprises Controlling the Company

1	Mahindra & Mahindra Limited	Ultimate Holding Company
2	Mahindra Lifespace Developers Limited	Holding Company

Subsidiary

1	Mahindra Water Utilities Limited

Fellow Subsidiary

1	Mahindra Construction Company Limited
2	Mahindra Bloomdale Developers Ltd.

Joint Ventures

1	Mahindra Inframan Water Utilities Private Limited

Associate of Holding Company

1	Mahindra Knwoledge Park (Mohali) Limited

(₹ in lakh)

Particulars	For the year ended	Mahindra & Mahindra Limited	Mahindra Lifespace Developers Limited	Mahindra Water Utilities Limited	Mahindra Bloomdale Developers Ltd.	Mahindra Inframan Water Utilities Private Limited	Mahindra Construction Company Limited	KMP of the Company and KMP of parent Company	Mahindra Knwoledge Park (Mohali) Limited
Nature of transactions with Related Parties									
Employee benefit	**31-Mar-26**	**–**	**1.00**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	–	*1.18*	–	–	–	–	–	–
ICD given	**31-Mar-26**			**1.00**					**2.50**
	31-Mar-25	–	–	–	–	*1.00*	–		*2.50*
Interest Received	**31-Mar-26**			**0.58**	**50.87**				**0.51**
	31-Mar-25	–	–	–	*155.72*	*0.48*	*0.48*		*0.26*
Dividend Paid	**31-Mar-26**		**3,069.00**						
	31-Mar-25	–	*1,000.00*	–	–	–	–	–	–
Dividend Income	**31-Mar-26**			**989.99**					
	31-Mar-25	–	–	*989.99*	–	–	–	–	–
Remuneration to Company Secretary	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**0.79**	**–**
	31-Mar-25	–	–	–	–	–	–	–	–
Business support charges	**31-Mar-26**	**1.00**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	*1.18*	–	–	–	–	–	–	–
Refund of ICD given	**31-Mar-26**	**–**	**–**	**–**	**1,617**	**–**	**–**	**–**	**–**
	31-Mar-25	–	–	–	–	–	–	–	–

*Previous year figures are in *Italic*

Nature of Balances with Related Parties	Balances as on	Mahindra & Mahindra Limited	Mahindra Lifespace Developers Limited	Mahindra Water Utilities Limited	Mahindra Bloomdale Developers Ltd.	Mahindra Inframan Water Utilities Private Limited	Mahindra Construction Company Limited	KMP of the Company and KMP of parent Company	Mahindra Knwoledge Park (Mohali) Limited
ICD Receivable	**31-Mar-26**	**–**	**–**	**–**	**–**	**6.30**	**–**	**–**	**5.80**
	31-Mar-25	–	–	–	*1,617.00*	*5.30*	–	–	*3.30*
Interest on ICD Receivable	**31-Mar-26**	**–**	**–**	**–**	**–**	**1.47**	**–**	**–**	**0.76**
	31-Mar-25	–	–	–	*585.95*	*0.89*	*4.61*	–	*0.00*
Other Payables	**31-Mar-26**	**–**	**1.08**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	–	*1.08*	–	–	–			–

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

Note No. 23 As the Company can continue its current operations with its own cash resources for a period of atleast one year, the accounts of the Company for the period ended **31 March, 2026** have been prepared on the basis of going concern.

Note No. 24 - Financial Instruments

[I] Capital management

The Company's capital management objectives is to ensure the Company's ability to continue as a going concern

The capital structure of the Company consists of equity.

The Company does not have any borrowings.

The Company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

[II] Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

A) CREDIT RISK

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primary trade receivables) and from its financing activities, including deposits with banks and other financial instruments.

(i) Trade receivables

Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date and the Company measures the loss allowances at an amount equal to lifetime expected credit lossess. The Company does not hold collateral as security.

(ii) Financial instruments and cash deposits:

Credit risk from balances with banks is managed by the Company in accordance with the Company's policy. Investments of surplus funds are made only with bank.

B) LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

(₹ in lakh)

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total	Carrying Value
Non-derivative financial liabilities						
31-Mar-26						
Trade Payable	1.67	–	–	–	1.67	1.67
Total	**1.67**	**–**	**–**	**–**	**1.67**	**1.67**
31-Mar-25						
Trade Payable	1.59	–	–	–	1.59	**1.59**
Total	**1.59**	**–**	**–**	**–**	**1.59**	**1.59**

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

(i) Currency Risk

The Company undertakes transactions denominated only in Indian Rupees and hence, there is no risk of foreign exchnage fluctuations.

(ii) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company does not have significant exposure to the risk of changes in market interest rates.

(iii) Other price risk

The Company does not have significant other price risk.

Note No. 25 - Financial Ratios

(₹ in lakh)

	Particulars	Numerator	Denominator	For the year ended 31 March, 2026	For the year ended 31 March, 2025	% Variance	Reason for material variance
a)	Current Ratio	Current Assets	Current Liabilities	20.05	351.65	-94.30%	Loan Repaid
b)	Debt Equity Ratio (Gross)	Debt	Equity	NA	NA	NA	–
c)	Debt Service Coverage Ratio (DSCR)	Earning Available for debt service	Debt Service	NA	NA	NA	–
d)	Return of Equity	Profit/(Loss) After Tax	Average Equity	36.99%	3.44%	974.17%	Increase in Profit After Tax
e)	Inventory Turnover ratio	Revenue from Operations	Average Inventory	NA	NA	NA	–

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH 2026

	Particulars	Numerator	Denominator	For the year ended 31 March, 2026	For the year ended 31 March, 2025	% Variance	Reason for material variance
f)	Trade Receivables turnover ratio	Revenue from Operations	Average Trade Receivables	NA	NA	NA	–
g)	Trade Payable turnover ratio	Cost of Sales	Average Trade payable	NA	NA	NA	–
h)	Net capital turnover ratio,	Revenue from Operations	Average Working Capital (4)	NA	NA	NA	–
i)	Net profit ratio	Profit/(Loss) After Tax	Revenue from Operations	0.00%	0.00%	0.00%	–
j)	Return on Capital employed	Earning before interest & taxes	Capital employed	53.86%	65.21%	-17.40%	
k)	Return on investment	Income generated from Investment	Average investments (Gross)	58.66%	64.38%	-8.89%	

Schedule III require explanation where the change in the ratio is more that 25% as compared to the preceding year. Accordingly explanation is given only for the said ratios.

Note No. 26 - Additional regulatory information

Details of benami property held

No proceedings have been initiated on or are pending against the group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

Relationship with struck off companies

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

Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

Note No. 27 - Events after the reporting period

No material events have occurred after the Balance Sheet date and upto the approval of the Financial Statements.

Note No. 28 - Continues - Fair Value Measurement

Financial assets measured at fair value

Financial assets	Fair value as at		Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship of unobservable inputs to fair value and sensitivity
	31-Mar-26	31-Mar-25				
Financial assets						
Investments in equity instruments						
– New Tirupur Area Development Corporation Limited (NTADCL) (15,000,000 equity shares of Rs. 10 each)	150.00	1,530.00	Level 3	Discounted cashflow method	On the basis of NTADCL's own data, taking into account all information about market participant that is reasonably available.	NA
Total financial liabilities	**150.00**	**1,530.00**				

Note No. 29 Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

In terms of our report attached

For **MAKK & Co.**

Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No: 049818

Place: Mumbai
Date: 10th April, 2026

For and on behalf of the Board of Directors

Manoj Gupta
Chief Financial Officer

Sriram Kumar
Director (DIN:07986708)

Santosh Ghatpande
ACS: 17322

Parveen Mahtani
Director (DIN:05189797)

Place: Mumbai
Date: 10th April, 2026

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries or associate companies or joint ventures

Part "A": Subsidiaries

(Rs. in Lakhs)

Particulars	**Subsidiary**
S.No	1
Name of the subsidiary	Mahindra Water Utilities Ltd.
The date since when subsidiary was acquired	NA
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA
Share capital	10
Reserves & surplus	1023.56
Total assets	1576.96
Total Liabilities	543.4
Investments	458.51
Turnover	2332.13
Profit before taxation	637.60
Provision for taxation	129.80
Profit after taxation	380.17
Proposed Dividend	NIL
% of shareholding	98.99%

Notes:

1. No Subsidiaries which are yet to commence operations.
2. No Subsidiaries which have been liquidated or sold during the year.

Part "B": Associates/Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2O13 related to Associate Companies and Joint Ventures

Particulars	Joint Venture	Associate
Name of associates/Joint Ventures	Mahindra Inframan Water Utilities Pvt Ltd.	Rathna Bhoomi Enterprises Pvt Ltd.
Latest audited Balance Sheet Date	31.03.2026	31.03.2026
Date on which the Associate or Joint Venture was associated or acquired	30-07-2004	05-09-2001
Shares of Associate or Joint Ventures held by the company on the year end	50%	50%
Nos.	24,999	500
Amount of Investment in Joint Venture or Associates	2,49,990	5,000
Extend of Holding %	50%	50%
Description of how there is significant influence	Note 1	Note 1
Reason why the associate/joint venture is not consolidated		
Net worth attributable to shareholding as per latest audited Balance Sheet	(3.74)	(14.70)
Profit or Loss for the year		
i. Considered in Consolidation	–	–
ii. Not Considered in Consolidation	(0.80)	(0.31)

Notes:

1. There is significant influence due to percentage (%) of Share Capital.
2. No Associates/Joint Venture which are yet to commence operations.
3. No Associates/Joint Venture which have been liquidated or sold during the year.
4. Pursuant to Rule 6 of the Companies (Accounts) Rules, 2014, the Company is exempted from preparation of consolidated financial statements.

For and on behalf of the Board of Directors

Santosh Ghatpande
Company Secretary
ACS: 17322

Sriram Kumar
Director(DIN:07986708)

Manoj Gupta
Chief Financial Officer

Parveen Mahtani
Director (DIN: 05189797)

Place: Mumbai
Date: 10/04/2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MAHINDRA WORLD CITY (MAHARASHTRA) LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Mahindra World City (Maharashtra) Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026 and the Statement of Profit and Loss and Statement of Cash Flows for the year then ended, the Statement of Changes in Equity for the year then ended and Notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026 and its Loss and cash flows for the year ended on that date.

Basis for Opinion

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

Key Audit Matters

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

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

Information other than the financial statements and auditors' report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that if there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the financial statements

The Company's Board of Directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements

can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report agree with the books of account.
   (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
   (e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company does not have any pending litigations which would impact its financial statements;

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

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

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

vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

3. As required by Section 197(16) of the Act, based on our audit, we report that the Company has not paid remuneration to its directors for the year under audit. Hence, this clause is not applicable to the Company.

For M/s. MAKK & Co.
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No: 049818

Place: Mumbai
Date: 10th April, 2026
UDIN: 26049818TXIIMC8298

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

i. As per information provided by the Company to us and examination of the books of accounts, the Company does not have Property, Plant and Equipment and Intangible assets, accordingly, the requirements under paragraph 3 (i) (a), (b), (c), (d) and (e) are not applicable to the Company.

ii. (a) As per information and explanation provided by the Company to us and examination of the books of accounts, the Company does not have Inventories, accordingly, the requirements under paragraph 3 (ii) (a) are not applicable to the Company.

(b) As per information and explanation provided by the Company to us, the Company does not have any sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, paragraph 3 (ii) (b) of the Order is not applicable to the Company.

iii. (a) As per information and explanation provided by the Company to us, during the year the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, paragraph 3 (iii) (a) of the Order is not applicable to the Company.

iv. According to the Information and explanation given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, Investments made, guarantees given and security as applicable.

v. The Company has not accepted any deposits from the public within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there-under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

vi. The maintenance of cost records as specified under subsection (1) of the section 148 of the Act are not applicable to the Company and hence relevant provisions of the Order is not applicable.

vii. (a) According to information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including income tax, Goods and Service Tax (GST), and other material statutory dues, as applicable, with the appropriate authorities and there are no outstanding as on the last day of the financial year concerned for a period of more than six months. The Company has no obligation under Provident Fund and Employee State Insurance Rules. Payment of Sales Tax, Wealth Tax, Customs and Excise duties and Value Added Tax is not applicable to the Company during the period of Audit period.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to the records of the company, there are no dues outstanding with respect to income tax, provident fund, employees state insurance, GST and Cess, as applicable, on account of dispute.

viii. As per information and explanation provided by the Company to us, there are no transactions which are not recorded in the books of account have been surrendered or disclosed as income during the Audit period in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Hence relevant provision of the Order is not applicable.

ix. According to the records of the company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of any loans since it has not availed of any loans from any bank nor has borrowed from any financial institution. The Company has also not issued any debentures as at the balance sheet date

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) or by way of private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

xi. (a) During the course of our examination of the books and records of the company, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company nor any fraud on the Company has been noticed or reported during the year nor have we been informed of any such instance by the management.

(b) During the course of our examination of the books and records of the company and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the order is not applicable to the Company.

xii. The Company is not a Nidhi Company and so relevant clause is not applicable.

xiii. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us all transactions with related parties have been disclosed in the financial statements.

xiv. The Company is the unlisted public limited company and does not have paid up share capital of fifty crore rupees or more during the preceding financial year; turnover of two hundred crore rupees or more during the preceding financial year; or outstanding loans or borrowings from banks or public financial institutions exceeding one hundred crore rupees or more at any point of time during the preceding financial year; outstanding deposits of twenty five crore rupees or more at any point of time during the preceding financial year. Hence, section 138 is not applicable and so relevant clause is not applicable.

xv. The Company has not entered into any non-cash transactions with directors or persons connected with any director of the Company.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

xvii. The Company has incurred cash losses in the Audit Period of Rs.3.95 lakhs and in the immediately preceding financial year (FY 2024-25) Rs. 3.13 Lakhs.

xviii. During the year no, statutory auditors has been resigned, hence relevant clause is not applicable.

xix. (a) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

(b) We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

xx. (a) There were no amounts which were required to be transferred to fund specified under Schedule VII of Companies Act, 2013.

(b) The company does not have net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year. Hence Section 135 is not applicable and so relevant clause is not applicable.

xxi. Clause (xxi) of the Order is not applicable to the Company since report is of Standalone Financial Statement.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818

Place: Mumbai
Date: 10th April, 2026
UDIN: 26049818TXIIMC8298

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF MAHINDRA WORLD CITY (MAHARASHTRA) LIMITED

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

We have audited the internal financial controls over financial reporting of **Mahindra World City (Maharashtra) Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

A company's internal financial control over financial reporting includes those policies and procedures that

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818

Place: Mumbai
Date: 10th April, 2026
UDIN: 26049818TXIIMC8298

BALANCE SHEET AS AT 31 MARCH, 2026

(₹ in lakhs)

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
ASSETS			
NON-CURRENT ASSETS			
(a) Investments	4	**1,707.11**	1,707.11
SUB-TOTAL		**1,707.11**	1,707.11
CURRENT ASSETS			
(b) Financial Assets			
(i) Cash and Cash Equivalents	5	**0.18**	3.41
(c) Current Tax Assets	6	**–**	–
SUB-TOTAL		**0.18**	3.41
TOTAL ASSETS		**1,707.29**	1,710.52
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	7	**2,542.37**	2,542.37
(b) Other Equity	8	**(1,017.20)**	(1,013.26)
SUB-TOTAL		**1,525.17**	1,529.11
LIABILITIES			
NON-CURRENT LIABILITIES			
(a) Provisions	9	**180.45**	180.45
SUB-TOTAL		**180.45**	180.45
CURRENT LIABILITIES			
(a) Trade Payables	10		
- total outstanding dues of micro enterprises and small enterprises		**–**	–
- total outstanding dues of trade payables other than micro enterprises and small enterprises		**1.04**	0.39
(b) Provisions	9	**0.53**	0.53
(c) Other Current Liabilities	11	**0.09**	0.04
SUB-TOTAL		**1.66**	0.96
TOTAL		**1,707.29**	1,710.52

Summary of Material Accounting Policies

The accompanying notes 1 to 25 are an integral part of these financial statements

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No:117246W

Mukesh Maheshwari
Partner
Membership No:049818

Place : Mumbai
Date: 10th April 2026

For and on behalf of the Board Directors

Kiran Kintali
CEO & CFO

Vimalendra Singh
Director
DIN: 09128114

Yadunath Dhuri
Company Secretary
(A25121)

Vikram Goel
Director
DIN: 11026849

Place : Mumbai
Date: 10th April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2026

(₹ in lakhs)

	Particulars	Note No.	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
I	Other Income	12	**0.00**	0.00
	Total Revenue (I)		**0.00**	0.00
II	**EXPENSES**			
	(a) Other expenses	13	**3.94**	3.13
	Total Expenses (II)		**3.94**	3.13
III	**Profit/(loss) before tax**		**(3.94)**	(3.13)
IV	**Tax Expense**			
	(1) Current tax	14	**–**	–
	(2) Tax relating to previous year	14	**0.00**	–
	Total tax expense		**0.00**	–
V	**(Loss) after tax (IV-V)**		**(3.94)**	(3.13)
VI	**(Loss) for the period**		**(3.94)**	(3.13)
VII	**Other comprehensive income**			
	A (i) Items that will not be reclassify to profit or loss		**–**	–
VIII	**Total comprehensive income for the period**		**(3.94)**	(3.13)
IX	**Earnings per equity share :**			
	(1) Basic / Diluted	15	**(0.02)**	(0.01)

Summary of Material Accounting Policies

The accompanying notes 1 to 25 are an integral part of these financial statements

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No:117246W

Mukesh Maheshwari
Partner
Membership No:049818

Place : Mumbai
Date: 10th April 2026

For and on behalf of the Board Directors

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CEO & CFO

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Director
DIN: 09128114

Yadunath Dhuri
Company Secretary
(A25121)

Vikram Goel
Director
DIN: 11026849

Place : Mumbai
Date: 10th April 2026

CASH FLOW STATEMENT FOR THE PERIOD ENDED 31 MARCH, 2026

(₹ in lakhs)

Particulars	For the Year ended 31 March, 2026	For the Year ended 31 March, 2025
Cash flows from operating activities		
(Loss) before tax for the year	**(3.94)**	(3.13)
Adjustments for:		
Interest income	**–**	(0.00)
Share issue expenses	**–**	–
	(3.95)	(3.13)
Movements in working capital:		
(Increase)/Decrease in Other financial assets	**–**	0.06
Increase/(Decrease) in trade and other payables	**0.65**	–
Increase/(decrease) in provisions	**0.00**	0.00
Increase/(Decrease) in other liabilities	**0.06**	0.04
	0.71	0.10
Income taxes paid	**–**	–
Net cash (used in)/generated from operating activities (A)	**(3.24)**	(3.03)
Cash flows from investing activities		
- Matured	**–**	–
Interest received on Fixed Deposit	**–**	0.00
Net cash Generated from /(used in) Investing activities (B)	**–**	–
Cash flows from financing activities		
Payment for share issue costs	**–**	–
Net Cash generated from/(used in) financing activities (C)	**–**	–
Net (decrease)/ increase in cash (A+B+C)	**(3.24)**	(3.03)
Cash and cash equivalents at the beginning of the year/period	**3.41**	6.44
Cash and cash equivalents at the end of the year /period	**0.18**	3.41

Summary of Material Accounting Policies

The accompanying notes 1 to 25 are an integral part of these financial statements

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No:117246W

Mukesh Maheshwari
Partner
Membership No:049818

Place : Mumbai
Date: 10th April 2026

For and on behalf of the Board Directors

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CEO & CFO

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DIN: 09128114

Yadunath Dhuri
Company Secretary
(A25121)

Vikram Goel
Director
DIN: 11026849

Place : Mumbai
Date: 10th April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH, 2026

(₹ in lakhs)

A. Equity share capital	
As on 31st March, 2024	**2,542.37**
Changes in equity share capital during the year	–
As on 31st March, 2025	**2,542.37**
Changes in equity share capital during the year	–
As on 31st March, 2026	**2,542.37**

a. Equity share capital	
	No. of shares
As on 31st March, 2024	**2,54,23,700**
Changes in equity share capital during the year	
Issue of equity shares	–
As on 31st March, 2025	**2,54,23,700**
Changes in equity share capital during the year	
Issue of equity shares	–
As on 31st March, 2026	**2,54,23,700**

B. Other Equity	**Retained earnings (₹ in lakh)**
Balance as at 31st March, 2024	**(1,010.13)**
Profit/(Loss) for the year	(3.13)
Other comprehensive income	–
Total comprehensive income	(3.13)
Balance as at 31st March, 2025	**(1,013.26)**
Profit/(Loss) for the year	(3.94)
Other comprehensive income	–
Total comprehensive income	(3.94)
Balance as at 31st March, 2026	**(1,017.20)**

Summary of Material Accounting Policies

The accompanying notes 1 to 25 are an integral part of these financial statements

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No:117246W

Mukesh Maheshwari
Partner
Membership No:049818

Place : Mumbai
Date: 10th April 2026

For and on behalf of the Board Directors

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Director
DIN: 11026849

Place : Mumbai
Date: 10th April 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

1. Corporate information

Mahindra World City (Maharashtra) Limited ("the Company") is a public company incorporated in 2005 under the provisions of erstwhile Companies Act, 1956. The registered office of the Company is located at 4th Floor, Mahindra Towers, Dr. G. M. Bhosale Marg, P. K. Kurne Chowk, Worli, Mumbai – 400 018.

The Company is in the business of development of Multi product SEZ in Maharashtra as a joint venture with Maharashtra Industrial Development Corporation (MIDC).

The Company is subsidiary of Mahindra Lifespace Developers Limited, Mumbai, a company incorporated in India. The ultimate parent company is Mahindra & Mahindra Limited.

2. Material Accounting Policies

2.1 Statement of compliance and Basis of preparation and presentation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016.

All assets and liabilities are classified as current if it is expected to realise or settle within 12 months after the Balance Sheet date.

The financial statements are presented in Indian Rupees (Rs.) which is also the Company's functional currency.

The financial statements were approved by the Board of Directors and authorised for issue on 10th April 2026.

2.2 Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any. Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use. The estimated useful lives, residual values, are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the statement of profit and loss.

Financial assets and Liabilities

2.3 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of profit or loss.

2.4 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

2.4.1 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets. With respect to trade receivables, the Company measures the loss allowances at an amount equal to lifetime expected credit losses.

2.4.2 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the statement of profit and loss if such gain or loss would have otherwise been recognised in the statement of profit and loss on disposal of that financial asset.

2.5 Financial liabilities and equity instruments

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

2.5.1 Equity instruments

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

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.5.1.1 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at Fair value through profit and loss.

2.5.1.2 Derecognition of financial liabilities

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

2.6 Revenue recognition

Revenue on account of sale of services is recognised under the completed service contract method to the extent it is probable that the economic benefit will flow to the Company and the revenue can be reliably measured.

Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

Dividend income is recognised in the statement of profit and loss when the right to receive payment is established.

Interest Income is accounted for on time proportion basis.

2.7 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.7.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.7.2 Deferred tax

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences could be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.7.3 Current and deferred tax for the year

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

2.7.4 Minimum Alternate Tax (MAT):

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax against which the MAT paid will be adjusted.

2.8 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.9 Cash Flow Statement

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

3. Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses, etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Note No. 4 - Investments

Particulars	Face Value (₹)	As at 31st March, 2026 Nos.	As at 31st March, 2026 (₹ in lakh)	As at 31st March, 2025 Nos.	As at 31st March, 2025 (₹ in lakh)
A. Investments carried at cost or deemed cost					
I. Unquoted Investments (all fully paid)					
Investments in Equity Instruments					
Deep Mangal Developers Private Limited	10	**5,29,160**	**1,706.66**	5,29,160	1,706.66
Mahindra Construction Company Limited	10	**3,000**	**0.30**	3,000	0.30
Moonshine Construction Private Limited	10	**20**	**0.00**	20	0.00
Mahindra Ugine Steel Limited	1	**1**	**0.00**	1	0.00
Rathna Bhoomi Enterprises Private Limited	10	**500**	**0.05**	500	0.05

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

Particulars	Face Value (₹)	As at 31st March, 2026 Nos.	As at 31st March, 2026 (₹ in lakh)	As at 31st March, 2025 Nos.	As at 31st March, 2025 (₹ in lakh)
Investments in Preference shares					
- of associate					
7% Non-cumulative redeemable participating optionally convertible preference shares in Moonshine Construction Private Limited	10	**4,479**	**0.45**	4,479	0.45
Rathna Bhoomi Enterprises Private Limited	10	**1,19,250**	**11.93**	1,19,250	11.93
Prudential Management & Services Private Limited	1	**2**	**0.00**	2	0.00
MCCL	1	**1**	**0.00**	1	0.00
Investments in Preference shares					
- of associate					
7% Non-cumulative redeemable participating optionally convertible preference shares in Mahindra Knowledge Park Mohali Limited	10	**50,000**	**0.00**	50,000	0.00
Total Impairment value for investment carried at cost			**(12.28)**		(12.28)
			1,707.11		1,707.11

Note No. 5 - Cash and Bank Balances

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Cash and cash equivalents		
(a) Balances with banks	**0.18**	3.41
Total Cash and cash equivalent	**0.18**	3.41

Note No. 6 - Current Tax Asset

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) TDS Receivable	**–**	–
Total Current Tax Assets	**–**	–

Note No. 7 - Equity Share Capital

Particulars	As at 31st March, 2026 No. of shares	As at 31st March, 2026 (₹ in lakh)	As at 31st March, 2025 No. of shares	As at 31st March, 2025 (₹ in lakh)
Authorised:				
Equity shares of Rs.10 each with voting rights	**2,54,23,700**	**2,542.37**	2,54,23,700	2,542.37
Issued, Subscribed and Fully Paid:				
Equity shares of Rs.10 each with voting rights	**2,54,23,700**	**2,542.37**	2,54,23,700	2,542.37
Total	**2,54,23,700**	**2,542.37**	2,54,23,700	2,542.37

Note No. 7a - Equity Share Capital (Contd.)

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period.

Particulars	Opening Balance	Fresh Issue	Redeemed during the year	Closing Balance
(a) Equity Shares with Voting rights*				
Year Ended 31st March 2025				
No. of Shares	2,54,23,700	–	–	2,54,23,700
Amount	2,542.37	–	–	2,542.37
Year Ended 31st March 2026				
No. of Shares	**2,54,23,700**	**–**	**–**	**2,54,23,700**
Amount	**2,542.37**	**–**	**–**	**2,542.37**

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates: (details of fully paid and partly paid also needs to be given)

Particulars	No. of Shares: Equity Shares with Voting rights	No. of Shares: Equity Shares with Differential Voting rights	No. of Shares: Others
As at 31st March 2025			
Mahindra Lifespace Developers Ltd.	2,54,23,700	–	–
As at 31st March 2026			
Mahindra Lifespace Developers Ltd.	**2,54,23,700**	**–**	**–**

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/ Name of shareholder	As at 31st March, 2026 Number of shares held	As at 31st March, 2026 % holding in that class of shares	As at 31st March, 2025 Number of shares held	As at 31st March, 2025 % holding in that class of shares
Equity shares with voting rights				
Mahindra Lifespace Developers Ltd.	**2,54,23,700**	**100.00%**	2,54,23,700	100.00%

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

(iv) Details of shareholdings by the Promoter's of the Company

Class of shares/ Name of shareholder	As at 31st March, 2026 Number of shares held	% holding in that class of shares	As at 31st March, 2025 Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Lifespace Developers Ltd.	**2,54,23,700**	**100.00%**	2,54,23,700	100.00%

Note No. 8 - Other equity

(₹ in lakh)

	Retained earnings	Total
Balance at 31st March, 2024	**(1,010.13)**	**(1,010.13)**
Profit/(Loss) for the year	(3.13)	(3.13)
Other comprehensive income	–	–
Balance at 31st March, 2025	**(1,013.26)**	**(1,013.26)**
Profit/(Loss) for the year	(3.94)	(3.94)
Other comprehensive income	–	–
Balance at 31st March 2026	**(1,017.20)**	**(1,017.20)**

Note No. 9 - Provisions

(₹ in lakh)

Particulars	As at 31st March, 2026 Current	Non-Current	As at 31st March, 2025 Current	Non-Current
(a) Provisions				
Other Provisions	**0.53**	**180.45**	0.53	180.45
Total Provisions	**0.53**	**180.45**	0.53	180.45

Note No. 10 - Trade Payables

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Trade payable - total outstanding Dues of micro enterprises and small enterprises	**–**	–
Trade payable - total outstanding dues of trade payables other than micro enterprises and small enterprises	**1.04**	0.38
Total trade payables	**1.04**	0.38

Note:

(i) No Companies have been identified under the Micro, Small and Medium Enterprises Development Act, 2006 and hence the disclosure as required by Notification No. G.S.R. 719 (E), dated 16 November, 2007 issued by the Ministry of Corporate Affairs is not applicable.

10 a - Ageing for trade payable from the due date of payment for each of the category is as follows:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Undisputed dues of creditors other than micro enterprises and small enterprises		
Unbilled	**–**	–
Not Due	**–**	–
0 months - 1 year	**1.04**	0.38
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
	1.04	0.38

Note No. 11- Other Current Liabilities

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Statutory dues		
(a) TDS Payable	**0.09**	0.04
(b) Provision for tax-Current Year	**–**	–
Total Other Current Liabilities	**0.09**	0.04

Note No. 12 - Other Income

(₹ in lakh)

Particulars	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
(a) Interest Income on:		
Bank Deposits	**–**	–
Income Tax Refund*	**–**	0.00
(b) Miscellaneous Income (liabilities no longer required written back)	**–**	–
Total Other Income	**–**	0.00

*in thousands

Note No. 13 - Other Expenses

(₹ in lakh)

Particulars	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
(a) Auditors remuneration and out-of-pocket expenses		
(i) As Auditors	**0.34**	0.34
(b) Other expenses		
(i) Legal and other professional costs	**3.49**	2.79
(ii) Rates & Taxes	**0.07**	–
(iii) Miscellaneous expenses	**0.04**	–
Total Other Expenses	**3.94**	3.13

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

Note No. 14 - Current Tax

Income Tax recognised in profit or loss

(₹ in lakh)

Particulars	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
(a) Provision for tax-Current Year	**–**	–
(b) Tax related to previous year (AY 23-24)	**0.00**	–
Total income tax expense on continuing operations	**0.00**	–

Note No. 15 - Earnings per Share

(₹ in lakh)

Particulars	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
Basic Earnings per share		
From continuing operations	**(0.02)**	(0.01)
Total basic earnings per share	**(0.02)**	(0.01)
Diluted Earnings per share		
From continuing operations	**(0.02)**	(0.01)
Total diluted earnings per share	**(0.02)**	(0.01)

Particulars	For the Year ended 31st March, 2026	For the year ended 31st March 2025
Profit / (loss) for the year attributable to owners of the Company	**(3.94)**	(3.13)
Less: Preference dividend and tax thereon	**–**	–
Profit / (loss) for the year used in the calculation of basic earnings per share	**(3.94)**	(3.13)
Weighted average number of equity shares	**2,54,23,700**	2,54,23,700
Earnings per share from continuing operations - Basic	**(0.02)**	(0.01)

Note No. 16 - Related Party Transactions

Related party disclosures as required by Ind As 24 "Related Party Disclosures" are given below.

Enterprises Controlling the Company

(₹ in lakh)

1	Mahindra & Mahindra Limited	Ultimate Holding Company
2	Mahindra Lifespace Developers Limited	Holding Company
3	Deep Mangal Developers Private Limited	Subsidiary Company
4	Mahindra World City Developers Limited	Joint Venture of holding company

Particulars	For the year ended	Ultimate Holding Company	Holding Company	Subsidiary	Joint Venture of holding company
Nature of transactions with Related Parties					
Reimbursement made to parties	**31-Mar-26**	**–**	**–**	**–**	**–**
	31-Mar-25	**1.00**	**–**	**–**	**–**
Availment of Service	**31-Mar-26**	**–**	**–**	**–**	**–**
	31-Mar-25	–	–	–	–
Employee Benefit	**31-Mar-26**	**–**	**–**	**–**	**–**
	31-Mar-25	–	0.10	–	0.25

Nature of Balances with Related Parties	Balances as on	Ultimate Holding Company	Holding Company	Subsidiary	Joint Venture of holding company
Trade payables	**31-Mar-26**	**–**	**–**	**–**	**–**
	31-Mar-25	–	0.11	–	0.27

Notes:

1. During the year, there were no amounts required to be written off or written back in respect of debts due from or to related parties.
2. Related parties have been identified by the Management.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

Note No. 17 - The accounts of the Company for the year ended **31st March, 2026** have been prepared on the basis of going concern.

Note No. 18 - Financial Instruments

Capital management

The Company's capital management objectives are:

– safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders

– maintain an optimal capital structure to reduce the cost of capital

The Management of the Company monitors the capital structure using debt ratio which is determined as the proportion of total debt to total equity.

Debt ratios are as follows:	**As at 31st March, 2026**	As at 31st March, 2025
Debt (A)	**–**	–
Equity (B)	**1,525.17**	1,529.11
Debt Ratio (A/B)	**–**	–

Categories of financial assets and financial liabilities

The following tables shows the carrying amount and fair values of financial assets and financial liabilities by category:

	As at 31st March, 2026			
	Amortised Costs	**FVTPL**	**FVOCI**	**Total**
Non-current Assets				
Investments	1,707.11	–	–	**1,707.11**
Current Assets				
Investments	–	–	–	**–**
Trade Receivables	–	–	–	**–**
Other Bank Balances	0.18	–	–	**0.18**
Non-current Liabilities				
Borrowings	–	–	–	**–**
Current Liabilities				
Borrowings	–	–	–	**–**
Trade Payables	1.04	–	–	**1.04**
Other Financial Liabilities		–	–	
- Non Derivative Financial Liabilities	–	–	–	**–**

	As at 31st March, 2025			
	Amortised Costs	**FVTPL**	**FVOCI**	**Total**
Non-current Assets				
Investments	1,707.11	–	–	**1,707.11**
Current Assets				
Investments	–	–	–	**–**
Trade Receivables	–	–	–	**–**
Other Bank Balances	3.41	–	–	**3.41**
Non-current Liabilities				
Borrowings	–	–	–	**–**
Current Liabilities				
Borrowings	–	–	–	**–**
Trade Payables	0.39	–	–	**0.39**
Other Financial Liabilities		–	–	
- Non Derivative Financial Liabilities	–	–	–	**–**

[II] Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

A) CREDIT RISK

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is not exposed to credit risk.

B) LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	**Less than 1 Year**	**1-3 Years**	**3 Years to 5 Years**
Non-derivative financial liabilities			
31 March 2026			
Long Term Borrowing			
Long Term Borrowing - Principal	**–**	**–**	**–**
Non-derivative financial liabilities			
31 March 2025			
Long Term Borrowing			
Long Term Borrowing - Principal	–	–	–

C) MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

(i) Currency Risk

The Company undertakes transactions denominated only in Indian Rupees and hence, there is no risk of foreign exchange fluctuations.

(ii) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company does not have exposure to the risk of changes in market interest rates.

(iii) Other price risk

The Company does not have other price risk.

Note No. 19 - Fair Value Measurement

Fair Valuation Techniques and Inputs used

This section explains the judgment and estimates made in determining the fair value of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in financials statements. To provide an indication about the reliability of the inputs used in determining the fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standards.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

Fair value of financial assets and financial liabilities that are not measured at fair value

(₹ in lakh)

Particulars	31-Mar-26 Carrying amount	31-Mar-26 Fair value	31-Mar-25 Carrying amount	31-Mar-25 Fair value
Financial assets				
Financial assets carried at Amortised Cost				
– cash & cash equivalents	**0.18**	**–**	3.41	–
Total	**0.18**	**–**	3.41	–
Financial liabilities				
Financial liabilities held at amortised cost				
– loans from other entities	**–**		–	
– other financial liabilities	**–**	**–**	–	–
Total	**–**	**–**	–	–

(₹ in lakh)

Financial assets/ financial liabilities	Fair value hierarchy as at 31 March, 2026			
	Level 1	**Level 2**	**Level 3**	**Total**
Financial assets				
Financial assets carried at Amortised Cost				
(i) Trade receivables	–	–	–	–
(ii) Cash and cash equivalents	–	0.18	–	0.18
Total	**–**	**0.18**	**–**	**0.18**

(₹ in lakh)

Financial assets/ financial liabilities	Fair value hierarchy as at 31 March, 2026			
	Level 1	**Level 2**	**Level 3**	**Total**
Financial liabilities				
Financial liabilities held at amortised cost				
(i) Long term loan	–	–	–	–
(ii) Other financial liabilities	–	–	–	–
Total	**–**	**–**	**–**	**–**

(₹ in lakh)

Financial assets/ financial liabilities	Fair value hierarchy as at 31st March, 2025			
	Level 1	**Level 2**	**Level 3**	**Total**
Financial assets				
Financial assets carried at Amortised Cost				
(i) Cash and cash equivalents	–	3.41	–	3.41
Total	**–**	**3.41**	**–**	**3.41**
Financial liabilities				
Financial liabilities held at amortised cost				
(i) Long term loan	–	–	–	–
(ii) Other financial liabilities	–	–	–	–
Total	**–**	**–**	**–**	**–**

Note: The Group has not disclosed the fair value for financial instruments, because the carrying amounts are a reasonable approximation of fair value.

Note no. 20 - Financial Ratios

(₹ in lakh)

	Particulars	Numerator	Denominator	For the year ended 31 March, 2026	For the year ended 31 March, 2025	% Variance	Reason for Variance
a)	Current Ratio	Current Assets	Current Liabilities	**0.11**	3.57	-96.95%	Decrease in Current Assets
b)	Debt Equity Ratio (Gross)	Debt	Equity	**–**	–	0.00%	–
c)	Debt Service Coverage Ratio (DSCR)	Earning Available for debt service	Debt Service	**–**	–	0.00%	–
d)	Return of Equity	Profit/(Loss) After Tax	Average Equity	**-0.26%**	-0.20%	26.58%	Company has incurred losses during the current year.
e)	Inventory Turnover ratio	Revenue from Operations	Average Inventory	**NA**	NA	NA	–
f)	Trade Receivables turnover ratio	Revenue from Operations	Average Trade Receivables	**NA**	NA	NA	–
g)	Trade Payable turnover ratio	Cost of Sales	Average Trade payable	**NA**	NA	NA	–
h)	Net capital turnover ratio,	Revenue from Operations	Average Working Capital (4)	**NA**	NA	NA	–
i)	Net profit ratio	Profit/(Loss) After Tax	Revenue from Operations	**0.00%**	0.00%	0.00%	
j)	Return on Capital employed	Earning before interest & taxes	Capital employed	**-0.26%**	-0.39%	-33.23%	Company has incurred losses during the current year.
k)	Return on investment	Income generated from Investment	Average investments (Gross)	**0.00%**	0.00%	0.00%	

NOTES FORMING PART OF THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

Note no. 21 - Additional regulatory information

Details of benami property held

No proceedings have been initiated on or are pending against the group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

Relationship with struck off companies

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

Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

provide any guarantee, security or the like on behalf of the ultimate beneficiaries

Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

(a) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note no. 22 - Events after the reporting period

No material events have occurred after the Balance Sheet date and up to the approval of the Financial Statements.

Note no. 23 - Previous Year Figures

The figures for the previous year have been regrouped wherever necessary to confirm to current year's grouping.

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No:117246W

Mukesh Maheshwari
Partner
Membership No:049818

Place : Mumbai
Date: 10th April 2026

For and on behalf of the Board Directors

Kiran Kintali
CEO & CFO

Vimalendra Singh
Director
DIN: 09128114

Yadunath Dhuri
Company Secretary
(A25121)

Vikram Goel
Director
DIN: 11026849

Place : Mumbai
Date: 10th April 2026

Form AOC-I

Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Account) Rules, 2014. Statement containing salient features of financial statements of Subsidiary / Associates / Joint Ventures.

Part "A" Subsidiaries

(₹ in lakh)

Name of Subsidiary	Deep Mangal Developers Limited	Mahindra Knowledge Park (Mohali) Limited
Reporting period of the subsidiary concerned, if different from the holding company's reporting period	NA	NA
Reporting Currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA	NA
Share capital	642.01	0.001
Reserves & surplus	(102.47)	(118.46)
Total assets	548.15	0.95
Total Liabilities	8.61	114.41
Investments	0.05	–
Turnover	10.91	5.75
Profit/(Loss) before taxation	9.35	3.42
Provision for taxation	1.95	(Nil)
Profit/(Loss) after taxation	7.40	3.42
Proposed Dividend	–	–
% of shareholding	82.47%	99.97%

Notes:
1. No subsidiaries which are yet to commence operations.
2. No subsidiaries which have been liquidated or sold during the year.

Part "B" Associates/Joint Ventures

(₹ in lakh)

	ASSOCIATES	
Name of Associates/Joint Ventures	**Moonshine Construction Private Limited**	**Rathna Bhoomi Enterprises Private Limited**
Latest Audited Balance Sheet Date	31-Mar-26	31-Mar-26
Shares of Associate/Joint Venture held by the Company on the year end:		
No. of Equity shares held	20	500
Extent of Holding (%)	49.12%	50.00%
Amount of investment in Associates (in Rs.)	200	5,000
Description of how there is significant influence	#	#
Reason why the Associate/joint venture is not consolidated	*	*
Net worth attributable to Shareholding as per latest audited Balance sheet (₹ in lakh)	(15.85)	(14.70)
Profit/(Loss) for the year:		
i) Considered in Consolidation (₹ in lakh)	–	–
ii) Not Considered in Consolidation (₹ in lakh)	(0.59)	(0.31)

Notes:

1. No Associates/Joint Venture which are yet to commence operations.
2. No Associates/Joint Venture which have been liquidated or sold during the year.
3. Pursuant to Rule 6 of the Companies (Accounts) Rules, 2014, the Company is exempted from preparation of consolidated financial statements.

Significant influence due of % of share holding.
* No control based on control assessment

For and on behalf of the Board Directors

Vimalendra Singh
Director
(DIN-09128114)

Vikram Goel
Director
(DIN-11026849)

Place : Mumbai
Date: 10th April 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF KNOWLEDGE TOWNSHIP LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the accompanying financial statements of **Knowledge Township Limited** ("the Company"), which comprise the Balance sheet as at March 31, 2026 and the Statement of Profit and Loss and statement of cash flows for the year then ended, the Statement of Changes in Equity for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026 and its Loss and cash flows for the year ended on that date.

Basis for opinion

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

Key Audit Matters

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

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

Information other than the financial statements and auditors' report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the financial statements

The Company's Board of Directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit

evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report agree with the books of account.
   (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
   (e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company does not have any pending litigations which would impact its financial statements;
      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
      iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
      (b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
      (c) Based on such audit procedures that were considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under subclause (a) and (b) contain any material misstatement.
      v. No dividend is declared or paid during the year, hence reporting as regards compliance with Section 123 of the Act is not applicable.
      vi. As required by Section 197(16) of the Act, based on our audit, we report that the Company has not paid remuneration to its directors for the year under audit. Hence, this clause is not applicable to the Company.
      vii. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818
UDIN: 26049818SPPKDT5054
Place: Mumbai,
Date: 17th April, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

i. As per information provided by the Company to us, it does not have any Property, Plant and Equipment and intangible assets as on 31st March, 2026. Accordingly, paragraph 3 (i) (a), (b), (d) and (e) of the orders is not applicable to the company.

As per information provided by the Company to us, the Company is having a Land as immovable properties and the title deed of such property is on the name of the Company.

ii. (a) The management has conducted physical verification of stock in hand at reasonable intervals during the year. With respect to inventory represented by development rights and construction work in progress having regards to the nature of inventory, physical verification is carried out by way of verification of title deeds, site visits by the management and certification of extent of work completion by competent persons at reasonable intervals. No material discrepancies were noticed on such verification of stock in hand, development rights and work in progress.

(b) As per information and explanation provided by the Company to us, the Company does not have any sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, paragraph 3 (ii) (b) of the Order is not applicable to the Company.

iii. As per information and explanation provided by the Company to us, during the year the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, paragraph 3 (iii) (a) to (e) of the Order is not applicable to the Company.

iv. According to the Information and explanation given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, Investments made, guarantees given and security as applicable.

v. The Company has not accepted any deposits from the public within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there-under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

vi. The maintenance of cost records as specified under subsection (1) of the section 148 of the Act are not applicable to the Company and hence relevant provisions of the Order is not applicable.

vii. (a) According to information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including income tax, Goods and Service Tax (GST), and other material statutory dues, as applicable, with the appropriate authorities and there are no outstanding as on the last day of the financial year concerned for a period of more than six months. The Company has no obligation under Provident Fund and Employee State Insurance Rules. Payment of Sales Tax, Wealth Tax, Customs and Excise duties and Value Added Tax is not applicable to the Company during the period of Audit period.

(b) According to the records of the company, there are no dues outstanding with respect to income tax, provident fund, employees state insurance, GST and Cess, as applicable, on account of dispute.

viii. As per information and explanation provided by the Company to us, there are no transactions which are not recorded in the books of account have been surrendered or disclosed as income during the Audit period in the tax assessments under the Income Tax Act, 1961. Hence relevant provision of the Order is not applicable.

ix. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or government authority.

(c) According to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us, we report that funds raised on short-term basis have not been utilized for long term purposes by the Company.

(e) According to the information and explanations given to us, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) or by way of private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

xi. (a) During the course of our examination of the books and records of the company, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company nor any fraud on the Company has been noticed or reported during the year nor have we been informed of any such instance by the management.

(b) During the course of our examination of the books and records of the company and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the order is not applicable to the Company.

(c) According to the information and explanation given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

xii. The Company is not a Nidhi Company and so relevant clause is not applicable.

xiii. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us all transactions with related parties have been disclosed in the financial statements.

xiv. The Company is the unlisted public limited company and does not have paid up share capital of fifty crore rupees or more during the preceding financial year; turnover of two hundred crore rupees or more during the preceding financial year; or outstanding loans or borrowings from banks or public financial institutions exceeding one hundred crore rupees or more at any point of time during the preceding financial year; outstanding deposits of twenty five crore rupees or more at any point of time during the preceding financial year. Hence, section 138 is not applicable and so relevant clause is not applicable.

xv. The Company has not entered into any non-cash transactions with directors or persons connected with any director of the Company.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

xvii. The Company has incurred cash loss of Rs.1,34,933 during the Audit Period and it has not incurred cash loss in the preceding financial year (FY 2024-25).

xviii. During the year the no statutory auditors has been resigned, hence relevant clause is not applicable.

xix. (a) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

(b) We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

xx. (a) There were no amounts which were required to be transferred to fund specified under Schedule VII of Companies Act, 2013.

(b) The company does not have net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year. Hence Section 135 is not applicable and so relevant clause is not applicable.

xxi. Clause (xxi) of the Order is not applicable to the Company since report is of Standalone Financial Statement.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818
UDIN: 26049818SPPKDT5054
Place: Mumbai,
Date: 17th April, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF KNOWLEDGE TOWNSHIP LIMITED

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

We have audited the internal financial controls over financial reporting of **Knowledge Township Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818
UDIN: 26049818SPPKDT5054
Place: Mumbai,
Date: 17th April, 2026

BALANCE SHEET AS AT 31ST MARCH 2026

(₹ in Lakhs)

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
I ASSETS			
NON-CURRENT ASSETS			
(i) Property, Plant and Equipment	3	**–**	–
SUB-TOTAL		**–**	–
CURRENT ASSETS			
(i) Inventories	4	**11,769.97**	9,746.71
(ii) Financial Assets			
(a) Cash and Cash Equivalents	5	**1.08**	5.76
(b) Investments	6	**127.00**	37.35
(iii) Other Current Assets	7	**2,591.35**	1,787.85
SUB-TOTAL		**14,489.40**	11,577.67
TOTAL ASSETS		**14,489.40**	11,577.67
II EQUITY AND LIABILITIES			
1 EQUITY			
(i) Equity Share Capital	8	**4,907.17**	4,907.17
(ii) Other Equity	9	**582.40**	583.75
SUB-TOTAL		**5,489.57**	5,490.92
LIABILITIES			
2 NON-CURRENT LIABILITIES			
(i) Financial Liabilities			
(a) Borrowings	10	**7,228.00**	4,650.00
SUB-TOTAL		**7,228.00**	4,650.00
3 CURRENT LIABILITIES			
(i) Financial Liabilities			
(a) Borrowings	11	**872.00**	872.00
(b) Trade Payables	12		
- Total outstanding dues of micro enterprises and small enterprises		**–**	–
- Total outstanding dues of creditors other than micro enterprises and small enterprises		**124.16**	4.23
(c) Other Financial Liabilities	13	**765.16**	555.96
(ii) Other Current Liabilities	14	**10.51**	4.56
SUB-TOTAL		**1,771.83**	1,436.75
TOTAL		**14,489.40**	11,577.67
Material Accounting Policies	2		

The accompanying notes 1 to 25 are an integral part of the Financial Statements

In terms of our report attached.

For MAKK & Co.

Chartered Accountants
Firm Registration No. 117246W

Mukesh Maheshwari
Partner
Membership No 049818

For and on behalf of the Board of Directors of Knowledge Township Limited

Vikram Goel
Director
DIN: 11026849

Sriram Kumar
Director
DIN: 07986708

Nirav Parekh
Chief Financial Officer

Place: Mumbai
Date: 17 April, 2026

STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31ST MARCH 2026

(₹ in Lakhs)

Particulars	Note No.	Year ended 31st March 2026	Year ended 31st March 2025
I INCOME			
(a) Other Income	15	**5.51**	5.61
Total Income		**5.51**	5.61
II EXPENSES			
(c) Other expenses	17	**6.86**	4.36
Total Expenses		**6.86**	4.36
III Profit/(Loss) before tax (I-II)		**(1.35)**	1.25
IV Tax Expense			
(a) Current tax		**–**	–
(b) Deferred tax			
Total tax expense		**–**	–
V Profit/ (Loss) after tax (III-IV)		**(1.35)**	1.25
VI Other comprehensive Income / (Loss)		**–**	–
VII Total comprehensive Income / (loss) for the year (V + VI)		**(1.35)**	1.25
VIII Earnings per equity share (for continuing operation):			
(a) Basic Rs. per share of Rs. 10/- each	18	**(0.00)**	0.00
(b) Diluted Rs. per share of Rs. 10/- each	18	**(0.00)**	0.00
Material Accounting Policies	2		

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Nirav Parekh
Chief Financial Officer

Place: Mumbai
Date: 17 April, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH 2026

(₹ in Lakhs)

Particulars	Note No.	Year ended 31st March 2026	Year ended 31st March 2025
A Cash flow from operating activities			
Profit / (Loss) before tax for the year ended		**(1.35)**	1.25
Adjustments for:			
Interest Income		**(0.03)**	(4.88)
Investment income recognised in profit or loss		**(5.48)**	(0.35)
Operating Loss before working capital changes		**(6.86)**	(3.98)
Movements in working capital:			
(Increase)/Decrease in short term loans and advances		**(803.50)**	250.31
(Increase)/Decrease in inventories		**(2,023.26)**	(3,561.16)
Increase/(Decrease) in other liabilities		**125.88**	6.05
		(2,700.88)	**(3,304.80)**
Cash used in operating activities		**(2,707.74)**	**(3,308.78)**
Income taxes paid		**–**	–
Net cash used in operating activities		**(2,707.74)**	(3,308.78)
B Cash flows from investing activities			
Interest received		**0.03**	4.88
Net movement in mutual funds		**(84.17)**	(37.00)
Net cash generated from investing activities		**(84.14)**	(32.12)
C Cash flows from financing activities			
Proceeds from borrowings		**7,328.00**	2,900.00
Repayment of borrowings		**(4,750.00)**	–
Interest accrued and but not due on ICD		**209.20**	330.48
Net cash generated by financing activities		**2,787.20**	3,230.48
Net (decrease)/increase in cash and cash equivalents		**(4.68)**	(110.42)
Cash and cash equivalents at the beginning of the year		**5.76**	116.18
Cash and cash equivalents at the end of the period / year		**1.08**	5.76
Material Accounting Policies	2		

The accompanying notes 1 to 25 are an integral part of the Financial Statements

Notes:

(a) The above cash flow statement has been prepared under the "Indirect Method" as set out in "Indian Accounting Statdards (IND AS) 7- Statement of Cash Flows"

(b) Also refer note no. 5 - Cash & Cash Equivalents

In terms of our report attached.

For MAKK & Co.

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Place: Mumbai
Date: 17 April, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2026

A. Equity share capital

(₹ in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balance at the Beginning of the year	**4,907.17**	4,907.17
Add: Shares issue during the year	**–**	–
Balance at the end of the year	**4,907.17**	4,907.17

B. Other Equity

(₹ in Lakhs)

Particulars	Other Equity		
	Securities Premium Reserve	Retained Earnings	Total
Opening Balance as on April 01, 2024	348.09	234.41	582.50
Profit /(Loss) for the year	–	1.25	1.25
Other Comprehensive Income / (Loss)	–	–	–
Total Comprehensive Income / (Loss) for the year	–	1.25	1.25
Issue of Shares at premium	–	–	
Balance as at March 31, 2025	**348.09**	**235.66**	**583.75**
Profit/(Loss) for the year	–	(1.35)	(1.35)
Other Comprehensive Income / (Loss)	–	–	–
Total Comprehensive Income / (Loss) for the year	–	(1.35)	(1.35)
Balance as at March 31, 2026	**348.09**	**234.31**	**582.40**

Material Accounting Policies (Refer Note 2)

The accompanying notes 1 to 25 are an integral part of the Financial Statements

In terms of our report attached.

For MAKK & Co.

Chartered Accountants
Firm Registration No. 117246W

Mukesh Maheshwari
Partner
Membership No 049818

For and on behalf of the Board of Directors of Knowledge Township Limited

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DIN: 11026849

Sriram Kumar
Director
DIN: 07986708

Nirav Parekh
Chief Financial Officer

Place: Mumbai
Date: 17 April, 2026

NOTES TO FINANCIAL STATEMENTS AS AT/ FOR THE YEAR ENDED MARCH 31, 2026

1. General Information

The company was incorporated on August 16, 2007 and is engaged in the business of development of Industrial Park in Bhor in Pune, Maharashtra. Its parent and holding company is Mahindra Lifespace Developers Limited.

The addresses of its registered office and principal place of business are disclosed in the introduction to the annual report.

2. Material Accounting Policies

2.1 Statement of compliance

The financial statements have been prepared in accordance with Ind-AS notified under the Companies (Indian Accounting Standards) Rules, 2015.

2.2 Basis of preparation and presentation

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company considers the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

2.3 Revenue recognition

2.3.1 Dividend and interest income

Dividend income from investment in mutual funds is recognised when the unit holder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.4 Borrowing costs

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

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.5 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.5.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.5.2 Deferred tax

Deferred tax is recognised in temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized.

Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the assets to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.5.3 Current and deferred tax for the year

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

2.6 Property, plant and equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

Properties during construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Company's accounting policy. Such properties are classified into the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as

NOTES TO FINANCIAL STATEMENTS AS AT/ FOR THE YEAR ENDED MARCH 31, 2026

other property assets, commences when the assets are ready for their intended use.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis. Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising from the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.7 Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash- generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

2.8 Inventories

Inventories are stated at the lower of cost and net realizable value. The cost of construction material is determined on the basis of weighted average method. Construction Work-in-Progress includes cost of land, premium for development rights, construction costs and allocated interest & manpower costs and expenses incidental to the projects undertaken by the Company.

2.9 Provision

Provisions are recognised when the Company has a present obligation (legal or constructive) because of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, considering the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

2.10 Financial Instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2.11 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognized on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

2.11.1 Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in profit or loss for FVTOCI debt instruments. For the purpose of recognizing foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the

NOTES TO FINANCIAL STATEMENTS AS AT/ FOR THE YEAR ENDED MARCH 31, 2026

amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss. All other financial assets are subsequently measured at fair value.

2.11.2 Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period.

The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

2.11.3 Investments in equity instruments at FVTOCI

On initial recognition, the Company can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- It is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

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

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria (see above) are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognizing the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

2.11.5 Impairment of financial assets

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in other comprehensive income and is not reduced from the carrying amount in the balance sheet.

NOTES TO FINANCIAL STATEMENTS AS AT/ FOR THE YEAR ENDED MARCH 31, 2026

2.11.6 Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognize under continuing involvement, and the part it no longer recognizes on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

2.11.7 Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.
- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognised in other comprehensive income.
- For the purposes of recognizing foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income.

2.12 Financial liabilities and equity instruments

Classification as debt or equity

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

2.12.1 Equity instruments

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

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.12.2 Compound financial instruments

The component parts of compound financial instruments (convertible notes) issued by the Company are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Company's own equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recognised as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound financial instrument as a whole. This is recognised and included in equity, net of income tax effects, and is not subsequently remeasured. In addition, the conversion option classified as equity will remain in equity until the conversion option is exercised, in which case, the balance recognised in equity will be transferred to other component of equity. When the conversion option remains unexercised at the maturity date of the convertible note, the balance recognised in equity will be transferred to retained earnings. No gain or loss is recognised in profit or loss upon conversion or expiration of the conversion option.

Transaction costs that relate to the issue of the convertible notes are allocated to the liability and equity components in proportion to the allocation of the gross proceeds. Transaction costs relating to the equity component are recognised directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component and are amortised over the lives of the convertible notes using the effective interest method.

2.12.2.1 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

2.12.2.2 Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

NOTES TO FINANCIAL STATEMENTS AS AT/ FOR THE YEAR ENDED MARCH 31, 2026

A financial liability other than a financial liability held for trading or contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a Company of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item. However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognised in profit or loss. The remaining amount of change in the fair value of liability is always recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss.

Gains or losses on financial guarantee contracts and loan commitments issued by the Company that are designated by the Company as at fair value through profit or loss are recognised in profit or loss.

2.12.2.3 Financial Liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

2.12.2.4 Commitments to provide a loan at a below-market interest rate

Commitments to provide a loan at a below-market interest rate are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

- the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 18.

Note No. 3 - Property, Plant and Equipment

(₹ in Lakhs)

Description of Assets	Office Equipment	Furniture and Fixtures	Computers & Software	Total
I. Gross Carrying Amount				
Balance as at 1 April 2025	0.52	0.63	–	1.15
Additions	–	–	–	–
Disposals	–	–	–	–
Balance as at 31st March 2026	**0.52**	**0.63**	**–**	**1.15**
II. Accumulated depreciation and impairment				
Balance as at 1 April 2025	0.52	0.63	–	1.15
Depreciation expense for the year	–	–	–	–
Balance as at 31st March 2026	**0.52**	**0.63**	**–**	**1.15**
III. Net carrying amount (I-II)	–	–	–	–

(₹ in Lakhs)

Description of Assets	Office Equipment	Furniture and Fixtures	Computers & Software	Total
I. Gross Carrying Amount				
Balance as at 1 April 2024	0.52	0.63	–	1.15
Additions	–	–	–	–
Disposals	–	–		–
Balance as at 31st March 2025	**0.52**	**0.63**	**–**	**1.15**
II. Accumulated depreciation and impairment				
Balance as at 1 April 2024	0.52	0.63	–	1.15
Depreciation expense for the year	–	–		
Balance as at 31st March 2025	**0.52**	**0.63**	**–**	**1.15**
III. Net carrying amount (I-II)	–	–	–	–

Note No. 4 - Inventories

(₹ in Lakhs)

Particulars	As at 31st March 2026	As at 31st March 2025
Work-in-progress	**11,769.97**	9,746.71
Total Inventories (at lower of cost and net realisable value)	**11,769.97**	9,746.71

(i) Of the above, finance cost of Rs. 538.39 lakhs (PY Rs. 367.20 lakhs), Project Spend of Rs. 33.50 lakh (PY 0.00 lakhs) and site overheads of Rs. 1451.37 lakhs (PY Rs. 0.00 lakhs) has been inventorised

(ii) Mode of Valuation of Inventories is Cost or Net Realisable Value whichever is lower.

NOTES TO FINANCIAL STATEMENTS AS AT/ FOR THE YEAR ENDED MARCH 31, 2026

Note No. 5 - Cash and Cash Equivalents

(₹ in Lakhs)

Particulars	As at 31st March 2026	As at 31st March 2025
Cash and cash equivalents		
(i) Balances with banks	**1.08**	5.76
Total Cash and cash equivalents	**1.08**	5.76

Note No. 6 - Investment

(₹ in Lakhs)

Particulars	As at 31st March 2026	As at 31st March 2025
Unquoted Investments		
Investments in Mutual Funds	**127.00**	37.35
Total Unquoted Investments	**127.00**	37.35
Investments Carried at FVTPL	**127.00**	37.35
Other disclosures		
Aggregate amount of market value of investments	**127.00**	37.35

Note No. 7 - Other Current Assets

(₹ in Lakhs)

Particulars	As at 31st March 2026	As at 31st March 2025
(i) Advances for purchase of Land	**2,591.33**	1,787.36
(Mainly represents advances given to Land Aggregator)		
(ii) TDS Receivables	**0.02**	0.49
Total Other Current Assets	**2,591.35**	1,787.85

Note No. 8 - Equity Share Capital

(₹ in Lakhs)

Particulars	As at 31st March 2026		As at 31st March 2025	
	No. of shares	Amount	No. of shares	Amount
Authorised:				
Equity shares of Rs 10 each with voting rights	**50,000,000**	**5,000.00**	50,000,000	5,000.00
Issued, Subscribed and Fully Paid:				
Equity shares of Rs 10 each with voting rights (Refer Note)	**49,071,664**	**4,907.17**	49,071,664	4,907.17
	49,071,664	**4,907.17**	49,071,664	4907.17

(i) Reconciliation of the number of shares and outstanding amount

(₹ in Lakhs)

Particulars	As at 31st March 2026		As at 31st March 2025	
	No. of Shares	Rs. In lakhs	No. of Shares	Rs. In lakhs
Balance at the Beginning of the year	**49,071,664**	**4,907.17**	49,071,664	4,907.17
Add: Shares issued and subscribed during the year	**–**	**–**	–	–
Balance at the end of the year	**49,071,664**	**4,907.17**	49,071,664	4,907.17

Terms/ rights attached to equity shares with voting rights

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share and carry a right to dividends. The company declares and pays dividends in Indian rupees. Any dividend proposed by the Board of Directors is subject to the approval of the shareholders in Annual General Meeting.

(ii) Details of shares held by the holding company and its subsidiaries:

(in Rupees)

Particulars	Equity Shares
As at 31st March 2026	
Mahindra Lifespace Developers Limited	49,071,664
As at 31st March 2025	
Mahindra Lifespace Developers Limited	49,071,664

(iii) Details of shares held by shareholder holding more than 5% shares

(in Rupees)

Class of shares / Name of shareholder	As at 31st March 2026		As at 31st March 2025	
	Number of shares held	% holding	Number of shares held	% holding
Equity shares with voting rights				
Mahindra Lifespace Developers Limited	**49,071,664**	**100.00%**	49,071,664	100.00%

(iv) Details of shares held by promoters:

(in Rupees)

Class of shares / Name of shareholder	As at 31st March 2026		As at 31st March 2025	
	Number of shares held	% holding	Number of shares held	% holding
Equity shares with voting rights				
Mahindra Lifespace Developers Limited	**49,071,664**	**100.00%**	49,071,664	100.00%

Note No. 9 - Other Equity

(₹ in Lakhs)

Particulars	Other Equity		
	Securities Premium Reserve	Retained Earnings	Total
Opening Balance as on April 01, 2024	348.09	234.41	**582.50**
Profit /(Loss) for the year	–	1.25	**1.25**
Other Comprehensive Income / (Loss)	–	–	**–**
Total Comprehensive Income / (Loss) for the year	–	1.25	**1.25**
Issue of Shares at premium	–	–	**–**
Balance as at March 31, 2025	348.09	235.66	**583.75**
Profit /(Loss) for the year		(1.35)	**(1.35)**
Other Comprehensive Income / (Loss)	–	–	**–**
Total Comprehensive Income / (Loss) for the year	–	(1.35)	**(1.35)**
Issue of Shares at premium	–	–	**–**
Balance as at 31st March 2026	348.09	234.31	**582.40**

NOTES TO FINANCIAL STATEMENTS AS AT/ FOR THE YEAR ENDED MARCH 31, 2026

Note No. 10 - Non- Current Borrowings

(₹ in Lakhs)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured long term borrowings		
(a) Long Term ICD from MLDL	**2,478.00**	4,650.00
(b) Long Term ICD from MBDL	**4,750.00**	–
Total Non-Current Borrowings	**7,228.00**	4,650.00

Note: During the current year the company has availed Inter Company loan of Rs. 1,900 lakhs from MLDL and also availed Inter Company loan of Rs. 4,750 Lakhs from MLDL and repaid ICD of 4,072 Lakhs to MLDL. Interest is chargeable at 8.00% per annum.

Note No. 11 - Current Borrowings

(₹ in Lakhs)

Particulars	As at 31st March 2026	As at 31st March 2025
Unsecured short term borrowings		
(a) Loans from Related Parties		
Inter Corporate Deposit from MLDL (Refer Note 20)	**872.00**	872.00
Total Current Borrowings	**872.00**	872.00

Note: The ICD has availed from Mahindra Lifespace Developers Limited. This loan currently carries interest rate of 8.00% p.a.. The loan is repayable on demand.

Note No. 12 - Trade Payables

(₹ in Lakhs)

Particulars	As at 31st March 2026	As at 31st March 2025
Trade payable - Micro and small enterprises	**–**	–
Trade payable - Other than Micro and small enterprises	**124.16**	4.23
Total Trade Payables	**124.16**	4.23

12 a - Ageing for trade payable from the due date of payment for each of the category is as follows:

(₹ in Lakhs)

Particulars	As at 31st March 2026	As at 31st March 2025
Undisputed dues of creditors other than micro enterprises and small enterprises		
Unbilled	**–**	–
Not Due	**–**	–
0 months - 1 year	**124.16**	4.23
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Total	**124.16**	4.23

Note No. 13 - Other Financial Liabilities

(₹ in Lakhs)

Particulars	As at 31st March 2026	As at 31st March 2025
Current		
Other Financial Liabilities Measured at Amortised Cost		
Interest accrued and but not due on ICD received from MLDL (Refer Note 20)	**704.05**	555.96
Interest accrued and but not due on ICD received from MBDL (Refer Note 20)	**61.11**	–
Total - Other Financial Liabilities	**765.16**	555.96

Note No. 14 - Other Current Liabilities

(₹ in Lakhs)

Particulars	As at 31st March 2026	As at 31st March 2025
Statutory remittances		
Withholding Taxes	**10.50**	4.56
Others - Balance with Government Authorities	**0.01**	–
Total - Other Current Liabilities	**10.51**	4.56

Note No. 15 - Other Income

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Interest Income		
(i) Fixed Deposits interest Income	**–**	4.85
(ii) Others	**0.03**	0.41
(b) Net gain arising on financial assets designated as at FVTPL	**5.48**	0.35
Total Other Income	**5.51**	5.61

Note No. 16 - Cost of Projects

(₹ in Lakhs)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Opening Stock	**9,746.71**	6,185.55
Add: Expenses inventorised during the year		
Land	**1,478.17**	1,134.45
Rates & Taxes - Others	**–**	0.04
Liasoning /Statutory Fees	**6.72**	2,059.47
Interest Expense on ICD - MLDL	**470.49**	367.20
Interest Expense on ICD - MBDL	**67.90**	–
(b) Sub-Total	**2,023.27**	3,561.16
(c) Closing Stock	**11,769.97**	9,746.71
Total Cost of Projects (a+b-c)	**–**	–

NOTES TO FINANCIAL STATEMENTS AS AT/ FOR THE YEAR ENDED MARCH 31, 2026

Note No. 17 - Other Expenses

(₹ in Lakhs)

Particulars		For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	Auditors remuneration and out-of-pocket expenses	**0.35**	0.35
	(i) As Statutory Auditors	**0.35**	0.35
	(ii) For Other services	**–**	**–**
(b)	Other expenses		
	Legal and other professional costs	**3.95**	3.83
	Rates and Taxes	**0.14**	0.04
	Miscellaneous Expenses	**2.42**	0.14
Total Other Expenses (a+b)		**6.86**	4.36

Note No. 18 - Earnings per Share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

(₹ in Rupees)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Basic earnings per share		
Profit / (loss) for the year attributable to owners of the Company	**(1,35,000)**	1,25,000
Weighted average number of equity shares	**49,071,664**	49,071,664
Earnings per share from continuing operations - Basic	**(0.00)**	0.00

Note No. 19 - Financial Instruments

Capital management

The company's capital management objectives are:

To ensure the company's ability to continue as a going concern

To provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of the statement of financial position.

The company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

Debt-to-equity ratio as of 31st March 2026 and 31st March 2025 is as follows:

(₹ in Lakhs)

	31-Mar-26	31-Mar-25
Debt (A)	**8,100.00**	5,522.00
Equity (B)	**5,489.57**	5,490.92
Debt Ratio (A/B)	**1.48**	1.01

Categories of financial assets and financial liabilities

(₹ in Lakhs)

	As at 31st March 2026		
	Amortised Costs	FVTPL	Total
Current Assets			
Cash and Bank Balances	**1.08**	**–**	**1.08**
Investments	**–**	**127.00**	**127.00**
Non-current Liabilities			
Borrowings	**7,228.00**	**–**	**7,228.00**
Current Liabilities			
Borrowings	**872.00**	**–**	**872.00**
Trade Payables	**124.16**	**–**	**124.16**
Other Financial Liabilities			
– Non Derivative Financial Liabilities	**765.16**	**–**	**765.16**

(₹ in Lakhs)

	As at 31st March 2025		
Particulars	Amortised Costs	FVTPL	Total
Current Assets			
Cash and Bank Balances	5.76	–	5.76
Investments	–	37.35	37.35
Non-current Liabilities			
Borrowings	4,650.00	–	4,650.00
Current Liabilities			
Borrowings	872.00	–	872.00
Trade Payables	4.23	–	4.23
Other Financial Liabilities			
– Non Derivative Financial Liabilities	555.96	–	555.96

Note No. 20 - Related Party Transactions

Discription of Relationship	Name of Related Party
Ultimate Holding Company	Mahindra & Mahindra Limited
Parent Company	Mahindra Lifespace Developers Limited
Fellow Subsidiary	Mahindra Bloomdale Developers Limited

(₹ in Lakhs)

Nature of transactions with Related Parties	For the year ended	Mahindra Bloomdale Developers Limited	Mahindra Lifespace Developers Limited
Receiving of Services from Parent Company	31-Mar-26	–	0.90
	31-Mar-25	–	1.06
Interest on Inter Corporate Deposit from Parent Company (Inventorised Refer Note 4)	31-Mar-26	67.90	470.49
	31-Mar-25	–	367.20
Inter Corporate Deposit taken and (repayment) from Parent Company (Net)	31-Mar-26	4,750.00	(2,172.00)
	31-Mar-25	–	2,900.00

NOTES TO FINANCIAL STATEMENTS AS AT/ FOR THE YEAR ENDED MARCH 31, 2026

(₹ in Lakhs)

Nature of Balances with Related Parties	Balance as on	Mahindra Bloomdale Developers Limited	Mahindra Lifespace Developers Limited
Interest Accrued on Inter Corporate Deposits from Parent Company	31-Mar-26	61.11	704.05
	31-Mar-25	–	555.96
Inter Corporate Deposit (ICD) from Parent Company	31-Mar-26	4,750.00	3,350.00
	31-Mar-25	–	5,522.00

Notes:

(i) During the year, there were no amounts required to be written off or written back in respect of debts due from or to related parties

(ii) Related parties have been identified by the management

(iii) Current year figures mentioned above inclusive of GST wherever applicable

Note - 21 - Micro Small and Medium Enterprises Development Act 2006

The amount due to Micro and Small Enterprises as defined in the " Micro, Small and Medium Enterprises Development, Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Company. The disclosure relating to Micro and Small Enterprises as at 31 March 2026 are as under:

Disclosures required under Section22 of the Micro Small and Medium Enterprises Development Act 2006"

Particulars		31-Mar-26	31-Mar-25
(i)	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
	– Principal amount due to micro and small enterprises	–	–
	– Interest due on above	–	–
(ii)	The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	–	–
(iii)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	–	–
(iv)	The amount of interest accrued and remaining unpaid at the end of each accounting year.	–	–
(v)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	–	–

Note - 22 - Financial Ratios

	Particulars	Numerator	Denominator	31-Mar-26	31-Mar-25	Variance	Reason
a)	Current Ratio	Current Assets	Current Liabilities	**8.18**	8.06	1%	There are no business operations in the Company.
b)	Debt Equity Ratio	Net Debt	Equity	**1.48**	1.01	47%	This is on account of increase in net debt during the year
c)	Debt Service Coverage Ratio (DSCR)	EBDITA	Total Debt	**(0.00)**	–	–	
d)	Return on Equity	PAT	Networth	**(0.02%)**	0.02%	(208%)	This is on account of decrease in PAT during the year
e)	Inventory Turnover ratio	COGS	Average Inventory	**–**	–		
f)	Trade Receivables turnover ratio	Turnover	Trade Receiavables (Average)	**–**	–		
g)	Trade Payable turnover ratio	COGS	Average Trade payable	**–**	–		
h)	Net capital turnover ratio	Average Networth	Turnover	**–**	–		
i)	Net profit ratio	PAT	Revenue	**–**	–		
j)	Return on Capital employed	PAT	Borrowing	**-0.02%**	0.02%	(208%)	This is on account of decrease in PAT during the year
k)	Return on investment	PAT	Capital employed	**-0.02%**	0.02%	(208%)	This is on account of decrease in PAT during the year

Note No. 23 - Segment Reporting

The Company operates in one segment namely Project and Development activity, hence separate segment reporting has not been made under Indian Accounting Standard (Ind- AS 108)-"Operating Segment". The operation of company comprises a single geographical segment, India.

NOTES TO FINANCIAL STATEMENTS AS AT/ FOR THE YEAR ENDED MARCH 31, 2026

Note No. 24 - Additional regulatory information

a) Details of benami property held

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

b) Relationship with struck off companies

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

c) Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

d) Utilisation of borrowed funds and securities premium

The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries

e) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

f) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

g) Registration of Charges or satisfaction with Registrar of Companies (ROC)

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

h) Whistle Blower-

During the year ended March 31, 2026 and till the date of adoption of financial statements by board of directors, the Company did not received any whistle blower compliants.

i) Discrepancies between books of accounts & quarterly statements submitted to banks

The Company has not availed any borrowings from Banks or financial institutions. Consequently the reporting under this clause is not applicable.

Note No. 25- Comparatives

The figures for previous year have been regrouped wherever necessary to conform to current year's classification.

In terms of our report attached.

For MAKK & Co.

Chartered Accountants
Firm Registration No. 117246W

Mukesh Maheshwari
Partner
Membership No 049818

For and on behalf of the Board of Directors of Knowledge Township Limited

Vikram Goel
Director
DIN: 11026849

Sriram Kumar
Director
DIN: 07986708

Nirav Parekh
Chief Financial Officer

Place: Mumbai
Date: 17 April, 2026

INDEPENDENT AUDITORS' REPORT

To the members of **Industrial Township (Maharashtra) Limited**

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Industrial Township (Maharashtra) Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its Profit and total comprehensive Income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures, but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks,

and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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

Report on other Legal and Regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year and hence provisions of Section 197 of the Companies Act, 2013 are not applicable.
   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      (i) The Company does not have any pending litigations which would impact its financial position;

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

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management of the Company have represented to us respectively that, to the best of their knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or any of such subsidiaries ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management of the Company has represented to us that, to the best of their knowledge and belief, no funds have been received by the Company or any of such subsidiaries from any person(s) or entity(ies) including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

(v) The Company has not declared/paid any dividend during the year.

(vi) Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782STDKFT1276
Place: Chennai
Date: April 17, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls with reference to financial statements of **Industrial Township (Maharashtra) Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR'S RESPONSIBILITY

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

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

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

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE FINANCIAL STATEMENTS

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE FINANCIAL STATEMENTS

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

OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782STDKFT1276
Place: Chennai
Date: April 17, 2026

ANNEXURE B TO THE AUDITOR'S REPORT

[Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

(i) The Company does not have property, plant and equipment and intangible assets. Hence, reporting under Clause 3(i)(a) / (b) / (c) / (d) of the order are not applicable to the Company.

(e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) In our opinion and according to the information and explanations given to us, having regard to the nature of inventory, the physical verification by way of verification of title deed, site visits by the management and certification of extent of work completion by competent persons are done at reasonable intervals and no material discrepancies were noticed on physical verification.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

(iii) According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

(iv) According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

(v) According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues as at 31 March 2026, which have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us, the company has not raised any money by way of term loans during the year. Hence, reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

(e) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) According to the information and explanations given to us and based on the audit procedures performed by us, we report that the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies.

Accordingly, the reporting under Clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company

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

(xii) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

(xiv) (a) In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act.

(xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding, or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

(xvii) In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses during current financial year and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

(xx) According to the information and explanations given to us, CSR is not applicable to the Company as it does not meet the criteria prescribed under Section 135 of the Act. Hence, reporting under Clause 3(xx) is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782STDKFT1276
Place: Chennai
Date: April 17, 2026

BALANCE SHEET AS AT 31ST MARCH 2026

₹ in Lakhs

		Note No.	As at 31st March 2026	As at 31st March 2025
I	**ASSETS**			
	CURRENT ASSETS			
	(i) Inventories	**3**	**187.18**	187.18
	(ii) Financial Assets			
	(i) Cash and Cash Equivalents	**4a**	**3.67**	4.50
	(ii) Bank balances other than (i) above	**4b**	**92.90**	87.21
	(iii) Other Financial Assets	**5**	**0.02**	–
	(iii) Current Tax Assets (Net)	**6**	**0.66**	0.55
	SUB-TOTAL		**284.43**	279.44
	TOTAL ASSETS		**284.43**	279.44
II	**EQUITY AND LIABILITIES**			
	EQUITY			
	(i) Equity Share Capital	**7**	**500.00**	500.00
	(ii) Other Equity	**8**	**(216.09)**	(221.01)
	SUB-TOTAL		**283.91**	278.99
	LIABILITIES			
	CURRENT LIABILITIES			
	(i) Financial Liabilities			
	(i) Trade Payables	**9**		
	(a) Total outstanding dues of micro enterprises and small enterprises		**–**	–
	(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		**0.42**	0.41
	(ii) Current Tax Liabilities (Net)	**10**	**0.10**	0.04
	SUB-TOTAL		**0.52**	0.45
	TOTAL		**284.43**	279.44

Material Accounting Policies (Refer Note No. 2)

The accompanying notes 1 to 20 are an integral part of the Financial Statements

In terms of our report attached.

For **B. K. Khare & Co.**

Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No 215782

Place: Chennai
Date : 17th April, 2026

For and on behalf of the Board of Directors of
Industrial Township (Maharashtra) Limited

Vimalendra Singh
Director
DIN: 09128114

Place: Mumbai
Date : 17th April, 2026

Vikram Goel
Director
DIN: 11026849

Place: Mumbai
Date : 17th April, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

Particulars	Note No.	Year ended 31st March 2026	Year ended 31st March 2025
I INCOME			
(a) Other Income	**11**	**6.53**	6.35
Total Income		**6.53**	6.35
II EXPENSES			
(a) Other expenses	**12**	**1.61**	1.01
Total Expenses		**1.61**	1.01
III Profit before tax (I-II)		**4.92**	5.34
IV Tax Expense			
(1) Current Tax (Net)		**–**	–
Total tax expense		**–**	–
V Profit after tax (III-IV)		**4.92**	5.34
VI Other Comprehensive Income		**–**	–
VII Total comprehensive Income for the year ended (V+VI)		**4.92**	5.34
VIII Earnings per equity share (face value of Rs. 10/- each):			
(a) Basic	**13**	**0.10**	0.11
(b) Diluted	**13**	**0.10**	0.11

Material Accounting Policies (Refer Note No. 2)

The accompanying notes 1 to 20 are an integral part of the Financial Statements

In terms of our report attached.

For **B. K. Khare & Co.**

Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No 215782

Place: Chennai
Date : 17th April, 2026

For and on behalf of the Board of Directors of
Industrial Township (Maharashtra) Limited

Vimalendra Singh
Director
DIN: 09128114

Place: Mumbai
Date : 17th April, 2026

Vikram Goel
Director
DIN: 11026849

Place: Mumbai
Date : 17th April, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH 2026

₹ in Lakhs

Particulars		Year ended 31st March 2026	Year ended 31st March 2025
A	**Cash flows from operating activities**		
	Profit before tax for the year ended	**4.92**	5.34
	Adjustments for:		
	Interest Income	**(6.53)**	(5.52)
	Operating Loss before working capital changes	**(1.61)**	(0.18)
	Movements in working capital:		
	Increase in other financial assets	**0.02**	–
	Increase / (decrease) in other liabilities	**0.07**	(0.79)
	Total changes in working capital	**0.09**	(0.79)
	Cash used in operating activities	**(1.52)**	(0.97)
	Income taxes paid (net)	**(0.11)**	**(0.16)**
	Net Cash used in operating activities	**(1.63)**	(1.13)
B	**Cash flows from investing activities**		
	Interest received	**6.51**	5.52
	Bank Balance not considered as cash and cash equivalents :-		
	Placed	**(5.71)**	(87.21)
	Net cash generated from investing activities	**0.80**	(81.69)
C	**Cash flows from financing activities**		
	Net cash generated from financing activities	**–**	–
	Net decrease in cash and cash equivalents	**(0.83)**	(82.82)
	Cash and cash equivalents at the beginning of the year	**4.50**	87.32
	Cash and cash equivalents at the end of the year	**3.67**	4.50

Material Accounting Policies (Refer Note No. 2)

The accompanying notes 1 to 20 are an integral part of the Financial Statements

Notes:

(a) The above cash flow statement has been prepared under the "Indirect Method" as set out in "Indian Accounting Standards (IND AS) 7- Statement of Cash Flows"

(b) Also refer note no. 4a - Cash & Cash Equivalents

In terms of our report attached.

For **B. K. Khare & Co.**

Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No 215782

Place: Chennai
Date : 17th April, 2026

For and on behalf of the Board of Directors of
Industrial Township (Maharashtra) Limited

Vimalendra Singh
Director
DIN: 09128114

Place: Mumbai
Date : 17th April, 2026

Vikram Goel
Director
DIN: 11026849

Place: Mumbai
Date : 17th April, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2026

A. Equity share capital

₹ in Lakhs

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balance at the Beginning of the year	**500.00**	500.00
Addition during the year	**–**	–
Balance at the end of the year	**500.00**	500.00

B. Other Equity

₹ in Lakhs

Particulars	Reserves and Surplus: Retained Earnings	Total
As at 31st March 2024	(226.35)	(226.35)
Profit for the year ended	5.34	5.34
Other Comprehensive Income during the year	–	–
Total Comprehensive Income for the year	5.34	5.34
As at 31st March 2025	**(221.01)**	**(221.01)**
Profit for the year ended	**4.92**	4.92
Other Comprehensive Income during the year	–	–
Total Comprehensive income for the year	**4.92**	4.92
As at 31st March 2026	**(216.09)**	**(216.09)**

Material Accounting Policies (Refer Note No. 2)

The accompanying notes 1 to 20 are an integral part of the Financial Statements

In terms of our report attached.

For **B. K. Khare & Co.**

Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No 215782

Place: Chennai
Date : 17th April, 2026

For and on behalf of the Board of Directors of
Industrial Township (Maharashtra) Limited

Vimalendra Singh
Director
DIN: 09128114

Place: Mumbai
Date : 17th April, 2026

Vikram Goel
Director
DIN: 11026849

Place: Mumbai
Date : 17th April, 2026

NOTES TO THE FINANCIAL STATEMENTS AS AT / FOR THE YEAR ENDED 31ST MARCH 2026

1. General Information

The company was incorporated on July 02, 2008, and is engaged in the business of development of Industrial Park in Roha, Maharashtra. Its parent and holding company are Mahindra Lifespace Developers Limited

The addresses of its registered office and principal place of business are disclosed in the introduction to the annual report.

2. Material Accounting Policies

2.1 Statement of compliance

The financial statements have been prepared in accordance with Ind-AS notified under the Companies (Indian Accounting Standards) Rules, 2015.

2.2 Basis of preparation and presentation

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company considers the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

2.3 Revenue recognition

2.3.1 Dividend and interest income

Dividend income from investment in mutual funds is recognised when the unit holder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.4 Borrowing costs

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

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.5 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.5.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.5.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws)

NOTES TO THE FINANCIAL STATEMENTS AS AT / FOR THE YEAR ENDED 31ST MARCH 2026

that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.5.3 Current and deferred tax for the year

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

2.6 Inventories

Inventories are stated at the lower of cost and net realisable value. The cost of construction material is determined on the basis of weighted average method. Construction Work-in-Progress includes cost of land, premium for development rights, construction costs and allocated interest & manpower costs and expenses incidental to the projects undertaken by the Company.

2.7 Provision

Provisions are recognised when the Company has a present obligation (legal or constructive) because of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, considering the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

2.8 Financial Instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2.9 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

2.9.1 Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in profit or loss for FVTOCI debt instruments. For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss. All other financial assets are subsequently measured at fair value.

2.9.2 Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period.

The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

NOTES TO THE FINANCIAL STATEMENTS AS AT / FOR THE YEAR ENDED 31ST MARCH 2026

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

2.9.3 Investments in equity instruments at FVTOCI

On initial recognition, the Company can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

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

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria (see above) are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

2.9.5 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

NOTES TO THE FINANCIAL STATEMENTS AS AT / FOR THE YEAR ENDED 31ST MARCH 2026

Further, for measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in other comprehensive income and is not reduced from the carrying amount in the balance sheet.

2.9.6 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

2.10 Financial liabilities and equity instruments

Classification as debt or equity

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

2.10.1 Equity instruments

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

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.10.2 Compound financial instruments

The component parts of compound financial instruments (convertible notes) issued by the Company are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Company's own equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recognised as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound financial instrument as a whole. This is recognised and included in equity, net of income tax effects, and is not subsequently remeasured. In addition, the conversion option classified as equity will remain in equity until the conversion option is exercised, in which case, the balance recognised in equity will be transferred to other component of equity. When the conversion option remains unexercised at the maturity date of the convertible note, the balance recognised in equity will be transferred to retained earnings. No gain or loss is recognised in profit or loss upon conversion or expiration of the conversion option.

Transaction costs that relate to the issue of the convertible notes are allocated to the liability and equity components in proportion to the allocation of the gross proceeds. Transaction costs relating to the equity component are recognised directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component and are amortised over the lives of the convertible notes using the effective interest method.

2.10.2.1 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

2.10.2.2 Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a Company of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item. However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognised in profit or loss. The remaining amount of change in the fair value of liability is always recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss.

Gains or losses on financial guarantee contracts and loan commitments issued by the Company that are designated by the Company as at fair value through profit or loss are recognised in profit or loss.

2.10.2.3 Financial Liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Note No. 3 - Inventories

₹ in Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
(i) Work-in-progress	**187.18**	187.18
Total Inventories (at lower of cost and net realisable value)	**187.18**	187.18

Note:

1. Work in Progress includes Land and its related expenses

Note No. 4 - Cash and Bank Balances

₹ in Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
(a) Cash and cash equivalents		
(i) Balances with banks	**0.26**	0.44
(ii) Fixed Deposits with Banks	**3.41**	4.06
Total Cash and cash equivalent	**3.67**	4.50
(b) Bank balances other than cash and cash equivalents		
(i) Deposit with original muturity of more than Three Months	**92.90**	87.21
Total bank balances other than cash and cash equivalents	**92.90**	87.21

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

Note No. 5 - Other Financial Assets

₹ in Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Other Financial Assets		
(a) Interest Accrued	**0.02**	–
Total Other Financial Assets	**0.02**	–

Note No. 6 - Other Current Assets

₹ in Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Other Current Assets		
(a) TDS Receivables	**0.66**	0.55
Total Other Current Assets	**0.66**	0.55

Note No. 7 - Equity Share Capital

₹ in Lakhs

Particulars	As at 31st March 2026		As at 31st March 2025	
	No. of shares	Amount	No. of shares	Amount
Authorised:				
Equity shares of Rs. 10 each with voting rights	**1,00,00,000**	**1,000.00**	1,00,00,000	1,000.00
Issued, Subscribed and Fully Paid:				
Equity shares of Rs. 10 each with voting rights	**50,00,000**	**500.00**	50,00,000	500.00
Total	**50,00,000**	**500.00**	50,00,000	500.00

(i) Reconciliation of the number of shares and the amount outstanding.

₹ in Lakhs

Particulars	As at 31st March 2026		As at 31st March 2025	
	No. of shares	Amount	No. of shares	Amount
Balance at the Beginning and at the end of the year	**50,00,000**	**500.00**	50,00,000	500.00

Terms/rights attached to equity shares with voting rights

The Company has only one class of equity shares having par value of Rs. 10 each per share. Each holder of equity shares is entitled to one vote per share and carry a right to dividends.

(ii) Details of shares held by the holding company and its subsidiaries

₹ in Lakhs

Particulars	As at 31st March 2026		As at 31st March 2025	
	No. of shares	Amount	No. of shares	Amount
Mahindra Lifespace Developers Limited (Holding Company)	**50,00,000**	**500.00**	50,00,000	500.00

(iii) Details of shares held by each shareholder holding more than 5% shares:

₹ in Lakhs

	As at 31st March 2026		As at 31st March 2025	
Class of Shares/Name of shareholder	**No. of shares**	**% holding**	No. of shares	% holding
Equity shares with voting rights				
Mahindra Lifespace Developers Limited	**50,00,000**	**100%**	50,00,000	100%

(iv) Details of shareholdings by the Promoter's of the Company

₹ in Lakhs

	As at 31st March 2026		As at 31st March 2025	
Class of Shares/Name of shareholder	**No. of shares**	**% holding**	No. of shares	% holding
Equity shares with voting rights				
Mahindra Lifespace Developers Limited	**50,00,000**	**100%**	50,00,000	100%

Note No. 8 - Other Equity

₹ in Lakhs

Particulars	Retained Earnings	Total
As at 31st March 2024	(226.35)	(226.35)
Profit for the year ended	5.34	5.34
Other Comprehensive Income during the year	–	–
Total Comprehensive Income for the year	5.34	5.34
As at 31st March 2025	**(221.01)**	**(221.01)**
Profit for the year ended	4.92	4.92
Other Comprehensive Income during the year	–	–
Total Comprehensive income for the year	4.92	4.92
As at 31st March 2026	**(216.09)**	**(216.09)**

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

Note No. 9 - Trade Payables

₹ in Lakhs

Particulars	As at 31st March 2026		As at 31st March 2025	
	Current	**Non-Current**	Current	Non-Current
Trade payable - Micro and small enterprises	**–**	**–**	–	–
Trade payable - Other than micro and small enterprises	**0.42**	**–**	0.41	–
Total trade payables	**0.42**	**–**	0.41	–

Note No. 9a - Ageing for trade payable from the due date of payment for each of the category is as follows:

₹ in Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Undisputed dues of creditors other than micro enterprises and small enterprises		
Unbilled	**–**	–
Not Due	**0.42**	0.41
0 months - 1 year	**–**	–
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Total	**0.42**	**0.41**

Note No. 10 - Other Current Liabilities

₹ in Lakhs

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
Statutory remittances		
Withholding Taxes	**0.10**	0.04
Total - Other Current Liabilities	**0.10**	0.04

Note No. 11 - Other Income

₹ in Lakhs

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
(a) Interest Income		
(i) Fixed Deposits interest Income	**6.50**	6.35
(ii) Interest received on income tax refund	**0.03**	–
Total Other Income	**6.53**	6.35

Note No. 12 - Other Expenses

₹ in Lakhs

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
(i) Auditors remuneration and out-of-pocket expenses	**0.35**	0.35
(i) Statutory audit fees	**0.35**	0.35
(ii) For other services	**–**	–
(ii) Other expenses		
(i) Legal and other professional charges	**1.18**	0.63
(ii) Miscellaneous expenses	**0.08**	0.03
Total Other Income	**1.61**	1.01

Note No. 13 - Earnings per Share

₹ in Lakhs

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
Profit for the year attributable to owners of the Company	**4.92**	5.34
Weighted average number of equity shares	**50,00,000**	50,00,000
Earnings per share from continuing operations - Basic & Diluted	**0.10**	0.11

Note No. 14 - Micro Small and Medium Enterprises Development Act 2006

The amount due to Micro and Small Enterprises as defined in the " Micro, Small and Medium Enterprises Development, Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Company. The disclosure relating to Micro and Small Enterprises as at 31st March 2026 are as under:

Disclosures required under Section22 of the Micro Small and Medium Enterprises Development Act 2006"

Particulars		31-Mar-26	31-Mar-25
(i)	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
	– Principal amount due to micro and small enterprises	**–**	–
	– Interest due on above	**–**	–
(ii)	The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year	**–**	–
(iii)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	**–**	–
(iv)	The amount of interest accrued and remaining unpaid at the end of each accounting year.	**–**	–
(v)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	**–**	–

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

Note No. 15 - Related Party Transactions

Description of Relationship	Name of Related Party
Ultimate Holding Company	Mahindra & Mahindra Limited
Parent Company	Mahindra Lifespace Developers Limited

Details of transaction between the Company and its related parties are disclosed below:

Particulars	For the year ended	Parent Company
Nature of transactions with Related Parties		
Receiving of services	**31-Mar-26**	–
	31-Mar-25	–

Nature of balances with Related Parties	Balance as on	Parent Company
Against receiving of services	**31-Mar-26**	–
	31-Mar-25	–

Note No. 16 - Financial Ratios

Particulars	Numerator	Denominator	31-Mar-26	31-Mar-25	Variance	Reasons
a) Current Ratio	Current Assets	Current Liabilities	**542.30**	620.99	-12.67%	There are no business operations in the Company.
b) Debt Equity Ratio	Net Debt	Equity	**–**	–		
c) Debt Service Coverage Ratio (DSCR)	EBDITA	Total Debt	**–**	–		
d) Return of Equity	PAT	Average Shareholder's Equity	**1.75%**	1.95%	-10.56%	This is on account of decrease in PAT during the year
e) Inventory Turnover ratio	COGS	Average Inventory	**–**	–		
f) Trade Receivables turnover ratio	Turnover	Trade Receivables (Average)	**–**	–		
g) Trade Payable turnover ratio	COGS	Average Trade payable	**–**	–		
h) Net capital turnover ratio	Average Networth	Turnover	**–**	–		
i) Net profit ratio	PAT	Revenue	**–**	–		
j) Return on Capital employed	EBIT	Net worth	**1.73%**	1.91%	-9.54%	This is on account of decrease in EBIT during the year
k) Return on investment	PAT	Capital employed	**1.73%**	1.91%	-9.54%	This is on account of decrease in PAT during the year

Note No. 17 - Segment Reporting

The Company operates in one segment namely Project and Development activity, hence separate segment reporting has not been made under Indian Accounting Standard (Ind- AS 108)-"Operating Segment". The operation of company comprises a single geographical segment, India.

Note No. 18 - Additional regulatory information

a) Details of benami property held

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

b) Relationship with struck off companies

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

c) Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

d) Utilisation of borrowed funds and securities premium

The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries

e) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

f) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

g) Registration of Charges or satisfaction with Registrar of Companies (ROC)

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

h) Whistle Blower-

During the year ended March 31, 2026 and till the date of adoption of financial statements by board of directors, the Company did not received any whistle blower complaints.

i) Discrepancies between books of accounts & quarterly statements submitted to banks

The Company has not availed any borrowings from Banks or financial institutions. Consequently the reporting under this clause is not applicable.

Note No. 19 - Comparatives

The figures for previous year have been regrouped/reclassified wherever necessary to conform to current year's grouping/classification.

Note No. 20 - Standards issued but not yet effective

On March 31, 2026, the Ministry of Corporate Affairs (MCA) through a notification, The amendments rules to the Companies (Indian Accounting Standards) Amendment Rules, 2023 are applicable from 01 April 2026 (Financial Year 2026-2027).

The accompanying notes are an integral part of the Financial Statements

In terms of our report attached.

For **B. K. Khare & Co.**

Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No 215782

Place: Chennai
Date : 17th April, 2026

For and on behalf of the Board of Directors of
Industrial Township (Maharashtra) Limited

Vimalendra Singh
Director
DIN: 09128114

Place: Mumbai
Date : 17th April, 2026

Vikram Goel
Director
DIN: 11026849

Place: Mumbai
Date : 17th April, 2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
ANTHURIUM DEVELOPERS LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Ind AS Financial Statements of Anthurium Developers Limited ("the Company"), which comprise the Balance sheet as at March 31, 2026 the Statement of Profit and Loss, including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information. (herein after referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its Loss and total comprehensive Loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Information Other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report and the related annexures but does not include the Financial Statements and our Auditors' report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design

and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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

Report on other Legal and Regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
   d) In our opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act.
   e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
   f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements;
   g) In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year and hence provisions of Section 197 of the Companies Act, 2013 are not applicable.
   h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of the Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      (i) The Company does not have any pending litigations which would have an impact on its financial position.
      (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
      (iii) There were no amounts which were required to

the Investor Education and Protection Fund by the Company.

(iv) (a) The management of the company has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The management of the Company has represented to us that, to the best of their knowledge and belief, no funds have been received by the Company or any of such subsidiaries from any person(s) or entity(ies) including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

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

(v) The Company has not declared/paid any dividend during the year.

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

For **B. K. Khare & Co.**
Chartered Accountants
(Firm's Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782FBVQJE1259

Place: Chennai
Date: April 17, 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls over financial reporting of **Anthurium Developers Limited** ("the Company") as of March 31, 2026, in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us ,the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls system over financial reporting with reference to these financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
(Firm's Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782FBVQJE1259

Place: Chennai
Date: April 17, 2026

ANNEXURE B TO THE AUDITOR'S REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

i. In respect of its Property, Plant and Equipment:

(a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and investment properties.

(a) (B) The Company does not have any intangible assets. Accordingly, reporting under Clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The property, plant and equipment and investment properties are physically verified by the Company on a regular basis. The physical verification of property, plant and equipment and investment properties was conducted in the current financial year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment and investment properties. In accordance with the programme, the company has physically verified certain property, plant and equipment during the year and no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and based on our examination of the title deeds of immovable properties, we report that the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date.

(d) According to the information and explanations given to us, the Company has not revalued its property, plant and equipment (including right-of-use assets) during the year.

(e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii. (a) In our opinion and according to the information and explanations given to us, having regard to the nature of inventory, the physical verification by way of verification of title deed, site visits by the management and certification of extent of work completion by competent persons are done at reasonable intervals and no material discrepancies were noticed on physical verification.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

iii. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

iv. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the provisions of Clause 3(iv) of the Order are not applicable to the Company.

v. According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under, where applicable. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for the products of the Company. Accordingly, reporting under Clause 3(vi) of the Order is not applicable to the Company.

vii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited with the appropriate authorities, though there have been slight delays in a few cases.

According to the information and explanations given to us and based on our examination of the records of the Company, there were no undisputed statutory dues referred to in sub-clause (a) which were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.

viii. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

ix. a) In our opinion and according to the information and explanations given to us and on the basis of our examination of books and records of the Company, the Company has not defaulted in the repayment of

loans or borrowings or in payment of interest thereon to banks and debenture holders. The Company has not taken any loans or borrowings from Government.

b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

c) According to the information and explanations given to us, the company has not raised any money by way of term loans during the year. Hence, reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

d) According to the information and explanations given to us and based on the audit procedures performed by us and on an overall examination of the Balance Sheet of the Company, we report that the Company has not utilised funds raised on short-term basis for long-term purposes.

e) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

f) According to the information and explanations given to us and based on the audit procedures performed by us, we report that the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, the reporting under Clause 3(ix)(f) of the Order is not applicable to the Company.

x. a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

xi. a) During the course of our examination of books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the management.

b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

xii. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

xiv. In our opinion and according to the information and explanations given to us and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act.

xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company, Associate, Joint venture or persons connected with them during the year and hence provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under 3(xv) of the Order is not applicable to the Company.

xvi. a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi) of the Order is not applicable to the Company.

b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

Accordingly, the reporting under Clauses 3(xvi)(c) and 3(xvi)(d) of the Order is not applicable to the Company.

d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

xvii. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 368.55 lakhs during the current financial year and has not incurred cash losses in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

xx. According to the information and explanations given to us, CSR is not applicable to the Company as it does not meet the criteria prescribed under Section 135 of the Act. Hence, reporting under Clause 3(xx) is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
(Firm's Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782FBVQJE1259

Place: Chennai
Date: April 17, 2026

BALANCE SHEET AS AT 31ST MARCH, 2026

(₹ in lakh)

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
I ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	**4**	**24.17**	–
(b) Capital Work in progress	**4.1**	**712.06**	–
(c) Other Non-Current Financial Asset	**5**	**11,306.51**	11,292.77
(d) Non-Current Tax Asset	**6**	**93.30**	–
Total Non-Current Assets (A)		**12,136.04**	11,292.77
Current Assets			
(a) Inventories	**7**	**78,828.16**	39,377.43
(b) Financial Assets			
(i) Cash and Cash Equivalents	**8a**	**371.68**	1.12
(ii) Bank Balances other than (i) above	**8b**	**50.00**	40.50
(iii) Other Financial Assets	**9**	**2.67**	0.29
(c) Other Current assets	**10**	**75.66**	41.61
Total Current Assets (B)		**79,328.17**	39,460.95
TOTAL ASSETS (A+B)		**91,464.21**	50,753.72
II EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	**11**	**5.00**	5.00
(b) Other Equity	**12**	**(264.27)**	13.11
Total Equity (A)		**(259.27)**	18.11
Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
Borrowings	**13**	**90,175.00**	50,300.00
Total Non-Current Liabilities (B)		**90,175.00**	50,300.00
Current Liabilities			
(a) Financial Liabilities			
(i) Trade Payables			
Total outstanding dues of Micro Enterprises and Small Enterprises	**14**	**124.74**	–
Total outstanding dues of Creditors other than Micro Enterprises and Small Enterprises		**1,176.71**	315.41
(b) Other Current Liabilities	**15**	**240.03**	119.82
(c) Current Tax Liabilities (Net)	**15.1**	**–**	0.38
(d) Other Financial Liabilities	**15.2**	**7.00**	–
Total Current Liabilities (C)		**1,548.48**	435.61
TOTAL EQUITY & LIABILITIES (A+B+C)		**91,464.21**	50,753.72

The accompanying notes 1 to 29 are an integral part of these financial statements.

As per our report of even date

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No.: 215782

Place : Chennai
Date : 17th April, 2026

For and on behalf of the Board of Directors of
Anthurium Developers Limited

Sriram Kumar
Director
DIN No. 07986708

Place : Mumbai
Date : 17th April, 2026

Parveen Mahtani
Director
DIN No. 05189797

Place : Mumbai
Date : 17th April, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

(₹ in lakh)

Particulars		Note No.	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
I	**Income**			
	(a) Revenue from operations		**–**	–
	(b) Other Income	**16**	**3.95**	7.97
	Total Income (a + b)		**3.95**	7.97
II	**Expenses**			
	(a) Construction expense incurred	**17a**	**39,450.73**	39,377.43
	(b) Changes in inventories of Work in progress	**17b**	**(39,450.73)**	(39,377.43)
	(c) Finance Cost	**18**	**–**	–
	(d) Depreciation and Amortisation Expense	**19**	**2.12**	–
	(e) Other expenses	**20**	**372.51**	1.22
	Total Expenses		**374.63**	1.22
III	**Profit/(Loss) before tax (I-II)**		**(370.68)**	6.75
IV	**Tax Expense**			
	(a) Current tax		**(0.00)**	1.70
	(b) Deferred tax	**6**	**(93.30)**	–
	Total tax expense (a+b)		**(93.30)**	1.70
V	**Profit/(loss) after tax (III-IV)**		**(277.38)**	5.05
	Total comprehensive income/(Loss) for the period		**(277.38)**	5.05
VI	**Earnings per equity share**			
	Basic and diluted	**21**	**(554.76)**	10.10

Cash and cash equivalents at the beginning of the year/period

As per our report of even date
For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No.: 215782

Place : Chennai
Date : 17th April, 2026

For and on behalf of the Board of Directors of
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Sriram Kumar
Director
DIN No. 07986708

Place : Mumbai
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Parveen Mahtani
Director
DIN No. 05189797

Place : Mumbai
Date : 17th April, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2026

(₹ in lakh)

Particulars	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
Cash flows from operating activities		
Profit/(Loss) before tax for the year	**(370.68)**	6.75
Adjustments for:		
Interest income recognised in profit or loss	**(3.67)**	(4.69)
Gain on redemption of mutual fund	**(0.28)**	(3.28)
Depreciation and Amortisation Expense	**2.12**	–
Operating Profit/(Loss) before working capital changes	**(372.51)**	(1.22)
Movements in working capital:		
Increase in trade and other receivables	**(13.74)**	(11,334.38)
(Increase)/decrease in amounts due from customers under construction contracts	**–**	–
(Increase)/decrease in inventories	**(39,450.73)**	(39,377.43)
(Increase) in other assets	**(36.43)**	-
(Increase) in other current liabilities	**127.21**	119.38
Increase/(decrease) in trade and other payables	**986.05**	315.41
Cash generated from operations	**(38,760.15)**	(50,278.24)
Income taxes paid (net)	**(0.38)**	(1.32)
Net cash generated by operating activities (A)	**(38,760.54)**	(50,279.56)
Cash flows from investing activities		
Interest received	**3.67**	4.69
Purchase of Office Equipment	**(26.28)**	–
CWIP	**(712.06)**	–
Redemption of mutual fund	**60.28**	453.28
Investment in mutual fund	**(60.00)**	(450.00)
Bank Fixed Deposit	**(9.50)**	
- Placed	**–**	(1,274.00)
- Matured	**–**	1,246.50
Net cash generated by/(used in) investing activities (B)	**(743.90)**	(19.53)
Cash flows from financing activities		
Proceeds from borrowings	**39,875.00**	50,300.00
Net cash used in financing activities (C)	**39,875.00**	50,300.00
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**370.56**	0.91
Cash and cash equivalents at the beginning of the year/period	**1.12**	0.21
Cash and cash equivalents at the end of the year/period	**371.68**	1.12

Notes:
(a) The above Cash Flow Statement has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'.
(b) Also refer note 8a- Cash and cash equivalents

As per our report of even date
For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W
Karthik Srinivasan
Partner
Membership No.: 215782

Place : Chennai
Date : 17th April, 2026

For and on behalf of the Board of Directors of
Anthurium Developers Limited

Sriram Kumar
Director
DIN No. 07986708

Place : Mumbai
Date : 17th April, 2026

Parveen Mahtani
Director
DIN No. 05189797

Place : Mumbai
Date : 17th April, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

	(₹ in lakh)
A. Equity Share Capital	
As at 31st March, 2024	5.00
Changes in equity share capital during the year	–
As at 31st March 2025	5.00
Changes in equity share capital during the year	–
As at 31st March 2026	5.00

B. Other Equity	**Retained earnings**
	(₹ in lakh)
Balance as at 31st March, 2024	**8.06**
Profit/(Loss) for the year	5.05
Other comprehensive income	–
Total comprehensive income	5.05
Dividend paid	–
Balance as at 31st March, 2025	**13.11**
Profit/(Loss) for the year	(277.38)
Other comprehensive income	–
Total comprehensive income	(277.38)
Dividend paid	–
Balance as at 31st March, 2026	**(264.27)**

In terms of our report attached
For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No.: 215782

Place : Chennai
Date : 17th April, 2026

For and on behalf of the Board of Directors of
Anthurium Developers Limited

Sriram Kumar
Director
DIN No. 07986708

Place : Mumbai
Date : 17th April, 2026

Parveen Mahtani
Director
DIN No. 05189797

Place : Mumbai
Date : 17th April, 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1. Corporate information

Anthurium Developers Limited ("the Company") is a public company incorporated in India on 02 June, 2010 under the provisions of erstwhile Companies Act, 1956. The registered office of the Company is located at 4th Floor, Mahindra Towers, Dr. G. M. Bhosale Marg, P. K. Kurne Chowk, Worli, Mumbai – 400 018.

The Company is subsidiary of Mahindra Lifespace Developers Limited, Mumbai, a company incorporated in India. The ultimate parent company is Mahindra & Mahindra Limited.

2. Material Accounting Policies

2.1 Statement of compliance and Basis of preparation and presentation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016.

All assets and liabilities are classified as current if it is expected to realise or settle within 12 months after the Balance Sheet date.

The financial statements are presented in Indian Rupees (Rs.) which is also the Company's functional currency.

The financial statements were approved by the Board of Directors and authorised for issue on 16th April, 2025.

2.2 Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any. Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use. The estimated useful lives, residual values, are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the statement of profit and loss.

Depreciation on assets (other than impaired assets) is calculated on straight line method which is based on useful life indicated in part C of schedule II to the Companies Act, 2013.

2.3 Impairment of assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement profit and loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement profit and loss.

2.4 Inventories

Inventories are stated at the lower of cost and net realisable value, whichever is lower. Cost is arrived at on first-in-first-out basis and includes overheads on absorption basis, where appropriate.

Financial assets and Liabilities

2.5 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of profit or loss.

2.6 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

2.6.1 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets. With respect to trade receivables, the Company measures the loss allowances at an amount equal to lifetime expected credit losses.

2.6.2 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the statement of profit and loss if such gain or loss would have otherwise been recognised in the statement of profit and loss on disposal of that financial asset.

2.7 Financial liabilities and equity instruments

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

2.7.1 Equity instruments

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

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2026

2.7.1.1 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at Fair value through profit and loss.

2.7.1.2 Derecognition of financial liabilities

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

2.8 Revenue recognition

Revenue from Contracts with Customers

2.8.1 Revenue from Projects

i. The Company develops and sells residential and commercial properties. Revenue from contracts is recognised when control over the property has been transferred to the customer. An enforceable right to payment does not arise until the development of the property is completed. Therefore, revenue is recognised at a point in time as per IND AS 115 when (a) the seller has transferred to the buyer all significant risks and rewards of ownership and the seller retains no effective control of the real estate unit to a degree usually associated with ownership, (b) The seller has effectively handed over possession of the real estate unit to the buyer forming part of the transaction; (c) No significant uncertainty exists regarding the amount of consideration that will be derived from real estate unit sales; and (d) It is not unreasonable to expect ultimate collection of revenue from buyers. The revenue is measured at the transaction price agreed under the contract.

ii. The Company invoices the customers for construction contracts based on achieving performance-related milestones.

iii. For certain contracts involving the sale of property under development, the Company offers deferred payment schemes to its customers. The Company adjusts the transaction price for the effects of the significant financing component.

iv. Costs to obtain contracts ("Contract costs") relate to fees paid for obtaining property sales contracts. Such costs are recognised as assets when incurred and amortised upon recognition of revenue from the related property sale contract.

v. Contract assets is the Company's right to consideration in exchange for goods or services that the Company has transferred to a customer when that right is conditioned on something other than the passage of time.

vi. The Company recognizes revenue at a point in time in each reporting period considering the estimates like reasonableness of collections from customers, disputes with the customer which may result in the cancellation of the contract, which are re assessed periodically by the management. The effect of these changes to estimates is recognised in the period when changes are determined. Accordingly any revenues attributable to such changes and the corresponding Cost of Goods Sold ("COGS") previously recognised are reversed and reduced from the current year's Revenue and COGS respectively.

vii. In case of joint arrangements, revenue is recognised to the extent of Company's percentage share of the underlying real estate development project.

2.8.2 Revenue from Sale of land and other rights

Revenue from Sale of land and other rights is generally a single performance obligation and the Company has determined that this is satisfied at the point in time when control transfers as per the terms of the contract entered into with the buyers, which generally are with the firmity of the sale contracts / agreements.

2.8.3 Revenue from Project Management fees and Rental Income

Revenue from Project Management Fees and Rental Income are recognized on accrual basis as per the terms and conditions of relevant agreements.

2.8.4 Dividend and interest income

Dividend income from investments in shares is recognized when right to receive is established, which is generally when shareholders approve the dividend.

Dividend income from investment in mutual funds is recognised when the unit holder's right to receive payment has been established.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.9 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.9.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.9.2 Deferred tax

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences could be utilized

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2026

2.9.3 Current and deferred tax for the year

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

2.9.4 Minimum Alternate Tax (MAT):

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax against which the MAT paid will be adjusted.

2.10 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.11 Cash Flow Statement

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

3. Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses, etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

4 - Property, Plant and Equipment

(₹ in lakh)

Description of Assets	Buildings	Office Equipment	Furniture and Fixtures	Computers	Total
I. Gross Carrying Amount					
Balance as at 1st April, 2025	–	–	–	–	–
Additions	–	17.72	–	8.57	26.28
Deletions	–	–	–	–	–
Balance as at 31st March, 2026	**–**	**17.72**	**–**	**8.57**	**26.28**
II. Accumulated depreciation and impairment					
Balance as at 1st April, 2025	–	–	–	–	–
Depreciation expense for the year	–	1.59	–	0.53	2.12
Accumulated depreciation on deletion of assets	–	–	–	–	–
Balance as at 31st March, 2026	**–**	**1.59**	**–**	**0.53**	**2.12**
III. Net carrying amount (I-II)	**–**	**16.13**	**–**	**8.04**	**24.17**

(₹ in lakh)

Description of Assets	Buildings	Office Equipment	Furniture and Fixtures	Computers	Total
I. Gross Carrying Amount					
Balance as at 1st April, 2024	–	–	–	–	–
Additions	–	–	–	–	–
Deletions	–	–	–	–	–
Balance as at 31st March, 2025	–	–	–	–	–
II. Accumulated depreciation and impairment					
Balance as at 1st April, 2025	–	–	–	–	–
Depreciation expense for the year	–	–	–	–	–
Accumulated depreciation on deletion of assets	–	–	–	–	–
Balance as at 31st March, 2025	–	–	–	–	–
III. Net carrying amount (I-II)	–	–	–	–	–

Impairment losses recognised in the year:
During the reporting period Company has not recognised any impairment loss on PPE.

Method of Depreciation:
Depreciation on tangible fixed assets has been provided on prorata basis, on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 or estimated useful life, whichever is lower. Sales office & the sample flat/show unit (Leasehold Building) cost, its furniture and office equipments are amortised upto a period of 5 years.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2026

4.1 - Capital Work-in-Progress

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Balance as at 1st April 25	–	–
Additions during the year	712.06	–
Transfer to Property, plant and equipment (refer note 4.1)	–	–
Balance as at 31st March 26	712.06	–

Ageing of capital Work-in-Progress

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Project-in-Progress	712.06	
Less than 1 year	–	–
1-2 years	–	–
2-3 years	–	–
More than 3 years		
Project temporary suspended	–	–
Total	712.06	–

Note : As on date of the balance sheet, there is no capital work in progress projects whose completion is overdue or has exceeded the cost compared to its original plan

5 - Other Non-Current Asset

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Security Deposit	11,306.51	11,292.77
Fixed Deposits with original maturity greater than 12 months		–
Total	11,306.51	11,292.77

6 - Deferred Tax Asset

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
(i) Deferred tax assets (Net)	93.30	–
Total	93.30	–

7 - Inventories

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Raw Material	31.50	–
Construction Work in progress*	78,796.66	39,377.43
Finished Goods	–	–
Total Inventories (at lower of cost and net realisable value)	78,828.16	39,377.43

* Construction Work in Progress represents materials at site and unbilled costs on the projects.

8 - Cash and Bank Balance

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
(a) Cash and cash equivalents		
Balances with banks	371.68	1.12
Total Cash and cash equivalent (considered in Statement of Cash Flows)	371.68	1.12
(b) Other Bank Balances		
Balances with Banks:		
(i) Fixed Deposits with original maturity greater than 3 months	50.00	40.50
Total Other Bank Balances	50.00	40.50

9 - Other Financial Assets

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Financial assets at amortised cost		
Interest accrued but not due on term deposit accounts.	2.67	0.29
Total	2.67	0.29

10 - Other Current Assets

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
GST Receivable	41.12	41.61
Other tax receivable	0.47	
Advance to Vendor	34.07	–
	75.66	41.61

11 - Equity

(a) Equity Share Capital

(₹ in lakh)

Particulars	As at 31 March, 2026 No. of shares	Amount	As at 31 March, 2025 No. of shares	Amount
Authorised:				
Equity shares of ₹ 10 each with voting rights	1,00,000	10.00	1,00,000	10.00
Issued, Subscribed and Fully Paid:				
Equity shares of ₹ 10 each with voting rights	50,000	5.00	50,000	5.00
Total	50,000	5.00	50,000	5.00

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period

(₹ in lakh)

Particulars	Opening Balance	Fresh Issue	Bonus	Closing Balance
Equity Shares with Voting rights				
Year Ended 31st March 2026				
No. of Shares	50,000	–	–	50,000
Amount	5.00	–	–	5.00
Year Ended 31st March 2025				
No. of Shares	50,000	–	–	50,000
Amount	5.00	–	–	5.00

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2026

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	No. of Shares Equity Shares with Voting rights
As at 31st March 2026	
Mahindra Lifespace Developers Limited, the Holding Company	**50,000**
As at 31st March 2025	
Mahindra Lifespace Developers Limited, the Holding Company	50,000

(iii) Details of shares held by each shareholder holding more than 5% shares

Class of shares / Name of shareholder	As at 31 March, 2026 Number of shares held	% holding in that class of shares	As at 31 March, 2025 Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Lifespace Developers Ltd	**50,000**	**100.00%**	50,000	100.00%

(iv) Details of shareholdings by the Promoter's of the Company

Class of shares / Name of shareholder	As at 31 March, 2026 Number of shares held	% holding	As at 31 March, 2025 Number of shares held	% holding	% change during the period
Equity shares with voting rights					
Mahindra Lifespace Developers Ltd	**50,000**	**100.00%**	50,000	100.00%	0.00%

12 - Other equity

(₹ in lakh)

Particulars	Retained earnings	Total
Balance at 31st March, 2024	**8.06**	8.06
Profit/(Loss) for the year	5.05	5.05
Other comprehensive income	–	–
Total comprehensive income	5.05	5.05
Dividend paid	–	–
Balance at 31st March, 2025	**13.11**	**13.11**
Profit/(Loss) for the year	(277.38)	(277.38)
Other comprehensive income	–	–
Total comprehensive income	(277.38)	(277.38)
Dividend paid	–	–
Balance at 31st March, 2026	**(264.27)**	**(264.27)**

13 - Non-Current Borrowings

Particulars	As at 31 March, 2026	As at 31 March, 2025
Unsecured Borrowings - at amortised Cost		
Loans from related parties		
- Mahindra Lifespace Developers Limited	**90,175.00**	50,300.00
Total	**90,175.00**	50,300.00

14 - Trade Payables

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Trade payable - Micro and small enterprises*	**124.74**	–
Trade payable - Other than micro and small enterprises	**1,176.71**	315.41
Total	**1,301.45**	315.41

Trade Payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.

*This information has been determined to the extent such parties have been identified on the basis of intimation received from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. Based on the information available with the Company dues outstanding in respect to Micro, Small and Medium Enterprises as of Balance Sheet Date are shown as above.

Micro Small and Medium Enterprises Development Act, 2006

The amount due to Micro and Small Enterprises as defined in the " Micro, Small and Medium Enterprises Development, Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Company. The disclosure relating to Micro and Small Enterprises as at 31st March 2026 are as under:

Disclosures required under Section-22 of the Micro Small and Medium Enterprises Development Act, 2006

Particulars	As at 31 March, 2026
(i) The principal amount and the interest due thereon remaining unpaid to any supplier as	**124.74**
– Principal amount due to micro and small enterprises	**–**
– Interest due on above	**–**
(ii) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	**–**
(iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	**–**
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting year.	**–**
(v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	**–**

14 a - Ageing for trade payable from the due date of payment for each of the category is as follows:

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Undisputed dues of micro enterprises and small enterprises		
Unbilled	**84.89**	–
Not Due	**–**	–
0 months - 1 year	**39.85**	–
1-2 years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Undisputed dues of creditors other than micro enterprises and small enterprises		
Unbilled	**389.04**	42.66
Not Due		–
0 months - 1 year	**787.68**	272.75
1-2 Years		–
2-3 years	**–**	–
More than 3 years	**–**	–
More than 1 years		
Total	**1,301.45**	315.41

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2026

15 - Other Current Liabilities

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
a. Provision for expenses		
- Other Payable	–	–
b. Duties and Taxes	177.67	119.82
c. Advances received from customers	62.36	–
Total	240.03	119.82

15.1 - Non-Current Tax Liability

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
(i) Income tax Liability (Net)	–	0.38
Total	–	0.38

15.2 - Other Financial Liability

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
(i) Interest payable on borrowings	7.00	–
Total	7.00	–

16 - Other Income

(₹ in lakh)

Particulars	For the Year ended 31 March, 2026	For the Year ended 31 March, 2025
(a) Interest Income		
On Bank Deposits	3.67	4.69
On Income Tax Refund	–	0.00
(b) Profit on redemption of Mutual Fund	0.28	3.28
Total	3.95	7.97

17 a - Construction expenses incurred

(₹ in lakh)

Particulars	For the Year ended 31 March, 2026	For the Year ended 31 March, 2025
Expenses incurred during the year		
Land & related cost	30,453.54	29,871.77
Power & Fuel	–	1.15
Rates and taxes	–	5,987.31
Legal & Professional Fees	3,484.61	1,984.92
Interest costs allocated	5,302.83	1,437.83
Power & Fuel	–	–
Other Project Administration Cost	209.75	94.45
Miscellaneous	–	–
Construction Expenses incurred during the year (a)	39,450.73	39,377.43
Provision for Defect Liability (b)	–	–
Total	39,450.73	39,377.43

17 b - Changes in inventories of work-in-progress and finished goods

(₹ in lakh)

Particulars	For the Year ended 31 March, 2026	For the Year ended 31 March, 2025
Opening Stock	–	–
Work-in-progress	39,377.43	–
Finished Goods	–	–
Total Opening Stock	39,377.43	–
Closing Stock	31.50	–
Work-in-progress	78,796.66	39,377.43
Finished Goods	–	–
Total Closing Stock	78,828.16	39,377.43
Changes in inventories of work-in-progress and finished goods	(39,450.73)	(39,377.43)

18 - Finance Cost

(₹ in lakh)

Particulars	For the Year ended 31 March, 2026	For the Year ended 31 March, 2025
Interest on Loan from related party	5,302.83	1,437.83
Less: Allocated to projects	(5,302.83)	(1,437.83)
	–	–

19 - Depreciation

(₹ in lakh)

Particulars	For the Year ended 31 March, 2026	For the Year ended 31 March, 2025
Depreciation On fixed assets	2.12	–
Total	2.12	–

20 - Other Expenses

(₹ in lakh)

Particulars	For the Year ended 31 March, 2026	For the Year ended 31 March, 2025
(a) Auditors remuneration and out-of-pocket expenses		
(i) As Auditors	3.95	0.77
(b) Other expenses		
(i) Legal and other professional cost	0.91	0.42
(ii) Others	–	–
(c) OM Landscaping Charges	–	0.03
(d) Advertisement Expenses - Hordings/ Banners	332.64	–
(e) Power and Fuel	2.31	–
(f) Other Misc Expenses	27.96	–
(g) Rent, Rate and Taxes	4.74	
Total	372.51	1.22

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2026

21 - Earning per share

Basic and Diluted Earnings Per Share

The earnings and weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows:

(₹ in lakh)

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Profit/(loss) for the year attributable to owners of the Company	**(277.38)**	5.05
Weighted average number of equity shares (nos.)	**50,000**	50,000
Earnings per share - Basic and Diluted	**(554.76)**	10.10

The weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Opening No. of Equity Shares	**50,000**	50,000
Additions	**–**	–
Closing No. of Equity Shares	**50,000**	50,000
Earnings per share from continuing operations - Basic	**50,000**	50,000

Note No. 22 - Financial Instruments

Capital management

The Company's capital management objectives are:

- safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders
- maintain an optimal capital structure to reduce the cost of capital

The Management of the Company monitors the capital structure using debt ratio which is determined as the proportion of total debt to total equity.

(₹ in lakh)

Debt ratios are as follows:	As at 31st March, 2026	As at 31st March, 2025
Debt (A)	**90,175**	50,300
Equity (B)	**(259.27)**	18.11
Debt Ratio (A/B)	**(347.81)**	2,777.04

Categories of financial assets and financial

The following tables shows the carrying amount and fair values of financial assets and financial liabilities by category:

As at 31 March, 2026

Particulars	Amortised Costs	FVTPL	FVOCI	Total
Current Assets				
Cash and Cash Equivalents	**371.68**	**–**	**–**	**371.68**
Other Bank Balances	**50.00**	**–**	**–**	**50.00**
Other Financial Assets	**2.67**	**–**	**–**	**2.67**
Current Liabilities				
Borrowings	**–**	**–**	**–**	**–**
Trade Payables	**1,301.46**	**–**	**–**	**1,301**

As at 31 March, 2025

Particulars	Amortised Costs	FVTPL	FVOCI	Total
Current Assets				
Cash and Cash Equivalents	1.12	**–**	**–**	1.12
Other Bank Balances	40.50	**–**	**–**	40.50
Other Financial Assets	0.29	**–**	**–**	0.29
Current Liabilities				
Borrowings	**–**	**–**	**–**	**–**
Trade Payables	**315.41**	**–**	**–**	**315.41**

[II] Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

A) CREDIT RISK

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is not exposed to credit risk.

B) LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years
Non-derivative financial liabilities			
31-Mar-26			
Non-interest bearing			
Trade Payable	1,301.46	–	–
Long Term Borrowing			
Long Term Borrowing - Principal	–	–	–
Non-derivative financial liabilities			
31-Mar-25			
Non-interest bearing			
Trade Payable	315.41	–	–
Long Term Borrowing			
Long Term Borrowing - Principal	–	–	–

C) MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2026

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

(i) Currency Risk

The Company undertakes transactions denominated only in Indian Rupees and hence, there is no risk of foreign exchnage fluctuations.

(ii) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company does not have exposure to the risk of changes in market interest rates.

(iii) Other price risk

The Company does not have other price risk.

Note No. 23 - Fair Value Measurement

Fair Valuation Techniques and Inputs used

This section explains the judgment and estimates made in determining the fair value of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in financials statements. To provide an indication about the reliability of the inputs used in determining the fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standards.

Fair value of financial assets and financial liabilities that are not measured at fair value

(₹ in lakh)

	31-Mar-26		31-Mar-25	
Particulars	**Carrying amount**	**Fair value**	Carrying amount	Fair value
Financial assets				
Financial assets carried at Amortised Cost				
- trade and other receivables				
- cash & cash equivalents	**371.68**	–	1.12	–
- Other bank balances	**50.00**	–	40.50	–
- Other Current Assets	**2.67**	–	0.29	–
	424.35	–	41.91	–
Financial liabilities				
Financial liabilities held at amortised cost				
- loans from related parties	**90,175.00**	–	50,300.00	–
- trade and other payables	**1,301.46**	–	315.41	–
Total	**91,476.46**	–	50,615.41	–

(₹ in lakh)

Fair value hierarchy as at 31st March, 2026

Financial assets/financial liabilities	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets				
Financial assets carried at Amortised Cost				
(i) Cash and cash equivalents	**–**	**371.68**	**–**	**371.68**
(ii) Other bank balances	**–**	**50.00**	**–**	**50.00**
(iii) Other current assets	**–**	**0.09**	**–**	**0.09**
Total	**–**	**421.77**	**–**	**421.77**
Financial liabilities				
Financial liabilities held at amortised cost				
(i) Long term loan		**90,175.00**		**90,175.00**
(ii) Trade Payable	**–**	**1,301.46**	**–**	**1,301.46**
Total	**–**	**91,476.46**	**–**	**91,476.46**

Fair value hierarchy as at 31st March, 2025

Financial assets/financial liabilities	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets				
Financial assets carried at Amortised Cost				
(i) Cash and cash equivalents	–	1.12	–	1.12
(ii) Other bank balances	–	40.50	–	40.50
(iii) Other current assets	–	0.29	–	0.29
Total	**–**	**41.91**	**–**	**41.91**
Financial liabilities				
Financial liabilities held at amortised cost				
(i) Long term loan		50,300.00		50,300.00
(ii) Trade Payable	–	315.41	–	315.41
Total	**–**	**50,615.41**	**–**	**50,615.41**

Note: The Company has not disclosed the fair value for financial instruments, because the carrying amounts are a reasonable approximation of fair value.

24 - Financial Ratios

	Particulars	Numerator	Denominator	For the year ended 31 March, 2026	For the year ended 31 March, 2025	% Variance	Reason for Variance
a)	Current Ratio	Current Assets	Current Liabilities	51.23	90.59	(43.45%)	Increase in inventory due to acquision of land
b)	Debt Equity Ratio (Gross)	Debt	Equity	(347.81)	2,777.04	NA	Increase in debt due to acquision of land
c)	Debt Service Coverage Ratio (DSCR)	Earning Available for debt service	Debt Service	(0.00)	–	NA	–
d)	Return of Equity	Profit/(Loss) After Tax	Average Equity	230.05%	32.40%	610.02%	Increase in Profit during the year due to increase in interest income on investments
e)	Inventory Turnover ratio	Revenue from Operations	Average Inventory	–	–	NA	–
f)	Trade Receivables turnover ratio	Revenue from Operations	Average Trade Receivables	NA	NA	NA	–
g)	Trade Payable turnover ratio	Cost of Sales	Average Trade payable	–	–	NA	–
h)	Net capital turnover ratio,	Revenue from Operations	Average Working Capital (4)	–	–	NA	–
i)	Net profit ratio	Profit/(Loss) After Tax	Revenue from Operations	0.00%	0.00%	0.00%	Revenue from operations is "Nil" during the year
j)	Return on Capital employed	Earning before interest & taxes	Capital employed	(0.41%)	0.01%	(4,222.52%)	Increase in Profit during the year, huge Debt increase during the year.
k)	Return on investment	Income generated from Investment	Average investments (Gross)	NA	NA	NA	–

Schedule III require explanation where the change in the ratio is more that 25% as compared to the preceding year. Accordingly explanation is given only for the said ratios.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 25 - Additional regulatory information

Details of benami property held

No proceedings have been initiated on or are pending against the group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

Relationship with struck off companies

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

Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

Utilisation of borrowed funds and share premium

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the group (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the group shall:

directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the ultimate beneficiaries

Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

26 - Events after the reporting period

No material events have occurred after the Balance Sheet date and upto the approval of the Financial Statements.

27 The figures for the previous year have been regrouped wherever necessary to confirm to current year's grouping.

28 The Company has entered into a Joint Development Agreement (JDA) with GKW Limited on November 04, 2024, wherein GKW Ltd. retains ownership of the land and grants the Company exclusive development rights for a mixed-use project. As at balance sheet date land owner is yet to fulfil all the conditions precedent to the launch of the project as per JDA agreement, accordingly no financial impact has been given in the financial statements.

29 - Related party disclosures

Names of related parties and related party relationship

Related parties where control exists

Holding Company	Mahindra Lifespace Developers Limited
Associate Company	Mahindra Homes Private Limited
Private Co in which holding co's director is director	Anarock Capital Advisors Private Limited

Related party transactions

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

Nature of transactions with Related Parties	For the year ended	Mahindra Lifespace Developers Limited	Mahindra Homes Private Limited	Anarock Capital Advisors Private Limited
Interest on ICD	**31-03-2026**	5,295.05	7.77	–
	31-03-2025	1,437.83		–
Intercorporate deposit received	**31-03-2026**	39,375.00	500.00	–
	31-03-2025	50,300.00		–
Reimbursement of expenses	**31-03-2026**	10.30		–
	31-03-2025	231.15		–
Transaction Advisory Services - Professional fees	**31-03-2026**	–		–
	31-03-2025	–		928.00

Nature of Balances with Related Parties	Balances as on	Mahindra Lifespace Developers Limited	Mahindra Homes Private Limited
ICD Payable	**31-03-2026**	89,675.00	500.00
	31-03-2025	50,300.00	
Trade Payable	**31-03-2026**	283.04	–
	31-03-2025	272.75	–
Interest Payable	**31-03-2026**	–	6.99
	31-03-2025	–	–

As per our report of even date

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No.: 215782

Place : Chennai
Date : 17th April, 2026

For and on behalf of the Board of Directors of
Anthurium Developers Limited

Sriram Kumar
Director
DIN No. 07986708

Place : Mumbai
Date : 17th April, 2026

Parveen Mahtani
Director
DIN No. 05189797

Place : Mumbai
Date : 17th April, 2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MAHINDRA INDUSTRIAL PARK PRIVATE LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Ind AS Financial Statements of Mahindra Industrial Park Private Limited ("the Company"), which comprise the Balance sheet as at March 31, 2026 the Statement of Profit and Loss, including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information. (herein after referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its Profit and total comprehensive Income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report and the related annexures but does not include the Financial Statements and our Auditors' report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate

to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;

   d) In our opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;

   f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements;

   g) In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year and hence provisions of Section 197 of the Companies Act, 2013 are not applicable.

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

      (i) The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements. (Refer Note 25 to the Financial Statements)

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

(iii) There were no amounts which were required to the Investor Education and Protection Fund by the Company.

(iv) (a) The management of the company has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The management of the Company has represented to us that, to the best of their knowledge and belief, no funds have been received by the Company or any of such subsidiaries from any person(s) or entity(ies) including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on the audit procedures, that has been considered reasonable and appropriate in the circumstances, performed by us nothing has come to our notice that has caused us

or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

(v) The Company has not declared/paid any dividend during the year.

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

For B. K. Khare & Co.
Chartered Accountants
(Firm's Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782YHLSII1126

Place: Chennai
Date: April 17, 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls over financial reporting of **Mahindra Industrial Park Private Limited** ("the Company") as of March 31, 2026, in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITOR'S RESPONSIBILITY

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting with reference to these financial statements

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE FINANCIAL STATEMENTS

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

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls over financial reporting with reference to these financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also,

projections of any evaluation of the internal financial controls over financial reporting with reference to these financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, to the best of our information and according to the explanations given to us ,the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls system over financial reporting with reference to these financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B. K. Khare & Co.
Chartered Accountants
(Firm Registration No. 105102W)

Karthik Srinivasan
Partner
Membership No: 215782
UDIN: 26215782YHLSII1126

Place: Chennai
Date: April 17, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

i. In respect of its Property, Plant and Equipment:

(a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and investment properties.

(a) (B) The Company does not have any intangible assets. Accordingly, reporting under Clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The property, plant and equipment and investment properties are physically verified by the Company on a regular basis. The physical verification of property, plant and equipment and investment properties was conducted in the current financial year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment and investment properties. In accordance with the programme, the company has physically verified certain property, plant and equipment during the year and no material discrepancies were noticed on such verification.

(c) The company does not have any immovable property under Property Plant and Equipment. Hence reporting under clause 3(i)(c) of the Order is not applicable to the company.

(d) According to the information and explanations given to us, the Company has not revalued its property, plant and equipment (including right-of-use assets) during the year.

(e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii. (a) In our opinion and according to the information and explanations given to us, having regard to the nature of inventory, the physical verification by way of verification of title deed, site visits by the management and certification of extent of work completion by competent persons are done at reasonable intervals and no material discrepancies were noticed on physical verification.

b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from HDFC Bank Limited on the basis of security of current assets of the Company, excluding inventories, during the year. The quarterly returns/statements filed by the Company with HDFC Bank Limited are in agreement with the books of account of the Company.

iii. According to the information and explanations given to us, the Company has not granted any loans or advances in the nature of loans, secured or unsecured, or provided any guarantees or security to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

iv. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, reporting under Clause 3(iv) of the Order is not applicable to the Company.

v. According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under, where applicable. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for the products of the Company. Accordingly, reporting under Clause 3(vi) of the Order is not applicable to the Company.

vii. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have generally been regularly deposited with the appropriate authorities, though there have been slight delays in a few cases.

According to the information and explanations given to us and based on our examination of the records of the Company, there were no undisputed statutory dues referred to in sub-clause (a) which were outstanding as at the last day of the financial year for a period of more than six months from the date they became payable.

According to the information and explanations given to us and on the basis of our examination of records of the Company, dues in respect of Income Tax and Goods and Service Tax as at 31 March 2026, which have not been deposited with the appropriate authorities on account of a dispute, are as under:

Name of the statute	Nature of the dues	Amount (₹ in lakhs)	Forum where the dispute is pending
GST	Applicability issues and penalties under dispute	577.87	Appropriate Appellate Tribunal

viii. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

ix. a) In our opinion and according to the information and explanations given to us and on the basis of our examination of books and records of the Company, the Company has not defaulted in the repayment of loans or borrowings or in payment of interest thereon to banks and debenture holders. The Company has not taken any loans or borrowings from Government.

b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

c) According to the information and explanations given to us, the Company has raised term loans during the year. In our opinion, the term loans have been applied for the purposes for which they were obtained.

d) According to the information and explanations given to us and based on the audit procedures performed by us and on an overall examination of the Balance Sheet of the Company, we report that the Company has not utilised funds raised on short-term basis for long-term purposes.

e) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

f) According to the information and explanations given to us and based on the audit procedures performed by us, we report that the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, the reporting under Clause 3(ix)(f) of the Order is not applicable to the Company.

x. a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

xi. a) During the course of our examination of books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the management.

b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

xii. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

xiv. In our opinion and according to the information and explanations given to us and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act.

xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company, Associate, Joint venture or persons connected with them during the year and hence provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under 3(xv) of the Order is not applicable to the Company.

xvi. a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi) of the Order is not applicable to the Company.

b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) and 3(xvi)(d) of the Order is not applicable to the Company.

d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

xvii. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 936.24 lakhs during the current financial year and Rs. 1619.02 lakhs in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

xx. According to the information and explanation given to us, CSR is not applicable to the Company as it does not meet the criteria prescribed under Section 135 of the Act. Hence, reporting under Clause 3(xx) is not applicable to the Company.

For B. K. Khare & Co.
Chartered Accountants
(Firm's Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782YHLSII1126

Place: Chennai
Date: April 17, 2026

BALANCE SHEET AS AT 31ST MARCH, 2026

(Amount in Lakhs)

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
I ASSETS			
NON-CURRENT ASSETS			
(a) Property, Plant and Equipment	4	**1.74**	2.34
(b) Deferred Tax Assets	5	**–**	91.05
(c) Other Non Current Assets	6	**12.93**	12.93
SUB-TOTAL		**14.67**	106.32
CURRENT ASSETS			
(a) Inventories	7	**16,552.88**	23,845.38
(b) Financial Assets			
(i) Cash and Cash Equivalents	8a	**53.62**	34.09
(ii) Bank balances other than (i) above	8b	**–**	113.00
(c) Other Current Assets	9	**38.76**	196.35
SUB-TOTAL		**16,645.26**	24,188.82
TOTAL ASSETS		**16,659.93**	24,295.14
II EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	10	**5.00**	5.00
(b) Other Equity	11	**1,582.66**	(2,360.35)
SUB-TOTAL		**1,587.66**	(2,355.35)
NON CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	12	**11,372.62**	15,837.28
(b) Deferred Tax Liability	5	**1,180.71**	–
SUB-TOTAL		**12,553.33**	15,837.28
CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	12	**2,092.06**	2,072.35
(ii) Trade Payables			
(a) Total outstanding dues of micro enterprises and small enterprises	13	**–**	–
(b) Total outstanding dues of creditors other than micro enterprises and small enterprises		**18.39**	26.18
(iii) Other Financial Liabilities	14	**401.70**	8,710.10
(b) Other Current Liabilities	15	**6.79**	4.58
SUB-TOTAL		**2,518.94**	10,813.21
TOTAL EQUITY AND LIABILITIES		**16,659.93**	24,295.14

Material Accounting Polices Refer Note 2

The accompanying notes 1 to 27 are an integral part of the Financial Statements

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Karthik Srinivasan
Partner
Membership No.: 215782

Place : Chennai
Date : 17th April 2026

For and on behalf of the Board of Directors of
Mahindra Industrial Park Private Limited

Vikram Goel
Director
DIN-11026849

Place : Mumbai
Date : 17th April 2026

Sriram Kumar
Director
DIN-07986708

Place : Mumbai
Date : 17th April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

(Amount in Lakhs)

Particulars	Note No.	Year ended 31st March, 2026	Year ended 31st March, 2025
I Revenue from operations		**–**	–
II Other Income	16	**53.14**	6.22
III Total Revenue (I + II)		**53.14**	6.22
IV EXPENSES			
(a) Employee benefit expense	17	**6.29**	5.70
(b) Finance costs	18	**740.39**	1,598.13
(c) Depreciation and amortisation expense	4	**0.59**	1.42
(d) Other expenses	19	**242.70**	21.41
Total Expenses (IV)		**989.97**	1,626.66
V Profit/(loss) before exceptional items and tax		**(936.83)**	(1,620.44)
VI Exceptional Items	16a	**6,151.60**	–
VII Profit/(Loss) before tax (V+VI)		**5,214.77**	(1,620.44)
VIII Tax Expense			
Current tax		**–**	–
Deferred tax	5	**1,271.76**	–
Total tax expense		**1,271.76**	**–**
IX Profit/(Loss) for the year after tax (VII - VIII)		**3,943.01**	(1,620.44)
X Earnings per share			
(1) Basic/ Diluted Earnings per share of Rs. 10/- each(Rs.)..	20	**7,886.02**	(3,240.88)
Material Accounting Polices Refer Note	2		

The accompanying notes 1 to 27 are an integral part of the Financial Statements

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Karthik Srinivasan
Partner
Membership No: 215782

Place : Chennai
Date : 17th April 2026

For and on behalf of the Board of Directors of
Mahindra Industrial Park Private Limited

Vikram Goel
Director
DIN-11026849

Place : Mumbai
Date : 17th April 2026

Sriram Kumar
Director
DIN-07986708

Place : Mumbai
Date : 17th April 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2026

(Amount in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Cash flows from operating activities		
Profit/(Loss) before tax for the year	**5,214.77**	(1,620.44)
Adjustments for:		
Other income (Exceptional items)	**–**	–
Finance costs	**740.39**	1,598.13
Interest income	**–**	(6.22)
Interest accrued but not due	**185.68**	–
Net (gain)/loss arising on financial assets measured at FVTPL	**(44.60)**	2.00
Exceptional item	**(6,151.60)**	–
Reversal of prior year interest accrual on IFC NCDs	**(8,494.08)**	
Depreciation and amortisation expense	**0.59**	1.42
Operating Profit/(Loss) before working capital changes	**(8,548.85)**	(25.11)
Movements in working capital:		
Decrease/ (Increase) in inventories	**7,292.50**	(69.47)
Decrease in other assets	**157.59**	64.27
(Decrease)/increase in trade and other payables	**(7.78)**	10.38
Decrease in other deposits	**–**	0.44
Increase/ (decrease) in other liabilities	**2.21**	(0.11)
Cash generated from operations	**7,444.52**	5.51
Cash used in Operating activities	**(1,104.33)**	(19.60)
Income taxes (paid)/refunded, net	**–**	3.29
Net Cash used in Operating activities	**(1,104.33)**	(16.31)
Cash flows from investing activities		
Bank balance not considered as cash and cash equivalents		
Placed	**–**	(113.00)
Matured	**113.00**	–
Interest received on bank deposits	**–**	2.93
Net cash generated from investing activities	**113.00**	(110.07)
Cash flows from financing activities		
Availment of short term borrowings (Net)	**19.71**	(31.75)
Availment of Long term borrowings	**1,162.70**	429.65
Interest on long term and short term borrowings	**(171.55)**	(260.86)
Net movement in OCRD borrowings	**–**	(2.00)
Net cash generated from financing activities	**1,010.86**	135.04
Net increase in cash and cash equivalents	**19.53**	8.66
Cash and cash equivalents at the beginning of the year	**34.09**	25.43
Cash and cash equivalents at the end of the year	**53.62**	34.09

Material Accounting Polices Refer Note 2

The accompanying notes 1 to 27 are an integral part of the Financial Statements

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Karthik Srinivasan
Partner
Membership No: 215782

Place : Chennai
Date : 17th April 2026

For and on behalf of the Board of Directors of
Mahindra Industrial Park Private Limited

Vikram Goel
Director
DIN-11026849

Place : Mumbai
Date : 17th April 2026

Sriram Kumar
Director
DIN-07986708

Place : Mumbai
Date : 17th April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

(Amount in Lakhs)

A. Equity share capital	
As at 31st March, 2024	5.00
Changes in equity share capital during the year	–
As at 31st March, 2025	5.00
Changes in equity share capital during the year	–
As at 31st March, 2026	**5.00**

B. Other Equity	**Retained earnings**
Balance as 31 March, 2024 (A)	**(739.91)**
Profit/(Loss) for the year (B)	(1,620.44)
Balance as at 31 March, 2025 (C) = [(A)+(B)]	**(2,360.35)**
Profit/(Loss) for the year (D)	3,943.01
Other comprehensive income (E)	–
Total comprehensive income (F) = [(D)+(E)]	3,943.01
Balance as at 31st March, 2026 (G) = [(C)+(F)]	**1,582.66**

Material Accounting Polices Refer Note 2

The accompanying notes 1 to 27 are an integral part of the Financial Statements

In terms of our report attached

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Karthik Srinivasan
Partner
Membership No: 215782

Place : Chennai
Date : 17th April 2026

For and on behalf of the Board of Directors of
Mahindra Industrial Park Private Limited

Vikram Goel
Director
DIN-11026849

Place : Mumbai
Date : 17th April 2026

Sriram Kumar
Director
DIN-07986708

Place : Mumbai
Date : 17th April 2026

NOTES TO THE FINANCIAL STATEMENTS AS AT /FOR THE PERIOD ENDED 31ST MARCH, 2026

1. Corporate information

Mahindra Industrial Park Private Limited ("the Company") is a private limited company incorporated in India on 29th March 2013 under the provisions of erstwhile Companies Act, 1956. The registered office of the Company is located at 5th Floor, Mahindra Towers, Dr. G. M. Bhosale Marg, P. K. Kurne Chowk, Worli, Mumbai – 400 018.

The Company is in the business of establishing, acquiring, developing and maintaining Industrial Parks, Technology Parks, Bio-tech Parks, Software Parks, Special Economic zones, Export Processing Zones, Industrial Areas, Industrial estates, Integrated Townships, Residential and/or Commercial Complexes, Housing Facility in India and outside India.

The Company is a joint venture of Mahindra Lifespace Developers Limited and International Finance Corporation (IFC).

2. Material Accounting Policies

2.1 Statement of compliance and Basis of preparation and presentation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016. For all periods upto and including the financial year ended 31st March 2026

All assets and liabilities are classified as current if it is expected to realize or settle within 12 months after the Balance Sheet date.

The financial statements are presented in Indian Rupees (Rs.) which is also the Company's functional currency.

The financial statements were approved by the Board of Directors and authorized for issue on 14th April 2026.

2.2 Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any. Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use. The estimated useful lives, residual values, are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed of, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the statement of profit and loss.

Depreciation on assets (other than impaired assets) is calculated on straight line method at the rate of 11.31% p.a. which is based on useful life of about 9 years determined on the basis of technical evaluation by the Management of the Company and is different from the useful life of 15 years indicated in part C of schedule II to the Companies Act, 2013.

2.3 Impairment of assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement profit and loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement profit and loss.

2.4 Inventories

Inventories are stated at the lower of cost and net realizable value, whichever is lower. Cost is arrived at on first-in-first-out basis and includes overheads on absorption basis, where appropriate.

Financial assets and Liabilities

2.5 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of profit or loss.

2.6 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognized on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

2.6.1 Impairment of financial assets

The Company applies the expected credit loss model for recognizing impairment loss on financial assets. With respect to trade receivables, the Company measures the loss allowances at an amount equal to lifetime expected credit losses.

2.6.2 Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the statement of profit and loss if such gain or loss would have otherwise been recognised in the statement of profit and loss on disposal of that financial asset.

NOTES TO THE FINANCIAL STATEMENTS AS AT /FOR THE PERIOD ENDED 31ST MARCH, 2026

2.7 Financial liabilities and equity instruments

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

2.7.1 Equity instruments

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

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.7.1.1 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at Fair value through profit and loss.

2.7.1.2 Derecognition of financial liabilities

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

2.8 Revenue recognition

Revenue on account of sale of services is recognised under the completed service contract method to the extent it is probable that the economic benefit will flow to the Company and the revenue can be reliably measured.

Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers.

Dividend income is recognised in the statement of profit and loss when the right to receive payment is established.

Interest Income is accounted for on time proportion basis.

2.9 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.9.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.9.2 Deferred tax

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences could be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.9.3 Current and deferred tax for the year

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

2.9.4 Minimum Alternate Tax (MAT):

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax against which the MAT paid will be adjusted.

2.10 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.11 Cash Flow Statement

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

3. Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses, etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

NOTES TO THE FINANCIAL STATEMENTS AS AT /FOR THE PERIOD ENDED 31ST MARCH, 2026

Note No. 4 - Property, Plant and Equipment

(Amount in Lakhs)

Description of Assets	Office Equipment	Furniture and Fixtures	Computer	Total
I. Gross Carrying Amount				
Balance as at 1st April, 2025	8.85	1.82	8.90	19.57
Additions during the year	–	–	–	–
Deductions/Adjustments during the year	–	–	–	–
Balance as at 31st March, 2026	**8.85**	**1.82**	**8.90**	**19.57**
II. Accumulated depreciation and impairment				
Balance as at 1st April, 2025	8.31	1.14	7.79	17.24
Depreciation expense for the year	0.03	0.17	0.39	0.59
Deductions/Adjustments during the year	–	–	–	–
Balance as at 31st March, 2026	**8.34**	**1.31**	**8.18**	**17.83**
III. Net carrying amount (I-II)	**0.51**	**0.51**	**0.72**	**1.74**

(Amount in Lakhs)

Description of Assets	Office Equipment	Furniture and Fixtures	Computer	Total
I. Gross Carrying Amount				
Balance as at 1st April, 2024	8.85	1.82	8.90	19.57
Additions during the year	–	–	–	–
Deductions/Adjustments during the year	–	–	–	–
Balance as at 31st March, 2025	**8.85**	**1.82**	**8.90**	**19.57**
II. Accumulated depreciation and impairment	–	–	–	–
Balance as at 1st April, 2024	8.27	0.97	6.57	15.81
Depreciation expense for the year	0.03	0.17	1.22	1.42
Deductions/Adjustments during the year	–	–	–	–
Balance as at 31st March, 2025	**8.30**	**1.14**	**7.79**	**17.23**
III. Net carrying amount (I-II)	**0.55**	**0.68**	**1.11**	**2.34**

Note No. 5 - Deferred Tax Assets

(Amount in Lakhs)

Particulars	For the year ended 31st March, 2026			
	Opening Balance	Recognised in Profit or Loss	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax Liabilities				
Fair value of Non convertible debentures (NCDs)		**1,180.71**		**1,180.71**
Total Deferred Tax Liabilities	**–**	**1,180.71**	**–**	**1,180.71**
Tax effect of items constituting deferred tax assets				
Business loss/(Gain)	**91.05**	**(91.05)**	**–**	**–**
Total Deferred Tax Asset	**91.05**	**(91.05)**	**–**	**–**
Net Deferred Tax Asset	**91.05**	**(1,271.76)**	**–**	**(1,180.71)**

NOTES TO THE FINANCIAL STATEMENTS AS AT /FOR THE PERIOD ENDED 31ST MARCH, 2026

(Amount in Lakhs)

Particulars	For the Year ended 31st March, 2025			
	Opening Balance	Recognised in Profit or Loss	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax assets				
Business loss/(Gain)	91.05	–	–	91.05
Unabsorbed depreciation loss	–	–	–	–
Total Deferred Tax Asset	91.05	–	–	91.05
Net Deferred Tax Asset	91.05	–	–	91.05

Note No. 6 - Other Non Current Assets

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(i) Security Deposits	**12.93**	12.93
Total	**12.93**	12.93

Note No. 7 - Inventories

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) Work in Progress		
(Representing cost of land and related expenditure)	**16,552.88**	23,845.38
Total Inventories	**16,552.88**	23,845.38

(i) Of the above, finance cost of Rs. 7,299.4 lakhs (reversal of NCD Interest) (PY Rs. Nil), Project Spend of Rs. 11.54 lakh (PY 12.92 lakhs) and site overheads of Rs. Nil (PY Rs. 56.56 lakhs) has been inventorised during the year.

(ii) The carrying amount of inventories pledged as security for liabilities - Refer Note 12 for Secured non current borrowings.

(iii) Mode of Valuation of inventories is Cost or Net Realisable Value whichever is lower.

Note No. 8 - Financial Assets

(a) Cash and cash equivalents

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(i) Balances with banks	**53.62**	34.09
Total Cash and cash equivalents	**53.62**	34.09

(b) Bank balances other than Cash and Cash equivalents

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(i) Deposit with original muturity of more than 3 months	**–**	113.00
Total other bank balances	**–**	113.00

NOTES TO THE FINANCIAL STATEMENTS AS AT /FOR THE PERIOD ENDED 31ST MARCH, 2026

Note No. 9 - Other assets

(Amount in Lakhs)

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Current	**Non-Current**	Current	Non-Current
(a) Advances other than capital advances				
(i) Balances with government authorities (other than income taxes)	**36.85**	**–**	169.12	–
(ii) Other advances	**0.47**	**–**	0.47	–
(iii) Income Tax Assets	**1.44**	**–**	26.76	–
Total	**38.76**	**–**	196.35	–

Note No. 10 - Equity Share Capital

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	No. of shares	**(Amount in Lakhs)**	No. of shares	**(Amount in Lakhs)**
Authorised:				
Equity shares of Rs.10 each with voting rights	**1,00,000**	**10.00**	1,00,000	10.00
Issued, Subscribed and Fully Paid:				
Equity shares of Rs.10 each with voting rights	**50,000**	**5.00**	50,000	5.00
Total	**50,000**	**5.00**	50,000	5.00

Note No. 10a - Equity Share Capital

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

Particulars	**Opening Balance**	**Closing Balance**
(a) Equity Shares with Voting rights		
Year Ended 31st March 2024		
No. of Shares	50,000	50,000
Amount	5.00	5.00
Year Ended 31st March 2025		
No. of Shares	50,000	50,000
Amount	5.00	5.00
Year Ended 31st March 2026		
No. of Shares	50,000	50,000
Amount	5.00	5.00

Particulars	**No. of Shares Equity Shares with Voting rights**
As at 31st March 2024 Mahindra Lifespace Developers Limited	50,000
As at 31st March 2025 Mahindra Lifespace Developers Limited	50,000
As at 31st March 2026 Mahindra Lifespace Developers Limited	50,000

(ii) Details of shares held by each shareholder/promoter holding more than 5% shares:

Class of shares/Name of shareholder	As at 31st March, 2026		As at 31st March, 2025	
	Number of shares held	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Lifespace Developers Limited	**50,000**	**100.00%**	50,000	100.00%

NOTES TO THE FINANCIAL STATEMENTS AS AT /FOR THE PERIOD ENDED 31ST MARCH, 2026

Note No. 11 - Other equity

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balance at the Beginning of the year	**(2,360.35)**	(739.91)
Profit/(Loss) for the year	**3,943.01**	(1,620.44)
Balance at the end of the year	**1,582.66**	(2,360.35)

Note No. 12 - Borrowings

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Non-Current - Secured Borrowings		
(a) Term Loan		
(i) From HDFC Bank Limited	**465.44**	837.78
Total Secured Borrowings (A)	**465.44**	837.78

The term loan has been taken from HDFC Bank Limited. This facility has been exclusively charged on the land with minimum FACR of 1.50 times on the assets of the company. The rate of interest is linked with MCLR of HDFC Bank. The principle is repayable in 20 equal quarterly instalments after 7 years from the date of disbursement. There have no charges or satisfaction pending to be registered with Register of Companies beyond the statutory period.

Non-Current - Unsecured (Carried at Fair value through P&L)		
(a) 6,686 Series V Optionally convertible debentures of Rs. 1,00,000/- each taken from Mahindra Lifespace Developers Limited (Note 1)	**5,965.40**	6,010.00
Unsecured (Carried at amortised cost)		
(a) Non convertible debentures taken from International Finance Corporation - (7,565 debentures issued at Rs. 90,000 each and 756 debentures issued at Rs. 1,00,000 each) - (Note 2)	**2,966.78**	7,564.50
(b) Loans from related parties taken from Mahindra Lifespace Developers Limited	**1,975.00**	1,425.00
Total Non-Current Unsecured borrowings (B)	**10,907.18**	14,999.50
Total Non-Current borrowings (A + B)	**11,372.62**	15,837.28

Note 1:- The company has availed OCRD from Mahindra Lifespace Developers Limited in the FY 2019-20 in Series V. Series V - These debentures carry coupon rate of 17%. The company has issued 6,686 debentures of Rs. 1,00,000/- each. The tenure of the debentures is 19 years.

Note 2:- The company has availed NCD from International Finance Corporation under the following tranches

Series 1A :- Under this series 2,641 debentures of Face Value at Rs. 1,00,000/- has been issued at a price of Rs. 90,000/- per debenture. This series of issue carries an interest coupon of 0.01% per annum. Interest will accrue on quarterly basis. Interest shall become due and payable to the holders of Series 1A Debentures quarterly subject to availability of Distributable Cash. These debentures are unlisted, unsecured, redeemable within 19 years from the date of allotment. The Company shall redeem the relevant Series 1A Debentures in accordance with the Distribution Waterfall and Distribution Waterfall Mechanism.

Series 1B :- Under this series 4,924 debentures of Face Value at Rs. 1,00,000/- has been issued at a price of Rs. 90,000/- per debenture. This series of issue carries a interest coupon of 0.01% per annum. Interest will accrue on quarterly basis. Interest shall become due and payable to the holders of Series 1B Debentures quarterly subject to availability of Distributable Cash. These debentures are unlisted, unsecured, redeemable within 19 years from the date of allotment. The Company shall redeem the relevant Series 1B Debentures in accordance with the Distribution Waterfall and Distribution Waterfall Mechanism.

Series B :- Under this series 756 debentures of Face Value at Rs. 1,00,000/- has been issued at a price of Rs. 1,00,000/- per debenture. This series of issue carries a interest coupon of 0.01% per annum. Interest will accrue on quarterly basis. Interest shall become due and payable to the holders of Series B Debentures quarterly subject to availability of Distributable Cash. These debentures are unlisted, unsecured, redeemable within 19 years from the date of allotment. The Company shall redeem the relevant Series B Debentures in accordance with the Distribution Waterfall and Distribution Waterfall Mechanism.

Note 3:- The Loan has been taken from Mahindra Lifespace Developers Limited. The company has availed loan of Rs. 550 lakhs. Interest is chargeable at 8.00% p.a.. The repayment of loan has to be done upon call from the borrowee.

(Amount in Lakhs)

	As at 31st March, 2026	As at 31st March, 2025
Current - Unsecured (Carried at amortised cost)		
(a) Loans from related parties taken from Mahindra Lifespace Developers Limited (Note 1)	**750.00**	750.00
(b) Short term loan from bank taken from HDFC Bank Limited (Note 2)	**969.71**	–
(c) Short term loan (WCDL) taken from HDFC Bank Limited (Note 3)	**–**	950.00
Current - Secured Borrowings		
(c) Current maturities of Long term Term Loan taken from HDFC Bank Limited (Note 4)	**372.35**	372.35
Total Current Borrowings	**2,092.06**	2,072.35

Note 1:- The Loan has been taken from Mahindra Lifespace Developers Limited. The company has availed loan at the Interest rate of 8.00% p.a.. The repayment of loan has to be done upon call from the borrowee.

Note 2:- The short term loan has been taken from HDFC Bank Limited. This facility is secured by charge on all the assets of the company except land. The interest rate is mutually agreeable and the current interest rate as agreed with HDFC Bank is 8.75% p.a. The loan is repayable on demand of HDFC Bank Limited. There have no charges or satisfaction pending to be registered with Register of Companies beyond the statutory period.

Note 3:- The short term loan has been taken from HDFC Bank Limited. The interest rate is mutually agreeable and the current interest rate as agreed with HDFC Bank is 7.55% p.a. The loan is repayable on demand of HDFC Bank Limited.

Note 4:- The outstading term loan from HDFC bank is INR 837.79 Lakhs which is be payable in 9 quarterly instalments starting from FY 2026-27, the repayment liability related to FY 2026-27 has been categorised under current liabilities.

Note No. 13 - Trade Payables

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Trade payable - Micro and small enterprises	**–**	–
Trade payable - Other than micro and small enterprises	**18.39**	26.18
Total	**18.39**	26.18

NOTES TO THE FINANCIAL STATEMENTS AS AT /FOR THE PERIOD ENDED 31ST MARCH, 2026

Note - No companies have been identified under the Micro, Small, and Medium Enterprises Development Act, 2006. Therefore, the disclosure required by Notification No. G.S.R. 719 (E), dated 16 November 2007, issued by the Ministry of Corporate Affairs, is not applicable.

13 a - Ageing for trade payable from the due date of payment for each of the category is as follows:

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Micro and Small enterprises		
Less than 1 year	**–**	–
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Other than Micro and Small enterprises		
Less than 1 year	**18.39**	13.48
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	12.70
Total	**18.39**	26.18

Note No. 14 - Other Financial Liabilities

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Current - Interest accrued but not due		
(a) Interest accrued on NCD - IFC	**0.84**	8,494.92
(b) Interest accrued on ICD - MLDL	**400.86**	215.18
Total	**401.70**	8,710.10

Note No. 15 - Other Current Liabilities

(Amount in Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) Statutory dues		
– taxes payable (other than income taxes)	**5.37**	3.16
(b) Others	**1.42**	1.42
Total	**6.79**	4.58

Note No. 16 - Other Income

(Amount in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
(a) Interest received from fixed deposit with banks	**2.07**	2.93
(b) Interest others	**6.47**	3.29
(c) FVTPL gain on OCRDs	**44.60**	–
Total	**53.14**	6.22

Note No. 16 a - Other Income

The Company had issued unsecured, unlisted, redeemable non-convertible debentures (NCDs) totalling Rs 8,321.00 lakhs (with an issue value of Rs 7,564.50 lakhs) to the International Finance Corporation (IFC). Interest of Rs 7,304.04 lakhs, accrued up to the project's temporary suspension, was inventorised, while Rs 1,190.87 lakhs, accrued after the suspension on 01 April 2024 until 31 March 2025, was charged to the Statement of Profit and Loss. During the Q1 FY 26 , IFC granted an interest waiver of Rs 8,494.91 lakhs, leading to the adjustment of Rs 7,304.04 lakhs against inventory and recognition of Rs 1,190.87 lakhs as other income. Further, the NCD interest rate has been reduced to 0.01%, effective 1 April 2025, resulting in a modification gain of Rs 4,960.73 lakhs. Both the modification gain and the other income has been disclosed as exceptional items. The Deferred tax liabiity has been recognised on the above modification gain amounting to Rs 1,180.71 lakhs.

Note No. 17 - Employee Benefit Expense

(Amount in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
(a) Salaries and wages, including bonus	**5.61**	5.15
(b) Contribution to provident and other funds	**0.68**	0.55
Total	**6.29**	5.70

Note No. 18 - Finance Costs

(Amount in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Interest accrued during the year		
(i) Interest paid on Term Loan	**93.41**	153.02
(ii) Interest paid on OD / WCDL	**78.14**	91.77
(iii) Interest accrued on IFC	**363.83**	1,190.87
(iv) Interest accrued on ICD	**205.01**	162.47
Total	**740.39**	1,598.13

Note No. 19 - Other Expenses

(Amount in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
(a) Business Promotion Expenses	**2.92**	1.83
(b) Payments to auditors (including service tax):		
(i) For audit	**4.16**	2.21
(ii) For Other services	**–**	–
(c) Other expenses		
(i) Professional / Legal Fees	**22.39**	13.46
(ii) Travelling & Conveyance	**0.36**	0.26
(iii) Miscellaneous expenses	**60.88**	0.46
(iv) Bank Charges	**0.01**	–
(v) FVTPL Loss on OCRD	**–**	2.00
(vi) Rent, Rates and Taxes	**151.98**	1.19
Total	**242.70**	21.41

NOTES TO THE FINANCIAL STATEMENTS AS AT /FOR THE PERIOD ENDED 31ST MARCH, 2026

Note No. 20 - Earnings per Share

Basic earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

(Amount in Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Profit for the year attributable to owners of the Company	**3,943.01**	(1,620.44)
Weighted average number of equity shares	**50,000**	50,000
Earnings per share from continuing operations - Basic	**7,886.02**	(3,240.88)

Note No. 21 - Related Party Transactions

Related party disclosures as required by Ind AS 24 “Related Party Disclosures” are given below.

1	Mahindra & Mahindra Limited	Entities having joint control/significant influence over Company
2	Mahindra Lifespace Developers Limited	
3	Mahindra Integrated Business Solutions Private Limited	Other related parties

(Amount in Lakhs)

Particulars	For the year ended	Mahindra & Mahindra Limited	Mahindra Lifespace Developers Limited	Mahindra Integrated Business Solutions Private Limited
Nature of transactions with Related Parties				
Interest on ICD payable	**31-Mar-26**	**–**	**205.01**	**–**
	31-Mar-25	–	162.47	–
Professional charges	**31-Mar-26**	**–**	**–**	**0.84**
	31-Mar-25	–	–	0.84
ICD taken and (repayment) (Net)	**31-Mar-26**	**–**	**550.00**	**–**
	31-Mar-25	–	800.00	–
Reimbursement of expenses accounted	**31-Mar-26**	**1.10**	**–**	**–**
	31-Mar-25	0.81	–	–

(Amount in Lakhs)

Nature of Balances with Related Parties	Balances as on	Mahindra & Mahindra Limited	Mahindra Lifespace Developers Limited	Mahindra Integrated Business Solutions Private Limited
Payables				
(i) Loans Taken	**31-Mar-26**	**–**	**2,725.00**	**–**
	31-Mar-25	–	2,175.00	–
(ii) Interest Accrued on Loans taken	**31-Mar-26**	**–**	**400.67**	**–**
	31-Mar-25	–	216.15	–
(iii) OCRD's Issued	**31-Mar-26**	**–**	**7,457.00**	**–**
	31-Mar-25	–	7,457.00	–

Notes:

1. During the year, there were no amounts required to be written off or written back in respect of debts due from or to related parties.
2. Related parties have been identified by the Management.
3. Current year figures mentioned above inclusive of GST wherever applicable

NOTES TO THE FINANCIAL STATEMENTS AS AT /FOR THE PERIOD ENDED 31ST MARCH, 2026

Note No. 22 - Financial Instruments

Capital management

The company's capital management objectives are:

– to ensure the company's ability to continue as a going concern
– to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of the statement of financial position.

The company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

(Amount in Lakhs)

	31-Mar-26	31-Mar-25
Equity	**1,587.66**	(2,355.35)
Less: Cash and cash equivalents	**53.62**	34.09
	1,534.04	(2,389.44)

Categories of financial assets and financial liabilities

(Amount in Lakhs)
As at 31st March, 2026

	Amortised Costs	**FVTPL**	**Total**
Current Assets			
Cash and Cash Equivalent	53.62	–	**53.62**
Non-current Liabilities			
Borrowings	5,407.22	5,965.40	**11,372.62**
Current Liabilities			
Borrowings	2,092.06	–	**2,092.06**
Trade Payables	18.39	–	**18.39**
Other Financial Liabilities	401.70	–	**401.70**

(Amount in Lakhs)
As at 31st March, 2025

	Amortised Costs	**FVTPL**	**Total**
Current Assets			
Cash and Cash Equivalent	34.09	–	34.09
Other Bank Balances	113.00	–	113.00
Non-current Liabilities			
Borrowings	9,827.28	6,010.00	15,837.28
Current Liabilities			
Borrowings	2,072.35	–	2,072.35
Trade Payables	26.18	–	26.18
Other Financial Liabilities	8,710.10	–	8,710.10

NOTES TO THE FINANCIAL STATEMENTS AS AT /FOR THE PERIOD ENDED 31ST MARCH, 2026

Note No. 22 a - Events after the reporting period

No material events have occurred after the Balance Sheet date and upto the approval of financial statements.

Note No. 23 - Ratios

(Amount in Lakhs)

a) Current Ratio	31st March 2026	31st March 2025	Variance %
Particulars			
Current Assets (A)	**16,645.26**	24,188.82	
Current Liabilities (B)	**2,518.94**	10,813.21	
Ratio (A / B)	**6.61**	**2.24**	**195.40%**

Due to decrease in other financial liability.

b) Debt Equity Ratio	31st March 2026	31st March 2025	Variance %
Particulars			
Total Debt including interest accrued (A)	**13,866.38**	26,619.73	
Equity (B)	**1,587.66**	(2,355.35)	
Debt Equity Ratio (A / B)	**8.73**	**(11.30)**	**(177.28)%**

Decrease is mainly on account of reayment of debt during the year.

c) Return of Equity (ROE)	31st March 2026	31st March 2025	Variance %
Particulars			
Profit After Tax (A)	**3,943.01**	(1,620.44)	
Networth (B)	**1,587.66**	(2,355.35)	
Ratio (A / B)	**248.35%**	**68.80%**	**260.99%**

Decrease is mainly on account of interest charged off during the year.

d) Return on Capital employed	31st March 2026	31st March 2025	Variance %
Particulars			
Earnings before Interest and Tax (A)	5,214.77	(1,620.44)	
Net worth	1,587.66	(2,355.35)	
Borrowing	14,645.39	17,909.63	
Capital employed (B)	**16,233.05**	**15,554.28**	
Ratio (A / B)	**32.12%**	**(10.42)%**	**(408.36)%**

Decrease is mainly on account of interest charged off during the year.

e) Return on investment.	31st March 2026	31st March 2025	Variance %
Profit After Tax (A)	3,943.01	(1,620.44)	
Capital employed (B)	16,233.05	15,554.28	
Ratio (A / B)	**0.24**	**(0.10)**	**(333.15)%**

Decrease is mainly on account of interest charged off during the year.

Note No. 24 - Employee Benefits

a) Defined Contribution plans

The Company makes Provident fund contribution to defined contribution plans for the employees. Under the scheme, the company is required to contribute a specified percentage of the payroll cost to fund the benefits. The Company recognized INR 0.37 lakhs (Previous year - Rs. 0.37 lakhs) for Provident fund & Other funds contributions in the Statement of Profit and Loss. The contributions payable to these plans by the company are at rates specified in the rules of the scheme.

b) Defined Benefit Plans

The Company's obligation towards gratuity is defined benefit plan. The gratuity expense is included under 'Employee Benefit Expenses' in Note 18 Employee benefits expense. The details of actuarial valuation are given below:

(Amount in Lakhs)

	Gratuity (Un-Funded) 2025-26	2024-25
i. Net Asset/ (Liability) recognized in the balance sheet		
Present Value of Defined Benefit Obligation	0.44	0.26
Fair Value of Plan assets	–	–
Liability (Asset) recognised in the balance sheet	**0.44**	**0.26**
ii. Expense recognized in the Statement of Profit & Loss		
Past service cost		
Current Service cost	0.11	0.09
Interest cost	0.03	0.02
Expected return on plan assets	–	–
Actuarial (gains) / Losses	0.17	0.07
Total expenses	**0.31**	**0.18**
iii. Amounts recognized in other comprehensive income	–	–
iv. Change in present value of Defined Benefit obligation		
Present Value of the obligation at the beginning of the year	0.44	0.26
Past service cost	–	–
Current Service cost	0.11	0.09
Interest Cost	0.03	0.02
Actuarial (Gains) /Losses	0.17	0.07
Benefits Paid	–	–
(Liability Transferred Out/ Divestments)	–	–
Present value of the obligation as at the end of the year	**0.75**	**0.44**
v. Principal actuarial assumptions		
Discount Rate	6.77%	6.71%
Salary Growth Rate	10.00%	10.00%
Attrition rate	21.21%	21.21%

vi. Estimates of future salary increases considered in actuarial valuation take account of inflation, seniority, promotions, increments and other relevant factors such as supply and demand in the employment market.

The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors

NOTES TO THE FINANCIAL STATEMENTS AS AT /FOR THE PERIOD ENDED 31ST MARCH, 2026

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

(Amount in Lakhs)

Particulars	Year	Change in Assumption	Impact on defined benefit obligation	
			Increase in assumption	Decrease in assumption
Discount Rate	2026	1.00%	(0.03)	0.03
	2025	1.00%	(0.02)	0.02
Salary Growth Rate	2026	1.00%	0.03	(0.03)
	2025	1.00%	0.02	(0.02)

Maturity profile of defined benefit obligation:

(Amount in Lakhs)

	2025-26	2024-25
Year 1	0.14	–
Year 2	0.13	0.09
Year 3	0.11	0.08
Year 4	0.09	0.07
Year 5	0.08	0.06
Next 5 Years	0.27	0.19

c) Compensated Absences

The key assumptions used in the computation of provision for long term compensated absences as per the Actuarial Valuation are as given below:

(Amount in Lakhs)

Particulars	For the year ended 31st March, 2026	For the year ended 31 March, 2025
Discount rate	6.77%	6.71%
Salary Growth rate	10.00%	10.00%
Attrition rate	21.21%	21.21%

The discount rate is based on the prevailing market yields of Government of India securities as at the balance sheet date for the estimated term of the obligations.

Note No. 25 Contingent liabilities and commitments

(Amount in Lakhs)

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Indirect Tax Matters under appeal*		
GST claims disputed by the Company relating to issues of applicability and penalties on demand. The Company will pursue the matter with the appropriate Appellate Authorities.	577.87	577.87

* In the opinion of the management the above claims are not sustainable and the Company does not expect any outflow of economic resources in respect of above claims and therefore no provision is made in respect thereof.

26 - Additional regulatory information

a) Details of benami property held

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

b) Relationship with struck off companies

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

c) Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

d) Utilisation of borrowed funds and securities premium

The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries

e) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

f) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

g) Registration of Charges or satisfaction with Registrar of Companies (ROC)

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

h) Whistle Blower-

During the year ended March 31, 2026 and till the date of adoption of financial statements by board of directors, the Company did not received any whistle blower complaints.

i) Discrepancies between books of accounts & quarterly statements submitted to banks

The company has duly complied with all the requirements of providing the data/certificates to various convenants with the Banks and the information provided is in agreement with the books of accounts during the year ended March 31, 2026.

NOTES TO THE FINANCIAL STATEMENTS AS AT /FOR THE PERIOD ENDED 31ST MARCH, 2026

Note No. 27 - Previous Year Figures

The figures of previous years have been regrouped/reclassified wherever necessary to confirm to current year's grouping/classification.

In terms of our report attached

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Karthik Srinivasan
Partner
Membership No.: 215782

Place : Chennai
Date : 17th April 2026

For and on behalf of Board of the Directors
Mahindra Industrial Park Private Limited

Vikram Goel
Director
DIN-11026849

Place : Mumbai
Date : 17th April 2026

Sriram Kumar
Director
DIN-07986708

Place : Mumbai
Date : 17th April 2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF

MAHINDRA WATER UTILITIES LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Mahindra Water Utilities Limited** (the "Company"), which comprise the Balance Sheet as at 31st March 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2026, its profit and other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

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

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

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the financial statements and our auditor's report thereon.
- Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

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

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

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.

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

   e) On the basis of the written representations received from the directors as on 31st March 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.

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

      i. The Company does not have any pending litigations which would impact its financial position.

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

      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

      iv. (a) The Management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

      (b) The Management has represented, that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The final dividend proposed in the year, declared and paid by the Company during the year is in accordance with section 123 of the Act, as applicable.

vi. Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year ended 31st March, 2026 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Deloitte Haskins & Sells Chartered Accountants LLP
Chartered Accountants
(Firm's Registration No. 117364W/W100739)

Nilesh Shah
(Partner)
(Membership No. 049660)
UDIN: 26049660JVJFYW2090

Place: Mumbai
Date: April 20, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to financial statements of **Mahindra Water Utilities Limited** (the "Company") as at 31st March 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at 31st March 2026, based on the criteria for internal financial control with reference to financial statements established by the respective Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Deloitte Haskins & Sells Chartered Accountants LLP
Chartered Accountants
(Firm's Registration No. 117364W/W100739)

Nilesh Shah
(Partner)
(Membership No. 049660)
UDIN: 26049660JVJFYW2090

Place: Mumbai
Date: April 20, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of Mahindra Water Utilities Limited on the financial statements for the year ended March 31, 2026).

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

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

(B) The Company does not have any intangible assets, reporting under clause (i)(a)(B) of the Order is not applicable.

(b) The property, plant and equipment were physically verified during the year by the Management in accordance with a regular programme of verification which, in our opinion, provides for physical verification of all the property, plant and equipment at reasonable intervals having regard to the size of the Company and the nature of its activities. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, the Company does not have any immovable properties hence reporting under clause (i)(c) of the Order is not applicable.

(d) The Company has not revalued any of its property, plant and equipment during the year. The Company does not have any intangible assets.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The Company does not have any inventory and hence reporting under clause (ii)(a) of the Order is not applicable.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from banks or financial institutions on the basis of security of current assets. The Company have not taken any disbursement during the year. According to the information and explanations given to us, the Company is therefore not required to file any quarterly returns and statements with such banks till balance sheet date.

(iii) The Company has not provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. The Company has made investments in Mutual Funds during the year. The investments made during the year are in our opinion, prima facie, not prejudicial to the Company's interest.

(iv) According to information and explanation given to us, the Company has not granted any loans, made investments or provided guarantees or securities that are covered under the provisions of sections 185 or 186 of the Companies Act, 2013, and hence reporting under clause (iv) of the Order is not applicable.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause (v) of the Order is not applicable.

(vi) Having regard to the nature of the Company's business/ activities, reporting under clause (vi) of the Order is not applicable.

(vii) In respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, cess and other material statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authorities though there has been slight delay in few cases. We have been informed that the provisions of Sales Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax and Cess are not applicable to the Company for the year.

There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Goods and Services Tax and other material statutory dues in arrears, as at March 31, 2026 for a period of more than six months from the date they became payable except as given below:

Name of Statute	Nature of the Dues	Amount (Rs. in Lakhs)	Period to which the Amount relates	Date of payment
Income Tax Demand – AY 2013	Tax & Interest Demand	13.28	Assessment Year 2013	No payment made

(b) There are no statutory dues referred in sub-clause (a) above which have not been deposited on account of disputes as on March 31, 2026.

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) The Company does not have any borrowings. Hence, reporting under clause (ix)(a) of the Order is not applicable.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, the funds raised on short-term basis have not been used during the year for long-term purposes by the Company.

(e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause (ix)(e) of the Order is not applicable.

(f) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies. Hence, reporting under clause (ix)(f) of the Order is not applicable.

(x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

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

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

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with Section 177 and Section 188 of the Companies Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) In our opinion and based on our examination, the Company is not required to have an internal audit system as per provisions of the Act. Hence, reporting under clause (xiv) of the Order is not applicable.

(xv) In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or directors of it's holding company or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause (xvi)(a), (b), (c) and (d) of the Order is not applicable.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there is no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause (xx) of the Order is not applicable for the year.

For Deloitte Haskins & Sells Chartered Accountants LLP
Chartered Accountants
(Firm's Registration No. 117364W/W100739)

Nilesh Shah
(Partner)
(Membership No. 049660)
UDIN: 26049660JVJFYW2090

Place: Mumbai
Date: April 20, 2026

BALANCE SHEET AS AT MARCH 31, 2026

	Particulars	Note No.	As at March 31, 2026 In Lakhs	As at March 31, 2025 In Lakhs
A	**ASSETS**			
1	**Non-current assets**			
	(a) Property, Plant and Equipment	4	**43.35**	36.80
	(b) Financial Assets			
	(i) Other Financial assets	6	**76.63**	14.63
	(c) Deferred tax assets (net)	23	**122.95**	60.51
	(d) Non-current tax assets (net)	7	**174.00**	211.32
	(e) Other Non-current Assets	7.1	**–**	6.10
	Total Non - Current Assets		**416.93**	329.36
2	**Current assets**			
	(a) Financials Assets			
	(i) Investments	7.2	**458.51**	942.18
	(ii) Trade receivables	5	**609.75**	478.51
	(iii) Cash and cash equivalents	8	**6.51**	16.03
	(iv) Bank Balances other than (iii) above	8.1	**–**	200.00
	(v) Other financial assets	6	**4.01**	14.06
	(b) Other Current Assets	7.1	**81.25**	103.21
	Total Current Assets		**1,160.03**	1,753.99
	Total Assets		**1,576.96**	2,083.35
B	**EQUITY AND LIABILITIES**			
1	**Equity**			
	(a) Equity Share capital	9	**10.00**	10.00
	(b) Other Equity	10	**1,023.56**	1,650.66
	Total equity		**1,033.56**	1,660.66
	LIABILITIES			
2	**Non-current liabilities**			
	Provisions	16	**104.87**	79.56
	Total Non - Current Liabilities		**104.87**	79.56
3	**Current liabilities**			
	(a) Financial Liabilities			
	(i) Trade payables			
	– total outstanding dues of micro enterprises; and small enterprises and	11	**17.40**	22.85
	– total outstanding dues of creditors other than and micro enterprises and small enterprises	11	**84.07**	67.62
	(ii) Other financial liabilities	12	**97.50**	101.67
	(b) Other current liabilities	13	**41.01**	13.86
	(c) Provisions	14	**134.88**	36.78
	(d) Current Tax liabilities (net)	15	**63.67**	100.35
	Total Current Liabilities		**438.53**	343.13
	Total Equity and Liabilities		**1,576.96**	2,083.35
	See accompanying notes to the financial statements	1-40		

In terms of our report attached

For Deloitte Haskins & Sells Chartered Accountants LLP
Chartered Accountants
Firm's Registration No.117364W/W100739

Nilesh Shah
Partner
(Membership No. 049660)

Place: Mumbai
Date : April 20, 2026

For and on behalf of the Board of Directors

Sriram Kumar
Director
DIN: 07986708

Vikram Goel
Director
DIN: 11026849

Place: Mumbai
Date : April 20, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

Particulars		Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
			In Lakhs	In Lakhs
I	Revenue from operations	17	**2,253.86**	2,223.81
II	Other Income	18	**78.27**	113.43
III	**Total Income (I + II)**		**2,332.13**	2,337.24
IV	**EXPENSES**			
	(a) Employee benefits expenses	19	**865.16**	804.12
	(b) Finance costs	20	**–**	0.56
	(c) Depreciation	4	**11.46**	13.25
	(d) Other operating expenses	21	**591.43**	581.80
	(e) Other expenses	22	**226.48**	164.54
	Total Expenses (IV)		**1,694.53**	1,564.27
V	**Profit before Exceptional Items and Tax (III - IV)**		**637.60**	772.97
VI	**Exceptional Items (+/-)**		**127.63**	–
VII	**Profit before tax (V-VI)**		**509.97**	772.97
VIII	**Tax Expense**			
	(i) Current tax	23	**189.80**	210.39
	(ii) Deferred tax	23	**(60.00)**	(20.10)
	Total tax expense		**129.80**	190.29
IX	**Profit for the year (VII - VIII)**		**380.17**	582.68
X	**Other comprehensive income**			
	Items that will not be reclassified to profit or loss			
	Remeasurements of the defined benefit liabilities/(asset)		**(9.71)**	2.71
	Tax relating to items that will not be reclassified to profit or loss		**2.44**	(0.68)
			(7.27)	2.03
XI	**Total comprehensive income for the year (VII + VIII)**		**372.90**	584.71
XII	**Earnings per equity share: (Face Value of Rs. 10 each) (In Rupees.)**			
	(i) Basic	25	**380.17**	582.68
	(ii) Diluted		**380.17**	582.68
	See accompanying notes to the financial statements	1-40		

In terms of our report attached

For Deloitte Haskins & Sells Chartered Accountants LLP
Chartered Accountants
Firm's Registration No.117364W/W100739

Nilesh Shah
Partner
(Membership No. 049660)

Place: Mumbai
Date : April 20, 2026

For and on behalf of the Board of Directors

Sriram Kumar
Director
DIN: 07986708

Vikram Goel
Director
DIN: 11026849

Place: Mumbai
Date : April 20, 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

Particulars	For the year ended March 31, 2026 In Lakhs		For the year ended March 31, 2025 In Lakhs	
A. CASH FLOW FROM OPERATING ACTIVITIES:				
Profit before tax		**509.97**		772.97
Adjustments for:				
Depreciation and amortisation of non-current assets	**11.46**		13.25	
Gain on disposal of property, plant and equipment	**(4.42)**		(0.04)	
Finance Cost	**–**		–	
Provision for doubtful trade receivables written off	**118.41**		60.14	
Gain on Liquid Fund Classified through P&L	**(61.32)**		(92.22)	
Interest Income from Bank	**(7.20)**	**56.93**	(21.17)	(40.04)
Operating Profit before Working Capital changes		**566.90**		732.93
Movements in working capital				
Decrease/(Increase) in Trade receivables	**(249.65)**		1,351.93	
Decrease/ (Increase) in Other Financial assets and Other assets	**28.06**		(56.01)	
Increase Trade payables, Provisions, Other financial liabilities and other liabilities	**147.70**	**(73.89)**	34.78	1,330.70
Cash generated from operations		**493.01**		2,063.63
Income-tax paid (net of refunds)		**(189.18)**		(205.71)
NET CASH GENERATED FROM OPERATING ACTIVITIES		**303.83**		1,857.92
B. CASH FLOW FROM INVESTING ACTIVITIES:				
Purchase of property, plant and equipment	**(20.56)**		(2.33)	
Proceeds from sale of property, plant and equipment	**6.97**		0.41	
Interest received - Fixed Deposits at Bank	**17.25**		14.15	
Gain/Loss on Liquid Fund Classified through P&L	**61.32**		69.84	
Mutual fund Investments made during the year	**483.67**		(919.80)	
Fixed Deposit made during the year	**(62.00)**		(2,850.00)	
Fixed Deposit Matured/Pre-closed	**–**		2,750.00	
Increase in other bank balances	**200.00**		–	
NET CASH FROM INVESTING ACTIVITIES		**686.65**		(937.72)

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026 (Contd.)

Particulars	For the year ended March 31, 2026 In Lakhs		For the year ended March 31, 2025 In Lakhs	
C. CASH FLOW FROM FINANCING ACTIVITIES:				
Finance costs paid	**–**		–	
Dividend paid	**(1,000.00)**		(1,000.00)	
Loan taken from related party	**–**		–	
Loan repaid to related party	**–**		–	
NET CASH USED IN FINANCING ACTIVITIES		**(1,000.00)**		(1,000.00)
NET (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)		**(9.52)**		(79.80)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE YEAR		**16.03**		95.83
CASH AND CASH EQUIVALENTS AT THE END OF THE YEAR		**6.51**		16.03

Note:

The above Cash flow statement has been prepared under the 'Indirect Method' as set out in Indian Accounting Standard (IND AS) 7 'Cash Flow Statement'.

In terms of our report attached

For Deloitte Haskins & Sells Chartered Accountants LLP
Chartered Accountants
Firm's Registration No.117364W/W100739

Nilesh Shah
Partner
(Membership No. 049660)

Place: Mumbai
Date : April 20, 2026

For and on behalf of the Board of Directors

Sriram Kumar
Director
DIN: 07986708

Vikram Goel
Director
DIN: 11026849

Place: Mumbai
Date : April 20, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

A. Equity share capital

Particular	As at March 31, 2026 In Lakhs	As at March 31, 2025 In Lakhs
Authorised Share Capital		
100000 Equity Shares of Rs. 10/- each	**10.00**	10.00
Issued, Subscribed & Paid Up Capital		
100000 Equity Shares of Rs. 10/- each	**10.00**	10.00

B. Other Equity

Particular	As at March 31, 2026 In Lakhs	As at March 31, 2025 In Lakhs
Retained earnings		
As per Last Balance Sheet	**1,650.65**	2,065.95
Add: Transferred from Statement of Profit & Loss	**380.17**	582.68
	2,030.82	2,648.63
Less: Dividend paid during the year	**(1,000.00)**	(1,000.00)
Less: Other Comprehensive Income/(Loss) for the year (net of tax)	**(7.27)**	2.03
Total	**1,023.55**	1,650.65

In terms of our report attached

For Deloitte Haskins & Sells Chartered Accountants LLP
Chartered Accountants
Firm's Registration No.117364W/W100739

Nilesh Shah
Partner
(Membership No. 049660)

Place: Mumbai
Date : April 20, 2026

For and on behalf of the Board of Directors

Sriram Kumar
Director
DIN: 07986708

Vikram Goel
Director
DIN: 11026849

Place: Mumbai
Date : April 20, 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Note 1. General information:

Mahindra Water Utilities Limited (the Company) is a public company incorporated in India on August 10, 1999, under the provisions of the Companies Act, 1956. The Company is engaged in the operation & maintenance of water and sewage system for M/s. New Tirupur Area Development Corporation Limited, Tirupur. The Company is a subsidiary of Mahindra Infrastructure Developers Limited and the ultimate holding company is Mahindra and Mahindra Limited.

Note 2. Material accounting policies:

2.1 Statement of compliance

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued thereafter.

2.2 Basis for preparation and presentation

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these standalone financial statements is determined on such a basis, except for leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

2.3 Property, Plant and Equipment:

Property, Plant, and Equipment held for use in the supply of services or for administrative purposes, are stated in the Balance Sheet at cost less depreciation and accumulated impairment losses, if any. Costs comprise purchase price and attributable costs, if any.

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives as determined by the Management, using the straight-line method. The estimated useful life as determined by the Management is in line with that prescribed in Schedule II to the Companies Act 2013. The estimated useful lives, residual values, and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis. Assets costing individually less than Rs. 5,000 are fully depreciated in the year of purchase.

An item of property, plant, and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant, and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.4 Impairment of tangible assets:

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

The recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the asset's carrying amount is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

2.5 Revenue recognition:

Revenue is measured at the fair value of the consideration received or receivable.

i) Income for services is accounted for as and when services are rendered as per terms of the agreement at the contractual rate and there exists no significant uncertainty as to ultimate realisation.

ii) Dividend income from investments is recognised when the shareholder's right to receive payment has been established provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii) Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.6 Employee benefits

Retirement benefit costs and termination benefits

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable), and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Re-measurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- re-measurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

2.7 Lease

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. Ministry of Corporate Affairs ("MCA") through Companies (Indian Accounting Standards) Amendment Rules, 2019 and Companies (Indian Accounting Standards) Second Amendment Rules, has notified Ind AS 116 Leases which replaces the existing lease standard, Ind AS 17 leases and other interpretations. Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on-balance sheet lease accounting model for lessees. The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less. The lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

2.8 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

(i) Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

(ii) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax are recognised in the Statement of Profit and Loss except when they relate to items that are recognised in Other Comprehensive Income, in which case, the current and deferred tax are also recognised in Other Comprehensive Income.

2.9 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

2.10 Financial Instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

(i) Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

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

Investments in units of Mutual Funds are classified as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the Company, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables and other contractual rights to receive cash or other financial asset.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety, the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

Foreign exchange gains and losses on financial assets

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss.

(ii) Financial liabilities and equity instruments

Classification as debt or equity

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

Equity instruments

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

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of the costs of an asset is included in the 'Finance costs' line item.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs, and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

2.11 New and amended standards

The accounting policies adopted and methods of computation followed are consistent with those of the previous financial year, except for items disclosed below:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. On March 31, 2025, MCA amended the Companies (Indian Accounting Standards) Rules, 2015 by issuing the Companies (Indian Accounting Standards) Amendment Rules, 2023, applicable from April 1, 2025, as below:

Amendments to Ind AS 21 The Effect of Changes in Foreign Exchange Rates titled Lack of Exchangeability

The amendments specify how to assess whether a currency is exchangeable, and how to determine the exchange rate when it is not. The adoption of this amendment did not have any material impact on the disclosures or on the amounts reported in these consolidated financial statements.

Amendments to Ind AS 7 Statement of Cash Flows and Ind AS 107 Financial Instruments:

Disclosures titled Supplier Finance Arrangements

The group has adopted the amendments to Ind AS 7 Statement of Cash Flows and Ind AS 107 Financial Instruments: Disclosures titled Supplier Finance Arrangements for the first time in the current year.

The amendments add a disclosure objective to Ind AS 7 stating that an entity is required to disclose information about its supplier finance arrangements that enables users of financial statements to assess the effects of those arrangements on the entity's liabilities and cash flows. In addition, Ind AS 107 is amended to add supplier finance arrangements as an example within the requirements to disclose information about an entity's exposure to concentration of liquidity risk.

The amendments contain specific transition provisions for the first annual reporting period in which the group applies the amendments. Under the transitional provisions an entity is not required to disclose:

- comparative information for any reporting periods presented before the beginning of the annual reporting period in which the entity first applies those amendments
- the information otherwise required by Ind AS 7:44H(b)(i)–(iii) as at the beginning of the annual reporting period in which the entity first applies those amendments.

Amendments to Ind AS 1 Presentation of Financial Statements

The amendments affect only the presentation of liabilities as current or non-current in the Balance Sheet and not the amount or timing of recognition of any asset, liability, income or expenses.

The amendments clarify that the classification of liabilities as current is based on rights that are in existence at the end of the reporting period, specify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability, explain that rights are in existence if covenants are complied with at the end of the reporting period, and introduce a definition of 'settlement' to make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services.

Further, the amendments specify that only covenants that an entity is required to comply with on or before the end of the reporting period affect the entity's right to defer settlement of a liability for at least twelve months after the reporting date (and therefore must be considered in assessing the classification of the liability as current or non current). Such covenants affect whether the right exists at the end of the reporting period, even if compliance with the covenant is assessed only after the reporting date (e.g. a covenant based on the entity's financial position at the reporting date that is assessed for compliance only after the reporting date). However, the amendments do not affect classification where there is a breach of a material covenant of a long term loan arrangement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, until the annual periods beginning prior to 1 April 2026.

The amendments also specify that the right to defer settlement of a liability for at least twelve months after the reporting date is not affected if an entity only has to comply with a covenant after the reporting period. However, if the entity's right to defer settlement of a liability is subject to the entity complying with covenants within twelve months after the reporting period, an entity discloses information that enables users of financial statements to understand the risk of the liabilities becoming repayable within twelve months after the reporting period. This would include information about the covenants (including the nature of the covenants and when the entity is required to comply with them), the carrying amount of related liabilities and facts and circumstances, if any, that indicate that the entity may have difficulties complying with the covenants.

Note 3 Critical accounting judgments and key sources of estimation uncertainty:

In the application of the Company's accounting policies, which are described in Note 2, the management is required to make judgments, estimates, and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

At the end of the reporting period, there were no key assumptions concerning the future period that may have had a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note 4 - Property, Plant and Equipment

Description of Assets	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
	In Lakhs	In Lakhs	In Lakhs	In Lakhs	In Lakhs
I. Gross carrying amount					
Balance as at March 31, 2024	**30.31**	**1.17**	**10.90**	**56.10**	**98.49**
Additions during the year ended March 31, 2025	0.69	1.55	0.09	–	2.33
Disposal of assets during the year ended March 31, 2025	0.84	0.38	1.47	1.56	4.26
Balance as at March 31, 2025	**30.16**	**2.34**	**9.52**	**54.54**	**96.56**
Additions during the year ended March 31, 2026	0.67	0.13	–	19.76	20.56
Disposal of assets during the year ended March 31, 2026	–	–	–	18.27	18.27
Balance as at March 31, 2026	**30.83**	**2.47**	**9.52**	**56.03**	**98.85**
II. Accumulated depreciation					
Balance as at March 31, 2024	**21.13**	**0.19**	**6.85**	**22.22**	**50.39**
Depreciation for the year	2.44	0.59	0.93	9.29	13.25
Eliminated on Disposal of assets during the year ended March 31, 2025	0.84	0.38	1.47	1.19	3.88
Balance as at March 31, 2025	**22.73**	**0.41**	**6.30**	**30.33**	**59.76**
Depreciation for the year	1.30	0.42	0.81	8.93	11.46
Eliminated on Disposal of assets during the year ended March 31, 2026	–	–	–	15.72	15.72
Balance as at March 31, 2026	**24.03**	**0.83**	**7.11**	**23.54**	**55.50**
Net carrying amount (I-II)					
Balance as at March 31, 2026	**6.80**	**1.64**	**2.41**	**32.49**	**43.35**
Balance as at March 31, 2025	7.43	1.94	3.22	24.21	36.80

Note 5 - Trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025
	In Lakhs	In Lakhs
Trade receivables considered good - secured	**–**	–
Trade receivables considered good - Unsecured	**609.75**	478.51
Trade receivables which has significant increase in credit risk	**–**	–
Trade receivables - credit impaired	**229.54**	111.13
Total	**839.29**	589.64
Provision for expected credit loss	**(229.54)**	(111.13)
Total Trade receivables	**609.75**	478.51

Trade receivables

The entire trade receivables balance as at March 31, 2026 is due from M/s. New Tirupur Area Development Corp. Ltd., the company's sole client, resulting a high concentration of credit risk.

The average credit period on invoice for services is 15 days. No interest is charged on trade receivables.

Reconciliation of loss allowance provision for Trade Receivables

Particulars	As at March 31, 2026	As at March 31, 2025
	In Lakhs	In Lakhs
Balance as at beginning of the year	**111.13**	50.99
Impairment losses/Gain recognised in the year based on 12 month expected credit losses		
On receivables originated in the year	**–**	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

	As at March 31, 2026	As at March 31, 2025
	In Lakhs	In Lakhs
Other receivables	**118.41**	60.14
Amount written-off during the year	**–**	–
Balance at end of the year	**229.54**	111.13

Particulars — **As at March 31, 2026**

		Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	Undisputed Trade Receivables – considered good	**–**	**221.85**	**39.92**	**59.91**	**134.62**	**119.82**	**33.63**	**609.75**
(ii)	Undisputed Trade Receivables – which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(iii)	Undisputed Trade Receivables – credit impaired	**–**	**4.32**	**11.70**	**16.15**	**25.72**	**51.02**	**120.63**	**229.54**
(iii)	Disputed Trade Receivables considered good	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(iv)	Disputed Trade Receivables - which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(vi)	Disputed Trade Receivables – credit impaired	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Total		**–**	**226.17**	**51.62**	**76.06**	**160.34**	**170.84**	**154.26**	**839.29**

Particulars — As at 31 March 2025

		Unbilled	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	Undisputed Trade receivables – considered good	–	215.08	41.62	58.38	93.49	69.93	–	478.51
(ii)	Undisputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–	–	–
(iii)	Undisputed Trade Receivables – credit impaired	–	–	–	2.49	24.32	32.48	51.85	111.13
(iii)	Disputed Trade Receivables considered good	–	–	–	–	–	–	–	–
(iv)	Disputed Trade Receivables - which have significant increase in credit risk	–	–	–	–	–	–	–	–
(vi)	Disputed Trade Receivables – credit impaired	–	–	–	–	–	–	–	–
Total		–	215.08	41.62	60.87	117.81	102.41	51.85	589.64

Note 6 - Other Financial Assets

Particulars	**As at March 31, 2026**		As at March 31, 2025	
	Current	**Non Current**	Current	Non Current
	In Lakhs	**In Lakhs**	In Lakhs	In Lakhs
Financial assets at amortised cost				
(a) Interest accrued on deposits with bank	**1.81**	**–**	11.86	–
(b) Balance with bank held as margin money	**–**	**14.52**	–	14.52

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non Current	Current	Non Current
	In Lakhs	In Lakhs	In Lakhs	In Lakhs
(c) Security deposits	**2.20**	**0.11**	2.20	0.11
(d) Interest accrued on Loan to Related Party	**–**	**–**	–	–
(e) Fixed Deposits with maturity greater than 12 months	**–**	**62.00**	–	–
Total	**4.01**	**76.63**	14.06	14.63

Note 7 - Non-current tax assets (net)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non Current	Current	Non Current
	In Lakhs	In Lakhs	In Lakhs	In Lakhs
Advance income tax	**–**	**174.00**	–	211.31
Total	**–**	**174.00**	–	211.31

Note 7.1 - Other assets

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non Current	Current	Non Current
	In Lakhs	In Lakhs	In Lakhs	In Lakhs
Others				
(a) Gratuity Assets (Net of provision)	**–**	**–**	–	6.10
(b) Balance with government authorities	**57.84**	**–**	87.61	–
(c) Advance to Suppliers	**6.65**	**–**	0.02	–
(d) Advance/Recoverable - Staff	**1.99**	**–**	–	–
(e) Prepaid Expenses	**14.77**	**–**	15.57	–
Total	**81.25**	**–**	103.21	6.10

Note 7.2 - Investment

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of units	In Lakhs	No. of units	In Lakhs
Investments Carried at: Fair Value Through Profit and Loss				
Investments in Mutual Funds				
Axis Bank Liquid Fund	**2,232.71**	**68.43**	20,140.48	580.77
Aditya Birla Sun Life Liquid Fund	**87,649.02**	**390.08**	86,311.45	361.41
Total	**89,881.73**	**458.51**	106,451.93	942.18

Aggregate amount of quoted investments:

Mutual Fund Name	NAV	As at March 31, 2026	Actual invested	Market Value as of March 31, 2026
Axis Bank Liquid Fund	**3,064.628**	**2,232.71**	**68.19**	**68.43**
Aditya Birla Sun Life Liquid Fund	**445.050**	**87,649.02**	**378.34**	**390.08**
			446.53	**458.51**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note 8 - Cash and cash equivalents

Particulars	As at March 31, 2026 In Lakhs	As at March 31, 2025 In Lakhs
(a) Balance with Banks		
(i) In Current Account	**6.51**	8.10
(ii) In Dividend Account	**–**	7.93
	6.51	16.03

Note 8.1 - Bank Balances other than above

Particulars	As at March 31, 2026 In Lakhs	As at March 31, 2025 In Lakhs
(b) Bank Balances other than above		
Fixed Deposits with maturity greater than 3 months and less than one year	**–**	200.00
	–	200.00

Note - 9 Equity Share capital

Particulars	As at March 31, 2026		As at March 31, 2025	
	Nos	**In Lakhs**	Nos	In Lakhs
Authorised shares:				
Equity Shares of Rs. 10 each	**1,00,000**	**10.00**	1,00,000	10.00
	1,00,000	**10.00**	1,00,000	10.00
Issued, subscribed and fully paid-up shares:				
Equity Shares of Rs.10 each	**1,00,000**	**10.00**	1,00,000	10.00
	1,00,000	**10.00**	1,00,000	10.00

Reconciliation of the shares outstanding at the beginning and at the end of the reporting year

Equity:	As at March 31, 2026		As at March 31, 2025	
	Nos	**In Lakhs**	Nos	In Lakhs
Opening Balance	**1,00,000**	**10.00**	1,00,000	10.00
Closing Balance	**1,00,000**	**10.00**	1,00,000	10.00

Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share and dividend proportionate to their shareholding. The Company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of the Interim dividend.

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

Details of shares held by the holding company:

Particulars	As at March 31, 2026 Number of shares	As at March 31, 2025 Number of shares
Mahindra Infrastructure Developers Limited, the holding company	**98,999**	98,999

Details of shareholders holding more than 5% shares in the Company

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of shares	**% holding**	Number of shares	% holding
Mahindra Infrastructure Developers Limited	**98,999**	**99%**	98,999	99%

Additional Information Disclosure Pursuant to Schedule III of Companies Act, 2013 as per MCA notification dated March 24, 2021

Disclosure of shareholding of promoters and percentage of change as at 31 March 2026

Promoters Name	Shares held by promoter at the end of the year i.e. 31 March 2026		Shares held by promoter at the end of the year i.e. 31 March 2025		% Change during the year
	No of Shares	**% of total shares**	No of Shares	% of total shares	
Mahindra Infrastructure Developers Limited	**98,999**	**99%**	98,999	99%	–
United Utilities Limited	**1,001**	**1%**	1,001	1%	–
Total	**1,00,000**	**100%**	1,00,000	100%	**–**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Disclosure of shareholding of promoters and percentage of change as at 31 March 2025

Promoters Name	Shares held by promoter at the end of the year i.e. 31 March 2025		Shares held by promoter at the end of the year i.e. 31 March 2024		% Change during the year
	No of Shares	% of total shares	No of Shares	% of total shares	
Mahindra Infrastructure Developers Limited	**98,999**	**99%**	98,999	99%	–
United Utilities Limited	**1,001**	**1%**	1,001	1%	–
Total	**1,00,000**	**100%**	1,00,000	100%	–

Note 10 - Other Equity

Particulars	As at March 31, 2026 In Lakhs	As at March 31, 2025 In Lakhs
Retaining Earnings		
As per last balance sheet	**1,650.66**	2,065.95
Add: Profit for the year	**380.17**	582.68
Dividend paid during the year	**(1,000.00)**	(1,000.00)
Other Comprehensive Income/(Loss) for the year (net of tax)	**(7.27)**	2.03
Balance As at March 31, 2026	**1,023.56**	1,650.66

Retained Earnings represent the cumulative profits of the Company and the effects of remesurement of defined benefit obligations. The reserve can be utilised in accordance with the provisions of the Companies Act, 2013.

Note - 11 Trade Payables

Particulars	As at March 31, 2026 In Lakhs	As at March 31, 2025 In Lakhs
Total outstanding dues of Micro and Small enterprises* [Refer Note no: 29]	**17.40**	22.85
Total outstanding dues of creditors other than micro and small enterprises	**84.07**	67.62
Total	**101.47**	90.47

Note:
Trade Payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.

Ageing for trade payable from the due date of payment for each of the category is as follows:

* Dues to Micro and Small Enterprises (MSE) have been determined to the extent such parties have been identified on the basis of information collected by management. The amount remaining unpaid at the end of the reporting year to MSE suppliers is pertaining to principal due there on for current year (refer Note 29).

Additional Information Disclosure Pursuant to Schedule III of Companies Act, 2013 as per MCA notification dated March 24, 2021

Particulars	**As at 31 March 2026**						
	Unbilled	**Not Due**	**< 1year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
MSME	**–**	**17.40**	**–**	**–**	**–**	**–**	**17.40**
Others	**–**	**66.33**	**17.74**	**–**	**–**	**–**	**84.07**
Disputed Dues - MSME	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Disputed Dues - Others	**–**	**–**	**–**	**–**	**–**	**–**	**–**

Particulars	As at 31 March 2025						
	Unbilled	Not Due	< 1year	1-2 years	2-3 years	More than 3 years	Total
MSME	–	–	22.85	–	–	–	22.85
Others	–	67.62	–	–	–	–	67.62
Disputed Dues - MSME	–	–	–	–	–	–	–
Disputed Dues - Others	–	–	–	–	–	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note - 12 Other financial Liabilities

Particulars	As at March 31, 2026 In Lakhs	As at March 31, 2025 In Lakhs
Payable to employees	**92.20**	87.44
Deposits received from Service providers	**5.30**	6.30
Dividend Payable	**–**	7.93
Total	**97.50**	101.67

Note:

Payable to employees represents amounts payable towards Salary, performance pay and bonus.

Deposits received from Service providers are security deposits received from the service providers as a security towards non-performance of their contract obligations, if any.

Note - 13 Other Current Liabilities

Particulars	As at March 31, 2026 In Lakhs	As at March 31, 2025 In Lakhs
(a) Statutory Dues - Taxes payable (other than income taxes)	**41.01**	13.29
(b) Interest payable U/s 234B of the Income Tax Act	**–**	0.57
Total	**41.01**	13.86

Note - 14 Provisions (Current)

Particulars	As at March 31, 2026 In Lakhs	As at March 31, 2025 In Lakhs
Provision for employee benefits		
(a) Gratuity	**90.67**	–
(b) Compensated absences	**44.21**	36.78
Total	**134.88**	36.78

Note - 15 Current Tax Liabilities (net)

Particulars	As at March 31, 2026 In Lakhs	As at March 31, 2025 In Lakhs
Provision for tax (net of advance tax)	**63.67**	100.35
Total	**63.67**	100.35

Note - 16 Provisions

Particulars	As at March 31, 2026 In Lakhs	As at March 31, 2025 In Lakhs
Provision for employee benefits		
(a) Compensated absences	**104.87**	79.56
Total	**104.87**	79.56

Note - 17 Revenue from Operations

Particulars	For the Year ended March 31, 2026 In Lakhs	For the Year ended March 31, 2025 In Lakhs
(a) Revenue from rendering of services	**2,142.45**	2,142.45
(b) Revenue from ancilliary services	**111.41**	81.36
Total	**2,253.86**	2,223.81

Note:

The Company had, as per the Operation and Maintenance Agreement between the Company and New Tirupur Area Development Corporation Ltd (NTADCL) and subsequent written confirmations received from the NTADCL Board, raised operations and maintenance fee invoices amounting to Rs. 2,907.30 lakhs (including GST of Rs. 443.49 lakhs) for FY23-24, FY24-25 and FY25-26 respectively for services rendered to NTADCL. Such fee invoices include fee escalation, effective for FY23-24, FY24-25 and FY25-26, of 15% amounting to Rs. 379.21 lakhs (including GST of Rs. 57.84 lakhs) for FY23-24, Rs. 379.21 lakhs (including GST of Rs. 57.84 lakhs) for FY24-25, and Rs. 379.21 lakhs (including GST of Rs. 57.84 lakhs) for FY25-26. Part of such invoices remains overdue, as the same has not been released by NTADCL for certain reasons not known to the Company. However, the Company is confident that the invoices raised are as per the terms of the OMA and confirmations received from the NTADCL Board and, accordingly, will recover all the overdues, including the 15% fee escalation amount, in due course. However, as an abundant caution, the Company has decided to recognize revenue towards this 15% fee escalation only once the discussions and/or other actions towards the recovery of such amounts are concluded.

Note - 18 Other Income

Particulars	For the Year ended March 31, 2026 In Lakhs	For the Year ended March 31, 2025 In Lakhs
(a) Interest Income on financial assets carried at amortised cost		
(i) Bank deposits	**7.20**	21.17
(b) Gain Classified as Fair Value through P&L		
(i) AXIS Liquid Fund	**32.65**	30.81
(ii) ABSL Liquid Fund	**28.67**	61.41
(c) Gain on Sale of Property, plant and equipment	**4.42**	0.04
(d) Miscellaneous Income	**5.33**	–
Total	**78.27**	113.43

Note - 19 Employee Benefits Expenses

Particulars	For the Year ended March 31, 2026 In Lakhs	For the Year ended March 31, 2025 In Lakhs
(a) Salaries and wages	**808.33**	749.72
(b) Contribution to provident and other funds (See below Note)	**35.08**	31.48
(c) Staff welfare expenses	**21.75**	22.92
Total	**865.16**	804.12

Note:

Salaries and wages include: Salaries, wages, bonus, compensated absences and all other amounts payable to employees in respect of services rendered as per their employment terms under a contract of service/employment.

Contribution to provident fund and other funds includes contributions to Provident Fund, ESI, Labour Welfare Fund and gratuity fund with LIC.

Note - 20 Finance Cost

Particulars	For the Year ended March 31, 2026 In Lakhs	For the Year ended March 31, 2025 In Lakhs
Interest on delayed/deferred payment of income tax	**–**	0.56
Total	**–**	0.56

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note - 21 Other Operating Expenses

Particulars		For the Year ended March 31, 2026 In Lakhs	For the Year ended March 31, 2025 In Lakhs
(a)	Rent including lease rentals	**3.30**	3.30
(b)	Rates and taxes	**2.47**	2.48
(c)	Repairs and maintenance - Machinery	**23.16**	29.58
(d)	Repairs and maintenance - Others	**11.46**	10.85
(e)	Software Expenses	**12.82**	5.42
(f)	Security and Service Charges	**459.56**	449.58
(h)	Vehicle running expenses	**78.66**	80.59
Total		**591.43**	581.80

Note - 22 Other Expenses

Particulars		For the Year ended March 31, 2026 In Lakhs	For the Year ended March 31, 2025 In Lakhs
(a)	Insurance	**43.72**	38.74
(b)	Repairs and maintenance - Office	**3.95**	5.42
(c)	Legal and professional charges	**5.57**	6.42
(d)	Printing & Stationery	**5.97**	5.20
(e)	Postage and telephone	**8.87**	7.85
(f)	Provision for doubtful trade receivables	**118.41**	60.14
(g)	Expenditure on corporate social responsibility (CSR) under section 135 of the Companies Act, 2013.	**16.24**	17.30
(h)	Payment to auditors (refer Note (i) below)	**15.04**	14.92
(i)	Miscellaneous Expenses	**8.71**	8.55
Total		**226.48**	164.54

Note (i) Payment to Auditors

	For the Year ended March 31, 2026 In Lakhs	For the Year ended March 31, 2025 In Lakhs
Payment to auditors (net of GST input credit)		
For Statutory audit	**11.43**	11.22
For Certification and other services	**3.60**	3.70
Total	**15.04**	14.92

Note - 23 Current Tax and Deferred Tax

(a) Income Tax recognised in profit or loss

Particulars	For the Year ended March 31, 2026 In Lakhs	For the Year ended March 31, 2025 In Lakhs
Current Tax:		
In respect of current year	**189.80**	210.39
Deferred Tax:		
In respect of current year origination and reversal of temporary differences	**(60.00)**	(20.10)
Adjustments due to changes in tax rates	**–**	–
	(60.00)	(20.10)
Total income tax expense	**129.80**	190.29

(b) Income tax recognised in other Comprehensive income

Particulars	For the Year ended March 31, 2026 In Lakhs	For the Year ended March 31, 2025 In Lakhs
Deferred tax related to items recognised in other comprehensive income during the year:		
Remeasurement of defined benefit Liabilities/(Assets)	**(2.44)**	0.68
Total	**(2.44)**	0.68
Classification of income tax recognised in other comprehensive income		
Income taxes related to items that will not be reclassified to profit or loss	**(2.44)**	0.68
Total	**(2.44)**	0.68

(c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Particulars	For the Year ended March 31, 2026 In Lakhs	For the Year ended March 31, 2025 In Lakhs
Profit before tax	**509.97**	772.97
Income tax expense calculated at 25.170% #	**128.35**	194.54
Reduction in tax rate	**–**	**–**
Effect of income that is exempt from taxation	**–**	–
Effect of expenses that is non-deductible in determining taxable profit	**1.45**	(4.25)
Income tax expense recognised In profit or loss	**129.80**	190.29

The tax rate used for the March 31, 2026 and March 31, 2025 in reconciliations above is the corporate tax rate of 25.170% (including surcharge and cess) payable by corporate entities in India on taxable profits under Indian Income Tax Laws.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(d) Movement of Deferred Tax

Particulars	For the Year ended March 31, 2026			
	Opening Balance	Recognised in profit and Loss	Recognised in Other comprehensive income	Closing Balance
	In Lakhs	In Lakhs	In Lakhs	In Lakhs
Tax effect of items constituting deferred tax assets				
Property, Plant and Equipment	3.71	0.09	–	3.80
Employee Benefits	1.07	(0.05)	–	1.02
Expenses allowable on actual payment	29.30	8.24	–	37.54
Provisions	27.97	29.80	–	57.77
Gratutity Provision	(1.54)	21.92	2.44	22.82
Net Tax Asset (Liabilities)	60.51	60.00	2.44	122.95

Particulars	For the Year ended March 31, 2025			
	Opening Balance	Recognised in profit and Loss	Recognised in Other comprehensive income	Closing Balance
	In Lakhs	In Lakhs	In Lakhs	In Lakhs
Tax effect of items constituting deferred tax assets				
Property, Plant and Equipment	0.97	2.74	–	3.71
Employee Benefits	0.96	0.11	–	1.07
Expenses allowable on actual payment	27.86	1.44	–	29.30
Provisions	12.83	15.14	–	27.97
Gratutity Provision	(1.54)	0.69	(0.68)	(1.54)
Net Tax Asset (Liabilities)	41.08	20.12	(0.68)	60.51

Note - 24 Contingent liabilities, Contingent Assets and commitments

Contingent liabilities (to the extent not provided for)	**As at March 31, 2026**	As at March 31, 2025
Contingent liabilities	**In Rupees**	In Rupees
Claims against the Company not acknowledged as debt		
Income tax demands disputed for various assessment years, on account of disallowance of certain expenses, where the Company has preferred appeal with the higher authorities	**13.28**	–
	13.28	–

In respect of items mentioned above the timing of outflow of economic benefits cannot be ascertained.

There are no Contingent Assets and Commitments at the end of each reporting periods

Note - 25 Earnings per Share

Particulars	**For the year ended March 31, 2026**	For the year ended March 31, 2025
	In Rupees Per Share	In Rupees Per Share
Basic Earnings per share	**380.17**	582.68
Diluted Earnings per share	**380.17**	582.68
	380.17	582.68

Basic earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

Particulars	**For the year ended March 31, 2026**	For the year ended March 31, 2025
	In Lakhs	In Lakhs
Profit for the year attributable to owners of the Company	**380.17**	582.68
Earning used in the calculation of basic and diluted earnings per share	**380.17**	582.68
Weighted average number of equity shares for the purposes of basic and diluted earnings per share (Face value per share Rs.10)	**1,00,000**	1,00,000
Earnings per share - Basic & Diluted (In Rupees.)	**380.17**	582.68

Note - 26 Financial Instruments

Capital management

The company's capital management objectives are:

– to ensure the company's ability to continue as a going concern

– to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The company monitors capital on the basis of the carrying amount of equity presented on the face of the statement of financial position.

The company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

	31-Mar-26	31-Mar-25
Equity	**1,033.56**	1,660.66
Less : Cash and Bank Balances	**(6.51)**	(216.03)
	1,027.05	1,444.63

Categories of financial assets and financial liabilities

	As at March 31, 2026			
	Amortised Costs**	**FVTPL**	**FVOCI**	**Total**
	In Lakhs	**In Lakhs**	**In Lakhs**	**In Lakhs**
Non-current Assets				
Trade Receivables	–	–	–	–
Other Financial Assets	–	–	–	–
– Non Derivative Financial Assets	**76.63**	–	–	**76.63**
Current Assets				
Investments	**458.51**	–	–	**458.51**
Trade Receivables	**609.75**	–	–	**609.75**
Cash and Cash Equivalents	**6.51**	–	–	**6.51**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

	As at March 31, 2026			
	Amortised Costs**	FVTPL	FVOCI	Total
	In Lakhs	In Lakhs	In Lakhs	In Lakhs
Other Financial Assets				
– Non Derivative Financial Assets	**4.01**	**–**	**–**	**4.01**
Current Liabilities				
Trade Payables	**101.47**	**–**	**–**	**101.47**
Other Financial Liabilities				
– Non Derivative Financial Liabilities	**97.50**	**–**	**–**	**97.50**

	As at March 31, 2025			
	Amortised Costs**	FVTPL	FVOCI	Total
	In Lakhs	In Lakhs	In Lakhs	In Lakhs
Non-current Assets				
Trade Receivables	–	–	–	–
Other Financial Assets				
– Non Derivative Financial Assets	14.63	–	–	14.63
Current Assets				
Investments	942.18	–	–	942.18
Trade Receivables	478.51	–	–	478.51
Cash and Cash Equivalents	16.03	–	–	16.03
Other Bank Balances	200.00	–	–	200.00
Other Financial Assets				
– Non Derivative Financial Assets	14.06	–	–	14.06
Current Liabilities				
Trade Payables	90.47	–	–	90.47
Other Financial Liabilities				
– Non Derivative Financial Liabilities	101.67	–	–	101.67

** The Company considers that the carrying amount of these financial instruments recognised in the financials statements approximate their fair values.

Financial Risk Management Framework

The Company's activities expose it to financial risks - credit risk and liquidity risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

Credit risk management

(i) Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The company has only one client for whom the operation and maintenance services are rendered.

The Company is not subject to any externally imposed capital requirements.

There is no change in estimation techniques or significant assumptions during the reporting period.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following table details the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amounts disclosed in the table has been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
	In Lakhs	In Lakhs	In Lakhs	In Lakhs
Non-derivative financial liabilities				
31-Mar-26				
Non-interest bearing	**198.97**	**–**	**–**	**–**
Total	**198.97**	**–**	**–**	**–**
31-Mar-25				
Non-interest bearing	192.14	–	–	–
Total	192.14	–	–	–

(iii) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
	In Lakhs	In Lakhs	In Lakhs	In Lakhs
Non-derivative financial assets				
31-Mar-26				
Non-interest bearing	**1,078.78**	**14.52**	**–**	**0.11**
Total	**1,078.78**	**14.52**	**–**	**0.11**
31-Mar-25				
Non-interest bearing	1,636.26	14.52	–	0.11
Total	1,636.26	14.52	–	0.11

Note - 27 Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund aggregating Rs. 25.64 Lakhs (2025 : 25.57 Lakhs) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund.

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Asset volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bonds discount rate, this will create or increase a deficit. The defined benefit plans hold a significant proportion of equity type assets, which are expected to outperform government bonds in the long-term while providing volatility and risk in the short-term.

As the plans mature, the Company intends to reduce the level of investment risk by investing more in assets that better match the liabilities. However, the Company believes that due to the long-term nature of the plan liabilities and the strength of the supporting group, a level of continuing equity type investments is an appropriate element of the Company's long term strategy to manage the plans efficiently.

Changes in bond yields

A decrease in government bond yields will increase plan liabilities, although this is expected to be partially offset by an increase in the value of the plans' bond holdings and interest rate hedging instruments.

Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increase in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

Salary risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan particpants will increase the plan's liability.

Note: An entity shall disclose description of any plan amendments, curtailments and settlements.

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

	Valuation as at	
	31-Mar-26	31-Mar-25
Discount rate(s)	**6.59%**	6.54%
Expected rate(s) of salary increase	**8.00%**	8.00%
Expected rate of return on plan assets	**6.59%**	6.54%

Attrition rate

	Valuation as at	
Age (Years)	**31-Mar-26**	31-Mar-25
21 - 30 31 - 40 41 - 50 51 - 59	**21.21% p.a for all service groups**	21.21% p.a for all service groups

Defined benefit plans – as per actuarial valuation on March 31, 2026

Particulars	**Funded Plan Gratuity**	
	2026 In Lakhs	2025 In Lakhs
Amounts recognised in the Statement of Profit and Loss are as follows:		
1. Current service cost	**8.11**	6.36
2. Past Service Credit	**127.64**	–
3. Interest on net defined benefit liability/ (asset)	**1.33**	(0.44)
Components of defined benefit costs recognised in profit or loss	**137.07**	5.92
Remeasurement on the net defined benefit liability	**–**	–
Return on plan assets (excluding amount included in net interest expense)	**(1.30)**	0.38
Actuarial (gains) and losses arising from changes in financial assumptions	**(3.18)**	2.18
Actuarial (gains) and losses arising from changes in demographic assumptions	**–**	–
Actuarial (gains) and losses arising from experience adjustments	**14.18**	(5.26)
Change in asset ceiling, excluding amounts included in interest expenses	**–**	–
Components of defined benefit costs recognised in other comprehensive income	**9.71**	(2.71)
I. Net Asset/(Liability) recognised in the Balance Sheet as at March 31, 2026		
1. Present value of defined benefit obligation as at March 31,	**278.41**	124.43
2. Fair value of plan assets as at March 31,	**187.74**	130.53
3. Surplus/(Deficit)	**90.67**	(6.10)
4. Amount not recognised due to asset limit	**–**	–
5. Current portion of the above	**–**	–
6. Non current portion of the above	**90.67**	(6.10)
II. Change in the obligation during the year ended March 31, 2026		
1. Present value of defined benefit obligation at the beginning of the year	**124.43**	115.30
2. Add/(Less) on account of Scheme of Arrangement/Business Transfer	**–**	**–**
3. Expenses Recognised in Profit and Loss Account	**–**	–
– Current Service Cost	**8.11**	6.36
– Past Service Cost	**127.64**	–
– Interest Expense (Income)	**10.79**	8.28
4. Recognised in Other Comprehensive Income		
Remeasurement (gains)/losses		
- Actuarial Gain (Loss) arising from:		
i. Demographic Assumptions	**–**	–
ii. Financial Assumptions	**(3.18)**	2.17
iii. Experience Adjustments	**14.18**	(5.26)
5. Benefit payments	**(3.56)**	(2.42)
6. Others (Specify)	**–**	–
7. Present value of defined benefit obligation at the end of the year	**278.41**	124.43

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Particulars		Funded Plan Gratuity 2026 In Lakhs	2025 In Lakhs
III.	**Change in fair value of plan assets during the year ended March 31,**		
1.	Fair value of plan assets at the beginning of the year	**130.54**	121.42
2.	Add/(Less) on account of Scheme of Arrangement/Business Transfer	**–**	–
3.	*Expenses Recognised in Profit and Loss Account*	**–**	–
	– Expected return on plan assets	**9.47**	8.72
4.	*Recognised in Other Comprehensive Income*	**–**	–
	Remeasurement gains/(losses)		
	– Actual Return on plan assets in excess of the expected return	**1.30**	(0.38)
5.	Contributions by employer (including benefit payments)	**50.00**	3.19
6.	Benefit payments	**(3.56)**	(2.42)
7.	**Fair value of plan assets at the end of the year**	**187.74**	130.53
IV.	**The Major categories of plan assets**		
	– Insurer managed funds (Non Quoted Value)	**187.74**	130.53

Notes: The current service cost and net interest expenses for the year is included in the "Employee benefits expenses" line item in the statement of profit and loss. The remeasurernent of the net defined benefit liability is Included-in other comprehensive income.

V The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Principal assumption		Impact on defined benefit obligation Increase in assumption	Decrease in assumption
Discount rate	2026	**8.71**	**8.08**
	2025	3.63	3.16
Salary growth rate	2026	**8.51**	**8.05**
	2025	3.54	3.34

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous period.

VI Maturity profile of defined benefit obligation:

	2026	2025
Expected benefits for year 1	**74.68**	41.56
Expected benefits for year 2	**44.31**	18.79
Expected benefits for year 3	**38.04**	15.12
Expected benefits for year 4	**34.56**	12.95
Expected benefits for year 5	**28.46**	11.52
Expected benefits for year 6 to 10	**90.15**	36.13
Expected benefits for year 11 and above	**41.29**	18.84

VII Plan Assets

The fair value of Company's pension plan asset as of March 31, 2025 and 2024 category are as follows:

	2026	2025
Asset category:		
Cash and cash equivalents	**–**	–
Debt instruments (quoted)	**–**	–
Debt instruments (unquoted)	**–**	–
Equity instruments (quoted)	**–**	–
Deposits with Insurance companies	**187.74**	130.53
	187.74	130.53

The Company's policy is driven by considerations of maximizing returns while ensuring credit quality of the debt instruments. The asset allocation for plan assets is determined based on investment criteria prescribed under the Indian Income Tax Act, 1961, and is also subject to other exposure limitations. The Company evaluates the risks, transaction costs and liquidity for potential investments. To measure plan asset performance, the Company compares actual returns for each asset category with published benchmarks.

The weighted average duration of the defined benefit obligation as at March 31, 2026 is 4 years (2025: 4 years)

VIII. Experience Adjustments :

	Year ended 2026	2025	2024	2023	2022
			Gratuity		
1. Defined Benefit Obligation	278.41	124.43	115.30	99.30	98.40
2. Fair value of plan assets	187.74	130.53	121.42	96.43	99.64
3. Surplus/(Deficit)	90.67	6.12	6.12	(2.87)	1.23
4. Experience adjustment on plan liabilities [(Gain)/Loss]	14.18	(5.26)	15.70	(3.39)	(1.75)
5. Experience adjustment on plan assets [Gain/(Loss)]	(1.30)	0.38	(0.32)	0.66	(0.18)

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Note - 28 Related Party Transactions

Name of the related party	Relationship
Mahindra & Mahindra Limited	Ultimate Holding Company
Mahindra Lifespace Developers Limited	Parent of the Holding Company
Mahindra Infrastructure Developers Limited	Holding Company

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note: Relationships between a parent and its subsidiaries shall be disclosed irrespective of whether there have been transactions between them. An entity shall disclose the name of its parent and, if different, the ultimate controlling party. If neither the entity's parent nor the ultimate controlling party produces consolidated financial statements available for public use, the name of the next most senior parent that does so shall also be disclosed.

List of other related parties & relationships

Name of the related party	Relationship
Mahindra & Mahindra Financial Services Limited	Fellow subsidiary
Mahindra Rural Housing Finance Limited	Fellow subsidiary
Mahindra World City Jaipur	Fellow subsidiary

List of Key Management Personnel (KMP)

Name of the related party	Relationship
Mr. K M Pugezhendhi	Chief Executive Officer

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	Mahindra & Mahindra Limited	Mahindra & Mahindra Financial Services Limited	Mahindra Infrastructure Developers Limited	Mahindra Lifespace Developers Limited	Key Management Personnel	Total
	In Lakhs	In Lakhs	In Lakhs	In Lakhs	In Lakhs	In Lakhs
Managerial Renumeration	–	–	–	–	71.89	71.89
	(–)	(–)	(–)	(–)	(66.92)	(66.92)
Revenue-Income from services rendered	–	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	–
Dividend paid	–	–	989.99	–	–	989.99
	(–)	(–)	(989.99)	(–)	(–)	(989.99)
Insurance	0.01	–	–	–	–	0.01
	(–)	(–)	(–)	(–)	(–)	(–)
Professional Charges	1.00	–	–	–	–	1.00
	(1.00)	(–)	(–)	(–)	(–)	(1.00)
Software expenses	7.55	–	–	–	–	7.55
	(0.93)	(–)	(–)	(–)	(–)	(0.93)

Nature of Balances with Related Parties	Mahindra & Mahindra Limited	Mahindra & Mahindra Financial Services Limited	Mahindra Infrastructure Developers Limited	Mahindra Lifespace Developers Limited	Key Management Personnel	Total
	In Lakhs	In Lakhs	In Lakhs	In Lakhs	In Lakhs	In Lakhs
Trade payables	0.37	–	–	–	–	0.37
	(0.05)	(–)	(–)	(–)	(–)	(0.05)

Note: (i) Previous year's figures are in brackets.

(ii) Trade payables to related parties represent dues on account of services rendered and do not contain guarantee transactions.

(iii) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).

(iv) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note 29 - Disclosure pursuant to Ind AS 115 "Revenue from Contracts with Customers":

	Particular	For the year ended March 31, 2026	For the year ended March 31, 2025
1	Details of revenue from contract with customer recognised by the Company, net of indirect taxes in its statement of Profit and loss.		
	Rendering of Services	**2,253.86**	2,223.81
2	Impairment loss on trade receivables recognised/(written back) in the Statement of profit and loss based on evaluation under Ind AS 109	**118.41**	60.14

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

3 **Disaggregate Revenue**

Particular	**For the year ended March 31, 2026**	For the year ended March 31, 2025
Revenue based on market or customer type		
Government/bodies established by Government	**2,253.86**	2,223.81
Other than Government	**–**	–
	2,253.86	2,223.81
Revenue based on its geographical location		
Within India	**2,253.86**	2,223.81
Overseas locations	**–**	–
	2,253.86	2,223.81
Revenue based on its timing of recognition		
Point in time	**–**	–
Over a period of time	**2,253.86**	2,223.81
	2,253.86	2,223.81

4 **Reconciliation of revenue from contract with customer**

Particular	**For the year ended March 31, 2026**	For the year ended March 31, 2025
Revenue from contract with customer as per the contract price	**2,253.86**	2,223.81
Adjustments made to contract price on account of :-	**–**	–
Discounts/Rebates/Incentives	**–**	–
Sales Returns/Reversals	**–**	–
Deferrment of revenue	**–**	–
Changes in estimates of variable consideration	**–**	–
Recognition of revenue from contract liability out of opening balance of contract liability	**–**	–
Any other adjustments	**–**	–
Revenue from contract with customer as per the statement of Profit and Loss	**2,253.86**	2,223.81

5 **Breakup of Revenue into contracts entered in previous year and in current year**

Particulars	**For the year ended March 31, 2026**	For the year ended March 31, 2025
Revenue from PO/ contract/agreement entered into previous year	**2,253.86**	2,223.81
Revenue from New PO/ contract/agreement entered into current year	**–**	–
Total Revenue recognised during the year	**2,253.86**	2,223.81

Note 30 - Details of Dues to Micro And Small Enterprises

Particulars	**March 31, 2026**	March 31, 2025
Current		
a) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
Principal	**17.40**	22.85
Interest	**–**	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

	Particulars	March 31, 2026	March 31, 2025
b)	The amount of interest paid by the buyer in terms of Section 16 along with the amount of the payment made to the supplier beyond the appointed day during the year	–	–
	Principal	–	–
	Interest	–	–
c)	The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified	–	–
d)	The amount of interest accrued and remaining unpaid at the end of the year	–	–
e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of Micro, Small and Medium Enterprises Development Act, 2006	–	–

This information has been determined to the extent such parties have been identified on the basis intimation received from the "suppliers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006.

Note - 31 Corporate Social Responsibility

(a) Gross amount required to be spent by the company during the year - Rs.16.10 Lakhs

(b) Amount spent during the year on (give categories):

Particulars	Amount spent	Amount yet to be paid	Total Amount
Education of the girl Child	8.05	–	**8.05**
Smarton Glasses to Visually impaired	6.96	–	**6.96**
Plantation of Trees	1.23	–	**1.23**
Total	**16.24**	**–**	**16.24**

Note: 32 Ratios

Ratio Analysis and its elements

Sr No	Ratios	Year ended March 31, 2026	Year ended March 31, 2025	Variance
1	Current Ratio :	**2.65**	5.11	-48%
	(Total Current Assets/Current liabilities)			
	[Current liabilities: Total current liabilities-Current maturities of non-current borrowings and lease obligations]			
	The variation in current ratio as on March 31, 2026 compared to March 31, 2025 is due to decrease in the receivables during the year			
2	Net debt equity ratio :	**–**	–	–
	(Net debt/equity)			
	[Net debt: Non-current borrowing + Current borrowings]			
	[Equity: Equity Share Capital + Other equity]			
3	Debt service coverage ratio :			
	(EBIT/(Net finance charges+Interest income from group companies+Scheduled principal of non-current borrowings and lease obligations during the year)	**–**	–	0%
	[EBIT: Profit/(Loss) before taxes + Net finance charges]			
	[Net finance charges : Interest cost (excluding interest on current borrowings) - Interest Income]			
	In respect of current, there were no interest costs associated with borrowings; therefore, the Debt Service Coverage Ratio (DSCR) is not applicable.			
4	Return on Equity :	**0.37**	0.35	5%
	(Profit/(Loss) after tax/Average Equity)			
	[Equity: Equity Share Capital + Other equity + CCPS]			
	The variation in return on equity is due to increase in the other income (Liquid Fund).			

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Sr No	Ratios	Year ended March 31, 2026	Year ended March 31, 2025	Variance
5	Debtors turnover ratio (In days)	**4.14**	1.88	120%
	(Turnover/Average Trade receivables in days)			
	[Turnover: Revenue from operations]			
	The variation is due to reduction in average receivables driven by improved collections.			
6	Trade payables turnover ratio (in days)			
	(Average Trade payables/Expenses)	**8.52**	8.62	-1%
	[Expenses : Total Expenses - Finance Cost - Depreciation and amortization expense - employee benefits expenses in respect of retirement benefits - other expenses with respect to rates & taxes, provision for doubtful debts and advances - bad-debts - sundry balances written-off - provision for impairment and foreign exchange gain/(loss)]			
7	Net capital turnover ratio (in days)	**0.60**	0.84	-29%
	(Average working capital/Turnover)			
	[Working capital: Current assets - Current liabilities]			
	[Current liabilities: Total current liabilities-Current maturities of non-current borrowings and lease obligations]			
8	Net profit ratio (%)	**0.17**	0.26	-35%
	[Net profit after tax/Turnover]			
	The variation during the year is due to increases in other income, mainly in Liquid Fund			
9	Return on Capital Employed (%)			
	[EBIT/Average Capital employed]	**0.49**	0.47	4%
	[Capital employed: Equity share capital + Other equity + Non-current borrowings+ Current borrowings + Current maturities of long-term debts and leases + Deferred tax Liabilities)			
	The variation during the year is due to Rs.10 Crore dividend paid out of Equity during FY25-26.			
10	Return on Investments (%)			
	(Net gain/(Loss) on sale of fair value changes of mutual funds/Average investment funds in current investments)	**0.32**	0.37	-14%
	The variation during the year is due to decrease in receivables & increase in the PBT			

Note - 33 : Other Statutory Information

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company has no transactions with the companies struck off under Companies Act, 2013.

(iii) The Company has not entered into any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

(iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(v) The Company is not declared wilful defaulter by Bank or Financial Institution.

(vi) The Company has not witnessed any delay in filing of registration of Charges.

(vii) The Company does not have immovable property held in name of the Company.

Note - 34

The Company's business activity is that of an Operations and Maintenance (O&M) Contractor. All activities of the company revolve around its main business. The company operates only in India. There is a single operating segment as defined by Indian Accounting Standard 108 "Operating Segments".

Note - 35

As per Section 123(5) of the Companies Act, 2013, the company must ensure the payment of interim dividends to shareholders within 30 days from the date of declaration by the Board of Directors. In respect of the current year, Based on the Circulation Resolution dated December 20, 2025, the Board of Directors has recommended an interim dividend of Rs. 1,000 per equity share on shares having a face value of Rs. 10 each. The interim equity dividend is payable to all shareholders registered in the Register of Members as of the board's approval date (the record date). The total estimated equity dividend, including applicable taxes, amounts to Rs. 10,00,00,000. MIDL holds 99% of the total shares, while UUI holds 1%. MIDL's dividend was paid on December 26, 2025 and UUI's dividend was paid on January 9, 2026.

Note - 36

The Company has entered into operating lease arrangements for warehouse. The lease is cancellable and for a period of 11 months, renewable by mutual consent. Lease payments recognised in the Statement of Profit and loss is Rs. 3.30 Lakhs (Previous year 3.30 Lakhs)

Note - 37

No material events have occurred after the balance sheet date and upto the approval of the financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note - 38

The financial statements were approved for issue by the Board of Directors on April 20th, 2026.

Note - 39

The Company has used accounting software for maintaining its books of account that has a feature of recording audit trail of each and every transaction and same has operated throughout the year creating an edit log of each change made in the books of account. This feature of recording audit trail has operated throughout the year.

Note - 40

Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

In terms of our report attached

For Deloitte Haskins & Sells Chartered Accountants LLP
Chartered Accountants
Firm's Registration No.117364W/W100739

Nilesh Shah
Partner
(Membership No. 049660)

Place: Mumbai
Date : April 20, 2026

For and on behalf of the Board of Directors

Sriram Kumar
Director
DIN: 07986708

Vikram Goel
Director
DIN: 11026849

Place: Mumbai
Date : April 20, 2026

INDEPENDENT AUDITORS' REPORT

To the Members of

MAHINDRA WORLD CITY DEVELOPERS LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Ind AS Financial Statements of **Mahindra World City Developers Limited** ("the Company"), which comprise the Balance sheet as at March 31, 2026, the Statement of Profit and Loss, including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information. (herein after referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its Profit and total comprehensive Income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report and the related annexures but does not include the Financial Statements and our Auditors' report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative

materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

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

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;

   d) In our opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;

   f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements;

   g) In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year and hence provisions of Section 197 of the Companies Act, 2013 are not applicable.

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

      (i) The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements. (Refer Note 29 to the Financial Statements)

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

      (iii) There were no amounts which were required to the Investor Education and Protection Fund by the Company.

      (iv) (a) The management of the company has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

      (b) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to accounts, no funds have been received by the company or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company or any of such subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provided any guarantee, security or the like on behalf of the Ultimate beneficiaries; and

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

      (v) The Company has declared dividend during the year.

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

For **B. K. Khare & Co.**
Chartered Accountants
(Firm's Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782YPPNZD3021

Place: Chennai
Date: April 21, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the internal financial controls under clause (i) of sub-section 3 of section 143 of the companies act, 2013 ("the act")

We have audited the internal financial controls over financial reporting of **Mahindra World City Developers Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting with reference to these Financial Statements

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

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting with reference to these Financial Statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls system over financial reporting with reference to these financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
(Firm's Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782YPPNZD3021

Place: Chennai
Date: April 21, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

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

i. In respect of its Property, Plant and Equipment:

(a) (A) According to the information and explanations given to us, the Company has generally maintained proper records showing particulars, including quantitative details and situation of property, plant and equipment and investment properties. However, quantitative details and situation of certain property, plant and equipment and investment properties.

(B) The Company does not have any intangible assets. Hence, reporting under Clause 3(i)(a)(B) of the Order is not applicable to the Company

(b) The property, plant and equipment and investment properties are physically verified by the Company once in two years. The physical verification of property, plant and equipment and investment properties was conducted in the current financial year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment and investment properties. In accordance with the programme, the company has physically verified certain property, plant and equipment during the year and no material discrepancies were noticed on such verification.

(c) With respect to immoveable properties of land that are freehold, according to the information and explanations given to us and the records examined by us and based on the examination of the original title deeds / Land Delivery Receipts (LDR's) issued by Government provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date.

ii. (a) In our opinion and according to the information and explanations given to us, having regard to the nature of inventory, the physical verification by way of verification of title deed, certificate received from third party confirming the inventory, site visits by the management and certification of extent of work completion by competent persons are done at reasonable intervals and no material discrepancies were noticed on physical verification.

(b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from HDFC Bank and AXIS Bank Limited on the basis of security of the current assets of the Company excluding Inventories during the year. The Cashflow statements filed by the Company with HDFC Bank and AXIS Bank Limited on a Half Yearly basis are in agreement with the unaudited books of account as certified by the management.

iii. According to the information and explanations given to us, the Company has not made any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act, with respect to loans granted, guarantees provided and investments made by the Company. The Company has not provided any security during the year to the parties covered under Sections 185 and 186 of the Act.

v. According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under, where applicable. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

vi. The maintenance of cost records has been specified by the Central Government under Section 148(1) of the Act. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government under subsection (1) of Section 148 of the Act and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii. According to the information and explanations given to us, in respect of statutory dues:

(a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Income-tax, Goods and Services Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.

(b) There were no undisputed amounts payable in respect of Provident Fund, Income-tax, Goods and Services Tax, Cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

(c) The details of dues of Service Tax, Income Tax & GST which has not been deposited as on March 31, 2026 on account of disputes are given below:

Name of statute	Nature of Dues	Forum where dispute is pending	Period to which amount relates	Amount Unpaid (Rs. In Lakhs)
Finance Act, 1994	Service Tax	CESTAT	2008-2017	412.27
CGST Act, 2017	GST	Appellate Authority	2019-20	50.33
CGST Act, 2017	GST	Appellate Authority	2018-19	10.62
CGST Act, 2017	GST	Appellate Authority	2017-18	32.69
CGST Act, 2017	GST	Appellate Authority	2017-18	21.10
CGST Act, 2017	GST	Appellate Authority	2018-19	61.39
CGST Act, 2017	GST	Appellate Authority	2018-19	337.64
CGST Act, 2017	GST	Appellate Authority	2020-21	28.39
Income Tax Act, 1961	Income Tax	Income tax Appellate Tribunal	AY 2012-13 to AY 2014-15	365.77
Income Tax Act, 1961	Income Tax	Hon'ble High Court of Madras	AY 2016-17	5040.42

viii. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

ix. a) In our opinion and according to the information and explanations given to us and on the basis of our examination of books and records of the Company, the Company has not defaulted in the repayment of loans or borrowings or in payment of interest thereon to banks and debenture holders. The Company has not taken any loans or borrowings from Government.

b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

d) According to the information and explanations given to us and based on the audit procedures performed by us and on an overall examination of the Balance Sheet of the Company, we report that the Company has not utilised funds raised on short-term basis for long-term purposes.

e) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

f) According to the information and explanations given to us and based on the audit procedures performed by us, we report that the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, the reporting under Clause 3(ix)(f) of the Order is not applicable to the Company.

x. a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

xi. a) During the course of our examination of books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the management.

b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

xii. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the

Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

xiv. a) In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

b) We have considered the Internal Audit reports of the Company issued till date for the period under audit.

xv. In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company, Associate, Joint venture or persons connected with them during the year and hence provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under (xv) of the Order is not applicable to the Company.

xvi. a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause (xvi) of the Order is not applicable to the Company.

b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) and 3(xvi)(d) of the Order is not applicable to the Company.

Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

xvii. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current and in the immediately preceding financial year

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

xx. (a) According to the information and explanations given to us, in respect of other than ongoing projects, the Company has no unspent amount that needs to be transferred to a Fund specified in Schedule VII to the Act in compliance with second proviso to sub-section (5) of Section 135 of the Act.

(b) According to the information and explanations given to us, in respect of ongoing projects, the Company has no unspent amount which needs to be transferred to a special account in compliance with sub-section (6) of Section 135 of the Act.

For **B. K. Khare & Co.**
Chartered Accountants
(Firm's Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782YPPNZD3021

Place: Chennai
Date: April 21, 2026

BALANCE SHEET AS AT MAR 31, 2026
All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
I ASSETS			
1 Non-current assets			
(a) Property, Plant and Equipment	3	**834.34**	951.91
(b) Right of Use Assets	3.1	**20.44**	–
(c) Capital Work in Progress	3.2	**439.14**	30.01
(d) Investment Property	3.3	**1,088.29**	1,110.71
(e) Intangible Assets	3.4	**–**	–
(f) Financial Assets			
(i) Investments	5	**23,700.00**	22,800.00
(ii) Other Financial Assets	6	**6.49**	6.08
(g) Deferred Tax Assets	4(c)	**319.01**	–
(h) Other Non-Current Assets	7	**1,101.95**	835.73
Total Non-Current Assets (a+b+c+d+e+f+g)		**27,509.66**	25,734.44
2 Current assets			
(a) Inventories	8	**27,315.19**	43,197.94
(b) Financial Assets			
(i) Investments	5	**5,457.76**	8,823.56
(ii) Trade Receivables	9	**2,543.79**	4,546.37
(iii) Cash and Cash Equivalents	10	**602.46**	703.21
(iv) Bank balances other than (iii) above	10	**2,755.20**	1,492.25
(v) Other Financial Assets	6	**2,800.00**	–
(c) Other Current Assets	7	**353.93**	1,060.52
Total Current Assets (a+b+c)		**41,828.33**	59,823.85
Total Assets (1+2)		**69,337.99**	85,558.29
II EQUITY AND LIABILITIES			
1 Equity			
(a) Equity Share Capital	11	**2,000.00**	2,000.00
(b) Other Equity	12	**43,581.01**	29,276.99
Total Equity (a+b)		**45,581.01**	31,276.99
LIABILITIES			
2 Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	**–**	11,450.30
(ii) Lease Liabilities	39	**14.45**	–
(iii) Other Financial Liabilities	14	**1.51**	1.45
(b) Deferred Tax Liabilities	4(c)	**–**	181.93
(c) Other Liabilities	17.1	**1,695.34**	1,539.32
(d) Provisions	18	**4,555.61**	4,519.23
Total Non-Current Liabilities (a+b+c+d)		**6,266.91**	17,692.23
3 Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	15	**–**	8,511.45
(ii) Lease Liabilities	39	**6.72**	–
(iii) Trade Payables			
total outstanding dues of micro enterprises and small enterprises	16	**115.76**	110.50
total outstanding dues of creditors other than micro enterprises and small enterprises		**8,008.60**	10,470.11
(iv) Other Financial Liabilities	14	**1,339.89**	2,872.88
(b) Other Liabilities	17.2	**6,679.52**	13,492.42
(c) Provisions	18	**1,339.58**	1,131.71
Total Current Liabilities (a+b+c)		**17,490.07**	36,589.07
Total Liabilities (2+3)		**23,756.98**	54,281.30
Total Equity and Liabilities (1+2+3)		**69,337.99**	85,558.29
Summary of Material Accounting Policies	2		

The accompanying notes 1 to 44 are an integral part of these financial statements.

In terms of our Report of even date
for **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No.: 215782

Place: Chennai
Date: 21st April 2026

For and on behalf of the board of directors of
Mahindra World City Developers Limited

Amrita Chowdhary
Director
(DIN: 02178520)

Amit Kumar Sinha
Director
(DIN: 09127387)

Vikram Goel
Chief Executive Officer

Ankit Kotak
Chief Financial Officer

Aman Desai
Company Secretary
(ACS: 47990)

Place: Chennai
Date: 21st April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MAR 31, 2026
All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Note No.	Year ended 31st March, 2026	Year ended 31st March, 2025
REVENUE			
Revenue from operations	**19**	**53,248.90**	65,648.77
Other Income	**20**	**594.13**	681.37
Total Income		**53,843.03**	66,330.14
EXPENSES			
Cost of Sales			
– Cost of Projects	**21**	**22,145.34**	38,018.02
– Operation and Maintenance Expenses	**22**	**2,254.18**	1,789.36
Employee Benefits Expense	**23**	**717.72**	650.38
Depreciation/Amortisation Expense	**3**	**175.27**	216.98
Finance Costs	**24**	**967.43**	3,049.40
Other Expenses	**25**	**2,600.09**	2,491.37
Total Expenses		**28,860.03**	46,215.51
Profit before tax		**24,983.00**	20,114.63
Tax expenses/(Credit)			
Current tax (Net of MAT Credit Entitlement)	**4(a)**	**8,174.16**	6,303.30
Deferred Tax	**4(a)**	**(500.94)**	(405.72)
Total Tax Expenses/(Credit)		**7,673.22**	5,897.58
Profit/(Loss) after tax		**17,309.78**	14,217.05
Other Comprehensive Income/(Loss)			
Items that will not be reclassified to profit or loss			
(a) Remeasurement of the defined benefit plans		**(3.66)**	(8.54)
(b) Income tax relating to Items that will not be reclassified to profit or loss	**4(b)**	**0.92**	2.74
Total Other Comprehensive (Loss)/Income		**(2.74)**	(5.80)
Total Comprehensive Income/(Loss)		**17,307.04**	14,211.25
Profit from continuing operations for the year attributable to:			
Owners of the Company		**17,309.78**	14,217.05
Earnings per equity share (face value of Rs.10/- each)			
Basic/Diluted in Rs.	**27**	**86.55**	71.09
Summary of Material Accounting Policies	2		

The accompanying notes 1 to 44 are an integral part of these financial statements.

In terms of our Report of even date
for **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W
Karthik Srinivasan
Partner
Membership No.: 215782

Place: Chennai
Date: 21st April 2026

For and on behalf of the board of directors of
Mahindra World City Developers Limited

Amrita Chowdhary
Director
(DIN: 02178520)

Amit Kumar Sinha
Director
(DIN: 09127387)

Vikram Goel
Chief Executive Officer

Ankit Kotak
Chief Financial Officer

Aman Desai
Company Secretary
(ACS: 47990)

Place: Chennai
Date: 21st April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MAR 31, 2026
All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Cash flows from operating activities		
Profit before tax and exceptional items	**24,983.00**	20,114.63
Non-cash adjustments to reconcile profit tax to cash flows:		
Finance costs	**967.43**	3,049.40
Interest Income	**(27.72)**	(42.96)
Depreciation	**175.27**	216.98
Profit on Sale of Property, Plant and Equipment	**3.65**	
Provision for doubtful debts	**81.28**	61.67
Investment income	**48.80**	42.14
Operating Profit before working capital changes	**26,231.71**	23,441.86
Movements in working capital:		
Decrease in trade receivables	**1,921.30**	924.14
Decrease in inventories	**15,895.58**	14,749.21
(Increase)/Decrease in other assets	**(2,093.41)**	665.03
Increase in other non current assets	**(1,082.58)**	(1,858.99)
(Decrease)/Increase in trade and other payables	**(2,455.73)**	4,914.52
Increase in Other Financial Liabilities	**100.82**	474.19
Increase in Provisions	**241.51**	771.47
Decrease in other liabilities	**(6,656.88)**	(2,657.52)
Cash generated from operations	**32,102.32**	41,423.91
Income taxes (paid)/received	**(7,358.00)**	(2,590.00)
Net cash generated from operating activities	**24,744.32**	38,833.91
Cash flows from investing activities		
Payments for property, plant and equipment	**(448.06)**	(25.63)
Investment in Subsidiary	**(900.00)**	(12,600.00)
Bank balances not considered as Cash and Cash Equivalents (Deposits)	**(1,262.95)**	(309.53)
Proceeds/(Purchase) of Current Investments (Net)	**3,317.00**	(5,802.58)
Interest received	**27.72**	42.96
Net cash from/(used in) from investing activities	**733.71**	(18,694.78)
Cash flows from financing activities		
(Repayment)/Proceeds from Short term borrowings	**(5,900.00)**	–
Redemption of Redemable preference shares (including premium) (Refer note 13 (ii))	**(13,923.34)**	–
Dividend paid (Refer Note 13 (ii) & 38)	**(3,003.02)**	–
Repayment of long term borrowings	**–**	(14,585.07)
Interest paid	**(140.97)**	(2,313.37)
Net cash used in financing activities	**(22,967.33)**	(16,898.44)
Net Increase/(Decrease) in cash and cash equivalents	**2,510.70**	3,240.69
Cash and cash equivalents at the beginning of the year	**(1,908.24)**	(5,148.93)
Cash and Cash equivalents at the end of the period/year *	**602.46**	(1,908.24)

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MAR 31, 2026 (Cont'd)
All amounts are in Rupees Lakhs unless otherwise stated

*** Comprises of**

Particulars	As at 31st Mar, 2026	As at 31st Mar, 2025
Cash and cash equivalents		
(a) Balances with banks		
in Current Accounts	**302.33**	202.07
Deposits with original maturity of less than three months	**300.13**	501.14
Overdraft with Banks	**–**	(2,611.45)
Total Cash and cash equivalents (considered in Statement of Cash Flows)	**602.46**	(1,908.24)

The above Cash Flow Statement has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows' under Section 133 of Companies Act 2013

Summary of Material Accounting Policies (refer note 2)

The accompanying notes 1 to 44 are an integral part of these financial statements.

In terms of our Report of even date
for **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W
Karthik Srinivasan
Partner
Membership No.: 215782

Place: Chennai
Date: 21st April 2026

For and on behalf of the board of directors of
Mahindra World City Developers Limited

Amrita Chowdhary
Director
(DIN: 02178520)

Vikram Goel
Chief Executive Officer

Amit Kumar Sinha
Director
(DIN: 09127387)

Ankit Kotak
Chief Financial Officer

Aman Desai
Company Secretary
(ACS: 47990)

Place: Chennai
Date: 21st April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MAR, 2026
All amounts are in Rupees Lakhs unless otherwise stated

	Share Capital	Other Equity				
Particulars	**Equity Share Capital**	**General Reserve**	**Capital Redemption Reserve**	**Retained earnings**	**Capital Reserve arising on Merger**	**Total**
Balance as at April 1, 2024	2,000.00	795.00	6,500.00	7,660.20	110.54	17,065.74
Profit/(Loss) for the year	–	–	–	14,217.05	–	14,217.05
Other Comprehensive Loss*	–	–	–	(5.80)	–	(5.80)
Balance as at March 31, 2025	2,000.00	795.00	6,500.00	21,871.45	110.54	31,276.99

	Share Capital	Other Equity				
Particulars	**Equity Share Capital**	**General Reserve**	**Capital Redemption Reserve**	**Retained earnings**	**Capital Reserve arising on Merger**	**Total**
Balance as at April 1, 2025	**2,000.00**	**795.00**	**6,500.00**	**21,871.45**	**110.54**	**31,276.99**
Profit for the year	**–**	**–**	**–**	**17,309.78**	**–**	**17,309.78**
Dividend paid on Equity Shares	**–**	**–**	**–**	**(3,000.00)**	**–**	**(3,000.00)**
Dividend paid on Preference Shares	**–**	**–**	**–**	**(3.02)**	**–**	**(3.02)**
Transfer in/(out) (Refer note 13 (ii))	**–**	**–**	**12,025.00**	**(12,025.00)**	**–**	**–**
Other Comprehensive Income (OCI) net of taxes*	**–**	**–**	**–**	**(2.74)**	**–**	**(2.74)**
Balance as at Mar 31, 2026	**2,000.00**	**795.00**	**18,525.00**	**24,150.47**	**110.54**	**45,581.01**

* Remeasurement gain/(losses) net of taxes on defined benefit plans during the year is recognised as a part of retained earnings

Summary of Material Accounting Policies (refer note 2)

The accompanying notes 1 to 44 are an integral part of these financial statements.

In terms of our Report of even date
for **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W
Karthik Srinivasan
Partner
Membership No.: 215782

Place: Chennai
Date: 21st April 2026

For and on behalf of the board of directors of
Mahindra World City Developers Limited

Amrita Chowdhary
Director
(DIN: 02178520)

Amit Kumar Sinha
Director
(DIN: 09127387)

Vikram Goel
Chief Executive Officer

Ankit Kotak
Chief Financial Officer

Aman Desai
Company Secretary
(ACS: 47990)

Place: Chennai
Date: 21st April 2026

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

1. General Information

Mahindra World City Developers Limited ("the Company") was incorporated on February 19, 1997. The Company is in the business of land development for industrial, commercial, and residential use and township including residential infrastructure in Mahindra World City SEZ and giving it on perpetual lease. The Company acquires land and incurs expenditure on its development and related infrastructure facilities for lease / sale. The Company also maintains the Industrial Park for which it collects operation and maintenance charges from the lessees. The Company has developed and operates an integrated business city "Mahindra World City" at Chengalpattu taluk near Chennai.

Promoted in a Public Private Partnership by the Mahindra Group and Tamilnadu Industrial Development Corporation Limited (A Government of Tamil Nadu Undertaking), Mahindra World City surpasses the conventional definition of a business space - it is a business eco-system, carefully linked and integrated to function with efficiency. Mahindra World City, Chennai is India's first integrated City and Corporate India's first operational SEZ.

Etching its name on India's business map, Mahindra World City Chennai, has attracted corporate giants such as BMW, B. Braun, Capgemini, Marriot, Infosys, BASF, Lincoln Electric, Parker Hannifin, Renault-Nissan, Tesa SE, Federal Mogul, Fujitec, Pegatron, NTN Corporation, Timken, TVS Group of Companies and Wipro among others.

The Registered office of the company is located at Ground Floor, Mahindra Towers, 17/18, Patulous Road, Chennai, Tamil Nadu - 600 002.

2. Material Accounting Policies

2.1 Statement of compliance

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

2.2 Basis of Measurement

2.2.1 Basis of preparation and presentation

The Standalone financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

2.2.2 Exemption from preparation of consolidated financial statements

The Company has investments in a Joint venture. The Holding company, Mahindra Lifespaces Developers Limited, having its registered office at 5th floor, Mahindra Towers, Worli, Mumbai 400 018 are presenting the consolidated financial statements. The Company has therefore availed the exemption under paragraph 4(a) of Ind AS 110 having satisfied the conditions for exemption from preparing consolidated financial statements as per Companies (Accounts) Amendments Rules, 2016 and thereby does not present consolidated financial statements.

Consequently, the accounting policies mentioned herein relate to the standalone financial statements of the Company.

2.2.3 Measurement of fair values

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these Standalone financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 Inputs for the asset or liability that are not based on observable market data (unobservable inputs)

2.2.4 Current versus non-current classification

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

Based on the nature of activity carried out by the company and the period between the procurement and realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 1 year for the purpose of Current – Non-Current classification of assets & liabilities.

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

— Expected to be realised or intended to be sold or consumed in normal operating cycle

— Held primarily for the purpose of trading

— Expected to be realised within twelve months after the reporting period, or

— Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

— It is expected to be settled in normal operating cycle

— It is held primarily for the purpose of trading

— It is due to be settled within twelve months after the reporting period, or

— There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Borrowings are classified as current if they are due to be settled within 12 months after the reporting period.

2.3 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable.

2.3.1 Land Lease Premium

Land lease premium is recognized as income upon creation of leasehold rights in favour of the lessee or upon an agreement to create leasehold rights with handing over of possession.

2.3.2 Sale of Projects

The Company develops and sells residential and commercial properties. Revenue from contracts is recognised when control

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

over the property has been transferred to the customer. An enforceable right to payment does not arise until the development of the property is completed. Therefore, revenue is recognised at a point in time i.e Completed contract method of accounting as per IND AS 115 when (a)the seller has transferred all significant risks and rewards of ownership and the seller retains no effective control of the real estate to a degree usually associated with the ownership, (b) The seller has effectively handed over the possession of the real estate unit to the buyer forming part of the transaction; (c) No significant uncertainty exists regarding the amount of consideration that will be derived from real estate sales; and (d) it is not unreasonable to expect ultimate collection of revenue from buyers. The revenue is measured at the transaction price agreed under the contract.

The Company invoices the customers for construction contracts based on achieving a series of performance-related milestones.

For certain contracts involving the sale of property under development, the Group offers deferred payment schemes to its customers. The Group adjusts the transaction price for the effects of the significant financing component.

2.3.3 Sale of land

Revenue from Sale of land and other rights is generally a single performance obligation and the Company has determined that this is satisfied at the point in time when control transfers as per the terms of the contract entered into with the buyers, which generally are with the firmity of the sale contracts / agreements.

2.3.3 Project Management fee

Project Management Fees receivable on fixed period contracts is accounted over the tenure of the contract / agreement. Where the fee is linked to the input costs, revenue is recognised as a proportion of the work completed based on progress claims submitted. Where the management fee is linked to the revenue generation from the project, revenue is recognised on the percentage of completion basis.

2.3.4 Income from Operation and Maintenance (O&M)

Income from operation and maintenance charges and water charges are recognized on an accrual basis as per terms of the agreement with the lessees.

2.3.5 Contract Cost

Costs to obtain contracts (“Contract costs”) relate to fees paid for obtaining property sales contracts. Such costs are recognised as assets when incurred and amortised upon recognition of revenue from the related property sale contract.

2.3.6 Significant accounting Judgements, Estimates and Assumptions

2.3.6.1 Determining the timing of revenue recognition on the sale of completed and under development property.

The Group has generally evaluated and concluded that based on an analysis of the rights and obligations under the terms of the contracts relating to the sale of property, the revenue is to be recognised at a point in time when control transfers which coincides with receipt of Occupation Certificate. The Group has concluded that the overtime criteria are not met owing to non-enforceable right to payment for performance completed to date and, therefore, recognises revenue at a point in time.

2.3.6.2 Determination of performance obligations

With respect to the sale of property, the Group has concluded that the goods and services transferred in each contract constitute a single performance obligation. In particular, the promised goods and services in contracts for the sale of property is to undertake development of property and obtaining the Occupation Certificate. Generally, the Group is responsible for all these goods and services and the overall management of the project. Although these goods and services are capable of being distinct, the Company accounts for them as a single performance obligation because they are not distinct in the context of the contract.

2.3.7 Dividend and interest income

Dividend income from investments from Joint ventures and Associates is recognised when the unit holder’s right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset’s net carrying amount on initial recognition.

2.4 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee. All other leases are classified as operating leases.

2.4.1 The Company as a Lessor

Rental income from operating leases is generally recognised on a straight-line basis over the term of the relevant lease. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the Company’s expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

2.4.2 The Company as a Lessee

Rental expense from operating leases is generally recognised on a straight-line basis over the term of the relevant lease. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the lessor’s expected inflationary cost increases, such increases are recognised in the year in which such benefits accrue.

Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor are recognised as operating leases. The assets given by the Company on operating leases are capitalised in the books as fixed assets. Lease rentals under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis over the lease term.

2.5 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.5.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from ‘profit before tax’ as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company’s current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognized as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

2.5.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the standalone financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.5.3 Current and deferred tax for the year

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

2.6 Borrowing costs

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

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in statement of profit and loss in the period in which they are incurred.

2.7 Property, plant and equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Furniture and Fixtures and Office equipment's are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in statement of profit and loss.

Depreciation on tangible fixed assets has been provided on pro-rata basis, on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

2.8 Investment Properties:

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with Ind AS 16's requirements for cost model. Investment property includes freehold/ leasehold land and building. Depreciation on investment property has been provided on pro-rata basis, on the straight-line method as per the useful life of such property. Buildings are depreciated over the period of 60 years considering this period as the useful life for the Company.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

2.9 Impairment of tangible and intangible asset other than Goodwill

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount, which is the higher of the value in use or fair value less cost to sell, of the asset or cash generating unit, as the case may be, is estimated and the impairment loss (if any) is recognised and the carrying amount is reduced to its recoverable amount. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in Statement of profit and loss.

2.10 Inventories

Inventories are stated at the lower of cost and net realisable value after providing for obsolescence and other losses, where considered necessary. Work in progress includes cost of land and all expenditure incurred in connection with, or attributable to the project, and, being a long-term project, includes interest.

2.11 Cash and cash equivalents (for purposes of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

2.12 Cash flow statement

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

2.13 Provisions, contingent liabilities and contingent assets

2.13.1 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, it carrying amount is the present value of those cash flows (when the effect of the time value of money is material). When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received, and the amount of the receivable can be measured reliably. Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

2.13.2 Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

2.13.3 Contingent liabilities

Contingent liability is disclosed in case of:

a. a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation; and

b. a present obligation arising from past events when no reliable estimate is possible.

2.13.4 Contingent assets

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

2.14 Financial instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in statement of profit and loss.

2.15 Foreign currency transactions and translations

Foreign currency transactions are recorded at exchange rates prevailing on the date of transaction. Monetary assets / liabilities are translated at exchange rates prevailing on the date of settlement or at the year-end as applicable, and gain / loss arising out of such translation is adjusted to the statement of profit and loss.

2.16 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

2.16.1 Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in statement of profit and loss for financial assets at fair value through other comprehensive income (FVTOCI) debt instruments. For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in statement of profit and loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to statement of profit and loss.

All other financial assets are subsequently measured at fair value.

The Management assessed that fair value of cash and short-term deposits, trade receivables, other current assets, trade payables, book overdrafts and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

2.16.2 The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The fair-value of the financial-instruments factor the uncertainties arising out of COVID-19, where applicable.

2.16.3 Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at financial assets at fair value through profit or loss ("FVTPL"). Interest income is recognised in statement of profit and loss and is included in the "Other income" line item.

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

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria (see above) are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in statement of profit and loss. The net gain or loss recognised in statement of profit and loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Offsetting of financial instruments

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

2.16.5 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, and other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in other comprehensive income and is not reduced from the carrying amount in the balance sheet.

In addition, the Company has also considered credit reports and other credit information for its customers to estimate the probability of default in future and has taken into account estimates of possible effect from the pandemic relating to COVID -19. The Company believes that the carrying amount of allowance for expected credit loss with respect to trade receivables, unbilled revenue and other financial assets is adequate.

2.16.6 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial

asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in statement of profit and loss if such gain or loss would have otherwise been recognised in statement of profit and loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g., when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in statement of profit and loss if such gain or loss would have otherwise been recognised in statement of profit and loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

2.16.7 Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency, denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in statement of profit and loss except for those which are designated as hedging instruments in a hedging relationship.
- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognised in other comprehensive income.

  For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in statement of profit and loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income.

2.17 Financial liabilities and equity instruments

Classification as debt or equity

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

2.17.1 Equity instruments

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

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.17.1.1 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

2.17.1.2 Financial liabilities subsequently measured at amortised cost.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

2.17.1.3 Derecognition of financial liabilities

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

2.18 Employee benefits

Employee benefits include provident fund, superannuation fund, employee state insurance scheme, gratuity fund, compensated absences, long service awards and post-employment medical benefits.

The Company's contribution to provident fund is considered as defined contribution plans and are charged as an expense as they fall due based on the amount of contribution required to be made and when services are rendered by the employees.

Defined benefit plans

For defined benefit plans in the form of gratuity fund, the cost of providing benefits is determined using the Projected Unit Credit

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method, with actuarial valuations being carried out at each Balance Sheet date. Actuarial gains and losses are recognized in the Statement of Profit and Loss in the period in which they occur. Past service cost is recognized immediately to the extent that the benefits are already vested and otherwise is amortized on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognized in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognized past service cost.

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognized during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service. The cost of such compensated absences is accounted as under:

a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and

b) in case of non-accumulating compensated absences, when the absences occur.

Long-term employee benefits

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognized as a liability at the present value of the defined benefit obligation as at the Balance Sheet date.

2.19 Earnings per Share

Basic / Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

2.20 Insurance Claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

2.21 Goods and Services tax input credit

Goods and Services tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is reasonable certainty in availing / utilising the credits.

2.21 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in Note 1, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods. The Company has used the principles of prudence in applying judgments, estimates and assumptions including sensitivity analysis and based on the current estimates, the Company expects to fully recover the carrying amount of trade receivables including unbilled receivables, goodwill, intangible assets and investments. The eventual outcome of impact of the global health pandemic may be different from those estimated as on the date of approval of these Standalone financial statements.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements based on estimates and assumptions, which have the significant effect on the amounts recognised in the standalone financial statements.

Determination of the timing of revenue recognition on the sale of completed and under development property.

The Company has evaluated and generally concluded that the recognition of revenue over the period of time criteria are not met owing to non-enforceable right to payment for performance completed to date and, therefore, recognises revenue at a point in time. The Company has further evaluated and concluded that based on the analysis of the rights and obligations under the terms of the contracts relating to the sale of property, the revenue is to be recognised at a point in time when control transfers which coincides with receipt of Occupation Certificate.

Determination of performance obligation

With respect to the sale of property, the Company has evaluated and concluded that the goods and services transferred in each contract constitute a single performance obligation. In particular, the promised goods and services in contracts for the sale of property is to undertake development of property and obtaining the Occupation Certificate. Generally, the Company is responsible for all these goods and services and the overall management of the project. Although these goods and services are capable of being distinct, the Company accounts for them as a single performance obligation because they are not distinct in the context of the contract.

Taxes

Deferred tax assets are recognised for temporary differences to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

Actuarial Valuation

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

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

3. Property, Plant and Equipment

All amounts are in Rupees Lakhs unless otherwise stated

Description of Assets	Land - Freehold	Buildings - (Own use)	Plant and Equipments	Office equipments	Furniture and fixtures	Vehicles	Computers	Total
I. Gross Carrying Amount								
Balance as at 1st April, 2025	94.46	1,380.83	2,576.33	179.59	681.86	11.94	128.72	5,053.73
Additions*	–	–	12.15	0.67	4.54	10.49	–	27.85
Deletions	–	–	–	–	–	(11.53)	–	(11.53)
Balance as at 31st March, 2026	**94.46**	**1,380.83**	**2,588.48**	**180.26**	**686.40**	**10.90**	**128.72**	**5,070.05**
II. Accumulated depreciation								
Balance as at 1st April, 2025	–	808.57	2,364.68	173.10	641.02	9.05	105.39	4,101.82
Depreciation expense for the year	–	45.23	60.60	2.79	20.15	1.32	13.44	143.53
Eliminated on Deletion of assets	–	–	–	–	–	(9.64)	–	(9.64)
Balance as at 31st March, 2026	**–**	**853.80**	**2,425.28**	**175.89**	**661.17**	**0.73**	**118.83**	**4,235.71**
III. Net carrying amount (I-II)								
Balance as at 31st March, 2026	**94.46**	**527.03**	**163.20**	**4.37**	**25.23**	**10.17**	**9.89**	**834.34**
Balance as at 31st March, 2025	**94.46**	**572.26**	**211.65**	**6.49**	**40.84**	**2.89**	**23.33**	**951.91**
I. Gross Carrying Amount								
Balance as at 1st April, 2024	94.46	1,382.08	2,573.32	181.23	678.87	11.94	128.72	5,050.62
Additions*	–	–	13.07	–	12.56	–	–	25.63
Disposals	–	(1.25)	(10.06)	(1.64)	(9.57)	–	–	(22.52)
Balance as at 31st March, 2025	**94.46**	**1,380.83**	**2,576.33**	**179.59**	**681.86**	**11.94**	**128.72**	**5,053.73**
II. Accumulated depreciation								
Balance as at 1st April, 2024	–	764.59	2,288.19	170.32	612.93	7.61	86.13	3,929.78
Depreciation expense for the year	–	45.23	86.55	4.42	37.66	1.44	19.26	194.56
Eliminated on disposal of assets	–	(1.25)	(10.06)	(1.64)	(9.57)	–	–	(22.52)
Balance as at 31st March, 2025	**–**	**808.57**	**2,364.68**	**173.10**	**641.02**	**9.05**	**105.39**	**4,101.82**
III. Net carrying amount (I-II)								
Balance as at 31st March, 2025	**94.46**	**572.26**	**211.65**	**6.49**	**40.84**	**2.89**	**23.33**	**951.91**
Balance as at 31st March, 2024	**94.46**	**617.49**	**285.13**	**10.91**	**65.94**	**4.33**	**42.59**	**1,120.84**

No proceedings have been initiated during the year or are pending against the Company as at 31 March 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

3.1 Right of use assets

All amounts are in Rupees Lakhs unless otherwise stated

	Vehicles	
Particulars	**As at 31 Mar, 2026**	As at 31 Mar, 2025
I. Gross Carrying Amount		
Balance as at 1st April	**–**	–
Additions	**43.53**	–
Deductions/Adjustments during the year	**15.49**	–
Balance as at 31st March	**28.04**	–
II. Accumulated depreciation		
Balance as at 1st April	**–**	–
Depreciation expense for the year	**9.32**	–
Deductions/Adjustments during the year	**1.72**	–
Balance as at 31st March	**7.60**	–
III. Net carrying amount (I-II)	**20.44**	**–**

3.2 Capital Work in Progress

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
Opening Balance	**30.01**	48.00
Capitalised during the year	**–**	(17.99)
Additions	409.13	–
Closing Balance	**439.14**	30.01

Ageing of capital work-in-progress

Description of Assets	As at 31 Mar, 2026	As at 31 Mar, 2025
Capital Work-in-Progress	**439.14**	30.01
Less than 1 year	**409.13**	30.01
1-2 years	**30.01**	–
2-3 years	–	–
More than 3 years	–	–
Total	**439.14**	30.01

3.3 Investment Property

All amounts are in Rupees Lakhs unless otherwise stated

Carrying Amounts of:	As at 31 Mar, 2026	As at 31 Mar, 2025
Completed Investment Properties (Net Value)	**1,088.29**	1,110.71

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Rupees Lakhs unless otherwise stated

Description of Assets	Land	Buildings	Total
I. Gross Carrying Amount			
Balance as at 1st April 2025	100.59	1,364.70	1,465.29
Addition/Transfer in	–	–	–
Disposals	–	–	–
Balance as at 31st March, 2026	**100.59**	**1,364.70**	**1,465.29**
II. Accumulated depreciation and impairment			
Balance as at 1st April 2025	–	354.58	354.58
Transfer from Fixed Assets	–	–	–
Addition	–	22.42	22.42
Disposals	–	–	–
Balance as at 31st March, 2026	**–**	**377.00**	**377.00**
III. Net carrying amount as at 31st March, 2026 (I-II)	**100.59**	**987.70**	**1,088.29**

All amounts are in Rupees Lakhs unless otherwise stated

Description of Assets	Land	Buildings	Total
I. Gross Carrying Amount			
Balance as at 1st April 2024	100.59	1,364.70	1,465.29
Addition/Transfer in	–	–	–
Disposals	–	–	–
Balance as at 31st March, 2025	**100.59**	**1,364.70**	**1,465.29**
II. Accumulated depreciation and impairment			
Balance as at 1st April 2024	–	332.16	332.16
Transfer from Fixed Assets	–	–	–
Addition	–	22.42	22.42
Disposals	–	–	–
Balance as at 31st March, 2025	**–**	**354.58**	**354.58**
III. Net carrying amount as at 31st March, 2025 (I-II)	**100.59**	**1,010.12**	**1,110.71**

Fair value disclosure on Company's investment properties

(i) The Company's investment properties consist of land and building with current rentable area of 59,784 sq. ft. Management determined that the investment properties consist of two classes of assets − Land and Building − based on the nature, characteristics and risks of each property.

(ii) As at March 31, 2026, the fair values of the properties are Rs. 2,142.00 Lakhs and Rs. 1,330.96 Lakhs respectively (Level 3). These valuations are based on valuations performed by V Dinakaran & Associates who is registered with an authority which governs the valuers in India and has appropriate qualification and experience in the valuation of properties.

(iii) The Company has mortgaged the above property to Axis Bank for the overdraft facility availed. There are no contractual obligations to either purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

Description of valuation techniques used and key inputs to valuation on investment properties:

As at 31st March 2026, the fair values of the Mahindra world City Club, Chennai have been arrived at on the basis of a valuation carried out as on the respective dates by V. Dinakaran & Associates, independent valuer not related to the Group. V. Dinakaran & Associates are registered with the authority which governs the valuers in India and they have appropriate qualifications and experience in the valuation of properties in the relevant locations. The Fair value was determined using the market comparable approach based on recent market prices without any significant adjustments being made to the market observable data.

The depreciation methods used and the useful lives or the depreciation rates used are as per the Accounting policy. Refer notes 1 and 2 of the financial statements.

Information regarding income and expenditure of Investment Property:

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
Rental Income derived from investment properties (included in 'Revenue from Operations'	**24.47**	24.47
Direct operating expenses that generate rental income (included in 'Other Expenses')	**7.59**	3.25

3.3 Intangible Assets

All amounts are in Rupees Lakhs unless otherwise stated

Carrying Amounts of:	As at 31 Mar, 2026	As at 31 Mar, 2025
Other Intangible Assets	**–**	–

All amounts are in Rupees Lakhs unless otherwise stated

Description of Assets	Computer Software	Total
I. Gross Carrying Amount		
Balance as at 1st April, 2025	**59.16**	59.16
Balance as at 31st March, 2026	**59.16**	59.16
II. Accumulated depreciation and impairment		
Balance as at 1st April, 2025	**59.16**	59.16
Balance as at 31st March, 2026	**59.16**	59.16
III. Net carrying amount as at 31st March, 2026 (I-II)	**–**	–

All amounts are in Rupees Lakhs unless otherwise stated

Description of Assets	Computer Software	Total
Intangible Assets		
I. Gross Carrying Amount		
Balance as at 1st April 2024	**59.16**	59.16
Balance as at 31st March, 2025	**59.16**	59.16
II. Accumulated depreciation and impairment		
Balance as at 1st April 2024	**59.16**	59.16
Balance as at 31st March, 2025	**59.16**	59.16
III. Net carrying amount as at 31st March, 2025 (I-II)	**–**	–

Note: The depreciation methods used and the useful lives or the depreciation rates used are as per the Accounting policy. Refer notes 1 and 2 of the financial statements

4. Tax Expense/(Credit)

(a) Tax Expense/(Credit) recognised in profit or loss

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	For the Year ended 31 Mar, 2026	For the Year ended 31 Mar, 2026
Current Tax:		
In respect of current year	**8,174.16**	6,303.30
Deferred Tax credit	**(500.94)**	(405.72)
Total income tax (credit)/expense on income from operations	**7,673.22**	5,897.58

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

(b) Tax Expense/(Credit) recognised in Other Comprehensive income

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	For the Year ended 31 Mar, 2026	For the Year ended 31st Mar, 2025
Current Tax:		
In respect of current year	**2.74**	1.30
Total income tax (credit)/expense on income from operations	**2.74**	1.30

(c) Reconciliation of estimated income tax expense at tax rate to income tax expense reported in Statement Profit and Loss is as follows:

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	For the Year ended 31st Mar, 2026	For the Year ended 31st Mar, 2025
Profit/(Loss)Loss before tax	**24,983.00**	20,114.63
Income tax expense calculated at statutory rate***	**6,289.14**	5,860.12
Permanent difference- unwinding of RPS & Others	**1,384.08**	37.46
	7,673.22	5,897.58
Income tax (credit)/expense recognised in statement of profit and loss	**7,673.22**	5,897.58

*** The Tax Rate used for 31st March 2026 is 25.17% and for 31st March 2025 is 29.12% are the corporate tax rate payable by Corporate Entities in India on taxable profits under Indian Income Tax Act laws.

(d) Movement in deferred tax balances

All amounts are in Rupees Lakhs unless otherwise stated

For the Year ended 31 Mar, 2026

Particulars	Opening Balance	Recognised in Profit or Loss	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax Liabilities				
Property, Plant and Equipment	**193.52**	**(30.70)**	**–**	**162.82**
FVTPL Financials Asset & Liabilties	**11.45**	**(11.45)**	**–**	**–**
FV of Assets Transferred on Business Combination	**605.99**	**(891.57)**	**–**	**(285.58)**
Total Deferred Tax Liabilities	**810.96**	**(933.72)**	**–**	**(122.76)**
Tax effect of items constituting deferred tax assets				
Section 43B disallowances	**42.14**	**1.64**	**–**	**43.78**
Provision for doubtful debts & DLP	**103.66**	**36.54**	**–**	**140.20**
Unrealised pft on sale of MF	**12.27**	**0.01**	**–**	**12.28**
RPS redemption Premium	**470.97**	**(470.97)**	**–**	**–**
Total Deferred Tax Asset	**629.04**	**(432.78)**	**–**	**196.25**
Net Deferred Tax Asset	**(181.92)**	**500.94**	**–**	**319.01**

All amounts are in Rupees Lakhs unless otherwise stated

For the Year ended 31 Mar, 2025

Particulars	Opening Balance	Recognised in Profit or Loss	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax Liabilities				
Property, Plant and Equipment	**209.22**	**(15.70)**	**–**	**193.52**
FVTPL Financials Asset & Liabilties	**11.45**	**–**	**–**	**11.45**
FV of Assets Transferred on Business Combination	**807.04**	**(201.05)**	**–**	**605.99**
Total Deferred Tax Liabilities	**1,027.71**	**(216.75)**	**–**	**810.96**
Tax effect of items constituting deferred tax assets				
Section 43B disallowances	**38.83**	**3.31**	**–**	**42.14**
Provision for doubtful debts & DLP	**150.81**	**(47.15)**	**–**	**103.66**
Unrealised pft on sale of MF	**3.82**	**8.45**	**–**	**12.27**
RPS redemption Premium	**246.61**	**224.36**	**–**	**470.97**
MAT Credit entitlement	**1,361.42**	**(1,361.42)**	**–**	**–**
Total Deferred Tax Asset	**1,801.49**	**(1,172.45)**	**–**	**629.04**
Net Deferred Tax Liabilities	**773.78**	**(955.70)**	**–**	**(181.92)**

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

5. Investments

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026		As at 31 Mar, 2025	
	Current	**Non Current**	Current	Non Current
A. Cost				
Unquoted Investments (all fully paid)				
Investments in Equity Instruments				
– of Joint Venture				
Mahindra Industrial Park Chennai Limited 23,70,00,000 Shares @ INR 10 Per Share*	**–**	**23,700.00**	–	22,800.00
Investments Carried At Cost (A)	**–**	**23,700.00**	–	22,800.00
B. Designated as at Fair Value Through Profit and Loss (FVTPL)				
Quoted Investments (all fully paid)				
Investments in Liquid Mutual Funds	**5,457.76**		8,823.56	–
Investments Carried At FVTPL (B)	**5,457.76**		8,823.56	–
Total Investments (C)= (A)+(B)	**5,457.76**	**23,700.00**	8,823.56	22,800.00
Other disclosures				
Aggregate carrying value of quoted investments				
Market value of quoted investments	**5,457.76**	**–**	8,823.56	–
Aggregate carrying value of unquoted investments	**–**	**23,700.00**	–	22,800.00

* During the year ended 31st March 2026, the Company has invested 90,00,000 equity shares of Mahindra Industrial Park Chennai Limited at its face value of Rs 10 each. (31st March 2025 : 12,60,00,000 equity shares of Rs 10 each)

6. Other Financial Assets

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31st Mar 2026		As at 31st Mar, 2025	
	Current	**Non-current**	Current	Non-current
Advances, Considered doubtful				
Advances for purchase of land - unsecured	**34.05**	**–**	34.05	–
Less: Provision for advances considered doubtful	**(34.05)**	**–**	(34.05)	–
Unsecured, considered good unless stated otherwise				
Fixed deposits under lien	**–**	**6.49**	–	6.08
Other receivable (Refer note (i) below)	**2,800.00**			
Total	**2,800.00**	**6.49**	–	6.08

Note (i) - Mahindra World City Developers Limited (MWCDL), Mahindra Industrial Park Chennai Limited (MIPCL) and Harsha Estates entered into Common Memorandum of Compromise before the Hon'ble District Judge, Tiruvallur, pertains to the amicable settlement of O.S. Nos. 16, 17 and 18 of 2019 arising from Agreements for Sale dated 08.08.2006. The suits were filed by M/s Harsha Estates and its partners seeking specific performance in respect of certain immovable properties. By mutual agreement, M/s Harsha Estates withdrew all claims and recognised Mahindra Industrial Park Chennai Limited as the absolute owner of the suit properties.

In full and final settlement, MWCDL agreed to pay Rs 2,800 Lakhs to Harsha Estates. MWCDL is in the process of entering into amendment of its Supplementary agreement with MIPCL for the recovery of the above said amount, hence the same is shown under other receivable

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

7 Other Assets

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026		As at 31 Mar, 2025	
	Current	**Non-Current**	Current	Non-Current
(a) Advances other than capital advances				
(i) Advances to employees	**1.81**	**–**	1.11	–
(ii) Advances to suppliers Unsecured considered good	**305.98**	**–**	904.07	–
(iii) Balances with government authorities (other than income taxes)***	**–**	**768.10**	–	650.98
(b) Security Deposit				
- Unsecured, considered good	**5.63**	**165.88**	3.50	165.11
(d) Prepaid Expenses	**40.51**	**167.97**	151.84	19.64
Total	**353.93**	**1,101.95**	1,060.52	835.73

*** Balance with Government authorities as at 31st March 2026 includes payment of Rs 37.98 lakhs (PY: Rs 37.98 lakhs) made under protest against service tax demands and Rs 57.65 lakhs under GST demands (PY: Rs 57.65 lakhs)

8. Inventories

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
Construction Materials*	**859.08**	630.24
Construction Work-in-progress#	**21,252.35**	28,844.79
Finished goods	**5,203.76**	13,722.91
Total Inventories (at lower of cost and net realisable value)	**27,315.19**	43,197.94

* Construction Work-in-Progress represents materials at site and unbilled costs on the projects. Based on projections and estimates by the Company of the expected revenues and costs to completion, provision for losses to completion and/ or write off of costs carried to inventory are made on projects where the expected revenues are lower than the estimated costs to completion. In the opinion of the management, the net realisable value of the construction work in progress will not be lower than the costs so included therein.

* Construction Materials primarily comprises of Aluminium foamworks, Steel, Cement, Chrome plated & Sanitary Fixtures and UPVC windows which are used for construction activities.

The cost of inventories recognised as an expense during the year in respect of continuing operations is Rs. 22,145.34 lakhs (PY: Rs. 38,018.02 lakhs)

The Company has availed cash credit facilities, Term Loan and borrowings which are secured by hypothecation of inventories in previous year.

9. Trade Receivables

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026		As at 31 Mar, 2025	
	Current	Non Current	**Current**	Non Current
Trade Receivables:				
– Unsecured considered Good	**2,543.79**	–	**4,546.37**	–
– Receivables with significant credit risk	**198.56**	–	**117.27**	–
	2,742.35	–	**4,663.64**	–
Less: Allowance for expected credit losses	**(198.56)**	–	**(117.27)**	–
Total	**2,543.79**	–	**4,546.37**	–

Refer Note 32 for disclosures related to credit risk, impairment of trade receivables under expected credit loss model and related financial instrument disclosures.

The average credit period in the range of 7-31 days on lease of residential property as per the agreement with customers.

9 a Ageing for trade receivables from the due date of payment for each of the category is as follows:

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
Undisputed Trade Receivable - Considered good - unsecured=		
Not Due	**–**	–
0 months - 6 months	**1,743.26**	4,222.31
6 months -1 year	**468.38**	163.99
1-2 Years	**247.59**	61.34
2-3 years	**5.36**	95.34
More than 3 years	**79.20**	3.37
Trade Receivable - Credit impaired		
Not Due	**–**	–
0 months - 6 months	**–**	–
6 months -1 year	**48.51**	48.75
1-2 Years	**81.15**	31.24
2-3 years	**32.63**	23.78
More than 3 years	**36.27**	13.52
Total	**2,742.35**	4,663.64

9(b) Movement in the allowance for credit loss

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
Balance at beginning of the year	**117.28**	175.01
Reversal during the year	**–**	(57.73)
Additions during the year (Net)	**81.28**	–
Balance at end of the year	**198.56**	117.28

10. Cash and Bank Balances

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
Cash and cash equivalents		
Balances with banks		
In Current Accounts	**302.33**	202.07
Cash in hand	**–**	–
Deposits with original maturity of less than three months	**300.13**	501.14
Total Cash and cash equivalent (considered in Statement of Cash Flows)	**602.46**	703.21

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
Bank Balances other than Cash and cash equivalents		
– Current Accounts - earmarked *	**127.05**	489.31
– Earmarked Deposit account with scheduled banks #	**2,628.15**	1,002.94
– Deposits with original maturity of More than three months	**–**	–
Total Other Bank balances	**2,755.20**	1,492.25

* Required to be set aside and kept in separate bank account under Tamil Nadu Real Estate (Regulation and Development) Act, 2016.

Earmarked balances with banks refers to Fixed Deposits with bank created out of Corpus and Advance maintenance Charges collected from customers.

Reconciliation of Cash and Cash Equivalents

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
Total Cash and Cash Equivalents as per Balance Sheet	**602.46**	703.21
Overdraft with Banks (Note 15)	**–**	(2,611.45)
Total Cash and Cash Equivalents as per Statement of Cashflow	**602.46**	(1,908.24)

11 Equity Share Capital

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026		As at 31 Mar, 2025	
	No. of shares	Amount	No. of shares	Amount
Authorised:				
2,50,00,000 Ordinary Equity Shares of Rs.10 each with Voting rights	**2,50,00,000**	**2,500.00**	2,50,00,000	2,500.00
13,05,00,000 Cumulative Redeemable preference shares of Rs. 10 each	**13,05,00,000**	**13,050.00**	13,05,00,000	13,050.00
Issued, Subscribed and Fully Paidup:				
2,00,00,000 Ordinary Equity Shares of Rs.10 each with Voting rights	**2,00,00,000**	**2,000.00**	2,00,00,000	2,000.00
Total	**2,00,00,000**	**2,000.00**	2,00,00,000	2,000.00

(i) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	Opening Balance	Changes during the year	Closing Balance
Equity Shares with Voting rights*			
As at 31st March, 2026			
No. of Shares	2,00,00,000	–	2,00,00,000
Amount in Lakhs	2,000.00	–	2,000.00
As at 31st March, 2025			
No. of Shares	**2,00,00,000**	**–**	**2,00,00,000**
Amount in Lakhs	**2,000.00**	**–**	**2,000.00**

* **Terms/ rights attached to equity shares:** 'The Company has only one class of Equity Shares having a par value of Rs. 10/- per share. Each holder of Equity Shares is entitled to one vote per share. Dividends are paid in Indian Rupees. The dividends proposed by the Board of Directors are subject to the approval of the shareholders at the Annual General Meeting. Repayment of capital will be in proportion to the number of equity shares held.

* **Terms/ rights attached to Preference shares:** During the previous year 0.01% Non-convertible Redeemable Preference Shares of Rs 10/- each are classified as compound financial instrument and liability component of these shares has been disclosed under non-current borrowing {Refer note 13(ii)}

(ii) Details of shareholders holding more than 5% shares in the company

Name of the shareholder	As at 31 Mar, 2026		As at 31 Mar, 2025	
	No.	% holding in the class	No.	% holding in the class
Equity shares with voting rights:-				
Mahindra Lifespace Developers Limited, Holding Company	**1,77,99,999**	**89.00%**	1,77,99,999	89.00%
Tamilnadu Industrial Development Corporation Limited	**22,00,000**	**11.00%**	22,00,000	11.00%

(iii) Details of shares held by the Promoters, holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	No. of Shares
	Equity Shares with Voting rights
As at 31 Mar, 2026	
Mahindra Lifespace Developers Limited, the Holding Company	1,77,99,999
As at 31 Mar, 2025	
Mahindra Lifespace Developers Limited, the Holding Company	1,77,99,999

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

(iv) Aggregate number of shares issued as bonus and shares issued for consideration other than cash during the period of five years immediately preceding the reporting date are as follows: (refer note 38)

Particulars	As at 31 Mar, 2026		As at 31 Mar, 2025	
	No.	Amount	No.	Amount
0.01% Non-convertible redeemable Preference Shares issued on settlement of consideration payable (Refer note 13 (ii))	–	–	12,02,50,000	12,025.00

12 (a) Other Equity

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
General Reserve	**795.00**	795.00
Capital Redemption Reserve (Refer note 13 (ii))	**18,525.00**	6,500.00
Retained earnings	**24,150.47**	21,871.45
Capital Reserve arising on Business Combination	**110.54**	110.54
Total Other Equity	**43,581.01**	29,276.99

12 (b) Other Equity

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	General Reserve	Capital Redemption Reserve	Retained earnings	Capital Reserve arising on Merger	Total
Balance as at 1st April, 2025	**795.00**	**6,500.00**	**21,871.45**	**110.54**	**29,276.99**
Profit for the year	–	–	17,309.78	–	17,309.78
Equity Dividend Paid	–	–	(3,000.00)	–	(3,000.00)
Preference Dividend Paid	–	–	(3.02)	–	(3.02)
Transfer In/(Out) (Refer note 13 (ii))	–	12,025.00	(12,025.00)	–	–
Other Comprehensive Income for the year (net of tax)	–	–	(2.74)	–	(2.74)
Balance as at Mar 31, 2026	**795.00**	**18,525.00**	**24,150.47**	**110.54**	**43,581.01**

Retained Earnings: This reserve represents cumulative profits of the Company. This reserve can be utilised in accordance with the provisions of Companies Act, 2013.

General Reserve: Reserve created on account of merger of Associates is not available for distribution of dividend and expected to remain invested permanently.

Capital Redemption Reserve: The Capital Redemption Reserve is created against Buy Back/Redemption of Preference shares.

Capital Reserve arising on Merger: Reserve created on account of merger of Associates is not available for distribution of dividend and expected to remain invested permanently.

13 Non-Current Borrowings

Particulars	Coupon Rate	As at 31 Mar, 2026	As at 31 Mar, 2025
Measured at amortised cost			
Secured Borrowings:			
a. Term Loan from financial institution (refer to sub note(i) below)	9.85%	–	–
b. Non Convertible Redeemable Preference Shares (refer to sub note(ii) below)	0.01%	–	11,450.30
Total		–	11,450.30

i) Term Loan (Secured)

The company availed Term Loan from HDFC Ltd; Sanctioned amount Rs 27,000.00 Lakhs. Present interest rate for the Loan amount is 10.60%.

The Loan has a moratarium period of 50 months and from 51st Month onwards the Company has to pay Rs 1,687.5 lakhs per quarter till 96th Month. The Term loans is secured by equitable Mortgage by deposit of title deeds of 59.098 acres of land at Mahindra World City (NH 45), Chengalpattu and 235.58 acres of land at Peruvoyal Village, NH16 near Ponneri/Gummidipundi and 12.22 acres of land at Mahindra World City (NH 45), Chengalpattu.

During the current year, the company has repaid Rs 5,900 lakhs of term loan on 2nd April 2025, accordingly loan has been classified as current borrowings in the previous year.

ii) Non Convertible Redeemable Preference Shares (Non Listed)

"The Company has issued 0.01% of Non Convertible Redeemable Preference shares with Series 1 (2,00,00,000), Series 2 (2,00,00,000), Series 3 (2,00,00,000), Series 4 (2,00,00,000), Series 5 (2,00,00,000), Series 6 (2,02,50,000) having the face value of Rs 10 with a tenure of 20 years for each series which is not extendable but can be redemeed at an early date with the concent of all the Preference share holders. Redemption Premium is payable at the time of Redemption @ 6% p.a. on compounded basis for the period from the date of allotment till the date of redemption. The Face value of Preference shares issued is Rs 120,25.00 Lakhs.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

During the current year, the company has paid all the Non Convertible Redeemable Preference shares at face value of Rs 12,025 lakhs, premium of Rs 1,898.34 lakhs and dividend of Rs 3.01 lakhs. Accordingly the company has transferred Rs 12,025 lakhs from Retained earnings to Capital reserve in the current year equivalent to face value of Preference shares.

14. Other Financial Liabilities

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
Non-Current		
Security deposits received from lessees	**1.51**	1.45
Other financial liabilities- Non Current	**1.51**	1.45
Current		
Premium payable on redemption of RPS	**–**	1,617.33
Interest accrued		
Interest Accrued and Not due on borrowings**	**–**	16.42
Other liabilities		
Deposits from customers*	**1,339.89**	1,239.13
Other financial liabilities- Current	**1,339.89**	2,872.88

* refers to amount collected from customers towards “Advance maintenance and Corpus fund” net off amount receivable. Out of the funds collected, the Company has invested in earmarked deposit accounts with banks (Refer Note 10)

** Refer Note 13(i) {PY- Note 13(i)of the Financial Statements}

15 Current Borrowings (Amortised Cost)

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Coupon Rate	As at 31 Mar, 2026	As at 31 Mar, 2025
A. Secured Borrowings at amortised cost			
Cash Credit from Banks	**8.15% to 10.00%**	**–**	2,585.70
Term Loan from financial institution (refer to sub note 13(i))	**9.85%**	**–**	5,900.00
Total Secured Borrowings		**–**	8,485.70
B. Unsecured Borrowings			
HDFC Bank Limited - Overdraft of INR 20.39 Crores- Repayable on Demand	**9.90%**		25.75
Total Unsecured Borrowings		**–**	25.75
Total		**–**	8,511.45

Secured Borrowings:

Cash Credit from Banks Consists of:

1. In Previous year -HDFC Bank Ltd is Rs. 3,059 Lakhs and rate of interest is Bank Base Rate + 0.25% p.a. payable on a monthly basis. This facility is secured by hypothecation of book debts and Work in progress and first ranking pari passu charge on specific lands of the company. The said facility has been closed in the current year.
2. AXIS Bank Ltd is Rs. 2,500 Lakhs is secured by First pari passu charge consists of Land and building of MWC Club.

Unsecured Borrowings:

1. The Cash Credit sanctioned by HDFC Bank Ltd is Rs. 2,039 Lakhs and rate of interest is Bank Base Rate + 0.25% p.a. payable on a monthly basis. This facility is unsecured.

16. Trade Payables

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
Trade Payables		
total outstanding dues of micro enterprises and small enterprises (Refer Note 39)	**115.76**	110.50
total outstanding dues of creditors other than micro enterprises and small enterprises	**8,008.60**	10,470.11
Total	**8,124.36**	10,580.61

Trade Payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.

The average credit period in the range of 7-31 days as per the agreement with Contractors/Suppliers.

16 a Ageing for trade payable from the due date of payment for each of the category is as follows:

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
Undisputed dues of micro enterprises and small enterprises		
Not Due	**–**	–
0 months - 1 year	**115.76**	108.65
1-2 Years	**–**	1.85
2-3 years	**–**	–
More than 3 years	**–**	–
Undisputed dues of creditors other than micro enterprises and small enterprises		
Not Due	**4,619.13**	6,539.76
0 months - 1 year	**3,240.02**	3,839.05
1-2 Years	**70.02**	34.80
2-3 years	**27.14**	21.14
More than 3 years	**52.30**	35.36
Total	**8,124.36**	10,580.61

17.1 Other Liabilities-Non Current

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
(a) Deferred Revenue	**1,226.98**	1,170.05
(b) Unearned Income	**468.36**	369.27
Total	**1,695.34**	1,539.32

17.2 Other Liabilities- Current

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
(a) Advances received from customers	**6,511.42**	10,962.51
(b) Employee related dues	**130.82**	138.63

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
(c) Statutory dues taxes payable	**32.14**	2,386.90
Unearned Income	**5.14**	4.38
Total	**6,679.52**	13,492.42

18. Provisions

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
Non Current Provisions		
Gratuity	**79.76**	38.47
Leave Encashment	**44.35**	49.26
Provision for Disputed dues (Excise and Service Tax Dues)	**4,431.50**	4,431.50
Total Non Current Provisions	**4,555.61**	4,519.23
Current Provisions		
Income Tax	**687.59**	556.54
Gratuity	**32.97**	37.62
Leave Encashment	**16.86**	19.36
Defect Liability Provision	**602.16**	518.19
Total Current Provisions	**1,339.58**	1,131.71

Details of movement in Other Provisions is as follows:

Particulars	Defect Liability Provision	Provision for Disputed dues
Balance at April 1, 2025	518.19	4,431.50
Additional provisions recognised	84.20	–
Amounts used during the year	(0.23)	–
Unused amounts reversed during the period	–	
Balance at March 31, 2026	**602.16**	**4,431.50**
Balance at April 1, 2024	308.83	4,431.50
Additional provisions recognised	235.89	–
Amounts used during the year	(26.53)	–
Unused amounts reversed during the period	–	–
Balance at March 31, 2025	518.19	4,431.50

Defect Liability Provision:

Provision for defect liability represents present value of management's best estimate of the future outflow of economic resources that will be required in respect of residential units given under perpetual lease, the estimated cost of which is accrued during the period of construction, upon lease of units and recognition of related revenue. Management estimates the related provision for future defect liability claims based on historical cost of rectifications and is adjusted regularly to reflect new information. The residential units are generally covered under a defect liability period limited to 5 year from the date of handover of residential units. It is expected that most of these costs will be incurred within two years after the reporting date.

19. Revenue from Operations

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Year ended 31 Mar, 2026	Year ended 31 Mar, 2025
Income from Projects (Refer note no: 33)	**29,857.43**	28,142.43
Income From Project Management	**102.55**	–
Land Lease Premium	**15,888.35**	14,873.56
Sale of land	**3,827.30**	17,134.78
Rental income	**124.62**	115.41
Operation and maintenance income	**2,858.74**	2,516.82
Club membership fees	**168.40**	124.26
Club Operating Income	**172.21**	153.14
Sales Commission Income	**–**	70.10
Other Operational Income Transfer Fees	**249.30**	2,518.27
Total	**53,248.90**	65,648.77

20. Other Income

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Year ended 31 Mar, 2026	Year ended 31 Mar, 2025
Interest Income on Financial assets that are not designated as Fair Value through Profit and Loss	**161.18**	**121.18**
Bank Deposits	**27.72**	42.96
Others#	**133.96**	78.22
Net Gain arising on current investments measured at Fair Value through P&L	**247.78**	282.40
Provisions written back	**20.00**	53.06
Profit on sale of Property plant & equipment	**3.65**	
Scrap Income	**–**	8.19
Other Income*	**161.02**	216.54
Total	**594.13**	681.37

Other includes interest charged from late payment from customers

* Other Income includes one time income, interest on income tax refund and reversal of provision for disputed dues.

21. Cost of Sales

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Inventories at the beginning of the year:	**43,197.94**	57,712.63
Stock-in-trade	**630.24**	604.29
Construction Work-in-progress	**28,844.79**	51,032.07
Finished goods	**13,722.91**	6,076.27
Add: Expenses Incurred during the year	**6,262.59**	23,503.33
Land and Construction Costs	**5,862.82**	22,783.32
Employee Cost Inventorised	**386.94**	485.49
Borrowing Costs Inventorised	**12.83**	234.52
Inventories at the end of the year:	**27,315.19**	43,197.94
Stock-in-trade	**859.08**	630.24
Construction Work-in-progress	**21,252.35**	28,844.79
Finished goods	**5,203.76**	13,722.91
Total	**22,145.34**	38,018.02

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

22. Operation & Maintenance Expenses

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Year ended 31 Mar, 2026	Year ended 31 Mar, 2025
Repairs & Maintenance	**770.43**	471.21
Security	**329.12**	288.85
Electrical & Mechanical Maintenance	**217.17**	204.18
House keeping	**236.52**	206.87
Power & Fuel	**231.20**	202.25
Landscaping maintenance	**149.07**	146.41
Rates & Taxes	**84.98**	93.71
Other Expenses	**235.69**	175.88
Total Operation & Maintenance Expenses	**2,254.18**	1,789.36

23. Employee Benefits Expense

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Year ended 31 Mar, 2026	Year ended 31 Mar, 2025
Salaries and wages including bonus	**973.81**	1,038.65
Contributions to provident and other funds	**97.81**	60.92
Staff welfare expenses	**33.04**	36.30
Less: Allocated to projects	**(386.94)**	(485.49)
Total Employee Benefits Expense	**717.72**	650.38

24. Finance Costs

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Year ended 31 Mar, 2026	Year ended 31 Mar, 2025
(a) Interest expense on:		
(i) Term loan	**1.59**	1,719.29
(ii) Lease Liabilities	**2.44**	–
(iii) Overdraft	**84.98**	548.06
(iv) Other Interest	**35.54**	56.48
(v) Premium on redemption of Redemable Preference Shares (Refer Note 13(iii))	**855.71**	960.09
Less: Allocated to projects*	**(12.83)**	(234.52)
Total Finance Costs	**967.43**	3,049.40

* Borrowing cost inventorised refers to interest on Borrowings in Note 13 & 15 considered at the average rate of 9.9%

25. Other expenses

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Year ended 31 Mar, 2026	Year ended 31 Mar, 2025
Power and fuel	**29.08**	27.35
Rent including lease rentals	**55.23**	49.72
Repairs and maintenance	**298.16**	95.55
Insurance	**5.50**	1.73
Rates and taxes	**21.24**	92.64
Communication	**18.67**	19.51
Travelling and conveyance	**43.57**	49.55
Printing and stationery	**5.48**	9.26
Business promotion	**471.75**	694.89
Legal and professional	**298.32**	370.80
Payments to auditors* (Refer below for details of Audit fees)	**24.01**	24.81
Directors sitting fees	**1.80**	1.90
Commission	**755.03**	764.89
Provision for doubtful debts	**81.28**	61.67
Corporate Social Responsibility (CSR) activities (refer Note No 28)	**160.60**	9.27
Club expenses	**190.90**	167.05
Other General Expenses	**139.47**	50.78
Total Other Expenses	**2,600.09**	2,491.37

All amounts are in Rupees Lakhs unless otherwise stated

* Payment to auditors (excluding taxes)	For the year ended 31 Mar, 2026	For the year ended 31 Mar, 2025
Statutory Audit and Limited Reviews	**19.44**	19.44
Tax Audit	**2.57**	2.57
Certification and Other Services	**2.00**	2.80
Out of Pocket Expenses	**–**	–
	24.01	24.81

26. Segment information

Business segments

The Company operates in only one business segment, i.e. 'Projects, Project Management and Development' based on the nature of the services and products, the risks and returns etc. This has been determined in the manner consistent with the internal reporting provided to the Chairperson regarded as the Chief Operating Decision Maker ("CODM"). The Company operates only in India. The conditions prevailing in India being uniform, no separate geographical disclosure within India is considered necessary.

27. Earnings per Share

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Year ended 31 Mar, 2026	Year ended 31 Mar, 2025
Basic/Diluted Earnings per share	**86.55**	71.09
Total basic/diluted earnings per share	**86.55**	71.09

Basic and Diluted earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Year ended 31 Mar, 2026	Year ended 31 Mar, 2025
Profit/ (Loss) for the year attributable to owners of the Company	**17,309.78**	14,217.05
Less: Preference dividend and tax thereon	**–**	–
Profit/(Loss) for the year used in the calculation of basic earnings per share	**17,309.78**	14,217.05
Profit for the year on discontinued operations used in the calculation of basic earnings per share from discontinued operations	**–**	–
Profits/(Loss) used in the calculation of basic earnings per share from continuing operations	**17,309.78**	14,217.05
Weighted average number of equity shares (in nos)	**2,00,00,000**	2,00,00,000
Basic and Diluted Earning per share (in face value of Rs. 10/- per share) (in Rs.)	**86.55**	71.09

28. Expense on Corporate Social Responsibility

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	For the year ended 31 Mar, 2026	For the year ended 31 Mar, 2025
Gross amount required to be spent by the company during the year	**160.60**	9.27
Amount spent during the year on		
Contribution to KC Mahindra Educational Trust	**80.09**	4.65
Contribution of Advanced Life support ambulance & medical devises	**74.72**	–

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	For the year ended 31 Mar, 2026	For the year ended 31 Mar, 2025
Rural development projects	**3.00**	4.21
Contribution of Dual Desk to Govt Primary School	**1.40**	–
Ensuring environmental sustainability	**1.39**	0.41
	160.60	9.27

29. Contingent liabilities and Capital Commitments

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
Contingent liabilities (to the extent not provided for)		
Income tax demands (to the extent not recognised in the books)		
Demands against the Company not acknowledged as debts and not provided for, relating to issues of deductibility and taxability in respect of which the Company is in appeal and exclusive of the effect of similar matters in respect of assessments remaining to be completed for FY 2015-16 (Assessment Year 2016-17)*	**5,040.42**	4,171.16
Indirect Tax Matters under appeal		
GST and Service Tax claims disputed by the Company relating to issues of applicability, claim and reversal of Input tax credit and interest on demand. The Company is pursuing the matter with the appropriate Appellate Authorities.	**1,925.96**	1,925.96
Legal Matters**		
1. Suit for specific performance filed by Harsha estates before the Principal District and Sessions Court, Thiruvallur, and the connected matters {Refer Note 6(i)}	**–**	3,524.00
2. Land alienated by government to the company and the same land has been transferred by the erstwhile landowner to Pallava Park Hotel	**97.63**	97.63
Bank Guarantee		
Bank Guarantee issued to The Deputy Director Town and Country Planning	**–**	50.67
Commitments		
Capital Commitments: Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances).	**380.71**	–
Other Commitment: Commitment for investment in equity shares of a Subsidiary Company- Mahindra Industrial Park Chennai Limited (Refer note 5)	**–**	900.00
Total Contingent Liabilities and commitments	**7,444.72**	10,669.42

* The National Faceless Assessment Centre, Delhi passed an assessment Order under Section 147 r.w.s 144 of the IT Act on 12.02.2024 for an amount of Rs 41.71 Crs including an interest of Rs 20.77 Crs. The company filed a Writ petition on 04th March 2024 (Filing Number is WMP/7423 & 7427 /2024 in WP(SR) 6680/2024) and during the current year the company received rectification order with respect to levy of Interest u/s 235D of the IT Act, subsequent writ petetion filed and admitted on 26.02.2026- W.P No 5914/2026 and received a notice for revisionary proceedings initiated u/s 263 of the IT Act, subsequently a writ petetion filed and admitted on 10.03.2026- W.P No 9941 of 2026 which is tagged to WP 6680/2024) pleading to stay all further proceedings pursuant to the Impugned Order and issue orders for fresh hearing u/s 147. The matter has been posted for hearing. The stay has been extended till further orders.

** In the opinion of the management the above claims are not sustainable and the Company does not expect any outflow of economic resources in respect of above claims and therefore no provision is made in respect thereof.

30. Employee Benefits

a) Defined Contribution plans

The Company makes Provident fund contribution to defined contribution plans for the employees. Under the scheme, the company is required to contribute a specified percentage of the payroll cost to the fund the benefits. The Company recognized Rs. 43.79 Lakhs (PY Rs. 45.03 Lakhs) for Provident fund & Other funds contributions in the statement of profit and Loss. The contributions payable to these plans by the company are at rates specified in the rules of the scheme.

b) Defined Benefit Plans

The Company's obligation towards gratuity is defined benefit plan. The gratuity expense is included under 'Employee Benefit Expenses' in Note 23 Employee benefits expense. The company has funded the gratuity Liability through LIC Scheme. The details of actuarial valuation are given below:

Gratuity:

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund. Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Investment risk

The present value of the defined benefit plan liability (denominated in Indian Rupee) is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Interest risk

A decrease in the bond interest rate will increase the plan liability; however, this will be partially offset by an increase in the return on the plan's debt investments.

Longevity risk

The present value of defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

All amounts are in Rupees Lakhs unless otherwise stated

		Gratuity (Funded) 2025-26	2024-25
a.	**Net Liabilities recognized in the balance sheet**		
	Present Value of Defined Benefit Obligation	**151.03**	111.52
	Fair Value of Plan assets	**38.31**	35.43
	Liabilities recognised in the balance sheet	**112.72**	76.10
b.	**Expense recognized in the Statement of Profit and Loss**		
	Past service cost	**34.09**	–
	Current Service cost	**13.28**	10.82

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Rupees Lakhs unless otherwise stated

		Gratuity (Funded)	
		2025-26	2024-25
	Interest cost	**6.64**	4.60
	Expected return on plan assets	**(1.34)**	0.68
	Actuarial (gains) / Losses	**5.00**	7.86
	Total expenses	**57.67**	23.96
c.	**Change in present value of Defined Benefit obligation**		
	Present Value of the obligation at the beginning of the year	**111.52**	97.82
	Liability Transferred In/ Acquisitions	**(14.37)**	(7.85)
	Past service cost	**34.09**	–
	Current Service cost	**13.28**	10.83
	Interest Cost	**8.18**	7.02
	Actuarial (Gains) /Losses	**5.00**	7.86
	Benefits Paid	**(6.67)**	(4.16)
	Present value of the obligation as at the end of the year	**151.03**	111.52
d.	**Change in fair value of plan assets**		
	Present value of plan assets as the beginning of the year.	**35.43**	33.70
	Expected return on plan assets	**2.88**	1.73
	Contributions made	**–**	–
	Benefits paid and Charges	**–**	–
	Present value of plan assets at the end of the year	**38.31**	35.43
e.	**Principal actuarial assumptions**		
	Discount Rate	**6.71%**	7.18%
	Expected return on plan assets	**6.71%**	7.18%
	Expected rate of Salary increase	**10.00%**	10.00%
	Attrition Rate	**21.21%**	21.21%
	Mortality	LIC (2012-14) Ultimate mortality tables	
f.	**Estimate of amount of contribution in the immediate next year**	**112.72**	76.10

g. Estimates of future salary increases considered in actuarial valuation take account of inflation, seniority, promotions, increments and other relevant factors such as supply and demand in the employment market.

h. Basis used to determine expected rate of return - The Gratuity Fund is managed by the Life Insurance Corporation of India and they have not made available the information on major categories of plan assets and the expected rate of return on each class of plan assets.

All amounts are in Rupees Lakhs unless otherwise stated

i. **Experience adjustment as provided by actuary:**	**for the years**				
	2025-26	**2024-25**	**2023-24**	**2022-23**	**2021-22**
Present value of DBO	**151.03**	111.52	98.20	53.56	46.97
Fair value of plan assets	**38.31**	35.43	31.09	29.61	27.30
Experience gain / (loss) adjustments on plan liabilities	**(6.07)**	(5.87)	(1.13)	(2.85)	(2.01)
Experience gain / (loss) adjustments on plan assets	**(1.35)**	0.68	0.31	0.44	0.24

Long-Term Compensated Absences

Actuarial assumptions:

Particulars	**For the year ended 31 March, 2026**	For the year ended 31 March, 2025
Discount rate	**6.71%**	7.18%
Expected return on plan assets	**6.71%**	7.18%
Salary escalation	**10.00%**	10.00%
Attrition	**21.21%**	21.21%

The discount rate is based on the prevailing market yields of Government of India securities as at the balance sheet date for the estimated term of the obligations.

The estimate of future salary increases considered, takes into account the inflation, seniority, promotion, increments and other relevant factors.

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	**Year**	**Change in Assumption**	**Impact on defined benefit obligation**	
			Increase in assumption	**Decrease in assumption**
Discount Rate	**2026**	**1.00%**	**(7.71)**	**3.59**
	2025	1.00%	(4.13)	4.50
Salary Growth Rate	**2026**	**1.00%**	**3.35**	**(7.61)**
	2025	1.00%	4.31	(4.04)
Employee Turnover	**2026**	**1.00%**	**(3.60)**	**(0.91)**
	2025	1.00%	(0.95)	1.02

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous period.

Maturity profile of defined benefit obligation:

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	**As at 31st March, 2026**	As at 31st March, 2025
Year 1	24.55	19.48
Year 2	23.45	17.16
Year 3	22.54	15.77
Year 4	22.81	14.81
Year 5	16.15	14.61
Next 5 Years	54.73	40.73

Plan of Assets

The fair value of Company's pension plan asset as of 31 March, 2026 and 31 March, 2025 by category are as follows:

Asset Category	**As at 31 March, 2026**	As at 31 March, 2025
Deposits with Insurance companies	100%	100%

31 Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

32. Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary. There is no change in the overall capital risk management strategy of the Company compared to last year.

The Company uses debt ratio as a capital management index and calculates the ratio as total debt divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced regulation.

Debt-to-equity ratio as of 31st March, 2026 and 31st March, 2025 is as follows:

All amounts are in Rupees Lakhs unless otherwise stated

	31 March, 2026	31 March, 2025
Debt (A)	**–**	19,961.75
Equity (B)	**43,581.01**	29,276.99
Debt Equity Ratio (A/B)	**–**	0.68

Categories of financial assets and financial liabilities

All amounts are in Rupees Lakhs unless otherwise stated

	As at 31 March, 2026			
	Amortised Costs	**FVTPL**	**FVOCI**	**Total**
Non-current Assets				
Investments in Joint Venture	**23,700.00**	**–**	**–**	**23,700.00**
Other Financial Assets	**6.49**	**–**	**–**	**6.49**
Current Assets				
Investments	**–**	**5,457.76**	**–**	**5,457.76**
Trade Receivables	**2,543.79**	**–**	**–**	**2,543.79**
Cash and Cash equivalents	**602.46**	**–**	**–**	**602.46**
Bank Balances	**2,755.20**			**2,755.20**
Other Financial Assets	**2,800.00**	**–**	**–**	**2,800.00**
	32,407.94	**5,457.76**	**–**	**37,865.70**
Non-current Liabilities				
Borrowings	**–**	**–**	**–**	**–**
Lease Liabilities	**14.45**			**14.45**
Other Financial Liabilities	**1.51**	**–**	**–**	**1.51**
Current Liabilities				
Borrowings	**–**	**–**	**–**	**–**
Lease Liabilities	**6.72**			**6.72**
Trade Payables	**8,124.36**	**–**	**–**	**8,124.36**
Other Financial Liabilities				
– Non Derivative Financial Liabilities	**1,339.89**	**–**	**–**	**1,339.89**
	9,486.93	**–**	**–**	**9,486.93**

All amounts are in Rupees Lakhs unless otherwise stated

	As at 31 March, 2025			
	Amortised Costs	FVTPL	FVOCI	Total
Non-current Assets				
Investments in Joint Venture	22,800.00	–	–	22,800.00
Other Financial Assets	6.08	–	–	6.08
Current Assets				
Trade Receivables	–	8,823.56	–	8,823.56
Cash and Cash equivalents	4,546.37	–	–	4,546.37
Bank Balances	703.21	–	–	703.21
Other Financial Assets	1,492.25			1,492.25
	29,547.91	8,823.56	–	38,371.47
Non-current Liabilities				
Borrowings	11,450.30	–	–	11,450.30
Other Financial Liabilities	1.45	–	–	1.45
Current Liabilities				
Borrowings	8,511.45	–	–	8,511.45
Trade Payables	10,580.61	–	–	10,580.61
Other Financial Liabilities				–
– Non Derivative Financial Liabilities	2,872.88	–	–	2,872.88
	33,416.69	–	–	33,416.69

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises from trade receivables, cash and cash equivalents & other financial assets

Trade Receivables

The company trade receivable includes Land leasing, Industrial park maintenance service, property leasing activities and sale of residential flats and plots as appearing in the balance sheet. Company executes Land leasing agreement with customers only, entire lease premium is paid by customers and hence no risk of credit loss in dues relating to Land leasing premium. Further, As per the company's policy, every customer has to deposit 3 to 6 months of Maintenance charges and/or monthly lease rentals with the company and as per the terms of the agreement with the customer's, company is entitled to adjust the pending dues against the deposits taken from customer and as per the Company's flat handover policy, a flat is handed over to a customer only upon payment of entire amount of consideration and hence, company is not exposed to any credit loss risk.

The concentration of credit risk is limited due to the fact that the customer base is large. The Company determines the allowance for expected credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. Basis this assessment, the allowance for doubtful trade receivables as at March 31, 2026 is considered adequate.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

Cash and Cash Equivalents & Other Financial Assets

For banks and financial institutions, only high rated banks/institutions are accepted. The Company holds cash and cash equivalents with bank and financial institution counterparties, which are having highest safety ratings based on ratings published by various credit rating agencies. The Company considers that its cash and cash equivalents have low credit risk based on external credit ratings of the counterparties.

For Other Financial Assets, the Company assesses and manages credit risk based on reasonable and supportive forward looking information. Other Financial Assets are considered to be low credit risk exposure assets

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the Company may be required to pay.

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Less than 1 Year	1–3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial liabilities				
31 March, 2026				
Non-interest bearing				
Trade Payables	**8,124.36**	**–**	**–**	**–**
Lease Liabilities	**6.72**	**14.45**	**–**	**–**
Other Financial Liabilities	**1,339.89**	**–**	**–**	**1.51**
Variable interest rate instruments				
Short term Borrowing – Principal	**–**	**–**	**–**	**–**
Loan term Borrowing – Principal	**–**	**–**	**–**	**–**
Total	**9,470.97**	**14.45**	**–**	**1.51**
31 March, 2025				
Non-interest bearing				
Trade Payable	10,580.61	–	–	–
Capital Creditors	–	–	–	–
Other Financial Liabilities	2,872.88	–	–	1.45
Variable interest rate instruments				
Short term Borrowing - Principal	8,511.45	–	–	–
Loan term Borrowing - Principal	2,000.00	4,000.00	4,000.00	1,450.30
Total	23,964.94	4,000.00	4,000.00	1,451.75

The amounts included above for financial guarantee contracts are the maximum amounts the Company could be forced to settle under the arrangement for the full guaranteed amount if that amount is claimed by the counterparty to the guarantee. Based on expectations at the end of the reporting period, the Company considers that it is more likely than not that such an amount will not be payable under the arrangement.

(iii) Financing arrangements

The Company had access to following undrawn borrowing facilities at the end of the reporting period:

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	31st March, 2026	31st March, 2025
Secured Bank Overdraft facility		
– Expiring within one year	**4,539.00**	1,423.92
Secured Bank Guarantee Limit (sub limit of CC Credit facility)		
– Expiring within one year	**100.00**	100.00
	4,639.00	1,523.92

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

(iv) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Less than 1 Year	1–3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial assets				
31st March, 2026				
Non-interest bearing				
Non Current Investments	**–**	**–**	**–**	**23,700.00**
Investments	**5,457.76**	**–**	**–**	**–**
Trade Receivables	**2,543.79**	**–**	**–**	**–**
Cash and Cash equivalents	**602.46**	**–**	**–**	**–**
Cash and Bank Balances	**2,755.20**	**–**	**–**	**–**
Other Current Financial Assets	**2,800.00**	**6.49**	**–**	**–**
Total	**14,159.21**	**6.49**	**–**	**23,700.00**
31st March, 2025				
Non-interest bearing				
Non Current Investments	–	–	–	22,800.00
Investments	8,823.56			
Trade Receivables	4,546.37	–	–	–
Cash and Cash equivalents	703.21	–	–	–
Cash and Bank Balances	1,492.25	–	–	–
Other Current Financial Assets	–	6.08	–	–
Total	15,565.39	6.08	–	22,800.00

The amounts included above for variable interest rate instruments for both non-derivative financial assets and liabilities is subject to change if changes in variable interest rates differ to those estimates of interest rates determined at the end of the reporting period.

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Currency Risk

The Company undertakes transactions denominated only in India Rupees and hence there is no risk of foreign exchange fluctuations.

Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

Interest rate sensitivity

The sensitivity analyses below have been determined based on exposure to interest rate for both derivative and non-derivative instruments at the end of reporting period. For floating rate liabilities, analysis is prepared assuming the amount of liability outstanding at the end of the reporting period was outstanding for the whole year.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

All amounts are in Rupees Lakhs unless otherwise stated

Year	Currency	Increase/ decrease in basis points	Effect on Profit / (loss) before tax
31 March, 2026	INR	+100	–
	INR	-100	–
31 March, 2025	INR	+100	199.62
	INR	-100	(199.62)

33 INDAS 115 Disclosures

1 Contract Balances

Amounts received before the related performance obligation is satisified are included in the balance sheet (Contract liability) as "Advance received from customers". Amounts billed for development milestone achieved but not yet paid by the customer are included in the balance sheet under trade receivables.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

During the year, the Company recognised Revenue of Rs. 9,983.50 lakhs (FY 24-25 Rs. 12,344.26 lakhs) from Opening Contract liability included in the balance sheet as "Advance received from customers" in Note no 17.2 - Other Current liabilities of Rs.10,962.51 lakhs

There were no significant changes in the composition of the contract liabilities and trade receivable during the reporting period other than on account of periodic invoicing and revenue recognition.

Amounts previously recorded as contract liabilities increase due to further milestone based invoices raised during the year and decrease due to revenue recognised during the year on completion of the construction.

Amounts previously recorded as trade receivables increase due to further milestone based invoices raised during the year and decrease due to collections during the year.

There are no contract assets outstanding at the end of the year.

The aggregate value of performance obligations that are completely or partially unsatisfied as at March 31, 2026, is Rs. 5,692.86 Lakhs (as at March 31, 2025 Rs. 9,983.50 Lakhs). Out of this, the Company expects to recognize revenue of 84% within the next year and remaining thereafter. This includes contracts that can be terminated for convenience with a penalty as per the agreement since, based on current assessment, the occurrence of the same is expected to be remote.

2 Reconciliation of revenue recognized with the contracted price is as follows:

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
Contracted price	**29,857.43**	28,142.43
Adjustments on account of cash discounts or early payment rebates, etc.	**–**	–
Revenue recognised as per Statement of Profit & Loss	**29,857.43**	28,142.43

3 Contract costs

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
Contract costs included in Prepaid expenses in Note no.7(d)- Other Assets	**182.70**	141.85

The Company incurs commissions that are incremental costs of obtaining a contract with a customer. Under Ind AS 115, the Company recognises the incremental costs of obtaining a contract as assets under Prepaid Expenses under Note no. 7(d) - Other Assets and amortises it upon completion of the related property sale contract.

For the year ended March 31, 2026, amortisation amounting to Rs. 755.03 lakhs (FY 24-25 Rs. 755.16 lakhs) is recognised as part of other expenses in the statement of profit and loss. There was no impairment loss in relation to the costs capitalised.

34. Related Party Transactions

Details of related parties:

Description of relationship	Name of the Company
Ultimate Holding Company	Mahindra & Mahindra Limited(M&M)
Holding Company	Mahindra Lifespaces Developers Limited (MLDL)
Joint Venture	Mahindra Industrial Park Chennai Ltd (MIPCL)
Associate	Tamil Nadu Industrial Development Corporation Limited (TIDCO)
Associate	Mahindra Integrated Business Solutions Ltd (MIBS)
Associate	Mahindra World City (Maharashtra) Limited (MWCML)
Associate	M&M Financial Services Limited (MMFSL)
Associate	MLL Mobility Private Limited (MLL)
Key Management Personnel (KMP)	
Chief Executive Officer	Mr. Avinash Bapat (upto 01 May 2024)
Chief Executive Officer	Mr. Vikram Goel (w.e.f 01 May 2024)
Company Secretary	Mr. Aman Desai (w.e.f 18 January 2024)
Chief Financial Officer	Mr. Bhaskar Pulipati (upto 13 February 2026)
Chief Financial Officer	Mr. Ankit Kotak (w.e.f 15 February 2026)

Details of related party transactions

All amounts are in Rupees Lakhs unless otherwise stated

Transactions during the year	Ultimate Holding Company (M&M)	Holding Company (MLDL)	Joint Venture (MIPCL)	Associate (MWCML)	Associate (MLL)	Associate (MIBS)	Associate (MMFSL)	TIDCO	KMP
Land Sale	–	–	1,202.51	–	–	–	–	–	–
	–	–	(17,134.78)	–	–	–	–	–	–
Lease of Land	–	–	–	–	–	–	–	–	–
	–	–	(1,441.90)	–	–	–	–	–	–

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Rupees Lakhs unless otherwise stated

Transactions during the year	Ultimate Holding Company (M&M)	Holding Company (MLDL)	Joint Venture (MIPCL)	Associate (MWCML)	Associate (MLL)	Associate (MIBS)	Associate (MMFSL)	TIDCO	KMP
Investment in Equity share capital	–	–	900.00	–	–	–	–	–	–
	–	–	(12,600.00)	–	–	–	–	–	–
Operation and maintenance Income	239.16	–	–	–	–	–	–	–	–
	(216.02)	–	–	–	–	–	–	–	–
Water charges income	18.51	–	–	–	–	–	–	–	–
	(15.29)	–	–	–	–	–	–	–	–
Club income/ASF	39.99	–	–	–	–	–	–	–	–
	(39.96)	–	–	–	–	–	–	–	–
Services Provided	–	–	221.35	0.25	–	–	–	–	–
	–	–	–	(0.25)	–	–	–	–	–
Service received	–	105.86	–	–	11.89	68.89	9.47	–	–
	(12.95)	(147.08)	–	–	–	(84.48)	–	–	–
Dividend Paid	–	2,673.02	–	–	–	–	–	330.00	–
	–	–	–	–	–	–	–	–	–
Commission received	–	–	–	–	–	–	–	–	–
	–	–	(70.10)	–	–	–	–	–	–
Reimbursement of expenses- Given	–	28.10	–	–	–	–	–	–	–
	(70.25)	(12.49)	–	–	–	–	–	–	–
Reimbursement of expenses- Taken	–	4.76	–	–	–	–	–	–	–
	–	(6.37)	–	–	–	–	–	–	–
Redemption of Redeemable Preference shares	–	12,025.00	–	–	–	–	–	–	–
	–	–	–	–	–	–	–	–	–
RPS Premium	–	281.01	–	–	–	–	–	–	–
	–	(770.45)	–	–	–	–	–	–	–
Managerial Remuneration									
Chief Financial Officer	–	–	–	–	–	–	–	–	60.79
	–	–	–	–	–	–	–	–	(50.69)
Company Secretary	–	–	–	–	–	–	–	–	–
	–	–	–	–	–	–	–	–	–
Sitting Fees	–	–	–	–	–	–	–	–	1.80
	–	–	–	–	–	–	–	–	(1.90)
Balance Outstanding as at the year end									
RPS Premium Payable	–	–	–	–	–	–	–	–	–
	–	(1,617.33)	–	–	–	–	–	–	–
RPS Outstanding	–	–	–	–	–	–	–	–	–
	–	(12,025.00)	–	–	–	–	–	–	–
Security Deposits taken	60.20	–	–	–	–	–	–	–	–
	(60.20)	–	–	–	–	–	–	–	–
Receivables	11.18	4.76	–	0.27	–	–	–	–	–
	(3.05)	–	–	(0.27)	–	–	–	–	–
Payables	–	35.98	–	–	5.07	0.21	–	–	–
	–	(48.10)	–	–	–	(0.22)	–	–	–

Note: Figures in bracket relates to the previous year

Note: As the liability for gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, the amount pertaining to the Key Management Personnel is not ascertained separately, and therefore, not included above.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

35 - Fair Value Measurement

Fair value of financial assets and financial liabilities that are not measured at fair value

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Carrying amount	**Fair value**	Carrying amount	Fair value
Financial assets				
Financial assets carried at Amortised Cost				
– investments in Equity	**23,700.00**	**23,700.00**	22,800.00	22,800.00
– trade and other receivables	**2,543.79**	**2,543.79**	4,546.37	4,546.37
– Cash and cash equivalents	**602.46**	**602.46**	703.21	703.21
– Bank balances other than above	**2,755.20**	**2,755.20**	1,492.25	1,492.25
– deposits and similar assets	**2,806.49**	**2,806.49**	6.08	6.08
Total	**32,407.94**	**32,407.94**	29,547.91	29,547.91
Financial liabilities				
Financial liabilities held at amortised cost				
– Non Convertible Redeemable Preference Shares	**–**	**–**	11,450.30	11,450.30
– Long term loans from Financial Institutions	**–**	**–**	5,900.00	5,900.00
– OD limits from Bank	**–**	**–**	2,611.45	2,611.45
– Trade and other payables	**8,124.36**	**8,124.36**	10,580.61	10,580.61
– Lease Liabilities	**21.17**	**21.17**	–	–
– Other Financial Liabilities	**1,341.40**	**1,341.40**	2,874.33	2,874.33
Total	**9,486.93**	**9,486.93**	33,416.69	33,416.69

Fair value hierarchy as at 31 March, 2026

All amounts are in Rupees Lakhs unless otherwise stated

	Level 1	**Level 2**	**Level 3**	**Total**
Financial assets				
Financial assets carried at Amortised Cost				
– investments in Equity	**–**	**23,700.00**	–	**23,700.00**
– trade and other receivables	**–**	**2,543.79**	**–**	**2,543.79**
– cash and cash equivalents	**–**	**602.46**	**–**	**602.46**
– Bank balances other than above	**–**	**2,755.20**	**–**	**2,755.20**
– deposits and similar assets	**–**	**2,806.49**	**–**	**2,806.49**
Total	**–**	**32,407.94**	**–**	**32,407.94**
Financial liabilities				
Financial Instruments not carried at Fair Value				
– Debentures	**–**	**–**	–	**–**
– Non Convertible Redeemable Preference Shares	**–**	**–**	–	**–**
– Long term loans from Financial Institutions	**–**	**–**	–	**–**
– OD limits from Bank	**–**	**–**	–	**–**
– trade and other payables	**–**	**8,124.36**	–	**8,124.36**
– Lease Liabilities	**–**	**21.17**	–	**21.17**
– Other Financial Liabilities	**–**	**1,341.40**	–	**1,341.40**
Total	**–**	**9,486.93**	**–**	**9,486.93**

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

Fair value hierarchy as at 31 March, 2025

All amounts are in Rupees Lakhs unless otherwise stated

	Level 1	Level 2	Level 3	Total
Financial assets				
Financial assets carried at Amortised Cost				
– investments in Equity	–	22,800.00	–	22,800.00
– trade and other receivables	–	4,546.37	–	4,546.37
– cash and cash equivalents	–	703.21	–	703.21
– Bank balances other than above	–	1,492.25	–	1,492.25
– deposits and similar assets		6.08		6.08
Total	–	29,547.91	–	29,547.91
Financial liabilities				
Financial Instruments not carried at Fair Value				
– Non Convertible Redeemable Preference Shares	–	11,450.30	–	11,450.30
– Long term loans from Financial Institutions	–	5,900.00	–	5,900.00
– OD limits from Bank	–	2,611.45	–	2,611.45
– trade and other payables	–	10,580.61	–	10,580.61
– Other Financial Liabilities	–	2,874.33	–	2,874.33
Total	–	33,416.69	–	33,416.69

The fair values of the financial assets and financial liabilities included in the level 2 and level 3 categories above have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparties.

36. Ratios

a) Current Ratio

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	2025-26	2024-25	Variance %
Current Assets (A)	**41,828.33**	59,823.85	
Current Liabilities (B)	**17,490.07**	36,589.07	
Ratio (A/B)	**2.39**	1.64	46%

Variance in current ratio is mainly on account of Repayment of loans during the year.

b) Debt Equity Ratio

Particulars	2025-26	2024-25	Variance %
Total Debt including interest accrued (A)	**–**	19,978.17	
Equity (B)	**45,581.01**	31,276.99	
Debt Equity Ratio (A/B)	**–**	0.64	(100%)

Variance is due repayment of borrowings

c) Debt Service Coverage Ratio (DSCR)

Particulars	2025-26	2024-25	Variance %
Profit After Tax	**17,309.78**	14,217.05	
Depreciation	**175.27**	216.98	
Interest (Charged to P&L)	**967.43**	3,049.40	
Non Cash Expense	**–**	–	
Earnings available for Debt Service (A)	**18,452.48**	17,483.43	
Debt Service			
Interest Payments	**980.26**	3,283.92	
Principal Repayments	**–**	19,961.75	
Total Debt Serviced (B)	**980.26**	23,245.67	
Debt Service Coverage Ratio (DSCR) (A/B)	**18.82**	0.75	2403%

Increase in Earning available for Debt Service and Debt service coverage ratio is mainly on account of profit recognised during the year and the repayment of the term loans during the year.

d) Return of Equity (ROE)

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	2025-26	2024-25	Variance %
Profit After Tax	**17,309.78**	14,217.05	
Networth	**45,581.01**	31,276.99	
Ratio (A/B)	**37.98%**	45.46%	(16.45%)

Decrease in ROE is mainly on account of accumulated profit not distributed during the year, which is used for repayment of borrowings

e) Inventory Turnover ratio

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	2025-26	2023-24	Variance %
Cost of Land leased (A)	**22,145.34**	38,018.02	
Average Inventory (B)	**27,315.19**	43,197.94	
Ratio (A/B)	**0.81**	0.88	(7.88%)

No Major Decrease during the year

f) Trade Receivables turnover ratio

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	2025-26	2024-25	Variance %
Turnover (credit) (A)	**53,248.90**	65,648.77	
Trade Receiavables (Average) (B)	**3,545.08**	5,039.28	
Ratio (A/B)	**15.02**	13.03	15%

The Company has raised the handing over demand for two project on last week of previous year.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

g) Trade Payable turnover ratio

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	2025-26	2024-25	Variance %
Project Development Expenses and other expenses (excluding interest) (A)	**26,999.61**	42,298.75	
Average Trade payable (B)	**9,352.49**	8,123.17	
Ratio (A/B)	**2.89**	5.21	(45%)

The increase is due to recognisition of CoC provision in the previous year and grouped under trade payables

h) Net capital turnover ratio,

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	2025-26	2024-25	Variance %
Working Capital (A)	**24,338.26**	23,234.78	
Turnover (B)	**53,248.90**	65,648.77	
Ratio (A/B)	**0.46**	0.35	29%

Variance is due to revenue recognised in the current year

i) Net profit ratio

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	2025-26	2024-25	Variance %
Profit After Tax (A)	**17,309.78**	14,217.05	
Revenue (B)	**53,248.90**	65,648.77	
Ratio (A/B)	**32.51%**	21.66%	50%

Increase in Net Profit ratio is mainly on account of Profit reported during the year.

j) Return on Capital employed

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	2025-26	2024-25	Variance %
Earnings before Interest and Tax (A)	**25,950.43**	23,164.03	
Net worth	**45,581.01**	31,276.99	
Borrowing	**–**	19,961.75	
Capital employed (B)	**45,581.01**	51,238.74	
Ratio (A/B)	**56.93%**	45.21%	26%

Increase in Return on Capital Employed is mainly on account of Profit reported during the year and repayment of borrowings.

k) Return on investment.

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	2025-26	2024-25	Variance %
Earnings before Interest and Tax (A)	**25,950.43**	23,164.03	
Capital employed (B)	**45,581.01**	51,238.74	
Ratio (A/B)	**56.93%**	45.21%	26%

Increase in Return on Investment is mainly on account of Profit reported during the year and repayment of borrowings.

37 a Additional regulatory information

a) Details of benami property held

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

b) Relationship with struck off companies

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

c) Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

d) Utilisation of borrowed funds and securities premium

The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries

e) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

f) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

g) Registration of Charges or satisfaction with Registrar of Companies (ROC)

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period

h) Whistle Blower-

During the year ended March 31, 2026 and till the date of adoption of financial statements by board of directors, the Company did not received any whistle blower complaints.

37 b Security of current assets against borrowings

The Company has not been sanctioned New working capital limits in excess of Rs 5 crores, in aggregate, at any point of time during the year, from banks or financial institutions on the basis of security of current assets. There are workings capital limits which are sanctioned during the previous years. The company has complied with the requirement of filing of quarterly returns/statements of current assets with the banks or financial institutions, wherever applicable, and these returns were in agreement with the books of accounts for the period ended 30 June 2025, 30 September 2025 and 31 December 2025.

37 c Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified a current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment. The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

37 d Impact of Labour Code

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes") - consolidating 29 existing labour laws. In accordance with the new Labour Codes, there is no material impact on retiral benefits. The Company continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications/ additional guidance from authorities and will continue to assess the accounting implications, basis such developments/ guidance.

38 Dividend

During the current year, the Board of Directors of the Company has recommended a 1st Interim dividend of Rs 12.50 per Equity Share (125.00%) and 2nd Interim Dividend of Rs 20.00 per equity share (200%) on 21st April 2026. (During PY- 31st March 2025: Final dividend of Rs 2.50 per Equity Share of Rs 10 each (25.00%)) subject to approval of members of the company at the forthcoming Annual General Meeting). The company has paid final dividend of Rs 2.50 per Equity Share of Rs 10 of Rs 500 lakhs and 1st Interim Dividend of Rs 12.50 per Equity Share of Rs 2,500 lakhs in the current year.

39 Leases

As lessee

The Company has entered into operating lease arrangements for CTC vehicles. The lease is non-cancellable for a period of 1 - 5 years and may be renewed based on mutual agreement between the parties. The leases have varying terms, escalation clauses and renewal rights. The Company has recognised right of use assets for these leases, except for short term leases.

(i) Undiscounted Cash Flow of Lease liabilities

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 March, 2026	As at 31 March, 2025
Less than one year	**–**	–
One to Three years	**–**	–
Three to five years	**–**	–
Total undiscounted lease liabilities at Balance sheet date	**–**	–
Lease liabilities included in the Balance sheet as at 31st March	**21.17**	–
Current	**6.72**	–
Non-current	**14.45**	–

Cash outflow for leases for the year ended 31st March, 2026 is Rs 10.86 lakhs (31st March, 2025 is Rs Nil)

The Company has not applied the requirement of Ind AS 116 to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. Amount recognised in Statement of Profit and Loss Account is Rs. 55.23 Lakhs (Previous year Rs. 49.72 Lakhs).

(ii) Movement in Lease liabilities

All amounts are in Rupees Lakhs unless otherwise stated

Particulars	As at 31 March, 2026	As at 31 March, 2025
Balance as at 1st April	**–**	–
Additions during the year	**43.53**	–
Deletion during the year	**13.94**	
Finance cost incurred during the year	**2.44**	–
Payment of lease liabilities	**10.86**	–
Balance as at 31st March	**21.17**	–

40 Additional Information to the Financial Statements

i) Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

There are no overdue amounts payable to Micro, Small and Medium Enterprises, as defined in the Micro, Small and Medium Enterprises Development Act, 2006, as at the reporting date or anytime during the year and hence no interest has been paid or payable accordingly no additional disclosures have been made.

All amounts are in Rupees Lakhs unless otherwise stated

S. No.	Particulars	As at 31 March, 2026	As at 31 March, 2025
1	Dues remaining unpaid		
	Principal	**115.76**	110.50
	Interest	**–**	–

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

		All amounts are in Rupees Lakhs unless otherwise stated	
S. No.	**Particulars**	**As at 31 March, 2026**	As at 31 March, 2025
2	Interest paid in terms of Section 16 of the MSMED Act along with the amount of payment made to the supplier beyond the appointed day during the year		
	Principal paid beyond the appointed date		–
	Interest paid in terms of Section 16 of the MSMED Act		–
3	Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**–**	–
4	Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises	**–**	–
5	Amount of interest accrued and remaining unpaid	**–**	–

41 Other Notes

i. The Company has disclosed the impact of pending litigations on its financial position in these financial statements.

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts. The company did not have any material foreseeable losses on long term contracts. The company has not entered into any derivative contracts.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. The Company does not have foreign exchange exposure as at 31 March, 2026.

42. Events after the Reporting period

No material events have occurred after the Balance sheet date and up to the approval of Financial statements.

43 Regrouping and Reclassification

Previous period / year figures have been regrouped / reclassified where found necessary, to conform to current period / year classification.

44 Approval of Financial Statements

The financial statements were approved for issue by the board of directors in the meeting on 21st April, 2026.

In terms of our Report of even date
for **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W
Karthik Srinivasan
Partner
Membership No.: 215782

Place: Chennai
Date: 21st April 2026

For and on behalf of the board of directors of
Mahindra World City Developers Limited

Amrita Chowdhury
Director
(DIN:02178520)

Amit Kumar Sinha
Director
(DIN: 09127387)

Vikram Goel
Chief Executive Officer

Ankit Kotak
Chief Financial Officer

Aman Desai
Company Secretary
(ACS: 47990)

Place: Chennai
Date: 21st April 2026

Form AOC 1

PART "A" - Subsidiaries

Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Account) Rules, 2014.

Statement containing salient features of financial statements of Subsidiary / Associates / Joint Ventures as per Companies Act, 2013.

Particulars	**MIPCL**
The date since when Joint venture/Associate acquired	22-Dec-14
Reporting period of the subsidiary concerned, if different from the holding company's reporting period	NA
Reporting Currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	NA
Share capital	39,500.00
Reserves & surplus	7,107.50
Total assets	56,918.91
Total Liabilities	10,311.41
Investments	–
Turnover	26,836.66
Profit/(Loss) before taxation	7,489.82
Provision for taxation	1,849.68
Profit/(Loss) after taxation	5,640.14
Proposed Dividend	4,977.00
% of shareholding	60%

1. There are no Subsidiaries which are yet to commence operations
2. No Subsidiaries which have been liquidated or sold during the year

PART B- Joint Ventures/Associates[$] : Nil

$ Mahindra Industrial Park Chennai Limited is direct joint venture cum subsidiary companies and have been covered in Part A above.

1. There are no Joint Ventures/Associates which are yet to commence operations
2. Associates which have been liquidated or sold during the year : Nil

For and on behalf of the board of directors of
Mahindra World City Developers Limited

Amrita Chowdhary
Director
(DIN: 02178520)

Amit Kumar Sinha
Director
(DIN: 09127387)

Vikram Goel
Chief Executive Officer

Ankit Kotak
Chief Financial Officer

Aman Desai
Company Secretary
(ACS: 47990)

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF MAHINDRA WORLD CITY (JAIPUR) LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **Mahindra World City (Jaipur) Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) The Company has not paid/provided any remuneration to managerial personnel as defined in the Act. Accordingly, the provisions of Section 197 of the Act related to the managerial remuneration are not applicable to the Company.
   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      (i) The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements – Refer Note 32 to the Financial Statements;
      (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
      (iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate

Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

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

(v) The interim dividend declared and paid during the year by the Company is in compliance with Section 123 of the Act; and

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

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782JNLGFK6744

Chennai, April 22, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **Mahindra World City (Jaipur) Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls with reference to financial statements

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

Inherent Limitations of Internal Financial Controls with reference to financial statements

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

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782JNLGFK6744

Chennai, April 22, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

(i) (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(B) According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

(b) Some of the Property, Plant and Equipment and investment properties were physically verified during the year by the Management in accordance with a regular programme of verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment and investment properties. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us, in respect of the leasehold land on which the properties are constructed by the Company, based on examination of the registered lease deeds provided to us, we report that the lease agreements are in the name of the Company as at the Balance Sheet date where the Company is the lessee in the agreements.

(d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment and investment properties or intangible assets or both during the year.

(e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) According to the information and explanations given to us, having regard to the nature of inventory, the physical verification by way of verification of lease deeds, certificate received from third party confirming the inventory, site visits by the management and certification of extent of work completion by competent persons, is carried out at reasonable intervals by the management during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancies of 10% or more in the aggregate for each class of inventory were noticed on such verification between the physical inventory and the book records.

(b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from bank on the basis of security of accounts receivables during the year. The statements of accounts receivables filed by the Company with bank on a quarterly basis are materially in agreement with the unaudited books of account as certified by the management.

(iii) According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

(iv) According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

(v) According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

(vi) The maintenance of cost records has been specified by the Central Government under sub-section (1) of Section 148 of the Act. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, specified by the Central Government under sub-section (1) of Section 148 of the Act and are of the opinion that, *prima facie,* the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute. According to the information and explanations given to us and records of the Company examined by us, the particulars of dues of Urban Land Tax which have not been deposited as on March 31, 2026 on account of disputes are as under:

Name of Statute	Nature of Dues	Forum where dispute is pending	Period to which the Amount relates	Amount unpaid (Rs. in Lakhs)*
The Jaipur Development Authority Act, 1982	Urban Land Tax (Shahri Jamabandi)	Jaipur Development Authority	2006-2026	102,852.38
The Goods and Service Tax Act, 2017	The Goods and Service Tax including interest and penalty	Commissioner (Appeals)	Financial Years 2017-18 and 2018-19	209.78
The Finance Act, 1994	Service Tax including penalty	Commissioner (Appeals)	October 2015 to June 2017	9.64

*Net of amount paid including under protest.

(viii) According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any term loans during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

(e) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that the Company has no subsidiaries, associates or joint ventures. Accordingly, the reporting under Clause 3(ix)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us and based on the audit procedures performed by us, we report that the Company has no subsidiaries, associates or joint ventures. Accordingly, the reporting under Clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

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

(xii) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

(xiv) (a) In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the Internal Audit reports of the Company issued till date for the period under audit.

(xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) and 3(xvi)(d) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has five Core Investment Companies.

(xvii) In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) According to the information and explanations given to us, in respect of other than ongoing projects, the Company has no unspent amount that needs to be transferred to a Fund specified in Schedule VII to the Act in compliance with second proviso to sub-section (5) of Section 135 of the Act.

(b) According to the information and explanations given to us, there are no ongoing projects relating to corporate social responsibility. Accordingly, the reporting under Clause 3(xx)(b) of the Order is not applicable to the Company.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782JNLGFK6744

Chennai, April 22, 2026

BALANCE SHEET AS AT MARCH 31, 2026

Rs. in Lakhs

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
I **ASSETS**			
1 **NON-CURRENT ASSETS**			
(a) Property, Plant and Equipment	**3**	**5,760.63**	6,027.30
(b) Right of Use Assets	**3.1**	**50.24**	24.54
(c) Capital Work-in-Progress	**4**	**169.65**	181.23
(d) Investment Properties	**5**	**7,399.68**	7,556.23
(e) Intangible Assets	**6**	**–**	–
(f) Financial Assets			
(i) Security Deposits	**7**	**101.57**	101.57
(g) Other Non-current Assets	**9**	**728.98**	860.59
SUB-TOTAL		**14,210.75**	14,751.46
2 **CURRENT ASSETS**			
(a) Inventories	**10**	**41,545.55**	45,107.67
(b) Financial Assets			
(i) Investments	**11**	**8,086.18**	7,350.11
(ii) Trade Receivables	**12**	**338.08**	529.84
(iii) Cash and Cash Equivalents	**13**	**96.55**	145.44
(iv) Other Financial Assets	**8**	**–**	0.01
(c) Other Current Assets	**9**	**165.65**	283.74
SUB-TOTAL		**50,232.01**	53,416.81
TOTAL ASSETS (1 + 2)		**64,442.76**	68,168.27
II **EQUITY AND LIABILITIES**			
1 **EQUITY**			
(a) Share Capital	**14**	**15,000.00**	15,000.00
(b) Other Equity	**15**	**33,580.31**	23,615.59
SUB-TOTAL		**48,580.31**	38,615.59
LIABILITIES			
2 **NON-CURRENT LIABILITIES**			
(a) Financial Liabilities			
(i) Borrowings	**16**	**–**	7,851.15
(ii) Lease Liabilities		**37.54**	20.29
(iii) Other Financial Liabilities	**17**	**0.24**	2.94
(b) Provisions	**18**	**3,955.54**	2,389.75
(c) Deferred Tax Liabilities (Net)	**19**	**1,922.89**	1,974.68
(d) Other Non-current Liabilities	**20**	**1,422.55**	1,357.11
SUB-TOTAL		**7,338.76**	13,595.92
3 **CURRENT LIABILITIES**			
(a) Financial Liabilities			
(i) Borrowings	**16**	**–**	–
(ii) Lease Liabilities		**14.41**	4.55
(iii) Trade Payables	**21**		
- Total outstanding dues of micro enterprises and small enterprises		**357.34**	86.57
- Total outstanding dues of creditors other than micro enterprises and small enterprises		**1,422.15**	1,800.72
(iv) Other Financial Liabilities	**17**	**1,291.89**	5,262.32
(b) Other Current Liabilities	**20**	**2,164.73**	4,627.80
(c) Provisions	**18**	**3,273.17**	4,174.80
TOTAL CURRENT LIABILITIES		**8,523.69**	15,956.76
TOTAL EQUITY AND LIABILITIES (1 + 2 + 3)		**64,442.76**	68,168.27
Summary of Material Accounting Policies	**2**		

The accompanying Notes 1 to 45 are an integral part of these financial statements.

In terms of our report of even date
For B.K. Khare & Co.
Chartered Accountants
Firm's Registration Number: 105102W

Karthik Srinivasan
Partner
Membership No. 215782
Place: Chennai
Date: April 22, 2026

For and on behalf of Board of the Directors

Amit Kumar Sinha Director DIN: 09127387	Vikram Goel Director DIN: 11026849	Bijal Parmar Company Secretary Membership No. A32339
Anuj Bindal Chief Executive Officer	Rajvimal Agarwal Chief Financial Officer	

Place: Jaipur
Date: April 22, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Lakhs

	Particulars	Note No.	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
I	Revenue from operations	**22**	**32,730.18**	26,429.02
II	Other Income	**23**	**525.12**	837.37
III	**Total Income (I + II)**		**33,255.30**	27,266.39
IV	**Expenses**			
	(a) Cost of Sales			
	- Cost of Projects	**24**	**4,842.62**	7,486.25
	- Operation and Maintenance expenses	**25**	**2,425.12**	2,527.51
	(b) Employee benefits expense	**26**	**640.21**	534.16
	(c) Finance costs	**27**	**20.25**	483.64
	(d) Depreciation and amortisation expense	**3, 3.1 & 5**	**629.65**	526.49
	(e) Other expenses	**28**	**1,214.58**	996.89
	Total Expenses (IV)		**9,772.43**	12,554.94
V	**Profit before exceptional items and tax (III-IV)**		**23,482.87**	14,711.45
VI	**Exceptional items**	**23a**	**3,369.13**	–
VII	**Profit before tax (V+VI)**		**26,852.00**	14,711.45
VIII	**Tax Expense**			
	(1) Current tax	**29**	**6,930.58**	3,744.33
	(2) Deferred tax	**29**	**(51.79)**	110.29
	Total tax expense (VIII)		**6,878.79**	3,854.62
IX	**Profit after tax (VII - VIII)**		**19,973.21**	10,856.83
X	**Other comprehensive income/(loss)**		**(3.49)**	(1.20)
	A (i) Items that will not be reclassified to profit or loss			
	(a) Remeasurements of the defined benefit plans		**(4.67)**	(1.60)
	(b) Income tax relating to item that will not be reclassified to profit or loss		**1.18**	0.40
XI	**Total comprehensive income for the year (IX + X)**		**19,969.72**	10,855.63
XII	**Earnings per share (Face Value of Rs. 10/- each)**			
	Basic and Diluted (Rs.)	**30**	**13.32**	7.24
Summary of Material Accounting Policies.		**2**		

The accompanying Notes 1 to 45 are an integral part of these financial statements.

In terms of our report of even date
For B.K. Khare & Co.
Chartered Accountants
Firm's Registration Number: 105102W

Karthik Srinivasan
Partner
Membership No. 215782
Place: Chennai
Date: April 22, 2026

For and on behalf of Board of the Directors

Amit Kumar Sinha
Director
DIN: 09127387

Vikram Goel
Director
DIN: 11026849

Bijal Parmar
Company Secretary
Membership No. A32339

Anuj Bindal
Chief Executive Officer

Rajvimal Agarwal
Chief Financial Officer

Place: Jaipur
Date: April 22, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Lakhs

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Cash flows from operating activities		
Profit before tax for the year	**26,852.00**	14,711.45
Non-cash adjustment to reconcile profit before tax to net cash flows		
Finance costs	**20.25**	483.64
Interest Income	**(16.33)**	(11.06)
Exceptional items	**(3,369.13)**	–
Investment income	**(475.83)**	(813.57)
Gain on disposal of property, plant and equipment	**(4.47)**	–
Provision for doubtful debts	**196.06**	(3.20)
Depreciation and amortisation expense	**629.65**	526.49
Operating Profit before working capital changes	**23,832.20**	14,893.75
Movements in working capital:		
(Increase)/Decrease in trade and other receivables	**(4.30)**	2,817.81
Decrease in inventories	**2,630.76**	5,025.74
Decrease/(Increase) in other non-current and current assets	**125.17**	(175.31)
(Increase) in financial assets - security deposits	**–**	(12.56)
(Decrease)/Increase in trade and other payables	**(107.80)**	321.79
(Decrease)/Increase in financial liabilities	**(1,489.43)**	449.67
(Decrease)/Increase in other liabilities	**(2,397.63)**	3,534.41
Increase/(Decrease) in provisions	**659.49**	(259.16)
Cash generated from operations	**23,248.46**	26,596.14
Income taxes (paid)/refunded, net	**(6,794.61)**	(3,907.12)
Net cash from operating activities	**16,453.85**	22,689.02
Cash flows from investing activities		
Proceeds from sale of property, plant and equipment	**4.80**	–
Payments for property, plant and equipment	**(174.32)**	(1,209.59)
Net movement in mutual funds	**(260.24)**	3,048.67
Interest and investment income received	**4.71**	11.83
Net cash (used in)/from investing activities	**(425.05)**	1,850.91

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2026

Rs. in Lakhs

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Cash flows from financing activities		
Repayment of long-term borrowings	**(6,040.00)**	(2,632.76)
Payment of lease liabilities	**(17.42)**	(2.13)
Dividend paid	**(10,005.00)**	(24,555.00)
Interest paid	**(15.27)**	(369.89)
Net cash (used in) financing activities	**(16,077.69)**	(27,559.78)
Net decrease in cash and cash equivalents	**(48.89)**	(3,019.85)
Cash and cash equivalents at the beginning of the year	**145.44**	3,165.29
Cash and cash equivalents at the end of the year	**96.55**	145.44
Components of cash and cash equivalents		
With banks	**96.55**	145.44
Total cash and cash equivalents (Note 13)	**96.55**	145.44

Summary of Material Accounting Policies - Note 2
The accompanying Notes 1 to 45 are an integral part of these financial statements.

Note:
The above Statement of Cash Flows has been prepared under the “Indirect method” as set in Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows.

In terms of our report of even date
For B.K. Khare & Co.
Chartered Accountants
Firm’s Registration Number: 105102W

Karthik Srinivasan
Partner
Membership No. 215782
Place: Chennai
Date: April 22, 2026

For and on behalf of Board of the Directors

Amit Kumar Sinha
Director
DIN: 09127387

Vikram Goel
Director
DIN: 11026849

Bijal Parmar
Company Secretary
Membership No. A32339

Anuj Bindal
Chief Executive Officer

Rajvimal Agarwal
Chief Financial Officer

Place: Jaipur
Date: April 22, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

A. Equity Share Capital

Rs. in Lakhs

Balance as at - April 1, 2025	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance as at - March 31, 2026
15,000.00	–	–	–	15,000.00

Balance as at - April 1, 2024	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance as at - March 31, 2025
15,000.00	–	–	–	15,000.00

B. Other Equity

Rs. in Lakhs

Particulars	Reserves and Surplus			Other Comprehensive Income	
	Debenture Redemption Reserve	Capital Redemption Reserve	Retained Earnings	Acturial Gain / Loss	Total
Balance as at - April 1, 2025	784.05	5,000.00	17,809.53	22.01	23,615.59
Profit for the year	–	–	19,973.21	–	19,973.21
Other Comprehensive Income net of taxes	–	–	–	(3.49)	(3.49)
Dividend paid on Equity Shares	–	–	(10,005.00)	–	(10,005.00)
Transfer from Debenture Redemption Reserve	(784.05)	–	784.05	–	–
Balance as at - March 31, 2026	–	5,000.00	28,561.79	18.52	33,580.31

Rs. in Lakhs

Particulars	Reserves and Surplus			Other Comprehensive Income	
	Debenture Redemption Reserve	Capital Redemption Reserve	Retained Earnings	Acturial Gain / Loss	Total
Balance as at - April 1, 2024	1,047.32	5,000.00	31,244.42	23.22	37,314.96
Profit for the year	–	–	10,856.83	–	10,856.83
Other Comprehensive Loss net of taxes	–	–	–	(1.20)	(1.20)
Dividend paid on Equity Shares	–	–	(24,555.00)	–	(24,555.00)
Transfer from Debenture Redemption Reserve	(263.27)	–	263.27	–	–
Balance as at - March 31, 2025	784.05	5,000.00	17,809.53	22.02	23,615.59

Summary of Material Accounting Policies (Note 2)

The accompanying notes 1 to 45 are an integral part of these financial statements.

In terms of our report of even date

For B.K. Khare & Co.
Chartered Accountants
Firm's Registration Number: 105102W

Karthik Srinivasan
Partner
Membership No. 215782
Place: Chennai
Date: April 22, 2026

For and on behalf of Board of the Directors

Amit Kumar Sinha
Director
DIN: 09127387

Vikram Goel
Director
DIN: 11026849

Bijal Parmar
Company Secretary
Membership No. A32339

Anuj Bindal
Chief Executive Officer

Rajvimal Agarwal
Chief Financial Officer

Place: Jaipur
Date: April 22, 2026

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

1. General Information

Mahindra World City (Jaipur) Limited ("the Company") is engaged in the business of development of an Industrial Park with Special Economic Zone (SEZ) and Domestic Tariff Area (DTA). The Company acquires land under lease, incurs expenditure on its development and related infrastructure facilities and gives them on a long-term lease for industrial, commercial and residential use. The Company also maintains the Industrial Park for which it collects operation and maintenance charges from the lessees.

The registered office of the Company is located at 4th Floor, 411, Neelkanth Tower, Bhawani Singh Road, C-Scheme, Jaipur – 302001, Rajasthan.

2. Material Accounting Policies

2.1 Statement of compliance

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2021 as amended and notified under section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the Companies Act, 2013 ("the Act"). The aforesaid financial statements have been approved by the Company's Board of Directors and authorised for issue in the meeting held on April 21, 2026.

2.2 Basis of measurement

These financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Measurement of Fair Values

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company considers the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and / or disclosure purposes in these financial statements is determined on such a basis.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

2.3 Revenue recognition

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration, if any) allocated to that performance obligation.

2.3.1 Land Lease Premium

Land lease premium is recognized as income upon creation of leasehold rights in favour of the lessee or upon an agreement to create leasehold rights with handing over of possession.

2.3.2 Income from properties

Income from properties and other assets given under operating lease is recognised based on the terms of lease agreement on a straight-line basis over the non-cancellable lease period.

2.3.3 Income from Operations and Maintenance (O&M)

Income from operation and maintenance charges and water charges are recognized over time on an accrual basis as per terms of the agreement with the lessees.

2.3.4 Other income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time proportionate basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.4 Current versus non-current classification

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

Based on the nature of activity carried out by the Company and the period between the procurement and realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of Current – Non-Current classification of assets and liabilities.

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

– Expected to be realised or intended to be sold or consumed in normal operating cycle

– Held primarily for the purpose of trading

– Expected to be realised within twelve months after the reporting period, or

– Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

– It is expected to be settled in normal operating cycle

– It is held primarily for the purpose of trading

– It is due to be settled within twelve months after the reporting period, or

– There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Borrowings are classified as current if they are due to be settled within 12 months after the reporting period.

2.5 Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

2.5.1 The Company as a Lessee

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

2.5.2 Company as a lessor

At the inception of the lease the Company classifies each of its leases as either an operating lease or a finance lease. The Company recognises lease payments received under operating leases as income on a straight- line basis over the lease term.

2.6 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.6.1 Current tax

Current tax is determined as the amount of tax payable in respect of taxable income for the year. The Company's current tax is calculated using tax rate that has been enacted or substantively enacted by the end of the reporting period.

2.6.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the way the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.6.3 Current and deferred tax for the year

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

2.7 Borrowing costs

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

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.8 Inventories

Inventories are stated at lower of cost and net realisable value. The cost of construction material is determined on the basis of weighted average method. Construction Work-in-Progress includes cost of land, construction costs and allocated interest and manpower costs and expenses incidental to the projects undertaken by the Company.

2.9 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.10 Property, plant and equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

Properties used in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method.

Depreciation on tangible fixed assets has been provided on pro-rata basis, on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except for certain assets as indicated below:

Certain plant and equipment are depreciated over a period of 12 years based on technical evaluation of useful life by management.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.11 Investment Property:

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, Investment properties are measured in accordance with requirement of IND AS 16 for cost model.

Investment property includes leasehold land and building. Depreciation on investment property has been provided on pro-rata basis, on the straight-line method as per the useful life of such property. Buildings are depreciated over the period of 60 years considering this period as the useful life for the Company.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated at the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

2.12 Impairment of tangible and intangible assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also, allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired. Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

2.13 Cash flow statement

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

2.14 Provisions, contingent liabilities and contingent assets

2.14.1 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, it carrying amount is the present value of those cash flows (when the effect of the time value of money is material). When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received, and the amount of the receivable can be measured reliably. Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

2.14.2 Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

2.14.3 Contingent liabilities

Contingent liability is disclosed in case of:

a. a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation; and

b. a present obligation arising from past events, when no reliable estimate is possible.

2.14.4 Contingent assets

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

2.15 Financial instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2.16 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

2.16.1 Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in profit or loss for Fair Value through Other Comprehensive Income (FVTOCI) debt instruments. For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss.

All other financial assets are subsequently measured at fair value.

2.16.2 Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

2.16.3 Investments in equity instruments at FVTOCI

On initial recognition, the Company can make an irrevocable election (on an instrument by- instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition, it is part of a portfolio of identified financial instruments.
- that the Company manages together and has a recent actual pattern of short term
- profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or
- a financial guarantee.

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

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria (see above) are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Offsetting of financial instruments

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

2.16.5 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, and other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e., all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in other comprehensive income and is not reduced from the carrying amount in the balance sheet.

2.16.6 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

2.16.7 Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency, denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.
- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognised in other comprehensive income.
- For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income.

2.16.8 Financial liabilities and equity instruments

Classification as debt or equity

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

2.16.9 Equity instruments

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

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.16.9.1 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

2.16.9.2 Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

2.16.9.3 Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

2.17 Foreign currency transactions and translations

Foreign currency transactions are recorded at exchange rates prevailing on the date of transaction. Monetary assets / liabilities are translated at exchange rates prevailing on the date of settlement or at the year-end as applicable, and gain / loss arising out of such translation is adjusted to the profit and loss account.

2.18 Earnings per Share

Basic / Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post-tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.

2.19 Employee benefits

Employee benefits include provident fund, superannuation fund, employee state insurance scheme, gratuity fund, compensated absences etc.

The Company's contribution to provident fund is considered as defined contribution plans and are charged as an expense as they fall due based on the amount of contribution required to be made and when services are rendered by the employees.

Defined benefit plans

For defined benefit plans in the form of gratuity fund, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each Balance Sheet date. Actuarial gains and losses are recognized in the Statement of Profit and Loss in the period in which they occur. Past service cost is recognized immediately to the extent that the benefits are already vested and otherwise is amortized on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognized in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognized past service cost.

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognized during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service. The cost of such compensated absences is accounted as under:

a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and

b) in case of non-accumulating compensated absences, when the absences occur.

Long-term employee benefits

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognized as a liability at the present value of the defined benefit obligation as at the Balance Sheet date.

2.20 Insurance Claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

2.21 Goods and Services tax input credit

Goods and Services tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is reasonable certainty in availing / utilising the credits.

2.22 Use of estimates and judgements

The Management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

Key sources of estimation uncertainty

Management has made the following judgements based on estimates and assumptions, which have the significant effect on the amounts recognised in the financial statements:

A. Useful lives of property, plant, and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This re-assessment may result in change in depreciation expense in future periods.

B. Actuarial Valuation

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

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Note No. 3 Property, Plant and Equipment

Description of Assets	Leasehold Land	Buildings	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Computers	Total
I. Gross Carrying Amount								
Balance as at April 1, 2025	20.55	6,958.92	2,957.45	483.09	1,502.95	117.37	175.30	**12,215.63**
Additions	–	106.13	82.79	0.57	0.82	–	1.72	**192.03**
Disposals	–	–	–	–	–	12.11	–	**12.11**
Balance As at March 31, 2026	**20.55**	**7,065.05**	**3,040.24**	**483.66**	**1,503.77**	**105.26**	**177.02**	**12,395.55**
II. Accumulated depreciation and impairment								
Balance as at April 1, 2025	2.51	1,793.74	2,656.27	96.64	1,493.52	52.19	93.46	**6,188.33**
Depreciation expense for the year	0.23	270.33	97.43	43.89	1.76	10.74	34.32	**458.70**
On Disposals	–	–	–	–	–	12.11	–	**12.11**
Balance As at March 31, 2026	**2.74**	**2,064.07**	**2,753.70**	**140.53**	**1,495.28**	**50.82**	**127.78**	**6,634.92**
III. Net carrying amount as at March 31, 2026 (I-II)	**17.81**	**5,000.98**	**286.54**	**343.13**	**8.49**	**54.44**	**49.24**	**5,760.63**

Description of Assets	Leasehold Land	Buildings	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Computers	Total
I. Gross Carrying Amount								
Balance as at April 1, 2024	20.55	5,974.88	2,903.02	435.53	1,491.81	86.01	110.66	11,022.46
Additions	–	984.04	54.43	47.56	11.14	31.36	64.64	1,193.17
Disposals	–	–	–	–	–	–	–	–
Balance as at March 31, 2025	20.55	6,958.92	2,957.45	483.09	1,502.95	117.37	175.30	12,215.63
II. Accumulated depreciation and impairment								
Balance as at April 1, 2024	2.28	1,596.14	2,558.35	59.31	1,491.81	43.91	68.33	5,820.13
Depreciation expense for the year	0.23	197.60	97.92	37.33	1.71	8.28	25.13	368.20
On Disposals	–	–	–	–	–	–	–	–
Balance as at March 31, 2025	2.51	1,793.74	2,656.27	96.64	1,493.52	52.19	93.46	6,188.33
III. Net carrying amount as at March 31, 2025 (I-II)	18.04	5,165.18	301.18	386.45	9.43	65.18	81.84	6,027.30

Note:

For depreciation method used and useful lives or depreciation rates used, Refer Note 2.

Note No. 3.1 Right of Use Assets

Description of Assets	Vehicle	Total
I. Gross Carrying Amount		
Balance as at April 1, 2025	26.28	**26.28**
Additions	40.10	**40.10**
Disposals	–	**–**
Balance As at March 31, 2026	**66.38**	**66.38**
II. Accumulated depreciation and impairment		
Balance as at April 1, 2025	**1.74**	**1.74**
Depreciation expense for the year	**14.40**	**14.40**
On Disposals	**–**	**–**
Balance As at March 31, 2026	**16.14**	**16.14**
III. Net carrying amount as at March 31, 2026 (I-II)	**50.24**	**50.24**

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Description of Assets	Vehicle	Total
I. Gross Carrying Amount		
Balance as at April 1, 2024	–	**–**
Additions	26.28	**26.28**
Disposals	–	**–**
Balance As at March 31, 2025	**26.28**	**26.28**
II. Accumulated depreciation and impairment		
Balance as at April 1, 2024	**–**	**–**
Depreciation expense for the year	**1.74**	**1.74**
On Disposals	**–**	**–**
Balance As at March 31, 2025	**1.74**	**1.74**
III. Net carrying amount as at March 31, 2025 (I-II)	**24.54**	**24.54**

Note No. 4 Capital-Work-in Progress

(a) CWIP aging schedule

Rs. In Lakhs

As at March 31, 2026	**Amount in CWIP for a period of**				
CWIP	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	**169.65**	**–**	**–**	**–**	**169.65**
Projects temporarily suspended	**–**	–	**–**	**–**	**–**
Total	**169.65**	**–**	**–**	**–**	**169.65**

Rs. In Lakhs

As at March 31, 2025	Amount in CWIP for a period of				
CWIP	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	**30.29**	**–**	**127.02**	**–**	**157.31**
Projects temporarily suspended	**–**	–	**–**	**23.92**	**23.92**
Total	**30.29**	**–**	**127.02**	**23.92**	**181.23**

(b) There is no capital-work-in progress, whose completion is overdue or has exceeded its cost compared to its original plan.

Note No. 5 Investment Property

Carrying Amounts of:	**As at 31st March, 2026**	As at 31st March, 2025
Completed Investment Properties (Net Value)	**7,399.68**	7,556.23

Description of Assets	Land	Buildings	Total
I. Gross Carrying Amount			
Balance as at April 1, 2025	370.04	10,052.34	10,422.38
Addition	–	–	–
Balance As at March 31, 2026	**370.04**	**10,052.34**	**10,422.38**
II. Accumulated depreciation and impairment			
Balance as at April 1, 2025	68.36	2,797.79	2,866.15
Addition	3.68	152.87	156.55
Balance As at March 31, 2026	**72.04**	**2,950.66**	**3,022.70**
III. Net carrying amount as at 31 March 2026 (I-II)	**298.00**	**7,101.68**	**7,399.68**

Description of Assets	Land	Buildings	Total
I. Gross Carrying Amount			
Balance as at April 1, 2024	370.04	10,052.34	10,422.38
Addition	–	–	–
Balance As at March 31, 2025	**370.04**	**10,052.34**	**10,422.38**
II. Accumulated depreciation and impairment			
Balance as at April 1, 2024	64.68	2,644.92	2,709.60
Addition	3.68	152.87	156.55
Balance As at March 31, 2025	**68.36**	**2,797.79**	**2,866.15**
III. Net carrying amount as at March 31, 2025 (I-II)	**301.68**	**7,254.55**	**7,556.23**

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Fair value disclosure on Company's investment properties

(i) The Company's investment properties consist of land and buildings with current rentable area of 4.30 Lakhs sq. ft. Management determined that the investment properties consist of two classes of assets − Land and Buildings − based on the nature, characteristics and risks of each property.

(ii) As at March 31, 2026 and March 31, 2025, the fair values of the properties are Rs. 22,662.03 Lakhs and Rs. 21,464.19 Lakhs respectively (Level 3). These are based on valuations performed by Purshotam Khandelwal who is registered with an authority which governs the valuers in India and has appropriate qualification and experience in the valuation of properties.

(iii) The Company has no restrictions on the realisability of its investment properties and no contractual obligations to either purchase, construct or develop investment properties or for repairs, maintenance and enhancements.

Description of valuation techniques used and key inputs to valuation on investment properties:

Valuation technique - Income Approach Method

	Range (weighted average)	
Significant unobservable Inputs	**As at 31st March, 2026**	As at 31st March, 2025
Annual Rental	**1,317.07**	1,247.79
Less: Repairs and Maintenance Expenses, Insurance, etc. 15%	**197.56**	187.17
Net Annual Rental	**1,119.51**	1,060.62
Capitalized Net Yield	**10.00%**	10.00%
Net Annual Income	**11,195.10**	10,606.18
Total Built Up area (Sq Ft area)	**430,672**	430,672
Rented Built Up Area	**295,745**	285,898
Area under Possession MWCJ	**134,926**	144,773
Market Rate /Sq. ft. Rs. 8,500 FY 2025-26 Rs. 7,500 FY 2024-25	**11,466.93**	10,858.01
Total Market Value	**22,662.03**	**21,464.19**

Basis of Valuation Method: Valuation is carried out by income approach method (also called Yield Method) adopted in which appropriate rate of return is capitalised to reach the market value of the property of the portion rent out and sales comparable method use for the portion under owner possession.

For depreciation method used and useful lives or depreciation rates used, Refer Note 2.

Note No. 6 Intangible Assets

Carrying Amounts of:	**As at 31st March, 2026**	As at 31st March, 2025
Other Intangible Assets	**–**	**–**

Description of Assets	**Computer Software**	**Total**
I. Gross Carrying Amount		
Balance as at April 1, 2025	52.03	52.03
Balance As at March 31, 2026	**52.03**	**52.03**
II. Accumulated depreciation and impairment		
Balance as at April 1, 2025	52.03	52.03
Balance As at March 31, 2026	**52.03**	**52.03**
III. Net carrying amount as at 31 March 2026 (I-II)	**–**	**–**

Description of Assets	**Computer Software**	**Total**
Intangible Assets		
I. Gross Carrying Amount		
Balance as at April 1, 2024	52.03	52.03
Balance as at 31 March, 2025	52.03	52.03
II. Accumulated depreciation and impairment		
Balance as at April 1, 2024	52.03	52.03
Balance as at March 31, 2025	**52.03**	**52.03**
III. Net carrying amount as at March 31, 2025 (I-II)	**–**	**–**

Note: For depreciation method used and useful lives or depreciation rates used, Refer Note 2.

Note No. 7 Security Deposits

	As at 31st March, 2026		As at 31st March, 2025	
Particulars	**Current**	**Non-Current**	Current	Non-Current
Security Deposits				
- Unsecured, considered good	**–**	**101.57**	–	101.57
Total	**–**	**101.57**	–	101.57

Note No. 8 Other Financial Assets

	As at 31st March, 2026		As at 31st March, 2025	
Particulars	**Current**	**Non-Current**	Current	Non-Current
Financial assets at amortised cost				
a) Interest Accrued on deposits	**–**	**–**	0.01	–
Total	**–**	**–**	0.01	–

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Note No. 9 Other Assets

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Current	**Non-Current**	Current	Non-Current
Other advances				
(i) Balances with government authorities (other than income taxes)	**27.52**	**82.91**	63.40	82.91
(ii) Income Tax Assets (Net of provision of Rs. 32,155.82 Lakhs - FY 26: Rs. 25,225.23 Lakhs - FY25)	**–**	**109.79**	–	234.32
(iii) Taxes paid under Protest (Refer note 32)	**–**	**406.88**	–	406.88
(iv) Prepaid Expenses	**57.87**	**6.21**	80.83	13.29
(v) Advance to vendors	**77.00**	**123.19**	136.02	123.19
(vi) Others	**3.26**	**–**	3.49	–
Total	**165.65**	**728.98**	283.74	860.59

Note No. 10 Inventories

Particulars	**As at 31st March, 2026**	As at 31st March, 2025
Inventories (Work-in-progress)	**41,545.55**	45,107.67
Total Inventories	**41,545.55**	45,107.67
Included in above:		
Land Cost	**14,555.21**	15,534.02
Development Cost	**26,990.34**	29,573.65
Total	**41,545.55**	45,107.67

(i) The cost of inventories recognised as an expense during the year was Rs. 4,842.62 Lakhs (FY 2024-2025: Rs. 7,486.25 Lakhs).

(ii) The carrying amount of inventories is pledged as security for overdraft facility, which has not been utilised.

(iii) Mode of valuation of inventories is cost or net realisable value whichever is less. Refer Note 2.8.

Note No. 11 Investments

Particulars	Current	
	As at 31st March, 2026	As at 31st March, 2025
I. Unquoted Investments		
Investments in Mutual Funds	**8,086.18**	7,350.11
Total Unquoted Investments	**8,086.18**	7,350.11
Investments Carried At FVTPL	**8,086.18**	7,350.11
Other disclosures:		
Aggregate amount of Market value of investments	**8,086.18**	7,350.11

Refer Note 36 for disclosure of Measurement Requirements as per Ind AS 107, 109 and 113.

Note No. 12 Trade Receivables

Rs. in Lakhs

Particulars	Current	
	As at 31st March, 2026	As at 31st March, 2025
Trade receivables		
(a) Trade Receivables considered good - Unsecured	**338.08**	529.84
(b) Trade Receivables - Credit impaired.	**365.71**	169.65
Less: Allowance for credit losses	**(365.71)**	(169.65)
TOTAL	**338.08**	529.84

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Outstanding for following periods from due date of payment	As at 31st March, 2026		As at 31st March, 2025	
	Undisputed Trade receivables – considered good	**Undisputed Trade Receivables – credit impaired**	Undisputed Trade receivables – considered good	Undisputed Trade Receivables – credit impaired
Less than 6 months	**171.27**	**196.06**	222.69	–
6 months - 1 year	**49.53**	**–**	77.55	–
1-2 years	**75.74**	**–**	66.85	–
2-3 years	**39.18**	**–**	53.87	–
More than 3 years	**2.36**	**169.65**	108.88	169.65
Total	**338.07**	**365.71**	529.84	169.65

Note No. 13 Cash and Cash Equivalents

Particulars	As at 31st March, 2026	As at 31st March, 2025
Cash and cash equivalents		
(a) Balances with banks	**96.55**	95.44
(b) Fixed Deposits with original maturity less than 3 months	**–**	50.00
Total Cash and cash equivalents	**96.55**	145.44

Note No. 14 Share Capital

Particulars	As at 31st March, 2026	As at 31st March, 2025
Authorised Share Capital:		
150,000,000 fully paid equity shares of Rs 10 each	**15,000.00**	15,000.00
50,000,000 Preference shares of Rs 10 each	**5,000.00**	5,000.00

Particulars	As at 31st March, 2026	As at 31st March, 2025
Issued, Subscribed and Fully Paid:		
150,000,000 Equity shares of 10 each	**15,000.00**	15,000.00
Total	**15,000.00**	15,000.00

(a) Terms/ rights attached to equity shares:

(i) The Company has only one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share and carry right to dividends.

(ii) The company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in ensuing Annual General Meeting.

(iii) Repayment of capital will be in proportion to the number of equity shares held.

(b) Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

Particulars	Opening Balance	Other Changes	Closing Balance
Equity Shares with Voting rights			
Year Ended 31 March 2026			
No. of Shares	150,000,000	–	150,000,000
Amount	15,000	–	15,000
Year Ended 31 March 2025			
No. of Shares	150,000,000	–	150,000,000
Amount	15,000	–	15,000

Note: There were no preference shares issued during the year or outstanding as on March 31, 2026 and March 31, 2025.

(c) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/Name of shareholder	As at 31st March, 2026		As at 31st March, 2025	
	Number of shares held	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
- Mahindra Lifespace Developers Limited	**111,000,000**	**74%**	111,000,000	74%
- Rajasthan State Industrial Development and Investment Corporation Limited	**39,000,000**	**26%**	39,000,000	26%

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

(d) Details of shares held by promoters:

Class of shares/ Name of Promoters	Number of shares	% of Total Shares	% Change during the year
As at March 31, 2026			
Equity shares with voting rights			
– Mahindra Lifespace Developers Limited	111,000,000	74%	0%
– Rajasthan State Industrial Development and Investment Corporation Limited	39,000,000	26%	0%
As at March 31, 2025			
Equity shares with voting rights			
– Mahindra Lifespace Developers Limited	111,000,000	74%	0%
– Rajasthan State Industrial Development and Investment Corporation Limited	39,000,000	26%	0%

Note No. 15 (a) Other Equity

Particulars	As at 31st March, 2026	As at 31st March, 2025
Retained earnings	**28,580.31**	17,831.54
Capital redemption reserve	**5,000.00**	5,000.00
Debenture redemption reserve	**–**	784.05
Total	**33,580.31**	23,615.59

Note No. 15 (b) Other Equity

Particulars	Capital Redemption Reserve	Debenture Redemption Reserve	Retained Earnings	Total
As at 1 April, 2025	5,000.00	784.05	17,831.54	23,615.59
Profit for the year	–	–	19,973.21	19,973.21
Other Comprehensive Income (net of taxes)	–	–	(3.49)	(3.49)
Total	5,000.00	784.05	37,801.26	43,585.31
Dividend paid on Equity Shares	–	–	(10,005.00)	(10,005.00)
Transfers from Debenture Redemption Reserve	–	(784.05)	784.05	–
As at March 31, 2026	**5,000.00**	**–**	**28,580.31**	**33,580.31**

Particulars	Capital Redemption Reserve	Debenture Redemption Reserve	Retained Earnings	Total
As at 1 April, 2024	5,000.00	1,047.32	31,267.64	37,314.96
Profit for the year	–	–	10,856.83	10,856.83
Other Comprehensive Loss (net of taxes)	–	–	(1.20)	(1.20)
Total	5,000.00	1,047.32	42,123.27	48,170.59
Dividend paid on Equity Shares	–	–	(24,555.00)	(24,555.00)
Transfers from Debenture Redemption Reserve	–	(263.27)	263.27	–
As at March 31, 2025	5,000.00	784.05	17,831.54	23,615.59

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Capital Redemption Reserve: The Capital Redemption Reserve was created against redemption of Preference Shares.

Debenture Redemption Reserve: Debenture Redemption Reserve is a provision created against issue of debentures to protect investors against the possibility of default by the Company.

Pursuant to Rule 18(7) of the Companies (Share Capital and Debentures) Rules, 2014 (amended vide Notification dated August 16, 2019), an amount of Rs. 784.05 Lakhs (PY Rs. 263.27 Lakhs) being the excess Debenture Redemption Reserve in the books of account has been transferred to Retained Earnings.

Retained Earnings: This reserve represents cumulative profits of the Company and effects of remeasurement of defined benefit obligations. This reserve can be utilised in accordance with the provisions of the Companies Act, 2013.

Note No. 16 Borrowings

Particulars	As at 31st March, 2026	As at 31st March, 2025
Non- Current Borrowings		
Measured at amortised cost		
Unsecured Borrowings:		
- Other Loans - Refer Note 16A	–	7,851.15
Total Unsecured Borrowings	–	7,851.15
Total Non-Current Borrowings	–	7,851.15

Summary of Borrowing Arrangements:

Note 16A The Company has issued, on July 5, 2018 - unsecured, unlisted, redeemable, non-convertible debentures as below:

Particulars	Series 1A	Series 1B	Series B	Total*
Face Value (Rs.)	100.00	100.00	100.00	
No. of Debentures	6,622,870	12,856,160	1,947,903	**21,426,933**
Total Face Value (Value in Lakhs)	6,622.87	12,856.16	1,947.90	**21,426.93**
Discount on issue	10%	10%	Nil	**Nil**
Total Issue Value (Value in Lakhs)	**5,960.58**	**11,570.54**	**1,947.90**	**19,479.03**

*The Company had issued unsecured, unlisted, redeemable, non-convertible debentures ("NCDs") with an aggregate face value of Rs. 21,426.93 lakhs (issue value: Rs. 19,479.03 lakhs) to International Finance Corporation (IFC) (Series 1A, 1B, and B) on July 5, 2018. Of this, debentures with a face value of Rs.13,586.41 lakhs had been redeemed in earlier years. During the quarter ended June 30, 2025, the Company entered into a settlement amendment agreement with IFC for the remaining outstanding debentures under Series 1B and B with a face value of Rs. 7,840.52 lakhs. Pursuant to the agreement, these debentures were redeemed for Rs. 6,040.00 lakhs. In addition, IFC agreed to waive accrued interest amounting to Rs. 2,489.34 lakhs up to March 31, 2025. As a result of this settlement, the Company has recognised a total gain of Rs. 4,300.48 lakhs out of which Rs. 3,369.13 lakhs has been credited to the Statement of Profit and Loss as exceptional item and Rs. 931.35 lakhs has been reduced from inventories.

The key terms series 1A are as below:

Coupon on each Series 1A Debenture shall accrue on a quarterly basis at the end of each quarter of a Financial Year, and shall become due and payable to the holders of Series 1A Debentures quarterly subject to availability of Distributable Cash as determined by Distribution committee. The Company shall redeem the relevant Series 1A Debentures in the in accordance with the Distribution Waterfall and Distribution Waterfall Mechanism.

The key terms series 1B are as below:

Coupon on each Series 1B Debenture shall accrue on a quarterly basis at the end of each quarter of a Financial Year, and shall become due and payable to the holders of Series 1B Debentures quarterly subject to availability of Distributable Cash as determined by Distribution committee. The Company shall redeem the relevant Series 1B Debentures in the in accordance with the Distribution Waterfall and Distribution Waterfall Mechanism.

The key terms series B are as below:

Coupon on each Series B Debenture shall accrue on a quarterly basis at the end of each quarter of a Financial Year, and shall become due and payable to the holders of Series B Debentures quarterly subject to availability of Distributable Cash as determined by Distribution committee. The Company shall redeem the relevant Series B Debentures in the in accordance with the Distribution Waterfall and Distribution Waterfall Mechanism.

Non- Current Borrowings Oustanding Summary

Particulars	As at 31st March, 2026	As at 31st March, 2025
Non-Convertible Debentures - International Finance Corporation.....	–	7,851.15
Total	–	7,851.15

Note No. 17 Other Financial Liabilities

Particulars	As at 31st March, 2026	As at 31st March, 2025
Other Financial Liabilities Measured at Amortised Cost		
Non-Current		
(a) Security Deposits	**0.24**	2.94
Total Non Current Other financial liabilities measured at amortised cost	**0.24**	2.94
Current		
a) Interest Accrued but not due (Note - 16A)	–	2,489.34
b) Other liabilities		
(1) Capital Creditors	**26.41**	20.28
(2) Security Deposits from lessees	**1,240.16**	2,726.01
(3) Others	**25.32**	26.69
Total Current Other financial liabilities measured at amortised cost	**1,291.89**	5,262.32
Total other financial liabilities	**1,292.13**	5,265.26

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Note No. 18 Provisions

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Current	**Non-Current**	Current	Non-Current
(a) Provision for employee benefits				
- Gratuity	**19.15**	**98.40**	14.00	62.59
- Leave encashment	**16.76**	**38.35**	15.75	33.92
(b) Other Provisions				
- Provision for cost of sale	**3,237.26**	**3,695.60**	4,145.05	2,293.24
- Provision for doubtful advance	**–**	**123.19**	–	–
Total Provisions	**3,273.17**	**3,955.54**	4,174.80	2,389.75

Note - 18(a) The Other Provisions are not subject to discounting, considering no fixed timeline to incur cash outflow.

Note No. 19 Deferred Tax Liabilities (Net)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Deferred Tax Liabilities	**2,059.77**	2,012.71
Deferred Tax Assets	**(136.88)**	(38.03)
Total	**1,922.89**	1,974.68

(i) Movement in deferred tax balances

Particulars	For the Year ended 31st March, 2026		
	Opening Balance	**For the year**	**Closing Balance**
Tax effect of items constituting deferred tax liabilities			
Property, Plant and Equipment	**2,006.53**	**40.59**	**2,047.13**
Right of Use Assets	**6.18**	**6.47**	**12.64**
(A)	**2,012.71**	**47.06**	**2,059.77**
Tax effect of items constituting deferred tax assets			
Lease Liabilities	**6.25**	**6.82**	**13.07**
Provisions for Leave Encashment and Gratuity	**31.78**	**11.68**	**43.46**
Provisions for doubtful debts and advance	**–**	**80.35**	**80.35**
(B)	**38.03**	**98.85**	**136.88**
Net Tax Liabilities (A - B)	**1,974.68**	**(51.79)**	**1,922.89**

Particulars	For the year ended March 31, 2025		
	Opening Balance	For the year	Closing Balance
Tax effect of items constituting deferred tax liabilities			
Property, Plant and Equipment	1,893.74	112.79	2,006.53
Right of Use Assets	–	6.18	6.18
(A)	1,893.74	118.97	2,012.71
Tax effect of items constituting deferred tax assets			
Lease Liabilities	–	6.25	6.25
Provisions for Leave Encashment and Gratuity	29.11	2.67	31.78
(B)	29.11	8.92	38.03
Net Tax Liabilities (A - B)	1,864.63	110.05	1,974.68

Note: Deferred tax Credit/(Charge) recognised in other comprehensive income on remeasurements of the defined benefit plans is Rs. 1.18 Lakhs (Previous Year Rs. 0.40 Lakhs).

Note No. 20 Other Liabilities

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Current	**Non-Current**	Current	Non-Current
a. Advances received from customers	**2,100.00**	**–**	3,858.43	–
b. Statutory dues				
- Taxes payable (other than income taxes)	**46.36**	**–**	752.07	–
c. Others*	**18.37**	**1,422.55**	17.30	1,357.11
TOTAL OTHER LIABILITIES	**2,164.73**	**1,422.55**	4,627.80	1,357.11

*Others represent the rent free deposits received from customers.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Note No. 21 Trade Payables

Particulars	As at 31st March, 2026	As at 31st March, 2025
Trade payables - Micro and small enterprises - Refer Note 33	**357.34**	86.57
Trade payable - Other than micro and small enterprises	**1,422.15**	1,800.72
Total trade payables	**1,779.49**	1,887.29

As at March 31, 2026

Outstanding for following periods	MSME	Others	Disputed dues – MSME	Disputed dues - Others
Less than 1 year	**319.97**	**539.86**	**–**	**–**
1-2 years	**37.37**	**219.06**	**–**	**–**
2-3 years	**–**	**13.37**	**–**	**–**
More than 3 years	**–**	**649.86**	**–**	**–**
Total	**357.34**	**1,422.15**	**–**	**–**

As at March 31, 2025

Outstanding for following periods	MSME	Others	Disputed dues – MSME	Disputed dues - Others
Less than 1 year	79.41	1,208.34	–	–
1-2 years	7.16	200.38	–	–
2-3 years	–	27.51	–	–
More than 3 years	–	364.50	–	–
Total	**86.57**	**1,800.72**	–	–

- Trade Payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.
- The average credit period in the range of 0-60 days on goods/service received is as per the terms of the agreement with vendors.
- The above information regarding Micro and Small Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company.

Note No. 22 Revenue from Operations

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Revenue from rendering of services:		
(i) Land Lease Premium	**27,830.54**	21,802.71
(ii) Property Rentals- eVolve	**1,337.30**	1,259.94
(iii) Income from Operation and Maintenance	**3,562.34**	3,366.37
Total Revenue from Operations	**32,730.18**	26,429.02

Note: During the year, the company has leased 59.56 acres (Previous year - 53.87 acres) of land on long term basis. Out of this, 16.43 acres (Previous year - 7.51 acres) is in Special Economic Zone (SEZ) and 43.13 acres (Previous year - 46.36 acres) is in the Non Special Economic Zone (Non SEZ).

Note No. 23 Other Income

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Interest Income		
- Interest on Bank Deposits	**4.70**	11.06
- Others	**11.63**	–
(b) Net gain arising on financial assets designated as at FVTPL	**475.83**	813.57
(c) Miscellaneous Income	**32.96**	12.74
Total Other Income	**525.12**	837.37

Note No. 23(a) Exceptional Items

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Exceptional gain on redemption of NCD's*	**3,369.13**	–
Total Exceptional Items	**3,369.13**	–

*Refer note 16A

Note No. 24 Cost of Projects

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Cost of Projects:		
Opening Stock:		
Work-in-progress	**45,107.67**	49,779.45
Sub-Total (a)	**45,107.67**	49,779.45
Add: Expenses incurred during the year		
Civil, Electrical, Contracting etc.	**939.59**	2,057.03
Finance Costs	**–**	353.96
Overheads allocated *	**340.91**	403.48
Sub-Total (b)	**1,280.50**	2,814.47
Less: Closing Stock:		
Work in progress	**41,545.55**	45,107.67
Sub-Total (c)	**41,545.55**	45,107.67
Total (a+b-c)	**4,842.62**	7,486.25

* Overheads represent manpower and admin expenses inventorised.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Note No. 25 Operation & Maintenance expenses

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Site Electricity and Diesel Expenses	**248.58**	225.52
(b) Repairs and Maintenance Expenses	**297.65**	609.28
(c) Security Charges	**282.10**	294.83
(d) Landscaping/Water Charges	**924.22**	800.68
(e) Cleaning/Housekeeping Charges	**490.45**	429.50
(f) Organization Expenses	**71.21**	67.18
(g) Insurance Expenses	**37.74**	33.44
(h) Legal and Professional Fees	**0.69**	0.01
(i) Rates and Taxes	**6.92**	7.25
(j) Other Miscellaneous Expenses	**65.56**	59.82
Total Operation and Maintenance Expenses	**2,425.12**	2,527.51

Note No. 26 Employee Benefits Expense

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Salaries and wages, including bonus	**871.48**	738.21
(b) Contribution to provident and other funds	**70.31**	50.33
(c) Staff welfare expenses	**36.78**	27.65
Total Employee Benefits Expense	**978.57**	816.19
Less : Allocated to projects	**(338.36)**	(282.03)
Total Net Employee Benefits Expense	**640.21**	534.16

Note No. 27 Finance Costs

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Interest expense	**–**	834.25
(b) Other interest costs	**20.25**	3.35
Total finance costs	**20.25**	837.60
Less : Allocated to projects	**–**	(353.96)
Total Net finance costs	**20.25**	483.64

Note: During the quarter ended June 30, 2025, the Company has redeemed the remaining outstanding debentures under Series 1B and B with a face value of Rs. 7,840.52 lakhs. Consequently, no interest has been accrued or inventorised on these borrowings, as referred to in Note 16A.

Note No. 28 Other Expenses

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Rent including Lease Rentals	**6.58**	8.42
(b) Rates and Taxes	**21.30**	25.37
(c) Insurance	**0.87**	0.45
(d) Repairs and Maintenance- Others	**41.87**	42.96
(e) Power and Fuel	**19.70**	11.45
(f) Travelling and Conveyance	**64.87**	56.20
(g) Legal and Professional Fees	**67.80**	86.99
(h) Printing and Stationery	**1.68**	3.66
(i) Communication	**16.27**	24.72
(j) Advertisement, Marketing and Business Development	**282.90**	427.98
(k) Auditors Remuneration (Refer note no. 28 (a))	**18.60**	20.96
(l) Expenditure on Corporate Social Responsibility (Refer note no. 28 (b))	**329.00**	352.00
(m) Provision for Doubtful Debts	**196.06**	(3.20)
(n) Development Management Fees	**10.67**	48.60
(o) Miscellaneous Expenses	**138.96**	11.78
Total Gross Other Expenses	**1,217.13**	1,118.34
Less : Allocated to projects/Capitalised	**(2.55)**	(121.45)
Total Net Other Expenses	**1,214.58**	996.89

Note No. 28 (a) Auditors Remuneration

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Payments to the auditors comprises:		
- For audit including limited reviews	**17.47**	17.47
- Certifications	**1.13**	3.49
Total Auditors' Remuneration	**18.60**	20.96

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Note No. 28(b) Corporate Social Responsibility (CSR)

Nature of CSR activities	Social	Education	Environment	Women Empowerment	Total
Amount required to be spent by the Company during the year	208.50	43.20	50.30	27.00	329.00
Amount of expenditure incurred	208.50	43.20	50.30	27.00	329.00
Shortfall at the end of the year	–	–	–	–	–
Total of previous years shortfall	–	–	–	–	–
Reason for shortfall	N.A.	N.A.	N.A.	N.A.	N.A.
Details of related party transactions	N.A.	N.A.	N.A.	N.A.	N.A.
Provision	–	–	–	–	–

Note No. 28(c) Ratios

The following are analytical ratios for the year ended March 31, 2026 and March 31, 2025

Particulars	Numerator	Denominator	31st March 2026	31st March 2025	Variance (%)	Reason for Variance
Current Ratio	Current Assets	Current Liabilities	5.89	3.35	76%	Due to decrease in other financial liability
Debt Equity Ratio	Debt	Equity	–	0.20	-100%	Due to repayment of Debt during the year
Debt Service Coverage Ratio (DSCR)	EBITDA [1]	Debt Service [2]	–	1.89	-100%	
Return of Equity	Profit after tax	Net worth	41.11%	28.12%	46%	Due to higher PAT
Inventory Turnover ratio	Cost of Sales [3]	Average Inventory	0.17	0.21	-21%	
Trade Receivables turnover ratio	Turnover	Average Trade Receivables	75.42	13.64	453%	Due to higher Turnover
Trade Payable turnover ratio	Cost of Sales [3]	Average Trade Payable	3.96	5.80	-32%	Due to lower COGS
Net capital turnover ratio	Turnover	Working Capital	0.78	0.71	11%	
Net profit ratio	PAT	Revenue	61.02%	41.08%	49%	Due to higher PAT
Return on Capital employed	EBIT	Capital employed [4]	53.21%	31.37%	70%	Due to higher EBIT
Return on investment	PAT	Capital employed 4	39.55%	22.41%	261%	Due to higher PAT

Notes:

1. Earnings before interest, tax, depreciation and amortisation
2. Debt service = Current Borrowings + Non-Current borrowings + Interest charged to statement of profit and loss
3. Refer Notes 24 and 25
4. Capital employed = Net worth + Total Debt + Deferred Tax Liability

Note No. 29 Current Tax and Deferred Tax

Income Tax recognised in Statement of Profit and Loss

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Current Tax:		
In respect of current year	**6,930.58**	3,744.33
Deferred Tax:		
In respect of current year origination and reversal of temporary differences	**(51.79)**	110.29
Total income tax expense	**6,878.79**	3,854.62

The total Income tax computation reconciled with book profit

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Profit before Tax	**26,852.00**	14,711.45
Income Tax FY 26 @ 25.17% and for FY 25 @ 25.17%	**6,758.65**	3,702.87
Effect of expenses that is non-deductible in determining taxable profit:		
CSR Expenses	**82.81**	88.60
Provision for Gratuity	**10.31**	1.49
Provision for LE	**1.37**	1.18
Right of Use Assets	**0.35**	0.08
Property, Plant and Equipment	**(40.59)**	(112.79)
Provision for Doubtful Debts	**49.35**	(0.81)
Others	**16.54**	174.00
Total	**6,878.79**	3,854.62
Income tax expense recognised in the Statement of Profit and Loss	**6,878.79**	3,854.62

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Note No. 30 Earnings per Share

Basic earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Profit for the year attributable to owners of the Company	**19,973.21**	10,856.83
Profit for the year used in the calculation of basic earnings per share	**19,973.21**	10,856.83
Weighted average number of equity shares (Nos.)	**150,000,000**	150,000,000
Basic and diluted earnings per share (in rupees per share) of Face Value- Rs. 10 Per Share	**13.32**	7.24

Note: The Company has not issued any potential equity shares and hence, basic and diluted EPS are the same.

Note No. 31 Segment information

The Company operates in only one business segment, i.e. 'lease of land and properties constructed thereon' based on the nature of the services and products, the risks and returns, etc. This has been determined in a manner consistent with the internal reporting provided to the Chief Executive Officer of the Company who is regarded as Chief Operating Decision Maker ("CODM"). The Company operates only in India and considering that the conditions prevailing in India being uniform, no separate geographical disclosure within India is considered necessary.

Note No. 32 Contingent liabilities and commitments

Particulars	As at 31st March, 2026	As at 31st March, 2025
Contingent liabilities (to the extent not provided for)		
(a) Indirect Tax Matters under appeal* GST and Service Tax claims disputed by the Company relating to issues of applicability and interest on demand. The Company is pursuing the matter with the appropriate Appellate Authorities.	**229.90**	229.90
(b) Other Matters disputed # Shahri Jamabandi (Urban Assessment/Ground rent demanded by Jaipur Development Authority, Government of Rajasthan) ..... #The above amount is based on demand raised, which the Company is contesting with the concerned authorities. Outflows, if any, arising out of this claim would depend on the outcome of the decision of the appellate authorities and the Company's rights for future appeals. No outflows are expected.	**103,303.25**	103,303.25

*In the opinion of the management, the above claims are not sustainable, and the Company does not expect any outflow of economic resources in respect of above claims and therefore, no provision is made in respect thereof.

Note No. 33 Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	As at 31st March, 2026	As at 31st March, 2025
Dues to Micro and Small Enterprises remaining unpaid	**357.34**	86.57
- Principal	**357.34**	86.57
- Interest	**–**	–

(i) Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information available with the Company.

(ii) There are no overdue amounts at any time during the year and hence, no interest amount is due or paid during the year.

Note No. 34 Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund aggregating Rs.32.47 lakhs (31st March, 2025, Rs.33.41 lakhs) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Investment risk

The present value of the defined benefit plan liability (denominated in Indian Rupee) is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Interest risk

A decrease in the bond interest rate will increase the plan liability.

Longevity risk

The present value of defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	Valuation as at 31st March, 2026	Valuation as at 31st March, 2025
Discount rate(s)	**6.77%**	6.71%
Expected rate(s) of salary increase	**10.00%**	10.00%
Attrition Rate	**21.00%**	21.00%
Average Longevity	**IALM (2012-14) Urban**	IALM (2012-14) Urban

Retirement age is considered to be 60 years.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Defined benefit plans (unfunded) – As per Actuarial Valuation

Particulars	Defined Benefit Plan (Unfunded) – Gratuity	
	March 31, 2026	March 31, 2025
Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
Current Service Cost	**10.20**	7.01
Net interest expense	**5.81**	5.07
Components of defined benefit costs recognised in profit or loss	**16.01**	12.08
Actuarial (Gain)/Loss on obligation	**4.67**	1.60
Components of defined benefit costs recognised in other comprehensive income	**4.67**	1.60
Total	**20.68**	13.68
I. Net Asset/(Liability) recognised in the Balance Sheet as at March 31		
1. Present value of defined benefit obligation as at 31 March	**117.55**	76.59
2. Surplus/(Deficit)	**(117.55)**	(76.59)
3. Current portion of the above	**19.15**	14.00
4. Non current portion of the above	**98.40**	62.59
II. Change in the obligation during the year ended March 31		
1. Present value of defined benefit obligation at the beginning of the year	**76.58**	70.67
2. Expenses Recognised in Profit and Loss Account		
- Current Service Cost	**10.20**	7.01
- Past Service Cost	**21.84**	–
- Interest Expense (Income)	**5.81**	5.07
3. Liability transferred In/ Acquisitions	**6.11**	4.35
4. Liability Transferred Out/ Divestments	**(0.54)**	(0.39)
5. Recognised in Other Comprehensive Income		
Remeasurement gains/(losses):		
- Actuarial Gain (Loss) arising from:		
i. Demographic Assumptions	**–**	–
ii. Financial Assumptions	**(0.75)**	1.11
iii. Experience Adjustments	**5.42**	0.48
6. Benefit payments	**(7.12)**	(11.72)
7. Present value of defined benefit obligation at the end of the year	**117.56**	76.58

The sensitivity of the defined benefit obligation to changes by in the weighted principal assumptions is:

Principal assumptions	Year	Impact on defined benefit obligation – Increase in assumption by 1%	Impact on defined benefit obligation – Decrease in assumption by 1%
Discount rate	**2026**	**114.01**	**121.36**
	2025	74.27	79.08
Salary growth rate	**2026**	**121.21**	**114.08**
	2025	78.98	74.31

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to previous period.

Maturity profile of defined benefit obligation:	**March 31, 2026**	March 31, 2025
Within 1 year	**19.15**	14.01
1 - 2 year	**18.58**	12.19
2 - 3 year	**23.61**	10.88
3 - 4 year	**28.66**	13.35
4 - 5 year	**9.47**	16.43
5 - 10 years	**34.19**	21.54

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Note No. 35 Related Party Transactions

Description of relationship	Names of related parties	Description of relationship	Names of related parties
Entities having joint control/ significant influence over Company	Mahindra & Mahindra Limited Mahindra Lifespace Developers Limited Rajasthan State Industrial Development and Investment Corporation Limited	Fellow Subsidiaries (Note 1)	Mahindra Integrated Business Solutions Private Limited MLL Mobility Private Limited Indo French Chamber of Commerce & Industry Mahindra Homes Private Limited Mahindra Bloomdale Developers Limited Mahindra and Mahindra Financial Services Limited Mahindra Teqo Private Limited
Key Management Personnel (KMP) / Directors	Mr. Anuj Bindal - Chief Executive Officer Mr. Keshav Singhal - Chief Financial Officer Ms. Bijal Parmar - Company Secretary - w.e.f. 16.01.2026 Mr. Ameet Hariani - Non-Executive Independent Director Mr. Maheswar Sahu - Non-Executive Non-Independent Director Mr. Salil Singhal - Non-Executive Non-Independent Director Ms. Amrita Chowdhury - Non-Executive Independent Director	Associate of Ultimate Holding Company	Tech Mahindra Limited

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	For the year ended	Mahindra & Mahindra Limited	Mahindra Lifespace Developers Limited	Rajasthan State Industrial Develop-ment and Investment Corporation Limited	Mahindra Integrated Business Solutions Private Limited	Mahindra Teqo Private Limited	Tech Mahindra Limited	Mahindra and Mahindra Financial Services Limited	MLL Mobility Private Limited	Indo French Chamber of Commerce & Industry	Mahindra Bloomdale Developers Limited	Mr. Anuj Bindal	Mr. Keshav Singhal	Key Management Personnel
Rendering of services	31-Mar-26	40.01	–	–	–	–	–	–	–	–	–	–	–	–
	31-Mar-25	45.56	–	–	–	–	–	–	–	–	1.75	–	–	–
Receiving of services	31-Mar-26	39.57	80.83	–	21.33	1.39	–	13.98	–	–	–	–	–	–
	31-Mar-25	38.28	148.18	–	22.23	1.98	–	2.76	–	0.76	–	–	–	–
Director Sitting Fee	31-Mar-26	–	–	–	–	–	–	–	–	–	–	–	–	4.00
	31-Mar-25	–	–	–	–	–	–	–	–	–	–	–	–	3.00
Purchase of Property, Plant and Equipment	31-Mar-26	–	–	–	–	–	–	–	–	–	–	–	–	–
	31-Mar-25	–	–	–	–	–	–	25.09	–	–	–	–	–	–
Reimbursement made to parties	31-Mar-26	11.63	–	–	–	–	–	–	–	–	–	–	–	–
	31-Mar-25	1.80	–	–	–	–	–	–	–	–	–	–	–	–
Remuneration	31-Mar-26	–	–	–	–	–	–	–	–	–	–	117.48	30.27	–
	31-Mar-25	–	–	–	–	–	–	–	–	–	–	113.96	27.32	–
Equity Shares Dividend Paid	31-Mar-26	–	7,403.70	2,601.30	–	–	–	–	–	–	–	–	–	–
	31-Mar-25	–	18,170.70	6,384.30	–	–	–	–	–	–	–	–	–	–

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Particulars	Balance as on	Mahindra & Mahindra Limited	Mahindra Lifespace Developers Limited	Rajasthan State Industrial Develop-ment and Investment Corporation Limited	Mahindra Integrated Business Solutions Private Limited	Mahindra Teqo Private Limited	Tech Mahindra Limited	Mahindra and Mahindra Financial Services Limited	MLL Mobility Private Limited	Indo French Chamber of Commerce & Industry	Mahindra Homes Private Limited	Mahindra Bloomdale Developers Limited	Mr. Anuj Bindal	Mr. Rajvimal Agarwal	Key Management Personnel
Trade Payables	31–Mar–26	10.89	9.19	–	0.17	–	–	–	–	–	–	–	–	–	–
	31–Mar–25	11.50	22.11	–	0.40	–	–	–	5.58	–	–	–	–	–	–
Loans and Advances taken (MOU Advance)	31–Mar–26	–	–	–	–	–	–	–	–	–	–	–	–	–	–
	31–Mar–25	–	–	–	–	–	570.00	–	–	–	–	–	–	–	–
Trade Receivables	31–Mar–26	0.99	–	–	–	–	0.41	–	–	–	–	–	–	–	–
	31–Mar–25	1.67	–	–	–	–	0.41	–	–	–	–	–	–	–	–
Deposits Payable	31–Mar–26	8.40	–	–	–	–	–	–	–	–	–	–	–	–	–
	31–Mar–25	8.40	–	–	–	–	–	–	–	–	–	–	–	–	–
Advance / Deposit to Vendor	31–Mar–26	–	–	123.19	–	–	–	–	–	–	–	–	–	–	–
	31–Mar–25	–	–	123.19	–	–	–	–	–	–	–	–	–	–	–

Note:
1. Fellow subsidiaries mentioned with which the Company has transactions during the current year or previous year.
2. As the liability for gratuity and leave encashment is provided on an actuarial basis for the Company as a whole, the amount pertaining to the Key Management Personnel is not ascertained separately, and therefore, not included above.

Note No. 36 Fair Value Measurement

Fair value of financial assets and financial liabilities that are not measured at fair value

Particulars	31st March, 2026		31st March, 2025	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets				
Financial assets designated as FVTPL				
- Investments in Mutual Funds	**8,086.18**	**8,086.18**	7,350.11	7,350.11
Financial assets carried at Amortised Cost:				
- Trade Receivables	**338.08**	**338.08**	529.84	529.84
- Cash and Cash Equivalents	**96.55**	**96.55**	145.44	145.44
- Loans	**101.57**	**101.57**	101.57	101.57
- Other Financial Assets	**–**	**–**	0.01	0.01
Total financial assets	**8,622.38**	**8,622.38**	8,126.97	8,126.97
Financial liabilities				
Financial liabilities held at amortised cost:				
- Long term Borrowings-NCDs	**–**	**–**	7,851.15	7,851.15
- Trade Payables	**1,779.49**	**1,779.49**	1,887.29	1,887.29
- Lease Liabilities	**51.95**	**51.95**	24.84	24.84
- Other Financial Liabilities	**1,292.13**	**1,292.13**	5,265.26	5,265.26
Total	**3,123.57**	**3,123.57**	15,028.54	15,028.54

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Fair value hierarchy as at 31st March, 2026	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets				
Financial assets designated as FVTPL				
- Investments in Mutual Funds	**8,086.18**	**–**	**–**	**8,086.18**
Financial assets carried at Amortised Cost:				
- Trade Receivables	**–**	**–**	**338.08**	**338.08**
- Cash and Cash Equivalents	**–**	**–**	**96.55**	**96.55**
- Loans	**–**	**–**	**101.57**	**101.57**
- Other Financial Assets	**–**	**–**	**–**	**–**
Total	**8,086.18**	**–**	**536.20**	**8,622.38**
Financial liabilities				
Financial Liabilities carried at amortised cost:				
- Long term Borrowings-NCDs	**–**	**–**	**–**	**–**
- Trade Payables	**–**	**–**	**1,779.49**	**1,779.49**
- Lease Liabilities	**–**	**–**	**51.95**	**51.95**
- Other Financial Liabilities	**–**	**–**	**1,292.13**	**1,292.13**
Total	**–**	**–**	**3,123.57**	**3,123.57**

Fair value hierarchy as at 31st March, 2025	Level 1	Level 2	Level 3	Total
Financial assets				
Financial assets designated as FVTPL				
- Investments in Mutual Funds	7,350.11	–	–	7,350.11
Financial assets carried at Amortised Cost:				
- Trade Receivables	–	–	529.84	529.84
- Cash and Cash Equivalents	–	–	145.44	145.44
- Loans	–	–	101.57	101.57
- Other Financial Assets	–	–	0.01	0.01
Total	7,350.11	–	776.86	8,126.97
Financial liabilities				
Financial Liabilities carried at amortised cost:				
- Long term Borrowings-NCDs	–	–	7,851.15	7,851.15
- Trade Payables	–	–	1,887.29	1,887.29
- Lease Liabilities	–	–	24.84	24.84
- Other Financial Liabilities	–	–	5,265.26	5,265.26
Total	–	–	15,028.54	15,028.54

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

Note No. 37 Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary. There is no change in the overall capital risk management strategy of the Company compared to last year.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

	March 31, 2026	March 31, 2025
Debt (A)*	**–**	7,851.15
Equity (B)	**48,580.31**	38,615.59
Debt Equity Ratio (A/B)	**–**	0.20

* Debt includes Borrowings (Note No. 16 Borrowings).

Categories of financial assets and financial liabilities

As at 31st March, 2026

Particulars	**Amortised Costs**	**FVTPL**	**FVOCI**	**Total**
Non-current Assets				
Loans	101.57	–	–	101.57
Current Assets				
Investments	–	8,086.18	–	8,086.18
Trade Receivables	338.08	–	–	338.08
Cash and Cash Equivalents	96.55	–	–	96.55
Other Financial Assets				
- Non Derivative Financial Assets	–	–	–	–
Non-current Liabilities				
Borrowings	–	–	–	–
Lease Liabilities	37.54	–	–	37.54
Other Financial Liabilities				
- Non Derivative Financial Liabilities	0.24	–	–	0.24
Current Liabilities				
Lease Liabilities	14.41	–	–	14.41
Trade Payables	1,779.49	–	–	1,779.49
Other Financial Liabilities				
- Non Derivative Financial Liabilities	1,291.89	–	–	1,291.89

As at 31st March, 2025

Particulars	Amortised Costs	FVTPL	FVOCI	Total
Non-current Assets				
Loans	101.57	–	–	101.57
Current Assets				
Investments	–	7,350.11	–	7,350.11
Trade Receivables	529.84	–	–	529.84
Cash and Cash Equivalents	145.44	–	–	145.44
Other Financial Assets				
- Non Derivative Financial Assets	0.01	–	–	0.01
Non-current Liabilities				
Borrowings	7,851.15	–	–	7,851.15
Lease Liabilities	20.29	–	–	20.29
Other Financial Liabilities				
- Non Derivative Financial Liabilities	2.94	–	–	2.94
Current Liabilities				
Lease Liabilities	4.55	–	–	4.55
Trade Payables	1,887.29	–	–	1,887.29
Other Financial Liabilities				
– Non Derivative Financial Liabilities	5,262.32	–	–	5,262.32

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counter party defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company enters into an agreement with each customer. The agreement has a termination clause by which the Company can terminate the agreement and secure the receivable. The trade receivables are also reviewed by the management regularly and necessary actions are taken in order to collect any amount outstanding from customers. Being a Developer, a unit needs certain NOC and permission in respect of commencement and operation of the business and as per the agreement signed with customer, the developer gives the required NOC and permission after clearing the outstanding dues along with interest.

Trade receivables consist of a large number of customers, spread across diverse industries and geographical areas. Customer credibility is researched before leasing the land to ensure only credit worthiness of the clients.

The credit risk on liquid funds is limited because the counterparties are banks and debt mutual funds with high credit-ratings assigned.

NOTES TO FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in Lakhs unless otherwise stated

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following table details the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Particulars	Less than 1 Year	1 Year to 3 Years	3 Years to 5 Years	More than 5 years
Non-derivative financial liabilities				
31-Mar-26				
Non-interest bearing	1,291.89	–	–	*1,422.55
Lease Liabilities	14.41	31.49	6.05	–
Trade payable	1,779.49	–	–	–
Total	**3,085.79**	**31.49**	**6.05**	**1,422.55**
31-Mar-25				
Non-interest bearing	2,772.98	–	–	*1,357.11
Lease Liabilities	4.55	9.64	10.64	–
Trade payable	1,887.29	–	–	–
Redeemable Non Convertible Debentures (Including interest accrued)	2,489.34	7,851.15	–	–
Total	**7,154.16**	**7,860.79**	**10.64**	**1,357.11**

* Security deposit payable on August 17, 2105

Note No. 38 Leases

As lessee

The Company has entered into operating lease arrangements for CTC vehicles. The lease is non-cancellable for a period of 1 - 5 years and may be renewed based on mutual agreement between the parties. The leases have varying terms, escalation clauses and renewal rights. The Company has recognised right of use assets for these leases, except for short term leases.

Undiscounted Cash Flow of Lease liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
Less than one year	**18.03**	6.39
One to Three years	**35.06**	12.77
Three to five years	**6.05**	10.64
Total undiscounted lease liabilities at Balance sheet date	**59.14**	29.80
Lease liabilities included in the Balance sheet as at 31st March	**51.95**	24.84
Current	**14.41**	4.55
Non-current	**37.54**	20.29

The Company has not applied the requirement of Ind AS 116 to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. Amount recognised in Statement of Profit and Loss Account is Rs. 5.37 Lakhs (Previous year Rs. 6.35 Lakhs).

Note No. 39 Disclosure Of Struck Off Companies

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

Note No. 40 Labour Code

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes") - consolidating 29 existing labour laws.

In accordance with the new Labour Codes, there is no material impact on retiral benefits. The Company continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications/ additional guidance from authorities and will continue to assess the accounting implications, basis such developments/ guidance.

Note No. 41 Expenditure on Corporate Social Responsibility (CSR)

Gross Amount required to be spent by the company for the year ended 31st March, 2026 (as certified by the Company) : Rs. 329.00 lakhs (Previous year Rs. 352.00 lakhs).

Note No. 42 Dividend

During the year FY26, the Board passed a circulation resolution on December 22, 2025, approved and paid an interim dividend of (Rs. 6.67 per share on equity shares of Rs. 10 each on 1,500 lakh equity shares of the Company).

Note No. 43 Other Statutory Information

a) The Company does not have any benami property, where any proceeding has been initiated on or are pending against the group for holding benami property.

b) During the year ended 31st March 2026, the Comany does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

c) The Company does not have advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company or provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the ultimate beneficiaries."

d) There is no income surrendered or disclosed as income during the year in tax assessments under the Income Tax Act, 1961 (such as search or survey), that has not been recorded in the books of account.

e) The Company has not traded or invested in crypto currency or virtual currency during the year.

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

Note No. 44 New Accounting pronouncment

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment. The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods."

Note No. 45 Previous Year Figures

The figures of previous years have been regrouped/reclassified wherever necessary to conform to current year's grouping / classification.

In terms of our report of even date
For B.K. Khare & Co.
Chartered Accountants
Firm's Registration Number: 105102W

Karthik Srinivasan
Partner
Membership No. 215782
Place: Chennai
Date: April 22, 2026

For and on behalf of Board of the Directors

Amit Kumar Sinha Director DIN: 09127387	Vikram Goel Director DIN: 11026849	Bijal Parmar Company Secretary Membership No. A32339
Anuj Bindal Chief Executive Officer	Rajvimal Agarwal Chief Financial Officer	

Place: Jaipur
Date: April 22, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of

Mahindra Bloomdale Developers Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Ind AS Financial Statements of **Mahindra Bloomdale Developers Limited** ("the Company"), which comprise the Balance sheet as at March 31, 2026 the Statement of Profit and Loss, including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information. (herein after referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

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

Information Other than the Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report and the related annexures but does not include the Financial Statements and our Auditor's report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

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

Auditor's Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

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

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

Report on other Legal and Regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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

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

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;

   d) In our opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;

   f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements;

   g) In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year and hence provisions of Section 197 of the Companies Act, 2013 are not applicable.

   h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of the Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to

the best of our information and according to the explanations given to us:

(i) The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements. (Refer Note 33 to the Financial Statements)

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to the Investor Education and Protection Fund by the Company.

(iv) (a) The management of the company has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The management of the Company has represented to us that, to the best of their knowledge and belief, no funds have been received by the Company or any of such subsidiaries from any person(s) or entity(ies) including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on the audit procedures, that has been considered reasonable and appropriate in the circumstances, performed by us nothing has come to our notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

(v) The Company has not declared/paid any dividend during the year.

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
(Firm's Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782

UDIN: 26215782APVDOQ7703

Place: Chennai
Date: April 21, 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls over financial reporting of **Mahindra Bloomdale Developers Limited** ("the Company") as of March 31, 2026, in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting with reference to these financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE FINANCIAL STATEMENTS

A company's internal financial control over financial reporting with reference to these financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these financial statements includes those policies and procedures that(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls over financial reporting with reference to these financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to these financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls system over financial reporting with reference to these financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India

For **B. K. Khare & Co.**
Chartered Accountants
(Firm Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782APVDOQ7703

Place: Chennai
Date: April 21, 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

i. In respect of its Property, Plant and Equipment:

(a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and investment properties.

(a) (B) The Company does not have any intangible assets. Accordingly, reporting under Clause 3(i)(a)(B) of the Order is not applicable to the Company.

(b) The property, plant and equipment and investment properties are physically verified by the Company on a regular basis. The physical verification of property, plant and equipment and investment properties was conducted in the current financial year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment and investment properties. In accordance with the programme, the company has physically verified certain property, plant and equipment during the year and no material discrepancies were noticed on such verification.

(c) The company does not have any immovable property under Property Plant and Equipment. Hence reporting under clause 3(i)(c) of the Order is not applicable to the company.

(d) According to the information and explanations given to us, the Company has not revalued its property, plant and equipment (including right-of-use assets) during the year.

(e) According to the information and explanations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

ii. (a) In our opinion and according to the information and explanations given to us, having regard to the nature of inventory, the physical verification by way of verification of title deed, site visits by the management and certification of extent of work completion by competent persons are done at reasonable intervals and no material discrepancies were noticed on physical verification.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

iii. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any investments or provided any guarantee or security during the year. However, the Company has granted unsecured loans to related parties during the year.

(a) The Company has granted a loan to a fellow subsidiary (a company under common control) during the year, details of which are as follows:

Particulars	Loans (₹ in Lakhs)
Aggregate amount granted/ provided during the year -Others (Fellow Subsidiary)	4,750
Balance outstanding as at balance sheet date in respect of above cases -Others (Fellow Subsidiary)	4,750

(b) In our opinion, the terms and conditions of the aforesaid loans are not prejudicial to the interests of the Company.

(c) As the loan is not yet due for repayment as at the balance sheet date, no amounts have fallen due, and accordingly, the question of regularity of repayment does not arise.

(d) There are no amounts overdue for more than 90 days as at the balance sheet date.

(e) The Company has not renewed or extended any loan or granted any fresh loans to settle the overdue of existing loans during the year.

(f) The Company has not granted any loans or advances in the nature of loans which are repayable on demand or without specifying any terms or period of repayment.

iv. According to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act with respect to the grant of loans, investments made and providing guarantees as applicable.

v. According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under, where applicable. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

vi. The maintenance of cost records has been specified by the Central Government under Section 148(1) of the Act.

We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government under subsection (1) of Section 148 of the Act and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii. According to the information and explanations given to us on the basis of our examination of the records of the Company, the amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

According to the information and explanations given to us and on the basis of our examination of records of the Company, dues in respect of Income Tax and Goods and Service Tax as at 31 March 2026, which have not been deposited with the appropriate authorities on account of a dispute, are as under:

Name of the statute	Nature of the dues	Amount (₹ in lakhs)	Period to which amount relates	Forum where the dispute is pending
GST	ITC disallowance	70.57	FY 2016–17	Joint Commissioner (Appeals)
GST	Transitional ITC disallowance	51.62	FY 2017–18	Deputy Commissioner Appeals
GST	ITC availed on retention amount	34.17	FY 2024–25	Deputy Commissioner Appeals
Income Tax	Income classification under different head of income	46.35	FY 2014-15	Deputy Commissioner

(viii) According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) In our opinion and according to the information and explanations given to us and on the basis of our examination of books and records of the Company, the Company has not defaulted in the repayment of loans or borrowings or in payment of interest thereon to banks and debenture holders. The Company has not taken any loans or borrowings from Government.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us, the company has not raised any money by way of term loans during the year. Hence, reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us and based on the audit procedures performed by us and on an overall examination of the Balance Sheet of the Company, we report that the Company has not utilised funds raised on short-term basis for long-term purposes.

(e) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) According to the information and explanations given to us and based on the audit procedures performed by us, we report that the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, the reporting under Clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) During the course of our examination of books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any

instance of material fraud by the Company or on the Company by its officers or employees, noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

(xiv) In our opinion and according to the information and explanations given to us and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company, Associate, Joint venture or persons connected with them during the year and hence provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under 3(xv) of the Order is not applicable to the Company.

(xvi) (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) and 3(xvi)(d) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

(xvii) In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year. The Company has incurred cash losses of Rs. 355.42 lakhs in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date.

We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

(xx) According to the information and explanations given to us, CSR is not applicable to the Company as it does not meet the criteria prescribed under Section 135 of the Act. Hence, reporting under Clause 3(xx) is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
(Firm's Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782APVDOQ7703

Place: Chennai
Date: April 21, 2026

BALANCE SHEET AS AT 31ST MARCH, 2026

Rs. In Lakhs

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
I ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	**4**	**7.91**	14.02
(b) Financial Assets	**5**	**274.95**	270.41
(c) Deferred Tax Assets (Net)	**6**	**36.91**	1,336.10
(d) Other Non-Current Asset		**364.18**	224.30
Total Non-Current Assets (A)		**683.95**	1,844.83
Current Assets			
(a) Inventories	**7**	**7,452.73**	19,669.82
(b) Financial Assets			
(i) Investments	**8**	**711.75**	–
(ii) Trade Receivables	**9**	**4,105.57**	1,052.81
(iii) Cash and Cash Equivalents	**10**	**411.60**	288.45
(iv) Bank Balances other than (ii) above	**10**	**547.55**	49.55
(v) Loans	**11**	**4,750.00**	–
(vi) Other Financial Assets	**12**	**75.07**	8.59
(c) Other Current Assets	**13**	**484.52**	998.19
Total Current Assets (B)		**18,538.79**	22,067.41
TOTAL ASSETS (A+B)		**19,222.74**	23,912.24
II EQUITY AND LIABILITIES			
Equity	**14**		
(a) Equity Share Capital		**5.00**	5.00
(b) Other Equity		**1,101.97**	(2,621.49)
Total Equity (A)		**1,106.97**	(2,616.49)
Liabilities			
Non-Current Liabilities			
(a) Financial Liabilities			
Borrowings	**15**	**–**	1,617.00
(b) Provisions	**16**	**–**	–
Total Non-Current Liabilities (B)		**–**	1,617.00
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	**17**	**–**	–
(ii) Trade Payables	**18**		
– Total outstanding dues of Micro Enterprises and Small Enterprises		**176.31**	216.05
– Total outstanding dues of Creditors other than Micro Enterprises and Small Enterprises		**7,094.22**	1,686.12
(iii) Other Financial Liabilities	**19**	**–**	857.03
(b) Other Current Liabilities	**20**	**10,588.34**	22,114.12
(c) Provisions	**16**	**256.90**	38.41
Total Current Liabilities (C)		**18,115.77**	24,911.73
TOTAL EQUITY & LIABILITIES (A+B+C)		**19,222.74**	23,912.24
Summary of material accounting policies	**2**		

The accompanying notes 1 to 42 are an integral part of these financial statements

For and on behalf of the Board of Directors of
Mahindra Bloomdale Developers Limited

As per our report of even date
For B.K.Khare & Co
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner

Membership No.: 215782
Place : Chennai
Date : 21st April 2026

Parveen Mahtani
Director

DIN No. 05189797
Place : Mumbai
Date : 21st April 2026

Vimalendra Singh
Director

DIN No. 09128114
Place : Mumbai
Date : 21st April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

Rs. In Lakhs

Particulars	Note No.	For the year ended 31st March, 2026	For the year ended 31st March, 2025
I INCOME			
(a) Revenue from operations	**21**	**29,545.59**	71.61
(b) Other Income	**22**	**390.25**	53.12
Total Income (a + b)		**29,935.84**	124.73
II EXPENSES			
(a) Cost of Sales			
– Cost of Projects	**23**	**23,933.76**	58.56
– Operating Expenses	**23**	**769.77**	0.35
(b) Employee benefit expense	**24**	**1.87**	8.87
(c) Finance Cost	**25**	**52.87**	155.72
(d) Depreciation expense	**4**	**7.19**	8.71
(e) Other expenses	**26**	**147.60**	259.65
Total Expenses (a+b+c+d+e)		**24,913.06**	491.86
III Profit/(loss) before tax (I-II)		**5,022.78**	(367.13)
IV Tax Expense			
(a) Current tax		**–**	–
(b) Deferred tax	**6**	**1,299.19**	(92.26)
Total tax expense (a+b)		**1,299.19**	(92.26)
V Profit/(loss) after tax (III-IV)		**3,723.59**	(274.87)
VI Other Comprehensive Income			
(i) Items that will not be reclassified to profit or loss			
(a) Changes in revaluation surplus		**–**	–
(b) Remeasurements of the defined benefit liabilities / (asset) (Net of taxes)		**–**	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
Total Comprehensive Profit/(loss) for the period (V+VI)		**3,723.59**	(274.87)
VII Earnings per equity share			
Basic and diluted	**27**	**7,447.18**	(549.74)
Summary of material accounting policies	**2**		

The accompanying notes 1 to 42 are an integral part of these financial statements

For and on behalf of the Board of Directors of
Mahindra Bloomdale Developers Limited

As per our report of even date
For B.K.Khare & Co
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner

Membership No.: 215782
Place : Chennai
Date : 21st April 2026

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DIN No. 05189797
Place : Mumbai
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Vimalendra Singh
Director

DIN No. 09128114
Place : Mumbai
Date : 21st April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2026

Rs. In Lakhs

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Cash flows from operating activities		
Profit before tax for the year	**5,022.78**	(367.13)
Adjustments for:		
Finance costs recognised in profit or loss	**52.87**	155.72
Provision for doubtful debts	**–**	3.00
Loss on disposal of property, plant and equipment	**0.03**	–
Net loss/(gain) arising on investment measured at fair value through profit or loss	**(1.78)**	–
Depreciation and amortisation of non-current assets	**7.19**	8.71
Interest Income	**(75.16)**	(3.58)
Gain on redemption of mutual fund	**(51.12)**	(2.52)
Operating Profit/(Loss) before working capital changes	**4,954.81**	**(205.80)**
Movements in working capital:		
Increase in trade and other receivables	**(2,543.77)**	950.59
(Increase)/decrease in inventories	**12,218.96**	(4,467.36)
Increase/(decrease) in trade and other payables	**(5,938.92)**	9,275.71
Cash generated from operations	**8,691.08**	**5,553.14**
Income taxes paid	**(139.88)**	7.93
Net cash generated by operating activities (A)	**8,551.20**	**5,561.07**
Cash flows from investing activities		
Payment on purchase of current investments	**(6,282.97)**	(680.00)
Proceeds on sale of current investments	**5,624.12**	682.52
Interest received	**8.68**	0.60
Amounts advanced to related parties	**(4,750.00)**	–
Payments for property, plant and equipment	**(1.11)**	(0.80)
Proceeds from disposal of property, plant and equipment	**(0.00)**	–
Changes in earmarked balances and margin accounts with banks	**(498.00)**	116.00
Net cash generated by/(used in) investing activities (B)	**(5,899.28)**	**118.32**
Cash flows from financing activities		
Repayment of borrowings	**(1,617.00)**	(4,679.27)
Interest paid	**(911.77)**	(866.91)
Net cash used in financing activities (C)	**(2,528.77)**	**(5,546.18)**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**123.15**	133.21
Cash and cash equivalents at the beginning of the year	**288.45**	155.24
Cash and cash equivalents at the end of the year	**411.60**	**288.45**

Summary of material accounting policies (refer note 2)

The accompanying notes 1 to 42 are an integral part of these financial statements

Notes:

(a) The above Cash Flow Statement has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'.

(b) Also refer note 9- Cash and cash equivalents

As per our report of even date
For B.K.Khare & Co
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors of
Mahindra Bloomdale Developers Limited

Karthik Srinivasan
Partner

Membership No.: 215782
Place : Chennai
Date : 21st April 2026

Parveen Mahtani
Director

DIN No. 05189797
Place : Mumbai
Date : 21st April 2026

Vimalendra Singh
Director

DIN No. 09128114
Place : Mumbai
Date : 21st April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

A. Equity share capital

Rs. In Lakhs

Particulars	Total
As at 1st April 2024	5.00
Changes in equity share capital during the year	–
As at 31st March 2025	**5.00**
Changes in equity share capital during the year	–
As at 31st March 2026	**5.00**

B. Other Equity

Rs. In Lakhs

Particulars	Retained Earnings	Other Comprehensive Income- Actuarial Gain / (Loss)	Total
As at 31st March 2024	**(2,350.20)**	3.58	(2,346.62)
Profit / (Loss) for the period	(274.87)	–	(274.87)
Other Comprehensive Income / (Loss)*	–	–	–
As at 31st March 2025	**(2,625.07)**	**3.58**	**(2,621.49)**
Profit / (Loss) for the period	3,723.59	–	3,723.59
Other Comprehensive Income / (Loss)*	–	–	–
Other Adjustment	(0.13)	–	(0.13)
As at 31st March 2026	**1,098.39**	**3.58**	**1,101.97**

* Remeasurement gains/ (losses) net of taxes on defined benefit plans during the year is recognised as part of retained earnings.

Summary of material accounting policies (refer note 2)

The accompanying notes 1 to 42 are an integral part of these financial statements

As per our report of even date
For B.K.Khare & Co
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors of
Mahindra Bloomdale Developers Limited

Karthik Srinivasan
Partner

Membership No.: 215782
Place : Chennai
Date : 21st April 2026

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DIN No. 05189797
Place : Mumbai
Date : 21st April 2026

Vimalendra Singh
Director

DIN No. 09128114
Place : Mumbai
Date : 21st April 2026

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

1. General Information

Mahindra Bloomdale Developers Limited, a wholly own subsidiary of Mahindra Lifespace Developers Limited.

The addresses of its registered office and principal place of business are disclosed in the introduction to the annual report. The principal activity of the Company is development of residential complexes in MIHAN Nagpur.

2. Material Accounting Policies

2.1 Statement of compliance

The financial statements have been prepared in accordance with Ind-AS notified under the Companies (Indian Accounting Standards) Rules, 2015.

2.2 Basis of preparation and presentation

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical Cost: Assets are recorded at the amount of cash or cash equivalents paid or the fair value of the other consideration given to acquire them at the time of their acquisition. Liabilities are recorded at the amount of proceeds received in exchange for the obligation, or in some circumstances (for example, income taxes), at the amounts of cash or cash equivalents expected to be paid to satisfy the liability in the normal course of business.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company considers the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

2.3 Non-current assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

2.4 Revenue recognition

2.4.1 Revenue from Projects

The Company develops and sells residential and commercial properties. Revenue from contracts is recognised when control over the property has been transferred to the customer. An enforceable right to payment does not arise until the development of the property is completed. Therefore, revenue is recognised at a point in time when the legal title has passed to the customer and the development of the property is completed. The revenue is measured at the transaction price agreed under the contract.

The Company invoices the customers for construction contracts based on achieving a series of performance-related milestones.

For certain contracts involving the sale of property under development, the Company offers deferred payment schemes to its customers. The Company adjusts the transaction price for the effects of the significant financing component.

2.4.2 Revenue from Sale of land and other rights

Revenue from Sale of land and other rights is generally a single performance obligation and the Company has determined that this is satisfied at the point in time when control transfers as per the terms of the contract entered into with the buyers, which generally are with the firmity of the sale contracts / agreements. The determination of transfer of control did not change upon the adoption of Ind AS 115.

2.4.3 Contract Costs

- Costs to obtain contracts (“Contract costs”) relate to fees paid for obtaining property sales contracts. Such costs are recognised as assets when incurred and amortised upon recognition of revenue from the related property sale contract.

Dividend and interest income

Dividend income from investment in mutual funds is recognised when the unit holder’s right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset’s net carrying amount on initial recognition.

2.5 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.6 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.6.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from ‘profit before tax’ as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company’s current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.6.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial

statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.6.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

2.7 Property, plant and equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

Properties during construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Assets held under finance leases are depreciated over their expected useful lives on the same basis as owned assets. However, when there is no reasonable certainty that ownership will be obtained by the end of the lease term, assets are depreciated over the shorter of the lease term and their useful lives.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.8 Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

2.9 Inventories

Raw materials are valued at lower of cost and net realisable value. Cost is determined based on a weighted average basis.

Stock of units in completed projects and construction work-in-progress are valued at lower of cost and net realisable value. Cost includes land cost, materials, contract works, direct expenses, provisions and apportioned borrowing costs.

2.10 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) because of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, considering the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

2.11 Employee benefits provisions

Employee benefits provisions are measured and classified into long term and short-term provisions based on Actuarial valuation as per IND AS-19 as on Balance sheet date.

2.12 Financial Instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss. However, trade receivables that do not contain a significant financing component are measured at transaction price.

2.13 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

2.13.1 Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in profit or loss for FVTOCI debt instruments. For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss.

All other financial assets are subsequently measured at fair value.

2.13.2 Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

2.13.3 Investments in equity instruments at FVTOCI

On initial recognition, the Company can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee.

2.13.4 Financial assets at fair value through profit or loss (FVTPL)

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria (see above) are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

2.13.5 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial

assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in other comprehensive income and is not reduced from the carrying amount in the balance sheet.

2.13.6 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

2.13.7 Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.
- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognised in other comprehensive income.
- For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income.

2.14 Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

2.14.1 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.14.2 Compound financial instruments

The component parts of compound financial instruments (convertible notes) issued by the Company are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or

another financial asset for a fixed number of the Company's own equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recognised as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound financial instrument as a whole. This is recognised and included in equity, net of income tax effects, and is not subsequently remeasured. In addition, the conversion option classified as equity will remain in equity until the conversion option is exercised, in which case, the balance recognised in equity will be transferred to other component of equity. When the conversion option remains unexercised at the maturity date of the convertible note, the balance recognised in equity will be transferred to retained earnings. No gain or loss is recognised in profit or loss upon conversion or expiration of the conversion option.

Transaction costs that relate to the issue of the convertible notes are allocated to the liability and equity components in proportion to the allocation of the gross proceeds. Transaction costs relating to the equity component are recognised directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component and are amortised over the lives of the convertible notes using the effective interest method.

2.14.2.1 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

2.14.2.2 Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a Company of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

However, for non-held-for-trading financial liabilities that are designated as at FVTPL, the amount of change in the fair value of the financial liability that is attributable to changes in the credit risk of that liability is recognised in other comprehensive income, unless the recognition of the effects of changes in the liability's credit risk in other comprehensive income would create or enlarge an accounting mismatch in profit or loss, in which case these effects of changes in credit risk are recognised in profit or loss. The remaining amount of change in the fair value of liability is always recognised in profit or loss. Changes in fair value attributable to a financial liability's credit risk that are recognised in other comprehensive income are reflected immediately in retained earnings and are not subsequently reclassified to profit or loss.

Gains or losses on financial guarantee contracts and loan commitments issued by the Company that are designated by the Company as at fair value through profit or loss are recognised in profit or loss.

2.14.2.3 Financial Liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

2.14.2.4 Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by the Company are initially measured at their fair

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

values and, if not designated as at FVTPL, are subsequently measured at the higher of:

- the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 18.

2.14.2.5 Commitments to provide a loan at a below-market interest rate

Commitments to provide a loan at a below-market interest rate are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

- the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of Ind AS 18.

2.14.2.6 Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in 'Other income'.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.

2.14.2.7 Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

2.15 Earning per share

The Company reports basic and diluted earnings per share in accordance with Ind AS - 33 on 'Earnings per Share'. Basic earnings per share is computed by dividing the profit or loss attributable to ordinary equity holders of the Company for the year by the weighted average number of Equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit or loss attributable to ordinary equity holders of the Company for the year by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all diluted potential equity shares except where the results are anti- dilutive.

3. Significant accounting judgements, estimates and assumptions

3.1 Determining the timing of revenue recognition on the sale of completed and under development property

The Company has generally evaluated and concluded that based on a careful analysis of the rights and obligations under the terms of the contracts relating to the sale of property, the revenue is to be recognised at a point in time when control transfers which coincides with receipt of Occupation Certificate. The Company has generally concluded that the overtime criteria are not met owing to non-enforceable right to payment for performance completed to date and, therefore, recognises revenue at a point in time.

3.2 Determination of performance obligations

With respect to the sale of property, the Company has concluded that the goods and services transferred in each contract constitute a single performance obligation. In particular, the promised goods and services in contracts for the sale of property is to undertake development of property and obtaining the Occupation Certificate. Generally, the Company is responsible for all these goods and services and the overall management of the project. Although these goods and services are capable of being distinct, the Company accounts for them as a single performance obligation because they are not distinct in the context of the contract.

4 - PROPERTY, PLANT AND EQUIPMENT

Rs. In Lakhs

Description of Assets	Buildings	Office Equipment	Furniture and Fixtures	Computers	Total
I. Gross Carrying Amount					
Balance as at 1st April, 2025	291.58	39.83	148.52	46.71	526.64
Additions	–	–	–	1.08	1.08
Deletions	–	–	–	–	–
Balance as at 31st March, 2026	**291.58**	**39.83**	**148.52**	**47.79**	**527.72**
II. Accumulated depreciation and impairment					
Balance as at 1st April, 2025	291.58	38.60	144.18	38.26	512.62
Depreciation expense for the year	–	0.39	2.26	4.54	7.19
Accumulated depreciation on deletion of assets	–	–	–	–	–
Balance as at 31st March, 2026	**291.58**	**38.99**	**146.44**	**42.80**	**519.81**
III. Net carrying amount (I-II)	**–**	**0.84**	**2.08**	**4.99**	**7.91**

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

Rs. In Lakhs

Description of Assets	Buildings	Office Equipment	Furniture and Fixtures	Computers	Total
I. Gross Carrying Amount					
Balance as at 1st April, 2024	291.58	39.83	148.52	45.91	525.84
Additions	–	–	–	0.80	0.80
Deletion	–	–	–	–	–
Balance as at 31st March, 2025	**291.58**	**39.83**	**148.52**	**46.71**	**526.64**
II. Accumulated depreciation and impairment					
Balance as at 1st April, 2024	291.58	38.15	141.93	32.25	503.91
Depreciation expense for the year	–	0.45	2.25	6.01	8.71
Accumulated depreciation on deletion of assets	–	–	–	–	–
Balance as at 31st March, 2025	**291.58**	**38.60**	**144.18**	**38.26**	**512.62**
III. Net carrying amount (I-II)	**–**	**1.23**	**4.34**	**8.45**	**14.02**

Impairment losses recognised in the year:

During the reporting period Company has not recognised any impairment loss on PPE.

Method of Depreciation:

Depreciation on tangible fixed assets has been provided on prorata basis, on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 or estimated useful life, whichever is lower. Sales office & the sample flat/show unit (Leasehold Building) cost, its furniture and office equipments are amortised upto a period of 5 years.

5 - Non-Current Financial Assets

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Loans & Advances		
Unsecured, considered good		
Security Deposits	**274.95**	270.41
Total	**274.95**	270.41

6 - Income Taxes

(a) Income Tax recognised in profit or loss

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Current Tax:		
In respect of current year	**–**	–
Deferred Tax:		
In respect of current year origination and reversal of temporary differences	**1,299.19**	(92.26)
Total income tax expense on continuing operations	**1,299.19**	(92.26)

(b) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Loss before tax from continuing operations	**5,022.78**	(367.13)
Income tax expense calculated at 25.17% (Previous Year @25.17%)	**(1,264.23)**	(92.26)
Reduction in tax rate	**–**	–
Effect of income that is exempt from taxation	**–**	–
Effect of expenses that is non-deductible in determining taxable profit	**–**	–
Effect of tax incentives and concessions (research and development and other allowances)	**–**	–
Effect of current year losses for which no deferred tax asset is recognised	**–**	–
Effect of recognition of tax effect of previously unrecognised tax losses now recognised as deferred tax assets	**–**	–
Changes in recognised deductible temporary differences	**–**	–
Changes in estimates related to prior years	**(30.83)**	–
Others	**–**	–
	(1,295.06)	(92.26)
Income tax expense recognised in profit or loss from continuing operations	**(1,295.06)**	(92.26)

The tax rate used for the 31st March 2026 reconciliations above is the corporate tax rate of 22% (Addition Surcharge 10% and addition Health & Education Cess 4%) payable by corporate entities in India on taxable profits under Indian Income Tax Laws.

Deferred Tax (Net)

Movement in deferred tax balances

Rs. In Lakhs

	As at 31st March, 2026		
Particulars	Opening Balance	Recognised in profit and Loss	Closing Balance
Tax effect of items constituting deferred tax assets	**1,336.10**	**(1,299.19)**	36.91
Net Tax Asset /(Liabilities)	**1,336.10**	**(1,299.19)**	36.91

Rs. In Lakhs

	As at 31st March, 2025		
Particulars	Opening Balance	Recognised in profit and Loss	Closing Balance
Tax effect of items constituting deferred tax assets	1,243.84	(92.26)	1,336.10
Net Tax Asset /(Liabilities)	1,243.84	(92.26)	1,336.10

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

7 - Inventories

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Raw Material	539.73	616.21
Construction Work in progress*	5,051.49	18,932.67
Finished Goods	1,861.51	120.94
Total Inventories (at lower of cost and net realisable value)	**7,452.73**	19,669.82

* Construction Work in Progress represents materials at site and unbilled costs on the projects.

Notes:

1. Based on projections and estimates by the Company of the expected revenues and costs to completion, provision for losses to completion and/or write off of costs carried to inventory are made on projects where the expected revenues are lower than the estimated costs to completion. In the opinion of the management, the net realisable value of the construction work in progress will not be lower than the costs so included therein.
2. The Company has availed cash credit facilities and short term loans, which are secured by hypothecation of inventories.

8 - Investment

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Designated at Fair Value Through Profit and Loss		
Quoted investments		
Investment in mutual funds	711.75	–
	711.75	–
Other disclosures		
Aggregate carrying value of quoted investments		
Market value of quoted investments	711.75	–

9 - Trade receivables

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Trade receivables		
(a) Unsecured-Undisputed considered good	4,105.57	1,052.81
Add : Credit impaired	3.00	3.00
	4,108.57	1,055.81
Less : Allowance for credit losses	(3.00)	(3.00)
(b) Unsecured-Disputed considered good	–	–
Total	**4,105.57**	1,052.81
Of the above, trade receivables from:		
- Related Parties*	–	–
- Others	4,105.57	1,052.81
Total	**4,105.57**	1,052.81

* No trade or other receivable are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.

9a - Ageing for trade receivables from the due date of payment for each of the category is as follows:

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Undisputed Trade Receivable - Considered good - unsecured		
Not Due	**–**	2.49
0 months - 6 months	**3,975.42**	988.95
6 months -1 year	**104.30**	51.93
More than 1 years	**25.86**	9.44
Disputed Trade Receivables		
More than 1 years	**–**	–
Total	**4,105.57**	1,052.81

10 - Cash and Bank Balances

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Cash and cash equivalents		
Balances with banks	**411.60**	288.45
Total Cash and cash equivalent (considered in Statement of Cash Flows)	**411.60**	288.45
Other Bank Balances		
Balances with Banks:		
(i) On Margin Accounts	**547.55**	49.55
(ii) Fixed Deposits with original maturity greater than 3 months	**–**	–
Total Other Bank Balances	**547.55**	49.55

11 - Loan

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Measured at amortised cost		
a) Loans to related parties		
- Unsecured, considered good	**4,750.00**	–
Total	**4,750.00**	–

12 - Other Current Financial Assets

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Financial assets at amortised cost		
Interest Accrued on Fixed Deposits	**75.07**	8.59
Total	**75.07**	8.59

13 - Other Current Assets

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
(i) Advance to vendors	**220.93**	297.47
(ii) Prepaid Expenses	**263.59**	700.72
Total	**484.52**	998.19

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

14 - Equity

(a) Equity Share Capital

Rs. In Lakhs

Particulars	As at 31st March 2026 No. of shares	As at 31st March 2026 Amount	As at 31st March 2025 No. of shares	As at 31st March 2025 Amount
Authorised:				
Equity shares of Rs.10 each with voting rights	**50,000**	**5.00**	50,000	5.00
Issued, Subscribed and Fully Paid:				
Equity shares of Rs.10 each with voting rights	**50,000**	**5.00**	50,000	5.00
Total	**50,000**	**5.00**	50,000	5.00

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period

Rs. In Lakhs

Particulars	Opening Balance	Fresh Issue	Bonus	Closing Balance
Equity Shares with Voting rights				
Year Ended 31st March 2026				
No. of Shares	50,000	–	–	50,000
Amount	5.00	–	–	5.00
Year Ended 31st March 2025				
No. of Shares	50,000	–	–	50,000
Amount	5.00	–	–	5.00

(ii) Terms/Rights attached to Equity Shares

The company has only one class of Equity shares having a par value of Rs 10/- per share. Each holder of Equity Shares is entitled to one vote per share. Repayment of capital on liquidation will be in proportion to the number of equity shares held.

(iii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	No. of Shares Equity Shares with Voting rights
As at 31st March 2026	
Mahindra Lifespace Developers Limited, the Holding Company	50,000
As at 31st March 2025	
Mahindra Lifespace Developers Limited, the Holding Company	50,000

(iv) Details of shareholdings by the Promoter's of the Company

Class of shares / Name of shareholder	As at 31st March 2026 Number of shares held	As at 31st March 2026 % holding	As at 31st March 2025 Number of shares held	As at 31st March 2025 % holding	% change during the period
Equity shares with voting rights					
Mahindra Lifespace Developers Limited	**50,000**	**100.00%**	50,000	100.00%	0.00%

(b) Other Equity

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Retained earnings	**1,101.97**	(2,621.49)
Total	**1,101.97**	(2,621.49)

Description of the nature and purpose of other equity

Retained Earnings: This reserve represents cumulative profit or losses of the Company and effects of remeasurement of defined benefit obligations. This reserve can be utilised in accordance with the provisions of Companies Act, 2013.

15 - Non-Current Borrowings

Rs. In Lakhs

Particulars	Rate of Interest	As at 31st March 2026	As at 31st March 2025
Unsecured Borrowings - at amortised Cost			
Loans from related parties			
- Mahindra Infrastructure Developers Limited	9.50%	**–**	1,617.00
Total		**–**	1,617.00

16 - Provisions

Rs. In Lakhs

Particulars	As at 31st March 2026 Current	As at 31st March 2026 Non-Current	As at 31st March 2025 Current	As at 31st March 2025 Non-Current
(a) Provision for employee benefits	**–**	**–**	–	–
(b) Other Provisions				
-Defect Liability provision	**256.90**	**–**	38.41	–
Total	**256.90**	**–**	38.41	–

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

Defect Liability Provisions:

Provision for defect liability represents present value of management's best estimate of the future outflow of economic resources that will be required in respect of residential units when control over the property has been transferred to the customer, the estimated cost of which is accrued during the period of construction, upon sale of units and recognition of related revenue. Management estimates the related provision for future defect liability claims based on historical cost of rectifications and is adjusted regularly to reflect new information. The residential units are generally covered under the defect liability period limited to 5 years from the date when control over the property has been transferred to the customer.

17 - Current Borrowings

Rs. In Lakhs

Particulars	Rate of Interest	As at 31st March 2026	As at 31st March 2025
A. Secured Borrowings			
- From Banks- Overdraft*	**9.95%**	**–**	–
Total		**–**	–

*The overdraft facility from bank Rs. Nil Lakhs (Previous Year Rs. Nil Lakhs) is secured by First pari passu charge on current asset (Stocks and book debts)

18 - Trade Payables

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Trade payable - Micro and small enterprises*	**176.31**	216.05
Trade payable - Other than micro and small enterprises	**7,094.22**	1,686.12
Total	**7,270.53**	1,902.17

Trade Payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.

*This information has been determined to the extent such parties have been identified on the basis of intimation received from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006. Based on the information available with the Company dues outstanding in respect to Micro, Small and Medium Enterprises as of Balance Sheet Date are shown as above.

Micro Small and Medium Enterprises Development Act, 2006
The amount due to Micro and Small Enterprises as defined in the "Micro, Small and Medium Enterprises Development, Act, 2006" has been determined to the extent such parties have been identified on the basis of information available with the Company. The disclosure relating to Micro and Small Enterprises as at 31st March 2026 are as under:

Disclosures required under Section-22 of the Micro Small and Medium Enterprises Development Act, 2006

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
(i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year	**176.31**	216.05
- Principal amount due to micro and small enterprises	**–**	–
- Interest due on above	**–**	–
(ii) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	**–**	–
(iii) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	**–**	–
(iv) The amount of interest accrued and remaining unpaid at the end of each accounting year.	**–**	–
(v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	**–**	–

18 a - Ageing for trade payable from the due date of payment for each of the category is as follows:

Rs. In Lakhs

Particulars	As at 31st March, 2026	As at 31st March, 2025
Undisputed dues of micro enterprises and small enterprises		
Unbilled	**51.02**	64.70
Not Due	**108.91**	145.66
0 months - 1 year	**15.91**	5.70
1-2 Years	**0.47**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Undisputed dues of creditors other than micro enterprises and small enterprises		
Unbilled	**398.77**	680.00
Not Due	**6,537.04**	954.83
0 months - 1 year	**143.23**	34.26
1-2 Years	**1.16**	7.03
2-3 years	**4.04**	4.89
More than 3 years	**9.97**	5.10
Total	**7,270.53**	1,902.17

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

19 - Other Financial Liabilities

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Current		
Interest accrued on borrowings	**–**	857.03
Total	**–**	857.03

20 - Other Current Liabilities

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
(a) Advances received from customers	**10,433.56**	22,067.41
(b) Statutory dues		
- Tax Deducted at sources	**154.78**	46.71
Total	**10,588.34**	22,114.12

21 - Revenue from Operations

Rs. In Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Revenue from Projects	**29,545.59**	71.61
Total	**29,545.59**	71.61

(1) Contract Balances

a) Amounts received before the related performance obligation is satisfied are included in the balance sheet (Contract liability) as "Advances received from Customers" in Note-18. Amounts billed for development milestone achieved but not yet paid by the customer are included in the balance sheet under trade receivables in Note No.8.

b) During the year, the Company recognised Revenue of Rs. 17,927.59 lakhs from opening contract liability of Rs 22,067.41 lakhs and during previous year company recognised revenue of Rs. 13.84 lakhs from opening contract liability of Rs.12,680.01 lakhs.

c) There were no significant changes in the composition of the contract liabilities and Trade receivable during the reporting period other than on account of periodic invoicing and revenue recognition.

d) Amounts previously recorded as contract liabilities increase due to further milestone based invoices raised during the year and decrease due to revenue recognised during the year on completion of the construction.

e) Amounts previously recorded as Trade receivables increase due to further milestone based invoices raised during the year and decrease due to collections during the year.

f) The aggregate value of performance obligations that are completely or partially unsatisfied as at March 31, 2026 is Rs. 13,879.04 lakhs (Previous Year Rs. 35,193.35 lakhs). Out of this, the Company expects to recognize revenue of around 17% within the next one year. This includes contracts that can be terminated for convenience with a penalty as per the agreement since, based on current assessment, the occurrence of the same is expected to be remote.

(2) Reconciliation of revenue recognized with the contracted price is as follows:

Rs. In Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Contracted price	**29,545.59**	71.61
Input Tax Credit	**–**	–
Revenue recognised as per Statement of Profit & Loss	**29,545.59**	71.61

(3) Contract Costs

Rs. In Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Costs to obtain contracts	**263.59**	700.72

a) The Company incurs commissions that are incremental costs of obtaining a contract with a customer. Under Ind AS 115, the Company recognises the incremental costs of obtaining a contract as assets under Prepaid Expenses under note no. 11 - Other Current Assets and amortises it upon completion of the related property sale contract.

b) For the year ended 31st March, 2026, amortisation amounting to Rs 769.77 lakhs (Previous Year Rs. 53.04 lakhs) was recognised as Subvention Interest, Compensation to Customers and Brokerage cost in note no. 21 - Operating Expneses and note no. 24 - Other Expenses. There were no impairment loss in relation to the costs capitalised.

22 - Other Income

Rs. In Lakhs

Particulars	For the Year ended 31st March 2026	For the Year ended 31st March 2025
(a) Interest Income		
- On Bank Deposits	**7.26**	3.58
- On Inter Corporate Deposits	**67.90**	–
- On Customer delay payment	**47.28**	30.34
- On Income tax refund	**0.09**	3.61
(b) Profit on sale of mutual funds	**51.12**	2.52
(c) Scrap sale	**214.62**	–
(d) Fair value gain or loss on investment carried at FVTPL	**1.78**	–
(e) Miscellaneous Income	**0.20**	13.07
Total	**390.25**	53.12

23 - Cost of Sales

Rs. In Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Cost of materials consumed	**23,933.76**	58.56
Operating Expenses	**769.77**	0.35
Total	**24,703.53**	58.91

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

24 - Employee Benefits Expense

Rs. In Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Salaries and wages, including bonus	–	5.14
Contribution to provident and other funds	–	3.24
Staff welfare expenses	1.87	0.49
Less : Allocated to projects	–	–
Total	**1.87**	8.87

25 - Finance Cost

Rs. In Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest on Loan from related parties	**54.74**	379.31
Interest on Overdraft	–	–
Less: Allocated to Projects	**(1.87)**	(223.59)
Total	**52.87**	155.72

26 - Other Expenses

Rs. In Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Advertisement and Marketing Expenses	**67.69**	126.67
Legal and Professional Fee	**18.84**	22.49
Repairs and Maintenance	**0.95**	17.14
Rates and taxes	**14.83**	9.78
Compensation to customers	–	52.69
Loss on Disposal of PPE	**0.03**	–
Remuneration to auditors:		
For Statutory Audit Fees	**9.28**	6.82
For Tax Audit Fees	–	0.83
For Other Services	**3.44**	3.76
Miscellaneous Expenses	**32.54**	19.47
Total	**147.60**	259.65

27 - Earnings Per Share

Basic and Diluted Earnings Per Share

The earnings and weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows:

Rs. In Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Profit/(loss) for the year attributable to owners of the Company	**3,723.59**	(274.87)
Weighted average number of equity shares (nos.)	**50,000**	50,000
Earnings per share - Basic and Diluted	**7,447.18**	(549.74)

The weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Opening No. of Equity Shares	**50,000**	50,000
Additions	**–**	–
Closing No. of Equity Shares	**50,000**	50,000
Weighted average number of equity shares used in the calculation of Basic and diluted EPS	**50,000**	50,000

28 - Financial Instruments

Capital management

The Company's capital management objectives are:

– safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders

– maintain an optimal capital structure to reduce the cost of capital.

The Management of the Company monitors the capital structure using debt equity ratio which is determined as the proportion of total debt to total equity.

Rs. In Lakhs

Particulars	As at 31st March, 2026	As at 31st March, 2025
Debt (A)	**–**	1,617.00
Equity (B)	**1,106.97**	(2,616.49)
Debt Ratio (A / B)	**–**	(0.62)

Categories of financial assets and financial liabilities

The following tables shows the carrying amount and fair values of financial assets and financial liabilities by category:

Rs. In Lakhs

As at 31st March, 2026 Particulars	Amortised Costs	FVTPL	FVOCI	Total
Non-current Assets				
Loans & Advances	**274.95**	**–**	**–**	**274.95**
Current Assets				
Investment	**–**	**711.75**	**–**	**711.75**
Trade Receivables	**4,105.57**	**–**	**–**	**4,105.57**
Other Bank Balances	**547.55**	**–**	**–**	**547.55**
Other Financial Assets				
- Non Derivative Financial Assets	**75.07**	**–**	**–**	**75.07**

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

Rs. In Lakhs

As at 31st March, 2026 Particulars	Amortised Costs	FVTPL	FVOCI	Total
Non-current Liabilities				
Borrowings	–	–	–	–
Current Liabilities				
Borrowings	–	–	–	–
Trade Payables	**7,270.53**	–	–	**7,270.53**
Other Financial Liabilities				
- Non Derivative Financial Liabilities	–	–	–	–

Rs. In Lakhs

As at 31st March, 2025 Particulars	Amortised Costs	FVTPL	FVOCI	Total
Non-current Assets				
Loans & Advances	270.41	–	–	270.41
Current Assets				
Trade Receivables	1,052.81	–	–	1,052.81
Other Bank Balances	49.55	–	–	49.55
Other Financial Assets				–
- Non Derivative Financial Assets	8.59	–	–	8.59
Non-current Liabilities				
Borrowings	1,617.00	–	–	1,617.00
Current Liabilities				
Borrowings	–	–	–	–
Trade Payables	1,902.17	–	–	1,902.17
Other Financial Liabilities				–
- Non Derivative Financial Liabilities	857.03	–	–	857.03

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factor.

Credit Risk

Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises from cash and cash equivalents, investments carried at amortised cost, deposits with banks and financial institutions as well as credit exposures to customers including outstanding receivables.

Trade Receivables:

The Company's trade receivables include receivables on sale of residential flats. As per the Company's flat handover policy, a flat is handed over to a customer only upon payment of entire amount of consideration. Thus, the Company is not exposed to any credit risk on receivables from sale of residential flats.

Balances with Banks, mutual funds and other financial assets:

For banks and financial institutions, only high rated banks/institutions are accepted. The Company holds cash and cash equivalents with bank and financial institution counterparties, which are having highest safety ratings based on ratings published by various credit rating agencies. The Company considers that its cash and cash equivalents have low credit risk based on external credit ratings of the counterparties.

For other financial assets, the Company assesses and manages credit risk based on reasonable and supportive forward looking information. The Company does not have significant credit risk exposure for these items.

Liquidity Risk

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Currency Risk

Foreign currency risk is the risk that the fair value or the future cash flows of an exposure will fluctuate because of changes in the foreign exhange rate. The company has not undertaken any transaction in foreign currency during the year ended March 31, 2026.

Rs. In Lakhs

Particulars	Less than 1 Year	1 Year to 3 Years	3 Years to 5 Years
31st March, 2026			
Non-current Liabilities			
Borrowings	–	–	–
Current Liabilities			
Borrowings	–	–	–
Trade Payables	7,270.53	–	–
Other Financial Liabilities			
- Non Derivative Financial Liabilities	–	–	–
Total	**7,270.53**	**–**	**–**
31st March, 2025			
Non-current Liabilities			
Borrowings	–	1,617.00	–
Current Liabilities			
Borrowings	–	–	–
Trade Payables	1,902.17	–	–
Other Financial Liabilities			
- Non Derivative Financial Liabilities	857.03	–	–
Total	**2,759.20**	**1,617.00**	**–**

(iii) Financing arrangements

The Company had access to following undrawn borrowing facilities at the end of the reporting period:

Rs. In Lakhs

Particulars	As at 31st March, 2026	As at 31st March, 2025
Secured Cash Credit facility		
- Expiring within one year	**1,000.00**	1,000.00
Total	**1,000.00**	1,000.00

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Rs. In Lakhs

Particulars	Less than 1 Year	1 Year to 3 Years	3 Years to 5 Years
31st March 2026			
Non-current Assets			
Loans & Advances	–	274.95	–
Current Assets			
Investments	711.75	–	–
Trade Receivables	4,105.57	–	–
Other Bank Balances	547.55	–	–
Other Financial Assets			
- Non Derivative Financial Assets	75.07	–	–
Total	**5,439.94**	**274.95**	**–**
31st March 2025			
Non-current Assets			
Loans & Advances	–	270.41	–
Current Assets			
Trade Receivables	1,052.81	–	–
Other Bank Balances	49.55	–	–
Other Financial Assets			
- Non Derivative Financial Assets	8.59	–	–
Total	**1,110.95**	**270.41**	**–**

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and floating rate loans and borrowings.

29 - Fair Value Measurement

Fair value of financial assets and financial liabilities that are not measured at fair value

Rs. In Lakhs

Particulars	As at 31st March, 2026 Carrying amount	As at 31st March, 2026 Fair value	As at 31st March, 2025 Carrying amount	As at 31st March, 2025 Fair value
Financial assets				
Financial assets carried at Amortised Cost				
- Loans & Advances (Non-Current)	**274.95**	**274.95**	270.41	270.41
- Trade Receivables	**4,105.57**	**4,105.57**	1,052.81	1,052.81
- Cash and Cash Equivalents	**411.60**	**411.60**	288.45	288.45
- Other Bank Balances	**547.55**	**547.55**	49.55	49.55
- Other Financial Assets	**75.07**	**75.07**	8.59	8.59
Total	**5,414.74**	**5,414.74**	1,669.81	1,669.81
Financial liabilities				
Financial liabilities held at amortised cost				
- Non-Current Borrowings	**–**	**–**	1,617.00	1,617.00
- Borrowings	**–**	**–**	–	–
- Trade Payables	**7,270.53**	**7,270.53**	1,902.17	1,902.17
- Other Financial Liabilities	**–**	**–**	857.03	857.03
Total	**7,270.53**	**7,270.53**	4,376.20	4,376.20

Fair value hierarchy as at 31st March 2026

Rs. In Lakhs

Particulars	Level 1	Level 2	Level 3
Financial assets			
Financial assets carried at Amortised Cost			
- Loans & Advances (Non-Current)	–	274.95	–
- Investments	711.75	–	–
- Trade Receivables	–	4,105.57	–
- Cash and Cash Equivalents	–	411.60	–
- Other Bank Balances	–	547.55	–
- Other Financial Assets	–	75.07	–
Total	**711.75**	**5,414.74**	**–**
Financial liabilities			
Financial liabilities held at amortised cost			
- Non-Current Borrowings	–	–	–
- Borrowings	–	–	–
- Trade Payables	–	7,270.53	–
- Other Financial Liabilities	–	–	–
Total	**–**	**7,270.53**	**–**

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

Rs. In Lakhs

Fair value hierarchy as at 31st March 2025

Particulars	Level 1	Level 2	Level 3
Financial assets			
Financial assets carried at Amortised Cost			
- Loans & Advances (Non-Current)	–	270.41	–
- Trade Receivables	–	1,052.81	–
- Cash and Cash Equivalents	–	288.45	–
- Other Bank Balances	–	49.55	–
- Other Financial Assets	–	8.59	–
Total	**–**	**1,669.81**	**–**
Financial liabilities			
Financial liabilities held at amortised cost			
- Non-Current Borrowings	–	1,617.00	–
- Borrowings	–	–	–
- Trade Payables	–	1,902.17	–
- Other Financial Liabilities	–	857.03	–
Total	**–**	**4,376.20**	**–**

30 - Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund and Superannuation Fund aggregating NIL (previous year Rs. 3.24 lakhs) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

Principal Actuarial Assumptions

Particulars	For the Year ended 31st March 2026	For the Year ended 31st March 2025
Discount rate	–	–
Retirement age	–	–
Average Mortality	–	–
Salary escalation	–	–

Reconciliation of Benefit Obligation

Rs. In Lakhs

Change in defined benefit obligations (DBO)	For the Year ended 31st March 2026	For the Year ended 31st March 2025
Present value of DBO at beginning of the year	–	–
Current service cost	–	–
Transfer In/ (Out)	–	–
Interest cost	–	–

Rs. In Lakhs

Change in defined benefit obligations (DBO)	For the Year ended 31st March 2026	For the Year ended 31st March 2025
Actuarial (gains) / losses	–	–
Past Service Cost	–	–
Benefits paid	–	–
Present value of DBO at the end of the year	**–**	**–**

Expenses recognised in the statement of profit and loss

Rs. In Lakhs

Components of employee benefit expenses	For the Year ended 31st March 2026	For the Year ended 31st March 2025
Current service cost	–	–
Past Service Cost	–	–
Interest cost	–	–
Total expense recognised in the statement of profit and loss	**–**	**–**

Rs. In Lakhs

Components of other comprehensive income	For the Year ended 31st March 2026	For the Year ended 31st March 2025
Actuarial (Gain)/Loss on obligation	–	–
Components of defined benefit costs recognised in other comprehensive income	**–**	**–**

Rs. In Lakhs

Net Asset/(Liability) recognised in the Balance Sheet	For the Year ended 31st March 2026	For the Year ended 31st March 2025
Present value of defined benefit obligation as at 31st March	–	–
Fair value of plan assets as at 31st March	–	–
Surplus/(Deficit)	–	–
Current portion of the above	–	–
Non current portion of the above	–	–

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Rs. In Lakhs

Principal assumption		Changes in assumption	Impact on defined benefit obligation: PO as on Valuation date on account of increase in assumption	PO as on Valuation date on account of decrease in assumption
Discount rate	2026	1.00%	–	–
	2025	1.00%	–	–
Salary growth rate	2026	1.00%	–	–
	2025	1.00%	–	–

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

31 - Disclosure as per section 186(4) of Companies Act, 2013

Loans and advances in the nature of loans given to subsidiaries, joint ventures, firms / companies in which directors are interested:

Rs. In Lakhs

Name of the party	Relationship	Amount outstanding as at 31st March, 2026	Maximum balance outstanding during the year	Amount outstanding as at 31st March, 2025
Knowledge Township Limited*	Fellow Subsidiary	4,750	4,750	–

* Mrs. Parveen Mahtani (Director) is also director on the board of Mahindra Bloomdale Developers Limited.

The above inter corporate deposit have been given for general business purposes.

32 - Related Party Disclosures

(a) Related Parties where control exists

(i) Ultimate Holding Company

Mahindra & Mahindra Limited

(ii) Holding Company

Mahindra Lifespace Developers Limited (wholly owned subsidiary w.e.f. 29th May 2018)

(b) Other Parties with whom transaction have taken place during the year

(i) Fellow Subsidiaries

Knowledge Township Limited

Mahindra Infrastructure Developers Limited

(ii) Joint Ventures

Mahindra World City Developers Limited

Mahindra World City (Jaipur) Limited

(iii) Key Managerial Personnel

Ms. Amrita Chowdhury

Details of related party transactions and balances outstanding as at 31st March, 2026

Rs in Lakhs

Nature of transactions	Mahindra & Mahindra Limited		Mahindra Lifespace Developers Limited		Knowledge Township Limited		Key Managerial Personnel		Mahindra Infrastructure Developers Limited		Mahindra World City (Jaipur) Limited	
	31-Mar-26	31-Mar-25	31-Mar-26	31-Mar-25	31-Mar-26	31-Mar-25	31-Mar-26	31-Mar-25	31-Mar-26	31-Mar-25	31-Mar-26	31-Mar-25
Transactions for the year ended												
(Income)/Expenses												
Availment of services	1.00	1.00	–	–	–	–	–	–	–	–	–	–
Sale of Goods	–	–	214.62	–	–	–	–	–	–	–	–	–
Purchase of Goods	–	–	–	18.74	–	–	–	–	–	–	–	–
Inter corporate deposit taken	–	–	–	–	–	–	–	–	–	–	–	–
Interest on ICD Expense	–	–	–	214.96	–	–	–	–	50.87	155.72	–	–
Inter corporate deposit repaid to Related Party	–	–	–	4,200.00	–	–	–	–	1,617.00	–	–	–
Inter corporate deposit Given	–	–	–	–	4,750.00	–	–	–	–	–	–	–
Inter corporate deposit repaid by Related Party	–	–	–	–	–	–	–	–	–	–	–	–
Sale of Fixed Assets	–	–	–	–	–	–	–	–	–	–	–	–
Interest on ICD Income	–	–	–	–	67.89	–	–	–	–	–	–	–
Reimbursement made to parties	2.94	6.38	29.08	39.95	–	–	–	–	–	–	–	1.75
Director sitting fees	–	–	–	–	–	–	1.20	0.90	–	–	–	–
Outstandings as on Balance Sheet date												
Liability/(Asset)												
Payable Towards ICD Interest	–	–	–	331.47	–	–	–	–	–	525.56	–	–
Payable Towards Purchase of services	–	0.25	14.15	8.73	–	–	–	–	–	–	–	–
Other Advances Recoverable	–	–	–	–	–	–	–	–	–	–	–	–
Payable Towards ICD	–	–	–	–	–	–	–	–	–	1,617.00	–	–
Receivable Towards ICD	–	–	–	–	4,750.00	–	–	–	–	–	–	–
Receivables	0.19	–	255.56	–	61.11	–	–	–	–	–	–	–

Note: Related parties have been identified by the Management.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

33 - Contingent Liabilities

Particulars	For the year ended 31st March 2026	Rs In Lakhs For the year ended 31st March 2025
(i) Income Tax Matter under appeal		
In respect of certain business incomes re-classified by the Income tax Department as income from house property and other disallowances, the Company has partially succeeded in appeal and is pursuing the matter further with the appropriate appellate authorities	**46.35**	46.35
(ii) Indirect Tax Matters under appeal		
VAT, Service Tax and Entry Tax claims disputed by the Company relating to issues of applicability and interest on demand. The Company is pursuing the matter with the appropriate Appellate Authorities.	**106.02**	106.02
(iii) Other matters		
Legal litigation	**80.00**	1.45

34 - Segment Reporting

The Company operates in one segment namely Project and Development activity, hence separate segment reporting has not been made under Indian Accounting Standard (Ind- AS 108)-"Operating Segment". The operation of company comprises a single geographical segment, India.

35 - Financial Ratios

Rs. In Lakhs

Sr. No.	Particulars	Numerator	Denominator	For the year ended March 31, 2026	For the year ended March 31, 2025	% Variance	Reasons for Variance
a)	Current Ratio	Current Assets	Current Liabilities	1.02	0.89	15.53%	Not material
b)	Debt Equity Ratio	Net Debt	Equity	–	(0.62)	-100.00%	Decrease in ratio due to repayment of ICD to MLDL of Rs. 1617 Lakhs.
c)	Debt Service Coverage Ratio (DSCR)	EBDITA	Total Debt	92.85	(0.10)	-91548.35%	Increase in ratio due to below reasons. - Repayment of ICD Rs. 1617.00 lakhs. - Profit before tax improved to Rs. 5,222.78 lakhs in the current year from a loss of Rs. 367.13 lakhs in the previous year, resulting in a favorable variance in the profit ratio.
d)	Return of Equity	PAT	Average Networth	4.93	0.11	4384.98%	Increase in ratio due to increase in Revenue from Operations by Rs. 29,473.98 Lakhs and Increase of Profit after tax Rs. 4,183.22 Lakhs as compared to previous year.
e)	Inventory Turnover ratio	Turnover	Average Inventory	2.18	0.00	59743.76%	Increase in ratio due to increase in Turnover by Rs. 29,811.11 Lakhs. as compared to previous year.
f)	Trade Receivables turnover ratio	Turnover	Average Trade Receivables	11.46	0.05	22810.75%	Increase in ratio due to Increase in Turnover by Rs. 29,473.98 Lakhs. as compared to previous year.
g)	Trade Payable turnover ratio	COGS	Average Trade payable	5.39	0.03	17854.38%	Increase in ratio due to Increase in COGS by Rs. 24,444.62 Lakhs. as compared to previous year.
h)	Net capital turnover ratio,	Turnover	Average Working Capital	(24.40)	(0.13)	18672.87%	Increase in ratio due to increase in Turnover, repayment of loan and Intercoroporate loan given to group company.
i)	Net profit ratio	PAT	Revenue	0.13	(3.84)	-103.28%	Increase in ratio due to Increase in PAT & increase in revenue as compared to previous year.
j)	Return on Capital employed	PAT	Borrowing	4.54	0.37	1126.33%	Increase in ratio due to increase in Profit after tax as compared to previous year.

Schedule III require explanation where the change in the ratio is more than 25% as compared to the preceding year.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2026

36 Disclosure Of Struck Off Companies

The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

37 Discrepancies between books of accounts & quarterly statements submitted to banks

The company has complied with the requirement of filing of quarterly returns/statements of current assets with the banks or financial institutions as required by bank time to time.

38 Unhedged Foreign Currency Exposure

The Company has no foreign currency exposure during the current year and previous year.

39 Additional regulatory information

a) Details of benami property held

The company do not have any benami property and no proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

b) Corporate Social Responsibility (CSR)

The provisions of Corporate Social Responsibility (CSR) expenditure are not applicable to the company.

c) Utilisation of borrowed funds and securities premium

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

d) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

e) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

f) Registration of Charges or satisfaction with Registrar of Companies (ROC)

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

40 Leases

The company does not have any leasing arrangement during the year ended March 31, 2026.

41 Events after the reporting period

No material events have occurred after the Balance Sheet date and upto the approval of the Financial Statements.

42 Previous Year Figures

The figures for previous year have been regrouped/reclassified wherever necessary to conform to current year's grouping/classification.

As per our report of even date
For B.K.Khare & Co
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No.: 215782
Place : Chennai
Date : 21st April 2026

For and on behalf of the Board of Directors of
Mahindra Bloomdale Developers Limited

Parveen Mahtani
Director
DIN No. 05189797
Place : Mumbai
Date : 21st April 2026

Vimalendra Singh
Director
DIN No. 09128114
Place : Mumbai
Date : 21st April 2026

INDEPENDENT AUDITOR'S REPORT

To The Members of Mahindra Industrial Park Chennai Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Ind AS Financial Statements of Mahindra Industrial Park Chennai Limited ("the Company"), which comprise the Balance sheet as at March 31, 2026, the Statement of Profit and Loss, including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information. (herein after referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its Profit and total comprehensive Income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report and the related annexures but does not include the Financial Statements and our Auditors' report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other legal and regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
   d) In our opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act.
   e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
   f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements;
   g) In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year and hence provisions of Section 197 of the Companies Act, 2013 are not applicable.
   h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of the Rule 11 of the Companies (Audit and Auditors)

Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company did not have any pending litigations which would impact its financial position

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to the Investor Education and Protection Fund by the Company.

(iv) (a) The management of the company has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

(b) The management has represented that, to the best of it's knowledge and belief, other than as disclosed in the notes to accounts, no funds have been received by the company or any of such subsidiaries from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company or any of such subsidiaries shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provided any guarantee, security or the like on behalf of the Ultimate beneficiaries; and

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice or other auditors that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

(v) The Company has declared dividend during the year.

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with.

For **B. K. Khare & Co.**
Chartered Accountants
(Firm Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782AGKBZG8870

Place: Chennai
Date: April 20, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls over financial reporting of **Mahindra Industrial Park Chennai Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting with reference to these financial statements.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE FINANCIAL STATEMENTS

A company's internal financial control over financial reporting with reference to these financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these financial statements includes those policies and procedures that(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING WITH REFERENCE TO THESE FINANCIAL STATEMENTS

Because of the inherent limitations of internal financial controls over financial reporting with reference to these financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to these financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material

respects, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls system over financial reporting with reference to these financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
(Firm Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782AGKBZG8870

Place: Chennai
Date: April 20, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

i. In respect of its Property, Plant and Equipment:

(a) (A) According to the information and explanations given to us, the Company has generally maintained proper records showing particulars, including quantitative details and situation of property, plant and equipment and investment properties. However, quantitative details and situation of certain property, plant and equipment and investment properties.

(B) The Company does not have any intangible assets. Hence, reporting under Clause 3(i)(a)(B) of the Order is not applicable to the Company

(b) The property, plant and equipment and investment properties are physically verified by the Company once in two years. The physical verification of property, plant and equipment and investment properties was conducted in the current financial year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment and investment properties. In accordance with the programme, the company has physically verified certain property, plant and equipment during the year and no material discrepancies were noticed on such verification.

(c) With respect to immoveable properties of land that are freehold, according to the information and explanations given to us and the records examined by us and based on the examination of the original title deeds / Land Delivery Receipts (LDR's) issued by Government provided to us, we report that, the title deeds of such immovable properties are held in the name of the Company as at the balance sheet date.

ii. (a) In our opinion and according to the information and explanations given to us, having regard to the nature of inventory, the physical verification by way of verification of title deed, certificate received from third party confirming the inventory, site visits by the management and certification of extent of work completion by competent persons are done at reasonable intervals and no material discrepancies were noticed on physical verification.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

iii. According to the information and explanations given to us, the Company has not made any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act with respect to investments made. The Company has not granted any loans or provided any guarantee or security during the year to the parties covered under Sections 185 and 186 of the Act.

v. According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under, where applicable. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

vi. The maintenance of cost records has been specified by the Central Government under Section 148(1) of the Act. We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government under subsection (1) of Section 148 of the Act and are of the opinion that, prima facie, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

vii. According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. The amounts deducted / accrued in the books of account in respect of undisputed statutory dues of Income-tax have generally been regularly deposited during the year by the Company with the appropriate authorities, though there have been slight delays in a few cases. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable

viii. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

ix. a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date

e) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

f) According to the information and explanations given to us and based on the audit procedures performed by us, we report that the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies. Accordingly, the reporting under Clause 3(ix)(f) of the Order is not applicable to the Company.

x. a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

xi. a) During the course of our examination of books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company by noticed or reported during the year, nor have we been informed of any such case by the management.

b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

xii. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

xiv. a) In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

b) We have considered the Internal Audit reports of the Company issued till date for the period under audit.

xv. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company, Associate, Joint venture or persons connected with them during the year and hence provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under (xv) of the Order is not applicable to the Company.

xvi. a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause (xvi) of the Order is not applicable to the Company.

b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) and 3(xvi)(d) of the Order is not applicable to the Company.

Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

xvii. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year. The Company has incurred cash losses of Rs. 152.81 Lakhs in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

xx. (a) According to the information and explanations given to us, in respect of other than ongoing projects, the Company has no unspent amount that needs to be transferred to a Fund specified in Schedule VII to the Act in compliance with second proviso to sub-section (5) of Section 135 of the Act.

(b) According to the information and explanations given to us, in respect of ongoing projects, the Company has no unspent amount which needs to be transferred to a special account in compliance with sub-section (6) of Section 135 of the Act.

For **B. K. Khare & Co.**
Chartered Accountants
(Firm Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782AGKBZG8870

Place: Chennai
Date: April 20, 2026

BALANCE SHEET AS AT MARCH 31, 2026

(Rs. In Lakhs)

Particulars	Note No.	As at 31 March, 2026	As at 31 March, 2025
ASSETS			
Non-current assets			
(a) Property, Plant and Equipment	3	**2,614.73**	2,459.07
(b) Right of Use Assets	3.1	**22.47**	–
(c) Capital Work in Progress	4	**530.31**	307.95
(d) Financial Assets			
(i) Other Financial Assets	5	**200.91**	108.28
		3,368.42	2,875.30
Current assets			
(a) Inventories	7	**28,350.06**	35,507.34
(b) Financial assets			
(i) Investments	9B	**25,053.73**	1,530.23
(ii) Trade Receivables	8	**60.87**	11.72
(iii) Cash and Cash Equivalents	9A	**53.97**	5.46
(iv) Other Financial Assets	5	**5.65**	0.20
(c) Other current assets	10	**26.21**	791.16
		53,550.49	37,846.11
Total Assets		**56,918.91**	40,721.41
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share capital	11	**39,500.00**	38,000.00
(b) Other Equity			
(i) Securities Premium	12	**900.00**	900.00
(ii) Retained Earnings	12	**6,207.50**	576.06
Total Equity		**46,607.50**	39,476.06
Non-current liabilities			
(a) Financial Liabilities			
(i) Borrowings		**–**	–
(ii) Lease Liabilities	29	**17.06**	–
(iii) Other Financial Liabilities	13A	**0.09**	0.06
(b) Other Liabilities	13B	**247.05**	151.25
(c) Provisions	14	**59.22**	45.27
(d) Deferred Tax Liability	6	**125.21**	39.85
		448.63	236.43
Current liabilities			
(a) Financial Liabilities			
(i) Lease Liabilities	29	**5.73**	–
(ii) Trade Payable			
Total outstanding dues of micro enterprises and small enterprises	15	**25.43**	8.69
Total outstanding dues of creditors other than micro enterprises and small enterprises	15	**1,096.75**	343.55
(ii) Other Financial Liabilities	13A	**8,301.31**	613.66
(b) Provisions	14	**10.84**	11.40
(c) Other Current Liabilities	16	**422.72**	31.62
		9,862.78	1,008.92
Total Equity and Liabilities		**56,918.91**	40,721.41
Summary of Material Accounting Policies			

The accompanying notes 1 to 40 are an integral part of these financial statements

In terms of our report of even date
For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No.: 215782

Place: Chennai
Date: 20th April 2026

For and on behalf of the board of directors of
Mahindra Industrial Park Chennai Limited

Parveen Prakash Mahtani
Director
DIN:05189797

Amit Kumar Sinha
Director
DIN:09127387

Vijay Karthik R
Chief Executive Officer

Ankit Kotak
Chief Financial Officer

Aman Desai
Company Secretary
ACS 47990

Place: Chennai
Date: 20th April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

(Rs. in Lakhs)

Particulars	Note No.	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Income			
Revenue from Operations	17A	**26,558.42**	1,889.56
Other Income	17B	**278.24**	134.19
Total income		**26,836.66**	2,023.75
Expenses			
Cost of Sales	18	**16,888.88**	990.50
Operation & Maintenance	19	**264.93**	232.72
Employee Benefits Expense	20	**574.81**	571.99
Depreciation Expenses	3	**120.18**	109.16
Finance Cost	21	**46.55**	–
Other expenses	22	**1,451.49**	411.00
Total Expense		**19,346.84**	2,315.37
Profit/(Loss) before tax		**7,489.82**	(291.62)
Tax expenses			
Current tax		**1,764.32**	–
Earlier year tax	6A	**–**	103.56
Deferred tax Charge /(Reversal)	6C	**85.36**	(29.27)
Total tax expenses		**1,849.68**	74.29
Profit/(Loss) for the year (A)		**5,640.14**	(365.91)
Other Comprehensive Income/(Loss)		**–**	–
Items that will not be reclassified to profit or loss		**–**	–
(a) Remeasurement of the defined benefit plans		**(11.62)**	–
(b) Income tax relating to Items that will not be reclassified to profit or loss	6(b)	**2.92**	–
Other Comprehensive Income for the year (B)		**(8.70)**	–
Total Comprehensive Income for the year (A+B)		**5,631.44**	(365.91)
Earnings per equity share	23		
Basic & Diluted			
Earnings per equity share (face value of Rs. 10/- each)		**1.43**	(0.16)
Summary of Material Accounting Policies			

The accompanying notes 1 to 40 are an integral part of these financial statements

In terms of our report of even date
For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
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Company Secretary
ACS 47990

Place: Chennai
Date: 20th April 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

(Rs. in Lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Cash flow from operating activities		
Profit before tax and exceptional items	**7,489.82**	(291.62)
Non-cash adjustment to reconcile profit before tax to net cash flows:		
Depreciation	**120.18**	109.16
Interest Expense	**46.55**	–
Unrealized Foreign Exchange loss	**34.11**	–
Unrealized Profit from Investments	**(167.13)**	–
Operating Profit before working capital changes	**7,523.53**	(182.46)
Working Capital changes and other adjustments:		–
Increase/(Decrease) in Trade payables	**733.57**	(744.71)
Increase/(Decrease) in Other Current Liabilities	**391.10**	(42.70)
Increase/(Decrease) in Other Financial Liabilities- Current	**7,685.24**	(552.71)
Increase in Other Financial Liabilities- Non Current	**0.03**	0.02
Increase in Provisions	**4.68**	29.45
(Increase) in Trade receivables	**(49.15)**	(3.02)
Decrease/(Increase) in Inventories	**7,157.28**	(19,638.53)
(Increase) in Other Financial assets	**(98.08)**	(63.91)
Increase in Other Liabilities	**95.80**	39.03
Decrease/(Increase) in Other Current Assets	**738.66**	(660.87)
Cash generated from/(used in) operations	**24,182.66**	(21,820.41)
Direct taxes paid (net of refunds)	**(1,738.03)**	(138.28)
Net cash (used in)/from Operating activities (A)	**22,444.63**	(21,958.69)
Cash flows from Investing activities		
Payments for acquistion of property, plant and equipment	**(493.20)**	(451.62)
Proceeds/(Purchase) of Current Investments (Net)	**(23,356.37)**	933.14
Net cash from/(used in) in Investing activities (B)	**(23,849.57)**	481.52
Cash flows from Financing activities		
Proceeds from Inter Corporate Deposit	**200.00**	-
Repayment of Inter Corporate Deposit	**(200.00)**	-
Proceeds from issue of shares	**1,500.00**	21,000.00
Interest Paid	**(46.55)**	-
Net cash from Financing activities (C)	**1,453.45**	21,000.00
Net increase/ (decrease) in cash and cash equivalents (A + B + C)	**48.51**	(477.17)
Cash and cash equivalents at the beginning of the year	**5.46**	482.63
Cash and cash equivalents at the end of the year	**53.97**	5.46
Components of cash and cash equivalents		
Balance with banks		
– on current account	**53.97**	5.46
– Deposit with original maturity of less than three months	**–**	–
Total cash and cash equivalents	**53.97**	5.46

The above Cash Flow Statement has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows' under Section 133 of Companies Act 2013

Summary of Material Accounting Policies (refer note 2)

The accompanying notes 1 to 40 are an integral part of these financial statements

In terms of our report of even date
For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No.: 215782

Place: Chennai
Date: 20th April 2026

For and on behalf of the board of directors of
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Company Secretary
ACS 47990

Place: Chennai
Date: 20th April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

A. Equity Share Capital

Particulars	No. of Shares	Amount in Lakhs
Equity Shares of Rs. 10 each issued, subscribed and fully paid		
As at 1 April, 2024	17,00,00,000	17,000.00
Issued during the year	21,00,00,000	21,000.00
At 31 March, 2025	**38,00,00,000**	**38,000.00**
Issued during the year*	1,50,00,000	1,500.00
As at 31 March, 2026	**39,50,00,000**	**39,500.00**

*Refer Note 11.1

B. Other Equity

(Rs. In Lakhs)

	Reserves and Surplus		
Particulars	**Securities Premium**	**Retained earnings**	**Total**
As at 1 April, 2024	900.00	941.97	1,841.97
Loss for the year	–	(365.91)	(365.91)
As at 31 March, 2025	**900.00**	**576.06**	**1,476.06**
Profit for the year	–	5,631.44	5,631.44
As at 31 March, 2026	**900.00**	**6,207.50**	**7,107.50**

Summary of Material Accounting Policies (refer note 2)

The accompanying notes 1 to 40 are an integral part of these financial statements

In terms of our report of even date
For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No.: 215782

Place: Chennai
Date: 20th April 2026

For and on behalf of the board of directors of
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Ankit Kotak
Chief Financial Officer

Aman Desai
Company Secretary
ACS 47990

Place: Chennai
Date: 20th April 2026

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

1. General Information

Mahindra Industrial Park Chennai Limited ("the Company") was incorporated on December 22, 2014. The Company is in the business of land development for industrial, commercial and residential use. The Company acquires land and incurs expenditure on its development and related infrastructure facilities for lease/sale. The Company is developing a Industrial Park in North Chennai on NH 15.

The Company is a joint venture between Mahindra World City Developers Limited and Sumitomo Corporation SC of Japan.

2. Material Accounting Policies

2.1 Statement of compliance

The financial statements of the Company have been prepared in accordance with IND AS notified under the Companies (Indian Accounting Standards) Rules, 2015 to comply with the Accounting Standards prescribed under Section 133 of the Companies Act, 2013 (to the extent notified and applicable). The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

2.2 Basis of preparation and presentation

The financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

2.3 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable.

2.3.1 Land Lease Premium

Land lease premium is recognized as income upon creation of leasehold rights in favour of the lessee or upon an agreement to create leasehold rights with handing over of possession.

2.3.2 Income from Sub- Lease of Land

The agreement to long term sub-lease of land, including development and provision of infrastructure facilities/services, where substantial risk & rewards are conveyed to the sub-lessee, is considered as sale of land. The Land lease premium is recognised as income upon creation of leasehold rights in favour of the sub-lessee or upon an agreement to create leasehold rights with handing over the possession.

2.3.3 Income from sale of land

Revenue from sale is recognized upon transfer of title to the acquirer.

2.3.4 Income from Operation & Maintenance (O&M)

Income from operation & maintenance charges and water charges are recognized on an accrual basis as per terms of the agreement with the lessees.

2.3.5 Dividend and interest income

Dividend income from investment in mutual funds is recognised when the unit holder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.4 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.4.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates applicable for the financial year.

2.4.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.4.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

2.5 Property, plant and equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.6 Goods and Services Tax (GST)

GST credit on materials purchased/services availed for construction / Input services are taken into account at the time of purchase. GST input credit is accounted for in the books in the period in which the underlying service / goods received is accounted and when there is no uncertainty in availing/ utilising the credits. GST credit on purchase of capital items wherever applicable are taken into account as and when the assets are acquired. The GST credits so taken are utilised for payment of GST on lease of land. The unutilised GST credit is carried forward in the books.

2.7 Borrowing Costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

2.8 Inventories

Inventories are stated at the lower of cost and net realisable value after providing for obsolescence and other losses, where considered necessary. Work in progress includes cost of land and all expenditure incurred in connection with, or attributable to the project, and, being a long-term project, includes interest.

2.9 Cash and cash equivalents (for purposes of Cash Flow Statement)

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.10 Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.11 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) because of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

2.11.1 Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

2.12 Financial instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2.13 Foreign currency transactions and translations

Foreign currency transactions are recorded at exchange rates prevailing on the date of transaction. Monetary assets / liabilities are translated at exchange rates prevailing on the date of settlement or at the year-end as applicable, and gain / loss arising out of such translation is adjusted to the Statement of profit and loss.

2.14 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

2.14.1 Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in profit or loss for FVTOCI debt instruments. For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss.

All other financial assets are subsequently measured at fair value.

2.14.2 Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

2.14.3 Financial assets at fair value through profit or loss (FVTPL)

Debt instruments that do not meet the amortised cost criteria or FVTOCI criteria (see above) are measured at FVTPL. In addition, debt instruments that meet the amortised cost criteria or the FVTOCI criteria but are designated as at FVTPL are measured at FVTPL.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases. The Company has not designated any debt instrument as at FVTPL.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

2.14.4 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, and other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

The impairment requirements for the recognition and measurement of a loss allowance are equally applied to debt instruments at FVTOCI except that the loss allowance is recognised in other comprehensive income and is not reduced from the carrying amount in the balance sheet.

2.14.5 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

2.15 Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

2.15.1 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.15.1.1 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method.

2.15.1.2 Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

2.15.1.3 Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

2.16 Employee benefits

Employee benefits include provident fund, superannuation fund, employee state insurance scheme, gratuity fund, compensated absences, long service awards and post-employment medical benefits.

The Company's contribution to provident fund are considered as defined contribution plans and are charged as an expense as they fall due based on the amount of contribution required to be made and when services are rendered by the employees.

Defined benefit plans

For defined benefit plans in the form of gratuity fund, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each Balance Sheet date. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognized in the other comprehensive income is reflected immediately in the retained earnings and is not reclassified to profit or loss. Past service cost is recognized in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset.

Short-term employee benefits

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognized during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service. The cost of such compensated absences is accounted as under:

a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and

b) in case of non-accumulating compensated absences, when the absences occur.

Long-term employee benefits

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognized as a liability at the present value of the defined benefit obligation as at the Balance Sheet date.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

3. Property, Plant and Equipment
Current Year 2025-26:

(Rs. In Lakhs)

Description of Assets	Land*	Buildings	Plant & Machinery	Electronic Equipment	Furniture & Fixtures	Computers	Vehicles	Total
I. Gross Carrying Amount								
Balance as at 1 April, 2025	862.86	495.75	1,411.88	32.33	9.40	18.04	11.05	2,841.31
Additions	272.79	–	–	–	–	0.46	–	273.25
Disposals	–	–	–	–	–	–	–	–
Balance as at 31 March, 2026	**1,135.65**	**495.75**	**1,411.88**	**32.33**	**9.40**	**18.50**	**11.05**	**3,114.56**
II. Accumulated depreciation and impairment								
Balance as at 1 April, 2025	–	52.81	283.34	22.55	6.24	15.10	2.20	382.24
Depreciation expense for the year	–	15.78	92.80	5.03	0.71	1.99	1.28	117.59
Eliminated on disposal of assets	–		–	–	–	–		–
Balance as at 31 March, 2026	**–**	**68.59**	**376.14**	**27.58**	**6.95**	**17.09**	**3.48**	**499.83**
III. Net carrying amount (I-II)								
Balance as at 31 March, 2026	**1,135.65**	**427.16**	**1,035.74**	**4.75**	**2.45**	**1.41**	**7.57**	**2,614.73**

Previous Year 2024-25:

Description of Assets	Land*	Buildings	Plant & Machinery	Electronic Equipment	Furniture & Fixtures	Computers	Vehicles	Total
I. Gross Carrying Amount								
Balance as at 1 April, 2024	862.86	476.47	1,293.70	32.33	7.90	18.04	11.05	2,702.35
Additions	–	19.28	118.18	–	1.50	–	–	138.96
Disposals	–	–	–	–	–	–	–	–
Balance as at 31 March, 2025	**862.86**	**495.75**	**1,411.88**	**32.33**	**9.40**	**18.04**	**11.05**	**2,841.31**
II. Accumulated depreciation and impairment								
Balance as at 1 April, 2024	–	37.70	199.54	17.51	5.66	11.75	0.92	273.08
Depreciation expense for the year	–	15.11	83.80	5.04	0.58	3.35	1.28	109.16
Eliminated on disposal of assets	–		–	–	–	–		–
Balance as at 31 March, 2025	**–**	**52.81**	**283.34**	**22.55**	**6.24**	**15.10**	**2.20**	**382.24**
III. Net carrying amount (I-II)								
Balance as at 31 March, 2025	**862.86**	**442.94**	**1,128.54**	**9.78**	**3.16**	**2.94**	**8.85**	**2,459.07**

Refer notes on accounts for Company's policy on recognition and measurement of Property Plant, Equipment and Depreciation Methods used.

3.1 Right of use assets

(Rs. In Lakhs)

Description of Assets	Vehicles	
	As at March 31, 2025	As at March 31, 2024
I. Gross Carrying Amount		
Balance as at 1st April	–	–
Additions	25.06	–
Deductions/Adjustments during the year	–	–
Balance as at 31st March 2026	25.06	–
II. Accumulated depreciation		
Balance as at 1st April	–	–
Depreciation expense for the year	2.59	–
Deductions/Adjustments during the year	–	–
Balance as at 31st March 2026	2.59	–
III. Net carrying amount (I-II)	**22.47**	–

4. Capital work in progress

Movement of Capital work in progress

(Rs. In Lakhs)

Particulars	**As at March 31, 2026**	As at March 31, 2025
Opening Balance	**307.95**	13.91
Additions	**222.36**	431.50
Less: Capitalised during the year	**–**	137.46
Closing Balance	**530.31**	**307.95**

4.1 Capital Work-in-Progress

(Rs. In Lakhs)

	Bore wells and connected works	
Description of Assets	**As at March 31, 2026**	As at March 31, 2025
Capital Work-in-Progress	**530.31**	307.95
TWAD 1.50 MLD Water Supply Project		
Less than 1 year*	**222.36**	307.95

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(Rs. In Lakhs)

	Bore wells and connected works	
Description of Assets	**As at March 31, 2026**	As at March 31, 2025
1-2 years	**307.95**	–
Total	**530.31**	307.95
Total	**530.31**	307.95

* Capital work in progress as at 31 March 2026 represents payment of 60% of Project cost made to TWAD board for providing 1.50 MLD of Water Supply

There are no items under capital work in progress, whose completion is overdue or has exceeded its cost compared to its original plan as at 31 March 2026.

5. Other Financial assets

(Rs. In Lakhs)

Particulars	**As at March 31, 2026**	As at March 31, 2025
Non Current		
Security Deposits	**70.27**	28.28
Fixed Deposits under Lien	**130.64**	80.00
Current		
Interest accrued on Fixed Deposit	**5.65**	0.20
Total Other Financial assets	**206.56**	108.48

6. Income Tax

(a) Income Tax recognised in profit or loss

(Rs. In Lakhs)

Particulars	**March 31, 2026**	March 31, 2025
Current Tax:		
Current Year	**1,764.32**	–
Previous Year	**–**	103.56
Deferred Tax (Reversal)/Charge:	**85.36**	(29.27)
Total income tax expense on income from operations	**1,849.68**	74.29

(b) Tax Expense/(Credit) recognised in Other Comprehensive income

(Rs. In Lakhs)

Particulars	**March 31, 2026**	March 31, 2025
Current Tax:		
In respect of current year	**2.92**	–
Total income tax expense/(credit) on income from operations	**2.92**	–

(c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

(Rs. In Lakhs)

Particulars	**March 31, 2026**	March 31, 2025
(Loss)/Profit before tax	**7,489.82**	(291.62)
Applicable Income tax rate	**25.17%**	25.17%
Expected Income tax expense	**1,885.04**	(73.40)
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of permanent differences (CSR Contribution and Share Issue Expenses)	**4.62**	35.46
Income tax pertaining to earlier years	**–**	103.56
Others	**(39.96)**	8.67
Reported income tax expense	**1,849.68**	74.29

(d) Movement in deferred tax balances

(Rs. In Lakhs)

	For the Year ended 31 March, 2025			
Particulars	**Opening Balance**	**Recognised in profit and Loss**	**Recognised in OCI**	**Closing Balance**
Tax effect of items constituting deferred tax assets				
Total Deferred Tax Asset	**–**	**–**	**–**	**–**
Tax effect of items constituting deferred tax liability				
On Expenses allowed on payment basis	**14.26**	**3.37**	**–**	**17.63**
Carry Forward of Losses	**43.18**	**(43.18)**	**–**	**–**
Property, Plant and Equipment	**(97.29)**	**(12.08)**	**–**	**(109.37)**
FV Gain on Investments	**–**	**(42.06)**	**–**	**(42.06)**
Unrealized Forex Loss	**–**	**8.58**	**–**	**8.58**
Total Deferred Tax (Liability)/Asset	**(39.85)**	**(85.37)**	**–**	**(125.21)**
Net Deferred Tax (Liability)/Asset	**(39.85)**	**(85.37)**	**–**	**(125.21)**

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(Rs. In Lakhs)

Particulars	For the Year ended 31 March, 2025			
	Opening Balance	Recognised in Profit and Loss	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax assets				
Total Deferred Tax Asset	–	–	–	–
Tax effect of items constituting deferred tax liability				
On Expenses allowed on payment basis	6.85	7.41	–	14.26
Carry Forward of Losses	–	43.18	–	43.18
Property, Plant and Equipment	(79.04)	(18.25)	–	(97.29)
FV Gain on Investments	3.07	– 3.07	–	–
Total Deferred Tax Liability	(69.12)	29.27	–	(39.85)

The Company has carried out necessary adjustments to the deferred tax balances as at 31 March 2026 based on applicable tax laws.

7. Inventories

(Rs. In Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Work in progress		
(representing cost of land and development expenditure including borrowing costs)	**28,349.09**	35,506.49
Materials in stock	**0.97**	0.85
Total Inventories	**28,350.06**	35,507.34

7.1 Inventories are stated at the lower of cost and net realisable value.

7.2 The Cost of projects charged to Statement of Profit and Loss in respect of lands given on lease during the year is Rs. 16888.88 Lakhs (Previous Year: Rs. 990.50 Lakhs).

7.3 Mahindra World City Developers Limited (MWCDL), Mahindra Industrial Park Chennai Limited (MIPCL) and Harsha Estates entered into Common Memorandum of Compromise before the Hon'ble District Judge, Tiruvallur, pertains to the amicable settlement of O.S. Nos. 16, 17 and 18 of 2019 arising from Agreements for Sale dated 08.08.2006. The suits were filed by M/s Harsha Estates and its partners seeking specific performance in respect of certain immovable properties. By mutual agreement, M/s Harsha Estates withdrew all claims and recognised Mahindra Industrial Park Chennai Limited as the absolute owner of the suit properties. In full and final settlement, MWCDL agreed to pay Rs 2,800 Lakhs to Harsha Estates. MIPCL is in the process of entering into amendment of its Supplementary agreement with MWCDL for the payment of the above amount. MIPCL has made provision for Rs 2,800 lakhs and the same has been inventorised in the books.

8. Trade Receivables

(Rs. In Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Trade Receivables:		
Unsecured Considered Good	60.87	11.72
Total Trade Receivables	**60.87**	11.72

8a. Ageing for trade receivables from the due date of payment for each of the category is as follows:

Particulars	As at 31 March, 2026	As at 31 March, 2025
Undisputed Trade Receivables - Considered good - unsecured		
Not Due		
0 months - 6 months	**45.36**	11.72
6 months - 1 year	**15.51**	–
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Trade Receivables - Credit impaired		
Not Due	**–**	–
0 months - 6 months	**–**	–
6 months - 1 year	**–**	–
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Total	**60.87**	11.72

9 (A). Cash and bank balances

(Rs. In Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Cash and cash equivalents		
Balances with banks:		
- On current account	**53.97**	5.46
- Deposits with original maturity of less than three months	**–**	–
Total Cash and cash equivalents	**53.97**	5.46

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

9 (B). Investments

(Rs. In Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Investments carried at Fair Value through Profit & Loss		
Investments in Mutual Funds (Quoted)		
Aditya Birla Sun Life Liquid Fund - Growth-Direct Plan - 6,04,786.468 Units of Rs. 445.0503 each (PY:Nil)..	**2,691.60**	–
Kotak Liquid Fund - Direct Plan Growth- CY (47,142.533 Units of Rs. 5565.4620 each) PY (14,429.054 Units of Rs. 5239.3894 each).....	**2,623.70**	755.99
HDFC Liquid Fund-Direct Plan-Growth Option CY(50,213.72 Units of Rs.5,409.8849 each) (PY:Nil)	**2,716.50**	
Aditya Birla Sun Life Money Manager Fund Growth-Direct Plan -CY(21,59,362.120 Units of Rs.392.1682 each) (PY:Nil)	**8,468.33**	
UTI Money Market Fund - Direct Growth Plan CY(1,81,722.293 Units of Rs.3,266.3741 each).....	**5,937.36**	
ICICI Prudential Liquid Fund - Direct Plan Growth- CY (6,41,728.921 Units of Rs. 407.6841 each) (PY:201,677.913 Units of Rs. 383.8953 each).....	**2,616.24**	774.24
Total Quoted Investments.....	**25,053.73**	1,530.23

10. Other current assets

(Rs. In Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Advances to suppliers		
Unsecured considered good.....	**12.15**	12.08
	12.15	12.08
Others		
Prepaid expenses.....	**5.38**	10.14
Balances with statutory / government authorities.....	**–**	715.79
Income tax balances.....	**8.43**	34.72
Other Receivables.....	**0.25**	18.43
	14.06	779.08
Total Other current Assets.....	**26.21**	791.16

11. Share capital

(Rs. In Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Authorized shares		
39,50,00,000 Ordinary Equity Shares of INR10 each.....	**39,500.00**	39,500.00
	39,500.00	39,500.00
Issued, subscribed and fully paid-up shares		
39,50,00,000 Ordinary Equity Shares of INR10 each (Refer Note 11.1).....	**39,500.00**	38,000.00
Total issued, subscribed and fully paid-up share capital.....	**39,500.00**	38,000.00

(i) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

(Rs. In Lakhs)

Particulars	Opening Balance	Changes during the year	Closing Balance
Equity Shares			
Year Ended March 31, 2025			
No. of Shares.....	17,00,00,000	21,00,00,000	38,00,00,000
Amount.....	17,000	21,000	38,000
Year Ended March 31, 2026			
No. of Shares.....	**38,00,00,000**	**1,50,00,000**	**39,50,00,000**
Amount.....	**38,000**	**1,500**	**39,500**

(ii) Details of shareholdings by the Promoter's of the Company

Class of shares / Name of shareholder	As at 31st March, 2026 Number of shares held	% holding	As at 31st March, 2025 Number of shares held	% holding	% change during the period
Equity shares with voting rights					
Mahindra World City Developers Limited...	**23,70,00,000**	**60.00%**	22,80,00,000	60.00%	0.00%
Sumitomo Corporation.....	**15,80,00,000**	**40.00%**	15,20,00,000	40.00%	0.00%

(a) Terms/ rights attached to equity shares

The Company has only one class of Equity Shares having a par value of INR 10/- per share. Each holder of Equity Shares is entitled to one vote per share.

The dividends if any proposed by the Board of Directors are subject to the approval of the shareholders at the Annual General Meeting.

Repayment of capital will be in proportion to the number of equity shares held.

11.1 The company has issued 90 lakhs of equity shares of Rs. 10 each @ par to Mahindra World City Developers Limited and 60 Lakhs equity shares of Rs. 10 each @ par to Sumitomo Corporation during the year by way of rights issue based on valuation by an independent valuer.

(ii) Details of shareholders holding more than 5% shares in the company

Name of the shareholder	As at 31 March, 2026 No.	% holding in the class	As at 31 March, 2025 No.	% holding in the class
Equity shares with voting rights				
Mahindra World City Developers Limited.....	**23,70,00,000**	**60%**	22,80,00,000	60%
Sumitomo Corporation, Japan	**15,80,00,000**	**40%**	15,20,00,000	40%
(The above Enterprises have joint control over the Company)				

As per records of the Company, including its register of shareholders/ members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownerships of shares.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

12. Other Equity

(Rs. In Lakhs)

Particulars	Reserves and Surplus: Securities Premium	Reserves and Surplus: Retained earnings	Total
As at 1 April, 2024	900.00	941.97	1,841.97
(Loss) for the year	–	(365.91)	(365.91)
As at 31 March, 2025	900.00	576.06	1,476.06
Profit for the year	–	5,631.44	5,631.44
As at 31 March, 2026	**900.00**	**6,207.50**	**7,107.50**

Description of the nature and purpose of Other Equity:

Security premium : Security premium represents the premium received on issue of shares over and above the face value of Equity Shares. Such amount is available for utilisation in accordance with the Provisions of the Companies Act, 2013.

Retained earnings : The portion of profits not distributed among the shareholders are termed as retained earnings. The Company may utilize the retained earnings for making investments for future growth and expansion plans, for the purpose of generating higher returns for the shareholders or for any other specific purpose, as approved by the Board of Directors of the Company.

13 A. Other Financial liabilities

(Rs. In Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Non Current		
Security advances from lessees	**0.09**	0.06
	0.09	0.06
Current		
Capital Creditors*	**30.26**	27.85
Accrued expenses (Refer Note 7.3)	**7,680.87**	585.81
Security deposit received from customer	**590.18**	–
	8,301.31	613.66
Total Other Financial Liabilities	**8,301.40**	613.72

* Capital creditors include payables to vendors registered under MSMED Act is 0.96 Lakhs for the current year (Previous year - Nil) and represents the retention money payable to the vendors.

13 B. Other Liabilities

(Rs. In Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Unearned Income*	**231.62**	143.83
Other Deposits	**11.71**	6.14
Advances received from customers	**3.72**	1.28
Total Other Financial Liabilities	**247.05**	151.25

* Represents IND AS adjustment for security advances received from lessees.

14. Provisions

(Rs. In Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Non Current		
Provision for Gratuity	**40.48**	28.67
Provision for Compensated Absences	**18.74**	16.60
Total Non Current Provisions	**59.22**	45.27
Current		
Provision for Gratuity	**5.40**	5.55
Provision for Compensated Absences	**5.44**	5.84
Total Current Provisions	**10.84**	11.40

15. Trade Payables

(Rs. In Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Trade payable - Micro and small enterprises (Refer Note 30)	**25.43**	8.69
Trade payable - Other than micro and small enterprises	**1,096.75**	343.55
	1,122.18	352.24

15 a Ageing for trade payable from the due date of payment for each of the category is as follows:

Particulars	As at 31 March, 2026	As at 31 March, 2025
Undisputed dues of micro enterprises and small enterprises		
Not Due	18.42	8.69
Less than 1 year	7.01	–
1-2 Years		–
2-3 years		–
More than 3 years		–
Undisputed dues of creditors other than micro enterprises and small enterprises		
Not Due	971.88	221.56
Less than 1 year	17.92	121.99
1-2 Years	106.95	–
2-3 years		–
More than 3 years		–
Total	**1,122.18**	352.24

16. Other Current Liabilities

(Rs. In Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Statutory dues payable	319.64	31.62
Provision for Income tax	103.08	–
Total Other Current Liabilities	**422.72**	31.62

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

17A. Revenue from Operations

(Rs. In Lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Land Lease Premium	25,704.70	1,557.83
Sale of Land	403.20	–
Operations & Maintenance income	450.52	331.73
Total Revenue from Operations	**26,558.42**	1,889.56

17B. Other Income

(Rs. In Lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Interest On Govt Sec	0.62	–
Track Rental	6.58	2.22
Misc. Income *	26.17	22.04
Interest on Fixed Deposits	6.05	5.31
Gain/Loss on Mutual Fund	237.65	104.62
Interest on IT Refund	1.17	–
Total Other Income	**278.24**	134.19

* Misc Income includes Insurance claim received during the year, one time income and parking fees.

18. Cost of Sales

(Rs. In Lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Opening Stock		
Materials in stock	**0.85**	9.79
Work-in-progress*	**35,506.49**	15,859.03
Total Opening Stock	**35,507.34**	15,868.82
Add: Expenses incurred during the year		
Land & Construction Costs	**9,731.60**	20,629.02
Total Expenses incurred during the year	**9,731.60**	20,629.02
Closing Stock		
Materials in stock	**0.97**	0.85
Work-in-progress*	**28,349.09**	35,506.49
Total Closing Stock	**28,350.06**	35,507.34
Total Cost of Sales	**16,888.88**	990.50

* Work-in-progress includes cost of land, development expenditure and borrowing costs inventorised.

18A. Transferred from Inventory to Property, Plant and Equipment

(Rs. In Lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Opening Stock		
Land Cost including Interest capitalised*	**272.79**	–
Total amount transferred from Inventory to PPE	**272.79**	–

* Cost pertaining to land area planned to be utilised for setting up facilities like Water Treatment Plant and Pump House to provide maintenance services to the Industrial Park as a whole, is transferred to Property, Plant and equipment (PPE) from Inventory during the current year, upon identification.

19. Operation and Maintenance Expenses

(Rs. In Lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Repairs & Maintenance	**37.67**	45.82
Security	**74.01**	60.58
Electrical & Mechanical Maintenance	**26.87**	27.24
Housekeeping	**37.72**	33.21
Power & Fuel	**46.14**	35.48
Landscaping maintenance	**26.80**	20.01
Other Expenses	**15.72**	10.38
Total Operation and Maintenance Expenses	**264.93**	232.72

20. Employee Benefits Expense

(Rs. In Lakhs)

Particulars	For the year ended 31 March, 2025	For the year ended 31 March, 2024
Salaries & Wages	**549.78**	547.22
Contribution to provident and other funds	**13.06**	13.49
Staff welfare expenses	**11.97**	11.28
Total Employee Benefits Expense	**574.81**	571.99

21. Finance Costs

(Rs. In Lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Interest on tax – others	**45.07**	–
Interest on ICD	**0.71**	–
Interest on Lease Liabilities	**0.77**	–
Total Finance Cost*	**46.55**	–

Analysis of Interest Expenses by Category

(Rs. In Lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Interest Expenses		
On Financial Liability at Amortised Cost	**46.55**	–

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

22. Other expenses

(Rs. In Lakhs)

Particulars	For the year ended 31 March, 2025	For the year ended 31 March, 2024
Rent*	**12.07**	10.91
Legal and professional fees	**47.93**	34.26
Payment to auditor (Refer details below)	**8.60**	9.26
Commission	**1,150.71**	70.10
Foreign Exchange Loss	**49.63**	–
Advertisement, Marketing & Business Development	**68.96**	46.34
Travelling & Conveyance	**16.81**	19.66
Directors Sitting fees	**1.80**	2.00
Printing & Stationery	**0.35**	0.55
Rates & Taxes incl. ROC filing fees	**12.86**	152.19
Repairs & Maintenance	**44.54**	34.38
Communication and network expenses	**18.55**	17.48
Bank Charges	**0.25**	0.14
Miscellaneous Expenses	**0.13**	0.14
CSR Expenses (Refer Note 22A)	**18.30**	13.59
Total Other expenses	**1,451.49**	411.00

* towards operating lease of premises occupied by the company, cancellable at the option of both the parties to the lease.

(Rs. In Lakhs)

Payment to auditor (excluding taxes)	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Audit Fees	**7.00**	7.00
Limited Review	**1.00**	1.66
Group Reporting & Other Services	**0.60**	0.60
Out of Pocket Expenses	**–**	–
	8.60	9.26

22A. Expense on Corporate Social Responsibility

(Rs. In Lakhs)

(i) Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
	Per Share	Per Share
(a) Amount required to be spent by the Company during the year	**18.30**	13.59
(b) Amount of expenditure incurred	**18.30**	13.59
(c) (Excess) / Shortfall at the end of the year	**–**	–
(d) Total of previous years shortfall	**–**	–
(e) Reason for shortfall	**–**	–
Amount spent during the year on		
Contribution of Dual Desk to Govt Primary School	**9.15**	–
Contribution to Nanhi Kali foundation	**9.15**	6.75
Supporting infrastructure in a Anganwadi	**–**	6.58
Organizing District Level Cycle Race for Govt School Students	**–**	0.26
	18.30	13.59

(ii) Amount spent by the Company during the year on:

(Rs. In Lakhs)

Particulars for the year ended 31 March 2025	Mode of Payment	Amount Paid	Yet to be paid	Total
i) Construction / Acquisition of any asset	Cheque / Electronic Fund Transfer	**–**	**–**	**–**
	Cash	**–**	**–**	**–**
ii) On purposes other than (i) above	Cheque / Electronic Fund Transfer	**18.30**	**–**	**18.30**
	Cash	**–**	**–**	**–**
Total		**18.30**	**–**	**18.30**

(iii) Nature of CSR activities

(Rs. In Lakhs)

CSR Activities Classification for the year ended 31 March 2026	Sector in which the activity is covered in Schedule VII	Amount accrued as expense in current year	Amount Paid	Amount remaining unpaid
Women Empowerment	Schedule VII (iii)	**9.15**	**9.15**	**–**
Promoting education	Schedule VII (ii)	**9.15**	**9.15**	**–**

23. Earnings per share (EPS)

(Rs. In Lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
	Per Share	Per Share
Basic/Diluted Earnings per share		
From continuing operations (INR) per share	**1.43**	(0.16)
Total basic/diluted earnings per share	**1.43**	(0.16)

Basic / Diluted earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic / diluted earnings per share are as follows:

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
(Loss)/Profit for the year attributable to owners of the Company	**5,631.44**	(365.91)
Weighted average number of equity shares	**39,25,00,000**	22,25,00,000
Earnings per share from continuing operations - Basic / Diluted	**1.43**	(0.16)

24. Employee Benefits

a) Defined Contribution plans

The Company makes Provident fund contribution to defined contribution plans for the employees. Under the scheme, the company is required to contribute a specified percentage of the payroll cost to fund the benefits. The Company recognized INR 13.06Lakhs (Previous Year : INR 13.49 Lakhs) for Provident fund & Other funds contributions in the Statement of Profit and Loss. The contributions payable to these plans by the company are at rates specified in the rules of the scheme.

b) Defined Benefit Plans

The Company's obligation towards gratuity is defined benefit plan. The gratuity expense is included under 'Employee Benefit Expenses' in Note 21 Employee benefits expense. The details of actuarial valuation are given below:

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(Rs. In Lakhs)

		Gratuity (Un-Funded)	
		2025-26	2024-25
i.	**Net Asset/ (Liability) recognized in the balance sheet**		
	Present Value of Defined Benefit Obligation	**45.88**	34.22
	Fair Value of Plan assets	**–**	–
	Liability (Asset) recognised in the balance sheet	**45.88**	34.22
ii.	**Expense recognized in the Statement of Profit & Loss**		
	Past service cost	**5.03**	–
	Current Service cost	**4.19**	2.75
	Interest cost	**2.17**	1.16
	Expected return on plan assets	**–**	–
	Actuarial (gains) / Losses	**11.62**	6.64
	Total expenses	**23.02**	10.55
iii.	**Amounts recognized in other comprehensive income**	**–**	–
iv.	**Change in present value of Defined Benefit obligation**		
	Present Value of the obligation at the beginning of the year	**34.22**	16.17
	Past service cost	**5.03**	–
	Current Service cost	**4.19**	2.75
	Interest Cost	**2.17**	1.16
	Liability transferred in		11.10
	Liability transferred out		(3.60)
	Actuarial (Gains) /Losses	**11.62**	6.64
	Benefits Paid	**(11.36)**	–
	Present value of the obligation as at the end of the year	**45.88**	34.22
v.	**Principal actuarial assumptions**		
	Discount Rate	**6.77%**	6.68%
	Salary Growth Rate	**10.00%**	10.00%
	Attrition rate	**21.21%**	21.21%

vi. Estimates of future salary increases considered in actuarial valuation take account of inflation, seniority, promotions, increments and other relevant factors such as supply and demand in the employment market.

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

			Impact on defined benefit obligation	
	Year	**Change in Assumption**	**Increase in assumption**	**Decrease in assumption**
Discount Rate **	**2026**	**1.00%**	**43.92**	**48.02**
	2025	1.00%	32.99	35.55
Salary Growth Rate	**2026**	**1.00%**	**47.93**	**43.96**
	2025	1.00%	35.50	33.01

Maturity profile of defined benefit obligation:

	2025-26	2024-25
Year 1	**5.40**	5.55
Year 2	**6.26**	4.99
Year 3	**5.82**	5.20
Year 4	**6.80**	4.64
Year 5	**6.03**	4.00
Next 5 Years	**20.15**	14.34

c) Compensated Absences

The key assumptions used in the computation of provision for long term compensated absences as per the Actuarial Valuation are as given below:

Particulars	**For the year ended 31 March, 2026**	For the year ended 31 March, 2025
Discount rate**	**6.77%**	6.68%
Salary Growth rate	**10.00%**	10.00%
Attrition rate	**21.21%**	21.21%

** The discount rate is based on the prevailing market yields of Government of India securities as at the balance sheet date for the estimated term of the obligations.

25. Related party disclosures

Names of related parties and related party relationship

Enterprises having joint control over the Company:	"Mahindra World City Developers Limited Sumitomo Corporation, Japan"
Ultimate Holding Company	Mahindra & Mahindra Limited
Holding Company	Mahindra Lifespace Developers Limited
Fellow Subsidiary	Mahindra Integrated Business Solutions Private Limited,
Fellow Subsidiary	Mahindra & Mahindra Financial Services Limited
Private Company in which a Director / Manager is a Director	Indo-French Chamber Of Commerce and Industry
Key Management Personnel (KMP)	
Chief Executive officer	Mr. Vijay Karthik
Chief Financial Officer	Mr. Ankit Kotak
Company Secretary	Mr. Aman Desai

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Related party transactions **(Previous year figures in brackets)**

The following table provides the total amount of transactions that have been entered into with related parties for the relevant financial year:

(Rs. In Lakhs)

Nature of transactions with Related Parties	For the year ended	Mahindra World City Developers Limited	Sumitomo Corporation, Japan	Mahindra Lifespace Developers Limited	Mahindra Integrated Business Solutions Private Limited	Mahindra & Mahindra Limited	Mahindra & Mahindra Financial Services Limited	Indo-French Chamber Of Commerce and Industry	KMP
Purchase of Land	**31-Mar-26**	**1,110.82**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	(17,134.78)	–	–	–	–	–	–	–
Purchase of Leasehold land	**31-Mar-26**		**–**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	(1,441.90)	–	–	–	–	–	–	–
Commission	**31-Mar-26**		**269.00**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	(70.10)	–	–	–	–	–	–	–
Others Services received	**31-Mar-26**	**91.69**	**–**	**–**	**0.72**	**27.52**	**2.60**	**0.16**	**–**
	31-Mar-25	–	–	(21.84)	(0.88)	(25.47)	–	–	–
Interest Paid	**31-Mar-26**	**–**	**–**	**0.71**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	–	–	–	–	–	–	–	–
ICD Loan Taken	**31-Mar-26**	**–**	**–**	**200.00**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	–	–	–	–	–	–	–	–
ICD loan Repaid	**31-Mar-26**	**–**	**–**	**200.00**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	–	–	–	–	–	–	–	–
Reimbursement of Expenses-Taken	**31-Mar-26**	**221.35**	**–**	**15.75**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	–	–	(18.18)	–	–	–	–	–
Equity Share Capital Issued	**31-Mar-26**	**900.00**	**600.00**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	(12,600.00)	(8,400.00)	–	–	–	–	–	–
Remuneration to Key managerial persons									
– Business Head (Chief Executive Officer)	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**88.09**
	31-Mar-25	–	–	–	–	–	–	–	(28.57)
– Director Sitting fees	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**1.80**
	31-Mar-25	–	–	–	–	–	–	–	(2.00)

The following table provides the balances with related parties as on the relevant date:

Nature of Balances with Related Parties	Balance as on	Mahindra World City Developers Limited	Sumitomo Corporation, Japan	Mahindra Lifespace Developers Limited	Mahindra Integrated Business Solutions Private Limited	Mahindra & Mahindra Limited	Mahindra & Mahindra Financial Services Limited	Indo-French Chamber Of Commerce and Industry	KMP
Payable	**31-Mar-26**	**–**	**827.65**	**–**	**–**	**–**			**–**
	31-Mar-25	–	–	–	(0.13)	–			–
Receivable	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**			**–**
	31-Mar-25	–	–	(18.18)	–	–			–

26. Fair Values

The following tables show the carrying amount and fair values of financial assets and financial liabilities by categories:

(Rs. In Lakhs)

Particulars	Carrying Value		Fair value as at	
	31-Mar-26	31-Mar-25	**31-Mar-26**	31-Mar-25
Financial assets				
Cash and Cash Equivalents	**53.97**	5.46	**53.97**	5.46
Investments	**25,053.73**	1,530.23	**25,053.73**	1,530.23
Other Financial Assets	**206.56**	108.48	**206.56**	108.48
Trade Receivables	**60.87**	11.72	**60.87**	11.72
Total financial assets	**25,375.13**	1,655.89	**25,375.13**	1,655.89

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(Rs. In Lakhs)

Particulars	Carrying Value		Fair value as at	
	31-Mar-26	31-Mar-25	**31-Mar-26**	31-Mar-25
Financial liabilities				
Borrowings	**–**	–	**–**	–
Short Term Loans	**–**	–	**–**	–
Trade Payables	**1,122.18**	352.24	**1,122.18**	352.24
Other Financial Liabilities	**8,301.40**	613.72	**8,301.40**	613.72
Total financial liabilities	**9,423.58**	965.96	**9,423.58**	965.96

The management assessed that the fair value of cash and cash equivalents, investments, trade receivables, other financial assets and trade payables approximate their carrying amounts largely due to the short-term maturities of these instruments.

27. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

Judgements

In the process of applying the Company's accounting policies, management has made the following judgements, which have the significant effect on the amounts recognised in the financial statements:

Estimates

Taxes

The Company has carried out necessary adjustments to the deferred tax balances as at 31 March 2026 based on applicable tax laws. Significant judgments are involved in determining the provision for income taxes, including amount expected to be paid/recovered for uncertain tax positions. The provision for taxation for the current year has been determined by the Management based on the tax position to be considered for tax filing and its assessment of the probability of acceptance of the same by the taxation authorities.

Estimation of net realisable value for inventories

Inventories are stated at the lower of cost and net realisable value. Net realisable value of inventories under development is assessed with reference to the market prices at the reporting date less estimated costs to complete the development and less an estimate of the time value of money to the date of completion if material. The market prices bear reference to the recent selling prices. The costs to complete the development are estimated by management.

Fair value measurement of financial instruments

When the fair values of financial assets and financial liabilities recorded in the balance sheet cannot be measured based on quoted prices in active markets, their fair value is measured using valuation techniques including the DCF model. The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility. Changes in assumptions about these factors could affect the reported fair value of financial instruments.

28. Ratios

(Rs. In lakhs)

	Particulars	Numerator	Denominator	For the year ended 31st March, 2026	For the year ended 31st March, 2025	% Variance	Reason for material variance
a)	Current Ratio	Current Assets	Current Liabilities	5.43	37.51	(85.53%)	Decrease in the Current Ratio is due to decrease in assets. Current assets has decreased due to inventory because of lease of plots in Phase 2A and IA which is offset by increase in investments received from lease of plots.
b)	Debt Equity Ratio	Debt	Equity	–	–	-	Not applicable as the Company does not have any debt.
c)	Debt Service Coverage Ratio (DSCR)	Earning Available for debt service	Debt Serviced	127.23	NA	NA	Increase is on account of interest towards delayed payment of advance tax during the year.
d)	Return of Equity	Profit/(Loss) After Tax	Average Equity	13.10%	(1.25%)	(1,144.23%)	Profit during the Current year as compared to Loss during the Previous year
e)	Inventory Turnover ratio	Cost of Sales	Average Inventory	0.53	0.04	1,271.82%	Increase in Operating Revenue leading to increase in cost of sales as compared to previous year.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(Rs. In lakhs)

	Particulars	Numerator	Denominator	For the year ended 31st March, 2026	For the year ended 31st March, 2025	% Variance	Reason for material variance
f)	Trade Receivables turnover ratio	Revenue from Operations	Average Trade Receivables	731.74	185.06	295.40%	Increase in Operating Revenue & Increase in Trade receivables as compared to previous year.
g)	Trade Payable turnover ratio	Purchases	Average Trade payable	16.31	30.15	(45.90%)	Decrease in Project development expenses as compared to previous year
h)	Net capital turnover ratio	Revenue from Operations	Average Working Capital	164.50%	1949.51%	(91.56%)	Increase in Operating Revenue & increase in Working Capital as compared to previous year.
i)	Net profit ratio	Profit/(Loss) After Tax	Revenue from Operations	21.24%	(19.36%)	(209.67%)	Profit during the Current year as compared to Loss during the Previous year
j)	Return on Capital employed	Earning before interest & taxes	Capital employed	16.17%	(0.74%)	(2,288.88%)	Profit during the Current year as compared to Loss during the Previous year
k)	Return on investment						Not applicable as the Company does not have any investments.

29 Leases

As lessee

The Company has entered into operating lease arrangements for CTC vehicles. The lease is non-cancellable for a period of 1 - 5 years and may be renewed based on mutual agreement between the parties. The leases have varying terms, escalation clauses and renewal rights. The Company has recognised right of use assets for these leases, except for short term leases.

(i) Undiscounted Cash Flow of Lease liabilities

(Rs. In Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Less than one year	–	–
One to Three years	–	–
Three to five years	–	–
Total undiscounted lease liabilities at Balance sheet date	–	–
Lease liabilities included in the Balance sheet as at 31st December	**22.79**	–
Current	**5.73**	–
Non-current	**17.06**	–

Cash outflow for leases for the year ended 31st March, 2026 is Rs 3.04 lakhs (31st March, 2025 is Rs Nil)

(ii) Movement in Lease liabilities

(Rs. In Lakhs)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Balance as at 1st April 2025	–	–
Additions during the year	**25.06**	–
Finance cost incurred during the year	**0.77**	–
Payment of lease liabilities	**3.04**	–
Balance as at 31st March 2026	**22.79**	–

30. Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

There are no overdue amounts payable to Micro, Small and Medium Enterprises, as defined in the Micro, Small and Medium Enterprises Development Act, 2006, as at the reporting date or anytime during the year and hence no interest has been paid or payable accordingly no additional disclosures have been made.

Particulars	As at 31 March, 2026	As at 31 March, 2025
Dues remaining unpaid		
Principal	25.43	8.69
Interest	–	–
Interest paid in terms of Section 16 of the MSMED Act along with the amount of payment made to the supplier beyond the appointed day during the year		
Principal paid beyond the appointed date	–	–
Interest paid in terms of Section 16 of the MSMED Act	–	–
Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	–	–
Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises	–	–
Amount of interest accrued and remaining unpaid	–	–

31. Capital management

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity holders of the Company. The primary objective of the Company's capital management is to maximise the shareholder value.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

The Company's objective when managing capital are to :

- safeguard their ability to continue as a going concern, so that they can continue to provide return for shareholders and benefits for other stakeholders and
- Maintain an optimal capital structure to reduce the weighted cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividend paid to shareholders, return capital to shareholders, issue new shares, or sell non-core assets to reduce the debt.

The Company is not subject to any externally imposed capital requirements.

Debt-to-equity ratio as of 31 March, 2025 and 31 March, 2024 is as follows:

(Rs. In Lakhs)

	31-Mar-2026	31-Mar-2025
Debt (A)	**–**	–
Equity (B)	**46,607.50**	39,476.06
Debt Equity Ratio (A/B)	**–**	–

Categories of financial assets and financial liabilities

(Rs. In Lakhs)

	As at 31st March, 2026			
	Amortised Costs	FVTPL	FVOCI	Total
Non-Current Assets				
Other financial assets	**200.91**	**–**	**–**	**200.91**
Current Assets				
Trade Receivables	**60.87**	**–**	**–**	**60.87**
Investments	**25,053.73**			**25,053.73**
Cash and Cash equivalents	**53.97**	**–**	**–**	**53.97**
Other financial assets	**5.65**	**–**	**–**	**5.65**
	25,375.12	**–**	**–**	**25,375.12**
Non-current Liabilities				
Borrowings.....	**-**	**–**	**–**	**-**
Other financial liabilities .	**0.09**	**–**	**–**	**0.09**
Current Liabilities				
Trade Payables	**1,122.18**	**–**	**–**	**1,122.18**
Other financial liabilities .	**8,301.31**	**–**	**–**	**8,301.31**
	9,423.58	**–**	**–**	**9,423.58**

(Rs. In Lakhs)

	As at 31st March, 2025			
	Amortised Costs	FVTPL	FVOCI	Total
Other financial assets	108.28	–	–	108.28
Current Assets				–
Trade Receivables	11.72	–	–	11.72
Investments	1,530.23			1,530.23
Cash and Cash equivalents	5.46	–	–	5.46
Other financial assets	0.20	–	–	0.20
	1,655.89	–	–	1,655.90

(Rs. In Lakhs)

	As at 31st March, 2025			
	Amortised Costs	FVTPL	FVOCI	Total
Non-current Liabilities				
Borrowings	–	–	–	–
Other financial liabilities	0.06	–	–	0.06
Current Liabilities		–	–	–
Trade Payables	352.24	–	–	352.24
Other financial liabilities	613.66	–	–	613.66
	965.96	–	–	965.96

32. Financial Risk Management Framework

The Company's principal financial liabilities comprises of borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include cash and cash equivalents that are directly derived out of equity.

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

Credit risk arises when a counterparty defaults on its contractual obligations to pay, resulting in financial loss to the Company.

Credit risk related to financial instruments

Credit risk from balances with banks and financial institutions is managed in accordance with the Company's policy. The Company has not created any Investments of surplus funds in any other instruments as of date and hence the company is not exposed to any credit risk in this respect.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-term, medium-term and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the Company may be required to pay.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(Rs. In Lakhs)

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial liabilities				
31-Mar-26				
Trade and other payables	**1,122.18**	**–**	**–**	**–**
Variable interest rate instruments	**–**	**–**	**–**	**–**
Total	**1,122.18**	**–**	**–**	**–**
31-Mar-25				
Trade and other payables	352.24	–	–	–
Variable interest rate instruments	–	–	–	–
Total	**352.24**	**–**	**–**	**–**

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Currency Risk

The Company undertakes transactions denominated in foreign currencies only for Marketing commission payments to the Joint Venturer Sumitomo Corporation, Japan.

Currency Risk Sensitivity

The following sensitivity analysis shows the effects on profit before tax of 1% increase/decrease in exchange rates versus closing exchange rates:

(Rs. In lakhs)

Particulars	Increase / decrease in basis points	Effect on financial statements (Increase)/Decrease
31-Mar-26		
INR	+100	–
INR	-100	–
31-Mar-25		
INR	+100	–
INR	-100	–

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

(Rs. In Lakhs)

	Increase/ decrease in basis points	Effect on financial statements* (Increase)/ Decrease
31-Mar-26		
INR	**+50**	–
INR	**-50**	–
31-Mar-25		
INR	+50	–
INR	-50	–

33. Contingent liabilities and Capital Commitments

(Rs. In Lakhs)

Particulars	As at 31 Mar, 2026	As at 31 Mar, 2025
Bank Guarantee		
Bank Guarantee issued to The Tamil Nadu Water Supply and Drainage Board	**797.00**	797.00
Other Commitment		
Commitment for remittance of balance 40% of Project Cost to The Tamil Nadu Water Supply and Drainage Board on Milestone basis and towards Smart elements and Solid Waste Management	327.38	494.00
Total Contingent liabilities and Capital Commitments	1,124.38	1,291.00

34. Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified a current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment. The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

35. A. Additional Regulatory Information

1) Details of benami property held

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

2) Relationship with struck off companies

The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

3) Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

4) Utilisation of borrowed funds and securities premium

The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

5) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

6) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

7) Registration of Charges or satisfaction with Registrar of Companies (ROC)

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period

8) Whistle Blower-

During the year ended March 31, 2026 and till the date of adoption of financial statements by board of directors, the Company did not received any whistle blower compliants.

35 B. Dividend

During the current year, the Board of Directors of the Company has recommended a Interim dividend of Rs 1.26 per Equity Share (12.60%) on 20th April 2026. The company has not paid any dividend in the current year.

35 C. Impact of Labour Code

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes") - consolidating 29 existing labour laws.

In accordance with the new Labour Codes, there is no material impact on retiral benefits. The Company continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications/ additional guidance from authorities and will continue to assess the accounting implications, basis such developments/ guidance.

36. Segment information

Based on the internal reporting provided to the Chief Operating Decision Maker (CODM), business of acquiring, development and maintenance of industrial parks is the only reportable segment of the Company. Accordingly, the amounts appearing in these financial statements relate to this operating segment. Further the company does not have any separate geographic segment other than India.

37. Other Notes

i. The Company does not have any pending litigations which will impact its financial position as at March 31, 2026

ii. The Company did not have material foreseeable losses in respect of long-term contracts and the Company did not have any derivative contracts.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. The Company has not made any donations to Political parties during the year

38. Events after the Reporting period

No material events have occurred after the Balance sheet date and up to the approval of Financial statements.

39. Regrouping and Reclassification

Previous period / year figures have been regrouped / reclassified where found necessary, to conform to current period / year classification.

40. Approval of financial statements

The financial statements were approved for issue by the Board of directors in their meeting held on April 20, 2026.

In terms of our report attached
For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No.: 215782

Place: Chennai
Date: 20th April, 2026

For and on behalf of the board of directors of
Mahindra Industrial Park Chennai Limited

Parveen Prakash Mahtani
Director
DIN:05189797

Amit Kumar Sinha
Director
DIN:09127387

Vijay Karthik R
Chief Executive Officer

Ankit Kotak
Chief Financial Officer

Aman Desai
Company Secretary
ACS 47990

Place: Chennai
Date: 20th April, 2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
MAHINDRA HOMES PRIVATE LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Mahindra Homes Private Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit, other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the *Auditor's Responsibility for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report but does not include the financial statements and our auditor's report thereon.
- Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the Company to express an opinion on the financial statements.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.

g) In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, section 197 of the Act related to the managerial remuneration is not applicable.

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 33 to the financial statements;

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

   iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

   iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 37(c) to the financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 37(c) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever

by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

vi. Based on our examination, which included test checks, the Company has used accounting software system for maintaining its books of account for the financial year ended March 31, 2026 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software system. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Nilesh Shah
Partner
Membership No. 049660
UDIN: 26049660SLLHCU2381

Place: Mumbai
Date: April 17, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of Mahindra Homes Private Limited on the financial statements of the Company for the year ended March 31, 2026.)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to financial statements of Mahindra Homes Private Limited (the "Company") as at March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to financial statements based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Nilesh Shah
Partner
Membership No. 049660
UDIN: 26049660SLLHCU2381

Place: Mumbai
Date: April 17, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of Mahindra Homes Private Limited of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that,

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) As the Company does not hold any Intangible Assets, reporting under clause 3(i)(a)(B) of the Order is not applicable.

(b) Some of the Property, Plant and Equipment were physically verified during the year by the Management in accordance with a regular programme of verification, which in our opinion provides for physical verification of all the Property, Plant and Equipment at reasonable intervals having regard to the size of the Company and the nature of its activities. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

(c) With respect to immovable properties of acquired land and buildings, according to the information and explanations given to us and the records examined by us and based on the examination of the title deeds provided to us, we report that, the immovable properties are held in the name of the Company as at the balance sheet date. According to the information and explanation given to us, the Company does not have any other land or building other than administrative block and project facilities, temporarily constructed at the project sites and capitalised as Building, hence reporting under clause 3(i)(c) of the Order is not applicable to such items which does not form part of Property, Plant & Equipment.

(d) The Company has not revalued any of its Property, Plant and Equipment during the year. The Company does not have any Intangible Assets.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) Having regard to the nature of inventory, the physical verification by way of verification of title deeds, site visits by the Management and certification of extent of work completion by competent persons, are at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.

(b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from banks on the basis of security of certain current assets. In our opinion and according to the information and explanations given to us, the quarterly returns or statements comprising quarterly financial results and quarterly cash flow statements, filed by the Company with such banks are in agreement with the unaudited books of account of the Company of the respective quarters ended June 30, 2025, September 30, 2025 and December 31, 2025 and no material discrepancies have been observed. The Company is yet to submit the above- mentioned statements for the quarter ended March 31, 2026 with the bank.

(iii) The Company has made investments in and granted unsecured loans to companies, during the year, in respect of which:

(a) The Company has provided unsecured loans to Companies during the year and details of which are given below:

Particulars	**Loans** (Rs. in lakhs)
A. Aggregate amount granted / provided during the year:	
- Fellow Subsidiary	500
B. Balance outstanding as at balance sheet date in respect of above cases:	
- Fellow Subsidiary	500

The Company has not made any investments in and granted any loans, secured or unsecured, to firms, Limited Liability Partnerships or any other parties during the year. The Company has not provided any guarantee or security to any other entity during the year.

(b) The terms and conditions of the grant of all the above-mentioned unsecured loans provided during the year are, in our opinion, not prejudicial to the Company's interest.

(c) The Company has granted loans that are payable on demand. During the year the Company has not demanded such loans. Having regard to the fact that the repayment of principal or payment of interest has not been demanded by the Company, in our opinion the repayments of principal amounts and receipts of interest are regular. (Refer reporting under clause 3(iii)(f) below)

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of unsecured loans provided by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) None of the loans granted by the Company have fallen due during the year.

(f) The Company has granted unsecured loans which are repayable on demand, details of which are given below:

	Related Parties (Rs. in lakhs)
Aggregate of loans to related parties. - Repayable on demand	500.00
Percentage of loans to the total loans	100%

(iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Service Tax, Provident Fund, Income-tax, cess and other material statutory dues as applicable to the Company have generally been regularly deposited by it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Income-tax, cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

(b) Details of Statutory Dues referred to in sub clause (a) above which have not been deposited as on March 31, 2026 on account of disputes are given below:

Name of the Statute	Nature of the Dues	Amount (Rs. In Lakh)	Period to which the Amount Relates	Forum where Dispute is Pending
Finance Act, 1994	Service Tax	153.76	FY 2015-16 to FY 2017-18	Joint Commissioner
Finance Act, 1994	Service Tax	67.13*	FY 2014-15 to FY 2017-18	Customs, Excise and Service Tax Appellate Tribunal
Finance Act, 1994	Service Tax	1,885.80	FY 2013-14 to FY 2017-18	Commissioner of Central Goods & Services Tax
Income Tax Act, 1961	Income Tax	30.06#	FY 2013-14	High Court
Income Tax Act, 1961	Income Tax	761.44	FY 2015-16	High Court
Income Tax Act, 1961	Income Tax	762.82^	FY 2016-17	High Court
Goods & Services Tax, 2017	GST	353.65^^	FY 2019-20	Commissioner (Appeals) GST

* Net of Rs. 7.46 lakhs paid as pre deposit.

Net of Rs. 7.52 lakhs paid under protest.

^ Net of Rs. 182.63 lakhs paid under protest.

^^ Net of Rs. 20.91 lakhs paid as pre deposit.

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) Loans amounting to Rs. 1,912.36 Lakhs outstanding as at March 31, 2026 are repayable on demand. According to the information and explanations given to us, such loans have not been demanded for repayment during the financial year. Considering the above, in our opinion, the Company has not defaulted in the repayment of loans (including loans repayable on demand) or in the payment of interest thereon to any lender during the year.

(b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have not been used during the year for long-term purposes by the Company.

(e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable.

(f) The Company does not have any subsidiary or associate or joint venture and hence, reporting under clause 3(ix)(f) of the Order is not applicable.

(x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with section 188 of the Companies Act for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards. The Company is a private company and hence the provisions of section 177 of the Companies Act, 2013 are not applicable to the Company.

(xiv) (a) In our opinion and based on our examination, the Company is not required to and does not have an internal audit system as per provisions of the Companies Act, 2013, hence reporting under clause (xiv) of the Order is not applicable.

(xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

(b) The Group has more than one Core Investment Company (CIC) as part of the group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016). There are five CIC forming part of the group.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For **Deloitte Haskins and Sells LLP**
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Nilesh Shah
Partner
Membership No. 049660
UDIN: 26049660SLLHCU2381

Place: Mumbai
Date: April 17, 2026

BALANCE SHEET AS AT MARCH 31, 2026

(Rs. in Lakh)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
I ASSETS			
1 Non-current assets			
(a) Property, Plant and Equipment	3	**7.43**	16.07
(b) Financial Assets			
(i) Loans	9	**500.00**	–
(ii) Other Financial Assets	10	**105.15**	130.75
(c) Deferred Tax Asset (net)	4	**2,951.25**	2,951.25
(d) Income tax assets (net)		**1,439.50**	1,250.98
Total Non-current Assets		**5,003.33**	4,349.05
2 Current assets			
(a) Inventories	6	**42,039.18**	37,065.60
(b) Financial assets			
(i) Trade receivables	7	**245.14**	1,114.29
(ii) Cash and cash equivalents	8	**3,391.53**	557.05
(iii) Bank balances other than (ii) above	8	**16,220.50**	18,947.87
(iv) Other financial assets	10	**483.34**	522.89
(c) Other current assets	5	**4,169.35**	5,211.58
Total Current Assets		**66,549.04**	63,419.28
TOTAL ASSETS (1+2)		**71,552.37**	67,768.33
II EQUITY AND LIABILITIES			
1 Equity			
(a) Equity Share capital	11	**84.45**	84.45
(b) Other Equity	12	**11,312.64**	10,455.71
Total Equity		**11,397.09**	10,540.16
Liabilities			
2 Non-current liabilities			
(a) Provisions	16	**13.90**	23.76
Total Non-Current Liabilities		**13.90**	23.76
3 Current liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	**2,000.00**	8,781.71
(ii) Trade Payables			
Total outstanding dues of micro and small enterprises	14	**354.16**	294.03
Total outstanding dues of creditors other than micro and small enterprises	14	**1,273.58**	1,379.97
(iii) Other financial liabilities	15	**1,365.31**	1,274.56
(b) Other current liabilities	17	**54,950.02**	45,256.34
(c) Provisions	16	**198.31**	217.80
Total Current Liabilities		**60,141.38**	57,204.41
TOTAL EQUITY & LIABILITIES (1+2+3)		**71,552.37**	67,768.33

The accompanying notes 1 to 41 are an integral part of these financial statements.

As per our report of even date attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration Number:- 117366W/W-100018

Nilesh Shah
Membership No - 049660
Partner

Place: Mumbai
Date: April 17, 2026

For and on behalf of the Board of Directors of
Mahindra Homes Private Limited

Amit Kumar Sinha
Director
DIN No. 09127387

Place: Mumbai
Date: April 17, 2026

Sriram Kumar
Director
DIN No. 07986708

Place: Mumbai
Date: April 17, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

(Rs. in Lakh)

Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
I Income			
(a) Revenue from operations	18	**–**	–
(b) Other income	19	**1,610.81**	2,102.72
Total income (a+b)		**1,610.81**	2,102.72
II Expenses			
(a) Construction expenses incurred	20	**5,011.61**	4,456.69
(b) Changes in inventories of work-in-progress and finished goods	21	**(5,011.61)**	(4,456.69)
(c) Employee benefits expense	24	**13.11**	123.16
(d) Finance costs	23	**477.30**	916.88
(e) Depreciation expense	3	**7.29**	11.30
(f) Other expenses	22	**207.58**	355.32
Total Expenses (a+b+c+d+e+f)		**705.28**	1,406.66
III Profit Before Tax (I-II)		**905.53**	696.06
IV Tax expense / (credit)			
(a) Current tax	4	**53.45**	178.74
(b) Deferred tax	4	**–**	(183.61)
Total tax expense / (credit) (a+b)		**53.45**	(4.87)
V Profit for the year (III-IV)		**852.08**	700.93
VI Other Comprehensive Income			
Items that will not be reclassified to profit or loss			
Remeasurements of the defined benefit liabilities (net of taxes)		**4.85**	1.23
Total Other Comprehensive Profit / Income for the year		**4.85**	1.23
Total Comprehensive Income for the year (V+VI)		**856.93**	702.16
VII Earnings per equity share (Face value: Rs 10/share)			
Basic			
(a) Class B Equity Shares (In Rs.)	25	**3,858.01**	1,851.08
(b) Class C Equity Shares (In Rs.)	25	**3,858.01**	1,851.08
Diluted			
(a) Class B Equity Shares (In Rs.)	25	**3,857.83**	1,851.03
(b) Class C Equity Shares (In Rs.)	25	**3,857.83**	1,851.03

The accompanying notes 1 to 41 are an integral part of these financial statements.

As per our report of even date attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration Number:- 117366W/W-100018

Nilesh Shah
Membership No - 049660
Partner

Place: Mumbai
Date: April 17, 2026

For and on behalf of the Board of Directors of
Mahindra Homes Private Limited

Amit Kumar Sinha
Director
DIN No. 09127387

Place: Mumbai
Date: April 17, 2026

Sriram Kumar
Director
DIN No. 07986708

Place: Mumbai
Date: April 17, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026

(Rs. in Lakh)

	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A	**Cash flow from operating activities**		
	Profit Before Tax	**905.53**	696.06
	Adjustments for:		
	Depreciation Expense	**7.29**	11.30
	Loss on disposal of property plant & equipment (net)	**1.36**	0.10
	Finance Costs	**477.30**	916.88
	Interest Income	**(1,408.51)**	(1,436.36)
	Profit on sale of current investments	**(18.36)**	(506.01)
	Operating Profit before working capital changes	**(35.39)**	(318.03)
	Changes in working capital:		
	Increase in trade payables and other liabilities	**9,736.12**	6,394.44
	Decrease in trade and other receivables	**1,936.99**	6,675.23
	Increase in inventories	**(4,973.59)**	(4,598.59)
	Cash generated from operations	**6,664.13**	8,153.05
	Income taxes paid (net)	**(241.96)**	(552.15)
	Net cash generated from operating activities (A)	**6,422.17**	7,600.90
B	**Cash flows from Investing activities**		
	Payment to acquire property, plant and equipment	**–**	(1.37)
	Interest received	**1,448.07**	1,164.00
	Inter corporate deposit given	**(500.00)**	–
	Changes in earmarked balances and margin accounts with banks	**69.97**	(215.50)
	Bank deposits (net)	**2,657.40**	(4,393.10)
	Proceeds from Investment in mutual funds (net)	**18.36**	8,028.85
	Net cash generated from investing activities (B)	**3,693.80**	4,582.88
C	**Cash flows from Financing activities**		
	Proceeds from borrowings	**39,218.29**	35,214.85
	Repayment of borrowings	**(46,000.00)**	(36,000.00)
	Buy back of equity shares	**–**	(11,997.60)
	Interest paid	**(499.78)**	(890.48)
	Net cash used in Financing activities (C)	**(7,281.49)**	(13,673.23)
	Net increase / (decrease) in cash and cash equivalents (A + B + C)	**2,834.48**	(1,489.45)
	Cash and cash equivalents at the beginning of the year	**557.05**	2,046.50
	Cash and cash equivalents at the end of the year (refer note 8)	**3,391.53**	557.05

The accompanying notes 1 to 41 are an integral part of these financial statements.

Notes

1 The above cash flow statement has been prepared under the 'Indirect method' as set out in "Indian Accounting Standard (Ind AS) - 7 Statement of Cash Flows".

2 Changes in liabilities arising from financing activities (refer note 13)

As per our report of even date attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration Number:- 117366W/W-100018

Nilesh Shah
Membership No - 049660
Partner

Place: Mumbai
Date: April 17, 2026

For and on behalf of the Board of Directors of
Mahindra Homes Private Limited

Amit Kumar Sinha
Director
DIN No. 09127387

Place: Mumbai
Date: April 17, 2026

Sriram Kumar
Director
DIN No. 07986708

Place: Mumbai
Date: April 17, 2026

STATEMENT OF CHANGES IN EQUITY FOR YEAR ENDED MARCH 31, 2026

A. Equity Share Capital

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the Beginning of the year	**84.45**	86.85
Less: Changes in Equity Share Capital (refer note 11)	**–**	(2.40)
Balance at the end of the year	**84.45**	84.45

B. Other Equity

(Rs. in Lakh)

		Reserves & Surplus			
Particulars	**Equity component of compound financial instruments***	**Securities Premium**	**Retained earnings**	**Capital Redemption Reserve**	**Total**
As at March 31, 2024	**0.00**	**33,554.06**	**(11,810.19)**	**4.88**	**21,748.75**
Profit for the year	–	–	700.93	–	700.93
Other Comprehensive Income (net of taxes)	–	–	1.23	–	1.23
Utilised for Capital reduction (refer note 30)	–	(11,995.20)	–	–	(11,995.20)
As at March 31, 2025	**0.00**	**21,558.86**	**(11,108.03)**	**4.88**	**10,455.71**
Profit for the year	–	–	852.08	–	852.08
Other Comprehensive Income (net of taxes)	–	–	4.85	–	4.85
As at March 31, 2026	**0.00**	**21,558.86**	**(10,251.10)**	**4.88**	**11,312.64**

The accompanying notes 1 to 41 are an integral part of these financial statements.

* **Equity component of compound financial instruments:** This amount relates to equity component of convertible preference shares as per the requirements of Ind AS 32. The liability component of preference shares is NIL (refer note no. 11). The equity component is Rs 20/- (Previous year Rs 20/-)

As per our report of even date attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration Number:- 117366W/W-100018

Nilesh Shah
Membership No - 049660
Partner

Place: Mumbai
Date: April 17, 2026

For and on behalf of the Board of Directors of
Mahindra Homes Private Limited

Amit Kumar Sinha
Director
DIN No. 09127387

Place: Mumbai
Date: April 17, 2026

Sriram Kumar
Director
DIN No. 07986708

Place: Mumbai
Date: April 17, 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1. General Information

Mahindra Homes Private Limited is a private company domiciled in India and was incorporated on June 2, 2010 under the provisions of the Companies Act, 1956 applicable in India. The registered office of the company is located at 4th Floor, Mahindra Tower, Worli, Mumbai – 400018. The company is engaged in the business of development of residential complexes. The Company is currently engaged in the development of residential projects in Gurugram and Bengaluru.

2. Material accounting policies

2.1 Statement of compliance and basis of preparation and presentation

The financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013 (the Act) and other relevant provisions of the act.

These aforesaid financial statements were approved by Company's Board of Directors and authorised for issue in the meeting held on April 17, 2026.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use

2.2 Basis of measurement

These financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical Cost: Assets are recorded at the amount of cash or cash equivalents paid or the fair value of the other consideration given to acquire them at the time of their acquisition. Liabilities are recorded at the amount of proceeds received in exchange for the obligation, or in some circumstances (for example, income taxes), at the amounts of cash or cash equivalents expected to be paid to satisfy the liability in the normal course of business.

Measurement of Fair values

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs for the asset or liability that are not based on observable market data (unobservable inputs).

2.3 Current versus non-current classification

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

Based on the nature of activity carried out by the company and the period between the procurement and realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 5 years for the purpose of Current – Non Current classification of assets & liabilities.

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Borrowings are classified as current if they are due to be settled within 12 months after the reporting period.

2.4 Revenue Recognition

2.4.1 Revenue from Projects

- The Company develops and sells residential and commercial properties. Revenue from contracts is recognised when control over the property has been transferred to the customer. An enforceable right to payment does not arise until the development of the property is completed. Therefore, revenue is recognised at a point in time as per IND AS 115 when (a) the seller has transferred to the buyer all significant risks and rewards of ownership and the seller retains no effective control of the real estate unit to a degree usually associated with ownership, (b) The seller has effectively handed over possession of the real estate unit to the buyer forming part of the transaction; (c) No significant uncertainty exists regarding the amount of consideration that will be derived from real estate unit sales; and (d) It is not unreasonable to expect ultimate collection of revenue from buyers. The revenue is measured at the transaction price agreed under the contract.
- The Company invoices the customers based on achieving performance-related milestones.
- For certain contracts involving the sale of property under development, the Company offers deferred payment

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

schemes to its customers. The Company adjusts the transaction price for the effects of the significant financing component.

- Costs to obtain contracts ("Contract costs") relate to fees paid for obtaining property sales contracts. Such costs are recognised as assets when incurred and amortised upon recognition of revenue from the related property sale contract.
- Contract assets is the Company's right to consideration in exchange for goods or services that the Company has transferred to a customer when that right is conditioned on something other than the passage of time.

2.4.2 Dividend and Interest income

Dividend income from investment in mutual funds is recognised when the unit holder's right to receive payment has been established.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.5 Foreign exchange transactions and translation

In preparing the financial statements of the Company, transactions in currencies other than the entity's functional currency are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in profit or loss in the period in which they arise.

2.6 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred

2.7 Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. The Company revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

Company as a lessee

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term and a corresponding lease liability at the lease commencement date i.e. the date at which the leased asset is available for use by the Company. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of use assets are determined on the same basis as those of property, plant, and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

2.8 Employee Benefits

2.8.1 Defined contribution plans

The Company's contribution paid/payable during the year to Superannuation Fund and Provident fund is recognised in profit or loss.

2.8.2 Defined benefit plan

The liability or assets recognised in the Balance Sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of the plan assets. The defined benefit obligation is calculated by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows with reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in the employee benefit expenses in the Statement of Profit and Loss.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

2.8.3 Remeasurement gains/losses

Remeasurement of defined benefit plans, comprising of actuarial gains or losses, return on plan assets excluding interest income are recognised immediately in balance sheet with corresponding debit or credit to other comprehensive income. They are included in Retained Earnings in the Statement of Changes in Equity and in the Balance Sheet. Remeasurements are not reclassified to profit or loss in subsequent period.

Remeasurement gains or losses on long term compensated absences that are classified as other long-term benefits are recognised in profit or loss.

2.8.4 Short-term and other long-term employee benefits:

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The cost of short-term compensated absences is accounted as under:

(a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and

(b) in case of non-accumulating compensated absences, when the absences occur.

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of expected future payments to be made in respect of services provided by employees up the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in Statement of Profit and Loss.

2.9 Income Taxes

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.9.1 Current tax

Current tax payable is determined as the amount of tax payable in respect of taxable profit for the year. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.9.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.9.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

2.10 Property, plant, and equipment

Buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant, and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Furniture and Fixtures and Office equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised to write off the cost of assets (other than properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Depreciation on tangible fixed assets is provided on pro-rata basis on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except for certain assets as indicated below

	Useful lives estimated by the management (years)
Computers	3 to 6
Furniture	5
Building - Office/Commercial constructed at site	5

2.11 Impairment of tangible assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount, which is the higher of the value in use or fair value less cost to sell, of the asset or cash generating unit, as the case may be, is estimated and

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

the impairment loss (if any) is recognised and the carrying amount is reduced to its recoverable amount. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

2.12 Inventories

Raw materials are valued at lower of cost and net realisable value. Cost is determined based on a weighted average basis. Stock of units in completed projects and construction work-in-progress are valued at lower of cost and net realisable value. Cost includes land cost, materials, contract works, direct expenses, provisions and apportioned borrowing costs.

2.13 Cost of Construction / Development:

Cost of Construction/Development (including cost of land) incurred is charged to the statement of profit and loss proportionate to project area sold. Costs incurred for projects which have not received Occupancy/ Completion Certificate is carried over as construction work-in-progress. Costs incurred for projects which have received Occupancy/Completion Certificate is carried over as Completed Properties.

2.14 Cash and cash equivalents

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

2.15 Earnings Per Share

The Company reports basic and diluted earnings per share in accordance with Ind AS - 33 on 'Earnings per Share'.

Basic earnings per share is computed by dividing the net profit or loss for the year by the weighted average number of Equity shares outstanding during the year.

Diluted earnings per share is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all diluted potential equity shares except where the results are anti- dilutive.

2.16 Provisions and Contingent Liabilities

Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, considering the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received, and the amount of the receivable can be measured reliably.

Provisions and contingent liabilities are reviewed at each Balance Sheet date.

2.16.1 Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

2.16.2 Contingent liabilities

Contingent liability is disclosed in case of:

- a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation; and
- a present obligation arising from past events when no reliable estimate is possible.

2.17 Financial instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss. However, trade receivables that do not contain a significant financing component are measured at transaction price.

2.17.1 Classification and subsequent movement

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured at either amortised cost or fair value, depending on their respective classification.

On initial recognition, a financial asset is classified as – measured at:

– Amortised cost; or

– Fair Value through Profit or Loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

All Financial assets are not classified as measured at amortised cost or FVTOCI are measured at FVTPL.

Financial Assets at amortised cost are subsequently measured at amortised cost using effective interest method. The amortised cost is reduced by impairment loss. Interest income and impairment loss are recognised in the statement of profit and loss. Any gain or loss on derecognition is recognised in statement of profit and loss.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Financial assets at FVTPL are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognized in profit or loss.

2.17.2 Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognising impairment loss on financial assets.

Loss allowance for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the party does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write- off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

2.17.3 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expires, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all the risks and rewards of the transferred assets, the transferred assets are not derecognised

2.18 Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

2.18.1 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. Equity instruments issued by a Company are recognised at the proceeds received, net of directly attributable transaction costs.

2.18.2 Financial Liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative (that does not meet hedge accounting requirements) or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

2.18.3 Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled, or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability.

The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

2.19 Offsetting

Financial assets and liabilities are offset and the net amount presented in the balance sheet when and only when, the Company currently has legally enforceable rights to set off the amount and it intended either to settle them on a net basis or to realise the assets and settle liability simultaneously.

2.20 Recent Indian Accounting Standards (Ind AS)

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.
2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact on its financial statements.

2A. Use of estimates and judgements

In the application of the Company's accounting policies, which are described in note 2, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

Key sources of estimation uncertainty

In the process of applying the Company's accounting policies, management has made the following judgements, which have the significant effect on the amounts recognised in the financial statements.

A. Estimation of net realisable value for inventories

Inventories are stated at the lower of cost and net realisable value. Net realisable value of inventories under construction is assessed with reference to the market prices at the reporting date less estimated costs to complete the construction and less an estimate of the time value of money to the date of completion if material. The market prices bear reference to the recent selling prices. The costs to complete the construction are estimated by management.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

B. Useful lives of Depreciable/amortisable assets

The Company reviews the useful life of depreciable/amortisable assets at the end of each reporting period. This re-assessment may result in change in depreciation expense in future periods.

C. Taxes

Deferred tax assets are recognised for unused tax losses and other temporary differences leading to deferred tax assets to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

D. Determining the timing of revenue recognition on the sale of completed and under development property

The Company has evaluated and generally concluded that the recognition of revenue over the period of time criteria are not met owing to non-enforceable right to payment for performance completed to date and, therefore, recognises revenue at a point in time. The Company has further evaluated and concluded that based on the analysis of the rights and obligations under the terms of the contracts relating to the sale of property, the revenue is to be recognised at a point in time when control transfers which coincides with receipt of Occupation Certificate.

E. Determination of performance obligations

With respect to the sale of property, the Company has concluded that the goods and services transferred in each contract constitute a single performance obligation. In particular, the promised goods and services in contracts for the sale of property is to undertake development of property and obtaining the Occupation Certificate. Generally, the Company is responsible for all these goods and services and the overall management of the project. Although these goods and services are capable of being distinct, the Company accounts for them as a single performance obligation because they are not distinct in the context of the contract.

F. Actuarial Valuation

The determination of Company's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in other comprehensive income. Such valuation depends upon assumptions determined after taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. Information about such valuation is provided in notes to the financial statements.

3. Property, Plant and Equipment

(Rs. in Lakh)

Description of Assets	Building	Office Equipments	Furniture and Fixtures	Computers	Total
I. Gross Carrying Amount					
Balance as at April 01, 2025	452.18	66.82	157.23	79.34	755.57
Additions during the year	–	–	–	–	–
Deductions/adjustments during the year	–	–	–	13.92	13.92
Balance as at March 31, 2026	**452.18**	**66.82**	**157.23**	**65.42**	**741.65**
II. Accumulated depreciation					
Balance as at April 01, 2025	452.18	66.67	156.70	63.95	739.50
Depreciation expense for the year	–	0.07	0.36	6.86	7.29
Deductions/adjustments during the year	–	–	–	12.57	12.57
Balance as at March 31, 2026	**452.18**	**66.74**	**157.06**	**58.24**	**734.22**
III. Net carrying amount (I-II)					
Balance as at March 31, 2026	–	**0.08**	**0.17**	**7.18**	**7.43**
Balance as at March 31, 2025	–	**0.15**	**0.53**	**15.39**	**16.07**

(Rs. in Lakh)

Description of Assets	Building	Office equipments	Furniture and Fixtures	Computers	Total
I. Gross Carrying Amount					
Balance as at April 01, 2024	452.18	96.59	240.20	79.57	868.54
Additions during the year	–	–	–	1.37	1.37
Deductions during the year	–	29.77	82.97	1.60	114.34
Balance as at March 31, 2025	**452.18**	**66.82**	**157.23**	**79.34**	**755.57**
II. Accumulated depreciation					
Balance as at April 01, 2024	452.18	96.28	239.28	54.69	842.43
Depreciation expense for the year	–	0.08	0.39	10.83	11.30
Deductions/adjustments during the year	–	29.69	82.97	1.57	114.23
Balance as at March 31, 2025	**452.18**	**66.67**	**156.70**	**63.95**	**739.50**
III. Net carrying amount (I-II)					
Balance as at March 31, 2025	–	**0.15**	**0.53**	**15.39**	**16.07**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

4. Tax Expense

(a) Income tax expense recognised in Statement of Profit & Loss

(Rs. in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current Tax:		
In respect of current year	**53.45**	178.74
In respect of prior year	**–**	–
Deferred Tax:		
In respect of current year origination and reversal of temporary differences	**–**	(183.61)
Total income tax expense	**53.45**	(4.87)

(b) Deferred Tax Assets

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax Asset recognised		
Disallowance u/s 43(B) of the Income tax Act, 1961	**59.73**	59.73
Fiscal allowance on property, plant and equipment	**80.96**	80.96
Provision for employee benefits	**4.20**	7.36
Brought forward unused tax losses	**2,806.36**	2,803.20
Total	**2,951.25**	2,951.25
Deferred tax Asset not recognised		
Brought forward unused tax losses	**1,338.61**	1,363.52
Total	**1,338.61**	1,363.52

i) During the year ended March 31, 2026, the Company has not recognised deferred tax assets for deductible temporary differences (including brought forward unused tax losses). During the year ended March 31, 2025, the Company has recognised deferred tax assets of Rs 183.61 lakhs for deductible temporary differences (including brought forward unused tax losses) to the extent of probable future taxable profits that will be available against which such deductible temporary differences can be utilised.

(c) Movement in Deferred Tax (Net) in relation to:

(Rs. in Lakh)

Particulars	Opening Balance as at April 01, 2025	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	Closing Balance as at March 31, 2026
Deferred Tax Liabilities:				
Other temporary differences	–	–	–	–
Deferred Tax Liabilities	**–**	**–**	**–**	**–**
Deferred Tax Assets:				
Disallowance u/s 43(B) of the Income tax Act, 1961	59.73	–	–	59.73
Fiscal allowance on property, plant and equipment	80.96	–	–	80.96
Provision for employee benefits	7.36	(3.16)	–	4.20
Brought forward unused tax losses	2,803.20	3.16	–	2,806.36
Deferred Tax Assets	**2,951.25**	**0.00**	**–**	**2,951.25**
Deferred Tax Assets / Liabilities (Net)	**2,951.25**	**0.00**	**–**	**2,951.25**

(Rs. in Lakh)

Particulars	Opening Balance as at April 01, 2024	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	Closing Balance as at March 31, 2025
Deferred Tax Liabilities:				
Other temporary differences	(51.39)	51.39	–	–
Deferred Tax Liabilities	**(51.39)**	**51.39**	**–**	**–**
Deferred Tax Assets:				
Disallowance u/s 43(B) of the Income tax Act, 1961	65.83	(6.10)	–	59.73
Fiscal allowance on property, plant and equipment	89.72	(8.76)	–	80.96
Provision for employee benefits	8.46	(1.10)	–	7.36
Brought forward unused tax losses	2,655.02	148.18	–	2,803.20
Deferred Tax Assets	**2,819.03**	**132.22**	–	**2,951.25**
Deferred Tax Assets / Liabilities (Net)	**2,767.64**	**183.61**	**–**	**2,951.25**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(d) Reconciliation of estimated income tax expense at tax rate to income tax expense reported in the Statement of Profit and Loss is as follows:

(Rs. in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit before tax	**905.53**	696.06
Income tax expense calculated at the statutory income tax rate of 25.17% (25.17% for the previous year)	**227.92**	175.20
Provision for tax of current year	**53.45**	178.74
Effect of expenses that is non deductible in determining taxable profit	**(227.92)**	(358.81)
Income tax expense recognised in statement of profit & loss	**53.45**	(4.87)

5. Other assets

(Rs. in Lakh)

Particulars	As at March 31, 2026 Non-current	As at March 31, 2026 Current	As at March 31, 2025 Non-current	As at March 31, 2025 Current
Advances other than capital advances				
Balances with government authorities (other than income taxes)	**–**	**69.12**	–	67.28
Prepaid expenses	**–**	**2,313.02**	–	2,313.02
Collaboration advance	**–**	**956.46**	–	1,885.52
Other advances #	**–**	**830.75**	–	945.76
Total	**–**	**4,169.35**	–	5,211.58

Other advances comprises of project advances given to vendors.

6. Inventories (at lower of cost and net realisable value)

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Raw materials	**317.70**	355.73
Work-in-progress*	**41,721.48**	36,709.87
Finished goods	**–**	–
Total	**42,039.18**	37,065.60

* *Work-in-Progress represents materials at site and construction cost incurred for the projects.

In the opinion of the management, the net realisable value of the construction work in progress will not be lower than the costs so included therein.

The Company has availed overdraft / cash credit facilities which are secured by hypothecation of inventories.

7. Trade Receivables

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Considered good - unsecured	**245.14**	1,114.29
Credit impaired	**25.00**	25.00
	270.14	1,139.29
Less: Loss allowance	**(25.00)**	(25.00)
Total	**245.14**	1,114.29

7a. Movement in the allowance for credit losses

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at beginning of the year	**25.00**	25.00
Addition during the year	**–**	–
Total	**25.00**	25.00

Refer Note 28 for disclosures related to credit risk, impairment risk of trade receivables under expected credit loss model and related financial instrument disclosures.

7b. Ageing for trade receivables from the due date of payment for each of the category is as follows:

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Undisputed Trade Receivables - Considered good - unsecured	**245.14**	1,114.29
Not due	**47.93**	817.32
Less than 6 months	**156.60**	277.14
6 months -1 year	**12.73**	10.07
1-2 Years	**16.25**	0.68
2-3 years	**1.31**	5.23
More than 3 years	**10.32**	3.85

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Undisputed Trade Receivables - Credit impaired	**25.00**	25.00
Not due	**–**	–
Less than 6 months	**–**	–
6 months -1 year	**–**	–
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years	**25.00**	25.00
Disputed Trade Receivables- which have significant increase in credit risk	**–**	–
Disputed Trade Receivables- credit impaired	**–**	–
Total	**270.14**	1,139.29

8. Cash & Cash Equivalents and Bank Balances

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents		
Balances with banks:		
– On current accounts	**102.53**	321.05
– Fixed deposits with original maturity of less than three months	**3,289.00**	236.00
Total Cash and cash equivalent (considered in Statement of Cash Flows)	**3,391.53**	557.05
Bank Balances other than Cash and cash equivalents		
Balances with Banks:		
– Earmarked balances	**1,105.85**	1,187.65
– Towards margin money	**583.34**	571.51
– Fixed deposits with original maturity greater than 3 months	**14,531.31**	17,188.71
Total Other Bank balances	**16,220.50**	18,947.87

9. Loans

(Rs. in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
Measured at amortised cost	**Non-current**	**Current**	Non-current	Current
a) Loans to related parties (refer note 27)	**500.00**	**–**	–	–
- Unsecured, considered good				
Total	**500.00**	**–**	–	–

10. Other Financial assets

(Rs. in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
Measured at amortised cost	**Non-current**	**Current**	Non-current	Current
Unsecured, considered good unless stated otherwise				
Interest accrued	**–**	**483.34**	–	522.89
Security deposit	**105.15**	**–**	130.75	–
Total	**105.15**	**483.34**	130.75	522.89

11. Equity Share capital

(Rs. in Lakh)

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	**Amount**	No. of shares	Amount
Authorised				
Ordinary Equity Shares of Rs.10 each	**100,000**	**10.00**	100,000	10.00
Class A Equity Shares of Rs.10 each	**1,550,000**	**155.00**	1,550,000	155.00
Class B Equity Shares of Rs.10 each	**116,500**	**11.65**	116,500	11.65
Class C Equity Shares of Rs.10 each	**116,500**	**11.65**	116,500	11.65
Series A 0.01% Optionally Convertible Redeemable Preference Shares (OCRPS) of Rs.10 each	**250**	**0.03**	250	0.03
0.01% Compulsorily Convertible Preference Shares (CCPS) of Rs.10 each	**250**	**0.02**	250	0.02
Series B 0.01% Optionally Convertible Redeemable Preference Shares (OCRPS) of Rs.10 each	**116,500**	**11.65**	116,500	11.65
	2,000,000	**200.00**	2,000,000	200.00
Issued, subscribed and fully paid-up shares				
Class A Equity Shares of Rs. 10 each	**822,507**	**82.25**	822,507	82.25
Class B Equity Shares of Rs. 10 each	**11,043**	**1.10**	11,043	1.10
Class C Equity Shares of Rs. 10 each	**11,043**	**1.10**	11,043	1.10
Series A 0.01% Optionally Convertible Redeemable Preference Shares (OCRPS) of Rs.10 each*	**1**	**0.00**	1	0.00
0.01% Compulsorily Convertible Preference Shares (CCPS) of Rs.10 each*	**1**	**0.00**	1	0.00
Total	**844,595**	**84.45**	844,595	84.45

* Represents Rs 20/- (As at March 31, 2025 Rs 20/-)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(i) Reconciliation of the number of shares and outstanding amount

(Rs. in Lakh)

Particulars	Opening Balance	Issued during the year	Shares extinguished on buy back	Shares extinguished on capital reduction (#)	Closing Balance
(a) Equity Shares without Voting rights					
Class B equity shares					
Year ended 31 March 2026					
No. of Shares	**11,043**	**–**	**–**	**–**	**11,043**
Amount	**1.10**	**–**	**–**	**–**	**1.10**
Year ended 31 March 2025					
No. of Shares	23,043	–	–	12,000	11,043
Amount	2.30	–	–	1.2	1.10
Class C equity shares					
Year ended 31 March 2026					
No. of Shares	**11,043**	**–**	**–**	**–**	**11,043**
Amount	**1.10**	**–**	**–**	**–**	**1.10**
Year ended 31 March 2025					
No. of Shares	23,043	–	–	12,000	11,043
Amount	2.30	–	–	1.2	1.10
(b) Equity Shares with Voting rights					
Class A equity shares					
Year ended 31 March 2026					
No. of Shares	**822,507**	**–**	**–**	**–**	**822,507**
Amount	**82.25**	**–**	**–**	**–**	**82.25**
Year ended 31 March 2025					
No. of Shares	822,507	–	–	–	822,507
Amount	82.25	–	–	–	82.25

(#) Refer note 30

(Rs. in Lakh)

Particulars	Opening Balance	Issued during the year	Shares extinguished on buy back	Shares extinguished on capital reduction (#)	Closing Balance
(c) Preference Shares					
Series A 0.01% Optionally Convertible Redeemable Preference Shares (OCRPS)					
Year ended 31 March 2026					
No. of Shares	**1**	**–**	**–**	**–**	**1**
Amount*	**0.00**	**–**	**–**	**–**	**0.00**
Year ended 31 March 2025					
No. of Shares	1	–	–	–	1
Amount*	0.00	–	–	–	0.00
0.01% Compulsorily Convertible Preference Shares (CCPS)					
Year ended 31 March 2026					
No. of Shares	**1**	**–**	**–**	**–**	**1**
Amount*	**0.00**	**–**	**–**	**–**	**0.00**
Year ended 31 March 2025					
No. of Shares	1	–	–	–	1
Amount*	0.00	–	–	–	0.00

This note covers the equity component of the issued convertible preference shares

* Represents Rs 20/- (As at March 31, 2025 Rs 20/-)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(a) Terms/ rights attached to equity shares

The Company has three classes of equity shares. The details are as follows :-

Each holder of Class A Equity Share is entitled to one vote per share, shall not carry any dividend and shall not carry any economic rights. The Series A Equity Shares shall rank subordinate to the Compulsorily Convertible Preference Shares, the Series A OCRPS, the Series B OCRPS, the Series B Equity Shares and the Series C Equity Shares with respect to distribution rights and rights on liquidation, dissolution and winding up of the affairs of the Company.

Each holder of Class B Equity Share shall be non voting and entitled to dividend. The economic rights on Series B Equity Shares shall be for the entire Series B as a whole, with economic rights equal to 50% of the total economic rights of the Shareholders of the Company, until the Series B shareholder has achieved a 17% Internal Rate of Return (IRR) on the Investment Subscription Amount. On achieving 17% IRR by the Series B shareholder, the Series B Equity Shares to carry 35% share of the total economic rights of the Shareholders of the Company.

Each holder of Class C Equity Share shall be non voting and entitled to dividend. The economic rights on Series C Equity Shares shall be for the entire Series C as a whole, with economic rights equal to 50% of the total economic rights of the Shareholders of the Company, until the Series C shareholder has achieved a 17% IRR on the Investment Subscription Amount. On achieving 17% IRR by Series C shareholder, the Series C Equity Shares to carry 65% share of the total economic rights of the Shareholders of the Company.

(b) Terms of conversion/ redemption of Optionally Convertible Redeemable Preference Shares (OCRPS)

The Series A OCRPS shall carry a dividend, as and when declared, at the rate of 0.01% per annum ("Fixed Dividends"). The Series A OCRPS shall be non-cumulative and not carry any voting rights. One Series A OCRPS shall convert to one Series A Equity Share at the conversion Ratio at the option of the holder of the Series A OCRPS. The Series A OCRPS shall be optionally redeemable at par. In the event of liquidation of the Company, Series A OCRPS shall be deemed to have been converted into Series A Equity Shares.

(c) Terms of conversion/ redemption of Compulsorily Convertible Preference Shares (CCPS)

CCPS shall carry a dividend, as and when declared, at the rate of 0.01% per annum (Fixed Dividend). The CCPS shall be non-cumulative and shall not carry any voting rights. One CCPS Share shall convert to one Series B Equity Share. The CCPS shall be deemed to have automatically and mandatorily converted to Series B Equity Shares at the Conversion Ratio at the expiry of 12 years from the date of allotment. CCPS can be voluntarily converted to Series B Equity Shares at the option of the holder. In the event of liquidation of the Company, the CCPS shall be deemed to have been converted into Series B Equity Shares.

(d) Aggregate number of equity shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date:

Particulars	Aggregate Number of Shares As at March 31, 2026	As at March 31, 2025
Series B and Series C Equity Shares		
Fully paid up pursuant to contract(s) without payment being received in cash		
Fully Paid Series C Equity Shares by way of conversion of Optionally Convertible Debentures (OCD)	**64,034**	64,034
Fully Paid Series B Equity Shares by way of conversion of Compulsory Convertible Debentures (CCD)	**64,034**	64,034
Shares extinguished on buy back		
Fully Paid Series C Equity Shares	**24,380**	24,380
Fully Paid Series B Equity Shares	**24,380**	24,380

(ii) Details of shares held by the holding company, the ultimate holding company and its subsidiaries

Particulars	Class A Equity shares with voting rights	Class B Equity shares without voting rights	Class C Equity shares without voting rights	Series A 0.01% Optionally Convertible Redeemable Preference Shares (OCRPS)	0.01% Compulsorily Convertible Preference Shares (CCPS)
As at March 31, 2026					
Mahindra Lifespace Developers Ltd - the holding company					
No. of Shares	**822,507**	**11,043**	**11,043**	**1**	**1**
As at March 31, 2025					
Mahindra Lifespace Developers Ltd - the holding company					
No. of Shares	616,879	–	11,043	1	–

(iii) Details of shareholders holding more than 5% shares in the company

Name of the shareholder	As at March 31, 2026 No.	As at March 31, 2026 % holding in the class	As at March 31, 2025 No.	As at March 31, 2025 % holding in the class
Equity shares without voting rights:-				
Class C equity Shares	**11,043**	**100%**	11,043	100%
Mahindra Lifespace Developers Limited				
Class B equity Share	**11,043**	**100%**	–	0.00%
Mahindra Lifespace Developers Limited				
Class B equity Share	**–**	**0%**	11,043	100%
Actis Mahi Holdings (Singapore) Private Limited				
Equity shares with voting rights				
Class A equity Share	**822,507**	**100%**	616,879	75%
Mahindra Lifespace Developers Limited				
Class A equity Shares	**–**	**0%**	205,628	25%

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Name of the shareholder	As at March 31, 2026		As at March 31, 2025	
	No.	**% holding in the class**	No.	% holding in the class
Actis Mahi Holdings (Singapore) Private Limited				
Preference Shares				
0.01% Optionally Convertible Redeemable Preference Shares (OCRPS)- Series A	**1**	**100%**	1	100%
Mahindra Lifespace Developers Limited				
0.01% Compulsorily Convertible Preference Shares (CCPS)- Series B	**1**	**100%**	–	0%
Mahindra Lifespace Developers Limited				
0.01% Compulsorily Convertible Preference Shares (CCPS)- Series B	**–**	**0%**	1	100%
Actis Mahi Holdings (Singapore) Private Limited				

(iv) Shares reserved for issue under options

For details of shares reserved for issue on conversion of OCRPS and CCPS, please refer note 11 (b) and 11 (c) respectively regarding terms of conversion/ redemption of preference shares.

(v) Details of shareholdings by the Promoter's of the Company

Class of shares / Name of shareholder	As at March 31, 2026		As at March 31, 2025		Change during the period	% change during the period
	Number of shares held	**% holding**	Number of shares held	% holding		
Mahindra Lifespace Developers Limited						
Equity shares with voting rights						
Class A equity Shares	**822,507**	**100.00%**	616,879	75.00%	205,628	25.00%
Equity shares without voting rights						
Class B equity Shares	**11,043**	**100.00%**	–	0.00%	11,043	100.00%
Equity shares without voting rights						
Class C equity Shares	**11,043**	**100.00%**	11,043	100.00%	–	0.00%
0.01% Optionally Convertible Redeemable Preference Shares (OCRPS)- Series A	**1**	**100.00%**	1	100.00%	–	0.00%
0.01% Compulsorily Convertible Preference Shares (CCPS)- Series B	**1**	**100.00%**	–	0.00%	1	100.00%

12. Other Equity

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Securities premium	**21,558.86**	21,558.86
Retained earnings	**(10,251.10)**	(11,108.03)
Capital redemption reserve	**4.88**	4.88
Equity component of compound financial instruments	**0.00**	0.00
Other Equity Total	**11,312.64**	10,455.71

Description of the nature and purpose of Other Equity:

Securities Premium: The Securities Premium Reserve is created on issue of shares at a premium.

Retained earnings: This reserve represents cumulative profits/losses of the Company. This reserve can be utilised in accordance with the provisions of Companies Act, 2013.

Capital Redemption Reserve: Capital Redemption Reserve is created by transferring funds from securities premium account being face value of shares bought back during the year ended March 31, 2024 in accordance with the provisions of Companies Act, 2013.

Equity component of compound financial instruments: This amount relates to equity component of convertible preference shares as per the requirements of Ind AS 32. The liability component of preference shares is NIL. The equity component is Rs 20/- (March 31, 2025 - Rs 20/-).

13. Borrowings

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Current Borrowings		
Secured Borrowings at amortised cost		
Loans repayable on demand		
From banks	**2,000.00**	8,781.71
Total current borrowings	**2,000.00**	8,781.71

1. Loans repayable on demand from banks (Secured)

a. Axis Bank Ltd

Cash Credit Facility (including WCDL) from Axis Bank Ltd carries interest rate in the range of 8.70% to 9.80% p.a (March 31, 2025 - 9.00% to 9.80% p.a). The facility is secured by first ranking pari passu charge by way of hypothecation (pari passu only with the security interest created / to be created to secure the working capital facilities availed by the Company) over the land admeasuring 6.8 acres and building of borrower of its Luminare Project, First charge on development rights under the Collaboration agreement, receivables (present & future) of its Luminare Project and, Rights/ Claims/Demands/Approvals/Permits relating to Luminare Project and all insurance contracts in relation to Luminare Project. The loan is repaid during the current financial year.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

b. HDFC Bank Ltd

Overdraft facility (including WCDL) from HDFC Bank carries interest rate of 7.50% to 9.60% p.a (March 31, 2025- 8.50% to 9.60% p.a). The facility is secured by first pari passu charge (pari passu along with other lenders for current facility) on receivables to the extent of Borrower's share (75% of receivables) pertaining to Luminare (Gurgaon) project, present and future.

Reconciliation of movement in borrowings to cash flows from financing activities

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance		
Short term borrowings	**8,781.71**	9,566.86
Cash flow movements		
Proceeds from borrowings	**39,218.29**	35,214.85
Repayment of borrowings	**(46,000.00)**	(36,000.00)
	(6,781.71)	(785.15)
Closing balance		
Short term borrowings	**2,000.00**	8,781.71

14. Trade Payables

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payable - micro and small enterprises*	**354.16**	294.03
Trade payable - other than micro and small enterprises	**1,273.58**	1,379.97
Total	**1,627.74**	1,674.00

Trade payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.

* This information has been determined to the extent such parties have been identified on the basis of the intimation received from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006.

14a. Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
a) The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year	**354.16**	294.03
b) The amount of interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	**–**	–
c) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	**–**	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting year	**–**	–
e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	**–**	–
Total	**354.16**	294.03

14b. Ageing for trade payable from the due date of payment for each of the category is as follows:

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Undisputed dues of micro enterprises and small enterprises		
Unbilled	**128.93**	107.28
Not due	**190.33**	178.49
Less than 1 year	**34.90**	8.26
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Undisputed dues of creditors other than micro enterprises and small enterprises		
Unbilled	**623.81**	925.16
Not due	**477.85**	340.30
Less than 1 year	**158.22**	100.79
1-2 Years	**0.36**	0.87
2-3 years	**0.64**	3.81
More than 3 years	**12.70**	9.04
Disputed Dues- micro enterprises and small enterprises	**–**	–
Disputed Dues- Others	**–**	–
Total	**1,627.74**	1,674.00

15. Other Financial liabilities

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Carried at Amortised Cost		
Interest accrued	**3.92**	26.40
Advance towards society maintenance	**1,361.39**	1,248.16
Total	**1,365.31**	1,274.56

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

16. Provisions

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Non-Current		
Provision for Employee Benefits		
Gratuity	**12.08**	15.66
Leave encashment	**1.82**	8.10
Total	**13.90**	23.76
Current		
Provision for Employee Benefits		
Gratuity	**2.30**	3.06
Leave encashment	**0.48**	2.43
Other Current Provisions		
Provision for defect liabilities	**195.53**	212.31
Total	**198.31**	217.80

Defect Liability Provisions:

Provision for defect liability represents present value of management's best estimate of the future outflow of economic resources that will be required in respect of residential units when control over the property has been transferred to the customer, the estimated cost of which is accrued during the period of construction, upon sale of units and recognition of related revenue. Management estimates the related provision for future defect liability claims based on historical cost of rectifications and is adjusted regularly to reflect new information. The residential units are generally covered under the defect liability period limited to 5 year from the date when control over the property has been transferred to the customer.

The movement in provision for defect liabilities is as follows:

(Rs. in Lakh)

Particulars	Provision for Defect Liability
Balance at March 31, 2024	**236.54**
Additional provisions recognised	–
Amounts utilised / reversed during the year	24.23
Balance at March 31, 2025	**212.31**
Additional provisions recognised	–
Amounts utilised / reversed during the year	16.78
Balance at March 31, 2026	**195.53**

17. Other Current liabilities

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Advances received from customers	**54,797.19**	45,101.40
Statutory dues payable*	**152.83**	154.94
Total	**54,950.02**	45,256.34

* There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund.

18. Revenue from Operations

(Rs. in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from Contracts with Customers		
Revenue from projects	**–**	–
Total	**–**	–

Notes:

a) Contract Balances

i) Amounts received before the related performance obligation is satisfied are included in the balance sheet (Contract liability) as "Advances received from Customers" in note 17- Other Current Liabilities. Amounts billed for development milestone achieved but not yet paid by the customer are included in the balance sheet under trade receivables in note 7- Trade Receivables.

ii) During the year, the Company recognised NIL revenue from opening contract liability (after Ind AS 115 adoption) of Rs 45,101.40 lakhs (recognised in previous year - NIL out of Rs 38,670.57 lakhs).

iii) There were no significant changes in the composition of the contract liabilities and Trade receivable during the reporting period other than on account of periodic invoicing, sales cancellations and revenue recognition.

iv) Amounts previously recorded as contract liabilities increase due to further milestone based invoices raised during the year and decrease due to revenue recognised during the year on completion of the construction.

v) Amounts previously recorded as Trade receivables increase due to further milestone based invoices raised during the year and decrease due to collections during the year.

vi) There are no contract assets outstanding at the end of the year.

vii) The aggregate amount of the transaction price allocated to the performance obligations that are completely or partially unsatisfied as at March 31, 2026, is Rs. 61,214.41 lakhs (March 31, 2025- Rs. 61,214.41 lakhs). Out of this, the Company expects, based on current projections, to recognize of 100% (March 31, 2025 - 100%) revenue within the next one year. This includes contracts that can be terminated for convenience with a penalty as per the agreement since, based on current assessment, the occurrence of the same is expected to be remote.

b) Reconciliation of revenue recognised with the contracted price is as follows:

(Rs. in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Contract price	**–**	–
Adjustments on account of cash discounts or early payment rebates, deferred payment schemes etc.	**–**	–
Revenue recognised as per Statement of Profit & Loss	**–**	–

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

c) Contract Costs

(Rs. in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Contract costs included in prepaid expenses in note 5- other assets	**2,313.02**	2,313.02

The Company incurs commissions that are incremental costs of obtaining a contract with a customer. Under Ind AS 115, the Company recognises the incremental costs of obtaining a contract as assets under Prepaid Expenses under note no. 5 - Other Assets and amortises it upon completion of the related property sale contract.

For the year ended March 31, 2026, amortisation amounting to Rs. NIL (Previous Year - Rs. 20.31 lakhs) was recognised as brokerage cost in note 22- Other expenses. There was no impairment loss in relation to the costs capitalised.

19. Other Income

(Rs. in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income on bank deposits	**1,400.74**	1,436.36
Interest income on inter corporate deposits	**7.77**	–
Gain on sale of current investments	**18.36**	506.01
Miscellaneous income	**183.94**	160.35
Total Other Income	**1,610.81**	2,102.72

20. Construction Expenses Incurred

(Rs. in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Expenses incurred during the year		
Civil, electricals contracting and other project related expenses	**4,903.04**	4,258.34
Employee benefit expenses allocated	**108.57**	198.35
Construction Expenses incurred during the year (a)	**5,011.61**	4,456.69
Provision for defect liability (b)	**–**	–
Total Construction Expenses incurred (a+b)	**5,011.61**	4,456.69

21. Changes in inventories of work-in-progress and finished goods

(Rs. in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening stock		
Work-in-progress	**36,709.87**	32,253.18
Finished goods	**–**	–
Total Opening Stock	**36,709.87**	32,253.18
Closing stock		
Work-in-progress	**41,721.48**	36,709.87
Finished goods	**–**	–
Total Closing Stock	**41,721.48**	36,709.87
Changes in inventories of work-in-progress and finished goods	**(5,011.61)**	(4,456.69)

22. Other expenses

(Rs. in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Advertisement, marketing & business development	**–**	0.50
Commission & brokerage	**–**	20.31
Legal and other professional fees	**101.45**	167.23
Payment to auditors #	**48.04**	30.06
Repairs & maintenance	**7.26**	49.93
Loss on disposal of property plant & equipment	**1.36**	0.10
Rates & taxes	**5.45**	1.39
Travelling & conveyance	**6.64**	19.50
Printing & stationery	**0.28**	0.84
Power & fuel	**0.43**	9.02
Miscellaneous expenses	**36.67**	56.44
Total	**207.58**	355.32

(Rs. in Lakh)

#Payment to auditors	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) To Statutory Auditors		
For audit	**20.84**	20.66
For tax audit	**8.24**	7.70
For other services (certification)	**18.81**	1.10
Reimbursement of expenses	**0.15**	0.60
Total	**48.04**	30.06

23. Finance Costs

(Rs. in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a) Interest costs		
Interest expense for financial liabilities at amortised cost	**477.30**	916.88
Total	**477.30**	916.88

24. Employee Benefits Expense

(Rs. in Lakh)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries and wages including bonus	**104.75**	296.94
Contributions to provident and other funds	**15.22**	20.28
Staff welfare expenses	**1.71**	4.29
Less: Allocated to projects	**(108.57)**	(198.35)
Total	**13.11**	123.16

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

25. Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit/(loss) for the year attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit/(loss) attributable to equity holders of the Company (after adjusting for dividend on preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the profit/(loss) and share data used in the basic and diluted EPS computations:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit after tax for the year (in Rs Lakh)	**852.08**	700.93
Weighted average number of Class A equity shares in calculating EPS*	**822,507**	822,507
Weighted average number of Class B equity shares in calculating EPS	**11,043**	18,933
Weighted average number of Class C equity shares in calculating EPS	**11,043**	18,933
Conversion of Compulsory Convertible Preference Shares	**1**	1
Conversion of Optionally Convertible Redeemable Preference Shares	**1**	1
Face Value of Class B Equity Shares	**10**	10
Face Value of Class C Equity Shares	**10**	10
Earnings per Class B Equity share - Basic (in Rs.)	**3,858.01**	1,851.08
Earnings per Class C Equity share - Basic (in Rs.)	**3,858.01**	1,851.08
Earnings per Class B Equity share - Diluted (in Rs.)	**3,857.83**	1,851.03
Earnings per Class C Equity share - Diluted (in Rs.)	**3,857.83**	1,851.03

The following reflects the profit and share data used in the basic and diluted EPS computations:

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net profit for the year, used in the calculation of basic earning per share (in Rs Lakh)	**852.08**	700.93
Profit for the year used in the calculation of diluted earnings per share	**852.08**	700.93
Weighted average number of equity shares used in calculating basic EPS	**22,086**	37,866
Effect of dilution:		
Convertible Preference Share (in nos.)	**2**	2
Weighted average number of equity shares in the calculation of diluted EPS	**22,088**	37,868

* As Class A Equity Shares does not carry any dividend and economic rights, therefore the same has not been considered in calculation of Basic & Diluted EPS.

26. Leases

The company did not have any leasing arrangement during the year ended March 31, 2026.

27. Related party disclosures

Names of related parties and related party relationship

Related parties where control exists

Enterprises having joint control over the Company	Mahindra Lifespace Developers Limited (Holding Company w.e.f. November 28, 2025)
	Actis Mahi Holdings (Singapore) Private Limited (Formerly known as SCM Real Estate (Singapore) Pvt. Limited) (upto November 27, 2025)

Other Related parties with whom transactions have taken place

Ultimate Holding Company	Mahindra & Mahindra Limited
Fellow subsidiaries	Mahindra Integrated Business Solutions Private Limited
	Anthurium Developers Limited
Key management personnel	Ashish Singh (upto November 27, 2025)
Other parties	AIS Glass Solutions Limited

Related party transactions

The following table provides the basic value of transactions that have been entered into with related parties for the relevant financial year:

(Rs. in Lakh)

Nature of transactions with Related Parties	For the year ended	Mahindra Lifespace Developers Limited	Actis Mahi Holdings (Singapore) Private Limited	Mahindra & Mahindra Limited	Anthurium Developers Limited	AIS Glass Solutions Limited	Ashish Singh (Key management personnel)	Mahindra Integrated Business Solutions Private Limited
Providing Services	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	–	–	–	–	–	3.25	–
Receiving of services	**31-Mar-26**	**21.19**	**–**	**1.00**	**–**	**–**	**–**	**41.62**
	31-Mar-25	–	–	1.00	–	–	–	36.28
Re-imbursement to parties	**31-Mar-26**	**0.68**	**–**	**12.39**	**–**	**–**	**–**	**–**
	31-Mar-25	1.16	–	15.20	–	–	–	–

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rs. in Lakh)

Nature of transactions with Related Parties	For the year ended	Mahindra Lifespace Developers Limited	Actis Mahi Holdings (Singapore) Private Limited	Mahindra & Mahindra Limited	Anthurium Developers Limited	AIS Glass Solutions Limited	Ashish Singh (Key management personnel)	Mahindra Integrated Business Solutions Private Limited
Purchase of goods	**31-Mar-26**	**–**	**–**	**–**	**–**	**329.65**	**–**	**–**
	31-Mar-25	–	–	–	–	56.87	–	–
Payment towards capital reduction	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	5,998.80	5,998.80	–	–	–	–	–
Interest income	**31-Mar-26**	**–**	**–**	**–**	**7.77**	**–**	**–**	**–**
	31-Mar-25	–	–	–	–	–	–	–
Intercorporate deposit given	**31-Mar-26**	**–**	**–**	**–**	**500.00**	**–**	**–**	**–**
	31-Mar-25	–	–	–	–	–	–	–

The following table provides the balances with related parties as on the relevant date:

(Rs. in Lakh)

Nature of Balances with Related Parties	Balance as on	Mahindra Lifespace Developers Limited	Actis Mahi Holdings (Singapore) Private Limited	Mahindra & Mahindra Limited	Anthurium Developers Limited	AIS Glass Solutions Limited	Ashish Singh (Key management personnel)	Mahindra Integrated Business Solutions Private Limited
Payables	**31-Mar-26**	**–**	**–**	**2.75**	**–**	**65.78**	**–**	**4.35**
	31-Mar-25	–	–	–	–	11.03	–	0.51
Intercorporate deposit	**31-Mar-26**	**–**	**–**	**–**	**500.00**	**–**	**–**	**–**
	31-Mar-25	–	–	–	–	–	–	–
Receivables	**31-Mar-26**	**–**	**–**	**–**	**6.99**	**–**	**–**	**–**
	31-Mar-25	–	–	0.23	–	42.30	–	–

Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

28. Financial Instruments

Capital management

The Company's capital management objectives are:

- safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders
- maintain an optimal capital structure to reduce the cost of capital

The Management of the Company monitors the capital structure using debt equity ratio which is determined as the proportion of net debt to total equity.

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Debt	**2,000.00**	8,781.71
Current investments	**–**	–
Cash and bank balances excluding margin monies and earmarked balances	**(17,922.84)**	(17,745.76)
Net Debt (A)	**(15,922.84)**	(8,964.05)
Equity (B)	**11,397.09**	10,540.16
Net Debt Equity Ratio (A / B)	**(1.40)**	(0.85)

Categories of financial assets and financial liabilities

The following tables shows the carrying amount of financial assets and financial liabilities by category:

(Rs. in Lakh)

Particulars	Amortised Costs As at March 31, 2026	As at March 31, 2025
Financial assets		
Non-Current Assets		
Loans	**500.00**	–
Other financial assets-non derivative financial assets	**105.15**	130.75
Current Assets		
Trade receivables	**245.14**	1,114.29
Cash and cash equivalents	**3,391.53**	557.05
Other bank balances	**16,220.50**	18,947.87
Other financial assets-non derivative financial assets	**483.34**	522.89
Total financial assets	**20,945.66**	21,272.85
Financial liabilities		
Current liabilities		
Borrowings	**2,000.00**	8,781.71
Trade payables	**1,627.74**	1,674.00
Other financial liabilities-non derivative financial liabilities	**1,365.31**	1,274.56
Total financial liabilities	**4,993.05**	11,730.27

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factor.

CREDIT RISK

Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises from trade receivables, cash and cash equivalents and other financial assets.

Trade Receivables

The Company's trade receivables include receivables on sale of residential flats. As per the Company's flat handover policy, a flat is handed over to a customer only upon payment of entire amount of consideration. Thus, the Company is not exposed to any credit risk on receivables from sale of residential flats.

Cash and Cash Equivalents & Other Financial Assets

For banks and financial institutions, only high rated banks/institutions are accepted. The Company holds cash and cash equivalents with bank and financial institution counterparties, which are having highest safety ratings based on ratings published by various credit rating agencies. The Company considers that its cash and cash equivalents have low credit risk based on external credit ratings of the counterparties.

For other financial assets, the Company assesses and manages credit risk based on reasonable and supportive forward looking information. The Company does not have significant credit risk exposure for these items.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the Board of directors who have established an appropriate liquidity risk management framework for the management of the Company's short, medium and long term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

(Rs. in Lakh)

Particulars	Less than 1 Year	1-3 Years	3-5 Years
Non-derivative financial liabilities			
As at March 31, 2026			
Borrowings	**2,000.00**	–	–
Trade payables	**1,627.74**	–	–
Other financial liabilities	**1,365.31**	–	–
Total	**4,993.05**	**–**	**–**
As at March 31, 2025			
Borrowings	8,781.71	–	–
Trade payable	1,674.00	–	–
Other financial liabilities	1,274.56	–	–
Total	11,730.27	–	–

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

Future specific market movements cannot be normally predicted with reasonable accuracy.

Currency Risk

Foreign currency risk is the risk that the fair value or the future cash flows of an exposure will fluctuate because of changes in the foreign exchange rate. The Company has not undertaken any transaction in foreign currency during the year ended March 31, 2026.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's financial statements are affected through the impact on floating rate borrowings, as follows:

(Rs. in Lakh)

Particulars	Increase/ decrease in basis points	Effect on financial statements*
As at March 31, 2026		
INR	**+100**	**(20.00)**
INR	**-100**	**20.00**
As at March 31, 2025		
INR	+100	(87.82)
INR	-100	87.82

* The effect as mentioned above will have impact on Profit/(Loss) Before Tax.

29. Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund and Superannuation Fund aggregating Rs. 6.46 lakhs (31st March, 2025 - 15.39 lakhs) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the amount calculated as per the Payment of Gratuity Act, 1972. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The scheme is unfunded as on March 31, 2026.

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Investment risk

The present value of the defined benefit plan liability (denominated in Indian Rupee) is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Interest risk

A decrease in the bond interest rate will increase the plan liability.

Longevity risk

The present value of defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	As at March 31, 2026	As at March 31, 2025
Discount rate(s)	**6.77%**	6.68%
Expected rate(s) of salary increase	**10.00%**	10.00%
Attrition rate	**21.21% p.a. for all service groups.**	21.21% p.a. for all service groups.
Mortality	**Indian Assured Lives Mortality 2012-14 (Urban)**	Indian Assured Lives Mortality 2012-14 (Urban)
Retirement age of the employees is assumed to be 60 years.		

Defined benefit plans – as per actuarial valuation on March 31, 2026

(Rs. in Lakh)

Particulars	Un-funded Gratuity Plan For the year ended March 31, 2026	For the year ended March 31, 2025
Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
Service Cost		
Current service cost	**2.14**	3.48
Past service cost	**5.25**	–
Net interest expense	**1.36**	1.41
Components of defined benefit costs recognised in profit or loss	**8.75**	4.89
Remeasurement on the net defined benefit liability		
Actuarial (gains)/loss arising from demographic assumptions	**–**	–
Actuarial (gains)/loss arising from changes in financial assumptions	**0.05**	0.32
Actuarial (gains)/loss arising from experience adjustments	**(4.90)**	(1.55)
Components of defined benefit costs recognised in other comprehensive income	**(4.85)**	(1.23)
Total	**3.90**	3.66

(Rs. in Lakh)

Particulars		Un-funded Gratuity Plan For the year ended March 31, 2026	For the year ended March 31, 2025
I.	**Net Asset/(Liability) recognised in the Balance Sheet**		
1.	Present value of defined benefit obligation	**14.38**	18.72
2.	Fair value of plan assets	**–**	–
3.	Surplus/(Deficit)	**(14.38)**	(18.72)
4.	Current portion of the above	**(2.30)**	(3.06)
5.	Non current portion of the above	**(12.08)**	(15.66)
II.	**Movements in the present value of the defined benefit obligation are as follows.**		
1.	Present value of defined benefit obligation at the beginning of the year	**18.72**	19.66
2.	Transfer in liability	**–**	–
3.	Transfer out liability	**(0.41)**	(0.94)
3.	*Expenses Recognised in Profit and Loss Account*		
	– Current service cost	**2.14**	3.48
	– Past service cost	**5.25**	–
	– Interest cost	**1.36**	1.41
4.	*Recognised in Other Comprehensive Income*		
	Remeasurement gains / (losses)		
	- Actuarial gain (loss) arising from:		
	i. Demographic assumptions	**–**	–
	ii. Financial assumptions	**0.05**	0.32
	iii. Experience adjustments	**(4.90)**	(1.55)
5.	Benefit payments	**(7.83)**	(3.66)
6.	**Present value of defined benefit obligation at the end of the year**	**14.38**	18.72

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

(Rs. in Lakh)

Principal Assumptions		Changes in assumption (%)	Impact on defined benefit obligation Increase in assumption	Decrease in assumption
Discount rate	**Mar-26**	**1.00%**	**(0.54)**	**0.58**
	Mar-25	1.00%	(0.65)	0.70
Salary growth rate	**Mar-26**	**1.00%**	**0.56**	**(0.53)**
	Mar-25	1.00%	0.67	(0.63)

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

Maturity profile of defined benefit obligation:

(Rs. in Lakh)

Particulars	**March 31, 2026**	March 31, 2025
Within 1 year	**2.30**	3.06
1 - 2 year	**2.30**	3.04
2 - 3 year	**2.09**	2.82
3 - 4 year	**1.81**	3.69
4 - 5 year	**1.69**	1.84
Above 5 years	**9.34**	10.39

The weighted average age considered for defined benefit obligation as at March 31, 2026 is 38.80 years (March 31, 2025 - 39.64 years).

The average expected future service considered for considered for defined benefit obligation as at March 31, 2026 is 4 years (March 31, 2025 - 3 years).

30. Capital Reduction

The Board of Directors and shareholders of the Company in its meeting dated September 9, 2023 and September 11, 2023 respectively has approved reduction of the issued, subscribed and paid up equity share capital of the company from Rs. 86,85,930/- to Rs. 84,45,930/- by cancelling and extinguishing 12,000 equity shares of Series B held by Actis Mahi Holdings (Singapore) Private Limited and 12,000 equity shares of Series C held by the Mahindra Lifespace Developers Limited. Each of the equity shareholder of Series B and Series C will be paid a sum of Rs. 5,998.80 lakhs (including premium) for the extinguishment of equity shares held by them. The valuation has been arrived based on an independent registered valuer's valuation report. Consequent thereto, as per the petition filed by the Company in this respect on September 13, 2023 with Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench, order was pronounced by NCLT on November 11, 2024 approving the said Capital Reduction. The said order was received by the Company on November 20, 2024, certified true copy of which was filed with Registrar of Companies (ROC) on November 26, 2024. Thereafter, on December 9, 2024, ROC has issued Certificate of Registration of abovementioned order confirming Reduction of Capital. Further, on December 12, 2024 each of the equity shareholder of Series B and Series C were paid a sum of Rs. 5,998.80 lakhs (including premium) to the extent of reduction of equity shares held by them.

The Board of Directors and shareholders of the Company at its meeting dated July 11, 2025 and July 14, 2025 respectively has approved reduction of the issued, subscribed and paid up equity share capital of the company by cancelling and extinguishing 10,500 equity shares of Series B held by Actis Mahi Holdings (Singapore) Private Limited (Actis) and 10,500 equity shares of Series C held by the Mahindra Lifespace Developers Limited (MLDL). Subsequently, pursuant to Share Purchase Agreement executed between the Company, Actis and MLDL, on 28th November, 2025, MLDL has acquired entire stake in the Company from Actis. Consequent thereto, the Company become Wholly Owned Subsidiary of MLDL. Presently, the Company is in the process of approaching National Company Law Tribunal (NCLT), Mumbai for filing modification for aforesaid change.

31. Capital & other Commitments

At March 31, 2026, the company has commitments of Rs. NIL (Previous year Rs. NIL).

32. Segment information

The Chief Operating Decision Maker monitors and reviews the performance of the operating segment i.e construction and development of real estate projects as a single operating segment. Considering that there is only one reportable segment, there are no additional disclosures to be provided under Ind AS 108 - Segment information. The Company operates only in India.

No single customer contributed 10% or more to the company's sales for year ended March 31, 2026 and year ended March 31, 2025.

33. Contingent Liabilities

(Rs. in Lakh)

Particulars	**As at March 31, 2026**	As at March 31, 2025
Claims against the company not acknowledged against as debts-		
i) Claims received from parties not acknowledged as debts		
Represent cases filed by parties in the Consumer forum including RERA and Civil Courts disputed by the Company as advised by advocates. In the opinion of the management the claims are not sustainable.	**697.00**	707.10
ii) Income Tax matters under dispute		
Demand raised by Assessing Officer in respect of certain expenses disallowed. The company is pursuing the matter with Income Tax Appellate Tribunal		
- AY 2014-15	**38.10**	38.10
- AY 2016-17	**868.16**	868.16
- AY 2017-18	**1,541.52**	1,541.52
iii) Indirect Tax matters under dispute		
Demand raised by Service Tax Authorities claiming construction service provided by the Company under Collaboration agreement. The Company is pursuing the matter with the appropriate appellate authorities	**1,885.80**	1,885.80
Input Service Tax claims disallowed by the Service Tax Department for FY 2013-14 to FY 2016-17. The Company is pursuing the matter with the appropriate appellate authorities	**228.35**	279.56
Demand raised by Goods and Service Tax authoroties claiming mismatch in input tax credit availed. The Company is pursuing the matter with the appropriate appellate authorities.	**374.56**	374.56

Note:

(i) Pending resolution of the respective proceedings, it is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above matters, timing of the cash outflows can be determined only on receipt of judgments/ decisions pending with various forums/ authorities.

(ii) The Company has reviewed all its pending litigations and proceedings and has made adequate provisions, wherever required, and disclosures are made for contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceeding to have a materially adverse effect on its financial position.

34. Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact on its financial statements.

35. Financial Ratios

(Rs. in Lakh)

Sr No	Particulars	Numerator	Denominator	For the year ended March 31, 2026	For the year ended March 31, 2025	% Variance	Reasons for Variance
a)	Current ratio	Current Assets	Current Liabilities	**1.11**	1.11	(0.19%)	
b)	Debt equity ratio	Borrowings	Equity	**0.18**	0.83	(78.94%)	Reduction in borrowings due to repayment
c)	Debt service coverage ratio (DSCR)	Earning Available for debt service (1)	Debt Service (2)	**0.56**	0.17	235.07%	Reduction in borrowings due to repayment
d)	Return on equity	Profit/(Loss) After Tax	Average Equity	**7.77%**	4.33%	79.41%	Increase in PAT and reduction of average net worth
e)	Inventory turnover ratio	Revenue from Operations	Average Inventory	**–**	–	0.00%	NIL revenue recognised during current year.
f)	Trade receivables turnover ratio	Revenue from Operations	Average Trade Receivables	**–**	–	0.00%	NIL revenue recognised during current year.
g)	Trade payable turnover ratio	Cost of Sales	Average Trade payable	**–**	–	0.00%	NIL revenue recognised during current year.
h)	Net capital turnover ratio	Revenue from Operations	Average Working Capital (3)	**–**	–	0.00%	NIL revenue recognised during current year.
i)	Net profit ratio	Profit/(Loss) After Tax	Revenue from Operations	**0.00%**	0.00%	0.00%	NIL revenue recognised during current year.
j)	Return on capital employed	Earning before interest & taxes (4)	Capital employed (5)	**10.32%**	8.35%	23.65%	
k)	Return on investment	Income generated from Investment (6)	Average investments (Gross)	**5.39%**	7.23%	(25.48%)	Reduction in gain on sale of investments and reduction in weighted average investments

Schedule III require explanation where the change in the ratio is more than 25% as compared to the preceding year. Accordingly explanation is given only for the said ratios.

The company operates in real estate business and is governed by IND AS 115 for recording the revenue as per completion contract method. Accordingly, abovementioned ratios may not be strictly comparable

Formula used for calculation of Ratios and Financial Indicators are as below :

1) Earning for Debt Service = Net Profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest

2) Debt Service = Borrowing + Interest Payment

3) Working Capital = Current Asset - Current Liabilities

4) Earning before interest & taxes = Profit/(loss) before Tax + Finance Cost

5) Capital Employed = Equity + Borrowing - Intangible Assets

6) Income generated from Investment = Profit on sale of investment + Net Gain/(loss) arising on Financial Assets measured at Fair Value through Profit and Loss

36. Expenditure on Corporate Social Responsibility (CSR)

The provisions of Corporate Social Responsibility (CSR) expenditure are not applicable to the company.

37. Additional regulatory information

a) Details of benami property held

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

b) Relationship with struck off companies

The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

c) Utilisation of borrowed funds and securities premium

The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries

d) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

e) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

f) Registration of Charges or satisfaction with Registrar of Companies (ROC)

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

g) Audit trail

The Company has used accounting software for maintaining its books of account that has a feature of recording audit trail of each and every transaction and same has operated through out the year creating an edit log of each change made in the books of account. This feature of recording audit trail has operated throughout the year.

38. Discrepancies between books of accounts & quarterly statements submitted to banks

The company is required to submit quarterly unaudited financial results and unhedged foreign currency exposures. Further as part of additional covenants, the Company is required to submit various other requirements on annual basis. The Company has duly complied with all the requirements of providing data/certificates in relation to various covenants with the banks and the information provided is in agreement with the books of accounts for the quarter ended June 30, 2025, September 30, 2025 and December 31, 2025. The company is yet to submit the details for the quarter ended March 31, 2026 to the bank as the same is not due.

39. New Wage code

On 21st November, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively “new Labour Codes”) - consolidating 29 existing labour laws. In accordance with the new Labour Codes, the Company has currently estimated the incremental impact on retiral benefits. The Company continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications/ additional guidance from authorities and will continue to assess the accounting implications, basis such developments/ guidance.

40. Events after the reporting period

No material events have occurred after the Balance Sheet date and upto the approval of the Financial Statements

41. Previous Year Figures

The figures for the previous year have been regrouped wherever necessary to confirm to current year’s classification.

As per our report of even date attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration Number:- 117366W/W-100018
Nilesh Shah

Membership No - 049660
Partner
Place: Mumbai
Date: April 17, 2026

For and on behalf of the Board of Directors of
Mahindra Homes Private Limited

Amit Kumar Sinha
Director
DIN No. 09127387
Place: Mumbai
Date: April 17, 2026

Sriram Kumar
Director
DIN No. 07986708
Place: Mumbai
Date: April 17, 2026

INDEPENDENT AUDITOR'S REPORT

To The Members of Mahindra Happinest Developers Limited
Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Mahindra Happinest Developers Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, but does not include the financial statements and our auditor's report thereon.
- Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of

the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the Company to express an opinion on the financial statements.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to financial statements.

   g) In our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, section 197 of the Act related to the managerial remuneration is not applicable.

   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

      i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 36 to the financial statements;

      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

      iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 34(d) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

      (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 34(d) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the

understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

vi. Based on our examination, which included test checks, the Company has used accounting software systems for maintaining its books of account for the financial year ended March 31, 2026, which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **Deloitte Haskins and Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Nilesh Shah
Partner
Membership No. 049660
(UDIN: 26049660RUNKBI5701)

Place: Mumbai
Date: April 20, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date to the members of Mahindra Happinest Developers Limited on the financial statements of the Company for the year ended March 31, 2026.)

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to financial statements of Mahindra Happinest Developers Limited (the "Company") as at March 31, 2026, in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's and Board of Director's Responsibilities for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to financial statements based on the internal control with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, an adequate internal financial controls with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Deloitte Haskins and Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Nilesh Shah
Partner
Membership No. 049660
(UDIN: 26049660RUNKBI5701)

Place: Mumbai
Date: April 20, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of Mahindra Happinest Developers Limited of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:-

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(i) (a) (B) The Company does not hold any Intangible Assets, reporting under clause 3(i)(a)(B) of the Order is not applicable.

(i) (b) Some of the Property, Plant and Equipment were physically verified during the year by the Management in accordance with a regular programme of verification, which in our opinion provides for physical verification of all the Property, Plant and Equipment at reasonable intervals having regard to the size of the Company and the nature of its activities. According to the information and explanation given to us, no material discrepancies were noticed on such verification.

(i) (c) With respect to immovable properties of acquired land and buildings, according to the information and explanations given to us and the records examined by us and based on the examination of the title deeds provided to us, we report that, the immovable properties are held in the name of the Company as at the balance sheet date. According to the information and explanation given to us, the Company does not have any other land or building other than administrative block and project facilities, temporarily constructed at the project sites and capitalised as Building, hence reporting under clause 3(i)(c) of the Order is not applicable.

(i) (d) The Company has not revalued any of its Property, Plant and Equipment and Intangible Assets during the year.

(i) (e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) Having regard to the nature of inventory, the physical verification by way of verification of title deeds, site visits by the Management and certification of extent of work completion by competent persons, are at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and nature of its operations. No discrepancies of 10% or more in the aggregate for each class of inventories were noticed on such physical verification of inventories when compared with books of account.

(ii) (b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from banks or financial institution on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly statements comprising raw material, construction work in progress, finished goods, debtors and creditors filed by the Company with such banks or financial institution are in agreement with the unaudited books of account of the Company of the respective quarters ended June 30, 2025, September 30, 2025 and December 31, 2025 and no material discrepancies have been observed. The Company is yet to submit the statement for the quarter ended March 31, 2026 with the bank.

(iii) The Company has not made any investments in, provided any guarantee or security, and granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year, and hence reporting under clause (iii) of the Order is not applicable.

(iv) The Company has not granted any loans, made investments or provided guarantees or securities and hence reporting under clause 3(iv) of the Order is not applicable.

(v) According to the information and explanations given to us, the Company has not accepted any deposits or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) According to the information and explanations given to us, in respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Service Tax, Provident Fund, Income-tax, cess and other material statutory dues as applicable to the Company have generally been regularly deposited by it with the appropriate authorities.

There were no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Income-tax, cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub clause (a) above which have not been deposited as on March 31, 2026 on account of disputes are given below:

Name of the Statute	Nature of the Dues	Amount (Rs. In Lakh)	Period to which the Amount Relates	Forum where Dispute is Pending
Goods & Services Tax, 2017	Goods and Service Tax	17.15	FY 2020-21	Joint Commissioner of State Taxes
Goods & Services Tax, 2017	Goods and Service Tax	11.60	FY 2021-22	Joint Commissioner of State Taxes

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(ix) (b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(ix) (c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.

(ix) (d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have not been used during the year for long-term purposes by the Company.

(ix) (e) The Company did not have any subsidiary or associate or joint venture during the year and hence, reporting under clause 3(ix)(e) of the Order is not applicable.

(ix) (f) The Company does not have any subsidiary or associate or joint venture and hence, reporting under clause 3(ix)(f) of the Order is not applicable.

(x) (a) The Company has not issued any of its securities (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.

(x) (b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally convertible) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(xi) (b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act, 2013 has been filed in Form ADT-4 as prescribed under Rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

(xi) (c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with section 188 of the Companies Act for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards. The Company is a private company and hence the provisions of section 177 of the Companies Act, 2013 are not applicable to the Company.

(xiv) (a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports issued to the Company during the year and covering the period upto September 2025 and the draft of the internal audit reports were issued after the balance sheet date covering the period April 01, 2025 to September 30, 2025, for the period under audit.

(xv) In our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

(xvi) (d) The Group has more than one Core Investment Company (CIC) as part of the group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016). There are five CIC forming part of the group.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The Company was not having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year and hence, provisions of Section 135 of the Act are not applicable to the Company during the year. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For **Deloitte Haskins and Sells LLP**
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Nilesh Shah
Partner
(Membership No. 049660)
(UDIN : 26049660RUNKBI5701)

Place: Mumbai
Date: April 20, 2026

BALANCE SHEET AS AT 31st MARCH, 2026

(Rs. in Lakh)

	Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
	ASSETS			
I	**Non-Current Assets**			
	(a) Property, Plant and Equipment	3	**7.87**	13.75
	(b) Intangible Assets	4	**–**	–
	(c) Financial Assets			
	Other Financial Assets	5	**3.61**	3.61
	(d) Deferred Tax Assets (Net)	6	**–**	–
	(e) Income tax assets (Net)		**34.39**	28.11
	Total Non-Current Assets		**45.87**	45.47
II	**Current Assets**			
	(a) Inventories	7	**10,273.73**	16,212.37
	(b) Financial Assets			
	(i) Trade Receivables	8	**1,057.18**	557.91
	(ii) Cash and Cash Equivalents	9	**162.94**	46.92
	(iii) Bank Balances other than (ii) above	9	**218.00**	195.00
	(iv) Other Financial Assets	10	**175.84**	162.78
	(c) Other Current Assets	11	**473.67**	630.98
	Total Current Assets		**12,361.36**	17,805.96
	Total Assets (I+II)		**12,407.23**	17,851.43
	EQUITY AND LIABILITIES			
I	**Equity**			
	(a) Equity Share Capital	12	**10.00**	10.00
	(b) Other Equity	13	**(1,986.98)**	(2,089.13)
	Total Equity		**(1,976.98)**	(2,079.13)
	Liabilities			
II	**Non-Current Liabilities**			
	(a) Financial Liabilities			
	(i) Borrowings	14	**220.64**	30.22
	(b) Provisions	15	**–**	–
	Total Non-Current Liabilities		**220.64**	30.22
III	**Current Liabilities**			
	(a) Financial Liabilities			
	(i) Borrowings	16	**4,350.00**	3,844.27
	(ii) Trade Payables:	17		
	– Total outstanding dues of micro enterprises and small enterprises and		**190.48**	709.24
	– Total outstanding dues of creditors other than micro enterprises and small enterprises		**5,058.83**	3,632.33
	(iii) Other Financial Liabilities	18	**803.07**	654.70
	(b) Other Current Liabilities	19	**3,328.86**	10,728.50
	(c) Provisions	15	**432.33**	331.30
	Total Current Liabilities		**14,163.57**	19,900.34
	Total Equity and Liabilities (I+II+III)		**12,407.23**	17,851.43

The accompanying notes 1 to 42 are an integral part of these financial statements.

As per our report of even date attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration No: 117366W/W-100018

Nilesh Shah
Partner
Membership No - 049660
Place: Mumbai
Date: 20th April, 2026

For and on behalf of the Board of Directors of
Mahindra Happinest Developers Limited

Amit Kumar Sinha
Director
DIN - 09127387
Place: Mumbai
Date: 20th April, 2026

Sriram Kumar
Director
DIN - 07986708
Place: Mumbai
Date: 20th April, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31st MARCH, 2026

(Rs. in Lakh)

	Particulars	Note No.	For the year ended 31st March, 2026	For the year ended 31st March, 2025
	Income			
I	Revenue from Operations	20	**10,942.42**	20,062.62
II	Other Income	21	**49.72**	1,445.99
III	**Total Income (I+II)**		**10,992.14**	21,508.61
	Expenses			
	Construction expenses incurred	22A	**3,823.42**	4,805.97
	Changes in inventories of work-in-Progress and finished Goods	22B	**5,934.94**	13,555.29
	Operating expense	22C	**324.10**	577.68
	Employee benefits expense	23	**–**	14.86
	Finance costs	24	**411.91**	84.13
	Depreciation and amortisation expense	3 & 4	**5.79**	21.38
	Other expenses	25	**389.83**	743.74
IV	**Total Expenses**		**10,889.99**	19,803.05
V	**Profit Before Tax (III- IV)**		**102.15**	1,705.56
	Tax Expense			
	Current Tax	26	**–**	–
	Deferred Tax	26	**–**	864.67
VI	**Total Tax Expense**		**–**	864.67
VII	**Profit for the year (V- VI)**		**102.15**	840.89
	Other Comprehensive Income/(Loss)			
	Items that will not be reclassified to profit or loss			
	Remeasurements of the net defined benefit liabilities	30	**–**	–
	Income tax relating to Items that will not be reclassified to profit or loss	26	**–**	–
VIII	**Total Other Comprehensive loss for the year**		**–**	–
IX	**Total Comprehensive Income for the year**		**102.15**	840.89
X	**Earnings per Equity Share [Face value of Rs 10 each]**	27		
	Basic (in Rs.)		**102.15**	840.89
	Diluted (in Rs.)		**102.15**	840.89

The accompanying notes 1 to 42 are an integral part of these financial statements.

As per our report of even date attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration No: 117366W/W-100018

Nilesh Shah
Partner
Membership No - 049660
Place: Mumbai
Date: 20th April, 2026

For and on behalf of the Board of Directors of
Mahindra Happinest Developers Limited

Amit Kumar Sinha
Director
DIN - 09127387
Place: Mumbai
Date: 20th April, 2026

Sriram Kumar
Director
DIN - 07986708
Place: Mumbai
Date: 20th April, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31st MARCH, 2026

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Cash Flows from Operating Activities		
Profit Before Tax	**102.15**	1,705.56
Adjustments for:		
Depreciation and amortisation expense	**5.79**	21.38
Finance costs	**411.91**	84.13
Loss on Sale of Property, Plant and Equipment	**0.09**	–
Interest income	**(11.82)**	(8.86)
Provision for inventory (NRV) (Refer note-7)	**–**	1,124.64
Liabilities written back	**–**	76.26
Net (Gain) /Loss arising on financial liabilities designated at fair value through profit or loss (FVTPL)	**190.42**	(1,312.30)
Operating Profit before working capital changes	**698.54**	1,690.81
Changes in:		
(Decrease) in trade and other payables	**(6,313.03)**	(14,523.19)
Increase in trade and other receivables	**(347.75)**	526.52
Decrease in inventories	**5,938.64**	12,687.00
Cash generated from/ (used in) operations	**(23.60)**	381.14
Income Taxes Paid (net of refund)	**(6.28)**	22.28
Net cash generated from/ (used in) operating activities (A)	**(29.88)**	403.42
Cash flows from Investing Activities		
Payment to acquire property, plant and equipment	**–**	(5.37)
Interest received	**4.56**	9.06
Changes in earmarked balances and margin accounts with banks	**(23.00)**	18.81
Net cash generated from/(used in) investing activities (B)	**(18.44)**	22.50
Cash flows from Financing Activities		
Proceeds from borrowings	**7,055.73**	2,250.00
Repayment of borrowings	**(7,000.00)**	(2,422.97)
Interest paid	**(341.39)**	(269.70)
Inter-corporate deposit received	**1,550.00**	–
Inter-corporate Deposit Repaid	**(1,100.00)**	–
Net cash generated from/(used in) financing activities (C)	**164.34**	(442.67)

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31st MARCH, 2026 (CONT.)

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Net increase/(decrease) in cash and cash equivalents (A + B + C)	**116.02**	(16.75)
Cash and cash equivalents at the beginning of the year	**46.92**	63.67
Cash and Cash Equivalents at the end of the year	**162.94**	46.92

Notes:

(a) The above cash flow statement has been prepared under the 'Indirect method' as set out in Indian Accounting Standard (Ind AS) 7- Statement of Cash Flows.

(b) Changes in liabilities arising from financing activities (refer note 19)

The accompanying notes 1 to 42 are an integral part of these financial statements.

As per our report of even date attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration No: 117366W/W-100018

Nilesh Shah
Partner
Membership No - 049660
Place: Mumbai
Date: 20th April, 2026

For and on behalf of the Board of Directors of
Mahindra Happinest Developers Limited

Amit Kumar Sinha
Director
DIN - 09127387
Place: Mumbai
Date: 20th April, 2026

Sriram Kumar
Director
DIN - 07986708
Place: Mumbai
Date: 20th April, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31st MARCH, 2026

A. Equity Share Capital

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balance at the beginning of the year	**10.00**	10.00
Add: Issue of equity shares	**–**	–
Balance at the end of the year	**10.00**	10.00

B. Other Equity

(Rs. in Lakh)

Particulars	Retained Earnings	Total
As at 01st April, 2024	**(2,930.02)**	(2,930.02)
Profit for the year	**840.89**	840.89
Total comprehensive profit for the year	**840.89**	840.89
As at 31st March, 2025	**(2,089.13)**	**(2,089.13)**
Profit for the year	**102.15**	102.15
Total comprehensive profit for the year	**102.15**	102.15
As at 31st March, 2026	**(1,986.98)**	**(1,986.98)**

Summary of material accounting policies (Refer note 2)

The accompanying notes 1 to 42 are an integral part of these financial statements.

As per our report of even date attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration No: 117366W/W-100018

Nilesh Shah
Partner
Membership No - 049660
Place: Mumbai
Date: 20th April, 2026

For and on behalf of the Board of Directors of
Mahindra Happinest Developers Limited

Amit Kumar Sinha
Director
DIN - 09127387
Place: Mumbai
Date: 20th April, 2026

Sriram Kumar
Director
DIN - 07986708
Place: Mumbai
Date: 20th April, 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Notes to the Financial Statements as at and for the period ended 31st March, 2026

1. General Information

Mahindra Happinest Developers Limited ("The Company") (Formerly known as Mahindra Happinest Developers Private Limited) was incorporated on 6th September, 2017 under the provisions of the Companies Act, 2013. It was converted to a public limited company on 26th September, 2017.

The registered office of the company is located at 4th Floor, Mahindra Tower, Worli, Mumbai – 400018. The company is engaged in the business of development of residential complexes. The company is currently engaged in development of residential projects in Palghar and Kalyan near Mumbai.

2. Material Accounting Policies

2.1 Statement of compliance and basis of preparation and presentation

The Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013 (the Act) and other relevant provision of the act. The aforesaid financial statements have been approved by the Company's Board of Directors and authorised for issue in the meeting held on 20th April, 2026. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2.2 Basis of measurement

These financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical Cost: Assets are recorded at the amount of cash or cash equivalents paid or the fair value of the other consideration given to acquire them at the time of their acquisition. Liabilities are recorded at the amount of proceeds received in exchange for the obligation, or in some circumstances (for example, income taxes), at the amounts of cash or cash equivalents expected to be paid to satisfy the liability in the normal course of business.

2.3 Measurement of Fair Values

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such basis, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 : Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date;
- Level 2 : Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 : Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

2.4 Revenue from contracts with customers

2.4.1 Revenue from Projects

i. The Company develops and sells residential and commercial properties. Revenue from contracts is recognised when control over the property has been transferred to the customer. An enforceable right to payment does not arise until the development of the property is completed. Therefore, revenue is recognised at a point in time as per IND AS 115 when (a) the seller has transferred to the buyer all significant risks and rewards of ownership and the seller retains no effective control of the real estate unit to a degree usually associated with ownership, (b) The seller has effectively handed over possession of the real estate unit to the buyer forming part of the transaction; (c) No significant uncertainty exists regarding the amount of consideration that will be derived from real estate unit sales; and (d) It is not unreasonable to expect ultimate collection of revenue from buyers. The revenue is measured at the transaction price agreed under the contract.

ii. The Company invoices the customers based on achieving performance-related milestones.

iii. For certain contracts involving the sale of property under development, the Company offers deferred payment schemes to its customers. The Company adjusts the transaction price for the effects of the significant financing component.

iv. Costs to obtain contracts ("Contract costs") relate to fees paid for obtaining property sales contracts. Such costs are recognised as assets when incurred and amortised upon recognition of revenue from the related property sale contract.

2.4.2 Dividend and interest income

Dividend income from investment in mutual funds is recognised when the unit holder's right to receive payment has been established

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.5 Current versus non-current classification

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

Based on the nature of activity carried out by the company and the period between the procurement and realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 5 years for the purpose of Current – Non Current classification of assets & liabilities.

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is treated as current when it is:

– Expected to be realised or intended to be sold or consumed in normal operating cycle

– Held primarily for the purpose of trading

– Expected to be realised within twelve months after the reporting period, or

– Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

All other assets are classified as non-current.

A liability is current when:

– It is expected to be settled in normal operating cycle

– It is held primarily for the purpose of trading

– It is due to be settled within twelve months after the reporting period, or

– There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax asset and liabilities are classified as non-current asset and liabilities.

Borrowings and investment are classified as current if they are due to be settled within 12 months after the reporting period.

2.6 Leasing

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. The Company revises the lease term if there is a change in the non-cancellable period of a lease.

The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

2.6.1 The Company as a Lessee

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight-line method from the commencement date over the shorter of lease term or useful life of right-of-use asset. The estimated useful lives of right-of use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. For leases with reasonably similar characteristics, the Company, on a lease by lease basis, may adopt either the incremental borrowing rate specific to the lease or the incremental borrowing rate for the portfolio as a whole. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments. The company recognises the amount of the re-measurement of lease liability due to modification as an adjustment to the right-of-use asset and statement of profit and loss depending upon the nature of modification. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

2.7 Employee Benefits

2.7.1 Defined Contribution Plan

The Company's contribution paid/payable during the year to Provident Fund and Superannuation Fund is recognised in profit or loss.

2.7.2 Defined Benefit Plan

The liability or assets recognised in the Balance Sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of the plan assets. The defined benefit obligation is calculated by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows with reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in the employee benefit expenses in the Statement of Profit and Loss.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in Statement of Profit and Loss as past service cost.

2.7.3 Remeasurement gains/losses

Remeasurement of defined benefit plans, comprising of actuarial gains or losses, return on plan assets excluding interest income are recognised immediately in balance sheet with corresponding debit or credit to other comprehensive income. Remeasurements are not reclassified to profit or loss in subsequent period. They are included in Retained Earnings in the Statement of Changes in Equity and in the Balance Sheet.

Remeasurement gains or losses on long term compensated absences that are classified as other long term benefits are recognised in profit or loss.

2.7.4 Short-term and other long-term employee benefits:

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The cost of short-term compensated absences is accounted as under:

(a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and

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(b) in case of non-accumulating compensated absences, when the absences occur.

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of expected future payments to be made in respect of services provided by employees up the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in Statement of Profit and Loss.

2.8 Cash and Cash Equivalents

Cash and cash equivalent in the Balance sheet comprise cash at banks and cash on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of changes in value.

2.9 Earnings per share

The Company reports basic and diluted earnings per share in accordance with Ind AS - 33 on 'Earnings per Share'. Basic earnings per share is computed by dividing the net profit or loss for the year by the weighted average number of Equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all diluted potential equity shares except where the results are anti- dilutive.

2.10 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.11 Income Taxes

Income Tax expense represents the sum of tax currently payable and deferred tax

2.11.1 Current tax

Current tax is determined as the amount of tax payable in respect of taxable income for the year. The Company's current tax is calculated using tax rate that has been enacted or substantially enacted by the end of the reporting period.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognized as an asset in the Balance Sheet when it is probable that future economic benefit associated with it will flow to the Company.

2.11.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.11.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

2.12 Property, plant and equipment

Buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses.

Furniture & Fixtures and Office equipment's are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Depreciation on tangible fixed assets has been provided on pro-rata basis, on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except for certain assets as indicated below:

Lease hold improvements are amortised over the period of lease/estimated period of lease.

Vehicles used by employees are depreciated over the period of 4 years considering this period as the useful life of the vehicle for the Company.

Sales office and the sample flat/ show unit cost at site is amortised over 5 years or the duration of the project (as estimated by management) whichever is lower.

Fixed Assets held for disposal are valued at estimated net realizable value.

2.13 Intangible Assets

2.13.1 Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

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2.13.2 Derecognition of Intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset are recognised in profit or loss when the asset is derecognised.

2.13.3 Useful lives of Intangible assets

Estimated useful lives of the intangible assets are as follows:

Software 3 years

2.14 Impairment of tangible and intangible assets other than goodwill

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount, which is the higher of the value in use or fair value less cost to sell, of the asset or cash generating unit, as the case may be, is estimated and the impairment loss (if any) is recognised and the carrying amount is reduced to its recoverable amount. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

2.15 Inventories

Raw materials are valued at lower of cost and net realisable value. Cost is determined based on a weighted average basis.

Stock of units in completed projects and construction work-in-progress are valued at lower of cost and net realisable value. Cost includes land cost, materials, contract works, direct expenses, provisions and apportioned borrowing costs.

2.16 Cost of Construction / Development:

Cost of Construction/Development (including cost of land) incurred is charged to the statement of profit and loss proportionate to project area sold. Costs incurred for projects which have not received Occupancy/Completion Certificate is carried over as construction work-in-progress. Costs incurred for projects which have received Occupancy/Completion Certificate is carried over as Completed.

2.17 Provisions and contingent liabilities

2.17.1 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably. Provisions and contingent liabilities are reviewed at each Balance Sheet date.

2.17.2 Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the Company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

2.17.3 Contingent liabilities

Contingent liability is disclosed in case of:

a) a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation; and

b) a present obligation arising from past events, when no reliable estimate is possible.

2.18 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss. However, trade receivables that do not contain a significant financing component are measured at transaction price.

2.18.1 Classification and subsequent measurement

2.18.1.1 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are subsequently measured at either amortised cost or fair value depending on their respective classification.

On initial recognition, a financial asset is classified as - measured at:

– Amortised cost; or

– Fair Value through Profit or Loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

All financial assets not classified as measured at amortised cost or FVTOCI are measured at FVTPL.

Financial assets at amortised cost are subsequently measured at amortised cost using effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain and loss on derecognition is recognised in profit or loss.

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The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Financial assets at FVTPL are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

2.18.1.2 Financial liabilities and equity instruments

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company is recognised at the proceeds received, net of directly attributable transaction costs.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative (that does not meet hedge accounting requirements) or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

2.18.1.3 Compound financial instruments

The component parts of compound financial instruments (convertible notes) issued by the Company are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Company's own equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recognised as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound financial instrument as a whole. This is recognised and included in equity, net of income tax effects, and is not subsequently remeasured. In addition, the conversion option classified as equity will remain in equity until the conversion option is exercised, in which case, the balance recognised in equity will be transferred to other component of equity. When the conversion option remains unexercised at the maturity date of the convertible note, the balance recognised in equity will be transferred to retained earnings. No gain or loss is recognised in profit or loss upon conversion or expiration of the conversion option.

Transaction costs that relate to the issue of the convertible notes are allocated to the liability and equity components in proportion to the allocation of the gross proceeds. Transaction costs relating to the equity component are recognised directly in equity. Transaction costs relating to the liability component are included in the carrying amount of the liability component and are amortised over the lives of the convertible notes using the effective interest method.

2.18.1.4 Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

2.18.1.5 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

2.18.1.6 Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when and only when, the Company currently has legally enforceable rights to set off the amount and it intended either to settle them on a net basis or to realise the assets and settle liability simultaneously.

2A. Use estimates and judgement

In the application of the Company's accounting policies, which are described in note 2, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

Key sources of estimation uncertainty

In the process of applying the Company's accounting policies, management has made the following judgements based on estimates and assumptions, which have the significant effect on the amounts recognised in the financial statements:

A Useful lives of property, plant and equipment

The Company reviews the useful life of depreciable / amortisable assets at the end of each reporting period. This re-assessment may result in change in depreciation expense in future periods.

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B Fair value measurements and valuation processes

Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Company engages third party valuers, where required, to perform the valuation. Information about the valuation techniques and inputs used in determining the fair value of various assets, liabilities and share based payments are disclosed in the notes to the financial statements.

C Actuarial Valuation

The determination of Company's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in other comprehensive income. Such valuation depends upon assumptions determined after taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. Information about such valuation is provided in notes to the financial statements.

D Taxes

Deferred tax assets are recognised for temporary differences to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

E Determining the timing of revenue recognition on the sale of completed and under development property

The Company has generally evaluated and concluded that based on a careful analysis of the rights and obligations under the terms of the contracts relating to the sale of property, the revenue is to be recognised at a point in time when control transfers which coincides with receipt of Occupation Certificate. The Company has generally concluded that the over time criteria are not met owing to non-enforceable right to payment for performance completed to date and, therefore, recognises revenue at a point in time, when control transfers which coincides with receipt of Occupation Certificate.

F Determination of performance obligations

With respect to the sale of property, the Company has concluded that the goods and services transferred in each contract constitute a single performance obligation. In particular, the promised goods and services in contracts for the sale of property is to undertake development of property and obtaining the Occupation Certificate. Generally, the Company is responsible for all these goods and services and the overall management of the project. Although these goods and services are capable of being distinct, the Company accounts for them as a single performance obligation because they are not distinct in the context of the contract.

3. Property, Plant and Equipment

(Rs. in Lakh)

Description of Assets	Office equipments	Furniture & fixtures	Computers	Building	Total
I. Gross Carrying Amount					
Balance as at 1st April, 2025	73.99	192.90	98.88	227.05	592.81
Additions during the year	–	–	–	–	–
Deductions during the year	–	–	(5.51)	–	(5.51)
Adjustment	–	–	(1.33)	–	(1.33)
Balance as at 31st March, 2026	**73.99**	**192.90**	**92.04**	**227.05**	**585.97**
II. Accumulated depreciation					
Balance as at 1st April, 2025	69.35	191.28	91.37	227.05	579.06
Depreciation expense for the year	2.26	1.15	2.38	–	5.79
Eliminated on disposal of assets	–	–	(5.42)	–	(5.42)
Adjustment	–	–	(1.33)	–	(1.33)
Balance as at 31st March, 2026	**71.61**	**192.43**	**87.00**	**227.05**	**578.10**
III. Net carrying amount (I-II)	**2.38**	**0.47**	**5.04**	**–**	**7.87**

(Rs. in Lakh)

Description of Assets	Office equipments	Furniture & fixtures	Computers	Building	Total
I. Gross Carrying Amount					
Balance as at 1st April, 2024	81.93	189.31	89.16	227.06	587.46
Additions during the year	2.32	3.04	–	–	5.37
Other Adjustments	(10.27)	0.54	9.72	(0.01)	(0.02)
Balance as at 31st March, 2025	**73.99**	**192.90**	**98.88**	**227.05**	**592.81**
II. Accumulated depreciation					
Balance as at 1st April, 2024	73.72	184.00	70.68	227.05	555.45
Depreciation expense for the year	3.54	6.70	11.14	–	21.38
Other adjustments	(7.91)	0.58	9.55	–	2.23
Balance as at 31st March, 2025	**69.35**	**191.28**	**91.37**	**227.05**	**579.06**
III. Net carrying amount (I-II)	**4.64**	**1.62**	**7.51**	**–**	**13.75**

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4. Intangible Assets

(Rs. in Lakh)

Description of Assets		Software	
		As at 31st March, 2026	As at 31st March, 2025
I.	**Gross Carrying Amount**		
	Balance as at 1st April 2025	**32.45**	32.45
	Additions during the year	**–**	–
	Deductions during the year	**–**	–
	Balance as at 31st March 2026	**32.45**	32.45
II.	**Accumulated depreciation**		
	Balance as at 1st April 2025	**32.45**	32.45
	Amortisation expense for the year	**–**	–
	Deductions during the year	**–**	–
	Balance as at 31st March 2026	**32.45**	32.45
III.	**Net carrying amount (I-II)**	**–**	–

5. Other Non-Current Financial assets

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Financial Assets at amortised cost		
Bank deposit towards margin money	**3.61**	3.61
Total	**3.61**	3.61

6. Deferred Tax Assets (Net)

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Deferred Tax Assets	**–**	–
Total	**–**	–

As at the reporting date, the company has carry forward tax losses that are available to be set off against future taxable income. However, deferred tax assets have been derecognised, as it is not considered probable that adequate taxable profits will be available in the near future.

Deferred Tax assets/(liabilities) in relation to:

(Rs. in Lakh)

Particulars	Opening Balance as at 1st April, 2025	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	Closing Balance as at 31st March, 2026
Fiscal allowance on Property, Plant and Equipment and Intangible Assets	–	–	–	**–**
Provision for Employee Benefits	–	–	–	**–**
Disallowance u/s 43(B) of the Income tax Act, 1961	–	–	–	**–**
Other Temporary differences	–	–	–	**–**
Business Loss	–	–	–	**–**
Total	**–**	**–**	**–**	**–**

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Deferred tax Asset not recognised		
Brought Forward Unused Tax losses	**4,980.41**	5,047.90

(Rs. in Lakh)

Particulars	Opening Balance as at 1st April, 2024	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	Closing Balance as at 31st March, 2025
Fiscal allowance on Property, Plant and Equipment and Intangible Assets	94.05	(94.05)	–	**–**
Provision for Employee Benefits	25.95	(25.95)	–	**–**
Disallowance u/s 43(B) of the Income tax Act, 1961	57.49	(57.49)	–	**–**
Other Temporary differences	44.54	(44.54)	–	**–**
Carried forward Business Loss	642.64	(642.64)	–	**–**
Total	**864.67**	**(864.67)**	**–**	**–**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

7. Inventories (at lower of cost and net realisable value)

(Rs. in Lakh)

Particulars (Refer note (b) and (c))	As at 31st March, 2026	As at 31st March, 2025
Raw Materials	**188.10**	191.80
Work-in-progress (Refer note (a) below)	**6,798.14**	14,517.58
Finished Goods	**3,287.49**	1,502.99
Total	**10,273.73**	16,212.37

a) Work in Progress represents materials at site and cost of actual work incurred on the projects.

b) Based on projections and estimates by the Company of the expected revenues and costs to completion, provision for losses to completion and/ or write off of costs carried to inventory are made on projects where the expected revenues are lower than the estimated costs to completion.

The Company is executing affordable residential projects at Palghar and Kalyan. The Happinest Palghar-2 forming part of Palghar project saw a successful launch in 2020 in a buoyant market. The market has thereafter seen muted demand. During the year the company has considered revision in the project cost estimates and velocity of sale of units. Consequently, while valuing its balance inventory as per its accounting policies, the Company has taken an impact of Rs. Nil in current year (in previous year Rs 1,124.64 lakh)

c) The Company has availed overdraft facility, which is secured by hypothecation of inventories of Kalyan Project (except land).

8 Trade Receivables

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Considered Good - Unsecured	**1,057.18**	557.91
Total	**1,057.18**	557.91

Refer Note 32 for disclosures related to credit risk, impairment risk of trade receivables under expected credit loss model and related financial instrument disclosures.

Ageing for trade receivables from the due date of payment for each of the category is as follows:

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Undisputed Trade Receivable - Considered good - unsecured		
Not Due	**229.85**	0.02
Less than 6 months	**445.63**	293.31
6 months -1 year	**72.06**	56.35
1-2 Years	**160.07**	120.44
2-3 years	**95.25**	55.39
More than 3 years	**54.32**	32.41
Total	**1,057.18**	557.91

9. Cash and cash equivalents and Bank Balances

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balances with banks:		
On current accounts	**162.94**	46.92
Total Cash and cash equivalent (considered in Statement of Cash Flows)	**162.94**	46.92
Bank Balances other than Cash and cash equivalents		
Balances with Banks:		
(i) Earmarked balances	**213.00**	190.00
(ii) Towards margin money	**5.00**	5.00
Total Other Bank balances	**218.00**	195.00

10. Other Financial Assets - Current

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Financial assets at amortised cost		
Unsecured, considered good unless stated otherwise		
Interest accrued on fixed deposit	**11.34**	4.07
Security Deposits	**164.50**	158.71
Total	**175.84**	162.78

11. Other Current Assets

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Advances other than capital advances:		
Balances with government authorities (Other than income taxes)	**60.87**	68.15
Prepaid Expenses	**207.85**	371.28
Other Advances#	**204.95**	191.55
Total	**473.67**	630.98

#Other Advances mainly include project advances given to vendors.

12. Equity Share capital

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Authorised:		
100,000 Equity shares of Rs. 10 each with voting rights	**10.00**	10.00
	10.00	10.00
Issued, Subscribed and Fully Paid:		
100,000 Equity shares of Rs. 10 each with voting rights	**10.00**	10.00
Total	**10.00**	10.00

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(i) Reconciliation of the shares and amount outstanding at the beginning and at the end of the reporting period

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	No. of Shares	Rs. in Lakh	No. of Shares	Rs. in Lakh
Issued, Subscribed and Fully paid -				
Balance at the beginning of the year	100,000	10.00	100,000	10.00
Balance at the end of the year	**100,000**	**10.00**	100,000	10.00

Terms/rights attached to equity shares with voting rights

The Company has only one class of equity shares having face value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share and carry a right to dividends. The company declares and pays dividends in Indian rupees. The dividend (if any) proposed by the Board of Directors is subject to the approval of the shareholders in ensuing Annual General Meeting.

(ii) Details of shares held by the holding company and its subsidiaries (as per Companies Act 2013)

Particulars	Equity Shares with Voting rights
As at 31st March, 2026	
Mahindra Lifespace Developers Limited	**51,000**
As at 31st March, 2025	
Mahindra Lifespace Developers Limited	51,000

Other than above shares, no shares are held by any subsidiaries or associates of the Holding Company.

(iii) Details of shareholders holding more than 5% shares in the company

	As at 31st March, 2026		As at 31st March, 2025	
Name of the shareholder	**No.**	**% holding**	No.	% holding
Equity shares with voting rights				
Mahindra Lifespace Developers Limited	**51,000**	**51%**	51,000	51%
HDFC Capital Affordable Real Estate Fund I	**49,000**	**49%**	49,000	49%

(iv) Details of shareholdings by the Promoter's of the Company

	As at 31st March, 2026		As at 31st March, 2025			
Name of the shareholder	**No.**	**% holding**	No.	% holding	Change during the period	% change during the period
Equity shares with voting rights						
Mahindra Lifespace Developers Limited	**51,000**	**51%**	51,000	51%	–	0.00%

13. Other Equity

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Balance at the beginning	**(2,089.13)**	(2,930.02)
Add: Profit for the year	**102.15**	840.89
Balance at the end of the year	**(1,986.98)**	(2,089.13)

Description of the nature and purpose of other equity

Retained Earnings: This reserve represents cumulative losses of the Company. This reserve can be utilised in accordance with the provisions of Companies Act, 2013.

14. Borrowings

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Non Current Unsecured Borrowings- at Fair value:		
Preference Shares		
12,33,500 Series 1 (Previous year 12,33,500) and 25,65,044 Series 2 (Previous year 25,65,044) Optionally Convertible Redeemable Preference Shares ("OCRPS") of face value of Rs. 10/- each (Refer Notes below)	**220.64**	30.22
Total Unsecured Borrowings	**220.64**	30.22
Total Non Current Borrowings	**220.64**	30.22

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1. Terms and conditions of Series 1 and Series 2 Optionally Convertible redeemable Preference Shares (OCRPS)

Series 1 and Series 2 Preference Shares are unsecured, unlisted, redeemable, optionally convertible preference shares. The issue price of each Series 1 & Series 2 Preference Shares is Rs. 100 (face value Rs. 10). The Series 1 and Series 2 Preference Shares shall not be entitled to any voting rights, other than as prescribed under Applicable Law and the articles of association of the Company. Each Series 1 and Series 2 Preference Share constitutes a direct obligation of the Company and shall at all times rank pari passu inter se (without any preference or priority of one over the other or others of them).

Series 1 and Series 2 Preference Shares shall be eligible to receive Redemption Premium which shall be paid along with Redemption of Series 1 and Series 2 Preference Shares (not later than 9 years from the date of allotment). Redemption Premium shall mean a premium not exceeding 15% per annum compounded annually from the date of subscription of the Series 1 and Series 2 Preference Shares that is being redeemed. The payment of Redemption Premium shall be subject to the Distributable Cash as determined by the Distribution Committee. The Redemption Premium shall be accrued, due and payable only on Redemption Date and proportionate to the Series 1 and Series 2 Preference Shares so being redeemed.

At the option of holder of the Series 1 and Series 2 Preference Shares, if the then outstanding Series 1 and Series 2 Preference Shares cannot be redeemed in full then, with the prior written unanimous approval of all the holders of the Series 1 and Series 2 Preference Shares, the Series 1 and Series 2 Preference Shares shall be converted into equity shares of the Company, in accordance with such formula as may be determined by the Company and the holder of the Series 1 and Series 2 Preference Shares, but at a price which is not less than fair market value of the equity shares at the time of such conversion.

At the time of conversion, the holder of Preference Shares will be entitled to equity shares of the Company up to the principal amount (i.e. issue price) of the outstanding OCRPS.

2. Gain on Fair Valuation of Optionally Convertible redeemable Preference Shares (OCRPS)

During the year ended 31st March, 2026 the fair value of OCRPS has increased from Rs. 30.22 Lakh as on 31st March, 2025 to Rs. 220.64 Lakh (Rs. 30.22 Lakh is classified as Non-current borrowings) as on 31st March, 2026 resulting in the FVTPL loss of Rs. 190.42 Lakh (Rs. 1,312.30 Lakh) (Refer Note-21) based on the external valuation carried out by the Company with the revised cashflow estimates as on reporting date.

15. Provisions

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Current		
Other Provisions		
Provision for Defect Liabilities	**432.33**	331.30
Total	**432.33**	331.30

The movement in provision for defect liabilities is as follows:

(Rs. in Lakh)

Particulars	Provision for Defect Liability
Balance at March 31, 2024	**199.70**
Additional provisions recognised	146.47
Amounts utilised during the year	(14.87)
Balance at March 31, 2025	**331.30**
Additional provisions recognised	128.03
Amounts utilised during the year	(27.00)
Balance at March 31, 2026	**432.33**

Defect Liability Provisions:

Provision for defect liability represents present value of management's best estimate of the future outflow of economic resources that will be required in respect of residential units when control over the property has been transferred to the customer, the estimated cost of which is accrued during the period of construction, upon sale of units and recognition of related revenue. Management estimates the related provision for future defect liability claims based on historical cost of rectifications and is adjusted regularly to reflect new information. The residential units are generally covered under the defect liability period limited to 5 years from the date when control over the property has been transferred to the customer.

16. Borrowings

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Secured - at amortised cost (Current)		
Loans repayable on demand from banks	**2,000.00**	1,944.27
Unsecured - at amortised cost (Current)		
Loans from related parties	**2,350.00**	1,900.00
Total	**4,350.00**	3,844.27

Loans repayable on demand

The facility is secured by hypothecation of stock in trade, book debts & receivables, present and future current assets of Kalyan Project (except land).

Overdraft facility from HDFC Bank carries interest rate of 8.85% to 10.00% p.a for the year ended 31st March, 2026 (9.85% to 10.00% p.a for the year ended 31st March, 2025). The facility is secured by hypothecation of inventories of Kalyan Project (except land).

Reconciliation of movement in borrowings to cash flows from financing activities

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Opening balance		
Long term borrowings	**30.22**	1,032.18
Short term borrowings	**3,844.27**	4,327.58
Total opening balance	**3,874.49**	5,359.76
Cash flow movements		
Proceeds from borrowings	**8,605.73**	2,250.00
Repayment of borrowings	**(8,100.01)**	(2,422.97)
Total	**505.72**	(172.97)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rs. in Lakh)

Non cash movements		
Net gain arising on financial liabilities designated at fair value through profit or loss (FVTPL)	**190.42**	(1,312.30)
Total	**190.42**	(1,312.30)
Closing balance		
Long term borrowings	**220.64**	30.22
Short term borrowings	**4,350.00**	3,844.27
Total closing balance	**4,570.64**	3,874.49

17. Trade Payables

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Total outstanding dues of micro enterprises and small enterprises *	**190.48**	709.24
Total outstanding dues of creditors other than micro enterprises and small enterprises	**5,058.83**	3,632.33
Total	**5,249.31**	4,341.57

Trade Payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.

Disclosures under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

* This information has been determined to the extent such parties have been identified on the basis of intimation received from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006.

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
a) The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each financial year	**190.48**	709.24
b) The amount of interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	**–**	–
c) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	**–**	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting year	**–**	–
e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	**–**	–

Ageing for trade payable from the due date of payment for each of the category is as follows:

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Undisputed dues of micro enterprises and small enterprises		
Unbilled	**–**	171.34
Not Due	**164.27**	528.53
Less than 1 year	**11.86**	9.38
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years	**14.35**	–
Total	**190.48**	709.24
Undisputed dues of creditors other than micro enterprises and small enterprises		
Unbilled	**431.60**	392.39
Not Due	**4,349.87**	2,942.54
Less than 1 year	**60.85**	263.99
1-2 Years	**201.86**	5.71
2-3 years	**4.47**	10.35
More than 3 years	**10.20**	17.35
Total	**5,058.85**	3,632.33
Gross Total	**5,249.31**	4,341.57

18 Other Current Financial Liabilities

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Financial Liabilities carried at Amortised Cost		
Accrued Interest	**250.57**	180.05
Advance towards Society Maintenance	**552.50**	474.65
Total	**803.07**	**654.70**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

19. Other Current liabilities

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Advances received from customers	**3,311.24**	10,557.69
Statutory dues payable*	**17.62**	20.33
Other liabilities	**–**	150.48
Total	**3,328.86**	**10,728.50**

* There are no amounts due and outstanding to be credited to the Investor Education and Protection fund.

20. Revenue from Operations

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Revenue from Projects	**10,942.42**	20,062.62
Total	**10,942.42**	**20,062.62**

Refer Note 28 for IND AS 115 disclosures.

21. Other Income

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Interest Income on Bank Deposits	**11.82**	8.75
Interest on Bank Subvention	**–**	0.11
Interest Income others*	**–**	16.68
Interest on Income tax refund	**0.99**	2.06
Liability written back	**–**	76.26
Miscellaneous Income	**36.91**	29.83
Net Gain arising on financial liabilities designated at Fair Value through Profit or Loss (FVTPL) (Refer Note 14(2))	**–**	1,312.30
Total	**49.72**	**1,445.99**

*Includes interest charged on late payment received from customers.

22A. Construction Expenses incurred

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Expenses incurred during the year:		
Raw Material Movement		
Civil, Electricals, Contracting, etc.	**1,497.20**	3,520.89
Rates and taxes	**–**	–
Legal, Consultant & Professional Fees	**351.59**	372.23
Employee Benefits Expense Allocated	**–**	40.92
Interest Costs Allocated	**–**	319.26
Power and fuel cost	**–**	52.28
Other Project Administration Cost	**1,921.09**	350.50
Construction Expenses incurred during the year	**3,769.88**	4,656.08
Provision for Defect Liability	**53.54**	149.89
Total	**3,823.42**	**4,805.97**

22B Changes in inventories of work-in-progress and finished goods

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Opening Balance		
Raw Material	**–**	–
Work-in-progress	**14,517.58**	27,492.14
Finished Goods	**1,502.99**	2,083.72
Total Opening Balance (A)	**16,020.57**	29,575.86
Closing Balance		
Raw Material	**–**	–
Work-in-progress	**6,798.14**	14,517.58
Finished Goods	**3,287.49**	1,502.99
Total Closing Balance (B)	**10,085.63**	16,020.57
Total changes in inventories of finished goods and work-in-progress (A - B)	**5,934.94**	13,555.29

22C. Operating Expense

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Commission & Brokerage	**324.10**	577.68
Total	**324.10**	577.68

23. Employee Benefits Expense

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Salaries and wages	**–**	39.56
Contribution to provident and other funds	**–**	9.16
Staff welfare expenses	**–**	7.06
	–	55.78
Less: Allocated to projects	**–**	(40.92)
Total	**–**	14.86

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

24. Finance Costs

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Interest on Loan from related party	**215.90**	204.75
Interest Expense for financial liabilities at amortised cost	**196.01**	198.53
	411.91	403.28
Less: Allocated to projects	**–**	(319.26)
	411.91	84.02
Interest on Bank Subvention	**–**	0.11
Total	**411.91**	84.13

Analysis of Interest Expenses by Category:

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Interest Expenses		
On Financial Liabilities at Amortised Cost	**411.91**	403.28

25. Other expenses

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Advertisement, Marketing & Business Development	**29.41**	168.15
Legal and Other Professional fees	**36.53**	158.54
Power & Fuel	**2.79**	4.86
Repairs and Maintenance	**29.16**	74.42
Rent, Rates & Taxes	**32.23**	101.99
Travelling and Conveyance Expenses	**11.00**	24.72
Printing & Stationery	**2.85**	3.26
Net Loss arising on financial liabilities designated at Fair Value through Profit or Loss (FVTPL)	**190.42**	-
Payment to Auditors#	**29.79**	26.40
Miscellaneous Expenses	**25.56**	181.40
Loss on discard of Property, Plant & Equipment	**0.09**	-
Total	**389.83**	743.74

(Rs. in Lakh)

# Payment to Auditors	For the year ended 31st March, 2026	For the year ended 31st March, 2025
For Audit	**21.05**	16.88
For Tax Audit	**4.88**	4.57
For Other Services (Certifications required by statutory auditor)	**3.31**	4.41
For Reimbursement of expenses	**0.55**	0.54
Total	**29.79**	26.40

26. Income Taxes

(a) Income tax expense recognised in statement of Profit & Loss

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Current Tax		
Current year	**–**	–
Deferred Tax		
In respect of current year origination and reversal of temporary differences	**–**	864.67
Total	**–**	864.67

(b) Income tax expense/(credit) recognised in Other Comprehensive income

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Deferred tax related to items recognised in other comprehensive income during the year:		
Remeasurement of net defined benefit liability	**–**	–
Total	**–**	–

(c) Reconciliation of estimated income tax expense at tax rate to income tax expense reported in Profit & Loss is as follows:

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Profit before tax	**102.15**	1,705.56
Income tax expense calculated at 25.17%	**25.71**	429.26
Deferred tax assets derecognised during the year	**–**	435.41
Changes in recognised deductible temporary differences	**(25.71)**	–
Total	**–**	864.67

27. Earnings per share (EPS)

Basic and diluted EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year.

The following reflects the profit and share data used in the basic and diluted EPS computations:

Diluted Earning Per Share	**102.15**	840.89

(i) Basic earning per share

The earning and weighted average number of ordinary shares used in the calculationg of basic earnings per share are as follows:

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Profit after tax (Rs. in Lakh)	**102.15**	840.89
Weighted average number of equity shares	**100,000**	100,000

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Face Value of Equity Shares (in Rs.)	**10**	10
Earnings per Equity share - Basic (in Rs.)	**102.15**	840.89
Earnings per Equity share - Diluted (in Rs.)	**102.15**	840.89

(ii) Diluted earning per share

The diluted earning per share has been computed by dividing the net Profit/ (Loss) after tax available for equity shareholders by the weighted average number of equity shares.

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Profit for the year	**102.15**	840.89
Less: Fair value gain /(Loss)	**(190.42)**	–
Profit/(Loss) for the calculation of Diluted EPS*	**292.57**	840.89
Weighted average number of equity shares	**100,000**	100,000
Diluted earning per share (Rs.)	**102.15**	840.89

* Antidilutive potential preference shares are disregarded in the calculaiton of diluted EPS.

The weighted average number of ordinary shares for the purpose of diluted earnings per share reconcilies to the weighted average number ordinary shares used in the calculation of basic earnings per share as follows:

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Weighted average number of equity shares used in the calculation of Basic EPS	**1,00,000**	1,00,000
Add: OCRPS outstanding shares	**–**	–
Weighted average number of equity shares used in the calculation of Diluted EPS	**1,00,000**	1,00,000

28. Disclosures as per IND AS 115

(1) Contract Balances

(a) Amounts received before the related performance obligation is satisfied are included in the balance sheet (Contract liability) as "Advances received from Customers/Income received in Advance" in note no. 19- Other Current Liabilities amounting to Rs 3,311.23 lakhs (previous year Rs 10,557.69 lakhs). Amounts billed for development milestones achieved but not yet paid by the customer are included in the balance sheet under note no.8 - Trade Receivables amounting to Rs. 1,057.18 lakhs (previous year Rs. 557.91 lakhs).

(b) During the year, the Company recognised Revenue of Rs. 8,138.27 lakhs (previous year Rs. 17,067.69 lakhs) from opening contract liability of Rs. 10,557.69 lakhs (previous year Rs. 26,192.26 lakhs).

(c) There were no significant changes in the composition of the contract liabilities during the reporting period other than on account of periodic invoicing and one new project opened for sale.

(d) Amounts previously recorded as contract liabilities increased due to further milestone based invoices raised during the year and one new project opened for sale.

(e) There are no contract assets outstanding at the end of the year.

(f) The aggregate amount of the transaction price allocated to the performance obligations that are completely or partially unsatisfied as at March 31, 2026, is Rs. 7072.06 lakhs (previous year Rs. 14,640.71lakhs). Out of this, the Company expects, based on current projections, to recognize revenue of around 100 % (previous year 89.19%) within the next one year. This includes contracts that can be terminated for convenience with a penalty as per the agreement since, based on current assessment, the occurrence of the same is not expected to be material.

(g) Reconciliation of revenue recognised with the contracted price is as follows:

(Rs. in Lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Contracted price	**10,942.42**	20,062.73
Adjustments on account of cash discounts or early payment rebates, deferred payment schemes etc.	**–**	(0.11)
Revenue recognised as per Statement of Profit & Loss	**10,942.42**	20,062.62

(2) Contract costs

(Rs. in Lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Contract costs included in Prepaid Expenses in Note no. 11- Other Current Assets	**207.85**	371.28

The Company incurs commissions & incentives that are incremental costs of obtaining a contract with a customer. Under Ind AS 115, the Company recognises the incremental costs of obtaining a contract as assets under Prepaid Expenses under Note no. 11 - Other Current Assets and amortises it upon completion of the related property sale contract.

For the year ended March 31, 2026, amortisation amounting to Rs. 324.1 lakhs (Previous Year Rs. 577.68 lakhs) was recognised as brokerage cost. There was no impairment loss in relation to the costs capitalised.

29. Related parties disclosures

Names of related parties and related party relationship

Related parties where control exists

Enterprises having joint control over the Company	Mahindra Lifespace Developers Ltd.
	HDFC Capital Affordable Real Estate Fund I

Other Related parties with whom transactions have taken place during the year

Holding Company of Enterprise exercising joint control over the Company	Mahindra & Mahindra Ltd.
Subsidiary of Holding Company of Enterprise exercising joint control over the Company	Mahindra Integrated Business Solutions Pvt. Ltd.
Fellow Subsidiary	Mahindra Rural Housing Finance Ltd.
Company under which director of the holding company is interested	Anarock Group Business services Pvt Ltd
	Anarock Property Consultants Pvt Ltd.
Key Managerial Personnel	Mr. Ameet Pratapsinh Hariani
	Ms. Amrita Chowdhury

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Related party transactions

The following table provides the total amount of transactions that have been entered into with related parties for the relevant period:

(Rs. in Lakh)

Nature of transactions with Related Parties	Year Ended	Mahindra Lifespace Developers Ltd.	HDFC Capital Affordable Real Estate Fund I	Mahindra & Mahindra Ltd.	Mahindra Integrated Business Solutions Pvt. Ltd.	Mahindra Rural Housing Finance Ltd.	Anarock Group	Key Managerial Personnel
Rendering of services	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	–	–	–	–	0.62	3.38	–
Receiving of services	**31-Mar-26**	**–**	**–**	**1.12**	**12.35**	**–**	**8.26**	**–**
	31-Mar-25	–	–	1.11	113.54	–	5.90	–
Reimbursement made to parties	**31-Mar-26**	**15.77**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	262.63	–	–	–	–	–	–
Reimbursement received from parties	**31-Mar-26**	**0.14**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	8.29	–	–	–	–	–	–
Inter Corporate Deposit Taken	**31-Mar-26**	**1,550.00**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	750.00	–	–	–	–	–	–
Inter Corporate Deposit Repaid	**31-Mar-26**	**1,100.00**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	1,200.00	–	–	–	–	–	–
Interest Expense on Inter Corporate Deposit	**31-Mar-26**	**215.90**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	204.75	–	–	–	–	–	–
Director sitting fees	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**1.20**
	31-Mar-25	–	–	–	–	–	–	0.95

The following table provides the balances with related parties as on balance sheet date:

(Rs. in Lakh)

Nature of Balances with Related Parties	Balance as at	Mahindra Lifespace Developers Ltd.	HDFC Capital Affordable Real Estate Fund I	Mahindra & Mahindra Ltd.	Mahindra Integrated Business Solutions Pvt. Ltd.
Long Term Borrowings - Series 1 & Series 2 preference Shares (OCRPs)	**31–Mar–26**	**949.66**	**2848.88**	**–**	**–**
	31–Mar–25	949.66	2848.88	–	–
Payables	**31–Mar–26**	**454.39**	**–**	**0.14**	**–**
	31–Mar–25	376.56	–	0.13	–
Inter corporate deposit balance payable	**31–Mar–26**	**2,350.00**	**–**	**–**	**–**
	31–Mar–25	1,900.00	–	–	–

Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

30. Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund and Superannuation Fund aggregating is NIL (31st March, 2025 NIL) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense. There are no employees as on 31st March, 2026.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the amount calculated as per the Payment of Gratuity Act, 1972. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The scheme is unfunded as on March 31, 2026.

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Investment Risk

The present value of the defined benefit plan liability (denominated in Indian Rupee) is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Interest Risk

A decrease in the bond interest rate will increase the plan liability.

Longevity Risk

The present value of defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Salary Risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

	As at 31st March, 2026	31st March, 2025
Discount rate(s)	–	–
Expected rate(s) of salary increase	–	–
Attrition Rate	–	–
Mortality	–	–
Retirement age of the employees is assumed to be 60 years.	–	–

Defined benefit plans – as per actuarial valuation on 31st March, 2026

(Rs. in Lakh)

Particulars	Un-funded Gratuity Plan: For the year ended 31st March, 2026	For the year ended 31st March, 2025
Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
Service Cost		
Current Service Cost	–	–
Past service cost	–	–
Net interest expense	–	–
Components of defined benefit costs recognised in profit or loss	–	–
Remeasurement on the net defined benefit liability		
Actuarial (gains)/loss arising from demographic assumptions	–	–
Actuarial (gains)/loss arising from changes in financial assumptions	–	–
Actuarial (gains)/loss arising from experience adjustments	–	–
Components of defined benefit costs recognised in other comprehensive income	–	–
Total	–	–
I. Net Asset/(Liability) recognised in the Balance Sheet as at 31st March, 2026		
1. Present value of defined benefit obligation at end of the year	–	–
2. Current portion of the above	–	–
3. Non current portion of the above	–	–
II. Movements in the present value of the defined benefit obligation are as follows.		
1. Present value of defined benefit obligation	–	44.57
2. Transfer In liability from Mahindra Lifespace Developers Ltd.	–	–
3. Transfer Out liability	–	(44.57)
4. Expenses Recognised in Profit and Loss Account		
- Current Service profit	–	–
- Past Service Cost	–	–
- Interest Cost	–	–
5. Recognised in Other Comprehensive Income		
Remeasurement gains / (losses)		
- Actuarial Gain/(Loss) arising from:		
i. Demographic Assumptions	–	–
ii. Financial Assumptions	–	–
iii. Experience Adjustments	–	–
6. Benefit payments	–	–
7. Present value of defined benefit obligation at the end of the year	–	–

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

(Rs. in Lakh)

Principal Assumptions	Year	Changes in assumption (%)	Impact on defined benefit obligation: Increase in assumption	Decrease in assumption
Discount rate	**2026**	**1.00%**	**–**	**–**
	2025	1.00%	–	–
Salary growth rate	**2026**	**1.00%**	**–**	**–**
	2025	1.00%	–	–

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to previous year.

Maturity profile of defined benefit obligation:

(Rs. in Lakh)

	31st March, 2026	31st March, 2025
Within 1 year	**–**	–
1 - 2 year	**–**	–
2 - 3 year	**–**	–
3 - 4 year	**–**	–
4 - 5 year	**–**	–
Above 5 years	**–**	–

31. Financial Instruments

Capital management

The Company's capital management objectives are-

– safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders

– maintain an optimal capital structure to reduce the cost of capital

The Management of the Company monitors the capital structure using net debt equity ratio which is determined as the proportion of net debt to total equity.

(Rs. in Lakh)

Particulars	**As at 31st March, 2026**	As at 31st March, 2025
Debt*	**4,350.00**	3,844.27
Cash and Bank Balances	**(218.00)**	(241.92)
Net Debt (A)	**4,132.00**	3,602.35
Total Equity (B)	**(1,976.98)**	(2,079.13)
Net Debt Equity Ratio (A/B)	**(2.09)**	(1.73)

* Since Optionally Convertible Redeemable Preference shares issued by the company are subscribed by the share-holders, the same is excluded from Debt for the Debt-equity ratio calculation.

Categories of financial assets and financial liabilities

The following tables shows the carrying amount of financial assets and financial liabilities by category:

As at 31st March, 2026

(Rs. in Lakh)

Particulars	**Amortised Costs**	**FVTPL**	**Total**
Non- Current Assets			
Investments			
Other Financial Assets - Non Derivative Financial Assets	**3.61**	**–**	**3.61**
Current Assets			
Trade Receivables	**1,057.18**	**–**	**1,057.18**
Cash and Bank Balances	**380.94**	**–**	**380.94**
Other Financial Assets - Non Derivative Financial Asset	**175.84**	**–**	**175.84**
Non-current Liabilities			
Borrowings	**–**	**220.64**	**220.64**
Current Liabilities			
Borrowings	**4,350.00**	**–**	**4,350.00**
Trade Payables	**5,249.31**	**–**	**5,249.31**
Other financial Liabilities	**803.07**	**–**	**803.07**

As at 31st March, 2025

(Rs. in Lakh)

Particulars	**Amortised Costs**	**FVTPL**	**Total**
Non-Current Assets			
Other Financial Assets - Non Derivative Financial Assets	3.61	–	3.61
Current Assets			
Trade Receivables	557.91	–	557.91
Cash and Bank Balances	241.92	–	241.92
Other Financial Assets - Non Derivative Financial Assets	162.78	–	162.78
Non–current Liabilities			
Borrowings	–	30.22	30.22
Current Liabilities			
Borrowings	3,844.27	–	3,844.27
Trade Payables	4,341.57	–	4,341.57
Other Financial Liabilities	654.70	–	654.70

32. Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factor.

CREDIT RISK

Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises from cash and cash equivalents and other financial assets.

Trade Receivables

The Company's trade receivables include receivables on sale of residential flats. As per the Company's flat handover policy, a flat is handed over to a customer only upon payment of entire amount of consideration. Thus, the Company is not exposed to any credit risk on receivables from sale of residential flats.

Cash and cash equivalents and other financial assets

For Cash and bank balances only highly rated banks are accepted. The Company holds cash and cash equivalents with banks which are having highest safety ratings based on ratings published by various credit rating agencies. The Company considers that its cash and cash equivalents have low credit risk based on external credit ratings of the counterparties.

For other financial assets, the Company assesses and manages credit risk based on reasonable and supportive forward looking information. The Company does not have significant credit risk exposure for these items.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of Directors who have established an appropriate liquidity risk management framework for the management of the Company's short, medium and long term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

(Rs. in Lakh)

Particulars	Less than 1 Year	1 Year to 3 Years	3 Years to 5 Years
Non-derivative financial liabilities			
As at 31st March, 2026			
Trade and other financial liabilities	**6,052.38**	**–**	**–**
Current Secured Borrowings	**4,350.00**	**–**	**–**
Series 1 and Series 2 Optionally Convertible Redeemable Preference Shares ("OCRPs")	**–**	**220.64**	**–**
15% Series 1 and Series 2 Optionally Convertible Redeemable Debenture ("OCD")	**–**	**–**	**–**
Total	**10,402.38**	**220.64**	**–**

(Rs. in Lakh)

Particulars	Less than 1 Year	1 Year to 3 Years	3 Years to 5 Years
Non-derivative financial liabilities			
As at 31st March, 2025			
Trade and other financial liabilities	4,996.27	-	-
Current Secured Borrowings	3,844.27	-	-
Series 1 and Series 2 Optionally Convertible Redeemable Preference Shares ("OCRPs")	-	30.22	-
Total	8,840.54	30.22	-

Fair Valuation Techniques and Inputs used - Recurring Items

(Rs. in Lakh)

Financial liabilities measured at Fair value	Fair value as at 31st March, 2026	Fair value hierarchy	Valuation Technique(s)	Key input(s) used
Borrowings				
Series 1 and Series 2 Optionally Convertible Redeemable Preference Shares ("OCRPS")	220.64	Level 3	Income Approach - Discounted Cash Flow	For Discounted Cash Flow - Companies Financial projections. These include forecasts of balance sheet, statement of profit and loss along with underlying assumptions.
Total	**220.64**			

(Rs. in Lakh)

Financial liabilities measured at Fair value	Fair value as at 31st March, 2025	Fair value hierarchy	Valuation Technique(s)	Key input(s) used
Borrowings				
Series 1 and Series 2 Optionally Convertible Redeemable Preference Shares ("OCRPS")	30.22	Level 3	Income Approach - Discounted Cash Flow	For Discounted Cash Flow - Companies Financial projections. These include forecasts of balance sheet, statement of profit and loss along with underlying assumptions.
Total	**30.22**			

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

CURRENCY RISK

Foreign currency risk is the risk that the fair value or the future cash flows of an exposure will fluctuate because of changes in the foreign exchange rate. The Company does not undertake any transactions in foreign currency.

INTEREST RATE RISK

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's debt obligations with floating interest rates. The Company manages its interest rate risk by having a balanced portfolio of fixed and floating rate loans and borrowings.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's profit/(loss) before tax is affected through the impact on floating rate borrowings, as follows:

	Currency	Increase/ decrease in basis points	(Rs. in Lakh)
As at 31st March, 2026	**INR**	**+100**	
	INR	**(100)**	
As at 31st March, 2025	INR	+100	(38.44)
	INR	(100)	38.44

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

Significant unobservable inputs used in level 3 fair value measurements

(Rs. in Lakh)

Financial liabilities measured at Fair value	Fair value as at 31st March, 2026	Fair value as at 31st March, 2025	Fair value hierarchy	Significant unobservable inputs	Relationship of unobservable inputs to fair value and sensitivity
Borrowings					
Series 1 and Series 2 Optionally Convertible Redeemable preference shares ("OCRPS")	**220.64**	30.22	Level 3	Interest Rates to discount future cash flow, Financial Projections	Any change (increase/ decrease) in the discount factor, financial projections etc. would entail corresponding change in the valuation

Except for the above, carrying value of Other financial assets/liabilities represent reasonable estimate of fair value.

Reconciliation of Level 3 fair value measurements of financial instruments measured at fair value

Series 1 and Series 2 Optionally Convertible Redeemable Preference Shares ("OCRPS")

(Rs. in Lakh)

Particulars	Amount
Year Ended 31st March 2026	
Opening Balance of Fair Value	**30.22**
Total losses/(gains) recognised in Profit or Loss	190.42
Closing Balance of Fair Value	**220.64**
Year Ended 31st March 2025	
Opening Balance of Fair Value	**1,342.52**
Total losses/(gains) recognised in Profit or Loss	(1,312.30)
Closing Balance of Fair Value	**30.22**

33. Financial Ratios

(Rs. in Lakh)

Sr. No.	Particulars	Numerator	Denominator	For the year ended March 31, 2026	For the year ended March 31, 2025	% Variance	Reasons for Variance
a)	Current Ratio	Current Assets	Current Liabilities	0.87	0.89	(2.46%)	-
b)	Debt Equity Ratio	Debt (Borrowings)	Equity	(2.31)	(1.86)	24.06%)	-
c)	Debt Service Coverage Ratio (DSCR)	Earning Available for debt service (Refer note (i) below)	Debt Service (Refer note (ii) below)	0.14	0.12	18.44%)	-
d)	Return on Equity	Profit/(Loss) After Tax	Average Equity	(5.04%)	(33.64%)	(85.03%)	Increased in profit during the year.
e)	Inventory Turnover ratio	Revenue from Operations	Average Inventory	0.84	0.88	(4.74%)	-
f)	Trade Receivables turnover ratio	Revenue from Operations	Average Trade Receivables	13.55	32.76	(58.64%)	Increase in ratio due to increase in revenue recognition and reduced in trader receivables during the current year as compared to previous year.
g)	Trade Payable turnover ratio	Cost of Sales	Average Trade payables	2.03	4.81	(57.66%)	Provision increased due to higher completion costs following the receipt of occupation certificates for multiple towers.
h)	Net capital turnover ratio	Revenue from Operations	Average Working Capital (Refer note (iii) below)	0.34	(8.27)	(104.12%)	Increase ratio due to increase in revenue recognition during the current year and decrease in average working capital as compared previous year.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

(Rs. in Lakh)

Sr. No.	Particulars	Numerator	Denominator	For the year ended March 31, 2026	For the year ended March 31, 2025	% Variance	Reasons for Variance
i)	Net profit ratio	Profit/(Loss) After Tax	Revenue from Operations	0.93%	4.19%	(77.73%)	Decrease in ratio due to decrease in revenue recognition and increase in Net loss arising on financial liabilities designated at Fair Value through Profit or Loss (FVTPL).
j)	Return on Capital employed	Earning before interest & taxes (Refer note (iv) below)	Capital employed (Refer note (v) below)	4.02%	130.17%	(96.91%)	Increase in capital employed due to increase in Profits and reduction in borrowings.

Schedule III require explanation where the change in the ratio is more than 25% as compared to the preceding year. Accordingly explanation is given only for the said ratios.

The company operates in real estate business and is governed by IND AS 115 for recording the revenue as per completion contract method. Accordingly, above mentioned ratios may not be strictly comparable.

Formula used for calculation of Ratios and Financial Indicators are as below :

(i) Earnings available for debt service = Net Profit/(loss) before taxes + Non-cash operating expenses like depreciation and other amortizations (including FVTPL loss/(gain)) + Interest Expense

(ii) Debt Service = Borrowing + Interest Payment

(iii) Working Capital = Current Asset - Current Liabilities

(iv) Earning before interest & taxes = Profit/(Loss) before Tax + Finance Cost

(v) Capital Employed = Equity + Borrowing - Intangible Assets

34. Additional regulatory information

a) Details of benami property held

The company does not have any benami property and no proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

b) Corporate Social Responsibility (CSR)

The provisions of Corporate Social Responsibility (CSR) expenditure are not applicable to the company.

c) Relationship with struck off companies

The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

d) Utilisation of borrowed funds and securities premium

The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

e) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

f) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

g) Registration of Charges or satisfaction with Registrar of Companies (ROC)

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period.

h) Audit trail

The Company has used accounting software systems for maintaining its books of account for the financial year ended, March 31, 2026 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software systems.

35. Discrepancies between books of accounts & quarterly statements submitted to bank

The company has short term borrowings secured against current assets. The quarterly statements comprising raw material, construction work in progress, finished goods, debtors and creditors filed by the Company with such bank are in agreement with the unaudited books of accounts for the quarter ended 30th June 2025, 30th September 2025 and 31st December 2025 and no material discrepancies have been observed. The company is yet to submit the statement for the quarter ended 31st March 2026 to the bank.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

36. Contingent Liabilities

(Rs. in Lakh)

Particulars	As at March 31, 2026	As at March 31, 2025
Claims against the company not acknowledged against as debts-		
Claims received from parties not acknowledged as debts		
Represent cases filed by parties in the Consumer Forum including RERA and Civil Courts disputed by the Company as advised by advocates. In the opinion of the management the claims are not sustainable.	**8.00**	15.26
Indirect Tax matter under appeal		
Goods and Service Tax claims disputed by the Company relating to issues of ineligible Input Tax Credit and discharge of liability. The Company is pursuing the matter with the appropriate Appellate Authorities	**30.51**	30.51

In the opinion of the management the above claims are not sustainable and the Company does not expect any outflow of economic resources in respect of above claims and therefore no provision is made in respect thereof.

37. Segment information

From the current year, considering similar and interconnected nature of the services and products and associated risk and returns, the Chief Operating Decision Maker has started allocating resource and assessing the performance of the operating segment i.e construction and development of real estate projects as a single operating segment, which has resulted in change in segment disclosure compared to earlier year.

Considering that there is only one reportable segment, there are no additional disclosures to be provided under Ind AS 108 - Segment information, other than to the extent already provided in these financial statements.

38. Leases

The company does not have any leasing arrangement during the year ended 31st March 2026.

39. Events after the reporting period

No material events have occurred after the Balance Sheet date and upto the date of approval of the financial statements.

40. Going Concern

As the net worth of the Company has been fully eroded and the current liabilities exceeds current assets, the financial statements of the Company have been prepared on a going concern basis considering support from the Holding Company.

41 Previous year figures

The figures for previous year have been regrouped wherever necessary to confirm to current year's classification.

42 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.
2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

As per our report of even date attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm's Registration No: 117366W/W-100018

Nilesh Shah
Partner
Membership No - 049660
Place: Mumbai
Date: 20th April, 2026

For and on behalf of the Board of Directors of
Mahindra Happinest Developers Limited

Amit Kumar Sinha
Director
DIN - 09127387
Place: Mumbai
Date: 20th April, 2026

Sriram Kumar
Director
DIN - 07986708
Place: Mumbai
Date: 20th April, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Mahindra Knowledge Park Mohali Limited

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of **Mahindra Knowledge Park Mohali Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026 and the Statement of Profit and Loss and Statement of Cash Flows for the year then ended, the Statement of Changes in Equity for the year then ended and Notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026 and its **Profit** and cash flows for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing (SAs) specified under Section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

Information other than the financial statements and auditors' report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that if there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the financial statements

The Company's Board of Directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the

circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report agree with the books of account.
   (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
   (e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company does not have any pending litigations which would impact its financial statements;
      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
      iv. a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
         b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and
         c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. No dividend has been declared or paid during the year by the Company.

vi. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

3. As required by Section 197(16) of the Act, based on our audit, we report that the Company has not paid remuneration to its directors for the year under audit. Hence, this clause is not applicable to the Company.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No: 049818

Place: Mumbai
Date: 10th April, 2026
UDIN: 2604981EGKDUS1462

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

i. As per information provided by the Company to us and examination of the books of accounts, the Company does not have Property, Plant and Equipment and Intangible assets, accordingly, the requirements under paragraph 3 (i) (a), (b), (c), (d) and (e) are not applicable to the Company.

ii. (a) As per information and explanation provided by the Company to us and examination of the books of accounts, the Company does not have Inventories, accordingly, the requirements under paragraph 3 (ii) (a) is not applicable to the Company.

(b) As per information and explanation provided by the Company to us, the Company does not have any sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, paragraph 3 (ii) (b) of the Order is not applicable to the Company.

iii. As per information and explanation provided by the Company to us, during the year the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, paragraph 3 (iii) of the Order is not applicable to the Company.

iv. According to the Information and explanation given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, Investments made, guarantees given and security as applicable.

v. The Company has not accepted any deposits from the public within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there-under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

vi. The maintenance of cost records as specified under subsection (1) of the section 148 of the Act are not applicable to the Company and hence relevant provisions of the Order is not applicable.

vii. (a) According to information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including income tax, Goods and Service Tax (GST), and other material statutory dues, as applicable, with the appropriate authorities and there are no outstanding as on the last day of the financial year concerned for a period of more than six months. The Company has no obligation under Provident Fund and Employee State Insurance Rules. Payment of Sales Tax, Wealth Tax, Customs and Excise duties and Value Added Tax is not applicable to the Company during the period of Audit period.

(b) According to the records of the company, there are no dues outstanding with respect to income tax, provident fund, employees state insurance, GST and Cess, as applicable, on account of dispute.

viii. As per information and explanation provided by the Company to us, there are no transactions which are not recorded in the books of account have been surrendered or disclosed as income during the Audit period in the tax assessments under the Income Tax Act, 1961. Hence relevant provision of the Order is not applicable.

ix. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or government authority.

(c) According to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us, we report that funds raised on short-term basis have not been utilized for long term purposes by the Company.

(e) According to the information and explanations given to us, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) or by way of private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

xi. (a) During the course of our examination of the books and records of the company, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company nor any fraud on the Company has been noticed or reported during the year nor have we been informed of any such instance by the management.

(b) During the course of our examination of the books and records of the company and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the order is not applicable to the Company.

(c) According to the information and explanation given to us, and as represented to us by the management, no whistle-

blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

xii. The Company is not a Nidhi Company and so relevant clause is not applicable.

xiii. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us all transactions with related parties have been disclosed in the financial statements.

xiv. The Company is the unlisted public limited company and does not have paid up share capital of fifty crore rupees or more during the preceding financial year; turnover of two hundred crore rupees or more during the preceding financial year; or outstanding loans or borrowings from banks or public financial institutions exceeding one hundred crore rupees or more at any point of time during the preceding financial year; outstanding deposits of twenty five crore rupees or more at any point of time during the preceding financial year. Hence, section 138 is not applicable and so relevant clause is not applicable.

xv. The Company has not entered into any non-cash transactions with directors or persons connected with any director of the Company.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

xvii. The Company has not incurred cash losses in the audit period or in the immediately preceding financial year.

xviii. During the year no, statutory auditors has been resigned, hence relevant clause is not applicable.

xix. (a) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

(b) We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

xx. (a) There were no amounts which were required to be transferred to fund specified under Schedule VII of Companies Act, 2013.

(b) The company does not have net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year. Hence Section 135 is not applicable and so relevant clause is not applicable.

xxi. Clause (xxi) of the Order is not applicable to the Company since report is of Standalone Financial Statement.

For **M/s**. **MAKK & Co**.
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818

Place: Mumbai
Date: 10th April, 2026
UDIN: 2604981EGKDUS1462

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF MAHINDRA KNOWLEDGE PARK MOHALI LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Mahindra Knowledge Park Mohali Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No. : 049818

Place: Mumbai
Date: 10th April, 2026
UDIN: 2604981EGKDUS1462

BALANCE SHEET AS AT 31ST MARCH, 2026

(₹ in lakh)

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
I ASSETS			
Current assets			
(a) Financial assets			
(i) Cash and cash equivalents	**4**	**0.95**	0.32
Total current assets (II)		**0.95**	0.32
TOTAL ASSETS		**0.95**	0.32
II EQUITY AND LIABILITIES			
Equity			
(a) Equity share capital	**5**	**0.00**	0.00
(b) Other equity	**6**	**(118.46)**	(121.88)
Total equity (III)		**(118.46)**	(121.88)
Liabilities			
Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	**7**	**5.00**	5.00
Total Non-current liabilities (IV)		**5.00**	5.00
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	**8**	**5.80**	3.30
(ii) Trade payables	**9**		
-total outstanding dues of micro enterprises and small enterprises		–	–
-total outstanding dues of trade payables other than micro enterprises and small enterprises		**107.91**	113.65
(ii) Other Current financial liabilities	**10**	**0.70**	0.25
Total current liabilities (V)		**114.41**	117.20
Total equity and liabilities {(III)+(IV)+(V)}		**0.95**	0.32

Summary of Material Accounting Policies

The accompanying notes 1 to 22 are an integral part of these financial statements **1 to 3**

In terms of our report attached

For M/S. MAKK & Co.
Chartered Accountants
Firm's Registration Number : 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818

Place : Mumbai
Date: 10th April 2026

For and on behalf of the Board of Directors

Sriram Kumar
Director (DIN-07986708)

Feroze Baria
Director (DIN-03315262)

Place : Mumbai
Date: 10th April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

(₹ in lakh)

Particulars		Note No.	For the year ended 31st March, 2026	For the year ended 31st March, 2025
I	Revenue from operations		–	–
II	Other income	11	5.75	6.78
III	**Total income (I+II)**		5.75	6.78
IV	**Expenses**			
	(a) Finance costs	12	0.51	0.26
	(a) Other expenses	13	1.82	1.61
	Total Expenses (IV)		2.33	1.87
VI	**Profit/(Loss) before tax (III-IV)**		3.42	4.91
VII	**Tax Expense**			
	(1) Current tax		–	–
	(2) Deferred tax		–	–
	Total tax expense		–	–
VIII	**Profit/(Loss) for the year (V-VI)**		3.42	4.91
IX	**Earnings per equity share**			
	Basic/Diluted	14	26,307.69	37,769.23
	Summary of Material Accounting Policies			
	The accompanying notes 1 to 22 are an integral part of these financial statements	1 to 3		

In terms of our report attached

For M/S. MAKK & Co.
Chartered Accountants
Firm's Registration Number : 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818

Place : Mumbai
Date: 10th April 2026

For and on behalf of the Board of Directors

Sriram Kumar
Director (DIN-07986708)

Feroze Baria
Director (DIN-03315262)

Place : Mumbai
Date: 10th April 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2026

(₹ in lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Cash flows from operating activities		
Profit/(Loss) for the year	**3.42**	4.91
Adjustments for:		
Finance costs recognised in profit or loss	**0.51**	0.26
	3.93	5.17
Movements in working capital:		
(Decrease) / increase in trade and other payables	**(5.29)**	(7.90)
	(5.29)	(7.90)
Cash generated from operations		
Net cash (used in)/generated by operating activities	**(1.36)**	(2.73)
Cash flows from investing activities		
Net cash (used in)/generated by investing activities	**–**	–
Cash flows from financing activities		
Proceeds from borrowings	**2.50**	2.50
Finance costs recognised in profit or loss	**(0.51)**	–
Net cash (used in)/generated in financing activities	**1.99**	**2.50**
Net increase in cash and cash equivalents	**0.63**	**(0.23)**
Cash and cash equivalents at the beginning of the year/period	**0.32**	0.56
Cash and cash equivalents at the end of the year	**0.95**	0.32

Summary of Material Accounting Policies

The accompanying notes 1 to 22 are an integral part of these financial statements

In terms of our report attached

For M/S. MAKK & Co.
Chartered Accountants
Firm's Registration Number : 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818

Place : Mumbai
Date: 10th April 2026

For and on behalf of the Board of Directors

Sriram Kumar
Director (DIN-07986708)

Feroze Baria
Director (DIN-03315262)

Place : Mumbai
Date: 10th April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

A. Equity share capital **(₹ in lakh)**

As at 31st March, 2024	**0.00**
Changes in equity share capital during the year	–
As at 31st March, 2025	**0.00**
Changes in equity share capital during the year	–
As at 31st March, 2026	**0.00**

B. Other Equity

Retained earnings / (Deficit)
(₹ in lakh)

As at 31st March, 2024	**(126.79)**
Loss for the year	4.91
Other Comprehensive Loss	–
As on 31st March, 2025	**(121.88)**
Profit for the year	3.42
Other Comprehensive Loss	–
As at 31st March, 2026	**(118.46)**

Summary of Material Accounting Policies

The accompanying notes 1 to 22 are an integral part of these financial statements

In terms of our report attached

For M/S. MAKK & Co.
Chartered Accountants
Firm's Registration Number : 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818

Place : Mumbai
Date: 10th April 2026

For and on behalf of the Board of Directors

Sriram Kumar
Director (DIN-07986708)

Feroze Baria
Director (DIN-03315262)

Place : Mumbai
Date: 10th April 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1. Corporate information

Mahindra Knowledge Park (Mohali) Limited ("the Company") is a public company incorporated in India on 11 July, 1994 under the provisions of erstwhile Companies Act, 1956. The registered office of the Company is located at 4th Floor Mahindra Towers, Dr G.M.Bhosale Marg, P.K. Kurne Chowk, Worli, Mumbai - 400018.

2. Significant Accounting Policies

2.1 Statement of compliance and Basis of preparation and presentation

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) Rules, 2016.

All assets and liabilities are classified as current if it is expected to realise or settle within 12 months after the Balance Sheet date.

The financial statements are presented in Indian Rupees (Rs.) which is also the Company's functional currency.

The financial statements were approved by the Board of Directors and authorised for issue on 10th April, 2026.

2.2 Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any. Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use. The estimated useful lives, residual values, are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the statement of profit and loss.

Depreciation on assets (other than impaired assets) is calculated on straight line method which is based on useful life indicated in part C of schedule II to the Companies Act, 2013.

2.3 Impairment of assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement profit and loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement profit and loss.

2.4 Inventories

Inventories are stated at the lower of cost and net realisable value, whichever is lower. Cost is arrived at on first-in-first-out basis and includes overheads on absorption basis, where appropriate.

Financial assets and Liabilities

2.5 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of profit or loss.

2.6 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

2.6.1 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets. With respect to trade receivables, the Company measures the loss allowances at an amount equal to lifetime expected credit losses.

2.6.2 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the statement of profit and loss if such gain or loss would have otherwise been recognised in the statement of profit and loss on disposal of that financial asset.

2.7 Financial liabilities and equity instruments

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

2.7.1 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.7.1.1 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at Fair value through profit and loss.

2.7.1.2 Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between the lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the statement of profit and loss.

2.8 Revenue recognition

Revenue on account of sale of services is recognised under the completed service contract method to the extent it is probable that the economic benefit will flow to the Company and the revenue can be reliably measured.

Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers.

Dividend income is recognised in the statement of profit and loss when the right to receive payment is established.

Interest Income is accounted for on time proportion basis.

2.9 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.9.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.9.2 Deferred tax

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences could be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.9.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

2.9.4 Minimum Alternate Tax (MAT):

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax against which the MAT paid will be adjusted.

2.10 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.11 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit/(loss) for the year is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

3. Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses, etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 4 - (a) Cash and cash equivalents

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) Balance with bank	**0.95**	0.32
Total Cash and cash equivalents	**0.95**	0.32

Note No. 5 - Equity Share Capital

Particulars	As at 31st March, 2026 No. of shares	As at 31st March, 2026 ₹ in lakh	As at 31st March, 2025 No. of shares	As at 31st March, 2025 ₹ in lakh
Authorised:				
Equity shares of Rs.10 each with voting rights	**10,00,000**	**100.00**	10,00,000	100.00
Issued, Subscribed and Fully Paid:				
Equity shares of Rs.10 each with voting rights	**13.00**	**0.00**	13.00	0.00
Total	**13.00**	**0.00**	13.00	0.00

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period.

(₹ in lakh)

Particulars	Opening Balance	Fresh Issue	Closing Balance
(a) Equity Shares with Voting rights*			
Year Ended 31st March, 2026			
No. of Shares	**13.00**	**–**	**13.00**
Amount	**130.00**	**-**	**130.00**
Year Ended 31st March, 2025			
No. of Shares	13.00	–	13.00
Amount	130.00	-	0.00

Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having par value of Rs.10 per share. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company. The Distribution will be in proportion to the amount paid up on equity shares held by the shareholders.

(ii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/ Name of shareholder	As at 31st March, 2026 Number of shares held	As at 31st March, 2026 % holding in that class of shares	As at 31st March, 2025 Number of shares held	As at 31st March, 2025 % holding in that class of shares
Equity shares with voting rights				
Mahindra Lifespace Developers Limited	**6**	**46.15%**	6	46.15%
Mr. A Vishwanth	**1**	**7.69%**	1	7.69%
Mr. Rajkumar Andley	**1**	**7.69%**	1	7.69%
Mr. Vivek Kejriwal	**1**	**7.69%**	1	7.69%
Mr. Pawan Kumar	**1**	**7.69%**	1	7.69%
Mr. Chandra Prakash Bhatia	**1**	**7.69%**	1	7.69%
Mr. Neerak Saroj	**1**	**7.69%**	1	7.69%
Mr. Alok Kumar Mishra	**1**	**7.69%**	1	7.69%
Total	**13**	**100%**	13	100%

Note no. 6 - Other Equity

(₹ in lakh)

	Retained earnings	Total
As at 31st March, 2024	**(126.80)**	**(126.80)**
Loss for the year	4.91	**4.91**
Other Comprehensive Loss	–	**–**
As at 31 March, 2025	**(121.89)**	**(121.89)**
Loss for the year	3.42	**3.42**
Other Comprehensive Loss	–	**–**
As at 31 March, 2026	**(118.47)**	**(118.47)**

Note No. 7 - Non-Current Borrowings

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Measured at amortised cost		
A. Unsecured Borrowings - at amortised Cost		
(a) Other Loans		
Redeemable preference share capital	**5.00**	5.00
Total Borrowings	**5.00**	5.00

Note No. 8 - Non-Current Borrowings

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Measured at amortised cost		
A. Unsecured Borrowings - at amortised Cost		
(a) Loans from related parties	**5.80**	3.30
Total Borrowings	**5.80**	3.30

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 9 - Trade Payables

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Trade payable -total outstanding Dues of micro enterprises and small enterprises.....	–	–
Trade payable - Other than micro and small enterprises.....	**107.91**	113.65
Total trade payables.....	**107.91**	113.65

Note:

(i) No Companies have been identified under the Micro, Small and Medium Enterprises Development Act, 2006 and hence the disclosure as required by Notification No. G.S.R. 719 (E), dated 16 November, 2007 issued by the Ministry of Corporate Affairs is not applicable.

9 A. - Ageing for trade payable from the due date of payment for each of the category is as follows:-

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Undisputed dues of creditors other than micro enterprises and small enterprises		
Unbilled	–	–
Not Due	–	–
0 months - 1 year	**0.36**	0.78
1-2 Years	**0.43**	–
2-3 years	–	5.75
More than 3 years	**107.12**	107.12
Total	**107.91**	113.65

Note No. 10 - Other Current Financial Liabilities

(₹ in lakh)

Particulars	As at 31 March, 2026	As at 31 March, 2025
Interest Accrued But Not Due on Borrowings	**0.70**	0.24
TDS payable	–	0.01
Total Other Current Liabilities	**0.70**	0.25

Note no. 11 - Other Income

(Amount in Rs.)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Miscellaneous Income	5.75	6.78
Total Other Income	**5.75**	6.78

Note no. 12 - Finance Cost

(₹ in lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Interest expense	**0.51**	0.26
	0.51	0.26

Note No. 13 - Other Expenses

(₹ in lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Professional charges	**0.40**	0.15
(b) Stamp & Filing Fees	–	–
(c) Trademark	**1.18**	1.18
(d) Payments to auditors:		
(i) For audit	**0.23**	0.24
(e) Miscellaneous expenses	**0.01**	0.04
Total Other Expenses	**1.82**	1.61

Note No. 14 - Earnings per Share

(₹ in lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Net profit/(loss) for the year	**3.42**	4.91
(b) Nominal value per share	**10.00**	10.00
(c) Weighted average number of equity shares (No.)	**13.00**	13.00
(d) Basic/Diluted earning per share	**26,307.69**	**37,769.23**

Note No. 15 - Related Party Transactions

Related party disclosures as required by IND AS 24 "Related Party Disclosures" are given below.

Enterprises Controlling the Company

Ultimate Holding Company	Mahindra & Mahindra Limited
Group Company	Mahindra Infrastructure Developers Limited

(₹ in lakh)

Particulars	For the year ended	Mahindra & Mahindra Limited	Mahindra Infrastructure Developers Limited
Nature of transactions with Related Parties			
Reimbursement to Parties	**31-Mar-26**	–	–
	31-Mar-25	*1.00*	–
Inter Corporate Deposit Received	**31-Mar-26**	–	**2.50**
	31-Mar-25	–	*2.50*
Interest expense on Inter Corporate Deposit	**31-Mar-26**	–	–
	31-Mar-25	–	*0.26*

Nature of Balances with Related Parties	Balances as on	Mahindra & Mahindra Limited	Mahindra Infrastructure Developers Limited
Trade payables	**31-Mar-26**	–	**0.42**
	31-Mar-25	*5.74*	*0.42*
ICD Payable	**31-Mar-26**	–	**5.80**
	31-Mar-25	–	*3.30*
Interest on ICD Payable	**31-Mar-26**	–	**0.56**
	31-Mar-25	–	*0.23*

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 16 - Financial Instruments

Capital management

The company's capital management objectives are:

- to ensure the company's ability to continue as a going concern
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of the statement of financial position.

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary. There is no change in the overall capital risk management strategy of the Company compared to last year.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the separate financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2025, 31 March 2026 is as follows:

	31-Mar-26	31-Mar-25
Debt (A)	**5.00**	5.00
Equity (B)	**(118.46)**	(121.88)
Debt Ratio (A/B)	**(0.04)**	(0.04)

Categories of financial assets and financial liabilities

(₹ in lakh)

As at 31st March, 2026

	Amortised Costs	**FVTPL**	**FVOCI**	**Total**
Non-current Assets				
Investments	**–**			**–**
Current Assets				
Other Bank Balances	**0.95**			**0.95**
Non-current Liabilities				
Borrowings	**5.00**			**5.00**
Current Liabilities				
Borrowings	**–**			**–**
Trade Payables	**107.91**			**107.91**

(₹ in lakh)

As at 31st March, 2025

	Amortised Costs	FVTPL	FVOCI	Total
Non-current Assets				
Investments	–			–
Current Assets				
Trade Receivables	–			
Other Bank Balances	0.32			0.32
Non-current Liabilities				
Borrowings	5.00			5.00
Current Liabilities				
Trade Payables	**113.65**			**113.65**

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk list all such risks as applicable. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

Credit Risk

Credit risk arises when a counterparty defaults on its contractual obligations to pay, resulting in financial loss to the Company.

Credit risk related to financial instruments

Credit risk from balances with banks and financial institutions is managed by Treasury in accordance with the Company's policy. Investments of surplus funds are made only by investment them in mutual funds. Hence the company is not exposed to any credit risk in this respect.

LIQUIDITY RISK

(i) Liquidity risk management
Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities
The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	**Less than 1 Year**	**1-3 Years**	**3 Years to 5 Years**	**5 years and above**	**TOTAL**
	INR	**INR**	**INR**	**INR**	**INR**
Non-derivative financial liabilities					
31-Mar-26					
Trade Payable	0.36	0.43	–	107.12	107.91
Total	**0.36**	**0.43**	**–**	**107.12**	**107.91**
31-Mar-25					
Trade Payable	0.79	5.75	–	107.12	**113.66**
Total	**0.79**	**5.75**	**–**	**107.12**	**113.66**

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. Derivatives are only used for economic hedging purposes and not as speculative investments. All such transactions are carried out within the guidelines set by the Board of Directors and Risk Management Committee.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH, 2026

Currency Risk

The Company undertakes transactions denominated only in India Rupees and hence there is no risk of foreign exchange fluctuations.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

Note No. 17 - Fair Value Measurement

Set out below, is a comparison by class of the carrying amounts and fair value of the Group's financial instruments, other than those with carrying amounts that are reasonable approximations of fair values:

(₹ in lakh)

	Carrying Value		Fair value as at	
Particulars	**31-Mar-26**	31-Mar-25	**31-Mar-26**	31-Mar-25
Financial assets				
Investments	**–**	**–**	**–**	**–**
Trade Receivables	**–**	**–**	**–**	**–**
Other Bank Balances	**0.95**	0.32	**0.95**	0.32
Total financial assets	**0.95**	0.32	**0.95**	0.32
Financial liabilities				
Trade Payable	**107.91**	113.65	**107.91**	113.65
Total financial liabilities	**107.91**	113.65	**107.91**	113.65

The management assessed that Investment in cash and cash equivalents, trade receivables, trade payables and other current liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale. The following methods and assumptions were used to estimate the fair values:

The fair values of the Group's interest-bearing borrowings and loans are determined by using DCF method using discount rate that reflects the issuer's borrowing rate as at the end of the reporting period.

Fair Value Hierarchy

The following table provides the fair value measurement hierarchy of the Company's assets and liabilities

Quantitative disclosures fair value measurement hierarchy for assets 31 March 2026

(₹ in lakh)

	Fair value measurement using			
	Quoted prices in active markets (Level 1)	**Significant observable inputs (Level 2)**	**Significant unobservable inputs (Level 3)**	**Total**
Financial assets				
Assets measured at Fair Value:				
Investments	**–**	**–**	**–**	**–**
Trade Receivables		**–**		**–**
Other Bank Balances		**0.95**	**–**	**0.95**
Total	**–**	**0.95**	**–**	**0.95**
Financial liabilities				
Liabilities measured at fair value:				
Trade Payable	**–**	**107.91**	**–**	**107.91**
Total	**–**	**107.91**	**–**	**107.91**

Quantitative disclosures fair value measurement hierarchy for assets as at 31 March 2025

(₹ in lakh)

	Fair value measurement using			
	Quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)	Total
Financial assets				
Assets measured at Fair Value:				
Investments	–	–	–	–
Trade Receivables	–	–	–	–
Other Bank Balances	–	0.32	–	0.32
Total	**–**	**0.32**	**–**	**0.32**
Financial liabilities				
Liabilities measured at fair value:				
Trade Payable	–	113.65	–	113.65
Total	**–**	**113.65**	**–**	**113.65**

There have been no transfers between Level 1 and Level 2 during year ended 31 March 2026.

Note No. 18: Previous period's figures have been regrouped/reclassified wherever necessary to correspond with the current period's classification/disclosure.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 19 - Financial Ratios

(₹ in lakh)

	Particulars	Numerator	Denominator	For the year ended 31 March, 2026	For the year ended 31 March, 2025	% Variance	Reason for material variance
a)	Current Ratio	Current Assets	Current Liabilities	0.01	0.00	204.11%	Decrease in Bank Balance
b)	Debt Equity Ratio (Gross)	Debt	Equity	(0.04)	(0.04)	2.89%	NA
c)	Debt Service Coverage Ratio (DSCR)	Earning Available for debt service	Debt Service	0.68	0.98	(30.35%)	Decrease in Profit
d)	Return of Equity	Profit/(Loss) After Tax	Average Equity	2.85%	3.98%	(28.57%)	Decrease in Profit
e)	Inventory Turnover ratio	Revenue from Operations	Average Inventory	NA	NA	NA	NA
f)	Trade Receivables turnover ratio	Revenue from Operations	Average Trade Receivables	NA	NA	NA	NA
g)	Trade Payable turnover ratio	Cost of Sales	Average Trade payable	NA	NA	NA	NA
h)	Net capital turnover ratio,	Revenue from Operations	Average Working Capital	NA	NA	NA	NA
i)	Net profit ratio	Profit/(Loss) After Tax	Revenue from Operations	NA	NA	NA	NA
j)	Return on Capital employed	Earning before interest & taxes	Capital employed	3.01%	4.20%	(28.25%)	Decrease in Profit
k)	Return on investment	Income generated from Investment	Average investments (Gross)	0.03	0.04	(28.25%)	Decrease in Profit

Schedule III require explanation where the change in the ratio is more that 25% as compared to the preceding year. Accordingly explanation is given only for the said ratios.

Note No. 20 - Additional regulatory information

Details of benami property held

No proceedings have been initiated on or are pending against the group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

Relationship with struck off companies

The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

Note No. 21. Events after the reporting period

No material events have occurred after the Balance Sheet date and up to the approval of the Financial Statements.

Note No. 22. Previous Year Figures

The figures for the previous year have been regrouped wherever necessary to confirm to current year's grouping.

In terms of our report attached

For M/S. MAKK & Co.
Chartered Accountants
Firm's Registration Number : 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818

Place : Mumbai
Date: 10th April 2026

For and on behalf of the Board of Directors

Sriram Kumar
Director (DIN-07986708)

Feroze Baria
Director (DIN-03315262)

Place : Mumbai
Date: 10th April 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Deep Mangal Developers Private Limited

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of **M/s. Deep Mangal Developers Private Limited** ("the Company"), which comprise the Balance sheet as at March 31, 2026 and the Statement of Profit and Loss and statement of cash flows for the year then ended, the Statement of Changes in Equity for the year then ended and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026 and its **Profit** and cash flows for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing (SAs) specified under Section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

Information other than the financial statements and Auditor's report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that if there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the financial statements

The Company's Board of Directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
   (d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
   (e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company does not have any pending litigations which would impact its financial statements;
      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
      iv. a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
      b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. No dividend has been declared or paid during the year by the Company.

vi. As required by Section 197(16) of the Act, based on our audit, we report that the Company has not paid remuneration to its directors for the year under audit. Hence, this clause is not applicable to the Company.

vii. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818
Place: Mumbai

Date: 17th April, 2026
UDIN: 26049818TTZPOP8761

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

i. As per information provided by the Company to us, it does not have any Property, Plant and Equipment and intangible assets as on 31st March, 2026. Accordingly, paragraph 3 (i) (a), (b), (d) and (e) of the orders is not applicable to the company.

As per information provided by the Company to us, the Company is having a Land as immovable properties and the title deed of such property is on the name of the Company.

ii. (a) The Company is having inventory and work in progress; and it is physically verified by its management at reasonable intervals. Procedures adopted by the Company's management for physical verification of inventories are adequate and reasonable according to the size and nature of its business.

(b) As per information and explanation provided by the Company to us, the Company does not have any sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, paragraph 3 (ii) (b) of the Order is not applicable to the Company.

iii. As per information and explanation provided by the Company to us, during the year the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, paragraph 3 (ii) (b) of the Order is not applicable to the Company.

iv. According to the Information and explanation given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, Investments made, guarantees given and security as applicable.

v. The Company has not accepted any deposits from the public within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there-under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

vi. The maintenance of cost records as specified under subsection (1) of the section 148 of the Act are not applicable to the Company and hence relevant provisions of the Order is not applicable.

vii. (a) According to information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including income tax, Goods and Service Tax (GST), and other material statutory dues, as applicable, with the appropriate authorities and there are no outstanding as on the last day of the financial year concerned for a period of more than six months. The Company has no obligation under Provident Fund and Employee State Insurance Rules. Payment of Sales Tax, Wealth Tax, Customs and Excise duties and Value Added Tax is not applicable to the Company during the period of Audit period.

(b) According to the records of the company, there are no dues outstanding with respect to income tax, provident fund, employees state insurance, GST and Cess, as applicable, on account of dispute.

viii. As per information and explanation provided by the Company to us, there are no transactions which are not recorded in the books of account have been surrendered or disclosed as income during the Audit period in the tax assessments under the Income Tax Act, 1961 (43 of 1961). Hence relevant provision of the Order is not applicable.

ix. According to the records of the company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of any loans since it has not availed of any loans from any bank nor has borrowed from any financial institution. The Company has also not issued any debentures as at the balance sheet date.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) or by way of private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

xi. (a) During the course of our examination of the books and records of the company, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company nor any fraud on the Company has been noticed or reported during the year nor have we been informed of any such instance by the management.

(b) During the course of our examination of the books and records of the company and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the order is not applicable to the Company.

(c) According to the information and explanation given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

xii. The Company is not a Nidhi Company and so relevant clause is not applicable.

xiii. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us all transactions with related parties have been disclosed in the financial statements.

xiv. The Company is the private limited company and does not have turnover of two hundred crore rupees or more during the preceding financial year; or outstanding loans or borrowings from banks or public financial institutions exceeding one hundred crore rupees or more at any point of time during the preceding financial year. Hence Section 138 is not applicable and so relevant clause is not applicable.

xv. The Company has not entered into any non-cash transactions with directors or persons connected with any director of the Company.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

xvii. The Company has incurred cash loss in the Audit Period of Rs. Nil and cash loss in the immediately preceding financial year (FY 2024-25) is 12.30 lakhs.

xviii. During the year the no statutory auditors has been resigned, hence relevant clause is not applicable.

xix. (a) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

(b) We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

xx. (a) There were no amounts which were required to be transferred to fund specified under Schedule VII of Companies Act, 2013.

(b) The company does not have net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year. Hence Section 135 is not applicable and so relevant clause is not applicable.

xxi. Clause (xxi) of the Order is not applicable to the Company since report is of Standalone Financial Statement.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818
Place: Mumbai

Date: 17th April, 2026
UDIN: 26049818TTZPOP8761

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF DEEP MANGAL DEVELOPERS PRIVATE LIMITED

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Deep Mangal Developers Private Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818
Place: Mumbai

Date: 17th April, 2026
UDIN: 26049818TTZPOP8761

DEEP MANGAL DEVELOPERS PRIVATE LIMITED
CIN:U70102MH1989PTC051878

BALANCE SHEET AS AT 31ST MARCH, 2026

(₹ in lakh)

	Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
I	**ASSETS**			
	Non-current assets			
	(a) Financial Assets			
	(i) Investments	4	**0.05**	0.05
	(ii) Other Financial Assets	5	**–**	138.00
	Total Non-current assets (I)		**0.05**	138.05
	Current assets			
	(a) Inventories	6	**475.71**	384.79
	(b) Financial Assets			
	(i) Cash and Cash Equivalents	7a	**9.14**	2.21
	(ii) Bank balances other than (i) above	7b	**62.50**	–
	(iii) Other Current Financial Asset	7c	**0.75**	7.19
	(c) Other Current Assets	8	**–**	4.56
	(d) Current Tax Assets	9	**–**	2.53
	Total current assets (II)		**548.10**	401.29
	TOTAL ASSETS (I + II)		**548.15**	539.34
II	**EQUITY AND LIABILITIES**			
	Equity			
	(a) Equity Share Capital	10	**642.01**	642.01
	(b) Other Equity	11	**(102.47)**	(109.87)
	Total equity (III)		**539.54**	532.14
	Liabilities			
	Current liabilities			
	(a) Financial Liabilities			
	(i) Trade Payables	12		
	– total outstanding dues of micro enterprises and small enterprises		**–**	–
	– total outstanding dues of trade payables other than micro enterprises and small enterprises		**4.75**	7.12
	(b) Other Current Liabilities	13	**3.86**	0.09
	Total current liabilities (IV)		**8.61**	7.20
	TOTAL (III + IV)		**548.15**	539.34

The accompanying notes 1 to 24 are an integral part of these financial statements

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No: 049818

Place: Mumbai
Date: 17th April, 2026

For and on behalf of the Board of Directors

Deep Mangal Developers Private Limited

Vimalendra Singh
Director (DIN-09128114)

Vikram Goel
Director (DIN-11026849)

Place: Mumbai
Date: 17th April, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

(₹ in lakh)

	Particulars	Note No.	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
I	Revenue from operations		**–**	–
II	Other Income	14	**10.91**	10.76
III	**Total Revenue (I + II)**		**10.91**	10.76
IV	**EXPENSES**			
	(a) Other expenses	15	**1.56**	23.06
	Total Expenses (IV)		**1.56**	23.06
V	**Profit/(Loss) before tax (III-IV)**		**9.35**	(12.30)
VI	**Tax Expense**			
	(1) Current tax		**1.95**	–
	(2) Deferred tax		**–**	–
	Total tax expense (VI)		**1.95**	–
VII	**Profit/(Loss) after tax (V - VI)**		**7.40**	(12.30)
VIII	**Earnings per equity share**			
	Basic/Diluted	16	**1.15**	(1.92)

The accompanying notes 1 to 24 are an integral part of these financial statements

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No: 049818

Place: Mumbai
Date: 17th April, 2026

For and on behalf of the Board of Directors

Deep Mangal Developers Private Limited

Vimalendra Singh
Director (DIN-09128114)

Vikram Goel
Director (DIN-11026849)

Place: Mumbai
Date: 17th April, 2026

DEEP MANGAL DEVELOPERS PRIVATE LIMITED
CIN:U70102MH1989PTC051878

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2026

(₹ in lakh)

Particulars	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
Cash flows from operating activities		
Profit/(Loss) before tax for the period/year	**9.35**	(12.30)
Adjustments for:		
Interest Income	**(7.66)**	(10.67)
Movements in working capital:		
(Increase)/decrease in inventories	**(90.92)**	(23.35)
(Increase)/decrease in other assets	**11.00**	22.82
Increase/(decrease) in trade and other payables	**(2.35)**	0.87
(Decrease)/increase in other liabilities	**3.48**	(0.02)
	(77.10)	(22.64)
Cash generated from operations		
Income taxes paid	**0.87**	(1.41)
Net cash (used in) operating activities (A)	**(76.23)**	(24.05)
Cash flows from investing activities		
FD Redeemed or matured	**138.00**	153.00
Investment in bank deposits	**(62.50)**	(138.00)
Interest received	**7.66**	10.67
Net cash generated by investing activities (B)	**83.16**	25.67
Cash flows from financing activities		
Repayment of borrowings (ICDs)	**–**	(0.05)
Net cash generated by financing activities (C)	**–**	(0.05)
Net (decrease) in cash and cash equivalents (A+B+C)	**6.93**	1.57
Cash and cash equivalents at the beginning of the year	**2.21**	0.64
Cash and cash equivalents at the end of the period/year	**9.14**	2.21

The accompanying notes 1 to 24 are an integral part of these financial statements

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No: 049818

Place: Mumbai
Date: 17th April, 2026

For and on behalf of the Board of Directors

Deep Mangal Developers Private Limited

Vimalendra Singh
Director (DIN-09128114)

Vikram Goel
Director (DIN-11026849)

Place: Mumbai
Date: 17th April, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

A. Equity share capital	(₹ in lakh)
As at 31st March, 2024	**642.01**
Changes in equity share capital during the year	–
As at 31st March, 2025	**642.01**
Changes in equity share capital during the year	–
As at 31st March, 2026	**642.01**

Particulars	Retained earnings
Balance at 31st March, 2024	**(97.57)**
Profit/(Loss) for the year	(12.30)
Other comprehensive income	–
Total comprehensive income	(12.30)
Balance at 31st March, 2025	**(109.87)**
Profit/(Loss) for the year	7.40
Other comprehensive income	–
Total comprehensive income	7.40
Balance at 31st March, 2026	**(102.47)**

The accompanying notes 1 to 24 are an integral part of these financial statements

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No: 049818

Place: Mumbai
Date: 17th April, 2026

For and on behalf of the Board of Directors

Deep Mangal Developers Private Limited

Vimalendra Singh
Director (DIN-09128114)

Vikram Goel
Director (DIN-11026849)

Place: Mumbai
Date: 17th April, 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1. Corporate information

Deep Mangal Developers Private Limited ("the Company") is a public company incorporated in India on 25 May, 1989 under the provisions of erstwhile Companies Act, 1956. The registered office of the Company is located at 4th Floor, Mahindra Towers, Dr. G. M. Bhosale Marg, P. K. Kurne Chowk, Worli, Mumbai – 400 018.

The Company is subsidiary of Mahindra Lifespace Developers Limited, Mumbai, a company incorporated in India. The ultimate parent company is Mahindra & Mahindra Limited.

2. Material Accounting Policies

2.1 Statement of compliance and Basis of preparation and presentation

The Standalone Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013 (the Act) and other relevant provision of the act. The aforesaid financial statements have been approved by the Company's Board of Directors and authorised for issue in the meeting held on 17th April, 2026.

2.2 Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any. Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use. The estimated useful lives, residual values, are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the statement of profit and loss.

Depreciation on assets (other than impaired assets) is calculated on straight line method which is based on useful life indicated in part C of schedule II to the Companies Act, 2013.

2.3 Impairment of assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement profit and loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement profit and loss.

2.4 Inventories

Inventories are stated at the lower of cost and net realisable value, whichever is lower. Cost is arrived at on first-in-first-out basis and includes overheads on absorption basis, where appropriate.

Financial assets and Liabilities

2.5 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of profit or loss.

2.6 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

2.6.1 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets. With respect to trade receivables, the Company measures the loss allowances at an amount equal to lifetime expected credit losses.

2.6.2 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the statement of profit and loss if such gain or loss would have otherwise been recognised in the statement of profit and loss on disposal of that financial asset.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

2.7 Financial liabilities and equity instruments

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

2.7.1 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.7.1.1 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at Fair value through profit and loss.

2.7.1.2 Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between the lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the statement of profit and loss.

2.8 Revenue recognition

Revenue on account of sale of services is recognised under the completed service contract method to the extent it is probable that the economic benefit will flow to the Company and the revenue can be reliably measured.

Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers.

Dividend income is recognised in the statement of profit and loss when the right to receive payment is established.

Interest Income is accounted for on time proportion basis.

2.9 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.9.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.9.2 Deferred tax

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences could be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.9.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

2.9.4 Minimum Alternate Tax (MAT)

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax against which the MAT paid will be adjusted.

2.10 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.11 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit/ (loss) for the year is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

3. Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses, etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

Note No. 4 - Investments

Particulars	Face Value (₹)	As at 31st March, 2026		As at 31st March, 2025	
		Nos.	(₹ in lakh)	Nos.	(₹ in lakh)
A. Investments carried at cost or deemed cost					
I. Unquoted Investments (all fully paid)					
Investments in Preference shares					
- of associate					
7% Non-cumulative redeemable participating optionally convertible preference shares in Moonshine Construction Private Limited	**10**	**500**	**0.05**	500	0.05
Moonshine Construction Private Limited	**10**	**1**	**–**	1	–
Total Investments			**0.05**		0.05

Note No. 5 - Other Non-current Financial Assets

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) Fixed Deposit with Maturity more than 12 month	**–**	138.00
Total	**–**	138.00

Note No. 6 - Inventories

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
a) Work-in-progress	**475.71**	384.79
Total Inventories (at lower of cost and net realisable value)	**475.71**	384.79

Statement of changes in Inventory

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Opening inventory (WIP)	**384.79**	361.44
Additions during the year:		
Professional fees	**59.37**	–
Security expenses	**27.26**	18.45
Caretaker Charges	**4.29**	4.90
Closing Inventory (WIP)	**475.71**	384.79

Note No. 7

(7a) Cash and Bank Balances

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Cash and cash equivalents		
a) Balances with banks		
(i) Fixed Deposit with original maturity Less than 3 months	**–**	–
(ii) On current accounts	**9.14**	2.21
Total Cash and cash equivalent	**9.14**	2.21

(7b) Bank Balances other than (7a)

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) Fixed Deposit with Maturity less than 1 year	**62.50**	–
Total Bank Balance Other than (7a)	**62.50**	–

(7c) Other Current Financial Assets

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) Interest accrued on Fixed Deposit	**0.75**	7.19
Total Other Current Financial Assets	**0.75**	7.19

Note No. 8 - Other Current Assets

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) GST Input Tax Credit	**–**	4.56
Total Other Current Assets	**–**	4.56

Note No. 9 - Current tax assets

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
(a) Current tax assets		
TDS Receivable- AY 23-24	**–**	0.01
TDS Receivable- AY 25-26	**–**	2.52
Total Current Tax Assets	**–**	2.53

Note No. 10 - Equity Share Capital

Particulars	As at 31st March, 2026		As at 31st March, 2025	
	Number of shares	(₹ in lakh)	Number of shares	(₹ in lakh)
(a) Authorised				
Equity shares of ₹ 100 each with voting rights	**6,55,000**	**655.00**	6,55,000	655.00
	6,55,000	**655.00**	6,55,000	655.00

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

Particulars	As at 31st March, 2026 Number of shares	(₹ in lakh)	As at 31st March, 2025 Number of shares	(₹ in lakh)
(b) Issued, subscribed and fully paid-up shares				
Equity shares of ₹ 100 each	**6,42,007**	**642.01**	6,42,007	642.01
	6,42,007	**642.01**	6,42,007	642.01

Notes (i) to (v) below

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year:

Particulars	As at 31st March, 2026 Number of shares	(₹ in lakh)	As at 31st March, 2025 Number of shares	(₹ in lakh)
Opening balance	**6,42,007**	**642.01**	6,42,007	642.01
Add: Right Issued during the year	**–**	**–**	–	–
Closing balance	**6,42,007**	**642.01**	6,42,007	642.01

(ii) Terms/rights attached to equity shares:

The Company is having only one class of equity shares having par value of Rs. 100 each. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the amount paid up on equity shares held by the shareholders.

(iii) Details of shares held by the holding/Ultimate holding company:

Particulars	As at 31st March, 2026	As at 31st March, 2025
Mahindra Lifespace Developers Limited	**1,12,847**	1,12,847
Mahindra World City (Maharashtra) Limited	**5,29,160**	5,29,160

(iv) Details of shares held by each shareholder holding more than 5% shares:

Particulars	As at 31st March, 2026 Number of shares	% holding	As at 31st March, 2025 Number of shares	% holding
Mahindra Lifespace Developers Limited, the holding company	**1,12,847**	**17.58%**	1,12,847	17.58%
Mahindra World City (Maharashtra) Limited	**5,29,160**	**82.42%**	5,29,160	82.42%

(v) Details of shareholdings by the Promoter's of the Company:

Particulars	As at 31st March, 2026 Number of shares	% holding	As at 31st March, 2025 Number of shares	% holding
Equity shares with voting rights				
Mahindra World City (Maharashtra) Limited	**5,29,160**	**82.42%**	5,29,160	82.42%

Note No. 11 - Other Equity

(₹ in lakh)

Particulars	Retained earnings	Total
Balance at 31st March, 2024	**(97.57)**	**(97.57)**
Profit/(Loss) for the year	(12.30)	(12.30)
Other comprehensive income	–	–
Total comprehensive income	(12.30)	(12.30)
Balance at 31st March, 2025	**(109.87)**	**(109.87)**
Profit/(Loss) for the year	7.40	7.40
Other comprehensive income	–	–
Total comprehensive income	7.40	7.40
Balance at 31 March, 2026	**(102.47)**	**(102.47)**

Note No. 12 - Trade Payables

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Trade payable -total outstanding Dues of micro enterprises and small enterprises	**–**	–
Trade payable - Other than micro and small enterprises	**4.75**	7.12
Total Trade Payables	**4.75**	7.12

Note:

(i) No Companies have been identified under the Micro, Small and Medium Enterprises Development Act, 2006 and hence the disclosure as required by Notification No. G.S.R. 719 (E), dated 16 November, 2007 issued by the Ministry of Corporate Affairs is not applicable.

12 a - Ageing for trade payable from the due date of payment for each of the category is as follows

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Undisputed dues of creditors other than micro enterprises and small enterprises		
Unbilled	**–**	–
Not Due	**–**	–
0 months - 1 year	**4.75**	4.01
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	3.11
Total	**4.75**	7.12

Note No. 13 - Other Current Liabilities

(₹ in lakh)

Particulars	As at 31st March, 2026 Current	As at 31st March, 2025 Current
a. Statutory dues		
– taxes payable- TDS u/s 194C	**3.57**	0.09
b. Other Current Liablities	**0.29**	**–**
Total Other Current Liabilities	**3.86**	0.09

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

Note No. 14 - Other Income

(₹ in lakh)

Particulars	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
(a) Interest Income on Fixed Deposit	**7.66**	10.67
(b) Write back- Old balance	**3.11**	0.05
(c) Interest on Income Tax Refund	**0.14**	0.04
Total Other Income	**10.91**	10.76

Note No. 15 - Other Expenses

(₹ in lakh)

Particulars	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
(a) Auditors remuneration and out-of-pocket expenses		
(i) As Auditors	**0.24**	0.24
(b) Other expenses		
(i) Legal and other professional costs	**0.86**	0.23
(ii) Others	**0.46**	22.59
Total Other Expenses	**1.56**	23.06

Note No. 16 - Earnings Per Share

Particulars	For the Year ended 31st March, 2026	For the Year ended 31st March, 2025
(a) Net (loss)/profit for the period (₹ in lakh)	**7.40**	(12.30)
(b) Nominal value per share	**100**	100
(c) Weighted average number of equity shares (No.)	**6,42,007**	6,42,007
(d) Basic/Diluted earning per share	**1.15**	(1.92)

Note No. 17 - Related Party Transactions

Related party disclosures as required by Ind As 24 "Related Party Disclosures" are given below.

Enterprises Controlling the Company

1	Mahindra & Mahindra Limited	Ultimate Holding Company
2	Mahindra Lifespace Developers Limited	Intermidiate Holding Company
3	Mahindra World City (Maharashtra) Limited	Holding Company

(₹ in lakh)

Particulars	For the year ended	Mahindra & Mahindra Limited	Mahindra Lifespace Developers Limited	Mahindra World City (Maharashtra) Limited
Nature of transactions with Related Parties				
Inter Corporate Deposits received	**31-Mar-26**	**–**	**–**	**–**
	31-Mar-25	–	–	–
Interest on ICD	**31-Mar-26**	**–**	**–**	**–**
	31-Mar-25	–	–	–
ICD Refunded	**31-Mar-26**	**–**	**–**	**–**
	31-Mar-25	–	–	–
Issue of Shares	**31-Mar-26**	**–**	**–**	**–**
	31-Mar-25	–	–	–

* Previous year figures are in *Italic*

Note No. 18

The accounts of the Company for the year ended **31st March, 2026** have been prepared on the basis of going concern.

Note No. 19 - Financial Instruments

[I] Capital management

The Company's capital management objectives is to ensure the Company's ability to continue as a going concern

The capital structure of the Company consists of equity.

The Company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

[II] Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

A) CREDIT RISK

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primary trade receivables) and from its financing activities, including deposits with banks and other financial instruments.

(i) Financial instruments and cash deposits:

Credit risk from balances with banks is managed by the Company in accordance with the Company's policy. Investments of surplus funds are made only with bank.

B) LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

(₹ in lakh)

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total	Carrying Value
Non-derivative financial						
31st March 2026						
Other financial liabilities	**4.75**	**–**	**–**	**–**	**4.75**	**4.75**
Total	**4.75**	**–**	**–**	**–**	**4.75**	**4.75**
31st March 2025						
Other financial liabilities	4.01	–	3.11	–	7.12	7.12
Total	4.01	–	3.11	–	7.12	7.12

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

(i) Currency Risk

The Company undertakes transactions denominated only in Indian Rupees and hence, there is no risk of foreign exchnage fluctuations.

(ii) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company does not have significant exposure to the risk of changes in market interest rates.

(iii) Other price risk

The Company does not have significant other price risk.

Note No. 20 - Fair Value Measurement
Fair Valuation Techniques and Inputs used

This section explains the judgment and estimates made in determining the fair value of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in financials statements. To provide an indication about the reliability of the inputs used in determining the fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standards.

Level 1 Inputs:

Level 1 inputs are quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date. A quoted market price in an active market provides the most reliable evidence of fair value and is used without adjustment to measure fair value whenever available, with limited exceptions. If an entity holds a position in a single asset or liability and the asset or liability is traded in an active market, the fair value of the asset or liability is measured within Level 1 as the product of the quoted price for the individual asset or liability and the quantity held by the entity, even if the market's normal daily trading volume is not sufficient to absorb the quantity held and placing orders to sell the position in a single transaction might affect the quoted price.

Level 2 Inputs:

Level 2 inputs are inputs other than quoted market prices included within level 1 that are observable for the asset or liability, either directly or indirectly. Level 2 inputs include:

- quoted prices for similar assets or liabilities in active markets
- quoted prices for identical or similar assets or liabilities in markets that are not active
- inputs other than quoted prices that are observable for the asset or liability, for example-interest rates and yield curves observable at commonly quoted interval
- implied volatilities
- credit spreads
- inputs that are derived principally from or corroborated by observable market data by correlation or other means ('market-corroborated inputs')

Level 3 Inputs:

Level 3 inputs are unobservable inputs for the asset or liability. Unobservable inputs are used to measure fair value to the extent that relevant observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date. An entity develops unobservable inputs using the best information available in the circumstances, which might include the entity's own data, taking into account all information about market participant assumptions that is reasonably available.

(₹ in lakh)

	Fair value hierarchy as at 31st March, 2026			
Financial assets/financial liabilities	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets				
Financial assets carried at Amortised Cost				
(i) Non current Investments	**–**	**0.05**	**–**	**0.05**
(ii) Cash and cash equivalents	**–**	**9.14**	**–**	**9.14**
(iii) Bank balances other than (i) above	**–**	**62.50**	**–**	**62.50**
(iv) Other financial assets	**–**	**0.75**	**–**	**0.75**
Total	**–**	**72.44**	**–**	**72.44**
Financial liabilities				
Financial liabilities held at amortised cost				
(i) Borrowings	**–**	**–**	**–**	**–**
(ii) Trade payables	**–**	**4.75**	**–**	**4.75**
Total	**–**	**4.75**	**–**	**4.75**

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

(₹ in lakh)

	Fair value hierarchy as at 31st March, 2025			
Financial assets/financial liabilities	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets				
Financial assets carried at Amortised Cost				
(i) Non current Investments	–	0.05	–	0.05
(ii) Cash and cash equivalents	–	2.21	–	2.21
(iii) Bank balances other than (i) above	–	–	–	–
(iv) Other financial assets	–	7.19	–	7.19
Total	**–**	**9.45**	–	**9.45**

(₹ in lakh)

	Fair value hierarchy as at 31st March, 2025			
Financial assets/financial liabilities	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial liabilities				
Financial liabilities held at amortised cost				
(i) Borrowings	–	–	–	–
(ii) Trade payables	–	7.12	–	7.12
(iii) Other Financial Liabilities	–	–	–	–
Total	**–**	**7.12**	–	**7.12**

21 - Financial Ratios

	Particulars	Numerator	Denominator	For the year ended 31 March, 2026	For the year ended 31 March, 2025	% Variance	Reason for material variance
a)	Current Ratio	Current Assets	Current Liabilities	63.66	55.70	14.28%	Increase in current Liabilities
b)	Debt Equity Ratio (Gross)	Debt	Equity	–	–	0.00%	–
c)	Debt Service Coverage Ratio (DSCR)	Earning Available for debt service	Debt Service	NA	NA	NA	–
d)	Return of Equity	Profit/(Loss) After Tax	Average Equity	1.38%	(2.28%)	-160.45%	Company has earned profit during the year
e)	Inventory Turnover ratio	Revenue from Operations	Average Inventory	–	–	0.00%	Revenue from operations is "Nil" during the year
f)	Trade Receivables turnover ratio	Revenue from Operations	Average Trade Receivables	NA	NA	NA	–
g)	Trade Payable turnover ratio	Cost of Sales	Average Trade payable	NA	NA	NA	–
h)	Net capital turnover ratio,	Revenue from Operations	Average Working Capital	NA	NA	NA	–
i)	Net profit ratio	Profit/(Loss) After Tax	Revenue from Operations	0.00%	0.00%	0.00%	Revenue from operations is "Nil"
j)	Return on Capital employed	Earning before interest & taxes	Capital employed	1.73%	(2.31%)	-174.99%	Company has earned profit during the year
k)	Return on investment	Income generated from Investment	Average investments (Gross)	0.00%	0.00%	0.00%	No income generated on investment.

Schedule III require explanation where the change in the ratio is more that 25% as compared to the preceding year. Accordingly explanation is given only for the said ratios.

NOTES TO THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED 31ST MARCH 2026

22 - Additional regulatory information

Details of benami property held
No proceedings have been initiated on or are pending against the group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

Relationship with struck off companies
The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

Wilful defaulter
The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

Undisclosed income
There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

Details of crypto currency or virtual currency
The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

23. Events after the reporting period
No material events have occurred after the Balance Sheet date and upto the approval of the Financial Statements

24. Previous Year Figures
The figures for the previous year have been regrouped wherever necessary to confirm to current year's grouping.

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No: 049818

Place: Mumbai
Date: 17th April, 2026

For and on behalf of the Board of Directors

Deep Mangal Developers Private Limited

Vimalendra Singh
Director (DIN-09128114)

Vikram Goel
Director (DIN-11026849)

Place: Mumbai
Date: 17th April, 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF MOONSHINE CONSTRUCTION PRIVATE LIMITED

Report on the audit of the financial statements

Opinion

We have audited the accompanying financial statements of **M/s. Moonshine Construction Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026 and the Statement of Profit and Loss and Statement of Cash Flows for the year then ended, the Statement of Changes in Equity for the year then ended and Notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ('Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026 and its Loss and cash flows for the year ended on that date.

Basis for opinion

We conducted our audit in accordance with the standards on auditing (SAs) specified under Section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Reporting of key audit matters as per SA 701, Key Audit Matters are not applicable to the Company as it is an unlisted company.

Information other than the financial statements and auditors' report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Board's Report including Annexures to Board's Report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that if there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the financial statements

The Company's Board of Directors are responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position and financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to

issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report agree with the books of account.
   (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
   (e) On the basis of the written representations received from the directors as on 31st March, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.
   (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in

our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial statements;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

c) Based on such audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. No dividend has been declared or paid during the year by the Company.

vi. As required by Section 197(16) of the Act, based on our audit, we report that the Company has not paid remuneration to its directors for the year under audit. Hence, this clause is not applicable to the Company.

vii. Based on our examination which included test checks, the company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818

Place: Mumbai
Date: 10th April, 2026
UDIN: 26049818XYETOH9482

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

i. As per information provided by the Company to us, it does not have any fixed asset as on 31st March, 2026. Accordingly, paragraph 3 (i) of the Order is not applicable to the Company.

ii. (a) The Company does not have inventory. Accordingly, clause 3 (ii) (a) of the Order is not applicable.

(b) As per information and explanation provided by the Company to us, the Company does not have any sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Accordingly, paragraph 3 (ii) (b) of the Order is not applicable to the Company.

iii. As per information and explanation provided by the Company to us, the Company has not made investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, paragraph 3 (iii) of the Order is not applicable to the Company.

iv. According to the Information and explanation given to us, the Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of grant of loans, Investments made, guarantees given and security as applicable.

v. The Company has not accepted any deposits from the public within the meaning of sections 73 to 76 or any other relevant provisions of the Act and the rules framed there-under. Accordingly, paragraph 3(v) of the Order is not applicable to the Company.

vi. The maintenance of cost records as specified under subsection (1) of the section 148 of the Act are not applicable to the Company and hence relevant provisions of the Order is not applicable.

vii. (a) According to information and explanations given to us and the records of the Company examined by us, in our opinion, the Company is generally regular in depositing the undisputed statutory dues, including income tax, Goods and Service Tax (GST), and other material statutory dues, as applicable, with the appropriate authorities and there are no outstanding as on the last day of the financial year concerned for a period of more than six months. The Company has no obligation under Provident Fund and Employee State Insurance Rules. Payment of Sales Tax, Wealth Tax, Customs and Excise duties and Value Added Tax is not applicable to the Company during the period of Audit period.

(b) According to the records of the company, there are no dues outstanding with respect to income tax, provident fund, employees state insurance, GST and Cess, as applicable, on account of dispute.

viii. As per information and explanation provided by the Company to us, there are no transactions which are not recorded in the books of account have been surrendered or disclosed as income during the Audit period in the tax assessments under the Income Tax Act, 1961. Hence relevant provision of the Order is not applicable.

ix. (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or government authority.

(c) According to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us, we report that funds raised on short-term basis have not been utilized for long term purposes by the Company.

(e) According to the information and explanations given to us, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(e) of the Order is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries as defined under the Companies Act, 2013. Accordingly, clause 3(ix)(f) of the Order is not applicable.

x. (a) The Company has not raised any money by way of initial public offer or further public offer (including debt instruments) or by way of private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

xi. (a) During the course of our examination of the books and records of the company, and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company nor any fraud on the Company has been noticed or reported during the year nor have we been informed of any such instance by the management.

(b) During the course of our examination of the books and records of the company and according to the information and explanations given to us, a report under Section 143(12) of the Act, in Form ADT-4, as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 was not required to be filed with the Central Government. Accordingly, the reporting under clause 3(xi)(b) of the order is not applicable to the Company.

(c) According to the information and explanation given to us, and as represented to us by the management, no whistle-blower complaints have been received during the year by the Company. Accordingly, the reporting under clause 3(xi)(c) of the Order is not applicable to the Company.

xii. The Company is not a Nidhi Company and so relevant clause is not applicable.

xiii. During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us all transactions with related parties have been disclosed in the financial statements.

xiv. The Company is the private limited company and does not have turnover of two hundred crore rupees or more during the preceding financial year; or outstanding loans or borrowings from banks or public financial institutions exceeding one hundred crore rupees or more at any point of time during the preceding financial year. Hence Section 138 is not applicable and so relevant clause is not applicable.

xv. The Company has not entered into any non-cash transactions with directors or persons connected with any director of the Company.

xvi. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

xvii. The Company has incurred cash losses in the Audit Period of Rs.1.21 Lakhs and incurred a cash loss in the immediately preceding financial year (F.Y. 2024-25) NIL.

xviii. During the year no, statutory auditors has been resigned, hence relevant clause is not applicable.

xix. (a) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date.

(b) We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

xx. (a) There were no amounts which were required to be transferred to fund specified under Schedule VII of Companies Act, 2013.

(b) The company does not have net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during the immediately preceding financial year. Hence Section 135 is not applicable and so relevant clause is not applicable.

xxi. Clause (xxi) of the Order is not applicable to the Company since report is of Standalone Financial Statement.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818

Place: Mumbai
Date: 10th April, 2026
UDIN:26049818XYETOH9482

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF MOONSHINE CONSTRUCTION PRIVATE LIMITED

Act Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of **Moonshine Construction Private Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Ind AS financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **M/s. MAKK & Co.**
Chartered Accountants
FRN: 117246W

Mukesh Maheshwari
Partner
Membership No.: 049818

Place: Mumbai
Date: 10th April, 2026
UDIN: 26049818XYETOH9482

BALANCE SHEET AS AT 31ST MARCH, 2026

(₹ in lakh)

	Particulars	Note No.	As at 31st March, 2026	As at 31st March,.2025
I	**ASSETS**			
	NON-CURRENT ASSETS			
	(a) Financial Assets			
	(i) Investments	4	**–**	–
	Total Non-current assets (I)		**–**	–
	CURRENT ASSETS			
	(a) Financial Assets			
	(i) Cash and Cash Equivalents	5	**0.30**	0.21
	(b) Other Current Assets	6	**0.02**	–
	Total current assets (II)		**0.32**	0.21
	Total Assets [(I)+(II)]		**0.32**	0.21
II	**EQUITY AND LIABILITIES**			
	EQUITY			
	(a) Equity Share Capital	7	**0.00**	0.00
	(b) Other Equity	8	**(32.27)**	(31.07)
	Total equity (III)		**(32.27)**	(31.07)
	LIABILITIES			
	NON-CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Borrowings	9	**1.00**	1.00
	Total Non-current liabilities (IV)		**1.00**	1.00
	CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Borrowings	10	**29.65**	28.65
	(ii) Trade Payables			
	– total outstanding dues of micro enterprises and small enterprises		**–**	–
	– total outstanding dues of trade payables other than micro enterprises and small enterprises	11	**0.36**	0.36
	(iii) Other Financial Liabilities	12	**1.57**	1.26
	(b) Other Current Liabilities	13	**0.01**	0.01
	Total current liabilities (V)		**31.59**	30.28
	Total equity and liabilities [(III)+(IV)+(V)]		**0.32**	0.21
	Summary of Material Accounting Policies	1 to 3		

The accompanying notes 1 to 25 are an integral part of these financial statements

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No:049818

Place: Mumbai
Date: 10th April, 2026

For and on behalf of the Board of Directors

Vikram Goel
Director (DIN - 11026849)

Sriram Kumar
Director (DIN-07986708)

Place: Mumbai
Date: 10th April, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

(₹ in lakh)

Particulars		Note No.	For the year ended 31st March, 2026	For the year ended 31st March, 2025
I	Revenue from operations		**–**	–
II	Other Income	14	**–**	3.57
III	**Total Revenue (I + II)**		**–**	3.57
IV	**EXPENSES**			
	(i) Finance costs	15	**0.33**	0.28
	(ii) Other expenses	16	**0.87**	0.56
	Total Expenses (III-IV)		**1.20**	0.84
V	**Profit / (Loss) before tax**		**(1.20)**	2.73
VI	**Tax Expense**			
	(1) Current tax		**–**	–
	(2) Deferred tax		**–**	–
	Total tax expense		**–**	–
VII	**Profit / (Loss) after Tax**		**(1.20)**	2.73
VIII	**Earnings per equity share (for continuing and discontinued operations):**			
	Basic/Diluted	17	**(5,714.29)**	13,000.00

Summary of Material Accounting Policies

The accompanying notes 1 to 25 are an integral part of these financial statements

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No:049818

Place: Mumbai
Date: 10th April, 2026

For and on behalf of the Board of Directors

Vikram Goel
Director (DIN - 11026849)

Sriram Kumar
Director (DIN-07986708)

Place: Mumbai
Date: 10th April, 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2026

(₹ in lakh)

Particulars		For the year ended 31st March, 2026	For the year ended 31st March, 2025
Cash flows from operating activities			
Profit/(Loss) before tax for the year		**(1.20)**	2.73
Adjustments for:			
Finance costs recognised in profit or loss		**0.33**	0.28
		(0.87)	3.01
Movements in working capital:			
(Decrease)/increase in trade and other payables		**–**	(3.62)
(Decrease)/increase in other liabilities		**0.31**	0.24
		0.31	(3.38)
Net cash utilized by operating activities (A)		**(0.56)**	(0.37)
Cash flows from investing activities			
Proceeds on sale of investments		–	–
Net cash (used in)/generated by investing activities (B)		–	–
Cash flows from financing activities			
ICD Received		**1.00**	0.50
Interest paid on ICD		**(0.33)**	(0.28)
Net cash generated / (used) in financing activities (C)		**0.67**	0.22
Net increase in cash and cash equivalents (A+B+C)		**0.11**	0.15
Cash and cash equivalents at the beginning of the year		**0.21**	0.36
		0.21	0.36
Cash and cash equivalents at the end of the year		**0.30**	0.21
Summary of Material Accounting Policies	1 to 3		

The accompanying notes 1 to 25 are an integral part of these financial statements

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No:049818

Place: Mumbai
Date: 10th April, 2026

For and on behalf of the Board of Directors

Vikram Goel
Director (DIN - 11026849)

Sriram Kumar
Director (DIN-07986708)

Place: Mumbai
Date: 10th April, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

A. Equity Share Capital

	(₹ in lakh)
As at 01 April, 2024	0.00
Changes in equity share capital during the year	–
As at 31 March, 2025	0.00
Changes in equity share capital during the year	–
As at 31 March, 2026	0.00

a. Equity share capital

	Equity share capital (no of shares)
As at 01 April, 2024	21
Changes in equity share capital during the year	
Issue of equity shares	–
Balance at 31 March, 2025	21
Changes in equity share capital during the year	
Issue of equity shares	–
Balance at 31 March, 2026	21

Particulars	**Retained earnings**
Balance at 01 April, 2024	**(33.80)**
Profit/(Loss) for the year	2.73
Other comprehensive income	–
Total comprehensive income	2.73
Balance at 31 March, 2025	**(31.07)**
Profit/(Loss) for the year	(1.20)
Other comprehensive income	–
Total comprehensive income	(1.20)
Balance at 31 March, 2026	**(32.27)**

Summary of Material Accounting Policies

The accompanying notes 1 to 25 are an integral part of these financial statements

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No:049818

Place: Mumbai
Date: 10th April, 2026

For and on behalf of the Board of Directors

Vikram Goel
Director (DIN - 11026849)

Sriram Kumar
Director (DIN-07986708)

Place: Mumbai
Date: 10th April, 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1. Corporate information

Moonshine Construction Private Limited ("the Company") is a private limited company incorporated in India on 16 May, 1996 under the provisions of erstwhile Companies Act, 1956. The registered office of the Company is located at 4th Floor, Mahindra Towers, Dr. G. M. Bhosale Marg, P. K. Kurne Chowk, Worli, Mumbai – 400 018.

The Company is subsidiary of Mahindra Lifespace Developers Limited, Mumbai, a company incorporated in India. The ultimate parent company is Mahindra & Mahindra Limited.

2. Significant Accounting Policies

2.1 Statement of compliance and Basis of preparation and presentation

The Standalone Financial Statements of the Company have been prepared in accordance with the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013 (the Act) and other relevant provision of the act. The aforesaid financial statements have been approved by the Company's Board of Directors and authorised for issue in the meeting held on 10th April 2026.

2.2 Property, plant and equipment

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any. Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use. The estimated useful lives, residual values, are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the statement of profit and loss.

Depreciation on assets (other than impaired assets) is calculated on straight line method which is based on useful life indicated in part C of schedule II to the Companies Act, 2013.

2.3 Impairment of assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the statement profit and loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the statement profit and loss.

2.4 Inventories

Inventories are stated at the lower of cost and net realisable value, whichever is lower. Cost is arrived at on first-in-first-out basis and includes overheads on absorption basis, where appropriate.

Financial assets and Liabilities

2.5 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of profit or loss.

2.6 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the market place.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets

2.6.1 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets. With respect to trade receivables, the Company measures the loss allowances at an amount equal to lifetime expected credit losses.

2.6.2 Derecognition of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets. With respect to trade receivables, the Company measures the loss allowances at an amount equal to lifetime expected credit losses.

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the statement of profit and loss if such gain or loss would have otherwise been recognised in the statement of profit and loss on disposal of that financial asset.

2.7 Financial liabilities and equity instruments

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

2.7.1 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in the statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.7.1.1 Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at Fair value through profit and loss.

2.7.1.2 Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between the lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the statement of profit and loss.

2.8 Revenue recognition

Revenue on account of sale of services is recognised under the completed service contract method to the extent it is probable that the economic benefit will flow to the Company and the revenue can be reliably measured.

Sales are recognised, net of returns and trade discounts, on transfer of significant risks and rewards of ownership to the buyer, which generally coincides with the delivery of goods to customers.

Dividend income is recognised in the statement of profit and loss when the right to receive payment is established. Interest Income is accounted for on time proportion basis.

2.9 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.9.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.9.2 Deferred tax

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.9.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

2.9.4 Minimum Alternate Tax (MAT):

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax against which the MAT paid will be adjusted.

2.10 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.11 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit/ (loss) for the year is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

3. Use of estimates and judgments

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses, etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

NOTES TO THE FINANCIAL STATEMENT AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 4 - Investments

Particulars	Face Value (Rs.)	As at 31st March, 2026 Nos.	(₹ in lakh)	As at 31st March, 2025 Nos.	(₹ in lakh)
Investments carried at cost or deemed cost					
Investments in Preference shares					
Preference shares - Mahindra World City Maharashtra Limited	10	Total current assets (II)	–	–	–
Total Investments			–		–

Note No. 5 - Cash and cash equivalents

Particulars	As at 31st March, 2026	(₹ in lakh) As at 31st March, 2025
Cash and cash equivalents		
Balances with banks	**0.30**	0.21
Total Cash and cash equivalent	**0.30**	0.21

Note No. 6 - Other Current Assets

Particulars	As at 31st March, 2026	(₹ in lakh) As at 31st March, 2025
Vendor Receivable		
Dhruti Kasaria & assiociates	**0.02**	–
Total Cash and cash equivalent	**0.02**	–

Note No. 7 - Equity share capital

Particulars	As at 31st March, 2026 Number of shares	(₹ in lakh)	As at 31st March, 2025 Number of shares	(₹ in lakh)
(a) Authorised				
Equity shares of Rs. 10 each with voting rights	**21**	**0.00**	21	0.00
	21	**0.00**	21	0.00
(b) Issued, subscribed and fully paid-up shares				
Equity shares of Rs. 10 each	**21**	**0.00**	21	0.00
	21	**0.00**	21	0.00

Notes (i) to (iv) below

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year:

Particulars	As at 31st March, 2026 Number of shares	(₹ in lakh)	As at 31st March, 2025 Number of shares	(₹ in lakh)
Opening balance	**21**	**0.00**	21	0.00
Add: Issued during the year	**–**	**–**	–	–
Closing balance	**21**	**0.00**	21	0.00

The company has not allotted any equity shares for consideration other than cash, bonus shares, nor have any shares been bought back during the period of five years immediately preceding the Balance Sheet date.

(ii) Terms/rights attached to equity shares:

The Company is having only one class of equity shares having par value of Rs. 10 each. Each holder of equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the amount paid up on equity shares held by the shareholders.

(iii) Details of shares held by:

Particulars	Number of shares	Amount in ₹	Number of shares	Amount in ₹
Mahindra World City Maharashtra Limited	20	200	20	200
Deep Mangal Developers Pvt. Ltd.	1	10	1	10
TOTAL	20	210	21	210

(iv) Details of shares held by each shareholder holding more than 5% shares:

Particulars	As at 31st March, 2026 Number of shares	% holding	As at 31st March, 2025 Number of shares	% holding
Mahindra World City Maharashtra Limited	**20**	**95.24%**	20	95.24%

Note No. 8 - Other equity

(₹ in lakh)

Particulars	Retained earnings	Total
Balance at 31st March, 2024	**(33.80)**	**(33.80)**
Profit/(Loss) for the year	2.73	2.73
Other comprehensive income	**–**	
Total comprehensive income	2.73	2.73
Balance at 31st March, 2025	**(31.07)**	**(31.07)**
Profit/(Loss) for the year	(1.20)	(1.20)
Other comprehensive income	**–**	–
Total comprehensive income	(1.20)	(1.20)
Balance at 31st March, 2026	**(32.27)**	**(32.27)**

Note No. 9 - Non-Current Borrowings

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2024
Measured at amortised cost		
A. Unsecured Borrowings - at amortised Cost		
(i) Other Loans		
Redeemable preference share capital	**1.00**	1.00
Total Borrowings	**1.00**	1.00

(i) Details of Redeemable preference shareholders

Sr. No.	Shareholder's Name	No. of Shares	Face Value per share	Amount (Rs.)
1	Mahindra Lifespace Developers Limited	5000	10	50,000.00
2	Deep Mangal Developers Private Limited	500	10	5,000.00
3	Mahindra World City (Maharashtra) Ltd	4479	10	44,790.00
	TOTAL	9979	-	99,790.00

NOTES TO THE FINANCIAL STATEMENT AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 10 - Current Borrowings

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
A. Unsecured Borrowings		
(i) Loans from related parties*	**4.50**	3.50
(ii) Loans from others	**25.15**	25.15
Total Current Borrowings	**29.65**	28.65

*The Unsecured Inter Corporate Deposit taken from Mahindra Lifespace Developers Limited is in range of 8.00% - 8.50%(Previous Year 8.25% - 8.50% p.a.)

Note No. 11 - Trade Payables

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Trade payable -total outstanding Dues of micro enterprises and small enterprises		
Trade payable - Other than micro and small enterprises	**0.36**	0.36
Total Trade Payables	**0.36**	0.36

Note:

Based on the information available with the Company there are no outstanding in respect of Micro, Small and Medium Enterprises as of Balance Sheet date

11 A. - Ageing for trade payable from the due date of payment for each of the category is as follows:-

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Undisputed dues of creditors other than micro enterprises and small enterprises		
Unbilled	**–**	–
Not Due	**–**	–
0 months - 1 year	**0.37**	0.24
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years		0.12
Total	**0.37**	0.36

Note No. 12 - Other Financial Liabilities

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Current		
(a) Interest accrued but not due	**1.57**	1.27
Total Other Current Liabilities	**1.57**	1.27

Note No. 13 - Other current liabilities

(₹ in lakh)

Particulars	As at 31st March, 2026	As at 31st March, 2025
a. Others		
Statutory remittances (withholding taxes)	**0.01**	0.01
Total Other Financial Liabilities	**0.01**	0.01

Note No. 14 - Other Income

(₹ in lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Miscellaneous Income	–	3.57
Total Other Income	**–**	3.57

Note No. 15 - Finance Cost

(₹ in lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Interest expense	**0.33**	0.28
Total Finance Cost	**0.33**	0.28

Note No. 16 - Other Expenses

(₹ in lakh)

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Auditors remuneration and out-of-pocket expenses		
(i) As Auditors	**0.24**	0.24
(b) Other expenses		
(i) Legal and other professional costs	**0.56**	0.32
(ii) Bank charges	**0.07**	0.00
Total Other Expenses	**0.87**	0.56

Note No. 17 - Earnings per Share
Basic Earnings per Share

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Net loss for the year	**(1.20)**	2.73
(b) Nominal value per share	**10**	10
(c) Weighted average number of equity shares (No.)	**21**	21
(d) Basic/Diluted earning per share	**(5,714.29)**	13,000.00

Note No. 18 - Related Party Transactions

Related party disclosures as required by Ind As 24 "Related Party Disclosures" are given below.

Enterprises Controlling the Company

(₹ in lakh)

1	**Mahindra & Mahindra Limited**	**Ultimate Holding Company**
2	**Mahindra Lifespace Developers Limited**	**Holding Company**

NOTES TO THE FINANCIAL STATEMENT AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2026

Particulars	For the year ended	Mahindra & Mahindra Limited	Mahindra Lifespace Developers Limited
Nature of transactions with Related Parties			
Inter Corporate Deposits	**31-Mar-26**	**–**	**1.00**
	31-Mar-25	–	*0.50*
Interest on ICD	**31-Mar-26**	**–**	**0.33**
	31-Mar-25	–	*0.28*

Nature of Balances with Related Parties	Balances as on	Mahindra & Mahindra Limited	Mahindra Lifespace Developers Limited
ICD Payables	**31-Mar-26**	**–**	**4.50**
	31-Mar-25	–	*3.50*
Interest on ICD Payables	**31-Mar-26**	**–**	**1.57**
	31-Mar-25	–	*1.27*

* Previous year's figures are in Italic

Note No. 19 - The accounts of the Company for the year ended 31 March, 2026 have been prepared on the basis of going concern.

Note No. 20 - Financial Instruments

[I] Capital management

The Company's capital management objectives is to ensure the Company's ability to continue as a going concern

The capital structure of the Company consists of equity.

The Company does not have any borrowings.

The Company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

[II] Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

(A) CREDIT RISK

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primary trade receivables) and from its financing activities, including deposits with banks and other financial instruments.

(i) Trade receivables

Outstanding customer receivables are regularly monitored. An impairment analysis is performed at each reporting date and the Company measures the loss allowances at an amount equal to lifetime expected credit lossess. The Company does not hold collateral as security.

(ii) Financial instruments and cash deposits:

Credit risk from balances with banks is managed by the Company in accordance with the Company's policy. Investments of surplus funds are made only with bank.

(B) LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

(₹ in lakh)

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total	Carrying Value
Non-derivative financial liabilities						
31-Mar-26						
Trade Payable	**0.36**	**–**	**–**	**–**	**0.36**	**0.36**
Total	**0.36**	**–**	**–**	**–**	**0.36**	**0.36**
31-Mar-25						
Trade Payable	0.24	–	0.12	–	0.36	0.36
Total	0.24	–	0.12	–	0.36	0.36

(C) MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

(i) Currency Risk

The Company undertakes transactions denominated only in Indian Rupees and hence, there is no risk of foreign exchnage fluctuations.

(ii) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company does not have significant exposure to the risk of changes in market interest rates.

(iii) Other price risk

The Company does not have significant other price risk.

NOTES TO THE FINANCIAL STATEMENT AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 21 - Financial Ratios

(₹ in lakh)

	Particulars	Numerator	Denominator	For the year ended 31 March, 2026	For the year ended 31 March, 2025	% Variance	Reason for material variance
a)	Current Ratio	Current Assets	Current Liabilities	0.01	0.01	46.06%	Decrease in current liabilities
b)	Debt Equity Ratio	Net Debt	Equity	(0.95)	(0.95)	0%	
c)	Debt Service Coverage Ratio (DSCR)	EBDITA	Total Debt	(0.04)	0.09	(142.17%)	incurred loss in current year
d)	Return of Equity	PAT	Networth	(3.79%)	8.61%	(144.03%)	incurred loss in current year
e)	Inventory Turnover ratio	COGS	Average Inventory	NA	NA	NA	
f)	Trade Receivables turnover ratio	Turnover	Trade Receiavables (Average)	NA	NA	NA	
g)	Trade Payable turnover ratio	COGS	Average Trade payable	NA	NA	NA	
h)	Net capital turnover ratio,	Average Networth	Turnover	NA	NA	NA	
i)	Net profit ratio	PAT	Revenue	NA	NA	NA	
j)	Return on Capital employed	PAT	Borrowing	(74.17%)	192.25%	(138.58%)	incurred loss in current year
k)	Return on investment	PAT	Capital employed	NA	NA	NA	

Schedule III require explanation where the change in the ratio is more that 25% as compared to the preceding year. Accordingly explanation is given only for the said ratios.

Note No. 22 - Additional regulatory information

Details of benami property held

No proceedings have been initiated on or are pending against the group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

Relationship with struck off companies

The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

Wilful defaulter

The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

Note No. 23- Events after the reporting period

No material events have occurred after the Balance Sheet date and upto the approval of the Financial Statements

Note No. 24 - Previous Year Figures

The figures for the previous year have been regrouped wherever necessary to confirm to current year's grouping.

Note No. 25 - Fair Value Measurement

Fair Valuation Techniques and Inputs used

This section explains the judgment and estimates made in determining the fair value of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in financials statements. To provide an indication about the reliability of the inputs used in determining the fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standards.

Level 1 Inputs:

Level 1 inputs are quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date. A quoted market price in an active market provides the most reliable evidence of fair value and is used without adjustment to measure fair value whenever available, with limited exceptions. If an entity holds a position in a single asset or liability and the asset or liability is traded in an active market, the fair value of the asset or liability is measured within Level 1 as the product of the quoted price for the individual asset or liability and the quantity held by the entity, even if the market's normal daily trading volume is not sufficient to absorb the quantity held and placing orders to sell the position in a single transaction might affect the quoted price.

Level 2 Inputs:

Level 2 inputs are inputs other than quoted market prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 2 inputs include:

– quoted prices for similar assets or liabilities in active markets

– quoted prices for identical or similar assets or liabilities in markets that are not active

– inputs other than quoted prices that are observable for the asset or liability, for example-interest rates and yield curves observable at commonly quoted interval

– implied volatilities

– credit spreads

– inputs that are derived principally from or corroborated by observable market data by correlation or other means ('market-corroborated inputs')

NOTES TO THE FINANCIAL STATEMENT AS AT AND FOR THE YEAR ENDED 31ST MARCH, 2026

Level 3 Inputs:

Level 3 inputs are unobservable inputs for the asset or liability. Unobservable inputs are used to measure fair value to the extent that relevant observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date. An entity develops unobservable inputs using the best information available in the circumstances, which might include the entity's own data, taking into account all information about market participant assumptions that is reasonably available.

(₹ in lakh)

	Fair value hierarchy as at 31st March, 2026			
Financial assets/financial liabilities	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets				
Financial assets carried at Amortised Cost				
(i) Cash and cash equivalents	**–**	**0.30**	**–**	**0.30**
Total	**–**	**0.30**	**–**	**0.30**
Financial liabilities				
Financial liabilities held at amortised cost				
(i) Non Current Borrowings	**–**	**1.00**	**–**	**1.00**
(ii) Current Borrowings	**–**	**29.65**	**–**	**29.65**
(iii) Trade payables	**–**	**0.36**	**–**	**0.36**
(iv) Other Financial Liabilities	**–**	**1.57**	**–**	**1.57**
Total	**–**	**32.58**	**–**	**32.58**

(₹ in lakh)

	Fair value hierarchy as at 31st March, 2025			
Financial assets/financial liabilities	Level 1	Level 2	Level 3	Total
Financial assets				
Financial assets carried at Amortised Cost				
(i) Cash and cash equivalents	–	0.21	–	0.21
Total	–	0.21	–	0.21
Financial liabilities				
Financial liabilities held at amortised cost				
(i) Non Current Borrowings	–	1.00	–	1.00
(ii) Current Borrowings	–	28.65	–	28.65
(iii) Trade payables	–	0.36	–	0.36
(iv) Other Financial Liabilities	–	1.26	–	1.26
Total	–	31.27	–	31.27

In terms of our report attached

For MAKK & Co.
Chartered Accountants
Firm Registration No: 117246W

Mukesh Maheshwari
Partner
Membership No:049818

Place: Mumbai
Date: 10th April, 2026

For and on behalf of the Board of Directors

Vikram Goel
Director (DIN - 11026849)

Sriram Kumar
Director (DIN-07986708)

Place: Mumbai
Date: 10th April, 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SHREYAS STONES PRIVATE LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Ind AS Financial Statements of Shreyas Stones Private Limited ("the Company"), which comprise the Balance sheet as at March 31, 2026, the Statement of Profit and Loss, including Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information. (herein after referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its Loss and total comprehensive Loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing (SAs), as specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the 'Code of Ethics' issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Director's report and the related annexures but does not include the Financial Statements and our Auditors' report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether such other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be

expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

  Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

  We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

  We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other Legal and Regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
   d) In our opinion, the aforesaid Financial Statements comply with the Ind AS specified under Section 133 of the Act.
   e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164 (2) of the Act;
   f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements;

g) In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year and hence provisions of Section 197 of the Companies Act, 2013 are not applicable.

h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of the Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would have an impact on its financial position.

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to the Investor Education and Protection Fund by the Company

(iv) (a) The management of the company has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The management of the Company has represented to us that, to the best of their knowledge and belief, no funds have been received by the Company or any of such subsidiaries from any person(s) or entity(ies) including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company or any of such subsidiaries shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on the audit procedures, that has been considered reasonable and appropriate in the circumstances, performed by us nothing has come to our notice that has caused us or the other auditors to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

(v) The Company has not declared/paid any dividend during the year.

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
(Firm's Registration Number 105102W)

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782VVXQCS7376

Place: Chennai
Date: April 17, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls Under Clause (i) of Sub-Section 3 of Section 143 of The Companies Act, 2013 ("The Act")

We have audited the internal financial controls over financial reporting of **Shreyas Stones Private Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting with reference to these financial statements based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing as specified under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting with reference to these financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting with reference to these financial statements and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting with reference to these financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting with reference to these financial statements.

Meaning of Internal Financial Controls Over Financial Reporting with Reference to these Financial Statements

A company's internal financial control over financial reporting with reference to these financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting with reference to these financial statements includes those policies and procedures that(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting with Reference to these Financial Statements

Because of the inherent limitations of internal financial controls over financial reporting with reference to these financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting with reference to these financial statements to future periods are subject to the risk that the internal financial control over financial reporting with reference to these financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, adequate internal financial controls over financial reporting with reference to these financial statements and such internal financial controls system over financial reporting with reference to these financial statements were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782VVXQCS7376

Place: Chennai
Date: April 17, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

(i) The Company does not have property, plant and equipment and intangible assets. Hence, reporting under Clause 3(i)(a) / (b) / (c) / (d) of the order are not applicable to the Company.

(e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) In our opinion and according to the information and explanations given to us, having regard to the nature of inventory, the physical verification by way of verification of title deed, site visits by the management and certification of extent of work completion by competent persons are done at reasonable intervals and no material discrepancies were noticed on physical verification.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

(iii) According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

(iv) According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

(v) According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

(vi) The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

(b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

(c) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues as at 31 March 2026, which have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us, the company has not raised any money by way of term loans during the year. Hence, reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

(e) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(f) According to the information and explanations given to us and based on the audit procedures performed by us, we report that the Company has not raised any loans during the year on the pledge of securities

held in its subsidiaries, joint ventures or associate companies. Accordingly, the reporting under Clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

(xiv) In our opinion and according to the information and explanations given to us and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act.

(xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding, or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

(xvii) In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 308.69 lakhs during the current financial year and Rs. 218.09 lakhs in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

(xx) According to the information and explanations given to us, CSR is not applicable to the Company as it does not meet the criteria prescribed under Section 135 of the Act. Hence, reporting under Clause 3(xx) is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No. 215782
UDIN: 26215782VVXQCS7376

Place: Chennai
Date: April 17, 2026

BALANCE SHEET AS AT 31ST MARCH, 2026

Rs. in Lakh

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025	As at 1st April, 2024
ASSETS				
I Non-Current Assets				
(a) Property, plant and equipment	3	**–**	20,220.64	4,363.00
(b) Deferred tax assets (net)	4	**–**	–	6.12
Total Non-Current Assets		**–**	20,220.64	4,369.12
II Current Assets				
(a) Inventories	5	**21,841.01**	–	–
(b) Financial assets				
(i) Trade receivables	6	**–**	16.70	92.05
(ii) Cash and cash equivalents	7	**24.60**	0.15	0.54
(iii) bank balances other than above	7	**–**	–	–
(c) Other current assets	8	**–**	0.38	4.04
Total Current Assets		**21,865.61**	17.23	96.63
Total Assets (I + II)		**21,865.61**	20,237.87	4,465.75
EQUITY AND LIABILITIES				
I Equity				
(a) Equity share capital	9	**1.00**	1.00	1.00
(b) Other equity	10	**13,490.60**	13,724.58	69.74
Total Equity		**13,491.60**	13,725.58	70.74
LIABILITIES				
II Non-Current Liabilities				
(a) Financial liabilities				
(i) Borrowings	11	**6,121.30**	4,420.37	3,048.25
(b) Deferred Tax Liabilities (Net)	12	**1,909.54**	1,984.71	–
Total Non-Current Liabilities		**8,030.84**	6,405.08	3,048.25
III Current Liabilities				
(a) Financial liabilities				
(i) Borrowings	13	**–**	–	1,122.50
(ii) Trade payables:	14			
- Total outstanding dues of micro enterprises and small enterprises and		**–**	–	–
- Total outstanding dues of creditors other than micro enterprises and small enterprises		**43.50**	79.15	80.19
(iii) Other financial liabilities	15	**263.67**	–	–
(b) Other current liabilities	16	**36.00**	28.06	144.07
Total Current Liabilities		**343.17**	107.21	1,346.76
Total Equity and Liabilities (I + II + III)		**21,865.61**	20,237.87	4,465.75

The accompanying notes 1 to 33 are an integral part of these financial statements

As per our report of even date

For and on behalf of the Board of Directors of

For B. K. Khare & Co
Chartered Accountants
Firm Registration No. 105102W

Shreyas Stones Private Limited

Karthik Srinivasan
Partner
Membership No.: 215782
Place : Chennai
Date : 17th April, 2026

Vimalendra Singh
Director
DIN No. 09128114
Place : Mumbai
Date : 17th April, 2026

Sriram Kumar
Director
DIN No. 07986708
Place : Mumbai
Date : 17th April, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

Rs. in Lakh

Particulars	Note No.	For the year ended 31st March, 2026	For the year ended 31st March, 2025
I Income			
(a) Revenue from operations	17	**–**	–
(b) Other Income	18	**–**	1.04
Total Income (a + b)		**–**	1.04
II Expenses			
(a) Construction expenses incurred	19a	**21,841.01**	–
(b) Changes in inventories of work-in-progress and finished goods	19b	**(21,841.01)**	–
(c) Finance costs	20	**292.96**	206.38
(d) Depreciation and amortisation expense	21	**0.45**	20.00
(e) Other expenses	22	**15.73**	12.75
Total Expenses (a + b + c + d + e)		**309.14**	239.13
III (Loss)/ Profit Before Tax (I - II)		**(309.14)**	(238.09)
IV Tax Expense			
Current tax		**–**	–
Deferred tax	23	**(75.16)**	–
Total Tax Expense		**(75.16)**	–
V Profit for the period/year (III - IV)		**(233.98)**	(238.09)
VI Other Comprehensive Income/(Loss)			
Items that will not be reclassified to profit or loss			
Fair value gain on revaluation of Property		**–**	15,877.64
Remeasurements of the net defined benefit liabilities		**–**	–
Income tax relating to Items that will not be reclassified to profit or loss	23	**–**	(1,984.71)
Total Other Comprehensive loss for the period/year		**–**	13,892.93
VII Total Comprehensive Income for the period/year (V + VI)		**(233.98)**	13,654.84
VIII Earnings per Equity Share [Face value of Rs 10 each]	24		
Basic (in Rs.)		**(2,339.80)**	(2,380.90)
Diluted (in Rs.)		**(2,339.80)**	(2,380.90)

The accompanying notes 1 to 33 are an integral part of these financial statements

As per our report of even date

For B. K. Khare & Co
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No.: 215782
Place : Chennai
Date : 17th April, 2026

For and on behalf of the Board of Directors of

Shreyas Stones Private Limited

Vimalendra Singh
Director
DIN No. 09128114
Place : Mumbai
Date : 17th April, 2026

Sriram Kumar
Director
DIN No. 07986708
Place : Mumbai
Date : 17th April, 2026

STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 31ST MARCH, 2026

Rs. in Lakh

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
A. Cash flows from operating activities:		
Loss before exceptional item and tax	**(233.98)**	(238.09)
Adjustments for:		
Finance Costs	**292.96**	206.38
Depreciation and Amortisation Expense	**0.45**	20.00
Operating Loss before working capital changes	**59.43**	(11.71)
Changes in:		
(Increase)/Decrease in Trade and Other Receivables	**16.70**	85.13
(Increase) in Inventories	**(1,620.45)**	–
Increase in Trade Payables and Other Liabilities	**(35.65)**	(1,239.55)
Increase in Other financial Liabilities	**263.67**	–
Increase in Other Current Liabilities	**7.94**	–
Cash used in operations	**(1,308.36)**	(1,166.13)
Income taxes paid	**(75.16)**	–
Net cash used in operating activities	**(1,383.52)**	(1,166.13)
B. Cash flows from investing activities		
Payment to acquire Property, Plant and Equipment and Intangible Assets	**–**	–
Net Cash (used in) / generated from investing activities	**–**	–
C. Cash flows from financing activities		
Payment towards capital reduction / buyback of shares	**–**	–
Proceeds / Repayment from borrowings	**(4,420.37)**	–
Repayment of borrowings	**–**	–
Interest paid	**(292.96)**	1,165.74
Inter-corporate Deposit Received	**6,121.30**	–
Net Cash generated from / (used in) financing activities	**1,407.97**	1,165.74
Net increase/(decrease) in cash and cash equivalents	**24.45**	(0.39)
Cash and cash equivalents at the beginning of the year	**0.15**	0.54
Cash and cash equivalents at the end of the year	**24.60**	0.15

The accompanying notes 1 to 33 are an integral part of these financial statements

As per our report of even date

For B. K. Khare & Co
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No.: 215782
Place : Chennai
Date : 17th April, 2026

For and on behalf of the Board of Directors of

Shreyas Stones Private Limited

Vimalendra Singh
Director
DIN No. 09128114
Place : Mumbai
Date : 17th April, 2026

Sriram Kumar
Director
DIN No. 07986708
Place : Mumbai
Date : 17th April, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

A. Equity Share Capital

Rs. in Lakh

Particulars	31st March, 2026	31st March, 2025
Balance at the beginning of the year	**1.00**	1.00
Add: Issue of equity shares	**–**	–
Balance at the end of the year	**1.00**	1.00

B. Other Equity

Rs. in Lakh

Particulars	Reserve and Surplus	Revaluation Surplus- Other Comprehensive Income	Total
Balance at 31st March, 2024	69.74	–	69.74
Profit/(Loss) for the period	(238.10)	–	(238.10)
Other comprehensive income		13,892.94	13,892.94
Balance at 31st March, 2025	(168.36)	13,892.94	13,724.58
Profit/(Loss) for the year	(233.98)	–	(233.98)
Other comprehensive income	–	–	–
Balance at 31st March, 2026	**(402.34)**	**13,892.94**	**13,490.60**

The accompanying notes 1 to 33 are an integral part of these financial statements

* Remeasurement gains/(loss), net of taxes on defined benefit plans during the year is recognised as part of retained earnings

Summary of material accounting policies (Refer note 2)

As per our report of even date

For B. K. Khare & Co
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No.: 215782
Place : Chennai
Date : 17th April, 2026

For and on behalf of the Board of Directors of

Shreyas Stones Private Limited

Vimalendra Singh
Director
DIN No. 09128114
Place : Mumbai
Date : 17th April, 2026

Sriram Kumar
Director
DIN No. 07986708
Place : Mumbai
Date : 17th April, 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2026

1. General Information

Shreyas Stones Private Limited is a private limited company registered under the Companies Act, 2013 having its registered office at Bangalore, Karnataka. The Company is a wholly owned subsidiary of Mahindra Lifespaces Developers Limited. The Company is engaged in the business of development of property.

2. Summary of material accounting policies

2.1 Basis of preparation of financial statements

These financial statements of the Company have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and Companies (Indian Accounting Standards) Amendment Rules, 2016, as applicable.

Till Financial Year 2025-26, the Company prepared and presented the financial statements in accordance with the Accounting Standards as prescribed in section 133 of the Companies Act, 2013.

These financial statements are the Company's first Ind AS financial statements. The Company has adopted all the Ind AS standards and adoption was carried out in accordance with Ind AS 101 - First time adoption of Indian Accounting Standards. The transition was carried out from Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP. Reconciliations and descriptions of the effect of the transition have been summarized in Note 2.22.

The Company has not applied any optional exemptions in accordance with Ind AS 101. The resulting differences between the carrying values of assets and liabilities in the financial statements as per previous GAAP and Ind AS have been recognized directly in retained earnings as at the date of transition.

2.2 Presentation currency

The Company's presentation currency is Indian Rupees (₹)

2.3 Operating cycle

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

2.4 Use of estimates

The preparation of the financial statements in conformity with Ind AS requires the Management to make estimates and assumptions that affect the accounting policies and reported balances of assets and liabilities, and disclosures relating to contingent liabilities as at the date of the financial statements and reported amounts of income and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as the Management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

2.5 Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.6 Cash flow statement

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.7 Revenue recognition

Revenue is recognized in accordance with Ind AS 115 – Revenue from Contracts with Customers when control of goods or services is transferred to customers at an amount that reflects the consideration to which the Company expects to be entitled. Revenue is measured at the transaction price, net of returns, discounts, rebates and amounts collected on behalf of third parties such as goods and services tax (GST).

Revenue from sale of goods is recognized when control of the goods passes to the customer in accordance with the terms of the contract, generally upon delivery. Revenue from services is recognized over the period in which the services are rendered and the related performance obligations are satisfied.

2.8 Other income

Interest income is accounted on accrual basis in the statement of profit and loss on the date that the Company's right to receive payment is established.

2.9 Property, plant and equipment

The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of the Company's assets are determined by the Management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Capital work-in-progress

Projects under which property, plant and equipment are not yet ready for their intended use are carried at cost, comprising direct cost and related incidental expenses.

Capital advances

Advances paid towards acquisition of property plant and equipment are included under long-term loans and advances.

2.10 Depreciation and amortization

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on property, plant and equipment has been provided using the straight-line method over the estimated useful life.

Intangible assets are amortized over their estimated useful life on straight line method. The estimated useful life of the intangible assets and the amortization period are reviewed at the end of each financial year and the amortization period is revised to reflect the changed pattern, if any.

2.11 Inventories

Inventories are valued at the lower of cost and net realizable value in accordance with Ind AS 2 – Inventories. Cost comprises cost of purchase, cost of conversion and other costs incurred in bringing the inventories to their present location and condition. Cost is determined using the weighted average method.

Net realizable value represents the estimated selling price in the ordinary course of business less estimated costs of completion and costs necessary to make the sale. Provision is made for obsolete, slow-moving and defective inventories, wherever necessary.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2026

2.12 Foreign currency translation

Initial recognition

Transactions in foreign currencies entered into by the Company are accounted at the exchange rates prevailing on the date of the transaction or at rates that closely approximate the rate at the date of the transaction.

Measurement at the balance sheet date

Foreign currency monetary items of the Company, outstanding at the balance sheet date are restated at the year-end rates. Non-monetary items of the Company are carried at historical cost.

Treatment of exchange differences

Company: Exchange differences arising on settlement / restatement of foreign currency monetary assets and liabilities of the Company are recognized as income or expense in the Statement of Profit and Loss.

Integral foreign operations: Exchange differences arising on settlement / restatement of foreign currency monetary assets and liabilities of the Company's integral foreign operations are recognized as income or expense in the Statement of Profit and Loss.

2.13 Borrowing costs

Borrowing costs include interest, amortization of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilized for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset up to the date of capitalization of such asset are added to the cost of the assets. Capitalization of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

2.14 Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, other than the conversion of potential equity shares, that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period is adjusted for the effects of all dilutive potential equity shares.

2.15 Impairment of assets

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognized for such excess amount. The impairment loss is recognized as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

2.16 Provisions and contingencies

A provision is recognized when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. Contingent assets are not recognized in the financial statements.

2.17 GST input credit

GST input credit is accounted for in the books in the period in which the underlying goods and service received is accounted and when there is reasonable certainty in availing / utilizing the credits.

2.18 Taxes on income

Income tax expense is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses, if any.

The current income tax charge is calculated on the basis of the tax laws enacted at the end of the reporting period. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and considers whether it is probable that a taxation authority will accept an uncertain tax treatment. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred tax assets are recognized for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilize those temporary differences and losses.

Deferred tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets and liabilities. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously.

Current and deferred tax is recognized in profit or loss, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case, the tax is also recognized in other comprehensive income or directly in equity, respectively.

2.19 Financial Instruments

Financial assets

Initial recognition and measurement

Financial assets are recognized when the Company becomes a party to the contractual provisions of the instrument. Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (OCI), and fair value through profit or loss. The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the business model for managing them. The Company initially measures a financial assets

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2026

at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

In order for a financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

Financial assets classified and measured at amortized cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Subsequent measurement

A financial asset is measured at amortized cost only if both of the following conditions are met:

(i) It is held within a business model whose objective is to hold assets in order to collect contractual cash flows.

(ii) The contractual terms of the financial asset represent contractual cash flows that are solely payments of principal and interest ('SPPI').

After initial measurement, such financial assets are subsequently measured at amortized cost using the EIR method ('Effective Interest Rate'). Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance income in the profit or loss. The losses arising from impairment are recognized in the profit or loss.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognized when:

(i) The rights to receive cash flows from the asset have expired, or

(ii) The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either

- The Company has transferred substantially all the risks and rewards of the asset, or
- The Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

On derecognition of a financial asset, the difference between the carrying amount of the asset and the sum of the consideration received is recognized in the statement of profit and loss.

2.20 Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a group entity are recognized at the proceeds received, net of direct issue costs.

Financial liabilities

Initial recognition and measurement

Financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instrument. On initial recognition, financial liabilities are measured at fair value and subsequently measured at amortized cost.

Interest bearing debt is initially measured at fair value and are subsequently measured at amortized cost using the EIR method.

Amortized cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included as finance costs in the statement of profit and loss. Any difference between the proceeds and the settlement or redemption of borrowings is recognized over the term of the borrowings in the statement of profit and loss.

Derecognition

A financial liability is derecognized when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognized in the statement of profit and loss.

2.21 Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2026

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1: inputs are quoted (unadjusted) market prices in active markets for identical assets or liabilities that the entity can access at the measurement date;

Level 2: valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable; and

Level 3: valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

2.22 Reconciliations

Total equity as on March 31, 2025 and April 1, 2024

Rs. in Lakh

Particulars	Explanatory Note	As at April 1, 2024	As at March 31, 2025
Total equity as per previous GAAP		69.74	15,914.66
Adjustments due to adoption of Ind AS			
Elimination of borrowing cost capitalized	**A**	–	(205.38)
Recognition of DTA on revaluation	**B**	–	(1,984.71)
Total equity as per Ind AS		69.74	13,724.58

Note: A - Pertains to reversal of capitalization of interest on land carried at fair value

Note: B - Recognition of deferred tax liability arising on revaluation of land.

3 Property, plant and equipment

Rs. in Lakh

Description of Assets	**Vehicle - 1**	**Vehicles - 2**	**Land**	**Vehicle - 3**	**Total**
I. Gross Carrying Amount					
Balance as at 1st April, 2025	**28.36**	**28.36**	**20,211.00**	36.40	20,304.13
Additions during the year	**–**	**–**	**–**	**–**	**–**
Deductions during the year (Refer note a below)	**(28.36)**	**(28.36)**	**(20,211.00)**	**(36.40)**	**(20,304.13)**
Adjustment	**–**	**–**	**–**	**–**	**–**
Balance as at 31st March 2026	**–**	**–**	**–**	**–**	**–**
II. Accumulated depreciation					
Balance as at 1st April, 2025	**25.46**	**25.46**	**–**	32.57	83.49
Depreciation expense for the year	**0.22**	**0.22**	**–**	**–**	**0.44**
Eliminated on disposal of assets	**(25.68)**	**(25.68)**	**–**	**(32.57)**	**(83.93)**
Adjustment	**–**	**–**	**–**	**–**	**–**
Balance as at 31st March 2026	**–**	**–**	**–**	**–**	**–**
III. Net carrying amount (I-II)	**–**	**–**	**–**	**–**	**–**

Rs. in Lakh

Description of Assets	Vehicle - 1	Vehicles - 2	Land	Vehicle - 3	Total
I. Gross Carrying Amount					
Balance as at 1st April, 2024	28.36	28.36	4,333.36	36.40	4,426.48
Additions during the period	–	–	15,877.64	–	15,877.64
Other adjustments	–	–	–	–	–
Balance as at 31st March, 2025	28.36	28.36	20,211.00	36.40	20,304.13
II. Accumulated depreciation					
Balance as at 1st April, 2024	19.43	19.43	–	24.62	63.48
Depreciation expense for the period	6.03	6.03	–	7.95	20.00

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31ST MARCH, 2026

Rs. in Lakh

Description of Assets	Vehicle - 1	Vehicles - 2	Land	Vehicle - 3	Total
Other adjustments	–	–	–	–	–
Balance as at 31st March, 2025	25.46	25.46	–	32.57	83.49
III. Net carrying amount (I-II)	2.91	2.91	20,211.00	3.83	20,220.64

a) During the year, the Company commenced real estate development activities as part of its business operations. Accordingly, parcel of land previously classified under Property, Plant and Equipment (PPE) is now held for development and sale in the ordinary course of business.

In line with the requirements of Ind AS 16 – Property, Plant and Equipment and Ind AS 2 – Inventories, the Company has reclassified such land from PPE to inventories based on a change in its intended use.

The reclassification has been carried out at the carrying amount of the land as at the date of transfer, amounting to ₹ 20,211 Lakhs. No gain or loss has been recognized on such reclassification.

The management has assessed that this represents a change in use of the asset and not a change in accounting policy.

4 Deferred Tax Assets (Net)

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Deferred Tax Assets	–	–	6.12
Total	–	–	6.12

As at the reporting date, the company has carry forward tax losses that are available to be set off against future taxable income. However, deferred tax assets have been derecognised, as it is not considered probable that adequate taxable profits will be available in the near future.

Deferred Tax assets/(liabilities) in relation to:

Rs. in Lakh

Particulars	Opening Balance as at 1st April, 2025	Recognised in Statement of Profit and Loss	Closing Balance as at 31st March 2026
Fiscal allowance on Property, Plant and Equipment and Intangible Assets	–	–	–
Provision for Employee Benefits	–	–	–
Disallowance u/s 43(B) of the Income tax Act, 1961	–	–	–
Other Temporary differences	1,984.71	(75.16)	1,909.54
Business Loss	–	–	–
Total	1,984.71	(75.16)	1,909.54

Rs. in Lakh

Particulars	As at 31st March 2025
Deferred tax Asset not recognised	
Brought Forward Unused Tax losses	–

5 Inventories (at lower of cost and net realisable value)

Rs. in Lakh

Particulars (Refer note (b) and (c))	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Raw Materials	–	–	–
Work-in-progress (Refer note (a) below)	21,841.01	–	–
Total	21,841.01	–	–

a) Work in Progress includes land which was earlier classifed as an item of Property, plant and equipment, but which was reclassified to inventory during the year due to change in business as described in note 3.

6 Trade Receivables

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Considered Good - Unsecured	–	16.70	92.05
Total	–	16.70	92.05

Refer Note 32 for disclosures related to credit risk, impairment risk of trade receivables under expected credit loss model and related financial instrument disclosures.

Ageing for trade receivables from the due date of payment for each of the category is as follows:

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Undisputed Trade Receivable - Considered good – unsecured			
Not Due			
Less than 6 months	–	–	–
6 months -1 year	–	–	92.05
1-2 Years		16.70	
2-3 years	–	–	–
More than 3 years	–	–	–
Total	–	16.70	92.05

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 7 - Cash and Bank Balances

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Cash and cash equivalents			
Cheques on hand			
Balances with banks:			
On current accounts	**24.60**	0.15	0.54
(ii) Fixed Deposits with Original maturity of less than 3 months			
Total Cash and cash equivalent (considered in Statement of Cash Flows)	**24.60**	0.15	0.54
Bank Balances other than Cash and cash equivalents			
Balances with Banks:			
(i) Earmarked balances	**–**	–	–
(ii) Towards margin money	**–**	–	–
Total Other Bank balances	**–**	–	–

Note No. 8 - Other Current Assets

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Advances other than capital advances:			
Balances with government authorities (Other than income taxes)	**–**	0.38	4.04
Income Tax Assets	**–**	–	–
Prepaid Expenses	**–**	–	–
Other Advances#	**–**	–	–
Total	**–**	0.38	4.04

Other Advances mainly include project advances given to vendors.

Note No. 9 - Equity Share capital

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Authorised:			
10,000 Equity shares of Rs. 10 each with voting rights	**1.00**	1.00	1.00
	1.00	**1.00**	**1.00**
Issued, Subscribed and Fully Paid:			
10,000 Equity shares of Rs. 10 each with voting rights	**1.00**	1.00	1.00
Total	**1.00**	**1.00**	**1.00**

(i) Reconciliation of the shares and amount outstanding at the beginning and at the end of the reporting period

Particulars	As at 31st March 2026		As at 31st March 2025		As at 01st April 2024	
	No. of Shares	Rs. in Lakh	No. of Shares	Rs. in Lakh	No. of Shares	Rs. in Lakh
Issued, Subscribed and Fully paid -						
Balance at the beginning of the year	10,000	1.00	10,000	1.00	10,000	1.00
Balance at the end of the year	**10,000**	**1.00**	**10,000**	**1.00**	**10,000**	**1.00**

Terms/ rights attached to equity shares with voting rights

The Company has only one class of equity shares having face value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share and carry a right to dividends. The company declares and pays dividends in Indian rupees. The dividend (if any) proposed by the Board of Directors is subject to the approval of the shareholders in ensuing Annual General Meeting.

(ii) Details of shares held by the holding company and its subsidiaries (as per Companies Act 2013)

Particulars	Equity Shares with Voting rights
As at 31st March 2026	
Mahindra Lifespace Developers Limited	10,000
As at 31st March 2025	
Mahindra Lifespace Developers Limited	–

(iii) Details of shareholders holding more than 5% shares in the company

Name of the shareholder	As at 31st March 2026		As at 31st March 2025		As at 01st April 2024	
	No.	% holding	No.	% holding	No.	% holding
Equity shares with voting rights						
Mahindra Lifespace Developers Limited	10,000	100%	–	–	–	–

(iv) Details of shareholdings by the Promoter's of the Company

Name of the shareholder	As at 31st March 2026		As at 31st March 2025		Change during the period	% change during the period
	No.	% holding	No.	% holding		
Equity shares with voting rights						
Mahindra Lifespace Developers Limited	10,000	100%	–	0%	10,000	100%

Note No. 10 - Other Equity

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Retained earnings	**13,490.60**	13,724.58	69.74
Total	**13,490.60**	13,724.58	69.74

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Description of the nature and purpose of other equity

Retained Earnings: This reserve represents cumulative losses of the Company and effects of remeasurement of defined benefit obligations. This reserve can be utilised in accordance with the provisions of Companies Act, 2013.

Note No. 11 - Borrowings

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Unsecured Borrowings			
Loans repayable on demand			
– From Banks	**–**	2,200.33	
– from other parties	**–**	2,220.04	3,048.25
Loans from related parties*	**6,121.30**	–	
Total Unsecured Borrowings	**6,121.30**	4,420.37	3,048.25
Total Non Current Borrowings	**6,121.30**	4,420.37	3,048.25

Note No. 12 - Deferred Tax Liabilities (Net)

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Unsecured Borrowings	**1,909.54**	1,984.71	–
Total	**1,909.54**	1,984.71	–

Note No. 13 - Financial Liabilities

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Loan from directors	**–**	–	1,123
Total	**–**	–	1,123

Note No. 14 - Trade Payables

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Total outstanding dues of micro enterprises and small enterprises *	**–**	–	–
Total outstanding dues of creditors other than micro enterprises and small enterprises	**43.50**	**79.15**	**80.19**
Total	**43.50**	79.15	80.19

Trade Payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.

Disclosures under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006:

*This information has been determined to the extent such parties have been identified on the basis of intimation received from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006.

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
a) The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each financial year	**–**	–	–
b) The amount of interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	**–**	–	–
c) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	**–**	–	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting year	**–**	–	–
e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	**–**	–	–

Ageing for trade payable from the due date of payment for each of the category is as follows:

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Undisputed dues of micro enterprises and small enterprises			
Unbilled			
Not Due			
Less than 1 year			
1-2 Years			
2-3 years			
More than 3 years			
Undisputed dues of creditors other than micro enterprises and small enterprises			
Unbilled	**1.24**	–	–
Not Due			
Less than 1 year	**42.26**	–	–
1-2 Years	**–**	–	–
2-3 years	**–**	–	8.51
More than 3 years		79.15	71.68
Total	**43.50**	79.15	**80.19**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 15 - Other Current Financial Liabilities

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Financial Liabilities carried at Amortised Cost			
Accrued Interest	**263.67**	–	–
Total	**263.67**	–	–

Note No. 16 - Other Current liabilities

Rs. in Lakh

Particulars	As at 31st March 2026	As at 31st March 2025	As at 01st April 2024
Advances received from customers	**–**	4.10	84.38
Statutory dues payable*	**36.00**	23.96	11.60
Other liabilities	**–**	–	48.09
Total	**36.00**	28.06	**144.07**

Note No. 17 - Revenue from Operations

Rs. in Lakh

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Revenue from Projects	**–**	–
Total	**–**	–

Refer Note 28 for IND AS 115 disclosures.

Note No. 18 - Other Income

Rs. in Lakh

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Miscellaneous Income	**–**	1.04
Total	**–**	**1.04**

*Includes interest charged on late payment received from customers.

Note No. 19a - Construction Expenses incurred

Rs. in Lakh

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Expenses incurred during the year:		
Land Cost	**21,744.99**	**–**
Civil, Electricals, Contracting, etc.	**–**	**–**
Other Project Administration Cost	**96.02**	–
Total	**21,841.01**	–

Note No. 19b - Changes in inventories of work-in-progress and finished goods

Rs. in Lakh

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Opening Balance		
Work-in-progress	**–**	–
Finished Goods	**–**	–
Total Opening Balance (A)	**–**	–
Closing Balance		
Work-in-progress	**21,841.01**	–
Finished Goods	**–**	–
Total Closing Balance (B)	**21,841.01**	–
Total changes in inventories of Finished Goods and work-in-progress (A - B)	**(21,841.01)**	–

Note No. 20 - Finance Costs

Rs. in Lakh

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest on Loan from related party	**292.96**	206.38
Interest Expense for financial liabilities at amortised cost	**–**	–
	292.96	206.38
Less: Allocated to projects	**–**	–
Total	**292.96**	206.38

Analysis of Interest Expenses by Category

Rs. in Lakh

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest Expenses	**–**	–
On Financial Liabilities at Amortised Cost	**292.96**	206.38

Note No. 21 - Depreciation and amortisation expense

Rs. in Lakh

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
a. Depreciation and amortisation expense on PPE	**0.45**	20.00

Note No. 22 - Other expenses

Rs. in Lakh

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Legal and Other Professional fees	**0.06**	**–**
Power & Fuel	**–**	**–**
Repairs and Maintenance	**–**	0.25
Rent, Rates & Taxes	**3.81**	5.61
Payment to Auditors#	**1.18**	0.50
Miscellaneous Expenses	**10.68**	6.39
Total	**15.73**	**12.75**

Rs. in Lakh

# Payment to Auditors	For the year ended 31st March 2026	For the year ended 31st March 2025
For Audit	**1.18**	0.50
Total	**1.18**	**0.50**

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 23 - Income Taxes

(a) Income tax expense recognised in statement of Profit & Loss

Rs. in Lakh

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Current Tax		
Current year	**–**	–
Deferred Tax		
In respect of current year origination and reversal of temporary differences	**(75.16)**	–
Total	**(75.16)**	–

(b) Income tax expense/(credit) recognised in Other Comprehensive income

Rs. in Lakh

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Deferred tax related to items recognised in other comprehensive income during the year:		1,984.71
Remeasurement of net defined benefit liability	**–**	–
Total	**–**	**1,984.71**

Note No. 24 - Earnings per share (EPS)

Basic and diluted EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year.

The following reflects the profit and share data used in the basic and diluted EPS computations:

Diluted Earning Per Share	(2,339.80)	(2,380.90)

(i) Basic earning per share

The earning and weighted average number of ordinary shares used in the calculationg of basic earnings per share are as follows:

Rs. in Lakh

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Profit after tax (Rs. in Lakh)	**(233.98)**	(238.09)
Weighted average number of equity shares	**10,000**	10,000
Face Value of Equity Shares (in Rs.)	**10**	10
Earnings per Equity share - Basic (in Rs.)	**(2,339.80)**	**(2,380.90)**
Earnings per Equity share - Diluted (in Rs.)	**(2,339.80)**	**(2,380.90)**

(ii) Diluted earning per share

The diluted earning per share has been computed by dividing the ne Profit/(Loss) after tax available for equity shareholders by the weighted average number of equity shares.

Rs. in Lakh

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Profit for the year	**(233.98)**	(238.09)
Less: Fair value gain		
Profit/(Loss) for the calculation of Diluted EPS	**(233.98)**	(238.09)
Weighted average number of equity shares	**10,000**	10,000
Diluted earning per share (Rs.)	**(2,339.80)**	**(2,380.90)**

Note No. 25 - Related Party Transactions

Related party disclosures as required by Ind As 24 "Related Party Disclosures" are given below.

Enterprises Controlling the Company

1	Mahindra & Mahindra Limited	Ultimate Holding Company
2	Mahindra Lifespace Developers Limited(MLDL)	Intermidiate Holding Company

Rs. in Lakh

Particulars	For the period ended	Mahindra & Mahindra Limited	Mahindra Lifespace Developers Limited
Nature of transactions with Related Parties			
Inter Corproate Deposits received	**31-Mar-26**	–	**6,121.30**
	31-Mar-25	–	–
Interest on ICD	**31-Mar-26**	–	**292.96**
	31-Mar-25	–	–
Reimbursment of expenses	**31-Mar-26**	–	**24.64**
	31-Mar-25	–	–
Issue of Shares #	**31-Mar-26**	–	**15,388.70**
	31-Mar-25	–	–
Interest Payable on Loan			
	31-Mar-26	–	**292.96**
	31-Mar-25	–	–

Equity share investment by MLDL for SSPL. In Balance sheet equity share value is INR 1 Lakh.

* Previous year figures are in Italic

Note No. 26 The accounts of the Company for the period ended **31st March, 2026** have been prepared on the basis of going concern.

Note No. 27 - Financial Instruments

[I] Capital management

The Company's capital management objectives is to ensure the Company's ability to continue as a going concern. The capital structure of the Company consists of equity.

The Company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

[II] Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

A) CREDIT RISK

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primary trade receivables) and from its financing activities, including deposits with banks and other financial instruments.

(i) Financial instruments and cash deposits:

Credit risk from balances with banks is managed by the Company in accordance with the Company's policy. Investments of surplus funds are made only with bank.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 27 - Financial Instruments (continued)

B) LIQUIDITY RISK

(i) Liquidity risk management
Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities
The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Rs. in Lakh

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total	Carrying Value
Non-derivative financial						
31st March, 2026						
Borrowings	**6,121.30**	**–**	**–**	**–**	**6,121.30**	**6,121.30**
Other financial liabilities	**263.67**	**–**	**–**	**–**	**263.67**	**263.67**
Total	**6,384.97**	**–**	**–**	**–**	**6,384.97**	**6,384.97**
31st March, 2025						
Borrowings	4,420.37	–	–	–	4,420.37	4,420.37
Other financial liabilities	–	–	–	–	–	–
Total	4,420.37	–	–	–	4,420.37	4,420.37

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

(i) Currency Risk

The Company undertakes transactions denominated only in Indian Rupees and hence, there is no risk of foreign exchnage fluctuations.

(ii) Interest Rate Risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company does not have significant exposure to the risk of changes in market interest rates.

(iii) Other price risk

The Company does not have significant other price risk.

Note No. 28 - Fair Value Measurement

Fair Valuation Techniques and Inputs used

This section explains the judgment and estimates made in determining the fair value of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in financials statements. To provide an indication about the reliability of the inputs used in determining the fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standards.

Level 1 Inputs:

Level 1 inputs are quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date. A quoted market price in an active market provides the most reliable evidence of fair value and is used without adjustment to measure fair value whenever available, with limited exceptions. If an entity holds a position in a single asset or liability and the asset or liability is traded in an active market, the fair value of the asset or liability is measured within Level 1 as the product of the quoted price for the individual asset or liability and the quantity held by the entity, even if the market's normal daily trading volume is not sufficient to absorb the quantity held and placing orders to sell the position in a single transaction might affect the quoted price.

Level 2 Inputs:

Level 2 inputs are inputs other than quoted market prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 2 inputs include:

- quoted prices for similar assets or liabilities in active markets
- quoted prices for identical or similar assets or liabilities in markets that are not active
- inputs other than quoted prices that are observable for the asset or liability, for example-interest rates and yield curves observable at commonly quoted interval
- implied volatilities
- credit spreads
- inputs that are derived principally from or corroborated by observable market data by correlation or other means ('market-corroborated inputs')

Level 3 Inputs:

Level 3 inputs are unobservable inputs for the asset or liability. Unobservable inputs are used to measure fair value to the extent that relevant observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date. An entity develops unobservable inputs using the best information available in the circumstances, which might include the entity's own data, taking into account all information about market participant assumptions that is reasonably available.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 28 - Fair Value Measurement (continued)

As at 31st March, 2026

Rs. in Lakh

		Fair value hierarchy as at 31st March, 2026			
Financial assets/financial liabilities	**Amortised Cost**	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets					
Financial assets carried at Amortised Cost					
(i) Non current Investments	**–**	**–**	**–**	**–**	**–**
(ii) Cash and cash equivalents	**24.60**	**–**	**–**	**–**	**24.60**
(iii) Bank balances other than (i) above	**–**	**–**	**–**	**–**	**–**
(iv) Other financial assets	**–**	**–**	**–**	**–**	**–**
Total	**24.60**	**–**	**–**	**–**	**24.60**
Financial liabilities					
Financial liabilities held at amortised cost					
(i) Borrowings	**6,121.30**	**–**	**–**	**–**	**6,121.30**
(ii) Trade payables	**43.50**	**–**	**–**	**–**	**43.50**
(iii) Other Financial Liabilities	**263.67**				**263.67**
Total	**6,428.47**	**–**	**–**	**–**	**6,428.47**

As at 31st March, 2025

Rs. in Lakh

		Fair value hierarchy as at 31st March, 2025			
Financial assets/financial liabilities	Amortised Cost	Level 1	Level 2	Level 3	Total
Financial assets					
Financial assets carried at Amortised Cost					
(i) Non current Investments	–	–		–	–
(ii) Cash and cash equivalents	0.15	–		–	0.15
(iii) Bank balances other than (i) above	–	–		–	–
(iv) Trade Receivables	16.70	–		–	16.70
Total	16.85	–	–	–	16.85
Financial liabilities					
Financial liabilities held at amortised cost					
(i) Borrowings	4,420.37	–		–	4,420.37
(ii) Trade payables	79.15	–		–	79.15
(iii) Other Financial Liabilities	–	–	–	–	–
Total	4,499.52	–	–	–	4,499.52

29. Income Taxes

Income tax expense in the statement of profit and loss comprises:

Rs. in Lakh

	Period ended	
Particulars	**31st March, 2026**	31st March, 2025
Current taxes	**–**	–
Deferred taxes	**(75.16)**	1,984.71
Income tax expense	**(75.16)**	1,984.71

Entire deferred income tax for the year ended March 31, 2023 relates to origination and reversal of temporary differences.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

29. Income Taxes (continued)

Rs. in Lakh

Particulars	Period ended 31st March, 2026	31st March, 2025
Profit before income taxes	**(309.14)**	(238.09)
Enacted tax rates in India	**25.168%**	25.168%
Computed expected tax expense	**(75.16)**	–
Tax effect due to non-taxable income for Indian tax purposes	**–**	–
MAT credit utilized	**–**	–
Effect of non-deductible expenses	**–**	–
Tax pertaining to prior years	**–**	–
Reversal of deferred tax	**–**	–
Others	**–**	–
Income tax expense	**–**	–

The applicable Indian statutory tax rate for the period ended March 31, 2026 and March 31, 2025 is 25.168%.

The following table provides the details of income tax assets and income tax liabilities as of March 31, 2026, March 31, 2025 and April 1, 2024:

Rs. in Lakh

Particulars	As at 31st March, 2026	As at 31st March, 2025	As at 01st April, 2024
Income tax assets	**(75.16)**	–	–
Current income tax liabilities	**1,984.71**	1,984.71	–
Net current income tax assets/ (liability) at the end	**1,909.54**	1,984.71	–

The gross movement in the current income tax asset/ (liability) for the year ended March 31, 2025 and March 31, 2024 is as follows:

Rs. in Lakh

Particulars	Period ended 31st March, 2026	31st March, 2025
Net current income tax asset/ (liability) at the beginning	**1,984.71**	–
Net income tax paid	**–**	–
Current income tax expense	**(75.16)**	–
Income tax on other comprehensive income	**–**	1,984.71
Net current income tax asset/ (liability) at the end	**1,909.54**	1,984.71

The movement in gross deferred income tax assets and liabilities (before set off) for the period ended December 31, 2025 is as follows:

Rs. in Lakh

Particulars	Carrying value as of April 1, 2025	Changes through profit and loss	Changes through OCI	Carrying value as of December 31, 2025
Deferred income tax assets/(liabilities)				
Invetories	1,985	–	–	1,985
Total deferred income tax assets/(liabilities)	**1,985**	**–**	**–**	**1,985**

The movement in gross deferred income tax assets and liabilities (before set off) for the year ended March 31, 2025 is as follows:

Rs. in Lakh

Particulars	Carrying value as of April 1, 2024	Changes through profit and loss	Changes through OCI	Carrying value as of March 31, 2025
Deferred income tax assets/(liabilities)				
Invetories	–	–	(1,985)	(1,985)
Total deferred income tax assets/(liabilities)	**–**	**–**	**(1,985)**	**(1,985)**

Deferred tax assets and deferred tax liabilities have been offset wherever the Company has a legally enforceable right to set off current tax assets against current tax liabilities and where the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority.

In assessing the realizability of deferred income tax assets, management considers whether some portion or all of the deferred income tax assets will not be realized. The ultimate realization of deferred income tax assets is dependent upon the generation of future taxable income during the periods in which the temporary differences become deductible. Management considers the scheduled reversals of deferred income tax liabilities, projected future taxable income, and tax planning strategies in making this assessment.

30 - Financial Ratios

Particulars	Numerator	Denominator	For the period ended 31 March, 2026	For the year ended 31 March, 2025	% Variance	Reason for material variance
a) Current Ratio	Current Assets	Current Liabilities	**63.72**	0.16	39546.27%	Due to reclassification of inventories
b) Debt Equity Ratio (Gross)	Debt	Equity	**0.45**	0.32	40.88%	–

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 30 - Financial Ratios (continued)

Particulars	Numerator	Denominator	For the period ended 31 March, 2026	For the year ended 31 March, 2025	% Variance	Reason for material variance
c) Debt Service Coverage Ratio (DSCR)	Earning Available for debt service	Debt Service	**NA**	NA	NA	–
d) Return of Equity	Profit/(Loss) After Tax	Average Equity	**(2.29%)**	(1.73%)	32.10%	Company has incurred loss during the year
e) Inventory Turnover ratio	Revenue from Operations	Average Inventory	**–**	–	–	–
f) Trade Receivables turnover ratio	Revenue from Operations	Average Trade Receivables	**NA**	NA	NA	–
g) Trade Payable turnover ratio	Cost of Sales	Average Trade payable	**NA**	NA	NA	–
h) Net capital turnover ratio,	Revenue from Operations	Average Working Capital (4)	**NA**	NA	NA	–
i) Net profit ratio	Profit/(Loss) After Tax	Revenue from Operations	**NA**	NA	NA	Revenue from operations is "Nil"
j) Return on Capital employed	Earning before interest & taxes	Capital employed	**(0.12%)**	(0.23%)	–48.08%	Company has incurred loss during the year
k) Return on investment	Income generated from Investment	Average investments (Gross)	**NA**	NA	NA	No income generated on investment.

Schedule III require explanation where the change in the ratio is more that 25% as compared to the preceding year. Accordingly explanation is given only for the said ratios.

31. Additional regulatory information

Details of benami property held
No proceedings have been initiated on or are pending against the group for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

Relationship with struck off companies
The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

Wilful defaulter
The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

Undisclosed income
There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

Details of crypto currency or virtual currency
The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

Audit Trail
As per the Ministry of Corporate Affairs ('MCA') notification no. G.S.R. 205(E) dated 24th March 2021 read with Rule 3(1) of Companies (Accounts) Rules, 2022, as amended, all the companies for the financial year commencing on or after April 01, 2023 should use only such accounting software which has audit trail feature of recording audit trail of each and every transaction, creating an edit log of each change made in the books of account along with the date when such changes were made and ensuring that the audit trail cannot be disabled. Management has evaluated the accounting software used and has noted that audit trail (edit log) feature was functional, operated and was not disabled throughout the year for all the transactions recorded in the application.

Also, audit trail logs has been preserved by the Company as per the statutory requirements for record retention.

32. Events after the reporting period

No material events have occurred after the Balance Sheet date and upto the approval of the Financial Statements

33. Previous Year Figures

The figures for the previous year have been regrouped wherever necessary to confirm to current year's grouping.

As per our report of even date

For B. K. Khare & Co
Chartered Accountants
Firm Registration No. 105102W

Karthik Srinivasan
Partner
Membership No.: 215782
Place : Chennai
Date : 17th April, 2026

For and on behalf of the Board of Directors of

Shreyas Stones Private Limited

Vimalendra Singh
Director
DIN No. 09128114
Place : Mumbai
Date : 17th April, 2026

Sriram Kumar
Director
DIN No. 07986708
Place : Mumbai
Date : 17th April, 2026

INDEPENDENT AUDITOR'S REPORT

TO THE BOARD OF DIRECTORS OF MAHINDRA BLOSSOM DEVELOPERS LIMITED

Report on the Audit of the Special Purpose Financial Statements

Opinion

We have audited the accompanying Special Purpose Financial Statements of Mahindra Blossom Developers Limited (the "Company"), which comprise the Balance Sheet as at 31st March, 2026, the statement of profit and loss, the statement of cash flows and the statement of changes in equity for the period ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred as "the Special Purpose Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid special purpose financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2026, its loss, its cash flows and the changes in equity for the period ended on that date.

Basis for Opinion

We conducted our audit of the Special Purpose Financial Statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Companies Act, 2013 (the "Act"). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Special Purpose Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Special Purpose Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Special Purpose Financial Statements.

Emphasis of Matter - Basis of Accounting and Restriction on Distribution and Use

We draw attention to Note 2.1 to the financial statements, which describes the basis of accounting. The financial statements are prepared to assist the Company in complying with the financial reporting provisions of the contract. As a result, the financial statements may not be suitable for another purpose. Our report is intended solely for the Company and Mitsui Fudosan (Asia) Pte Limited and should not be distributed to or used by parties other than the Company or Mitsui Fudosan (Asia) Pte Limited. Our opinion is not modified in respect of this matter.

Responsibilities of Management and Board of Directors for the Special Purpose Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Special Purpose Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Special Purpose Financial Statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Special Purpose Financial Statements

Our objectives are to obtain reasonable assurance about whether the Special Purpose Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Special Purpose Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Special Purpose Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Special Purpose Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Special Purpose Financial Statements, including the disclosures, and whether the Special Purpose Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Special Purpose Financial Statements that individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Special Purpose Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Special Purpose Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or related safeguards.

For **DELOITTE HASKINS & SELLS**
CHARTERED ACCOUNTANTS LLP
Chartered Accountants
Firm's Registration No. 117364W/W100739

Nilesh Shah
Partner
Membership No. 049660
Mumbai, 27th April, 2026 UDIN: 26049660BICMVV5285

SPECIAL PURPOSE BALANCE SHEET AS AT MARCH 31, 2026

(Rs. in Lakh)

	Particulars	Note No.	As at March 31, 2026
I	**ASSETS**		
1	**Non-current assets**		
	(a) Property, plant and equipment	3	**612.47**
	(b) Deferred tax asset (net)	4	**57.77**
	(c) Income tax assets (net)		**6.35**
	Total Non-current Assets		**676.59**
2	**Current assets**		
	(a) Inventories	5	**59,132.32**
	(b) Financial assets		
	(i) Trade receivables	6	**2,692.29**
	(ii) Cash and cash equivalents	7	**8,123.72**
	(iii) Bank balances other than (ii) above	7	**–**
	(iv) Other financial assets	8	**12.06**
	(c) Other current assets	9	**13.98**
	Total Current assets		**69,974.37**
	TOTAL ASSETS (1+2)		**70,650.96**
II	**EQUITY AND LIABILITIES**		
1	**Equity**		
	(a) Equity share capital	10	**23,280.00**
	(b) Other equity	11	**(171.79)**
	Total Equity		**23,108.21**
	Liabilities		
2	**Non-current liabilities**		
	(a) Financial Liabilities		
	(i) Borrowings	12	**32,600.00**
	(b) Provisions	16	**6.52**
	Total Non-Current liabilities		**32,606.52**
3	**Current liabilities**		
	(a) Financial Liabilities		
	(i) Trade payables		
	Total outstanding dues of micro and small enterprises	13	**20.10**
	Total outstanding dues of creditors other than micro and small enterprises	13	**1,904.30**
	(ii) Other financial liabilities	14	**37.53**
	(b) Other current liabilities	15	**12,974.30**
	Total Current liabilities		**14,936.23**
	TOTAL EQUITY & LIABILITIES (1+2+3)		**70,650.96**

The accompanying notes 1 to 31 are an integral part of these special purpose financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells Chartered Accountants LLP
Chartered Accountants
Firm's Registration No. 117364W/W100739

Nilesh Shah
Partner
Membership No. 049660
Place: Mumbai
Date: April 27, 2026

For and on behalf of the Board of Directors of
MAHINDRA BLOSSOM DEVELOPERS LIMITED

Amit Kumar Sinha
Director
DIN No. 09127387

Vikram Goel
Director
DIN No. 11026849

Harshad Thakkar
Company Secretary
CS : A39844
Mumbai : April 27, 2026

Jasmin Suchak
Chief Financial Officer

SPECIAL PURPOSE STATEMENT OF PROFIT AND LOSS FOR THE PERIOD JAN 02, 2026 TO MARCH 31, 2026

(Rs. in Lakh)

	Particulars	Note No.	For the period Jan 02, 2026 to March 31, 2026
I	**Income**		
	(a) Revenue from operations	17	–
	(b) Other income	18	11.23
	Total income (a+b)		**11.23**
II	**Expenses**		
	(a) Construction expenses incurred	19	59,132.32
	(b) Changes in inventories of work-in-progress and finished goods	20	(59,132.32)
	(c) Employee benefits expense	21	–
	(d) Finance costs	22	–
	(e) Depreciation expense	3	–
	(f) Other expenses	23	240.79
	Total Expenses (a+b+c+d+e+f)		**240.79**
III	**Profit Before Tax (I-II)**		**(229.56)**
IV	**Tax expense / (credit)**		
	(a) Current tax	4	–
	(b) Deferred tax	4	(57.77)
	Total tax expense / (credit) (a+b)		**(57.77)**
V	**Profit for the period (III-IV)**		**(171.79)**
VI	**Other Comprehensive Income**		
	Items that will not be reclassified to profit or loss		
	Remeasurements of the defined benefit liabilities (net of taxes)		–
	Total Other Comprehensive (Loss) / Income for the period		–
	Total Comprehensive Income for the period (V+VI)		**(171.79)**
VII	**Earnings per equity share (Face value: Rs 10/share)**		
	Basic and diluted (in Rs.)	24	(3.14)

The accompanying notes 1 to 31 are an integral part of these special purpose financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells Chartered Accountants LLP
Chartered Accountants
Firm's Registration No. 117364W/W100739

Nilesh Shah
Partner
Membership No. 049660
Place: Mumbai
Date: April 27, 2026

For and on behalf of the Board of Directors of
MAHINDRA BLOSSOM DEVELOPERS LIMITED

Amit Kumar Sinha
Director
DIN No. 09127387

Vikram Goel
Director
DIN No. 11026849

Harshad Thakkar
Company Secretary
CS : A39844
Mumbai : April 27, 2026

Jasmin Suchak
Chief Financial Officer

SPECIAL PURPOSE STATEMENT OF CASH FLOWS FOR THE PERIOD JAN 02, 2026 TO MARCH 31, 2026

(Rs. in Lakh)

	Particulars	For the period Jan 02, 2026 to March 31, 2026
A	**Cash flow from operating activities**	
	Profit before tax	(229.56)
	Adjustments for:	
	Interest income	(11.23)
	Operating Profit before working capital changes	**(240.79)**
	Changes in working capital:	
	Increase in trade payables and other liabilities	1,714.53
	(Increase) / Decrease in trade and other receivables	(624.99)
	Increase in inventories	(539.20)
	Cash generated from operations	**309.55**
	Income taxes paid (net)	(5.81)
	Net cash generated from operating activities (A)	**303.74**
B	**Cash flows from Investing activities**	
	Bank deposits (net)	5,492.27
	Payment towards purchase of business undertaking, net of cash transferred (*)	(53,557.90)
	Interest received	5.61
	Net cash (used in) /generated from investing activities (B)	**(48,060.02)**
C	**Cash flows from Financing activities**	
	Issue of non convertible debentures	32,600.00
	Issue of equity shares	23,280.00
	Net cash used in Financing activities (C)	**55,880.00**
	Net (decrease) / increase in cash and cash equivalents (A + B + C)	8,123.72
	Cash and cash equivalents at the beginning of the period	–
	Cash and cash equivalents at the end of the period (refer note 7)	**8,123.72**

The accompanying notes 1 to 31 are an integral part of these special purpose financial statements.
(*) net of cash and cash equivalents of Rs 2,322.10 lakhs pertaining to puurchase of business undertaking.

Notes

1 The above cash flow statement has been prepared under the 'Indirect method' as set out in "Indian Accounting Standard (Ind AS) - 7 Statement of Cash Flows".
2 Changes in liabilities arising from financing activities (refer note 12)

As per our report of even date attached

For Deloitte Haskins & Sells Chartered Accountants LLP
Chartered Accountants
Firm's Registration No. 117364W/W100739

Nilesh Shah
Partner
Membership No. 049660
Place: Mumbai
Date: April 27, 2026

For and on behalf of the Board of Directors of
MAHINDRA BLOSSOM DEVELOPERS LIMITED

Amit Kumar Sinha
Director
DIN No. 09127387

Vikram Goel
Director
DIN No. 11026849

Harshad Thakkar
Company Secretary
CS : A39844
Mumbai : April 27, 2026

Jasmin Suchak
Chief Financial Officer

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD JAN 02, 2026 TO MARCH 31, 2026

(Rs. in Lakh)

A. Equity Share Capital

Particulars	As at March 31, 2026
Balance at the Beginning of the year	–
Add : Issue of equity shares	23,280.00
Balance at the end of the year	**23,280.00**

B. Other Equity

(Rs. in Lakh)

Particulars	Equity component of compound financial instruments *	Reserves & Surplus			Total
		Securities Premium	Retained earnings	Capital Redemption Reserve	
Loss for the period	–	–	(171.79)	–	(171.79)
Other Comprehensive Loss (net of taxes)	–	–	–	–	–
As at March 31, 2026	–	–	**(171.79)**	–	**(171.79)**

The accompanying notes 1 to 31 are an integral part of these special purpose financial statements.

As per our report of even date attached

For Deloitte Haskins & Sells Chartered Accountants LLP
Chartered Accountants
Firm's Registration No. 117364W/W100739

Nilesh Shah
Partner
Membership No. 049660
Place: Mumbai
Date: April 27, 2026

For and on behalf of the Board of Directors of
MAHINDRA BLOSSOM DEVELOPERS LIMITED

Amit Kumar Sinha
Director
DIN No. 09127387

Vikram Goel
Director
DIN No. 11026849

Harshad Thakkar
Company Secretary
CS : A39844
Mumbai : April 27, 2026

Jasmin Suchak
Chief Financial Officer

NOTES FORMING PART OF THE SPECIAL PURPOSE FINANCIAL STATEMENTS

1. General Information

Mahindra Blossom Developers Limited ('the Company') is a company incorporated in India on 02nd January 2026. Its Corporate Identification Number is (CIN) U41000MH2026PLC464693.

The registered office of the company is located at 4th Floor, A Wing Mahindra, Towers Dr GM Bhosale Marg, Worli, Mumbai, Mumbai - 400018, Maharashtra. The company is engaged in the business of development of residential complexes.

2. Material Accounting Policies

2.1 Statement of compliance and basis of preparation and presentation

The financial statements of the Company have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as prescribed under the Companies (Indian Accounting Standards) Rules, 2015, as amended, and notified under Section 133 of the Companies Act, 2013 (the "Act"), and other relevant provisions of the Act.

The aforesaid special purpose financial statements have been approved by the Company's Board of Directors on 27 April 2026.

These are the Company's special purpose financial statements prepared for the period from 2 January 2026 to 31 March 2026.

These financial statements have been prepared as Special Purpose Financial Statements (SPFS) to meet the specific requirements of the management and / or other identified users and may not be suitable for any other purpose.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use

2.2 Basis of measurement

These financial statements have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical Cost: Assets are recorded at the amount of cash or cash equivalents paid or the fair value of the other consideration given to acquire them at the time of their acquisition. Liabilities are recorded at the amount of proceeds received in exchange for the obligation, or in some circumstances (for example, income taxes), at the amounts of cash or cash equivalents expected to be paid to satisfy the liability in the normal course of business.

2.3 Measurement of Fair Values

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In measuring the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these standalone financial statements is determined on such basis, except for share-based payment transactions that are within the scope of Ind AS 102 – "Share based Payments", leasing transactions within the scope of Ind AS 116, "Leases" and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 – "Inventories" or value in use in Ind AS 36 – "Impairment of Assets".

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 : Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Company can access at the measurement date;
- Level 2 : Inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 : Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

2.4 Revenue Recognition

2.4.1 Revenue from Projects

i. The Company develops and sells residential and commercial properties. Revenue from contracts is recognised when control over the property has been transferred to the customer. An enforceable right to payment does not arise until the development of the property is completed. Therefore, revenue is recognised at a point in time as per IND AS 115 when (a) the seller has transferred to the buyer all significant risks and rewards of ownership and the seller retains no effective control of the real estate unit to a degree usually associated with ownership, (b) The seller has effectively handed over possession of the real estate unit to the buyer forming part of the transaction; (c) No significant uncertainty exists regarding the amount of consideration that will be derived from real estate unit sales; and (d) It is not unreasonable to expect ultimate collection of revenue from buyers. The revenue is measured at the transaction price agreed under the contract.

ii. The Company invoices the customers based on achieving performance-related milestones.

iii. For certain contracts involving the sale of property under development, the Company offers deferred payment schemes to its customers. The Company adjusts the transaction price for the effects of the significant financing component.

iv. Costs to obtain contracts ("Contract costs") relate to fees paid for obtaining property sales contracts. Such costs are recognised as assets when incurred and amortised upon recognition of revenue from the related property sale contract.

v. Contract assets is the Company's right to consideration in exchange for goods or services that the Company has transferred to a customer when that right is conditioned on something other than the passage of time.

vi. The Company recognizes revenue at a point in time in each reporting period considering the estimates like reasonableness of collections from customers, disputes with the customer which may result in the cancellation of the contract, which are re assessed periodically by the management. The effect of these changes to estimates is recognised in the period when changes are determined. Accordingly any revenues attributable to such changes and the corresponding Cost of Goods Sold ("COGS") previously recognised are reversed and reduced from the current year's Revenue and COGS respectively.

2.4.2 Dividend and interest income

Dividend income from investments in shares is recognized when right to receive is established, which is generally when shareholders approve the dividend.

Dividend income from investment in mutual funds is recognised when the unit holder's right to receive payment has been established.

NOTES FORMING PART OF THE SPECIAL PURPOSE FINANCIAL STATEMENTS

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.5 Current versus non-current classification

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents.

Based on the nature of activity carried out by the company and the period between the procurement and realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 3 to 5 years for the purpose of Current – Non Current classification of assets & liabilities.

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification.

An asset is classified as current when it is:

– Expected to be realised or intended to be sold or consumed in normal operating cycle

– Held primarily for the purpose of trading

– Expected to be realised within twelve months after the reporting period, or

– Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

The Company classifies all other assets as non-current.

A liability is classified as current when:

– It is expected to be settled in normal operating cycle

– It is held primarily for the purpose of trading

– It is due to be settled within twelve months after the reporting period, or

– There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

Borrowings are classified as current if they are due to be settled within 12 months after the reporting period.

2.6 Foreign exchange transactions and translation

Transactions in foreign currencies i.e. other than the Company's functional currency are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated using the closing rate prevailing at that date. Non-monetary items measured at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was measured. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items or on translating monetary items at rates different from those at which they were translated on initial recognition during the period or in previous financial statements shall be recognised in profit or loss in the period in which they arise except for:

- Exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest costs on those foreign currency borrowings; and
- Exchange differences on transactions entered to hedge certain foreign currency risks.

2.7 Employee Benefits

2.7.1 Defined contribution plans

The Company's contribution to provident fund and superannuation fund is considered as defined contribution plan and is charged as an expense in profit and loss based on the amount of contribution required to be made. The Company has no further payment obligations once the contributions have been paid.

2.7.2 Defined benefit plan

Defined benefit gratuity plan is wholly or partly funded by contributions by the Company. The liability or assets recognised in the Balance Sheet in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of the plan assets. The defined benefit obligation is calculated by actuaries using an actuarial technique, the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows with reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

Net interest on the net defined benefit liability (asset) is the change during the period in the net defined benefit liability (asset) that arises from the passage of time.

The net interest cost is calculated applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in the employee benefit expenses in the Statement of Profit and Loss.

2.7.3 Remeasurement gains/losses

Remeasurement of defined benefit plans, comprising of actuarial gains or losses, return on plan assets excluding interest income are recognised immediately in balance sheet with corresponding debit or credit to other comprehensive income. They are included in Retained Earnings in the Statement of Changes in Equity and in the Balance Sheet. Remeasurements of the net defined benefit liability (asset) recognised in other comprehensive income shall not be reclassified to profit or loss in subsequent period.

Remeasurement gains or losses on long term compensated absences that are classified as other long term benefits are recognised in profit or loss.

2.7.4 Short-term and other long-term employee benefits:

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The cost of short-term compensated absences is accounted as under:

(a) in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and

(b) in case of non-accumulating compensated absences, when the absences occur.

NOTES FORMING PART OF THE SPECIAL PURPOSE FINANCIAL STATEMENTS

Compensated absences which are not expected to occur within twelve months after the end of the period in which the employee renders the related service are recognised as a liability at the present value of expected future payments to be made in respect of services provided by employees upto the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in Statement of Profit and Loss.

2.8 Cash and Cash Equivalents

Cash and cash equivalent in the Balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of changes in value.

2.9 Earnings per share

The Company reports basic and diluted earnings per share in accordance with Ind AS - 33 on 'Earnings per Share'. Basic earnings per share is computed by dividing the profit or loss attributable to ordinary equity holders of the Company for the year by the weighted average number of Equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit or loss attributable to ordinary equity holders of the Company for the year by the weighted average number of equity shares outstanding during the year as adjusted for the effects of all dilutive potential equity shares except where the results are anti- dilutive.

2.10 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until substantially all the activities necessary to prepare the qualifying assets for its intended use or sale are complete.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.11 Income Taxes

Income Tax expense represents the sum of tax currently payable and deferred tax

2.11.1 Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date. Current tax items are recognised in correlation to the underlying transaction either in OCI or directly in Equity.

2.11.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

2.11.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

2.12 Property, plant and equipment

Land and buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is not depreciated.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognised impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Furniture & Fixtures and Office equipment's are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

Depreciation on tangible fixed assets has been provided on pro-rata basis, on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except for certain assets as indicated below:

Lease hold improvements are amortised over the period of lease/ estimated period of lease.

Vehicles used by employees are depreciated over the period of 48 months considering this period as the useful life of the vehicle for the Company.

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Sales office and the sample flat/ show unit cost at site is amortised over 5 years or the duration of the project (as estimated by management) whichever is lower.

Computers, computer equipment's and furniture and fixtures are depreciated over the period of 1 year to 10 years.

Plant and equipment's are depreciated over the period of 1 year to 7 years.

Fixed Assets held for disposal are measured at the lower of their carrying value and fair value less costs to sell.

2.13 Impairment of tangible asset

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount, which is the higher of the value in use or fair value less cost to sell, of the asset or cash generating unit, as the case may be, is estimated and the impairment loss (if any) is recognised and the carrying amount is reduced to its recoverable amount. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

2.14 Inventories

Raw materials are valued at lower of cost and net realisable value. Cost is determined based on a weighted average basis.

Stock of units in completed projects and construction work-in-progress are valued at lower of cost and net realisable value. Cost includes land cost, materials, contract works, direct expenses and allocated interest & manpower costs and expenses incidental to the projects undertaken by the Company.

2.15 Cost of Construction/Development

Cost of Construction/Development (including cost of land) incurred is charged to the statement of profit and loss proportionate to project area sold. Costs incurred for projects which have not received Occupancy/Completion Certificate is carried over as construction work-in-progress. Costs incurred for projects which have received Occupancy/Completion Certificate is carried over as Completed Properties.

2.16 Provisions and contingent liabilities

2.16.1 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Provisions and contingent liabilities are reviewed at each Balance Sheet date.

2.16.2 Contingent liabilities

Contingent liability is disclosed in case of:

a) a present obligation arising from past events, when it is not probable that an outflow of resources will be required to settle the obligation; and

b) a present obligation arising from past events, when no reliable estimate is possible.

2.17 Financial instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss. However, trade receivables that do not contain a significant financing component are measured at transaction price.

2.17.1 Classification and subsequent measurement

2.17.1.1 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are subsequently measured at either amortised cost or fair value depending on their respective classification.

On initial recognition, a financial asset is classified as - measured at:

– Amortised cost; or

– Fair Value through Other Comprehensive Income (FVTOCI) - debt investment; or

– Fair Value through Other Comprehensive Income (FVTOCI) - equity investment; or

– Fair Value Through Profit or Loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

All financial assets not classified as measured at amortised cost or FVTOCI are measured at FVTPL.

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Financial assets at amortised cost are subsequently measured at amortised cost using effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain and loss on derecognition is recognised in profit or loss.

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Debt investment at FVTOCI are subsequently measured at fair value. Interest income under effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in Other Comprehensive Income (OCI). On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

For equity investments, the Company makes an election on an instrument-by-instrument basis to designate equity investments as measured at FVTOCI. These elected investments are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the reserves. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments. These investments in equity are not held for trading. Instead, they are held for medium or long term strategic purpose.

Equity investments that are not designated as measured at FVTOCI are designated as measured at FVTPL and subsequent changes in fair value are recognised in profit or loss.

Financial assets at FVTPL are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

2.17.1.2 Financial liabilities and equity instruments

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments issued by the Company is recognised at the proceeds received, net of directly attributable transaction costs.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative (that does not meet hedge accounting requirements) or it is designated as such on initial recognition. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

2.17.2 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

2.17.3 Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

2.17.4 Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognising impairment loss on financial assets. With respect to trade receivables, the Company measures the loss allowance at an amount equal to lifetime expected credit losses.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVTOCI, the loss allowance is recognised in OCI and is not reduced from the carrying amount of the financial asset in the balance sheet.

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write- off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

Investment in Subsidiaries and Joint Ventures:

The entire carrying amount of the investment in subsidiaries, associates and joint ventures is tested for impairment in accordance with Ind AS 36 Impairment of Assets as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs of disposal) with its carrying amount. Any impairment loss recognised forms part of the carrying amount of the investment.

2.17.5 Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability

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(whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and/or payable is recognised in profit or loss.

2A Use of estimates and judgements

In the application of the Company's accounting policies, which are described in note 2, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

Key sources of estimation uncertainty

In the process of applying the Company's accounting policies, management has made the following judgements based on estimates and assumptions, which have the significant effect on the amounts recognised in the financial statements:

A. Useful lives of property, plant and equipment and Intangible Asset

The Company reviews the useful life of property, plant and equipment and Intangible Asset at the end of each reporting period. This re-assessment may result in change in depreciation expense in future periods.

B. Fair value measurements and valuation processes

Some of the Company's assets and liabilities are measured at fair value for financial reporting purposes. In estimating the fair value of an asset or a liability, the Company uses market-observable data to the extent it is available. Where Level 1 inputs are not available, the Company engages third party valuers, where required, to perform the valuation. Information about the valuation techniques and inputs used in determining the fair value of various assets, liabilities and share based payments are disclosed in the notes to the financial statements.

C. Actuarial Valuation

The determination of Company's liability towards defined benefit obligation to employees is made through independent actuarial valuation including determination of amounts to be recognised in the Statement of Profit and Loss and in other comprehensive income. Such valuation depends upon assumptions determined after taking into account inflation, seniority, promotion and other relevant factors such as supply and demand factors in the employment market. Information about such valuation is provided in notes to the financial statements.

D. Taxes

Deferred tax assets are recognised for temporary differences to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

E. Determination of the timing of revenue recognition on the sale of completed and under development property

The Company has evaluated and generally concluded that the recognition of revenue over the period of time criteria are not met owing to non-enforceable right to payment for performance completed to date and, therefore, recognises revenue at a point in time. The Company has further evaluated and concluded that based on the analysis of the rights and obligations under the terms of the contracts relating to the sale of property, the revenue is to be recognised at a point in time when control transfers which coincides with receipt of Occupation Certificate.

F. Determination of performance obligations

With respect to the sale of property, the Company has evaluated and concluded that the goods and services transferred in each contract constitute a single performance obligation. In particular, the promised goods and services in contracts for the sale of property is to undertake development of property and obtaining the Occupation Certificate. Generally, the Company is responsible for all these goods and services and the overall management of the project. Although these goods and services are capable of being distinct, the Company accounts for them as a single performance obligation because they are not distinct in the context of the contract.

G. Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of IND AS 116. Identification of a lease requires significant judgement. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonable certain to exercise that option and period covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option. The Company revises the lease term if there is a change in the non-cancellable period of the lease.

The discount rate is generally based on increment borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

H. Net realisable value of inventories

Inventories comprising of finished goods and construction work- in progress are valued at lower of cost and net realisable value (NRV). NRV for completed inventory is assessed by reference to market conditions and prices existing at the reporting date and is determined by the Company, based on comparable transactions identified by the Company for properties in the same geographical market serving the same real estate segment. NRV in respect of inventory under construction is assessed with reference to market prices at the reporting date for similar completed property, less estimated costs to complete construction and estimate of time value of money till date of completion.

Note No. 3 - Property, Plant and Equipment

(Rs. in Lakh)

Description of Assets	Building	Office Equipments	Furniture and Fixtures	Computers	Total
I. Gross Carrying Amount					
Balance as at April 01, 2025	–	–	–	–	–
Additions during the year Assets acquired during the period (refer note 30)	541.34	40.12	21.67	9.34	612.47
Balance as at March 31, 2026	**541.34**	**40.12**	**21.67**	**9.34**	**612.47**
II. Accumulated depreciation					
Balance as at April 01, 2025	–	–	–	–	–
Depreciation expense for the period	–	–	–	–	–
Deductions/adjustments during the period	–	–	–	–	–
Balance as at March 31, 2026	**–**	**–**	**–**	**–**	**–**
III. Net carrying amount (I-II)					
Balance as at March 31, 2026	**541.34**	**40.12**	**21.67**	**9.34**	**612.47**

NOTES FORMING PART OF THE SPECIAL PURPOSE FINANCIAL STATEMENTS

Note :
The assets were transferred in the company as a result of Business Transfer Agreement (BTA) dated 23rd March, 2026. Refer note 30.

Note No. 4 - Tax Expense

(a) Income tax expense recognised in Statement of Profit & Loss

(Rs. in Lakh)

Particulars	For the period Jan 02, 2026 to March 31, 2026
Current Tax:	
In respect of current year	–
In respect of prior year	–
Deferred Tax:	
In respect of current year origination	(57.77)
Total income tax expense	**(57.77)**

(b) Deferred Tax Assets

(Rs. in Lakh)

Particulars	As at March 31, 2026
Deferred tax Asset recognised	
Brought forward unused tax losses	(57.77)
Total	**(57.77)**
Deferred tax Asset not recognised	
Brought forward unused tax losses	–
Total	–

i) During the year ended March 31, 2026, the Company has recognised deferred tax assets of Rs. 57.77 lakhs for deductible temporary differences to the extent of probable future taxable profits that will be available against which such deductible temporary differences can be utilised.

(c) Movement in Deferred Tax (Net) in relation to:

(Rs. in Lakh)

Particulars	Opening Balance as at April 01, 2025	Recognised in Statement of Profit and Loss	Recognised in Other Comprehensive Income	Closing Balance as at March 31, 2026
Deferred Tax Liabilities:				
Other temporary differences	–	–	–	–
Deferred Tax Liabilities	**–**	**–**	**–**	**–**
Deferred Tax Assets:				
Brought forward unused tax losses	–	(57.77)	–	(57.77)
Deferred Tax Assets	–	(57.77)	–	(57.77)
Deferred Tax Assets / Liabilities (Net)	**–**	**(57.77)**	**–**	**(57.77)**

(d) Reconciliation of estimated income tax expense at tax rate to income tax expense reported in the Statement of Profit and Loss is as follows:

(Rs. in Lakh)

Particulars	For the period Jan 02, 2026 to March 31, 2026
Profit before tax	(229.56)
Income tax expense calculated at the statutory income tax rate of 25.17%	**(57.77)**
Income tax expense recognised in statement of profit & loss	**(57.77)**

Note No. 5 - Inventories (at lower of cost and net realisable value)

(Rs. in Lakh)

Particulars	As at March 31, 2026
Raw materials	–
Work-in-progress*	59,132.32
Finished goods	–
Total	**59,132.32**

* Work-in-Progress represents materials at site and construction cost incurred for the projects.

In the opinion of the management, the net realisable value of the construction work in progress will not be lower than the costs so included therein.

Note No. 6 - Trade Receivables

(Rs. in Lakh)

Particulars	As at March 31, 2026
Considered good - unsecured	2,692.29
Credit impaired	–
	2,692.29
Less: Loss allowance	–
Total	**2,692.29**

Note No. 7 - Cash & Cash Equivalents and Bank Balances

(Rs. in Lakh)

Particulars	As at March 31, 2026
Cash and cash equivalents	
Balances with banks:	
– On current accounts	874.72
– Fixed deposits with original maturity of less than three months	7,249.00
Total Cash and cash equivalent (considered in Statement of Cash Flows)	**8,123.72**
Bank Balances other than Cash and cash equivalents	
Balances with Banks:	
– Earmarked balances	–
– Towards margin money	–
– Fixed deposits with original maturity greater than 3 months	–
Total Other Bank balances	**–**

NOTES FORMING PART OF THE SPECIAL PURPOSE FINANCIAL STATEMENTS

Note: As at 31 March 2026, RERA-designated bank deposits aggregating Rs. 7,249 lakhs pertaining to the Blossom Project are maintained in the name of Mahindra Lifespace Developers Limited, since the original RERA registration for the project was obtained by Mahindra Lifespace Developers Limited. The Company has initiated the process for transfer of the RERA registration and the associated designated bank account to its own name. The transfer is pending completion as at the balance sheet date.

Cash and Cash Equivalents and Bank Balances includes balances in Escrow Account which shall be used only for specified purposes as defined under Real Estate (Regulation and Development) Act, 2016.

Note No. 8 - Other Financial assets

(Rs in Lakh)

Particulars	As at March 31, 2026	
Measured at amortised cost	**Non-current**	**Current**
Unsecured, considered good unless stated otherwise		
Interest accrued	–	12.06
Total	**–**	**12.06**

Note No. 9 - Other assets

(Rs in Lakh)

Particulars	As at March 31, 2026	
	Non-current	**Current**
Advances other than capital advances		
Other advances #	–	13.98
Total	**–**	**13.98**

Other advances comprises of project advances given to vendors.

Note No. 10 - Equity Share capital

(Rs in Lakh)

Particulars	As at March 31, 2026	
	No. of shares	**Amount**
Authorised		
Equity Shares of Rs.10 each	250,000,000	25,000.00
	250,000,000	**25,000.00**
Issued, subscribed and fully paid-up shares		
Equity Shares of Rs.10 each	232,800,000	23,280.00
Total	**232,800,000**	**23,280.00**

(i) Reconciliation of the number of shares and outstanding amount

(Rs in Lakh)

Particulars	As at March 31, 2026	
	No. of shares	**Amount**
Balance at the beginning of the year	-	-
Add : Issue during the year	232,800,000	23,280.00
Balance at the end of the year	**232,800,000**	23,280.00

(a) Terms/ rights attached to equity shares

The Company has issued only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share and carry a right to dividends.

(ii) Details of shares held by the holding company:

Particulars	Number of shares
As at March 31, 2026	
Mahindra Lifespace Developers Ltd	118,728,000
Mitsui Fudosan (Asia) Pte Ltd	114,072,000
	232,800,000

(iii) Details of shareholders holding more than 5% shares in the company

Name of the shareholder	As at March 31, 2026	
	Number of shares held	**% holding**
Mahindra Lifespace Developers Ltd	118,728,000	51.00%
Mitsui Fudosan (Asia) Pte Ltd	114,072,000	49.00%

(iv) Details of shareholdings by the Promoter's of the Company

Class of shares / Name of shareholder	As at March 31, 2026	
	Number of shares held	**% holding**
Equity shares with voting rights		
Mahindra Lifespace Developers Ltd	118,728,000	51.00%

Note No. 11 - Other Equity

(Rs in Lakh)

Particulars	As at March 31, 2026
Retained earnings	(171.79)
Other Equity Total	**(171.79)**

Description of the nature and purpose of Other Equity:

Retained earnings: This reserve represents cumulative profits/losses of the Company. This reserve can be utilised in accordance with the provisions of Companies Act, 2013.

Note No. 12 - Borrowings

(Rs in Lakh)

Particulars	As at March 31, 2026
Non Current Borrowings	
A. Unsecured Borrowings (Carried at Amortised cost)	
a) Non Convertible Debentures	
32,60,000 12% Non Convertible Debentures of Rs 1,000 each	**32,600.00**
Total Non Current borrowings	**32,600.00**

1. Unsecured borrowings

The Company has issued 3,260,000 fully paid Non Convertible Debentures ("NCD") of Rs. 1,000 each on 24th March, 2026. NCDs of 1,662,600 were allotted to Mahindra Lifespace Developers Limited ("MLDL"), and NCDs of 1,597,400 were allotted to Mitsui Fudosan (Asia) Pte Ltd ("MFA"). NCDs are unsecured and do not carry any voting rights.

NOTES FORMING PART OF THE SPECIAL PURPOSE FINANCIAL STATEMENTS

Tenure:

i. Unless redeemed earlier as agreed between the Company, MFA and MLDL and subject to the availability of Cash Surplus, the NCDs shall be redeemable, at the outstanding face value, on the earlier of (a) the date of receipt of occupancy certificate in relation to the Alembic Project or the date of registration of the agreement for sale or the sale deed (as required under Applicable Laws) in relation to the last unit of the Alembic Project Land (whichever is later), and (b) 9 (Nine) years from the date of allotment of the relevant NCDs. ("Final Redemption Date").

Rate of Interest:
12% p.a.

Reconciliation of movement in borrowings to cash flows from financing activities

Particulars	(Rs in Lakh) As at March 31, 2026
Opening balance	
Short term borrowings	–
Cash flow movements	
Proceeds from borrowings	32,600.00
Repayment of borrowings	–
	32,600.00
Closing balance	
Short term borrowings	**32,600.00**

Note No. 13 - Trade Payables

Particulars	(Rs in Lakh) As at March 31, 2026
Trade payable - micro and small enterprises*	20.10
Trade payable - other than micro and small enterprises	1,904.30
Total	**1,924.40**

Trade payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.

*This information has been determined to the extent such parties have been identified on the basis of the intimation received from the suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006.

13a. Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	(Rs in Lakh) As at March 31, 2026
a) The principal amount and the interest due thereon remaining unpaid to any supplier at the end of each accounting year	20.10
b) The amount of interest paid in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year;	–
c) The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting year	–
e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	–
Total	**20.10**

Note No. 14 - Other Financial liabilities

Particulars	(Rs in Lakh) As at March 31, 2026
Current	
Carried at Amortised Cost	
Interest accrued	37.53
Total	**37.53**

Note No. 15 - Other Current liabilities

Particulars	(Rs in Lakh) As at March 31, 2026
Advances received from customers	12,266.72
Statutory dues payable	707.58
Total	**12,974.30**

Note No. 16 - Provisions

Particulars	(Rs in Lakh) As at March 31, 2026
Non-Current	
Provision for Employee Benefits	
Gratuity	4.41
Leave encashment	2.11
Total	**6.52**

Note No. 17 - Revenue from Operations

Particulars	(Rs in Lakh) For the period Jan 02, 2026 to March 31, 2026
Revenue from Contracts with Customers	
Revenue from projects	–
Total	**–**

Note No. 18. - Other Income

Particulars	(Rs in Lakh) For the period Jan 02, 2026 to March 31, 2026
Interest income on bank deposits	11.23
Total Other Income	**11.23**

NOTES FORMING PART OF THE SPECIAL PURPOSE FINANCIAL STATEMENTS

Note No. 19. - Construction Expenses incurred

(Rs in Lakh)

Particulars	For the period Jan 02, 2026 to March 31, 2026
Expenses incurred during the year	
Civil, electricals contracting and other project related expenses	507.21
Transfer on purchase of business undertaking (refer note 30)	58,578.28
Interest costs allocated	42.87
Employee benefit expenses allocated	3.96
Construction Expenses incurred during the year (a)	**59,132.32**
Provision for defect liability (b)	–
Total Construction Expenses incurred (a+b)	**59,132.32**

Note No. 20. - Changes in inventories of work-in-progress and finished goods

(Rs in Lakh)

Particulars	For the period Jan 02, 2026 to March 31, 2026
Opening stock	
Work-in-progress	–
Finished goods	–
Total Opening Stock	**–**
Closing stock	
Work-in-progress	59,132.32
Finished goods	–
Total Closing Stock	**59,132.32**
Changes in inventories of work-in-progress and finished goods	**(59,132.32)**

Note No. 21. - Employee Benefits Expense

(Rs in Lakh)

Particulars	For the period Jan 02, 2026 to March 31, 2026
Salaries and wages including bonus	3.96
Less: Allocated to projects	(3.96)
Total	**–**

The employees concerned will be transitioned to the payroll of Mahindra Blossom Developers Limited effective April 1, 2026. Employee costs for the period March 24, 2026 to March 31, 2026 are yet to be cross-charged by Mahindra Lifespace Developers Limited, which is currently considered as provision and the corresponding amount has been duly inventorised.

Note No. 22. - Finance Costs

(Rs in Lakh)

Particulars	For the period Jan 02, 2026 to March 31, 2026
a) Interest costs	
Interest expense for financial liabilities at amortised cost	42.87
Less: Allocated to projects	(42.87)
Total	**–**

Note No. 23. - Other expenses

(Rs in Lakh)

Particulars	For the period Jan 02, 2026 to March 31, 2026
Payment to auditors	11.80
Rates & taxes	228.95
Miscellaneous expenses	0.04
Total	**240.79**

Note No. 24. - Earning per share

Basic EPS amounts are calculated by dividing the profit/(loss) for the year attributable to equity holders of the Company by the weighted average number of Equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit/(loss) attributable to equity holders of the Company (after adjusting for dividend on preference shares) by the weighted average number of Equity shares outstanding during the year plus the weighted average number of Equity shares that would be issued on conversion of all the dilutive potential Equity shares into Equity shares.

The following reflects the profit/(loss) and share data used in the basic and diluted EPS computations:

(Rs in Lakh)

Particulars	For the period Jan 02, 2026 to March 31, 2026
Loss for the period after tax (in Rs Lakh)	(171.79)
Weighted average number of equity shares	54,78,178
Face Value of Equity Shares	10
Earnings per share - Basic (in Rs.)	(3.14)
Earnings per share - Diluted (in Rs.)	(3.14)

Note No. 25 - Related party disclosures

Names of related parties and related party relationship

Related parties where control exists

Enterprises having joint control over the Company	Mahindra Lifespace Developers Limited Mitsui Fudosan (Asia) Pte Ltd

Other Related parties with whom transactions have taken place

Ultimate Holding Company	Mahindra & Mahindra Limited

Related party transactions

The following table provides the basic value of transactions that have been entered into with related parties for the relevant financial year:

(Rs in Lakh)

Nature of transactions with Related Parties	For the period ended	Mahindra Lifespace Developers Limited	Mitsui Fudosan (Asia) Pte. Ltd.
Issue Of Shares	31-Mar-26	11,995.30	11,284.70
Purchase of business undertaking	31-Mar-26	55,880.00	–

NOTES FORMING PART OF THE SPECIAL PURPOSE FINANCIAL STATEMENTS

(Rs in Lakh)

Nature of transactions with Related Parties	For the period ended	Mahindra Lifespace Developers Limited	Mitsui Fudosan (Asia) Pte. Ltd.
Non convertible debentures issued	31-Mar-26	16,626.00	15,974.00
Re-imbursement to parties	31-Mar-26	2,430.55	–
Re-imbursement from parties	31-Mar-26	335.34	–
Interest expense on non convertible debentures	31-Mar-26	21.86	21.01

The following table provides the balances with related parties as on the relevant date:

(Rs in Lakh)

Nature of Balances with Related Parties	Balance as on	Mahindra Lifespace Developers Limited	Mitsui Fudosan (Asia) Pte. Ltd.
Trade and other payables	31-Mar-26	1,878.09	18.91
Trade and other receivables	31-Mar-26	335.34	–
Non- convertible debentures	31-Mar-26	16,626.00	15,974.00

Terms and conditions of transactions with related parties

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

Note No. 26 - Financial Instruments

Capital management

The Company's capital management objectives are:

– safeguard its ability to continue as a going concern, so that it can continue to provide returns for shareholders and benefits for other stakeholders

– maintain an optimal capital structure to reduce the cost of capital

The Management of the Company monitors the capital structure using debt equity ratio which is determined as the proportion of net debt to total equity.

(Rs in Lakh)

Particulars	As at March 31, 2026
Debt	32,600.00
Cash and bank balances excluding margin monies and earmarked balances	(8,123.72)
Net Debt (A)	**24,476.28**
Equity (B)	**23,108.21**
Net Debt Equity Ratio (A / B)	**1.06**

Categories of financial assets and financial liabilities

The following tables shows the carrying amount of financial assets and financial liabilities by category:

(Rs in Lakh)

Particulars	Amortised Costs As at March 31, 2026
Financial assets	
Non-Current Assets	
Other financial assets-non derivative financial assets	**–**
Current Assets	
Trade receivables	2,692.29
Cash and cash equivalents	8,123.72
Other financial assets-non derivative financial assets	12.06
Total financial assets	**10,828.07**
Financial liabilities	
Current liabilities	
Trade payables	1,924.40
Other financial liabilities-non derivative financial liabilities	37.53
Total financial liabilities	**1,961.93**

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factor.

CREDIT RISK

Credit risk management

Credit risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. Credit risk arises from trade receivables, cash and cash equivalents and other financial assets.

Trade Receivables

The Company's trade receivables include receivables on sale of residential flats. As per the Company's flat handover policy, a flat is handed over to a customer only upon payment of entire amount of consideration. Thus, the Company is not exposed to any credit risk on receivables from sale of residential flats.

Cash and Cash Equivalents & Other Financial Assets

For banks and financial institutions, only high rated banks/institutions are accepted. The Company holds cash and cash equivalents with bank and financial institution counterparties, which are having highest safety ratings based on ratings published by various credit rating agencies. The Company considers that its cash and cash equivalents have low credit risk based on external credit ratings of the counterparties.

For other financial assets, the Company assesses and manages credit risk based on reasonable and supportive forward looking information. The Company does not have significant credit risk exposure for these items.

LIQUIDITY RISK

(i) *Liquidity risk management*

Ultimate responsibility for liquidity risk management rests with the Board of directors who have established an appropriate liquidity risk management framework for the management of the Company's short, medium and long term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

NOTES FORMING PART OF THE SPECIAL PURPOSE FINANCIAL STATEMENTS

(ii) *Maturities of financial liabilities*

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

(Rs in Lakh)

Particulars	Less than 1 Year	1-3 Years	3-5 Years	5 Years and above
Non-derivative financial liabilities				
As at March 31, 2026				
Borrowings	–	–	–	32,600.00
Trade payables	1,924.40	–	–	–
Other financial liabilities	37.53	–	–	–
Total	**1,961.93**	**–**	**–**	**32,600.00**

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

Future specific market movements cannot be normally predicted with reasonable accuracy.

Currency Risk

Foreign currency risk is the risk that the fair value or the future cash flows of an exposure will fluctuate because of changes in the foreign exchange rate. The Company has not undertaken any transaction in foreign currency during the year ended March 31, 2026.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

The Company manages its interest rate risk by having a balanced portfolio of fixed and variable rate loans and borrowings.

Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the Company's financial statements are affected through the impact on floating rate borrowings, as follows:

(Rs in Lakh)

Particulars	Increase / decrease in basis points	Effect on financial statements*
As at March 31, 2026		
INR	**+100**	**(326.00)**
INR	**-100**	**326.00**

* The effect as mentioned above will have impact on Profit/(Loss) Before Tax.

Note No. 27 - Financial Ratios

(Rs in Lakh)

Sr No	Particulars	Numerator	Denominator	For the period Jan 02, 2026 to March 31, 2026
a)	Current ratio	Current Assets	Current Liabilities	4.68
b)	Debt equity ratio	Borrowings	Equity	1.41
c)	Debt service coverage ratio (DSCR)	Earning Available for debt service (1)	Debt Service (2)	(0.01)
d)	Return on equity	Profit/(Loss) After Tax	Average Equity	(1.49%)
e)	Inventory turnover ratio	Revenue from Operations	Average Inventory	–
f)	Trade receivables turnover ratio	Revenue from Operations	Average Trade Receivables	–
g)	Trade payable turnover ratio	Cost of Sales	Average Trade payable	–
h)	Net capital turnover ratio	Revenue from Operations	Average Working Capital (3)	–
i)	Net profit ratio	Profit/(Loss) After Tax	Revenue from Operations	0.00%
j)	Return on capital employed	Earning before interest & taxes (4)	Capital employed (5)	(0.99%)
k)	Return on investment	Income generated from Investment (6)	Average investments (Gross)	0.00%

Schedule III require explanation where the change in the ratio is more than 25% as compared to the preceding year. Accordingly explanation is given only for the said ratios.

The company operates in real estate business and is governed by IND AS 115 for recording the revenue as per completion contract method. Accordingly, abovementioned ratios may not be strictly comparable

Formula used for calculation of Ratios and Financial Indicators are as below :

1) Earning for Debt Service = Net Profit before taxes + Non-cash operating expenses like depreciation and other amortizations + Interest
2) Debt Service = Borrowing + Interest Payment
3) Working Capital = Current Asset - Current Liabilities
4) Earning before interest & taxes = Profit/(loss) before Tax + Finance Cost
5) Capital Employed = Equity + Borrowing - Intangible Assets
6) Income generated from Investment = Profit on sale of investment + Net Gain/ (loss) arising on Financial Assets measured at Fair Value through Profit and Loss

Note No. 28 - Expenditure on Corporate Social Responsibility (CSR)

The provisions of Corporate Social Responsibility (CSR) expenditure are not applicable to the company.

Note No. 29 - Additional regulatory information

a) Details of benami property held

No proceedings have been initiated on or are pending against the Company for holding benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and Rules made thereunder.

NOTES FORMING PART OF THE SPECIAL PURPOSE FINANCIAL STATEMENTS

b) Relationship with struck off companies

The Company does not have any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

c) Utilisation of borrowed funds and securities premium

The Company has not advanced or loaned or invested funds to any other persons or entities, including foreign entities (Intermediaries) with the understanding that the Intermediary shall (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries

The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries

d) Undisclosed income

There is no income surrendered or disclosed as income during the current or previous year in the tax assessments under the Income Tax Act, 1961, that has not been recorded in the books of account.

e) Details of crypto currency or virtual currency

The Company has not traded or invested in crypto currency or virtual currency during the current or previous year.

f) Registration of Charges or satisfaction with Registrar of Companies (ROC)

There are no charges or satisfaction which are yet to be registered with the Registrar of Companies beyond the statutory period

g) Audit trail

The Company has used accounting softwares for maintaining its books of account that has a feature of recording audit trail of each and every transaction and same has operated throughout the year creating an edit log of each change made in the books of account. This feature of recording audit trail has operated throughout the year.

Note No. 30 - Transfer of business undertaking

Mahindra Blossom Developers Limited ("MBLDL") has been incorporated on 2nd January, 2026, as a wholly owned subsidiary of Mahindra Lifespace Developers Limited (MLDL). MLDL sold 49% of its equity stake in Mahindra Blossom Developers Limited to Mitsui Fudosan (Asia) Pte Ltd pursuant to a share purchase arrangement dated 23rd March 2026, at its carrying value.

During the year, the Company has acquired the Alembic undertaking from MLDL on a slump sale basis, as defined under Section 2(42C) of the Income-tax Act, 1961 as a going concern, pursuant to the terms of the Business Transfer Agreement, with effect from 23rd March 2026, for a lump sum consideration of Rs 55,880 lakhs. Consequent to the transfer, all assets and liabilities pertaining to the said undertaking have been recognised in the books of the Company at their respective values as given below.

These are the Company's first set of special purpose financial statements prepared for the period from 2 January 2026 to 31 March 2026. Accordingly, comparative information is not presented.

Particulars	(Rs in Lakh) Amount
Property, plant and equipment	612.47
Income tax assets (net)	0.54
Inventories	58,578.28
Trade receivables	2,068.86
Cash and cash equivalents	2,322.10
Bank balances	5,492.27
Other financial assets	6.45
Other current assets	12.42
Provisions	(20.54)
Trade payables	(29.20)
Other current liabilities	(13,163.65)
Total consideration	**55,880.00**

Note No. 31 - Events after the reporting period

No material events have occurred after the Balance Sheet date and upto the approval of the Financial Statements

As per our report of even date attached

For Deloitte Haskins & Sells Chartered Accountants LLP
Chartered Accountants
Firm's Registration No. 117364W/W100739

Nilesh Shah
Partner
Membership No. 049660
Place: Mumbai
Date: April 27, 2026

For and on behalf of the Board of Directors of
MAHINDRA BLOSSOM DEVELOPERS LIMITED

Amit Kumar Sinha
Director
DIN No. 09127387

Vikram Goel
Director
DIN No. 11026849

Harshad Thakkar
Company Secretary
CS : A39844
Mumbai : April 27, 2026

Jasmin Suchak
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MAHINDRA HOLIDAYS & RESORTS INDIA LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Mahindra Holidays & Resorts India Limited (the "Company") which comprise the standalone balance sheet as at March 31, 2026, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Revenue from Contracts with Customers under Ind AS 115 See Note no. 36 and 53 to standalone financial statements	
The key audit matter	**How the matter was addressed in our audit**
The Company has a unique business model and its revenue comprises of numerous individual transactions and also multiple streams of revenue with its members / customers. In accordance with Ind AS 115 (a) the membership fees and (b) incremental costs to obtain a contract with a customer, are recognized over the effective membership period. The application of the accounting standard on revenue recogntition, involves certain judgements relating to identification of distinct performance obligations, determination of transaction price of the identified performance obligations and the appropriateness of the basis used to recognize revenue over a period. The Company has identified expenses which are classified as deferred costs and recognized over the effective membership period. Refer Note 2(a) of material accounting policy and Note 36 and 53 in standalone financial statements.	Our procedures included the following: – Evaluated the appropriateness of accounting policy and adequacy of Company's disclosures in accordance with Ind AS 115 for contracts entered with customers. – Evaluated the design, testing the implementation and operating effectiveness of the Company's internal controls over recognition of revenue. – Evaluated and tested the identification of expenses incurred by the Company, which can get classified as deferred costs and recognized over the effective membership period. – Performed substantive testing throughout the period, by selecting samples of membership contracts entered during the year and verifying the underlying documents which include membership application forms signed by members, receipt of initial down payment tranche of membership fees, resort revenue and annual subscription fees. – Evaluated the process followed by the Company for the purpose of determining the effective membership period after considering breakage i.e. customer's unexercised rights. – Evaluated the process followed by the Company and the data used for the purpose of derecognition of revenue due to uncertainty of collection based on historical trends and considering factors impacting future collections.

Contingent liabilities - Tax Litigations **See Note no. 44 to standalone financial statements**	
The key audit matter	**How the matter was addressed in our audit**
The Company has significant tax litigations for both direct and indirect taxes. There is a high level of judgement required in estimating the level of provisioning and appropriateness of disclosure of those litigations in the standalone financial statements. Refer Note 2(a) of material accounting policy and Note 44 in standalone financial statements.	Our procedures included the following: – Evaluated the design, implementation and operating effectiveness of key internal controls around the recognition and measurement of provisions and disclosure of contingent liabilities. – Evaluated management's judgment regarding the expected resolution of matters with various tax authorities, and the use of past experience, where available, with the tax authorities – Read the latest correspondences between the Company and the regulatory authorities for significant matters. – Involved our tax specialists, and discussed with the Company's tax personnel, their views on significant cases, as well as the related technical grounds relating to their conclusions based on applicable tax laws. – Assessed the decisions and rationale for provisions made or for decisions not to record provisions or make disclosures.

Impairment testing of Investment in subsidiaries **See Note no. 7 to standalone financial statements**	
The key audit matter	**How the matter was addressed in our audit**
The Company has investments in subsidiaries of ₹ 14,421 lakhs (held at cost less impairment of ₹ 23,369 lakhs). The Company's investments in subsidiaries are carried at cost less any impairment. The investments are assessed for impairment when an indicator of impairment exists. The impairment assessment involves use of estimates and judgements. The identification of impairment event and the determination of impairment charge also require the application of significant judgement by the Company. The judgement is with respect to the timing, quantity and estimation of future discounted cash flows of the underlying entities. It involves significant estimates and judgment, due to the inherent uncertainty involved in forecasting and discounting future cash flows. In view of the significance of these investments and estimates and judgments involved, we consider impairment evaluation of investments in subsidiaries to be a key audit matter. Refer Note 2(a) of material accounting policy and Note 7 in standalone financial statements.	Our audit procedures included the following: – Assessed the Company's accounting policies relating to impairment of investment in subsidiaries in accordance with applicable accounting standards. – Evaluated design and implementation and, testing operating effectiveness of controls over the Company's process of impairment assessment and approval of forecasts. – Analysed the possible indications of impairment and understanding Company's assessment of those indications. – Assessed the valuation methods used for determining recoverable amount, financial position of the subsidiaries and assessing profit history of those subsidiaries. – Understood from the Company regarding the basis and assumptions used for the projected profitability. – Compared the carrying amount of investments with recoverable amount based on discounted cash flow analysis. – Tested the assumptions used in the discounted cash flow forecast analysis based on our knowledge of the Company and the markets in which the subsidiaries operate. We challenged these assumptions with the assistance of our valuations team. – Assessed the comparability of the forecasts with historical information. – Challenged the significant assumptions considered by the Company while making impairment assessment with respect to revenue forecast, future cash flows, margins, terminal growth rate and discount rate. – Performed a sensitivity analysis of the key assumptions applied to determine the recoverable value and considered the resulting impact on the impairment testing. – Evaluated the adequacy of disclosures including key estimates and assumptions used, in respect of the impairment evaluation of investments in subsidiaries

Directions by the Regulator **See Note no. 58 to standalone financial statements**	
The key audit matter	**How the matter was addressed in our audit**
Pursuant to a complaint made by a customer against the Company, National Financial Reporting Authority ('NFRA') passed an order dated March 29, 2023 ('the Order') providing directions to the Company. As per the order, NFRA has made certain observations in respect of: – the identification and disclosure of segments by the Company; and – Company's accounting policy for recognition of revenue on a straight-line basis over the period of the membership fees and annual subscription fees. As per the Order, the Company has carried out review of policies and practices in areas of operating segments and timing of recognition of revenue from customers and submitted its response to NFRA. Given the significance of the findings of NFRA on the policies and practices adopted by the Company, this has been considered as a key audit matter.	Our procedures included the following: – Read the Order received by the Company and us from NFRA; – Evaluated the findings in the Order with reference to segment reporting under Ind AS 108 and revenue recognition under Ind AS 115; – Communicated the findings of the Order with those charged with governance; – Inquired and assessed the Company's existing practices and policies followed by the Company in respect of the findings made by NFRA. – Reviewed the Company's response to NFRA as required by the Order. – Submitted our report to NFRA, based on our review of Company's aforesaid response. Segment Reporting – Inquired with the Chief Operating Decision Maker (CODM) on the current process of identification of segments. – Obtained and inspected the operating results regularly reviewed by Company's CODM. – Assessed the adequacy of disclosures of operating segments in accordance with Ind AS 108. Revenue Recognition – Evaluated the accounting policy for recognition of revenue for contracts entered with members against requirements of Ind AS 115 with reference to fulfillment of performance obligations by the Company. – Inspected and tested, on sample basis, relevant customer contracts and assessing revenue is recognised on satisfaction of performance obligation. – Assessed the adequacy of disclosures in accordance with Ind AS 115.

Other Information

The Company's Management and Board of Directors are responsible for the other information. The other information comprises the Board's Report, but does not include the financial statements and auditor's report thereon, which we obtained prior to the date of this auditor's report, and the Annual Report, which is expected to be made available to us after that date.

Our opinion on the standalone financial statements does not cover the other information and we do not and will not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

When we read the Annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance and take necessary actions, as applicable under the relevant laws and regulations.

Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of

appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. A. As required by Section 143(3) of the Act, we report that:

    a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

    b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

    c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.

    d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of its directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. the modification relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2B(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company has disclosed the impact of pending litigations as at March 31, 2026 on its financial position in its standalone financial statements - Refer Note 44 to the standalone financial statements.

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

d. (i) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 57 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 57 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, the Company has used accounting softwares (along with access management tool) for maintaining its books of account which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective softwares except that in case of an accounting software relating to payroll records, operated by a third-party software service provider, based on an independent auditor's report in relation to controls, the audit trail (edit log) facility was not enabled to capture old values for direct data changes made at the database level. Further, where audit trail (edit log) facility was enabled and operated throughout the year, we did not come across any instance of audit trail feature being tampered with during the course of our audit. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration payable by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid/payable to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Jaclyn Desouza
Partner
Membership No. 124629
ICAI UDIN: 26124629OWRLDT3388

Mumbai
April 27, 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF MAHINDRA HOLIDAYS & RESORTS INDIA LIMITED FOR THE YEAR ENDED MARCH 31, 2026

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company, except for the following which are not held in the name of the Company:

Description of property	Gross carrying value (₹ in lakhs)	Held in the name of	Whether promoter, director or their relative or employee	Period held- indicate range, where appropriate	Reason for not being held in the name of the Company. Also indicate if in dispute
Freehold Land Manali	1,243.05	Competent Hotels Private Limited	No	Merger date February 09, 2016 effective from April 01, 2015	Received on merger of erstwhile companies. Company has submitted relevant documents with necessary changes & fees and awaiting closure from the respective government authorities.
Freehold Land Jaisalmer	1,944.00	Divine Heritage Hotels Private Limited	No	Merger date February 29, 2016 effective from April 01, 2015	
Building Manali	629.12	Competent Hotels Private Limited	No	Merger date February 09, 2016 effective from April 01, 2015	
Building Jaisalmer	1,211.15	Divine Heritage Hotels Private Limited	No	Merger date February 29, 2016 effective from April 01, 2015	

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned

working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made investments or provided any guarantee or security or granted any advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments in Mutual Funds and granted loans to companies, in respect of which the requisite information is as below. The Company has not granted any loans to firms, limited liability partnership or any other parties.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans as below:

(₹ in lakhs)

Particulars	Loans
Aggregate amount during the year	
Subsidiaries*	
Mahindra Hotels and Residences India Limited	6,786
Mahindra Holidays and Resorts Harihareshwar Limited	28
Balance outstanding as at balance sheet date	
Subsidiaries*	
MH Boutique Hospitality Limited	801
Gables Promoters Private Limited	6,007
Mahindra Hotels and Residences India Limited	16,085
Heritage Bird (M) Sdn Bhd	466
Infinity Hospitality Group Company Limited	4,992
Mahindra Holidays and Resorts Harihareshwar Limited	167

*As per the Companies Act, 2013

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the terms and conditions of investments made and grant of loans during the year are not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular. Further, the Company has not given any advance in the nature of loan to any party during the year.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made investments, provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the loans given by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of service tax, duty of excise and sales tax during the year since effective July 1, 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities, except Income Tax of ₹ 5,757 lakhs related to earlier years, which the Company identified in the current year and voluntarily disclosed to Government Authorities. This amount has been duly paid along with applicable interest during the year (refer note no. 60 to the standalone financial statements)

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Value added tax, Duty of Customs or Cess or other statutory dues were in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Value added tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Gross Amount (₹ in lakhs)	Amount paid under protest (₹ in lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income tax, interest and penalty	56,980	30,279	A.Y. 1999 to 2011	High Court
		61,079	21,759	A.Y. 2010, A.Y. 2012 to 2016	ITAT
		7,616	4,717	A.Y. 2017	Commissioner of Income Tax - Appeals
Finance Act, 1994	Service tax, interest and penalty	47,825	255	F.Y. 2007 to 2017	Appellate Authorities
Kerala Luxury Tax Act	Luxury Tax	659	–	F.Y. 2009 to 2011	Intelligent Officer Debikulam
		3,230	22	F.Y. 2010 to 2016	Appellate Commissioner
		1,719	13	F.Y. 2012 to 2015	High Court
Uttarakhand Luxury Tax Act	Luxury Tax	34	–	F.Y. 2013	Appellate Commissioner
Maharashtra Luxury Tax Act	Luxury Tax	45	3	F.Y. 2013 to 2014	Commissioner of Commercial Taxes
Kerala Value Added Tax	Value added Tax	23	–	F.Y. 2015 to 2017	Assistant Commissioner
Uttarakhand Goods and Service Tax Act	Goods and Services Tax	126	–	F.Y. 2019-20	Commissioner Appeals
Pondicherry Goods and Service Tax Act	Goods and Service Tax	58	3	F.Y. 2017 to 2022	Commissioner Appeals
Maharashtra Goods and Service Tax Act	Goods and Service Tax	4,033	200	F.Y. 2018 to 2021	Commissioner Appeals
Tamil Nadu Goods and Service Tax Act	Goods and Service Tax	3,542	94	F.Y. 2019 to 2021	Commissioner Appeals
		711	–	F.Y. 2017-18	High Court
Karnataka Goods and Service Tax Act	Goods and Service Tax	86	1	F.Y. 2020-21	Commissioner Appeals

Note: The above amounts are inclusive of interest and penalty upto the date of the respective orders.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans during the year and the term loans obtained in the previous periods were fully utilised in the respective periods. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint venture as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint venture or associate companies (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has five CICs as part of the Group

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the standalone financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Jaclyn Desouza
Partner
Membership No. 124629
ICAI UDIN: 26124629OWRLDT3388

Mumbai
April 27, 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF MAHINDRA HOLIDAYS & RESORTS INDIA LIMITED FOR THE YEAR ENDED MARCH 31, 2026

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Holidays & Resorts India Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at March 31, 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Jaclyn Desouza
Partner
Membership No. 124629
ICAI UDIN: 26124629OWRLDT3388

Mumbai
April 27, 2026

STANDALONE BALANCE SHEET AS AT MARCH 31, 2026

All amounts are in ₹ Lakhs unless otherwise stated

Particulars	Note No.	As At March 31, 2026	As At March 31, 2025 (Restated)	As At April 01, 2024 (Restated)
ASSETS				
Non-current assets				
Property, Plant and Equipment	4	**2,68,831.77**	2,41,612.77	2,28,126.91
Right of Use Asset	5	**76,128.78**	55,261.06	40,069.92
Capital work-in-progress	49	**32,019.61**	35,564.60	19,164.95
Other intangible assets	6	**2,079.30**	692.79	1,029.78
Intangible assets under development	49	**1,210.70**	2,196.34	1,732.62
Financial Assets				
Investments in subsidiaries and associates	7	**15,987.26**	39,356.85	39,354.33
Trade receivables	8	**14,470.53**	18,768.69	22,316.63
Loans	9	**28,517.84**	22,221.99	21,117.31
Other financial assets	10	**17,169.60**	75,356.91	51,070.82
Deferred Tax Assets (Net)	11 (a)	**6,791.07**	9,807.20	12,919.33
Other non-current tax assets (Net)	12	**16,387.28**	16,232.25	16,814.67
Deferred Acquisition Cost	13	**71,650.88**	75,290.45	74,538.50
Other non-current assets	14	**7,715.60**	5,113.97	4,037.23
		5,58,960.22	5,97,475.87	5,32,293.00
Current assets				
Inventories	15	**643.47**	670.32	560.82
Financial Assets				
Investments	16	**66,669.14**	72,859.14	65,033.23
Trade receivables	17	**1,12,445.26**	1,05,311.52	99,631.42
Cash and cash equivalents	18	**1,292.44**	1,059.27	2,734.04
Other bank balances	19	**5,190.43**	21,905.52	17,405.06
Loans	20	**60.10**	47.71	69.31
Other financial assets	21	**71,256.52**	67.75	15,487.60
Deferred Acquisition Cost	22	**6,600.73**	6,446.22	6,154.03
Other current assets	23	**9,219.28**	7,772.12	9,352.12
		2,73,377.37	2,16,139.57	2,16,427.63
		8,32,337.59	8,13,615.44	7,48,720.63
EQUITY AND LIABILITIES				
EQUITY				
Equity share capital	24	**20,167.67**	20,164.18	20,153.67
Other equity	25			
Reserves & Surplus		**1,42,391.35**	1,41,491.00	1,21,198.80
Revaluation Reserve		**99,884.36**	99,884.36	85,927.42
Other Comprehensive Income		**(390.88)**	(340.43)	(274.70)
Transition Difference		**(1,40,272.59)**	(1,40,272.59)	(1,40,272.59)
		1,01,612.24	1,00,762.34	66,578.93
		1,21,779.91	1,20,926.52	86,732.60

STANDALONE BALANCE SHEET AS AT MARCH 31, 2026 (Contd..)

All amounts are in ₹ Lakhs unless otherwise stated

Particulars	Note No.	As At March 31, 2026	As At March 31, 2025 (Restated)	As At April 01, 2024 (Restated)
LIABILITIES				
Non-current liabilities				
Financial Liabilities				
Lease Liabilities	26	**75,804.38**	53,188.89	35,899.92
Other financial liabilities	27	**2,785.19**	2,269.87	500.98
Provisions	28	**2,326.38**	1,039.83	951.59
Deferred Tax Liabilities	11 (b)	**17,557.76**	17,557.76	20,313.65
Other non-current liabilities				
Contract Liability-Deferred Revenue	29	**4,98,648.18**	4,97,062.80	4,87,776.50
		5,97,121.89	5,71,119.15	5,45,442.64
Current liabilities				
Financial Liabilities				
Lease Liabilities	30	**6,187.84**	6,056.00	7,203.08
Trade payables	31			
Total outstanding dues of micro enterprises and small enterprises; and		**1,116.44**	145.19	122.81
Total outstanding dues of creditors other than micro enterprises and small enterprises		**16,071.77**	22,068.13	22,828.28
Other financial liabilities	32	**7,609.48**	8,185.38	8,323.74
Provisions	33	**707.99**	852.49	610.53
Current income tax liabilities (net)		**–**	4,968.78	2,113.57
Other current liabilities				
Contract Liability-Deferred Revenue	34	**79,219.19**	76,540.29	71,752.16
Others	35	**2,523.08**	2,753.51	3,591.22
		1,13,435.79	1,21,569.77	1,16,545.39
		8,32,337.59	8,13,615.44	7,48,720.63

See accompanying notes to the standalone financial statements

In terms of our report attached

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jaclyn Desouza
Partner
Membership Number: 124629

Place: Mumbai
Date: April 27, 2026

For and on behalf of the Board of Directors

C. P. Gurnani
Chairman
DIN: 00018234

Manoj Bhat
Managing Director & CEO
DIN: 05205447

Vimal Agarwal
Chief Financial Officer

Mansi Laheri
Company Secretary
FCS No.: A21561

Place: Mumbai
Date: April 27, 2026

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in ₹ Lakhs unless otherwise stated

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025 Restated
Income			
Revenue from operations	36	**1,46,923.23**	1,40,029.90
Other income	37	**14,403.84**	14,461.12
Total Income		**1,61,327.07**	1,54,491.02
Expenses			
Employee benefits expense	38	**40,293.47**	39,899.38
Finance costs	39	**6,560.28**	4,416.43
Depreciation and amortisation expense	4, 5 & 6	**19,324.75**	17,796.08
Other expenses	40	**61,766.06**	65,421.11
Total Expenses		**1,27,944.56**	1,27,533.00
Profit before exceptional items and tax		**33,382.51**	26,958.02
Exceptional items	41	**(24,460.24)**	–
Profit before tax		**8,922.27**	26,958.02
Tax expense			
Current tax	42	**5,434.14**	3,775.35
Deferred tax	42	**3,033.09**	3,134.24
Total tax expense		**8,467.23**	6,909.59
Profit after tax		**455.04**	20,048.43
Other comprehensive income			
Items that will not be reclassified subsequently to statement of profit or loss			
Remeasurements of the defined benefit (asset)/liability		**(44.74)**	(129.17)
Freehold land revaluation		**–**	11,202.12
Income taxes related to items that will not be reclassified to statement of profit or loss		**11.26**	2,788.41
Items that may be reclassified subsequently to statement of profit or loss			
Debt instruments through other comprehensive income		**(22.68)**	41.33
Income taxes related to items that may be reclassified to statement of profit or loss		**5.71**	(10.40)
Total other comprehensive income		**(50.45)**	13,892.29
Total comprehensive income for the year		**404.59**	33,940.72
Earnings per equity share :			
(face value of ₹ 10 per share)			
Basic (in ₹)	43	**0.23**	9.95
Diluted (in ₹)	43	**0.23**	9.94

See accompanying notes to the standalone financial statements
In terms of our report attached

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jaclyn Desouza
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Vimal Agarwal
Chief Financial Officer

Mansi Laheri
Company Secretary
FCS No.: A21561

Place: Mumbai
Date: April 27, 2026

STANDALONE STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2026

All amounts are in ₹ Lakhs unless otherwise stated

Particulars		Year ended March 31, 2026	Year ended March 31, 2025
A.	**CASH FLOW FROM OPERATING ACTIVITIES :**		
	Net Profit before tax for the year	**8,922.27**	26,958.02
	Adjustments for:		
	Finance costs	**6,560.28**	4,416.43
	Interest income	**(9,141.56)**	(7,747.60)
	Impairment loss recognised on investment in subsidiary	**23,369.59**	–
	Impairment loss recognised on trade receivables	**15.00**	398.23
	Depreciation and amortisation	**19,324.75**	17,796.08
	Net loss on disposal of property, plant and equipment	**45.56**	33.74
	Gain due to change in lease arrangements	**(268.53)**	(106.98)
	Net foreign exchange gain	**(817.41)**	(410.10)
	Net gain on sale of investment	**(1,654.09)**	(1,463.00)
	Net gain on investments carried at FVTPL	**(2,694.31)**	(4,404.82)
	Equity-settled share-based payments	**432.93**	51.55
	Prepaid rent measured at amortised cost	**368.90**	–
		35,541.11	8,563.53
	Operating profit before working capital changes	**44,463.38**	35,521.55
	Movements in working capital:		
	Increase in trade, other receivables and Deferred Acquisition Cost	**(1,180.05)**	(4,003.47)
	Decrease / (Increase) in inventories	**26.88**	(109.50)
	Decrease in trade payables	**(4,987.82)**	(859.95)
	Increase in provisions	**1,097.30**	201.03
	Increase in contract liability	**4,264.25**	14,074.44
	Decrease in other liabilities	**(472.28)**	(707.08)
		(1,251.72)	8,595.47
	Cash generated from operations	**43,211.66**	44,117.02
	Income taxes refund / (paid)	**(10,683.91)**	429.77
	NET CASH GENERATED FROM OPERATING ACTIVITIES	**32,527.75**	44,546.79
B.	**CASH FLOW FROM INVESTING ACTIVITIES :**		
	Interest received	**4,239.75**	5,416.85
	Loan given to related parties	**(6,826.75)**	(1,090.52)
	Loan repaid by related parties	**1,298.62**	101.55
	Placement of fixed deposits and other deposits	**(14,567.99)**	(39,878.57)
	Proceeds from maturity of fixed deposits and other deposits	**19,580.16**	30,527.02
	Payments for property, plant and equipment and intangibles including CWIP	**(33,270.10)**	(26,457.56)
	Proceeds from disposal of property, plant and equipment	**92.21**	14.56
	Proceeds from disposal of investments in mutual funds	**1,38,574.68**	1,22,791.81
	Purchase of investments in mutual funds	**(1,28,162.24)**	(1,24,708.56)
	Equity Investment in subsidiary and other entities	**–**	(2.52)
	NET CASH USED IN INVESTING ACTIVITIES	**(19,041.66)**	(33,285.94)
C.	**CASH FLOW FROM FINANCING ACTIVITIES :**		
	Proceeds from issue of equity share capital	**3.49**	234.97
	Proceeds from borrowings	**560.64**	3,926.84
	Repayment of borrowings	**(560.64)**	(3,926.84)
	Payment of lease liabilities	**(7,490.01)**	(8,752.81)
	Unpaid dividend transferred to Investor Education Protection Fund	**(1.05)**	(1.35)
	Interest paid on borrowings	**(0.14)**	(0.96)
	Interest paid on lease liabilities	**(5,765.21)**	(4,415.47)
	NET CASH USED IN FINANCING ACTIVITIES	**(13,252.92)**	(12,935.62)
	NET INCREASE / (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	**233.17**	(1,674.77)
	Cash and cash equivalents at the beginning of the year	**1,059.27**	2,734.04
	Cash and cash equivalents at the end of the year (Refer note no 18)	**1,292.44**	1,059.27

See accompanying notes to the standalone financial statements

In terms of our report attached

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jaclyn Desouza
Partner
Membership Number: 124629

Place: Mumbai
Date: April 27, 2026

For and on behalf of the Board of Directors

C. P. Gurnani
Chairman
DIN: 00018234

Manoj Bhat
Managing Director & CEO
DIN: 05205447

Vimal Agarwal
Chief Financial Officer

Mansi Laheri
Company Secretary
FCS No.: A21561

Place: Mumbai
Date: April 27, 2026

STATEMENT OF CHANGES IN EQUITY

All amounts are in ₹ Lakhs unless otherwise stated

(A) Equity Share Capital

Particulars	As at March 31, 2026	As at March 31, 2025
Issued, subscribed and paid up:		
Balance as at the beginning of the year	**20,164.18**	20,153.67
Add: Issue of equity shares	**3.49**	10.51
Balance as at the end of the year	**20,167.67**	20,164.18

(B) Other Equity

Particulars	Attributable to the owners of the company										Total
	Reserves & Surplus						Items of Other Comprehensive Income				
	Capital Reserve	Securities Premium	General Reserve	Share Options Outstanding Account	Capital Redemption Reserve	Retained Earnings (Restated)	Revaluation Reserve	Other Comprehensive Income Actuarial Gain / (Loss)	Other Comprehensive Income Debt Instruments	Transition Difference	
Balance at the beginning of the year - April 01, 2025 (Restated)	**44.75**	**6,301.77**	**10,382.55**	**2,257.68**	**145.80**	**1,22,358.45**	**99,884.36**	**(371.36)**	**30.93**	**(1,40,272.59)**	**1,00,762.34**
Profit for the year	**–**	**–**	**–**	**–**	**–**	**455.04**	**–**	**–**	**–**	**–**	**455.04**
Other comprehensive income for the year	**–**	**–**	**–**	**–**	**–**	**–**		**(33.48)**	**(16.97)**		**(50.45)**
Total comprehensive income	**44.75**	**6,301.77**	**10,382.55**	**2,257.68**	**145.80**	**1,22,813.49**	**99,884.36**	**(404.84)**	**13.96**	**(1,40,272.59)**	**1,01,166.93**
Additions during the year	**–**	**–**	**–**	**432.93**	**–**	**–**	**–**	**–**	**–**	**–**	**432.93**
Other comprehensive income for the year	**–**	**–**	**–**	**–**	**–**	**–**	**–**			**–**	**–**
Transfer of Share Based Payments	**–**	**1,608.86**	**281.46**	**(1,890.32)**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Exercise of employee stock options	**–**	**127.89**	**–**	**(115.51)**	**–**	**–**	**–**	**–**	**–**	**–**	**12.38**
Balance at the end of the reporting year - March 31, 2026	**44.75**	**8,038.52**	**10,664.01**	**684.78**	**145.80**	**1,22,813.49**	**99,884.36**	**(404.84)**	**13.96**	**(1,40,272.59)**	**1,01,612.24**

Particulars	Attributable to the owners of the company										Total
	Reserves & Surplus						Items of Other Comprehensive Income				
	Capital Reserve	Securities Premium	General Reserve	Share Options Outstanding Account	Capital Redemption Reserve	Retained Earnings (Restated)	Revaluation Reserve	Other Comprehensive Income Actuarial Gain / (Loss)	Other Comprehensive Income Debt Instruments	Transition Difference	
Balance at the end of the year - March 31, 2024	44.75	6,077.31	10,381.68	2,239.24	145.80	1,10,203.79	85,927.42	(274.70)	–	(1,40,272.59)	74,472.70
Adjustment pertaining to prior periods (Refer Note No. 60)	–	–	–	–	–	(7,893.77)	–	–	–	–	(7,893.77)
Balance at the beginning of the reporting year - April 01, 2024 (Restated)	44.75	6,077.31	10,381.68	2,239.24	145.80	1,02,310.02	85,927.42	(274.70)	–	(1,40,272.59)	66,578.93
Profit for the year	–	–	–	–	–	20,048.43	–	–	30.93	–	20,079.36
Other comprehensive income for the year	–	–	–	–	–	–	–	(96.66)	–	–	(96.66)
Total comprehensive income	44.75	6,077.31	10,381.68	2,239.24	145.80	1,22,358.45	85,927.42	(371.36)	30.93	(1,40,272.59)	86,561.63
Additions during the year	–	–	0.87	18.44	–	–	13,956.94	–	–	–	13,976.25
Fresh issue of shares	–	224.46	–	–	–	–	–	–	–	–	224.46
Balance at the end of the year - March 31, 2025 (Restated)	44.75	6,301.77	10,382.55	2,257.68	145.80	1,22,358.45	99,884.36	(371.36)	30.93	(1,40,272.59)	1,00,762.34

See accompanying notes to the standalone financial statements
In terms of our report attached

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jaclyn Desouza
Partner
Membership Number: 124629

Place: Mumbai
Date: April 27, 2026

For and on behalf of the Board of Directors

C. P. Gurnani
Chairman
DIN: 00018234

Vimal Agarwal
Chief Financial Officer

Place: Mumbai
Date: April 27, 2026

Manoj Bhat
Managing Director & CEO
DIN: 05205447

Mansi Laheri
Company Secretary
FCS No.: A21561

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

1 Corporate Information

Mahindra Holidays & Resorts India Limited ('the Company') was incorporated on September 20, 1996. The Company is domiciled in India with its registered office address being Mahindra Towers, 1st Floor, 'A' Wing, Dr. G.M. Bhosale Marg, P.K. Kurne Chowk, Worli, Mumbai – 400 018, Maharashtra, India. The Company is in the business of selling vacation ownership and providing holiday facilities.

2(a) Material accounting policies

(i) Statement of compliance

The standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time and notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

(ii) Basis of preparation and presentation

The standalone financial statements of the Company have been prepared on the historical cost basis except for certain financial instruments that are measured at fair value at the end of each reporting period, as explained in the accounting policies below.

All amounts have been rounded off to the nearest lakhs, unless stated otherwise.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these standalone financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102 and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The standalone financial statements have been prepared on accrual and going concern basis. The accounting policies are applied consistently to all the periods presented in the standalone financial statements.

(iii) Revenue recognition

a. Revenue from sale of Vacation Ownership

The Company's business is to sell vacation ownership and provide holiday facilities to members for a specified period each year or over a number of years.

Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price allocated to that performance obligation.

Revenue from Membership fees

The Company recognises the membership fees over the tenure of membership as the performance obligation is fulfilled over the tenure of membership (33 years / 25 years / 10 years or any other tenure applicable to the respective member). The Company will recognise revenue on a straight line basis over the tenure of membership after considering the expected customer unexercised rights from date of admission of each member. The revenue which will be recognised in future periods are disclosed under other liabilities – contract liability - deferred revenue-vacation ownership. Revenue from consumer offers and other benefits provided on membership are recognized as and when such benefits are provided to members at its respective fair value. The payment for membership fee is collected either in full upfront, or on a deferred payment basis (ranging between 3 to 48 months).

Income from resorts include income from room rentals, food and beverages, etc. and is recognized when services are rendered and includes revenue relating to complimentary breakfast as recognised evenly over the period for which the benefit is offered.

Discounts and other incentives provided to the customer's are reduced from the overall contract value.

Deferred Acquisition Cost

Incremental costs of acquisition of the members are deferred over the period of effective membership in line with revenue deferral. Incremental costs are those that would not have been incurred if the contract was not obtained. Such cost which will be amortised in the future period are disclosed under deferred acquisition cost.

Revenue from Annual subscription fees

Annual subscription fee dues from members are recognized as income on accrual basis and fees pertaining to the period beyond the date of the Balance Sheet is grouped under Other liabilities - Deferred revenue – Annual subscription fee and payment is due as per due date mentioned in invoice.

Interest income on deferred payment plans

Interest revenue is recognised only to the extent that a contract asset (or receivable) or a contract liability is recognised in accounting for a contract with the customer. Also refer accounting policy for financial instruments (Note no. xv)

Revenue is recognized only when it is probable that the economic benefits associated with the transaction will flow to the Company. Revenue with respect to instalments/contracts where there is an uncertainty about collectability, is deferred (even though the membership is not cancelled). The estimation of such revenues where there is uncertainty in collection has been made by the Company based on past trends of year-wise cancellation of memberships and considering factors impacting future collections.

b. Income from resorts include income from room rentals, food and beverages, etc. and is recognized when services are rendered.

(iv) Leases

The Company's lease asset classes primarily consist of leases for land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases.

The right-of-use assets are initially recognized at cost, which comprises the present value of future lease liability. They are subsequently measured at cost less accumulated depreciation and impairment losses. Right-of-use assets are depreciated from the commencement date on a straight-line basis over the period of lease term. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. In addition, the right-of-use asset is periodically reduced by impairment losses (as part of cash generating units(CGUs)), if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Company uses incremental borrowing rate as the discount rate.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

(v) Foreign currencies

The standalone financial statements of the Company are presented in Indian Rupees (₹), which is the Company's functional currency. In preparing the standalone financial statements of the Company, transactions in currencies other than the Company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are translated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not translated.

(vi) Employee benefits

Employee benefits include short term and long term employee benefits, provident fund, superannuation fund, employee state insurance scheme, gratuity fund and compensated absences.

Defined contribution plans

A defined contribution plan is a post- employment benefit plan where the Company's legal or constructive obligation is limited to the amount that it contributes to a separate legal entity. The Company makes specified monthly contributions towards government administered schemes.

The Company's contribution to provident fund, superannuation fund and employee state insurance scheme are considered as defined contribution plans and are recognized as an expense when employees have rendered service entitling them to the contributions.

Defined benefit plans

A defined benefit plan is a post- employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plan is calculated by estimating the amount of future benefit employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan asset. The wages considered for the calculation are as per new Labour Code.

For defined benefit plans in the form of gratuity fund, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out by an independent actuary at the end of each reporting period. Defined benefit costs are categorised as follows:

- Service cost (including current service cost, past service cost, as well as gains and losses on curtailments; settlements);
- Net interest expense or income; and
- Re-measurement

The Company presents the first two components of defined benefit costs in the statement of profit or loss in the line item 'Employee benefits expense'. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur. Re-measurement recognized in other comprehensive income and is not reclassified to statement of profit and loss. Curtailment gains and losses are accounted for as past service costs. Past service cost is recognized in the statement profit and loss in the period of a plan amendment.

The obligation recognized in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

Short-term and other long-term employee benefits

A liability is recognized for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Accumulated absences expected to be carried forward beyond twelve months is treated as long-term employee benefit for measurement purposes. The Company's net obligation in respect of other long-term employee benefit of accumulating compensated absences is the amount of future benefit that employees have accumulated at the end of the year. That benefit is discounted to determine its present value. The obligation is measured annually by a qualified actuary using the projected unit credit method. Remeasurements are recognised in statement of profit and loss in the period in which they arise.

The obligations are presented as current liabilities in the balance sheet if the Company does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

(vii) Share based payment arrangements

Equity-settled share based payments to employees are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity-settled share-based transactions are set out in Note 24.

The fair value determined at the grant date of the equity-settled share based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognized in the statement of profit and loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to share options outstanding account in Reserves & Surplus.

(viii) Taxation

Income tax expense represents the sum of the tax currently payable

and deferred tax. The Company has determined that interest and penalties related to income taxes, including uncertain tax positions.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted by the end of the reporting period.

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the standalone financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred taxes are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset is realized, based on the tax rates and the tax laws enacted or substantively enacted as at the reporting date. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax are recognized in the standalone statement of profit and loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

(ix) Property, plant and equipment ('PPE')

Buildings held for use in the supply or production of goods or services, or for administrative purposes, are stated in the standalone balance sheet at cost less accumulated depreciation and accumulated impairment losses.

Freehold land is valued at fair value based on valuations by external independent valuers at sufficient intervals between 3-5 years to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of the reporting period. The Company reviews the fair value annually to assess if there is any significant change in the fair value to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of the reporting period.

Any revaluation surplus is recognised in other comprehensive income and accumulated in equity under revaluation reserve, except to the extent that it reverses a revaluation decrease of the same asset previously recognised in the standalone statement of profit and loss, in which case the increase is recognised in statement of profit and loss. A revaluation deficit is recognised in the standalone statement of profit and loss, except to the extent that it offsets an existing surplus on the same asset carried in the revaluation reserve.

Furniture and Fixtures and Office equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Plant and Equipment in the course of construction for supply, production or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees, other directly attributable expenses and, borrowing costs capitalized in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of PPE when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably.

Category of Asset	Estimated useful lives	Useful lives as per schedule II
Leasehold Building	Period of lease	Period of lease
Buildings (other than those mentioned below)	30 - 60 years	60 years
Floating cottages (grouped under buildings)	25 years	30 years
Plant & equipment	5 - 15 years	8-20 years
Furniture and Fixtures (other than those mentioned below)	5 - 10 years	10 years
Furniture and Fixtures (in Club Mahindra Holiday World)	3 years	10 years
Vehicles (other than those mentioned below)	8 years	8 years
Motor vehicles/other assets provided to employees	4- 5 years	10 years
Office equipment	5 years	8-20 years

Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Items of property, plant and equipment are derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the statement of profit and loss.

(x) Intangible assets

Development expenditure is capitalised as part of the cost of the resulting intangible asset only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Company

intends to and has sufficient resources to complete development and to use or sell the asset. Otherwise, it is recognised in statement of profit and loss as incurred. Subsequent to initial recognition, development expenditure is measured at cost less accumulated amortisation and any accumulated impairment losses.

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in statement of profit and loss as incurred.

Intangible assets with finite useful lives are carried at cost less accumulated amortisation and accumulated impairment losses. Amortization is recognized on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Category of Asset	Estimated useful lives	Useful life as per schedule II
Computer Software and website development cost	3 years	2-5 years

An intangible asset is derecognized on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in statement of profit and loss when the asset is derecognized.

(xi) Impairment of tangible and intangible assets including investments

At the end of each reporting period, the Company reviews the carrying amounts of its tangible, intangible assets and investment in subsidiaries to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). In assessing Value in Use, future cash flows are discounted to present value. When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in standalone statement of profit and loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in standalone statement of profit and loss.

(xii) Inventories

Inventories are carried at the lower of cost and net realizable value. Costs of inventories are determined on moving weighted average basis. Cost includes the purchase price, non-refundable taxes and delivery handling cost. Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

(xiii) Provisions and contingent liabilities

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

Contingent liability

Contingent liability is a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability. The Company does not recognize a contingent liability but discloses its existence in the standalone financial statements.

(xiv) Financial instruments

Trade receivables are initially recognised when they originate. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in standalone statement of profit and loss.

All financial assets are recognized initially at fair value, plus in the case of financial assets not recorded at fair value through the statement of profit and loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price.

Interest income from other financial assets is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

Dividend income from investments is recognized when the shareholder's right to receive payment has been established, provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a financial instrument and of allocating interest over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts/payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts)

through the expected life of the instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

(xv) Financial assets

Equity

Equity instruments at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in statement of profit and loss incorporates any dividend earned on the financial asset and is included under 'Other income'.

Investments in equity instruments of subsidiaries, joint venture and associates are measured at cost.

Impairment of financial assets

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses considering the nature of industry and the deferred payment schemes operated.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party or when the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset. The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to the another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in statement of profit and loss if such gain or loss would have otherwise been recognized in the statement of profit and loss on disposal of that financial asset.

Foreign exchange gains and losses on financial assets

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognized in statement of profit and loss.

Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognized in the standalone statement of the other comprehensive income.

(xvi) Financial liabilities and equity instruments

Classification as debt or equity

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

Repurchase of the Company's own equity instruments is recognized and deducted directly in equity. No gain or loss is recognized in statement of profit and loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

However, financial liabilities that arise when a transfer of a financial asset does not qualify for derecognition or when the continuing involvement approach applies, financial guarantee contracts issued by the Company, and commitments issued by the Company to provide a loan at below-market interest rate are measured in accordance with the specific accounting policies set out below.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included under 'Finance costs'.

Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contracts issued by the Company are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

- the amount of loss allowance determined in accordance with impairment requirements of Ind AS 109; and
- the amount initially recognized less, when appropriate, the cumulative amount of income recognized.

Foreign exchange gains and losses on financial liabilities

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains are determined based on the amortised cost of the instruments and are recognized in "Other income" and losses are recognised in "Finance Cost" to the extent it is related to borrowings.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognized in standalone statement of profit and loss.

(xvii) Cash flow statements

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

Cash flows from operating activities are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow from operating, investing and financing activities of the Company are segregated based on the available information.

(xviii) Earnings per share

Basic earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number

of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

(xix) Operating cycle

Based on the nature of services / activities of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

2(b) Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described above, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

a. Share based payments

The entity initially measures the cost of equity settled transactions with employees using the Black Scholes model to determine the fair value of the options granted. Estimating the fair value of the share options granted require determination of the most appropriate valuation model, which is dependent on the terms and conditions of the grant. This estimate also requires determination of the most appropriate inputs to the valuation model including the expected life of the share option, volatility and dividend yield and making assumptions about them. The assumptions and models used for estimating the fair value for the share based payment transactions are disclosed in Note 24.

b. Defined benefit plans (gratuity)

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date. Further details about the gratuity obligation are disclosed in Note 45.

c. Customer unexercised rights

The Company considers the expected Customers unexercised rights, while determining the effective membership period over which the membership fee needs to be recognised. This customer unexercised right is computed based on past trend of utilisation of membership by the customer.

d. Fair valuation of Freehold land

Freehold land is measured at Fair value based on valuations by external independent valuers using the market approach at sufficient intervals between 3-5 years to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of the reporting period.

e. Intangible assets under development

The Company capitalizes intangibles under development in accordance with the accounting policy. Initial capitalization of costs is based on management's judgement that technological and economic feasibility is confirmed.

f. Estimation towards revenue deferred due to uncertainty of collection

The quantum of revenue deferred due to uncertainty of collection is computed based on past trends of year-wise cancellation of memberships and considering factors impacting future collections.

g. Litigation for taxation matters

The Company is subject to tax litigation, the outcome of which is subject to many uncertainties inherent in litigation such as interpretation of legislation, outcome of appeals etc. Litigation provisions are reviewed at each accounting period and revisions made for the change in facts and circumstances.

h. Significant financing component

Given the nature of vacation ownership business, the Company has determined that membership fee does not include a significant financing component. Where the payment is received in installments, the Company charges appropriate interest to the members.

i. Leases

The Company makes an assessment on the expected lease term on a lease-by lease basis as per the contract period. Further, discount rate is based on the incremental borrowing rate of the company at the time of commencement of lease.

3 Recent pronouncements:

The Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. During the current year, MCA notified amendments to Ind AS 1 relating to the classification of liabilities, as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. Amendments to Ind AS 12 relating to International Tax Reform – Pillar Two Model Rules, the amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively. Amendments to Ind AS 21 relating to the determination of exchange rates where currencies are subject to a lack of exchangeability. The adoption of these amendments did not have a material impact on the financial position, financial performance, or cash flows of the Company for the year ended March 31, 2026.

Standards issued but not yet effective

Ind AS 1 - Presentation of Financial Statements - If a covenant breach occurs on or before the reporting date and the liability becomes payable on demand, it must be classified as current, even if the lender subsequently agrees not to demand repayment. The Company does not have any long-term borrowing with covenants attached and hence the above amendments will not have any impact on the Company.

All amounts are in ₹ Lakhs unless otherwise stated

Note No. 4 - Property Plant and Equipment

Description of Assets	**Land - Freehold**	**Buildings - Freehold**	**Buildings - Leasehold**	**Plant and Equipment**	**Office Equipment**	**Furniture and Fixtures**	**Vehicles**	**Total**
I. Gross Block								
Balance as at April 01, 2025	**1,39,030.74**	**97,678.33**	**219.50**	**39,504.95**	**3,899.12**	**28,442.57**	**1,609.43**	**3,10,384.64**
Additions (Refer Note no 52)	**2,358.80**	**12,517.19**	**1,569.83**	**11,001.50**	**1,800.72**	**5,840.73**	**888.17**	**35,976.94**
Disposals	**–**	**(12.64)**	**–**	**(1,219.42)**	**(177.72)**	**(374.66)**	**(63.73)**	**(1,848.17)**
Balance as at March 31, 2026	**1,41,389.54**	**1,10,182.88**	**1,789.33**	**49,287.03**	**5,522.12**	**33,908.64**	**2,433.87**	**3,44,513.41**
II. Accumulated depreciation								
Balance as at April 01, 2025	**–**	**18,704.88**	**169.59**	**25,664.01**	**3,222.58**	**19,908.59**	**1,102.22**	**68,771.87**
Depreciation for the year	**–**	**1,910.03**	**81.11**	**3,425.11**	**487.15**	**2,552.53**	**164.23**	**8,620.16**
Eliminated on disposal of assets	**–**	**(12.29)**	**–**	**(1,137.33)**	**(160.81)**	**(345.63)**	**(54.33)**	**(1,710.39)**
Balance as at March 31, 2026	**–**	**20,602.62**	**250.70**	**27,951.79**	**3,548.92**	**22,115.49**	**1,212.12**	**75,681.64**
Net block (I-II)								
Balance as at March 31, 2026	**1,41,389.54**	**89,580.26**	**1,538.63**	**21,335.24**	**1,973.20**	**11,793.15**	**1,221.75**	**2,68,831.77**
Balance as at March 31, 2025	**1,39,030.74**	**78,973.45**	**49.91**	**13,840.94**	**676.54**	**8,533.98**	**507.21**	**2,41,612.77**

Description of Assets	Land - Freehold	Buildings - Freehold	Buildings - Leasehold	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
I. Gross Block								
Balance as at April 01, 2024	1,27,625.80	94,035.27	179.57	37,385.84	3,837.37	26,439.62	1,520.82	2,91,024.29
Additions (Refer Note No. 52)	202.85	3,643.06	39.93	3,072.15	180.64	2,204.93	156.99	9,500.55
Revaluation	11,202.09	–	–	–	–	–	–	11,202.09
Disposals	–	–	–	(953.04)	(118.89)	(201.98)	(68.38)	(1,342.29)
Balance as at March 31, 2025	1,39,030.74	97,678.33	219.50	39,504.95	3,899.12	28,442.57	1,609.43	3,10,384.64
II. Accumulated depreciation								
Balance as at April 01, 2024	–	17,031.14	161.18	23,632.16	3,041.41	17,986.35	1,045.14	62,897.38
Depreciation for the year	–	1,673.74	8.41	2,958.70	298.80	2,105.48	123.35	7,168.48
Eliminated on disposal of assets	–	–	–	(926.85)	(117.63)	(183.24)	(66.27)	(1,293.99)
Balance as at March 31, 2025	–	18,704.88	169.59	25,664.01	3,222.58	19,908.59	1,102.22	68,771.87
Net block (I-II)								
Balance as at March 31, 2025	1,39,030.74	78,973.45	49.91	13,840.94	676.54	8,533.98	507.21	2,41,612.77
Balance as at April 01, 2024	1,27,625.80	77,004.13	18.39	13,753.68	795.96	8,453.27	475.68	2,28,126.91

During the previous year, the company in accordance with its accounting policy of measurement of freehold land at fair value, based on periodic valuation done by external independent registered valuer using market approach, has recognised a gain of ₹ 11,202.09 Lakhs in the standalone financial statements.

All amounts are in ₹ Lakhs unless otherwise stated

Details of Title deeds of Immovable Properties not held in name of the Company

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value as at March 31, 2026	Gross carrying value as at March 31, 2025	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/ director or employee of promoter/ director	Property held since which date	Reason for not being held in the name of the company
Freehold land	Manali - Resort	1,243.05	1,243.05	Competent Hotels Private Limited - Manali	No	Merger date February 09, 2016 effective from April 01, 2015	Received on merger of the erstwhile Companies. Company has submitted relevant documents with necessary charges & fees and awaiting closure from the respective government authorities.
Freehold land	Jaisalmer Divine - Resort	1,944.00	1,944.00	Divine Heritage Hotels Private Limited - Jaisalmer	No	Merger date February 29, 2016 effective from April 01, 2015	Received on merger of the erstwhile Companies. Company has submitted relevant documents with necessary charges & fees and awaiting closure from the respective government authorities.
Building	Manali - Resort	629.19	629.19	Competent Hotels Private Limited - Manali	No	Merger date February 09, 2016 effective from April 01, 2015	Received on merger of the erstwhile Companies. Company has submitted relevant documents with necessary charges & fees and awaiting closure from the respective government authorities.
Building	Jaisalmer Divine - Resort	1,211.15	1,211.15	Divine Heritage Hotels Private Limited - Jaisalmer	No	Merger date February 29, 2016 effective from April 01, 2015	Received on merger of the erstwhile Companies. Company has submitted relevant documents with necessary charges & fees and awaiting closure from the respective government authorities.

Note No. 5 - Right of use asset

Description of Assets	**Amount**
I. Gross Block	
Balance as at April 01, 2025	92,754.32
Additions	32,243.65
Deletions	(5,606.53)
Balance as at March 31, 2026	**1,19,391.44**
II. Accumulated depreciation	
Balance as at April 01, 2025	37,493.26
Depreciation expense for the year	9,758.88
Eliminated on disposal of assets	(3,989.48)
Balance as at March 31, 2026	**43,262.66**
Net block (I-II)	
Balance as at March 31, 2026 (refer Note no. 54)	76,128.78
Balance as at March 31, 2025	55,261.06
Pertains to lease of resorts and office properties	

Description of Assets	Amount
I. Gross Block	
Balance as at April 01, 2024	68,187.75
Additions	25,625.06
Deletions	(1,058.49)
Balance as at March 31, 2025	92,754.32
II. Accumulated depreciation	
Balance as at April 01, 2024	28,117.83
Depreciation expense for the year	9,808.07
Eliminated on disposal of assets	(432.64)
Balance as at March 31, 2025	37,493.26
Net block (I-II)	
Balance as at March 31, 2025 (Refer Note No. 54)	55,261.06
Balance as at April 01, 2024	40,069.92
Pertains to lease of resorts and office properties	

All amounts are in ₹ Lakhs unless otherwise stated

Note No. 6 - Other Intangible Assets

Description of Assets	**Amount**
I. Gross Block	
Balance as at April 01, 2025	10,984.52
Additions	2,332.38
Disposals	(35.18)
Balance as at March 31, 2026	**13,281.72**
II. Accumulated amortization	
Balance as at April 01, 2025	10,291.73
Amortisation expense for the year	945.71
Eliminated on disposal of assets	(35.02)
Balance as at March 31, 2026	**11,202.42**
Net block (I-II)	
Balance as at March 31, 2026	**2,079.30**
Balance as at March 31, 2025	692.79

Description of Assets	Amount
I. Gross Block	
Balance as at April 01, 2024	10,545.15
Additions	482.53
Disposals	(43.16)
Balance as at March 31, 2025	10,984.52
II. Accumulated amortization	
Balance as at April 01, 2024	9,515.37
Amortisation expense for the year	819.52
Eliminated on disposal of assets	(43.16)
Balance as at March 31, 2025	10,291.73
Net block (I-II)	
Balance as at March 31, 2025	692.79
Balance as at April 01, 2024	1,029.78

Note No. 7 - Non-Current Investments (Refer Note no. 52)

Particulars	**Face value**	**Currency**	**As at March 31, 2026**		As at March 31, 2025		As at April 01, 2024	
			Quantity	**Amount**	Quantity	Amount	Quantity	Amount
Unquoted Investments at Cost (fully paid)								
In Equity Instruments of Subsidiaries								
Heritage Bird (M) Sdn. Bhd.	1	MYR	**3,00,002**	**40.27**	3,00,002	40.27	3,00,002	40.27
Mahindra Hotels and Residences India Limited	10	INR	**4,49,99,994**	**4,500.00**	4,49,99,994	4,500.00	4,49,99,994	4,500.00
Gables Promoters Private Limited	10	INR	**6,50,00,000**	**6,543.78**	6,50,00,000	6,543.78	6,50,00,000	6,543.78
MH Boutique Hospitality Limited	100	THB	**49,000**	**95.38**	49,000	95.38	49,000	95.38
Infinity Hospitality Group Company Limited	100	THB	**7,34,850**	**2,681.11**	7,34,850	2,681.11	7,34,850	2,681.11
MHR Holdings (Mauritius) Limited	1	EUR	**6,76,355**	**23,369.59**	6,76,355	23,369.59	6,76,355	23,369.59
Arabian Dreams Hotel Apartments LLC	1000	AED	**147**	**52.11**	147	52.11	147	52.11
Guestline Hospitality Management and Development Services Limited	10	INR	**25,274**	**503.60**	25,274	503.60	25,152	501.08
Mahindra Holidays & Resorts Harihareshwar Limited	10	INR	**50,000**	**5.00**	50,000	5.00	50,000	5.00
				37,790.84		37,790.84		37,788.32
Less: Impairment allowance				**(23,369.59)**		–		–
				14,421.25		37,790.84		37,788.32

All amounts are in ₹ Lakhs unless otherwise stated

Particulars	Face value	Currency	As at March 31, 2026		As at March 31, 2025		As at April 01, 2024	
			Quantity	Amount	Quantity	Amount	Quantity	Amount
In Equity Instruments of Associates								
Great Rocksport Private Limited	1	INR	**6,37,263**	**1,566.01**	6,37,263	1,566.01	6,37,263	1,566.01
				1,566.01		1,566.01		1,566.01
Unquoted Investments at FVTPL (fully paid)								
In Equity Instruments of other entities								
Mahindra World City Developers Limited#	10	INR	**1**	**0.00**	1	0.00	1	0.00
				0.00		0.00		0.00
Aggregate book value of unquoted investments				**15,987.26**		39,356.85		39,354.33
Aggregate value of impairment in value of investment				**(23,369.59)**		–		–

#Amount is below the rounding off norms adopted by the company

During the year ended March 31, 2026, the Company recognised an impairment charge amounting to ₹ 23,369.59 lakhs (Previous Year March 31, 2025: NIL) on its investment in MHR Holdings (Mauritius) Limited, equivalent to the carrying value of the investment as at the reporting date.

The impairment assessment was carried out considering the adverse economic conditions prevailing in Finland, which have significantly impacted the operations of Holiday Club Resorts (HCR), a company incorporated in Finland. HCR is ultimately a wholly owned subsidiary of the Company.

Impairment was assessed using the Discounted Cash Flow (DCF) method. The inputs used in performing the impairment assessment at March 31, 2026 were as follows:

Assumptions	
Revenue Growth Rate	3.73% - 10.18%
Discount Rate	10.90%
Terminal Growth Rate	2.50%

The key assumptions in performing the impairment assessment are as follows:

Assumptions	Basis of assumptions
Discount Rate	Nominal discount rate reflects the market assessment of the risks specific to the Company and estimated based on the weighted average cost of capital.
Growth Rate	The growth rates into perpetuity used are in line with the nominal long-term average growth rates of the respective industry and country in which the entity operates and are consistent with the internal / external sources of information
Terminal Growth Rate	This is based on the market benchmark for similar company

Name of Subsidiaries	Place of Business	As at March 31, 2026 % of holding	As at March 31, 2025 % of holding	As at April 01, 2024 % of holding
Heritage Bird (M) Sdn. Bhd.	Malaysia	**100**	100	100
Mahindra Hotels and Residences India Ltd.	India	**100**	100	100
Gables Promoters Private Limited	India	**100**	100	100
MH Boutique Hospitality Limited	Thailand	**49**	49	49
Infinity Hospitality Group Company Limited	Thailand	**73.99**	73.99	73.99
MHR Holdings (Mauritius) Limited	Mauritius	**100**	100	100
Arabian Dreams Hotel Apartments LLC	UAE	**49**	49	49
Guestline Hospitality Management and Development Services Limited	India	**99.46**	99.46	98.98
Mahindra Holidays & Resorts Harihareshwar Limited	India	**100**	100	100

All amounts are in ₹ Lakhs unless otherwise stated

Note No. 8 - Non-current trade receivables

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 01, 2024
Unsecured, considered good (Refer Note no. 46)	**14,470.53**	18,768.69	22,316.63
	14,470.53	18,768.69	22,316.63

Note No. 9 - Non-current loans (Unsecured, considered good)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 01, 2024
Loans to related parties (Refer Note no. 52)	**28,517.84**	22,221.99	21,117.31
	28,517.84	22,221.99	21,117.31

Note No. 10 - Other non-current financial assets

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 01, 2024
Unsecured, considered good			
Financial assets at amortised cost			
Guarantee commission receivable	**–**	–	327.36
Bank deposit with more than 12 months	**375.74**	1,870.28	14,389.92
Security deposits	**5,771.81**	8,515.91	5,841.09
Other deposits*	**11,022.05**	64,970.72	30,512.45
	17,169.60	75,356.91	51,070.82

* out of the total amount, NIL (Previous year: ₹ 16,532.45 Lakhs) pertains to deposit with related parties (Refer Note No. 52)

Note No. 11 (a) - Deferred Tax Assets (Net)

Particulars	As at March 31, 2026	As at March 31, 2025 (Restated)^	As at April 01, 2024 (Restated)^
Tax effect of items constituting deferred tax liabilities			
Property, Plant and Equipment (excluding land)	**9,169.58**	8,569.46	8,266.63
Deferred Acquisition Cost	**5,455.16**	6,338.13	7,172.66
Fair valuation of financial assets	**2,805.95**	3,230.67	2,118.12
Receivables / Revenue derecognition	**3,707.52**	3,241.20	3,017.37
Tax effect of items constituting deferred tax assets			
Employee Benefits	**1,268.72**	922.42	390.93
Deferred Revenue	**25,024.97**	27,908.88	30,999.71
Lease Arrangements	**1,475.74**	2,214.13	1,927.63
Provisions	**159.85**	141.23	175.84
Net Deferred Tax Assets (Refer Note No. 42b)	**6,791.07**	9,807.20	12,919.33

^ Refer Note No. 60

Note No. 11 (b) - Deferred Tax Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 01, 2024
Tax effect of items constituting deferred tax liabilities			
Fair valuation of Land	**17,557.76**	17,557.76	20,313.65
Deferred tax liabilities (Refer Note No. 42b)	**17,557.76**	17,557.76	20,313.65

Note No. 12 - Other Non-Current Tax Assets

Particulars	As at March 31, 2026	As at March 31, 2025 (Restated)^	As at April 01, 2024 (Restated)^
Other Non-Current Tax Assets (Net of provisions up to the reporting date)	**16,387.28**	16,232.25	16,814.67
	16,387.28	16,232.25	16,814.67

Note No. 13 - Non-Current Deferred Acquisition Cost

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 01, 2024
Deferred Acquisition Cost (refer Note no. 2(a)(iii) and 53)	**71,650.88**	75,290.45	74,538.50
	71,650.88	75,290.45	74,538.50

Note No. 14 - Other Non-Current Assets

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 01, 2024
Capital Advances	**2,827.77**	3,274.88	2,164.29
Prepayments	**4,259.29**	467.38	643.40
Duty paid under protest	**606.36**	558.96	310.22
Balance with Government authorities (excluding income taxes)	**22.18**	812.75	919.32
	7,715.60	5,113.97	4,037.23

Note No. 15 - Inventories (At lower of cost and net realisable value)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 01, 2024
Food and beverages	**222.23**	235.64	166.73
Operating supplies	**421.24**	434.68	394.09
	643.47	670.32	560.82
Cost of food and beverages recognised as an expense during the year (Refer Note No. 40)	**5,509.75**	5,277.10	4,868.08
Cost of operating supplies recognised as an expense during the year (Refer Note No. 40)	**6,516.61**	6,671.90	5,871.73

All amounts are in ₹ Lakhs unless otherwise stated

Note No. 16 - Current Investments

Particulars	As at March 31, 2026		As at March 31, 2025		As at April 01, 2024	
	Units	**Amount**	Units	Amount	Units	Amount
Unquoted Investments at FVTPL (all fully paid) (Refer Note No. 46)						
Investments in Mutual Funds						
Axis Banking & PSU Debt Fund -Direct - Growth	**2,35,746**	**6,631.48**	2,35,746	6,265.37	2,35,746	5,784.83
Axis Strategic Bond Fund - Direct Growth	**1,34,95,955**	**4,335.14**	1,34,95,955	4,052.00	1,34,95,955	3,703.80
Bandhan Bond Fund-Short Term Plan-Direct Growth	**1,17,23,872**	**7,445.94**	1,17,23,872	7,006.42	1,17,23,872	6,439.15
ICICI Prudential Nifty SDL Sep 2027 Index Fund– Direct Growth	**5,81,92,452**	**7,524.98**	5,81,92,452	7,018.65	5,81,92,452	6,465.07
ICICI Prudential Money Market – Direct Growth	**4,690**	**18.85**	1,84,289	694.16	11,74,641	4,102.18
ICICI Prudential Arbitrage Fund - Direct Growth	**1,52,05,332**	**5,866.34**	1,52,05,332	5,496.48	67,61,891	2,264.17
ICICI Prudential Liquid fund direct growth	**5,775**	**23.54**	46,299	177.74	–	–
HDFC Liquid Fund - Direct Growth	**4,523**	**244.67**	6,188	315.19	34,882	1,654.67
HDFC Money Market Fund - Direct Growth	**–**	**–**	10,641	608.34	67,693	3,587.74
HDFC Corporate Bond Fund - Direct Growth	**–**	**–**	1,44,93,762	4,716.49	–	–
HSBC Money Market - Direct Growth	23,87,236	691.19	29,75,514	807.97	67,82,027	1,708.60
HSBC Liquid Fund - Direct Growth	**–**	**–**	–	–	70,929	1,706.54
HDFC Arbitrage Fund - Direct Growth	**1,34,36,861**	**2,841.63**	1,34,36,861	2,664.26	1,34,36,861	2,467.81
Kotak-Corporate Bond -Direct Growth	**1,74,112**	**7,105.44**	1,74,112	6,699.73	1,60,461	5,672.58
Nippon India Liquid Fund-Direct Plan Growth	**–**	**–**	6,833	433.67	33,921	2,004.40
Nippon India AAA CPSE Bond plus SDL-April 2027 (60:40) Index Fund – Direct Growth	**3,69,91,560**	**4,727.89**	3,69,91,560	4,420.75	3,69,91,560	4,089.53
Nippon India Money Market - Direct Growth	**1,410**	**62.02**	23,417	965.22	65,696	2,510.47
Nippon India Arbitrage Fund - Dir - Growth	**–**	**–**	2,00,37,713	5,649.93	2,00,37,713	5,237.08
Tata Mutual Fund - Corporate Bond Fund - Direct Growth	**–**	**–**	2,26,64,963	2,801.96	1,06,25,948	1,205.36
Tata Mutual Fund - Arbitrage Fund- Direct Growth	**29,72,481**	**471.83**	29,72,481	441.13	29,72,481	408.19
Kotak Arbitrage Fund - Direct Growth	–	–	87,44,339	3,441.13	–	–
UTI Money Market - Direct Growth	–	–	–	–	1,08,705	3,082.41
UTI Liquid Cash Plan - Direct Growth	**–**	**–**	–	–	23,715	938.65
Kotak Nifty AAA Bond Jun 2025 HTM Index Fund-Direct Direct Growth	**–**	**–**	47,06,267	507.29	–	–
Kotak CRISIL-IBX Financial Services 3 to 6 months Debt Index Fund-Direct Growth	**–**	**–**	69,76,627	702.30	–	–
ABSL CRISIL-IBX Financial Services 3 to 6 months Debt Index Fund-Direct Growth	**–**	**–**	4,76,48,972	4,874.50	–	–
Kotak Income Plus Arbitrage FOF	**2,83,35,452**	**3,642.07**	–	–	–	–
Nippon India Arbitrage Fund - Dir - Growth	**2,00,37,713**	**6,028.05**	–	–	–	–
HSBC Overnight Fund - Direct Growth	**–**	**–**				
ICICI Prudential Overnight Fund-Direct Growth	**481**	**6.98**				
	20,32,05,649	**57,668.04**	28,09,54,195	70,760.68	18,29,97,149	65,033.23
Quoted Investments at FVOCI (all fully paid)						
Investments in Bonds	**900**	**9,001.10**	200	2,098.46	–	–
	900	**9,001.10**	200	2,098.46	–	–
Total current investments	**20,32,06,549**	**66,669.14**	28,09,54,395	72,859.14	18,29,97,149	65,033.23

All amounts are in ₹ Lakhs unless otherwise stated

Note No. 17 - Current Trade Receivables

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
Unsecured, considered good (Refer Note No. 46)*	**1,12,445.26**	1,05,311.52	99,631.42
Unsecured, credit impaired	**3.21**	67.51	–
Less: Allowance for trade receivables	**(3.21)**	(67.51)	–
	1,12,445.26	1,05,311.52	99,631.42

* Out of the total amount, ₹ 74.78 Lakhs (Previous year: ₹ 67.93 Lakhs) pertains to receivable from related parties (Refer Note No. 52)

Note No. 18 - Cash and Cash Equivalents

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
Balances with banks on current account	**914.97**	948.42	2,625.96
Cash on hand	**77.47**	110.85	108.08
Bank deposits with original maturity of less than 3 months	**300.00**	–	–
	1,292.44	1,059.27	2,734.04

Note No. 19 - Other Bank Balances

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
Earmarked balances with banks (Unpaid Dividend)	**–**	1.05	2.40
Bank deposits with original maturity more than 3 months but less than 12 months	**5,190.43**	21,904.47	17,402.66
	5,190.43	21,905.52	17,405.06

Note No. 20 - Current Loans (unsecured, considered good)

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
Loans and advances to employees	**60.10**	47.71	69.31
	60.10	47.71	69.31

Note No. 21 - Other Current Financial Assets

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
(Unsecured, Considered good)			
Financial assets at amortised cost			
Other receivables	**4.87**	4.87	1.10
Interest accrued but not due *	**372.05**	62.88	–
Other deposits**	**70,879.60**	–	15,486.50
	71,256.52	67.75	15,487.60

* Interest accrued but not due has been shown under respective financial assets except related to Bonds.

** Out of the total amount ₹ 17,705.07 Lakhs (Previous year: NIL) pertains to deposit with related parties.(Refer Note No. 52)

Note No. 22 - Deferred Acquisition Cost

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
Deferred acquisition cost (Refer Note No. 2(a)(iii)) & 53)	**6,600.73**	6,446.22	6,154.03
	6,600.73	6,446.22	6,154.03

Note No. 23 - Other Current Assets

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
Balance with government authorities (excluding income taxes)	**5,143.57**	4,442.64	6,574.11
Prepayments	**1,315.90**	934.87	1,172.70
Advance to suppliers:			
Considered good	**2,746.55**	2,394.61	1,605.31
Considered doubtful*	**250.00**	250.00	250.00
Less: Provision for doubtful advances	**(250.00)**	(250.00)	(250.00)
Others	**13.26**	**–**	**–**
	9,219.28	7,772.12	9,352.12

* Includes advances given to related parties ₹ 250 Lakhs (Previous year: ₹ 250 Lakhs)

Note No. 24 - Equity Share Capital

Particulars	**As at March 31, 2026**		As at March 31, 2025		As at April 01, 2024	
	No. of shares	**Amount**	No. of shares	Amount	No. of shares	Amount
Authorised:						
Equity shares of ₹ 10 each with voting rights	**30,00,00,000**	**30,000.00**	30,00,00,000	30,000.00	30,00,00,000	30,000.00
Issued, Subscribed and Fully Paid:						
Equity shares of ₹ 10 each with voting rights	**20,20,43,402**	**20,204.33**	20,20,16,973	20,201.70	20,19,51,797	20,195.18

All amounts are in ₹ Lakhs unless otherwise stated

Particulars	As at March 31, 2026		As at March 31, 2025		As at April 01, 2024	
	No. of shares	**Amount**	No. of shares	Amount	No. of shares	Amount
Treasury Shares (par value)*	**(3,66,624)**	**(36.66)**	(3,75,124)	(37.52)	(4,15,124)	(41.51)
	20,16,76,778	**20,167.67**	20,16,41,849	20,164.18	20,15,36,673	20,153.67

* Treasury shares represents equity shares of ₹ 10/- each fully paid up, allotted to Mahindra Holidays & Resorts India Limited Employees' Stock Option Trust ('ESOP Trust') but not exercised by employees.

24 a) Terms / rights attached to equity shares:

i) The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. Each holder of equity share is entitled to one vote per share.

ii) Repayment of capital will be in proportion to the number of equity shares held.

24 b) Shares in the Company held by Holding Company

Name of shareholder	**No. of shares**	**% held as at March 31, 2026**	No. of shares	% held as at March 31, 2025	No. of shares	% held as at April 01, 2024
Mahindra & Mahindra Limited	**13,48,35,922**	**66.74%**	13,48,35,922	66.75%	13,48,35,922	66.77%

24 c) Shares in the Company held by Promoters

Promoter name	**Shares held by promoters at the end of the year**			% Change during the year
	Year ended	**No. of Shares**	% of Total Shares	
Mahindra & Mahindra Limited	**March 31, 2026**	**13,48,35,922**	**66.74%**	(0.01%)
Mahindra & Mahindra Limited	March 31, 2025	13,48,35,922	66.75%	

Promoter name	**Shares held by promoters at the end of the year**			% Change during the year
	Year ended	**No. of Shares**	% of Total Shares	
Mahindra & Mahindra Limited	March 31, 2025	13,48,35,922	66.75%	(0.02%)
Mahindra & Mahindra Limited	March 31, 2024	13,48,35,922	66.77%	

24 d) Details of shares held by each shareholder holding more than 5% shares:

Name of shareholder	**No. of shares**	**% held as at March 31, 2026**	No. of shares	% held as at March 31, 2025	No. of shares	% held as at April 01, 2024
Mahindra & Mahindra Limited	**13,48,35,922**	**66.74%**	13,48,35,922	66.75%	13,48,35,922	66.77%
HDFC Trustee Company Limited	**57,58,645**	**2.85%**	1,35,75,724	6.72%	1,51,22,785	7.49%

24 e) The reconciliation of the number of shares outstanding as at March 31, 2026, March 31, 2025 and April 01, 2024 is set out below:-

Particulars	**As at March 31, 2026**		As at March 31, 2025		As at April 01, 2024	
	No. of Shares	**In ₹ lakhs**	No. of Shares	In ₹ lakhs	No. of Shares	In ₹ lakhs
Number of shares at the beginning	**20,16,41,849**	**20,164.18**	20,15,36,673	20,153.67	20,06,97,048	20,069.70
Add: Shares issued on exercise of employee stock options	**34,929**	**3.49**	1,05,176	10.51	8,39,625	83.97
Number of shares at the end	**20,16,76,778**	**20,167.67**	20,16,41,849	20,164.18	20,15,36,673	20,153.67

24 f) **Equity shares movement during the 5 years preceding the balance sheet date:-**

Equity shares movement during the 5 years preceding the Balance Sheet date:- Equity shares issued as bonus, for consideration without cash : The Company after obtaining approval of shareholder's allotted 66,816,892 equity shares as fully paid up bonus shares in the proportion of 1:2, i.e. 1(one) bonus equity share of ₹ 10/- each for 2(two) fully paid up equity shares on September 13, 2021.

All amounts are in ₹ Lakhs unless otherwise stated

24 g) i) Under the Employee Stock Option Scheme ("ESOS 2006") equity shares are allotted to the ESOP Trust set up by the Company. The ESOP Trust holds these shares for the benefit of the eligible employees/directors as defined under the scheme and transfers these shares to them as per the recommendation of the remuneration committee.

ii) The Company formulated the Employee Stock Option Scheme ("ESOS 2014"), under which the Company has the option to issue and allot the shares either directly to the eligible employees/directors or through the ESOP Trust. To the extent allotted, ESOP Trust would hold these shares for the benefit of the eligible Employees/Directors as defined under the scheme and would transfer the shares to them as per the recommendation of the remuneration committee.

iii) The Company formulated the Employee Stock Option Scheme ("ESOS 2020"), under which the Company has the option to issue and allot the shares directly to the eligible employees/directors as per the recommendation of the remuneration committee.

iv) The details of the Employees' Stock Option Schemes are as under:

Type of Arrangement	ESOS 2006 - Equity settled option plan administered through Employee Stock Option Trust
	ESOS 2014 - Equity settled option plan issued directly/administered through Employee Stock Option Trust
	ESOS 2020 - Equity settled option plan issued directly
Method of Settlement	By issue of shares at Exercise Price

Particulars	Date of Grant	Original Exercise price (in ₹)	Adjusted Exercise Price upon issue of Bonus shares	Average Exercise Price (in ₹)	Vesting period (in Yrs)	No. of options granted	Contractual life	Vesting condition	No. of options exercisable in each tranche	Fair value on the date of grant
Grant I (ESOS 2006)	July 15, 2006	16.00	N.A.	6.00	5	7,59,325	6 yrs from the date of grant	refer note (a) below	Minimum of 25 and a maximum of all the options vested but not exercised till that date.	–
Grant II (ESOS 2006)	March 30, 2007	52.00	N.A.	19.50	4	1,22,235				–
Grant III (ESOS 2006)	January 11, 2007	52.00	N.A.	19.50	4	56,700				–
Grant V (ESOS 2006)	January 11, 2008	52.00	34.67	52.00	4	2,61,590				–
Grant VI (ESOS 2006)	February 21, 2012	370.00	N.A.	370.00	4	4,00,000				–
Grant VII (ESOS 2006)	February 21, 2012	323.00	143.55	215.33	4	1,86,500				129.93
Grant VIII (ESOS 2006)	January 31, 2013	323.00	143.55	215.33	4	1,30,000				94.43
Grant IX (ESOS 2006)	January 29, 2014	253.00	N.A.	253.00	4	35,000				–
Grant I (ESOS 2014)	January 22, 2015	264.00	117.33	176.00	4	6,20,000	5 yrs from the date of each vesting	25% each on expiry of 12,24,36 and 48 months from the date of grant.	refer note (b) below	97.24
Grant II (ESOS 2014)	October 27, 2015	365.00	162.22	243.33	4	1,10,000				158.85
Grant III (ESOS 2014)	February 18, 2016	370.00	164.45	246.67	4	2,00,000				126.91
Grant IV (ESOS 2014)	January 31, 2017	406.00	180.45	270.67	4	80,000				150.35
Grant V (ESOS 2014)	August 02, 2017	410.00	273.33	410.00	4	60,000				161.83
Grant VI (ESOS 2014)	May 15, 2019	234.00	156.00	234.00	4	1,45,000				82.36
Grant VII (ESOS 2014)	July 31, 2019	226.00	N.A.	226.00	4	45,000				84.92
Grant VIII (ESOS 2014)	November 04, 2019	215.00	143.33	215.00	4	60,000				85.97
Grant IX (ESOS 2014)	November 04, 2019	215.00	N.A.	215.00	4	3,00,000				85.97
Grant X (ESOS 2014)	February 01, 2020	238.00	158.67	238.00	4	3,00,000				85.97
Grant I (ESOS 2020)	October 29, 2020	10.00	N.A.	10.00	4	1,00,000	5 yrs from the date of grant	33% each on expiry of 12,24 and 36 months from the date of grant.		157.53
Grant II (ESOS 2020)	July 29, 2021	10.00	N.A.	10.00	4	58,366				311.84
Grant III (ESOS 2020)	October 22, 2021	10.00	N.A.	10.00	4	61,395				234.67
Grant IV (ESOS 2020)	November 02, 2022	10.00	N.A.	10.00	4	1,56,701				275.63
Grant V (ESOS 2020)	October 23, 2023	10.00	N.A.	10.00	4	1,28,686				400.85
Grant VI (ESOS 2020)	October 25, 2024	10.00	N.A.	10.00	4	1,72,497				358.17
Grant VII (ESOS 2020)	October 31, 2025	10.00	N.A.	10.00	3	2,24,844				322.15

Note (a) 35%,30%,15%,10% and 10% on expiry of 12,24,36,48 and 60 months from the date of grant respectively.

Note (b) Minimum of 100 and a maximum of all the options vested but not exercised till that date.

All amounts are in ₹ Lakhs unless otherwise stated

v) Summary of Stock options (including bonus shares)

Particulars	Date of Grant	Options outstanding as on April 01, 2025	Options granted during the year	Options augmented upon issue of Bonus shares	Options vested during the year	Options exercised during the year	Options lapsed during the year	Options outstanding as on March 31,2026	Options vested but not exercised	NSE Share price on Grant date (Closing)
Grant VI (ESOS 2014)	May 15, 2019	83,500	–	–	–	8,500	–	75,000	75,000	206.10
Grant IV (ESOS 2020)	November 02, 2022	17,113	–	–	12,089	7,378	3,351	6,384	6,384	275.10
Grant V (ESOS 2020)	October 23, 2023	34,988	–	–	12,955	5,865	5,116	24,007	11,047	408.60
Grant VI (ESOS 2020)	October 25, 2024	1,54,566	–	–	48,919	13,186	7,799	1,33,581	35,733	364.55
Grant VII (ESOS 2020)	October 31, 2025	–	2,24,844	–	–	–	–	2,24,844	–	328.65
Total		**2,90,167**	**2,24,844**	**–**	**73,963**	**34,929**	**16,266**	**4,63,816**	**1,28,164**	

The fair value has been calculated using the Black Scholes Options Pricing Model and the significant assumptions made in this regard are as follows:

Grant details	Grant Date	Risk free interest rate	Expected life	Expected volatility	Expected dividend yield
Grant VI & VII (ESOS 2006)	February 21, 2012	8.00%	6.00	33.00%	4.00%
Grant VIII (ESOS 2006)	January 31, 2013	7.78%	3.50	31.00%	1.38%
Grant IX (ESOS 2006)	January 29, 2014	8.81%	3.50	29.00%	1.66%
Grant I (ESOS 2014)	January 22, 2015	7.74%	3.50	29.00%	1.48%
Grant II (ESOS 2014)	October 27, 2015	7.52%	3.50	30.00%	1.01%
Grant III (ESOS 2014)	February 18, 2016	7.51%	3.50	34.00%	1.15%
Grant IV (ESOS 2014)	January 31, 2017	6.40%	3.50	35.24%	1.22%
Grant V (ESOS 2014)	August 02, 2017	6.31%	3.00	44.77%	0.42%
Grant VI (ESOS 2014)	May 15, 2019	6.83%	3.00	37.67%	0.00%
Grant VII (ESOS 2014)	July 31, 2019	6.05%	3.00	37.67%	0.00%
Grant VIII (ESOS 2014)	November 04, 2019	5.74%	3.00	37.67%	0.00%
Grant IX (ESOS 2014)	November 04, 2019	5.74%	3.00	37.67%	0.00%
Grant X (ESOS 2014)	February 01, 2020	5.74%	3.00	37.67%	0.00%
Grant I (ESOS 2020)	October 29, 2020	4.63%	3.00	37.88%	0.00%
Grant II (ESOS 2020)	July 29, 2021	5.25%	3.50	39.27%	0.00%
Grant III (ESOS 2020)	October 22, 2021	5.19%	3.50	39.13%	0.00%
Grant IV (ESOS 2020)	November 02, 2022	7.16%	3.51	42.52%	0.00%
Grant V (ESOS 2020)	October 23, 2023	7.28%	3.51	39.81%	0.00%
Grant VI (ESOS 2020)	October 25, 2024	6.59%	3.00	36.20%	0.00%
Grant VII (ESOS 2020)	October 31, 2025	5.93%	3.00	33.52%	0.00%

Note No. 25 - Other Equity

Particulars	As at March 31, 2026	As at March 31, 2025 (Restated)^	As at April 01, 2024 (Restated)^
General reserve	**10,664.01**	10,382.55	10,381.68
Securities premium	**8,038.52**	6,301.77	6,077.31
Share options outstanding account	**684.78**	2,257.68	2,239.24
Retained earnings	**1,22,813.49**	1,22,358.45	1,02,310.02
Capital reserve	**44.75**	44.75	44.75
Capital redemption reserve	**145.80**	145.80	145.80
Reserves & Surplus	**1,42,391.35**	1,41,491.00	1,21,198.80
Revaluation Reserve	**99,884.36**	99,884.36	85,927.42
Other Comprehensive Income	**(390.88)**	(340.43)	(274.70)
Transition Difference	**(1,40,272.59)**	(1,40,272.59)	(1,40,272.59)
	1,01,612.24	1,00,762.34	66,578.93

Notes :

a) **General reserve:** The general reserve is used from time to time to transfer net profits from retained earnings for appropriation purposes.

b) **Securities Premium:** Securities premium is credited when shares are issued at premium. It is utilised in accordance with the provisions of the Act, to issue bonus shares, write-off equity related expenses like share issue expenses, etc.

c) **Share Option Outstanding Account**: The Company has share option schemes under which options to subscribe the shares of the Company

^ Refer Note No. 60

All amounts are in ₹ Lakhs unless otherwise stated

have been granted to certain eligible employees. The share-based payment reserve is used to recognise the value of equity-settled share-based payments provided to employees, including key management personnel, as part of their remuneration.

d) **Capital Reserve**: Capital Reserves are mainly the reserves created during business combination for the gain on bargain purchase and common control mergers. It is not available for distribution as dividend.

e) **Capital Redemption Reserve**: The capital redemption reserve is used towards issue of fully paid bonus shares of the Company.

f) **Revaluation Reserve**: The revaluation reserve is credited on account of revaluation of freehold land. It is not available for distribution as dividend.

g) **Transition Difference**: The Cumulative effect of applying Ind AS 115 Revenue from Contract with Customers, Ind AS 116 Leases (net of deferred tax) is recognised as an adjustment to other equity, by seperately disclosing it in Transition Difference. Subsequent impact of unwinding of transition adjustments of Ind AS 115 and Ind AS 116 is included in retained earnings.

Note No. 26 - Non-Current Lease Liabilities (At amortised cost)

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
Lease liabilities (Refer Note No. 54)	**75,804.38**	53,188.89	35,899.92
	75,804.38	53,188.89	35,899.92

Note No. 27 - Other Non-Current Financial Liabilities (At Amortised cost)

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
Retention money	**2,785.19**	2,269.87	500.98
	2,785.19	2,269.87	500.98

Note No. 28 - Non-Current Provisions

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
Provision for employee benefits (Refer Note No. 45)			
- Gratuity	**1,098.53**	–	–
- Compensated absences	**1,227.85**	1,039.83	951.59
	2,326.38	1,039.83	951.59

Note No. 29 - Other Non-Current Liabilities - Contract Liability - Deferred Revenue

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
Contract liability - Deferred Revenue - Vacation ownership* (Refer Note No. 53)	**4,98,648.18**	4,97,062.80	4,87,776.50
	4,98,648.18	4,97,062.80	4,87,776.50

*Includes other benefits extended to members.

Note No. 30 - Current Lease Liabilities

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
Lease liabilities (Refer Note No. 54)	**6,187.84**	6,056.00	7,203.08
	6,187.84	6,056.00	7,203.08

Note No. 31 - Trade Payables

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
Total outstanding dues of micro enterprises and small enterprises (Refer Note No. 50)*	**1,116.44**	145.19	122.81
Total outstanding dues of creditors other than micro enterprises and small enterprises**	**16,071.77**	22,068.13	22,828.28
	17,188.21	22,213.32	22,951.09

*Micro enterprises and small enterprises have been identified on the basis of the information available with the company.

**Out of the total amount, ₹ 947.26 Lakhs (Previous year: ₹ 1,506.03 Lakhs) pertains to payable to related parties. (Refer Note No. 52)

Note No. 32 - Other Current Financial Liabilities

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
Creditors for capital supplies/services other than micro enterprises and small enterprises	**1,173.77**	1,506.72	1,776.09
Creditors for capital supplies/services of micro enterprises and small enterprises (Refer Note No. 50)*	**530.85**	-	-
Guarantee liability	**-**	-	327.36
Commission payable to non-whole time directors (Refer Note No. 52)	**103.95**	122.10	164.74
Unpaid Dividends **	**-**	1.05	2.40
Employee benefits payable	**5,408.21**	5,077.61	4,782.94
Other payables	**392.70**	1,477.90	1,270.21
	7,609.48	8,185.38	8,323.74

* Micro enterprises and small enterprises have been identified on the basis of the information available with the company.

** There are no amounts due and outstanding to be transferred to Investor Education and Protection Fund as at March 31, 2026

Note No. 33 - Current provisions

Particulars	**As at March 31, 2026**	As at March 31, 2025	As at April 01, 2024
Provision for employee benefits			
- Gratuity	**–**	226.56	8.74
- Compensated absences	**707.99**	625.93	601.79
	707.99	852.49	610.53

All amounts are in ₹ Lakhs unless otherwise stated

Note No. 34 - Other Current Liabilities - Contract Liability - Deferred Revenue

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 01, 2024
Contract liability - Deferred revenue - Vacation ownership* (Refer Note No. 53)	**57,292.25**	55,580.89	52,184.88
Contract liability - Deferred revenue - Annual subscription fee (Refer Note No. 53)	**21,926.94**	20,959.40	19,567.28
	79,219.19	76,540.29	71,752.16

* Includes other benefits extended to members.

Note No. 35 - Other Current Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025 (Restated)^	As at April 01, 2024 (Restated)^
Taxes (excluding income taxes) and other Statutory dues	**2,523.08**	2,753.51	3,591.22
	2,523.08	2,753.51	3,591.22

Note No. 36 - Revenue from Operations

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Revenue from contract with customers (Refer Note No. 53)		
Vacation Ownership Income	**51,525.78**	53,118.55
Income from resorts :		
Room rentals	**11,278.94**	7,997.68
Food and beverages	**22,634.82**	21,407.25
Wine and liquor	**981.24**	981.80
Others	**5,668.73**	5,682.66
Annual subscription fee	**43,304.47**	40,514.38
	1,35,393.98	1,29,702.32
Other operating revenue (Refer Note No. 53)		
Interest income on instalment sales	**8,114.97**	7,358.63
Miscellaneous income	**3,414.28**	2,968.95
	11,529.25	10,327.58
	1,46,923.23	1,40,029.90

Note No. 37 - Other Income

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest income on financial assets at amortised cost		
On deposits with bank	**685.34**	2,273.08
On other deposits (Refer Note No. 52)	**6,238.49**	3,644.54
On loans/deposits with related parties (Refer Note No. 52)	**1,859.76**	1,509.23
Others	**357.97**	320.75
Net foreign exchange gain	**569.53**	410.10
Net gain arising on financial assets designated as at FVTPL	**4,348.40**	5,867.82
Gain due to change in lease arrangements	**268.53**	106.98
Others (Refer Note No. 52)	**75.82**	328.62
	14,403.84	**14,461.12**

^ Refer Note No. 60

Note No. 38 - Employee Benefits Expense

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Salaries and wages, including bonus	**34,979.82**	34,923.99
Contribution to provident and other funds (Refer Note No. 45)	**2,002.64**	2,014.32
Equity-settled share-based payments *(Refer Note No. 24)	**647.31**	51.55
Staff welfare expenses	**2,663.70**	2,909.52
	40,293.47	39,899.38

* Includes ₹ 214.38 Lakhs (Previous year: ₹ 51.55 Lakhs) pertains to cross charge from related parties (Refer Note No. 52)

Note No. 39 - Finance Costs

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest on lease liabilities (Refer Note No. 54)	**5,765.21**	4,415.47
Interest expenses on income tax (Refer Note No. 60)	**794.93**	–
Interest on short-term borrowings	**0.14**	0.96
	6,560.28	4,416.43

Note No. 40 - Other Expenses

Particulars	Year ended March 31, 2026		Year ended March 31, 2025	
Cost of food and beverages consumed				
Opening stock	**235.64**		166.73	
Add: Purchases	**5,496.34**		5,346.01	
Less: Closing stock	**222.23**		235.64	
		5,509.75		5,277.10
Operating supplies		**6,516.61**		6,671.90
Power & Fuel		**5,194.01**		5,067.37
Rent including lease rentals (refer Note no. 54)		**10,296.19**		11,042.84
Rates and taxes		**2,207.17**		2,095.78
Insurance		**600.59**		644.75

All amounts are in ₹ Lakhs unless otherwise stated

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Repairs and maintenance		
Buildings and resorts	**797.59**	983.60
Plant & equipment	**985.55**	921.63
Others	**2,545.02**	2,574.76
Advertisement and Sales promotion	**7,075.18**	11,877.57
Travelling and Conveyance	**2,866.13**	2,434.44
Commission and other customer offers	**2,971.83**	3,791.59
Provision for doubtful trade receivables and bad debts written off	**15.00**	398.23
Auditors remuneration and out-of-pocket expenses		
For Statutory audit	**121.60**	103.73
For Other services	**2.00**	1.25
For reimbursement of expenses	**17.26**	13.52
Director's fees	**45.80**	51.60
Commission to non whole time director's	**103.95**	122.10
Legal and other professional costs	**4,797.93**	4,025.12
Communication charges	**722.37**	801.88
Software charges	**710.61**	432.39
Service charges	**3,182.11**	2,318.36
Bank charges	**1,329.55**	670.51
Corporate Social Responsibility (CSR) expenditure (Refer Note No. 48)	**475.36**	425.69
Loss on sale of property, plant and equipment (net)	**45.56**	33.74
Miscellaneous expenses	**2,631.34**	2,639.66
	61,766.06	65,421.11

Note No. 41 - Exceptional item

An item of income or expense which by its size, type or incidence requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and the same is disclosed in standalone statement of profit and loss and in the notes forming part of the standalone financial statements.

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Impact of new Labour Codes*	**1,090.65**	–
Impairment allowance (Refer Note No. 7)	**23,369.59**	–
	24,460.24	–

* On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively new Labour Codes) - consolidating 29 existing labour laws. In accordance with the new Labour Codes, the Company has estimated the incremental charge on retiral benefits to be ₹ 1,090.65 Lakhs which has been presented under Exceptional Items· in the standalone financial results. The Company continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications / additional guidance from authorities and will continue to assess the accounting implications, basis such developments / guidance.

^ Refer Note No. 60

Note No. 42 - Current Tax and Deferred Tax

(a) Income Tax recognised in statement of profit and loss

Particulars	Year ended March 31, 2026	Year ended March 31, 2025 (Restated)^
Current Tax:		
In respect of current year	**5,496.20**	3,775.35
Tax expense/ credit for prior years	**(62.06)**	**–**
Deferred Tax:		
In respect of current year origination and reversal of temporary differences	**3,033.09**	3,134.24
Total income tax expense	**8,467.23**	6,909.59

(b) Income tax recognised in other comprehensive income

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Deferred Tax		
Remeasurement of defined benefit obligations and freehold land revaluation	**11.26**	2,788.41
Net fair value gain on investments in debt instruments at FVTOCI	**5.71**	(10.40)
	16.97	2,778.01
Classification of income tax recognised in other comprehensive income		
Income taxes related to items that will not be reclassified to statement of profit or loss	**11.26**	2,788.41
Income taxes related to items that may be reclassified to statement of profit or loss	**5.71**	(10.40)
	16.97	2,778.01

(c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Profit before tax	**8,922.27**	26,958.02
Income tax expense calculated at 25.168%	**2,245.57**	6,784.80
Income tax expense on Income taxed at different rate	**(8.38)**	–
Effect of expenses that is non-deductible in determining taxable profit	**6,292.10**	**124.79**
Effect of net additional / (reversal) of provision in respect of prior years	**(62.06)**	–
Income tax expense recognised in statement of profit and loss	**8,467.23**	6,909.59

The tax rate used for the March 31, 2026 and March 31, 2025 reconciliations above is at the corporate tax rate plus surcharges and cess at applicable rate of 25.168% payable by Company on taxable profits under Indian Income Tax Laws.

All amounts are in ₹ Lakhs unless otherwise stated

(d) Movement in deferred tax balances

Particulars	Year ended March 31, 2026			
	Opening balance	**Recognised in profit and loss**	**Recognised in other comprehensive income**	**Closing balance**
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment	**(26,127.22)**	**(600.12)**	**–**	**(26,727.34)**
Deferred cost	**(6,338.13)**	**882.97**	**–**	**(5,455.16)**
Fair valuation of financial assets	**(3,230.67)**	**419.01**	**5.71**	**(2,805.95)**
Receivables / Revenue derecognition	**(3,241.20)**	**(466.33)**	**–**	**(3,707.53)**
	(38,937.21)	**235.55**	**5.71**	**(38,695.98)**
Tax effect of items constituting deferred tax assets				
Employee benefits	**922.42**	**335.04**	**11.26**	**1,268.72**
Deferred revenue	**27,908.88**	**(2,883.91)**	**–**	**25,024.97**
Provisions	**141.23**	**18.64**	**–**	**159.87**
Lease arrangements	**2,214.14**	**(738.40)**	**–**	**1,475.74**
	31,186.66	**(3,268.63)**	**11.26**	**27,929.29**
Net Deferred tax assets / (liabilities)	**(7,750.55)**	**(3,033.09)**	**16.97**	**(10,766.69)**

Particulars	Year ended March 31, 2025 (Restated) ^			
	Opening balance	Recognised in profit and loss	Recognised in other comprehensive income	Closing balance
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment	(28,580.28)	(302.85)	2,755.91	(26,127.22)
Deferred cost	(7,172.66)	834.53	–	(6,338.13)
Fair valuation of financial assets	(2,118.12)	(1,102.15)	(10.40)	(3,230.67)
Receivables / Revenue derecognition*	(3,017.37)	(223.83)	–	(3,241.20)
	(40,888.43)	(794.30)	2,745.51	(38,937.22)
Tax effect of items constituting deferred tax assets				
Employee benefits	390.93	498.99	32.50	922.42
Deferred revenue	30,999.71	(3,090.83)	–	27,908.88
Provisions	175.84	(34.61)	–	141.23
Lease arrangements	1,927.63	286.51	–	2,214.14
	33,494.11	(2,339.95)	32.50	31,186.66
Net Deferred tax assets/(liabilities)	**(7,394.32)**	**(3,134.24)**	**2,778.01**	**(7,750.56)**

* Includes impact of ₹ 2,247.50 Lakhs on account of revision of Income tax return for A.Y. 2024-25.

Note No. 43 - Earnings per Share

Basic earnings per share

Particulars	**Year ended March 31, 2026**	Year ended March 31, 2025
Profit for the year	**455.04**	20,048.43
Weighted average number of equity shares (in Lakhs)	**2,016.49**	2,015.90
Earnings per share - Basic	**0.23**	9.95

Diluted earnings per share

Particulars	**Year ended March 31, 2026**	Year ended March 31, 2025
Profit for the year	**455.04**	20,048.43
Weighted average number of equity shares (in Lakhs)	**2,018.22**	2,016.31
Earnings per share - Diluted	**0.23**	9.94

^ Refer Note No. 60

All amounts are in ₹ Lakhs unless otherwise stated

The weighted average number of ordinary shares for the purpose of diluted earnings per share reconciles to the weighted average number of ordinary shares used in the calculation of basic earnings per share as follows:

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Weighted average number of equity shares used in the calculation of Basic EPS (in Lakhs)	**2,016.49**	2,015.90
Add: Effect of ESOPs (in Lakhs)	**1.73**	0.41
Weighted average number of equity shares used in the calculation of Diluted EPS (in Lakhs)	**2,018.22**	2,016.31

Note No. 44 - Contingent liabilities and commitments

Contingent liabilities (to the extent not provided for)

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 01, 2024
(a) Income Tax matters:			
Claims against the Company not acknowledged as debt (for matters disputed by the Company)			
pertaining to Revenue Recognition (timing difference *) pending before the CIT(A)/ ITAT (Company appeal)	**44,247.71**	53,711.17	53,711.17
interest included in the above till the date of order	**12,284.07**	14,124.67	14,124.67
pertaining to other matters (mainly timing differences *), pending before the CIT(A)/ ITAT (Company appeal)	**6,528.12**	7,439.79	6,778.79
interest included in the above till the date of order	**1,371.17**	1,419.92	1,419.92
Matters decided in favour of the Company at ITAT level, (but under appeal by the Department)			
pertaining to Revenue Recognition (timing difference *) pending before the Madras High Court (Department appeal) excluding interest	**27,140.61**	27,140.61	27,140.61
(b) Service Tax matters:			
(i) Service tax demand on the enrollment of member as against service tax paid on receipt basis (timing differences *) (inclusive of penalty where quantified in demand)	**43,105.47**	43,105.47	43,105.47
(ii) Other items (inclusive of penalty where quantified in demand)	**3,366.94**	3,366.94	3,366.94
(c) Luxury Tax matters:			
In respect of certain States, the Company has received demands for payment of luxury tax for member stay at resorts as summarised below:			
Demands raised (inclusive of penalty)	**5,143.23**	5,143.23	6,790.98
(d) GST matters:			
GST demand on issues relating to output tax liability on room accommodation services availed by members (on sale of membership services) and availment of Input Tax Credit (inclusive of penalty where quantified in demand)	**7,844.11**	7,525.13	1,705.75

The Company has challenged the above demands before various appellate authorities / High Court, the outcome of which is pending.

* For matters pertaining to timing differences, if liability were to crystallise, there would be future tax benefits, except to the extent of tax rate differences and interest, if any which currently is not determinable.

Notes:

1) The above amounts are based on demands raised, which the Company is contesting with the concerned authorities. Outflows, if any, arising out of these claims would depend on the outcome of the decision of the appellate authorities and the Company's rights for future appeals. No reimbursements are expected.

2) The Company had received show cause notices from service tax authorities of ₹ 21,991.33 Lakhs. The detailed reply to the SCN and rectification application were submitted by the Company in prior financial years in response to the Order in Original from the Principal Commissioner of CGST and Central Exercise. The Pricipal Commissioner confirmed the demand amounting to ₹ 43,105.47 Lakhs including interest and penalty and the same has been disclosed as Contingent liability in above table. As the Principal Commissioner rejected rectification application without giving any opportunity for personal hearing, the Company filed Writ Application before Madras High Court and Madras High Court on March 08, 2023 accepted the Company's request to provide an opportunity for hearing and set aside the Order passed by Principal Commissioner. On March 29, 2023, the Principal Commissioner reaffirmed the Original Order dated Februrary 16, 2022 and rejected the Company's rectification application. The Company has filed a Writ Application before the Madras High Court against the said Order of Principal Commissioner. Madras High Court has passed an interim order on February 16 2026 restraining any recovery of the demand in connection with Service tax matter.

3) The Company has accounted for service tax receivable of ₹ 8.92 Lakhs (Previous year: ₹ 712.16 Lakhs) in relation to the service tax paid on ASF and Membership fee invoices for contracts which have been cancelled post GST implementation.

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 01, 2024
(e) Guarantees given for its subsidiaries:			
Amount of guarantees given (Euro)	**–**	–	770.00
Outstanding amount against guarantees (Euro)	**–**	–	690.48
Amount of guarantees given (₹) (Refer Note No. 52)	**–**	–	69,481.34
Outstanding amount against guarantees (₹) (Refer Note no. 52)	**–**	–	62,305.36

All amounts are in ₹ Lakhs unless otherwise stated

(f) Other matters under appeal (Property related)

(i) The Government of Kerala through the Sub Collector, District of Devikulam issued an Order dated July 03, 2007 cancelling the assignment of land underlying the Munnar resort and directed repossession of land on the ground that it is agricultural land and cannot be used for commercial purposes. The Company had filed an appeal before the Commissioner of Land Revenue, Trivandrum against the said Order stating that the Patta issued does not specify that the land should be used only for agricultural purpose. The Commissioner of Land Revenue, Trivandrum vide his Order dated November 22, 2007 dismissed the appeal filed by the Company and cancelled the assignment of land underlying the Munnar Resort (Total Purchase Value ₹ 605.12 Lakhs) and further directed repossession of land on the ground that it is agricultural land and cannot be used for commercial purposes. The Company had filed a writ petition before the Kerala High Court against the said Order. The writ Petition has been disposed of by an Order dated May 21, 2019. Against the said Order, the company has filed a Writ Appeal and by an order dated June 19, 2019, the Court granted an interim stay of all further proceedings. The Writ Appeal has been dismissed by a Judgement dated May 25, 2022. The Company has filed Review Petition before the Kerala High Court. Review Petition is allowed vide Order dated September 11, 2025 and the Writ Appeal and the Iterim Order passed in the Writ Appeal is revived. The Writ Appeal will now come up in due course.

(ii) With respect to certain claims of neighbouring property owners, the Company filed a suit in the Civil Court, Pune seeking inter-alia permanent injunction against them disturbing the possession of the Company's resort property at Lonavala, Maharashtra and obtained an interim stay. In another development, notwithstanding these proceedings, the neighbouring property owner obtained an order from the local Mamlatdar's Court for alleged access to his property through the resort property. The Company obtained a stay against the said order of the Mamlatdar. All matters with respect to the neighbouring property owner are currently pending before the Civil Court, Pune. Further, on account of the cancellation of the Non-Agricultural land conversion order by the Collector, Pune on the basis of complaint made by the said neighbouring owner and subsequently confirmed by the Additional Divisional Commissioner, Pune, the Company has also filed another Civil Suit at Civil Court, Pune against State of Maharashtra and Others, inter alia, seeking declaration that the proceedings and Orders in respect of cancellation of the Non-Agricultural status of the land underlying the resort property at Lonavala (Total Purchase Value ₹ 1,545.01 Lakhs) are not enforceable and also sought other reliefs. Ad-interim stay has been granted against State of Maharashtra and the Collector, Pune not to give effect to the Orders of Non-Agricultural cancellation and the matter is pending for further hearing.

(g) Other matters

The Company engaged a building contractor for construction of a resort. As the construction did not proceed as per agreed timelines the Company terminated the contract. The contractor has claimed ₹ 1,256.15 Lakhs as damages for termination of the Contract. The Company has made a counter claim of ₹ 2,003.56 Lakhs towards liquidated damages and other losses.

By an Award dated September 11, 2023 ("Award"), partially allowing the claim of the Contractor, the Company has been directed to pay an amount of ₹ 653.52 lakhs together with interest at the rate of 9 % p.a. from October 14, 2011 till the date of realisation. The Company has challenged the Award by filing a Petition before the High Court of Madras. By an interim Order dated March 25, 2024, the Hon'ble Madras High Court has, pending the disposal of the said Petition, granted a stay of the execution of the said Award, subject to the Company furnishing Bank Guarantee in favour of the Contractor for an amount of ₹ 119.12 Lakhs together with interest thereon at the rate of 9% p.a. from the date of the claim petition viz., December 14, 2011 till the date of filing the Petition viz. February 12, 2024 within a period of four weeks. The Company has complied with the order by submitting Bank Guarantee of ₹ 249.64 Lakhs to the Registry of the Madras High Court and by renewing it from time to time. Thus the stay of the execution is confirmed. The matter is pending and will come up for arguments on the petition challenging the Award, as and when listed.

(h) With respect to member complaints pending before various consumer forum and other matters: Estimated amount of claims ₹ 1,443.44 Lakhs (Previous Year: ₹ 1,282.77 Lakhs). In addition, there are claims by some members seeking certain reliefs which are not agreed by the company, the financial impact of these claims are currently not ascertainable and hence not captured in above.

(i) Capital commitment:

Particulars	As at March 31, 2026	As at March 31, 2025	As at April 01, 2024
Estimated amount of contracts remaining to be executed on Property, plant & equipment and not provided for (net of advances)	**33,132.98**	24,235.86	20,655.92

Note No. 45 - Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund and Superannuation Fund aggregating ₹ 1,531.23 Lakhs (Previous year: ₹ 1,642.16 Lakhs) has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense.

(b) Defined Benefit Plans (Gratuity)

The Company has a funded Gratuity Scheme for its employees and gratuity liability has been provided based on the actuarial valuation done at the year end. The Gratuity scheme of the Company is funded with the Life Insurance Corporation of India.

Defined benefit plans – as per actuarial valuation on March 31, 2026 and March 31, 2025:

Particulars	Funded Plan Gratuity	
	March, 2026	March, 2025
a. Expense recognised in the Statement of Profit and Loss:		
Current service cost	**324.50**	252.49
Past service cost	**907.39**	-
Net Interest cost	**32.20**	0.62
Components of defined benefit costs recognised in statement of profit and loss	**1,264.09**	253.11
b. Included in other Comprehensive Income:		
Return on plan assets, excluding amount recognised in net interest expense	**28.92**	13.57
Actuarial (Gain)/Loss on account of :		
Demographic Assumptions	**(8.74)**	(20.37)
Financial Assumptions	**(133.31)**	109.28
Experience Adjustments	**157.87**	26.68
Components of defined benefit costs recognised in other comprehensive income	**44.74**	129.16
I. Net Liability recognised in the Balance Sheet :		
1. Present value of defined benefit obligation	**2,862.41**	1,870.49
2. Fair value of plan assets	**1,763.88**	1,643.93
3. Deficit	**(1,098.53)**	(226.56)
II. Change in the obligation during the period		
Present value of defined benefit obligation at the beginning of the year	**1,870.49**	1,504.54
Expenses Recognised in the Statement of Profit and Loss		
– Current Service Cost	**324.50**	252.49

All amounts are in ₹ Lakhs unless otherwise stated

Particulars	Funded Plan Gratuity	
	March, 2026	March, 2025
– Interest Expense	**133.50**	107.50
– Past Service Cost	**907.39**	-
Recognised in Other Comprehensive Income		
Actuarial Gain (Loss) arising from:		
Change in Demographic Assumptions	**(8.74)**	(20.37)
Financial Assumptions	**(133.31)**	109.28
Experience Adjustments	**157.87**	26.68
Benefit payments	**(442.40)**	(300.04)
Acquisition adjustment	**53.11**	190.41
Present value of defined benefit obligation for the period	**2,862.41**	1,870.49

III. Change in fair value of assets :

Fair value of plan assets at the beginning of the year	**1,643.93**	1,495.80
Expenses Recognised in the Statement of Profit and Loss		
Expected return on plan assets	**101.30**	106.87
Recognised in Other Comprehensive Income		
Remeasurement gains / (losses)		
Difference between actual and expected return on plan assets	**(28.92)**	(13.57)
Contributions by employer (including benefit payments recoverable)	**373.80**	354.87
Benefit payments	**(326.23)**	(300.04)
Fair value of plan assets at the end of the year	**1,763.88**	1,643.93

IV. Major categories of plan assets:

Deposits with Insurance companies	**1,763.88**	1,643.93

The significant actuarial assumptions (estimated for adequate coverage of the obligation on a prudent basis), are as under:

Particulars	Valuation as at	
	March 31, 2026	March 31, 2025
Discount rate(s)	**6.50%**	6.50%
Expected rate(s) of salary increase	**8.00%**	9.00%
Attrition	**18%-56%**	18%-56%
Mortality table	**IALM 2012-14**	IALM 2012-14

Weighted average duration of the defined benefit obligation - 3 years (Previous year - 3 years).

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Principal assumption		Changes in assumption	Impact on defined benefit obligation	
			Decrease in assumption	Increase in assumption
Discount rate	**2025-2026**	**0.50%**	52.56	(50.74)
	2024-2025	0.50%	33.73	(32.55)
Salary growth rate	**2025-2026**	**0.50%**	(50.28)	51.57
	2024-2025	0.50%	(31.96)	32.79
Attrition rate	**2025-2026**	**0.50%**	274.64	(158.13)
	2024-2025	0.50%	224.84	(112.28)
Mortality rate	**2025-2026**	**0.10%**	0.05	(0.05)
	2024-2025	0.10%	0.10	(0.10)

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the standalone Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to previous period.

The Company expects to contribute ₹ 1,511.87 Lakhs (Previous Year: ₹ 470.69 Lakhs) to the gratuity trust during the next financial year of 2026-27.

V. Maturity profile of defined benefit obligation:

	March 31, 2026	March 31, 2025
Within 1 year	**753.74**	575.69
1 - 2 year	**653.05**	345.49
2 - 3 year	**447.77**	334.06
3 - 4 year	**391.03**	217.42
4 - 5 year	**375.57**	181.52
> 5 years	**1,105.05**	545.92

Plan Assets

The fair value of Company's pension plan asset as of March 31, 2026 and March 31, 2025 by category are as follows:

Particulars	**March 31, 2026**	March 31, 2025
Asset category:		
Contributions placed with Insurance companies	**1,763.88**	1,643.93
	100%	100%

The weighted average duration of the defined benefit obligation as at March 31, 2026 is 3 years (Previous year: 3 years)

VI. Experience Adjustments:

Particulars	Year Ended				
	March 31, 2026	March 31, 2025	March 31, 2024	March 31, 2023	March 31, 2022
	Gratuity				
Defined Benefit Obligation	**2,862.41**	1,870.49	1,504.54	1,211.58	1,213.55

All amounts are in ₹ Lakhs unless otherwise stated

Particulars	Year Ended March 31, 2026	March 31, 2025	March 31, 2024	March 31, 2023	March 31, 2022
	Gratuity				
Fair value of plan assets	**1,763.88**	1,643.93	1,495.80	1,182.88	992.42
Surplus/(Deficit)	**(1,098.54)**	(226.56)	(8.74)	(28.70)	(221.13)
Experience adjustment on plan liabilities [(Gain)/Loss]	**15.82**	115.59	149.26	(101.65)	69.41
Experience adjustment on plan assets [Gain/(Loss)]	**(28.92)**	(13.57)	(47.16)	15.96	(1.17)

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

(c) Other long term employee benefits (Compensated absences)

The amount recognized as an expense in respect of compensated absences is ₹ 636.67 Lakhs (Previous Year: ₹ 613.10 Lakhs).

Note No. 46 - Financial Instruments

Capital management

The Company's key objective in managing its financial structure is to maximize value for shareholders, reduce cost of capital, while at the same time ensuring that the Company has the financial flexibility required to continue its expansion. The Company manages its financial structure majorly through internal accruals and makes any necessary adjustments in light of prevailing economic conditions. In this context, the capital structure of the Company consists only of equity and lease liability is not considered as debt. Equity comprises issued share capital, reserves and retained earnings as set out in the statement of changes in equity.

Categories of financial assets and financial liabilities

Particulars	March 31, 2026 Amortised Cost	FVTPL	FVOCI	Total
Non-current assets				
Investments	**15,987.26**	**–**	**–**	**15,987.26**
Trade receivables	**14,470.53**	**–**	**–**	**14,470.53**
Loans	**28,517.84**	**–**	**–**	**28,517.84**
Other financial assets	**17,169.60**	**–**	**–**	**17,169.60**
Current assets				
Investments	**–**	**57,668.04**	**9,001.10**	**66,669.14**
Trade receivables	**1,12,445.26**	**–**	**–**	**1,12,445.26**
Cash and cash equivalents	**1,292.44**	**–**	**–**	**1,292.44**
Other bank balances	**5,190.43**	**–**	**–**	**5,190.43**
Loans	**60.10**	**–**	**–**	**60.10**
Other financial assets	**71,256.52**	**–**	**–**	**71,256.52**
Non-current liabilities				
Lease liabilities	**75,804.38**	**–**	**–**	**75,804.38**
Other financial liabilities	**2,785.19**	**–**	**–**	**2,785.19**
Current liabilities				
Lease liabilities	**6,187.84**	**–**	**–**	**6,187.84**
Trade payables	**17,188.21**	**–**	**–**	**17,188.21**
Other financial liabilities	**7,609.48**	**–**	**–**	**7,609.48**

Particulars	March 31, 2025 Amortised Cost	FVTPL	FVOCI	Total
Non-current assets				
Investments	39,356.85	–	–	39,356.85
Trade receivables	18,768.69	–	–	18,768.69
Loans	22,221.99	–	–	22,221.99
Other financial assets	75,356.91	–	–	75,356.91
Current assets				
Investments	–	70,760.68	2,098.46	72,859.14
Trade receivables	1,05,311.52	–	–	1,05,311.52
Cash and cash equivalents	1,059.27	–	–	1,059.27
Other bank balances	21,905.52	–	–	21,905.52
Loans	47.71	–	–	47.71
Other financial assets	67.75	–	–	67.75
Non-current liabilities				
Lease liabilities	53,188.89	–	–	53,188.89
Other financial liabilities	2,269.87	–	–	2,269.87
Current liabilities				
Lease liabilities	6,056.00	–	–	6,056.00
Trade payables	22,213.32	–	–	22,213.32
Other financial liabilities	8,185.38	–	–	8,185.38

Particulars	April 01, 2024 Amortised Cost	FVTPL	FVOCI	Total
Non-current assets				
Investments	39,354.33	–	–	39,354.33
Trade receivables	22,316.63	–	–	22,316.63
Loans	21,117.31	–	–	21,117.31
Other financial assets	51,070.82	–	–	51,070.82
Current assets				
Investments	–	65,033.23	–	65,033.23
Trade receivables	99,631.42	–	–	99,631.42
Cash and cash equivalents	2,734.04	–	–	2,734.04
Other bank balances	17,405.06	–	–	17,405.06
Loans	69.31	–	–	69.31
Other financial assets	15,487.60	–	–	15,487.60
Non-current liabilities				
Lease liabilities	35,899.92	–	–	35,899.92
Other financial liabilities	500.98	–	–	500.98
Current liabilities				
Lease liabilities	7,203.08	–	–	7,203.08
Trade payables	22,951.09	–	–	22,951.09
Other financial liabilities	8,323.74	–	–	8,323.74

Financial Risk Management Framework

The Company has a robust business risk management process to identify, evaluate and mitigate risks impacting business of the Company. This framework seeks to create transparency, minimise adverse impact on the business objectives and enhance the Company's competitive advantage. This also defines the risk management approach across the enterprise at various levels including documentation and reporting. Risk management forms an integral part of the Company's Business Plan. The Company has adequate internal processes

All amounts are in ₹ Lakhs unless otherwise stated

to assess, monitor and manage financial risks. These risks include credit risk, liquidity risk and market risk.

Risk	Exposure primarily from	Measurement	Management
Credit risk	Trade receivables	Ageing analysis, Credit assessment	Assessment of customer credit worthiness at inception and through the credit period
Liquidity risk	Capital commitments	Cash flow forecast	Availability of committed credit lines and borrowing facilities

(i) **Credit risk management**

A significant portion of the Company's sales of Vacation Ownerships are by way of deferred payment schemes where the customer is obligated to pay the membership fee in Equated Monthly Instalments (EMIs) and the ensuing credit risk is managed by the Company in the following manner:

(a) preliminary assessment of customer credit worthiness, ensuring realisation of minimum down payment and adherence to internal KYC norms;

(b) collecting post dated instruments such as cheques, Automated Clearing House (ACH) mandates, standing credit card instructions from the customers at inception to ensure security cover.

From an accounting perspective, revenue is recognised only when it is probable that the economic benefits associated with the transaction will flow to the Company. The member is not allowed to use the benefits of membership untill the overdue amount is regularised or fully paid in that relevant period. The Company also assesses lifetime expected credit loss by using appropriate models, as prescribed by Ind AS 109, using past trends of collections and historical credit loss experience. The categorisation of the receivables into its ageing buckets for the purposes of estimating the expected loss allowance has been profiled based on the longest overdue of that member, for example, if a member has one instalment overdue for say 12 months, the entire receivable of the member is aggregated into that ageing bucket and the credit loss allowance is determined after taking into account the credits against the member under "Contract liability- Deferred Revenue - Vacation ownership fee" (Refer Note No. 29 and 34).

The allowances for credit loss and for revenue deferred at inception referred to above, carried at the end of every reporting period, are tested for adequacy and appropriately dealt with.

The credit loss allowance carried by the Company is as under:

Particulars	March 31, 2026	March 31, 2025	April 01, 2024
Carrying value of receivables (Refer Note No. 8 and 17)*	**1,26,915.79**	1,24,080.21	1,21,948.05
Credit loss allowance	**3.21**	67.51	–
Loss allowance (%)	**0.00%**	0.05%	0.00%

* Given that the Company is deferring recognition of revenue at inception, as explained above the risk of credit loss is reduced and the member is allowed to avail the benefits of membership only when all the overdue amount is regularised or fully paid in that relevant period. The amounts deferred at inception are adjusted from the carrying value of receivables (Refer Note No. 8 and 17) in the same proportion, except in cases where the allowance is directly attributable to a particular contract.

Reconciliation of credit loss allowance adjusted from Trade receivables

Particulars	Amount
Balance as at April 01, 2025	67.51
Allowance for credit loss recognised during the year	3.21
Amounts written off during the year	(54.30)
Balance as at March 31, 2026	**16.42**
Balance as at April 01, 2024	–
Allowance for credit loss recognised during the year	67.51
Amounts written off during the year	–
Balance as at March 31, 2025	67.51

	As at March 31, 2026 outstanding for following periods from due date of payment						
Particulars	**Not due**	**Less than 6 months**	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) Undisputed Trade receivables – considered good	**48,744.96**	**9,283.76**	**7,563.83**	**13,194.51**	**8,018.02**	**40,008.91**	**1,26,813.99**
(ii) Undisputed Trade Receivables – credit impaired	**–**	**–**	**–**	**–**	**3.21**	**–**	**3.21**
(iii) Disputed Trade Receivables – considered good	**–**	**–**	**15.44**	**23.88**	**8.08**	**54.40**	**101.80**
(iv) Impairment loss allowance	**–**	**–**	**–**	**–**	**(3.21)**	**–**	**(3.21)**
	48,744.96	**9,283.76**	**7,579.27**	**13,218.39**	**8,026.10**	**40,063.31**	**1,26,915.79**

	As at March 31, 2025 outstanding for following periods from due date of payment						
Particulars	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	55,169.84	11,211.77	8,224.88	10,354.37	6,249.33	32,732.00	1,23,942.19
(ii) Undisputed Trade Receivables – credit impaired	–	–	–	–	67.51	–	67.51
(iii) Disputed Trade Receivables – considered good	3.73	10.98	33.71	26.99	17.94	44.67	138.02
(iv) Impairment loss allowance	–	–	–	–	(67.51)	–	(67.51)
	55,173.57	**11,222.74**	**8,258.58**	**10,381.37**	**6,267.27**	**32,776.67**	**1,24,080.21**

All amounts are in ₹ Lakhs unless otherwise stated

Particulars	As at April 01, 2024 outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	60,106.99	10,358.43	7,457.62	9,085.67	5,658.41	29,130.42	1,21,797.54
(ii) Undisputed Trade Receivables – credit impaired	–	–	–	–	–	–	–
(iii) Disputed Trade Receivables – considered good	–	6.76	14.43	38.79	31.06	59.47	150.51
(iv) Impairment loss allowance	–	–	–	–	–	–	–
	60,106.99	**10,365.19**	**7,472.05**	**9,124.46**	**5,689.47**	**29,189.89**	**1,21,948.05**

Additional disclosure of trade receivables

Particulars	**As at March 31, 2026 outstanding for following periods from due date of payment**						
	Not due	**Less than 6 months**	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Gross trade receivables	**48,744.96**	**9,283.76**	**7,579.27**	**13,218.39**	**8,026.10**	**40,063.31**	**1,26,915.79**
Less : Deferred revenue pertaining to above contracts restricted to total receivables in case the deferred revenue exceeds the outstanding receivable on the contract (Refer Note No. 29 and 34)	**(47,320.96)**	**(8,839.33)**	**(7,335.41)**	**(12,808.76)**	**(7,759.59)**	**(38,852.51)**	**(1,22,916.56)**
Net Balance	**1,424.00**	**444.42**	**243.86**	**409.63**	**266.52**	**1,210.80**	**3,999.23**

Particulars	As at March 31, 2025 outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Gross trade receivables	55,173.57	11,222.74	8,258.58	10,381.37	6,267.27	32,776.67	1,24,080.21
Less : Deferred revenue pertaining to above contracts restricted to total receivables in case the deferred revenue exceeds the outstanding receivable on the contract (Refer Note No. 29 and 34)	(53,680.16)	(10,814.54)	(8,062.05)	(10,110.61)	(6,086.82)	(31,839.64)	(1,20,593.82)
Net Balance	**1,493.41**	**408.20**	**196.53**	**270.76**	**180.45**	**937.03**	**3,486.39**

Particulars	As at April 01, 2024 outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
Gross trade receivables	60,106.99	10,365.19	7,472.05	9,124.46	5,689.47	29,189.89	1,21,948.05
Less : Deferred revenue pertaining to above contracts restricted to total receivables in case the deferred revenue exceeds the outstanding receivable on the contract (Refer Note No. 29 and 34)	(57,885.62)	(9,487.45)	(7,122.36)	(8,725.82)	(5,393.79)	(29,014.80)	(1,17,629.84)
Net Balance	**2,221.37**	**877.74**	**349.69**	**398.64**	**295.68**	**175.09**	**4,318.21**

All amounts are in ₹ Lakhs unless otherwise stated

(ii) Liquidity risk management

The Company manages liquidity risk by maintaining adequate reserves and banking facilities, by continuously monitoring forecast and actual cash flows and by matching the maturity profiles of financial assets and liabilities.

Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities (predominantly trade payables, retention payables, etc) with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial liabilities as at March 31, 2026				
Trade Payables	**17,188.21**	**–**	**–**	**–**
Lease Liabilities	**12,793.86**	**21,640.87**	**19,805.10**	**88,901.35**
Other Financial Liabilities	**7,609.48**	**2,785.19**	**–**	**–**
Financial guarantee contracts	**–**	**–**	**–**	**–**
Total	**37,591.55**	**24,426.06**	**19,805.10**	**88,901.35**
Non-derivative financial liabilities as at March 31, 2025				
Trade Payables	22,213.32	–	–	–
Lease Liabilities	10,764.19	16,500.04	14,786.09	54,871.32
Other Financial Liabilities	8,185.38	2,269.87	–	–
Financial guarantee contracts	–	–	–	–
Total	41,162.89	18,769.91	14,786.09	54,871.32
Non-derivative financial liabilities as at April 01, 2024				
Trade Payables	22,951.09	–	–	–
Lease Liabilities	10,416.30	13,742.08	10,050.20	29,158.15
Other Financial Liabilities	8,323.74	500.98	–	–
Financial guarantee contracts	62,305.36	–	–	–
Total	1,03,996.49	14,243.06	10,050.20	29,158.15

The Company has provided financial guarantees to its wholly owned subsidiaries. The amounts included above for financial guarantee contracts are the maximum amounts the Company could be forced to settle under the arrangement for the full guaranteed amount if that amount is claimed by the counterparty to the guarantee. Based on expectations at the end of the reporting period, the Company considers that it is more likely that such an amount will not be payable under the arrangement.

	Outstanding as at March 31, 2026				
Trade Payables	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME	**1,116.44**	**–**	**–**	**–**	**1,116.44**
(ii) Others	**2,007.74**	**1,573.38**	**2,909.82**	**761.13**	**7,252.07**
(iii) Disputed dues – MSME	**–**	**–**	**–**	**–**	**–**
(iv) Disputed dues – Others	**–**	**–**	**–**	**–**	**–**
	3,124.18	**1,573.38**	**2,909.82**	**761.13**	**8,368.51**
Accrued Expenses					**8,819.70**
Total	**3,124.18**	**1,573.38**	**2,909.82**	**761.13**	**17,188.21**

All amounts are in ₹ Lakhs unless otherwise stated

	Outstanding as at March 31, 2025				
Trade Payables	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	145.19	–	–	–	145.19
(ii) Others	5,046.48	3,230.37	2,400.64	886.46	11,563.95
(iii) Disputed dues – MSME	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–
	5,191.67	3,230.37	2,400.64	886.46	11,709.14
Accrued Expenses					**10,504.18**
Total	**5,191.67**	**3,230.37**	**2,400.64**	**886.46**	**22,213.32**

	Outstanding as at April 01, 2024				
Trade Payables	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	122.81	–	–	–	122.81
(ii) Others	7,094.75	2,610.95	2,666.50	904.91	13,277.11
(iii) Disputed dues – MSME	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–
	7,217.56	2,610.95	2,666.50	904.91	13,399.92
Accrued Expenses					**9,551.17**
Total	**7,217.56**	**2,610.95**	**2,666.50**	**904.91**	**22,951.09**

Financing arrangements

The Company had access to following undrawn borrowing facilities at the end of the reporting period:

Particulars	**March 31, 2026**	March 31, 2025	April 01, 2024
Cash credit			
– Expiring within one year	**12,000**	12,000	12,000

During the year, for borrowings from banks on the basis of security of current assets, quarterly returns or quarterly statements of current assets filed by the Company with banks are in agreement with the books of account.

(ii) Market risk management

The Company's market risk comprises solely of its foreign currency exposure which are limited and not material to the size of its operations.

Currency Risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Company's exposure to currency risk relates primarily to the Company's investing activities when transactions are denominated in a different currency from the Company's functional currency.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows.

in ₹ Lakhs

Particulars	Currency	**March 31, 2026**	March 31, 2025	April 01, 2024
Receivables	MYR	**511.34**	529.15	596.85
	EUR	**–**	–	40.61
	AED	**70.75**	41.36	2,964.41
	THB	**6,011.83**	5,223.30	5,106.20
	USD	**133.60**	124.28	231.43
	SGD	**83.00**	–	382.35
	GEL	**–**	7.64	–
	QAR	**–**	0.59	39.20
	NPR	**14.89**	14.79	14.99
	KHR	**13.95**	12.74	12.36
	VND	**58.46**	44.78	54.38
Payables	MYR	**–**	–	45.91
	GEL	**4.26**	–	–
	GBP	**–**	–	1.49
	USD	**2.26**	19.36	147.75
	SGD	**–**	–	93.05
	AED	**1.29**	37.23	3,057.91
	EUR	**0.14**	2.01	19.16
	QAR	**1.02**	16.78	50.97
	VND	**–**	–	10.44
	THB	**–**	**106.72**	**19.33**

Of the above foreign currency exposures, none of the exposures are hedged by a derivative.

Foreign Currency Sensitivity

The Company is exposed to the following currency risks - USD, AED, THB, MYR, GBP, SGD, QAR, NPR, KHR, VND and EUR - and the following table demonstrates the sensitivity.

in ₹ Lakhs

Particulars	Currency	Change in rate	Impact on profit before tax	Impact on Equity
March 31, 2026	USD	**+10%**	**13.13**	**9.83**
	USD	**-10%**	**(13.13)**	**(9.83)**
	MYR	**+10%**	**51.13**	**38.26**
	MYR	**-10%**	**(51.13)**	**(38.26)**
	EUR	**+10%**	**(0.01)**	**(0.01)**
	EUR	**-10%**	**0.01**	**0.01**
	VND	**+10%**	**5.85**	**4.37**
	VND	**-10%**	**(5.85)**	**(4.37)**
	AED	**+10%**	**6.95**	**5.20**
	AED	**-10%**	**(6.95)**	**(5.20)**
	QAR	**+10%**	**(0.10)**	**(0.08)**
	QAR	**-10%**	**0.10**	**0.08**
	SGD	**+10%**	**8.30**	**6.21**
	SGD	**-10%**	**(8.30)**	**(6.21)**
	NPR	**+10%**	**1.49**	**1.11**
	NPR	**-10%**	**(1.49)**	**(1.11)**
	KHR	**+10%**	**1.40**	**1.04**
	KHR	**-10%**	**(1.40)**	**(1.04)**

All amounts are in ₹ Lakhs unless otherwise stated

Particulars	Currency	Change in rate	Impact on profit before tax	in ₹ Lakhs Impact on Equity
	GBP	**+10%**	**–**	**–**
	GBP	**-10%**	**–**	**–**
	GEL	**+10%**	**(0.43)**	**(0.32)**
	GEL	**-10%**	**0.43**	**0.32**
	THB	**+10%**	**601.18**	**449.88**
	THB	**-10%**	**(601.18)**	**(449.88)**

Particulars	Currency	Change in rate	Impact on profit before tax	in ₹ Lakhs Impact on Equity
March 31, 2025	USD	+10%	10.49	7.85
	USD	-10%	(10.49)	(7.85)
	MYR	+10%	52.91	39.60
	MYR	-10%	(52.91)	(39.60)
	EUR	+10%	(0.20)	(0.15)
	EUR	-10%	0.20	0.15
	VND	+10%	4.48	3.35
	VND	-10%	(4.48)	(3.35)
	AED	+10%	0.41	0.31
	AED	-10%	(0.41)	(0.31)
	QAR	+10%	(1.62)	(1.21)
	QAR	-10%	1.62	1.21
	SGD	+10%	(5.26)	(3.94)
	SGD	-10%	5.26	3.94
	NPR	+10%	1.48	1.11
	NPR	-10%	(1.48)	(1.11)
	KHR	+10%	1.27	0.95
	KHR	-10%	(1.27)	(0.95)
	GBP	+10%	(0.83)	(0.62)
	GBP	-10%	0.83	0.62
	GEL	+10%	0.76	0.57
	GEL	-10%	(0.76)	(0.57)
	THB	+10%	511.66	382.88
	THB	-10%	(511.66)	(382.88)

Particulars	Currency	Change in rate	Impact on profit before tax	in ₹ Lakhs Impact on Equity
April 01, 2024	USD	+10%	8.37	6.26
	USD	-10%	(8.37)	(6.26)
	MYR	+10%	55.09	41.23
	MYR	-10%	(55.09)	(41.23)
	EUR	+10%	2.15	1.61
	EUR	-10%	(2.15)	(1.61)
	VND	+10%	4.39	3.29
	VND	-10%	(4.39)	(3.29)
	AED	+10%	(9.35)	(7.00)
	AED	-10%	9.35	7.00
	QAR	+10%	(1.18)	(0.88)
	QAR	-10%	1.18	0.88
	SGD	+10%	(3.94)	(2.95)
	SGD	-10%	3.94	2.95
	NPR	+10%	1.50	1.12
	NPR	-10%	(1.50)	(1.12)
	KHR	+10%	1.24	0.92
	KHR	-10%	(1.24)	(0.92)
	GBP	+10%	(0.62)	(0.46)
	GBP	-10%	0.62	0.46
	GEL	+10%	–	–
	GEL	-10%	–	–
	THB	+10%	508.69	380.66
	THB	-10%	(508.69)	(380.66)

Ratios

Ratio analysis	Numerator	Denominator	March 31, 2026	March 31, 2025 (Restated)^	% Variance	Reason for variance
1. Current ratio	Current Assets	Current Liabilities	2.41	1.78	36%	Impact of revised maturity profile of Inter Corporate Deposit.
2. Debt – Equity ratio	Total Debt	Shareholder's Equity	Not Applicable	Not Applicable	Not Applicable	Not Applicable
3. Debt service coverage ratio	Earnings available for debt service	Debt Service	Not Applicable	Not Applicable	Not Applicable	Not Applicable
4. Return on Equity (ROE)	Net Profits after taxes	Average Shareholder's Equity	0.37%	19.31%	-98%	Profit After Tax per share decreased due to impairment provision recognized on investment in subsidiary.
5. Inventory turnover ratio	Cost of food and beverages consumed	Average Inventory	8.39	8.57	-2%	Not Applicable
6. Trade receivables turnover ratio	Revenue from operations	Average Accounts Receivable	1.17	1.14	3%	Not Applicable
7. Trade payables turnover ratio	Purchases, Operating supplies and Rent expenses	Average Trade Payables	1.13	1.02	11%	Not Applicable
8. Net capital turnover ratio	Revenue from operations	Working Capital	0.92	1.48	-38%	Impact of increase in working capital due to reclassification of Inter Corporate Deposits to current assets, without a corresponding increase in revenue from operations.
9. Net profit ratio	Net Profits after taxes	Revenue from operations	0.00	0.14	-98%	Impact of impairment provision on investment in subsidiary
10. Return on capital employed (ROCE)	Earning before interest and taxes	Shareholder's Equity	12.71%	25.95%	-51%	Impact of impairment provision on investment in subsidiary
11. Return on investment	Investment Income	Average Investment	9.39%	7.90%	19%	Impact of interest rate changes on investment income

^ Refer Note No. 60

All amounts are in ₹ Lakhs unless otherwise stated

Note No. 47 - Fair Value Measurement

Fair Valuation Techniques and Inputs used - recurring Items

Financial assets/financial liabilities measured at Fair value	Fair value as at			Fair value hierarchy	Valuation technique(s) and key input(s)
	March 31, 2026	March 31, 2025	April 01, 2024		
Financial assets					
Investments					
Mutual fund investments	**57,668.04**	70,760.68	65,033.23	Level 1	Refer Note no. 1 below
Bonds	**9,001.10**	2,098.46	–	Level 1	Refer Note no. 2 below
Equity and preference Shares	**0.00**	0.00	0.00	Level 3	Refer Note no. 2 below
Total financial assets	**66,669.14**	72,859.14	65,033.23		

Note 1: Fair value determined using NAV.

Note 2: Fair value determined using Quoted market price.

Note 3: Fair value determined using discounted book value method

Note No. 48 - Expenditure on corporate social responsibility

Particulars	**March 31, 2026**	March 31, 2025
(i) Amount required to be spent by the Company during the year	**475.00**	420.00
(ii) Amount of expenditure incurred	**475.36**	425.69
(iii) Excess / (Shortfall) at the end of the year	**0.36**	5.69
(iv) Total of previous years shortfall	**–**	–
(v) Reason for shortfall	**Not applicable**	Not applicable
(vi) Nature of CSR activities	**Environmental Sustainability, Education & Skill Development, Healthcare, Women Empowerment etc**	Environmental Sustainability, Education & Skill Development, Healthcare, Women Empowerment etc
(vii) Details of related party transactions	**Not applicable**	Not applicable

	Year ended March 31, 2026		
Particulars	**Paid**	**Yet to be paid**	**Total**
(i) Construction/Acquisition of any asset	**–**	**–**	**–**
(ii) On purposes other than (i) above	**475.36**	**–**	**475.36**

	Year ended March 31, 2025		
Particulars	**Paid**	**Yet to be paid**	**Total**
(i) Construction/Acquisition of any asset		–	–
(ii) On purposes other than (i) above	425.69	–	425.69

Note No. 49 - Capital work in progress (CWIP), Intangibles under development and expenditure during construction pending allocation included therein:

Particulars	**As at March 31, 2026**	As at March 31, 2025
Balance as at beginning of the year	**35,564.60**	19,164.95
Additions during the current year to CWIP	**27,853.81**	23,778.36
Capitalization/Deletions during the current year from CWIP	**(31,398.80)**	(7,378.71)
Balance as at end of the year	**32,019.61**	35,564.60

	As at March 31, 2026 amount in CWIP for a period of				
CWIP	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	**18,665.72**	**8,523.05**	**1,785.57**	**3,045.27**	**32,019.61**
Projects temporarily suspended	**–**	**–**	**–**	**–**	**–**
	18,665.72	**8,523.05**	**1,785.57**	**3,045.27**	**32,019.61**

	As at March 31, 2025 amount in CWIP for a period of				
CWIP	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	21,700.13	8,063.27	2,221.11	3,580.09	35,564.60
Projects temporarily suspended	–	–	–	–	–
	21,700.13	**8,063.27**	**2,221.11**	**3,580.09**	**35,564.60**

All amounts are in ₹ Lakhs unless otherwise stated

	As at April 01, 2024 amount in CWIP for a period of				
CWIP	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	10,354.26	4,247.56	1,534.48	3,028.65	19,164.95
Projects temporarily suspended	–	–	–	–	–
	10,354.26	**4,247.56**	**1,534.48**	**3,028.65**	**19,164.95**

Note No. 49 - Capital work-in-progress (CWIP), Intangibles under development and expenditure during construction pending allocation included therein:

	As at March 31, 2026 amount for a period of				
Intangible assets under development	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	**980.75**	**155.33**	**64.25**	**10.37**	**1,210.70**
Projects temporarily suspended	**–**	**–**	**–**	**–**	**–**
	980.75	**155.33**	**64.25**	**10.37**	**1,210.70**

	As at March 31, 2025 amount for a period of				
Intangible assets under development	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	842.93	825.33	340.82	187.26	2,196.34
Projects temporarily suspended	–	–	–	–	–
	842.93	**825.33**	**340.82**	**187.26**	**2,196.34**

	As at April 01, 2024 amount for a period of				
Intangible assets under development	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	1,095.00	450.36	187.26	–	1,732.62
Projects temporarily suspended	–	–	–	–	–
	1,095.00	**450.36**	**187.26**	**–**	**1,732.62**

Expenditure during construction pending allocation included in (CWIP) above:

Particulars	**As at March 31, 2026**	As at March 31, 2025
Salaries, Wages & Bonus	**2,442.40**	1,749.08
Staff welfare expenses	**43.28**	26.17
Power & fuel	**4.63**	1.50
Rent	**4.38**	4.38
Rates & taxes	**0.96**	0.96
Repairs-others	**15.09**	14.87
Travelling	**74.51**	75.62
Consultancy charges	**665.76**	733.00
Miscellaneous	**261.04**	249.37
	3,512.04	2,854.95

Note No. 50 - Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	**As at March 31, 2026**	As at March 31, 2025
(i) Dues remaining unpaid at the end of each accounting year for Micro and Small Enterprises		
Principal	**1,647.29**	145.19
Interest on the above	**11.19**	–
(ii) Interest paid in terms of section 16 of the MSMED Act along with the amount of payment made to the supplier beyond the appointed day during the year	**–**	–
Principal paid beyond the appointed date	**520.30**	–
Interest paid in terms of section 16 of the MSMED Act	**–**	–
(iii) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**17.15**	–
(iv) Further interest due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprises	**1.49**	1.54
(v) Amount of interest accrued and remaining unpaid	**28.35**	–

Note No. 51 - Segment information

The Company is primarily engaged in the business of sale of vacation ownership and accommodation related services in India. As such, the Company operates in a single segment and there are no separate reportable segments. The same is consistent with the information reviewed by the Chief Operating Decision Maker (CODM).

Vacation Ownership and accommodation related services includes a diverse portfolio of hotels and resorts under the “Club Mahindra” an aspirational brand in the leisure hospitality industry in India.

Under vacation ownership and accommodation related services, a member is entitled to avail holidays for a prescribed period every year for different tenures in the resorts (in India and abroad) depending on the type of the membership purchased by a member. The entitlement to avail the holidays is subject to member paying the requisite membership fee, annual subscription fees, any other dues, eligibility and availability as per membership rules. Member can book and avail holiday in any resort which is available at the time of booking their holiday.

All amounts are in ₹ Lakhs unless otherwise stated

Vacation ownership resorts typically combine many of the comforts of home, such as accommodations with studio, one and two bedroom options, with resort amenities such as swimming pools, restaurants, fitness facilities and spas, as well as sports and recreation facilities appropriate for each resort's unique location.

Vacation Ownership and accommodation related services generates most of its revenues as under.

- Selling vacation ownership products —The Company sells vacation ownership products to provide holiday facilities to members for a specified period each year, over a number of years, for which membership fee is collected either in full upfront, or on a deferred payment basis. In addition to membership fee, the company earns interest income on a deferred payment option given to members for their purchase of vacation ownership products and also receives annual subscription fees from members.
- Resort operations & Ancillary services – The Company operates and manages resorts and earns revenue mainly from food and beverages, spa and other service offerings provided to resort guests (members and non-members) and room rentals from non- members.

(Also Refer Note No. 58).

Note No. 52 - Related party transactions

List of related parties

Holding Company:

1 Mahindra and Mahindra Limited

Subsidiary Companies

1 Mahindra Hotels & Residences India Limited
2 Heritage Bird (M) Sdn. Bhd.
3 Gables Promoters Private Limited
4 Mahindra Holidays & Resorts Harihareshwar Limited
5 Guestline Hospitality Management and Developement Services Limited
6 MH Boutique Hospitality Limited
7 Infinity Hospitality Group Company Limited
8 MHR Holdings (Mauritius) Limited
9 Covington S.a.r.l
10 Arabian Dreams Hotels Apartments LLC
11 Holiday Club Resorts Oy
12 Holiday Club Sweden Ab Are
13 Ownership Services Sweden Ab
14 Are Villa 3 AB
15 Holiday Club Canarias Investments S.L.U.
16 Holiday Club Canarias Sales & Marketing S.L.U.
17 Holiday Club Canarias Resort Management S.L.U.
18 Holiday Club Canarias Vacation Club SLU
19 Kiinteistö Oy Rauhan Liikekiinteistöt 1
20 Holiday Club Sport and Spa Hotels AB
21 Keskinainen Kiinteist Oy Salla Star (from July 03, 2025)
22 Mahindra Holidays & Resorts India Ltd Employee Stock Option Trust

Joint venture

1 Tropiikin Rantasauna Oy

Associate

1 Kiinteisto Oy Seniori-Saimaa
2 Great Rocksport Private Limited

Associate of Holding Company

1 Tech Mahindra Limited
2 Pininfarina S.P.A.

Joint Venture of Holding Company

1 Mahindra Manulife Investment Management Private Limited

Fellow subsidiary

1 Bristlecone India Private Limited (Formerly known as Bristlecone India Limited)
2 Mahindra & Mahindra Contech Limited
3 Mahindra Accelo Limited
4 Mahindra Agri Solutions Limited
5 Mahindra & Mahindra Financial Services Limited
6 Mahindra Defence Systems
7 Mahindra First Choice Wheels Limited
8 Mahindra Integrated Business Solutions Private Limited
9 Mahindra Lifespace Developers Limited
10 Mahindra Logistics Limited
11 Mahindra Rural Housing Finance Limited
12 Mahindra Solarize Private Limited
13 Mahindra Susten Private Limited
14 Mahindra Teqo Private Limited
15 NBS International Limited
16 Classic Legends Private Limited
17 Mahindra Insurance Brokers Limited
18. SML Mahindra Limited

Related Party of Fellow Subsidiary

1 Life Insurance Corporation

Chairman and Director of Holding Company

1 Mr. Anand Mahindra

Key Management Personnel (KMP):

	Name of KMP	Designation
1	Mr. C.P. Gurnani	Chairman
2	Mr. Diwakar Gupta	Independent Director
3	Mr. Rajat Kumar Jain	Independent Director
4	Mr. Rohit Khattar (till August 26, 2024)	Independent Director
5	Mrs. Sangeeta Talwar	Independent Director
6	Mr. Sanjeev Aga (till August 26, 2024)	Independent Director
7	Mr. Kavinder Singh (till May 15, 2024)	Managing Director and CEO
8	Mr. Manoj Bhat (from May 17, 2024)	Managing Director and CEO
9	Mr. Vimal Agarwal (from May 01, 2024)	Chief Financial Officer
10	Mr. Ramnarayan Mundra (till April 30, 2024)	Interim Chief Financial Officer
11	Mr. Dhanraj Mulki (till October 31, 2025)	Company Secretary
12	Mrs. Mansi Shashwat Laheri (from November 01, 2025)	Company Secretary

Relative of Key Management Personnel

1 Ishaan Mulki

Entities controlled / jointly controlled by KMP

1 M/s Startosphere Hub LLP
2 Upgrad Education Private Limited

A. Disclosure of Related party Transactions

All amounts are in ₹ Lakhs unless otherwise stated

Particulars		March 31, 2026	March 31, 2025
Transactions during the year:			
	Holding company		
Sale of services	Mahindra & Mahindra Limited	**153.81**	170.76
Purchases of PPE	Mahindra & Mahindra Limited	**220.30**	61.86
Purchase of services	Mahindra & Mahindra Limited	**851.12**	703.53
Usage of Trademark	Mahindra & Mahindra Limited	**1.00**	1.00
Reimbursements Paid	Mahindra & Mahindra Limited	**1,039.57**	1,009.24
Reimbursements Received	Mahindra & Mahindra Limited	**60.83**	176.80
	Subsidiary companies		
ICD, Loans & Advances given	Mahindra Hotels & Residences India Limited	**6,786.00**	1,051.52
(excluding rollover)	Mahindra Holidays & Resorts Harihareshwar Limited	**27.75**	39.00
ICD, Loans & Advances repaid	Heritage Bird (M) Sdn. Bhd.	**73.62**	101.55
	Gables Promoters Private Limited	**925.00**	–
	Mahindra Hotels & Residences India Limited	**300.00**	–
Purchase of services	Heritage Bird (M) Sdn. Bhd.	**147.11**	135.31
	Infinity Hospitality Group Company Limited	**603.54**	561.26
	Mahindra Hotels & Residences India Limited	**531.37**	551.95
	Gables Promoters Private Limited	**1,364.22**	1,569.70
	Arabian Dreams Hotels Apartments LLC	**854.31**	991.33
	Holiday Club Resorts Oy	**19.87**	–
Reimbursement of Expenses- Received	Gables Promoters Private Limited	**18.16**	71.61
	Mahindra Hotels & Residences India Limited	**462.34**	168.83
	Mahindra Holidays & Resorts Harihareshwar Limited	**2.93**	–
	Holiday Club Resorts Oy	**7.92**	3.13
Reimbursement of Expenses- Paid	Gables Promoters Private Limited	**71.68**	94.81
	Mahindra Hotels & Residences India Limited	**25.11**	36.08
Interest Income	Heritage Bird (M) Sdn. Bhd.	**21.56**	22.07
	Gables Promoters Private Limited	**535.20**	564.96
	Infinity Hospitality Group Company Limited	**169.11**	142.42
	MH Boutique Hospitality Limited	**27.14**	23.57
	Mahindra Hotels & Residences India Limited	**1,094.42**	743.68
	Mahindra Holidays & Resorts Harihareshwar Limited	**12.32**	9.98
Other income	Holiday Club Resorts Oy	**63.68**	97.46
Commission on Corporate Guarantee	MHR Holdings (Mauritius) Limited	**–**	229.00
Purchase of Equity Shares of subsidary company	**Chairman and Director of Holding Company**		
	Mr. Anand Mahindra	**–**	0.41
	Fellow Subsidiaries / Associates		
Sale of services	Mahindra Accelo Limited	**1.49**	1.40
	Mahindra Lifespace Developers Limited	**–**	12.33
	Mahindra & Mahindra Financial Services Limited	**35.51**	7.59
	Bristlecone India Private Limited (Formerly known as Bristlecone India Limited)	**–**	14.51
	Tech Mahindra Limited	**34.30**	62.78
	Mahindra Susten Private Limited	**8.98**	0.73
	Mahindra Logistics Limited	**–**	9.86
	Classic Legends Private Limited	**0.93**	18.18
	Mahindra Agri Solutions Limited	**63.83**	11.55
	SML Mahindra Limited	**1.39**	–
	Mahindra Manulife Investment Management Private Limited	**–**	0.19
	Great Rockpsort Private Limited	**8.41**	17.75
Reimbursement of Expenses- Received	Mahindra Lifespace Developers Limited	**8.88**	60.37
	Mahindra Integrated Business Solutions Private Limited	**–**	0.15
	Mahindra & Mahindra Financial Services Limited	**3.47**	0.84
	Mahindra First Choice Wheels Limited	**16.64**	55.34
	Mahindra Insurance Brokers Limited	**3.98**	–

All amounts are in ₹ Lakhs unless otherwise stated

Particulars		March 31, 2026	March 31, 2025
Transactions during the year:			
Reimbursement of Expenses- Paid	Mahindra Susten Private Limited	**1.55**	–
	Mahindra First Choice Wheels Limited	**–**	74.21
	Mahindra Lifespace Developers Limited	**8.81**	20.45
Interest Income	Mahindra Rural Housing Finance Limited	**–**	163.11
	Mahindra & Mahindra Financial Services Limited	**1,342.36**	1,191.66
Investment in Inter Corporate Deposits	Mahindra & Mahindra Financial Services Limited	**15,000.00**	1,000.00
Redemption of Inter Corporate Deposits	Mahindra Rural Housing Finance Limited	**–**	9,000.00
Purchase of Property, Plant and Equipment	Great Rockpsort Private Limited	**–**	45.35
Purchase of services	Mahindra Integrated Business Solutions Private Limited	**255.39**	197.11
	Bristlecone India Private Limited (Formerly known as Bristlecone India Limited)	**280.35**	274.62
	Mahindra Teqo Private Limited	**–**	0.28
	Mahindra & Mahindra Financial Services Limited	**122.22**	59.31
	Tech Mahindra Limited	**1,047.41**	1,025.47
	NBS International Limited	**0.63**	0.45
	Great Rockpsort Private Limited	**6.85**	–
	Life Insurance Corporation	**452.73**	–
	Pininfarina S.P.A.	**–**	118.30
Managerial remuneration*	**Key Management Personnel**		
	Mr. Kavinder Singh	**–**	354.47
	Mrs. Mansi Shashwat Laheri	**22.06**	–
	Mr. Manoj Bhat	**653.41**	400.44
	Mr. Ramnarayan Mundra	**–**	74.35
	Mr. Vimal Agarwal [Including ₹ 31.45 lakhs (Previous year ₹ 55.22 lakhs) perquisite value of Options exercised]**	**271.26**	208.81
	Mr. Dhanraj Mulki [Including ₹ 22.74 lakhs (Previous year Nil) perquisite value of Options exercised]**	**104.41**	100.85
Director's Sitting Fees	Mr. C.P. Gurnani	**11.00**	11.00
	Mr. Rohit Khattar	**–**	5.60
	Mr. Sanjeev Aga	**–**	4.40
	Mrs. Sangeeta Talwar	**9.20**	9.20
	Mr. Diwakar Gupta	**15.80**	11.60
	Mr. Rajat Kumar Jain	**9.80**	9.80
Commission to non whole time directors	Mr. C.P. Gurnani	**28.05**	28.60
	Mr. Rohit Khattar	**–**	11.08
	Mr. Sanjeev Aga	**–**	9.35
	Mrs. Sangeeta Talwar	**23.10**	23.10
	Mr. Diwakar Gupta	**30.80**	27.97
	Mr. Rajat Kumar Jain	**22.00**	22.00
Sale of Services	**Other entities under the control of the company**		
	Mr. Kavinder Singh	**–**	14.56
	Mrs. Sangeeta Talwar	**0.29**	0.72
	Mr. Manoj Bhat	**–**	10.65
	Mr. Dhanraj Mulki	**1.93**	–
	Mr. Vimal Agarwal	**1.00**	0.78
Purchase of services	**Relative of Key Management Personnel**		
	Ishaan Mulki	**3.78**	**–**
Purchase of services	**Company in which Director is interested**		
	Upgrad Education Private Limited	**104.90**	–
Sale of services	M/s Startosphere Hub LLP	**–**	9.35

All amounts are in ₹ Lakhs unless otherwise stated

Particulars		March 31, 2026	March 31, 2025
Transactions during the year:			
Balances as at:	**Holding company**		
Outstanding: Payable	Mahindra & Mahindra Limited	**336.86**	277.21
Outstanding: Receivable	Mahindra & Mahindra Limited	**56.06**	44.72
	Subsidiary companies		
Investments	Mahindra Hotels & Residences India Limited	**4,500.00**	4,500.00
	Heritage Bird (M) Sdn. Bhd.	**40.27**	40.27
	Gables Promoters Private Limited	**6,543.78**	6,543.78
	Infinity Hospitality Group Company Limited	**2,681.11**	2,681.11
	MH Boutique Hospitality Limited	**95.38**	95.38
	Arabian Dreams Hotels Apartments LLC	**52.11**	52.11
	MHR Holdings (Mauritius) Limited***	**23,369.59**	23,369.59
	Mahindra Holidays & Resorts Harihareshwar Limited	**5.00**	5.00
	Guestline Hospitality Management and Development Services Limited	**503.60**	503.60
Inter Corporate Deposits including interest accrued	Gables Promoters Private Limited	**6,007.00**	6,932.00
	MH Boutique Hospitality Limited	**801.05**	705.12
	Mahindra Hotels & Residences India Limited	**16,084.52**	9,598.52
	Infinity Hospitality Group Company Limited	**4,992.27**	4,394.43
	Heritage Bird (M) Sdn. Bhd.	**466.25**	452.92
	Mahindra Holidays & Resorts Harihareshwar Limited	**166.75**	139.00
Other Payables	Infinity Hospitality Group Company Limited	**–**	16.72
	Heritage Bird (M) Sdn. Bhd.	**–**	0.00
	Mahindra Hotels & Residences India Limited	**9.73**	2.77
	Gables Promoters Private Limited	**255.00**	812.68
Other Receivables	MHR Holdings (Mauritius) Limited	**–**	28.37
	Infinity Hospitality Group Company Limited	**0.96**	–
	Fellow Subsidiaries / Associates		
Investments	Great Rockpsort Private Limited	**1,566.01**	1,566.01
Outstanding: Payable	Tech Mahindra Limited	**179.25**	281.02
	Bristlecone India Private Limited (Formerly known as Bristlecone India Limited)	**74.64**	59.78
	Mahindra Logistics Limited	**0.07**	0.07
	Mahindra Integrated Business Solutions Private Limited	**79.11**	21.07
	NBS International Limited	**–**	0.48
	Mahindra Lifespace Developers Limited	**3.44**	–
	Mahindra & Mahindra Financial Services Limited	**2.36**	–
	Mahindra Susten Private Limited	**1.55**	–
	Great Rockpsort Private Limited	**5.26**	–
	Mahindra Solarize Private Limited	**–**	34.23
Outstanding: Receivable	Mahindra Lifespace Developers Limited	**0.00**	7.53
	Tech Mahindra Limited	**–**	10.05
	Mahindra Logistics Limited	**–**	3.14
	Great Rockpsort Private Limited	**–**	2.49
	Mahindra Susten Private Limited	**9.63**	–
	Mahindra & Mahindra Financial Services Limited	**–**	–
	Bristlecone India Private Limited (Formerly known as Bristlecone India Limited)	**9.09**	–
Other Deposits (Including accrued interest)	Mahindra & Mahindra Financial Services Limited	**17,661.92**	16,453.80
	Mahindra Rural Housing Finance Limited	**–**	–
	Other entities under the control of the company		
Balances as at :			
Outstanding: Receivable	Mahindra Holidays and Resorts India Limited Employees' Stock Option Trust	**13.26**	–

*** As the liabilities for defined benefit plans and compensated absences are provided on actuarial basis for the Company as a whole, the amounts pertaining to Key Managerial Personnel are not included.**

** Perquisites determined as per Section 17(2) of the Income Tax Act 1961 read with related rules.

*** The investment is impaired during the year (Refer Note No. 7)

All amounts are in ₹ Lakhs unless otherwise stated

Note No. 53 - Revenue from contract with customers

a) Disaggregation of revenue from contracts with customers

The Company primarily derives revenue from the sale of vacation ownership and provide holiday facilities to members over time and at a point in time as under :

Particulars	As At March 31, 2026	As At March 31, 2025
Revenue from contracts with customers		
Over time (A)		
Vacation Ownership Income	**51,525.78**	53,118.55
Annual subscription fee	**43,304.47**	40,514.38
Total A	**94,830.25**	93,632.93
At a point in time (B)		
Income From resorts:		
Room rentals	**11,278.94**	7,997.68
Food and beverages	**22,634.82**	21,407.25
Wine and liquor	**981.24**	981.80
Others	**5,668.73**	5,682.66
Total B	**40,563.73**	36,069.39
Other operating revenue (C)		
Interest income on installment sales	**8,114.97**	7,358.63
Miscellaneous income	**3,414.28**	2,968.95
Total C	**11,529.25**	10,327.58
Total Revenue from contract with customers (A + B + C)	**1,46,923.23**	1,40,029.90

b) Movement of Deferred acquisition cost and deferred contract liability

1. Movement of Deferred acquisition cost

Particulars	As At March 31, 2026	As At March 31, 2025
Opening Balance	**81,736.67**	80,692.53
(i) Additions during the year (net)	**4,536.13**	7,425.27
(ii) Amortised during the year	**(8,021.19)**	(6,381.13)
Closing Balance	**78,251.61**	81,736.67

The deferred acquisition cost relates to incremental costs of acquisition of the member that are deferred over the period of effective membership. Incremental costs are those that would not have been incurred if the contract was not obtained.

2. Movement of Deferred Contract Liability

Particulars	Year ended March 31, 2026		
	Vacation Ownership	**Annual Subscription Fee**	**Total**
Opening Balance	**5,52,643.69**	**20,959.40**	**5,73,603.09**
(i) Addition during the year (net)	**54,822.51**	**44,272.02**	**99,094.53**
(ii) Income recognised during the year	**(51,525.78)**	**(43,304.47)**	**(94,830.25)**
Closing Balance	**5,55,940.42**	**21,926.95**	**5,77,867.37**

Particulars	Year ended March 31, 2025		
	Vacation Ownership	Annual Subscription Fee	Total
Opening Balance	5,39,961.39	19,567.27	5,59,528.66
(i) Addition during the year (net)	65,800.85	41,906.51	1,07,707.36
(ii) Income recognised during the year	(53,118.55)	(40,514.38)	(93,632.93)
Closing Balance	**5,52,643.69**	**20,959.40**	**5,73,603.09**

The deferred contract liability relates to the consideration received/ receivable from customers, for which services will be provided over the effective membership period and revenue is recognised over that period.

c) Obligations for returns, refunds and other similar obligations:

Particulars	As At March 31, 2026	As At March 31, 2025
Return, refunds and other similar obligations	**0.96**	16.71
Total	**0.96**	16.71

The above obligation is only to the extent of revenue recognised, this does not include the obligation on refundable entitlement fees.

d) Revenue expected to be recognised in the future from Deferred contract liability:

Time Band	As At March 31, 2026	As At March 31, 2025
< 1 Year - Vacation Ownership	**57,292.26**	55,580.89
< 1 Year - ASF	**21,926.94**	20,959.40
1 - 2 Year	**53,898.65**	52,269.83
2 - 3 Year	**51,957.39**	48,793.27
3 - 4 Year	**49,271.14**	46,817.63
4 - 5 Year	**44,660.80**	44,092.01
5 - 10 Year	**1,71,046.71**	1,71,368.63
> 10 year	**1,27,813.48**	1,33,721.43
Total	**5,77,867.37**	5,73,603.09

The deferred contract liability broken year wise shows summary of Vacation Ownership and Annual subscription fee recognisible over the time. Annual subscription fee being the annual fees chargeable to the member every year over the life of contract.

e) Reconciliation of revenue from contract with customer

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Revenue from contract with customer as per the contract price	**1,48,496.59**	1,46,606.61
Adjustments made to contract price on account of :-		
Discounts / Rebates / Incentives	**(1,573.36)**	(6,576.71)
Revenue from contract with customer as per the statement of Profit and Loss	**1,46,923.23**	1,40,029.90

All amounts are in ₹ Lakhs unless otherwise stated

Note No. 54 - Leases

Right of Use Asset

Particulars	As At March 31, 2026	As At March 31, 2025
Opening balance	**55,261.06**	40,069.92
Additions	**32,243.65**	25,625.06
Deletions	**(1,617.05)**	(625.85)
Depreciation of ROU	**(9,758.88)**	(9,808.07)
Closing balance	**76,128.78**	55,261.06

Lease Liabilities

Particulars	As At March 31, 2026	As At March 31, 2025
Current	**6,187.84**	6,056.00
Non-Current	**75,804.38**	53,188.89
Closing balance	**81,992.22**	59,244.89

Maturity analysis - contractual undiscounted cash flows

Particulars	As At March 31, 2026	As At March 31, 2025
Less than one year	**12,793.86**	10,764.19
1 - 2 Year	**11,469.01**	8,678.19
2 - 3 Year	**10,171.85**	7,821.85
3 - 4 Year	**10,027.33**	7,532.58
4 - 5 Year	**9,777.77**	7,253.51
More than five years	**88,901.35**	54,871.32
Total undiscounted lease liabilities	**1,43,141.17**	96,921.64

Amounts recognised in statement of Profit and Loss

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest expense on lease liabilities	**5,765.21**	4,415.47
Depreciation of ROU	**9,758.88**	9,808.07
Expenses relating to short term leases	**10,296.19**	11,042.84
Total	**25,820.28**	25,266.38

Amounts recognised in Statement of Cash Flows

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Total Cash outflow for Leases (other than short term)		
Principal	**7,490.01**	8,752.82
Interest	**5,765.21**	4,415.47

Note No. 55 - Changes in liabilities arising from financing activities

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance		
– Lease liabilities	**59,244.89**	43,103.00
– Borrowings	**–**	–
Cash flow movements		
– Repayment of lease liabilities	**(13,255.22)**	(13,168.28)
– Proceeds from borrowings	**560.64**	3,926.84
– Repayment of borrowings	**(560.64)**	(3,926.84)
Non-cash movements		
– Addition to lease liabilities during the year	**32,122.92**	25,625.06
– Deletions during the current year (Net)	**(1,885.58)**	(730.36)
– Interest on lease liabilities	**5,765.21**	4,415.47
Closing balance		
– Lease liabilities	**81,992.22**	59,244.89
– Borrowings	**–**	–

Note No. 56 - Transactions with struck off companies

Name of the struck off company	Nature of Transactions with struck off company	Transactions during the year	Balance outstanding as at March 31, 2026
Aromas-N-Blends Private Limited	N.A.	–	0.05
Entrepreneurs S-Commerce Private Limited	DSA Commission	–	0.10

Name of the struck off company	Nature of Transactions with struck off company	Transactions during the previous year	Balance outstanding as at March 31, 2025
Skope Business Ventures Private Limited	N.A.	5.48	–
Annamalai Foods Private Limited	Marketing Activities	–	0.10
Aromas-N-Blends Private Limited	N.A.	–	0.05
Lok Priya Buildwell Private Limited	Marketing Activities	0.39	0.39
Travel Preneurs	DSA Commission	0.50	0.10
C Gate Builders and Developers Private Limited	N.A.	0.08	–
Entrepreneurs S-Commerce Private Limited	N.A.	–	–
Altek India Private Limited	Purchase of Goods/ Services	0.08	–
Drisana Enterprises Private Limited	Purchase of Goods/ Services	–	–

All amounts are in ₹ Lakhs unless otherwise stated

Note No. 57 - Reporting under Rule 11(d) of the Companies (Audit and Auditor's) Rules, 2014

(a) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries") with the understanding, whether recorded in writing or otherwise, that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries).

(b) The Company has not received any fund from any party(s) (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Note No. 58 - NFRA order

The Company received an order ('the Order') from National Financial Reporting Authority ('NFRA') on March 29, 2023 wherein NFRA had made certain observations on identification of operating segments by the Company in compliance with requirements of Ind AS 108 and the Company's existing accounting policy for recognition of revenue on a straight-line basis over the membership period. As per the order received from NFRA, the Company was required to complete its review of accounting policies and practices in respect of disclosure of operating segments and timing of recognition of revenue from customers and take necessary measures to address the observations made in the Order. The Company had submitted its assessment to NFRA and will consider further course of action, if any, basis directions from NFRA.

As at March 31, 2026, the management has assessed the application of its accounting policies relating to segment disclosures and revenue recognition. Basis the current assessment by the Company after considering the information available as on date; the existing accounting policies, practices and disclosures are in compliance with the respective Ind AS and accordingly have been applied by the Company in the preparation of these financial statements.

Note No. 59 - Disclosure requirements as notified by MCA pursuant to amended Schedule III

No transactions to report against the following disclosure requirements as notified by MCA pursuant to amended Schedule III

(a) Crypto Currency or Virtual Currency

(b) Benam Property held under Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder

(c) Registration of charges or satisfaction with Registrar of Companies

(d) Relating to borrowed funds:
  i) Wilful defaulter
  ii) Utilisation of borrowed funds & share premium
  iii) Borrowings obtained on the basis of security of current assets
  iv) Discrepancy in utilisation of borrowings
  v) Compliance with scheme of arrangement

(e) Relating to any undisclosed income that has been surrendered disclosed as income during the year in the tax assessments under the Income Tax Act. 1961

Note No. 60 - Prior period restatement

As part of the Company's reconciliation process of tax balances, deductible and taxable differences with Income Tax returns, the Company identified certain deductions, which were claimed in excess in prior years. The Company has voluntarily approached the income tax authorities and paid the relevant tax amount, where-payable along with interest, if any. The Company has provided for the cumulative interest of ₹ 794.93 Lakhs in the current year. Further, the Company has restated Other Equity as at April 01, 2024 and March 31, 2025 in accordance with requirements of Ind AS 8. The resultant restated Other Equity as at April 01, 2024 & March 31, 2025 is ₹ 66,578.93 Lakhs & ₹ 100,762.34 Lakhs respectively in the standalone financial results.

Additionally, there is a reclassification in tax expense between current and deferred tax for the year ended March 31, 2025 in the standalone financial results. Impact on respective captions of balance sheet and profit or loss account presented is as follows –

Particulars	As previously reported	Adjustment	As restated
Balance Sheet			
As at March 31, 2025			
Other non-current tax assets (net)	17,690.78	(1,458.53)	16,232.25
Current Income tax liabilities (net)	–	4,968.78	4,968.78
Deferred tax assets (net)	11,273.66	(1,466.46)	9,807.20
Other Equity	1,08,656.11	(7,893.77)	1,00,762.34
As at April 01, 2024			
Other non-current tax assets (net)	17,353.06	(538.39)	16,814.67
Current Income tax liabilities (net)	–	2,113.57	2,113.57
Deferred tax assets (net)	18,161.14	(5,241.81)	12,919.33
Other Equity	74,472.70	(7,893.77)	66,578.93
Statement of Profit and loss account			
Year ended March 31, 2025			
Tax Expense			
- Current Tax	–	3,775.35	3,775.35
- Deferred Tax	6,909.59	(3,775.35)	3,134.24

Note No. 61

The standalone financial statements of the Company were approved by the Board of Directors and authorised for issue on April 27, 2026.

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Jaclyn Desouza
Partner
Membership Number: 124629
Place : Mumbai
Date : April 27, 2026

For and on behalf of the Board of Directors

C. P. Gurnani
Chairman
DIN: 00018234

Manoj Bhat
Managing Director & CEO
DIN: 05205447

Vimal Agarwal
Chief Financial Officer

Mansi Laheri
Company Secretary
FCS No.: A21561

Place: Mumbai
Date: April 27, 2026

INDEPENDENT AUDITORS' REPORT

To the Members of Mahindra Hotels and Residences India Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Mahindra Hotels and Residences India Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended and a summary of material accounting policy information and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures, but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from

fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other Legal and Regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) The Company has not paid / provided for managerial remuneration for the year ended March 31, 2026.
   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      (i) The Company does not have any pending litigations which will impact its financial positions;
      (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement;

(v) The Company has not declared and / or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used accounting softwares (along with access management tool) for maintaining its books of account which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective softwares except that in case an accounting software relating to payroll records, operated by a third-party software service provider, based on an independent auditor's report in relation to controls, the audit trail (edit log) facility was not enabled to capture old values for direct data changes made at the database level.

Further, where audit trail (edit log) facility was enabled and operated throughout the year, we did not come across any instance of audit trail feature being tampered with during the course of our audit. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Shirish Rahalkar
Partner
Membership No. 111212
UDIN: 26111212ZVVBPQ8651
Place: Mumbai
Date: April 15, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Mahindra Hotels and Residences India Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Shirish Rahalkar
Partner
Membership No. 111212
UDIN: 26111212ZVVBPQ8651
Place: Mumbai
Date: April 15, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

i. (a) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

According to the information and explanations given to us, the Company does not have intangible assets.

(b) The property, plant and equipment and investment properties are physically verified by the Company once in three years. The physical verification of property, plant and equipment and investment properties has been conducted during the financial year and discrepancy has been properly dealt in books of accounts. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment and investment properties.

(c) According to the information and explanations given to us, the title deeds of immovable properties are held in the name of the Company.

(d) According to the information and explanations given to us, the Company has not revalued any of its property, plant and equipment or intangible assets or both during the year.

(e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. (a) According to the information and explanations given to us, the inventory comprising of materials which will be used in the resort have been physically verified by the management during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancy of 10% or more was noticed on such verification between the physical inventory and the book records.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

iii. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

iv. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

v. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

vii. According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services tax, Provident fund, Employees' State Insurance, Income-tax, Value Added Tax, Cess have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales Tax, Service Tax, Duty of Customs, Duty of Excise and other material statutory dues.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Income-tax, Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

viii. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961.

ix. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanation given to us, the Company has not obtained any term loan during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanation given to us, the Company has not raised funds on short term basis during the year. Accordingly, the reporting under Clause 3(ix)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(f) and 3(ix)(e) of the Order is not applicable to the Company.

x. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

xii. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

xiv. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

xv. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

xvi. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

xvii. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of ₹ 454.59 lakhs during the current financial year and ₹ 296.30 lakhs in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

xx. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial period. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Shirish Rahalkar
Partner
Membership No. 111212
UDIN: 26111212ZVVBPQ8651
Place: Mumbai
Date: April 15, 2026

BALANCE SHEET AS AT MARCH 31, 2026

₹ in Lakhs

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-Current Assets			
Property, Plant and Equipment	**4**	**18,198.87**	11,923.45
Capital work-in-progress	**5**	**437.98**	690.40
Financial Assets			
Other non-current financial assets	**6**	**12.99**	13.99
Other non-current tax assets	**7**	**58.72**	60.17
Other non-current assets	**8**	**26.80**	29.66
Total Non-Current Assets		**18,735.36**	12,717.67
Current Assets			
Inventories	**9**	**21.20**	21.63
Financial Assets			
Trade Receivables	**10**	**40.96**	5.28
Cash and Cash Equivalents	**11**	**23.35**	87.46
Loans	**12**	**0.55**	0.45
Other Current Assets	**13**	**73.61**	111.95
Total Current Assets		**159.67**	226.77
TOTAL ASSETS		**18,895.03**	12,944.44
EQUITY AND LIABILITIES			
EQUITY			
Equity Share Capital	**14**	**4,500.00**	4,500.00
Other Equity	**15**	**(2,554.29)**	(1,534.59)
Total Equity		**1,945.71**	2,965.41
LIABILITIES			
Non-Current Liabilities			
Financial Liabilities			
Borrowings	**16**	**16,084.52**	9,598.52
Other Financial Liabilities	**17**	**32.68**	–
Provisions	**18**	**17.19**	9.74
Deferred Tax Liabilites (Net)	**19**	**93.64**	93.95
Total Non-Current Liabilities		**16,228.03**	9,702.21
Current Liabilities			
Financial Liabilities			
Borrowings	**16**	**–**	–
Trade payables	**20**		
Total outstanding dues of micro enterprises and small enterprises		**62.71**	11.96
Total outstanding dues of creditors other than micro enterprises and small enterprises		**49.57**	50.32
Other Financial Liabilities	**21**	**482.89**	116.45
Provisions	**22**	**10.54**	2.58
Other Current Liabilities	**23**	**115.58**	95.51
Total Current Liabilities		**721.29**	276.82
Total Liabilities		**16,949.32**	9,979.03
TOTAL EQUITY AND LIABILITIES		**18,895.03**	12,944.44

See accompanying notes forming part of the financial statements

In terms of our report attached

For B.K. Khare & Co.
Chartered Accountants
Firm's Regn No : 105102W

Shirish Rahalkar
Partner
Membership No: 111212

Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board of Directors

Hoshedar Havewala
Director
DIN- 11332054
Place : Mumbai
Date : April 15, 2026

Rishabh Surana
Chief Financial Officer

Place : Delhi
Date : April 15, 2026

Vimal Agarwal
Director
DIN- 07296320
Place : Mumbai
Date : April 15, 2026

Krisha Shah
Company Secretary
Membership No. A70905

Place : Mumbai
Date : April 15, 2026

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars	Note No.	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Income			
Revenue from operations	**24**	**1,682.39**	1,591.20
Other Income	**25**	**3.26**	2.00
Total Income		**1,685.65**	1,593.20
Expenses			
Employee benefit expenses	**26**	**560.64**	457.28
Finance Costs	**27**	**804.50**	743.68
Depreciation and amortisation expense	**28**	**564.19**	537.42
Other Expenses	**29**	**775.10**	688.54
Total Expenses		**2,704.43**	2,426.92
Profit / (Loss) Before Tax		**(1,018.78)**	(833.72)
Tax Expense			
Current Tax		**–**	–
Deferred Tax		**–**	–
Total Tax Expense		**–**	–
Profit / (Loss) for the Period		**(1,018.78)**	(833.72)
Other Comprehensive Income	**30**		
Items that will not be reclassified to profit or loss			
Remeasurements of the defined benefit liabilities / (asset)		**(1.23)**	(0.08)
Freehold land revaluation		**–**	628.43
Income taxes related to items that will not be reclassified to profit or loss		**0.31**	(93.97)
Total other comprehensive income		**(0.92)**	534.38
Total Comprehensive Income for the year		**(1,019.70)**	(299.34)
Earnings Per Equity Share (Nominal value per share ₹ 10/-)			
(a) Basic (In ₹)	**31**	**(2.26)**	(1.85)
(b) Diluted (In ₹)	**31**	**(2.26)**	(1.85)

See accompanying notes to financial statements

In terms of our report attached

For B.K. Khare & Co.
Chartered Accountants
Firm's Regn No : 105102W

Shirish Rahalkar
Partner
Membership No: 111212

Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board of Directors

Hoshedar Havewala
Director
DIN- 11332054
Place : Mumbai
Date : April 15, 2026

Rishabh Surana
Chief Financial Officer

Place : Delhi
Date : April 15, 2026

Vimal Agarwal
Director
DIN- 07296320
Place : Mumbai
Date : April 15, 2026

Krisha Shah
Company Secretary
Membership No. A70905

Place : Mumbai
Date : April 15, 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

Particulars	For the Year ended March 31, 2026	₹ in Lakhs For the Year ended March 31, 2025
A Cash Flow from Operating Activities:		
Profit / (loss) before tax for the year	**(1,018.78)**	(833.72)
Adjustments for:		
Depreciation and amortisation of non-current assets	**564.19**	537.42
Finance costs	**804.50**	743.68
Interest on Income Tax refund	**(3.26)**	–
Net (Gain) / Loss on disposal of property, plant and equipment	**9.86**	–
	356.51	447.38
Movements in working capital/ other changes :		
(Increase) / decrease in trade receivables	**(35.68)**	231.54
(Increase) / decrease in inventories	**0.43**	(13.41)
(Increase) / decrease in other assets	**39.24**	–
Increase / (decrease) in trade payables	**50.00**	(112.61)
Increase / (decrease) in provisions	**14.18**	(1.77)
Increase / (decrease) in other liabilities	**18.28**	–
Cash generated from operations	**442.96**	551.13
Income Tax (paid) / refund	**4.71**	(16.30)
Net cash (used in) / generated by operating activities (A)	**447.67**	534.83
B Cash Flow from Investing Activities:		
(Acquisition)/ Proceeds from Sale of Property, Plant & Equipment and CWIP	**(5,903.36)**	(820.68)
Net cash used in investing activities (B)	**(5,903.36)**	(820.68)
C Cash Flow from Financing Activities:		
Proceeds/ (Repayment) of Borrowings	**6,486.00**	1,051.52
Interest Paid on Borrowings	**(1,094.42)**	(743.68)
Net cash (used in) / generated by financing activities (C)	**5,391.58**	307.84
Net increase/(Decrease) in Cash & Cash Equivalents (A + B + C)	**(64.11)**	21.99
Cash and cash equivalents at the beginning of the year	**87.46**	65.46
Cash and Cash equivalents at the end of the year	**23.35**	87.46

See accompanying notes to financial statements

In terms of our report attached

For B.K. Khare & Co.
Chartered Accountants
Firm's Regn No : 105102W

Shirish Rahalkar
Partner
Membership No: 111212

Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board of Directors

Hoshedar Havewala
Director
DIN- 11332054
Place : Mumbai
Date : April 15, 2026

Rishabh Surana
Chief Financial Officer

Place : Delhi
Date : April 15, 2026

Vimal Agarwal
Director
DIN- 07296320
Place : Mumbai
Date : April 15, 2026

Krisha Shah
Company Secretary
Membership No. A70905

Place : Mumbai
Date : April 15, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars	Equity Share Capital	Other Equity			Total
		Reserves & Surplus		Other Comprehensive Income / Acturial Loss	
		Retained earnings	Revaluation Reserve		
Balance as at April 1, 2024	4,500.00	(1,234.50)	–	(0.75)	3,264.75
Changes in equity share capital during the year	–	–	–	–	–
Profit / (loss) for the year	–	(833.72)	534.46	(0.08)	(299.34)
Balance as at March 31, 2025	4,500.00	(2,068.22)	534.46	(0.83)	2,965.41
Changes in equity share capital during the year	–	–	–	–	–
Profit / (loss) for the year	–	(1,018.78)	–	(0.92)	(1,019.70)
Balance as at March 31, 2026	**4,500.00**	**(3,087.00)**	**534.46**	**(1.75)**	**1,945.71**

See accompanying notes to financial statements

In terms of our report attached

For B.K. Khare & Co.
Chartered Accountants
Firm's Regn No : 105102W

Shirish Rahalkar
Partner
Membership No: 111212

Place : Mumbai
Date : April 15, 2026

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Hoshedar Havewala
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Director
DIN- 07296320
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Date : April 15, 2026

Krisha Shah
Company Secretary
Membership No. A70905

Place : Mumbai
Date : April 15, 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

1. Corporate Information

The Company was incorporated on April 26, 2007 (CIN: U55101TN2007PLC063285). The company is domiciled in India with its registered office address being No.17 & 18, 2nd Floor, Mahindra Towers, 2nd Floor,Pattulos Road, Chennai, Tamil Nadu, India, 600002. During the previous year, the board has approved acquisition of resorts situated in Rajasthan at a consideration along with improvement plan and acquisition of adjacent land.

2. Material accounting policies

(i) Statement of compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and as amended from time to time.

(ii) Basis of preparation and presentation

The financial statements of the Company have been prepared on the historical cost basis except for certain financial instruments that are measured at fair value at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The principal accounting policies are set out below.

(iii) Revenue recognition

Income from resorts include income from room rentals, food and beverages, etc. and is recognized when services are rendered.

(iv) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

(v) Taxation

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The company's current tax is calculated using tax rates that have been enacted by the end of the reporting period. Since the company has commenced operations during the current year and has not generated any profit before tax, current tax is Nil.

(vi) Property, plant and equipment

Buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is measured at fair value and not depreciated.

Freehold land is valued at fair value based on valuations by external independent valuers at sufficient intervals between 3-5 years to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of the reporting period. The Company reviews the fair value annually to assess if there is any significant change in the fair value to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of the reporting period.

Any revaluation surplus is recognised in other comprehensive income and accumulated in equity under revaluation reserve, except to the extent that it reverses a revaluation decrease of the same asset previously recognised in the standalone statement of profit and loss, in which case the increase is recognised in statement of profit and loss. A revaluation deficit is recognised in the standalone statement of profit and loss, except to the extent that it offsets an existing surplus on the same asset carried in the revaluation reserve.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

PPE in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, commences when the assets are ready for their intended use.

Category of Asset	Estimated useful lives
Buildings (other than those mentioned below)	60 years
Plant & equipment	5-25 years
Furniture and Fixtures (other than those mentioned below)	6-8 years
Vehicles (other than those mentioned below)	8 years
Motor vehicles/other assets provided to employees	4-5 years
Office equipment	5 years

Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

(vii) Inventories

Inventories are carried at the lower of cost and net realizable value. Costs of inventories are determined on moving weighted average basis. Cost includes the purchase price, non-refundable taxes and delivery handling cost. Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

(viii) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

(xi) Financial instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a financial instrument and of allocating interest over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts/payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Classification of financial assets

Debt

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

– the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and

– the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

– the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and

– the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL.

Debt instruments classified as FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The Company has not designated any debt instrument as at FVTPL.

Equity

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

De-recognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

– it has been incurred principally for the purpose of repurchasing it in the near term; or

– on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or

– it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

– such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;

– the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the Company is provided internally on that basis; or

– it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included under 'Finance costs'.

De-recognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

(ix) Cash flow statements

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short term balances (with an original maturity of three months or less from the date of acquisition), highly liquid

investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

Cash flows are reported using the indirect method, whereby profit before extra-ordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow from operating, investing and financing activities of the Company are segregated based on the available information.

(x) Earnings per share

Basic earnings per share is computed by dividing the profit/(loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

3. Recent pronouncements:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:"

- Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 - The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.
- Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Note 4: Property plant and equipment

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Carrying amounts of:		
Land - Freehold	**6,171.50**	2,919.89
Buildings - Freehold	**8,855.04**	7,263.92
Plant and Equipment - Freehold	**1,654.59**	972.26
Office Equipment	**120.25**	48.08
Furniture and Fixtures	**1,367.38**	696.17
Vehicles - Freehold	**30.11**	23.13
Total	**18,198.87**	11,923.45

₹ in Lakhs

Gross carrying value	Land - Freehold	Buildings - Freehold	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
Balance as at April 1, 2024	2,291.46	7,392.19	1,059.53	72.34	1,073.70	9.18	11,898.40
Additions	–	92.98	208.61	0.59	23.58	16.40	342.16
Revaluation Reserve	628.43	–	–	–	–	–	628.43
Disposals	–	0.00	0.00	0.00	(0.00)	–	0.00
Balance as at March 31, 2025	**2,919.89**	**7,485.17**	**1,268.14**	**72.93**	**1,097.28**	**25.58**	**12,868.99**
Additions	3,251.61	1,781.38	861.44	88.73	855.78	10.53	6,849.47
Revaluation Reserve	–	–	–	–	–	–	–
Disposals	–	–	(12.07)	(0.29)	(24.13)	–	(36.49)
Balance as at March 31, 2026	**6,171.50**	**9,266.55**	**2,117.51**	**161.37**	**1,928.93**	**36.11**	**19,681.97**

Accumulated depreciation and impairment	Land - Freehold	Buildings - Freehold	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
Balance as at April 1, 2024	**–**	**97.49**	**112.14**	**9.36**	**188.57**	**0.56**	**408.12**
Depreciation / impairment expense	–	123.76	183.74	15.49	212.54	1.89	537.42
Eliminated on disposals	–	–	–	–	–	–	–
Balance as at March 31, 2025	**–**	**221.25**	**295.88**	**24.85**	**401.11**	**2.45**	**945.54**
Depreciation / impairment expense	–	190.26	173.34	16.54	180.50	3.55	564.19
Eliminated on disposals	–	–	(6.30)	(0.27)	(20.06)	–	(26.63)
Balance as at March 31, 2026	**–**	**411.51**	**462.92**	**41.12**	**561.55**	**6.00**	**1,483.10**

Particulars	Land - Freehold	Buildings - Freehold	Plant and Equipment	Office Equip-ment	Furniture and Fixtures	Vehicles	Total
Carrying amount as on March 31, 2025	2,919.89	7,263.92	972.26	48.08	696.17	23.13	11,923.45
Carrying amount as on March 31, 2026	**6,171.50**	**8,855.04**	**1,654.59**	**120.25**	**1,367.38**	**30.11**	**18,198.87**

Note 5: Capital work in progress

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Capital Work in Progress	**437.98**	690.40
Total	**437.98**	690.40

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Balance at the beginning of the reporting period	**690.40**	228.58
Additions during the current year to CWIP	**3,241.53**	783.83
Less:- Capitalization/ Deletions during the current year from CWIP	**(3,493.95)**	(322.01)
Balance at the end of the reporting period	**437.98**	690.40

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Projects in progress		
Less than 1 year	**410.34**	669.76
1-2 years	**26.51**	20.63
2-3 years	**1.13**	–
More than 3 years	**–**	–
Total	**437.98**	690.39
Projects temporarily suspended		
Less than 1 year	**–**	–
1-2 years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Total	**–**	–

Note 6: Other Financial Assets Non-Current

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Security Deposits	**12.99**	13.99
Total	**12.99**	13.99

Note 7: Other Tax Assets Non-Current

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Advance Income tax (net of provision)	**58.72**	60.17
Total	**58.72**	60.17

Note 8: Other Non Current Assets

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Capital Advances	**26.80**	29.66
Total	**26.80**	29.66

Note 9: Inventories

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
(At lower of cost and net realisable value)		
Inventories-Food	**4.32**	8.26
Inventories-Operating Supplies	**16.88**	13.37
Total	**21.20**	21.63

Note 10: Trade Receivables

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables considered good - Unsecured	**40.96**	5.28
Total	**40.96**	5.28

Note 10.1 Trade receivables considered good

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Not Due	**2.78**	–
Less than 6 months	**33.28**	5.28
6 months -1 year	**4.90**	–
1-2 years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Total	**40.97**	5.28

Note 11: Cash and Cash Equivalents

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Cash at hand	**1.30**	1.58
Balances with banks	**22.05**	85.88
Total	**23.35**	87.46

Note 12: Loans

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Loans to Employees	**0.55**	0.45
Total	**0.55**	0.45

Note 13: Other Current Assets

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Advance to suppliers	**–**	13.38
Balances with Government Authorities (Other than Income Tax)	**45.98**	85.36
Prepaid Expenses	**27.63**	13.21
Total	**73.61**	111.95

Note 14: Equity Share Capital

₹ in Lakhs

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of Shares	**₹ in Lakhs**	No. of Shares	₹ in Lakhs
Authorised:				
Equity Shares of ₹ 10 each with voting rights	**50,000,000**	**5,000.00**	50,000,000	5,000.00
	50,000,000	**5,000.00**	50,000,000	5,000.00
Issued, Subscribed & Fully Paid up:				
Equity:				
4,50,00,000 Equity shares of ₹ 10 each with voting rights	**45,000,000**	**4,500.00**	45,000,000	4,500.00
Total	**45,000,000**	**4,500.00**	45,000,000	4,500.00

14 a) Terms / rights attached to equity shares:

i) The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. Each holder of equity share is entitled to one vote per share.

ii) Repayment of capital will be in proportion to the number of equity shares held.

14 b) Shares in the Company held by Holding Company and each shareholder holding more than 5% shares specifying the number of shares held.

₹ in Lakhs

Name of shareholder	2025-26		2024-25	
	No of Shares (in Nos)	**Amount**	No of Shares (in Nos)	**Amount**
Mahindra Holidays & Resorts India Limited (Holding Company)	**45,000,000**	**4,500.00**	45,000,000	4,500.00

14 c) The reconciliation of the number of shares outstanding:

₹ in Lakhs

Name of shareholder	2025-26		2024-25	
	No of Shares (in Nos)	**Amount**	No of Shares (in Nos)	**Amount**
Number of shares at the beginning	**45,000,000**	**4,500.00**	45,000,000	4,500.00
Add: Issued during the year	**–**	**–**	–	–
Number of shares at the end	**45,000,000**	**4,500.00**	45,000,000	4,500.00

14 d) Details of shareholders holding more than 5% shares in the company

Name of shareholder	2025-26		2024-25	
	Nos.	**%**	Nos.	**%**
Mahindra Holidays & Resorts India Limited (Holding Company)	**45,000,000**	**100.00%**	45,000,000	100.00%

14 e) Shareholding of promoters in the company

Name of the Share holder	As at March 31, 2026		As at March 31, 2025	
	Nos.	**%**	Nos.	**%**
Mahindra Holidays & Resorts India Limited (Holding Company)	**45,000,000**	**100.00%**	45,000,000	100.00%

Note 15: Other Equity

Particulars	As at March 31, 2026	As at March 31, 2025
		₹ in Lakhs
Retained Earnings:		
Opening Balance	**(2,068.22)**	(1,234.50)
Add: Profit/(Loss) for the period	**(1,018.78)**	(833.72)
Closing Balance	**(3,087.00)**	(2,068.22)
Revaluation Reserve:		
Opening Balance	534.46	–
Add: Profit/(Loss) for the period	**–**	534.46
Closing Balance	**534.46**	534.46
Other Comprehensive Income:		
Opening Balance	(0.83)	(0.75)
Add: Profit/(Loss) for the period	**(0.92)**	(0.08)
Closing Balance	**(1.75)**	(0.83)
Total	**(2,554.29)**	(1,534.59)

Note 16: Borrowings Non-Current

Particulars	As at March 31, 2026	As at March 31, 2025
		₹ in Lakhs
(a) Term Loans		
(i) From Banks	**–**	–
(ii) From Others	**–**	–
(iii) From related parties	**16,084.52**	9,598.52
Total	**16,084.52**	9,598.52
The above amount includes:–		
Secured Borrowings	**–**	–
Unsecured Borrowings	**16,084.52**	9,598.52
Total	**16,084.52**	9,598.52
Non Current Borrowings	**16,084.52**	9,598.52
Current Borrowings	**–**	–
Total	**16,084.52**	9,598.52

Note 16.1

Details of facility	As at March 31, 2026	As at March 31, 2025
		₹ in Lakhs
Loans from related parties	**16,084.52**	9,598.52

* This Loan carries an interest rate with a range of 7.77% to 8.48% per annum including interest of ₹ nil lakhs (previous year ₹ nil lakhs)

Note 16.2

Details of facility	Details of Repayment/ Security
Loan from Mahindra Holidays and Resorts India Limited	Unsecured Loan

Note 17: Other Non-Current Financial Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
		₹ in Lakhs
Retenion Money	**32.68**	–
Total	**32.68**	–

Note 18: Provisions Non-Current

Particulars	As at March 31, 2026	As at March 31, 2025
		₹ in Lakhs
Provision for Gratuity	**7.98**	2.73
Provision for Compensated Absences	**9.21**	7.01
Total	**17.19**	9.74

Note 19: Deferred Tax Liabilities

The following is the analysis of deferred tax (assets) / liabilities presented in the balance sheet:

Particulars	As at March 31, 2026	As at March 31, 2025
		₹ in Lakhs
Deferred tax liabilities	**93.64**	93.95
Net Deferred tax (asset) / Liability	**93.64**	93.95

Note 20: Trade Payables

Particulars	As at March 31, 2026	As at March 31, 2025
		₹ in Lakhs
Total outstanding dues of micro enterprises and small enterprises	**62.71**	11.96
Total outstanding dues of creditors other than micro enterprises and small enterprises	**49.57**	50.32
Total	**112.28**	62.28

Ageing of Trade Payables - MSME

Outstanding for following periods from due date of payment

Particulars	As at March 31, 2026	As at March 31, 2025
		₹ in Lakhs
Not Due	**6.51**	–
Less than 1 Year	**51.92**	11.96

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
1-2 years	**2.25**	–
2-3 years	**2.03**	–
More than 3 years	**–**	–
Total	**62.71**	11.96

Ageing of Trade Payables - Other than MSME

Outstanding for following periods from due date of payment

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Not Due	**35.96**	44.43
Less than 1 Year	**11.92**	5.85
1-2 years	**1.27**	–
2-3 years	**0.42**	–
More than 3 years	**–**	–
Total	**49.57**	50.28

Dues to Micro and Small Enterprises:

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the company. This has been relied upon by the auditors. According to the records available with the Company certain amount have been identified as dues to suppliers registerd under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosure pursuant to the said MSMED Act are as follows:

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	**62.71**	11.96
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	**2.99**	–
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	**–**	–
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	**–**	–
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	**–**	–
Interest due and payable towards suppliers registered under MSMED Act, for payments already made	**–**	–
Further interest remaining due and payable for earlier years	**–**	–

Note 21: Other Financial Liabilities Current

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Payable to Capital Creditors	**80.80**	–
Employee Payable	**33.52**	27.40
Retention Money	**356.18**	68.75
Other Payables	**12.39**	20.30
Total	**482.89**	116.45

Note 22: Provisions Current

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for Gratuity	**1.79**	0.01
Provision for Compensated Absences	**8.75**	2.57
Total	**10.54**	2.58

Note 23: Other Current Liabilities

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory dues	**115.58**	95.51
Total	**115.58**	95.51

Note 24: Revenue from Operations

₹ in Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Income from resorts:		
Room Rentals	**1,050.92**	1,016.13
Food and Beverages	**509.17**	446.36
Wine and liquor	**45.84**	30.61
Club, Sport & Spa	**19.26**	31.20
Others	**57.20**	66.90
Total	**1,682.39**	1,591.20

Note 25: Other Income

₹ in Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Interest Income		
On Income Tax Refund	**3.26**	2.00
Total	**3.26**	2.00

Note 26: Employee benefit expenses

₹ in Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Salaries, Wages and Bonus	**447.85**	366.88
Contribution to Provident and other funds*	**32.27**	22.56
Staff welfare expenses	**80.52**	67.84
Total	**560.64**	457.28

* On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively ·new Labour Codes") - consolidating 29 existing labour laws. In accordance with the new Labour Codes, the Company has currently estimated the incremental charge on retiral benefits. The Company continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications / additional guidance from authorities and will continue to assess the accounting implications, basis such developments / guidance.

Note 27: Finance costs

₹ in Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Interest on borrowings from Related Party	**804.50**	743.68
Total	**804.50**	743.68

Note 28: Depreciation and amortisation expenses

₹ in Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Depreciation on Buildings Freehold	**190.26**	123.76
Depreciation on P&M	**173.34**	183.74
Depreciation on Office Equipments	**16.54**	15.49
Depreciation on Furniture and Fixtures	**180.50**	212.54
Depreciation on Vechiles	**3.55**	1.89
Total	**564.19**	537.42

Note 29: Other expenses

₹ in Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Cost of food, beverages and smokes consumed		
Opening stock	**8.26**	4.92
Add: Purchases	**123.51**	146.91
Less: Closing stock	**4.32**	8.26
	127.45	143.57
Operating Supplies	**194.53**	153.67
Power and Fuel	**85.39**	84.48
Rent including lease rentals	**1.28**	–
Rates and taxes	**79.82**	65.26
Travelling and Conveyance	**11.38**	12.77
Bad dets Written-off	**–**	–
Auditors remuneration and out-of-pocket expenses		
For Statutory Audit	**1.50**	1.25
For Other services	**0.75**	–
For reimbursement of expenses	**0.03**	–
Legal and other professional costs	**1.65**	18.88
Repairs and maintenance		
Buildings and Resorts	**64.46**	17.11
Plant and equipment	**30.66**	16.87
Others	**41.55**	32.79
Communication charges	**6.13**	9.30
Insurance	**15.52**	9.72
Advertisement & Sales promotion	**4.43**	14.64
Bank charges	**5.28**	4.90
Service charges	**68.97**	68.77
Loss on sale of property, plant and equipment	**9.86**	–
Miscellaneous expenses	**24.46**	34.56
Total	**775.10**	688.54

Note 30: Other Comprehensive Income

₹ in Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Remeasurements of the defined benefit liabilities / (asset)	**(1.23)**	(0.08)
Freehold land revaluation	**–**	628.43
Income taxes related to items that will not be reclassified to profit or loss	**0.31**	(93.97)
Total	**(0.92)**	534.38

Note 31: Earnings per share

₹ in Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
A) Basic Earnings per share		
Profit / (loss) for the year (A)	**(1,018.78)**	(833.72)

₹ in Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Weighted average no of shares outstanding (Absolute numbers) (B)	**45,000,000**	45,000,000
Total basic earnings per share (A/B)	**(2.26)**	(1.85)
B) Diluted Earnings per share		
Profit / (loss) for the year (A)	**(1,018.78)**	(833.72)
Weighted average no of shares outstanding (Absolute numbers) (B)	**45,000,000**	45,000,000
Total diluted earnings per share (A/B)	**(2.26)**	(1.85)

Note 32: Categories of financial assets and financial liabilities

₹ in Lakhs

Particulars	March 31, 2026		March 31, 2025	
	Amortised Costs	Total	Amortised Costs	Total
Non-Current Assets				
Other non-current financial assets	**12.99**	**12.99**	13.99	13.99
Current Assets				
Cash & Bank balances	**23.35**	**23.35**	87.46	87.46
Trade Receivables	**40.96**	**40.96**	5.28	5.28
Loans	**0.55**	**0.55**	0.45	0.45
Non-Current Liabilities				
Borrowings	**16,084.52**	**16,084.52**	9,598.52	9,598.52
Current Liabilities				
Borrowings	**–**	**–**	–	–
Trade Payables	**112.28**	**112.28**	62.28	62.28
Other Financial Liabilities	**482.89**	**482.89**	116.45	116.45

Note 33: Fair Value Measurement

The fair value of the financial assets and financial liabilities that are not measured at fair value is closely approximates the carrying value as disclosed below:

₹ in Lakhs

Particulars	March 31, 2026		March 31, 2025	
	Carrying Amount	Fair value	Carrying Amount	Fair value
Financial assets				
Other non-current financial assets	**12.99**	**12.99**	13.99	13.99
Cash and Cash Equivalents	**23.35**	**23.35**	87.46	87.46
Trade Receivables	**40.96**	**40.96**	5.28	5.28
Loans	**0.55**	**0.55**	0.45	0.45
Financial liabilities				
Borrowings	**16,084.52**	**16,084.52**	9,598.52	9,598.52
Trade Payables	**112.28**	**112.28**	62.28	62.28
Other Financial Liabilities	**482.89**	**482.89**	116.45	116.45

Note 34: Segment Information

The Company is primarily engaged in the business of maintenance & running of resorts and related services in India. As such, the Company operates in a single segment and there are no separate reportable segments. The same is consistent with the information reviewed by the chief operating decision maker (CODM).

Note 35: Commitments

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	**662.36**	500.32

Note 36: Contingent Liability

The Company has received (i) a notice dated December 12, 2025 from the Sub-Registrar, Tala, District Jaipur, pursuant to audit objections, raising a demand aggregating to ₹729.5 lakhs towards alleged short payment of stamp duty, surcharge and interest in respect of a sale deed registered in May 2023, and (ii) a subsequent notice dated March 4, 2026 issued under Section 54 of the Rajasthan Stamp Act, 1998, reassessing the market value of the said property and quantifying differential stamp duty, surcharge and registration fees of ₹729.5 lakhs. The Company has disputed the basis of reassessment and recovery and the matter is pending adjudication before the appropriate authority. Based on management's assessment, no provision has been recognised as the outflow of economic resources is not considered probable at this stage, and the amount has been disclosed as a contingent liability.

Note 37: Related Party Disclosures

(a) Names of Related Parties and nature of relationship :

Related Party	Relationship
Holding Company	Mahindra Holidays & Resorts India Limited
Ultimate Holding Company	Mahindra & Mahindra Limited
Key Managerial Personnel	Rishabh Surana

Note. The above information regarding related parties have been determined to the extent such parties have been identified on the basis of information available with the Company.

(b) The following are the details of the transactions and balances as per Ind AS 24 read with ICDR Regulations during the year ended

₹ in Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Holding company		
Intercorporate deposit Availed	**6,786.00**	1,051.52
Intercorporate deposit Repaid	**300.00**	–
Interest on Intercorporate deposit	**1,094.42**	743.68
Reimbursement received	**462.34**	36.08
Reimbursement paid	**25.11**	168.83
Sale of Services	**531.37**	551.95
Ultimate Holding company		
Usage of Trademark	**1.00**	1.00

II. Outstanding Balances

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
		₹ in Lakhs
Amount owed by related parties		
Holding company		
Trade Payables	**9.73**	2.77
Inter Corporate Deposit	**16,084.52**	9,598.52

Note 38: Employee benefit plans

A. Defined contribution plans

The Company's contribution to Provident Fund and Superannuation Fund aggregating ₹ **23.46 Lakhs** (Previous Year: ₹ 22.39 Lakhs) has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense.

B. Defined benefit plans

The Company does not have a funded Gratuity Scheme for its employees and gratuity liability has been provided based on the actuarial valuation done at the year end. The Gratuity scheme of the Company is not funded.

Defined benefit plans – as per actuarial valuation

Particulars	Unfunded Plan Gratuity	
	March 31, 2026	March 31, 2025
		₹ in Lakhs
Expense recognised in the Statement of Profit and Loss		
Current Service Cost	**2.80**	2.50
Net Interest cost	**0.27**	0.18
Past Service Cost	**2.73**	(2.50)
Components of defined benefit costs recognised in profit & loss	**5.80**	0.18
Expense recognised in the other Comprehensive Income		
Actuarial (Gain)/Loss on Obligation For The Period:		
Demographic Assumptions	**(3.68)**	–
Financial Assumptions	**1.40**	0.08
Experience Adjustments	**3.50**	–
Net (Income) / Expense for the period recognized in OCI	**1.22**	**0.08**
Net Liability recognised in the Balance Sheet		
1. Present value of defined benefit obligation	**9.77**	2.75
2. Fair value of plan assets	**–**	–
3. Deficit	**9.77**	2.75
4. Current portion of the above	**1.79**	0.01
5. Non current portion of the above	**7.98**	2.73

Particulars	Unfunded Plan Gratuity	
	March 31, 2026	March 31, 2025
		₹ in Lakhs
Change in the obligation during the year		
Present value of defined benefit obligation at the beginning of the year	**2.75**	2.49
Expenses Recognised in the Statement of Profit and Loss		
- Current Service Cost	**2.80**	2.50
- Past Service Cost	**2.73**	(2.50)
- Interest Expense	**0.27**	0.18
Recognised in Other Comprehensive Income	**1.22**	0.08
Present value of defined benefit obligation at the end of the year	**9.77**	2.75

The significant actuarial assumptions (estimated for adequate coverage of the obligation on a prudent basis), are as under:

Particulars	Valuation as at	
	March 31, 2026	March 31, 2025
		₹ in Lakhs
Discount Rate(s)	**6.54%**	6.54%
Expected Rate(s) of salary increase	**8.00%**	5.00%
Expected rate of return on plan assets	**N.A.**	N.A.
Attrition Rate	**45.00%**	25.00%
Mortality table	**100% of IALM 2012-14**	100% of IALM 2012-14

The sensitivity of the defined benefit obiligation to changes in the weighted principal assumptions is:

Principal assumption	Year	Changes in assumption	Impact on defined benefit obligation	
			Increase in assumption	Decrease in assumption
				₹ in Lakhs
Discount rate	2025-2026	0.50%	0.15	(0.15)
	2024-2025	0.50%	(0.07)	0.08
Salary growth rate	2025-2026	0.50%	(0.15)	0.15
	2024-2025	0.50%	0.08	(0.07)
Attrition rate	2025-2026	0.50%	0.10	(0.10)
	2024-2025	0.50%	(0.06)	0.05
Mortality rate	2025-2026	5.00%	0.00	(0.00)
	2024-2025	5.00%	0.00	(0.00)

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous period.

Maturity profile of defined benefit obligation:

Years	₹ in Lakhs	
	Current Year	Previous Year
Within 1 year	**1.79**	0.01
1 - 2 year	**2.29**	0.01
2 - 3 year	**2.94**	0.01
3 - 4 year	**2.14**	0.68
4 - 5 year	**1.15**	0.92
6 - 10 years	**1.55**	1.69
> 11 years	**0.11**	0.71

The weighted average duration of the defined benefit obligation as at March 31, 2026 is **3 years** (Previous Year: 7 years)

Experience Adjustments:

Particulars	₹ in Lakhs				
	Period Ended				
	2026	**2025**	**2024**	**2023**	**2022**
Defined Benefit Obligation	**9.77**	2.75	2.49	–	–
Fair value of plan assets	**–**	–	–	–	–
Surplus/(Deficit)	**9.77**	2.75	2.49	–	–
Experience adjustment on plan liabilities [(Gain)/ Loss]	**3.50**	–	0.01	–	–
Experience adjustment on plan assets [Gain/(Loss)]	**–**	–	–	–	–

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Other Long Term Benefits (Compensated absences)

The amount recognized as an expense in respect of Compensated absences is ₹ **11.08 Lakhs** (Previous Year: ₹ 5.21 Lakhs).

Note 39: Ratios

Ratios	Formula	**For the Year ended March 31, 2026**	For the Year ended March 31, 2025	**% Variance**
Current ratio	Current assets / Current liabilities	**0.22**	0.82	(72.98%)
Debt-equity ratio	Total debt / Shareholders equity	**8.27**	3.24	155.39%
Debt Service coverage ratio	Net operating income / Debt (principal + Interest)	**0.02**	0.05	(56.90%)
Return on equity ratio	Profit after tax / Average Total shareholders Equity	**-0.41%**	-0.27%	55.02%
Inventory turnover ratio	Cost of Food, beverages and operating supplies / Average inventory	**15.04**	15.64	(3.87%)
Trade receivables turnover ratio	Turnover / Average Accounts Receivables	**72.91**	47.58	53.25%
Trade payables turnover ratio	Purchases / Average Accounts Payables	**2.83**	11.06	(74.42%)
Net Capital turnover ratio	Turnover / Working Capital	**(5.51)**	(274.42)	(97.99%)
Net profit ratio	Net profit / Net sales	**(0.60)**	(0.52)	15.49%
Return on Capital employed	Earning before Interest and tax / Capital employed	**(0.11)**	(0.03)	262.27%
Return on investment	Net Profit / Cost of investment	**(0.23)**	(0.19)	22.18%

Explanation for variances in ratios by more than 25%

The Company has incurred lossed in the current year and an addition of 39 rooms to th existing rooms.

Note 40: Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the year.

(h) The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was obtained.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note 41: Rounding Off and Regrouping/Reclassification of items

The amount has been rounded off to nearest ₹ (INR) and previous year figures have been regrouped / reclassified to correspond with current year's classification / disclosure, wherever deemed necessary.

Note 42: The Financial Statements have been approved for issue by Company's Board of Directors on April 15, 2026.

In terms of our report attached

For B.K. Khare & Co.
Chartered Accountants
Firm's Regn No : 105102W

Shirish Rahalkar
Partner
Membership No: 111212

Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board of Directors

Hoshedar Havewala
Director
DIN- 11332054
Place : Mumbai
Date : April 15, 2026

Rishabh Surana
Chief Financial Officer

Place : Delhi
Date : April 15, 2026

Vimal Agarwal
Director
DIN- 07296320
Place : Mumbai
Date : April 15, 2026

Krisha Shah
Company Secretary
Membership No. A70905

Place : Mumbai
Date : April 15, 2026

INDEPENDENT AUDITORS' REPORT

To the members of Gables Promoters Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Gables Promoters Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and other comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures, but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

Management's Responsibilities for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, the management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other Legal and Regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. (A) As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A.

   (B) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors)

Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which will impact its financial positions.

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances; nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

(v) The Company has neither declared nor paid any dividend during the year.

(vi) Based on our examination which included test checks, the Company has used accounting softwares (along with access management tool) for maintaining its books of account which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective softwares except that in case an accounting software relating to payroll records, operated by a third-party software service provider, based on an independent auditor's report in relation to controls, the audit trail (edit log) facility was not enabled to capture old values for direct data changes made at the database level. Further, where audit trail (edit log) facility was enabled and operated throughout the year, we did not come across any instance of audit trail feature being tampered with during the course of our audit. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

(C) In our opinion and according to the information and explanations given to us, the Company being a Private Company, Section 197 of the Act relating to managerial remuneration is not applicable.

For Shah Valera & Associates LLP
Chartered Accountants
Firm Registration No. W100238

Priten Shah
Partner
Membership No. 149028
UDIN: 26149028TLVRDR4258

Place: Mumbai
Date: April 15, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

Opinion

We have audited the internal financial controls with reference to financial statements of Gables Promoters Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at March 31, 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For Shah Valera & Associates LLP
Chartered Accountants
Firm Registration No. W100238

Priten Shah
Partner
Membership No. 149028
UDIN: 26149028TLVRDR4258

Place: Mumbai
Date: April 15, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

i. (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) during the year.

(e) According to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. (a) The inventory has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

iii. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

iv. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

v. According to the information and explanations given to us, the Company has not accepted deposits or amounts which are deemed to be deposits from the public to which directives issued by Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder apply. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

vii. The Company does not have liability in respect of service tax, duty of excise and sales tax during the year since effective July 1, 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Value added Tax, Duty of Customs or Cess or other statutory dues have been generally regularly deposited with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Value added tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

viii. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as

income during the year in the tax assessments under the Income-tax Act, 1961 as income during the year.

ix. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us by the management, the Company has not obtained any term loans during the year. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanation given to us, the Company has not raised funds on short term basis during the year. Accordingly, the reporting under Clause 3(ix)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures. Accordingly reporting under Clauses 3(ix)(e) of the Order is not applicable to the company.

(f) According to the information and explanations given to us, the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries, associates or joint ventures. Accordingly reporting under Clauses 3(ix)(f) of the Order is not applicable to the company.

x. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, Clause 3(x)(b) of the order is not applicable to the company.

xi. (a) Based on examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the course of the audit.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditor's) Rules, 2014 with the Central Government.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

xii. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv. In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

xv. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company.

xvi. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, reporting under paragraph 3(xvi)(a) of the order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities without a valid certificate of registration (COR) from the Reserve Bank of India as per Reserve Bank of India, 1934. Accordingly, reporting under paragraph 3(xvi)(b) of the Order is not applicable to the company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c)

and 3(xvi)(d) of the Order is not applicable to the Company.

(d) As represented to us, the Group does not have any CIC as part of the Group. Accordingly, the reporting under clause 3(xvi)(d) of the Order is not applicable to the Company.

xvii. The Company has not incurred cash losses in the current and in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

xx. In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For Shah Valera & Associates LLP
Chartered Accountants
Firm Registration No. W100238

Priten Shah
Partner
Membership No. 149028
UDIN: 26149028TLVRDR4258

Place: Mumbai
Date: April 15, 2026

BALANCE SHEET AS AT MARCH 31, 2026

₹ in Lakhs

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-Current Assets			
Property, plant and equipment	4	**13,414.44**	13,896.14
Right-of-Use assets	5	**243.12**	254.17
Capital Work in Progress	6	**–**	1.77
Intangible Assets	7	**–**	–
Financial Assets			
Other financial assets	8	**62.46**	6.56
Other Non-Current Tax assets	9	**139.90**	161.07
Other Non-Current Assets	10	**31.23**	0.54
Total Non-Current Assets		**13,891.15**	14,320.25
Current Assets			
Inventories	11	**25.80**	18.03
Financial Assets			
Trade Receivables	12	**270.31**	822.63
Cash and Cash Equivalents	13	**40.09**	68.58
Other Bank Balances	14	**–**	30.32
Other Current Assets	15	**85.67**	58.40
Total Current Assets		**421.87**	997.96
TOTAL ASSETS		**14,313.02**	15,318.21
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	16	**6,500.00**	6,500.00
Other Equity	17	**883.02**	964.28
Total Equity		**7,383.02**	7,464.28
Liabilities			
Non-Current Liabilities			
Financial Liabilities			
Lease Liabilities	18	**290.74**	283.82
Other Financial Liabilities	19	**–**	126.89
Provisions	20	**24.13**	35.70
Deferred Tax Liabilities (Net)	21	**222.71**	219.44
Total Non-Current Liabilities		**537.58**	665.85
Current Liabilities			
Financial Liabilities			
Borrowings	22	**6,007.00**	6,932.00
Lease Liabilities	23	**6.04**	6.48
Trade Payables	24		
Total outstanding dues of micro enterprises and small enterprises		**35.46**	4.23
Total outstanding dues of creditors other than micro enterprises and small enterprises		**27.74**	75.62
Other Financial Liabilities	25	**204.95**	63.74
Provisions	26	**18.56**	11.85
Other Current Liabilities	27	**92.67**	94.17
Total Current Liabilities		**6,392.42**	7,188.09
Total Liabilities		**6,930.00**	7,853.94
TOTAL EQUITY AND LIABILITIES		**14,313.02**	15,318.21

See accompanying notes forming part of the financial statements

In terms of our report attached.

For Shah Valera & Associates LLP

Chartered Accountants
Firm Registration No. W100238

Priten Shah
Partner
Membership Number: 149028
Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board of Directors

Vimal Agarwal
Director
DIN- 07296320
Place : Mumbai
Date : April 15, 2026

Hoshedar Havewala
Director
DIN- 11332054
Place : Mumbai
Date : April 15, 2026

Narender Pratap Singh
Chief Financial Officer
Place : Mumbai
Date : April 15, 2026

Sainee Mehta
Company Secretary
Membership No. A72961
Place : Mumbai
Date : April 15, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars	Note No.	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Revenue from Operations	28	2,461.87	2,844.42
Other Income	29	13.97	10.03
Total Income		2,475.84	2,854.45
EXPENSES			
Employee benefit expenses	30	568.32	629.41
Finance costs	31	561.00	590.20
Depreciation and amortisation expense	32	564.40	617.24
Other expenses	33	857.53	966.00
Total Expenses		2,551.25	2,802.85
Profit / (Loss) before exceptional items and tax		(75.41)	51.60
Execptional items	34	(15.58)	–
Profit / (Loss) before tax		(90.99)	51.60
Tax Expense			
Current Tax		–	–
Deferred Tax		–	–
Total Tax Expense		–	–
Profit / (Loss) for the year		(90.99)	51.60
Other Comprehensive Income	35		
Items that will not be reclassified to profit or loss			
Remeasurements of the defined benefit liabilities / (asset)		13.00	(0.42)
Freehold land revaluation		–	(2,301.96)
Income taxes related to items that will not be reclassified to profit or loss		(3.27)	27.49
Total other comprehensive income		9.73	(2,274.47)
Total Comprehensive Income for the year		(81.26)	(2,222.87)
Earnings Per Equity Share (Nominal value per share ₹ 10/-)			
(a) Basic (In ₹)	36	(0.14)	0.08
(b) Diluted (In ₹)	36	(0.14)	0.08

See accompanying notes to financial statements

In terms of our report attached.

For Shah Valera & Associates LLP

Chartered Accountants
Firm Registration No. W100238

Priten Shah
Partner
Membership Number: 149028
Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board of Directors

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DIN- 07296320
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Chief Financial Officer

Place : Mumbai
Date : April 15, 2026

Sainee Mehta
Company Secretary
Membership No. A72961
Place : Mumbai
Date : April 15, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit / (Loss) before tax for the year	**(90.99)**	51.60
Adjustments for :		
Finance costs	**561.00**	590.20
Interest Income recognised in statement of profit or loss	**(5.11)**	(2.21)
Depreciation and amortisation of non-current assets	**564.40**	617.24
Interest on Income Tax refund	**(8.86)**	
Net (Gain) / Loss on disposal of Property, Plant and Equipment	**0.14**	0.69
Movements in working capital/ other changes :		
(Increase) / decrease in trade receivables	**552.24**	(735.48)
(Increase) / decrease in inventories	**(7.77)**	0.39
(Increase) / decrease in other assets	**(32.74)**	–
Increase / (decrease) in trade payables	**(16.65)**	(19.05)
Increase / (decrease) in provisions	**8.14**	40.12
Increase / (decrease) in other liabilities	**39.31**	–
Cash generated from operations	**1,563.11**	543.49
Income Tax (paid)/refund	**30.03**	(2.99)
NET CASH (USED IN) / GENERATED BY OPERATING ACTIVITIES (A)	**1,593.14**	540.50
B. CASH FLOW FROM INVESTING ACTIVITIES		
Payments for property, plant and equipment and including CWIP	**(127.37)**	(68.57)
Proceeds from disposal of property, plant and equipment	**0.15**	–
Interest received	**5.11**	2.18
Placement of fixed deposits	**(50.00)**	–
Proceeds from maturity of fixed deposits	**30.00**	–
NET CASH USED IN INVESTING ACTIVITIES (B)	**(142.11)**	(66.40)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds/ (Repayment) of Non-Current borrowings		
Repayment of Current borrowings	**(925.00)**	–
Interest paid	**(535.20)**	(564.96)
Payment of Lease liabilities	**(19.32)**	(18.40)
NET CASH (USED IN) / GENERATED BY FINANCING ACTIVITIES (C)	**(1,479.52)**	(583.35)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A)+(B)+(C)	**(28.49)**	(109.25)
Cash and cash equivalents at the beginning of the year	**68.58**	179.63
Cash and Cash equivalents at the end of the year	**40.09**	70.38

See accompanying notes to financial statements

In terms of our report attached.
For Shah Valera & Associates LLP

Chartered Accountants
Firm Registration No. W100238

Priten Shah
Partner
Membership Number: 149028
Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board of Directors

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Director
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Place : Mumbai
Date : April 15, 2026

Sainee Mehta
Company Secretary
Membership No. A72961
Place : Mumbai
Date : April 15, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars	Equity Share Capital	Other Equity			Total
		Reserves & Surplus		Other Comprehensive Income Acturial Loss	
		Retained earnings	Revaluation Reserve		
Balance as at April 1, 2024	6,500.00	(335.39)	3,522.96	–	9,687.57
Changes in equity share capital during the year	–	–	–	–	–
Profit / (Loss) for the year	–	51.60	(2,274.58)	(0.31)	(2,223.29)
Balance as at March 31, 2025	**6,500.00**	**(283.79)**	**1,248.38**	**(0.31)**	**7,464.28**
Changes in equity share capital during the year	–	–	–	–	–
Profit / (Loss) for the year	–	(90.99)	–	9.73	(81.26)
Balance as at March 31, 2026	**6,500.00**	**(374.78)**	**1,248.38**	**9.42**	**7,383.02**

See accompanying notes to financial statements

In terms of our report attached.

For Shah Valera & Associates LLP

Chartered Accountants
Firm Registration No. W100238

Priten Shah
Partner
Membership Number: 149028
Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board of Directors

Vimal Agarwal
Director
DIN- 07296320
Place : Mumbai
Date : April 15, 2026

Hoshedar Havewala
Director
DIN- 11332054
Place : Mumbai
Date : April 15, 2026

Narender Pratap Singh
Chief Financial Officer

Place : Mumbai
Date : April 15, 2026

Sainee Mehta
Company Secretary
Membership No. A72961
Place : Mumbai
Date : April 15, 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1 Corporate Information

The Company was incorporated on January 9, 2012 (CIN:U45209CH2012PTC033473). The company is domiciled in India with its registered office address being S.C.O. 64-65, 1st Floor, Sector 17-A, Madhya Marg, Chandigarh - 160017. The principle business of construction, maintenance & running of hotels, resorts, shopping malls, buildings and other commercial & residential apartments.

2 Material accounting policies

(i) Statement of compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 and as amended from time to time.

(ii) Basis of preparation and presentation

The financial statements of the Company have been prepared on the historical cost basis except for certain financial instruments that are measured at fair value at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The principal accounting policies are set out below.

(iii) Revenue recognition

Income from resorts include income from room rentals, food and beverages, etc. and is recognized when services are rendered.

(iv) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

(v) Taxation

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The company's current tax is calculated using tax rates that have been enacted by the end of the reporting period. Since the company has commenced operations during the current year and has not generated any profit before tax, current tax is Nil.

(vi) Property, plant and equipment

Buildings held for use in the production or supply of goods or services, or for administrative purposes, are stated in the balance sheet at cost less accumulated depreciation and accumulated impairment losses. Freehold land is measured at fair value and not depreciated.

Freehold land is valued at fair value based on valuations by external independent valuers at sufficient intervals between 3-5 years to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of the reporting period. The Company reviews the fair value annually to assess if there is any significant change in the fair value to ensure that the carrying amount does not differ materially from that which would be determined using fair value at the end of the reporting period.

Any revaluation surplus is recognised in other comprehensive income and accumulated in equity under revaluation reserve, except to the extent that it reverses a revaluation decrease of the same asset previously recognised in the standalone statement of profit and loss, in which case the increase is recognised in statement of profit and loss. A revaluation deficit is recognised in the standalone statement of profit and loss, except to the extent that it offsets an existing surplus on the same asset carried in the revaluation reserve.

Fixtures and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

PPE in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, commences when the assets are ready for their intended use.

Category of Asset	Estimated useful lives
Buildings (other than those mentioned below)	60 years
Plant & equipment	5-25 years
Furniture and Fixtures (other than those mentioned below)	6-8 years
Vehicles (other than those mentioned below)	8 years
Motor vehicles/other assets provided to employees	4-5 years
Office equipment	5 years

Depreciation is recognized so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

(vii) Inventories

Inventories are carried at the lower of cost and net realizable value. Costs of inventories are determined on moving weighted average basis. Cost includes the purchase price, non-refundable taxes and delivery handling cost. Net realizable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

(viii) Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognized as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

(xi) Financial instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a financial instrument and of allocating interest over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts/payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Classification of financial assets

Debt

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL.

Debt instruments classified as FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The Company has not designated any debt instrument as at FVTPL.

Equity

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

De-recognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party.

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the Company is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included under 'Finance costs'.

De-recognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

(ix) Cash flow statements

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

Cash flows are reported using the indirect method, whereby profit before extra-ordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flow from operating, investing and financing activities of the Company are segregated based on the available information.

(x) Earnings per share

Basic earnings per share is computed by dividing the profit/(loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares, by the weighted average number of equity shares considered for deriving basic earnings per share and the weighted average number of equity shares which could have been issued on the conversion of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations. Potential dilutive equity shares are deemed to be converted as at the beginning of the period, unless they have been issued at a later date. The dilutive potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value (i.e. average market value of the outstanding shares). Dilutive potential equity shares are determined independently for each period presented. The number of equity shares and potentially dilutive equity shares are adjusted for share splits / reverse share splits and bonus shares, as appropriate.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2025

Note No. 3 - Recent pronouncements:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

- Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 - The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.
- Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Note No. 4 - Property, Plant and Equipment

₹ in Lakhs

Particulars	**As At March 31, 2026**	As At March 31, 2025
Carrying amounts of:		
Land	**3,981.17**	3,981.17
Buildings - Freehold	**8,472.45**	8,648.28
Buildings - Leasehold	**100.83**	105.42
Plant and Equipment	**509.20**	674.21
Office Equipment	**35.90**	34.58
Furniture and Fixtures	**306.66**	440.28
Vehicles	**8.23**	12.20
Total	**13,414.44**	13,896.14

₹ in Lakhs

Gross carrying value	**Land**	**Buildings - Freehold**	**Buildings - Leasehold**	**Plant and Equipment**	**Office Equipment**	**Furniture and Fixtures**	**Vehicles**	**Total**
Balance as at April 1, 2024	6,283.13	9,923.13	114.58	1,952.18	106.99	1,754.98	68.40	20,203.39
Additions	–	–	–	64.46	2.13	3.01	–	69.60
Revaluation Reserve	(2,301.96)	–	–	–	–	–	–	(2,301.96)
Disposals	–	–	–	0.00	0.00	(0.00)	(17.97)	(17.97)
Balance as at March 31, 2025	**3,981.17**	**9,923.13**	**114.58**	**2,016.64**	**109.12**	**1,757.99**	**50.43**	**17,953.06**
Additions	–	3.41	–	43.70	16.62	8.10	–	71.83
Revaluation Reserve	–	–	–	–	–	–	–	
Disposals	–	–	–	(10.43)	(1.02)	(8.03)	(0.01)	(19.49)
Balance as at March 31, 2026	3,981.17	**9,926.54**	**114.58**	**2,049.91**	**124.73**	**1,758.05**	**50.42**	**18,005.40**

₹ in Lakhs

Accumulated depreciation and impairment	Land	Buildings - Freehold	Buildings - Leasehold	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
Balance as at April 1, 2024	–	1,095.67	4.58	1,147.11	61.35	1,114.40	46.64	3,469.74
Depreciation / impairment expense	–	179.18	4.58	195.32	13.18	203.31	8.87	604.45
Eliminated on disposals	–	–	–	–	0.00	–	(17.28)	(17.28)
Balance as at March 31, 2025	–	1,274.85	9.16	1,342.43	74.54	1,317.71	38.23	4,056.92
Depreciation / impairment expense	–	179.24	4.59	208.57	15.31	141.70	3.96	553.37
Eliminated on disposals	–	–	–	(10.29)	(1.02)	(8.02)	(0.00)	(19.33)
Balance as at March 31, 2026	–	1,454.09	13.75	1,540.71	88.83	1,451.39	42.19	4,590.96

Particulars	**Land**	**Buildings - Freehold**	**Buildings - Leasehold**	**Plant and Equipment**	**Office Equipment**	**Furniture and Fixtures**	**Vehicles**	**Total**
Carrying amount as on March 31, 2025	3,981.17	8,648.28	105.42	674.21	34.58	440.28	12.20	13,896.14
Carrying amount as on March 31, 2026	**3,981.17**	**8,472.45**	**100.83**	**509.20**	**35.90**	**306.66**	**8.23**	**13,414.44**

During the previous year, the Company in accordance with its accounting policy of measurement of freehold land at fair value, based on periodic valuation done by external independent registered valuer using market approach, has recognised a loss of ₹ 2,301.96 lakhs in the financial statements of the Company.

Note No. 5 - Right of Use Asset

Particulars	As At March 31, 2026	₹ in Lakhs As At March 31, 2025
Carrying amounts of		
Building	**243.12**	254.17
Total	**243.12**	254.17

Gross carrying value	**Total**
Balance as at April 1, 2024	276.28
Additions	–
Disposals	–
Balance as at March 31, 2025	**276.28**
Additions	–
Disposals	–
Balance as at March 31, 2026	276.28
Accumulated depreciation	**Total**
Balance as at April 1, 2024	11.07
Depreciation expense	11.04
Eliminated on disposals	–
Balance as at March 31, 2025	22.11
Depreciation expense	11.05
Eliminated on disposals	–
Balance as at March 31, 2026	**33.16**
Particulars	**Total**
Carrying amount as on March 31, 2025	254.17
Carrying amount as on March 31, 2026	**243.12**

Note No. 6 - Capital work-in-progress

Particulars	As At March 31, 2026	₹ in Lakhs As At March 31, 2025
Capital Work in Progress	**–**	1.77
	–	1.77

Particulars	As At March 31, 2026	₹ in Lakhs As At March 31, 2025
Balance at the beginning of the reporting period	**1.77**	5.55
Additions during the current year to CWIP	**15.72**	35.99
Less:- Capitalization/ Deletions during the current year from CWIP	(17.49)	(39.77)
Balance at the end of the reporting period	**–**	1.77

Particulars	As At March 31, 2026	₹ in Lakhs As At March 31, 2025
Projects in progress		
Less than 1 year	**–**	1.77
1-2 years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Total	**–**	1.77

Particulars	As At March 31, 2026	₹ in Lakhs As At March 31, 2025
Projects temporarily suspended		
Less than 1 year	**–**	–
1-2 years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Total	**–**	–

Note No. 7 - Intangible Assets

Gross carrying amount	As At March 31, 2026	₹ in Lakhs As At March 31, 2025
Carrying amounts of:		
Computer Software	**–**	–
Total	**–**	–

Gross carrying amount	**Total**
Balance as at April 1, 2024	13.08
Additions made during the year	–
Disposals	–
Balance as at March 31, 2025	13.08
Additions made during the year	–
Disposals	–
Balance as at March 31, 2026	**13.08**

Accumulated Amortisation	**Total**
Balance as at April 1, 2024	11.34
Amortisation expense for the year	1.74
Eliminated on disposals	–
Balance as at March 31, 2025	13.08
Amortisation expense for the year	–
Eliminated on disposals	–
Balance as at March 31, 2026	13.08
Carrying amount as on March 31, 2025	–
Carrying amount as on March 31, 2026	**–**

Note No. 8 - Other Financial Assets Non-Current

Particulars	As At March 31, 2026	₹ in Lakhs As At March 31, 2025
Bank deposit (with original maturity greater than 12 months)	**50.43**	–
Deposits	**12.03**	6.56
	62.46	6.56

Note No. 9 - Other Tax Assets Non-Current

Particulars	As At March 31, 2026	₹ in Lakhs As At March 31, 2025
Advance Income tax	**139.90**	161.07
Total	**139.90**	161.07

Note No. 10 - Other Non Current Assets

₹ in Lakhs

Particulars	As At March 31, 2026	As At March 31, 2025
Capital Advances	**31.23**	0.54
Total	**31.23**	0.54

Note No. 11 - Inventories

₹ in Lakhs

Particulars	As At March 31, 2026	As At March 31, 2025
Food and beverages	**5.45**	5.01
Operating supplies	**20.35**	13.02
Total	**25.80**	18.03

Note No. 12 - Trade Receivables

₹ in Lakhs

Particulars	As At March 31, 2026	As At March 31, 2025
Trade receivables considered good - Unsecured	**270.31**	822.63
Total	**270.31**	822.63

Note No. 12.1 - Trade receivables considered good
Outstanding for following periods from due date of payment

₹ in Lakhs

Particulars	As At March 31, 2026	As At March 31, 2025
Not Due	**261.63**	–
Less than 6 months	**1.91**	816.81
6 months -1 year	**0.44**	5.82
1-2 years	**6.33**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Total	**270.31**	822.63

Note No. 13 - Cash and Cash Equivalents

₹ in Lakhs

Particulars	As At March 31, 2026	As At March 31, 2025
Cash at hand	**2.36**	7.60
Balances with banks	**37.73**	60.98
Total	**40.09**	68.58

Note No. 14 - Other Bank Balances

₹ in Lakhs

Particulars	As At March 31, 2026	As At March 31, 2025
Bank Deposits (with original maturity greater than 3 months and less than 12 months)	**–**	30.32
Total	**–**	30.32

Note No. 15 - Other Curent Assets

₹ in Lakhs

Particulars	As At March 31, 2026	As At March 31, 2025
Advance to suppliers	**25.65**	0.18
With Government authorities (excluding income taxes)	**23.41**	31.98
Prepayments	**36.61**	26.24
Total	**85.67**	58.40

Note No. 16 - Equity Share Capital

₹ in Lakhs

Particulars	As At March 31, 2026 No. of shares	As At March 31, 2026 Amount	As At March 31, 2025 No. of shares	As At March 31, 2025 Amount
AUTHORISED :				
Equity shares of ₹ 10 each with voting rights	**6,50,00,000**	**6,500.00**	6,50,00,000	6,500.00
ISSUED, SUBSCRIBED AND FULLY PAID UP				
6,50,00,000 Equity shares of ₹ 10 each with voting rights	**6,50,00,000**	**6,500.00**	6,50,00,000	6,500.00
Total	**6,50,00,000**	**6,500.00**	6,50,00,000	6,500.00

16 a) Terms / rights attached to equity shares:

i) The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. Each holder of equity share is entitled to one vote per share.

ii) Repayment of capital will be in proportion to the number of equity shares held.

16 b) Shares in the Company held by Holding Company and each shareholder holding more than 5% shares specifying the number of shares held.

₹ in Lakhs

Name of shareholder	2025-26 No. of shares	2025-26 Amount	2024-25 No. of shares	2024-25 Amount
Mahindra Holidays & Resorts India Limited (Holding Company)	**6,50,00,000**	**65,00.00**	6,50,00,000	65,00.00

16 c) The reconciliation of the number of shares outstanding:

₹ in Lakhs

Name of shareholder	2025-26 No. of Shares	2025-26 Amount	2024-25 No. of Shares	2024-25 Amount
Number of shares at the beginning	**6,50,00,000**	**6,500.00**	6,50,00,000	6,500.00
Add: Issued during the year	**–**	**–**	–	–
Number of shares at the end	**6,50,00,000**	**6,500.00**	6,50,00,000	6,500.00

16 d) Details of shareholders holding more than 5% shares in the company

Name of shareholder	No of shares held As at March 31, 2026 Nos.	%	As at March 31, 2025 Nos.	%
Mahindra Holidays & Resorts India Limited (Holding Company)	**6,50,00,000**	**100.00%**	6,50,00,000	100.00%

16 e) Shareholding of promoters in the company

Name of the Share holder	No of shares held as at			
	As At March 31, 2026		As At March 31, 2025	
	Nos.	%	Nos.	%
Mahindra Holidays & Resorts India Limited (Holding Company)	**6,50,00,000**	**100.00%**	6,50,00,000	100.00%

16 f) During any of the last five years :

No shares were allotted as fully paid up pursuant to contract(s) without payment being received in cash

No shares were alloteed as fully paid up by way of bonus shares

No shares were bought back

Note No. 17 - Other Equity

Particulars	As At March 31, 2026	As At March 31, 2025
		₹ in Lakhs
Retained Earnings:		
Opening Balance	**(283.79)**	(335.39)
Add: Profit/(Loss) for the period	**(90.99)**	51.60
Closing Balance	**(374.78)**	(283.79)
Revaluation Reserve:		
Opening Balance	**1,248.38**	3,522.96
Add: Profit/(Loss) for the period	**–**	(2,274.58)
Closing Balance	**1,248.38**	1,248.38
Other Comprehensive Income:		
Opening Balance	**(0.31)**	–
Add: Profit/(Loss) for the period	**9.73**	(0.31)
Closing Balance	**9.42**	(0.31)
Total	**883.02**	964.28

Note No. 18 - Lease Liabilities Non-Current

Particulars	As At March 31, 2026	As At March 31, 2025
		₹ in Lakhs
Lease liabilities (Refer note no. 45)	**290.74**	283.82
Total	**290.74**	283.82

Note No. 19 - Other Financial Liabilities Non-Current

Particulars	As At March 31, 2026	As At March 31, 2025
		₹ in Lakhs
At Amortised Cost		
Retention Money	**–**	126.89
Total	**–**	126.89

Note No. 20 - Provisions Non-Current

Particulars	As At March 31, 2026	As At March 31, 2025
		₹ in Lakhs
Provision for Gratuity	**12.25**	18.33
Provision for Compensated Absences	**11.88**	17.37
Total	**24.13**	35.70

Note No. 21 - Deferred tax liabilities

The following is the analysis of deferred tax (assets) / liabilities presented in the balance sheet:

Particulars	As At March 31, 2026	As At March 31, 2025
		₹ in Lakhs
Deferred tax liabilities	**222.71**	219.44
Net Deferred tax (Asset) / Liability	**222.71**	219.44

Note No. 22 - Borrowings Current

Particulars	As At March 31, 2026	As At March 31, 2025
		₹ in Lakhs
(a) Term Loans		
(i) From Banks	**–**	–
(ii) From Others	**–**	–
(iii) From related parties	**6,007.00**	6,932.00
Total	**6,007.00**	6,932.00
The above amount includes:-		
Secured Borrowings	**–**	–
Unsecured Borrowings	**6,007.00**	6,932.00
Total	**6,007.00**	6,932.00

Note No. 22.1

Details of facility	As At March 31, 2026	As At March 31, 2025
		₹ in Lakhs
Loans from related parties	**6,007.00**	6,932.00

*This Loan carries an interest rate of 8.15% (Previous year 8.15%) per annum including interest of ₹ nil lakhs (previous year ₹ nil lakhs) repayable in 3 years from the date of agreement.

Note No. 22.2

Details of facility	Details of Repayment/ Security
Loan from Mahindra Holidays & Resorts India Limited	**Unsecured Loan**

Note No. 23 - Lease Liabilities Current

Particulars	As At March 31, 2026	As At March 31, 2025
		₹ in Lakhs
Lease liabilities (Refer note no. 45)	**6.04**	6.48
Total	**6.04**	6.48

Note No. 24 - Trade Payables

Particulars	As At March 31, 2026	As At March 31, 2025
		₹ in Lakhs
Total outstanding dues of micro enterprises and small enterprises	**35.46**	4.23
Total outstanding dues of creditors other than micro enterprises and small enterprises	**27.74**	75.62
Total	**63.20**	79.85

Ageing of Trade Payables - MSME

Outstanding for following periods from due date of payment

Particulars	As At March 31, 2026	As At March 31, 2025
		₹ in Lakhs
Not Due	**16.14**	–
Less than 1 Year	**19.32**	4.23
1-2 years	**–**	–
2-3 years	**–**	–
More than 3 years	**–**	–
Total	**35.46**	4.23

Ageing of Trade Payables - Other than MSME

Outstanding for following periods from due date of payment

Particulars	As At March 31, 2026	As At March 31, 2025
		₹ in Lakhs
Not Due	**11.95**	–
Less than 1 Year	**15.58**	71.04
1-2 years	**0.21**	2.53
2-3 years	**–**	1.52
More than 3 years	**–**	0.52
Total	**27.74**	75.62

Dues to Micro and Small Enterprises:

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the company. This has been relied upon by the auditors. According to the records available with the Company certain amount have been identified as dues to suppliers registered under Micro, Small and Medium Enterprises Development Act, 2006 ('MSMED Act'). The disclosure pursuant to the said MSMED Act are as follows:

Particulars	As At March 31, 2026	As At March 31, 2025
		₹ in Lakhs
Principal amount due to suppliers registered under the MSMED Act and remaining unpaid as at year end	**35.46**	4.23
Interest due to suppliers registered under the MSMED Act and remaining unpaid as at year end	**0.48**	–
Principal amounts paid to suppliers registered under the MSMED Act, beyond the appointed day during the year	**–**	–
Interest paid, other than under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	**–**	–
Interest paid, under Section 16 of MSMED Act, to suppliers registered under the MSMED Act, beyond the appointed day during the year	**–**	–
Interest due and payable towards suppliers registered under MSMED Act, for payments already made	**–**	–
Further interest remaining due and payable for earlier years	**–**	–

Note No. 25 - Other Financial Liabilities Current

Particulars	As At March 31, 2026	As At March 31, 2025
		₹ in Lakhs
Retention Money	**100.40**	–
Employee benefits payable	**71.18**	60.17
Other payables	**33.37**	3.57
Total	**204.95**	63.74

Note No. 26 - Provisions Current

Particulars	As At March 31, 2026	As At March 31, 2025
		₹ in Lakhs
Provision for Gratuity	**7.57**	5.33
Provision for Compensated Absences	**10.96**	6.52
Other Provisions	**0.03**	–
Total	**18.56**	11.85

Note No. 27 - Other Current Liabilities

Particulars	As at March 31, 2026	As at March 31, 2025
		₹ in Lakhs
Statutory dues		
Taxes (excluding income taxes) and other statutory dues	**92.67**	94.17
	92.67	94.17

Note No. 28 - Revenue from Operations

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
		₹ in Lakhs
Income from resorts:		
Room Rentals	**1,574.07**	1,820.66
Food and Beverages	**700.49**	819.87
Wine and liquor	**22.08**	21.14
Club, Sport & Spa	**30.81**	84.59
Others	**134.42**	98.16
Total	**2,461.87**	2,844.42

Note No. 29 - Other Income

Particulars	As at March 31, 2026	As at March 31, 2025
		₹ in Lakhs
Interest Income		
Interest on Fixed Deposits	**5.11**	2.21
Income on Tax Refund	**8.86**	7.82
	13.97	10.03

Note No. 30 - Employee benefit expenses

Particulars	For the Year ended March 31, 2026	₹ in Lakhs For the Year ended March 31, 2025
Salaries, Wages and Bonus	**482.45**	484.07
Contribution to Provident and other funds*	**22.04**	76.71
Staff welfare expenses	**63.83**	68.63
Total	**568.32**	629.41

* On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively ·new Labour Codes") - consolidating 29 existing labour laws. In accordance with the new Labour Codes, the Company has currently estimated the incremental charge on retiral benefits to be ₹ 15.58 Lakhs which has been presented under "Exceptional Items". The Company continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications / additional guidance from authorities and will continue to assess the accounting implications, basis such developments / guidance.

Note No. 31 - Finance costs

Particulars	For the Year ended March 31, 2026	₹ in Lakhs For the Year ended March 31, 2025
Interest on borrowings from Related Party	**535.20**	564.96
Finance Costs on Lease Liabilities	**25.80**	25.24
Total	**561.00**	590.20

Note No. 32 - Depreciation and amortisation expenses

Particulars	For the Year ended March 31, 2026	₹ in Lakhs For the Year ended March 31, 2025
Depreciation on PPE	**553.36**	604.45
Depreciation on Buildings Freehold	**179.25**	179.18
Depreciation on Buildings Leasehold	**4.58**	4.58
Depreciation on Plant and Machinery	**208.57**	195.32
Depreciation on Office Equipments	**15.31**	13.18
Depreciation on Furniture and Fixtures	**141.70**	203.31
Depreciation on Vechiles	**3.95**	8.87
Amortisation on Intangible Assets	**–**	1.74
Depreciation on Leases	**11.04**	11.05
Total	**564.40**	617.24

Note No. 33 - Other expenses

Particulars	For the Year ended March 31, 2026	₹ in Lakhs For the Year ended March 31, 2025
Cost of food, beverages and smokes consumed		
Opening stock	**18.03**	18.42
Add: Purchases	**194.93**	222.43
Less: Closing stock	**25.80**	18.03
	187.16	222.82
Operating Supplies	**175.33**	155.83
Power and Fuel	**186.78**	219.23
Rent including lease rentals	**1.75**	19.53
Rates and taxes	**50.70**	69.46
Travelling and Conveyance	**8.80**	6.15
Bad dets Written-off	**–**	4.05
Auditors remuneration and out-of-pocket expenses		
For Statutory Audit	**1.25**	1.02
For Other services	**0.75**	–
For reimbursement of expenses	**0.03**	–
Legal and other professional costs	**12.61**	9.97
Repairs and maintenance		
Buildings and Resorts	**5.71**	2.76
Plant and equipment	**20.22**	31.13
Others	**64.19**	99.48
Communication	**11.38**	14.05
Insurance	**19.68**	18.19
Advertisement & Sales promotion	**0.39**	0.14
Bank charges	**10.15**	10.02
Service charges	**59.10**	44.53
Loss on sale of property, plant and equipment	**0.14**	0.69
Miscellaneous expenses	**41.41**	36.95
Total	**857.53**	966.00

Note No. 34 - Exceptional Item

Particulars	For the Year ended March 31, 2026	₹ in Lakhs For the Year ended March 31, 2025
Impact of Labour Code Law - Gratuity	**(15.58)**	–
Total	**(15.58)**	–

Note No. 35 - Other Comprehensive Income

Particulars	For the Year ended March 31, 2026	₹ in Lakhs For the Year ended March 31, 2025
Remeasurements of the defined benefit liabilities / (asset)	**13.00**	(0.42)
Freehold land revaluation	**–**	(2,301.96)
Income taxes related to items that will not be reclassified to profit or loss	**(3.27)**	27.49
Total	**9.73**	(2,274.47)

Movement in deferred tax balances

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
		₹ in Lakhs
Effect of items constituting Deferred tax asset/liability		
Property Plant and Equipment		
Opening Balance	3,981.17	6,283.13
Recognised in Profit and Loss	–	–
Recognised in OCI	–	(2,301.96)
Closing Balance	**3,981.17**	3,981.17
Employee Benefits		
Opening Balance	23.66	2.46
Recognised in Profit and Loss	9.16	20.78
Recognised in OCI	(13.00)	0.42
Closing Balance	**19.82**	23.66
Net Tax Assets/(Liabilities)	**3,961.35**	3,957.51

Note No. 36 - Earnings per share

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
		₹ In Lakhs
A) Basic Earnings per share		
Profit for the year (A)	**(90.99)**	51.60
Weighted average no of shares outstanding (Absolute numbers) (B)	**6,50,00,000**	6,50,00,000
Total basic earnings per share (A/B)	**(0.14)**	0.08
B) Diluted Earnings per share		
Profit for the year (A)	**(90.99)**	51.60
Weighted average no of shares outstanding (Absolute numbers) (B)	**6,50,00,000**	6,50,00,000
Total diluted earnings per share (A/B)	**(0.14)**	0.08

Note No. 37 - Fair Value Measurement

Fair value of financial assets and financial liabilities (that are measured at amortised cost) closely approximate their carrying value.

Particulars	March 31, 2026		March 31, 2025	
	Carrying Amount	Fair Value	Carrying Amount	Fair Value
				₹ in Lakhs
Financial assets				
Deposits	**62.46**	**62.46**	6.56	6.56
Trade Receivables	**270.31**	**270.31**	822.63	822.63
Cash & Bank balances	**40.09**	**40.09**	98.90	98.90
Total	**372.86**	**372.86**	928.09	928.09
Financial liabilities				
Lease Liability - Non Current	**290.74**	**290.74**	283.82	283.82
Borrowings	**6,007.00**	**6,007.00**	6,932.00	6,932.00
Lease Liability - Current	**6.04**	**6.04**	6.48	6.48
Other Non - Current financial liabilities	**–**	**–**	126.89	126.89
Trade Payables	**63.20**	**63.20**	79.85	79.85
Other current financial liabilities	**204.95**	**204.95**	63.74	63.74
Total	**6,571.93**	**6,571.93**	7,492.78	7,492.78

Note No. 38 - Segment Information

The Company is primarily engaged in the business of maintenance & running of resorts and related services in India. As such, the Company operates in a single segment and there are no separate reportable segments. The same is consistent with the information reviewed by the chief operating decision maker (CODM).

Note No. 39 - Commitments

Particulars	As at March 31, 2026	As at March 31, 2025
		₹ in Lakhs
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advance)	**–**	2.22
(b) Other Commitments	**–**	–

Note No. 40 - Fair Value Measurement

Capital management

The Company's key objective in managing its financial structure is to maximize value for shareholders, reduce cost of capital, while at the same time ensuring that the Company has the financial flexibility required to continue its expansion. The Company manages its financial structure majorly through internal accruals and makes any necessary adjustments in light of prevailing economic conditions.

Categories of financial assets and financial liabilities:

Particulars	March 31, 2026		March 31, 2025	
	Amortised Cost	Total	Amortised Cost	Total
				₹ in Lakhs
Non-current Assets				
Other Financial Assets	**62.46**	**62.46**	6.56	6.56
Current Assets				
Trade Receivables	**270.31**	**270.31**	822.63	822.63
Cash and Cash Equivalents	**40.09**	**40.09**	68.58	68.58
Other Bank Balances	**–**	**–**	30.32	30.32
Non-current Liabilities				
Lease Liability	**290.74**	**290.74**	283.82	283.82
Borrowings	**–**	**–**	126.89	126.89
Other financial liabilities	**24.13**	**24.13**	35.70	35.70
Current Liabilities				
Borrowings	**6,007.00**	**6,007.00**	6,932.00	6,932.00
Lease Liabilities	**6.04**	**6.04**	6.48	6.48
Trade Payables	**63.20**	**63.20**	79.85	79.85
Other financial liabilities	**204.95**	**204.95**	63.74	63.74

Financial Risk Management Framework

The Company has a business risk management process to identify, evaluate and mitigate risks impacting business of the Company. This framework seeks to create transparency, minimise adverse impact on the business objectives and enhance the Company's competitive advantage. The Company has adequate internal processes to assess, monitor and manage financial risks. These risks include credit risk, liquidity risk and market risk.

Credit Risk Management

The Company's principal business comprises construction, maintenance & running of hotels, resorts, shopping malls, buildings and other commercial & residential apartments, and is accordingly exposed to credit risk arising primarily from trade receivables, security deposits and balances with banks and financial institutions. Credit risk represents the risk of financial loss to the Company if a customer or counterparty fails to meet its contractual obligations.

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Carrying value of trade receivables	**270.31**	822.63
Credit loss allowance	**–**	–
Loss allowance (%)	**0.00%**	0.00%

Reconciliation of credit loss allowance adjusted from Trade Receivables

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	–	–
Allowance for credit loss recognised during the year	–	–
Amounts written off during the year	–	–
Closing balance	**–**	**–**

Liquidity risk management

The Company manages liquidity risk by maintaining adequate reserves and banking facilities, by continuously monitoring forecast and actual cash flows and by matching the maturity profiles of financial assets and liabilities.

Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities (predominantly trade payables, retention payables, etc.). The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

₹ in Lakhs

Particulars	Less than 1 year	1-3 years	3 years to 5 years	5 years and above
Non-derivative financial liabilities as at March 31, 2025				
Trade Payables	75.27	4.05	0.52	–
Lease Liabilities	19.32	41.58	45.84	693.53
Other Financial Liabilities	63.74	126.89	–	–
Total	158.33	172.52	46.36	693.53
Non-derivative financial liabilities as at March 31, 2026				
Trade Payables	34.90	0.21	–	–
Lease Liabilities	20.28	43.66	48.13	668.88
Other Financial Liabilities	204.95	**–**	**–**	**–**
	260.13	**43.87**	**48.13**	**668.88**

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: Foreign currency risk, interest rate risk and other price risk. The Company's exposure to market risk is on account of foreign currency risk and interest rate risk.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's borrowings with floating interest rates. The fixed rate borrowings are carried at amortised cost, hence, they are not subject to interest rate risk since the carrying amount and future cash flows will not fluctuate because of change in market interest rates. The Company does not have any floating rate borrowings and thus, it is not exposed to interest rate risk.

Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a different currency from the Company's functional currency. The Company has no foreign currency denominated monetary assets and liabilities. The Company is not exposed to this risk.

Note No. 41 - Changes in liabilities arising from financing activities

₹ In Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance		
– Lease Liabilities	290.30	283.46
– Borrowings	6,932.00	6,932.00
Cash flow movements		
– Repayment of lease liabilities	(19.32)	(18.40)
– Repayment of Borrowings	(925.00)	–
Non-cash movements		
– Interest unwinding	25.80	25.24
Cloaing balance		
– Lease Liabilities	296.78	290.30
– Borrowings	6,007.00	6,932.00

Note No. 42 - Related Party Disclosures

(a) Names of Related Parties and nature of relationship:

Related Party	Relationship
Holding Company	Mahindra Holidays & Resorts India Limited
Ultimate Holding Company	Mahindra & Mahindra Limited

Key Managerial Personnel

Narendra Pratap Singh
Balamurugan PS
Dhanraj Mulki (till October 31, 2025)

(b) The following are the details of the transactions and balances as per Ind AS 24 read with ICDR Regulations during the year ended

I. Transactions during the year:

₹ In Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Holidng Company		
Intercorporate deposit received	**–**	–
Intercorporate deposit repaid	**925.00**	–
Interest on Intercorporate deposit	**535.20**	564.96
Reimbursement received	**18.16**	94.81
Reimbursement paid	**71.68**	71.61
Sale of Services	**1,364.22**	1,569.70
Ultimate Holidng Company		
Purchase of Goods and Services	**1.32**	0.62
Reimbursement received	**0.02**	–

Particulars	For the Year ended March 31, 2026	₹ In Lakhs For the Year ended March 31, 2025
Key Managerial Personnel		
Sale of Services	**0.22**	–

II. Outstanding Balances

Particulars	As at March 31, 2026	₹ in Lakhs As at March 31, 2025
Amount owed by related parties		
Holding Company		
Inter Corporate Deposit	6,007.00	6,932.00
Trade Receivables	255.00	812.68

Note No. 43 - Employee benefit plans

A. Defined contribution plans

The Company's contribution to Provident Fund and Superannuation Fund aggregating ₹ **24.79 Lakhs** (Previous Year: ₹ 23.39 Lakhs) has been recognised in the Statement of Profit and Loss under the head Employee Benefits Expense.

B. Defined benefit plans

The Company does not have a funded Gratuity Scheme for its employees and gratuity liability has been provided based on the actuarial valuation done at the year end. The Gratuity scheme of the Company is not funded.
Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Asset volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bonds discount rate, this will create or increase a deficit.

Changes in bond yields

A decrease in government bond yields will increase plan liabilities, although this is expected to be partially offset by an increase in the value of the plans' bond holdings and interest rate hedging instruments.

Inflation risk

Some of the Company's pension obligations are linked to inflation, and higher inflation will lead to higher liabilities (although, in most cases, caps on the level of inflationary increases are in place to protect the plan against extreme inflation). The plans hold a significant proportion of assets in index linked gilts, together with other inflation hedging instruments and also assets which are more loosely correlated with inflation. However an increase in inflation will also increase the deficit to some degree.

Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

Defined benefit plans – as per actuarial valuation:

Particulars	Unfunded Plan Gratuity	
	March 31, 2026	March 31, 2025
Expense recognised in the Statement of Profit and Loss		
Current Service Cost	**3.05**	1.62
Past Service Cost	**4.77**	18.98
Net Interest cost	**1.33**	0.18
Components of defined benefit costs recognised in profit & loss	**9.15**	20.78
Expense recognised in the other Comprehensive Income		
Actuarial (Gain)/Loss on Obligation For The Period:		
Demographic Assumptions	**(3.10)**	–
Financial Assumptions	**1.98**	0.42
Experience Adjustment	**(11.89)**	–
Net (income) / Expense for the period recognised in OCI	**(13.00)**	0.42
Net Liability recognised in the Balance Sheet		
1. Present value of defined benefit obligation	**19.82**	23.66
2. Fair value of plan assets	**–**	–
3. Deficit	**19.82**	23.66
4. Current portion of the above	**7.57**	5.33
5. Non current portion of the above	**12.25**	18.33
Change in the obligation during the year		
Present value of defined benefit obligation at the beginning of the year	**23.66**	2.46
Expenses Recognised in the Statement of Profit and Loss		
– Current Service Cost	**3.05**	1.62
– Past Service Cost	**4.77**	18.98
– Interest Expense	**1.33**	0.18
Recognised in Other Comprehensive Income	**(13.00)**	0.42
Present value of defined benefit obligation at the end of the year	**19.81**	23.66

The significant actuarial assumptions (estimated for adequate coverage of the obligation on a prudent basis), are as under:

Particulars	Valuation as at	
	March 31, 2026	March 31, 2025
Discount Rate(s)	**6.30%**	6.54%
Expected Rate(s) of salary increase	**8.00%**	5.00%
Attrition Rate	**45.00%**	25.00%
	100% of IALM	100% of IALM
Mortality table	**2012-14**	2012-14

Weighted average duration of the defined benefit obligation - 2 years (Previous year - 4 years)

The sensitivity of the defined benefit obiligation to changes in the weighted principal assumptions is:

₹ in Lakhs

Principal assumption	Year	Changes in assumption	Impact on defined benefit obligation	
			Increase in assumption	Decrease in assumption
Discount rate	**2025-2026**	**0.50%**	**(0.23)**	**(0.24)**
	2024-2025	0.50%	(0.63)	0.68
Salary growth rate	**2025-2026**	**0.50%**	**0.23**	**0.23**
	2024-2025	0.50%	0.68	(0.65)
Attrition rate	**2025-2026**	**0.50%**	**(0.07)**	**(0.07)**
	2024-2025	0.50%	(0.07)	0.07
Mortality rate	**2025-2026**	**5.00%**	**0.00**	**(0.00)**
	2024-2025	5.00%	0.00	(0.00)

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous period.

Maturity profile of defined benefit obligation:

₹ in Lakhs

Years	Current year	Previous year
Within 1 year	**7.57**	5.33
1 - 2 year	**5.44**	4.36
2 - 3 year	**4.42**	3.81
3 - 4 year	**2.30**	3.76
4 - 5 year	**1.71**	2.65
5 - 10 years	**1.68**	7.28
> 11 years	**0.10**	1.88

The weighted average duration of the defined benefit obligation as at March 31, 2026 is **2 years** (Previous Year: 4 years)

Experience Adjustments:

₹ in Lakhs

	Period Ended				
Particulars	2026	2025	2024	2023	2022
Defined Benefit Obligation	**19.81**	23.66	2.46	1.48	2.74
Fair value of plan assets	**–**	–	–	–	–
Surplus/ (Deficit)	**(19.81)**	(23.66)	(2.46)	(1.48)	(2.74)
Experience adjustment on plan liabilities [(Gain)/Loss]	**(11.89)**	–	–	–	–
Experience adjustment on plan assets [Gain/(Loss)]	**–**	–	–	–	–

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Other Long Term Benefits (Compensated absences)

The amount recognized as an expense in respect of Compensated absences is ₹ **8.21 Lakhs** (Previous Year: ₹ 25.74 Lakhs).

Note No. 44 - Ratios

₹ in Lakhs

Ratios	Formula	For the year ended March 31, 2026	For the year ended March 31, 2025	% Variance
Current ratio	Current assets / Current liabilities	**0.07**	0.14	(52.46%)
Debt-equity ratio	Total debt / Shareholders equity	**0.81**	0.93	(12.39%)
Debt Service coverage ratio	Net operating income / Debt (principal + Interest)	**0.17**	0.18	(4.33%)
Return on equity ratio	Profit after tax / Average Total shareholders Equity	**(1.23%)**	0.60%	(303.71%)
Inventory turnover ratio	Cost of Food, beverages and operating supplies / Average inventory	**112.34**	156.08	(28.03%)
Trade receivables turnover ratio	Turnover / Average Accounts Receivables	**4.53**	6.81	(33.45%)
Trade payables turnover ratio	Purchases / Average Accounts Payables	**5.45**	4.71	15.64%
Net Capital turnover ratio	Turnover / Working Capital	**(0.38)**	(0.46)	(17.30%)
Net profit ratio	Net profit / Net sales	**(0.04)**	0.02	(303.30%)
Return on Capital employed	Earning before Interest and tax / Capital employed	**0.06**	0.08	(19.31%)
Return on investment	Net Profit / Cost of investment	**(0.01)**	0.01	(278.61%)

Explanation for variances in ratios by more than 25%

The Company has incurred losses during the year resulting in the variances of Ratios.

Note No. 45 - Leases

Right of Use Asset

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Balance as at beginning of the year	**254.17**	265.21
Additions during the current year	**–**	–
Depreciation on ROU	**11.04**	11.04
Balance as at end of the year	**243.12**	254.17

Lease Liabilities

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Current	**6.04**	6.48
Non-Current	**290.74**	283.82
Lease liabilities included in the Balance Sheet as at the end of the year	**296.78**	290.30

Maturity analysis - contractual undiscounted cash flows

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Less than one year	**20.28**	19.32
1 - 2 Year	**21.30**	20.28
2 - 3 Year	**22.36**	21.30
3 - 4 Year	**23.48**	22.36
4 - 5 Year	**24.65**	23.48
More than five years	**668.88**	693.53
Total undiscounted lease liabilities as at the end of the year	**780.95**	800.27

Amounts recognised in statement of Profit and Loss during the year :

₹ in Lakhs

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Interest expense on lease liabilities	**25.80**	25.24
Deprecation on ROU	**11.04**	11.04
Expenses relating to short term leases	**1.75**	19.53
Total	**38.59**	55.81

Amounts recognised in Statement of Cash Flows during the year:

₹ in Lakhs

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Total Cash outflow for Leases	**19.32**	18.40

Note No. 46 - Rounding Off and Regrouping/Reclassification of items

The amount has been rounded off to nearest ₹ (INR) and previous year figures have been regrouped / reclassified to correspond with current year's classification / disclosure, wherever deemed necessary.

Note No. 47 -

The Financial Statements have been approved for issue by Company's Board of Directors on April 15, 2026.

In terms of our report attached.
For Shah Valera & Associates LLP

Chartered Accountants
Firm Registration No. W100238

Priten Shah
Partner
Membership Number: 149028
Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board of Directors

Vimal Agarwal
Director
DIN- 07296320
Place : Mumbai
Date : April 15, 2026

Hoshedar Havewala
Director
DIN- 11332054
Place : Mumbai
Date : April 15, 2026

Narender Pratap Singh
Chief Financial Officer

Place : Mumbai
Date : April 15, 2026

Sainee Mehta
Company Secretary
Membership No. A72961
Place : Mumbai
Date : April 15, 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF HERITAGE BIRD (M) SDN. BHD.
(Incorporated in Malaysia)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Heritage Bird (M) Sdn. Bhd., which comprise the statement of financial position as at March 31, 2026, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 12 to 36.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at March 31, 2026 and of its financial performance and its cash flows for the year then ended in accordance with Malaysian Private Entities Reporting Standard and the requirements of the Companies Act, 2016 in Malaysia.

Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence and Other Ethical Responsibilities

We are independent of the Company in accordance with *the By-Laws* (*on Professional Ethics, Conduct and Practice*) of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

Information Other than the Financial Statements and Auditors' Report Thereon

The directors of the Company are responsible for the other information. The other information comprises the Directors' Report but does not include the financial statements of the Company and our auditors' report thereon.

Our opinion on the financial statements of the Company does not cover the Directors' Report and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements of the Company, our responsibility is to read the Directors' Report and, in doing so, consider whether the Directors' Report is materially inconsistent with the financial statements of the Company or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of the Directors' Report, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

The directors of the Company are responsible for the preparation of financial statements of the Company that give a true and fair view in accordance with Malaysian Private Entities Standards and the requirements of the Companies Act, 2016 in Malaysia. The directors are also responsible for such internal control as the directors determine is necessary to enable the preparation of financial statements of the Company that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Company, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Company as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with approved standards on auditing in Malaysia and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report.
- Evaluate the overall presentation, structure and content of the financial statements of the Company, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act, 2016 in Malaysia, we also report that in our opinion, the accounting and other records and the registers required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

Other Matters

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act, 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

LLOYDS EARLE PANICKER & TAN
A.F. 0604
Chartered Accountants

DATUK K. K. PANICKER
00761/03/27J
Chartered Accountant

Place : Kuala Lumpur.
Dated : April 17, 2026

STATEMENT OF FINANCIAL POSITION AS AT MARCH 31, 2026

	Note	2026 RM	2025 RM
ASSETS			
Non-Current Assets			
Property, plant and equipment	7	**3,162,304**	3,261,126
		3,162,304	3,261,126
Current Assets			
Non-trade receivables		**2,309**	4,080
Cash at bank		**19,902**	57,520
		22,211	61,600
TOTAL ASSETS		**3,184,515**	3,322,726
EQUITY AND LIABILITIES			
Equity			
Share capital	8	**300,002**	300,002
Retained profits		**853,789**	616,067
Total Equity		**1,153,791**	916,069
Current Liabilities			
Non-trade payables		**17,568**	32,040
Amount due to holding company	9	**2,000,000**	2,350,000
Tax payable		**13,156**	24,617
		2,030,724	2,406,657
Total Liabilities		**2,030,724**	2,406,657
TOTAL EQUITY AND LIABILITIES		**3,184,515**	3,322,726

The accompanying notes are an integral part of the financial statements.

For and behalf of the Board of Directors

Hoshedar Havewala
Director

Vimal Agarwal
Director

Dated : April 17, 2026

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED MARCH 31, 2026

	Note	2026 RM	2025 RM
Revenue	**10**	**720,000**	720,000
Cost of sales		**(46,800)**	(46,800)
Gross profit		**673,200**	673,200
Administration expenses		**(229,368)**	(221,603)
Profit from operations	**11**	**443,832**	451,597
Finance costs	**12**	**(99,641)**	(120,346)
Profit for the year before taxation		**344,191**	331,251
Taxation	**13**	**(106,469)**	(103,948)
Profit for the year after taxation		**237,722**	227,303

The accompanying notes are an integral part of the financial statements.

For and behalf of the Board of Directors

Hoshedar Havewala
Director

Vimal Agarwal
Director

Dated : April 17, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

	Share Capital	Accumulated Profit	Total
	RM	RM	RM
March 31, 2026			
Balance as at March 31, 2025	**300,002**	**616,067**	**916,069**
Profit for the year after taxation	**–**	**237,722**	**237,722**
Balance as as March 31, 2026	**300,002**	**853,789**	**1,153,791**
March 31, 2025			
Balance as at March 31, 2024	300,002	388,764	688,766
Profit for the year after taxation	–	227,303	227,303
Balance as at March 31, 2025	300,002	616,067	916,069

The accompanying notes are an integral part of the financial statements.

For and behalf of the Board of Directors

Hoshedar Havewala
Director

Vimal Agarwal
Director

Dated : April 17, 2026

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2026

	2026 RM	2025 RM
Cash Flows From Operating Activities		
Profit for the year before taxation	**344,191**	331,251
Adjustment :-		
Depreciation of property, plant and equipment	**98,822**	98,822
Interest on loan	**99,641**	120,346
Operating profit before working capital changes	**542,654**	550,419
Changes in receivables	**1,771**	(438)
Changes in payables	**(14,472)**	(4,535)
Cash generated from operations	**529,953**	545,446
Tax paid	**(117,930)**	(95,331)
Net cash from operating activities	**412,023**	450,115
Cash Flows From Investing Activities	**–**	–
Cash Flows From Financing Activities		
Repayment to holding company	**(350,000)**	(550,001)
Interest paid to holding company	**(99,641)**	(120,346)
Net cash used in financing activities	**(449,641)**	(670,347)
Net decrease in cash and cash equivalents	**(37,618)**	(220,232)
Cash and cash equivalents brought forward	**57,520**	277,752
Cash and cash equivalents carried forward	**19,902**	57,520

Note:

Cash and cash equivalent at the end of the year comprises:

	2026 RM	2025 RM
Cash at bank	**19,902**	57,520

The accompanying notes are an integral part of the financial statements.

For and behalf of the Board of Directors

Hoshedar Havewala
Director

Vimal Agarwal
Director

Dated : April 17, 2026

NOTES TO THE FINANCIAL STATEMENTS MARCH 31, 2026

1. General Information

The Company is a private company, incorporated and domiciled in Malaysia. The registered office is situated at 802, 8th Floor, Block C, Kelana Square, 17 Jalan SS 7/26, 47301 Petaling Jaya, Selangor, and its principal place of business is located at 3A07, Block B, Phileo Damansara II, 15 Jalan 16/11, Off Jalan Damansara, 46350 Petaling Jaya, Selangor.

The Company's principal activities are holding of investment properties and lease rental under time share Agreement.

The financial statements of the Company are presented in Ringgit Malaysia (RM).

2. Compliance With Financial Reporting Standards and the Companies Act, 2016

The financial statements have been prepared in compliance with the Malaysian Private Entities Reporting Standard (MPERS) issued by the Malaysian Accounting Standards Board (MASB) and the provisions of the Malaysian Companies Act, 2016.

3. Basis of Preparation

The financial statements of the Company have been prepared using cost bases which include historical cost, amortised cost, and lower of cost and net realisable value and fair value bases which include fair value basis and fair value less costs to sell basis.

The management has used estimates and assumptions in measuring the reported amounts of assets and liabilities at the end of the reporting year and the reported amounts of revenues and expenses during the reporting year. Judgements and assumptions are applied in measurement, and hence, the actual results may not coincide with the reported amounts. The areas involving significant judgements and estimation uncertainties are disclosed in Note 6.

4. Significant Accounting Policies

a) Property, plant and equipment

Operating tangible assets that are used for more than one accounting period in the production and supply of goods and services, for administrative purposes or for rental to others are recognised as property, plant and equipment when the Company obtains control of the asset. These include assets constructed or acquired for environmental protection purposes and investment property measured on the cost model. The assets, including major spares, stand-by equipment and servicing equipment, are classified into appropriate classes based on their nature. Any subsequent replacement of a significant component in an existing asset is capitalised as a new component in the asset and the old component is derecognised.

All property, plant and equipment are initially measured at cost. For a purchased asset, cost comprises purchase price plus all directly attributable costs incurred in bringing the asset to its present location and condition for management's intended use. For a self-constructed asset, cost comprises all direct and indirect costs of construction (including provision for restoration and cost of major inspection) but excludes internal profits. For an exchange of non-monetary asset that has a commercial substance, cost is measured by reference to the fair value of the asset received. For an asset transferred from a customer or a grantor, cost is measured by reference to the fair value of the asset.

All property, plant and equipment are subsequently measured at cost less accumulated depreciation and accumulated impairment losses.

All other property, plant and equipment are depreciated by allocating the depreciable amount of significant component or of an item over the remaining useful life. The depreciation methods used and the useful lives of the respective classes of property, plant and equipment are as follows:

	Method	Useful life (years)
Furniture and fittings	Straight-line	5
Building	Straight-line	50

At the end of each reporting period, the residual values, useful lives and depreciation methods for the property, plant and equipment are reviewed for reasonableness. Any changes in estimate of an item is adjusted prospectively over its remaining useful life, commencing in the current period.

b) Impairment of non-financial assets

An impairment loss arises when the carrying amount of a Company's asset exceeds its recoverable amount.

At the end of each reporting date, the Company assesses whether there is any indication that a stand-alone asset or a cash-generating unit may be impaired by using external and internal sources of information. If any such indication exists, the Company estimates the recoverable amount of the asset or cash-generating unit.

If an individual asset generates independent cash inflows, it is tested for impairment as a stand-alone asset. If an asset does not generate independent cash inflows, it is tested for impairment together with other assets in a cash generating unit at the lowest level in which independent cash inflows are generated and monitored for internal management purposes.

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to sell and the value in use. The Company determines the fair value less costs to sell of an asset or a cash-generating unit in a hierarchy based on: (i) price in a binding sale agreement; (ii) market price traded in an active market; and (iii) estimate of market price using the best available information. The value in use is estimated by discounting the net cash inflows (by an appropriate discount rate) of the asset or unit, using reasonable and supportable management's budgets and forecasts of five years and extrapolation of cash inflows for periods beyond the five-year forecast or budget.

For an asset measured on a cost-based model, any impairment loss is recognised in the profit or loss. For a property, plant and equipment measured on the revaluation model, any impairment loss is treated as a revaluation decrease.

For a cash-generating unit, any impairment loss is first allocated to reduce the carrying amount of goodwill allocated to the unit, if any, and the balance of the impairment loss is then allocated to the other assets of the unit pro rata based on the relative carrying amounts of the assets.

The Company reassesses the recoverable amount of an impaired asset or a cash generating unit if there is any indication that an impairment loss recognised previously may have reversed.

Any reversal of impairment loss for an asset carried at a cost-based model is recognised in profit or loss, subject to the limit that the revised carrying amount does not exceed the amount that would have been determined had no impairment loss been recognised previously.

c) Share capital and distribution

(i) Share capital

Ordinary shares issued that carry no put option and no mandatory contractual obligation: (i) to deliver cash or another financial asset; or (ii) to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavourable to the Company, are classified as equity instruments.

When ordinary shares and other equity instruments are issued in a private placement or in a rights issue to existing shareholders, they are recorded at the issue price. For ordinary shares and other equity instruments issued in exchange for non-monetary assets, they are measured by reference to the fair values of the assets received.

When ordinary shares and other equity instruments are issued as consideration transferred in a business combination or as settlement of an existing financial liability, they are measured at fair value at the date of the exchange transaction.

Transaction costs of an equity transaction are accounted for as a deduction from equity, net of any related income tax effect.

(ii) Distributions

Distributions to holders of an equity instrument are recognised as equity transactions and are debited directly in equity, net of any related income tax effect.

A dividend declared is recognised as a liability only after it has been appropriately authorised, which is the date when the Board of Directors declares an interim dividend, or in the case of a proposed final dividend, the date the shareholders of the Company approve the proposed final dividend in an annual general meeting of shareholders. For a distribution of non-cash assets to owners, including a distribution in specie, the Company measures the dividend payable at the fair value of the assets to distributed. At the end of each reporting period and at the date of settlement, the Company reviews and adjusts the carrying amount of the dividend payable to reflect changes in the fair value of the assets to be distributed, with any changes recognised in equity as adjustments to the amount of the distribution. Upon settlement, the difference between the carrying amount of the dividend payable and the carrying amount of the assets distributed is recognised as a gain or loss in profit or loss.

d) Financial instrument

(i) Initial recognition and measurement

The Company recognises a financial asset or a financial liability (including derivative instruments) in the statement of financial position when, and only when, it becomes a party to the contractual provisions of the instrument.

On initial recognition, all financial assets and financial liabilities are measured at fair value, which is generally the transaction price, plus transaction costs if the financial asset or financial liability is not measured at fair value through profit or loss. For instruments measured at fair value through profit or loss, transaction costs are expensed to profit or loss when incurred.

(ii) Derecognition of financial instrument

For derecognition purposes, the Company first determines whether a financial asset or a financial liability should be derecognised in its entirely as a single item or derecognised part-by-part of a single item or a group of similar items.

A financial asset is derecognised when, and only when, the contractual rights to receive the cash flows from the financial assets expire, or when the Company transfers the contractual rights to receive cash flows of the financial asset, including circumstances when the Company acts only as a collecting agent of the transferee, and retains no significant risks and rewards of ownership of the financial asset or no continuing involvement in the control of the financial asset transferred.

A financial liability is derecognised when, and only when, it is legally extinguished, which is either when the obligation specified in the contract is discharged, cancelled or expires. A substantial modification of the terms of an existing financial liability is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. For this purpose, the Company considers a modification as substantial if the present value of the revised cash flows of the modified terms discounted at the original effective interest rate differs by 10% or more than compared with the carrying amount of the original liability.

(iii) Subsequent measurement of financial assets

For the purpose of subsequent measurement, the Company classifies financial assets into two categories namely (i) financial assets at fair value through profit or loss; and (ii) financial assets at amortised cost.

After initial recognition, the Company measures investments in quoted preference shares, quoted ordinary shares and derivatives that are assets at their fair values by reference to the active market prices, if observable, or otherwise by a valuation technique, without any deduction for transaction costs it may incur on sale or other disposal.

Investments in debt instruments, whether quoted or unquoted, are subsequently measured at amortised cost using the effective interest method. Investments in unquoted equity instruments and whose fair value cannot be reliably measured are measured at cost.

Other than financial assets measured at fair value through profit or loss, all other financial assets are subject to review for impairment in accordance with Note 4(d)(vii).

(iv) Subsequent measurement of financial liabilities

After initial recognition, the Company measures all financial liabilities are measured at amortised cost using the effective interest method, except for derivatives instruments that are liabilities and financial guarantee contracts, which are measured at fair value.

(v) Fair value measurement of financial instruments

The fair value of a financial asset or a financial liability is determined by reference to the quoted market price in an active market, and in the absence of an observable market price, by a valuation technique using reasonable and supportable assumptions.

(vi) Recognition of gains and losses

Fair value changes of financial assets and financial liabilities classified as at fair value through profit or loss are recognised in profit or loss when they arise.

For financial assets and financial liabilities carried at amortised cost, a gain or loss is recognised in profit or loss only when the financial assets or liability is derecognised or impaired, and through the amortization process of the instrument.

(vii) Impairment and uncollectibility of financial assets

At the end of each reporting year, the Company examines whether there is any objective evidence that a financial asset or a group of financial assets is impaired. Evidences of trigger loss events include: (i) significant difficulty of the issuer or obligor; (ii) a breach of contract, such as a default or delinquency in interest or principal payments; (iii) granting exceptional concession to a customer; (iv) it is probable that a customer will enter bankruptcy or other reorganization; (v) the disappearance of an active market for that financial asset because of financial difficulties; or (vi) any observable market data indicating that there may be a measurable decrease in the estimated future cash flows from a group of financial assets.

For a non-current loan and receivable carried at amortised cost, the revised estimated cash flows are discounted at the original effective interest rate. Any impairment loss is recognised in profit or loss and a corresponding amount is recorded in a loss allowance account. Any subsequent reversal of impairment loss of the financial asset is reversed in profit or loss with a corresponding adjustment to the loss allowance account, subject to the limit that the reversal should not result in the revised carrying amount of the financial asset exceeding the amount that would have been determined had no impairment loss been recognised previously.

For short-term trade and other receivables, where the effect of discounting is immaterial, impairment loss is tested for each individually significant receivable wherever there is any indication of impairment. Individually significant receivables for which no impairment loss is recognised are grouped together with all other receivables by classes based on credit risk characteristics and aged according to their past due year. A collective allowance is estimated for a class group based on the Company's experience of loss ratio in each class, taking into consideration current market conditions.

For an unquoted equity investment measured at cost less impairment, the impairment is the difference between the asset's carrying amount and the best estimate (which will necessarily be an approximation) of the amount (which might be zero) that the Company expects to receive for the assets if it were sold at the reporting date. The Company may estimate the recoverable amount using an adjusted net asset value approach.

e) Related parties

Related parties refer to persons connected to the directors and/or shareholders of the Company, and companies in which the directors and/or shareholders or persons connected to the said directors and/or shareholders have substantial equity interest.

f) Cash and cash equivalents

Cash comprises cash at bank.

g) Provisions

The Company recognises a liability as a provision if the outflows required to settle the liability are uncertain in timing or amount.

A provision for warranty costs, restoration costs, restructuring costs, onerous contracts or lawsuit claims is recognised when the Company has a present legal or constructive obligation as a result of a past event, and of which the outflows of resources on settlement are probable and a reliable estimate of the amount can be made. No provision is recognised if these conditions are not met.

Any reimbursement attributable to a recognised provision from a counterparty (such as an insurer) is not off-set against the provision but recognised separately as an asset when, and only when, the reimbursement is virtually certain.

A provision is measured at the best estimate of the expenditure required to settle the present obligation at the end of the reporting year. For a warranty provision, a probability-weighted expected outcome of the resources required to settle the obligation is applied, taking into account the Company's experiences of similar transactions and supplemented with current facts and circumstances. For a restoration provision, where a single obligation is being measured, the Company uses the individual most likely outcome as the best estimate of the liability by reference to current prices that contractors would charge to undertake such obligations, and taking into account likely future events that may affect the amount required to settle an obligation.

For an onerous contract, provision is measured based on the amount by which costs to fulfil the contract exceed the benefits. For a lawsuit provision, a probability-weighted expected outcome is applied in the measurement, taking into account past court judgements made in similar cases and advices of legal experts.

A provision is measured at the present value of the expenditures expected to be required to settle the obligation using a discount rate that reflects the time value of money and the risk that the actual outcome might differ from the estimate made. The unwinding of the discount is recognised as an interest expense.

h) Foreign currency transactions and balances

Transactions denominated in foreign currencies are translated and recorded at the rates of exchange prevailing at the respective dates of transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at the end of the period (i.e. the closing rates). Non-monetary items carried at revalued amounts or at fair values that are denominated in foreign currencies are retranslated at the rates prevailing at the dates the fair values were determined. Non-monetary items that are measured at their historical cost amounts continue to be translated at their respective historical rates and are not retranslated.

All exchange differences arising on settled transactions and on unsettled monetary items are recognised in profit or loss in the period except for: (i) loans and advances that form part of the net investment in a foreign operation; and (ii) transactions entered into in order to hedge foreign currency risks of net investments in foreign operations.

i) Tax assets and tax liabilities

A current tax for current and prior periods, to the extent unpaid, is recognised as a current tax liability. If the amount already paid in respect of current and prior periods exceeds the amount due for those periods, the excess is recognised as a current tax asset. A current tax liability (asset) is measured at the amount the equity expects to pay (recover) using tax rates and laws that have been enacted or substantially enacted by the reporting date.

A deferred tax liability is recognised for all taxable temporary differences, except to the extent that the deferred tax liability arises from: (a) the initial recognition of goodwill; or (b) the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit (or tax loss). The exceptions for initial recognition differences include items of property, plant and equipment that to not qualify for capital allowances and acquired intangible assets that are not deductible for tax purposes.

A deferred tax asset is recognised for all deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary differences can be utilised, unless the deferred tax asset arises from the initial recognition of an asset or liability in a transaction that is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit (or tax loss). The exceptions for the initial recognition differences include non-taxable government grants received and reinvestment allowances and investment tax allowances on qualifying property, plant and equipment. However, for deductible temporary differences related to investments in subsidiaries and branches, a deferred tax asset is recognised to the extent, and only to the extent that, it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

A deferred tax asset is recognised for the carry-forward of unused tax losses and unused tax credits to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilised.

Deferred taxes are measured using tax rates (and tax laws) that have been enacted or substantially enacted by the end of the reporting period. The measurement of deferred taxes reflects the tax consequences that would follow from the manner in which an entity in the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets or liabilities. For an investment property measured at fair value, if the owner-entity of the Group does not have a business model to hold the property solely for rental income, the deferred tax liability on the fair value gain is measured based on the presumption that the property is recovered through sale at the end of the reporting period.

At the end of each reporting period, the carrying amount of a deferred tax asset is reviewed, and is reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of a part or all of that deferred tax asset to be utilised. Any such reduction will be reversed to the extent that it becomes probable that sufficient taxable profit will be available.

A current or deferred tax is recognised as income or expense in profit or loss for the period, except to the extent that the tax arises from items recognised outside profit or loss. For an income or expense item recognised in other comprehensive income, the current or deferred tax expense or tax income is recognised in other comprehensive income. For items recognised directly in equity, the related tax effect is also recognised directly in equity. Deferred tax assets and liabilities arising from a business combination, including tax effects of any fair value adjustment, are recognised as part of the net assets acquired.

j) Revenue recognition

The Company measures revenue from sale of of residential space under a time share Agreement at contracted rates.

k) Fair value measurement

For assets, liabilities and equity instruments whether financial or non-financial items that require fair value measurement disclosure, the Company establishes a fair value measurement hierarchy that gives the highest priority to quoted prices (unadjusted) in active markets for identical assets, liabilities or equity instruments and the lowest priority to unobservable inputs.

A fair value measurement of an item is estimated using a quoted price in an active market if that price is observable. The active market is the principal market for the asset or liability or, in the absence of a principal market, the most advantageous market for the asset or liability; and for which the Company can enter into a transaction for the asset or liability at the price in that market at the measurement date.

In the absence of an active market price, the fair value of an item is estimated by an established valuation technique using inputs from the marketplace that are observable for substantially the full term of the asset or liability.

5. Financial Risk Management Policies

The Company's financial risk management policy seeks to ensure that adequate financial resources are available for the development of the Company's business whilst managing its risks. The Company operates within clearly defined guidelines that are approved by the Board and the Company's policy is not to engage in speculative transactions.

The main areas of financial risks faced by the Company and the policy in respect of the major areas of treasury activity are set out as follows:

a) Liquidity and cash flow risks

The Company ensures that there are adequate funds to meet all its obligations in a timely and cost-effective manner.

b) Foreign currency risk

The Company is exposed to foreign currency risk as a result of its normal trading activities, where the currency denomination differs from the local currency, Ringgit Malaysia (RM). The Company manages its exposure to foreign currency risk by monitoring fluctuations in foreign exchange and by timing its payments in foreign currencies accordingly.

c) Credit risk

Credit risk is controlled by monitoring procedures and by internal credit review where credit risk is material.

d) Interest rate risk

The Company's interest rate exposure arises principally from the borrowings. The interest rate risk is managed through the use of fixed and floating rate financial instruments.

Apart from the above, the Company does not face any material financial risks in other areas such as market risk, etc.

6. Critical Judgement and Estimation Uncertainty

The preparation of the financial statements in conformity with Malaysian Private Entities Standard requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in the future periods effected.

In particular, information about significant areas of estimation, uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described below:

a) Loss allowances of financial assets

The Company recognises impairment losses for loans and receivables using the incurred loss model. Individually significant loans and receivables are tested for impairment separately by estimating the cash flows expected to be recoverable. All others are grouped into credit risk classes and tested for impairment collectively, using the Company's past experiences of loss statistics, ageing of past due amounts and current economic trends. The actual eventual losses may be different from the allowance made and this may affect the Company's financial position and results.

b) Depreciation of property, plant and equipment

The cost of an item of property, plant and equipment is depreciated on the straight-line method or another systematic method that reflects the consumption of the economic benefits of the asset over its useful life. Estimates are applied in the selection of the depreciation method, the useful lives and the residual values. The actual consumption of the economic benefits of the property, plant and equipment may differ from the estimates applied and this may lead to a gain or loss on an eventual disposal of an item of property, plant and equipment.

c) Measurement of income taxes

Significant judgement is required in determining the Company's provision for current and deferred taxes because the ultimate tax liability for the Company as a whole is uncertain. When the final outcome of the taxes payable is determined with the tax authorities in each jurisdiction, the amounts might be different from the initial estimates of the taxes payable. Such differences may impact the current and deferred taxes in the period when such determination is made. The Company will adjust for the differences as over- or under-provision of current or deferred taxes in the current period in which those differences arise.

d) Measurement of a provision

The Company uses a "best estimate" as the basis for measuring a provision. Management evaluates the estimates based on the Company's historical experiences and other inputs or assumptions, current developments and future events that are reasonably possible under the particular circumstances. In the case when a provision relates to large population of customers (such as a warranty provision), a probability- weighted estimate of the outflows required to settle the obligation is used. In the case of a single estimate (such as a provision for environmental restoration costs), a referenced contractor's price or market price or market price is used as the best estimate. If an obligation is to be settled overtime, the expected outflows are discounted at a rate that takes into account the time value of money and the risk that the actual outcome might differ from the estimates made.

7. Property, Plant and Equipment

	Leasehold Properties RM	Furniture and Fittings RM	Total RM
Gross Carrying Amount:			
At April 1, 2025	4,941,100	54,454	4,995,554
Additions	–	–	–
At March 31, 2026	4,941,100	54,454	4,995,554
Accumulated Depreciation:			
At April 1, 2025	1,679,974	54,454	1,734,428
Charge for the year	98,822	–	98,822
At March 31, 2026	**1,778,796**	**54,454**	**1,833,250**
Net Book Value at April 1, 2025	3,261,126	–	3,261,126
Net Book Value at March 31, 2026	**3,162,304**	**–**	**3,162,304**

Strata-titles in respect of the lease properties have yet to be received from the relevant authorities.

8. Share Capital

	2026		2025	
	No. of shares	**RM**	No. of shares	RM
Issued and fully paid ordinary shares:-				
Balance b/f	**300,002**	**300,002**	300,002	300,002
Issued during the year	**–**	**–**	–	–
Balance c/f	**300,002**	**300,002**	300,002	300,002

9. Amount Due To Holding Company

The holding company is Mahindra Holidays & Resorts India Ltd., a company incorporated in India, which holds the entire issued and paid up capital of the Company.

The amount due to holding company, consisting of non-trade balances, is unsecured and bears interest at the rate of 4.59% p.a. (*2025: 4.6% p.a.*). The amount due is renewed on expiry and payable if it is not renewed by holding company.

10. Revenue

Revenue represents income from lease rental under time share conractual Agreement.

11. Profit From Operations

The following items have been charged in arriving at profit from operations:-

	2026 RM	2025 RM
Assessment and quit rent	**3,873**	3,238
Audit fee	**14,000**	18,000
Depreciation of property, plant and equipment	**98,822**	98,822
Directors' fee	**14,000**	14,000

12. Finance Costs

	2026 RM	2025 RM
Interest expense on loan from holding company	**99,641**	120,346

13. Taxation

	2026 RM	2025 RM
Current year provision	**106,396**	104,617
(Over)/Under provision in prior year	**73**	(669)
	106,469	103,948

A reconciliation of income tax expense applicable to profit before taxation at the statutory income tax rate to income tax expense at the effective income tax rate of the Company is as follows:

	2026 RM	2025 RM
Profit for the year before taxation	**344,191**	331,251
Tax at statutory income tax rate of 24%	**82,606**	79,500
Tax effect of expenses that are not deductible for tax purposes	**23,790**	25,117
(Over)/Under provision in prior year	**73**	(669)
	106,469	103,948

14. Related Party Transactions

	2026 RM	2025 RM
Revenue	**(720,000)**	(720,000)
Interest on loan	**99,641**	120,346

The directors are of the opinion that the above transactions have been entered into in the normal course of business and have been established on a negotiated basis.

15. Employees

The number of employees of the Company as at March 31, 2026 is Nil (2025 : Nil).

16. Date of Authorisation for Issue of the Financial Statements

The financial statements have been approved for issue in accordance with a resolution of the Board of Directors on April 17, 2026.

DETAILED INCOME STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

	2026 RM	2025 RM
Revenue	**720,000**	720,000
Less: Cost of Sales	**(46,800)**	(46,800)
Gross Profit	**673,200**	673,200
Less: Expenditure		
Administration expenses		
Accountancy fee	**60,000**	60,000
Assessment and quit rent	**3,873**	3,398
Audit fee	**14,000**	18,000
Bank charges	**201**	241
Depreciation of property, plant and equipment	**98,822**	98,822
Directors' fee	**14,000**	14,000
Loss on foreign exchange	**415**	7
Fine and penalty	**205**	5,458
Insurance	**836**	789
Printing and stationery	**1,182**	868
Professional fee	**24,275**	6,950
Secretarial fees and charges	**3,685**	3,030
Service tax	**4,717**	7,228
Sewerage charges	**1,224**	1,152
Travelling charges	**1,453**	1,180
Water charges	**480**	480
	229,368	221,603
Finance Costs		
Interest on loan	**99,641**	120,346
Profit for the year before taxation	**344,291**	331,251

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Infinity Hospitality Group Company Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Infinity Hospitality Group Company Limited (the Company), which comprise the statement of financial position as at March 31, 2026, the statement of income and statement of changes in equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2026, and its financial performance for the year then ended in accordance with Thai Financial Reporting Standards for Non-Publicly Accountable Entities.

Basis for Opinion

We conducted our audit in accordance with Thai Standards on Auditing. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants including Independence Standards issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that are relevant to my audit of the financial statements, and we have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Thai Financial Reporting Standards for Non-Publicly Accountable Entities, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Thai Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

(Mr. Pongteera Chainsakultam)

Certified Public Accountant Registration No. 9387

Cover Biz Company Limited
April 13, 2026

STATEMENT OF FINANCIAL POSITION AS AT MARCH 31, 2026

Currency : Baht

	Notes	2026	2025
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents		**2,226,072.46**	2,600,491.35
Trade and other current receivables	**4**	**3,862,529.15**	2,018,946.25
Short term loans	**11**	**22,370,000.00**	21,029,000.00
Inventory	**5**	**707,887.41**	358,251.42
Other current assets		**29,948.82**	28,332.46
TOTAL CURRENT ASSETS		**29,196,437.84**	26,035,021.48
NON-CURRENT ASSETS			
Property, plant and equipment	**6**	**170,575,439.09**	177,865,371.83
Intangible assets	**7**	**19,934.80**	223,829.34
Other non-current assets		**300,100.00**	300,100.00
TOTAL NON-CURRENT ASSETS		**170,895,473.89**	178,389,301.17
TOTAL ASSETS		**200,091,911.73**	204,424,322.65
LIABILITIES AND SHAREHOLDERS' EQUITY			
CURRENT LIABILITIES			
Overdraft and Short-term loan from financial institution	**8**	**6,029,061.28**	11,462,746.39
Trade and other current payables	**9**	**2,696,101.96**	2,198,533.44
Other current liabilities	**10**	**24,929.52**	63,966.86
TOTAL CURRENT LIABILITIES		**8,750,092.76**	13,725,246.69
NON-CURRENT LIABILITIES			
Long-term loan borrowings	**11**	**174,500,000.00**	174,500,000.00
TOTAL NON-CURRENT LIABILITIES		**174,500,000.00**	174,500,000.00
TOTAL LIABILITIES		**183,250,092.76**	188,225,246.69
SHAREHOLDERS' EQUITY			
Authorized share capital			
1,500,000 ordinary shares of Baht 100 each		**150,000,000.00**	150,000,000.00
Issued and paid-up share capital			
1,500,000 ordinary shares of Baht 100 each		**150,000,000.00**	150,000,000.00
Retained earnings (Deficits)		**(133,158,181.03)**	(133,800,924.04)
TOTAL SHAREHOLDERS' EQUITY		**16,841,818.97**	16,199,075.96
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**200,091,911.73**	204,424,322.65

The accompanying notes are an integral part of the financial statements.

For and on behalf of the Board of Directors

Jakravut Ruthirawat
Director

Date : April 13, 2026

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

Currency : Baht

	2026	2025
REVENUES		
Revenue from sales or revenue from rendering services	**46,765,718.54**	45,214,130.66
Other income	**1,182,302.96**	1,261,945.79
TOTAL REVENUES	**47,948,021.50**	46,476,076.45
EXPENSES		
Cost of rent and services	**21,668,688.79**	20,475,872.33
Selling expenses	**2,921,139.32**	2,642,603.98
Administrative expenses	**15,943,535.49**	13,837,369.54
TOTAL EXPENSES	**40,533,363.60**	36,955,845.85
EARNINGS BEFORE FINANCIAL COST	**7,414,657.90**	9,520,230.60
Finance costs	**(6,771,914.89)**	(7,164,555.39)
NET PROFIT/(LOSS)	**642,743.01**	2,355,675.21

The accompanying notes are an integral part of the financial statements.

For and on behalf of the Board of Directors

Jakravut Ruthirawat
Director

Date : April 13, 2026

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
FOR THE YEAR ENDED MARCH 31, 2026

Currency : Baht

	Issued and paid-up share capital	Retained earnings (Deficits)	Total
Beginning balance as of March 31, 2024	150,000,000.00	(136,156,599.25)	13,843,400.75
Changes in shareholders' equity for the period			
Net Profit/(Loss) for the period	–	2,355,675.21	2,355,675.21
Ending balance as of March 31, 2025	150,000,000.00	(133,800,924.04)	16,199,075.96
Changes in shareholders' equity for the period			
Net Profit/(Loss) for the period	–	642,743.01	642,743.01
Ending balance as of March 31, 2026	**150,000,000.00**	**(133,158,181.03)**	**16,841,818.97**

The accompanying notes are an integral part of the financial statements.

For and on behalf of the Board of Directors

Jakravut Ruthirawat
Director

Date : April 13, 2026

NOTES TO FINANCIAL STATEMENTS AS AT MARCH 31, 2026

1 GENERAL INFORMATION

Company status

Infinity Hospitality Group Company Limited, "The Company", is a limited company under Thai Civil and Commercial Code and domiciled in Thailand. It was incorporated on May 6, 2005, with registration no. 0105548060791

Place of company

20, Soi Sukhumvit 7 (Lerdsin 2), Sukhumvit Rd., North Klongtoey, Wattana, Bangkok, Thailand

Business and operation

The objective of the Company are services and rent of hotel, apartment, mansion and condominium.

2 BASIC OF FINANCIAL STATEMENT PREPARATION

The financial statements have been prepared in accordance with Thai Accounting Standards And Thai Financial Reporting Standards for Non-Publicly Accountable Entities enunciated on Notification of Federation of Accounting Professions (FAP) no. 48 (B.E.2565) under the Accounting Profession Act B.E.2547 which is effective on the financial statements for fiscal year beginning on or after January 1, 2023.

The presentation of the financial statements has been made in compliance with the Notification of the Department of Business Development; Define Financial statement abstract B.E.2566 dated October 27, 2023, issued under the Accounting Act B.E.2543 which is effective on the financial statements for fiscal year beginning on or after January 1, 2024.

The financial statements have been prepared on a historical cost basis except where otherwise disclosed in the accounting policies.

3 SUMMARIZED SIGNIFICANT ACCOUNTING POLICIES

3.1 Cash and cash equivalents

Cash and cash equivalents consist of cash on hand and deposit at banks including time deposit and temporary investment which is not over than 3 months to maturity date excepted cash deposit with obligation.

3.2 Inventories

Inventories are stated at the lower of cost or net realizable value. Cost being determined on first-in, first-out method. The Company determine to accrue provision for decline in value of inventories on deteriorated or obsolescent inventories.

3.3 Property, plant and equipment

Land are stated at cost, Building and Equipment are stated at cost less accumulated depreciation. Depreciation is calculated by a straight-line method over their estimated useful life as follows:

	Useful life
Land	–
Building	20 Years
Improvement & Decoration	5-20 Years
Furniture Fixture & Equipment	5 Years
General Equipment	5 Years
Computer	3-5 Years

3.4 Intangible assets

Intangible assets are stated at cost less accumulated amortisation. Amortisation is calculated by reference to their costs on the straight-line basis over the expected future period, for which the assets are expected to generate economic benefit, as follows:

	Year life
Computer software	3-5 Years

3.5 Employee benefits

Salaries, wages and contributions to the social security fund are recognized as expenses when incurred.

3.6 Provisions and contingent liabilities

The Company recognized provision in the best estimated amount of expenses which have to be paid on current obligation as at the end of accounting period.

3.7 Revenue and expenses recognition

Hotel revenues from rooms, food and beverage and other services are recognised when the rooms are occupied, food and beverage are sold and the services are rendered.

The company record other revenue and expenses base on accrual basis.

3.8 Income tax expense

The Company record income tax as expenses by calculating on profit and loss of tax regulation basis.

4 TRADE AND OTHER CURRENT RECEIVABLES

Currency : Baht

Consist of:	**2026**	2025
Accounts Receivables - Trade	**419,054.50**	294,315.33
Allowance for doubtful accounts	**(4,607.96)**	(4,607.96)
Net Account Receivables - Trade	**414,446.54**	289,707.37
Other current receivable - employee	**773,248.00**	89,290.80
Allowance for doubtful accounts	**–**	(52,054.80)
Net Other current receivable - employee	**773,248.00**	37,236.00
Other current account receivables - related parties (Note 11)	**784,591.52**	652,841.00
Accrued interest - related parties (Note 11)	**1,556,935.91**	769,555.35
Revenue department receivable	**46,397.17**	33,843.89
Prepaid expenses	**286,910.01**	218,262.64
Others	**–**	17,500.00
Total	**3,862,529.15**	2,018,946.25

5 INVENTORY

Currency : Baht

Consist of:	**2026**	2025
Finished Goods	**707,887.41**	358,251.42
Total	**707,887.41**	358,251.42

6 PROPERTY, PLANT AND EQUIPMENT

Currency : Baht

Consist of:	Land	Building	Improvement & Decoration	Furniture Fixture & Equipment	General Equipment	Computer	Vehicles	Total
Cost								
As at March 31, 2025	114,770,000.00	108,968,618.24	59,952,657.40	3,042,701.47	2,666,550.82	652,381.40	175,000.00	290,227,909.33
Acquisitions	–	–	1,473,960.00	150,474.77	259,089.99	32,940.00	–	1,916,464.76
Disposals	–	–	–	–	–	–	–	–
Adjustment/Reclassification	–	–	–	–	–	–	–	–
As at March 31, 2026	**114,770,000.00**	**108,968,618.24**	**61,426,617.40**	**3,193,176.24**	**2,925,640.81**	**685,321.40**	**175,000.00**	**292,144,374.09**
Accumulated depreciation								
As at March 31, 2025	–	93,231,833.16	14,423,125.93	1,939,647.72	2,100,945.59	491,986.10	174,999.00	112,362,537.50
Depreciation for the period	–	5,448,430.81	3,018,709.83	412,083.58	206,933.68	120,239.60	-	9,206,397.50
Depreciation on disposals	–	–	–	–	–	–	–	–
As at March 31, 2026	**–**	**98,680,263.97**	**17,441,835.76**	**2,351,731.30**	**2,307,879.27**	**612,225.70**	**174,999.00**	**121,568,935.00**
Net book value								
As at March 31, 2025	114,770,000.00	15,736,785.08	45,529,531.47	1,103,053.75	565,605.23	160,395.30	1.00	177,865,371.83
As at March 31, 2026	**114,770,000.00**	**10,288,354.27**	**43,984,781.64**	**841,444.94**	**617,761.54**	**73,095.70**	**1.00**	**170,575,439.09**

Depreciation for the period

For the year ended March 31, 2025 (Included in cost and administrative expenses)	9,125,701.94
For the year ended March 31, 2026 (Included in cost and administrative expenses)	**9,206,397.50**

7 INTANGIBLE ASSETS

Currency : Baht

Consist of:	Computer software	Software in progress	Total
Cost			
As at March 31, 2025	937,433.00	157,239.14	1,094,672.14
Acquisitions	–	–	–
Disposals	–	–	–
Adjustment/Reclassification	–	(157,239.14)	(157,239.14)
As at March 31, 2026	**937,433.00**	**–**	**937,433.00**
Accumulated amortisation			
As at March 31, 2025	870,842.80	–	870,842.80
Amortisation for the period	46,655.40	–	46,655.40
Depreciation on disposals	–	–	–
Adjustment/Reclassification	–	–	–
As at March 31, 2026	**917,498.20**	**–**	**917,498.20**
Net book value			
As at March 31, 2025	66,590.20	157,239.14	223,829.34
As at March 31, 2026	**19,934.80**	**–**	**19,934.80**

Amortisation for the period

For the year ended March 31, 2025 (Included in administrative expenses)	46,655.40
For the year ended March 31, 2026 (Included in administrative expenses)	**46,655.40**

NOTES TO FINANCIAL STATEMENTS AS AT MARCH 31, 2026

8 OVERDRAFT AND SHORT-TERM LOAN FROM FINANCIAL INSTITUTION

As of March 31, 2026 the Company has short-term loans from three domestic financial institutions. in the form of bank overdraft in the amount of baht 6.03 million. The interest is paid at the rate specified in the contract on interest rate of MOR (6.75%).

9 TRADE AND OTHER CURRENT PAYABLES

Currency : Baht

Consist of:	**2026**	2025
Trade payables	**852,167.09**	677,023.99
Other current payables	**–**	665.00
Deposit - guest	**–**	29,059.74
Deposit - guest related party (Note 11)	**33,381.02**	355,411.81
Advance deposit	**51,098.00**	–
Revenue department payables	**612,048.76**	246,653.90
Accrued expenses	**1,147,407.09**	889,719.00
Total	**2,696,101.96**	2,198,533.44

10 OTHER CURRENT LIABILITIES

Currency : Baht

Consist of:	**2026**	2025
Unrealised output tax	**–**	18,952.82
Retention of construction	**24,929.52**	45,014.04
Total	**24,929.52**	63,966.86

11 RELATED PARTIES TRANSACTIONS

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related-party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

Relationship with related parties were as follows:

Name of entities	Country of incorporation/ nationality	Nature of relationships
Mahindra Holidays & Resorts India Limited	India	49% shareholder
MH Boutique Hospitality Limited	Thailand	51% shareholder

The Pricing policies for particular types of transactions are explained further below:

Transactions	Pricing policies
Revenue from rent and services	Contractually agreed rate
Corporate guarantee charged	Contractually agreed rate
Loan interest	Contractually agreed rate

Relationships with related parties that control or jointly control the Company or are being controlled or jointly controlled by the Company or have transactions with the Group were as follows:

Currency : Baht

	2026	2025
Income		
Mahindra Holidays & Resorts India Limited (Included VAT 7%)	**23,768,029.63**	24,450,885.01
MH Boutique Hospitality Limited-Interest	**787,380.56**	754,326.12
Expenses		
Mahindra Holidays & Resorts India Limited	**6,072,600.00**	6,072,599.98
Receivable		
MH Boutique Hospitality Limited	**1,556,935.91**	769,555.35
Reimbursement of expense raised		
MH Boutique Hospitality Limited	**784,591.52**	652,141.00

Currency : Baht

	2026	2025
Short term loans		
MH Boutique Hospitality Limited-Loan	**22,370,000.00**	21,029,000.00
Interest rate	**2.86% - 3.91%**	3.68% - 3.91%
Payable		
Mahindra Holidays & Resorts India Limited	**33,381.02**	355,411.81
Long-term borrowings		
Mahindra Holidays & Resorts India Limited	**174,500,000.00**	174,500,000.00
Interest rate	**3.48%**	3.48%

12 APPROVAL OF FINANCIAL STATEMENT

These financial statement were authorized for issue by company's authorized director on April 13, 2026

For and on behalf of the Board of Directors

Jakravut Ruthirawat
Director

Date : April 13, 2026

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of MH Boutique Hospitality Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of MH Boutique Hospitality Limited (the Company), which comprise the statement of financial position as at March 31, 2026, the statement of income and statement of changes in equity for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2026, and its financial performance for the year then ended in accordance with Thai Financial Reporting Standards for Non-Publicly Accountable Entities.

Basis for Opinion

We conducted our audit in accordance with Thai Standards on Auditing. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics for Professional Accountants including Independence Standards issued by the Federation of Accounting Professions (Code of Ethics for Professional Accountants) that are relevant to my audit of the financial statements, and we have fulfilled my other ethical responsibilities in accordance with the Code of Ethics for Professional Accountants. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Thai Financial Reporting Standards for Non-Publicly Accountable Entities, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Thai Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with management regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

(Mr. Pongteera Chainsakultam)
Certified Public Accountant Registration No. 9387

Cover Biz Company Limited

April 13, 2026

STATEMENT OF FINANCIAL POSITION AS AT MARCH 31, 2026

Currency : Baht

	Notes	2026	2025
ASSETS			
CURRENT ASSETS			
Cash and cash equivalents	3	**559,352.52**	103,407.84
TOTAL CURRENT ASSETS		**559,352.52**	103,407.84
NON-CURRENT ASSETS			
Investment in subsidiaries	4	**38,000,000.00**	38,000,000.00
TOTAL NON-CURRENT ASSETS		**38,000,000.00**	38,000,000.00
TOTAL ASSETS		**38,559,352.52**	38,103,407.84
LIABILITIES AND SHAREHOLDERS' EQUITY			
CURRENT LIABILITIES			
Trade and other payables	5	**2,413,323.95**	1,469,632.65
Short-term loan	6	**22,370,000.00**	21,029,000.00
TOTAL CURRENT LIABILITIES		**24,783,323.95**	22,498,632.65
NON - CURRENT LIABILITIES			
Long-term loan	6	**28,000,000.00**	28,000,000.00
TOTAL NON - CURRENT LIABILITIES		**28,000,000.00**	28,000,000.00
TOTAL LIABILITIES		**52,783,323.95**	50,498,632.65
SHAREHOLDERS' EQUITY			
Authorized share capital			
51,000 preference shares of Baht 100 each		**5,100,000.00**	5,100,000.00
49,000 ordinary shares of Baht 100 each		**4,900,000.00**	4,900,000.00
Issued and paid-up share capital			
51,000 preference shares of Baht 100 each		**5,100,000.00**	5,100,000.00
49,000 ordinary shares of Baht 100 each		**4,900,000.00**	4,900,000.00
Deficit in excess of capital		**(24,223,971.43)**	(22,395,224.81)
TOTAL SHAREHOLDERS' EQUITY		**(14,223,971.43)**	(12,395,224.81)
TOTAL LIABILITIES AND SHAREHOLDERS' EQUITY		**38,559,352.52**	38,103,407.84

The accompanying notes are an integral part of the financial statements.

For and on behalf of the Board of Directors

Vimal Agarwal
Director

Hoshedar Havewala
Director

Date : April 13, 2026

STATEMENTS OF INCOME FOR THE YEAR ENDED MARCH 31, 2026

Currency : Baht

	2026	2025
REVENUES		
Other income	**408.75**	4,007.37
TOTAL REVENUES	**408.75**	4,007.37
EXPENSES		
Administrative expenses	**67,374.82**	65,011.75
TOTAL EXPENSES	**67,374.82**	65,011.75
EARNINGS BEFORE FINANCIAL COST	**(66,966.07)**	(61,004.38)
Financial costs	**1,761,780.55**	1,728,726.11
NET PROFIT/(LOSS)	**(1,828,746.62)**	(1,789,730.49)

The accompanying notes are an integral part of the financial statements.

For and on behalf of the Board of Directors

Vimal Agarwal
Director

Hoshedar Havewala
Director

Date : April 13, 2026

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY FOR THE YEAR ENDED MARCH 31, 2026

Currency : Baht

	Issued and paid-up share capital		Retained earnings (Deficits)	Total
	Preference	Ordinary		
Beginning balance as of March 31, 2024	5,100,000.00	4,900,000.00	(20,605,494.32)	(10,605,494.32)
Changes in shareholders' equity for the year				
Net profit/(loss) for the year	–	–	(1,789,730.49)	(1,789,730.49)
Ending balance as of March 31, 2025	5,100,000.00	4,900,000.00	(22,395,224.81)	(12,395,224.81)
Changes in shareholders' equity for the year				
Net profit/(loss) for the year	**–**	**–**	**(1,828,746.62)**	**(1,828,746.62)**
Ending balance as of March 31, 2026	**5,100,000.00**	**4,900,000.00**	**(24,223,971.43)**	**(14,223,971.43)**

The accompanying notes are an integral part of the financial statements.

For and on behalf of the Board of Directors

Vimal Agarwal
Director

Hoshedar Havewala
Director

Date : April 13, 2026

NOTES TO FINANCIAL STATEMENTS AS AT MARCH 31, 2026

1. GENERAL INFORMATION

Company status

MH Boutique Hospitality Limited, " The Company ", is a limited company under Thai Civil and Commercial Code and domiciled in Thailand. It was incorporated on October 10, 2012 with registration no. 0105555151500

Place of company

33/118-119 23th Floor Wall street Tower, Surawongse, Suriyawongse, Bangrak, Bangkok

Business and operation

The objective of the Company is to become a partner with limited liability in a partnership or a shareholder in a private limited company and a public limited company.

2. BASIC OF FINANCIAL STATEMENT PREPARATION

The financial statements have been prepared in accordance with Thai Accounting Standards And Thai Financial Reporting Standards for Non-Publicly Accountable Entities enunciated on Notification of Federation of Accounting Professions (FAP) no. 48 (B.E.2565) under the Accounting Profession Act B.E.2547 which is effective on the financial statements for fiscal year beginning on or after January 1, 2023.

The presentation of the financial statements has been made in compliance with the Notification of the Department of Business Development; Define Financial statement abstract B.E.2566 dated 27 October 2023, issued under the Accounting Act B.E.2543 which is effective on the financial statements for fiscal year beginning on or after January 1, 2024.

The company financial statements have been prepared under the historical cost convention, except those explain in accounting policies.

3. SUMMARIZED SIGNIFICANT ACCOUNTING POLICIES

3.1 Cash and cash equivalents

Cash and cash equivalents is consist of cash on hand and deposit at banks including time deposit and temporary investment which is not over than 3 months to maturity date excepted cash deposit with obligation.

3.2 Investment

Investments in subsidiary, associated and other companies are stated at cost. An allowance for impairment loss will be made when the net realisable value of the investment is lower than its cost.

3.3 Revenue and expenses recognition

The company record other revenue and expenses base on accrual basis.

4. INVESTMENT IN SUBSIDIARIES

On November 5, 2012, the Company invested in 51% of Infinity Hospitality Company Limited as a subsidiary company, which had authorised capital of Baht 150 million divided into 1,500,000 ordinary shares at a par value of Baht 100.

Details of the Company's subsidiaries, as at March 31, 2026 are as follows:

Name of the entity	Type of business	Country of incorporation	Ownership interest (%)
Investment in subsidiaries			
Infinity Hospitality Group Company Limited	Hotel	Thailand	51%

5. TRADE AND OTHER PAYABLES

Consist of:

Currency : Baht

	2026	2025
Accrued interest expenses - Related parties (Note 6)	**784,591.52**	656,406.43
Accrued interest expenses for withholding tax	**279,842.53**	137,175.22
Accrued expenses	**23,210.00**	23,210.00
Other current payable - Related parties (Note 6)	**1,325,679.90**	652,841.00
Total	**2,413,323.95**	1,469,632.65

6. RELATED PARTIES TRANSACTIONS

Enterprises and individuals that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the company, including holding companies, subsidiaries and fellow subsidiaries are related parties of the company. Associates and individuals owning, directly or indirectly, an interest in the voting power of the company that gives them significant influence over the enterprise, key management personnel, including directors and officers of the company and close members of the family of these individuals and companies associated with these individuals also constitute related parties.

In considering each possible related-party relationship, attention is directed to the substance of the relationship, and not merely the legal form.

Relationship with related parties were as follows:

Name of entities	Country of incorporation/ nationality	Nature of relationships
Mahindra Holidays & Resorts India Limited	India	49% shareholder

The Pricing policies for particular types of transactions are explained further below:

Transactions	Pricing policies
Interest charged	Contractually agreed rate

Relationships with related parties that control or jointly control the Company or are being controlled or jointly controlled by the Company or have transactions with the Group were as follows:

Currency : Baht

	2026	2025
Expenses		
Mahindra Holidays & Resorts India Limited	**974,399.99**	974,399.99
Infinity Hospitality Group Company Limited	**787,380.56**	754,326.12
Payable		
Infinity Hospitality Group Company Limited	**1,325,679.90**	656,406.43
Reimbursement of expense paid		
Infinity Hospitality Group Company Limited	**784,591.52**	652,841.00
Loan from related parties		
Mahindra Holidays & Resorts India Limited	**28,000,000.00**	28,000,000.00
Interest rate	**3.48%**	3.48%
Infinity Hospitality Group Company Limited	**22,370,000.00**	21,029,000.00
Interest rate	**2.86% - 3.91%**	3.68% - 3.91%

7. APPROVAL OF FINANCIAL STATEMENT

These financial statement were authorized for issue by company's authorized director on April 13, 2026.

For and on behalf of the Board of Directors

Vimal Agarwal
Director

Hoshedar Havewala
Director

Date : April 13, 2026

INDEPENDENT AUDITORS' REPORT
To the member of MHR Holdings (Mauritius) Ltd

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of MHR Holdings (Mauritius) Ltd, the "Company", which comprise the statement of financial position as at March 31, 2026, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at March 31, 2026 and of its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB) and as modified by the exemption from consolidation in the Mauritius Companies Act 2001 for companies holding a Global Business Licence and in compliance with the requirements of the Mauritius Companies Act 2001.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* (the "IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 19 in the financial statements which indicates that the Company had accumulated losses of EUR 11,315,998 (2025: EUR 11,001,766) including a loss of EUR 314,232 (2025: EUR 1,123,184) for the year ended March 31, 2026. As stated in Note 19, these conditions, indicate that a material uncertainty exists that may cast significant doubt on the Company's ability to continue as a going concern. The shareholder has undertaken to provide financial support to ensure continuation of the Company's operations. Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditors' Report Thereon ("Other Information")

Management is responsible for the Other Information. The Other Information comprises the information included under the Corporate Data and Commentary of the Directors sections, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the Other Information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the Other Information and, in doing so, consider whether the Other Information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this Other Information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of the financial statements in accordance with IFRS Accounting Standards as issued by the IASB and as modified by the exemption from consolidation in the Mauritius Companies Act 2001 for companies holding a Global Business Licence and in compliance with the requirements of the Mauritius Companies Act 2001, and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Mauritius Companies Act 2001, we report as follows:

- we have no relationship with, or any interests in, the Company other than in our capacity as auditors;
- we have obtained all the information and explanations we have required; and
- in our opinion, proper accounting records have been kept by the Company as far as it appears from our examination of those records.

Other Matter

Our report is made solely to the member of the Company as a body in accordance with Section 205 of the Mauritius Companies Act 2001. Our audit work has been undertaken so that we might state to the Company's member those matters we are required to state to it in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's member as a body, for our audit work, for this report, or for the opinion we have formed.

Grant Thornton
Chartered Accountants

K RAMCHURUN, FCCA
Licensed by FRC

Date: April 23, 2026

Ebene 72201, Republic of Mauritius

STATEMENT OF FINANCIAL POSITION AS AT MARCH 31, 2026

	Notes	2026	2025
		EUR	EUR
ASSETS			
Non-current			
Investments in subsidiary	**9**	**23,182,500**	23,182,500
Non-current assets		**23,182,500**	23,182,500
Current			
Loans	**11**	**76,024,473**	73,428,938
Prepayments		**9,909**	9,363
Cash and cash equivalents		**19,385**	169,507
Current assets		**76,053,767**	73,607,808
Total assets		**99,236,267**	96,790,308
EQUITY AND LIABILITIES			
Equity			
Stated capital	**15**	**25,395,000**	25,395,000
Accumulated losses		**(11,315,998)**	(11,001,766)
Total equity		**14,079,002**	14,393,234
Liabilities			
Non-current liabilities			
Borrowings	**12**	**43,000,000**	82,025,000
Current			
Borrowings	**12**	**42,143,290**	333,296
Other payables and accruals	**14**	**13,975**	38,778
Current liabilities		**42,157,265**	372,074
Total liabilities		**85,157,265**	82,397,074
Total equity and liabilities		**99,236,267**	96,790,308

Approved by the Board of Directors on April 23, 2026 and signed on its behalf by:

Varshinee Veerahoo	**Rathee Jugessur**
DIRECTOR	**DIRECTOR**

The accompanying notes are an integral part of these financial statements.

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED MARCH 31, 2026

	Notes	2026	2025
		EUR	EUR
EXPENDITURE			
Professional fees	**13**	**46,380**	24,879
Audit fees		**7,442**	8,167
Licence fees		**2,636**	2,120
Bank charges		**751**	1,948
Foreign exchange loss		**60**	276
		57,269	37,390
OPERATING LOSS		**(57,269)**	(37,390)
Finance income	**10.1**	**2,634,010**	3,150,777
Finance costs	**10.2**	**(2,890,973)**	(4,236,571)
LOSS BEFORE TAX		**(314,232)**	(1,123,184)
Tax expense	**8**	**–**	–
LOSS FOR THE YEAR		**(314,232)**	(1,123,184)
OTHER COMPREHENSIVE INCOME:			
Items that will not be reclassified subsequently to profit or loss		**–**	–
Items that will be reclassified subsequently to profit or loss		**–**	–
OTHER COMPREHENSIVE INCOME FOR THE YEAR, NET OF TAX		**–**	–
TOTAL COMPREHENSIVE LOSS FOR THE YEAR		**(314,232)**	(1,123,184)

The accompanying notes are an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

	Stated capital	Accumulated losses	Total
	EUR	EUR	EUR
At April 01, 2025	25,395,000	(11,001,766)	14,393,234
Loss for the year	–	(314,232)	(314,232)
Other comprehensive income	–	–	–
Total comprehensive loss for the year	–	(314,232)	(314,232)
At March 31, 2026	**25,395,000**	**(11,315,998)**	**14,079,002**
At April 01, 2024	25,395,000	(9,878,582)	15,516,418
Loss for the year	–	(1,123,184)	(1,123,184)
Other comprehensive income	–	–	–
Total comprehensive loss for the year	–	(1,123,184)	(1,123,184)
At March 31, 2025	25,395,000	(11,001,766)	14,393,234

The accompanying notes are an integral part of these financial statements.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026

	2026	2025
	EUR	EUR
Operating activities		
Loss before tax	**(314,232)**	(1,123,184)
Adjustments for:		
Interest income	**(2,595,535)**	(3,111,133)
Interest expense (Note 16)	**2,865,257**	3,801,270
Amortisation of transaction costs (Note 16)	**–**	161,354
	(44,510)	(271,693)
Changes in working capital:		
Change in prepayments	**(546)**	(6,981)
Change in other payables and accruals	**(24,803)**	13,848
Net cash used in operations	**(69,859)**	(264,826)
Interest paid (Note 16)	**(2,875,263)**	(3,832,829)
Net cash used in operating activities	**(2,945,122)**	(4,097,655)
Financing activities		
Loans received (Note 16)	**3,570,000**	82,125,000
Repayment of loans (Note 16)	**(775,000)**	(77,917,503)
Net cash from financing activities	**2,795,000**	4,207,497
Net change in cash and cash equivalents	**(150,122)**	109,842
Cash and cash equivalents at beginning of the year	**169,507**	59,665
Cash and cash equivalents at end of the year	**19,385**	169,507
Cash and cash equivalents made up of:		
Cash at bank	**19,385**	169,507

The accompanying notes are an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

1. GENERAL INFORMATION AND STATEMENT OF COMPLIANCE WITH IFRS ACCOUNTING STANDARDS

MHR Holdings (Mauritius) Ltd, the "Company", was incorporated in the Republic of Mauritius under the Mauritius Companies Act 2001 on June 26, 2014 as a private company with liability limited by shares and holds a Global Business Licence issued by the Financial Services Commission. The Company's registered office is at 6th Floor, Two Tribeca, Tribeca Central, Trianon 72261, Republic of Mauritius.

The principal activity of the Company is to hold investments.

The financial statements of the Company have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board and as modified by the exemption from consolidation in the Mauritius Companies Act 2001 for companies holding a Global Business Licence.

2. ADOPTION OF NEW AND AMENDED STANDARDS

2.1 New and amended Standards that are effective for the current year

The following new and amended Standard and Interpretation are mandatory for the first time for the financial year commencing on April 01, 2025.

IAS 21	Lack of Exchangeability (Amendments to IAS 21)

Management has assessed the impact of this new and revised amendment and concluded that it does not have an impact on these financial statements.

2.2 Standards, amendments and Interpretations to existing Standards that are not yet effective and have not been adopted early by the Company

At the date of authorisation of these financial statements, several new, but not yet effective, Standards, amendments to existing Standards and Interpretations have been published by the IASB. None of these Standards, amendments or Interpretations have been adopted early by the Company.

Management anticipates that all relevant pronouncements, will be adopted in the Company's accounting policies for the first period beginning on or after the effective date of the pronouncement. Information on new Standards, amendments to existing Standards and Interpretations is provided as follows:

IFRS 9 and IFRS 7	Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7)
IFRS 9 and IFRS 7	Contracts Referencing Nature-dependent Electricity (Amendments to IFRS 9 and IFRS 7)
IFRS 18	Presentation and Disclosure in Financial Statements
IFRS 19	Subsidiaries without Public Accountability Disclosures
Various Standards	Annual Improvements to IFRS Accounting Standards - Volume 11
IFRS 19	Amendments to IFRS 19 'Subsidiaries without Public Accountability: Disclosures'
IFRS 19	IFRS for SMEs – third edition
IAS 21	Translation to a Hyperinflationary Presentation Currency (Amendments to IAS 21)

Management has yet to assess the impact of the above Standards, amendments to existing Standards and Interpretations on the Company's financial statements.

3. MATERIAL ACCOUNTING POLICIES

3.1 Overall considerations

The financial statements have been prepared using the material accounting policies and measurement bases summarised below.

3.2 Revenue

Interest income is recognised on the accrual basis using the effective interest method, unless collectability is in doubt.

3.3 Expenses

All expenses are accounted for in the statement of comprehensive income on the accrual basis.

3.4 Taxation

Tax expense recognised in the statement of comprehensive income comprises of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current income tax assets and/or liabilities comprise of those obligations to, or claims from, fiscal authorities relating to the current period, that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting date.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases.

Corporate Climate Responsibility ("CCR") Levy

The Company is subject to CCR Levy and the contribution is at the rate of 2% on chargeable income if the revenue of the Company is more than MUR 50 million (equivalent to USD 1.1 million).

3.5 Financial instruments

Recognition and derecognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instruments.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and initial measurement of financial assets

Except for trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with IFRS 15: Revenue from contacts with customers, all financial assets are initially measured at fair value adjusted for transaction costs, where appropriate.

Financial assets, other than those designated and effective as hedging instruments, are classified into the following categories:

- amortised cost;
- fair value through profit or loss (FVTPL); and
- fair value through other comprehensive income (FVOCI).

In the current year, the Company does not have any financial assets categorised as FVTPL and FVOCI.

The classification is determined by both:

- the Company's business model for managing the financial asset; and
- the contractual cash flow characteristics of the financial asset.

All income and expenses relating to financial assets are recognised in the statement of comprehensive income.

Financial assets at amortised cost

Financial assets are measured at amortised cost using the effective interest method if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Discounting is omitted where the effect of discounting is immaterial. The Company's cash and cash equivalents and loans fall into this category of financial instruments.

Impairment of financial assets

IFRS 9's impairment requirements use more forward-looking information to recognise expected credit losses – the 'expected credit loss (ECL) model'. For the Company, instruments within the scope of the new requirements include its loans.

Recognition of credit losses is no longer dependent on the Company's first identifying a credit loss event. Instead, the Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- Financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ("Stage 1"); and
- Financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ("Stage 2").

'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date.

'12-month expected credit losses' are recognized for the first category while 'lifetime expected credit losses' are recognized for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

Classification and subsequent measurement of financial liabilities

The Company's financial liabilities consist of borrowings, other payables and accruals.

Financial liabilities are measured subsequently at amortised cost using the effective interest rate method.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

3.6 Consolidated financial statements

The financial statements are separate financial statements which contain information about MHR Holdings (Mauritius) Ltd as an individual company and do not contain consolidated financial information as the parent of a group.

The Company holds a Global Business Licence issued by the Financial Services Commission and has taken advantage of the exemption given in Section 12 of Part 1 of the Fourteenth Schedule of the Mauritius Companies Act 2001 from the requirement to prepare consolidated financial statements as it is a wholly owned subsidiary of a quoted company incorporated in the Republic of India, Mahindra Holidays and Resorts India Limited.

3.7 Investment in subsidiary

A subsidiary is an entity over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

Investment in subsidiary is initially shown at cost. Where an indication of impairment exists, the recoverable amount of the investment is assessed. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is charged to the statement of comprehensive income.

On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of comprehensive income.

3.8 Cash and cash equivalents

Cash and cash equivalents comprise cash at bank. Cash equivalents are short term, highly liquid investments maturing within 90 days from the date of acquisition that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

3.9 Equity

Stated capital represents the value of shares that have been issued.

Share premium includes any premiums received on issue of shares. Any transaction costs associated with the issuing of shares are deducted from share premium, net of any related income tax benefits.

Accumulated losses include current and prior years' results as disclosed in the statement of comprehensive income.

3.10 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation and the amount can be estimated reliably.

Provisions are measured at the estimated expenditure required to settle the present obligation based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. The increase in the provision due to passage of time is recognised as interest expense in the statement of comprehensive income.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole.

3.11 Related parties

A related party is a person or company where that person or company has control or joint control of the reporting Company; has significant influence over the reporting Company; or is a member of the key management personnel of the reporting Company or of a parent of the reporting Company.

3.12 Foreign currency translation

Functional and presentation currency

The financial statements are presented in Euro ("EUR"), which is the Company's functional and presentation currency.

Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency of the Company using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items denominated in foreign currency at year-end exchange rates are recognised in the statement of comprehensive income.

Non-monetary items are not retranslated at year-end and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

3.13 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the year of the borrowings using the effective interest rate method.

Fees paid on loan facilities are recognised as transaction costs and are deducted from borrowings and amortised over the period of the facility to which it relates.

3.14 Impairment of assets

At each reporting date, the Company reviews the carrying amounts of its assets to determine whether there is any indication that those assets have suffered any impairment loss. When an indication of impairment loss exists, the carrying amount of the asset is assessed and written down to its recoverable amount.

3.15 Comparatives

Where necessary, comparative figures have been adjusted to conform to changes in presentation in the current year.

4. SIGNIFICANT MANAGEMENT JUDGEMENT IN APPLYING ACCOUNTING POLICIES AND ESTIMATION UNCERTAINTY

When preparing the financial statements, management undertakes a number of judgements, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses.

Significant management judgements

The following are the significant management judgements in applying the accounting policies of the Company that have the most significant effect on the financial statements.

Determination of functional currency

The determination of the functional currency of the Company is critical since recording of transactions and exchange differences arising therefrom are dependent on the functional currency selected. The directors have considered those factors and have determined that the functional currency of the Company is the EUR.

Going concern assumption

The directors have exercised significant judgement in assessing that the preparation of these financial statements on a going concern basis is appropriate. In making this assessment, the directors have considered the Company's future business projects, future cash flows and future profitability.

Estimation uncertainty

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may be substantially different.

Impairment losses on financial assets

The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

Impairment of investments in subsidiary

In assessing impairment, management estimates the recoverable amount of each asset based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate. The directors have assessed the recoverable amount of the investments and confirmed that the carrying amount has not suffered any impairment in value at the reporting date.

5. FINANCIAL INSTRUMENTS RISK

Risk management objectives and policies

The Company is exposed to various risks in relation to its financial instruments. The main types of risks are market risk, credit risk and liquidity risk.

The Company's financial assets and financial liabilities by category are summarised below.

	2026	2025
	EUR	EUR
Financial assets at amortised cost		
Current		
Loans	**76,024,473**	73,428,938
Cash and cash equivalents	**19,385**	169,507
	76,043,858	73,598,445
Total financial assets	**76,043,858**	73,598,445
Financial liabilities measured at amortised cost		
Non-current		
Borrowings	**43,000,000**	82,025,000
Current		
Borrowings	**42,143,290**	333,296
Other payables and accruals	**13,975**	38,778
	42,157,265	372,074
Total financial liabilities	**85,157,265**	82,397,074

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and in the Company's activities.

5.1 Market risk analysis

The Company is exposed to market risk through its use of financial instruments. Market risk is comprised specifically of currency risk and interest rate risk, which result from both its operating and investing activities.

Foreign currency sensitivity

Foreign currency risk, as defined in IFRS 7: Financial Instruments: Disclosures, arises as the value of future transactions, recognised monetary assets and monetary liabilities denominated in other currencies fluctuate due to changes in foreign exchange rates.

The Company is not exposed to any currency risk as most of its financial assets and financial liabilities are denominated in the Euro, which is the functional currency of the Company.

The currency profile of its financial assets and liabilities is as follows:

	Financial assets 2026	**Financial liabilities 2026**
	EUR	**EUR**
Long term exposure		
Euro (EUR)	**–**	**43,000,000**
Short term exposure		
Euro (EUR)	**76,043,858**	**42,143,290**
United States Dollar (USD)	**–**	**13,975**
	76,043,858	**85,157,265**

	Financial assets 2025	Financial liabilities 2025
	EUR	EUR
Long term exposure		
Euro (EUR)	–	82,025,000
Short term exposure		
Euro (EUR)	73,598,445	363,914
United States Dollar (USD)	–	8,160
	73,598,445	82,397,074

Interest rate sensitivity

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company's interest-bearing financial assets are in the form of loans to the subsidiary at a fixed rate of interest and therefore are not subject to market fluctuations.

As at March 31, 2026, the Company has interest bearing financial liabilities in the form of bank loans from HSBC Bank (Mauritius) Limited and DBS Bank Limited.

The Company has taken the following loans from HSBC Bank (Mauritius) Limited and DBS Bank Limited:

Loans from HSBC Bank (Mauritius) Limited

Loan of EUR 45,820,000

Pursuant to facility agreements dated August 19, 2024 and February 19, 2025 respectively which were later revised on May 14, 2025, HSBC Bank (Mauritius) Limited granted a total commitment of EUR 45,820,000 to the Company. The total commitment comprised of the following:

- Revolving Credit Facility 2, for EUR 775,000 (reduced from EUR 17,000,000) bearing interest rate of 3 months EURIBOR plus 1.39% p.a. margin maturing on November 10, 2025 with an option to roll over for another 0.99 year. As at March 31, 2026, the loan had matured and been fully repaid.
- Term Loan Facility 5, for EUR 15,000,000 bearing interest rate of 3 months EURIBOR plus 1.39% p.a. margin maturing on August 18, 2027.
- Term Loan Facility 6 of EUR 28,000,000, bearing interest rate of 3 months EURIBOR plus 1.25% margin p.a. maturing on February 21, 2028.
- Revolving Credit Facility 3 amounting to EUR 2,820,000 bearing interest rate of 3 or 6 months EURIBOR plus 1.25% p.a. margin maturing 0.99 year from the date of the first drawdown with an option to rollover for another 0.99 year.

During the year ended March 31, 2026, interest expense amounted to EUR 1,537,824 (2025: EUR 535,256) and interest accrued EUR 172,640 (2025: EUR 168,747).

Loan from DBS Bank Limited

Loan of EUR 50,000,000

The Company (the "Borrower") entered into a Facility Agreement with DBS Bank Limited ("the Lender") whereby the Lender shall make available to the Borrower credit facilities aggregating to EUR 80 million on August 14, 2024. The loan is repayable within 2 years from the date of each drawdown. The loan bears interest at EURIBOR 3 months plus a margin of 1.25% per annum on fixed basis. It was agreed that if EURIBOR was negative, it would be deemed to be zero for the purpose of this facility. However, pursuant to a Reduction of Term Loan Facility letter dated March 31, 2025, the existing term loan facility has been reduced to EUR 50 million. During the year ended March 31, 2025, EUR 38,250,000 had been disbursed and as at March 31, 2026 an additional EUR 750,000 has been disbursed. During the year ended March 31, 2026, interest expense amounted to EUR 1,327,433 (2025: EUR 756,144) and interest accrued EUR 150,650 (2025: EUR 164,551).

Interest rate sensitivity analysis

The following table illustrates the sensitivity of loss and shareholder's deficit to reasonably possible changes in interest rates of +/- 1% for the year ended March 31, 2026. These changes are considered to be reasonably possible based on observation of current market conditions. The calculations are based on a change in the average market interest rates for each year, and the financial instruments held at each reporting date that are sensitive to changes in interest rates. All other variables are held constant.

A 1% increase in interest rate will have the following impact:

	2026		2025	
	Loss for the year	**Shareholder's deficit**	Loss for the year	Shareholder's deficit
	EUR	**USD**	EUR	USD
1% (2025: 1%)	**851,433**	**851,433**	823,583	823,583

A 1% decrease in interest rate would have the reverse impact.

5.2 Credit risk analysis

Credit risk is the risk that the counterparty fails to discharge an obligation to the Company.

The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets recognised at the reporting date, as summarised as follows:

	2026	2025
	EUR	EUR
ASSETS		
Current assets		
Loans	**76,024,473**	73,428,938
Cash and cash equivalents	**19,385**	169,507
	76,043,858	73,598,445

The Company has sanctioned several loans to its Subsidiary. The terms and conditions of the loans are detailed in Note 11 of these financial statements.

The Company measures credit risk and ECL using probability of default, exposure at default and loss given default of the loans to subsidiary. The directors consider both historical analysis and forward-looking information in determining any ECL. The directors consider the probability of default to be close to zero as the Subsidiary has strong capacity to meet their contractual obligations and have not defaulted in the past. As a result, no loss allowance has been recognised based on 12-month ECL under Stage 1 of the ECL model.

The credit risk for the bank balance is considered negligible, since the counterparty is a reputable bank with high quality external credit ratings.

The carrying amounts disclosed above are the Company's maximum possible credit risk exposure in relation to these instruments.

None of the Company's financial assets are secured by collateral or other credit enhancements. The borrowings taken are secured against an Unconditional and Irrevocable Corporate Guarantee from Mahindra Holidays and Resorts India Limited, the parent company.

5.3 Liquidity risk analysis

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due.

The Company's approach to managing liquidity risk is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

As at March 31, 2026. the Company has contractual maturities which are summarised below:

	2026		2025	
	Less than 1 year	**More than 1 year**	Less than 1 year	More than 1 year
	EUR	**EUR**	EUR	EUR
Borrowings	**42,143,290**	**43,000,000**	333,296	82,025,000
Other payables and accruals	**13,975**	**–**	38,778	–
Total	**42,157,265**	**43,000,000**	372,074	82,025,000

6. FAIR VALUE MEASUREMENT

6.1 Fair value measurement of financial instruments

The Company has financial assets and financial liabilities, and they are measured at their carrying amounts which approximate their fair values.

6.2 Fair value measurement of non-financial instruments

The Company's non-financial assets consist of investments in subsidiary and prepayments for which fair value measurement is not applicable since these are not measured at fair value on a recurring or non-recurring basis in the statement of financial position. At the reporting date, the Company did not have any non-financial liabilities.

7. CAPITAL MANAGEMENT POLICIES AND PROCEDURES

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns to its member.

In order to maintain or adjust the capital structure, the Company may adjust the amounts of dividends paid to its member, buy back shares or issue new shares.

The Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital.

The details of the gearing ratio are disclosed as follows:

	2026	2025
	EUR	EUR
Borrowings	**85,143,290**	82,358,296
Less: cash and cash equivalents	**(19,385)**	(169,507)
Net debt	**85,123,905**	82,188,789
Total equity	**14,079,002**	14,393,234
Total capital	**99,202,907**	96,582,023
Gearing ratio (%)	**86%**	85%

The directors consider that this level of gearing is necessary taking into account the Company's business activities.

8. TAXATION

(i) Income tax

The Company holds a Global Business Licence for the purpose of the Financial Services Act 2007 of Mauritius. Pursuant to the enactment of the Finance Act 2018, with effect as from January 1, 2019, the deemed tax credit has been phased out, through the implementation of a new tax regime. Companies which had obtained their Global Business Licence on or before October 16, 2017, including the Company, have been grandfathered and would benefit from the deemed tax credit regime up to June 30, 2021.

Accordingly, the Company is entitled to a foreign tax credit equivalent to the higher of the actual foreign tax suffered or 80% of the Mauritian tax ("Deemed tax credit") on its foreign source income resulting in an effective tax rate on net income of up to 3%, up to June 30, 2021. Further, the Company is exempted from income tax in Mauritius on profits or gains arising from sale of securities. In addition, there is no withholding tax payable in Mauritius in respect of payments of dividends to Shareholder or in respect of redemptions or exchanges of shares.

Post June 30, 2021 and under the new tax regime and subject to meeting the necessary substance requirements as required under the Financial Services Act 2007 (as amended by the Finance Act 2018) and such guidelines issued by the Financial Services Commission, the Company would be entitled to either (a) a foreign tax credit equivalent to the actual foreign tax suffered on its foreign income against the Company's tax liability computed at 15% on such income, or (b) a partial exemption of 80% of some of the income derived, including but not limited to foreign source dividends or interest income.

At March 31, 2026, the Company has accumulated tax losses of EUR 3,560,435 (2025: EUR 3,642,590) which will be carried forward and available for set off against future taxable profit as follows:

	EUR
Up to the year ending 31 March 2027	**342,363**
Up to the year ending 31 March 2028	**668,235**
Up to the year ending 31 March 2029	**1,412,083**
Up to the year ending 31 March 2030	**849,237**
Up to the year ending 31 March 2031	**288,517**
	3,560,435

(ii) Deferred tax

Deferred income tax is calculated on all temporary differences under the liability method at the rate of 15%. At March 31, 2026, no deferred tax has been recognised in respect of the tax losses carried forward as it is not probable that taxable profits will be available in the foreseeable future.

(iii) Income tax reconciliation

The income tax on the Company's loss before tax differs from the theoretical amount that would arise using the effective tax rate of the Company as follows:

	2026	2025
	EUR	EUR
Loss for the year	**(314,232)**	(1,123,184)
Tax expense	**–**	–

(iv) Corporate Climate Responsibility ("CCR") Levy

The Company is not liable to CCR Levy since there is no chargeable income for the year ended March 31, 2026.

9. INVESTMENTS IN SUBSIDIARY

		2026	2025
		EUR	EUR
(i)	Unquoted investment at cost:		
	At April 01 and March 31	**23,182,500**	23,182,500

(ii) Details pertaining to the unquoted investments are as follows:

Name of investee company	**Country of incorporation**	**Type of investments**	**Number of shares**	**Cost 2026**	Cost 2025
				EUR	EUR
Covington S.à.r.l	Luxembourg	Equity	**12,500**	**17,500**	17,500
Covington S.à.r.l	Luxembourg	Non-equity	**–**	**23,165,000**	23,165,000
			12,500	**23,182,500**	23,182,500

(iii) Pursuant to a Share Sale and Purchase Agreement dated July 17, 2014 between the Company (the "Purchaser") and D.LAW (the "Seller"), the Company purchased 12,500 shares without nominal value corresponding to 100% of the share capital of Covington S.à.r.l, a private limited company incorporated in Luxembourg, for a total consideration of EUR 17,500.

In addition, pursuant to Contribution Agreements dated July 31, 2014, November 10, 2014 and August 18, 2015 between the Company and Covington S.à.r.l (the "Receiver"), the Company contributed EUR 3,165,000, EUR 4,000,000, and EUR 16,000,000 respectively to the Receiver.

(iv) The directors have assessed the recoverable amount of the investments (equity and non-equity) and confirmed that the carrying amount of these investments have not suffered any impairment in value at the reporting date.

(v) The Company has 100% shareholding in Covington S.à.r.l and is therefore considered as the Company's subsidiary since it has control over the subsidiary through its 100% voting rights. The Company holds a Global Business Licence issued by the Financial Services Commission and has therefore taken advantage of Section 12 of Part 1 of the Fourteenth Schedule of the Mauritius Companies Act 2001 which dispenses it from presenting consolidated financial statements as it is a wholly owned subsidiary of a company incorporated in the Republic of India.

(vi) The non-equity investment in Covington S.à.r.l represents funds invested as "capital contribution" and settlement is not likely within one year. Repayment would be agreed between the Company and its investee company.

10. FINANCE INCOME AND FINANCE COSTS

	2026	2025
	EUR	EUR
10.1 Finance income		
Corporate Guarantee Commission income	**38,475**	39,644
Interest on loans	**2,595,535**	3,111,133
	2,634,010	3,150,777

	2026	2025
	EUR	EUR
10.2 Finance costs		
Interest on borrowings	**2,865,257**	3,801,270
Commissions on Corporate Guarantee	**–**	253,244
Amortisation of transaction costs	**–**	161,354
Annual charges	**25,716**	20,703
	2,890,973	4,236,571

11. LOANS

	2026	2025
	EUR	EUR
Loans to subsidiary:		
Principal amounts	**64,120,000**	64,120,000
Interest receivable	**11,904,473**	9,308,938
Total	**76,024,473**	73,428,938

(i) The movements during the year on the loans as follows:

	2026	2025
	EUR	EUR
Opening balance	**73,428,938**	70,317,805
Interest income for the year	**2,595,535**	3,111,133
Closing balance	**76,024,473**	73,428,938

(ii) During the year ended March 31, 2026, the Company renewed and extended the loans to Covington S.à.r.l for 1 year and revised interest rates to 3.61% per annum for all loans.

(iii) The directors have taken into consideration both historical analysis and forward-looking information in determining any ECL. Consequently, the directors consider the probability of default to be close to zero as the subsidiary has a strong capacity to meet the contractual obligations in the near term and have not defaulted in the past. As a result, no loss allowance has been recognised based on 12-month ECL under Stage 1 of the ECL model.

12. BORROWINGS

	2026	2025
	EUR	EUR
Non-current		
Bank loans (Note 12 (ii))	**43,000,000**	82,025,000
Current		
Bank loans (Note 12 (ii))	**42,143,290**	333,296
	42,143,290	333,296
Total	**85,143,290**	82,358,296

(i) The movements during the year on the borrowings are as follows:

	2026	2025
	EUR	EUR
At April 01	**82,358,296**	78,021,004
Loans taken during the year:		
HSBC Bank (Mauritius) Limited	**2,820,000**	43,875,000
DBS Bank Limited	**750,000**	38,250,000
Loans repaid during the year:		
Axis Bank Limited	**–**	(30,000,000)
HSBC Bank (Mauritius) Limited	**(775,000)**	(47,917,503)
Interest element for the year:		
Interest expense	**2,865,257**	3,801,270
Interest payment	**(2,875,263)**	(3,832,829)
Transaction costs incurred for the year:		
Amortisation of transaction costs	**–**	161,354
At March 31	**85,143,290**	82,358,296

(ii) Summary of bank borrowings arrangements are as follows:

DBS Bank Limited

Loan of EUR 50,000,000

The Company (the "Borrower") entered into a Facility Agreement with DBS Bank Limited ("the Lender") whereby the Lender shall make available to the Borrower credit facilities aggregating to EUR 80 million on August 14, 2024. The loan is repayable within 2 years from the date of each drawdown. The loan bears interest at EURIBOR 3 months plus a margin of 1.25% per annum on fixed basis. It was agreed that if EURIBOR was negative, it would be deemed to be zero for the purpose of this facility. However, pursuant to a Reduction of Term Loan Facility letter dated March 31, 2025, the existing term loan facility has been reduced to EUR 50 million. During the year ended March 31, 2025, EUR 38,250,000 had been disbursed and as at March 31, 2026 an additional EUR 750,000 has been disbursed. During the year ended March 31, 2026, interest expense amounted to EUR 1,327,433 (2025: EUR 756,144) and interest accrued EUR 150,650 (2025: EUR 164,551).

HSBC Bank (Mauritius) Limited

Loan of EUR 45,820,000

Pursuant to facility agreements dated August 19, 2024 and February 19, 2025 respectively which were later revised on May 14, 2025, HSBC Bank (Mauritius) Limited granted a total commitment of EUR 45,820,000 to the Company. The total commitment comprised of the following:

– Revolving Credit Facility 2, for EUR 775,000 (reduced from EUR 17,000,000) bearing interest rate of 3 months EURIBOR plus 1.39% p.a. margin maturing on November 10, 2025 with an option to roll over for another 0.99 year. As at March 31, 2026, the loan had matured and been fully repaid.
– Term Loan Facility 5, for EUR 15,000,000 bearing interest rate of 3 months EURIBOR plus 1.39% p.a. margin maturing on August 18, 2027.
– Term Loan Facility 6 of EUR 28,000,000, bearing interest rate of 3 months EURIBOR plus 1.25% margin p.a. maturing on February 21, 2028.
– Revolving Credit Facility 3 amounting to EUR 2,820,000 bearing interest rate of 3 or 6 months EURIBOR plus 1.25% p.a. margin maturing 0.99 year from the date of the first drawdown with an option to rollover for another 0.99 year.

During the year ended March 31, 2026, interest expense amounted to EUR 1,537,824 (2025: EUR 535,256) and interest accrued EUR 172,640 (2025: EUR 168,747).

Some HSBC Bank loans were secured against an Unconditional and Irrevocable Corporate Guarantee from Mahindra Holidays & Resorts India Limited (the "Guarantor"). In that respect, an annual commission of 0.53% on the Corporate Guarantee should be paid to the Guarantor until the loans are fully repaid. These loans were fully repaid during the year ended March 31, 2025. During the year ended March 31, 2026, no commission had been charged (2025: EUR 253,244).

Since Holiday Club Resorts Oy ("HCR"), the underlying subsidiary incorporated in the Republic of Finland, is also benefiting from the loans borrowed by the Company in terms of the pledge provided, HCR therefore pays a commission to the Company which is then partly remitted to the Guarantor. During the year under review, an amount of EUR 38,475 (2025: EUR 39,644) was charged as commission.

13. PROFESSIONAL FEES

	2026	2025
	EUR	EUR
Administration fees and disbursements	**39,249**	12,963
Directors' fees	**3,425**	3,606
Fees for tax filings	**–**	1,224
Secretarial fees	**1,423**	1,442
Professional fees	**2,283**	5,644
	46,380	24,879

14. OTHER PAYABLES AND ACCRUALS

	2026	2025
	EUR	EUR
Commission on corporate guarantee (Note 12(ii))	**–**	30,618
Audit fees	**7,975**	8,160
Administration fees	**6,000**	–
	13,975	38,778

15. STATED CAPITAL

	2026	2025
	EUR	EUR
Issued and paid:		
145,000 Ordinary shares of EUR1 each	**145,000**	145,000
531,355 Class B Ordinary shares of EUR1 each (Note 15 (i))	**531,355**	531,355
Share premium (Note 15 (i))	**24,718,645**	24,718,645
	23,395,000	25,395,000

(i) During the year ended March 31, 2024, the loan payable amounting to EUR 25,250,000 to Mahindra Holidays and Resorts India Limited, the sole shareholder, was converted into 531,355 Class B Ordinary shares of EUR 1 and at a premium of EUR 46.52 per share, aggregating to EUR 24,718,645

(ii) In accordance with the Company's Constitution, the main rights and obligations attached to the ordinary shares are as follows:
- confer to its holder the rights to attend and exercise one vote at meetings of members generally and class meetings of the ordinary shares;
- have a right to receive any dividend or distribution; and
- be entitled, on a winding up, to share in the assets of the Company available for distribution.

16. CASH FLOW INFORMATION

Net debt reconciliation

	2026	2025
	EUR	EUR
Net debt		
Borrowings:		
- Repayable within one year	**42,143,290**	333,296
- Repayable after one year	**43,000,000**	82,025,000
	85,143,290	82,358,296

	Borrowings due within 1 year	**Borrowings due after 1 year**	**Total**
	EUR	**EUR**	**EUR**
Net debt as at April 01, 2025	**333,296**	**82,025,000**	**82,358,296**
Cash flows:			
- Additional loan from HSBC Bank (Mauritius) Limited	**2,820,000**	**–**	**2,820,000**
- Repayment of loan from HSBC Bank (Mauritius) Limited	**–**	**(775,000)**	**(775,000)**
- Additional loan from DBS Bank Limited	**–**	**750,000**	**750,000**
- Interest paid	**(2,875,263)**	**–**	**(2,875,263)**
Non-cash movements:			
- Interest expenses	**2,865,257**	**–**	**2,865,257**
- Reclassification	**39,000,000**	**(39,000,000)**	–
Net debt as at March 31, 2026	**42,143,290**	**43,000,000**	**85,143,290**

	Borrowings due within 1 year	Borrowings due after 1 year	Total
	EUR	EUR	EUR
Net debt as at April 01, 2024	78,021,004	–	78,021,004
Cash flows:			
- Additional loan from HSBC Bank (Mauritius) Limited	100,000	43,775,000	43,875,000
- Repayment of loan from HSBC Bank (Mauritius) Limited	(47,917,503)	–	(47,917,503)
- Repayment of loan from Axis Bank Limited	(30,000,000)	–	(30,000,000)
- Loan from DBS Bank Limited	–	38,250,000	38,250,000
- Interest paid	(3,832,829)	–	(3,832,829)
Non-cash movements:			
- Amortisation of loan	161,354	–	161,354
- Interest expenses	3,801,270	–	3,801,270
Net debt as at March 31, 2025	333,296	82,025,000	82,358,296

17. RELATED PARTY TRANSACTIONS

During the year ended March 31, 2026, the Company had transactions with related parties. The nature, volume of transactions and balances with the related parties are as follows:

Name of companies	Nature of relationship	Nature of transactions	Volume of transactions	Debit/(credit) balances at March 31, 2026	Debit/(credit) balances at March 31, 2025
			EUR	**EUR**	EUR
Holiday Club Resorts Oy	Underlying Subsidiary	Corporate Guarantee Commission Income	**38,475**	**–**	–
Covington S.à.r.l. (Note 11)	Subsidiary	Loans and interest receivable	**2,595,535**	**76,024,473**	73,428,938
Mahindra Holidays and Resorts India Limited (Note 12(ii))	Holding Company	Commission on Corporate Guarantee	**30,618**	**–**	(30,618)

The terms and conditions of the loans and payable to holding company are as disclosed in notes 11 and 12 to the financial statements.

18. CONTINGENT LIABILITIES

As at March 31, 2026, the Company has provided a financial guarantee in favour of its underlying subsidiary, Holiday Club Resorts Oy, amounting to EUR 2,435,128 (2025: EUR 3,166,136). The directors do not consider it probable that the related party will fail to meet its obligations, and accordingly no provision has been recognised.

19. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared on the going concern basis which assumes that the Company will continue in operational existence for the foreseeable future. The validity of this assumption depends on the continued financial support of the shareholder. At March 31, 2026, the Company had accumulated losses of EUR 11,315,998 (2025: EUR 11,001,766) including a loss of EUR 314,232 (2025: EUR 1,123,184). The financial statements have been prepared on a going concern basis, the validity of which depends upon continued financial support made available by the holding company The directors are of the opinion that financial support from the shareholder will be forthcoming over the next twelve months. They therefore believe that it is appropriate for the financial statements to be prepared on the going concern basis.

20. HOLDING COMPANIES

The directors consider Mahindra Holidays and Resorts India Limited, a quoted company incorporated in the Republic of India, as the Company's immediate holding company and Mahindra and Mahindra Limited, a quoted company incorporated in the Republic of India, as the Company's ultimate holding company.

21. EVENTS AFTER REPORTING DATE

There have been no significant events after the reporting date which require disclosures or amendments to the financial statements.

REPORT OF THE APPROVED COMPANY AUDITOR

To the Board of Managers of Covington S.à.r.l.

Opinion

We have audited the annual accounts of Covington S.à.r.l. (the "Company"), which comprise the balance sheet as at March 31, 2026, and the profit and loss account for the year then ended, and notes to the annual accounts, including a summary of significant accounting policies.

In our opinion, the accompanying annual accounts give a true and fair view of the financial position of the Company as at March 31, 2026, and of the results of its operations for the year then ended in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts.

Basis for opinion

We conducted our audit in accordance with the Law of July 23, 2016 on the audit profession (the "Law of July 23, 2016") and with International Standards on Auditing ("ISAs") as adopted for Luxembourg by the Commission de Surveillance du Secteur Financier ("CSSF"). Our responsibilities under the Law of July 23, 2016 and ISAs as adopted for Luxembourg by the CSSF are further described in the « Responsibilities of "réviseur d'entreprises agréé" for the audit of the annual accounts » section of our report. We are also independent of the Company in accordance with the International Code of Ethics for Professional Accountants, including International Independence Standards, issued by the International Ethics Standards Board for Accountants ("IESBA Code") as adopted for Luxembourg by the CSSF together with the ethical requirements that are relevant to our audit of the annual accounts, and have fulfilled our other ethical responsibilities under those ethical requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of the Board of Managers for the annual accounts

The Board of Managers is responsible for the preparation and fair presentation of the annual accounts in accordance with Luxembourg legal and regulatory requirements relating to the preparation and presentation of the annual accounts, and for such internal control as the Board of Managers determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the Board of Managers is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Managers either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Responsibilities of the "approved company auditor" for the audit of the annual accounts

The objectives of our audit are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue a report of the "réviseur d'entreprises agréé" that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with the Law of July 23, 2016 and with ISAs as adopted for Luxembourg by the CSSF will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual accounts.

As part of an audit in accordance with the Law of July 23, 2016 and with ISAs as adopted for Luxembourg by the CSSF, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual accounts, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Managers.
- Conclude on the appropriateness of the Board of Managers' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report of the "approved company auditor" to the related disclosures in the annual accounts or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our report of the "approved company auditor". However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the annual accounts, including the disclosures, and whether the annual accounts represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Luxembourg, April 20, 2026

KPMG Audit S.à r.l.
Approved Audit Firm

S. Yeo

BALANCE SHEET AS AT MARCH 31, 2026

ASSETS	Notes	2026 EUR	2025 EUR
FIXED ASSETS			
Financial assets	**3**		
Shares in affiliated undertakings		**67,884,594.23**	67,884,594.23
		67,884,594.23	67,884,594.23
CURRENT ASSETS			
Debtors	**4**		
Amounts owed by affiliated undertakings			
becoming due and payable within one year		**21,888,228.12**	21,075,327.01
Other debtors			
becoming due and payable within one year		**1,203.75**	1,203.75
		21,889,431.87	21,076,530.76
Cash at bank and in hand		**65,594.88**	125,473.05
Prepayments		**14,061.96**	–
TOTAL ASSETS		**89,853,682.94**	89,086,598.04
LIABILITIES			
CAPITAL AND RESERVES	**5**		
Subscribed capital		**12,500.00**	12,500.00
Share premium and similar premiums		**23,165,000.00**	23,165,000.00
Reserves			
Legal reserve		**1,250.00**	1,250.00
Profit/(loss) brought forward		**(7,581,856.64)**	(5,210,150.55)
Profit/(loss) for the financial year		**(1,907,482.70)**	(2,371,706.09)
		13,689,410.66	15,596,893.36
CREDITORS	**6**		
Trade creditors			
becoming due and payable within one year		**134,976.67**	55,950.89
Amounts owed to affiliated undertakings			
becoming due and payable within one year		**76,024,473.41**	73,428,938.79
Tax and social security debts			
Tax debts		**4,822.20**	4,815.00
		76,161,343.77	73,489,704.68
TOTAL (CAPITAL, RESERVES, LIABILITIES)		**89,853,682.94**	89,086,598.04

The notes in the annex form an integral part of the annual accounts.

PROFIT AND LOSS ACCOUNT FOR THE PERIOD ENDED MARCH 31, 2026

	Notes	2026 EUR	2025 EUR
Raw materials and consumables and other external expenses	**7**	**(116,287.59)**	(104,053.86)
Other external expenses		**(116,287.59)**	(104,053.86)
Other operating expenses		**(3,725.00)**	(6,829.17)
Other interest receivable and similar income	**8**	**812,901.11**	855,371.31
Derived from affiliated undertakings		**812,901.11**	855,371.31
Interest payable and similar expenses	**9**	**(2,595,534.62)**	(3,111,379.37)
Concerning affiliated undertakings		**(2,595,534.62)**	(3,111,379.37)
Tax on profit / (loss)	**10**	**–**	–
Profit/(loss) after taxation		**(1,899,717.59)**	(2,366,891.09)
Other taxes not shown under items 1 to 16	**10**	**(4,836.60)**	(4,815.00)
Profit or loss for the financial year		**(1,907,482.70)**	(2,371,706.09)

The notes in the annex form an integral part of the annual accounts.

NOTES TO THE ANNUAL ACCOUNTS

Note 1 - General information

Covington S.à r.l., hereinafter the "Company", was incorporated on November 27, 2013 as a "limited liability company" for an unlimited period. The Company is organised under the laws of Luxembourg, in particular the law of August 10, 1915 on commercial companies, as amended.

The registered office of the Company is established at 3 Rue Gabriel Lippmann L-5365 Munsbach (prior to November 30, 2023, the registered office was established at 68-70 boulevard de la Pétrusse, 2320 Luxembourg City) and is registered at the Trade and Companies register in Luxembourg under the number B 182 265.

The financial year of the Company starts on April 1 and ends on March 31 of each year.

Based on the criteria defined by article 1711-7 of the Luxembourg law, the Company is exempt from the obligation to draw up consolidated accounts and a consolidation management report for the year ended March 31, 2026.

The Company is included in the consolidated accounts of Mahindra Holidays & Resorts India Limited, forming the smallest and largest body of undertakings of which the Company forms a part as direct subsidiary undertakings. The registered office of that company is located at Mahindra Towers, 1st Floor, "A" Wing, Dr. G M Bhosale Marg, Worli, Mumbai - 400 018, India and the consolidated financial statements are available at the registered adress.

The object of the Company is the acquisition of ownership interests, in Luxembourg or abroad, in any companies or enterprises in any form whatsoever and the administration, management, control and development of such participations. The Company may in particular acquire by way of subscription, purchase, exchange or in any other manner any stock, shares and/or other participation securities, bonds, debentures, certificates of deposit and/or other debt instruments and more generally any securities and/or financial instruments issued by any public or private entity whatsoever. It may participate in the creation, development, management and control of any company or enterprise. It may further make direct or indirect real estate investments and invest in the acquisition and management of a portfolio of patents or other intellectual property rights of any nature or origin whatsoever.

The Company may borrow in any form, except for borrowing from the public. It may issue notes, bonds, debentures and any other kind of debt and/or equity securities, including but not limited to preferred equity certificates and warrants, whether convertible or not in all cases. The Company may lend funds, including the proceeds of any borrowings and/or issues of debt securities, to its subsidiaries, affiliated companies or to any other company. It may also give guarantees and grant security interests in favour of third parties to secure its obligations or the obligations of its subsidiaries, affiliated companies or any other company. The Company may further mortgage, pledge, transfer, encumber or otherwise hypothecate all or some of its assets.

The Company may generally employ any techniques and utilize any instruments relating to its investments for the purpose of their efficient management, including techniques and instruments designed to protect the Company against creditors, currency fluctuations, interest rate fluctuations and other risks.

The Company may carry out any commercial, financial or industrial operations and any transactions with respect to real estate or movable property, which directly or indirectly, further or relate to its purpose.

Note 2 - Summary of significant accounting policies and valuation rules

Basis of preparation

These annual accounts have been prepared in accordance with Luxembourg legal and regulatory requirements under the historical cost convention. Accounting policies and valuation rules are, besides the ones laid down by the amended law of December 19, 2002, (the "Law"), determined and applied by the managers of the Company (the "Board of Managers") in conformity with the going concern basis.

The preparation of annual accounts requires the use of certain critical accounting estimates. It also requires the Board of Managers to exercise its judgement in the process of applying the accounting policies. Changes in assumptions may have a significant impact on the annual accounts in the period in which the assumptions changed. Board of Managers believes that the underlying assumptions are appropriate and that the annual accounts therefore present the financial position and results fairly.

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities in the next financial year. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Although the current liabilities of the Company exceed the current assets as of March 31, 2026, the Board of Managers has prepared these annual accounts on a going concern basis. The Company has positive equity and received positive indicators from its shareholder acting as creditor that they will not ask for repayment of the principal amount nor of the accrued but unpaid interests if this repayment would trigger an insolvency for the Company and its shareholder will provide a financial support if it is needed. The Board of Managers is not aware of anything that would prevent the Company from continuing as a going concern.

Significant accounting policies and valuation rules

The main accounting and valuation rules applied by the Company are the following:

Financial fixed assets

Shares in affiliated undertakings or participating interests are valued at acquisition cost including the expenses incidental thereto. Loans to these undertakings/ investment held as fixed assets and other loans are valued at nominal value.

In the case of durable depreciation in value according to the opinion of the Board of the Managers, value adjustments are made in respect of financial fixed assets, so that they are valued at the lower figure to be attributed to them at the balance sheet date. These value adjustments are not continued if the reasons for which they were made have ceased to apply.

Debtors

Debtors are valued at their nominal value. They are subject to value adjustments where their recovery is compromised. These value adjustments are not continued if the reasons for which they were made have ceased to apply.

Cash and Cash Equivalents

Cash and cash equivalents include all cash balances in bank and in hand.

Creditors

Creditors are stated at their reimbursement value.

Current tax liability

The tax liability estimated by the Company for the financial years for which the tax assessments have not yet been received are recorded under the caption "Tax authorities". The advance payments are shown in the assets of the balance sheet under the caption "Other Debtors", if applicable.

Foreign currency translation

The Company maintains its accounting records in Euro (EUR) and the balance sheet and the profit and loss accounts are expressed in this currency.

Transactions expressed in currencies other than EUR are translated into EUR at the exchange rate effective at the time of the transaction.

Formation expenses and long term non-monetary assets expressed in currencies other than EUR are translated into EUR at the exchange rate effective at the time of the transaction. At the balance sheet date, these assets remain converted using the exchange rate at the time of the transaction (the "historical exchange rate").

Cash at bank is translated at the exchange rate effective at the balance sheet date. Exchange losses and gains are recorded in the profit and loss account of the year.

In accordance with prudence principles found within generally accepted accounting principles in Luxembourg ("Lux Gaap"), other assets are translated separately, at the lower of the value converted using the historical exchange rate and the value converted using the exchange rate at the balance sheet date. Conversely, other liabilities are translated separately, at the higher of the value converted using the historical exchange rate and the exchange rate at the balance sheet date. Consequently, both realised and unrealised exchange losses are recorded in the profit and loss account while exchange gains are recorded in the profit and loss account when realised only.

Where there is an economic link between an asset and a liability, these are valued in total according to the method described above and the net unrealised losses are recorded in the profit and loss account while the net unrealised gains are not recognised.

Note 3 - Financial assets

a) The movements for the year are as follows:

	Shares in affiliated undertakings 2026	Total 2026	Total 2025
	EUR	EUR	EUR
Gross book value - opening balance	**67,884,594.23**	**67,884,594.23**	67,884,594.23
Additions for the year	**–**	**–**	–
Gross book value - closing balance	**67,884,594.23**	**67,884,594.23**	67,884,594.23
Net book value - closing balance	**67,884,594.23**	**67,884,594.23**	67,884,594.23
Net book value - opening balance	67,884,594.23	67,884,594.23	67,884,594.23

b) Undertakings in which the Company holds at least 20% interests in their share capital as at March 31, 2026 are as follows:

Undertaking's name	Registered office	Percentage of holding	Last balance sheet date	Net equity at the last balance sheet date (EUR)	Result for the last financial year (EUR)	Net book value 2026 EUR	Net book value 2025 EUR
Holiday Club Resorts Oy	Finland	95.96%	March 31, 2026	36,207,557.00	(6,788,003.56)	**67,884,594.23**	67,884,594.23
Total						**67,884,594.23**	67,884,594.23

The balance 4.04% shares are owned by Holiday Club Resorts Oy itself which constitutes as treasury shares and such shares are excluded from total shares of company for computing total shares. Hence the effective % holding of Covington S.à r.l. comes to 100%.

Based on the assessment performed the management of the Company believes that there are no indicators of durable value adjustment regarding shares in affiliated undertakings.

Note 4 - Debtors

This caption is detailed as follows:

	Within one year	2026 EUR	2025 EUR
Amounts owed to affiliated undertakings:			
Loans to Holiday Club Resorts OY - Principal opening balance (*)	19,151,337.45	**19,151,337.45**	19,151,337.45
Addition for the year	–	**–**	–
Loans to Holiday Club Resorts OY - Principal ending balance (*)	19,151,337.45	**19,151,337.45**	19,151,337.45
Loans to Holiday Club Resorts OY - Accrued interest opening balance	1,923,989.56	**1,923,989.56**	1,068,618.25
Addition for the year	812,901.11	**812,901.11**	855,371.31
Loans to Holiday Club Resorts OY - Accrued interest ending balance	2,736,890.67	**2,736,890.67**	1,923,989.56
Other debtors :			
Net Wealth tax - Advances	1,203.75	**1,203.75**	1,203.75
Total	21,889,431.87	**21,889,431.87**	21,076,530.76

(*) On September 1, 2017, the Company agreed to lend to Holiday Club Resorts Oy the sum of EUR 2,000,000.00 which bears interest at a nominal rate of 2.50% per annum. The tenure of the loan is one year, extendable with the consent of the Company. On August 20, 2018, EUR 1,318,662.55 has been repaid. On November 12, 2018, the remaining amount of EUR 681,337.45 together with the EUR 2,318,662.55 out of the remaining loan of EUR 2,470,000.00 from the second loan (below) has been converted into 200,000 new shares at the subscription price of EUR 15.00 per share for a total value of EUR 3,000,000.00.

On July 13, 2018, the Company entered into a second loan agreement with Holiday Club Resorts Oy for an amount up to EUR 3,000,000.00 with an interest rate of 5.41% (2018-2023: 2.50%). On July 23, 2018, the Company paid out an amount of EUR 2,470,000.00 to Holiday Club Resorts Oy. As stated above, on November 12, 2018, EUR 2,318,662.55 of the loan have been converted into equity. The initial maturity date of this loan was July 13, 2019 and has been extended for four additional years. On July 11, 2024 the loan agreement was renewed with a term of 1 year and extendable with the consent of the Lender, with an interest rate of 4.97%. On July 11, 2025 the loan agreement was renewed with a term of 1 year and extendable with the consent of the Lender, with an interest rate of 3.91%. On March 31, 2026 the outstanding amount of this loan is EUR 151,337.45 and the accrued interest amount to EUR 35,221.73.

On October 4, 2018, the Company entered into a third loan agreement of EUR 3,000,000.00 with Holiday Club Resorts Oy with an interest rate of 5.41% (2018-2023: 2.50%) per annum. The initial maturity date of this loan was October 3, 2019 and has been extended until October 03, 2024. On October 03, 2024 the loan agreement was renewed with a term of 1 year and extendable with the consent of the Lender, with an interest rate of 4.97%. On October 03, 2025 the loan agreement was renewed with a term of 1 year and extendable with the consent of the Lender, with an interest rate of 3.91%. On March 31, 2026, the accrued interest amount to EUR 650,159.48.

On March 1, 2022, the Company entered in a fourth loan agreement up to EUR 6,000,000.00 with Holiday Club Resorts Oy with an interest rate of 2.5% per annum. On March 7, 2022, the Company transferred additional EUR 4,000,000.00 to Holiday Club Resorts Oy. The initial maturity date of this loan was set to March 1, 2024 and extended to February 28, 2025 on April 27, 2022. On February 28, 2025, the loan agreement was renewed with a term of 1 year and extendable with the consent of the Lender, with an interest rate of 3.89%.On February 28, 2026, the loan agreement was renewed with a term of 1 year and extendable with the consent of the Lender, with an interest rate of 3.91%. On March 31, 2026, the accrued interest amount to EUR 467,239.46.

On December 1, 2022, the Company entered into a loan agreement of EUR 2,000,000.00 with Holiday Club Resorts with an interest rate of 3.86% per annum. The maturity date of this loan is on February 28, 2025. On February 28, 2025, the loan agreement was renewed with a term of 1 year and extendable with the consent of the Lender, with an interest rate of 3.89%. On February 28, 2026, the loan agreement was renewed with a term of 1 year and extendable with the consent of the Lender, with an interest rate of 3.91%. On March 31, 2026, the accrued interest amount to EUR 257,877.26.

On December 29, 2022, the Company entered into a loan agreement of EUR 4,000,000.00 with Holiday Club Resorts with an interest rate of 4.36% per annum. The maturity date of this loan is on December 20, 2025. On December 27, 2025, the loan agreement was renewed with a term of 1 year and extendable with the consent of the Lender, with an interest rate of 3.91%. On March 31, 2026, the accrued interest amount to EUR 557,266.85.

On October 05, 2023, the Company entered into a loan agreement of EUR 6,000,000.00 with Holiday Club Resorts Oy. First tranch was paid on October 11, 2023, amounting to EUR 4,000,000.00 with an interest rate of 6.16% per annum. The maturity date of this loan is on October 11, 2024. On October 11, 2024, the loan agreement was renewed with a term of 1 year and extendable with the consent of the Lender, with an interest rate of 4.97%. On October 11, 2025, the loan agreement was renewed with a term of 1 year and extendable with the consent of the Lender, with an interest rate of 3.91%. On March 31, 2026, the accrued interest amount to EUR 519,136.63.

On November 08, 2023, the second tranch of the loan agreement was paid amounting to EUR 2,000,000.00 with Holiday Club Resorts Oy with an interest rate of 5.98% per annum. The maturity date of this loan is on November 08, 2024. On October 11, 2024, the loan agreement was renewed with a term of 1 year and extendable with the consent of the Lender, with an interest rate of 4.97%. On November 08, 2025, the loan agreement was renewed with a term of 1 year and extendable with the consent of the Lender, with an interest rate of 3.91%. On March 31, 2026, the accrued interest amount to EUR 249,989.26.

Note 5 - Capital and reserves

Subscribed capital and share premium (and similar premiums)

The share capital of the Company amounts to EUR 12,500.00 and is divided into 12,500 shares fully paid up to EUR 12,500.00 without nominal value.

The movements on the “Subscribed capital “ caption during the year are as follows:

	Total number of Shares
Opening balance	**12,500**
Subscriptions for the year	**–**
Closing balance	**12,500**

Share premium account

The movements on the “Share premium account” caption during the year are as follows:

	2026	2025
	EUR	EUR
Opening balance	**23,165,000.00**	23,165,000.00
Additions for the year	**–**	–
Closing balance	**23,165,000.00**	23,165,000.00

Legal reserve

Luxembourg companies are required to allocate to a legal reserve a minimum of 5.00% of its annual net profit until this reserve equals 10.00% of the subscribed share capital. This reserve may not be distributed.

Movements for the year on the reserves and profit/loss captions

	Legal reserve	Other reserves	Profit or loss brought forward	Profit or loss for the financial year
	EUR	EUR	EUR	EUR
As at the beginning of the year April 1, 2025	1,250.00	–	(5,210,150.55)	(2,371,706.09)
Allocation of the prior year's result:				
Allocation to the result brought forward	–	–	(2,371,706.09)	2,371,706.09
Profit or loss for the year	–	–	–	(1,907,482.70)
As at the end of the year March 31, 2026	**1,250.00**	**–**	**(7,581,856.64)**	**(1,907,482.70)**

Note 6 - Creditors

Creditors as at March 31, 2026 are composed of the following:

	Within one year	2026 EUR	2025 EUR
Trade creditors	134,976.67	**134,976.67**	55,950.89
Amounts owed to affiliated undertakings:			
Loans from MHR Holdings (Mauritius) Ltd. - Principal opening balance(*)	64,120,000.00	**64,120,000.00**	64,120,000.00
Addition for the year	–	**–**	–
Loans from MHR Holdings (Mauritius) Ltd. - Principal ending balance (*)	64,120,000.00	**64,120,000.00**	64,120,000.00
Loans from MHR Holdings (Mauritius) Ltd. - Accrued interest opening balance	9,308,938.79	**9,308,938.79**	6,197,559.42
Addition for the year	2,595,534.62	**2,595,534.62**	3,111,379.37
Payment for the year	–	**–**	–
Loans from MHR Holdings (Mauritius) Ltd. - Accrued interest ending balance	11,904,473.41	**11,904,473.41**	9,308,938.79
	76,024,473.41	**76,024,473.41**	73,428,938.79
Tax debts :			
Net wealth tax - estimated tax 2025	–	**–**	4,815.00
Net Wealth Tax Payable 2025	7.20	**7.20**	–
Net wealth tax - estimated tax 2026	4,815.00	**4,815.00**	–
	4,822.20	**4,822.20**	4,815.00
Total	76,164,272.28	**76,164,272.28**	73,489,704.68

(*) The loans owed to affiliated undertakings are as follows:

	Interest rate	Maturity	2026 EUR	2025 EUR
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	July 29, 2026	**3,500,000.00**	3,500,000.00
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	August 21, 2026	**16,700,000.00**	16,700,000.00
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	September 20, 2026	**1,750,000.00**	1,750,000.00
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	December 25, 2026	**6,000,000.00**	6,000,000.00
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	April 2, 2026	**1,100,000.00**	1,100,000.00
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	August 31, 2026	**2,570,000.00**	2,570,000.00
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	October 1, 2026	**3,000,000.00**	3,000,000.00
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	November 3, 2026	**6,500,000.00**	6,500,000.00
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	March 21, 2027	**2,500,000.00**	2,500,000.00
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	August 24, 2026	**3,500,000.00**	3,500,000.00
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	March 7, 2027	**5,000,000.00**	5,000,000.00
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	December 20, 2026	**4,000,000.00**	4,000,000.00
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	November 17, 2026	**2,000,000.00**	2,000,000.00
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	October 10, 2026	**4,000,000.00**	4,000,000.00
Interest bearing loan owed to MHR Holdings (Mauritius) Ltd.	3.61%	November 7, 2026	**2,000,000.00**	2,000,000.00
Total			**64,120,000.00**	64,120,000.00

EUR 3,500,000.00 loan which bears interest at a nominal rate of 3.61% (2025: 4.67%) per annum has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on July 29, 2026. The accrued interest as at March 31, 2026 amount to EUR 705,971.45.

EUR 16,700,000.00 loan which bears interest at a nominal rate of 3.61% (2025: 4.67%) per annum has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on August 21, 2026. The accrued interest as at March 31, 2026 amount to EUR 3,028,391.24.

EUR 1,750,000.00 which bears interest at a nominal rate of 3.61% (2025:4.67%) per annum has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on September 20, 2026. The accrued interest as at March 31, 2026 amount to EUR 420,172.83.

EUR 6,000,000.00 loan which bears interest at a nominal rate of 3.61% (2025:4.67%) per annum has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on December 25, 2026. The accrued interest as at March 31, 2026 amount to EUR 1,488,609.59.

EUR 1,100,000.00 loan which bears interest at a nominal rate of 3.61% (2025:4.67%) per annum has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on April 2, 2026 and the accrued interest as at March 31, 2026 amount to EUR 264,701.54.

EUR 2,570,000.00 loan which bears interest at a nominal rate of 3.61% per annum (2025 : 4.67%) has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on August 31, 2026. The accrued interest as at March 31, 2026 amount to EUR 584,439.69.

EUR 3,000,000.00 loan which bears interest at a nominal rate of 3.61% (2025: 4.67%) per annum has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on October 1, 2026. The accrued interest as at March 31, 2026 amount to EUR 701,326.09.

EUR 6,500,000.00 loan which bears interest at a nominal rate of 3.61% (2025:4.67%) per annum has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on November 3, 2026. The accrued interest as at March 31, 2026 amount to EUR 1,388,341.78.

EUR 2,500,000.00 loan which bears interest at a nominal rate of 3.61% (2025: 3.59%) per annum has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on March 21, 2027. The accrued interest as at March 31, 2026 amount to EUR 502,663.29.

Note 6 - Creditors (Contd.)

EUR 3,500,000.00 loan which bears interest at a nominal rate of 3.61% (2025: 4.67%) per annum has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on August 24, 2026. The accrued interest as at March 31, 2026 amount to EUR 649,221.31.

EUR 5,000,000.00 loan which bears interest at a nominal rate of 3.61% (2025: 3.59%) per annum has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on March 7, 2027. The accrued interest as at March 31, 2026 amount to EUR 665,428.65.

EUR 2,000,000.00 loan which bears interest at a nominal rate of 3.61% (2025: 4.67%) per annum has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on November 17, 2026. The accured interest as at March 31, 2026 amount to EUR 259,831.23.

EUR 4,000,000.00 loan which bears interest at a nominal rate of 3.61% (2025:4.06%) per annum has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on December 20, 2026. The accured interest as at March 31, 2026 amount to EUR 520,483.29.

EUR 4,000,000.00 loan which bears interest at a nominal rate of 3.61% (2025: 4.67%) per annum has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on October 10, 2026. The accured interest as at March 31, 2026 amount to EUR 489,334.41.

EUR 2,000,000.00 loan which bears interest at a nominal rate of 3.61% (2025: 4.67%) per annum has been made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l.. The maturity date of the loan is on November 07, 2026. The accured interest as at March 31, 2026 amount to EUR 235,557.04.

MHR Holdings (Mauritius) Ltd. considers to extend the repayment date of the loans for a period as mutually agreed upon. The necessary agreement for renewal of the loans will be executed on or before the due dates of the loans.

Note 7 - Other external charges

This caption is detailed as follows:

	2026	2025
	EUR	EUR
Professional fees	**70,238.27**	60,824.28
Audit fees	**33,134.40**	31,049.40
Bank fees	**12,914.92**	11,830.18
Luxembourg Chamber of Commerce contribution	**–**	350.00
	116,287.59	104,053.86

Note 8 - Other interest and similar financial income

This caption is detailed as follows:

	2026	2025
	EUR	EUR
Concerning affiliated undertakings:		
Interest receivable from HCRO (See Note 4)	**812,901.11**	855,371.31
	812,901.11	855,371.31

Note 9 - Interest payable and similar charges

This caption is detailed as follows:

	2026	2025
	EUR	EUR
Concerning affiliated undertakings:		
Interest charge on loan amounts owed to MHR Holdings (Mauritius) Ltd. (See Note 6)	**2,595,534.62**	3,111,379.37
	2,595,534.62	3,111,379.37

Note 10 - Taxation

The Company is subject to the general tax regulations applicable to commercial companies in Luxembourg. The group falls within the scope of the Pillar Two Model Rules. The Luxembourg Pillar Two law of December 22, 2023 has transposed the EU Minimum Taxation Directive to ensure a global minimum level of taxation for multinational groups and large-scale domestic groups in the EU. Article 53(2) of the Luxembourg Pillar Two law provides that a group in scope of Pillar Two shall take into account all the deferred tax assets and deferred tax liabilities reflected or disclosed in the financial accounts of all the constituent entities in a jurisdiction for the transition year.

As at March 31, 2026, the Company has estimated tax losses of EUR 11,469,448.72 carried forward that are available for offsetting against any future taxable profits of the Company which corresponds to a deferred tax asset of EUR 2,737,757.41 at a tax rate of 23.87% (corporate income tax and municipal business tax in Luxembourg city in FY 25). This amount is the sum of tax losses carried forward as per the last filed corporate income tax return for the year ended March 31,2024 (i.e. EUR 7,210,465.70) and the estimated amount of tax losses carried forward for the year ended March 31,2025 and March 31,2026 which have not been declared yet.

For tax losses incurred from January 1, 2017, their carry forward is limited to 17 years with older tax losses being deducted first. However, tax losses incurred before December 31, 2016, may still be carried forward without any time limitation.

Pillar 2 legislation has been enacted or substantively enacted in certain jurisdictions in which the Group operates (including Luxembourg). The Pillar 2 legislation should not have a material impact on the Company and management is not currently aware of any circumstances under which this might change.

Note 11 - Staff

The company did not employ any staff during the financial year ended March 31, 2026 (2025: Nil).

Note 12 - Emoluments granted to the members of the management and supervisory bodies and commitments in respect of retirement pensions for former members of those bodies

The Company did not grant any emoluments and has no commitments in respect of retirement pensions to members of its management during the financial year ended March 31, 2026 (2025: EUR Nil).

During the financial year, the Company incurred directors' fees for an amount of EUR 3,725 (2025: EUR 6,829.17).

Note 13 - Advances and loans granted to the members of the management and supervisory bodies

The Company did not grant any advances or loans to members of its management during the financial period ended March 31, 2026 (2025: Nil).

Note 14 - Off balance sheet commitments and contingencies

The Company does not have any off balance sheet commitments or contingencies at the end of the financial year.

Note 15 - Subsequent events

Effective April 2, 2026, the EUR 1,100,000.00 loan made between MHR Holdings (Mauritius) Ltd. and Covington S.à r.l., bearing interest at a nominal rate of 3.61% per annum (2025: 4.67%) was extended with new rate and maturity date.

Management has also considered the potential impact of ongoing geopolitical developments in the Middle East. While these events have contributed to heightened global economic and market uncertainty, management's assessment, based on information available as of the date of approval of these financial statements, indicates that there are no specific subsequent events requiring adjustment or additional disclosure.

No other matters or circumstances of importance other than those already described in the present notes to the accounts have arisen since the end of the financial year which could have significantly affected or might significantly affect the operations of the Company, the results of those operations or the affairs of the Company.

Vimal Agarwal
Class A Manager
April 20, 2026

Inna Hörner
Class B Manager
April 20, 2026

INDEPENDENT AUDITOR'S REPORT

To The Members of Guestline Hospitality Management and Development Services Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of Guestline Hospitality Management and Development Services Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, and its profit, total comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Other Information

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report (including annexures thereto), Business Responsibility Statement (collectively referred to as "other information"), but does not include the financial statements and our auditor's report thereon.
- Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's and Board of Directors' Responsibility for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report, to the extent applicable that:

   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.

   d) In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

   e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure 1"**. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(1) of the Act, as amended.

      The clause is not applicable to the company as there was no remuneration paid to its directors by the company.

   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

   i. The Company does not have any pending litigations which would impact its financial position.

   ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

   iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

   iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

   (b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

   (c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

   v. The Company has not declared/paid any dividend during the year.

   vi. Based on our examination which included test checks, the Company has used the accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with.

2. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in **"Annexure 2"** a statement on the matters specified in paragraphs 3 and 4 of the Order.

For **M.B. KARADKAR & Co.**
Chartered Accountants
Firm's registration number: 111797W

M.B.KARADKAR
Proprietor
Membership number: 043643
UDIN: 26043643KKOWOY5561

Place: Mumbai
Date: April 15, 2026

Annexure 1 to our report of even date on the financial statements of Guestline Hospitality Management and Development Services Limited for the year ended March 31, 2026

Report on the Internal Financial Controls under Clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 ("the Act")

In conjunction with our audit of the financial statements of the Guestline Hospitality Management and Development Services Limited as of March 31, 2026 and for the period from April 1, 2025 to March 31, 2026 we have audited the internal financial controls over financial reporting of Guestline Hospitality Management and Development Services Limited (hereinafter referred to as '' the Company''), as of that date.

Management's Responsibility for Internal Financial Controls

The company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (''ICAI''). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that operate effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and timely preparation of reliable financial information, as required under the Companies Act, 2013 (''the Act'').

Auditor's Responsibility

Our responsibility is to express an opinion on internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the ''Guidance Note'') and the standards on Auditing, issued by the Institute of Chartered Accountants of India (''ICAI'') and deemed to be prescribed under section 143 (10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of internal financial controls and, both issued by ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls systems over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risk of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls systems over financial reporting and the financial statements.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;

(2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

(3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of conclusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedure may deteriorate.

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Reporting issued by ICAI.

For **M.B. KARADKAR & Co.**
Chartered Accountants
Firm's registration number: 111797W

M.B.KARADKAR
Proprietor
Membership number: 043643
UDIN: 26043643KKOWOY5561

Place: Mumbai
Date: April 15, 2026

Annexure 2 to the Auditor's Report referred to in our report of even date for year ended March 31, 2026

1. The company does not own any immovable property and other property, plant and equipment. Therefore the provisions of clause 3 (i) of the order are not applicable.

   Further, there are no proceedings pending/initiated under the Benami Transactions (Prohibition Act, 1988 against the Company.

2. The Company does not hold any inventory. Therefore, the provisions of Clause3(ii) of the order are not applicable to the Company.

3. During the year, the Company has not granted any loans to parties covered in the register maintained under section 189 of Companies Act, 2013. Therefore clause 3(iii) (a) to (f) of the Order are not applicable to the company.

4. In our opinion and according to information and explanations give to us the Company has not granted any loans or made any investments, or provided any guarantees or securities to the parties covered under Section 185 & 186 of the Companies Act, 2013. Therefore the provisions of Clause 3(iv) of the said Order are not applicable to the company.

5. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public. Consequently, no order has been passed by the Company Law Board or National Company Law Commission or Reserve Bank of India or any court or any other tribunal on the Company. Therefore clause 3(v) of the Order is not applicable to the company.

6. In our opinion and according to the information and explanation given to us, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act for any of services rendered by the Company.

7. (a) According to the records of the Company and information and explanations given to us, the Company is generally regular in depositing undisputed statutory dues including provident fund, employees state insurance. Income tax, sales tax, service tax, cess and other statutory dues applicable to the company. There are no amounts payable in respect of these dues in arrears as at March 31, 2026 or a period of more than six months from the date they became payable. The provisions relating to customs duty, duty of excise, value added tax, are not applicable to the company.

   (b) According to the information and explanation given to us and records of Company examined by us, there are no dues of income tax or sales tax, Goods & Service Tax, wealth tax, service tax, duty of customs, duty of excise value added tax and cess which have not been deposited on account of any dispute.;

8. Based on our examination of the books of account and the information and explanations given to us, there are no transactions not recorded in the books of account but disclosed as income in the income tax proceedings/ assessments.

9. The company has neither borrowed from Banks/Financial Institutions nor issued debentures and therefore the provisions of clause 3(ix) of the Companies (Auditor's Report) Order are not applicable to the company.

10. On the basis of examination of relevant records and according to the information and explanations given to us, the company has neither raised moneys by way of initial public offer or further public offer (including debt instruments) and term loans during the year nor made any preferential allotment or private placement of shares or debentures during the year and accordingly, Para 3(x) of the Order is not applicable to the Company.

11. During the course of our examination of the books and records of the Company carried out in accordance with the generally accepted auditing principles in India, we have neither come across any instances of frauds by or on the company by its officers or employees, noticed or reported during the year, nor have we been informed of any such cases by the management. No such report in Form No. ADT-4 has been filed by us. No whistle-blower complaint has been received by the Company during the year.

12. The Company is not a ''Nidhi Company'' therefore clause 3(xii) of the Order is not applicable to the Company.

13. Provisions of the Companies Act, 2013 relating to carrying out of internal audit are not applicable to the Company.

14. There is a no cash loss incurred by the Company during the current financial year and also in the preceding financial year.

15. On the basis of examination of relevant records and according to the information and explanations given to us, the Company has complied with the provisions of section 177 and 188 of Companies Act, 2013 requiring disclosure of details of such transactions, where applicable in the Financial Statements as required by the Accounting standards.

16. There has been no resignation by the statutory auditors during the year and hence the clause (xviii) of the Order is not applicable to the Company.

17. On the basis of examination of relevant records and according to the information and explanations given to us, in our opinion, the Company has not entered into any non-cash transactions with directors or person connected with them.

18. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

19. The company is not required to obtain registration required under section 45-IA of the Reserve Bank of India.

20. The provisions related to Corporate Social Responsibility (CSR) are not applicable to the Company.

21. There have been no qualifications or adverse remarks by the respective auditors in the Companies (Auditor's Report) Order (CARO) reports of the companies included in the consolidated financial statements

For **M.B. KARADKAR & Co.**
Chartered Accountants
Firm's registration number: 111797W

M.B.KARADKAR
Proprietor
Membership number: 043643
UDIN: 26043643KKOWOY5561

Place: Mumbai
Date: April 15, 2026

BALANCE SHEET AS AT MARCH 31, 2026

₹ in Lakhs

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-Current Assets			
Financial Assets			
Other financial assets	**4**	**0.20**	0.20
Other Non-Current Tax assets	**5**	**2.75**	3.89
Total Non-Current Assets		**2.95**	4.09
Current Assets			
Financial Assets			
Cash and Cash Equivalents	**6**	**143.25**	3.59
Other Bank Balances	**7**	**420.00**	535.89
Other Current Assets	**8**	**42.39**	39.56
Total Current Assets		**605.64**	579.04
TOTAL ASSETS		**608.59**	583.13
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	**9**	**2.54**	2.54
Other Equity	**10**	**580.48**	554.92
Total Equity		**583.02**	557.46
Current Liabilities			
Financial Liabilities			
Other Financial Liabilities	**10**	**25.53**	25.67
Other Current Liabilities	**11**	**0.04**	–
Total Current Liabilities		**25.57**	25.67
TOTAL EQUITY AND LIABILITIES		**608.59**	583.13

See accompanying notes to financial statements

In terms of our report attached

M. B. Karadkar & Co.
Chartered Accountants
Firm Registration No.: 111797W

For and on behalf of the Board

M. B. Karadkar
Proprietor
M.No. 043643

Place : Mumbai
Date : April 15, 2026

Vimal Agarwal
Director
DIN: 07296320

Place : Mumbai
Date : April 15, 2026

Hoshedar Havewala
Director
DIN: 11332054

Place : Mumbai
Date : April 15, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars	Note no.	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Other Income	**11**	**35.69**	35.57
Total Income		**35.69**	35.57
Expenses:			
Other expenses	**12**	**1.54**	3.35
Total Expenses		**1.54**	3.35
Profit / (Loss) before tax		**34.15**	32.22
Tax Expense:			
(1) Current Tax	**13**	**8.59**	8.11
		8.59	8.11
Profit / (Loss) for the year		**25.56**	24.11
Earnings Per Equity Share (Nominal value per share ₹ 10/-)			
(a) Basic (In ₹)	**14**	**100.59**	94.90
(b) Diluted (In ₹)	**14**	**100.59**	94.90

See accompanying notes to financial statements

In terms of our report attached

M. B. Karadkar & Co.
Chartered Accountants
Firm Registration No.: 111797W

M. B. Karadkar
Proprietor
M.No. 043643

Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board

Vimal Agarwal
Director
DIN: 07296320

Place : Mumbai
Date : April 15, 2026

Hoshedar Havewala
Director
DIN: 11332054

Place : Mumbai
Date : April 15, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
A. Cash flows from operating activities		
Profit before tax for the year	**34.15**	32.22
Adjustments for :		
Interest on Fixed Deposits & Other Deposits	**(35.69)**	(35.53)
	(1.54)	(3.31)
Movements in working capital/ other changes :		
(Increase) / decrease in other assets	**(0.35)**	–
Increase / (decrease) in other liabilities	**(0.10)**	0.04
Cash generated from operations	**(1.99)**	(3.27)
Income Tax paid	**(7.45)**	(8.09)
Net cash (used in) / generated by operating activities (A)	**(9.44)**	(11.36)
B. Cash flow from investing activities		
Interest on Fixed Deposits	**34.10**	28.59
Proceeds from maturity / (Placement) of fixed deposits	**115.00**	(15.50)
Net cash used in investing activities(B)	**149.10**	13.09
C. Cash flow from financing activities		
Interest paid	**–**	–
Net cash (used in) / generated by financing activities (C)	**–**	–
Net Increase/(Decrease) in cash and cash equivalents (A)+(B)+(C)	**139.66**	1.73
Cash and cash equivalents at the beginning of the year	**3.59**	1.86
Cash and Cash equivalents at the end of the year	**143.25**	3.59

In terms of our report attached

M. B. Karadkar & Co.
Chartered Accountants
Firm Registration No.: 111797W

For and on behalf of the Board

M. B. Karadkar
Proprietor
M.No. 043643

Place : Mumbai
Date : April 15, 2026

Vimal Agarwal
Director
DIN: 07296320

Place : Mumbai
Date : April 15, 2026

Hoshedar Havewala
Director
DIN: 11332054

Place : Mumbai
Date : April 15, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

₹ In Lakhs

	Share Capital		Retained earnings	Total
Particulars	**No of Shares**	**Amount**	**Amount**	**Amount**
Balance as at April 1, 2024	25,410	**2.54**	530.81	**533.35**
Changes in equity share capital during the year	–	–	–	–
Profit for the year	–	–	24.11	24.11
Balance as at March 31, 2025	25,410	2.54	554.92	557.46
Changes in equity share capital during the year	**–**	**–**	**–**	**–**
Profit for the year	–	–	25.56	25.56
Balance as at March 31, 2026	**25,410**	**2.54**	**580.48**	**583.02**

The accompanying notes are an integral part of the financial statements

In terms of our report attached

M. B. Karadkar & Co.
Chartered Accountants
Firm Registration No.: 111797W

M. B. Karadkar
Proprietor
M.No. 043643

Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board

Vimal Agarwal
Director
DIN: 07296320

Place : Mumbai
Date : April 15, 2026

Hoshedar Havewala
Director
DIN: 11332054

Place : Mumbai
Date : April 15, 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note 1: Corporate information

The Company was incorporated on April 6, 1994 (CIN: U55101KA1994PLC015472). The company is domiciled in India with its registered office address being 99/100 Ground floor, Prestige Towers, Residency Road, Bangalore - 560025, Richmond Town, Bangalore, Bangalore North, Karnataka, India, 560025 and at present do not have any business activity. The company will in future enter into business venture permitted by the Object Clause of the MOA after taking into consideration all the materials required.

Note 2: Material accounting policies

i) Statement of compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

ii) Basis of preparation and presentation

The financial statements of the Company have been prepared on the historical cost basis except for certain financial instruments that are measured at fair value at the end of each reporting period, as explained in the accounting policies below.

iii) Cash flow statement

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

iv) Revenue recognition

Other income

Interest income from other financial assets is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

v) Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The company's current tax is calculated using tax rates that have been enacted by the end of the reporting period.

vi) Financial instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in statement of profit and loss.

vii) Earnings per share

Basic / Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the period.

Note 3: Recent pronouncements:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:
- Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 - The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

- Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note 4: Other Non-Current Financial Assets

₹ In Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Security Deposits	**0.20**	0.20
Total	**0.20**	0.20

Note 5: Other Non-Current Tax Assets

₹ In Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Other Non Current Tax Assets (Net of provisions up to the reporting date)	**2.75**	3.89
Total	**2.75**	3.89

Note 6: Cash and Cash Equivalents

₹ In Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with Banks:		
- In current accounts	**143.25**	3.59
Total	**143.25**	3.59

Note 7: Other Bank Balances

₹ In Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with Banks:		
- deposits with original maturity of less than 12 months	**420.00**	535.89
Total	**420.00**	535.89

Note 8: Other Current Assets

₹ In Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Interest accrued	**42.04**	39.56
Advance to Suppliers	**0.35**	–
With Government authorities (excluding income taxes)	**–**	–
Total	**42.39**	39.56

Note 9: Equity Share Capital

(a) Authorised Share Capital

₹ In Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
2,50,000 Equity Shares of ₹ 10/- each	**25.00**	25.00
2,50,000 Preference shares of ₹ 10/- each	**25.00**	25.00
	50.00	50.00

(b) Issued, Subscribed and Paid up capital

₹ In Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
25,410 Equity Shares of ₹ 10/- each fully paid up	**2.54**	2.54
Total	**2.54**	2.54

(c) Details of shareholders holding more than 5% shares in the company

	No of shares held			
	As at March 31, 2026		As at March 31, 2025	
Name of the share holders	No. of Shares	% Holding	No. of Shares	% Holding
Equity shares of ₹ 10/- each fully paid				
Mahindra Holidays & Resorts India Limited	**25,274**	**99.46%**	25,274	99.46%

d) Shares in the Company held by Promoters

	No of shares held as at			
	As at March 31, 2026		As at March 31, 2025	
Promoter Name	No. of Shares	% Holding	No. of Shares	% Holding
Mahindra Holidays & Resorts India Limited	**25,274**	**99.46%**	25,274	99.46%
Change (%)		0%		

Note 10: Other Equity

₹ In Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Retained Earnings		
Balance at the beginning of the year	**554.92**	530.80
Profit for the year	**25.56**	24.12
Balance at the end of the year	**580.48**	554.92

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note 11: Other Financial Liabilities Current

₹ In Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Other payables	**25.53**	25.67
Total	**25.53**	25.67

Note 12: Other Current Liabilities

₹ In Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Taxes (excluding income taxes) and other statutory dues	**0.04**	–
Total	**0.04**	–

Note 13: Other Income

₹ In Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Interest income earned		
- On Fixed Deposits	**35.59**	35.53
- On Other Deposits	**0.10**	0.04
Total	**35.69**	35.57

Note 14: Other expenses

₹ In Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Bank charges	**0.01**	0.01
Legal and other professional costs	**1.12**	2.86
Auditors remuneration and out-of-pocket expenses		
For Statutory Audit	**0.40**	0.47
Commission charges	**0.01**	–
Miscellaneous expenses	**–**	–
Total	**1.54**	3.34

Note 15: Current Tax

₹ In Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Current tax	**8.59**	8.11
Total income tax expense	**8.59**	8.11

Note 16: Earnings per share

₹ In Lakhs

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
A) Basic Earnings per share		
Profit for the year (A)	**25.56**	24.11
Weighted average no of shares outstanding (Absolute numbers) (B)	**25,410**	25,410
Total basic earnings per share (A/B)	**100.59**	94.90
B) Diluted Earnings per share		
Profit for the year (A)	**25.56**	24.11
Weighted average no of shares outstanding (Absolute numbers) (B)	**25,410**	25,410
Total diluted earnings per share (A/B)	**100.59**	94.90

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note 17: Related Party Disclosures

(a) Names of Related Parties and nature of relationship :

Related Party	Relationship
Mahindra Holidays & Resort India Ltd	Holding company

(b) The following are the details of the transactions and balances as per Ind AS 24 read with ICDR Regulations during the year ended

Particulars	Transaction with	For the year ended March 31, 2026	For the year ended March 31, 2025
Transactions during the year:			
	No Transactions	–	–

Note 18: Ratios

Ratio	Formula	For the year ended March 31, 2026	For the year ended March 31, 2025	% Variance
Current ratio	Current assets / Current liabilities	**23.69**	22.57	4.94%
Return on Capital employed	Net operating profit / Capital employed	**0.04%**	0.04%	9.60%
Return on investment	Net profit / Networth (excluding Revaluation reserve)	**10.06%**	9.49%	6.04%

Note 19:

The figures for the previous year have been regrouped/ reclassified to correspond with current year's classification/ disclosure, wherever necessary. The Financial Statements have been approved for issue by Company's Board of Directors on April 15, 2026.

In terms of our report attached

M. B. Karadkar & Co.
Chartered Accountants
Firm Registration No.: 111797W

M. B. Karadkar
Proprietor
M.No. 043643

Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board

Vimal Agarwal
Director
DIN: 07296320

Place : Mumbai
Date : April 15, 2026

Hoshedar Havewala
Director
DIN: 11332054

Place : Mumbai
Date : April 15, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of **MAHINDRA HOLIDAYS & RESORTS HARIHARESHWAR LIMITED**

Report on the Financial Statements.

Opinion

We have audited the accompanying financial statements of **MAHINDRA HOLIDAYS & RESORTS HARIHARESHWAR LIMITED** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss, the statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss for the year ended on that date, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the standards on auditing specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with ethical requirements that are relevant to our audit of the financial statements under the Provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the Financial Statements.

Management's Responsibility for the Financial Statements

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2017.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The board of directors are also responsible for overseeing the company's financial reporting process.

Auditor's Responsibility for the audit of the financial statements:

Our responsibility is to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As a part of an audit in accordance with SAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis of our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial control system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have compiled with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("CARO 2020"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure A, a statement on the matter specified in paragraph 3(xxi) of CARO 2020.
2. As required by Section 143(3) of the Act, based on our audit we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c) The Balance Sheet, the Statement of Profit and Loss, the Statement of Changes in Equity, and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
   d) In our opinion, the aforesaid financial statements comply with the Indian Accounting Standards prescribed under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;
   e) On the basis of the written representations received from the directors of the Company as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
   g) The Company has not paid/provided for managerial remuneration for the year ended March 31, 2026.
   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      1. The Company does not have any pending litigations which would impact its financial positions.
      2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      3. There were no amounts required to be transferred, to the Investor Education and Protection Fund by the Company.
4. The management has represented that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
5. The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and,
6. Based on audit procedures which we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) contain any material mis-statement.
7. The company has not declared or paid any dividend during the year in contravention of the provisions of section 123 of the Companies Act, 2013.
8. Based on our examination which included test checks, the company has used the accounting software which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all the relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instances of tampering of audit trail feature and the audit trail has been preserved by the company as per the statutory requirements for record retention.

For **M/s CAGK And Co.**
Chartered Accountants
FRN: 152566W

Ankit R Chheda
Partner
M.No. 138182
UDIN: 26138182DHQFGR3741

Place: Mumbai
Date: April 15, 2026

ANNEXURE 'A' TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on Companies (Auditor's Report) Order, 2020 issued by the Central Government in terms of Section 143(11) of the Companies Act, 2013 ('the Act') of Mahindra Holidays & Resorts Harihareshwar Limited. ('the Company')

1) In respect of the Company's fixed assets:

a) The Company does not have any Fixed Assets. Hence reporting under clause 3(i)(a) of the order is not applicable.

b) The Company does not have any Fixed Assets. Hence reporting under clause 3(i)(b) of the order is not applicable.

c) According to the information and explanation given to us, there are no immovable properties held in the name of the Company.

d) The Company does not have any Fixed Assets. Hence reporting under clause 3(i)(d) of the order is not applicable.

e) According to the information and explanation given to us, no proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder during the year.

2) Inventories:

a) As informed by the management of the company, there are no inventories in the company, so reporting under this clause is not applicable.

b) The company has not been sanctioned any working capital limit from banks or financial institutions on the basis of security of the current assets at any point of time during the year. Hence reporting under clause 3(ii)(b) of the order is not applicable.

3) During the year the company has not made any investments in, provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the provisions of clauses 3(iii) of the Order are not applicable.

4) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.

5) The Company has not accepted deposits during the year and does not have any unclaimed deposits as at 31st March 2026 and therefore, the provisions of the clause 3 (v) of the Order are not applicable to the Company.

6) Reporting under clause 3(vi) of the Order is not applicable as the Company's business activities are not covered by the Companies (Cost Records and Audit) Rules, 2014.

7) According to the information and explanations given to us, in respect of statutory dues:

a) The Company is regular in depositing undisputed statutory dues including Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, as applicable, with the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they became payable.

b) There are no dues in respect of Goods and Services Tax, provident fund, employees' state insurance, income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues that have not been deposited with the appropriate authorities on account of any dispute.

8) According to the information and explanation given to us, company has no transactions, not recorded in the books of account have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961.

9) a) In our opinion, the company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year;

b) Company is not declared willful defaulter by any bank or financial institution or other lender;

c) According to the information and explanation given to us, loans were applied for the purpose for which the loans were obtained;

d) According to the information and explanation given to us, funds raised on short term basis have not been utilized for long term purposes;

e) According to the information and explanation given to us, the company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures;

f) According to the information and explanation given to us, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies;

10) The company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or term loans and hence reporting under clause 3 (x) of the Order is not applicable.

11) a) To the best of our knowledge and according to the information and explanations given to us, any fraud by the Company and or any fraud on the Company has not been noticed or reported during the year.

b) According to the information and explanation given to us, no report under sub-section (12) of section 143 of the Companies Act has been filed by the auditors in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.

c) According to the information and explanation given to us, no whistle-blower complaints, received during the year by the company.

12) The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

13) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

14) In our opinion and based on our examination, the company does not have an internal audit system commensurate with the size and nature of its business and is not required to have an internal audit system as per the provisions of section 138 of the company's act, 2013

15) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its Directors or persons connected to its Directors and hence provisions of Section 192 of the Act are not applicable.

16) a) The Company is not required to be registered under Section 45-I of the Reserve Bank of India Act, 1934.

b) The company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India, accordingly the provisions of sub-clause (c) and (d) of clause 3(xvi) of the Order are not applicable.

17) According to the information and explanations given to us and based on the audit procedures conducted we are of opinion that the company has incurred cash losses of ₹12.76 Lakhs during the current financial year and ₹10.86 lakhs in the immediately preceding financial year.

18) There has not been any resignation of statutory auditors during the year.

19) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that company is incapable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

20) The provisions of Section 135 towards corporate social responsibility are not applicable on the company. Accordingly, the provisions of clause 3(xx) of the Order is not applicable.

For **M/s CAGK And Co.**
Chartered Accountants
FRN: 152566W

Ankit R Chheda
Partner
M.No. 138182
UDIN: 26138182DHQFGR3741

Place: Mumbai
Date: April 15, 2026

ANNEXURE B TO INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph 1 (f) of the Independent Auditors Report of even date to the members of Mahindra Holidays & Resorts Harihareshwar Limited on the financial statements for year ended March 31, 2026.

Report on the Internal Financial Control under Clause (i) of Sub-section 3 of Section 143 of the Act.

We have audited the internal financial controls over financial reporting of Mahindra Holidays & Resorts Harihareshwar Limited as of March 31, 2026 in conjunction with our audit of the financial statement of the Company for the year ended on that date.

Managements Responsibility for Internal Financial Controls

The company's management is responsible for establishing and maintaining internal financial control based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Notes on Audit of Internal Financial Control over Financial Reporting issued by Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the Guidance Note) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **M/s CAGK And Co.**
Chartered Accountants
FRN: 152566W

Ankit R Chheda
Partner
M.No. 138182
UDIN: 26138182DHQFGR3741

Place: Mumbai
Date: April 15, 2026

BALANCE SHEET AS AT MARCH 31, 2026

₹ in Lakhs

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
ASSETS			
Non-Current Assets			
Capital work-in-progress	**4**	**143.08**	127.54
Financial Assets			
Other Financial Assets	**5**	**0.10**	0.10
Total Non-Current Assets		**143.18**	127.64
Current Assets			
Financial Assets			
Cash and Cash Equivalents	**6**	**2.13**	3.46
Other Current Assets	**7**	**0.61**	–
Total Current Assets		**2.74**	3.46
TOTAL ASSETS		**145.92**	131.10
EQUITY AND LIABILITIES			
Equity			
Equity Share Capital	**8**	**5.00**	5.00
Other Equity	**9**	**(26.46)**	(13.70)
Total Equity		**(21.46)**	(8.70)
Non-current liabilities			
Borrowings	**10**	**166.75**	139.00
Current Liabilities			
Financial Liabilities			
Trade Payables	**11**	**0.22**	0.27
Other Current Liabilities	**12**	**0.41**	0.54
Total Current Liabilities		**0.63**	0.81
TOTAL EQUITY AND LIABILITIES		**145.92**	131.10

See accompanying notes to the financial statements

In terms of our report attached

For M/s. CAGK & Co.
Chartered Accountants
Firm's Registration No. 152566W

Ankit Chheda
Partner
Membership Number: 138182

Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board

Vimal Agarwal
Director
DIN: 07296320

Place : Mumbai
Date : April 15, 2026

Hoshedar Havewala
Director
DIN: 11332054

Place : Mumbai
Date : April 15, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
INCOME			
Other Income		**–**	–
Total Income		**–**	–
EXPENSES			
Finance Costs	**13**	**12.32**	9.98
Other Expenses	**14**	**0.44**	0.88
Total Expenses		**12.76**	10.86
Profit / (Loss) before tax		**(12.76)**	(10.86)
Tax expense			
1) Current tax		**–**	–
Profit / (Loss) for the year		**(12.76)**	(10.86)
Earnings Per Equity Share (Nominal value per share ₹ 10/-)			
a) Basic (In ₹)	**15**	**(25.52)**	(21.73)
b) Diluted (In ₹)	**15**	**(25.52)**	(21.73)

See accompanying notes to the financial statements

In terms of our report attached

For M/s. CAGK & Co.
Chartered Accountants
Firm's Registration No. 152566W

Ankit Chheda
Partner
Membership Number: 138182

Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board

Vimal Agarwal
Director
DIN: 07296320

Place : Mumbai
Date : April 15, 2026

Hoshedar Havewala
Director
DIN: 11332054

Place : Mumbai
Date : April 15, 2026

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A. Cash flows from operating activities		
Profit / (Loss) before tax for the year	**(12.76)**	(10.86)
Adjustments for :		
Finance Cost	**12.32**	9.98
	(0.44)	(0.88)
Movements in working capital/ other changes :		
(Increase) / decrease in Other Current Assets	**(0.60)**	–
(Increase) / decrease in Trade Payable	**(0.05)**	(0.02)
Increase / (decrease) in other current liabilities	**(0.13)**	0.45
Cash generated from operations	**(1.22)**	(0.45)
Income Tax paid	**–**	–
Net cash (used in) / generated by operating activities (A)	**(1.22)**	(0.45)
B. Cash flow from investing activities		
Acquisition of Property, Plant & Equipment and CWIP	**(15.54)**	(39.04)
Net cash used in investing activities (B)	**(15.54)**	(39.04)
C. Cash flow from financing activities		
Issue of Share Capital	**–**	–
Inter Corporate Deposit Received	**27.75**	39.00
Interest paid	**(12.32)**	(9.98)
Net cash (used in) / generated by financing activities (C)	**15.43**	29.02
Net Increase/(Decrease) in cash and cash equivalents (A+B+C)	**(1.33)**	(10.48)
Cash and cash equivalents at the beginning of the year	**3.46**	13.94
Cash and Cash equivalents at the end of the year	**2.13**	3.46

In terms of our report attached

For M/s. CAGK & Co.
Chartered Accountants
Firm's Registration No. 152566W

Ankit Chheda
Partner
Membership Number: 138182

Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board

Vimal Agarwal
Director
DIN: 07296320

Place : Mumbai
Date : April 15, 2026

Hoshedar Havewala
Director
DIN: 11332054

Place : Mumbai
Date : April 15, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars	Share Capital		Retained earnings	Total
	No of Shares	Amount	Amount	Amount
Balance as at April 1, 2024	50,000	5.00	(2.84)	2.16
Changes in equity share capital during the year	–	–	–	–
Profit / (Loss) for the year	–	–	(10.86)	(10.86)
Balance as at March 31, 2025	50,000	5.00	(13.70)	(8.70)
Changes in equity share capital during the year	–	–	–	–
Profit / (Loss) for the year	–	–	(12.76)	(12.76)
Balance as at March 31, 2026	**50,000**	**5.00**	**(26.46)**	**(21.46)**

See accompanying notes to the financial statements

In terms of our report attached

For M/s. CAGK & Co.
Chartered Accountants
Firm's Registration No. 152566W

Ankit Chheda
Partner
Membership Number: 138182

Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board

Vimal Agarwal
Director
DIN: 07296320

Place : Mumbai
Date : April 15, 2026

Hoshedar Havewala
Director
DIN: 11332054

Place : Mumbai
Date : April 15, 2026

NOTES TO ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2026

1 Corporate information

The Company was incorporated on August 23, 2022 (U55101MH2022PLC389112). The company is domiciled in India with its registered office address being Mahindra Towers, A-Wing, 1st Floor, Dr.G.M.Bhosle Marg,P.K.Kurne Chowk,Worli, Mumbai City, Mumbai, Maharashtra, India, 400018 and has not yet started to generate revenue. The Company has entered into an agreement with Maharashtra Tounsm Development Corporation for the purpose of development and operation of resort.

2 Material accounting policies

i Statement of compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules, 2015 as amended from time to time.

ii Basis of preparation and presentation

The financial statements of the Company have been prepared on the historical cost basis except for certain financial instruments that are measured at fair value at the end of each reporting period, as explained in the accounting policies below. All amounts have been rounded off to the nearest lakhs, unless stated otherwise.

iii Cash flow statement

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

iv Revenue recognition

Other income

Interest income from other financial assets is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

v Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The company's current tax is calculated using tax rates that have been enacted by the end of the reporting period.

vi Financial instruments

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in statement of profit and loss.

vii Earnings per share

Basic / Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the period.

3 Recent pronouncements:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies. Indian Accounting Standards Rules as issued from time to time.

In May 2025. MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

– Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 - The amendment relates to class1ficat1on of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

– Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 - The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

4 Capital work-in-progress

		₹ in Lakhs
Particulars	**As at March 31, 2026**	As at March 31, 2025
Capital Work in Progress	**143.08**	127.54
Total	**143.08**	127.54

5 Other non-current financial assets

		₹ in Lakhs
Particulars	**As at March 31, 2026**	As at March 31, 2025
Security Deposits	**0.10**	0.10
Total	**0.10**	0.10

6 Cash and Cash Equivalents

		₹ in Lakhs
Particulars	**As at March 31, 2026**	As at March 31, 2025
Balances with Banks:		
Balances in Current Account	**2.13**	3.46
Total	**2.13**	3.46

NOTES TO ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2026

7 Other Current Assets

Particulars	As at March 31, 2026	As at March 31, 2025
	₹ in Lakhs	
Balance with Statutory authorities	**0.61**	–
Total	**0.61**	–

8 Equity Share Capital

a) Authorised share capital

Particulars	As at March 31, 2026	As at March 31, 2025
	₹ in Lakhs	
50,000 Equity Shares of ₹ 10/- each	**5.00**	5.00
Total	**5.00**	5.00

b) Issued, Subscribed and Paid up capital

Particulars	As at March 31, 2026	As at March 31, 2025
	₹ in Lakhs	
50,000 Equity shares of ₹ 10 each fully paid up	**5.00**	5.00
Total	**5.00**	5.00

c) Details of shareholders holding more than 5% shares in the company

Name of the shareholders	As at March 31, 2026	
	No. of shares	Percentage
Equity shares of ₹ 10/- each fully paid		
Mahindra Holidays & Resorts India Limited	**49,994**	**99.99%**

Name of the shareholders	As at March 31, 2025	
	No. of shares	Percentage
Equity shares of ₹ 10/- each fully paid		
Mahindra Holidays & Resorts India Limited	49,994	99.99%

d) Shareholding of promoters in the company

Promoter name	As at March 31, 2026		As at March 31, 2025	
	No. of Shares	% Holding	No. of Shares	% Holding
Mahindra Holidays & Resorts India limited	**49,994**	**99.99%**	49,994	99.99%
Change (%)		**0%**		

9 Other Equity

Particulars	As at March 31, 2026	As at March 31, 2025
	₹ in Lakhs	
Retained Earnings	**(26.46)**	(13.70)
Total	**(26.46)**	(13.70)

10 Borrowings Current

Particulars	As at March 31, 2026	As at March 31, 2025
	₹ in Lakhs	
(a) Term Loans		
(i) From Banks	**–**	–
(ii) From Others	**–**	–
(iii) From related parties	**166.75**	139.00
Total	**166.75**	139.00
The above amount includes:-		
Secured Borrowings	**–**	–
Unsecured Borrowings	**166.75**	139.00
Total	**166.75**	139.00

10.1

Details of facility	As at March 31, 2026	As at March 31, 2025
	₹ in Lakhs	
Loans from related parties*	**166.75**	139.00

* This Loan carries an interest rate of 7.77% to 8.48% (Previous year 7.77% to 8.48%) per annum including interest of ₹ nil lakhs (previous year ₹ nil lakhs) repayable on demand.

10.2

Details of facility	Details of Repayment/ Security
	₹ in Lakhs
Loan from Mahindra Holidays and Resorts India Limited	**Unsecured Loan**

11 Trade Payables

Particulars	As at March 31, 2026	As at March 31, 2025
	₹ in Lakhs	
Total outstanding dues of micro enterprises and small enterprises	**–**	–
Total outstanding dues of creditors other than micro enterprises and small enterprises	**0.22**	0.27
Total	**0.22**	0.27

NOTES TO ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2026

Ageing of Trade Payables - MSME
Outstanding for following periods from due date of payment

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Not Due	–	–
Less than 1 Year	–	–
1-2 years	–	–
2-3 years	–	–
More than 3 years	–	–
Total	–	–

Ageing of Trade Payables - Other than MSME
Outstanding for following periods from due date of payment

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Not Due	–	–
Less than 1 Year	**0.22**	0.27
1-2 years	–	–
2-3 years	–	–
More than 3 years	–	–
Total	**0.22**	0.27

12 Other Current Liabilities

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory Dues Payable	**0.41**	0.54
Total	**0.41**	0.54

13 Finance Costs

₹ in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest on ICD	**12.32**	9.98
Total	**12.32**	9.98

14 Other Expenses

₹ in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Rates and Taxes	–	0.15
Legal and other professional costs	**0.28**	0.53
Auditors remuneration and out-of-pocket expenses		
For Statutory Audit	**0.15**	0.15
Bank charges	**0.01**	–
Miscellaneous Expenses	–	0.05
Total	**0.44**	0.88

15 Earnings per Share

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
A) Basic Earnings per share		
Profit for the year (A)	**(12.76)**	(10.86)
Weighted average no of shares outstanding (Absolute numbers) (B)	**50,000**	50,000
Total basic earnings per share (A/B)	**(25.52)**	(21.73)
B) Diluted Earnings per share		
Profit for the year (A)	**(12.76)**	(10.86)
Weighted average no of shares outstanding (Absolute numbers) (B)	**50,000**	50,000
Total diluted earnings per share (A/B)	**(25.52)**	(21.73)

16 Categories of financial assets and financial liabilities

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Non-Current Assets		
Capital work-in-progress	**143.08**	127.54
Other Financial Assets	**0.10**	0.10
Current Assets		
Cash and Cash Equivalents	**2.13**	3.46
Non-current liabilities		
Borrowings	**166.75**	139.00
Current Liabilities		
Trade Payables	**0.22**	0.27
Other Current Liabilities	**0.41**	0.54
Total	**312.69**	270.91

17 Fair Value Measurement

Fair value of financial assets and financial liabilities (that are measured at amortised cost) closely approximate their carrying value.

₹ in Lakhs

Particulars	As at March 31, 2026	
	Carrying amount	Fair value
Financial Assets		
Non-Current Assets	**0.10**	**0.10**
Cash & Bank balances	**2.13**	**2.13**
Total	**2.23**	**2.23**
Financial Liabilities		
Borrowings	**166.75**	**166.75**
Trade Payables	**0.22**	**0.22**
Total	**166.97**	**166.97**

NOTES TO ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars	As at March 31, 2025 Carrying amount	As at March 31, 2025 Fair value
Financial Assets		
Non-Current Assets	0.10	0.10
Cash & Bank balances	3.46	3.46
Total	3.56	3.56
Financial Liabilities		
Borrowings	139.00	139.00
Trade Payables	0.27	0.27
Total	139.27	139.27

18 Commitments

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advance)	**213.95**	206.92

19 Related Party Disclosures

(a) Names of Related Parties and nature of relationship :

Related Party	Relationship
Holding Company	Mahindra Holidays & Resorts India Limited

(b) The following are the details of the transactions and balances as per Ind AS 24 read with ICDR Regulations during the year ended

I. Transactions during the year:

Particulars	For the Year ended March 31, 2026	For the Year ended March 31, 2025
Holding Company		
Intercorporate deposit received	**27.75**	39.00
Interest on Intercorporate deposit	**12.32**	9.98
Reimbursement of Expenses	**2.93**	–

II. Outstanding Balances

Particulars	As at March 31, 2026	As at March 31, 2025
Interest Accrued on ICD	**–**	–
Inter Corporate Deposit	**166.75**	139.00
Equity Share Capital	**5.00**	5.00

20 Ratios

Ratios	Formula	For the year ended March 31, 2026	For the year ended March 31, 2025	Variance %
Current ratio	Current assets / Current liabilities	**4.35**	4.28	1.58%
Debt-equity ratio	Total debt / Shareholders equity	**(7.77)**	(15.98)	(51.37%)
Debt Service coverage ratio	Net Operating Income/ Debt	**–**	–	0.00%
Return on equity ratio	Net income / Shareholders equity	**0.85%**	0.83%	1.95%
Return on Capital employed	Net operating profit / Capital employed	**0.02%**	0.10%	(79.50%)
Return on investment	Net profit / Networth (excluding Revaluation reserve)	**(2.55%)**	(2.17%)	17.60%

* Change more than 25% is due to Company's plan to start operation soon

21 The figures for the previous year have been regrouped/ reclassified to correspond with current year's classification/ disclosure, wherever necessary. The Financial Statements have been approved for issue by Company's Board of Directors on April 16, 2026.

In terms of our report attached

For M/s. CAGK & Co.
Chartered Accountants
Firm's Registration No. 152566W

Ankit Chheda
Partner
Membership Number: 138182

Place : Mumbai
Date : April 15, 2026

For and on behalf of the Board

Vimal Agarwal
Director
DIN: 07296320

Place : Mumbai
Date : April 15, 2026

Hoshedar Havewala
Director
DIN: 11332054

Place : Mumbai
Date : April 15, 2026

AUDITOR'S REPORT

To the Annual General Meeting of Holiday Club Resorts Oy

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Holiday Club Resorts Oy (business identity code 2033337-1) for the year ended March 31, 2026. The financial statements comprise the balance sheets, the income statements, cash flow statements and notes for the group as well as for the parent company.

In our opinion, the financial statements give a true and fair view of the group's and the company's financial performance and financial position in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements.

Basis for Opinion

We conducted our audit in accordance with good auditing practice in Finland. Our responsibilities under good auditing practice are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the parent company and of the group companies in accordance with the ethical requirements that are applicable in Finland and are relevant to our audit, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of the Board of Directors and the Managing Director for the Financial Statements

The Board of Directors and the Managing Director are responsible for the preparation of financial statements that give a true and fair view in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements. The Board of Directors and the Managing Director are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors and the Managing Director are responsible for assessing the parent company's and the group's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting. The financial statements are prepared using the going concern basis of accounting unless there is an intention to liquidate the parent company or the group or cease operations, or there is no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with good auditing practice will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with good auditing practice, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the parent company's or the group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of the Board of Directors' and the Managing Director's use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the parent company's or the group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events so that the financial statements give a true and fair view.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Other Reporting Requirements

Other Information

The Board of Directors and the Managing Director are responsible for the other information. The other information comprises the report of the Board of Directors. Our opinion on the financial statements does not cover the other information.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. Our responsibility also includes considering whether the report of the Board of Directors has been prepared in compliance with the applicable provisions.

In our opinion, the information in the report of the Board of Directors is consistent with the information in the financial statements and the report of the Board of Directors has been prepared in compliance with the applicable provisions.

If, based on the work we have performed, we conclude that there is a material misstatement of the report of the Board of Directors, we are required to report that fact. We have nothing to report in this regard.

Helsinki, April 18, 2026

KPMG OY AB

KIMMO ANTONEN
Authorised Public Accountant, KHT

BALANCE SHEET OF THE GROUP AS AT MARCH 31, 2026

Particulars	Note	Eur 2026	Eur 2025
ASSETS			
NON CURRENT ASSETS			
Intangible assets	**10**	**7,529,424**	8,090,311
Group goodwill	**10**	**457,803**	564,385
Tangible assets	**11**	**25,700,730**	28,856,624
Investments	**12**	**5,088,128**	5,092,277
TOTAL NON CURRENT ASSETS		**38,776,085**	42,603,596
CURRENT ASSETS			
Inventories	**14**	**70,709,913**	68,364,200
Long-term receivables	**15**	**1,284,849**	1,389,386
Deferred tax receivables	**18**	**6,839,322**	5,158,868
Short-term receivables	**16**	**14,516,623**	14,060,566
Financial instruments		**3,558**	3,558
Cash and cash equivalents		**1,541,334**	2,190,662
TOTAL CURRENT ASSETS		**94,895,598**	91,167,240
TOTAL ASSETS		**133,671,683**	133,770,836
EQUITY AND LIABILITIES			
EQUITY	**17**		
Share capital		**11,959,146**	11,959,146
Other reserves		**42,395,175**	42,395,175
Reserve for invested non-restricted equity		**42,395,175**	42,395,175
Profit/(loss) from previous years		**(11,358,761)**	(9,298,983)
Profit/(loss) for the financial year		**(6,788,002)**	(2,050,030)
TOTAL EQUITY		**36,207,557**	43,005,307
STATUTORY PROVISIONS	**19**	**1,745,879**	1,018,896
LIABILITIES			
Deferred tax liabilities	**18**	**8**	8
Long-term liabilities	**20**	**21,331,302**	16,589,286
Short-term liabilities	**21**	**74,386,935**	73,157,338
TOTAL LIABILITIES		**95,718,246**	89,746,632
TOTAL EQUITY AND LIABILITIES		**133,671,682**	133,770,836

INCOME STATEMENT OF THE GROUP FOR THE YEAR ENDED MARCH 31, 2026

Particulars	Note	Eur 2026	Eur 2025
REVENUE	**1**	**132,341,586**	132,248,300
Other operating income	**2**	**4,724,865**	5,723,615
Share of Associated Company Profit/(Loss)		**(4,148)**	(2,761)
Materials and services	**3**	**(31,203,240)**	(31,523,532)
Personnel expenses	**4**	**(37,914,838)**	(38,789,168)
Depreciations and impairments	**5**	**(4,169,009)**	(3,806,755)
Other operating expenses	**6**	**(69,411,537)**	(63,294,230)
PROFIT/(LOSS)		**(5,636,321)**	555,469
Financial income and expenses	**7**	**(2,450,396)**	(2,809,170)
PROFIT/(LOSS) BEFORE APPROPRIATIONS AND TAXES		**(8,086,718)**	(2,253,700)
Income taxes	**9**	**1,298,715**	203,670
PROFIT/(LOSS) FOR THE FINANCIAL YEAR		**(6,788,002)**	(2,050,030)

CASH FLOW STATEMENT OF THE GROUP FOR THE YEAR ENDED MARCH 31, 2026

Particulars	Eur 2026	Eur 2025
Cash flow from operating activities		
Profit/(loss) before appropriations and taxes	**(8,086,718)**	(2,253,700)
Adjustments:		
Depreciations	**4,169,009**	3,806,755
Other non-cash items	**(452,314)**	45,730
Gains and losses on disposal of non-current assets	**(380,434)**	–
Share of results of equity-accounted investees	**4,148**	2,761
Unrealized foreign exchange gains and losses	**(76,028)**	42,969
Financial income and expenses	**2,526,424**	2,766,200
Cash generated from operations before net working capital	**(1,843,598)**	4,364,985
Proceeds from disposal of tangible and intangible assets	**2,812,784**	723,030
Change in net working capital		
Change in non-interest-bearing receivables	**(611,520)**	3,169,933
Change in inventories	**(2,379,165)**	(8,724,951)
Change in non-interest-bearing liabilities	**31,690**	(2,952,128)
Change in provisions	**726,983**	510,391
Cash generated from operations before financial items and taxes	**(4,072,414)**	(3,631,771)
Interest expenses paid and other financial expenses	**(1,822,139)**	(1,644,202)
Interest paid from operating activities	**(351,873)**	(104,229)
Other financial items from operating activities	**(1,663,297)**	(1,718,773)
Dividend received	**1,203**	1,189
Interest income received	**191,828**	177,610
Income taxes paid	**(231,836)**	(365,669)
Net cash flow from operating activities	**(6,126,388)**	(5,641,642)
Cash flow from investments activities		
Investments in tangible and intangible assets		
Investments in tangible and intangible assets	**(2,423,526)**	(6,249,767)
Acquisition of subsidiary shares	**(240,142)**	–
Proceeds from disposal of tangible and intangible assets	**2,812,784**	723,030
Investments in other investments	**–**	1
Net cash flow from investing activities	**149,116**	(5,526,737)
Cash flow from financing activities		
Proceeds from short-term borrowings	**14,255,316**	10,769,092
Repayments in short-term borrowings	**(10,852,247)**	(1,506,316)
Proceeds from long-term borrowing	**2,030,000**	230,000
Repayments in long-term borrowings	**(263,422)**	(3,220,863)
Loans granted	**–**	(144,226)
Proceeds from repayments of loans	**84,953**	87,986
Net cash used in financing activities	**5,254,600**	6,215,672
Net decrease in cash and cash equivalents	**(722,672)**	(4,952,706)
Cash and cash equivalents at the beginning of period	**2,194,220**	7,114,401
Effects of exchange rate fluctuations on cash held	**58,865**	32,526
Cash Flow Adjustment Related to a Business Acquisition	**(14,479)**	–
Cash and cash equivalents at the end of period	**1,530,413**	2,194,220
Change in net cash	**(722,672)**	(4,952,706)

PARENT COMPANY BALANCE SHEET AS AT MARCH 31, 2026

Particulars	Note	Eur 2026	Eur 2025
ASSETS			
NON CURRENT ASSETS			
Intangible assets	**10**	**7,434,225**	8,008,950
Tangible assets	**11**	**9,829,620**	10,989,569
Investments			
Shares of the group companies	**12**	**1,359,668**	1,101,063
Shares of the associated companies	**12**	**217,500**	217,500
Receivables from group companies	**12**	**11,125,834**	11,222,232
Other shares	**12**	**4,714,274**	4,714,274
Other receivables	**12**	**64,549**	64,549
TOTAL NON CURRENT ASSETS		**34,745,669**	36,318,138
CURRENT ASSETS			
Inventories	**14**	**57,202,418**	55,456,903
Long-term receivables	**15**	**1,875,994**	4,060,040
Short-term receivables	**16**	**14,574,045**	13,950,728
Financial instruments		**3,558**	3,558
Cash and cash equivalents		**1,410,373**	1,629,133
TOTAL CURRENT ASSETS		**75,066,388**	75,100,362
TOTAL ASSETS		**109,812,057**	111,418,499
EQUITY AND LIABILITIES			
EQUITY	**17**		
Share capital		**11,959,146**	11,959,146
Reserve for invested non-restricted equity		**42,395,175**	42,395,175
Profit / (loss) from previous years		**(24,958,725)**	(23,236,130)
Profit / (loss) for the financial year		**(8,736,345)**	(1,722,595)
TOTAL EQUITY		**20,659,251**	29,395,596
STATUTORY PROVISIONS	**19**	**698,004**	477,610
LIABILITIES			
Long-term liabilities	**20**	**21,151,387**	–
Short-term liabilities	**21**	**67,303,415**	81,545,293
TOTAL LIABILITIES		**88,454,802**	81,545,293
TOTAL EQUITY AND LIABILITIES		**109,812,057**	111,418,499

PARENT COMPANY INCOME STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

Particulars	Note	Eur 2026	Eur 2025
REVENUE	**1**	**107,459,399**	108,654,139
OTHER OPERATING INCOME	**2**	**3,309,738**	4,887,501
Materials and services	**3**	**(27,613,243)**	(27,896,252)
Personnel expenses	**4**	**(29,880,086)**	(30,939,578)
Depreciations and impairments	**5**	**(3,001,583)**	(2,642,916)
Other operating expenses	**6**	**(56,941,772)**	(51,551,856)
PROFIT/(LOSS)		**(6,667,546)**	511,038
Financial income and expenses	**7**	**(2,068,799)**	(2,233,632)
PROFIT/(LOSS) BEFORE APPROPRIATIONS AND TAXES		**(8,736,345)**	(1,722,595)
PROFIT/(LOSS) FOR THE FINANCIAL YEAR		**(8,736,345)**	(1,722,595)

CASH FLOW STATEMENT OF THE PARENT COMPANY FOR THE YEAR ENDED MARCH 31, 2026

Particulars	Eur 2026	Eur 2025
Cash flow from operating activities		
Profit/(loss) before appropriations and taxes	**(8,877,822)**	(1,864,072)
Adjustments:		
Amortizations and depreciations	**3,001,583**	2,642,916
Sales Profit/(loss) from the Sales of Non-Current Assets	**160,212**	–
Unrealized foreign exchange gains and losses	**141,477**	141,477
Financial income and expenses	**2,068,799**	2,233,632
Cash generated/(used in) from operations before net working capital	**(3,505,752)**	3,153,954
Change in working capital		
Change in non-interest-bearing receivables	**(875,736)**	3,201,143
Change in inventories	**(1,745,515)**	(8,591,577)
Change in non-interest-bearing liabilities	**798,409**	(3,140,442)
Change in provisions	**220,394**	11,859
Other	**3,196**	–
Cash generated from operations before financial items and taxes	**(5,105,005)**	(5,365,063)
Interest expenses paid	**(321,228)**	(492,244)
Other financial expenses	**(1,553,530)**	(1,650,581)
Dividends received	**1,203**	1,189
Interests received	**759,278**	745,570
Net cash flow from operating activities	**(6,219,282)**	(6,761,128)
Cash flow from investments activities		
Investments in tangible and intangible assets	**(2,244,226)**	(4,266,306)
Proceeds from sale of tangible and intangible assets	**817,107**	723,030
Investments in group companies	**(240,142)**	–
Net cash flow from investing activities	**(1,667,262)**	(3,543,277)
Cash flow from financing activities		
Proceeds from short-term borrowings	**12,000,000**	9,000,000
Repayments of short-term borrowings	**(8,500,000)**	–
Proceeds from long-term borrowings	**2,000,000**	–
Repayments of long-term borrowings	**–**	(2,108,831)
Loans given	**(1,200,000)**	(1,594,226)
Repayments of loan receivables	**3,367,785**	1,224,683
Net cash generated from financing activities	**7,667,785**	6,521,627
Net decrease in cash and cash equivalents	**(218,759)**	(3,782,777)
Cash and cash equivalents at the beginning of period	**1,632,691**	5,415,468
Cash and cash equivalents at the end of period	**1,413,931**	1,632,691
Change in net cash	**(218,759)**	(3,782,777)

ACCOUNTING PRINCIPLES FOR THE CONSOLIDATED FINANCIAL STATEMENTS

Basic information of the Group

The Group's main branch of business is to sell and rent the timeshare weeks and Villas apartments constructed by the Group. The Group also operates in the Spa hotel business. Group has activities in three countries: Finland, Sweden and Spain.

Holiday Club Resorts Oy is a parent company for the Group, having its registered domicile in Helsinki at Konepajankuja 5 C, FI-00510 Helsinki.

Holiday Club Resorts Oy is a subsidiary of Covington S.a.r.l. The Company's registered domicile is in Luxembourg. Covington S.a.r.l owns 100% of the company's shares. Covington S.a.r.l is a subsidiary of MHR Holdings (Mauritius) Limited and in turn Mahindra Holidays & Resorts India Limited (domicile in India) and in turn subsidiary of the ultimate holding company Mahindra & Mahindra Limited (domicile in India).

Consolidation principles

Intragroup ownership

Subsidiaries are consolidated using the acquisition method. The subsidiaries' acquisition cost and the corresponding share of the difference in shareholder's equity has been allocated partly to fixed assets, partially presented as goodwill and as group reserve. The acquired subsidiaries are consolidated from the moment the control has been obtained and divested subsidiaries until the day that the control has ceased to exist.

The consolidated financial statements include the parent company, Holiday Club Resorts Oy and all the subsidiaries in which it holds, directly or indirectly, over 50% of the voting rights or over which it otherwise has control. This does not include timeshare and Villas apartment companies as they are represented in the current assets. Also, according to the Finnish Accounting Act's chapter six, companies which do not have a material impact on the group's result and financial position, have been left out of the consolidated financial statements.

Intra-group transactions, unrealized internal margin, receivables, liabilities and dividends between group companies are eliminated in consolidation.

The subsidiaries' financial statements are prepared in correspondence of the accounting principles used by the group.

Associated companies and joint ventures

Associated companies and joint ventures are consolidated using the equity method in accordance with the instructions of the Finnish Accounting Board. The group's share of the results of the associated companies are shown under other operating income.

All timeshare and Villas apartment companies, including the ones of which the group owns more than 20%, are presented in the current assets as they are actively traded.

Foreign Currency Translation

Transactions in foreign currencies

Items in the subsidiaries' financial statements are valued in the currency, which is used in each subsidiary's main operating environment (functional currency). The consolidated financial statements are presented in euros, which is the functional and presentation currency of the group. Assets and liabilities are translated into euros at the closing rate of the balance sheet date. Exchange differences resulting from sales and purchases are recorded as adjustments to the corresponding items above the operating profit. At the company level, exchange gains from foreign currency denominated loans are presented in the accrued expenses according to the principle of prudence. Exchange losses are recognized through profit and loss. At the group level, exchange gains and losses are recognized in equity as retained earnings.

Foreign subsidiaries

Foreign subsidiaries' income statements are translated into euros using the average exchange rates for the period. All balance sheet items, except profit for the period, are translated into euros using the closing exchange rates. The translation differences arising from the translation of income statement and balance sheet at different exchange rates and from eliminating the foreign subsidiaries equity is recognized in the group's equity. When a subsidiary is divested entirely or partially, the cumulative translation difference is recognized in the income statement as a part of the gain or loss from the sale.

Valuation and depreciation of non-current assets

Non-current assets

Goodwill

Goodwill represents the excess of the acquisition cost and the acquired company's net assets at the fair value at the date of the acquisition. Goodwill is allocated to cash-generating units, if such can be designated. As a main rule, goodwill is amortized and if the expected future operating cash flow is lower than the carrying amount of the goodwill, an impairment loss is recognized as an expense in the income statement.

Other intangible assets

Intangible assets are recorded in the balance sheet at their original acquisition cost, if the cost can be measured reliably and if it is probable that the expected benefits of the asset will benefit the company. Significant renovations are capitalized and amortized over the remaining useful life of the asset, if it is probable that the future benefits associated with the asset will benefit the company.

Intangible assets mainly include software licenses and renovation investments.

Tangible assets

The subsidiaries' tangible assets have been valued in the balance sheet at historical cost less accumulated, straight-line depreciations and possible impairment losses. Land areas are not depreciated.

Residual values and useful lifetimes are reviewed at each balance sheet date and, if necessary, adjusted to reflect the changes of expected economic benefits.

Additional investments are capitalized and depreciated over the remaining useful life of the asset, if it is probable that the future benefits associated with the asset will benefit the company. Capital gains are presented in other operating income and losses under other operating expenses. The interest expenses related to the acquisition of the asset are expensed.

Fixed asset amortization and depreciation periods

The useful lives of the different asset categories are as follows:

Intangible rights	5-10 years
Goodwill and group goodwill	5-10 years
Long-term expenses	5-10 years
Buildings	50-60 years
Other constructions	10 years
Machinery and equipment	5-10 years
Renovations	5-10 years
Other tangible assets	10 years

Investments

Investments have been valued with original acquisition cost less possible impairments in the balance sheet.

Group reserve

The group reserve is allocated, in accordance with the share of ownership, to those assets and liabilities of the subsidiary that the group reserve is considered to derive from. The unallocated portion is recognized in the group's balance sheet as a separate item before liabilities. The group

reserve is recognized as income when the corresponding expenditure or loss is recorded as an expense in the income statement of the subsidiary or where it corresponds to a realized return. The unallocated group reserve is recognized as income over time. These procedures are in accordance with the Finnish Accounting Act.

Received grants

Grants received by the company are recorded as other operating income in the income statement during the periods in which the related expenses are incurring. Investment grant for the acquisition of fixed assets is recorded in the balance sheet as accrued expense and recognized in the income statement as revenue over the asset's systematical depreciation period.

Inventory

Inventory is valued at the original acquisition cost or the lower net realizable value. Net realizable value is the estimated selling price less the estimated costs of completion and selling in the ordinary course of business. The cost of finished and unfinished products comprises of raw materials, direct labor costs and other direct costs. The costs of selling and financing are not allocated to the acquisition cost.

Receivables

Receivables are valued at the nominal value or the lower probable value.

Financial assets

The group's cash and cash equivalents consist of cash, bank deposits and other short-term highly liquid investments. Cash and cash equivalents have a maximum maturity of three months from the acquisition date. Financial assets are recognized on the settlement date and derecognized when the group has lost its contractual rights to the cash flows or when it has transferred substantial part of all the risks and rewards of ownership to parties outside the group.

Liabilities

Liabilities are valued at the nominal value. Transaction costs are expensed as incurred.

Deferred tax assets and liabilities

Deferred tax assets and liabilities of the Group are calculated with a current tax rate as temporary differences between taxation and financial statements. Deferred tax assets are recognized at the probable amount in the balance sheet. The deferred tax assets have been booked only to the amount of confirmed tax losses in the local taxation.

Deferred taxes are not recognized in parent company income statement nor balances sheet.

Ordinary repair and maintenance

Ordinary repair and maintenance costs are expensed as they incur.

External services

External services include among other things expenses from rented personnel and expenses from cleaning and laundry services used by the hotel.

Pensions

Payments for defined contribution plans are made to a pension insurance company. Payments made for defined contribution plans are recognized as expenses in the income statement for the financial period to which the debit relates.

Direct taxes

Taxes based on taxable income for the period are calculated on taxable income using the tax rate that is in force in the country in which the particular subsidiary is based. The amount of tax is adjusted for any taxes concerning previous periods.

Revenue recognition

Revenue from services is recognized as income when the service is rendered to the customer. Revenue from the sale of goods is recognized when the significant risks and rewards of ownership have been transferred to the buyer. At that time, the group has no longer any supervision or control power over the good sold.

Rental income from holiday homes and revenue from hotels are recognized when the customer has accommodated. Income from restaurants and from other services related to hotel activities are recognized as revenue when the service is rendered. Rental income from retail premises is recognized on a straight-line basis over the rental period.

Income from Villas apartments, and starting end of financial year 2021, also income from Timeshare apartments, is recognized by using the stage of completion method in accordance with the guidelines of the Confederation of Finnish Construction Industries and the Finnish Accounting Board. The percentage of completion is defined based on the percentage of the completion of the construction project and the percentage of the shares sold.

At the closing of the Timeshare deal, the company will record a cancellation provision in case of future cancellation of deals. This is done based on previous experience and statistics on customer behavior. Statutory cancellation time is 14 days from the moment the deal was signed.

Use of estimates and assumptions

The preparation of financial statements requires management to make estimates and assumptions regarding future events. Actual results may differ from these estimates and assumptions. In addition, management must exercise judgment in applying accounting principles. Estimates are based on management's best knowledge at the time. Possible changes in estimates and assumptions are recognized during the period in which the estimates or assumptions are adjusted and in all subsequent financial periods.

The key assumptions and uncertainties concerning the future, which may cause significant changes in the carrying values of assets and liabilities within the next financial year are as follows:

Impairment losses

The group reviews fixed assets and inventory annually and evaluates indications of impairment as set out above in the accounting policies. The deferred tax assets have been booked only to the amount of confirmed tax losses in the local taxation.

Revenue recognition

Timeshare weeks have a 14-day cancellation right stated by the Consumer Protection Act. The cancellation policy is taken into account in profit recognition by taking advantage of the experience and statistics on customer behavior.

Receivables

From uncertain loans and any permanent impairments, the group recognizes a credit loss in accordance with the principle of prudence.

NOTES TO THE FINANCIAL STATEMENTS

1. TURNOVER

TURNOVER BY BUSINESS AREAS

Eur

Business area review	Group 2026	Group 2025	Parent 2026	Parent 2025
Timeshare	**32,693,151**	38,272,042	**32,347,886**	37,480,190
Service sector	**73,129,406**	68,797,718	**62,734,868**	59,399,425
Renting	**14,583,559**	13,493,768	**8,053,404**	7,706,738
Real Estate Management	**6,896,130**	6,592,984	**3,717,850**	3,404,161
Villas	**218,815**	260,392	**218,815**	260,392
Other Sales	**4,820,525**	4,831,396	**386,577**	403,234
Total	**132,341,586**	132,248,300	**107,459,399**	108,654,139

PARTIAL REVENUE RECOGNITION

Eur

	Group 2026	Group 2025	Parent 2026	Parent 2025
Share of turnover recorded as revenue according to the percentage of completion method	**4,835,353**	–	**4,835,353**	–
Amount of revenue recognised in the current and previous financial years for construction projects in progress according to the percentage of completion method	**4,835,353**	–	**4,835,353**	–
Revenue not recognised of construction in progress	**853,298**	–	**853,298**	–

The parent company has an ongoing project, accounted for using the percentage-of-completion method, concerning a timeshare project in Vierumäki.

TURNOVER BY MARKET AREAS

Eur

Geographical review	Group 2026	Group 2025	Parent 2026	Parent 2025
Finland	**107,376,674**	108,488,342	**107,459,399**	108,654,139
Sweden	**14,054,037**	13,043,134	**–**	–
Spain	**10,910,875**	10,716,824	**–**	–
Total	**132,341,586**	132,248,300	**107,459,399**	108,654,139

2. OTHER OPERATING INCOME

Eur

	Group 2026	Group 2025	Parent 2026	Parent 2025
Profit from the sales of fixed assets	**540,646**	–	**–**	–
Rental income	**1,031,175**	973,740	**900,892**	864,350
Commissions	**959,696**	1,031,629	**953,599**	1,026,758
Service income	**804,129**	720,439	**194,286**	169,566
Other income	**1,389,219**	2,997,806	**1,260,961**	2,826,827
Total	**4,724,865**	5,723,615	**3,309,738**	4,887,501

3. MATERIALS AND SERVICES

Eur

Materials and supplies	Group 2026	Group 2025	Parent 2026	Parent 2025
Purchases during the financial year	**23,156,238**	25,626,482	**20,596,571**	23,553,423
Change in inventory	**(3,759,130)**	(5,601,651)	**(3,101,399)**	(5,393,621)
Total	**19,397,108**	20,024,830	**17,495,171**	18,159,801
External services	**11,806,131**	11,498,702	**10,118,071**	9,736,451
Materials and services Total	**31,203,240**	31,523,532	**27,613,243**	27,896,252

4. PERSONNEL AND MEMBERS OF THE BOARD

PERSONNEL EXPENSES

Eur

	Group 2026	Group 2025	Parent 2026	Parent 2025
Salaries, wages, Commissions	**31,635,879**	32,362,873	**24,854,195**	25,825,225
Pension expenses	**4,430,150**	4,616,224	**4,288,031**	4,443,324
Other indirect employee expenses	**1,848,809**	1,810,071	**737,860**	671,029
Total	**37,914,838**	38,789,168	**29,880,086**	30,939,578

EXECUTIVE REMUNERATION

Eur

	Group 2026	Group 2025	Parent 2026	Parent 2025
Management board	**1,745,427**	1,720,700	**1,745,427**	1,720,700
Members of the board of directors	**72,500**	72,500	**72,500**	72,500
Total	**1,817,927**	1,793,200	**1,817,927**	1,793,200

THE AVERAGE NUMBER OF EMPLOYEES DURING THE FINANCIAL YEAR

	Group 2026	Group 2025	Parent 2026	Parent 2025
Employees	**837**	901	**570**	634
Total	**837**	901	**570**	634

5. AMORTIZATIONS, DEPRECIATIONS AND IMPAIRMENTS

Eur

	Group	Group	**Parent**	Parent
	2026	2025	**2026**	2025
Intangible assets	**1,089,209**	934,179	**1,063,155**	918,543
Other long-term expenses	**1,074,281**	990,223	**1,074,281**	990,223
Buildings and structures	**844,152**	877,266	**94,396**	94,507
Machinery and equipment	**943,084**	789,644	**658,821**	527,194
Other tangible assets	**116,430**	117,948	**110,930**	112,448
Total	**4,067,155**	3,709,261	**3,001,583**	2,642,916
Group goodwill	**101,854**	97,494	**–**	–
Total	**4,169,009**	3,806,755	**3,001,583**	2,642,916

6. OTHER OPERATING EXPENSES

Eur

	Group	Group	**Parent**	Parent
	2026	2025	**2026**	2025
Voluntary employee expenses	**611,123**	612,178	**581,896**	591,639
Rents	**25,568,028**	21,356,157	**20,826,597**	16,860,544
Maintenance fees	**8,983,493**	8,607,272	**8,736,831**	8,361,447
Marketing expenses	**5,872,095**	6,859,280	**5,589,830**	5,949,974
Travel and entertainment expenses	**567,946**	544,563	**549,604**	537,641
Maintenance expenses	**6,146,491**	6,090,401	**5,419,999**	5,225,214
Real estate expenses	**11,257,334**	9,826,877	**8,824,442**	7,778,720
Consulting and other services	**2,565,433**	2,614,173	**1,925,411**	1,953,433
Other operating expenses	**7,839,595**	6,783,328	**4,487,162**	4,293,245
Total	**69,411,537**	63,294,230	**56,941,772**	51,551,856

AUDITING FEES

Eur

	Group	Group	**Parent**	Parent
	2026	2025	**2026**	2025
Auditing services	**327,278**	336,199	**241,529**	264,196
Tax consultancy	**27,000**	44,987	**–**	–
Other fees	**–**	20,960	**–**	20,960
Total	**354,278**	402,146	**241,529**	285,156

7. FINANCIAL INCOME AND EXPENSE

Eur

	Group	Group	**Parent**	Parent
	2026	2025	**2026**	2025
Dividends	**1,203**	1,189	**1,203**	1,189
Other interest and financial income				
Interest income				
Group companies	**–**	–	**343,041**	497,962
Others	**191,968**	180,483	**165,898**	161,635
Financial income				
Others	**602,714**	1,125,530	**120**	–
Total interest and financial income	**795,886**	1,307,203	**510,262**	660,786
Interest expenses and other financial expenses				
Interest expenses				
Group companies	**–**	–	**–**	68,124
Others	**1,059,614**	1,170,568	**1,028,727**	1,117,181
Other financial expenses				
Reversal of impairment losses from financial securities	**(3,196)**	–	**(3,196)**	–
Foreign exchange loss (other items), unrealised	**519,634**	1,168,138	**–**	–
Others	**1,670,229**	1,777,667	**1,553,530**	1,709,113
Total interest expenses and other financial expenses	**3,246,282**	4,116,372	**2,579,061**	2,894,418
Financial income and expense	**(2,450,396)**	(2,809,170)	**(2,068,799)**	(2,233,632)

8. APPROPRIATIONS

Eur

	Group	Group	**Parent**	Parent
	2026	2025	**2026**	2025
Total	**–**	–	**–**	–

9. INCOME TAXES

Eur

	Group	Group	**Parent**	Parent
	2026	2025	**2026**	2025
Income taxes from operating activities	**(389,172)**	(250,136)	**–**	–
Change in deferred tax receivables	**1,687,888**	453,806	**–**	–
Total	**1,298,715**	203,670	**–**	–

NOTES TO BALANCE SHEET

FIXED ASSETS

10. INTANGIBLE ASSETS AND GROUP GOODWILL, GROUP

Eur

March 31, 2025	Intangible assets	Other long-term expenses	Goodwill	Advance payments	Group goodwill	Total
Acquisition cost April 1, 2024	9,045,794	15,338,504	6,209,518	3,409,392	1,436,347	35,439,555
Translation difference	–	–	–	–	60,189	60,189
Additions	353,725	1,294,062	–	1,073,210	–	2,720,997
Deductions	(234,478)	(777,370)	–	(713,068)	–	(1,724,915)
Transfers between items	1,432,484	196,461	–	(1,560,903)	–	68,042
Acquisition cost March 31, 2025	10,597,525	16,051,657	6,209,518	2,208,631	1,496,536	36,563,868
Accumulated amortizations April 1, 2024	(7,440,934)	(12,414,014)	(6,209,518)	–	(808,470)	(26,872,936)
Translation difference	–	–	–	–	(26,188)	(26,188)
Accumulated amortizations from transfers/ deductions	234,478	777,370	–	–	–	1,011,848
Amortizations	(918,543)	(1,005,860)	–	–	(97,494)	(2,021,897)
Accumulated amortizations March 31, 2025	(8,124,999)	(12,642,504)	(6,209,518)	–	(932,152)	(27,909,173)
Book value March 31, 2025	2,472,527	3,409,153	–	2,208,631	564,385	8,654,695

Eur

March 31, 2026	Intangible assets	Other long-term expenses	Goodwill	Advance payments	Group goodwill	Total
Acquisition cost April 1, 2025	10,597,525	16,051,657	6,209,518	2,208,631	1,496,536	36,563,868
Translation difference	–	–	–	–	(8,815)	(8,815)
Additions	124,971	521,292	–	966,437	–	1,612,700
Deductions	–	(69,670)	–	(7,962)	–	(77,632)
Transfers between items	736,270	271,041	–	(1,009,446)	–	(2,135)
Acquisition cost March 31, 2026	**11,458,767**	**16,774,319**	**6,209,518**	**2,157,661**	**1,487,722**	**38,087,987**
Accumulated amortizations April 1, 2025	(8,124,999)	(12,642,504)	(6,209,518)	–	(932,152)	(27,909,173)
Translation difference	–	–	–	–	4,087	4,087
Accumulated amortizations from transfers/ deductions	–	69,670	–	–	–	69,670
Amortizations	(1,063,155)	(1,100,335)	–	–	(101,854)	(2,265,344)
Accumulated amortizations March 31, 2026	**(9,188,154)**	**(13,673,169)**	**(6,209,518)**	**–**	**(1,029,919)**	**(30,100,760)**
Book value March 31, 2026	**2,270,613**	**3,101,150**	**–**	**2,157,661**	**457,803**	**7,987,226**

10. INTANGIBLE ASSETS, PARENT COMPANY

Eur

March 31, 2025	Intangible assets	Other long-term expenses	Goodwill	Advance payments	Total
Acquisition cost April 1, 2024	9,045,794	15,246,808	2,701,524	3,409,392	30,403,517
Additions	353,725	1,257,402	–	1,073,210	2,684,337
Transfers between items	1,432,484	196,461	–	(1,560,903)	68,042
Acquisition cost March 31, 2025	10,597,525	15,923,301	2,701,524	2,208,631	31,430,981
Accumulated amortizations April 1, 2024	(7,440,934)	(12,382,655)	(2,701,524)	–	(22,525,113)
Amortizations	(918,543)	(990,223)	–	–	(1,908,766)
Accumulated amortizations March 31, 2025	(8,124,999)	(12,595,509)	(2,701,524)	–	(23,422,031)
Book value March 31, 2025	2,472,527	3,327,792	–	2,208,631	8,008,950

Eur

March 31, 2026	Intangible assets	Other long-term expenses	Goodwill	Advance payments	Total
Acquisition cost April 1, 2025	10,597,525	15,923,301	2,701,524	2,208,631	31,430,981
Additions	124,971	481,399	–	966,437	1,572,808
Deductions	–	(69,670)	–	(7,962)	(77,632)
Transfers between items	736,270	271,041	–	(1,009,446)	(2,135)
Acquisition cost March 31, 2026	**11,458,767**	**16,606,071**	**2,701,524**	**2,157,661**	**32,924,022**
Accumulated amortizations April 1, 2025	(8,124,999)	(12,595,509)	(2,701,524)	–	(23,422,031)
Accumulated amortizations from transfers/deductions	–	69,670	–	–	69,670
Amortizations	(1,063,155)	(1,074,281)	–	–	(2,137,436)
Accumulated amortizations March 31, 2026	**(9,188,154)**	**(13,600,120)**	**(2,701,524)**	**–**	**(25,489,797)**
Book value March 31, 2026	**2,270,613**	**3,005,951**	**–**	**2,157,661**	**7,434,225**

11. TANGIBLE ASSETS, GROUP

Eur

March 31, 2025	Land and water areas	Buildings and structures	Machinery and equipment	Other tangible assets	Unfinished assets and advance payments	Total
Acquisition cost April 1, 2024	14,511,150	21,378,168	26,120,632	3,419,613	91,897	65,521,460
Translation difference	12,135	314,415	78,838	–	–	405,389
Additions	466,989	1,490,313	1,472,023	6,353	93,091	3,528,770
Deductions	–	–	(259,404)	–	(9,962)	(269,366)
Transfers between items	–	–	3,312	–	(71,354)	(68,042)
Acquisition cost March 31, 2025	14,990,274	23,182,897	27,415,402	3,425,966	103,672	69,118,210
Accumulated amortizations April 1, 2024	(3,547,212)	(9,567,048)	(23,592,377)	(1,821,883)	–	(38,528,520)
Translation difference	–	(148,591)	(59,022)	–	–	(207,613)
Accumulated amortizations from transfers/ deductions	–	–	259,404	–	–	259,404
Amortizations	–	(877,266)	(789,644)	(117,948)	–	(1,784,858)
Accumulated amortizations March 31, 2025	(3,547,212)	(10,592,905)	(24,181,638)	(1,939,831)	–	(40,261,586)
Book value March 31, 2025	11,443,062	12,589,992	3,233,763	1,486,135	103,672	28,856,624

Eur

March 31, 2026	Land and water areas	Buildings and structures	Machinery and equipment	Other tangible assets	Unfinished assets and advance payments	Total
Acquisition cost April 1, 2025	14,990,274	23,182,897	27,415,402	3,425,966	103,672	69,118,210
Translation difference	(1,777)	(44,910)	(11,795)	–	–	(58,482)
Additions	–	–	752,948	–	57,877	810,826
Additions, (Through business combinations)	50,052	337,668	–	–	–	387,720
Deductions	(938,507)	(2,668,009)	(183,150)	–	(30,850)	(3,820,517)
Transfers between items	–	–	27,361	–	(25,226)	2,135
Acquisition cost March 31, 2026	**14,100,042**	**20,807,646**	**28,000,766**	**3,425,966**	105,473	**66,439,892**
Accumulated amortizations April 1, 2025	(3,547,212)	(10,592,905)	(24,181,638)	(1,939,831)	–	(40,261,586)
Translation difference	–	21,110	8,851	–	–	29,961
Accumulated amortizations from transfers/ deductions	–	1,212,978	183,150	–	–	1,396,129
Amortizations	–	(844,152)	(943,084)	(116,430)	–	(1,903,666)
Accumulated amortizations March 31, 2026	**(3,547,212)**	**(10,202,968)**	**(24,932,722)**	**(2,056,261)**	–	**(40,739,162)**
Book value March 31, 2026	**10,552,830**	**10,604,678**	**3,068,044**	**1,369,705**	105,473	**25,700,730**

11. TANGIBLE ASSETS, PARENT COMPANY

Eur

March 31, 2025	Land and water areas	Buildings and structures	Machinery and equipment	Other tangible assets	Unfinished assets and advance payments	Total
Acquisition cost April 1, 2024	6,646,188	2,661,477	19,773,962	3,254,613	81,064	32,417,305
Additions	466,989	–	1,027,082	6,353	81,545	1,581,969
Deductions	–	–	(258,680)	–	(9,962)	(268,642)
Transfers between items	–	–	3,312	–	(71,354)	(68,042)
Acquisition cost March 31, 2025	7,113,177	2,661,477	20,545,677	3,260,966	81,293	33,662,590
Accumulated depreciations and impairments April 1, 2024	(1,160,527)	(1,091,473)	(18,182,792)	(1,762,758)	–	(22,197,550)
Accumulated depreciations from deductions and transfers	–	–	258,680	–	–	258,680
Depreciations for the financial year	–	(94,507)	(527,194)	(112,448)	–	(734,150)
Accumulated depreciations and impairments March 31, 2025	(1,160,527)	(1,185,980)	(18,451,307)	(1,875,206)	–	(22,673,020)
Book value March 31, 2025	5,952,650	1,475,497	2,094,370	1,385,760	81,293	10,989,569

Eur

March 31, 2026	Land and water areas	Buildings and structures	Machinery and equipment	Other tangible assets	Unfinished assets and advance payments	Total
Acquisition cost April 1, 2025	7,113,177	2,661,477	20,545,677	3,260,966	81,293	33,662,590
Additions	–	–	649,850	–	21,569	671,419
Deductions	(938,507)	–	(125,330)	–	(30,850)	(1,094,687)
Transfers between items	–	–	27,361	–	(25,226)	2,135
Acquisition cost March 31, 2026	**6,174,670**	**2,661,477**	**21,097,558**	**3,260,966**	**46,786**	**33,241,457**
Accumulated depreciations and impairments April 1, 2025	(1,160,527)	(1,185,980)	(18,451,307)	(1,875,206)	–	(22,673,020)
Accumulated depreciations from deductions and transfers	–	–	125,330	–	–	125,330
Depreciations for the financial year	–	(94,396)	(658,821)	(110,930)	–	(864,147)
Accumulated depreciations and impairments March 31, 2026	**(1,160,527)**	**(1,280,376)**	**(18,984,798)**	**(1,986,136)**	**–**	**(23,411,837)**
Book value March 31, 2026	**5,014,143**	**1,381,101**	**2,112,760**	**1,274,830**	**46,786**	**9,829,620**

12. INVESTMENTS, GROUP

Eur

March 31, 2025	Other shares	Shares in associated companies	Other receivables	Receivables from associated companies	Total
Acquisition cost April 1, 2024	4,911,926	222,550	158,152	–	5,292,629
Additions	(1)	–	–	–	(1)
Share of associated companies' results	–	(2,761)	–	–	(2,761)
Exchange rate differences	2,790	–	–	–	2,790
Acquisition cost March 31, 2025	4,914,715	219,790	158,152	–	5,292,657
Accumulated impairments April 1, 2024	(197,651)	–	–	–	(197,651)
Exchange rate differences	(2,790)	–	–	–	(2,790)
Accumulated impairments March 31, 2025	(200,441)	–	–	–	(200,441)
Book value March 31, 2025	4,714,274	219,790	158,152	–	5,092,216

Eur

March 31, 2026	Other shares	Shares in associated companies	Other receivables	Receivables from associated companies	Total
Acquisition cost April 1, 2025	4,914,715	219,790	158,152	–	5,292,657
Share of associated companies' results	–	(4,148)	–	–	(4,148)
Exchange rate differences	(409)	–	–	–	(409)
Acquisition cost March 31, 2026	**4,914,307**	**215,641**	**158,152**	**–**	**5,288,100**
Accumulated impairments April 1, 2025	(200,441)	–	–	–	(200,441)
Exchange rate differences	409	–	–	–	409
Accumulated impairments March 31, 2026	**(200,032)**	–	–	**–**	**(200,032)**
Book value March 31, 2026	**4,714,274**	**215,641**	**158,152**	**–**	**5,088,068**

12. INVESTMENTS, PARENT COMPANY

Eur

March 31, 2025	Shares in group companies	Shares in associated companies	Other shares	Capital Loan Receivables from group companies	Receivables from associated companies	Other receivables	Total
Acquisition cost April 1, 2024	1,404,506	1,096,725	4,867,121	10,563,991	18,000	103,190	18,053,533
Additions	–	–	(1)	–	–	–	(1)
Exchange rate differences	–	–	–	658,241	–	–	658,241
Acquisition cost March 31, 2025	1,404,506	1,096,725	4,867,120	11,222,232	18,000	103,190	18,711,773
Accumulated depreciations and impairments April 1, 2024	(303,442)	(879,225)	(152,845)	–	(18,000)	(38,642)	(1,392,154)
Accumulated depreciations and impairments March 31, 2025	(303,442)	(879,225)	(152,845)	–	(18,000)	(38,642)	(1,392,154)
Book value March 31, 2025	1,101,064	217,500	4,714,274	11,222,232	–	64,549	17,319,620

12. INVESTMENTS, PARENT COMPANY (Contd.)

Eur

March 31, 2026	Shares in group companies	Shares in associated companies	Other shares	Capital Loan Receivables from group companies	Receivables from associated companies	Other receivables	Total
Acquisition cost April 1, 2025	1,404,506	1,096,725	4,867,120	11,222,232	18,000	103,190	18,711,773
Additions	258,605	–	–	–	–	–	258,605
Exchange rate differences	–	–	–	(96,399)	–	–	(96,399)
Acquisition cost March 31, 2026	**1,663,111**	**1,096,725**	**4,867,120**	**11,125,834**	**18,000**	**103,190**	**18,873,980**
Accumulated depreciations and impairments April 1, 2025	(303,442)	(879,225)	(152,845)	_	(18,000)	(38,642)	(1,392,154)
Accumulated depreciations and impairments March 31, 2026	**(303,442)**	**(879,225)**	**(152,845)**	_	**(18,000)**	**(38,642)**	**(1,392,154)**
Book value March 31, 2026	**1,359,669**	**217,500**	**4,714,274**	**11,125,834**	–	**64,549**	**17,481,826**

13. GROUP COMPANIES

Consolidated	Domicile	Group ownership %	Parent ownership %
Holiday Club Canarias Investment S.L.U.	Las Palmas	100.00	0.00
Holiday Club Canarias Resort Management S.L.U.	Las Palmas	100.00	0.00
Holiday Club Canarias Sales & Marketing S.L.U.	Las Palmas	100.00	0.00
Holiday Club Canarias Vacation Club S.L.U.	Las Palmas	100.00	0.00
Holiday Club Sweden AB	Åre	100.00	100.00
Ownership Services AB	Åre	100.00	0.00
Åre Villas 3 AB	Åre	100.00	0.00
Holiday Club Sport and Spa Hotels AB	Åre	100.00	0.00
Kiinteistö Oy Rauhan Liikekiinteistöt 1	Lappeenranta	100.00	100.00
Keskinäinen Kiinteistö Oy Salla Star	Salla	100.00	100.00

In accordance with the decision of the Board of Directors, the company Holiday Club Rus LLC in Russia has been voluntarily dissolved as of October 10, 2024.

Associated companies and joint ventures	Domicile	Group ownership %	Parent ownership %
Kiinteistö Oy Seniori-Saimaa	Lappeenranta	31.15	31.15
Tropiikin Rantasauna Oy	Kuusamo	50.00	50.00

All associated companies have been consolidated into the group financial statements.

14. INVENTORY

Eur

	Group 2026	Group 2025	**Parent 2026**	Parent 2025
Materials and supplies	**628,679**	578,692	**479,468**	439,977
Timeshare	**60,503,162**	58,322,908	**47,311,499**	45,740,849
Unfinished construction projects	**881,645**	953,509	**793,228**	864,326
Other inventory	**2,576,554**	2,621,549	**2,536,907**	2,563,102
Advance payments for inventory	**489,883**	463,372	**489,883**	463,372
Villas apartments	**5,629,991**	5,424,170	**5,591,433**	5,385,278
Total	**70,709,913**	68,364,200	**57,202,418**	55,456,904

RECEIVABLES

15. LONG-TERM RECEIVABLES

Eur

	Group 2026	Group 2025	**Parent 2026**	Parent 2025
Sales receivables	**1,284,849**	1,389,386	**1,149,385**	1,250,600
Loan receivables from group companies	**–**	–	**726,609**	2,809,440
Deferred tax receivable	**6,839,322**	5,158,868	**–**	–
Total	**8,124,170**	6,548,254	**1,875,994**	4,060,040

16. SHORT-TERM RECEIVABLES

Eur

	Group	Group	Parent	Parent
	2026	2025	**2026**	2025
Sales receivables	**9,583,968**	9,415,038	**6,396,042**	5,967,989
Receivables from group companies				
Sales receivables	**–**	–	**12,390**	38,904
Loan receivables	**–**	–	**3,940,654**	3,797,060
Accrued income	**–**	–	**723,508**	973,726
Receivables from group companies, Total	**–**	–	**4,676,552**	4,809,691
Receivables from others				
Loan receivables	**–**	228,547	**–**	228,547
Accrued income	**3,203,722**	2,754,830	**2,884,074**	2,291,538
Other receivables	**1,728,933**	1,662,151	**617,377**	652,963
Total	**14,516,623**	14,060,566	**14,574,045**	13,950,728

RELEVANT ACCRUED INCOME (excluding receivables from group and associated companies)

Eur

	Group	Group	Parent	Parent
	2026	2025	**2026**	2025
Accrued expenses	**2,363,792**	1,709,514	**2,278,504**	1,644,792
Accrued income	**603,293**	811,182	**540,506**	585,658
Tax receivables	**50,279**	53,947	**–**	–
Social security receivables	**63,016**	58,461	**63,016**	58,461
Others	**123,341**	121,725	**2,048**	2,627
Total	**3,203,722**	2,754,830	**2,884,074**	2,291,538

17. EQUITY

Eur

	Group	Group	Parent	Parent
	2026	2025	**2026**	2025
RESTRICTED SHAREHOLDERS' EQUITY				
Share capital at the beginning of the financial year	**11,959,146**	11,959,146	**11,959,146**	11,959,146
Share capital at the end of financial year	**11,959,146**	11,959,146	**11,959,146**	11,959,146
RESTRICTED SHAREHOLDERS' EQUITY TOTAL	**11,959,146**	11,959,146	**11,959,146**	11,959,146
NON-RESTRICTED SHAREHOLDERS' EQUITY				
Reserve for invested non-restricted equity at the beginning of the financial year	**42,395,175**	42,395,175	**42,395,175**	42,395,175
Reserve for invested non-restricted equity at the end of the financial year	**42,395,175**	42,395,175	**42,395,175**	42,395,175
Profit/(loss) from previous financial years at the beginning of the financial year	**(11,349,014)**	(9,722,870)	**(24,958,725)**	(23,236,130)
Translation differences	**(9,748)**	423,886	**–**	–
Profit/(loss) from previous financial years at the end of financial year	**(11,358,761)**	(9,298,983)	**(24,958,725)**	(23,236,130)
Profit/(loss) for the period	**(6,788,002)**	(2,050,030)	**(8,736,345)**	(1,722,595)
NON-RESTRICTED SHAREHOLDERS' EQUITY TOTAL	**24,248,411**	31,046,161	**8,700,105**	17,436,450
SHAREHOLDERS' EQUITY TOTAL	**36,207,557**	43,005,307	**20,659,251**	29,395,596

The Shareholders' equity of the Group includes NIL (2025 : EUR 32) from appropriations and other voluntary provisions.

CALCULATION FOR DISTRIBUTABLE FUNDS

	Eur	
	Parent	Parent
	2026	2025
Reserve for invested non-restricted equity	**42,395,175**	42,395,175
Profit/(loss) from the previous financial years	**(24,958,725)**	(23,236,130)
Profit/(loss) for the period	**(8,736,345)**	(1,722,595)
Total	**8,700,105**	17,436,450

18. DEFERRED TAX RECEIVABLES AND LIABILITIES

				Eur
	Group	Group	**Parent**	Parent
	2026	2025	**2026**	2025
Deferred tax receivables:				
from unused losses in taxation	**6,339,096**	4,658,642	**–**	–
from other temporary differences	**500,226**	500,226	**–**	–
Total	**6,839,322**	5,158,868	**–**	–
Deferred tax liabilities:				
from appropriations	**8**	8	**–**	–
Total	**8**	8	**–**	–
Deferred not booked tax receivables:				
from unused losses in taxation	**4,312,198**	4,586,729	**–**	–
from other temporary differences	**1,545,846**	1,545,846	**–**	–
Total	**5,858,044**	6,132,575	**–**	–

19. STATUTORY PROVISIONS, GROUP

			Eur
Year ended March 31, 2025	**Litigation provision**	**Other provisions**	**Total**
Opening balance April 1, 2024	–	508,505	508,505
Additional provisions recognised	538,000	5,010,214	5,548,214
Amounts used during the period	–	(6,611,100)	(6,611,100)
Unused amounts reversed during the period	–	1,571,659	1,571,659
Other movement	–	1,617	1,617
Book value March 31, 2025	538,000	480,896	1,018,896

			Eur
Year ended March 31, 2026	**Litigation provision**	**Other provisions**	**Total**
Opening balance April 1, 2025	**538,000**	**480,896**	**1,018,896**
Additional provisions recognised	**509,525**	**11,309,767**	**11,819,293**
Amounts used during the period	**–**	**(12,858,567)**	**(12,858,567)**
Unused amounts reversed during the period	**–**	**1,823,696**	**1,823,696**
Other movement	**–**	**(57,439)**	**(57,439)**
Book value March 31, 2026	**1,047,525**	**698,354**	**1,745,879**

19. STATUTORY PROVISIONS, PARENT COMPANY

Eur

Year ended March 31, 2025	Litigation provision	Other provisions	Total
Opening balance April 1, 2024	–	465,751	465,751
Additional provisions recognised	–	4,922,711	4,922,711
Amounts used during the period	–	(6,515,820)	(6,515,820)
Unused amounts reversed during the period	–	1,603,350	1,603,350
Other movement	–	1,617	1,617
Book value March 31, 2025	–	477,610	477,610

Eur

Year ended March 31, 2026	**Litigation provision**	**Other provisions**	**Total**
Opening balance April 1, 2025	**–**	**477,610**	**477,610**
Additional provisions recognised	**–**	**11,308,438**	**11,308,438**
Amounts used during the period	**–**	**(12,840,553)**	**(12,840,553)**
Unused amounts reversed during the period	**–**	**1,804,125**	**1,804,125**
Other movement	**–**	**(51,617)**	**(51,617)**
Book value March 31, 2026	**–**	**698,004**	**698,004**

20. LONG-TERM LIABILITIES

Eur

	Group	Group	**Parent**	Parent
	2026	2025	**2026**	2025
Loans from financial institutions	**2,168,675**	585,996	**2,000,000**	–
Other long-term loans	**11,240**	3,240	**–**	–
Loans from group companies	**19,151,387**	–	**19,151,387**	–
Total	**21,331,302**	589,236	**21,151,387**	–

Holiday Club Resort Oy has loan from its parent company Covington S.a.r.l, amounting to EUR 19,151,337 in total. The loans are unsecured and their interest rates are between 2.2% and 6.2% p.a.

The Group and the parent company have no loans from financial institutions maturing in more than five years.

21. SHORT-TERM LIABILITIES

Eur

	Group	Group	**Parent**	Parent
	2026	2025	**2026**	2025
Loans from financial institutions	**24,896,292**	21,311,554	**24,500,000**	21,000,000
Received advance payments	**11,939,769**	11,087,964	**10,940,649**	10,165,001
Accounts payable	**11,265,898**	10,402,135	**10,167,564**	8,855,980
Loans from group companies				
Accounts payable	**–**	–	**38,058**	185,975
Unsecured loans	**–**	19,151,387	**–**	19,151,387
Total	**–**	19,151,387	**38,058**	19,337,362
Other loans	**5,655,047**	6,626,009	**4,588,632**	5,064,596
Accrued liabilities	**20,629,930**	20,578,339	**17,068,510**	17,122,353
Short-term liabilities, Total	**74,386,935**	89,157,388	**67,303,415**	81,545,293

RELEVANT ACCRUED LIABILITIES (excluding receivables from group and associated companies)

Eur

	Group	Group	Parent	Parent
	2026	2025	**2026**	2025
Personnel and social expenses	**6,577,702**	7,214,921	**5,913,042**	6,543,833
Accrued interests	**2,890,229**	2,182,730	**2,890,229**	2,182,730
Sales commissions	**911,202**	1,061,059	**891,461**	1,021,365
Taxes	**355,722**	201,455	**–**	–
Deferred discounts related to TS and Villas sales	**2,350,162**	3,611,801	**2,350,162**	3,611,801
Real estate tax accrual	**1,007,603**	1,023,351	**986,663**	961,594
Exchange rate differences	**–**	58,532	**561,843**	658,241
Leases	**1,805,711**	319,709	**1,805,711**	319,709
Other	**4,731,597**	4,904,782	**1,669,399**	1,823,080
Total	**20,629,930**	20,578,339	**17,068,510**	17,122,353

OTHER NOTES TO THE FINANCIAL STATEMENTS

COMMITMENTS AND CONTINGENT LIABILITIES

ASSETS PLEDGED AND MORTGAGES GIVEN FOR FINANCIAL LIABILITIES

Eur

	Group	Group	Parent	Parent
	2026	2025	**2026**	2025
Property under mortgages	**10,000,000**	10,000,000	**–**	–
Total	**10,000,000**	10,000,000	**–**	–

OTHER COLLATERAL FOR OWN COMMITMENTS

Eur

	Group	Group	Parent	Parent
	2026	2025	**2026**	2025
Deposits, rent guarantees	**1,808,309**	1,026,702	**1,808,309**	1,026,702
Total	**1,808,309**	1,026,702	**1,808,309**	1,026,702

CONTINGENT LIABILITIES AND OTHER COMMITMENTS

LEASING CONTRACT COMMITMENTS

Eur

	Group	Group	Parent	Parent
	2026	2025	**2026**	2025
Due during the next financial year	**1,179,591**	1,420,205	**968,656**	1,191,409
Due thereafter	**1,250,163**	1,662,098	**1,151,001**	1,455,893
Total	**2,429,754**	3,082,303	**2,119,658**	2,647,302

RENTAL COMMITMENTS

Eur

	Group	Group	Parent	Parent
	2026	2025	**2026**	2025
Due during the next financial year	**18,735,789**	19,704,110	**16,791,904**	15,083,176
Due thereafter	**184,793,575**	189,786,841	**184,635,215**	183,052,197
Total	**203,529,364**	209,490,951	**201,427,119**	198,135,373

CONTINGENT LIABILITIES AND OTHER COMMITMENTS

Eur

	Group	Group	Parent	Parent
	2026	2025	**2026**	2025
Responsibility to review tax deductions related to real estate investments	**555,558**	738,810	**555,558**	738,810
Purchase and sales commitments	**–**	382,000	**–**	382,000
Other liabilities and guarantees	**4,530,322**	4,569,574	**4,530,322**	4,569,574

Investing commitments

Holiday Club Resorts Oy has a commitment in the construction of two timeshare buildings to Levi. Valid until the project is completed, includes two exit possibilities. HCR's liability in case of exit is annual real estate rents of approximately 250k€/a capped on max 1m€ and land use interest annual payment of approximately 50k€ paid until exit.

Holiday Club Resorts Oy is jointly committed with Kiinteistö Oy Vierumäen Harju I (2898229-6) and Kiinteistö Oy Vierumäenharju II (3366490-3) to fulfilling the contractual obligations of the land lease agreements concerning the designated plots until the buildings required by the agreements have been constructed on the plots. It the construction phase is neglected, Fennia has the right to increase the land rent and demand the purchase of the leased property from both the tenant company and Holiday Club Resorts Oy.

Responsibility to review tax deductions related to real estate investments

Holiday Club Resorts Oy is responsible to annually review vat deductions made from the real estate investments and from renovation costs made to leased properties. Responsibility is for 10 years after the completion of the investment, in so far as the VAT taxable use of the property decreases during the ten-year period.

Other liabilities and guarantees

Other liabilities and guarantees contain a surety that the parent has given regarding the lease obligations of Holiday Club Sport and Spa Hotels AB. The surety equates the lease obligation of 12 months.

Liabilities from customer finance agreements

Holiday Club Resorts Oy has agreed in the customer financing agreement made in 2022 between Holiday Club Resorts Oy and OP Corporate Bank Oyj (OP Financing) the following:

In secured finance, the Property will be pledged with OP in security for finance and HCR will sign the pledge agreement for the Property with customers on OP's account. If, due to the customer's delinquency or other breach of the agreement, OP has the right to demand repayment of the customer's remaining loan or cancel the customer's financing agreement, HCR, upon OP's demand, undertakes to redeem the price of said Property, which equals 50% of the sale price of the Property under the deed of sale based on the sale price and to remit the redemption price to OP.

In loan applications where OP is not prepared to take credit risk, a 100% repurchase commitment for the entire loan amount is required of HCR to receive an approved loan decision, in other words HCR will sign a separate repurchase commitment of the debt receivable and OP will have the right to transfer the debt receivable to HCR.

In loan applications where the customer has existing finance and OP is not prepared to increase credit risk arising from the additional purchase, a repurchase commitment in euros is required of HCR to receive an approved loan decision. In such a situation, HCR will sign a separate repurchase commitment.

Holiday Club Resorts Oy has agreed in the customer financing agreement made between Holiday Club Resorts Oy and Danske Bank Oyj the following:

If Danske Bank terminates the customer's financing contract for timeshare purchase based on the terms of contract, the following risk distribution contract applies:

If Danske Bank claims, Holiday Club Resorts Oy is committed to purchase the timeshare which has been given as a collateral for a financing agreement. The purchase price is 30% of the timeshare's original purchase price. If the purchase price, calculated by the foregoing way, is more than the financier's financed part based on the sale agreement issue, the purchase price will be the amount of financed part of the sale agreement at issue. For the timeshares Holiday Club Resorts Oy has financed on its own risk, 100% buyback commitment is applied.

Significant events after the end of the financial year

The Company started Timeshare newbuild project in Levi, with 27 apartments to be built during the financial year 2027. Sales started on April 1, 2026.

RELATED PARTY TRANSACTIONS

Eur

	Group	Group	**Parent**	Parent
	2026	2025	**2026**	2025
MHR Holdings Mauritius Ltd. (Parent company of Covington S.a.r.l.)				
Financial expenses	**38,475**	39,644	**38,475**	39,644
Received Guarantee	**2,435,128**	3,166,136	**2,435,128**	3,166,136
Mahindra Holiday & Resorts India Limited				
Other expense	**75,663**	115,280	**75,663**	115,280
Covington S.a.r.l. (Parent company of Holiday Club Resorts Oy)				
Interest expenses	**812,901**	855,371	**812,901**	855,371
Interest liabilities	**2,736,890**	1,923,990	**2,736,890**	1,923,990
Loans	**19,151,337**	19,151,337	**19,151,337**	19,151,337
Subsidiaries				
Sales of Services / Materials	**–**	–	**209,061**	292,091
Purchases of Services / Materials	**–**	–	**34,852**	88,143
Rent expenses	**–**	–	**576,000**	720,077
Interest income	**–**	–	**343,041**	497,962
Interest expenses	**–**	–	**–**	68,124
Associated companies				
Rental expenses	**56,751**	53,623	**56,751**	53,623

List of ledgers, materials and corresponding safekeeping methods

Financial statements

The financial statements will be saved as PDF files and kept in the root folder.

List of ledgers and balances lists

The ledger-specific income statements, balance sheets and list of ledgers will be saved as PDF files and kept in the root folder.

Ledgers, voucher types and corresponding safekeeping methods

The daily and main ledgers of the Hansa accounting system will be saved as PDF files and kept in the root folder.

Summary of subsidiary ledgers

Subsidiary ledgers	System	Voucher types	Voucher series	Safekeeping method
Accounts receivables, share and other business areas	Hansa	Sales invoices	multiple, based on the sale type	Electronic
Accounts receivables, SPA business area	Hotellinx Cloud	Sales invoices, SPA	multiple for each spa	Electronic
Accounts receivables, renting	Cabinlinx Cloud	Sales invoices, renting	multiple for each resort	Electronic
Accounts receivables, shares and other business areas	Hansa	Sales invoice payments	SUOR.26000000-SUOR.26010602	Electronic
Accounts receivables, SPA and renting	Hansa	Sales invoice payments	bank receipts	Electronic
Accounts payables	Basware/Rillion	Purchase invoices	OL.22600001-OL.22685569	Electronic
	Hansa	Purchase payments	MAKS.20260001-MAKS.20264955	Electronic
Payroll accounting	Mepco	Summary of payroll system	2026.940000-2026.940305	Electronic
Travel invoices accounting	M2	Travel invoice	2026.950000-2026.950053	Electronic
Cash book	Excel	Memo voucher	–	As PDF files in the root folder
Hotels' stock records	Hotellinx and excel	Memo voucher	–	Electronic
Share sales' stock records	SPI	Memo voucher	–	Printed

Other voucher types	Voucher series	Storage method
Memo vouchers	multiple	Electronic
Bank receipts	2026.100000 -2026.127382	Electronic
Notes vouchers	LTT01-	As PDF files in the root folder

A more detailed description of the methods used for the safekeeping of accounting records and backup procedures is provided in a separate company document.

This document also contains a listing of all voucher types.

DATE AND SIGNATURES

Signatures of the financial statements and annual report

Helsinki, April 18, 2026

Chander Prakash Gurnani
Chairman of the Board

Manoj Bhat
Member of the Board

Harri Pärssinen
Member of the Board

Diwakar Gupta
Member of the Board

Maisa Romanainen
Member of the Board, CEO

AUDITOR'S NOTE

Auditor's report has been issued today.

Helsinki, April 18, 2026

KPMG Oy Ab

Kimmo Antonen
APA

AUDITOR'S REPORT

To the Annual General Meeting of Kiinteistö Oy Rauhan Liikekiinteistöt 1

Opinion

We have audited the financial statements of Kiinteistö Oy Rauhan liikekiinteistöt 1 (business identity code 2535232-8) for the year ended March 31, 2026. The financial statements comprise the balance sheet, income statement and notes.

In our opinion, the financial statements give a true and fair view of the company's financial performance and financial position in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements.

Basis for Opinion

We conducted our audit in accordance with good auditing practice in Finland. Our responsibilities under good auditing practice are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the company in accordance with the ethical requirements that are applicable in Finland and are relevant to our audit, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of the Board of Directors for the Financial Statements

The Board of Directors is responsible for the preparation of financial statements that give a true and fair view in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements. The Board of Directors is also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting. The financial statements are prepared using the going concern basis of accounting unless there is an intention to liquidate the company or cease operations, or there is no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with good auditing practice will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with good auditing practice, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events so that the financial statements give a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Helsinki, April 14, 2026

KPMG OY AB
Audit Firm

KIMMO ANTONEN
Authorised Public Accountant, KHT

BALANCE SHEET AS AT MARCH 31, 2026

	Appendix	Eur 2026	Eur 2025
ASSETS			
NON-CURRENT ASSETS			
Tangible assets	7		
Land areas		**329,375.58**	329,375.58
Buildings		**5,909,491.40**	6,270,589.98
Machines and equipment		**–**	–
Other tangible assets		**94,875.00**	100,375.00
Total tangible assets		**6,333,741.98**	6,700,340.56
Other receivables	8	**93,603.26**	93,603.26
NON-CURRENT ASSETS TOTAL		**6,427,345.24**	6,793,943.82
CURRENT ASSETS			
Short-term receivables	9		
Receivables from companies in the same Group		**14,380.00**	88,954.67
Accrued income		**4,974.30**	4,789.15
Total short-term receivables		**19,354.30**	93,743.82
Cash and cash equivalents			
Cash at bank		**164.11**	494.14
Total cash and cash equivalents		**164.11**	494.14
TOTAL CURRENT ASSETS		**19,518.41**	94,237.96
TOTAL ASSETS		**6,446,863.65**	6,888,181.78
LIABILITIES			
EQUITY	10		
Share capital		**100,000.00**	100,000.00
Invested unrestricted equity fund		**2,850,825.84**	2,850,825.84
Profit(Loss) from previous years		**(875,159.81)**	(786,758.39)
Profit(Loss) for the financial year		**(191,331.44)**	(88,401.42)
TOTAL EQUITY		**1,884,334.59**	2,075,666.03
Appropriations	11		
Cumulative accelerated depreciation		**40.29**	40.29

BALANCE SHEET AS AT MARCH 31, 2026 (Contd.)

		Eur	Eur
	Appendix	2026	2025
CREDITORS			
Liabilities to credit institutions			
Short term		**–**	–
Total liabilities to credit institutions		**–**	–
Short-term borrowed capital	**13**		
Trade creditors		**2,277.87**	3,043.59
Liabilities for companies in the same Group		**4,516,403.45**	4,757,414.36
Other liabilities		**15,664.15**	23,827.88
Accruals and deferred income		**28,143.30**	28,189.63
		4,562,488.77	4,812,475.46
TOTAL BORROWED CAPITAL		**4,562,488.77**	4,812,475.46
TOTAL LIABILITIES		**6,446,863.65**	6,888,181.78

PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

		Eur	Eur
	Appendix	**2026**	2025
TURNOVER	**1**	**576,000.00**	720,077.16
Total turnover		**576,000.00**	720,077.16
Materials and services	**2**	**–**	(321.40)
		–	(321.40)
Depreciation and impairments	**3**		
Planned depreciation		**(366,598.58)**	(366,901.56)
Other operating expenses	**4**		
Other operating expenses		**(211,713.54)**	(197,002.74)
		(578,312.12)	(563,904.30)
Profit(Loss)		**(2,312.12)**	155,851.46
Financial income and expenses	**5**		
Interest income			
Other interest income		**2.79**	–
Interest charges			
for companies in the same Group		**(188,989.09)**	(219,227.19)
for others		**(33.02)**	(25,025.69)
Total financial income and expenses		**(189,019.32)**	(244,252.88)
Profit/Loss before extraordinary items		**(191,331.44)**	(88,401.42)
Profit before appropriations and taxes		**(191,331.44)**	(88,401.42)
Appropriations	**6**		
Change in cumulative accelerated depreciation			
Store and warehouse buildings		**–**	–
Building elements		**–**	–
Machines and equipment		**–**	–
Total change in cumulative accelerated depreciation		**–**	–
Profit/Loss for the financial year		**(191,331.44)**	(88,401.42)

NOTES TO THE FINANCIAL STATEMENTS

The company belongs to the Holiday Club Resorts Oy group. The parent company is Holiday Club Resorts Oy. Copies of the consolidated financial statements are available at the Holiday Club Resorts Group headquarters. Konepajankuja 5 C, 00510 Helsinki. The business operations of the company have ceased in spring 2020. Koy Rauhan Liikekiinteistöt 1 (2384842-6) has merged to Supermarket Capri Oy April 8, 2022 and the new name of the company is Kiinteistö Oy Rauhan Liikekiinteistöt 1.

ACCOUNTING PRINCIPLES

The financial statements have been drawn up in accordance with regulations governing small and medium-sized enterprises (Government Decree on the information presented in the finacial statements of a small undertaking and micro-undertaking, 1753/2015)

Non-current assets

In this balance sheet, capital assets are listed as the difference between purchase price and accumulated planned depreciation.

Planned depreciation is calculated as a declining-balance depreciation based on the useful life of the object.

The indicative useful lives on which the planned depreciation is based are as follows:

– buildings	20 - 30 years
– machines and equipment	5 - 10 years
– other tangible assets	30 years

Current assets

Receivables and liabilities have been valued at the nominal value.

Company shares

There are 100 company shares. Each share confers the same right to dividends and company assets.

NOTES TO THE PROFIT AND LOSS STATEMENT

	Eur	Eur
1. TURNOVER BY SECTOR	**2026**	2025
Rent revenues	**576,000.00**	720,077.16
2. MATERIALS AND SERVICES		
Outsourced services	**–**	321.40
Other personnel expenses	**–**	–
Total	**–**	321.40

3. DEPRECIATION AND IMPAIRMENTS	**Eur**	Eur
	2026	2025
Store and warehouse buildings	**314,372.00**	314,372.00
Civil defence shelters	**4,100.00**	4,100.00
Building elements	**42,626.57**	42,929.56
Other tangible assets	**5,500.00**	5,500.00
Total	**366,598.57**	366,901.56

4. OTHER OPERATING EXPENSES	**Eur**	Eur
	2026	2025
Maintenance expenses	**(196,881.05)**	(182,726.79)
Other expenses	**(14,832.49)**	(14,275.95)
Total	**(211,713.54)**	(197,002.74)

5. FINANCIAL INCOME AND EXPENSES	**Eur**	Eur
	2026	2025
Other interest income	**2.79**	–
Total	**2.79**	–
Interest expenses to companies in the same Group	**(188,989.09)**	(219,227.19)
Other interest expenses	**(33.02)**	(25,025.69)
Total interest expenses	**(189,022.11)**	(244,252.88)
Total financial income and expenses	**(189,019.32)**	(244,252.88)

6. APPROPRIATIONS	**Eur**	Eur
	2026	2025
Change in cumulative accelerated depreciation		
Building elements	**–**	–
Machines and equipment	**–**	–
Store and warehouse buildings	**–**	–
Total	**–**	–

NOTES TO THE BALANCE SHEET

7. TANGIBLE ASSETS

Eur

	Land and water areas	Buildings	Machines and equipment	Other tangible assets	Total
Acquisition cost April 1, 2025	329,375.58	10,542,489.36	111,741.31	165,000.00	11,148,606.25
Acquisition cost March 31, 2026	**329,375.58**	**10,542,489.36**	**111,741.31**	**165,000.00**	**11,148,606.25**
Depreciation for the financial year	–	(4,632,997.96)	(111,741.31)	(70,125.00)	(4,814,864.27)
Impairments	–	–	–	–	–
Accumulated depreciation March 31, 2026	**–**	**(4,632,997.96)**	**(111,741.31)**	**(70,125.00)**	**(4,814,864.27)**
Book value March 31, 2026	**329,375.58**	**5,909,491.40**	**–**	**94,875.00**	**6,333,741.98**

8. OTHER RECEIVABLES

	Eur	Eur
	2026	2025
Acquisition cost April 1,	**93,603.26**	93,603.26
Additions	**–**	–
Acquisition cost March 31,	**93,603.26**	93,603.26
Book value March 31,	**93,603.26**	93,603.26

9. SHORT-TERM RECEIVABLES

	Eur	Eur
	2026	2025
Receivables from companies in the same Group	**14,380.00**	88,954.67
Accrued income	**4,974.30**	4,789.15
Total	**19,354.30**	93,743.82

LIABILITIES

10. CHANGES IN EQUITY

	Eur	Eur
	2026	2025
Share capital April 1,	**100,000.00**	100,000.00
Share capital March 31,	**100,000.00**	100,000.00
Total restricted equity	**100,000.00**	100,000.00
Reserve for invested non-restricted equity April 1,	**2,850,825.84**	2,850,825.84
Reserve for invested non-restricted equity March 31,	**2,850,825.84**	2,850,825.84
Profit (loss) from previous financial periods:	**(875,159.81)**	(786,758.39)
Profit (loss) for the period:	**(191,331.44)**	(88,401.42)
Total non-restricted equity:	**1,784,334.59**	1,975,666.03
Total equity	**1,884,334.59**	2,075,666.03

CALCULATION OF DISTRIBUTABLE FUNDS

	Eur	Eur
	2026	2025
Invested non-restricted equity fund:	**2,850,825.84**	2,850,825.84
Profit (loss) from previous financial periods:	**(875,159.81)**	(786,758.39)
Profit (loss) for the period:	**(191,331.44)**	(88,401.42)
Total distributable non-restricted equity	**1,784,334.59**	1,975,666.03

11. ACCUMULATED APPROPRIATIONS

	Eur	Eur
	2026	2025
Depreciation difference retail and warehouse buildings	**(20,569.01)**	(20,569.01)
Depreciation difference on building elements	**75,429.37**	75,429.37
Depreciation difference on machines and equipment	**(54,820.07)**	(54,820.07)
Total accumulated depreciation difference	**40.29**	40.29

12. LONG-TERM BORROWED CAPITAL

	Eur	Eur
	2026	2025
Loans from financial institutions	**–**	–
Total long-term borrowed capital	**–**	–

13. SHORT-TERM BORROWED CAPITAL

	Eur	Eur
	2026	2025
Loans from financial institutions	**–**	–
Trade payables	**2,277.87**	3,043.59
Liabilities for companies in the same Group	**4,516,403.45**	4,757,414.36
Other liabilities	**15,664.15**	23,827.88
Accruals and deferred income	**28,143.30**	28,189.63
Total short-term borrowed capital	**4,562,488.77**	4,812,475.46

ESSENTIAL ITEMS OF ACCRUALS AND DEFERRED INCOME

	Eur	Eur
	2026	2025
Accrued interest expense	**–**	–
Reserve for missing purchase invoices	**28,189.63**	28,189.63
Total	**28,189.63**	28,189.63

GUARANTEES GIVEN

LOANS FOR WHICH MORTGAGE ON PROPERTY HAS BEEN GIVEN AS A GUARANTEE

	Eur	Eur
	2026	2025
Loans from financial institutions	**–**	–
Total	**–**	–
Mortgages	**10,000,000.00**	10,000,000.00
Total	**10,000,000.00**	10,000,000.00

Notes to the financial statements compliant with the Limited Liability Companies Act.

The Board of Directors proposes to the Annual General Meeting that the loss of 191,331,44 EUR be transferred to the equity and that no dividends be distributed.

FINANCIAL STATEMENTS DATE AND SIGNATURES

Helsinki April 14, 2026

Puntala Pauli
Chair of the Board of Directors

AUDITOR'S NOTE

A report of the audit has been submitted today.

Helsinki April 14, 2026

KPMG OY AB

Auditing firm

Kimmo Antonen
KHT

AUDITOR'S REPORT

To the general meeting of the shareholders of Ownership Service Sweden AB. Corporate identity number 556676-0327

Report on the annual accounts

Opinions

We have audited the annual accounts of Ownership Service Sweden AB for the financial year April 1, 2025 - March 31, 2026. In our opinion, the annual accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material aspects, the financial position of Ownership Service Sweden AB as of March 31, 2026 and its financial performance for the year then ended in accordance with the Annual Accounts Act. The statutory administration report is consistent with the other parts of the annual accounts.

We therefore recommend that the general meeting of shareholders adopts the income statement and balance sheet.

Basis for Opinions

We conducted our audit in accordance with International Standards on Auditing (ISA) and generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the *Auditor's Responsibilities* section. We are independent of Ownership Service Sweden AB in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Responsibilities of the Board of Directors

The Board of Directors is responsible for the preparation of the annual accounts and that they give a fair presentation in accordance with the Annual Accounts Act. The Board of Directors is also responsible for such internal control as they determine is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the Board of Directors is responsible for the assessment of the company's ability to continue as a going concern. They disclose, as applicable, matters related to going concern and using the going concern basis of accounting. The going concern basis of accounting is not applied if decision has been taken to discontinue the operations.

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and generally accepted auditing standards in Sweden will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual accounts.

A further description of our responsibility for the audit of the annual accounts is available at the website of Revisorsinspektionen (the Swedish Inspectorate of Auditors): www.revisorsinspektionen.se/revisornsansvar.

This description is part of the auditor's report

Report on other legal and regulatory requirements

Opinions

In addition to our audit of the annual accounts, we have also audited the administration of the Board of Directors of Ownership Service Sweden AB for the financial year April 1, 2025 - March 31, 2026 and the proposed appropriations of the company's profit or loss.

We recommend to the general meeting of shareholders that the profit be appropriated in accordance with the proposal in the statutory administration report and that the member of the Board of Directors be discharged from liability for the financial year.

Basis for Opinions

We conducted the audit in accordance with generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the *Auditor's Responsibilities* section. We are independent of Ownership Service Sweden AB in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Responsibilities of the Board of Directors

The Board of Directors is responsible for the proposal for appropriations of the company's profit or loss. At the proposal of a dividend, this includes an assessment of whether the dividend is justifiable considering the requirements which the company's type of operations, size and risks place on the size of the company's equity, consolidation requirements, liquidity and position in general.

The Board of Directors is responsible for the company's organization and the administration of the company's affairs. This includes among other things continuous assessment of the company's financial situation and ensuring that the company's organization is designed so that the accounting, management of assets and the company's financial affairs otherwise are controlled in a reassuring manner.

Auditor's responsibility

Our objective concerning the audit of the administration, and thereby our opinion about discharge from liability, is to obtain audit evidence to assess with a reasonable degree of assurance whether any member of the Board of Directors in any material respect:

- has undertaken any action or been guilty of any omission which can give rise to liability to the company, or
- in any other way has acted in contravention of the Companies Act, the Annual Accounts Act or the Articles of Association.

Our objective concerning the audit of the proposed appropriations of the company's profit or loss, and thereby our opinion about this, is to assess with reasonable degree of assurance whether the proposal is in accordance with the Companies Act. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with generally accepted auditing standards in Sweden will always detect actions or omissions that can give rise to liability to the company, or that the proposed appropriations of the company's profit or loss are not in accordance with the Companies Act.

A further description of our responsibilities for the audit of the management's administration is located at the website of Revisorsinspektionen (the Swedish Inspectorate of Auditors): www.revisorsinspektionen.se/revisornsansvar. This description is part of the auditor's report. Sundsvall on the date shown by our electronic signature on the Swedish original

Cedra Sverige AB

Magnus Olsson
Auktoriserad revisor

This is a translation of the Swedish language original. In the event of any differences between this translation and the Swedish language original, the latter shall prevail.

BALANCE SHEET AS AT MARCH 31, 2026

Particulars	March 31, 2026 SEK	March 31, 2025 SEK
Assets		
Current assets		
Current receivables		
Other receivables	**1,916,650**	2,372,954
Receivables from Group comp.	**588,379**	644,080
Total current receivables	**2,505,029**	3,017,034
Cash and bank balances		
Cash and bank balances	**5,842,325**	3,817,671
Total cash and bank balances	**5,842,325**	3,817,671
Total current assets	**8,347,354**	6,834,705
Total assets	**8,347,354**	6,834,705
Equity and liabilities		
Equity		
Restricted equity		
Share capital	**100,000**	100,000
Total restricted equity	**100,000**	100,000
Non-restricted equity		
Profit bought forward	**1,828,528**	1,835,214
Profit/Loss for the year	**(6,549)**	(6,686)
Total non-restricted equity	**1,821,979**	1,828,528
Total equity	**1,821,979**	1,928,528
Current liabilities		
Other liabilities	**6,425,375**	4,906,177
Accrued exp and deferred inc	**–**	–
Total current liabilities	**6,425,375**	4,906,177
Total equity and liabilities	**8,347,354**	6,834,705

INCOME STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

Particulars	**April 1, 2025 - March 31, 2026 SEK**	April 1, 2024 - March 31, 2025 SEK
Operating expenses		
Other external expenses	**(6,549)**	(6,686)
Total operating expenses	**(6,549)**	(6,686)
Operating Profit/(Loss)	**(6,549)**	(6,686)
Financial items		
Other interest income and similar profit/(loss) items	**–**	–
Total financial items	**–**	–
Profit/(Loss) after financial items	**(6,549)**	(6,686)
Profit/(Loss) before tax	**(6,549)**	(6,686)
Profit/(Loss) for the year	**(6,549)**	(6,686)

SUPPLEMENTARY DISCLOSURES

Note 1: Accounting and Valuation Principles

The annual accounts have been prepared in accordance with BFNAR

2016:10 Annual Accounts of Small Limited Companies.

Definitions of key performance indicators

Equity/assets ratio

Equity and untaxed reserves (less deferred tax) as a percentage of total assets.

Note 2: Parent Company

The parent company in the smallest group in which the company is included, and which prepares consolidated accounts is Holiday Club Resorts OY, Corporate Identity Number 2033337-1, which has its registered office in Helsinki, Finland.

The parent company in the largest group in which the company is included and which prepares consolidated accounts is Mahindra & Mahindra Ltd, L65990MH1945PLC004558 with its registered office in India.

Annual reports for parent company could be found at Patent- och registerstyrelsen, PRH, for Finland and Ministry of Corporate Affairs (Company Master Data) for India.

The income statement and balance sheet will be presented for adoption at the Annual General Meeting of Shareholders held on April 14, 2026

Åre April 14, 2026

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Pauli Puntala

Our auditor's report has been submitted April 14, 2026
Cedra Sverige AB

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Magnus Olsson
Authorized Public Accountant

AUDITOR'S REPORT

To the general meeting of the shareholders of Åre Villa 3 AB. Corporate identity number 559137-7659

Report on the annual accounts

Opinions

We have audited the annual accounts of Åre Villa 3 AB for the financial year ended March 31, 2026.

In our opinion, the annual accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material aspects, the financial position of Åre Villa 3 AB as of March 31, 2026 and its financial performance for the year then ended in accordance with the Annual Accounts Act. The statutory administration report is consistent with the other parts of the annual accounts.

We therefore recommend that the general meeting of shareholders adopts the income statement and balance sheet.

Basis for Opinions

We conducted our audit in accordance with International Standards on Auditing (ISA) and generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the *Auditor's Responsibilities* section. We are independent of Åre Villa 3 AB in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Responsibilities of the Board of Directors

The Board of Directors is responsible for the preparation of the annual accounts and that they give a fair presentation in accordance with the Annual Accounts Act. The Board of Directors is also responsible for such internal control as it determines is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, The Board of Directors is responsible for the assessment of the company's ability to continue as a going concern. It discloses, as applicable, matters related to going concern and using the going concern basis of accounting. The going concern basis of accounting is not applied if decision has been taken to discontinue the operations.

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and generally accepted auditing standards in Sweden will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual accounts.

A further description of our responsibility for the audit of the annual accounts is available at the website of the Swedish Inspectorate of Auditors: www.revisorsinspektionen.se/revisornsansvar.

This description is part of the auditor's report

Report on other legal and regulatory requirements

Opinions

In addition to our audit of the annual accounts, we have also audited the administration of the Board of Directors of Åre Villa 3 AB for the financial year ended March 31, 2026 and the proposed appropriations of the company's profit or loss.

We recommend to the general meeting of shareholders that the profit be appropriated in accordance with the proposal in the statutory administration report and that the member of the Board of Directors be discharged from liability for the financial year.

Basis for Opinions

We conducted the audit in accordance with generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor's Responsibilities section. We are independent of Åre Villa 3 AB in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Responsibilities of the Board of Directors

The Board of Directors is responsible for the proposal for appropriations of the company's profit or loss. At the proposal of a dividend, this includes an assessment of whether the dividend is justifiable considering the requirements which the company's type of operations, size and risks place on the size of the company's equity, consolidation requirements, liquidity and position in general.

The Board of Directors is responsible for the company's organization and the administration of the company's affairs. This includes among other things continuous assessment of the company's financial situation and ensuring that the company's organization is designed so that the accounting, management of assets and the company's financial affairs otherwise are controlled in a reassuring manner.

Auditor's responsibility

Our objective concerning the audit of the administration, and thereby our opinion about discharge from liability, is to

obtain audit evidence to assess with a reasonable degree of assurance whether any member of the Board of Directors in any material respect:

- has undertaken any action or been guilty of any omission which can give rise to liability to the company, or
- in any other way has acted in contravention of the Companies Act, the Annual Accounts Act or the Articles of Association.

Our objective concerning the audit of the proposed appropriations of the company's profit or loss, and thereby our opinionabout this, is to assess with reasonable degree of assurance whether the proposal is in accordance with the Companies Act.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with generally accepted auditing standards in Sweden will always detect actions or omissions that can give rise to liability to the company, or that the proposed appropriations of the company's profit or loss are not in accordance with the Companies Act.

A further description of our responsibilities for the audit of the management's administration is located at the website of the Swedish Inspectorate of Auditors: www.revisorsinspektionen.se/revisornsansvar.

This description is part of the auditor's report

Cedra Sverige AB

Magnus Olsson
Authorized Public Accountant
Place : Sundsvall
Date: April 14, 2026

BALANCE SHEET AS AT MARCH 31, 2026

	Note	2026 SEK	2025 SEK
Assets			
Non-current assets			
Financial non-current assets			
Other non-current receivables	**3**	**–**	–
Total non-current assets		**–**	–
Current assets			
Current receivables			
Other receivables		**–**	–
Total current receivables		**–**	–
Cash and bank balances			
Cash and bank balances		**50,000**	50,234
Total cash and bank balances		**50,000**	50,234
Total current assets		**50,000**	50,234
Total assets		**50,000**	50,234
Equity and liabilities			
Equity			
Restricted equity			
Share capital, 50,000 shares		**50,000**	50,000
Total restricted equity		**50,000**	50,000
Non-restricted equity			
Retained earnings		**234**	2,434
Profit/(Loss) for the year		**(234)**	(2,200)
Total non-restricted equity		**–**	234
Total equity		**50,000**	50,234
Current liabilities			
Other liabilities		**–**	–
Total current liabilities		**–**	–
Total equity and liabilities		**50,000**	50,234

INCOME STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

	Note	2026 SEK	2025 SEK
Operating income, changes in inventory, etc.			
Net sales		**–**	**–**
Total operating income, changes in inventory, etc.		**–**	**–**
Operating expenses			
Raw materials and consumables		**–**	**–**
Other external expenses		**(234)**	**(2,200)**
Total operating expenses		**(234)**	**(2,200)**
Operating Profit/(Loss)		**(234)**	**(2,200)**
Profit from shares in group companies		**–**	**–**
Profit/(Loss) after financial items		**(234)**	**(2,200)**
Profit/(Loss) before tax		**(234)**	**(2,200)**
Profit/(Loss) for the year		**(234)**	**(2,200)**

ADMINISTRATION REPORT

Operations

Information regarding the operations

The Company has its registered office in Åre.
The Company shall own and manage shares in subsidiaries and thus compatible business.

Multi-year review	**2026** **SEK**	2025 SEK
Net sales	**–**	–
Profit / (loss) after financial items	**–**	(2,200)
Equity/assets ratio	**100%**	100%

Changes in equity

	Share capital **SEK**	**Profit / (loss) brought forward** **SEK**	**Net Profit / (loss)** **SEK**	**Total** **SEK**
Share capital	50,000	2,434	(2,200)	50,234
Appropriation of profits as resolved by the AGM				
To be carried forward		(2,200)	2,200	–
Net Profit / (loss) for the year			(234)	(234)
Balance at year-end	–	234	(234)	50,000

Proposed appropriation of profits

The following profits are at the disposal of the Annual General Meeting:

	SEK
Profit bought forward	**234**
Profit / (loss) for the year	**(234)**
Total	**–**

SUPPLEMENTARY DISCLOSURES

Note 1: Accounting and Valuation Principles

The annual accounts have been prepared in accordance with the Annual Accounts Act and BFNAR 2016:10 Annual reports in small limited companies.

Definitions of key performance indicators

Equity/ assets ratio

Equity and untaxed reserves (less deferred tax) as a percentage of total assets.

Note 2: Significant events after the end of the financial year

The company will be liquidated in the coming year.

Note 3: Parent Company

The parent company in the smallest group in which the company is included, and which prepares consolidated accounts is Holiday Club Resorts OY, Corporate Identity Number 2033337-1, which has its registered office in Helsinki, Finland.

The parent company in the largest group in which the company is included and which prepares consolidated accounts is Mahindra & Mahindra Ltd, L65990MH1945PLC004558 with its registered office in India.

Annual reports for parent company could be found at Patent- och registerstyrelsen, PRH, for Finland and Ministry of Corporate Affairs (Company Master Data) for India.

The income statement and balance sheet will be presented for adoption at the Annual General Meeting of Shareholders held on April 14, 2026.

April 14, 2026

Pauli Puntala

Our auditor's report has been submitted April 14, 2026
Cedra Sverige AB

Magnus Olsson
Authorized Public Accountant

AUDITOR'S REPORT

To the general meeting of the shareholders of Holiday Club Sweden AB. Corporate identity number 556683-0385

Report on the annual accounts

Opinions

We have audited the annual accounts of Holiday Club Sweden AB for the financial year ended March 31, 2026.

In our opinion, the annual accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material aspects, the financial position of Holiday Club Sweden AB as of March 31, 2026 and its financial performance for the year then ended in accordance with the Annual Accounts Act. The statutory administration report is consistent with the other parts of the annual accounts.

We therefore recommend that the general meeting of shareholders adopts the income statement and balance sheet.

Basis for Opinions

We conducted our audit in accordance with International Standards on Auditing (ISA) and generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the *Auditor's Responsibilities* section. We are independent of Holiday Club Sweden AB in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of the annual accounts and that they give a fair presentation in accordance with the Annual Accounts Act. the Board of Directors and the Managing Director are also responsible for such internal control as they determine is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the Board of Directors and the Managing Director are responsible for the assessment of the company's ability to continue as a going concern. They disclose, as applicable, matters related to going concern and using the going concern basis of accounting. The going concern basis of accounting is not applied if decision has been taken to discontinue the operations.

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and generally accepted auditing standards in Sweden will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual accounts.

A further description of our responsibility for the audit of the annual accounts is available at the website of the Swedish Inspectorate of Auditors: www.revisorsinspektionen.se/revisornsansvar.

This description is part of the auditor's report.

Report on other legal and regulatory requirements

Opinions

In addition to our audit of the annual accounts, we have also audited the administration of the Board of Directors and the Managing Director of Holiday Club Sweden AB for the financial year ended March 31, 2026 and the proposed appropriations of the company's profit or loss.

We recommend to the general meeting of shareholders that the profit be appropriated in accordance with the proposal in the statutory administration report and that the members of the Board of Directors and the Managing Director be discharged from liability for the financial year.

Basis for Opinions

We conducted the audit in accordance with generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor's Responsibilities section. We are independent of Holiday Club Sweden AB in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors is responsible for the proposal for appropriations of the company's profit or loss. At the proposal of a dividend, this includes an assessment of whether the dividend is justifiable considering the requirements which the company's type of operations, size and risks place on the size of the company's equity, consolidation requirements, liquidity and position in general.

The Board of Directors is responsible for the company's organization and the administration of the company's affairs. This includes among other things continuous assessment of the company's financial situation and ensuring that the company's organization is designed so that the accounting, management of assets and the company's financial affairs otherwise are controlled in a reassuring manner. The Managing

Director shall manage the ongoing administration according to the Board of Directors' guidelines and instructions and among other matters take measures that are necessary to fulfill the company's accounting in accordance with law and handle the management of assets in a reassuring manner.

Auditor's responsibility

Our objective concerning the audit of the administration, and thereby our opinion about discharge from liability, is to obtain audit evidence to assess with a reasonable degree of assurance whether any member of the Board of Directors or the Managing Director in any material respect:

- has undertaken any action or been guilty of any omission which can give rise to liability to the company, or
- in any other way has acted in contravention of the Companies Act, the Annual Accounts Act or the Articles of Association.

Our objective concerning the audit of the proposed appropriations of the company's profit or loss, and thereby our opinion about this, is to assess with reasonable degree of assurance whether the proposal is in accordance with the Companies Act. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with generally accepted auditing standards in Sweden will always detect actions or omissions that can give rise to liability to the company, or that the proposed appropriations of the company's profit or loss are not in accordance with the Companies Act.

A further description of our responsibilities for the audit of the management's administration is located at the website of the Swedish Inspectorate of Auditors: www.revisorsinspektionen.se/revisornsansvar.

This description is part of the auditor's report.

Cedra Sverige AB

Magnus Olsson
Authorized Public Accountant
Place: Sundsvall
Date: April 14, 2026

BALANCE SHEET AS AT MARCH 31, 2026

	Note	2026 kSEK	2025 kSEK
ASSETS			
Non-current assets			
Property, plant and equipment			
Land and buildings	**5**	**3,506**	3,617
Equipment and tools	**6**	**–**	–
Current new developments	**7**	**968**	968
Total property, plant and equipment		**4,473**	4,584
Financial non-current assets			
Participations in Group companies	**8.9**	**60,773**	60,773
Receivables from Group companies	**10**	**60,680**	83,276
Total financial assets		**121,454**	144,050
Total non-current assets		**125,927**	148,634
Current assets			
Inventories etc.			
Raw materials and consumables		**39,834**	39,679
Total inventories		**39,834**	39,679
Current receivables			
Trade receivables		**754**	606
Receivables from Group companies		**3,449**	1,359
Other receivables		**478**	446
Prepaid expenses and accrued income		**154**	156
Total current receivables		**4,836**	2,566
Cash and bank balances			
Cash and bank balances		**332**	340
Total cash and bank balances		**332**	340
Total current assets		**45,002**	42,586
Total assets		**170,929**	191,219

BALANCE SHEET AS AT MARCH 31, 2026

	Note	2026 kSEK	2025 kSEK
Equity and liabilities			
Equity			
Restricted equity			
Share capital, 1,000 shares		**100**	100
Total restricted equity		**100**	100
Non-restricted equity			
Profit/(Loss) brought forward		**115,437**	116,102
Profit/(Loss) for the year		**3,108**	(665)
Total Non-restricted equity		**118,545**	115,437
Total equity		**118,545**	115,437
Non-current liabilities	**11**		
Liabilities to Group companies		**49,864**	72,853
Total non-current liabilities		**49,864**	72,853
Current liabilities			
Trade creditors		**643**	921
Liabilities to Group companies		**48**	157
Other liabilities		**1,026**	1,122
Accrued expenses and deferred income		**704**	629
Total current liabilities		**2,420**	2,829
Total equity and liabilities		**170,929**	191,219

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2026

Particulars	Note	2026 kSEK	2025 kSEK
Operating income, changes in inventory, etc.			
Net sales		**5,480**	5,785
Other operating income		**6,842**	6,485
Total operating income, changes in inventory, etc.		**12,322**	12,269
Operating expenses			
Raw materials and consumables		**(81)**	(658)
Other external expenses		**(11,010)**	(10,931)
Personnel costs	**2**	**(1,265)**	(2,311)
Depreciation, amortisation and impairment of property, plant and equipment and intangible assets		**(111)**	(111)
Total operating expenses		**(12,467)**	(14,012)
Operating profit/(loss)		**(145)**	(1,742)
Financial items			
Other interest income and similar profit/(loss) items	**3**	**4,444**	5,152
Interest and similar expenses	**4**	**(1,192)**	(4,074)
Total financial items		**3,252**	1,078
Profit/(Loss) after financial items		**3,108**	(665)
Profit/(Loss) before tax		**3,108**	(665)
Profit/(Loss) for the year		**3,108**	(665)

ADMINISTRATION REPORT

Operations

Information regarding the operations

The purpose of Holiday Club Sweden AB, Corporate Identity Number 556683-0385, is to fulfil parent company Holiday Club Resorts (HCR) OY's expansion plans in Sweden through the operation of hotel and experience facilities and timeshare activities.

Holiday Club currently only operates timeshare activities. The hotel are operated by Holiday Club Sport and Spa Hotels AB. The company has its registered office in Åre.

Significant events during the financial year

Swedish economy remained weak throughout the year, though gradually improved with growth in household spending, lower interest rates, lower inflation and government support policies, which has paved the way for a stronger GDP recovery in 2026.

Sweden tourism has seen steady growth with record guest nights, driven by strong national guests and international arrivals increase, expected to continue in 2026.

Nordic ski destinations as an alternative to the Alps. For Åre specifically, the outlook continues to be strong in 2026, with increasing international demand, reliable snow conditions with, new lift, improved slope lighting and new restaurants and a trends towards

Holiday Club Sweden AB has continued to maintained similar rental levels to previous year and improved in service margin, noticeable cost management with saving in operational expenses to report an EBITDA improvement of 98% compared to financial year 2025.

Multi-year review	**2026**	2025	2024	2023
	kSEK	kSEK	kSEK	kSEK
Net sales	**5,480**	5,785	7,076	12,074
Profit / (loss) after financial items	**3,108**	(665)	300	(4,588)
Equity/assets ratio	**69.4 %**	60.4 %	59.8 %	56.0 %

Changes in equity	**Share capital**	**Retained earnings**	**Net profit/loss for the year**	**Total**
	kSEK	**kSEK**	**kSEK**	**kSEK**
Amount at beginning of year according to adopted balance sheet	100	1,16,102	(665)	1,15,537
Appropriation of profits as resolved by the AGM				
To be carried forward		(665)	665	
Profit/Loss for the year			3,108	3108
Amount at year-end	100	1,15,437	3,108	1,18,645

Shareholders contribution

The shareholders have left shareholder contributions totaling 121.750 kSEK.

Proposed appropriation of profits	**kSEK**
The following profits are at the disposal of the Annual General Meeting:	
Profit/loss brought forward	1,15,437
Profit/Loss for the year	3,108
Total	1,18,545
The Board of Directors proposes that the available profits be appropriated as follows:	
Profit/loss brought forward	1,18,545
Total	1,18,545

SUPPLEMENTARY DISCLOSURES

Note 1: Accounting and Valuation Principles

The annual accounts have been prepared in accordance with BFNAR 2016:10 Annual Accounts of Small Limited Companies.

Service assignments and contract work

The Company's income from assignments undertaken on a fixed price basis is recognised according to the main rule.

Amortisation

Land and buildings 30 years

Equipment and tools 5 years

Definitions of key performance indicators

Equity/assets ratio

Equity and untaxed reserves (less deferred tax) as a percentage of total assets.

Note 2: Significant events after the financial year

Sweden tourism has seen steady growth with record guest nights, driven by strong national guests and international arrivals increase, expected to continue in 2026. The liquidity of the company is considered to be good and liquidity forecasts are prepared on an ongoing basis.

Note 3: Parent Company

The parent company in the smallest group in which the company is included, and which prepares consolidated accounts is Holiday Club Resorts OY, Corporate Identity Number 2033337-1, which has its registered office in Helsinki, Finland.

The parent company in the largest group in which the company is included and which prepares consolidated accounts is Mahindra & Mahindra Ltd, L65990MH1945PLC004558 with its registered office in India.

Annual reports for parent company could be found at Patent- och registerstyrelsen, PRH, for Finland and Ministry of Corporate Affairs (Company Master Data) for India.

Note 4: Personnel

	2026	2025
Average number of employees	**2**	3.5

Note 5: Other interest income and similar profit/(loss) items

	2026 kSEK	2025 kSEK
Of which from Group companies	**4,439**	5,143

Note 6: Interest expense and similar profit/(loss) items

	2026 kSEK	2025 kSEK
Of which from Group companies	**1,686**	3,183

Note 7: Land and buildings

	2026 kSEK	2025 kSEK
Opening cost of acquisition	**5,571**	5,571
Closing cost of acquisition	**5,571**	5,571
Opening depreciation/amortisation	**(1,954)**	(1,844)
- Depreciation for the year	**(111)**	(111)
Closing depreciation	**(2,065)**	(1,954)
Carrying amount	**3,506**	3,617

Note 8: Equipment and tools

	2026 kSEK	2025 kSEK
Opening cost of acquisition	**80**	80
Purchase	**–**	–
Closing cost of acquisition	**80**	80
Opening depreciation/amortisation	**(80)**	(80)
- Depreciation for the year	**–**	–
Closing depreciation	**(80)**	(80)
Carrying amount	**–**	–

Note 9: Current new developments

	2026 kSEK	2025 kSEK
Opening cost of acquisition	**968**	2,291
Reclassification	**–**	(1,324)
	968	968
- Depreciation for the year	**–**	–
Closing depreciation	**–**	–
Carrying amount	**968**	968

Note 10: Participations in Group companies

	2026 kSEK	2025 kSEK
Opening cost of acquisition	**60,773**	60,773
Carrying amount	**60,773**	60,773

The company has issued a capital adequacy guarantee for the benefit of the subsidiary Holiday Club Sport and Spa Hotels AB that extends until the annual general meeting that will adopt the annual report for the financial year ending March 31, 2027. The undertaking means that the company is responsible for ensuring that the subsidiary's equity is kept intact.

Note 11: Specification participations in Group companies

Name	Number of shares	Share of equity, %	Carrying amount, 2026 kSEK
Ownership Service AB	**1,000**	**100**	**100**
HC Canarias Investment	**1**	**100**	**129**
Holiday Club Sport and Spa Hotels AB	**1,000,000**	**100**	**60,494**
Åre Villa 3 AB	**50,000**	**100**	**50**
			60,773

	2026 kSEK	
Name	Equity kSEK	Net profit/(loss) kSEK
Ownership Service AB 556676-0327 Åre	**1,922**	(7)
HC Canarias Investment S.L.U. B-76081603 Las Palmas	**54,133**	54,013
HC Sport and Spahotels AB 559032-5733 Åre	**3,140**	(12,066)
Åre Villa 3 AB 559137-7659 Åre	**50**	0
Total	**59,245**	41,940

Note 12: Receivables from Group companies

	2026 kSEK	2025 kSEK
Opening cost of acquisition	**83,276**	84,198
Ductible receivables	**23,005**	30,062
- Deductible receivables	**(45,601)**	(30,983)
Carrying amount	**60,680**	83,276

Note 13: Non-current liabilities

	2026 kSEK	2025 kSEK
Non-current liabilities maturing more than five years after the balance sheet date:		
Liabilities to Group companies	**49,864**	72,583
Total	**49,864**	72,583

Note 14: Liabilities relating to several items

The company's group liabilities are reported under the following items in the balance sheet:

	2026 kSEK	2025 kSEK
Long-term liabilities		
Other liabilities to group companies	**49,864**	72,853
Short-term liabilities		
Other liabilities to group companies	**48**	157

Note 15: Pledged assets

	2026 kSEK	2025 kSEK
Mortgages	**–**	–
Guarantee commitments subsidiary	**–**	–
Other pledged assets	**0**	39,158
Total pledged assets	**0**	39,158

Stockholm April 14, 2026

Maisa Romanainen
Chariman of the board

Miguel Angel Muños Martin
CEO

Pauli Puntala

Piia Riitta Tyynilä

Our auditor's report has been submitted April 14, 2026
Cedra Sverige AB

Magnus Olsson
Authorized Public Accountant

AUDITOR'S REPORT

To the general meeting of the shareholders of Holiday Club Sport and Spa Hotels AB. Corporate Identity Number 559032-5733

Report on the annual accounts

Opinions

We have audited the annual accounts of Holiday Club Sport and Spa Hotels AB for the financial year April 1, 2025 - March 31, 2026.

In our opinion, the annual accounts have been prepared in accordance with the Annual Accounts Act and present fairly, in all material aspects, the financial position of Holiday Club Sport and Spa Hotels AB as of March 31, 2026 and its financial performance and cash flow for the year then ended in accordance with the Annual Accounts Act. The statutory administration report is consistent with the other parts of the annual accounts.

We therefore recommend that the general meeting of shareholders adopts the income statement and balance sheet.

Basis for Opinions

We conducted our audit in accordance with International Standards on Auditing (ISA) and generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor's Responsibilities section. We are independent of Holiday Club Sport and Spa Hotels AB in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors and the Managing Director are responsible for the preparation of the annual accounts and that they give a fair presentation in accordance with the Annual Accounts Act. the Board of Directors and the Managing Director are also responsible for such internal control as they determine is necessary to enable the preparation of annual accounts that are free from material misstatement, whether due to fraud or error.

In preparing the annual accounts, the Board of Directors and the Managing Director are responsible for the assessment of the company's ability to continue as a going concern. They disclose, as applicable, matters related to going concern and using the going concern basis of accounting. The going concern basis of accounting is however not applied if the Board of Directors and the Managing Director intend to liquidate the company, to cease operations, or has no realistic alternative but to do so.

Auditor's responsibility

Our objectives are to obtain reasonable assurance about whether the annual accounts as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs and generally accepted auditing standards in Sweden will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these annual accounts.

A further description of our responsibility for the audit of the annual accounts is available at the website of the Swedish Inspectorate of Auditors: www.revisorsinspektionen.se/revisornsansvar.

This description is part of the auditor's report.

Report on other legal and regulatory requirements

Opinions

In addition to our audit of the annual accounts, we have also audited the administration of the Board of Directors and the Managing Director of Holiday Club Sport and Spa Hotels AB for the financial year April 1, 2025 - March 31, 2026 and the proposed appropriations of the company's profit or loss.

We recommend to the general meeting of shareholders that the profit be appropriated in accordance with the proposal in the statutory administration report and that the members of the Board of Directors and the Managing Director be discharged from liability for the financial year.

Basis for Opinions

We conducted the audit in accordance with generally accepted auditing standards in Sweden. Our responsibilities under those standards are further described in the Auditor's Responsibilities section. We are independent of Holiday Club Sport and Spa Hotels AB in accordance with professional ethics for accountants in Sweden and have otherwise fulfilled our ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinions.

Responsibilities of the Board of Directors and the Managing Director

The Board of Directors is responsible for the proposal for appropriations of the company's profit or loss. At the proposal of a dividend, this includes an assessment of whether the dividend is justifiable considering the requirements which the company's type of operations, size and risks place on the size of the company's equity, consolidation requirements, liquidity and position in general.

The Board of Directors is responsible for the company's organization and the administration of the company's affairs. This includes among other things continuous assessment of the company's financial situation and ensuring that the company's organization is designed so that the accounting, management

of assets and the company's financial affairs otherwise are controlled in a reassuring manner. The Managing Director shall manage the ongoing administration according to the Board of Directors' guidelines and instructions and among other matters take measures that are necessary to fulfill the company's accounting in accordance with law and handle the management of assets in a reassuring manner.

Auditor's responsibility

Our objective concerning the audit of the administration, and thereby our opinion about discharge from liability, is to obtain audit evidence to assess with a reasonable degree of assurance whether any member of the Board of Directors or the Managing Director in any material respect:

- has undertaken any action or been guilty of any omission which can give rise to liability to the company, or
- in any other way has acted in contravention of the Companies Act, the Annual Accounts Act or the Articles of Association.

Our objective concerning the audit of the proposed appropriations of the company's profit or loss, and thereby our opinion about this, is to assess with reasonable degree of assurance whether the proposal is in accordance with the Companies Act.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with generally accepted auditing standards in Sweden will always detect actions or omissions that can give rise to liability to the company, or that the proposed appropriations of the company's profit or loss are not in accordance with the Companies Act.

A further description of our responsibilities for the audit of the management's administration is located at the website of the Swedish Inspectorate of Auditors: www.revisorsinspektionen.se/revisornsansvar.

This description is part of the auditor's report.

Cedra Sverige AB

Magnus Olsson
Authorized Public Accountant

Place: Sundsvall

Date: April 14, 2026

BALANCE SHEET AS AT MARCH 31, 2026

	Note	2026 kSEK	2025 kSEK
Fixed assets			
Tangible assets			
Buildings and land	**8**	**–**	16,410
Ongoing investment building	**9**	**–**	–
Equipment, tools, fixtures and fittings	**10**	**14,047**	17,384
Improvement fees on the property of others	**11**	**1,208**	1,333
Total tangible fixed assets		**15,256**	35,127
Financial fixed assets			
Receivables group companies	**12**	**40,000**	40,000
Deferred tax asset	**13**	**–**	25
Total financial fixed assets		**40,000**	40,025
Total fixed assets		**55,256**	75,152
Current assets			
Inventories etc.			
Raw materials and consumables		**1,396**	1,164
Finished goods and goods for resale		**564**	766
Total inventories		**1,959**	1,931
Current receivables			
Accounts receivable		**9,457**	7,259
Receivables group companies		**2**	12
Current tax assets	**14**	**–**	289
Other receivables		**2,027**	610
Prepaid expenses and accrued income	**15**	**2,434**	5,651
Total current receivables		**13,921**	13,820
Cash and bank balances			
Cash and bank balances		**598**	735
Total cash and bank balances		**598**	735
Total current assets		**16,478**	16,486
Total assets		**71,734**	91,638

BALANCE SHEET AS AT MARCH 31, 2026

	Note	2026 kSEK	2025 kSEK
Equity and liabilities			
Equity	**16,17**		
Restricted equity			
Share capital		**1,000**	1,000
Total restricted equity		**1,000**	1,000
Non-restricted equity			
Share premium reserve		**12,000**	12,000
Retained earnings		**2,207**	19,717
Profit/(Loss) for the year		**(8,235)**	(17,511)
Total Non-restricted equity		**5,972**	14,207
Total equity		**6,972**	15,207
Provisions			
Other provisions		**–**	–
Total provisions		**–**	–
Non-current liabilities	**18**		
Liabilities to Group companies		**30,043**	32,560
Other liabilities		**775**	3,227
Total non-current liabilities		**30,818**	35,787
Current liabilities	**18**		
Overdraft facility	**19**	**1,644**	3,001
Advances from customers		**6,352**	7,069
Accounts payable		**6,739**	11,062
Liabilities to Group companies		**3,108**	1,184
Current tax liabilities		**163**	–
Other liabilities		**4,436**	5,997
Accrued expenses and deferred income	**20**	**11,501**	12,332
Total current liabilities		**33,944**	40,645
Total equity and liabilities		**71,734**	91,638

INCOME STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

	Note	2026 kSEK	2025 kSEK
Operating income			
Net sales	**3,4**	**148,422**	143,767
Other operating income		**9,268**	4,078
Total operating income		**157,690**	147,845
Operating expenses			
Raw materials and consumables		**(17,994)**	(20,053)
Other external expenses	**5,6**	**(102,863)**	(99,427)
Personnel costs	**7**	**(37,211)**	(39,076)
Depreciation, amortisation and impairment of property, plant and equipment and intangible assets		**(4,209)**	(4,670)
Other operating expenses		**–**	–
Total operating expenses		**(162,278)**	(163,226)
Operating Profit/(Loss)		**(4,588)**	(15,381)
Financial items			
Interest expenses to Group companies		**(2,604)**	(1,620)
Interest income		**2**	–
Interest expenses and similar profit/(loss) items		**(1,019)**	(536)
Total financial items		**(3,621)**	(2,155)
Profit/(Loss) after financial items		**(8,209)**	(17,536)
Profit/(Loss) before tax		**(8,209)**	(17,536)
Tax on the year's profit		**(25)**	25
Profit/(Loss) for the year		**(8,235)**	(17,511)

CASHFLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

	2026 kSEK	2025 kSEK
Operating activities		
Profit/(Loss) after financial items	**(8,209)**	(17,536)
Adjustments for items not included in cash flow	**4,209**	4,670
Income tax paid	**877**	(210)
Cash flow from operating activities before changes in working capital	**(3,123)**	(13,076)
Cash flow before changes in working capital		
Change in inventories	**(28)**	(541)
Change in accounts receivable	**(3,065)**	3,303
Change in current receivables	**1,761**	(844)
Change in accounts payable	**(4,323)**	2,550
Change in current liabilities	**(5,664)**	21,916
Cash flow from operating activities	**(14,442)**	13,308
Investing activities		
Net investments in tangible assets	**(242)**	(17,614)
Sales of tangible assets	**15,904**	–
Cash flow from investing activities	**15,662**	(17,614)
Financing activities		
Shareholder contribution	**–**	–
Repayment of debt	**–**	–
Cash flow from financing activities	**–**	–
Cash flow for the year	**1,219**	(4,307)
Cash and cash equivalents at beginning of the year		
Opening cash and cash equivalents	**(2,265)**	2,041
Closing cash and cash equivalents	**(1,046)**	(2,265)

ADMINISTRATION REPORT

Information regarding the operations

The Company conducts hotel operations with accompanying spa, bathing facilities, gym and restaurants. The Company's registered office is in Åre, Sweden.

Multi-year review kSEK	**2026**	2025	2024	2023
	kSEK	kSEK	kSEK	kSEK
Net sales	**148,422**	143,767	135,779	159,464
Profit / (loss) after financial items	**(8,209)**	(17,536)	(11,780)	20,138
Equity/assets ratio (%)	**9.7 %**	16.6 %	40.4 %	43.9 %

Ownership

Name	**No. of shares**	No. of voting rights
Holiday Club Sweden AB, 556683-0385	1,000,000	1,000,000

Ownership

The Parent Company in the smallest Group in which the Company is included and that prepares consolidated financial statements is Holiday Club Resorts OY with the Corporate Registration Number 2033337-1 with registered office in Helsinki, Finland.

The Parent Company in the largest Group in which the Company is included and that prepares consolidated financial statements is Mahindra & Mahindra Ltd. L65990MH1945PLC004558 with registered office in India.

The annual reports for the Parent Companies are available at the Finnish Patent and Registration office (PRH) in Finland and the Ministry of Corporate Affairs (Company Master Data) in India.

Significant events during the financial year

Swedish economy remained weak throughout the year, though gradually improved with growth in household spending, lower interest rates, lower inflation and government support policies, which has paved the way for a stronger GDP recovery in 2026.

Sweden tourism has seen steady growth with record guest nights, driven by strong national guests and international arrivals increase, expected to continue in 2026.

For Åre specifically, the outlook continues to be strong in 2026, with increasing international demand, reliable snow conditions with, new lift, improved slope lighting and new restaurants and a trends towards Nordic ski destinations as an alternative to the Alps.

Highlights of Financial Year 2026

This financial year has been marked by two significant achievements, which have impacted positively in the end of year results financial year 2026. In February 2026, the company completed the sale of the arena, generating a profit of SEK 5.9 million, which is reported in other income in the income statement. It also renegotiated a favorable long-term lease agreement with the landlord at a significant discount compared to the current amount. This is supported by a commitment from the landlord to undertake property investment improvements. The hiring of a new highly experienced RM to drive business growth and ensure operational objectives. In terms of operational highlights, we have reported revenue growth, led by an increase in RevPar resulting in a combined Turnover of +3 %, a gross margin increase of 9% and service margin improvement of 21% to previous year. Cost controls and productivity levels have improved with just 1% increase in operational expenses compared to previous year, with a reported EBITDA of near breakeven, an improvement of 98% compared to previous year. See year end results comparison below.

The company's operations are highly seasonal and as of October 31, 2025 it was noted that equity was depleted, which is why the board of directors prepared a control balance sheet that was reviewed by the company's auditor. The board of directors decided to continue operations and to prepare a second control balance sheet within eight months.

This annual report for the financial year April 1, 2025 - March 31, 2026 also serves as a second control balance sheet in accordance with Chapter 25, Section 16 of the Companies Act. The balance sheet as of March 31, 2026 shows that equity has been restored and exceeds the registered share capital. The capital shortfall has therefore been restored and the board of directors' obligations regarding the second control balance sheet have been fulfilled.

Expected future development and significant risks and uncertainty factors
Outlook for Financial Year 2027

We expect to continue growth trends in revenue streams with enhanced competitiveness in hotel rentals products; unique experiential packages, events and conferencing groups sold on B2C channels and increased F&B revenue. Turnover growth for financial year 2027 compared to financial year 2026 is forecasted at 7% We have implemented organizational changes resulting in continuous positive impact on productivity levels and operational efficiency levels. This will be backed by the rental fee benefit compared to financial year 2026 Budgeted financial year EBITDA of 10%.

There are significant capital expenditure investments to upgrade the rooms and enhance public areas to ensure quality service standards and strengthen Holiday Club Sports and Spa as the preferred destination hotel.

Financial Risk

During the year, the Swedish Tax Agency has carried out a tax audit of the company and submitted a proposal for a decision on additional tax of approximately SEK 3.8 million for the financial year 2023. The company has consulted specialized tax advisors and appealed the Swedish Tax Agency's decision to the Administrative Court. A decision is expected to be made in 2027 at the earliest and the company has therefore chosen not to make any provision for this in the year's financial statements. The company has received a temporary payment moratorium from the Swedish Tax Agency until the final decision is made.

Changes in equity

					kSEK
	Share capital	**Share premium reserve**	**Retained earnings**	**Net profit / (loss) for the year**	**Total**
Opening balance	1,000	12,000	19,717	(17,511)	15,207
Appropriation of profits as resolved by the AGM:					
To be carried forward			(17,511)	(17,511)	
Shareholder contribution					
Profit / (loss) for the year				(8,235)	(8,235)
Amount at year-end	**1,000**	**12,000**	**2,207**	**(8,235)**	**6,972**

The parent company Holiday Club Sweden AB has issued a capital adequacy guarantee for the company's benefit that extends until the annual general meeting that will adopt the annual report for the financial year ending March 31, 2027. The undertaking means that the company is responsible for ensuring that the subsidiary's equity is kept intact.

Proposed appropriation of profits	**kSEK**
The Board of Directors proposes that the profits available for distribution:	
Profit / (loss) brought forward	2,207
Share premium reserve	12,000
Shareholder contribution	–
Profit / (loss) for the year	-8,235
Total	**5,972**

The Board of Directors proposes that the available profits be appropriated as follows:

	kSEK
Profit / (loss) brought forward	5,972
Total	**5,972**

The Company's earnings and financial position are presented in the following income statement and balance sheet as well as cash flow statement with accompanying notes.

SUPPLEMENTARY DISCLOSURES

Note 1: Accounting and Valuation Principles

General information

This annual report has been prepared in accordance with the Swedish Annual Accounts and the Swedish Accounting Standards Board's general guidelines BFNAR 2012:1 Annual Report and Consolidated Accounts (K3).

The accounting policies remain unchanged as compared to the previous year.

Revenue recognition

Revenue has been measured at the fair value of consideration received or receivable. The Company therefore recognises revenue at nominal value (invoice amount) of remuneration received in cash and cash equivalents directly upon delivery. Deduction is made for discounts granted.

Fixed assets

Intangible and tangible assets are recognised at cost less accumulated amortisation/depreciation and any impairment.

Amortisation/depreciation takes place on a straight-line basis over the estimated useful life of the asset taking the significant residual value into account. The following periods of depreciation/amortisation are applied:

Tangible assets

Buildings	2-5%
Improvement fees on the property of others	5%
Equipment, tools, fixtures and fittings	5-20%

Accounts receivable/current receivables

Accounts receivable and current receivables are recognised as current assets at the amount expected to be paid after deduction of individually assessed doubtful receivables.

Leases

The Company recognises all leases, both financial and operating, as operating leases. Operating leases are recognised as a cost straight-line over the leasing period.

Inventories

Inventories are valued at the lower of cost and net realisable value on the balance sheet date. The net realisable value refers to the calculated sales price of the products less selling costs. The selected valuation method means that the inventory obsolescence has been taken into consideration.

Income tax

Current tax

Current tax refers to income tax for the current financial year and the portion of previous income tax which has not yet been recognised. Current tax is calculated based on the tax rate applicable on the balance sheet date.

Definitions of key performance indicators

Equity/assets ratio (%)

Adjusted equity (equity and untaxed reserves less deferred tax) as a percentage of the balance sheet total.

Note 2: Significant events after the end of the financial year

We expect continued revenue growth through increased competitiveness in hotel rental products; unique experience packages, events and conference groups sold via B2C channels. Revenue growth for the coming financial year is expected to increase by 7%. We have implemented organizational changes that have resulted in a continued positive impact on productivity levels and operational efficiency. This will be supported by the rental advantage compared to financial year 2026, with a budgeted EBITDA of 10%.

Note 3: Distribution of net sales

	2026 kSEK	2025 kSEK
Net sales by business segment		
Hotel operations	**148,422**	143,767
	148,422	143,767

Note 4: Intra-Group purchases and sales

	2026	2025
Percentage of total purchases during the year from other companies in the Group	**1.49%**	1.59%
Percentage of total sales during the year from other companies in the Group	**1.13%**	1.25%

Note 5: Leases - Operating leases lessee

Lease costs for the year amounted to SEK 50,775,745

Future lease payments, for non-cancellable leases, fall due for payment as follows:

	2026 kSEK	2025 kSEK
Within one year	**42,831**	50,760
Between one and five years	**132,216**	198,388
Later than five years	**47,875**	49,575
	222,921	298,724

Note 6: Auditors' fees

The audit assignment relates to the review of the annual report and accounts as well as the administration by the Board of Directors, other duties to be performed by the Company's auditor and advisory services or other assistance in response to observations during such examination or implementation or such other duties. Other services are such services as are not included in the audit assignment, auditing activities or tax advisory services.

	2026 kSEK	2025 kSEK
Cedra Sverige AB		
Audit assignment	**206**	–
Other services	**40**	–
	246	–

	2026 kSEK	2025 kSEK
PwC		
Audit assignment	–	195
Tax advisory	–	212
	–	407

Note 7: Employees and personnel costs

Average number of employees		
Women	**33**	32
Men	**21**	26
	54	58

Salaries and other remuneration	2026 kSEK	2025 kSEK
Board of Directors and Managing Director	**466**	1,737
Other employees	**25,873**	25,627
	26,339	27,364

Social security expenses	2026 kSEK	2025 kSEK
Pension costs for Board and Managing Director	**52**	584
Pension costs for other employees	**1,432**	1,274
Statutory and contractual other social security contributions	**8,452**	8,913
	9,936	10,771
Total salaries, remuneration, social security expenses and pension costs	**36,275**	38,135

Note 8: Buildings and land

	2026 kSEK	2025 kSEK
Opening cost	**17,018**	–
Purchase	**–**	17,018
Disposal	**(17,018)**	–
Closing accumulated cost	**–**	17,018
Opening amortisation	**(608)**	–
Disposal	**1,114**	–
Amortisation for the year	**(506)**	(608)
Closing accumulated amortisation	**–**	(608)
Closing carrying amount	**–**	16,410

Note 9: Ongoing investment building

	2026 kSEK	2025 kSEK
Opening cost	**–**	1,667
Reclassification	**–**	(1,667)
Closing accumulated cost	**–**	–

Note 10: Equipment, tools, fixtures and fittings

	2026 kSEK	2025 kSEK
Opening cost	**43,774**	41,510
Purchase	**242**	2,263
Disposal	**(12,553)**	–
Closing accumulated cost	**31,463**	43,774
Opening depreciation	**(26,390)**	(22,453)
Disposal	**12,553**	–
Depreciation for the year	**(3,578)**	(3,938)
Closing accumulated depreciation	**(17,415)**	(26,390)
Closing carrying amount	**14,048**	17,384

Note 11: Improvement fees on the property of others

	2026 kSEK	2025 kSEK
Opening cost	**2,500**	2,500
Opening depreciation	**(1,167)**	(1,042)
Depreciation for the year	**(125)**	(125)
Closing depreciation	**(1,292)**	(1,167)
Carrying amount	**1,208**	1,333

Note 12: Receivables group companies

	2026 kSEK	2025 kSEK
Opening cost	**40,000**	40,000
	40,000	40,000

Note 13: Deferred tax on temporary differences

	2026 kSEK	2025 kSEK
Deferred tax on buildings	**–**	25
Closing accumulated cost	**–**	25

Note 14: Tax loss carryforward

No tax is found in the company due to a rolling tax loss carryforward.

	2026 kSEK	2025 kSEK
Tax loss carryforward	**54,543**	43,649
	54,543	43,649

Note 15: Prepaid expenses and accrued income

	2026 kSEK	2025 kSEK
Property rental	**–**	–
Other	**2,434**	5,651
Carrying amount	**2,434**	5,651

Note 16: Number of shares and quotient value

	Number of shares	**Quotient value**
Number of Class A shares	**1,000,000**	**1**
	1,000,000	

Note 17: Appropriation of profit or loss

The Board of Directors proposes that the profit available for distribution:

	2026 kSEK	2025 kSEK
Accumulated loss	**2,207**	21,774
Share premium	**12,000**	118,415
Shareholder contribution	**–**	–
Loss for the year	**(8,235)**	(81,259)
Total pledged assets	**5,972**	58,929

Note 18: Liabilities recognised in several items

Temporary payment defferals of kSEK 3,227 are recognised under the following items in the balance sheet.

	2026 kSEK	2025 kSEK
Non-current liabilities		
Other liabilities to the tax authority	**775**	3,227
Total pledged assets	**775**	3,227
Current liabilities		
Other liabilities to the tax authority	**2,452**	3,874
Total pledged assets	**2,452**	3,874

Note 19: Overdraft facility

	2026 kSEK	2025 kSEK
Amount granted on overdraft facility	**5,000**	5,000
Overdraft facility used	**1,644**	3,001

Note 20: Accrued expenses and deferred income

	2026 kSEK	2025 kSEK
Personnel-related items	**7,297**	7,597
Other	**4,204**	4,735
Total pledged assets	**11,501**	12,332

Note 21: Adjustments for non-cash items

	2026 kSEK	2025 kSEK
Depreciation	**4,209**	4,670
Loss on disposal of fixed assets	**–**	–
Total pledged assets	**4,209**	4,670

Note 22: Pledged assets

	2026 kSEK	2025 kSEK
Liabilities to credit institutions:		
Chattel mortgages	**19,000**	19,000
Total pledged assets	**19,000**	19,000

Åre April 14, 2026

Maisa Romanainen
Chariman of the board

Miguel Angel Muños Martin
CEO

Pauli Puntala

Piia Riitta Tyynilä

Our auditor's report has been submitted April 14, 2026
Cedra Sverige AB

Magnus Olsson
Authorized Public Accountant

REPORT OF THE INDEPENDENT AUDITOR ON THE FINANCIAL STATEMENTS

To the Sole Shareholder of Holiday Club Canarias Investment, S.L.U.:

Report on the Financial Statements

We have audited the financial statements of Holiday Club Canarias Investment, S.L.U., (the Company) which comprise the balance sheet as at March 31, 2026, the income statement and the related explanatory notes thereto for the year then ended.

In our opinion, the accompanying financial statements present, in all material aspects, a true and fair view of the net equity and financial situation of the Company as at March 31, 2026 and of its results for the year then ended, in accordance with the regulatory financial reporting framework that is applicable (identified in note 2 to the financial statements) and, in particular, with the accounting principles and criteria contained therein.

Basis for the opinion

We have carried out our audit in accordance with the prevailing standards governing the activity of auditing accounts in Spain. Our responsibilities in accordance with these standards are described later in the section of our report on "Responsibilities of the auditor in connection with the audit of the financial statements".

We are independent from the Company in accordance with the requirements on ethics, including those of independence, which are applicable to our audit of financial statements in Spain, as required by the regulations governing the activity of auditing accounts. In this regard, we have not provided services other than the audit of the financial statements, nor have situations or circumstances arisen that, in accordance with the aforementioned regulations, may have compromised our necessary independence.

We believe that the audit evidence we have obtained provides a sufficient and adequate basis for our opinion.

Most relevant aspects of the audit

The most relevant aspects of the audit are those matters that, in our professional judgment, were of most significance in our audit of the abbreviated financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Balances with related parties

As shown in the balance sheet, the most significant asset and liability items correspond to investments in group and associate companies, both long-term and short-term, as well as to short-term debts with group and associate companies. In particular, as at March 31, 2026, long-term investments in group and associate companies amount to 5,006,203 Euros, the main investment corresponding to Holiday Club Canarias Sales & Marketing, S.L.U., amounting to 5,003,100 Euros (see Note 5.3 to the financial statements). Likewise, short-term investments in group and associate companies and short-term debts with group and associate companies amount to 3,139,967 Euros and 2,848,970 Euros, respectively (see Note 10). Due to the quantitative significance of these balances, the linkage between intragroup balances and investments, as well as the significant increase in financial investments during the year, the appropriate valuation of investments in group companies and the recoverability of receivable balances recognised in assets were considered to be a most relevant aspect of the audit.

Our audit procedures included, among others, the analysis of the reconciliation of balances with group companies, the review of the nature and justification of intragroup transactions giving rise to the increase in investments, as well as the assessment of the recoverability of receivable balances. For these purposes, the annual accounts of the group's subsidiary companies were audited.

Director's responsibility for the abbreviated financial statements

The Director is responsible for the preparation of the accompanying financial statements in order to present a true and fair view of the net equity, the financial position and the results of the Company in accordance with the Financial Reporting Standards applicable in Spain, and for such internal control as they consider necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In the preparation of the financial statements, the Director is responsible for assessing the Company's ability to continue as a going concern, disclosing, as appropriate, the issues related to going concern and using the accounting principle of going concern, except if the Director intends to liquidate the Company or cease operations, or if there is no other realistic alternative.

Responsibilities of the auditor in connection with the audit of the financial statements

Our objectives are to obtain reasonable assurance that the financial statements as a whole are free of material misstatement, due to fraud or error, and to issue an audit report that contains our opinion.

Reasonable assurance is a high degree of assurance but it does not guarantee that an audit conducted in accordance with the prevailing regulations governing the activity of auditing in Spain will always detect material misstatement when it exists. Misstatements may be due to fraud or error and are considered material if, individually or in aggregate, they can reasonably be expected to influence the economic decisions that users make based on the financial statements.

As part of an audit in accordance with the regulations governing the activity of auditing accounts in Spain, we apply our professional judgment and maintain an attitude of professional scepticism throughout the audit. Furthermore:

- We identify and assess the risks of material misstatement in the financial statements, due to fraud or error, design and apply audit procedures to respond to such risks and obtain sufficient and adequate audit evidence to provide a basis for our opinion. The risk of not detecting a material misstatement due to fraud is higher than in the case of a material misstatement due to error, since fraud may involve collusion, falsification, deliberate omissions, intentionally erroneous statements, or circumvention of internal control.
- We obtain knowledge of the internal control relevant to the audit in order to design audit procedures that are appropriate to the circumstances, and not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- We evaluate whether the accounting policies applied are adequate as well as the reasonableness of the accounting estimates and the corresponding information disclosed by the Director.
- We conclude on whether the use, by the Director, of the accounting principle of going concern is adequate and, based on the audit evidence obtained, we conclude on whether or not there is material uncertainty related to facts or conditions that could generate significant doubt as to the ability of the company to continue as a going concern. If we conclude that there is material uncertainty, in our audit report we are required to draw attention to the corresponding information disclosed in the financial statements or, if such disclosures are not adequate, we are required to express an amended opinion. Our conclusions are based on the audit evidence obtained up to the date of our audit report. However, future events or conditions may cause the Company to cease to be a going concern.
- We evaluate the overall presentation, the structure and content of the financial statements, including the disclosed information, and whether the financial statements represent the underlying transactions and events in a way that expresses a true and fair view.

We communicate with the entity's Director regarding, among other matters, the scope and timing of the planned audit and the significant findings of the audit, as well as any significant internal control deficiencies that we identified during the course of the audit.

Among the issues that have been communicated to the entity's Director, we determine those that have been most significant to the audit of the financial statements of the current period and that are, consequently, the risks considered most significant.

We describe those issues in our audit report unless legal or regulatory provisions prohibit public disclosure of the matter.

RSM SPAIN AUDITORES, SLP
(n° ROAC S2158)

JAVIER ALVAREZ CABRERA
(n° ROAC 16092)

Las Palmas de Gran Canaria,
on April 14, 2026

BALANCE SHEET AS AT MARCH 31, 2026

ASSETS	Notes	(Euros) 2026	(Euros) 2025
NON CURRENT ASSETS			
Long-Term investments in group companies and associates	**5**	**5,006,203**	6,203
TOTAL		**5,006,203**	6,203
CURRENT ASSETS			
Trade and other receivables		**5,301**	571
Other debtors		**5,301**	571
Short-term investments in Group, Multigroup and Associate companies	**5-10**	**3,139,967**	2,923,056
Cash and equivalent liquid assets	**5**	**34**	10,187
TOTAL		**3,145,302**	2,933,814
TOTAL ASSETS		**8,151,505**	2,940,017
TOTAL EQUITY AND LIABILITIES			
TOTAL EQUITY			
Equity		**4,946,804**	10,978
Capital	**7**	**3,100**	3,100
Share Capital		**3,100**	3,100
Reserves		**2,331**	1,901
Profit / (loss) from previous periods		**(4,486)**	(11,786)
Partner Contributions		**10,033**	10,033
Result for the period	**3-8**	**4,935,826**	7,730
TOTAL		**4,946,804**	10,978
CURRENT LIABILITIES			
Short term debts with group and associated companies	**6-10**	**2,848,970**	2,707,294
Trade Creditors and other Accounts payable		**355,731**	221,745
Sundry Creditors		**355,731**	221,745
TOTAL		**3,204,701**	2,929,039
TOTAL EQUITY AND LIABILITIES		**8,151,505**	2,940,017

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2026

	Notes	(Euros) 2026	(Euros) 2025
Revenue	**10**	**5,000,000**	10,000
Other operating expenses	**9**	**(2,329)**	(2,576)
OPERATING INCOME		**4,997,671**	7,424
PROFIT BEFORE TAXES		**4,997,671**	7,424
Corporate income Tax	**8**	**(61,845)**	306
PROFIT IN THE PERIOD		**4,935,826**	7,730

ANNUAL REPORT CORRESPONDING TO THE FINANCIAL PERIOD ENDING ON MARCH 31, 2026

1. THE COMPANY'S BUSINESS

1.1. Holiday Club Canarias Investment, S.L.U. was set up as a limited corporation on December 9, 2010, before the Notary Public Valentín Concejo Arranz, Member of the Guild of Notaries of the Canary Islands, whose offices are located in Maspalomas, under his Protocol Number 1525.

On March 3, 2011, it acquired its current status as a Sole Proprietor Limited Liability Company and on July 22, 2011, a corporate decision was notarised in which the accounting year initially established in the Corporate By-Laws from October 1 to September 30 was changed. However, in February 1, 2016 the General Meeting of the company decided to modify the beginning and the end of the financial period in the Company Bylaws and now is from April 1 till March 31 every year.

1.2. The main corporate mission comprises the acquisition, promotion, construction, urbanisation, management, operation, holding, use, enjoyment of, yielding of, business management of any type, or property, buildings, tourist complexes, hotels, and /or agricultural land in the country or urban areas and personal rights or rights in rem of real-estate property including its conveyance, whether in its entirety or partially, per apartment or by means of the sale of or assignment of rotational enjoyment rights, timeshare or any other kind of rights to use.

1.3. The Corporate offices are located at Avenida Ministra Anna Lindh 1, Urb. Amadores, in the municipality of Mogán (Gran Canaria).

1.4. The Company is dominant in the Holiday Club Canarias group under the terms of the article 42 of the Commercial Code. However, it does not prepare consolidated annual accounts because it does not exceed the limits set forth in the Capital Companies Law, so the following annual accounts refer exclusively to Holiday Club Canarias Investment, S.L.U. Furthermore, the company is a member of a group whose parent company is Holiday Club Resort OY, located in an EU Member State, Finland, that presents Consolidates Financial Statements in that country. In addition, Holiday Club Resort OY is a member of a group whose holding company is Mahindra & Mahindra limited, located in India.

The Spanish group is composed of the next companies:

- Holiday Club Canarias Investment, S.L.U.
- Holiday Club Canarias Sales & Marketing, S.L.U.
- Holiday Club Canarias Resort Management, S.L.U.
- Holiday Club Canarias Vacation Club, S.L.U.

2. BASIS USED FOR THE PRESENTATION OF THE ANNUAL ACCOUNTS

The figures contained in the abridged annual accounts are expressed in Euros, which, upon being rounded out, cause small differences in their presentation.

In the presentation of the accompanying abridged annual accounts, expressed in euros, the current commercial guidelines have been followed, which are:

2.1. True and Fair View

The annual accounts are obtained from the Company's accounting records and have been presented according to the regulations set out in Law 16/2007 of July 4, on the revised and adapted mercantile accounting legislation to harmonise it internationally on the basis of the European Union and by Royal Decree 1515/2007 of November 16th, in which the General Accounting Plan was approved and the added modifications by Royal Decree 1159/2010 of September 17 and Royal Decree 602/2016 of September 2nd, in order to reflect a true and fair view of the Equity, the financial situation and the Company's Profit & Loss as well as the veracity of the streams incorporated into the Cash-flow, according to generally accepted accounting practices and regulations.

2.2. Non-Mandatory Accounting Principles Applied

During this Financial Year, only those Accounting Principles mandatory according to the Spanish Business Code and the Small & Medium Companies General Accounting Plan have been applied.

The Administrative Body has formulated these Annual Accounts, taking into account all mandatory accounting regulations and principals which carry a significant effect.

There is no principle which, if mandatory, has not been applied.

2.3. Critical Aspects in the Valuation and Judgement of Uncertainty

Due to future development, it is possible that additional information to the existing at the date of formulation of these annual accounts make that some estimates have to be changed in future periods.

2.4. Comparison of the Information

The figures corresponding to the Financial Year ending on March 31, 2026 according to the current law, show comparatively the balances of the previous financial period, which match with the information of the annual account for the financial period ending on March 31, 2025.

3. APPLICATION OF RESULTS

The proposal for the application of the results of the financial period ending March 31, 2026 which the Administrators shall draw up for approval by the Members, together with the distribution approved for the period ending on March 31, 2025, is as follows:

		Euros
Distribution Balance	**2026**	2025
Financial period Profit/(Loss)	**4,935,826**	7,730
Total	**4,935,826**	7,730
Distribution		
Legal Reserve	**–**	430
Voluntary reserves	**4,931,341**	**–**
Profit/(Loss) accumulated from previous Financial Periods	**4,486**	7,300
Total	**4,935,826**	7,730

4. RECOGNITION AND MEASUREMENT

The main accounting principles and practices applied in the preparation of the annual accounts are adapted to the current legal requirements, highlighting as most important the principles of going concern, accrual, uniformity, prudence, not compensation and relative importance.

The main rules used by the company for the drafting of their financial period Annual Accounts, according to those established in the Spanish General Accounting Plan were the following:

4.1. Financial Instruments

The Company has registered in the chapter of financial instruments, those contracts that give rise to an asset in one company and, simultaneously, a financial liability or an equity instrument in another company. Therefore, this standard results from the application of the following financial instruments:

a) Financial assets:

- Cash and other equivalent liquid assets.
- Loans to third parties: such as loans and financial credits granted, including those arising from the sale of non-current assets.
- Equity instruments acquired from other companies: shares, participations in institutions of collective investment and other equity instruments.

Long and short term financial investments

Financial Assets at Amortized cost. A financial asset is included in this category, even when is admitted to trading on an organized market, if the company maintains the investment with the aim of receiving the cash flows derived from the execution of the contract, and the contractual conditions of the financial asset give place, on specified dates, to cash flows that are solely collections of principal and interest on the outstanding principal amount. Contractual cash flows that are solely collections of principal and interest on the amount of the outstanding principal are inherent to an agreement that has the nature of an ordinary loan or common, without prejudice to the fact that the operation is agreed at a zero-interest rate or below the market rate. In general, credits for commercial operations are included in this category (those financial assets that originate in the sale of goods and the provision of services for traffic operations of the company with collection deferred), and credits for non-commercial operations those financial assets that, not being instruments of equity or derivatives, do not have commercial origin and whose collections are of a determined or determinable amount, which come from loan or credit operations granted by the company). That means, within this category there would be the loans and accounts receivable, as well as those securities representing debt, with a date of fixed maturity, collections of a determined or determinable amount, that are negotiated in an active market and that the Company intends and has the capacity to keep until maturity.

- Initial valuation: Initially they are valued at their fair value, plus the transaction costs that are directly attributable to them. However, credits for commercial operations with a maturity of no more than one year and that do not have an explicit contractual interest rate, as well as credits to personnel, dividends receivable and disbursements required on equity instruments, the amount of which is expected to receive in the short term, may be valued at their nominal value when the effect of not updating the cash flows is not significant.

- Subsequent valuation: it is done at amortized cost and accrued interest is recorded in the profit and loss account, applying the effective interest rate method.

  However, credits maturing in no more than one year which, in accordance with the provisions of the preceding section, are initially valued at their nominal value, will continue to be valued at that amount, unless they have been impaired.

  When the contractual cash flows of a financial asset are modified due to the financial difficulties of the issuer, the company will analyze whether it is appropriate to record a loss due to impairment of value.

- Impairment: The Company records the corresponding impairments for the difference between the amount to be recovered from accounts receivable and the book value for which they are recorded.

  At least at year-end, the necessary valuation adjustments are made whenever there is objective evidence that the value of a financial asset included in this category, or of a group of financial assets with

similar risk characteristics valued collectively, has been impaired as result of one or more events that have occurred after its initial recognition and that cause a reduction or delay in future estimated cash flows, which may be motivated by the insolvency of the debtor.

The loss due to impairment of the value of these financial assets is the difference between their book value and the current value of future cash flows, including, where appropriate, those from the execution of real and personal guarantees, which is estimated will generate, discounted at the effective interest rate calculated at the time of initial recognition.

Value adjustments for impairment, as well as their reversal when the amount of said loss decreases for reasons related to a subsequent event, are recognized as an expense or income, respectively, in the profit and loss account. The reversal of impairment is limited to the book value of the asset that would be recognized on the reversal date if the impairment had not been recorded.

Financial assets at cost: This category includes, among others, investments in the equity of group companies, jointly controlled entities and associates, as well as other investments in equity instruments whose fair value cannot be determined by reference to a quoted price in an active market for an identical instrument, or a reliable estimate cannot be obtained.

Participating loans whose interests are contingent and any other financial asset that should initially be classified in the fair value portfolio with changes in the profit and loss account when it is not possible to obtain a reliable estimate of its fair value will also be included in this category.

- Initial valuation: They are valued at cost, which is equal to the fair value of the consideration given plus the transaction costs that are directly attributable to them.
- Subsequent valuation: The equity instruments included in this category are valued at their cost, less, where appropriate, the accumulated amount of the valuation corrections for impairment.
- Impairment: At least at year-end, the necessary valuation adjustments are made whenever there is objective evidence that the book value of an investment is not recoverable.

The Company records the corresponding impairments for the difference between the book value and the recoverable amount, understood as the higher amount between its fair value less costs of sale and the present value of the future cash flows derived from the investment, which, in the case of equity instruments, are calculated either by estimating what is expected to be received as a result of the distribution of dividends made by the investee company and the disposal or derecognition of the investment in the same, or by estimate of its participation in the cash flows that are expected to be generated by the investee company, both from its ordinary activities and from its disposal or derecognition.

Unless there is better evidence of the recoverable amount of investments in equity instruments, the estimate of the loss due to impairment of this class of assets is calculated based on the equity of the investee and the tacit capital gains existing at the valuation date, net of the tax effect.

Determining this value, and provided that the investee company has in turn invested in another, the equity included in the consolidated annual accounts prepared by applying the criteria of the Code of Commerce and its implementing regulations is considered.

The recognition of valuation corrections for value impairment and, where appropriate, their reversal, are recorded as an expense or income, respectively, in the profit and loss account. The reversal of impairment will be limited to the book value of the investment that would be recognized on the reversal date if the impairment had not been recorded.

b) Financial liabilities:

- Debts for commercial operations: suppliers and other creditors.
- Other financial liabilities: debts with third parties, such as financial loans and credits received from persons or companies that are not credit institutions, including those arising from the purchase of non-current assets, guarantees and deposits received and disbursements required by third parties on shares.

Financial liabilities, for measurement purposes, are included in one of the following categories:

Financial Liabilities at Amortized cost: All financial liabilities are classified in this category except when they must be valued at fair value with changes in the profit and loss account. In general, debits for commercial operations and debits for non-commercial operations are included in this category.

Participating loans that have the characteristics of an ordinary or common loan will also be included in this category without prejudice to the fact that the operation is agreed at a zero-interest rate or below the market rate.

- Initial valuation: Initially they are valued at their fair value, which, unless there is evidence to the contrary, is the transaction price, which is equivalent to the fair value of the consideration received adjusted by the transaction costs that are directly attributable to it. However, debits for commercial transactions maturing in no more

than one year and that do not have a contractual interest rate, as well as disbursements required by third parties on participations, the amount of which is expected to be paid in the short term, can be valued at their nominal value, when the effect of not updating the cash flows is not significant.

- Subsequent valuation: it is done at amortized cost. Accrued interest is recorded in the profit and loss account, applying the effective interest rate method. However, debits maturing in no more than one year which, in accordance with the provisions of the preceding section, are initially valued at their nominal value, will continue to be valued at that amount.

4.2. Tax on Profits

The Company is taxed in the consolidated tax system in accordance with Chapter VI, title VII of the 27/2014 law, of November 27 of the profit tax, which approved the revised text from the Law of Corporate Tax.

In accordance with the accrual principle, income tax is recognized as an expense for the year. Current tax is determined based on profit before tax, adjusted for permanent differences, in accordance with the applicable tax regulations.

4.3. Income and Expenses

Given the nature of the Company's activities, which primarily consist of holding and managing equity interests in other entities, the Company does not ordinarily engage in the sale of goods or the rendering of services.

Revenue for the year mainly comprises dividends received from investees. Such dividends are recognized as finance income when the shareholder's right to receive payment is established, which is generally when the distribution is approved by the appropriate governing body of the investee.

Dividends are measured at the gross amount receivable, without deduction of any withholding or other taxes borne by the Company.

Expenses for the year primarily comprise general and administrative expenses and other operating expenses, including fees for professional services and other taxes. Expenses are recognized on an accrual basis and measured at the amount incurred.

4.4. Transactions between related parties

Transactions between related parties are accounted by their reasonable value which is the same value for transactions with not related third parties.

5. FINANCIAL ASSETS

5.1. Categories of financial assets (except investments in equity of group companies, multigroup and associates):

The breakdown of financial assets (excluding investments in group, multi-group and associated companies) by categories and classes is as follows:

Euros

	Equity Instruments		Debt Securities		Credits / Derivatives / Others	
	2026	2025	**2026**	2025	**2026**	2025
Short-term Financial Assets						
Financial assets at amortized cost	**–**	–	**–**	–	**3,139,967**	2,923,056
Liquid Assets	**–**	–	**–**	–	**34**	10,187
Totals	**–**	–	**–**	–	**3,140.00**	2,933,243

5.2. Breakdown by maturity:

The classification by maturity of the different financial assets is all related to the short term and all the loans and receivables with companies of the group and associated, for the amount of 3,139,967 Euros (see note 10) and cash for the amount of 34 Euros.

5.3. Companies of the group, multigroup and associated:

a) The information of companies of the group and associated referred to March 31, 2026 is detailed below:

Euros

Particulars	GROUP COMPANIES										
	Statement of financial position 2026								Participation value		
	%	Share Capital	Reserves	Accumulated losses from prior years	Other contributions from shareholders	Profit/ (loss) for the year	Grants	Participating loan	Theoretical value	Carrying Value	Impairment
Holiday Club Canarias Sales & Marketing, S.L.U. Address: Avda Ministra Anna Lindh, número 1, Urbanización Amadores, Mogán Activity: Its main activity is the sale of use rights per shift of properties of the complexes Playa Amadores, Sol Amadores, Vista Amadores, Jardín Amadores and Puerto Calma.	100	3,100	5,396,060	(7,289,497)	5,000,000	(554,985)	42,050	2,000,000	4,596,728	5,003,100	–
Holiday Club Canarias Resort & Management, S.L.U. Address: Avda Ministra Anna Lindh, número 1, Urbanización Amadores, Mogán Activity: Its main activity is the management of five hotel complexes (Playa Amadores, Sol Amadores, Vista Amadores, Jardín Amadores y Puerto Calma)	100	3,100	3,391,689	–	–	684,157	–	–	4,078,946	3,100	–
Holiday Club Canarias Vacation Club, S.L.U. Address: Avda Ministra Anna Lindh, número 1, Urbanización Amadores, Mogán Activity: Its main activity is that of tourist accommodation and other short-stay accommodation	100	3,000	2,536,867	–	–	728,427	–	–	3,268,294	3	–
Total										5,006,203	–

There are latent gains in the company Holiday Club Canarias Sales & Marketing, S.L.U., identified in its inventories, whose market value exceeds their carrying amount.

	Euros Amount
Estimated value of inventories	**19,512,551**
Net carrying amount of inventories	**7,994,461**
Latent gains	**11,518,090**

b) On February 24, 2026, the general meeting approved the forgiveness of 5,000,000 Euros of debt owed by the related party Holiday Club Canarias Sales & Marketing, S.L.U. to the related party Holiday Club Canarias Resort Management, S.L.U.

As both entities are wholly owned by Holiday Club Canarias Investment, S.L.U., the transaction was accounted for as a dividend distribution from Holiday Club Canarias Resort Management, S.L.U. to Holiday Club Canarias Investment, S.L.U., and as a capital contribution from the latter to Holiday Club Canarias Sales & Marketing, S.L.U. (see Note 10).

6. FINANCIAL LIABILITIES

6.1. Types of liabilities

The breakdown of financial liabilities by category is as follows:

Euros

	Debits with Credit Institutions		Bonds and Other Market Securities		Derivatives / Others	
	2026	2025	**2026**	2025	**2026**	2025
Short-term Financial Liabilities						
Financial liabilities at amortized cost	**–**	–	**–**	–	**2,848,970**	2,707,294
Total	**–**	–	**–**	–	**2,848,970**	2,707,294

6.2. Classification by maturity

The short-term financial liabilities indicated in the previous section correspond to "Debts with companies of the Group and associates in the short term" for the amount of 2,848,970 Euros (see note 10).

7. EQUITY

7.1. The Share Capital comes to 3,100 Euros divided into thirty-one shares at face value of 100 Euros each.

7.2. The Company has the sole proprietorship status, being its unique partner the entity Holiday Club Sweden AB.

8. FISCAL POSITION

8.1. Tax Consolidation Regime

The Company is taxed in the consolidated tax system in accordance with Chapter VI, title VII of the 27/2014 law, of November 27 of the profit tax, which approved the revised text from the Law of Corporate Tax.

The Tax Group comprises the following corporations:

Parent: Holiday Club Canarias Investment, S.L.U.

Subsidiaries: Holiday Club Canarias Sales & Marketing, S.L.U., Holiday Club Canarias Resort Management, S.L.U. and Holiday Club Canarias Vacation Club S.L.U.

8.2. Individual tax base

The reconciliation of the net amount of incomes and expenses with the taxable base of the Corporate Tax is as follows:

Euros

	Profit and loss account	**Expenses and income directly attributed to equity**
Balance of income and expenses for the year	**4,935,826**	**–**
Corporate tax	**61,845**	**–**
95% dividend exemption adjustment	**(4,750,000)**	**–**
Tax base	**247,671**	**–**
Reversal 50% negative individual BIN for prior fiscal years	(291)	–
Tax base (tax result)	**247,380**	**–**
Full fee (25% of tax result)	**61,845**	**–**

Notwithstanding the aforesaid, the Company is taxed within a group in which it is the parent company, subject to the special tax system of consolidated taxation. The generated taxable income that would be offset in future periods is compensated with positive taxable bases generated in the Group.

The sum of the individual tax bases of the companies comprising the tax group amounts to 1,647,519 Euros. The tax base of the tax group is determined, in accordance with Additional Provision 19 of the Tax Law, by including 50% of the negative tax base of the subsidiary Holiday Club Canarias Sales & Marketing, S.L.U. for 251,254 Euros and decreasing it by 5,785 Euros due to the reversal in tenths of 50% of the subsidiary individual tax base adjusted in prior fiscal years and in 291 Euros of the parent company. Likewise, the tax base of the tax group includes a net elimination and incorporation of a negative amount of 251,671 Euros resulting from internal transactions carried out by Holiday Club Canarias Sales & Marketing, S.L.U.

Therefore, the final tax base of the tax group amounts to 1,641,026 Euros.

As per current legislation, taxes cannot be considered to have been settled until the returns presented have been inspected by the Revenue Service or the four-year statute of limitations has passed.

Therefore, at the date of closing, the Company has all taxes applicable corresponding to the last four years, including its Corporate Tax for the period 2026 available for inspection.

The Administrator of the Company considers that the above mentioned taxes have all been adequately settled, for which, even in the event of discrepancies in the interpretation of current regulations in the fiscal treatment practised on the operations, possible resulting liabilities, in the event they should materialise, would not significantly affect the attached abridged annual accounts.

8.3 Profits or Tax Incentives

In the settlement of Corporate Taxes corresponding to the period 2025, the Company has not applied any tax incentives.

8.4 Complementary tax to guarantee a minimum overall level of taxation (Law 7/2024)

The Company forms part of the Holiday Club Group, whose ultimate parent company is Mahindra & Mahindra Limited, domiciled in India. Based on the consolidated revenue of the group, it is subject to the Top-up Tax under the OECD Pillar Two rules, which in Spain are implemented through Law 7/2024 of December 20, establishing a Top-up Tax to ensure a global minimum level of taxation for multinational groups and large domestic groups.

In accordance with the requirements of the aforementioned law, the Company, as part of a multinational group with consolidated revenues equal to or exceeding 750,000,000 Euros has not recognised deferred tax assets or liabilities arising from the implementation of this regulation, applying the transitional accounting exemption provided under the applicable accounting framework.

During the current financial year, no current tax expense related to this tax has been recognised, as no tax liability has arisen in Spain under this regulation. As at the date of preparation of these financial statements, no reasonable estimate can be made of any additional economic impact that may arise; however, such impact will be disclosed in future periods as reliable information becomes available.

Furthermore, Holiday Club Resorts Oy will prepare and publish the Corporate Income Tax Information Report for the Holiday Club Group for the 2026 financial year, as required under this regulation in Finland.

9. INCOME AND EXPENSES

The Company has carried out the following operations in this period, which are reflected in the corresponding heading in the Profit and Loss Account:

a) External services:

	Euros	
	2026	2025
Professional services	**1,255**	1,502
Local Tax	**1,074**	1,074
Total	**2,329**	2,576

10. TRANSACTIONS WITH RELATED PARTIES

The balances at March 31, 2026 and 2025 with related companies are as follows:

				Euros
	2026		2025	
	Debit Balances	**Credit Balances**	Debit Balances	Credit Balances
Company:				
Holiday Club Canarias Sales & Marketing, S.L.U.	**–**	**2,848,970**	**–**	2,707,294
Holiday Club Canarias Resort Management, S.L.U.	**2,102,167**	**–**	2,128,064	**–**
Holiday Club Canarias Vacation Club, S.L.U.	**1,037,801**	**–**	794,992	**–**
Totals	**3,139,967**	**2,848,970**	2,923,056	2,707,294

During the period 2026 the company has received a dividend of 5,000,000 Euros (see note 5.3.b) from Holiday Club Canarias Resort Management S.L.U. company. During the period 2025 the dividends received from the same mentioned company amounted 10,000 Euros.

11. OTHER INFORMATION

11.1. Average number of Employees

The Company has not had employees during this period or the period before.

11.2. Information about the Environment and Greenhouse Gas Emission Rights.

Given the activity that the Company carries out, there are no responsibilities, expenses, assets or contingencies of any environmental nature that could be of any significance with regard to equity, the financial position and its results. Therefore, no specific breakdowns are included in this report.

Mogán
April 14, 2026

Miguel Angel Munoz Martin
Sole Administrator

REPORT OF THE INDEPENDENT AUDITOR ON THE FINANCIAL STATEMENTS

To the Sole Shareholder of Holiday Club Canarias Sales & Marketing, SLU:

Report on the Financial Statements

We have audited the financial statements of Holiday Club Canarias Sales & Marketing, S.L.U., (the Company) which comprise the balance sheet as at March 31, 2026, the income statement, and the related explanatory notes thereto for the year then ended.

In our opinion, the accompanying financial statements present, in all material aspects, a true and fair view of the net equity and financial situation of the Company as at March 31, 2026 and of its results for the year then ended, in accordance with the regulatory financial reporting framework that is applicable (identified in note 2 to the financial statements) and, in particular, with the accounting principles and criteria contained therein.

Basis for the opinion

We have carried out our audit in accordance with the prevailing standards governing the activity of auditing accounts in Spain. Our responsibilities in accordance with these standards are described later in the section of our report on "Responsibilities of the auditor in connection with the audit of the financial statements.

We are independent from the Company in accordance with the requirements on ethics, including those of independence, which are applicable to our audit of financial statements in Spain, as required by the regulations governing the activity of auditing accounts. In this regard, we have not provided services other than the audit of the financial statements, nor have situations or circumstances arisen that, in accordance with the aforementioned regulations, may have compromised our necessary independence.

We believe that the audit evidence we have obtained provides a sufficient and adequate basis for our opinion.

Most relevant aspects of the audit

The most relevant aspects of the audit are those that, according to our professional judgment, have been considered to give rise to the most significant risks of material misstatement in our audit of the financial statements of the current period. These risks have been addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon we do not express a separate opinion on said risks.

Customer Claims

As explained by the Company in Note 14.1 to the abbreviated financial statements, 91 customer lawsuits are currently in process, in which the amount to be compensated could range from a refund of the amount received by the Company, net of the weeks enjoyed by the customer, to an amount exceeding the amount received. The total provision recognised for these cases amounts to 1,047,525 Euros, which includes part of the bail deposits lodged with the court, for which no additional recoverable amounts are expected. For the purposes of calculating the provision, the Company, together with its legal advisors, analyses each case on an individual basis, as court rulings do not follow uniform criteria. Due to the high volume of lawsuits, both in terms of number and amounts, the diversity of court rulings received, and the fact that the conclusion regarding the estimation of the risk is subject to significant judgments and estimates made by the Company's Management, the appropriate accounting estimation of the existing risk and its adequate disclosure in the abbreviated financial statements were considered a most relevant aspect of our audit.

Our audit procedures included, among others, understanding the policies and procedures implemented by the Company to determine its risk estimation and the amount to be provisioned in relation to customer lawsuits, meeting with the Company's legal advisor, analysing court rulings on a case-by-case basis, reviewing cases under appeal by the Company, and analysing the criteria applied by the Company to determine the risk associated with each case. Finally, we verified that Notes 4.8 and 14.1 to the abbreviated financial statements include the information required by the applicable financial reporting framework in relation to this matter.

Inventories

As shown in the current assets section of the abbreviated balance sheet, the Company has recognised inventories with a net carrying amount of 8,004,271 Euros. As disclosed in Note 10 to the abbreviated financial statements, 99% of inventories correspond to unsold weeks under a time-sharing regime, broken down by resort and room type. The valuation of unsold weeks follows two different methods. Certain weeks are valued at their original acquisition cost arising from the business combination described in Note 1.4 to the abbreviated financial statements. Other weeks, which had previously been sold and were subsequently repossessed by the Company due to customers' contractual breaches, are valued at their repossession cost. The Company maintains ongoing inventory controls for both originally acquired weeks and repossessed weeks. Due to the large number of unsold weeks, the diversity of room types across the different resorts, and the various reasons for which these weeks are recognised as inventories, verifying ownership at year-end and the appropriate valuation of inventories involves a significant level of complexity. Accordingly, the integrity and valuation of inventories were considered a most relevant aspect of our audit.

Our audit procedures included, among others, understanding the policies and procedures implemented by the Company for inventory management and control, reviewing the inventory of unsold weeks with a focus on additions and disposals during the year and the related costs, as well as validating the different valuation methods depending on the reason for recognising inventories. In addition, we performed procedures on weeks sold during the period to verify that they were not included in inventories at year-end. Finally, we verified that Note 10 to the abbreviated financial statements includes the information required by the applicable financial reporting framework in relation to this matter.

Director's responsibility for the abbreviated financial statements

The Director is responsible for the preparation of the accompanying financial statements in order to present a true and fair view of the net equity, the financial position and the results of the Company in accordance with the Financial Reporting Standards applicable in Spain, and for such internal control as they consider necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In the preparation of the financial statements, the Director is responsible for assessing the Company's ability to continue as a going concern, disclosing, as appropriate, the issues related to going concern and using the accounting principle of going concern, except if the Director intends to liquidate the Company or cease operations, or if there is no other realistic alternative.

Responsibilities of the auditor in connection with the audit of the financial statements

Our objectives are to obtain reasonable assurance that the financial statements as a whole are free of material misstatement, due to fraud or error, and to issue an audit report that contains our opinion.

Reasonable assurance is a high degree of assurance but it does not guarantee that an audit conducted in accordance with the prevailing regulations governing the activity of auditing in Spain will always detect material misstatement when it exists. Misstatements may be due to fraud or error and are considered material if, individually or in aggregate, they can reasonably be expected to influence the economic decisions that users make based on the financial statements.

As part of an audit in accordance with the regulations governing the activity of auditing accounts in Spain, we apply our professional judgment and maintain an attitude of professional scepticism throughout the audit. Furthermore:

- We identify and assess the risks of material misstatement in the financial statements, due to fraud or error, design and apply audit procedures to respond to such risks and obtain sufficient and adequate audit evidence to provide a basis for our opinion. The risk of not detecting a material misstatement due to fraud is higher than in the case of a material misstatement due to error, since fraud may involve collusion, falsification, deliberate omissions, intentionally erroneous statements, or circumvention of internal control.
- We obtain knowledge of the internal control relevant to the audit in order to design audit procedures that are appropriate to the circumstances, and not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- We evaluate whether the accounting policies applied are adequate as well as the reasonableness of the accounting estimates and the corresponding information disclosed by the Director.
- We conclude on whether the use, by the Director, of the accounting principle of going concern is adequate and, based on the audit evidence obtained, we conclude on whether or not there is material uncertainty related to facts or conditions that could generate significant doubt as to the ability of the company to continue as a going concern. If we conclude that there is material uncertainty, in our audit report we are required to draw attention to the corresponding information disclosed in the financial statements or, if such disclosures are not adequate, we are required to express an amended opinion. Our conclusions are based on the audit evidence obtained up to the date of our audit report. However, future events or conditions may cause the Company to cease to be a going concern.
- We evaluate the overall presentation, the structure and content of the financial statements, including the disclosed information, and whether the financial statements represent the underlying transactions and events in a way that expresses a true and fair view.

We communicate with the entity's Director regarding, among other matters, the scope and timing of the planned audit and the significant findings of the audit, as well as any significant internal control deficiencies that we identified during the course of the audit.

Among the issues that have been communicated to the entity's Director, we determine those that have been most significant to the audit of the financial statements of the current period and that are, consequently, the risks considered most significant.

We describe those issues in our audit report unless legal or regulatory provisions prohibit public disclosure of the matter.

RSM SPAIN AUDITORES, SLP
(nº ROAC S2158)

JAVIER ALVAREZ CABRERA
(nº ROAC 16092)

Las Palmas de Gran Canaria,
on April 14, 2026

BALANCE SHEET AS AT MARCH 31, 2026

ASSETS	Notes	Euros 2026	Euros 2025
NON-CURRENT ASSETS			
Intangible Assets	**5**	**–**	180,800
Fixed Assets	**6**	**359,947**	408,354
Long-term financial investments	**7-14**	**590,497**	581,816
Deferred Tax Assets	**12**	**200**	4,762
TOTAL		**950,644**	1,175,732
LIQUID ASSETS			
Inventories	**10**	**8,004,271**	7,935,370
Commercial debtors and other accounts receivables		**488,570**	747,124
Trade receivables	**7**	**360,102**	554,589
Trade receivables / long term		**135,464**	138,786
Trade receivables / short term		**224,638**	415,803
Trade receivable from group and associated	**7-18**	**21,000**	97,020
Other debtors		**107,469**	95,515
Short-term Investments in affiliated group and associated companies	**7-18**	**2,848,970**	2,707,294
Short-term financial investments	**7**	**–**	114
Short term accruals	**7**	**1,857,318**	1,762,602
Cash and other equivalent liquid assets	**7**	**3,426**	20,961
TOTAL		**13,202,555**	13,173,466
TOTAL ASSETS		**14,153,199**	14,349,197

BALANCE SHEET AS AT MARCH 31, 2026

NET WORTH AND LIABILITIES	Notes	Euros 2026	Euros 2025
TOTAL EQUITY			
EQUITY		**2,554,678**	(1,890,336)
Capital	**9**	**3,100**	3,100
Shared Capital		**3,100**	3,100
Reserves	**9**	**5,396,060**	5,396,060
Profit / (Loss) from previous Periods		**(7,289,497)**	(7,070,649)
Other shareholder contributions	**9**	**5,000,000**	–
Profit / (Loss) for the period	**3-12**	**(554,985)**	(218,847)
GRANTS, DONATIONS AND LEGACIES RECEIVED	**16**	**42,050**	52,348
TOTAL		**2,596,728**	(1,837,988)
NON-CURRENT LIABILITIES.			
Long-term provisions	**14**	**1,047,525**	538,000
Long-term debts with Group and associated Companies	**8-18**	**2,799,753**	4,674,753
Deferred Tax liabilities	**12**	**498,883**	439,398
TOTAL		**4,346,161**	5,652,150
CURRENT LIABILITIES			
Short-term provisions	**14**	**27,319**	49,702
Short-term debts.	**8**	**3,059**	1,989
Other financial liabilities		**3,059**	1,989
Short-term debts with Group and associated Companies	**8-18**	**7,009,515**	10,265,528
Trade Creditors and other Accounts payable		**170,417**	217,817
Suppliers, group companies and associates	**8-18**	**12,390**	38,904
Other payables		**158,027**	178,913
TOTAL		**7,210,310**	10,535,035
TOTAL NET WORTH AND LIABILITIES		**14,153,199**	14,349,197

PROFIT & LOSS STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

ITEMS	Notes	Euros 2026	Euros 2025
CONTINUING OPERATIONS			
Turnover		**4,681,710**	4,982,129
Variation in inventories of products finished and being manufactured	**10**	**78,309**	134,069
Supplies	**13**	**(303,470)**	(389,888)
Personnel expenses		**(990,437)**	(1,007,289)
Other operating expenses	**13**	**(3,082,647)**	(2,898,901)
Depreciation of fixed assets	**5-6**	**(268,316)**	(270,702)
Allocation of subsidies for non-financial fixed assets and others	**16**	**13,731**	13,731
Other incomes and expenses	**13**	**(604,710)**	(558,924)
Operating Income/(Loss)		**(475,832)**	4,225
Financial Incomes	**7**	**14,935**	11,152
Financial Expenses	**8-18**	**(168,411)**	(240,357)
Exchange differences	**11**	**226**	(725)
FINANCIAL PROFIT/(LOSS)		**(153,250)**	(229,931)
PROFIT/(LOSS) BEFORE TAXES		**(629,081)**	(225,705)
Corporate Income Tax	**12**	**74,096**	6,858
PROFIT/(LOSS) IN THE PERIOD		**(554,985)**	(218,847)

NOTES TO THE FINANCIAL STATEMENTS PERIOD ENDING ON MARCH 31, 2026

1. The Company's Business Activity

1.1. Holiday Club Canarias Sales & Marketing, S.L.U. was founded as a limited corporation on December 9, 2010, before the Notary Public of the Guild of the Canary Islands, whose office is located in Maspalomas, Mr. Valentín Concejo Arranz, under his Protocol number 1524.

On March 3, 2011, the Company acquired its current condition as a Sole Proprietor Limited Liability Company. On July 22, 2011 a social agreement changes the financial year that in the corporate statutes was from October 1, till September 30. However, on February 1, 2016 in the annual general meeting was agreed to modify the dates of starting and ending of the financial year to April 1, 2025 to March 31, 2026

1.2. Its main corporate mission comprises the acquisition, promotion, construction, urbanisation, management, operation, holding, use, enjoyment of, yielding of, business management of any type, or property, buildings, tourist complexes, hotels, and /or agricultural land in the country or urban areas and personal rights or rights in rem of real-estate property including its conveyance, whether in its entirety or partially, per apartment or by means of the sale of or assignment of rotational enjoyment rights, timeshare or any other kind of rights to use. The main activity is the sale of rotational enjoyment rights of holiday units in the five resorts called Playa Amadores, Sol Amadores, Vista Amadores, Jardín Amadores and Puerto Calma, as well as the management of a theme park in the municipality of Mogán, in Gran Canaria.

1.3. The Corporate offices are located at Avenida Anna Lindh 1, Urbanización Amadores, in the municipality of Mogán (Gran Canaria).

1.4. On April 6, 2011 the Public Deed was signed, by means of which the Company, together with its related company Holiday Club Canarias Resort Management, S.L.U., acquired the business of the five tourist complexes which they are currently operating. In said acquisition, the Company was assigned the unsold weeks, which were recorded in the inventory for the amount of 3,730,000 Euros; the rights to client's' loans recorded as financial assets for the amount of 2,251,656 Euros, and the Goodwill corresponding to the main business of "Timeshare" for the amount of 1,967,742 Euros. The remaining assets (real-estate property and goodwill from the administration and maintenance business) was assigned to the above mentioned related Company. On June 1, 2012 a public Deed was also signed comprising a series of agreements related to the purchase of the business described above, which caused amongst other things, goodwill to be adjusted to 1,807,995 Euros.

1.5. The Company is a part of a Group whose parent Company is Holiday Club Canarias Investment, S.L.U., headquartered in the same address. Said company does not present yearly consolidated accounts, because it is not mandatory due to its size. This Spanish Group is integrated in a higher one, which the parent company is Holiday Club Resorts Oy, located in a EU country, Finland, which presents yearly consolidated accounts. Furthermore, the mentioned company belongs to a group which parent company is Mahindra & Mahindra limited, located in India.

The Spanish group is composed of the next companies:

- Holiday Club Canarias Investment, S.L.U.
- Holiday Club Canarias Sales & Marketing, S.L.U.
- Holiday Club Canarias Resort Management, S.L.U.
- Holiday Club Canarias Vacation Club, S.L.U.

2. Basis used for the presentation of the annual accounts

The figures contained in the abridged annual accounts are expressed in Euros, which, upon being rounded out, cause small differences in their presentation.

2.1. True and Fair View

The annual accounts are obtained from the Company's accounting records and have been presented according to the regulations set out in Law 16/2007 of July 4, on the revised and adapted mercantile accounting legislation to harmonise it internationally on the basis of the European Union and by Royal Decree 1515/2007 of November 16, in which the General Accounting Plan was approved and the added modifications by Royal Decree 1159/2010 of September 17 and Royal Decree 602/2016 of September 2, in order to reflect a true and fair view of the Equity, the financial situation and the Company's Profit & Loss as well as the veracity of the streams incorporated into the Cash-flow, according to generally accepted accounting practices and regulations.

2.2. Non-mandatory Accounting Principles Applied

During this Financial Year, only those Accounting Principles mandatory according to the Spanish Business Code and the Small & Medium Companies General Accounting Plan have been applied.

The Sole Administrator has formulated these Annual Accounts, considering all mandatory accounting regulations and principals which carry a significant effect.

There is no principle which, if mandatory, has not been applied.

2.3. Critical Aspects in the Valuation and Judgement of Uncertainty

At the end of the financial year some estimations are used to formulate these annual accounts: calculation of the asset's impairment, estimation of the asset's useful life, and more. Due to future development, it is possible that additional information to the existing at the date of formulation of these annual accounts make that some estimates have to be changed in future periods.

2.4. Comparing information

The figures corresponding to the Financial Year ending on March 31, 2026 according to the current law, show comparatively the balances of the previous financial period, which match with the information of the annual account for the financial period 2025.

3. Application of results

The proposal for the application of the results of the financial period ending March 31, 2026 which the Administrators shall draw up for approval by the Members, together with the distribution approved for the period ending on March 31, 2025, is as follows:

		Euros
Particulars	**2026**	2025
Distribution Balance		
Financial Period Losses	**(554,985)**	(218,847)
Distribution		
Losses accumulated from previous Financial Periods	**(554,985)**	(218,847)
Total	**(554,985)**	(218,847)

4. Recognition and Measurement Regulations

The main accounting principles and practices applied in the drafting of the Annual Accounts follow current legislation, highlighting as most important the principles of company operation, accrual, consistency, prudence, non-compensation and relative importance.

The most significant accounting criteria applied in the drafting of the Annual Accounts is the following ones:

4.1. Intangible Fixed Assets

The intangible fixed assets are comprised of Goodwill and Computer applications which are valued at their acquisition price, including necessary additional expenses to get them up and running. The computer applications are fully amortised, and the Goodwill is amortised at 10 per cent since the entry of force of the Royal Decree 602/2016 of December 2, which determine that this intangible has to be amortised in 10 years. At the end of the period it is fully amortised.

4.2. Tangible Fixed Assets

These have been appraised at their acquisition cost, including those additional costs necessary to put the assets into operation.

Maintenance and repair costs which do not improve the use of or extend the useful life of the assets are charged to the Profit and Loss account when they occur.

It is depreciated linearly depending on the useful life of assets and their residual value, according to the normal depreciation experienced during its operation, use and enjoyment, using as a reference point, the regulations contained in Law 27/2014 of November 27 in which the Regulation of Corporate Taxes was approved, without prejudice to taking into consideration the technical or commercial obsolescence which could affect it. The percentages applied are the following:

Buildings	12 %
Machinery	25 %
Other installations	12%
Furniture	10 - 25 %
IT Equipment	25 %
Other intangible assets	12 - 33 %

On November 1, 2021 has been renovated the Angry Birds´ rental contract for a period of 8.5 years.

Due to this renovation, the fixed assets assigned to this rental have been recalculated, provided that they were not fully depreciated at the renewal date.

The Company's sole administrator consider that the accounting value of these assets does not exceed their recoverable value.

4.3. Financial Instruments

The Company has registered in the chapter of financial instruments, those contracts that give rise to an asset in one company and, simultaneously, a financial liability or an equity instrument in another company. Therefore, this standard results from the application of the following financial instruments:

a) Financial assets:

- Cash and other equivalent liquid assets.
- Credits for commercial operations: customers and different debtors
- Loans to third parties: such as loans and financial credits granted, including those arising from the sale of non-current assets
- Debt securities of other companies acquired: such as obligations, bonds and promissory notes
- Equity instruments of other companies acquired: shares, shares in collective investment institutions and other equity instruments;
- Derivatives with a favorable valuation for the company: among them, futures or term operations, options, financial swaps, and forward foreign currency trading, and
- Other financial assets: such as deposits in credit institutions, advances and loans to personnel, guarantees and deposits, dividends receivable and disbursements required on own equity instruments.

Long and short term financial investments

Financial Assets at Amortized cost: A financial asset is included in this category, even when is admitted to trading on an organized market, if the company maintains the investment with the aim of receiving the cash flows derived from the execution of the contract, and the contractual conditions of the financial asset give place, on specified dates, to cash flows that are solely collections of principal and interest on the outstanding principal amount. Contractual cash flows that are solely collections of principal and interest on the amount of the outstanding principal are inherent to an agreement that has the nature of an ordinary loan or common, without prejudice to the fact that the operation is agreed at a zero-interest rate or below the market rate. In general, credits for commercial operations are included in this category (those financial assets that originate in the sale of goods and the provision of services for traffic operations of the company with collection deferred), and credits for non-commercial operations those financial assets that, not being instruments of equity or derivatives, do not have commercial origin and whose collections are of a determined or determinable amount, which come from loan or credit operations granted by the company). That means, within this category there would be the loans and accounts receivable, as well as those securities representing debt, with a date of fixed maturity, collections of a determined or determinable amount, that are negotiated in an active market and that the Company intends and has the capacity to keep until maturity.

- Initial valuation: Initially they are valued at their fair value, plus the transaction costs that are directly attributable to them. However, credits for commercial operations with a maturity of no more than one year and that do not have an explicit contractual interest rate, as well as credits to personnel, dividends receivable and disbursements required on equity instruments, the amount of which is expected to receive in the short term, may be valued at their nominal value when the effect of not updating the cash flows is not significant.

- Subsequent valuation: it is done at amortized cost and accrued interest is recorded in the profit and loss account, applying the effective interest rate method.

  However, credits maturing in no more than one year which, in accordance with the provisions of the preceding section, are initially valued at their nominal value, will continue to be valued at that amount, unless they have been impaired.

  When the contractual cash flows of a financial asset are modified due to the financial difficulties of the issuer, the company will analyze whether it is appropriate to record a loss due to impairment of value.

- Impairment: The Company records the corresponding impairments for the difference between the amount to be recovered from accounts receivable and the book value for which they are recorded.

  At least at year-end, the necessary valuation adjustments are made whenever there is objective evidence that the value of a financial asset included in this category, or of a group of financial assets with similar risk characteristics valued collectively, has been impaired as result of one or more events that have occurred after its initial recognition and that cause a reduction or delay in future estimated cash flows, which may be motivated by the insolvency of the debtor.

  The loss due to impairment of the value of these financial assets is the difference between their book value and the current value of future cash flows, including, where appropriate, those from the execution of real and personal guarantees, which is estimated will generate, discounted at the effective interest rate calculated at the time of initial recognition.

Value adjustments for impairment, as well as their reversal when the amount of said loss decreases for reasons related to a subsequent event, are recognized as an expense or income, respectively, in the profit and loss account. The reversal of impairment is limited to the book value of the asset that would be recognized on the reversal date if the impairment had not been recorded.

Financial liabilities:

- Debts for commercial operations: suppliers and different creditors
- Other financial liabilities: debts with third parties, such as financial loans and credits received from persons or companies that are not credit institutions, including those arising from the purchase of non-current assets, guarantees and deposits received and disbursements required by third parties on shares.
- Debts with credit institutions

Financial liabilities, for measurement purposes, are included in one of the following categories:

Financial Liabilities at Amortized cost: All financial liabilities are classified in this category except when they must be valued at fair value with changes in the profit and loss account. In general, debits for commercial operations and debits for non-commercial operations are included in this category.

Participating loans that have the characteristics of an ordinary or common loan will also be included in this category without prejudice to the fact that the operation is agreed at a zero-interest rate or below the market rate.

- Initial valuation: Initially they are valued at their fair value, which, unless there is evidence to the contrary, is the transaction price, which is equivalent to the fair value of the consideration received adjusted by the transaction costs that are directly attributable to it. However, debits for commercial transactions maturing in no more than one year and that do not have a contractual interest rate, as well as disbursements required by third parties on participations, the amount of which is expected to be paid in the short term, can be valued at their nominal value, when the effect of not updating the cash flows is not significant.
- Subsequent valuation: it is done at amortized cost. Accrued interest is recorded in the profit and loss account, applying the effective interest rate method. However, debits maturing in no more than one year which, in accordance with the provisions of the preceding section, are initially valued at their nominal value, will continue to be valued at that amount.

4.4. Inventories

The Company's commercial stocks correspond to rotational enjoyment rights of rooms in the possession of the Company and merchandise stock in Angry Birds Park. Both are valued at acquisition price.

The Company's Sole Administrator consider that the book value of the inventories does not exceed their recoverable value.

4.5. Transactions in Foreign Currency

The accounts mentioned in foreign currency are measured at the exchange rate in effect at the time of the transaction. Positive or negative differences occurring at the time of payment or collection as a consequence of monetary fluctuations are carried over to the Profit and Loss Account. At closing of the period, differences both positive and negative that did not occur are carried over to the Profit and Loss Account.

4.6. Profit Tax

The Company is taxed in the consolidated tax system in accordance with Chapter VI, title VII of the 27/2014 law, of November 27, of the profit tax, which approved the revised text from the Law of Corporate Tax.

Following the Accrual Principle, profit tax has been charged as an income during the period. Current tax has been calculated per the financial results before taxes, adjusted by permanent differences and consolidation and decreased by applying deductions, as set out in the tax regulations in effect.

Income has also been accrued from deferred tax by activating tax credits at different times, originated in part by a fiscally non-deductible amortisation.

4.7. Income and Expenses

Regarding the incomes from delivery of goods and services, the criteria followed to conclude that the obligations assumed by the company are met over time or at a given time.

- **Common aspects**

The company recognizes incomes for the ordinary development of its activity when the transfer of control of the goods or services committed to customers occurs. At that time, the company will value the income at the amount that reflects the consideration to which it expects to be entitled in exchange for said goods or services.

- **Recognition**

The company recognizes the income derived from a contract when (or as) the transfer to the client of the control over the promised goods or services (that is, the obligation or obligations to be fulfilled) takes place.

The control of a good or service (an asset) refers to the ability to fully decide on the use of that asset and obtain substantially all of its remaining benefits. The control includes the ability to prevent other entities from deciding on the use of the asset and obtaining its benefits.

For each obligation to be fulfilled (delivery of goods or provision of services) that is identified, the company determines at the beginning of the contract whether the commitment assumed will be fulfilled over time or at a certain moment.

The income derived from the commitments (in general, the provision of services or the sale of goods) that are fulfilled over time are recognized based on the degree of progress or progress towards the complete fulfillment of the contractual obligations, provided that the company has reliable information to measure the degree of progress.

The company reviews and, if necessary, modifies the estimates of income to be recognized, as it complies with the commitment assumed. The need for such reviews does not necessarily indicate that the outcome or result of the operation cannot be reliably estimated.

When, at a certain date, the company is not able to reasonably measure the degree of compliance with the obligation (for example, in the early stages of a contract), although it expects to recover the costs incurred to satisfy said commitment, only revenue is recognized and the corresponding consideration in an amount equivalent to the costs incurred up to that date.

In case of contractual obligations that are fulfilled at a certain time, the income derived from their execution is recognized on that date. Until this circumstance occurs, the costs incurred in the production or manufacturing of the product (goods or services) are recorded as inventories.

When there are doubts regarding the collection of the credit right previously recognized as income from sales or provision of services, the impairment loss will be recorded as an expense for the correction of the value due to impairment and not as less income.

- **Assessment**

  Ordinary incomes from the sale of goods and the provision of services is valued at the monetary amount or, as the case may be, at the fair value of the consideration, received or expected to be received, derived from it, which, except evidence to the contrary, it is the agreed price for the assets to be transferred to the client, deducting: the amount of any discount, reduction in price or other similar items that the company may grant, as well as the interest included in the nominal value of the loans. However, interests included in commercial credits with a maturity of no more than one year that do not have a contractual interest rate may be included, when the effect of not updating the cash flows is not significant.

  Revenue does not include taxes levied on the sale of goods and the provision of services that the Company is required to charge to third parties, such as value added tax and excise duties, nor amounts collected on behalf of third parties.

  The company considers in the valuation of income the best estimate of the variable consideration if it is highly probable that there will not be a significant reversal of the amount of recognized income when the uncertainty associated with said consideration is subsequently resolved.

4.8. Provisions and Contingencies

Provisions are present obligations on the date of the balance sheet that have arisen as a result of past events; the amount and timing of cancellation are undetermined. Provisions are recorded at the current value of the estimated amount that the company will have to pay to settle the obligation in the future.

Contingent liabilities are potential liabilities arising as a result of past events, whose realization is contingent upon that happening or not, one or more future events independent of the will of the Company. Contingent liabilities, as well as the Provisions whose amount cannot be estimated reliably or it is not very likely that the Company must dispose of resources embodying profits, for their cancellation are not recognized for accounting purposes but are broken down in the Report.

4.9. Personnel Expenses

Personnel expenses are recognised on the basis of their accrual, considering that bonus payments are accrued on a yearly basis. There are no commitments for pensions nor retirement bonuses in the Company.

4.10. Grants, Donations and Legacies

Capital grants, which are non-refundable, are recorded directly in Equity as revenue, excluding the tax effect and are attributed to the Financial Period 's results in proportion to the allocation of depreciation in the period for the assets pertaining to the grant.

The operating grants are attributed to the financial period for the granted amount.

4.11. Criteria used in transactions between related parties

Transactions between related parties are accounted for, in general, by their reasonable value.

5. INTANGIBLE FIXED ASSETS

5.1. The transactions that occurred during the 2025 and 2026 periods were the following:

Euros

Particulars	Balance 2024	Acquisitions	Disposals	Balance 2025
Gross Costs				
Goodwill	1,807,995	–	–	1,807,995
IT Applications	29,227	–	–	29,227
Total	1,837,222	–	–	1,837,222
Accumulated amortization				
Goodwill	1,446,396	180,799	–	1,627,195
IT Applications	29,227	–	–	29,227
Totals	1,475,623	180,799	–	1,656,422
Net Totals	361,599			180,800

Euros

Particulars	Balance 2025	Acquisitions	Disposals	Balance 2026
Gross Costs				
Goodwill	**1,807,995**	**–**	**–**	**1,807,995**
IT Applications	**29,227**	**–**	**–**	**29,227**
Totals	**1,837,222**	**–**	**–**	**1,837,222**
Accumulated amortization				
Goodwill	**1,627,195**	**180,799**	**–**	**1,807,995**
IT Applications	**29,227**	**–**	**–**	**29,227**
Totals	**1,656,422**	**180,799**	**–**	**1,837,222**
Net Totals	**180,800**			**–**

5.2. As indicated in Note 1.4, the Company acquired the Goodwill corresponding to the main "Timeshare" business in 2011 for the amount of 1,967,742 Euros. Said price was adjusted in the Purchase Deed granted in June 2012, for the amount of 159,747 Euros.

5.3. There is no evidence of impairment through March 31, on any of the elements in the Intangible Fixed Assets.

5.4. There are fully depreciated software applications in use on March 31, 2026 and March 31, 2025 for the amount of 29,227 Euros respectively. On March 31, 2026 the good will is fully amortized for the amount of 1,807,995 Euros.

6. TANGIBLE FIXED ASSETS

6.1. The transactions occurring during the 2025 and 2026 periods were the following:

Euros

Particulars	Balance 2024	Acquisitions	Transfers	Disposals	Balance 2025
Gross Costs					
Buildings	1,125,496	–	–	–	1,125,496
Machinery	85,531	–	–	–	85,531
Other facilities	2,898,805	–	–	–	2,898,805
Furniture	255,439	–	–	–	255,439
IT Equipment	108,468	–	–	–	108,468
Vehicles	27,994	–	–	–	27,994
Other tangible fixed assets	423,783	–	–	–	423,783
Advances and fixed assets in progress	23,187	–	–	(808)	22,379
Total	4,948,705	–	–	(808)	4,947,897

Euros

Particulars	Balance 2024	Acquisitions	Transfers	Disposals	Balance 2025
Accumulated amortization					
Buildings	1,063,598	8,247	–	–	1,071,845
Machinery	74,992	3,225	–	–	78,217
Other installations	2,580,914	55,170	–	–	2,636,084
Furniture	251,272	2,005	–	–	253,278
IT Equipment	95,951	2,712	–	–	98,663
Vehicles	27,994	–	–	–	27,994
Other tangible fixed assets	354,918	18,542	–	–	373,460
Total	4,449,640	89,902	–	–	4,539,543
Net Total	499,065				408,354

Euros

Particulars	Balance 2025	Acquisitions	Transfers	Disposals	Balance 2026
Gross Costs					
Buildings	**1,125,496**	**–**	**–**	**–**	**1,125,496**
Machinery	**85,531**	**–**	**–**	**–**	**85,531**
Other facilities	**2,898,805**	**–**	**–**	**–**	**2,898,805**
Furniture	**255,439**	**862**	**–**	**–**	**256,302**
IT Equipment	**108,468**	**1,185**	**–**	**–**	**109,653**
Vehicles	**27,994**	**–**	**(8,200)**	**–**	**19,794**
Other tangible fixed assets	**423,783**	**22,439**	**(12,187)**	**30,064**	**464,100**
Advances and fixed assets in progress	**22,379**	**14,623**	**–**	**(30,064)**	**6,937**
Total	**4,947,897**	**39,109**	**(20,387)**	**–**	**4,966,619**
Accumulated amortization					
Buildings	**1,071,845**	**8,247**	**–**	**–**	**1,080,092**
Machinery	**78,217**	**3,225**	**–**	**–**	**81,442**
Other installations	**2,636,084**	**54,759**	**–**	**–**	**2,690,844**
Furniture	**253,278**	**1,383**	**–**	**–**	**254,661**
IT Equipment	**98,663**	**2,522**	**–**	**–**	**101,185**
Vehicles	**27,994**	**–**	**(8,200)**	**–**	**19,794**
Other tangible fixed assets	**373,460**	**17,381**	**(12,187)**	**–**	**378,655**
Total	**4,539,543**	**87,517**	**(20,387)**	**–**	**4,606,673**
Net Total	**408,354**				**359,947**

There are no signs of impairment through March 31, for the elements in the Tangible Fixed Assets.

6.3. The fixed assets are covered against risk of fire, theft, etc., by means of several insurance policies with the corresponding premiums paid up to date.

6.4. There are fully depreciated elements in use on March 31, 2026 and March 31, 2025 for the amount of 1,717,041 Euros and 1,691,600 Euros respectively.

7. FINANCIAL ASSETS

Information related to the Balance Sheet

7.1 Categories of financial assets (except for investments in the equity of Group, Multigroup and associated companies):

The breakdown of financial assets (except for investments in the equity of Group, jointly controlled group and associated companies) by categories and classes is as follows:

Euros

Particulars	Equity Instruments		Debt Securities		Credits/Derivatives/Others	
	2026	2025	**2026**	2025	**2026**	2025
Long-term Financial Assets						
Financial assets at amortized cost	**–**	–	**–**	–	**725,961**	720,602
Total	**–**	–	**–**	–	**725,961**	720,602
Short- term Financial Assets						
Financial assets at amortized cost	**–**	–	**–**	–	**3,098,012**	3,227,300
Liquid Assets	**–**	–	**–**	–	**3,426**	20,961
Total	**–**	–	**–**	–	**3,101,438**	3,248,261

7.2. **Classification by Maturity:**

The ratings depending on the maturity of different financial assets are as follows:

Euros

Financial Assets	2027	2028	2029	2030	2031	Next	Total l/t
Financial Investments	**–**	**–**	**–**	**–**	**–**	**590,497**	**590,497**
Other financial assets	–	–	–	–	–	590,497	590,497
Investments in Group and Associated Companies	**2,848,970**	**–**	**–**	**–**	**–**	**–**	**–**
Loans to companies	2,848,970	–	–	–	–	–	–
Commercial Debts and other Receivables	**249,042**	**77,269**	**40,504**	**15,402**	**2,288**	**–**	**135,464**
Customer receivables for sales and services	359,484	77,269	40,504	15,402	2,288	–	135,464
Clients' Impairment	(134,846)	–	–	–	–	–	–
Trade receivable from group and associated	21,000	–	–	–	–	–	–
Debtors	3,405	–	–	–	–	–	–
Cash and other Liquid Assets	**3,426**	**–**	**–**	**–**	**–**	**–**	**–**
Liquid Assets	3,426	–	–	–	–	–	–
Total	**3,101,438**	**77,269**	**40,504**	**15,402**	**2,288**	**590,497**	**725,961**

Long term financial investments, for the amount of 590,497 Euros correspond to deposits on the court related to the claims commented in the note 14.1.

7.3. Corrections due to impairment caused by Credit Risk

Transactions in the corrective accounts representative of impairment losses due to credit risk to customers are as follows:

Euros

Particulars	Amount
Balance at 2024	**115,445**
Impairment reversal (Note 13.1)	(5,005)
Balance at 2025	**110,440**
Impairment Maturity (Note 13.1)	24,746
Impairment reversal (Note 13.1)	(340)
Balance at 2026	**134,846**

Information relating to the Profit and Loss Account

7.4. Financial Income

Under the heading Financial Income from Marketable Securities and Other Financial Instruments in the Profit and Loss Account for the amounts of 14,935 Euros and 11,152 Euros for 2026 and 2025 financial periods respectively, correspond mainly to the accrual of default interest from clients.

Other Information

7.5. Reasonable Value

The book value of the financial assets is an acceptable approximation to the reasonable value.

Equity Instruments not being traded on an active market according to what is provided for in the 9th Rule of Recognition and Measurement of the Spanish New General Accounting Plan, are valued at their cost.

Equity Instruments traded on an active market according to what is provided for in the 9th Rule of Recognition and Measurement of the Spanish New General Accounting Plan are measured at their reasonable value.

7.6. Information Regarding the Nature and Level of Risk from Financial Assets:

Due to its normal activity, the Company is exposed to different financial risks, essentially, credit risk, liquidity risk and market risk, the latter referring to the rate of exchange, of interest rates and other price risks.

Credit Risks:

This basically refers to sales on credit to clients and debtors. To prevent possible effects, credit granted to clients and debtors are granted based on a preliminary solvency study and strict follow-up of loans and receivables. The client base is quite diversified.

Liquidity Risk:

The Company tries to keep an adequate liquidity ratio at all times to be able to honour its commitments, ensuring that current assets not including inventories, shall reasonably cover the current payables.

Market Rate Risk:

Due to the Company's activity and scope, it is subject to exchange rate risks of the sales made in foreign currency, depending on the volatility of the exchange rates.

Interest rate risks are minimum because the Company grants loans at a fixed interest rate.

7.7. Accrual adjustments

In January, every year, the company assumes the debt with the related company Holiday Club Canarias Resort Management S.L.U. related to the yearly maintenance fees of the unsold weeks. At the end of the financial year, there are, in the accrual adjustment balance, the proportional part of the not accrued months on March 31, 2026 for the amount of 1,834,929 Euros, 1,743,788 Euros in March 31, 2025.

8. FINANCIAL LIABILITIES

Information related to the Balance Sheet

8.1. Categories of Financial Liabilities:

The breakdown of the financial liabilities by categories and classes is as follows:

Euros

Particulars	Debits with Credit Institutions		Bonds and Other Market Securities		Derivatives/Others	
	2026	2025	**2026**	2025	**2026**	2025
Long-Term Financial Liabilities						
Financial liabilities at amortized cost	**–**	–	**–**	–	**2,799,753**	4,674,753
Total	**–**	–	**–**	–	**2,799,753**	4,674,753
Short-Term Financial Liabilities						
Financial liabilities at amortized cost	**–**	–	**–**	–	**7,133,329**	10,427,123
Total	**–**	–	**–**	–	**7,133,329**	10,427,123

8.2. Classification by Maturity:

Classification according to the maturity of the different financial liabilities is as follows:

Euros

Financial Liabilities	2027	2028	2029	2030	2031	Next	Total
Debts	**3,059**	–	–	–	–	–	–
Other financial liabilities	3,059	–	–	–	–	–	–
Debts with Group and Associated Companies	**7,009,515**	**2,000,000**	**–**	**–**	**–**	**799,753**	**2,799,753**
Trade Creditors and other Accounts Payable	**120,755**	**–**	**–**	**–**	**–**	**–**	**–**
Suppliers, group companies and associates	108,359	–	–	–	–	–	–
Sundry Creditors	12,390	–	–	–	–	–	–
Personnel (wages pending payment)	6	–	–	–	–	–	–
Total	**7,133,329**	**–**	**–**	**–**	**–**	**799,753**	**2,799,753**

8.3. On January 31, 2022, the group company Holiday Club Sweden AB grants a participating loan to the Company for the amount of 2,000,000 euros (see note 9.5).

This participating loan expired on April 1, 2025, however it has been extended 2 years more and has been established a fixed interest plus a variable one:

a) The variable interest is stipulated in 2% of the profit after taxes, as an exception, the profits from the first year will not be considered to calculate the first amount, so will be calculated as of March 31, 2022. If the loan is being amortized, the initial % will decrease in proportion to amortization.

b) The fixed interest will be calculated as the EURIBOR (12 months) + 2.5% per year.

Default interest is set at 5%.

Information relating to the Profit and Loss Account and Equity

8.4. Financial Expenses

The heading for financial expenses corresponds, mainly, to debts with group and associated companies for the 2026 and 2025 financial years for the amounts of 167,904 Euros and 240,237 Euros, respectively, due to the accrual of interest on loans granted by group companies (See Note 18.3).

Other Information

8.5. Reasonable Value

The book value of the financial liabilities is an acceptable approximation to the reasonable value.

8.6. Information on the Nature and Level of Risk from Financial Liabilities

Due to its regular activity, the Company is exposed to diverse financial risks, basically credit risks, liquidity risks and market risks, the latter of which refers to exchange rate risks, interest rate risks and other price risks.

9. SHAREHOLDERS' EQUITY

9.1. The share capital, for an amount of 3,100 Euros, comprises 31 shares of 100 Euros face value each.

9.2. As per the Revised Text of the Law of Share Capital Companies, a figure equal to 10% of the period's profit must be kept in a reserve fund until this reaches at least 20% of the share capital. During the 2012 financial period, 3,100 Euros were allocated to these reserves.

9.3. The Canary Islands Investments Reserve Fund for the amount of 3,093,871 Euros, is subject to the availability limitations established in the tax regulations.

9.4. The corporation Holiday Club Canarias Investment, S.L.U., owns 100 per cent of the share capital of the Company.

9.5. On January 31, 2022 the group company Holiday Club Sweden AB grants a participating loan to the company for the amount of 2,000,000 Euros (see note 8.3)

9.6. On February 24, 2026, the General Meeting approved the forgiveness of €5 million of debt owed by the Company to the related party Holiday Club Canarias Resort Management, S.L.U.

As both entities are wholly owned by Holiday Club Canarias Investment, S.L.U., the transaction was accounted for as a dividend distribution from Holiday Club Canarias Resort Management, S.L.U. to Holiday Club Canarias Investment, S.L.U., and as a capital contribution from the latter to Holiday Club Canarias Sales & Marketing, S.L.U.

9.7. The breakdown of the heading "reserves" from the Balance Sheet for the periods 2026 and 2025 is as follows:

		Euros
Particulars	**2026**	**2025**
Legal reserve	**3,100**	3,100
Voluntary Reserves	**1,892,290**	1,892,290
Canary Islands Investment Reserves	**3,093,871**	3,093,871
Goodwill Reserves	**406,799**	406,799
Total	**5,396,060**	5,396,060

10. INVENTORIES

10.1. Inventories show the following break-down:

		Euros
Particulars	**2026**	2025
Merchandise in Stock, Angry Birds Theme Park.	**9,810**	19,219
Unsold Weeks in Stock	**7,994,461**	7,916,152
Total	**8,004,271**	7,935,370

10.2 The transactions of unsold weeks in stock during the 2025 & 2026 financial periods, have been as follows:

				Euros
Particulars	**Balance 2025**	**Acquisitions**	**Disposals**	**Balance 2026**
Unsold weeks in stock	7,916,152	180,560	(102,251)	**7,994,461**

Particulars	**Balance 2024**	**Acquisitions**	**Disposals**	**Balance 2025**
Unsold weeks in stock	7,782,082	260,967	(126,898)	7,916,152

Acquisitions of inventory during the 2026 and 2025 financial period correspond to the weeks sold in previous financial periods and exchanged for other weeks during the mentioned periods, due to weeks received from the related company RESORT OY or weeks that come back to the company due to a court ruling (See Note 14.1) or expired contract.

There are not commitments for sales or purchases or a future contract about the inventories or restraints on disposal.

10.3. There are no signs of impairment to the inventories at the end of the financial periods 2026 and 2025.

11. FOREIGN CURRENCY

11.1. Assets in foreign currency mostly correspond to commercial loans for the sale of weeks in stock. The most significant balances for the period 2025 in the diverse foreign currencies are detailed below:

Foreign currency	**Balance at 2026**	**Exchange Rate at 2026**	**Euros at 2026**
- Pounds Sterling	**122**	**0,8354 libra/euro**	**146**

There are no balances on foreign currencies on March 31, 2026

11.2. The exchange differences recognized in the financial year 2026 and 2025 with credit and debit balance for the amount of 226 Euros and 725 Euros respectively are related to the settled transactions during the period.

12. TAX POSITION

Profit Tax

12.1. Tax Consolidation Regime

The Company is taxed in the consolidated tax system in accordance with Chapter VI, title VII of the 27/2014 law, of November 27, of the profit tax, which approved the revised text from the Law of Corporate Tax.

The Tax Group comprises the following corporations:

Parent: Holiday Club Canarias Investment, S.L.U.

Subsidiaries: Holiday Club Canarias Sales & Marketing, S.L.U., Holiday Club Canarias Resort Management, S.L.U. and Holiday Club Canarias Vacation Club S.L.U.

12.2. Individual Tax Base

The reconciliation of the net amounts of income and expenditures for the financial period against the tax base of Corporate Tax is the following:

		Euros
Particulars	**Profit & Loss Account**	**Income & expenditure directly attributable to Equity**
Balance of income and expenditure for the financial year	**(554,985)**	**–**
Corporate tax	**(74,096)**	**–**
Current tax	(141,576)	–
Deferred Tax	67,480	–
Permanent differences		
Non-deductible Expenses	1,380	–
Goodwill Deduction	90,400	–
Participative loan interest	50,000	–
Temporary Differences		
70% Limit Amortization	(15,207)	–
Tax Base (Tax Profit & Loss)	**(502,508)**	**–**
Internal operations (Eliminations / additions)	(251,671)	–
Integration of 50% of the standalone tax loss for FY 2026	251,254	–
Reversal 50% negative individual BIN for prior fiscal years	(5,785)	–
Tax base (tax result)	**(508,710)**	**–**

12.3. Corporate Tax Settlement

By applying the tax rate on the tax base, the total tax liability is obtained, which is reduced by the following concepts and amounts:

Particulars	**Euros**
Full fee (25% of taxable income)	**(127,117)**
Deduction for new fixed assets	**(13,638)**
Temporary measures reversal deduction	**(760)**
Liquid fee	**(141,576)**

Under the rules applicable to the Tax Consolidation Regime, the taxable income of the tax group is determined by adding individual taxable bases corresponding to the companies comprising the Fiscal group, deletions, additions of deletions carried out in previous years and, in the event that the above sum proves to be positive, compensating the carry-forwards of the Fiscal group, as well as the outstanding tax bases to be applied by the companies taxable at the time of joining the Tax Group.

12. TAX POSITION (Contd.)

In consequence, the individual total tax corresponding to Holiday Club Canarias Sales & Marketing, S.L.U. amounts to 127,177 Euros, which is reduced by deductions generated by the company. Additionally, Holiday Club Canarias Sales & Marketing, S.L.U. contributes with deductions for the amount of 14,938 Euros to the Tax Group in the 2026 fiscal year, which are subject to application by the Tax Group.

The aggregate tax bases of the tax group amount to 1,647,519 Euros. In accordance with the 19th Additional Provision of the Tax Law, the group tax base is determined by including 50 per cent of the individual tax losses for the 2026 financial year amounting to 251,254 Euros, and by including in one-tenth instalments the individual tax losses not included in prior years amounting to 5,785 Euros.

The group's tax base includes a net elimination and incorporation of 251,671 Euros derived from internal transactions carried out by Holiday Club Canarias Sales & Marketing, S.L.U.

12.4. Breakdown of expenditure on Income Tax

The expenditure on Income Tax accrued in the financial periods 2026 and 2025 is broken down as follows:

		Euros
Particulars	**2026**	2025
1. Current Tax	**(141,576)**	(45,996)
2. Deferred tax	**67,480**	39,138
- Temporary differences, 70% limit fiscal amortisation	**4,562**	9,124
- Temporary differences from intragroup operations	**62,918**	30,014
3. Total expenditure on income tax	**(74,096)**	(6,858)

12.5. Deferred Tax Asset

Transactions during the 2025 and 2026 financial periods found in this heading have been the following:

				Euros
Particulars	**Balance 2024**	**Acquisitions**	**Applications**	**Balance 2025**
- Temporary differences, 70% limit fiscal amortisation	13,886	–	(9,124)	4,762
Total	13,886	–	(9,124)	4,762
	Balance 2025	**Acquisitions**	**Applications**	**Balance 2026**
- Temporary differences, 70% limit fiscal amortisation	**4,762**	**–**	**(4,562)**	**200**
Total	**4,762**	**–**	**(4,562)**	**200**

12.6. Deferred Tax Liabilities

Transactions during the 2025 and 2026 financial periods found in this heading have been the following:

				Euros
Particulars	**Balance 2024**	**Acquisitions**	**Applications**	**Balance 2025**
Capital grant (Note 16.2)	20,881	–	(3,433)	17,448
Intragroup operations	391,935	64,883	(34,869)	421,949
Total	412,817	64,883	(38,302)	439,398
	Balance 2025	**Acquisitions**	**Applications**	**Balance 2026**
Capital grant (Note 16.2)	**17,448**	**–**	**(3,433)**	**14,015**
Intragroup operations	**421,949**	**88,548**	**(25,630)**	**484,866**
Total	**439,398**	**88,548**	**(29,063)**	**498,883**

12.7. The Canary Islands Investment Reserve

The Canary Islands Investment Reserve was provided for from January 1, 2007 and what has been set out in Royal Decree Act 12/2016 of December 29, in which Law 19/1994 of July 6, Modification of the Canary Islands Financial and Tax Regime (REF) was modified, is applicable.

At the end of the financial year 2026, the situation of the Canary Islands Investment Reserve is as follows:

			Euros
Item	**2011**	**2012**	**2013**
Provisions	776,358	1,081,563	1.235,950
Investments carried out			
Financial Period 2014	(776,358)	(1,081.563)	(799,103)
Financial Period 2015	–	–	(263,916)
Financial Period 2016	–	–	(13,857)
Financial Period 2017	–	–	(159,074)

12. TAX POSITION (Contd.)

The Company, during the Financial Period 2014, carried out the following Investments, materialising the Reserve in the following assets and on the indicated dates on the following table. This table shows the Financial Period for which the provisions were materialised by type of asset is indicated:

Euros

Account	Item	Date acquired	Acquisition amount	Grant deduction	Amount used	Provision 2011	Provision 2012	Provision 2013
21100001	ANGRY BIRDS CONSTRUCTIONS	November 01, 2013	1,084,195	633,330	633,330	633,330	–	–
					633,330	**633,330**	**–**	**–**
21301001	ANGRY BIRDS ASSETS	November 01, 2013	55,851	23,226	32,625	32,625	–	–
21301001	Machinery	June 12, 2014	3,500		3,500	3,500	–	–
					36,125	**36,125**	**–**	**–**
21508001	ANGRY BIRDS ASSETS	November 01, 2013	2,833,292	1,178,231	1,655,060	106,902	1,081,563	466,595
21508001	Other Facilities	November 21, 2013	7,710	–	7,710	–	–	7,710
21508001	Other Facilities	February 01, 2014	1,102	–	1,102	–	–	1,102
21508001	Other Facilities	February 01, 2014	2,590	–	2,590	–	–	2,590
21508001	Other Facilities	February 18, 2014	755	–	755	–	–	755
21508001	Other Facilities	February 26, 2014	746	–	746	–	–	746
21508001	Other Facilities	April 08, 2014	1,609	–	1,609	–	–	1,609
21508001	Other Facilities	May 07, 2014	110	–	110	–	–	110
21508001	Other Facilities	May 09, 2014	298	–	298	–	–	298
21508001	Other Facilities	May 09, 2014	943	–	943	–	–	943
21508001	Other Facilities	May 14, 2014	893	–	893	–	–	893
21508001	Other Facilities	May 19, 2014	1,609	–	1,609	–	–	1,609
21508001	Other Facilities	May 20, 2014	1,390	–	1,390	–	–	1,390
21508001	Other Facilities	May 21, 2014	396	–	396	–	–	396
21508001	Other Facilities	May 31, 2014	1,476	–	1,476	–	–	1,476
21508001	Other Facilities	May 31, 2014	604	–	604	–	–	604
21508001	Other Facilities	June 05, 2014	1,811	–	1,811	–	–	1,811
21508001	Other Facilities	June 06, 2014	26	–	26	–	–	26
21508001	Other Facilities	June 06, 2014	15	–	15	–	–	15
21508001	Other Facilities	June 06, 2014	76	–	76	–	–	76
21508001	Other Facilities	August 01, 2014	269	–	269	–	–	269
21508001	Other Facilities	August 01, 2014	1,616	–	1,616	–	–	1,616
21508001	Other Facilities	August 01, 2014	3,493	–	3,493	–	–	3,493
21508001	Other Facilities	August 08, 2014	2,001	–	2,001	–	–	2,001
21508001	Other Facilities	September 01, 2014	2,319	–	2,319	–	–	2,319
					1,688,918	**106,902**	**1,081,563**	**500,453**
21601002	ANGRY BIRDS ASSETS	November 01, 2013	83,856	34,871,61	48,984	–	–	48,984
21601002	Furniture	November 19, 2013	783	–	783	–	–	783
21601002	Furniture	November 19, 2013	175	–	175	–	–	175
21601002	Furniture	March 01, 2014	600	–	600	–	–	600
21601002	Furniture	April 01, 2014	690	–	690	–	–	690
21601002	Furniture	April 15, 2014	690	–	690	–	–	690
21601002	Furniture	May 31, 2014	356	–	356	–	–	356
21601002	Furniture	June 01, 2014	199	–	199	–	–	199
21601002	Furniture	June 01, 2014	63	–	63	–	–	63
21601002	Furniture	June 01, 2014	175	–	175	–	–	175
21601002	Furniture	June 01, 2014	1,142	–	1,142	–	–	1,142
21601002	Furniture	June 29, 2014	814	–	814	–	–	814
					54,670	**–**	**–**	**54,670**

12. TAX POSITION (Contd.)

Euros

Account	Item	Date acquired	Acquisition amount	Grant deduction	Amount used	Provision 2011	Provision 2012	Provision 2013
21701001	IT Equipment	October 26, 2013	1,347	–	1,347	–	–	1,346
21701001	IT Equipment	December 04, 2013	768	–	768	–	–	768
21701001	IT Equipment	December 04, 2013	749	–	749	–	–	749
21701001	IT Equipment	December 04, 2013	14,176	–	14,176	–	–	14,176
21701002	IT Equipment	October 11, 2013	1,224	–	1,224	–	–	1,224
					18,264	**–**	**–**	**18,264**
21801001	Vehicles	September 10, 2014	19,509	–	19,509	–	–	19,509
21801001	Vehicles	September 12, 2014	285	–	285	–	–	285
					19,794	**–**	**–**	**19,794**
21901008	Other Tangible Fixed Assets	December 01, 2013	1,400	–	1,400	–	–	1,400
21901008	Other Tangible Fixed Assets	September 16, 2014	64	–	64	–	–	64
21901008	Other Tangible Fixed Assets	September 16, 2014	2,500	–	2,500	–	–	2,500
21901008	Other Tangible Fixed Assets	September 17, 2014	64	–	64	–	–	64
					4,029	**–**	**–**	**4,029**

Also, at the time of the initial investment relating to the opening of the Angry Birds Park, the creation of jobs occurred, which caused an increase of the total average number of employees. This has resulted in the materialization of the reserve in the creation of jobs, which, as indicated in the Report for the 2014 Financial Period, amounted to 201,892 Euros.

During the financial period 2015, the Company has carried out the following investments: using the Reserve on the following assets and on the dates indicated in the following table. This table shows the Financial Period for which the provisions were materialised by type of asset is indicated:

Euros

Account	Item	Acquisition date	Acquisition amount	Amount materialised	Provision 2013
21601002	Furniture	February 28, 2015	220	220	220
21601002	Furniture	February 28, 2015	715	715	715
21601002	Furniture	March 12, 2015	298	298	298
21601002	Furniture	March 19, 2015	1,060	1,060	1,060
21601002	Furniture	March 19, 2015	60	60	60
21601002	Furniture	April 30, 2015	2,373	2,373	2,373
21601002	Furniture	September 30, 2015	571	571	571
			5,297	**5,297**	**5,297**
21701001	IT Equipment	October 31, 2014	784	784	784
21701001	IT Equipment	October 31, 2014	645	645	645
21701001	IT Equipment	November 30, 2014	2,311	2,311	2,311
			3,740	**3,740**	**3,740**

Furthermore, on the occasion of the initial investment for the launch of the Angry Birds Park on November 1, 2013, jobs have been created which have determined an increase of the average total number of staff. This has resulted in the realization of the reserve due to the creation of jobs.

In particular, the increase to the average amount of staff pursuant to Article 27.4.C of Law 19/1994, July 6 and Article 10 of the Royal Decree of 1758/2007, was 1,056 employees.

During the financial period 2015, the amount of 24,136 Euros is the average cost of the gross wages and compulsory social contributions of employees connected to the park. Consequently, in accordance with Article 27.6 of Law 19/1994, the materialization of the reserve due to the increase of the number of employees at the initial investment, is 254,879 Euros

This investment, due to the creation of jobs materializes part of the reserve allocated in the Financial Period 2013.

12. TAX POSITION (Contd.)

During the financial period 2016, the Company has carried out the following investments: using the Reserve on the following assets and on the dates indicated in the following table. This table shows the Financial Period for which the provisions were materialised by type of asset is indicated:

Euros

Account	Item	Acquisition date	Acquisition amount	Amount materialised	Provision 2013
21601002	Furniture	October 01, 2015	6,898	6,898	6,898
21601002	Furniture	October 31, 2015	320	320	320
			7,218	**7,218**	**7,218**
21701002	IT Equipment	November 25, 2015	749	749	749
21701002	IT Equipment	November 30, 2015	460	460	460
			1,209	**1,209**	**1,209**
21508001	Other facilities	February 29, 2016	1,260	1,260	1,260
21508001	Other facilities	February 29, 2016	355	355	355
			1,615	**1,615**	**1,615**
20601001	IT applications	March 01, 2016	3,816	3,816	3,816
			3,816	**3,816**	**3,816**

During the financial period 2017, the Company has carried out the following investments: using the Reserve on the following assets and on the dates indicated in the following table. This table shows the Financial Period for which the provisions were materialised by type of asset is indicated:

Euros

Account	Item	Acquisition date	Acquisition amount	Amount materialised	Provision 2013
21601002	Furniture	June 01, 2016	763	763	763
21601002	Furniture	June 28, 2016	640	640	640
21608002	Furniture	March 01, 2017	440	440	440
21608002	Furniture	March 23, 2017	2,126	2,126	2,126
			3,969	**3,969**	**3,969**
21701001	IT equipment	February 06, 2017	930	930	930
21701001	IT equipment	March 01, 2017	885	885	885
21701002	IT equipment	May 25, 2016	460	460	460
			2,275	**2,275**	**2,275**
21901008	Other tangible fixed assets	April 30, 2016	35	35	35
21901008	Other tangible fixed assets	April 30, 2016	37	37	37
21901008	Other tangible fixed assets	April 30, 2016	12	12	12
21901008	Other tangible fixed assets	April 30, 2016	3	3	3
21901008	Other tangible fixed assets	April 30, 2016	4,749	4,749	4,749
21901008	Other tangible fixed assets	May 01, 2016	239	239	239
21901008	Other tangible fixed assets	December 01, 2016	48,551	48,551	48,551
21901008	Other tangible fixed assets	February 22, 2017	11,921	11,921	11,921
21901008	Other tangible fixed assets	February 22, 2017	86	86	86
21901008	Other tangible fixed assets	February 22, 2017	66	66	66
21901008	Other tangible fixed assets	February 22, 2017	113	113	113
21901008	Other tangible fixed assets	March 01, 2017	3,589	3,589	3,589
21901008	Other tangible fixed assets	March 06, 2017	6,603	6,603	6,603
21901008	Other tangible fixed assets	March 06, 2017	172	172	172

12. TAX POSITION (Contd.)

Euros

Account	Item	Acquisition date	Acquisition amount	Amount materialised	Provision 2013
21901008	Other tangible fixed assets	March 08, 2017	1,340	1,340	1,340
21901008	Other tangible fixed assets	March 16, 2017	1,060	1,060	1,060
21901008	Other tangible fixed assets	March 23, 2017	34,200	34,200	34,200
21901008	Other tangible fixed assets	March 29, 2017	828	828	828
21901008	Other tangible fixed assets	March 29, 2017	3,700	3,700	3,700
21901008	Other tangible fixed assets	March 31, 2017	22,253	22,253	22,253
			139,558	**139,557**	**139,558**
20601001	IT applications	May 01, 2016	1,716	1,716	1,716
20601001	IT applications	March 01, 2017	3,537	3,537	3,537
20601001	IT applications	March 29, 2017	1,817	1,817	1,817
			7,070	**7,070**	**7,070**
21508001	Other facilities	March 29, 2017	6,202	6,202	6,202
			6,202	**6,202**	**6,202**

On March 31, 2017 the partners agreed to dispose part of the RIC 2012/13 special reserve, so that they agreed to transfer part of the special reserve to voluntary reserves, specifically for the amount pending to materialize at this date, the amount of 1,229,049 Euros. Consequently, one of the requirements established in the article 27 of the Law 19/1994 has been violated, integrating, in accordance with article 27.6 of Law 19/1994, this amount into the tax base of the corporate tax corresponding to 2017 period.

As a result of this breach, moratory interests have been paid to the administration for the amount of 53,975 Euros, of which 46,096 Euros were accrued as of March 31, 2017

The realization for the amount of 26,781 Euros in the annual report for the financial period 2017 that was booked in the account 21100001, has been reclassified during the financial period 2018 to the account 21901008, but the assets are still in the company with the same amount and all the requirements related to the realization have been fulfilled.

Finally, it must be reported that the Company has not carried out investments prior the provision and it has not been benefited from any other tax benefit accrued at the time of the Investments made as a result of the realization of the RIC.

12.8 Complementary tax to guarantee a minimum overall level of taxation (Law 7/2024)

The Company forms part of the HOLIDAY CLUB Group, whose ultimate parent company is MAHINDRA & MAHINDRA LIMITED, domiciled in India. Based on the consolidated revenue of the group, it is subject to the Top-up Tax under the OECD Pillar Two rules, which in Spain are implemented through Law 7/2024 of December 20, establishing a Top-up Tax to ensure a global minimum level of taxation for multinational groups and large domestic groups.

In accordance with the requirements of the aforementioned law, the Company, as part of a multinational group with consolidated revenues equal to or exceeding 750,000,000 Euros, has not recognised deferred tax assets or liabilities arising from the implementation of this regulation, applying the transitional accounting exemption provided under the applicable accounting framework.

During the current financial year, no current tax expense related to this tax has been recognised, as no tax liability has arisen in Spain under this regulation. As at the date of preparation of these financial statements, no reasonable estimate can be made of any additional economic impact that may arise; however, such impact will be disclosed in future periods as reliable information becomes available.

Furthermore, Holiday Club Resorts Oy will prepare and publish the Corporate Income Tax Information Report for the Holiday Club Group for the 2026 financial year, as required under this regulation in Finland.

12.9 Financial Periods Open to the Possibility of a Tax Inspection

As set forth in current legislation, taxes cannot be considered definitively settled until the tax returns presented have been inspected by the tax authorities or the four-year statute of limitations has run out.

At the closing date, the company is also open to inspection of all the taxes that are applicable to it, corresponding to the last four years.

The Sole Administrator of the Company considered that liquidations of the mentioned taxes have been properly settled, so, even though discrepancies could arise in the interpretation or the existing tax regulations by the handling of tax granted to the operations, the eventual resulting liabilities in case of materialisation would not significantly affect the abridged annual accounts.

13 INCOMES AND EXPENSES

13.1 Breakdown of the following items in the Profit and Loss Account:

(4.a) Consumption of goods: corresponding to the cost of the acquired weeks and with purchases of merchandise and merchandising for the Theme Park. The amounts are as follows:

Euros

Particulars	2026	2025
Cost of weeks acquired	**98,395**	185,014
Merchandise purchased Theme Park	**195,667**	200,736
Change in Inventory merchandise Theme park	**9,408**	4,138
Total	**303,470**	389,888

The purchase of acquired weeks has been carried out in Spanish territory and the theme park merchandise has been purchased from members countries of the European Union.

(6.b) Social security: corresponds entirely with the business contribution whose amount totalled 245,335 Euros and 220,501 Euros for the Financial Periods 2026 and 2025, respectively.

(7.c) External Services:

Euros

Particulars	2026	2025
Leases and Charges	**107,174**	110,081
Repair and Maintenance	**2,483,711**	2,247,789
Independent Professional Services	**254,745**	340,401
Transport	**2,080**	3,560
Insurance	**30,461**	28,519
Bank Services and Similar	**16,629**	19,101
Publicity, Advertising and Public Relations	**53,526**	44,047
Supplies	**78,289**	79,415
Other Services	**46,971**	53,691
Other taxes	**4,042**	4,407
Total	**3,077,627**	2,931,010

13. INCOMES AND EXPENSES (Contd.)

(d) Losses on, impairment of and change in trade provisions:

		Euros
Particulars	**2026**	2025
Losses from bad debts	**2,997**	9,202
Provision expense for commercial operations	**24,746**	–
Excess Trade Provision	**(340)**	(5,005)
Provision Sales-persons' commissions	**(18,867)**	2,872
Provision RCI	**(580)**	290
Other provisions	**(2,936)**	(39,468)
Total	**5,020**	(32,109)

13.2. Other results": these correspond to the net of Profit & Loss that stem from events that are not a part of the Company's typical activities, and which are not expected to occur frequently. They correspond for both periods 2026 and 2025 mainly, to the long-term provision detailed in the note 14.1.

14. PROVISIONS AND CONTINGENCIES

Provisions

14.1 The long-term provision for the amount of 1,047,525 Euros corresponds to judicial processes in favour of different clients for claims for weeks sold in previous periods. Transactions during the 2025 and 2026 financial periods are as follows:

							Euros
Particulars	**Balance at 2024**	**Acquisitions**	**Disposals**	**Balance at 2025**	**Acquisitions**	**Disposals**	**Balance at 2026**
Long-term provisions	–	538,000	–	538,000	600,000	(90,475)	**1,047,525**

The Company is involved in various legal proceedings initiated by customers seeking the nullity of certain contracts entered with the Company. At the date of preparation of these condensed annual financial statements, a total of 91 proceedings are ongoing. Of these, 27 cases relate to contracts for which court rulings unfavorable to the Company's interests have been issued, although such rulings have been appealed. In these cases, the amounts payable could range from the refund of the amounts received by the Company, reduced by the value of the usage enjoyed by the customer, to an amount exceeding the initial consideration received.

Based on management's best estimate, considering the progress of the proceedings and the most recent rulings issued, the Company has recognized a provision of €829 thousand to cover the obligations that may arise from these litigations.

The remaining 64 proceedings relate to contracts entered into after July 2012, in respect of which the Supreme Court has issued rulings favorable to the Company's interests; therefore, no significant risk of loss is considered to exist. Notwithstanding the above, the Company has decided to partially provide for the amounts of deposits lodged with the courts in connection with these proceedings, due to the complex nature and the length of time required for their recovery. The provision recognized for this concept amounts to 218,000 Euros

As at the date of preparation of these annual financial statements, management considers that the provisions recognized reasonably cover the potential contingencies arising from the ongoing proceedings (see Notes 7.2 and 13.2).

14.2 The short-term provision corresponds to the accrual of commissions pending payment to sales staff and provisions for the cancellation of sales. The balance at the end of the financial years 2025 and 2026 amounts 49,702 euros and 27,319 Euros, respectively.

Transactions during the 2025 and 2026 financial periods are as follows:

							Euros
Particulars	**Balance at 2024**	**Acquisitions**	**Disposals**	**Balance at 2025**	**Acquisitions**	**Disposals**	**Balance at 2026**
Short-term provisions	86,008	141,992	(178,298)	49,702	44,001	(66,384)	**27,319**

Contingencies

14.3 The company provided a guarantee to a Finance company for the amount of 204,450 Euros to face all the trials commented in the note 14.1. being also endorsed by the company of the group Holiday Club Canarias Resort Management S.L.U. (See Note 18.3)

14.4 As mentioned in note 14.1, there is a contingency on an asset for the amount of 584,887 euros.

15. ENVIRONMENTAL INFORMATION

Given the activity that the Company carries out, there are no responsibilities, expenses, assets or contingencies of any environmental nature that could be of any significance with regard to equity, the financial position and its results. Therefore, no specific breakdowns are included in this report.

16. GRANTS, DONATIONS AND LEGACIES RECEIVED

16.1 On June 24, 2014, a grant was given by the Ministry of Finance and other Public Administrations for the investment Project in the Angry Birds Theme Park, for the amount of 870,213 Euros. On April 2018 the company paid back 69,982 Euros because some conditions were not complied. In November 2021 the rental contract was renewed for 8.5 years, which means a new calculation of allocation of the capital grant.

16.2 Variations in the capital grant during the financial years 2025 and 2026 are as follows:

Euros

	Balance 2024	Acquisitions	Disposals	Balance 2025
Capital Grant	83,527	–	(13,731)	69,796
Tax Effect	(20,881)	–	3,433	(17,448)
Total	62,646	–	(10,298)	52,348

Euros

	Balance 2025	Acquisitions	Disposals	Balance 2026
Capital Grant	**69,796**	**–**	**(13,731)**	**56,065**
Tax Effect	**(17,448)**	**–**	**3,433**	**(14,015)**
Total	**52,348**	**–**	**(10,298)**	**42,050**

17. EVENTS AFTER THE CLOSING OF THE YEAR

No events have occurred after closing that could be considered significant and affect the financial period's accounts.

18. TRANSACTIONS BETWEEN RELATED PARTIES

18.1 Regarding the Managing Board and Key Company Staff

Managers and the key personnel of the company with whom related-party transactions have been carried out are the following:

- Mr. Miguel Ángel Muñoz Martín, Sole Administrator and Managing Director

Remuneration paid to managers and key personnel of the company, during the financial periods 2026 and 2025, in their status as employees of the company, amounts 85,980 Euros and 60,000 Euros, respectively.

On the Balance Sheet there is a current account with partners and administrators on March 31, 2026, that amounts 3,059 Euros in favour of the manager. (589 Euros on March 31, 2025)

18.2 Information required by Article 229 Of the Corporate Enterprises Act

According to the Article 229 of the Corporate Enterprises Act, we hereby inform that the members of the Board of Directors do not have shares or hold positions or perform functions in companies whose corporate purpose is the same, similar, or complementary to the Company's.

Also, during the Financial Period, the members of the Board of Directors have not carried out transactions outside the normal course of business beyond the ordinary traffic or in conditions other than those of the market with the company or group companies. The only transactions with administrators are those outlined in Note 18.1.

18.3 Transactions and Balances with Group companies:

The transactions carried out with Group companies during the financial periods 2025 and 2026, are the following:

Euros

Particulars	2025			
Company	**Financial Expenses**	**Services received**	**Services rendered**	**Supplies**
Holiday Club Canarias Resort Management, S.L.U.	–	2,171,018	117,600	–
Holiday Club Resort OY	–	45,417	88,900	152,320
Holiday Club Sweden AB	240,237	–	16,233	–
Holiday Club Canarias Vacation Club, S.L.U.	–	–	2,613,886	185,014
Total	240,237	2,216,434	2,836,619	337,334

Euros

Particulars	2026			
Company	**Financial Expenses**	**Services received**	**Services rendered**	**Supplies**
Holiday Club Canarias Resort Management, S.L.U.	–	2,421,288	51,963	–
Holiday Club Resort OY	–	32,600	30,520	81,340
Holiday Club Sweden AB	167,904	–	–	–
Holiday Club Sport & Spa Hotel AB	–	–	30,402	–
Holiday Club Canarias Vacation Club, S.L.U.	–	–	2,887,153	98,395
Total	**167,904**	**2,453,888**	**3,000,037**	**179,735**

The transactions between the Group companies were performed under normal market conditions.

Balances outstanding with the Group Companies in the financial periods 2026 and 2025, both short-term and long-term, at the close of the Financial Periods are:

Euros

	2026		2025	
Particulars	**Debit Balances**	**Creditor Balances**	Debit Balances	Creditor Balances
Holiday Club Canarias Resort Management, S.L.U.	**–**	**6,978,350**	–	10,249,357
Holiday Club Canarias Invesment, S.L.U.	**2,848,970**	**–**	2,707,294	–
Holiday Club Resort OY	**21,000**	**12,390**	97,020	38,904
Holiday Club Sweden AB	**–**	**2,830,917**	–	4,690,923
Total	**2,869,970**	**9,821,658**	**2,804,314**	**14,979,184**

As said in note 9.6, during the period balances with the related company Holiday Club Canarias Resort Management were compensated for the amount of 5,000,000 Euros.

The Group Company Holiday Club Canarias Resort Management, S.L.U. provided a guarantee to a Finance Company for the amount of 204,450 Euros to face pending trials of the company (See Note 14.3)

18.4 Companies subject to the same unit of decision.

The Company shows the largest assets in the group of companies' subject to the same decision-making units, headquartered in Spain. The companies are the following ones:

- Holiday Club Canarias Investment, S.L.U.: Parent Company of the Group
- Holiday Club Canarias Sales & Marketing, S.L.U.: Subsidiary and with the highest assets
- Holiday Club Canarias Resort Management, S.L.U.: Subsidiary
- Holiday Club Canarias Vacation Club: Subsidiary

Aggregated amounts of these companies are as follows:

		Euros
Particulars	**2026**	2025
ASSETS		
Non-current Assets	**13,258,146**	8,017,179
Current Assets	**26,657,256**	30,142,071
Total	**39,915,402**	38,159,249
EQUITY AND LIABILITIES		
Equity	**14,890,773**	9,107,646
Non-current Liabilities	**4,526,076**	6,044,832
Current Liabilities	**20,498,553**	23,006,771
Total	**39,915,403**	38,159,250
PROFIT & LOSS		
Turnover	**22,595,965**	14,835,819
Results (Profit)	**5,793,425**	985,560

19. OTHER INFORMATION

19.1 Number of Employees

The average number of people employed by the Company during the financial periods 2026 and 2025, distributed by their professional categories, has been as follows:

	Persons	
	2026	2025
Executives and Administrative Staff	**7.65**	8.53
Sales and Collections Staff	**2.80**	3.12
Others	**15.39**	17.15
Total	**25.84**	28.80

The distribution by gender at the end of the financial periods 2026 and 2025 is the following:

	2026		2025	
	Men	**Women**	Men	Women
Executives and Administrative Staff	**4**	**4**	4	4
Sales and Collections Staff	**1**	**4**	1	4
Others	**12**	**6**	12	8
Total	**17**	**14**	17	16

The distribution of disabled personnel, which exceeds 33%, at the end of the 2026 and 2025 fiscal years is one person in the housekeeping and other categories for each fiscal year.

20. INFORMATION ABOUT DEFERRAL PAYMENTS MADE TO SUPPLIERS. THIRD ADDITIONAL REGULATION TO THE "DUTY OF INFORMATION OF LAW 15/2010 OF JULY 5.

The average period for payment to suppliers and creditors is 47 days for the financial year 2026 (41 days for the financial year 2025).

Mogan, April 14, 2026

Miguel Angel Munoz Martin

Sole Administrator

REPORT OF THE INDEPENDENT AUDITOR ON THE FINANCIAL STATEMENTS

To the Sole Shareholder of Holiday Club Canarias Resort Management, SLU:

Report on the Financial Statements

We have audited the financial statements of Holiday Club Canarias Resort Management, SLU, (the Company) which comprise the balance sheet as at March 31, 2026 and the income statement, statement of changes in equity, the cash flow statement, and the related explanatory notes thereto for the year then ended.

In our opinion, the accompanying financial statements present, in all material aspects, a true and fair view of the net equity and financial situation of the Company as at March 31, 2026 and of its results and cash flows for the year then ended, in accordance with the regulatory financial reporting framework that is applicable (identified in note 2 to the financial statements) and, in particular, with the accounting principles and criteria contained therein.

Basis for the opinion

We have carried out our audit in accordance with the prevailing standards governing the activity of auditing accounts in Spain. Our responsibilities in accordance with these standards are described later in the section of our report on "Responsibilities of the auditor in connection with the audit of the financial statements''.

We are independent from the Company in accordance with the requirements on ethics, including those of independence, which are applicable to our audit of financial statements in Spain, as required by the regulations governing the activity of auditing accounts. In this regard, we have not provided services other than the audit of the financial statements, nor have situations or circumstances arisen that, in accordance with the aforementioned regulations, may have compromised our necessary independence.

We believe that the audit evidence we have obtained provides a sufficient and adequate basis for our opinion.

Most relevant aspects of the audit

The most relevant aspects of the audit are those that, according to our professional judgment, have been considered to give rise to the most significant risks of material misstatement in our audit of the financial statements of the current period. These risks have been addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon we do not express a separate opinion on said risks.

Maintenance Fees incomes

As observed in the profit and loss account, net sales revenue amounts to 6.86 million euros (see Note 19 to the financial statements), while short-term accruals amounting to 4.98 million euros are recognised under current liabilities. As explained in Note 1 to the financial statements, the Company's main activity consists of providing maintenance services to five apartment complexes that are either sold by the related entity Holiday Club Canarias Sales Marketing, SLU under a time-sharing regime, or exploited for tourism purposes by the related entity Holiday Club Canarias Vacation Club, SLU. For each calendar year, the owners' meeting of each complex approves the maintenance fees for each type of room and complex. These fees are invoiced in January, with the portion not accrued as at March 31 recorded under short-term accruals in liabilities. Part of the maintenance services is billed to unrelated third parties for sold weeks. The remaining portion (52%) is billed to Holiday Club Canarias Sales Marketing, SLU for unsold weeks held in inventory, and to Holiday Club Canarias Vacation Club, SLU for weeks operated as part of the hotel business. Due to the monetary relevance of sales, as well as the diversity of maintenance fees resulting from the number of complexes and room types to which the Company provides services, the valuation of sales, the accruals recognised at year-end, and the correct allocation between unrelated owners and related parties were considered a most relevant aspect of our audit.

Our audit procedures included, among others, verifying the annual maintenance fees approved in the minutes by reference to the number and type of rooms in each complex, and verifying the accrued portion based on the time elapsed between the billing date and the Company's financial year-end. In addition, we evaluated that the invoicing issued in January is consistent with the ownership of each week at that time.

Other Information: Management Report

The other information includes the management report for the year ended March 31, 2026 the formulation of which is the responsibility of the Company's Director, although it is not an integral part of the financial statements.

Our audit opinion on the financial statements does not cover the management report. Our responsibility for the other information, in accordance with the requirements of the regulations governing the activity of auditing accounts, consists of evaluating and reporting on the consistency of the other information with the financial statements, based on the knowledge of the entity obtained in the performance of the audit, without including information other than that obtained as audit evidence. Likewise, our responsibility with respect to the management report consists of evaluating and reporting on whether its content and presentation are in accordance with the applicable regulations. If, based on the work we have performed, we conclude that there are material misstatements, we are obliged to report them.

Based on the work carried out, as described in the previous paragraph, the information contained in the management report is consistent with the financial statements for 2026 and its content and presentation are in accordance with the applicable regulations.

Director's responsibility for the abbreviated financial statements

The Director is responsible for the preparation of the accompanying financial statements in order to present a true and fair view of the net equity, the financial position and the results of the Company in accordance with the Financial Reporting Standards applicable in Spain, and for such internal control as they consider necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In the preparation of the financial statements, the Director is responsible for assessing the Company's ability to continue as a going concern, disclosing, as appropriate, the issues related to going concern and using the accounting principle of going concern, except if the Director intend to liquidate the Company or cease operations, or if there is no other realistic alternative.

Responsibilities of the auditor in connection with the audit of the financial statements

Our objectives are to obtain reasonable assurance that the financial statements as a whole are free of material misstatement, due to fraud or error, and to issue an audit report that contains our opinion.

Reasonable assurance is a high degree of assurance but it does not guarantee that an audit conducted in accordance with the prevailing regulations governing the activity of auditing in Spain will always detect material misstatement when it exists. Misstatements may be due to fraud or error and are considered material if, individually or in aggregate, they can reasonably be expected to influence the economic decisions that users make based on the financial statements.

As part of an audit in accordance with the regulations governing the activity of auditing accounts in Spain, we apply our professional judgment and maintain an attitude of professional scepticism throughout the audit. Furthermore:

- We identify and assess the risks of material misstatement in the financial statements, due to fraud or error, design and apply audit procedures to respond to such risks and obtain sufficient and adequate audit evidence to provide a basis for our opinion. The risk of not detecting a material misstatement due to fraud is higher than in the case of a material misstatement due to error, since fraud may involve collusion, falsification, deliberate omissions, intentionally erroneous statements, or circumvention of internal control.
- We obtain knowledge of the internal control relevant to the audit in order to design audit procedures that are appropriate to the circumstances, and not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- We evaluate whether the accounting policies applied are adequate as well as the reasonableness of the accounting estimates and the corresponding information disclosed by the Director.
- We conclude on whether the use, by the Director, of the accounting principle of going concern is adequate and, based on the audit evidence obtained, we conclude on whether or not there is material uncertainty related to facts or conditions that could generate significant doubt as to the ability of the company to continue as a going concern. If we conclude that there is material uncertainty, in our audit report we are required to draw attention to the corresponding information disclosed in the financial statements or, if such disclosures are not adequate, we are required to express an amended opinion. Our conclusions are based on the audit evidence obtained up to the date of our audit report. However, future events or conditions may cause the Company to cease to be a going concern.
- We evaluate the overall presentation, the structure and content of the financial statements, including the disclosed information, and whether the financial statements represent the underlying transactions and events in a way that expresses a true and fair view.

We communicate with the entity's Director regarding, among other matters, the scope and timing of the planned audit and the significant findings of the audit, as well as any significant internal control deficiencies that we identified during the course of the audit.

Among the issues that have been communicated to the entity's Director, we determine those that have been most significant to the audit of the financial statements of the current period and that are, consequently, the risks considered most significant.

We describe those issues in our audit report unless legal or regulatory provisions prohibit public disclosure of the matter.

RSM SPAIN AUDITORES, SLP
(nº ROAC S2158)

JAVIER ALVAREZ CABRERA
(nº ROAC 16092)

Las Palmas de Gran Canaria,
on April 14, 2026.

BALANCE SHEET AT MARCH 31, 2026

	Notes	(Euros) 2026	(Euros) 2025
ASSETS			
NON-CURRENT ASSETS			
Intangible Assets	**5**	**10,477**	183,787
Goodwill		**–**	170,000
Computer software		**10,477**	13,787
Fixed Assets	**6**	**2,889,360**	2,983,953
Property and Buildings		**2,481,350**	2,548,609
Technical Facilities and other Fixed Assets		**356,259**	435,344
Assets under construction and advance payments		**51,750**	
Real Estate Investments	**7**	**696,210**	713,591
Construction/ Buildings		**696,210**	713,591
Long-term financial investments	**8**	**136,300**	136,300
Debt securities		**136,300**	136,300
Deferred Tax Assets	**11**	**70,583**	92,936
TOTAL		**3,802,930**	4,110,567
LIQUID ASSETS			
Commercial debtors and other accounts receivables		**1,853,675**	2,247,135
Trade receivables	**8**	**1,840,155**	2,204,021
Other debtors	**8**	**1,495**	17,974
Personnel	**8**	**1,200**	1,790
Other receivables from Public Administrations		**10,825**	23,351
Short-term Investments in affiliated group and associated companies	**8-17**	**6,978,805**	10,249,357
Loans to companies		**6,978,805**	10,249,357
Short-term financial investments	**8**	**1,009**	1,729
Other financial assets		**1,009**	1,729
Short term accruals		**93,629**	110,574
Cash and other equivalent liquid assets	**8**	**18,246**	183,043
Liquid assets		**18,246**	183,043
TOTAL		**8,945,364**	12,791,837
TOTAL ASSETS		**12,748,294**	16,902,404

BALANCE SHEET AT MARCH 31, 2026

		(Euros)	(Euros)
NET WORTH AND LIABILITIES	**Notes**	**2026**	2025
TOTAL EQUITY			
EQUITY		**4,078,946**	8,394,789
Capital	**10**	**3,100**	3,100
Shared Capital		**3,100**	3,100
Reserves		**3,391,689**	7,986,648
Legal and statutory		**620**	620
Other reserves	**10**	**3,391,069**	7,986,028
Profits for the Period	**3**	**684,157**	405,042
TOTAL		**4,078,946**	8,394,789
NON CURRENT LIABILITIES			
Long-term Debts	**9**	**179,915**	392,682
Debts to Loan Institutions		**168,675**	389,442
Other financial liabilities		**11,240**	3,240
Long-term accruals		**–**	–
TOTAL		**179,915**	392,682
CURRENT LIABILITIES			
Provisiones a corto plazo	**14**	**288,020**	373,105
Short-term debts	**9**	**246,027**	231,529
Debts to Loan Institutions		**246,027**	231,529
Short-term Debts with Group and Associated Companies	**9-17**	**2,457,660**	2,246,502
Trade Creditors and other Accounts payable		**518,445**	487,212
Sundry Creditors	**9-20**	**394,009**	379,365
Staff (salaries pending payment)	**9**	**271**	–
Other debts with Public Administrations		**98,703**	86,142
Customer advances		**25,462**	21,705
Short-term accruals	**9**	**4,979,282**	4,776,584
TOTAL		**8,489,433**	8,114,933
TOTAL NET WORTH AND LIABILITIES		**12,748,294**	16,902,404

PROFIT AND LOSS ACCOUNTS AT MARCH 31, 2026

ITEMS	Notes	(Euros) 2026	(Euros) 2025
CONTINUING OPERATIONS			
Turnover	**19**	**6,861,432**	6,438,089
Services rendered		**6,861,432**	6,438,089
Supplies	**13**	**(36,157)**	(34,352)
Consumption of merchandise		**(36,157)**	(34,352)
Other operations income		**120,017**	95,333
Accessory income and other current operations		**108,017**	95,333
Operating grants transferred to the income statement		**12,000**	
Personnel expenses		**(3,247,987)**	(2,941,220)
Wages, salaries and similar		**(2,415,036)**	(2,194,031)
Social Security contributions	**13**	**(832,951)**	(747,188)
Other operating expenses		**(2,420,117)**	(2,629,406)
Outsourced services	**13**	**(1,697,901)**	(1,913,107)
Taxes		**(179,625)**	(172,976)
Losses, impairment and variation of supplies from trade op.	**13-14**	**(542,551)**	(543,234)
Other current operating expenses		**(39)**	(89)
Depreciation of fixed assets	**5-6-7**	**(363,439)**	(347,339)
Impairment and gains/(losses) on disposal of fixed assets		**–**	(3,205)
Gains/(losses) on disposal and other		**–**	(3,205)
Other incomes and expenses	**13**	**18,563**	(322)
Operating Income (Profit)		**932,312**	577,578
Financial Income	**8**	**16,770**	12,220
Trade securities and other equity instruments		**16,770**	12,220
Third Parties		**16,770**	12,220
Financial expenses	**9**	**(16,513)**	(20,297)
Debts with Third Parties		**(16,513)**	(20,297)
Exchange differences	**12**	**16**	10
FINANCIAL PROFIT & LOSS (PROFIT)		**273**	(8,067)
PROFIT BEFORE TAXES (PROFIT)		**932,585**	569,511
Corporate Income Tax	**11**	**(248,429)**	(164,469)
PROFIT & LOSS IN THE PERIOD (PROFIT)		**684,157**	405,042

STATEMENT OF CHANGES IN EQUITY AT MARCH 31, 2026

STATEMENT OF RECOGNISED PROFIT AND LOSS

		(Euros)	(Euros)
ITEMS	**Notes**	**2026**	2025
STATEMENT OF RECOGNISED PROFIT AND LOSS			
PROFIT AND LOSS ACCOUNT	**3**	**684,157**	405,042
TOTAL OF RECOGNISED PROFIT AND LOSS		**684,157**	405,042

COMPLETE STATEMENT OF CHANGES TO EQUITY

				(Euros)
ITEM	**Shared Capital**	**Reserves**	**Current Year's Profit & Loss**	**TOTAL**
FINAL BALANCE YEAR 2024	3,100	7,421,717	574,931	7,999,748
ADJUSTED BALANCE BEGINNING 2025	3,100	7,421,717	574,931	7,999,748
Total recognised Profit & Loss	–	–	405,042	405,042
Transactions with shareholders & owners	–	(10,000)	–	(10,000)
Dividends paid	–	(10,000)	–	(10,000)
Other variations to Equity	–	574,931	(574,931)	–
FINAL BALANCE 2025	3,100	7,986,648	405,042	8,394,789
ADJUSTED BALANCE, BEGINNING 2026	**3,100**	**7,986,648**	**405,042**	**8,394,789**
Total recognised incomes and expenses	**–**	**–**	**684,157**	**684,157**
Transactions with shareholders & owners	**–**	**(5,000,000)**	**–**	**(5,000,000)**
Dividends paid	**–**	**(5,000,000)**	**–**	**(5,000,000)**
Other changes to Equity	**–**	**405,042**	**(405,042)**	**–**
FINAL BALANCE 2026	**3,100**	**3,391,689**	**684,157**	**4,078,946**

CASH FLOW STATEMENT AT MARCH 31, 2026

ITEMS	Notes	(Euros) 2026	(Euros) 2025
CASH FLOW FROM OPERATING ACTIVITIES			
PROFIT & LOSS BEFORE TAXES		**932,585**	569,511
ADJUSTMENTS TO PROFIT & LOSS		**905,733**	240,304
Depreciation of Fixed Assets	**5-6-7**	**363,439**	347,339
Impairment		**527**	(10,489)
Change to provisions	**14**	**542,024**	(107,829)
Results from disposals and sales of fixed assets (+/-)	**6**	**–**	3,205
Financial Incomes	**8**	**(16,770)**	(12,220)
Financial Expenses	**9**	**16,513**	20,297
CHANGES IN WORKING CAPITAL		**16,701**	(137,483)
Trade and other accounts receivable		**392,936**	(442,366)
Other current assets		**16,945**	(38,649)
Creditors and other accounts payable		**(595,877)**	33,053
Other current liabilities		**202,698**	310,479
OTHER CASH FLOW FROM OPERATING ACTIVITIES		**(12,207)**	(16,187)
Interest payments	**9**	**(16,513)**	(20,297)
Interest receivable	**8**	**16,770**	12,220
Corporation tax payments		**(12,464)**	(8,110)
CASH FLOW ON OPERATING ACTIVITIES		**1,842,813**	656,144
CASH FLOW FROM INVESTMENT ACTIVITIES			
PAYMENTS FOR INVESTMENTS		**(1,810,060)**	(1,486,311)
Group and Associated Companies		**(1,731,902)**	(1,232,084)
Intangible assets	**5**	**–**	(7,500)
Fixed Assets	**6**	**(78,157)**	(246,727)
RECEIVABLES FOR INVESTMENTS		**720**	–
Other financial instruments		**720**	–
CASH FLOWS FROM INVESTMENT ACTIVITIES		**(1,809,340)**	(1,486,311)
CASH FLOWS FROM FINANCING ACTIVITIES			
RECEIVABLES AND PAYABLES FOR FINANCIAL LIABILITIES		**(198,269)**	9,136
Issue		**258,740**	230,000
Amounts owed to credit institutions		**250,741**	230,000
Other liabilities		**8,000**	–
Repayment and amortization		**(457,009)**	(220,864)
Debts with credit institutions		**(457,009)**	(220,863)
Other liabilities		**–**	(1)
Dividends paid and remunerations on other equity instruments		**–**	(10,000)
Dividends paid	**3**	**–**	(10,000)
CASH FLOW FROM FINANCING ACTIVITIES		**(198,269)**	(864)
DECREASE IN CASH OR CASH EQUIVALENTS		**(164,796)**	(831,031)
Cash or cash equivalents at the beginning of the year	**8**	**183,043**	1,014,074
Cash or equivalents at the end of the year	**8**	**18,246**	183,043

NOTES TO THE FINANCIAL STATEMENTS PERIOD ENDING ON MARCH 31, 2026

1. THE COMPANY'S BUSINESS ACTIVITY

1.1. Holiday Club Canarias Resort Management, S.L.U. was founded as a limited corporation on December 9, 2010, before the Notary Public of the Guild of the Canary Islands, whose office is located in Maspalomas, Mr. Valentín Concejo Arranz, under his Protocol number 1525.

On March 3, 2011 the Company acquired its current condition as a Sole Proprietor Limited Liability Company. On July 22, 2011 a social agreement changes the financial year that in the corporate statutes was from October 1 till September 30. However, on February 1, 2026 in the annual general meeting was agreed to modify the dates of starting and ending of the financial year to April 1 till March 31.

1.2. Its main corporate mission comprises the acquisition, promotion, construction, urbanisation, management, operation, holding, use, enjoyment of, yielding of, business management of any type, of property, buildings, tourist complexes, hotels, farms and /or agricultural land in the country or urban areas and personal rights or rights in rem of real-estate property including its conveyance, whether in its entirety or partially, per apartment or by means of the sale of or assignment of rotational enjoyment rights, timeshare or any other kind of rights to use. The main activity is the management of five hotel complexes (Playa Amadores, Sol Amadores, Vista Amadores, Jardín Amadores and Puerto Calma) as well as the lease of commercial premises.

1.3. The Corporate offices are located at Avenida Anna Lindh, number 1, Urbanización Amadores, in the municipality of Mogán in Gran Canaria.

1.4. On April 6, 2011 the Public Deed was signed, by means of which the Company, together with its related company Holiday Club Canarias Sales & Marketing, S.L.U., acquired the business of the five tourist complexes which they are currently operating. In said acquisition, the Company was assigned property for the amount of 3,170,602 Euros and the administration and maintenance operations' Goodwill valued at 1,700,000 Euros. The remaining assets (unsold weeks, customers' loan rights and goodwill corresponding to the main business of Timeshare) was assigned to the abovementioned related Company. On June 1, 2012 a public Deed was also signed comprising a series of agreements related to the purchase of the business described above.

1.5. The Company is a part of a Group whose parent Company is Holiday Club Canarias Investment, S.L.U., headquartered in the same address. Said company does not present yearly consolidated accounts, because it is not mandatory due to its size. This Spanish Group is integrated in a higher one, which the parent company is Holiday Club Resorts Oy, located in a EU country, Finland, which presents yearly consolidated accounts. Furthermore, the mentioned company belongs to a group which parent company is Mahindra & Mahindra limited, located in India.

The Spanish group is composed of the next companies:

- Holiday Club Canarias Investment, SLU
- Holiday Club Canarias Sales & Marketing, SLU
- Holiday Club Canarias Resort Management, SLU
- Holiday Club Canarias Vacation Club, SLU

2. BASIS USED FOR THE PRESENTATION OF THE ANNUAL ACCOUNTS

The figures contained in the annual accounts are expressed in Euros, which, upon being rounded out, cause small differences in their presentation.

These annual accounts are presented for approval to the Annual General Meeting of Members.

2.1. True and Fair View

The annual accounts are obtained from the Company's accounting records and have been presented according to the regulations set out in Law 16/2007 of July 4, on the revised and adapted mercantile accounting legislation to harmonise it internationally on the basis of the European Union and by Royal Decree 1515/2007 of November 16th, in which the General Accounting Plan was approved and the added modifications by Royal Decree 1159/2010 of September 17 and Royal Decree 602/2016 of September 2 in order to reflect a true and fair view of the Equity, the financial situation and the Company's Profit & Loss as well as the veracity of the streams incorporated into the Cash-flow, according to generally accepted accounting practices and regulations.

2.2. Critical Aspects in the Valuation and Judgement of Uncertainty

At the end of the financial year some estimations are used to formulate these annual accounts: calculation of the asset's impairment, estimation of the assets useful life, and more. Due to future development, it is possible that additional information to the existing at the date of formulation of these annual accounts make that some estimates have to be changed in future periods.

2.3. Comparing Information

The figures corresponding to the Financial Year ending on March 31, 2026 according to the current law, show comparatively the balances of the previous financial period, which match with the information of the annual account for the financial period 2025.

3. APPLICATION OF RESULTS

The proposal for the application of the results of the financial period ending March 31, 2026 which the Administrators shall draw up for approval by the Members, together with the distribution approved for the period ending on March 31, 2025, is as follows:

		Euros
	2026	2025
Distribution Balance		
Financial Period Profits	**684,157**	405,042
Distribution		
Voluntary Reserves	**684,157**	405,042
Totals	**684,157**	405,042

4. RECOGNITION AND MEASUREMENT REGULATIONS

The main accounting principles and practices applied in the drafting of the Annual Accounts, follow current legislation, highlighting the principles of company operation, accrual, consistency, prudence, non-compensation and relative importance as most significant.

The most significant accounting criteria applied in the drafting of the Annual Accounts are the following ones:

4.1. Intangible Fixed Assets

The intangible fixed assets are comprised of Goodwill.

At the closing of the financial period, goodwill has been measured and no impairment has been identified, as it has been estimated that the recoverable value is higher than the accounting value. The Goodwill is amortised at 10 per cent since the entry into force of the Royal Decree 602/2016 of December 2, which determine that this intangible must be amortised in 10 years. Software is amortised in 5 years.

4.2. Tangible Fixed Assets

These have been measured at their acquisition cost, including those additional costs necessary to put the assets into operation.

Maintenance and repair costs which do not improve the use of or extend the useful life of the assets are charged to the Profit and Loss account when they occur.

It is depreciated linearly depending on the useful life of assets and their residual value, according to the normal depreciation experienced during operation, use and enjoyment, using as a reference point, the regulations contained in the Royal Decree 1777/2004 of July 30 in which the Regulation of Corporate Taxes was approved, without prejudice to taking into consideration the technical or commercial obsolescence which could affect it. The percentages applied are the following:

Buildings	3%
Machinery	12%
Other installations	5-12%
Furniture	10%
IT Equipment	25%
Transport elements	16%
Other intangible assets	2-25%

The Company's Sole Administrator considers that the accounting value of these assets does not exceed their recoverable value.

4.3. Real-estate Investments

The Company classifies as Real-estate Investments, those buildings which are not being used for the production process and the profits from which are obtained through revenue from leases. The recording and measurement criteria are the same as applied to intangible fixed assets. They are amortised linearly, and the percentage applied is 3 per cent.

The Company's administrators consider that the accounting value of these assets do not exceed their recoverable value.

4.4. Financial Instruments

The Company has registered in the chapter of financial instruments, those contracts that give rise to an asset in one company and, simultaneously, a financial liability or an equity instrument in another company. Therefore, this standard results from the application of the following financial instruments:

a) Financial assets:

- Cash and other equivalent liquid assets.
- Credits for commercial operations: customers and different debtors.
- Loans to third parties: such as loans and financial credits granted, including those arising from the sale of non-current assets.
- Debt securities of other companies acquired: such as obligations, bonds and promissory notes.
- Equity instruments of other companies acquired: shares, shares in collective investment institutions and other equity instruments.
- Other financial assets: such as deposits in credit institutions, advances and loans to personnel, guarantees and deposits, dividends receivable and disbursements required on own equity instruments.

Long and short term financial investments

Financial Assets at Amortized cost: A financial asset is included in this category, even when is admitted to trading on an organized market, if the company maintains the investment with the aim of receiving the cash flows derived from the execution of the contract, and the contractual conditions of the financial asset give place, on specified dates, to cash flows that are solely collections of principal and interest on the outstanding principal amount. Contractual cash flows that are solely collections of principal and interest on the amount of the outstanding principal are inherent to an agreement that has the nature of an ordinary loan or common, without prejudice to the fact that the operation is agreed at a zero-interest rate or below the market rate. In general, credits for commercial operations are included in this category (those financial assets that originate in the sale of goods and the provision of services for traffic operations of the company with collection deferred), and credits for non-commercial operations those financial assets that, not being instruments of equity or derivatives, do not have commercial origin and whose collections are of a determined or determinable amount, which come from loan or credit operations granted by the company). That means, within this category there would be the loans and accounts receivable, as well as those securities representing debt, with a date of fixed maturity, collections of a determined or determinable amount, that are negotiated in an active market and that the Company intends and has the capacity to keep until maturity.

- Initial valuation: Initially they are valued at their fair value, plus the transaction costs that are directly attributable to them. However, credits for commercial operations with a maturity of no more than one year and that do not have an explicit contractual interest rate, as well as credits to personnel, dividends receivable and disbursements required on equity instruments, the amount of which is expected to receive in the short term, may be valued at their nominal value when the effect of not updating the cash flows is not significant.

- Subsequent valuation: it is done at amortized cost and accrued interest is recorded in the profit and loss account, applying the effective interest rate method.

  However, credits maturing in no more than one year which, in accordance with the provisions of the preceding section, are initially valued at their nominal value, will continue to be valued at that amount, unless they have been impaired.

  When the contractual cash flows of a financial asset are modified due to the financial difficulties of the issuer, the company will analyze whether it is appropriate to record a loss due to impairment of value.

- Impairment: The Company records the corresponding impairments for the difference between the amount to be recovered from accounts receivable and the book value for which they are recorded.

  At least at year-end, the necessary valuation adjustments are made whenever there is objective evidence that the value of a financial asset included in this category, or of a group of financial assets with similar risk characteristics valued collectively, has been impaired as result of one or more events that have occurred after its initial recognition and that cause a reduction or delay in future estimated cash flows, which may be motivated by the insolvency of the debtor.

  The loss due to impairment of the value of these financial assets is the difference between their book value and the current value of future cash flows, including, where appropriate, those from the execution of real and personal guarantees, which is estimated will generate, discounted at the effective interest rate calculated at the time of initial recognition.

  Value adjustments for impairment, as well as their reversal when the amount of said loss decreases for reasons related to a subsequent event, are recognized as an expense or income, respectively, in the profit and loss account. The reversal of impairment is limited to the book value of the asset that would be recognized on the reversal date if the impairment had not been recorded.

b) Financial liabilities:

- Debts for commercial operations: suppliers and different creditors.
- Other financial liabilities: debts with third parties, such as financial loans and credits received from persons or companies that are not credit institutions, including those arising from the purchase of non-current assets, guarantees and deposits received and disbursements required by third parties on shares.
- Debts with credit institutions.

Financial liabilities, for measurement purposes, are included in one of the following categories:

Financial Liabilities at Amortized cost: All financial liabilities are classified in this category except when they must be valued at fair value with changes in the profit and loss account. In general, debits for commercial operations and debits for non-commercial operations are included in this category.

Participating loans that have the characteristics of an ordinary or common loan will also be included in this category without prejudice to the fact that the operation is agreed at a zero-interest rate or below the market rate.

- Initial valuation: Initially they are valued at their fair value, which, unless there is evidence to the contrary, is the transaction price, which is equivalent to the fair value of the consideration received adjusted by the transaction costs that are directly attributable to it. However, debits for commercial transactions maturing in no more than one year and that do not have a contractual interest rate, as well as disbursements required by third parties on participations, the amount of which is expected to be paid in the short term, can be valued at their nominal value, when the effect of not updating the cash flows is not significant.
- Subsequent valuation: it is done at amortized cost. Accrued interest is recorded in the profit and loss account, applying the effective interest rate method. However, debits maturing in no more than one year which, in accordance with the provisions of the preceding section, are initially valued at their nominal value, will continue to be valued at that amount.

4.5. Transactions in Foreign Currency

Accounts mentioned in foreign currency are measured at the exchange rate in effect at the time of the transaction. Positive or negative differences occurring at the time of payment or collection as a consequence of monetary fluctuations are carried over to the Profit and Loss Account. At the end of the period, both positive and negative differences that did not occur are carried over to the Profit and Loss Account.

4.6. Profit Tax

The Company is taxed in the consolidated tax system in accordance with Chapter VI, title VII of the 27/2014 law, of November 27 of the profit tax, which approved the revised text from the Law of Corporate Tax.

Following the Accrual Principle, corporate tax has been charged as an expense during the period. Current tax has been calculated per the financial results before taxes, adjusted by permanent differences and consolidation and decreased by applying deductions, as set out in the tax regulations in effect.

Income and expense have also been accrued from deferred tax by activating tax credits at different times, originated in part by a fiscally non-deductible amortisation and short-term provisions allocated in previous financial periods and which are respectively, tax deductible.

4.7. Provisions and Contingencies

Provisions are present obligations on the date of the balance sheet that have arisen as a result of past events; the amount and timing of cancellation are undetermined. Provisions are recorded at the current value of the estimated amount that the company will have to pay to settle the obligation in the future.

Contingent liabilities are potential liabilities arising because of past events, whose realization is contingent upon that happening or not, one or more future events independent of the will of the Company. Contingent liabilities, as well as the Provisions whose amount cannot be estimated reliably or it is not very likely that the Company must dispose of resources embodying profits, for their cancellation are not recognized for accounting purposes but are broken down in the Report.

4.8. Income and Expenses

Regarding the incomes from delivery of goods and services, the criteria followed to conclude that the obligations assumed by the company are met over time or at a given time.

- Common aspects.

The company recognizes incomes for the ordinary development of its activity when the transfer of control of the goods or services committed to customers occurs. At that time, the company will value the income at the amount that reflects the consideration to which it expects to be entitled in exchange for said goods or services.

- Recognition

The company recognizes the income derived from a contract when (or as) the transfer to the client of the control over the promised goods or services (that is, the obligation or obligations to be fulfilled) takes place.

The control of a good or service (an asset) refers to the ability to fully decide on the use of that asset and obtain substantially all of its remaining benefits. The control includes the ability to prevent other entities from deciding on the use of the asset and obtaining its benefits.

For each obligation to be fulfilled (delivery of goods or provision of services) that is identified, the company determines at the beginning of the contract whether the commitment assumed will be fulfilled over time or at a certain moment.

The income derived from the commitments (in general, the provision of services or the sale of goods) that are fulfilled over time are recognized based on the degree of progress or progress towards the complete fulfillment of the contractual obligations, provided that the company has reliable information to measure the degree of progress.

The company reviews and, if necessary, modifies the estimates of income to be recognized, as it complies with the commitment assumed. The need for such reviews does not necessarily indicate that the outcome or result of the operation cannot be reliably estimated.

When, at a certain date, the company is not able to reasonably measure the degree of compliance with the obligation (for example, in the early stages of a contract), although it expects to recover the costs incurred to satisfy said commitment, only revenue is recognized and the corresponding consideration in an amount equivalent to the costs incurred up to that date.

In case of contractual obligations that are fulfilled at a certain time, the income derived from their execution is recognized on that date. Until this circumstance occurs, the costs incurred in the production or manufacturing of the product (goods or services) are recorded as inventories.

When there are doubts regarding the collection of the credit right previously recognized as income from sales or provision of services, the impairment loss will be recorded as an expense for the correction of the value due to impairment and not as less income.

- Assessment

Ordinary incomes from the sale of goods and the provision of services is valued at the monetary amount or, as the case may be, at the fair value of the consideration, received or expected to be received, derived from it, which, except evidence to the contrary, it is the agreed price for the assets to be transferred to the client, deducting: the amount of any discount, reduction in price or other similar items that the company may grant, as well as the interest included in the nominal value of the loans. However, interests included in commercial credits with a maturity of no more than one year that do not have a contractual interest rate may be included, when the effect of not updating the cash flows is not significant.

Revenue does not include taxes levied on the sale of goods and the provision of services that the Company is required to charge to third parties, such as value added tax and excise duties, nor amounts collected on behalf of third parties.

The company considers in the valuation of income the best estimate of the variable consideration if it is highly probable that there will not be a significant reversal of the amount of recognized income when the uncertainty associated with said consideration is subsequently resolved.

4.9. Personnel Expenses

Personnel expenses are recognised based on their accrual, considering that bonus payments are accrued on a yearly basis. There are no commitments for pensions nor retirement bonuses in the Company.

4.10. Grants, Donations and Legacies

The operating grants are attributed to the financial period for the granted amount.

4.11. Criteria used in transactions between related parties

Transactions between related parties are accounted for, in general, by their reasonable value.

5. INTANGIBLE FIXED ASSETS

5.1. As indicated in Note 1.4, during the 2011 financial period the Company acquired the goodwill corresponding to the business of administration and maintenance for the amount of 1,700,000 Euros. Transactions occurred during the financial periods 2025 and 2026 are the following:

Euros	Balance 2024	Acquisitions	Disposals	Balance 2025
Gross cost				
Goodwill	**1,700,000**	**–**	**–**	**1,700,000**
Computer software	**9,050**	**7,500**	**–**	**16,550**
Sums	**1,709,050**	**7,500**	**–**	**1,716,550**
				Euros
Accumulated amortization				
Goodwill	**(1,360,000)**	**(170,000)**	**–**	**(1,530,000)**
Computer software	**(453)**	**(2,310)**	**–**	**(2,763)**
Sums	**(1,360,453)**	**(172,310)**	**–**	**(1,532,763)**
Net Totals	**348,597**			**183,787**

Euros	Balance 2025	Acquisitions	Disposals	Balance 2026
Gross cost				
Goodwill	**1,700,000**	**–**	**–**	**1,700,000**
Computer software	**16,550**	**–**	**–**	**16,550**
Sums	**1,716,550**	**–**	**–**	**1,716,550**
				Euros
Accumulated amortization				
Goodwill	**(1,530,000)**	**(170,000)**	**–**	**(1,700,000)**
Computer software	**(2,763)**	**(3,310)**	**–**	**(6,073)**
Sums	**(1,532,763)**	**(173,310)**	**–**	**(1,706,073)**
Net Totals	**183,787**			**10,477**

5.2. On March 31, 2026 the goodwill has been fully amortized for the amount of 1,700,000 Euros.

5.3. There is no evidence of impairment through March 31, 2026 on any of the elements in the Intangible Fixed Assets.

6. TANGIBLE FIXED ASSETS

6.1. The transactions occurring during the 2025 and 2026 periods were the following:

Euros	Balance 2024	Acquisitions	Disposals	Balance 2025
Gross Costs.				
Buildings	3,303,119	–	–	3,303,119
Machinery	124,072	31,023	–	155,095
Other facilities	247,750	184,679	–	432,429
Furniture	395,925	8,975	–	404,900
IT Equipment	57,628	6,747	–	64,375
Transportation elements	50,393	–	–	50,393
Other tangible fixed assets	418,464	15,304	(3,929)	429,838
Totals	4,597,352	246,727	(3,929)	4,840,150
Accumulated amortization				
Buildings	687,252	67,259	–	754,511
Machinery	97,509	13,668	–	111,177
Other installations	203,744	28,085	–	231,830
Furniture	215,723	36,831	–	252,554
IT Equipment	42,691	8,065	–	50,756
Transportation elements	50,393	–	–	50,393
Other tangible fixed assets	401,963	3,741	(724)	404,979
Totals	1,699,274	157,648	(724)	1,856,198
Net Totals	2,898,079			2,983,953

				Euros
	Balance 2025	**Acquisitions**	**Disposals**	**Balance 2026**
Gross Costs				
Buildings	**3,303,119**	**–**	**–**	**3,303,119**
Machinery	**155,095**	**–**	**–**	**155,095**
Other facilities	**432,429**	**5,455**	**–**	**437,884**
Furniture	**404,900**	**–**	**–**	**404,901**
IT Equipment	**64,375**	**3,445**	**–**	**67,820**
Transportation elements	**50,393**	**–**	**–**	**50,393**
Other tangible fixed assets	**429,838**	**17,508**	**–**	**447,346**
Assets under construction and advance payments	**–**	**51,750**	**–**	**51,750**
Totals	**4,840,150**	**78,157**	**–**	**4,918,307**
Accumulated amortization				
Buildings	**754,511**	**67,259**	**–**	**821,769**
Machinery	**111,177**	**13,855**	**–**	**125,032**
Other installations	**231,830**	**35,524**	**–**	**267,354**
Furniture	**252,554**	**37,113**	**–**	**289,667**
IT Equipment	**50,756**	**8,786**	**–**	**59,542**
Transportation elements	**50,393**	**–**	**–**	**50,393**
Other tangible fixed assets	**404,979**	**10,211**	**–**	**415,191**
Totals	**1,856,198**	**172,749**	**–**	**2,028,946**
Net Totals	**2,983,953**			**2,889,360**

6.2. The buildings heading corresponds to property for which the value of the land and buildings come to 1,061,167 euros and 2,241,952 euros respectively.

6.3. There are fully depreciated elements in use on March 31, 2026 for the amount of 731,576 Euros (661,707 Euros on March 31, 2025).

6.4. During the financial year 2025 have been written off due to losses other assets for the net amount of 3,205 Euros.

6.5. There are no signs of impairment through March 31, 2026 for the elements in the Tangible Fixed Assets.

6.6. There are tangible assets linked to tax incentives. (See Note 11.6)

6.7. The fixed assets are covered against risk of fire, theft, etc., by means of several insurance policies with the corresponding premiums paid up to date.

7. REAL-ESTATE INVESTMENTS

7.1. The transactions occurring during the 2025 and 2026 periods were the following:

Euros

	Balance 2024	Acquisitions	Disposals	Balance 2025
Buildings	935,518	–	–	935,518
Accumulated amortisation	(204,546)	(17,381)	–	(221,927)
Net Totals	730,972			713,591

Euros

	Balance 2025	Acquisitions	Disposals	Balance 2026
Buildings	**935,518**	**–**	**–**	**935,518**
Accumulated amortisation	**(221,927)**	**(17,381)**	**–**	**(239,308)**
Net Totals	**713,591**			**696,210**

7.2. The heading for Plots and Buildings correspond to property in which the value of the plot and the buildings come to 356,161 Euros and 579,357 Euros respectively.

7.3. The Company's Real-estate investments for rental have generated revenue of 95,825 Euros and 77,828 Euros during the financial periods 2026 and 2025 respectively and correspond to three restaurants and a pool bar.

7.4. The main expenditures for these properties correspond to allocation for amortisation.

7.5. There are no signs of impairment through March 31, 2026 for the elements in the Real-estate investments.

7.6. The Real-estate investments are covered against risk of fire, theft, etc., by means of several insurance policies with the corresponding premiums paid up to date.

8. FINANCIAL ASSETS

Information related to the Balance Sheet

8.1 Categories of financial assets (except for investments in the equity of Group, Multigroup and associated companies):

The breakdown of financial assets (except for investments in the equity of Group, jointly controlled group and associated companies) by categories is as follows:

Euros

	Equity Instruments		Debt Securities		Credits / Derivatives / Others	
	2026	2025	**2026**	2025	**2026**	2025
Long-term Financial Assets						
Financial assets at amortized cost	**–**	–	**136,300**	136,300	**–**	–
Totals	**–**	–	**136,300**	136,300	**–**	–
Short- term Financial Assets						
Financial assets at amortized cost	**–**	–	**–**	–	**8,822,664**	12,474,871
Liquid assets	**–**	–	**–**	–	**18,246**	183,043
Totals	**–**	–	**–**	–	**8,840,910**	12,657,913

8.2. Classification by Maturity:

The ratings depending on the maturity of the different financial assets are as follows:

Euros

Financial Assets	**2027**	**2028**	**2029**	**2030**	**2031**	**Next**	**Total l/t**
Investments in Group and Associated Companies	**6,978,805**	–	–	–	–	–	–
Loans to companies	6,978,805	–	–	–	–	–	–
Short-term financial investments	**1,009**	–	–	–	–	**136,300**	**136,300**
Debt securities	–	–	–	–	–	136,300	136,300
Other financial assets	1,009	–	–	–	–	–	–
Commercial Debts and other Receivables	**1,842,850**	–	–	–	–	–	–
Trade receivable	1,840,155	–	–	–	–	–	–
Sundry Receivables	1,495	–	–	–	–	–	–
Personnel	1,200	–	–	–	–	–	–
Cash and other Liquid Assets	**18,246**	–	–	–	–	–	–
Liquid Assets	18,246	–	–	–	–	–	–
Totals	**88,40,910**	**–**	**–**	**–**	**–**	**136,300**	**136,300**

8.3. Corrections due to Impairment caused by Credit Risk

Transactions in the corrective accounts representative of impairment losses during the periods 2025 are as follows:

	Euros
	Amount
Balance 2024	10,489
Impairment provision (note 13)	28,803
Reversal provision (note 13)	(39,292)
Balance 2025	**–**

There are not movements in the corrective accounts representative of impairment losses during the period 2026.

Information relating to the Profit & Loss Account

8.4 Financial Income

Under the heading Financial Income from Marketable Securities and Other Financial Instruments in the Profit and Loss Account, the amounts of 16,670 Euros and 12,220 Euros for the financial periods 2026 and 2025 respectively, correspond mainly to the accrual of bank account interest, term deposits and interest on commercial clients.

Other Information

8.5. Reasonable Value

The book value of the financial assets is an acceptable approximation to the reasonable value.

Equity Instruments not being traded on an active market according to what is provided for in the 9th Rule of Recognition and Measurement of the Spanish New General Accounting Plan are valued at their cost.

8.6. Information Regarding the Nature and Level of Risk from Financial Assets:

Due to its normal activity, the Company is exposed to different financial risks, essentially, credit risk, liquidity risk and market risk, the latter referring to the rate of exchange, of interest rates and other price risks.

Credit Risks:

This basically refers to sales on credit to clients and debtors. To prevent possible effects, credit to clients and debtors are granted based on a preliminary solvency study and strict follow-up of credits and receivables. The client base is quite diversified.

Liquidity Risk:

The Company tries to keep an adequate liquidity ratio at all times to be able to honour its commitments, ensuring that current assets not including inventories, shall reasonably cover the current payables.

Market Rate Risk:

Due to the Company's activity and scope, it is subject to exchange rate risks of the sales made in foreign currency, depending on the volatility of the exchange rates.

Interest rate risks are minimum because the Company grants loans at a fixed interest rate.

9. FINANCIAL LIABILITIES

Information related to the Balance Sheet

9.1 Categories of Financial Liabilities:

Euros

	Debits with Credit Institutions		Bonds & Other Market Securities		Derivatives / Others	
	2026	2025	**2026**	2025	**2026**	2025
Long-term financial Liabilities						
Financial liabilities at amortized cost	**168,675**	389,442	**–**	–	**11,240**	3,240
Totals	**168,675**	389,442	**–**	–	**11,240**	3,240
Short-term Financial Liabilities						
Financial liabilities at amortized cost	**246,027**	231,529	**–**	–	**2,851,940**	2,625,868
Totals	**246,027**	231,529	**–**	–	**2,851,940**	2,625,868

The breakdown of the financial liabilities by categories is as follows:

9.2. Classification by Maturity:

Classification according to the maturity of the different financial liabilities is as follows:

Euros

Financial Liabilities	2027	2028	2029	2030	2031	Next	Total l/t
Debts	**246,027**	107,081	61,594	–	–	11,240	179,915
Debts with Credit Institutions	246,027	107,081	61,594	–	–	–	168,675
Other financial liabilities.	–	–	–	–	–	11,240	11,240
Debts with Group and Associated Companies	**2,457,660**	–	–	–	–	–	–
Trade Creditors and other accounts payable.	**394,280**	–	–	–	–	–	–
Suppliers	394,009	–	–	–	–	–	–
Employees	271	–	–	–	–	–	–
Totals	**3,097,967**	**107,081**	**61,594**	**–**	**–**	**11,240**	**179,915**

Information related to the Profit & Loss Account

9.3. Financial Expenses

The heading of debts to third parties is mainly the interest accrued with credit institutions, the amounts of which come to 16,513 Euros and 20,297 Euros for the financial periods 2026 and 2025, respectively.

Other Information

9.4. Reasonable Value

The book value of the financial liabilities is an acceptable approximation to the reasonable value.

9.5. Information on the Nature and Level of Risk from Financial Liabilities

Due to its regular activity, the Company is exposed to diverse financial risks, basically credit risks, liquidity risks and market risks, the latter of which refers to exchange rate risks, interest rate risks and other price risks.

9.6. Other Information about Financial Instruments

a) Borrowings from credit institutions are broken down as follows for the 2026 and 2025 financial years:

		Euros
	2026	2025
Personal secured loans	**387,549**	620,971
Credit facility	**27,153**	–
Totals	**414,702**	620,971

b) The credit facility entered into by the Company has a limit of 200,000 Euros and, on March 31, 2026 an amount of 27,153 Euros has been used.

c) The average interest rate of non-commercial debts it´s around 3.5 per cent per annum.

9.7 Accrual adjustments

In January, every year, the company issues the maintenance fees invoices for every week. At the end of the financial period there are, in the heading of accrual adjustments, the proportional part of the not accrued months on March 31, 2026 for the amount of 4,979,282 Euros. It was 4,979,282 Euros on March 31, 2025.

10. SHAREHOLDERS´ EQUITY

10.1 The share capital, for an amount of 3,100 Euros comprises 31 shares of 100 Euros face value each.

10.2 The Canary Islands Investments Reserve Fund for the amount of 1,638,036 Euros is subject to the availability limitations established in the tax regulations (See Note 11.6).

10.3 The corporation Holiday Club Canarias Investment, S.L.U., owns 100 per cent of the share capital of the Company.

10.4 On February 24, 2026 the General Meeting approved the forgiveness of €5 million of debt owed by the Company to the related party Holiday Club Canarias Resort Management, S.L.U. As both entities are wholly owned by Holiday Club Canarias Investment, S.L.U., the transaction was accounted for as a dividend distribution from Holiday Club Canarias Resort Management, S.L.U. to Holiday Club Canarias Investment, S.L.U., and as a capital contribution from the latter to Holiday Club Canarias Sales & Marketing, S.L.U. (See note 17.3)

10.5 The breakdown of the heading “other reserves” from the Balance Sheet, is as follows:

		Euros
	2026	2025
Voluntary Reserves	**1,235,882**	5,830,840
Canary Islands Investment Reserves (note 10.2)	**1,638,036**	1,638,036
Goodwill Reserves	**517,151**	517,151
Totals	**3,391,069**	7,986,028

11. TAX POSITION

Profit Tax

11.1 Tax Consolidation Regime

The Company is taxed in the consolidated tax system in accordance with Chapter VI, title VII of the 27/2017 law, of November 27 of the profit tax, which approved the revised text from the Law of Corporate Tax. The Tax Group comprises the following corporations:

Parent: Holiday Club Canarias Investment, SL.U.
Subsidiaries: Holiday Club Canarias Sales & Marketing, S.L.U, Holiday Club Canarias Resort Management, S.L.U. and Holiday Club Canarias Vacation Club S.L.U

11.2 Individual Tax Base

The reconciliation of the net amounts of income and expenditures for the financial period against the tax base of Corporate Tax, is the following:

		Euros
Particulars	**Profit & Loss Account**	**Income & expenditure directly attributable to Equity**
Balance of income and expenditure for the financial year	**684,157**	**–**
Corporate tax	**248,429**	**–**
Current tax	**226,076**	**–**
Deferred tax	**22,353**	**–**
Permanent Differences		
Non deductible expenses	**2,225**	**–**
Goodwill Deduction	**85,000**	**–**
Temporary Differences		
70% Limit Amortization	**(3,605)**	**–**
Provisions (Art. 13 TRLIS)	**(85,086)**	**–**
Tax Base (Tax Profit & Loss)	**931,120**	

11.3 Corporate Tax Settlement.

By applying the tax rate on the tax base, the total tax liability is obtained, which is reduced by the following concepts and amounts:

	Euros
Gross corporate tax liability (25% of taxable income)	**232,780**
Amortization limit reversal deduction	(180)
Deduction for new fixed assets	(6,524)
Net corporate income tax liability	**226,076**

Under the rules applicable to the Tax Consolidation Regime, the taxable income of the tax group is determined by adding individual taxable bases corresponding to the companies comprising the Fiscal group, deletions; additions of deletions carried out in previous years and, in the event that the above sum proves to be positive, compensating the carry-forwards of the Fiscal group, as well as the outstanding tax bases to be applied by the companies taxable at the time of joining the Tax Group.

In consequence, the Individual Tax Base of Holiday Club Canarias Resort Management, S.L.U. for 931,120 Euros is subject to addition together with the rest of the tax bases of the remaining companies comprising the Tax Group.

The sum of the individual tax bases of the companies comprising the tax group amounts to 1,647,519 Euros. The tax base of the tax group is determined, in accordance with Additional Provision 19 of the Tax Law, by including 50% of the negative tax base of the subsidiary Holiday Club Canarias Sales & Marketing, S.L.U. for 251,254 Euros and decreasing it by 5,785 Euros due to the reversal in tenths of 50% of the subsidiary

individual tax base adjusted in prior fiscal years and in 291 Euros of the parent company. Likewise, the tax base of the tax group includes a net elimination and incorporation of a negative amount of 251,671 Euros resulting from internal transactions carried out by Holiday Club Canarias Sales & Marketing, S.L.U.

11.4 Breakdown of expenditure on Income Tax

The expenditure on Income Tax accrued in the financial periods is broken down as follows:

Euros

	2026	2025
1. Current Tax	**226,076**	135,349
2. Deferred Tax	**22,353**	29,120
- deductible temporary differences that are activated in the period	**(70,583)**	(91,854)
- deductible temporary differences that are deducted in the period	**92,936**	120,975
3. Total expenditure on Income Tax	**248,429**	164,469

11.5 Deferred Tax Assets.

Transactions during the financial periods 2025 and 2026 found in this heading have been the following:

Euros

Particulars	Balance 2024	Acquisitions	Applications	Balance 2025
- Temporary differences for non-deductible provisions	118,812	91,854	(118,812)	91,855
- Temporary differences, 70% limit fiscal amortisation	3,244	–	(2,163)	1,081
Totals	122,056	91,854	(120,975)	92,936

Particulars	Balance 2025	Acquisitions	Applications	Balance 2026
- Temporary differences for non-deductible provisions	**91,855**	**70,583**	**(91,855)**	**70,583**
- Temporary differences, 70% limit fiscal amortisation	**1,081**	**–**	**(1,081)**	**–**
Totals	**92,936**	**70,583**	**(92,936)**	**70,583**

11.6 The Canary Islands Investment Reserve

The Canary Islands Investment Reserve was provided for from January 1, 2007 and what has been set out in Royal Decree Act 12/2016 of December 29, in which Law 19/1994 of July 6, Modification of the Canary Islands Financial and Tax Regime (REF) was modified, is applicable.

At the end of the financial period 2025, the situation of the Canary Islands Investment Reserve is as follows:

Euros

Item	2013	2014	2018	2019	2020	2021
Provisions.	245,000	425,000	190,000	128,036	290,000	360,000
Investments made						
Financial Period 2014	(17,221)	–	–	–	–	–
Financial Period 2015	(191,443)	–	–	–	–	–
Financial Period 2016	(36,336)	(42,173)	–	–	–	–
Financial Period 2017	–	(117,833)	–	–	–	–
Financial Period 2018	–	(264,993)	(190,000)	–	–	–
Financial Period 2019	–	–	–	(69,409)	–	–
Financial Period 2020	–	–	–	(58,626)	(290,000)	–
Financial Period 2022	–	–	–	–	–	(109,397)
Financial Period 2024	–	–	–	–	–	(8,117)
Financial Period 2025	–	–	–	–	–	**(242,487)**
Unrealized amount	–	–	–	–	–	–

Specifically, investments made in the financial period 2014 for which the Canary Island Investment Reserve was materialised, were the following:

Euros

Account	Item	Acquisition Date	Amount Materialised	Provision 2013
21301001	Machinery	March 01, 2014	1.103	1.103
21301001	Machinery	March 13, 2014	690	690
21301001	Machinery	August 13, 2014	1.152	1.152
21301001	Machinery	September 15, 2014	12.015	12.015
TOTAL MACHINERY			14,961	14,961
201608002	Furniture	November 29, 2013	2.097	2.097
201608002	Furniture	November 22, 2013	163	163
TOTAL FURNITURE			**2,260**	**2,260**

Throughout the financial period 2015 the Company has carried out the following investments, materialising the Reserve in the following assets and on the dates indicated in the table below. This table shows, the Financial Period, for which the provision was materialised by type of asset is indicated:

Euros

Account	Item	Acquisition Date	Amount materialised	Provision 2013
21108022	Construction / Buildings	February 10, 2015	4,020	4,020
21108022	Construction / Buildings	February 28, 2015	6,759	6,759
21108022	Construction / Buildings	February 28, 2015	392	392
21108022	Construction / Buildings	February 28, 2015	329	329
21108022	Construction / Buildings	February 28, 2015	15,212	15,212
21108022	Construction / Buildings	March 31, 2015	2,183	2,183
21108022	Construction / Buildings	September 30, 2015	76,825	76,825
TOTAL CONSTRUCTION			**105,720**	**105,720**
21301001	Machinery	February 28, 2015	1,103	1,103
21301001	Machinery	February 28, 2015	1,103	1,103
21301001	Machinery	February 28, 2015	1,103	1,103
21301001	Machinery	May 31, 2015	562	562
21301001	Machinery	June 30, 2015	601	601
21301001	Machinery	July 30, 2015	601	601
TOTAL MACHINERY			**5,074**	**5,074**
21508001	Other Facilities	May 31, 2015	5,646	5,646
21508001	Other Facilities	June 17, 2015	1,096	1,096
21508001	Other Facilities	June 17, 2015	586	586
21508001	Other Facilities	September 29, 2015	4,056	4,056
21508001	Other Facilities	September 30, 2015	68,175	68,175
TOTAL OTHER FACILITIES			**79,558**	**79,558**
201608001	Furniture	October 28, 2014	437	437
201608001	Furniture	December 1, 2014	654	654
TOTAL FURNITURE			**1,091**	**1,091**

Throughout the financial period 2016 the Company has carried out the following investments, materialising the Reserve in the following assets and on the dates indicated in the table below. This table shows, the Financial Period, for which the provision was materialised by type of asset is indicated:

Euros

Account	Item	Acquisition Date	Amount materialised	Provision 2013	Provision 2014
21108005	Constructions	November 20, 2015	8,027	8,027	–
21108005	Constructions	November 20, 2015	1,950	1,950	–
21108005	Constructions	December 24, 2015	1,565	1,565	–
21108005	Constructions	December 24, 2015	1,450	1,450	–
21108005	Constructions	December 24, 2015	1,499	1,499	–
21108005	Constructions	December 24, 2015	8,027	8,027	–
21108005	Constructions	January 31, 2016	1,950	1,950	–
21108008	Constructions	January 31, 2016	2,370	2,370	–
TOTAL CONSTRUCTIONS			**26,837**	**26,837**	**–**
21301001	Machinery	January 31, 2016	1,036	–	1,036
21301001	Machinery	January 31, 2016	4,514	–	4,514
TOTAL MACHINERY			**5,550**	**–**	**5,550**
21508001	Other facilities	November 30, 2015	5,271	5,271	–
21508001	Other facilities	December 01, 2015	30,707	320	30,387
21508001	Other facilities	December 31, 2015	2,409	2,409	–
21508001	Other facilities	January 31, 2016	1,499	1,499	–
TOTAL OTHER FACILITIES			**39,886**	**9,499**	**30,387**
21608001	Furniture	January 02, 2016	1,036	–	1,036
TOTAL FURNITURE			**1,036**	**–**	**1,036**
21708001	IT equipment	December 18, 2015	5,024	–	5,024
21708001	IT equipment	December 18, 2015	176	–	176
TOTAL IT EQUIPMENT			**5,200**	**–**	**5,200**

Throughout the financial period 2017 the Company has carried out the following investments, materialising the Reserve in the following assets and on the dates indicated in the table below. This table shows, the Financial Period, for which the provision was materialised by type of asset is indicated:

Euros

Account	Item	Acquisition Date	Amount materialised	Provision 2014
21901009	Other Tangible Fixed Assets	September 01, 2016	11,606	11,606
21908009	Other Tangible Fixed Assets	April 13, 2016	201	201
21908009	Other Tangible Fixed Assets	April 13, 2016	140	140
TOTAL OTHER TANGIBLE FIXED ASSETS			**11,947**	**11,947**
21301001	Machinery	October 10, 2016	3,300	3,300
21301001	Machinery	October 31, 2016	1,654	1,654
21301001	Machinery	October 31, 2016	293	293
21301001	Machinery	December 31, 2016	875	875
21301001	Machinery	January 01, 2017	(1,036)	(1,036)
21301001	Machinery	February 2, 2017	800	800
21301001	Machinery	February 2, 2017	155	155
TOTAL MACHINERY			**6,043**	**6,043**
21408001	Other facilities	February 28, 2017	7,975	7,975
TOTAL OTHER FACILITIES			**7,975**	**7,975**
21608001	Furniture	June 30, 2016	22,155	22,155
21608001	Furniture	October 5, 2016	18,080	18,080
21608001	Furniture	March 1, 2017	1,241	1,241

Euros

Account	Item	Acquisition Date	Amount materialised	Provision 2014
TOTAL FURNITURE			**41,476**	**41,476**
21801001	Vehicles	May 24, 2016	50,393	50,393
TOTAL VEHICLE			**50,393**	**50,393**

Throughout the financial period 2018 the Company has carried out the following investments, materialising the Reserve in the following assets and on the dates indicated in the table below. This table shows, the Financial Period, for which the provision was materialised by type of asset is indicated:

Euros

Account	Item	Acquisition Date	Amount materialised	Provision 2014	Provision 2018
21108026	Construction/ Buildings	March 31, 2018	124,597	124,597	–
21108028	Construction/ Buildings	March 31, 2018	140,397	140,397	–
TOTAL CONSTRUCTION / BUILDING			**264,993**	**264,993**	**–**
21301001	Machinery	July 01, 2017	6,745	–	6,745
21301001	Machinery	July 01, 2017	5,416	–	5,416
21301001	Machinery	August 10, 2017	1,845	–	1,845
21301001	Machinery	September 30, 2017	2,500	–	2,500
21301001	Machinery	September 30, 2017	4,866	–	4,866
21301001	Machinery	September 30, 2017	9,200	–	9,200
21301001	Machinery	March 31, 2018	294	–	294
TOTAL MACHINERY			**30,865**	**–**	**30,865**
21508001	Other Facilities	April 30, 2017	109	–	109
21508001	Other Facilities	April 30, 2017	225	–	225
21508001	Other Facilities	April 30, 2017	466	–	466
21508001	Other Facilities	April 30, 2017	1,209	–	1,209
21508001	Other Facilities	July 01, 2017	3,560	–	3,560
21508001	Other Facilities	July 01, 2017	1,500	–	1,500
21508001	Other Facilities	July 01, 2017	1,183	–	1,183
21508001	Other Facilities	September 12, 2017	1,627	–	1,627
21508001	Other Facilities	September 30, 2017	13,434	–	13,434
21508001	Other Facilities	November 22, 2017	3,863	–	3,863
TOTAL OTHER FACILITIES			**27,176**	**–**	**27,176**
21601002	Furniture	September 1, 2017	230	–	230
21601002	Furniture	September 11, 2017	1,960	–	1,960
21608001	Furniture	August 1, 2017	513	–	513
21608001	Furniture	August 10, 2017	2,864	–	2,864
21608001	Furniture	August 28, 2017	505	–	505
21608003	Furniture	March 31, 2018	25,238	–	25,238
21608004	Furniture	March 31, 2018	38,551	–	38,551
21608005	Furniture	March 31, 2018	51,024	–	51,024
TOTAL FURNITURE			**120,885**	**–**	**120,885**
21708001	IT equipment	January 28, 2018	2,741	–	2,741
21708001	IT equipment	January 28, 2018	2,741	–	2,741
21708001	IT equipment	January 28, 2018	2,741	–	2,741

Euros

Account	Item	Acquisition Date	Amount materialised	Provision 2014	Provision 2018
21708001	IT equipment	January 28, 2018	1,371	–	1,371
21708001	IT equipment	January 28, 2018	1,371	–	1,371
TOTAL IT EQUIPMENT			**10,966**	**–**	**10,966**
21908001	Other tangible fixed assets	July 20, 2017	108	–	108
TOTAL OTHER TANGIBLE FIXED ASSETS			**108**	**–**	**108**

Throughout the financial period 2019 the Company has carried out the following investments, materialising the Reserve in the following assets and on the dates indicated in the table below. This table shows, the Financial Period, for which the provision was materialised by type of asset is indicated:

Euros

Account	Item	Acquisition Date	Amount materialised	Provision 2019
21108026	Construction/Buildings	May 3, 2018	2,550	2,550
21108026	Construction/Buildings	June 1, 2018	5,120	5,120
21108028	Construction/Buildings	May 15, 2018	2,600	2,600
21108028	Construction/Buildings	June 2, 2018	5,910	5,910
TOTAL CONSTRUCTION / BUILDING			**16,180**	**16,180**
21301001	Machinery	May 20, 2018	15,500	15,500
21301001	Machinery	June 20, 2018	2,500	2,500
21301001	Machinery	September 13, 2018	182	182
21301001	Machinery	September 13, 2018	2,409	2,409
21301001	Machinery	September 28, 2018	1,700	1,700
TOTAL MACHINERY			**22,292**	**22,292**

Euros

Account	Item	Acquisition Date	Amount materialised	Provision 2019
21508001	Other Facilities	May 10, 2018	2,300	2,300
21508001	Other Facilities	May 10, 2018	1,700	1,700
TOTAL OTHER FACILITIES			**4,000**	**4,000**
21608001	Furniture	May 20, 2018	2,500	2,500
21608001	Furniture	January 31, 2019	1,712	1,712
21608002	Furniture	March 28, 2019	302	302
21608002	Furniture	March 28, 2019	3,346	3,346
21608005	Furniture	April 30, 2018	11,195	11,195
TOTAL FURNITURE			**19,056**	**19,056**
21708001	IT equipment	June 20, 2018	353	353
TOTAL IT EQUIPMENT			**353**	**353**
21908001	Other tangible fixed assets	April 1, 2018	565	565
21908001	Other tangible fixed assets	April 9, 2018	3,510	3,510
21908001	Other tangible fixed assets	October 12, 2018	57	57
21908001	Other tangible fixed assets	October 12, 2018	57	57
21908001	Other tangible fixed assets	October 12, 2018	1,134	1,134
21908001	Other tangible fixed assets	October 12, 2018	1,134	1,134
21908001	Other tangible fixed assets	March 6, 2019	1,073	1,073
TOTAL OTHER TANGIBLE FIXED ASSETS			**7,529**	**7,529**

During the period 2019 the Company has carried out investments prior to the provision of the same period for the amount of 69,409 Euros all of them detailed and it has not been benefited from grants or any other tax benefit accrued at the time of the investment made as a result of the realization of the RIC.

Throughout the financial period 2020 the Company has carried out the following investments, materializing the Reserve in the following assets and on the dates indicated in the table below. This table shows, the Financial Period, for which the provision was materialized by type of asset is indicated:

Euros

Account	Item	Acquisition Date	Acquisitions	Amount materialised	Provision 2019	Provision 2020
21108004	Construction / Buildings	May 31, 2019	57,886	57,886	57,886	–
21108004	Construction / Buildings	May 31, 2019	29,628	29,628	740	28,888
21108026	Construction / Buildings	May 31, 2019	800	800	–	800
21108029	Construction / Buildings	September 01, 2019	211,087	148,587	–	148,587
21108029	Construction / Buildings	October 01, 2019	10,000	10,000	–	10,000
TOTAL CONSTRUCTION / BUILDING			**309,401**	**246,902**	**58,626**	**188,275**
21301001	Machinery	May 31, 2019	36,612	36,612	–	36,612
TOTAL MACHINERY			**36,612**	**36,612**	**–**	**36,612**
21508001	Other Facilities	May 31, 2019	24,792	24,792	–	24,792
TOTAL OTHER FACILITIES			**24,792**	**24,792**	**–**	**24,792**
21608001	Furniture	May 31, 2019	40,321	40,321	–	40,321
TOTAL FURNITURE			**40,321**	**40,321**	**–**	**40,321**

During the period 2020 the Company has carried out investments prior to the provision of the same period for the amount of 290,000 Euros all of them detailed and it has not been benefited from grants or any other tax benefit accrued at the time of the investment made as a result of the realization of the RIC.

During the period 2022 the Company has carried out the following investments, materializing the Reserve in the following assets and on the dates indicated in the table below. This table shows, the Financial Period, for which the provision was materialized by type of asset is indicated:

Euros

Account	Item	Acquisition Date	Acquisitions	Amount materialised	Provision 2021
21608001	Furniture	May 1, 2021	50,573	50,573	50,573
21608001	Furniture	May 31, 2021	32,949	32,949	32,949
21608001	Furniture	June 30, 2021	1,872	1,872	1,872
TOTAL FURNITURE			**85,393**	**85,393**	**85,393**

Euros

Account	Item	Acquisition Date	Acquisitions	Amount materialised	Provision 2021
21701001	IT equipment	February 18, 2022	295	295	295
21701001	IT equipment	February 18, 2022	249	249	249
21701001	IT equipment	March 30, 2022	23,459	23,459	23,459
TOTAL IT equipment			**24,003**	**24,003**	**24,003**

During the period 2024 the Company has carried out the following investments, materializing the Reserve in the following assets and on the dates indicated in the table below. This table shows, the Financial Period, for which the provision was materialized by type of asset is indicated:

Euros

Account	Item	Acquisition Date	Acquisitions	Amount materialised	Provision 2020-21
21300023	Machinery	October 31, 2023	2,637	2,637	2,637
TOTAL Machinery			**2,637**	**2,637**	**2,637**
21701001	IT equipment	November 27, 2023	1,791	1,791	1,791
TOTAL IT equipment			**1,791**	**1,791**	**1,791**
21908001	Other tangible fixed assets	May 03, 2023	990	990	990
21908001	Other tangible fixed assets	May 03, 2023	1,718	1,718	1,718
21908001	Other tangible fixed assets	May 18, 2023	764	764	764
21908001	Other tangible fixed assets	November 9, 2023	550	550	550
21908001	Other tangible fixed assets	December 7, 2023	1,385	1,385	1,385
TOTAL OTHER TANGIBLE FIXED ASSETS			**5,407**	**5,407**	**5,407**

During the 2025 financial year, an asset that entered into operation on May 3, 2023, was derecognized for the amount of 1,718 Euros. In accordance with Article 27.8 of Law 19/1994, this asset has been replaced through the acquisition of other assets, thereby preventing the materialization requirement from being breached.

During the period 2025 the Company has carried out the following investments, materializing the Reserve in the following assets and on the dates indicated in the table below. This table shows, the Financial Period, for which the provision was materialized by type of asset is indicated:

Euros

Item	Acquisition Date	Acquisitions	Amount materialised	Provision 2021
Machinery	June 6, 2024	2,952	2,952	2,952
Machinery	September 12, 2024	28,071	28,071	28,071
TOTAL Machinery		**31,023**	**31,023**	**31,023**
Other Facilities	July 22, 2024	25,762	25,762	25,762
Other Facilities	August 31, 2024	22,037	22,037	22,037
Other Facilities	September 1, 2024	66,324	66,324	66,324
Other Facilities	September 1, 2024	6,608	6,608	6,608
Other Facilities	September 13, 2024	50,786	50,786	50,786
Other Facilities	December 1, 2024	13,161	13,161	13,161
TOTAL Other Facilities		**184,679**	**184,679**	**184,679**
Furniture	September 1, 2024	8,975	8,975	8,975
TOTAL Furniture		**8,975**	**8,975**	**8,975**
IT equipment	May 7, 2024	553	553	553
IT equipment	May 15, 2024	545	545	545
IT equipment	May 15, 2024	545	545	545
IT equipment	May 15, 2024	545	545	545
IT equipment	May 15, 2024	322	322	322
IT equipment	May 15, 2024	223	223	223
IT equipment	August 1, 2024	1,549	1,549	1,549

Euros

Item	Acquisition Date	Acquisitions	Amount materialised	Provision 2021
IT equipment	August 7, 2024	216	216	216
IT equipment	December 27, 2024	1,589	1,589	1,589
IT equipment	January 9, 2025	132	132	132
IT equipment	January 9, 2025	132	132	132
IT equipment	January 9, 2025	132	132	132
IT equipment	January 9, 2025	132	132	132
IT equipment	January 9, 2025	132	132	132
IT Equipment table		**6,747**	**6,747**	**6,747**
Other tangible fixed assets	July 17, 2024	712	712	712
Other tangible fixed assets	May 14, 2024	1,430	1,430	1,430
Other tangible fixed assets	March 1, 2025	13,161	13,161	13,161
TOTAL OTHER TANGIBLE FIXED ASSETS		**15,304**	**15,304**	**15,304**

11.7 Complementary tax to guarantee a minimum overall level of taxation (Law 7/2024)

The Company forms part of the Holiday Club Group, whose ultimate parent company is Mahindra & Mahindra Limited, domiciled in India. Based on the consolidated revenue of the group, it is subject to the Top-up Tax under the OECD Pillar Two rules, which in Spain are implemented through Law 7/2024 of December 20 establishing a Top-up Tax to ensure a global minimum level of taxation for multinational groups and large domestic groups.

In accordance with the requirements of the aforementioned law, the Company, as part of a multinational group with consolidated revenues equal to or exceeding 750,000,000 Euros, has not recognised deferred tax assets or liabilities arising from the implementation of this regulation, applying the transitional accounting exemption provided under the applicable accounting framework.

During the current financial year, no current tax expense related to this tax has been recognised, as no tax liability has arisen in Spain under this regulation. As at the date of preparation of these financial statements, no reasonable estimate can be made of any additional economic impact that may arise; however, such impact will be disclosed in future periods as reliable information becomes available.

Furthermore, HOLIDAY CLUB RESORTS OY will prepare and publish the Corporate Income Tax Information Report for the HOLIDAY CLUB Group for the 2026 financial year, as required under this regulation in Finland.

11.8 Financial Periods Open to the Possibility of a Tax Inspection.

The company has the following periods open to the possibility of a tax inspection: 2022, 2023, 2024, 2025 and 2026.

Other taxes

11.9 At the closing date, the company is also open to inspection of all the taxes that are applicable to it:

- Withholdings related to paid incomes
- IGIC (General Indirect Canarian Tax)
- Property Transfer and Certified Legal Documents Tax
- Local taxes

It is not expected that contingent liabilities will appear due to possible differences with the interpretation when the taxes are implemented.

12. FOREIGN CURRENCY

The Exchange differences recognised for the financial periods 2026 and 2025 in the Profit and Loss Account, for creditor and debtor´s amounts of 16 Euros and 10 Euros respectively are due to transactions made during the period.

13. INCOME AND EXPENSES

Breakdown of the following items in the Profit and Loss Account:

a) Consumption of goods: corresponding entirely to the purchases of merchandise for the amounts of 36,157 Euros and 34,352 Euros during the financial periods 2026 and 2025, respectively. All purchases have been made in Spanish territory.

b) Social security: corresponds entirely to the Business contribution to Social Security for a total amount of 832,951 Euros and 747,188 Euros for the financial periods 2026 and 2025, respectively.

c) External Services:

		Euros
	2026	2025
Leases and royalties	**1,672**	1,672
Repair and Maintenance	**624,672**	739,368
Independent Professional Services	**315,524**	361,153
Transport	**47,450**	47,450
Insurance	**48,893**	38,210
Bank Services and Similar	**20,448**	21,389
Publicity, Advertising and Public Relations	**1,641**	1,719
Supplies	**533,408**	585,703
Other Services	**104,193**	116,443
Totals	**1,697,901**	1,913,107

d) Losses on impairment of and change in trade transactions::

		Euros
	2026	2025
Provisions Other Trade Transactions (Note 14).	**5,42,024**	5,53,723
Losses from uncollectible trade receivables	**527**	–
Impairment Maturity (Note 8.3)	**–**	28,803
Reversal Maturity (Note 8.3)	**–**	(39,292)
Totals	**5,42,551**	5,43,234

13. Other results: these correspond to the Profits & Losses that stem from events that are not a part of the Company's typical activities which are not expected to occur frequently.

14. PROVISIONS AND CONTINGENCIES

Provisions

14.1 Transactions during the financial periods 2025 and 2026 found in this heading have been the following:

							Euros
	Balance at 2024	**Acquisitions**	**Disposals**	**Balance at 2025**	**Acquisitions**	**Disposals**	**Balance at 2026**
Sinking Fund	480,934	553,723	(661,552)	373,105	**542,024**	**(627,110)**	**288,020**
	480,934	553,723	(661,552)	373,105	**542,024**	**(627,110)**	**288,020**

The sinking fund provision is a monthly provision to cover general expenses approved in the owners' meeting. The company uses this provision when it is necessary.

Contingencies

14.2. The company provided a guarantee to a Finance company for the amount of 204,450 Euros to respond to all the trials of the related company Holiday Club Canarias Sales & Marketing (See Note 17.3)

15. ENVIRONMENTAL INFORMATION

Given the activity that the Company carries out, there are no responsibilities, expenses, assets or deadlines of any environmental nature that could be of any significance with regard to equity, the financial position and its results. Therefore, no specific breakdowns are included in this report.

16. EVENTS AFTER THE CLOSING OF THE FINANCIAL YEAR

No events have occurred after closing that could be considered significant and affect the financial period's accounts.

17. TRANSACTIONS BETWEEN RELATED PARTIES

17.1. Regarding the Managing Board and Key Company Staff

Managers and the key personnel of the company with whom related-party transactions have been carried out are the following:

- Mr. Miguel Ángel Muñoz Martín, Sole Administrator and Managing Director
- Mrs. Claudia Esplá Marín, Finance Manager
- Mr. Roberto Picón Pampin, Operations Manager till June 2024
- Mr. Óscar Goded Moreno, Operations Manager from June 2024

Remuneration paid to managers and key personnel of the company, during the financial periods 2026, in their status as employees of the company, amounts to 229,341 Euros and 211,333 Euros for the financial period 2025.

17.2. Information required by Article 229 Of the Corporate Enterprises Act

According to the Article 229 of the Corporate Enterprises Act, we hereby inform that the members of the Board of Directors do not have shares or hold positions or perform functions in companies whose corporate purpose is the same, similar or complementary to the Company's.

Also, during the Financial Period, the members of the Board of Directors have not carried out transactions outside the normal course of business beyond the ordinary traffic or in conditions other than those of the market with the company or group companies. The only transactions with administrators are those outlined in Note 17.1.

17.3. Transactions and Balances with Group companies:

Transactions between related companies during the periods 2026 and 2025 are as follows:

Euros

Company	2026		2025	
	Services received	**Services rendered**	Services received	Services rendered
Holiday Club Canarias Sales & Marketing, S.L.U.	**51,963**	**2,421,288**	117,600	2,171,018
Holiday Club Resort OY	**58,908**	**2,254**	58,908	–
Holiday Club Canarias Vacation Club, S.L.U.	**–**	**1,355,451**	–	1,174,577
Totals	**110,871**	**3,778,993**	176,508	3,345,595

Balances from clients have been transferred to the related company Holiday Club Canarias Vacation Club S.L.U. to be incorporated as intangible asset related to the rights of use of the repossessed weeks. The transfer amounts for the periods 2026 and 2025 respectively are 595,475 Euros and 135,335 Euros respectively.

Furthermore, during the 2026 financial year, a dividend distribution amounting to 5,000,000 Euros was made to the parent company Holiday Club Canarias Investment, S.L.U., within the framework of a balance offsetting arrangement with the related party Holiday Club Canarias Sales & Marketing, S.L.U. (see Note 10.4).

All the transactions between related companies have been made under normal market conditions.

Pending amount with related companies for the financial year 2026 and 2025, both long a short term is at the end of periods, are as follows:

Euros

Company	2026		2025	
	Debit Balances	**Credit Balances**	Debit Balances	Credit Balances
Holiday Club Canarias Sales & Marketing, S.L.U.	**6,978,350**	**–**	10,249,357	–
Holiday Club Canarias Investment, S.L.U.	**–**	**2,102,167**	–	2,128,064
Holiday Club Resorts OY	**454**	**–**	–	–
Holiday Club Canarias Vacation Club, S.L.U.	**–**	**355,493**	–	118,438
Totals	**6,978,805**	**2,457,660**	10,249,357	2,246,502

The Company has provided guarantees to credit institutions amounting to 204,450 Euros in respect of ongoing legal proceedings involving the related party Holiday Club Canarias Sales & Marketing, S.L.U. (see Note 14.2).

18. OTHER INFORMATION

18.1. Number of Employees

The average number of people employed by the Company during the 2026 and 2025 Financial Periods, distributed by professional categories, has been the following:

	People	
	2026	2025
Senior Managers	**3**	3
Administration and Middle Managers	**16**	13
Receptionists and Technical Staff	**31**	30
Housekeeping and others	**53**	54
Totals	**103**	100

Distribution by gender at the end of the financial periods 2026 and 2025 is the following:

	2026		2025	
	Men	**Women**	Men	Women
Senior Managers	**2**	**1**	2	1
Administration and Middle Managers	**5**	**13**	6	9
Receptionists and Technical Staff	**27**	**6**	23	3
Housekeeping and others	**10**	**48**	10	46
Totals	**44**	**68**	41	59

Distribution by disabled employees at the end of the financial periods 2026 and 2025 is one person for both periods in the category of housekeeping and other.

18.2 Auditor's Fees

The fees for the audit of Annual Accounts and other services for the Financial Periods 2026 are 11,605 Euros and 4,480 Euros respectively. The amount for the financial period 2025 was 11,200 Euros and 4,350 Euros respectively, according to the exchange rate as of March 31, 2025.

		Euros
	2026	2025
Fees charged for Account Auditing	**11,605**	11,200
Fees for other Services performed	**4,480**	4,350
Totals	**16,085**	15,550

19. SEGMENT INFORMATION

The distribution of the net amount of turnover corresponding to ordinary activity, by categories, is as follows:

		Euros
	2026	2025
Maintenance Fee	**6,440,031**	6,057,543
Other incomes	**421,401**	380,546
Totals	**6,861,432**	6,438,089

20. INFORMATION ABOUT PAYMENT DEFERRALS MADE TO SUPPLIERS. THIRD ADDITIONAL PROVISION TO THE "DUTY OF INFORMATION» OF LAW 15/2010 OF JULY 5

According to the Third Additional Regulation of Law 15/2010 of July 5, the Company informs the following information:

		Euros
	2026	2025
	Days	Days
Payment Ratio	**43**	47
Outstanding payment Ratio	**21**	46
Average period for payment to suppliers	**39**	47
	Imported	Imported
Total payments in the period	**1,899,039**	2,089,955
Total outstanding payments	**394,009**	379,365

Volume invoices paid in less than 60 days	**838,057**	988,924
Total invoice volume	**1,899,039**	2,089,955
% Volume invoices paid in less than 60 days	**44%**	47%

Number of invoices paid in less than 60 days	**642**	400
Total number of invoices	**3,502**	3,168
% Number of invoices paid in less than 60 days	**18%**	13%

Mogan, April 14, 2026

Miguel Angel Munoz Martin

Sole Administrator

REPORT OF THE INDEPENDENT AUDITOR ON THE FINANCIAL STATEMENTS

To the Sole Shareholder of Holiday Club Canarias Vacation Club, S.L.U.:

Report on the Financial Statements

We have audited the financial statements of Holiday Club Canarias Vacation Club, S.L.U., (the Company) which comprise the balance sheet as at March 31, 2026, the income statement, and the related explanatory notes thereto for the year then ended.

In our opinion, the accompanying financial statements present, in all material aspects, a true and fair view of the net equity and financial situation of the Company as at March 31, 2026 and of its results for the year then ended, in accordance with the regulatory financial reporting framework that is applicable (identified in note 2 to the financial statements) and, in particular, with the accounting principles and criteria contained therein.

Basis for the opinion

We have carried out our audit in accordance with the prevailing standards governing the activity of auditing accounts in Spain. Our responsibilities in accordance with these standards are described later in the section of our report on “Responsibilities of the auditor in connection with the audit of the financial statements”.

We are independent from the Company in accordance with the requirements on ethics, including those of independence, which are applicable to our audit of financial statements in Spain, as required by the regulations governing the activity of auditing accounts. In this regard, we have not provided services other than the audit of the financial statements, nor have situations or circumstances arisen that, in accordance with the aforementioned regulations, may have compromised our necessary independence.

We believe that the audit evidence we have obtained provides a sufficient and adequate basis for our opinion.

Most relevant aspects of the audit

The most relevant aspects of the audit are those that, according to our professional judgment, have been considered to give rise to the most significant risks of material misstatement in our audit of the financial statements of the current period. These risks have been addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon we do not express a separate opinion on said risks.

Sales

As shown in the Company’s income statement, the net turnover amounts to 6,052,823 Euros. All service revenues arise from hotel operations carried out in five establishments owned by the related companies Holiday Club Sales & Marketing, S.L.U. and Holiday Club Resort Management, S.L.U. Customers are sourced through web platforms and tour operators. To monitor the provision of these services, the Company uses the web-based systems of the intermediaries, which detail information such as arrival and departure dates, customer identification and apartment complex. During the year, a high volume of transactions is recorded and, on a periodic basis, the information is transferred to the accounting system and reviewed by personnel responsible for both administration and the commercial department. Due to the quantitative significance of revenue, the high volume of transactions, and the complexity derived from managing several hotel complexes, the analysis of the completeness, accurate valuation and proper cut-off of revenue was considered a most relevant aspect of our audit.

Our audit procedures focused, among others, on performing analytical procedures on revenue trends, both individually and comparatively, including margin analysis, and obtaining explanations for unusual or specific fluctuations. In addition, detailed substantive testing was performed on a sample of revenue transactions to verify their appropriate recognition and valuation. Finally, specific procedures were carried out to assess the correct timing of revenue recognition, including the review of cut-off through the estimation of the potential effect arising from the application of customary industry criteria, with the aim of identifying potential misstatements in the recognition of revenue.

Right of use over weeks

The Company has recognised intangible assets amounting to 3,498,369 Euros, mainly corresponding to rights of use over weeks in hotel complexes owned by the related company Holiday Club Canarias Sales & Marketing, S.L.U. In cases where the Group repossesses a week, the aforementioned related party waives its right of repossession in favour of Holiday Club Canarias Vacation Club, S.L.U. which provides financial compensation to the former (see Note 4.1 to the abbreviated financial statements). Both the valuation of each individual week and the waiver of the right of repossession constitute related-party transactions that require the determination of their fair value. Given the significance of this item within the assets of the balance sheet, as well as the increasing number of repossessed weeks during the year, this matter was considered a most relevant aspect of our audit.

Our audit procedures included, among others, reconciling the auxiliary records of intangible assets with the accounting records, reviewing the calculations applied by the Company in the valuation of rights of use, and assessing the reasonableness of the fair value applied to related-party transactions. These procedures also included the review of the disclosures provided in Note 12 to the abbreviated financial statements in relation to related parties.

Director’s responsibility for the abbreviated financial statements

The Director is responsible for the preparation of the accompanying financial statements in order to present a true and fair view of the net equity, the financial position and the

results of the Company in accordance with the Financial Reporting Standards applicable in Spain, and for such internal control as they consider necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In the preparation of the financial statements, the Director is responsible for assessing the Company's ability to continue as a going concern, disclosing, as appropriate, the issues related to going concern and using the accounting principle of going concern, except if the Director intends to liquidate the Company or cease operations, or if there is no other realistic alternative.

Responsibilities of the auditor in connection with the audit of the financial statements

Our objectives are to obtain reasonable assurance that the financial statements as a whole are free of material misstatement, due to fraud or error, and to issue an audit report that contains our opinion.

Reasonable assurance is a high degree of assurance but it does not guarantee that an audit conducted in accordance with the prevailing regulations governing the activity of auditing in Spain will always detect material misstatement when it exists. Misstatements may be due to fraud or error and are considered material if, individually or in aggregate, they can reasonably be expected to influence the economic decisions that users make based on the financial statements.

As part of an audit in accordance with the regulations governing the activity of auditing accounts in Spain, we apply our professional judgment and maintain an attitude of professional scepticism throughout the audit. Furthermore:

- We identify and assess the risks of material misstatement in the financial statements, due to fraud or error, design and apply audit procedures to respond to such risks and obtain sufficient and adequate audit evidence to provide a basis for our opinion. The risk of not detecting a material misstatement due to fraud is higher than in the case of a material misstatement due to error, since fraud may involve collusion, falsification, deliberate omissions, intentionally erroneous statements, or circumvention of internal control.
- We obtain knowledge of the internal control relevant to the audit in order to design audit procedures that are appropriate to the circumstances, and not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- We evaluate whether the accounting policies applied are adequate as well as the reasonableness of the accounting estimates and the corresponding information disclosed by the Director.
- We conclude on whether the use, by the Director, of the accounting principle of going concern is adequate and, based on the audit evidence obtained, we conclude on whether or not there is material uncertainty related to facts or conditions that could generate significant doubt as to the ability of the company to continue as a going concern. If we conclude that there is material uncertainty, in our audit report we are required to draw attention to the corresponding information disclosed in the financial statements or, if such disclosures are not adequate, we are required to express an amended opinion. Our conclusions are based on the audit evidence obtained up to the date of our audit report. However, future events or conditions may cause the Company to cease to be a going concern.
- We evaluate the overall presentation, the structure and content of the financial statements, including the disclosed information, and whether the financial statements represent the underlying transactions and events in a way that expresses a true and fair view.

We communicate with the entity's Director regarding, among other matters, the scope and timing of the planned audit and the significant findings of the audit, as well as any significant internal control deficiencies that we identified during the course of the audit.

Among the issues that have been communicated to the entity's Director, we determine those that have been most significant to the audit of the financial statements of the current period and that are, consequently, the risks considered most significant.

We describe those issues in our audit report unless legal or regulatory provisions prohibit public disclosure of the matter.

RSM SPAIN AUDITORES, SLP
(nº ROAC S2158)

JAVIER ALVAREZ CABRERA
(nº ROAC 16092)

Las Palmas de Gran Canaria, on April 14, 2025

BALANCE SHEET AS AT MARCH 31, 2026

Particulars	Notes	(Euros) 2026	(Euros) 2025
ASSET			
NON-CURRENT ASSET			
Intangible Assets	**5**	**3,498,369**	2,724,677
TOTAL		**3,498,369**	2,724,677
CURRENT ASSETS			
Commercial debtors and other accounts receivables.	**6**	**168,172**	149,673
Trade receivables		**121,934**	78,724
Other debtors		**46,238**	70,948
Short-term Investments in affiliated group and associated companies	**6-12**	**357,717**	118,438
Current financial investments	**11**	**–**	75,209
Prepayments for currents assets	**6**	**818,132**	654,837
Cash and equivalent liquid assets	**6**	**20,014**	244,798
TOTAL		**1,364,035**	1,242,954
TOTAL ASSET		**4,862,404**	3,967,632

Particulars	Notes	(Euros) 2026	(Euros) 2025
TOTAL EQUITY AND LIABILITIES			
EQUITY		**3,268,295**	2,539,867
Capital	**8**	**3,000**	3,000
Share Capital		**3,000**	3,000
Reserves		**2,536,867**	2,053,601
Result for the period (benefit)	**3**	**728,427**	483,266
TOTAL		**3,268,295**	2,539,867
CURRENT LIABILITIES			
Current payables	**7**	**336**	372
Short term debts with Group and Associated Companies	**7-12**	**1,037,800**	794,991
Trade Creditors and other Accounts payable	**7**	**555,972**	632,400
Sundry Creditors		**555,972**	632,400
TOTAL		**1,594,109**	1,427,764
TOTAL EQUITY AND LIABILITIES		**4,862,404**	3,967,632

PROFIT AND LOSS ACCOUNTS AT MARCH 31, 2026

DESCRIPTION	Notes	(Euros) 2026	(Euros) 2025
Turnover		**6,052,823**	5,351,385
Other operating income		**191,266**	118,029
Personnel expenses		**(316,791)**	(289,932)
Other operating expenses	**10**	**(4,824,515)**	(4,441,954)
Depreciation of fixed assets	**5**	**(131,920)**	(100,536)
Impairment and result from fixed assets	**5**	**8,234**	13,645
Other losses	**10**	**(8,136)**	(6,435)
OPERATING INCOME (BENEFIT)		**970,960**	644,203
Financial Incomes		**276**	152
Financial Expenses		**–**	–
FINANCIAL PROFIT & LOSS (BENEFIT)		**276**	152
PROFIT BEFORE TAXES (BENEFIT)		**971,236**	644,355
Corporate income Tax	**9**	**(242,809)**	(161,089)
PROFIT & LOSS IN THE PERIOD (BENEFIT)		**728,427**	483,266

2026 ABRIDGED FINANCIAL REPORT

1. THE COMPANY'S BUSINESS

1.1. The company of this financial report was set up as an owned limited liability partnership on March 21, 2017, before the Notary Public Enrique Rojas Martínez, Member of the Guild of Notaries of the Canary Islands, whose offices are located in Las Palmas de Gran Canaria, under its Protocol Number 447. In May 9, 2019 the name of the company was changed to Holiday Club Canarias Vacation Club, S.LU in a public deed.

1.2. On December 18, 2018, it was totally acquired for the company Holiday Club Canarias Investment, S.L.U. The same day the public deed makes public the adaptation of the corporate statutes being the more remarkable the following:

- it is agreed to transform the company from an owned limited liability partnership to a limited partnership.
- the main mission of the company is changed being now the touristic accommodations and other short-term accommodations.
- the financial period is changed, and it will finish the March 31 every year. The financial period is from April 1 till March 31.
- Corporate offices are located at Avenida Ministra Anna Lindh 1, Urb. Amadores, in the municipality of Mogán (Gran Canaria).

1.3. Its main corporate mission comprises the hotel business of own repossessed weeks (See Note 5) and weeks from the related parties Holiday Club Canarias Sales & Marketing S.L.U. and Holiday Club Canarias Resort Management S.L.U.

1.4. The Company is a part of a Group whose parent Company is Holiday Club Canarias Investment, S.L.U. headquartered in the same address. Said company does not present yearly consolidated accounts, because it is not mandatory due to its size. This Spanish Group is integrated in a higher one, which parent company is Holiday Club Resorts Oy, located in a European Union Member, Finland, which presents yearly consolidated accounts. In addition, Holiday Club Resort OY is a member of a group which parent company is Mahindra & Mahindra limited, located in India.

The spanish group is composed of the next companies:

- Holiday Club Canarias Investment, S.L.U.
- Holiday Club Canarias Sales & Marketing, S.L.U.
- Holiday Club Canarias Resort Management, S.L.U.
- Holiday Club Canarias Vacation Club, S.L.U.

2. BASIS USED FOR THE PRESENTATION OF THE ANNUAL ACCOUNTS

The figures contained in the abridged annual accounts are expressed in Euros, which, upon being rounded out, cause small differences in their presentation.

In the presentation of the accompanying abridged annual accounts, expressed in euros, the current commercial guidelines have been followed, which are:

2.1. True and Fair View

The annual accounts are obtained from the Company's accounting records and have been presented according to the regulations set out in Law 16/2007 of July 4, on the revised and adapted mercantile accounting legislation to harmonise it internationally on the basis of the European Union and by Royal Decree 1515/2007 of November 16, in which the General Accounting Plan was approved and the added modifications by Royal Decree 1159/2010 of September 17 and Royal Decree 602/2016 of September 2, in order to reflect a true and fair view of the Equity, the financial situation and the Company's Profit & Loss as well as the veracity of the streams incorporated into the Cash-flow, according to generally accepted accounting practices and regulations.

2.2. Non-Mandatory Accounting Principles Applied

During this Financial Year, only those Accounting Principles mandatory according to the Spanish Business Code and the Small & Medium Companies General Accounting Plan have been applied.

The Administrative Body has formulated these Annual Accounts, taking into account all mandatory accounting regulations and principals which carry a significant effect.

There is no principle which, if mandatory, has not been applied.

2.3. Critical Aspects in the Valuation and Judgement of Uncertainty

At the end of the financial year some estimations are used to formulate these annual accounts: calculation of the assets impairment, estimation of the assets useful life, and more. Due to future development, it is possible that additional information to the existing at the date of formulation of these annual accounts make that some estimates have to be changed in future periods.

2.4. Comparison of the Information

The figures corresponding to the Financial Year ending on March 31, 2026 according to the current law, show comparatively the balances of the previous financial period, which match with the information of the annual account for the financial year ending on March 31, 2025.

3. APPLICATION OF RESULTS

The proposal for the application of the results of the financial period ending March 31, 2026, which the Sole Administrator shall draw up for approval by the Members, together with the distribution approved for the period ending on March 31, 2025, is as it follows:

		Euros
Particulars	**2026**	2025
Distribution Balance		
Financial Period Benefit	**728,427**	423,480
Distribution		
Voluntary reserve	**728,427**	423,480
Total	**728,427**	423,480

4. RECOGNITION AND MEASUREMENT

The main accounting principles and practices applied in the preparation of the annual accounts are adapted to the current legal requirements, highlighting as most important the principles of going concern, accrual, uniformity, prudence, not compensation and relative importance.

The main rules used by the company for the drafting of their financial period Annual Accounts, according to those established in the Spanish General Accounting Plan were the following:

4.1. Intangible assets

The intangible assets consist of rights of use of weeks owned by Holiday Club Canarias Sales & Marketing S.L.U. and software applications. When a week is repossessed by the group, the mentioned related company resigns to its repossession right in favor of the company. The value of the commented weeks is the amount of the monetary compensation paid to the related company because of its resignation to the repossession right, plus the maintenance fees that are assumed from Holiday Club Canarias Resort Management. The rights of use of these weeks are depreciated at 3%.

Furthermore, there are software applications which value is the acquisition cost, including all the additional costs necessary put into operation the assets. Software applications are depreciated at 20%.

The Company's administrator considers that the carrying amount of these assets does not exceed their recoverable amount.

4.2. Financial Instruments

The Company has registered in the chapter of financial instruments, those contracts that give rise to an asset in one company and, simultaneously, a financial liability or an equity instrument in another company. Therefore, this standard results from the application of the following financial instruments:

a) Financial assets:

- Cash and other equivalent liquid assets.
- Credits for commercial operations: customers and different debtors
- Loans to third parties: such as loans and financial credits granted, including those arising from the sale of non-current assets
- Other financial assets: such as deposits in credit institutions, advances and loans to personnel, guarantees and deposits, dividends receivable and disbursements required on own equity instruments.

Long and short term financial investments

Financial Assets at Amortized cost. A financial asset is included in this category, even when is admitted to trading on an organized market, if the company maintains the investment with the aim of receiving the cash flows derived from the execution of the contract, and the contractual conditions of the financial asset give place, on specified dates, to cash flows that are solely collections of principal and interest on the outstanding principal amount. Contractual cash flows that are solely collections of principal and interest on the amount of the outstanding principal are inherent to an agreement that has the nature of an ordinary loan or common, without prejudice to the fact that the operation is agreed at a zero interest rate or below the market rate. In general, credits for commercial operations are included in this category (those financial assets that originate in the sale of goods and the provision of services for traffic operations of the company with collection deferred), and credits for non-commercial operations those financial assets that, not being instruments of equity or derivatives, do not have commercial origin and whose collections are of a determined or determinable amount, which come from loan or credit operations granted by the company). That means, within this category there would be the loans and accounts receivable, as well as those securities representing debt, with a date of fixed maturity, collections of a determined or determinable amount, that are negotiated in an active market and that the Company intends and has the capacity to keep until maturity.

- Initial valuation: Initially they are valued at their fair value, plus the transaction costs that are directly attributable to them. However, credits for commercial operations with a maturity of no more than one year and that do not have an explicit contractual interest rate, as well as credits to personnel, dividends receivable and disbursements required on equity instruments, the amount of which is expected to received in the short term, may be valued at their nominal value when the effect of not updating the cash flows is not significant.
- Subsequent valuation: it is done at amortized cost and accrued interest is recorded in the profit and loss account, applying the effective interest rate method.

  However, credits maturing in no more than one year which, in accordance with the provisions of the preceding section, are initially valued at their nominal value, will continue to be valued at that amount, unless they have been impaired.

  When the contractual cash flows of a financial asset are modified due to the financial difficulties of the issuer, the company will analyze whether it is appropriate to record a loss due to impairment of value.
- Impairment: The Company records the corresponding impairments for the difference between the amount to be recovered from accounts receivable and the book value for which they are recorded.

  At least at year-end, the necessary valuation adjustments are made whenever there is objective evidence that the value of a financial asset included in this category, or of a group of financial assets with similar risk characteristics valued collectively, has been impaired as result of one or more events that have occurred after its initial recognition and that cause a reduction or delay in future estimated cash flows, which may be motivated by the insolvency of the debtor.

  The loss due to impairment of the value of these financial assets is the difference between their book value and the current value of future cash flows, including, where appropriate, those from the execution of real and personal guarantees, which is estimated will generate, discounted at the effective interest rate calculated at the time of initial recognition.

  Value adjustments for impairment, as well as their reversal when the amount of said loss decreases for reasons related to a subsequent event, are recognized as an expense or income, respectively, in the profit and loss account. The reversal of impairment is limited to the book value of the asset that would be recognized on the reversal date if the impairment had not been recorded.

Financial assets at cost. This category includes, among others, investments in the equity of group companies, jointly controlled entities and associates, as well as other investments in equity instruments whose fair value cannot be determined by reference to a quoted price in an active market for an identical instrument, or a reliable estimate cannot be obtained.

Participating loans whose interests are contingent and any other financial asset that should initially be classified in the fair value portfolio with changes in the profit and loss account when it is not possible to obtain a reliable estimate of its fair value will also be included in this category.

- Initial valuation: They are valued at cost, which is equal to the fair value of the consideration given plus the transaction costs that are directly attributable to them.
- Subsequent valuation: The equity instruments included in this category are valued at their cost, less, where appropriate, the accumulated amount of the valuation corrections for impairment.
- Impairment: At least at year-end, the necessary valuation adjustments are made whenever there is objective evidence that the book value of an investment is not recoverable.

  The Company records the corresponding impairments for the difference between the book value and the recoverable amount, understood as the higher amount between its fair value less costs of sale and the present value of the future cash flows derived from the investment, which, in the case of equity instruments, are calculated either by estimating what is expected to be received as a result of the distribution of dividends made by the investee company and the disposal or derecognition of the investment in the same, or by estimate of its participation in the cash flows that are expected to be generated by the investee company, both from its ordinary activities and from its disposal or derecognition.

  Unless there is better evidence of the recoverable amount of investments in equity instruments, the estimate of the loss due to impairment of this class of assets is calculated based on the equity of the investee and the tacit capital gains existing at the valuation date, net of the tax effect.

  Determining this value, and provided that the investee company has in turn invested in another, the equity included in the consolidated annual accounts prepared by applying the criteria of the Code of Commerce and its implementing regulations is taken into account.

  The recognition of valuation corrections for value impairment and, where appropriate, their reversal, are recorded as an expense or income, respectively, in the profit and loss account. The reversal of impairment will be limited to the book value of the investment that would be recognized on the reversal date if the impairment had not been recorded.

b) Financial liabilities:

- Debts for commercial operations: suppliers and other creditors
- Debts with credit institutions
- Other financial liabilities: debts with third parties, such as financial loans and credits received from persons or companies that are not credit institutions, including those arising from the purchase of non-current assets, guarantees and deposits received and disbursements required by third parties on shares.

  Financial liabilities, for measurement purposes, are included in one of the following categories:

Financial Liabilities at Amortized cost. All financial liabilities are classified in this category except when they must be valued at fair value with changes in the profit and loss account. In general, debits for commercial operations and debits for non-commercial operations are included in this category.

Participating loans that have the characteristics of an ordinary or common loan will also be included in this category without prejudice to the fact that the operation is agreed at a zero interest rate or below the market rate.

- Initial valuation: Initially they are valued at their fair value, which, unless there is evidence to the contrary, is the transaction price, which is equivalent to the fair value of the consideration received adjusted by the transaction costs that are directly attributable to it. However, debits for commercial transactions maturing in no more than one year and that do not have a contractual interest rate, as well as disbursements required by third parties on participations, the amount of which is expected to be paid in the short term, can be valued at their nominal value, when the effect of not updating the cash flows is not significant.
- Subsequent valuation: it is done at amortized cost. Accrued interest is recorded in the profit and loss account, applying the effective interest rate method. However, debits maturing in no more than one year which, in accordance with the provisions of the preceding section, are initially valued at their nominal value, will continue to be valued at that amount.

4.3. Tax on Profits

The Company is taxed in the consolidated tax system in accordance with Chapter VI, title VII of the 27/2014 law, of November 27 of the profit tax, which approved the revised text from the Law of Corporate Tax.

Following the accrual principle, the current tax has been accounted as a expense of the period and it has been calculated according to the profit and loss before taxes following the current tax laws.

4.4. Provisions and contingencies

Provisions are present obligations on the date of the balance sheet that have arisen as a result of past events; the amount and timing of cancellation are undetermined. Provisions are recorded at the current value of the estimated amount that the company will have to pay to settle the obligation in the future.

Contingent liabilities are potential liabilities arising as a result of past events, whose realization is contingent upon that happening or not, one or more future events independent of the will of the Company. Contingent liabilities, as well as the Provisions whose amount cannot be estimated reliably or it is not very likely that the Company must dispose of resources embodying profits, for their cancellation are not recognized for accounting purposes but are broken down in the Report.

4.5. Income and Expenses

Regarding the incomes from delivery of goods and services, the criteria followed to conclude that the obligations assumed by the company are met over time or at a given time.

- Common aspects.

The company recognizes incomes for the ordinary development of its activity when the transfer of control of the goods or services committed to customers occurs. At that time, the company will value the income at the amount that reflects the consideration to which it expects to be entitled in exchange for said goods or services.

- Recognition

The company recognizes the income derived from a contract when (or as) the transfer to the client of the control over the promised goods or services (that is, the obligation or obligations to be fulfilled) takes place.

The control of a good or service (an asset) refers to the ability to fully decide on the use of that asset and obtain substantially all of its remaining benefits. The control includes the ability to prevent other entities from deciding on the use of the asset and obtaining its benefits.

For each obligation to be fulfilled (delivery of goods or provision of services) that is identified, the company determines at the beginning of the contract whether the commitment assumed will be fulfilled over time or at a certain moment.

The income derived from the commitments (in general, the provision of services or the sale of goods) that are fulfilled over time are recognized based on the degree of progress or progress towards the complete fulfillment of the contractual obligations, provided that the company has reliable information to measure the degree of progress.

The company reviews and, if necessary, modifies the estimates of income to be recognized, as it complies with the commitment assumed. The need for such reviews does not necessarily indicate that the outcome or result of the operation cannot be reliably estimated.

When, at a certain date, the company is not able to reasonably measure the degree of compliance with the obligation (for example, in the early stages of a contract), although it expects to recover the costs incurred to satisfy said commitment, only revenue is recognized and the corresponding consideration in an amount equivalent to the costs incurred up to that date.

In case of contractual obligations that are fulfilled at a certain time, the income derived from their execution is recognized on that date. Until this circumstance occurs, the costs incurred in the production or manufacturing of the product (goods or services) are recorded as inventories.

When there are doubts regarding the collection of the credit right previously recognized as income from sales or provision of services, the impairment loss will be recorded as an expense for the correction of the value due to impairment and not as less income.

- Assessment.

Ordinary incomes from the sale of goods and the provision of services is valued at the monetary amount or, as the case may be, at the fair value of the consideration, received or expected to be received, derived from it, which, except evidence to the contrary, it is the agreed price for the assets to be transferred to the client, deducting: the amount of any discount, reduction in price or other similar items that the company may grant, as well as the interest included in the nominal value of the loans. However, interests included in commercial credits with a maturity of no more than one year that do not have a contractual interest rate may be included, when the effect of not updating the cash flows is not significant.

Revenue does not include taxes levied on the sale of goods and the provision of services that the Company is required to charge to third parties, such as value added tax and excise duties, nor amounts collected on behalf of third parties.

The company considers in the valuation of income the best estimate of the variable consideration if it is highly probable that there will not be a significant reversal of the amount of recognized income when the uncertainty associated with said consideration is subsequently resolved.

4.6. Personnel Expenses

Personnel expenses are recognised based on their accrual, considering that bonus payments are accrued on a yearly basis. There are no commitments for pensions nor retirement bonuses in the Company.

4.7. Grant, donation and legacies

The operating grants are attributed to the financial period for the granted amount.

4.8. Transactions between related parties

Transactions between related parties are accounted by their reasonable value which is the same value for transactions with not related third parties.

5. INTANGIBLE ASSETS

5.1. The transactions occurring during the periods 2025 and 2026 were the following:

Gross cost — **Euros**

Particulars	Balance 2024	Acquisitions	Disposals	Regularization	Balance 2025
Rights Of Use	2,724,729	423,019	(187,811)	(6,550)	2,953,387
Computer software	53,419	29,160	–	–	82,579
Sums	**2,778,148**	**452,179**	**(187,811)**	**(6,550)**	**3,035,966**

Accumulated amortization — **Euros**

Particulars	Balance 2024	Acquisitions	Disposals	Regularization	Balance 2025
Rights Of Use	(222,718)	(87,210)	13,645	–	(296,283)
Computer software	(1,679)	(13,326)	–	–	(15,006)
Sums	**(224,397)**	**(100,536)**	**13,645**	**–**	**(311,288)**
Net Totals	**2,553,751**				**2,724,677**

Gross cost — **Euros**

Particulars	Balance 2024	Acquisitions	Disposals	Regularization	Balance 2025
Rights Of Use	2,953,387	955,880	(98,395)	–	3,810,872
Computer software	82,579	39,893	–	–	122,471
Sums	**3,035,966**	**995,773**	**(98,395)**	**–**	**3,933,344**

Accumulated amortization — **Euros**

Particulars	Balance 2024	Acquisitions	Disposals	Regularization	Balance 2025
Rights Of Use	(296,283)	(109,177)	8,234	–	(397,226)
Computer software	(15,006)	(22,744)	–	–	(37,749)
Sums	**(311,288)**	**(131,920)**	**8,234**	**–**	**(434,975)**
Net Totals	**2,724,677**				**3,498,369**

5.2. Right of use correspond to Time Share weeks owned by a company of the Group which runs the Company as touristic accommodation (see note 4.1)

5.3. Disposals in the financial years 2025 and 2026 correspond to repurchase of the rights of use by the related company, which has generated a profit for the amount of 13,645 Euros and 8,234 Euros respectively, corresponding to the accumulated amortization of the sold weeks.

5.4. There is no evidence of impairment as of March 31.

6. FINANCIAL ASSETS

6.1. Categories of financial assets (except investments in equity of group companies, multigroup and associates)

The breakdown of financial assets (excluding investments in group, multi-group and associated companies) by categories and classes is as follows:

Euros

Financial assets	2026
Trade and other receivables	**152,885**
Trade receivables from sales and services	123,391
Impairment of trade receivables	(1,457)
Other receivables	30,951
Short-term investments in group and associate companies	**357,717**
Cash and other liquid assets	**20,014**
Cash	20,014
Total	**530,615**

6.2. Corrections due to Impairment caused by Credit Risk

Transactions in the corrective accounts representative of impairment losses due to credit risk to customers are as follows:

Euros

HOLIDAY CLUB CANARIAS VACATION CLUB,	Amount
Balance March 31, 2024	**1,085**
Impairment provision (note 10.b)	372
Balance March 31, 2025	1,457
Balance March 31, 2026	**1,457**

6.3. Debt related to clients

There are customer advances for the amount of 430,157 Euros (483,960 Euros for the financial period 2025) that correspond to accommodation services charges not accrued at the end of the financial year.

6.4. Accrual adjustments

In January, the company assume the debt with the related Holiday Club Canarias Resort Management, S.L.U. corresponding to the yearly maintenance fees of the weeks in its intangible assets as rights of use (See note 5). At the end of the financial year there are accrual adjustments related to the not accrued months at March 31, 2026 for the amount of 818,132 Euros (654,837 Euros for 2025).

7. FINANCIAL LIABILITIES

7.1. Types of liabilities

The breakdown of financial liabilities by category is as follows:

Euros

Particulars	Debts with Credit Institutions		Bonds and Other Market Securities		Derivatives/Others	
	2026	2025	**2026**	2025	**2026**	2025
Short-term Financial Liabilities						
Debts and Payables	**–**	–	**–**	–	**1,136,669**	920,204
Totals	**–**	–	**–**	–	**1,136,669**	920,204

7.2. Classification by maturity

The financial liabilities measured at amortized cost referred to in the previous section are all short-term and comprise 'Other financial liabilities' amounting to 336 Euros 'Short-term payables to group companies' amounting to 1,037,800 Euros 'Trade payables for services' amounting to 98,513 Euros and 'Outstanding remuneration payable to personnel' amounting to 19 Euros.

8. EQUITY

8.1. The Share Capital comes to 3,000. Euros divided into 3000 shares at face value of 1 Euros each.

8.2. The unique partner of the company is the entity Holiday Club Canarias Investment S.L.U.

9. FISCAL POSITION

9.1. Tax consolidation regime

The Company is taxed in the consolidated tax system in accordance with Chapter VI, title VII of the 27/2014 law, of November 27 of the profit tax, which approved the revised text from the Law of Corporate Tax.

The Tax Group comprises the following corporations:

Parent: Holiday Club Canarias Investment, S.L.U.

Subsidiaries: Holiday Club Canarias Sales & Marketing, S.L.U., Holiday Club Canarias Resort Management, S.L.U. and Holiday Club Canarias Vacation Club, S.L.U.

9.2 Individual tax base

The reconciliation of the net amounts of incomes and expenses for the financial period against the tax base of Corporate Tax, is the following:

Euros

	Profit & Loss Account	Income & expenditure directly attributable to Equity
Balance of income and expenditure for the financial year	**728,427**	**–**
Corporate tax	**242,809**	**–**
Tax Base (Tax Profit & Loss)	**971,236**	

9.3. Corporate tax assessment:

By applying the tax rate (25%) to the taxable base, the full amount of the tax is 242,809 Euros

Under the rules applicable to the Tax Consolidation Regime, the taxable income of the tax group is determined by adding individual taxable bases corresponding to the companies comprising the Fiscal group, deletions, additions of deletions carried out in previous years and, in the event that the above sum proves to be positive, compensating the carry-forwards of the Fiscal group, as well as the outstanding tax bases to be applied by the companies taxable at the time of joining the Tax Group.

In consequence, the Individual Tax Base of Holiday Club Canarias Vacation Club, S.L.U., for the amount of 242,809 Euros is subject to addition together with the rest of the tax bases of the remaining companies comprising the Tax Group.

The sum of the individual tax bases of the companies comprising the tax group amounts to 1,647,519 Euros. The tax base of the tax group is determined, in accordance with Additional Provision 19 of the Tax Law, by including 50% of the negative tax base of the subsidiary Holiday Club Canarias Sales & Marketing, S.L.U. for 251,254 Euros and decreasing it by 5,785 Euros due to the reversal in tenths of 50% of the subsidiary individual tax base adjusted in prior fiscal years and in 291 Euros of the parent company. Likewise, the tax base of the tax group includes a net elimination and incorporation of a negative amount of 251,671 Euros resulting from internal transactions carried out by Holiday Club Canarias Sales & Marketing, S.L.U.

9.4. Breakdown of the corporate tax expense

Due to the fact that there are not temporary differences when calculating the tax base, the current tax for the period 2026 is the same as the expense for the corporate tax for the amount of 242,809 Euros.

9.5. Complementary tax to guarantee a minimum overall level of taxation (Law 7/2024)

The Company forms part of the Holiday Club group, whose ultimate parent company is Mahindra & Mahindra Limited, domiciled in India. Based on the consolidated revenue of the group, it is subject to the Top-up Tax under the OECD Pillar Two rules, which in Spain are implemented through Law 7/2024 of December 20, establishing a Top-up Tax to ensure a global minimum level of taxation for multinational groups and large domestic groups.

In accordance with the requirements of the aforementioned law, the Company, as part of a multinational group with consolidated revenues equal to or exceeding 750,000,000 Euros has not recognised deferred tax assets or liabilities arising from the implementation of this regulation, applying the transitional accounting exemption provided under the applicable accounting framework.

During the current financial year, no current tax expense related to this tax has been recognised, as no tax liability has arisen in Spain under this regulation. As at the date of preparation of these financial statements, no reasonable estimate can be made of any additional economic impact that may arise; however, such impact will be disclosed in future periods as reliable information becomes available.

Furthermore, Holiday Club Resorts Oy will prepare and publish the Corporate Income Tax Information Report for the Holiday Club Group for the 2026 financial year, as required under this regulation in Finland.

9.6. Financial Periods Open to the Possibility of a Tax Inspection.

The corporate tax is open to be inspected for the following periods: 2022, 2023, 2024, 2025, 2026.

9.7. Other taxes

At the closing date, the company is also open to inspection of all the taxes that are applicable to it:

- Withholdings related to paid incomes
- IGIC (General Indirect Canarian Tax)
- Property Transfer and Certified Legal Documents Tax
- Local taxes

It is not expected that contingent liabilities appear due to possible differences with the interpretation when the taxes are implemented.

10. INCOME AND EXPENSES

Breakdown of the next items the Profit and Loss Account:

a) Social expenses: the amount of 64,353 Euros is all related to the social security payable by the company for the period 2026, being 57,639 Euros for the period 2025.

b) External services:

		Euros
Particulars	**2026**	2025
Leases and royalties	**2,836,973**	2,614,322
Repairs and conservations	**934,050**	776,345
Professional services	**165,765**	246,559
Transport	**30,221**	38,286
Insurance premiums	**1,188**	2,424
Bank Services and Similar	**18,181**	8,131
Advertising	**14,700**	691
Other Services	**822,276**	754,117
Other taxes	**1,160**	708
Other losses in current management	**–**	372
Totals	**4,824,515**	4,441,954

c) Other outcomes: they correspond with the net amount of the expenses and incomes generated by matters not related with the typical activity of the company and it is not expected to occur often.

11. PROVISIONS AND CONTINGENCIES

Contingencies

In the period 2024 there was an ongoing legal proceeding with a former employee who was claiming the amount of 83,830 Euros. During the period 2025 there were a positive ruling in favour of a former employee and the amount of 75,209 Euros was deposited in the court. This amount is a part of the short-term financial investments. The February 12, 2025 the company signed an agreement, and the employee resigned to all the legal actions against all the Holiday Club Canarias group companies. During the period 2026 the company has received the refund of the amount deposited.

12. TRANSACTIONS WITH RELATED PARTIES

The balances at March 31, 2026 and 2025 with related companies are as follows:

				Euros
	2026		2025	
Particulars	**Debit Balances**	**Credit Balances**	Debit Balances	Credit Balances
Company:				
Holiday Club Canarias Resort Managemet, S.L.U.	**355,493**	**–**	118,438	–
Holiday Club Canarias Investment, S.L.U.	**–**	**1,037,800**	–	794,991
Holiday Club Resort OY	**2,224**	**–**	–	–
Totals	**357,717**	**1,037,800**	118,438	794,991

Transactions during period 2026 and 2025 between related companies are as follows:

Euros

Particulars	2026				2025			
	Services received	**Services provided**	**Purchase intangible fixed assets**	**Sale of intangible assets**	Services received	Services provided	Purchase intangible fixed assets	Sale of intangible assets
Company:								
Holiday Club Canarias Sales & Marketing, S.L.U.	**2,526,848**	**–**	**360,305**	**98,395**	2,326,202	–	287,684	185,014
Holiday Club Canarias Resort Management, S.L.U.	**1,355,451**	**–**	**595,575**	**–**	1,174,577	–	135,335	–
Holiday Club Resort OY	**32,085**	**2,078**	**39,893**	**–**	33,256	–	29,160	–
Totals	**3,914,384**	**2,078**	**995,773**	**98,395**	3,534,036	–	452,179	185,014

13. OTHER INFORMATION

13.1. Average number of Employees

The average number of people employed by the Company during the financial periods 2026 and 2025, distributed by their professional categories, has been as follows:

The distribution by gender at the end of the financial periods 2026 and 2025 is the following:

	Persons	
	2026	2025
Senior Managers	**1.33**	1.33
Administration	**4.00**	3.68
Totals	**5.33**	5.00

The distribution by gender at the end of the financial periods 2025 and 2024 is the following:

	2026		2025	
	Men	**Women**	Men	Women
Senior Managers	**1**	**1**	1	1
Administration	**3**	**1**	3	1
Totals	**4**	**2**	4	2

The company has not employed disabled people (more than 33% of disability) for the periods 2025 and 2024.

13.2. Information about the Environment and Greenhouse Gas Emission Rights

Given the activity that the Company carries out, there are no responsibilities, expenses, assets or contingencies of any environmental nature that could be of any significance with regard to equity, the financial position and its results. Therefore, no specific breakdowns are included in this report.

14. INFORMATION ABOUT DEFERRAL PAYMENTS MADE TO SUPPLIERS. THIRD ADDITIONAL REGULATION TO THE "DUTY OF INFORMATION» OF LAW 15/2010 OF July 5.

The average period for payment to suppliers and creditors for the period 2026 is 40 days (23 days for the financial year 2025).

Mogán, April 14, 2026

Miguel Angel Munoz Martin
Sole Administrator

AUDITOR'S REPORT

TO THE ANNUAL GENERAL MEETING OF KESKINÄINEN KIINTEISTÖ OY SALLA STAR

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Keskinäinen Kiinteistö Oy Salla Star (business identity code 2441531-5) for the year ended March 31, 2026. The financial statements comprise the balance sheet, income statement and notes.

In our opinion, the financial statements give a true and fair view of the company's financial performance and financial position in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements.

Basis for opinion

We conducted our audit in accordance with good auditing practice in Finland. Our responsibilities under good auditing practice are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the company in accordance with the ethical requirements that are applicable in Finland and are relevant to our audit, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of the Board of Directors for the Financial Statements

The Board of Directors is responsible for the preparation of financial statements that give a true and fair view in accordance with the laws and regulations governing the preparation of financial statements in Finland and comply with statutory requirements. The Board of Directors is also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Board of Directors is responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern and using the going concern basis of accounting. The financial statements are prepared using the going concern basis of accounting unless there is an intention to liquidate the company or cease operations, or there is no realistic alternative but to do so.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with good auditing practice will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

As part of an audit in accordance with good auditing practice, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

— Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

— Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control.

— Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

— Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.

— Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events so that the financial statements give a true and fair view.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Other Reporting Requirements

Other Information

The Board of Directors is responsible for the other information. The other information comprises the report of the Board of Directors. Our opinion on the financial statements does not cover the other information.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. Our responsibility also includes considering whether the report of the Board of Directors has been prepared in compliance with the applicable provisions.

In our opinion, the information in the report of the Board of Directors is consistent with the information in the financial statements and the report of the Board of Directors has been prepared in compliance with the applicable provisions.

If, based on the work we have performed, we conclude that there is a material misstatement of the report of the Board of Directors, we are required to report that fact. We have nothing to report in this regard.

Tampere, April 14, 2026

KPMG OY AB

Audit Firm

KIMMO ANTONEN

Authorised Public Accountant, KHT

BALANCE SHEET AS AT MARCH 31, 2026

	Notes	Euros January 1, 2025 to March 31, 2026	Euros January 1, 2024 to December 31, 2024
ASSETS			
NON-CURRENT ASSETS			
Tangible assets	**2**		
Buildings and structures		**131,732.09**	131,732.09
Total tangible assets		**131,732.09**	131,732.09
TOTAL NON-CURRENT ASSETS		**131,732.09**	131,732.09
CURRENT ASSETS			
Short-term receivables	**3**		
Other debtors		**–**	2,950.18
Total short-term receivables		**–**	2,950.18
Cash and cash equivalents			
Cash at bank		**14,243.21**	180.08
Total cash and cash equivalents		**14,243.21**	180.08
TOTAL CURRENT ASSETS		**14,243.21**	3,130.26
TOTAL ASSETS		**145,975.30**	134,862.35
LIABILITIES			
EQUITY	**4**		
Share capital		**2,500.00**	2,500.00
Profit / (Loss) from previous years		**165.92**	165.92
Profit / (Loss) for the financial year		**(284.42)**	–
TOTAL EQUITY		**2,381.50**	2,665.92
BORROWED CAPITAL			
Long-term borrowed capital	**5**		
Other long-term borrowed capital		**143,593.80**	130,835.00
Total long-term borrowed capital		**143,593.80**	130,835.00
Short-term borrowed capital			
Other creditors		**–**	1,361.43
Total short-term borrowed capital		**–**	1,361.43
TOTAL LIABILITIES		**145,975.30**	134,862.35

PROFIT AND LOSS ACCOUNT FOR THE PERIOD FROM JANUARY 1, 2025 TO MARCH 31, 2026

	Notes	Euros January 1, 2025 to March 31, 2026	Euros January 1, 2024 to December 31, 2024
TURNOVER			
Rent income		–	5,672.63
Total		–	5,672.63
Depreciation	1		
Buildings and structures		–	(5,488.84)
Total		–	(5,488.84)
Property management expenses			
Administration		**(284.42)**	(123.79)
Total		**(284.42)**	(123.79)
Profit / (Loss)		**(284.42)**	60.00
Financial income and expenses			
Interest charges		–	(60.00)
Total financial income and expenses		–	(60.00)
Profit / (Loss) before appropriations and taxes		**(284.42)**	–
Profit / (Loss) for the financial year		**(284.42)**	–

NOTES TO THE ANNUAL ACCOUNTS

ACCOUNTING PRINCIPLES

Valuation principles

The financial statements have been drawn up in accordance with regulations governing small and medium-sized enterprises (Government Decree on the information presented in the financial statements of a small undertaking and micro-undertaking, 1753/2015).

In this balance sheet, capital assets are listed as the difference between purchase price and accumulated depreciation.

The company does not follow a predetermined depreciation plan; instead, depreciations are made consistently to the extent required to avoid taxable income and within the economic useful life of the tangible assets.

The company had extended accounting period from January 1, 2025 to March 31, 2026 because the company became part of the Holiday Club Resorts Oy group.

The company belongs to the Holiday Club Resorts Oy group. The parent company is Holiday Club Resorts Oy. Copies of the consolidated financial statements are available at the Holiday Club Resorts Group headquarters.Konepajankuja 5 C, 00510 Helsinki.

Company shares

There are 448 company shares. Each share confers the same right to dividends and company assets.

Note 1 - Depreciation

Particulars	**January 1, 2025 to March 31, 2026**	January 1, 2024 to December 31, 2024
	EUR	EUR
Buildings and structures	**–**	5,488.84
Total	**–**	5,488.84

Note 2 - Tangible assets

Particulars	**Buildings and structures**
Acquisition cost as on January 1, 2025	**131,732.09**
Additions	**–**
Acquisition cost as on March 31, 2026	**131,732.09**
Depreciation for the financial year	**–**
Book value as on March 31, 2026	**131,732.09**

Note 3 - Short-term receivables

Particulars	**Euros** **January 1, 2025 to March 31, 2026**	Euros January 1, 2024 to December 31, 2024
Other debtors	**–**	2,950.18
Total	**–**	2,950.18

Note 4 - Changes in equity

	January 1, 2025 to March 31, 2026	January 1, 2024 to December 31, 2024
	EUR	EUR
Share capital at the beginning of the year	**2,500.00**	2,500.00
Share capital at the end of the year	**2,500.00**	2,500.00
Total restricted equity	**2,500.00**	2,500.00
Profit / (Loss) from previous financial periods:	**165.92**	165.92
Profit / (Loss) for the period:	**(284.42)**	–
Total non-restricted equity:	**2,381.50**	2,665.92
Total equity	**2,381.50**	2,665.92

Calculation of distributable funds

	January 1, 2025 to March 31, 2026	January 1, 2024 to December 31, 2024
	EUR	EUR
Profit / (Loss) from previous financial periods:	**165.92**	165.92
Profit / (Loss) for the period:	**(284.42)**	–
Total distributable non-restricted equity:	**(118.50)**	165.92

Note 5 - Short-term borrowed capital

	January 1, 2025 to March 31, 2026	January 1, 2024 to December 31, 2024
	EUR	EUR
Other Loans	**143,593.80**	1,361.43
Total borrowed capital	**143,593.80**	1,361.43

Breakdown of share capital

	January 1, 2025 to March 31, 2026		January 1, 2024 to December 31, 2024	
	No. of Shares	**EUR**	No. of Shares	EUR
1 vote/share	**448**	**2,500.00**	448	2,500.00
Total	**448**	**2,500.00**	448	2,500.00

Notes to the financial statements compliant with the Limited Liability Companies Act.

Board of Directors' proposal for profit distribution

Loss for the financial year EUR 284.42. The Board of Directors proposes to the Annual General Meeting that the loss be transferred to equity and that no dividends be distributed.

Helsinki April 14, 2026

Pauli Puntala
Chair of the Board of Directors

Juha Laine
Board member

Ari Kurth
Board member

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

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West Bengal, India
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To the Board of Directors
Bristlecone Worldwide, Inc.

Opinion

We have audited the parent only financial statements of Bristlecone Worldwide, Inc. (a subsidiary of Mahindra Holding Limited) (the "Company"), which comprise the parent only Balance sheets as of March 31, 2026 and 2025, and the related Statement of comprehensive income, changes in stockholders' equity, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying parent only financial statements present fairly, in all material respects, the financial position of the Company as of March 31, 2026, and 2025, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for opinion

We conducted our audits of the parent only financial statements in accordance with auditing standards generally accepted in the United States of America (US GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of management for the financial statements

Management is responsible for the preparation and fair presentation of the parent only financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of parent only financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the parent only financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for one year after the date the financial statements are issued.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the parent only financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with US GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the parent only financial statements.

In performing an audit in accordance with US GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the parent only financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the parent only financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

  We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Grant Thornton Bharat LLP
Kolkata, India
April 15, 2026

BALANCE SHEET

	Notes	As at March 31, 2026 USD	As at March 31, 2025 USD
ASSETS			
Current Assets			
Cash and Cash Equivalents	B	**2,381,446**	509,462
Other Current Assets		**19,309**	149,366
Total Current Assets		**2,400,755**	658,828
Non-Current Assets			
Investment in Subsidiaries	C	**12,124,080**	12,275,365
Total Non-Current Assets		**12,124,080**	12,275,365
Total Asset		**14,524,835**	12,934,193
LIABILITIES AND STOCKHOLDERS' EQUITY			
Current Liabilities			
Accounts Payable			
To Others		**65,592**	95,509
Short Term Borrowings	E		
From Related Parties		**6,500,000**	6,500,000
Total Current Liabilities		**6,565,592**	6,595,509
Stockholders' Equity, including Convertible Preference Shares	F		
37,000,000 Authorized Common Stock at par value of US$ 0.001 each shares and 5,261,836 shares issued as at March 31, 2026 (5,185,986 shares issued as at March 31, 2025)		**5,262**	5,186
9,000,000 authorized series A Preferred Stock at par value of US$ 0.001 each shares and 7,791,037 shares issued as at March 31, 2026 (7,791,037 shares issued as at March 31, 2025)		**7,792**	7,792
12,000,000 authorized series B Preferred Stock at par value of US$ 0.001 each shares and 6,920,000 shares issued as at March 31, 2026 (6,920,000 shares issued as at March 31, 2025)		**6,920**	6,920
Additional Paid-in-Capital		**12,109,632**	12,121,299
Accumulated Deficit		**(4,170,363)**	(5,802,513)
Total Stockholders' Equity		**7,959,243**	6,338,684
Total Liabilities and Stockholders' Equity		**14,524,835**	12,934,193

(The accompanying notes are an integral part of these financial statements)

STATEMENT OF COMPREHENSIVE INCOME

	Notes	**Year ended March 31, 2026 USD**	Year ended March 31, 2025 USD
Revenue	D,I	**1,137,210**	18
Expenses			
General and Administrative Expenses		**84,299**	341,383
Interest Expense	E	**146,250**	224,317
Provision/(Reversal) for investments in subsidiary company, net		**(706,180)**	250,000
Total Expenses		**(475,631)**	815,700
Net Profit/(Loss) Before Tax		**1,612,841**	(815,682)
Income Tax Expense			
Income Tax		**(19,309)**	(149,366)
Deferred Tax		**–**	39,488
Net Profit/(Loss)		**1,632,150**	(705,804)

(The accompanying notes are an integral part of these financial statements)

STATEMENT OF CASH FLOWS

	Year ended March 31, 2026 USD	Year ended March 31, 2025 USD
Cash Flow from/(used in) Operating Activities		
Net Profit/(Loss)	**1,632,150**	(705,804)
Adjustments to reconcile net loss to net cash provided by/(used in) operating activities		
Deferred tax (credit)	**–**	39,488
Provision/(Reversal) for investments in subsidiary company, net	**(706,180)**	250,000
Changes in assets and liabilities		
Decrease in accounts payable	**(29,917)**	(59,750)
Decrease in accrued interest	**–**	(1,006,327)
Increase in other current assets	**130,057**	134,463
Net cash (used in)/from Operating Activities	**1,026,110**	(1,347,930)
Cash Flow from Investing Activities		
Capital repayment from subsidiary	**766,180**	11,000,000
Investment in subsidiary	**(60,000)**	(50,000)
Net cash generated from Investing Activities	**706,180**	10,950,000
Cash Flow from Financing Activities		
Proceeds from exercise of stock options	**139,694**	555,761
Repayment of short term borrowing	**–**	(10,250,000)
Net cash (used in)/from Financing Activities	**139,694**	(9,694,239)
Net decrease in cash and cash equivalents	**1,871,984**	(92,169)
Cash and Cash Equivalents at the beginning of the year	**509,462**	601,631
Cash and Cash Equivalents at the end of the year	**2,381,446**	509,462
Supplemental disclosures		
Interest paid	**146,250**	1,230,644

(The accompanying notes are an integral part of these financial statements)

STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

Amounts in USD

Particulars	Preferred stock				Common stock				Additional paid in capital	Accumulated deficit	Total Stockholders' equity
	Authorised		Issued and outstanding		Authorised		Issued and outstanding				
	Shares	Amount	Shares	Amount	Shares	Amount	Shares	Amount	Amount	Amount	Amount
Balance as at April 1, 2024	**21,000,000**	**21,000**	**14,711,037**	**14,712**	**37,000,000**	**37,000**	**4,912,212**	**4,912**	**11,606,044**	**(5,230,109)**	**6,395,559**
Stock issued against stock based compensation plans	–	–	–	–	–	–	273,774	274	555,487	–	555,761
Options lapsed during the year	–	–	–	–	–	–	–	–	(133,400)	133,400	–
Investment in subsidiary (Ref note 3.4)	–	–	–	–	–	–	–	–	93,168	–	93,168
Net (loss) for the year	–	–	–	–	–	–	–	–	–	(705,804)	(705,804)
Balance as at March 31, 2025	**21,000,000**	**21,000**	**14,711,037**	**14,712**	**37,000,000**	**37,000**	**5,185,986**	**5,186**	**12,121,299**	**(5,802,513)**	**6,338,684**
Stock issued against stock based compensation plans	–	–	–	–	–	–	75,850	76	139,619	–	139,695
Options repurchased during the year	–	–	–	–	–	–	–	–	(217,910)	–	(217,910)
Investment in subsidiary (Ref note 3.4)	–	–	–	–	–	–	–	–	66,624	–	66,624
Net profit/(loss)for the year	–	–	–	–	–	–	–	–	–	1,632,150	1,632,150
Balance as at March 31, 2026	**21,000,000**	**21,000**	**14,711,037**	**14,712**	**37,000,000**	**37,000**	**5,261,836**	**5,262**	**12,109,632**	**(4,170,363)**	**7,959,243**

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

NOTE A – BACKGROUND INFORMATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1. NATURE OF OPERATIONS

Bristlecone Worldwide, Inc. (the "Company") is the Holding Company for the Bristlecone Group, which comprises of the Company and its wholly owned subsidiaries, Bristlecone India Private Limited (formerly known as Bristlecone India Limited), Bristlecone Inc., Bristlecone UK Ltd, Bristlecone GmbH, Bristlecone (Singapore) Pte. Limited, Bristlecone (Malaysia) SDN BHD, Bristlecone Consulting Limited (Canada), Bristlecone International AG (Switzerland), Bristlecone Middle East DMCC (UAE) and Bristlecone Internacional Costa Rica Sociedad De Responsabilidad Limitada (The Group). The Group is engaged in providing technology solutions and consulting services with principal operations in the United States of America, India, Singapore, Malaysia, Germany, Switzerland, Canada, United Kingdom and UAE. The Group's primary focus is on providing supply chain services ranging from supply chain strategy and network design to supply chain system implementations. The Group also provides application outsourcing services, data management services and development and integration services to independent software vendors.

2. GENERAL INFORMATION

The Company was incorporated under the laws of 'The Cayman Islands' on February 3, 2004. The Company commenced commercial operations on May 17, 2004 and is a subsidiary of Mahindra Holdings Limited ("Holding Company"), an Indian Company, which is ultimately held by Mahindra & Mahindra Limited ("the Group's Ultimate Holding Company").

The Company does not have active commercial operations. It engages in financing and treasury functions for the Group as a whole.

With effect from 3 April 2023, Bristlecone Limited has been deregistered in Cayman Island and domesticated to the State of Delaware, United States with a new name, Bristlecone Worldwide, Inc.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A summary of the significant accounting policies applied in the preparation of the accompanying parent-only financial statements is as follows:

3.1. OVERALL CONSIDERATIONS

The accompanying financial statements have been prepared on going concern basis under the historical cost convention on the accrual basis of accounting in accordance with the group accounting policies as contained in consolidated financial statements of the holding Company, Bristlecone Worldwide, Inc. and its subsidiaries and described herein these notes to reflect the financial position, revenues and expenses and cash flows of the Company.

These parent - only financial statements have been prepared to be in conformity with accounting principles generally accepted in the United States of America. The investment in subsidiary companies have been accounted at cost.

These financial statements have been prepared on a going concern basis, which assumes the realization of assets and satisfaction of liabilities in the normal course of business. These financial statements have been presented in the United States Dollars ('$'), which is the functional and reporting currency of the Company.

3.2. USE OF ESTIMATES

In preparing the Company's financial statements in conformity with the accounting policies stated herein, the Company's management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements as well as the reported amounts of other income and expenses during the reporting period. Although these estimates are based on management's best knowledge of current events and actions, actual results may ultimately differ from those estimates. The management's estimates for realization of carrying value of investments represent certain of these particularly sensitive estimates.

3.3. CASH AND CASH EQUIVALENTS

The Company considers all highly liquid investments and deposits with an original maturity of three months or less to be cash equivalents. Cash comprises cash on hand and balance in checking and money market accounts with bank.

3.4. INVESTMENTS

Investments in subsidiaries are carried at cost. Cost is determined based on the cash paid and other liabilities assumed by the Company. Consideration that has been settled by issue of the Company's shares is also considered in arriving at the cost of investments. Provision for impairment is made, whenever the estimated fair value of investments is expected to be lower than the carrying value of investments.

The investment in subsidiary companies are increased for the stock compensation expenses against the stock options issued to the employees of subsidiaries by the Company.

At each reporting date, the Company determines whether there is objective evidence that the investment in the subsidiary is impaired. If there is such evidence, the Company calculates the amount of impairment as the difference between the fair value of the subsidiary and its carrying value, and then recognises the loss as 'Provision towards Impairment' in the statement of profit and loss.

3.5. REVENUE

Dividend Income

Dividend received from subsidiaries is recorded as income for the year and is recognised when the Company's right to receive the payment is established, it is probable that the economic benefits associated with the dividends will flow to the Company and the amount of the dividend can be measured reliably. The taxes payable as per the applicable tax laws in respective jurisdictions are recorded as tax expense.

3.6. INTEREST EXPENSE

Interest expense on loans/borrowings is recorded on effective interest rate. Interest expense primarily consist of interest on our borrowings under credit facility and interest on loan from related parties.

3.7. INCOME TAXES

The Company applies the asset and liability method of accounting for income taxes as described in ASC 740, "Income Taxes". Under this method, deferred tax assets and liabilities are recognized for future tax consequences attributable to differences between the financial statements' carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carry forwards.

Deferred tax assets and liabilities are measured using tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in Statement of comprehensive income in the period that includes the enactment date. Valuation allowances are recognized to reduce the deferred tax assets to an amount that is more likely than not to be realized. In assessing the likelihood of realization, management considers estimates of future taxable income and the effect of temporary differences.

3.8. STOCK COMPENSATION

The Company accounts for equity-settled options granted to employees in accordance with ASC 718, "Stock Compensation". ASC 718 addresses the accounting for stock payment transactions in which an enterprise receives employee services in exchange for equity instruments of the enterprise or liabilities that are based on the fair value of the enterprise's equity instruments or that may be settled by the issuance of such equity instruments.

The Company recognizes stock-based compensation expense in the statements of income for awards of equity instruments to employees based on the grant-date fair value of those awards. The Company recognizes these compensation costs on straight-line basis over the requisite service period of the award. Forfeitures are accounted when the actual forfeitures occur.

ASC 718 requires the use of a valuation model to calculate the fair value of stock awards. The Company elected to use the Black-Scholes-Merton pricing model to determine the fair value of stock awards on the date of grant. Refer Note G - Stock Compensation.

NOTE B – CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise of:

Particulars	As at March 31, 2026 US$	As at March 31, 2025 US$
Balance in checking and money market accounts	**2,381,446**	509,462

The balances of the Company are held in checking accounts and money market accounts, with the banks participating in the Transaction Account Guarantee Program of Federal Deposit Insurance Corporation (FDIC). Under that program, through March 2026, all transaction accounts are fully guaranteed by the FDIC for US$ 250,000 per tax ID for balances held in checking and money market accounts.

As at March 31, 2026, the Company has US$ 2,087,711 [2025: US$ 259,462] as balances in excess of the federally insured amounts.

NOTE C – INVESTMENTS

Investments as at year end comprise of investment in subsidiary companies:

Particulars	As at March 31, 2026 US$	As at March 31, 2025 US$
Bristlecone India Private Limited (formerly known as Bristlecone India Limited)	**5,141,789**	5,141,789
Bristlecone Inc.	**6,780,565**	6,931,850
Bristlecone UK Limited (net)*	**–**	–
Bristlecone (Malaysia) SDN. BHD.	**129,261**	129,261
Bristlecone Consulting Ltd.	**1**	1
Bristlecone International AG.	**58,761**	58,761
Bristlecone Middle East DMCC	**13,703**	13,703
Bristlecone Internacional Costa Rica Sociedad De Responsabilidad Limitada (net)**	**–**	–
	12,124,080	12,275,365

* The Company has investment of US$ 3,367,873 [2025: US$ 4,134,053] in Bristlecone UK Limited, a wholly owned subsidiary company. The accumulated losses, as at March 31, 2026, of the subsidiary on the basis of audited financial statements for the year ended March 31, 2026 are GBP 1,732,354 [2025: GBP 1,732,354].

** The Company has investment of US$ 310,000 [2025: 250,000] in Bristlecone Internacional Costa Rica Sociedad De Responsabilidad Limitada, a wholly owned subsidiary company. The accumulated losses, as at March 31, 2026, of the subsidiary on the basis of attested financial statements for the year ended March 31, 2026 are US$ 362,188 [2025: US$ 227,016].

The cumulative provision towards impairment of the value of investments is US$ 3,677,873 [2025: US$ 4,384,053].

NOTE D – REVENUE

The Company has earned interest income of US$ 50 [2025:US$ 18] on Money market account with Silicon Valley Bank and interest income of US$ 21,139 [2025:US$ NIL] on Money market account with JP Morgan Chase Bank.

NOTE E – SHORT TERM BORROWING

The Company has obtained loan from its subsidiaries during the current year and previous year. The details of loan obtained during the year, interest and closing balance as on March 31, 2026 is given in below table:

Name of the Subsidiary	Opening Balance of Loan	Loan Obtained during the Year	Loan Repaid during the Year	Closing Balance of Loan	Interest Rate
Bristlecone GmbH	4,500,000	–	–	4,500,000	2.250%
Bristlecone International AG.	2,000,000	–	–	2,000,000	2.250%
Total	6,500,000	–	–	6,500,000	

Interest expenses for the year ended March 31,2026 towards the line of credit was US$ NIL [2025:40,327] and towards the loan from subsidiaries companies was US$ 146,250 [2025: 183,990]. The interest is recorded based on effective interest rates.

NOTE F – STOCKHOLDERS' EQUITY

The Company's authorized share capital comprise of 9,000,000 series A preferred stock at par of US$ 0.001 each, 12,000,000 series B preferred stock at par of US$ 0.001 each and 37,000,000 common stock at par of US$ 0.001 each as at March 31, 2026 of which 7,791,037 series A preferred stock, 6,920,000 series B preferred stock and 5,261,886 common stock are issued at par and outstanding as at March 31, 2026.

Conversion of Preferred Stock

Each series A preferred stock and series B preferred stock are entitled to be converted, without payment of any additional consideration, into one fully paid common stock.

Voting

Every member, present in person or by proxy, is entitled to one vote for each common stock held. Each series A preferred stockholder and series B preferred stockholder is entitled to votes derived based on ratio of conversion between preferred stock and common stock on the record date of the meeting or if no record date is established, the date the poll is taken.

Liquidation

In the event of any liquidation, dissolution or winding up of the Company, holders of series A & B preferred stock are entitled to an amount of one hundred and fifty percent (150%) of the original purchase price of such stock (as adjusted for any recapitalization, stock combinations, dividends, stock splits and the like) in preference to any distribution to holders of common stock.

Additional Paid in Capital

Additional paid in capital comprises the capital contributions relating to the issue of the Company's common stock and preferred stock and amounts adjusted on accounting for the Group reorganization involving acquisition of stake in various subsidiary companies, buy back of shares and on accounting for stock compensation.

NOTE G – STOCK COMPENSATION

Bristlecone Worldwide, Inc. (formerly known as Bristlecone Limited) has following stock option plans:

1. Bristlecone Worldwide, Inc. 2004 stock option plan (arising out of conversion of the earlier Bristlecone Inc. Existing stock option plan) and Bristlecone Worldwide, Inc. 2008 stock option plan:

   Pursuant to the terms of the acquisition of Bristlecone Inc. on May 17, 2004 by Bristlecone Worldwide, Inc. (the "transaction"), the then existing outstanding options of Bristlecone Inc., aggregating to a total of 2,058,493 options were cancelled and fresh options were issued by Bristlecone Worldwide, Inc. under 2004 stock option plan based on the exchange criteria set out in the transaction documents.

   Options granted under these plans include incentive stock options and non-statutory stock options. As per these plans, 25 per cent of the shares subject to the option, vest on the one (1) year anniversary of the vesting commencement date, and 1/48 of the options vest each month thereafter on the same day of the month as the vesting commencement date, subject to the grantee continuing to be an employee through each such date. The term of each option is stated in the option agreement; provided, however, that the term shall be no more than 10 years from the date of grant thereof. The exercise price of each option, (a) granted to an employee who at the time of grant of such option, owns stock representing more than 10 per cent of the voting power of all classes of stock of the Company or any Parent or Subsidiary, shall be no less than 110 per cent of the Fair Market Value per share as determined by the board on the date of grant (b) granted to any other employee, shall be no less than 100 per cent of the Fair Market Value per share determined by the board on the date of grant, unless otherwise ratified by the board.

   During the year ended March 31, 2026, the Board of Directors approved a Buyback Plan under the Company's Employee Stock Option Plan. Pursuant to this plan, certain eligible employees voluntarily surrendered their vested stock options, and the Company made cash payments in lieu of the surrendered options at values determined in accordance with the terms of the Buyback Plan.

2. Bristlecone Worldwide, Inc. Amended and restated 2004 stock option plan and Bristlecone Worldwide, Inc. 2005 stock option plan for Bristlecone India employees:

   Options granted under these plans include incentive stock options and non-statutory stock options. As per these plans, 25 per cent of the shares subject to the option, vest on the completion of 12 calendar months from the vesting commencement date, and no vesting shall occur prior to the completion of such period of 12 months. Subsequently, 6.25 per cent of the options vest on the completion of each 3 month period thereafter until full vesting is completed, subject to the grantee continuing to be an employee through each such date. The term of each option is stated in the option agreement; provided, however, that the term shall be no more than 10 years from the date of grant thereof. The exercise price of each option, (a) granted to an employee who at the time of grant of such option, owns stock representing more than 10 per cent of the voting power of all classes of stock of the Company or any Parent or Subsidiary, shall be no less than 110 per cent of the Fair Market Value per share as determined by the board on the date of grant (b) granted to any other employee, shall be no less than 100 per cent of the Fair Market Value per share determined by the board on the date of grant.

3. Bristlecone Worldwide, Inc. 2021 stock plan:

   Under 2021 stock plan, the Company has issued stock options as below:

   Options granted under this plan include incentive stock options and non-statutory stock options. As per this plan, 100 per cent of the shares subject to the option, vest on the completion of 48 calendar months from the vesting commencement date, and no vesting shall occur prior to the completion of such period of 48 months, subject to the grantee continuing to be an employee through each such period. The term of each option is stated in the option agreement; provided, however, that the term shall be no more than 10 years from the date of grant thereof. The exercise price of each option, (a) granted to an employee who at the time of grant of such option, owns stock representing more than 10 per cent of the voting power of all classes of stock of the Company or any Parent or Subsidiary, shall be no less than 110 per cent of the Fair Market Value per share as determined by the board on the date of grant (b) granted to any other employee, shall be no less than 100 per cent of the Fair Market Value per share determined by the board on the date of grant.

   During the year ended March 31, 2026, the Board of Directors approved a Buyback Plan under the Company's Employee Stock Option Plan. Pursuant to this plan, certain eligible employees voluntarily surrendered their unvested stock options, and the Company made cash payments in lieu of the surrendered options at values determined in accordance with the terms of the Buyback Plan.

Stock option activity:-

Particulars	**Options outstanding**	**Weighted average exercise price**	Options outstanding	Weighted average exercise price
	Year ended March 31, 2026	**March 31, 2026**	Year ended March 31, 2025	March 31, 2025
Stock Option				
Outstanding at April 1	**230,376**	**US$ 2.51**	718,084	US$ 2.82
Granted	**–**	**–**	–	0
Exercised	**(75,850)**	**US$ 1.84**	(273,774)	US$ 2.03
Expired/forfeited	**(154,526)**	**US$ 2.83**	(213,934)	US$ 4.17
Outstanding at March 31	**–**	**–**	230,376	US$ 2.51

Additional information on outstanding options

Grant Price	**No of options outstanding**	
	March 31, 2026	March 31, 2025
US$ 0.77 (2015)	**–**	12,500
US$ 2.14 (2018)	**–**	13,350
US$ 2.03 (2021)	**–**	130,000
US$ 3.69 (2024)	**–**	74,526
Total	**–**	**230,376**

Options outstanding that have vested and exercisable and Unvested are as follows:

	March 31, 2026			March 31, 2025		
Particulars	**Outstanding options**	**Weighted average exercise price (in US$)**	**Weighted average remaining contract term (in years)**	Outstanding options	Weighted average exercise price (in US$)	Weighted average remaining contract term (in years)
Stock Option						
Vested and exercisable	**–**	**–**	**–**	193,114	2.10	5.68
Unvested	**–**	**–**	**–**	37,262	3.69	8.08

Stock unit activity under stock-based compensation plans is shown below:

	March 31, 2026		March 31, 2025	
Particulars	**Number**	**Weighted Average exercise price**	Number	Weighted Average exercise price
Those vested at the beginning of the year	**193,114**	**2.1**	548,280	2.57
Vested	**37,262**	**3.69**	65,196	2.50
Cancelled during the year	**(154,526)**	**2.83**	(146,588)	4.17
Exercised during the year	**(75,850)**	**1.84**	(273,774)	2.03
Those vested at the end of the year	**–**	**–**	193,114	2.10

	March 31, 2026		March 31, 2025	
Particulars	**Number**	**Weighted Average exercise price**	Number	Weighted Average exercise price
Those unvested at the beginning of the year	**37,262**	**3.69**	169,804	3.64
Those unvested at the end of the year	**–**	**–**	37,262	3.69
Those that during the year were:				
Vested	**37,262**	**3.69**	65,196	2.50
Granted	**–**	**–**	–	–
Expired/forfeited	**–**	**–**	67,346	4.72

The Company has recognized as increase in investment for stock compensation expense of employees of subsidiary company of US$ 66,624 [2025: 93,168] for the year ended March 31, 2026. The Company received an amount of US$ 139,694 [2025: 555,761] for exercise of stock options in the current year.

4. The Company has issued stock appreciation rights, performance stock appreciation rights and shadow shares award to the employees of the subsidiary companies. The legal obligation with respect to settlement of those plan and compliance with statutory formalities are with the respective subsidiary companies, as per the agreement entered between company and subsidiary companies.

NOTE H – CONTINGENCIES

The Company may not be subject to legal claims in the normal course of business. Management believes that there are no such claims that would be material to the financial condition or results of operations.

NOTE I – RELATED PARTY TRANSACTIONS

The Company had the following transactions with its parent and subsidiaries:

1. List of related parties and relationships (where there are transactions):

Name of related party and relationship
Ultimate Holding Company
Mahindra and Mahindra Limited
Holding Company
Mahindra Holdings Limited
Subsidiary Companies
Bristlecone Inc.
Bristlecone India Private Limited (formerly known as Bristlecone India Limited)
Bristlecone GmbH
Bristlecone International AG.
Bristlecone Malaysia Sdn. Bhd.
Bristlecone Singapore Pte. Ltd
Bristlecone Middle East DMCC
Bristlecone (UK) Limited
Bristlecone Consulting Limited
Bristlecone Internacional Costa Rica Sociedad De Responsabilidad Limitada

2. Related party balances:

		March 31, 2026	March 31, 2025
Nature of transaction	**Name of related party**	**Amount (in US$)**	Amount (in US$)
Principal amount of loan repayable as at year end	Bristlecone GmbH	**4,500,000**	4,500,000
	Bristlecone International AG	**2,000,000**	2,000,000
Amount receivable as at the year end	Bristlecone Inc.	**19,309**	149,366

3. Related party transactions:

		March 31, 2026	March 31, 2025
Nature of transaction	**Name of related party**	**Amount (in US$)**	Amount (in US$)
Repayment of loan	Bristlecone Inc.	**–**	5,000,000
Interest expense	Bristlecone Inc.	**–**	37,740
	Bristlecone GmbH	**101,250**	101,250
	Bristlecone International AG	**45,000**	45,000
Dividend Income	Bristlecone Middle East DMCC	**1,000,000**	–
	Bristlecone (Malaysia) Sdn. Bhd.	**116,020**	–
Capital repayment from subsidiary	Bristlecone UK Limited	**766,180**	
	Bristlecone Inc.		11,000,000
Investment in subsidiary	Bristlecone Internacional Costa Rica Sociedad De Responsabilidad Limitada	**60,000**	50,000

NOTE J – FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying amount of the Company's cash equivalents, other receivable and current liabilities approximated their fair values due to their short term maturities.

NOTE K – RECENT ACCOUNTING PRONOUNCEMENT

2024-02—Codification Improvements—Amendments to Remove References to the Concepts Statements: In March 2024, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2024 02, Codification Improvements—Amendments to Remove References to the Concepts Statements. This ASU removes references to the FASB Concepts Statements from various Topics in the Accounting Standards Codification to clarify that the Concepts Statements are not authoritative guidance. The amendments are effective for fiscal years beginning after December 15, 2025, with early adoption permitted. The Company does not expect the adoption of this ASU to have a material impact on its financial statements.

2023-09 – Income tax disclosures: In December 2023, the FASB issued ASU 2023-09, "Income Taxes (Topic 740): Improvements to Income Tax Disclosures," which requires disaggregated information about a reporting entity's effective tax rate reconciliation as well as information on income taxes paid. The standard is intended to benefit investors by providing more detailed income tax disclosures that would be useful in making capital allocation decisions. The standard will be effective for non-public companies for fiscal years beginning after December 15, 2025. The Company is currently evaluating the potential impact of adoption of this ASU on its financial statements.

2023-06 - Disclosure Improvements: Codification Amendments in Response to the SEC's Disclosure Update and Simplification Initiative: In October 2023, the Financial Accounting Standards Board (the "FASB") issued Accounting Standards Update ("ASU") No. 2023-06, "Disclosure Improvements-Codification Amendments in Response to the SEC's Disclosure Update and Simplification Initiative." This ASU modified the disclosure and presentation requirements of a variety of codification topics by aligning them with the SEC's regulations. This guidance is effective for the Company no later than June 30, 2027. The Company is currently evaluating the potential impact of adoption of this ASU on its financial statements.

NOTE L – SUBSEQUENT EVENTS

The Company has evaluated subsequent events through April 15, 2026, the date these financial statements were available to be issued. The Company is not aware of any additional subsequent events that would require recognition or disclosure in the financial statements.

INDEPENDENT AUDITORS' REPORT

To the members of Bristlecone India Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **Bristlecone India Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government in terms of sub-section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) In our opinion, the managerial remuneration for the year ended March 31, 2026 has been paid / provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act. (Refer Note 32 to the Financial Statements).
   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      (i) The Company has disclosed the impact of pending litigations on its financial position in its

Financial Statements – Refer Note 30 to the Financial Statements.

(ii) The Company did not have any long-term contracts, including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared/paid/declared and paid any dividend during the year; and

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656WFFGZM7476

Place: Mumbai
Date: April 14, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Bristlecone India Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B. K. Khare & Co.

Chartered Accountants
Firm Registration No. : 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656WFFGZM7476

Place: Mumbai
Date: April 14, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

(i) (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

(B) According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

(b) The property, plant and equipment are physically verified by the Company once in two years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. The physical verification of property, plant and equipment was conducted during the year and no material discrepancies were noticed on such verification.

(c) According to the information and explanation given to us and on the basis of our examination of records of the Company, in respect of immovable properties (buildings) that have been taken on lease, the lease agreements are held in the name of the Company where the Company is the lessee in the agreements. The Company does not have any other immovable property.

(d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) The Company is in the business of rendering services and consequently, does not hold any inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from Kotak Mahindra Bank Limited and Axis Bank Limited ("the Banks") on the basis of security of the current assets during the year. The statements of Book debts filed by the Company with the Banks on a quarterly basis are in agreement with the unaudited books of account as certified by the management.

(iii) According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

(iv) According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

(v) According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

(vi) The Company's operations do not involve processing or manufacturing activities. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Provident Fund, Employees' State Insurance,

Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute. According to the information and explanations given to us and records of the Company examined by us, the particulars of dues of Income Tax, Goods and Services Tax and Profession Tax which have not been deposited as on March 31, 2026 on account of disputes are as under:

Name of the Statute	Nature of Dues	Amount (Rs. in lakhs)*	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	71.70	AY 2010-11	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	62.14	AY 2011-12	Commissioner of Income Tax (Appeals)
Goods and Service Tax Act, 2017	Goods and Service Tax	77.37	FY 2017-18	Deputy Commissioner of State Tax
Maharashtra State Tax on Profession, Trades, Calling and Employment Act, 1975	Profession Tax	0.77	FY 2019-20	Assistant Commissioner of Profession Tax

*Net of amounts paid including under protest.

(viii) According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

(ix) (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

(b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any term loans during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

(e) According to the information and explanations given to us and on an overall examination of the Financial Statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) According to the information and explanations given to us and based on the audit procedures performed by us, we report that the Company has not raised any loans during the year on the pledge of securities held in its subsidiaries. Accordingly, the reporting under Clause 3(ix)(f) of the Order is not applicable to the Company.

(x) (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

(xi) (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

(xiii) In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

(xiv) (a) In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the Internal Audit reports of the Company issued till date for the period under audit.

(xv) According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company and subsidiary companies or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

(xvi) (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clause 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has five Core Investment Companies.

(xvii) In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) According to the information and explanations given to us, in respect of other than ongoing projects, the Company has no unspent amount that needs to be transferred to a Fund specified in Schedule VII to the Act in compliance with second proviso to sub-section (5) of Section 135 of the Act.

(b) According to the information and explanations given to us, there are no ongoing projects relating to corporate social responsibility. Accordingly, the reporting under Clause 3(xx)(b) of the Order is not applicable to the Company.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. : 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656WFFGZM7476

Place: Mumbai
Date: April 14, 2026

BALANCE SHEET AS AT 31 MARCH, 2026

Rs. in Lakhs

Particulars	Note No.	As at 31 March, 2026	As at 31 March, 2025
I ASSETS			
1 NON-CURRENT ASSETS			
(a) Property, Plant and Equipment	4	**918.07**	1,033.11
(b) Right-of-Use Asset	5	**780.13**	1,064.25
(c) Intangible Assets	6a	**606.67**	477.64
(d) Intangible Assets under development	6b	**60.65**	2.25
(e) Financial Assets			
(i) Investments	7a	**778.51**	778.51
(ii) Other Financial Assets	9	**2,289.68**	178.53
(f) Income Tax Assets (Net)		**1,027.01**	1,070.02
(g) Deferred Tax Assets (Net)	10	**2,361.58**	1,135.29
(h) Other Non-current Assets	11	**17.77**	32.15
SUB-TOTAL		**8,840.07**	5,771.75
2 CURRENT ASSETS			
(a) Financial Assets			
(i) Investments	7b	**13,748.79**	5,213.87
(ii) Trade Receivables	12	**15,989.75**	15,867.55
(iii) Cash and Cash Equivalents	13	**500.28**	58.71
(iv) Other Bank Balances	13	**–**	200.00
(v) Loans	8	**–**	6.68
(vi) Other Financial Assets	9	**5,192.50**	5,422.11
(b) Other Current Assets	11	**1,416.29**	628.09
SUB-TOTAL		**36,847.61**	27,397.01
TOTAL ASSETS		**45,687.68**	33,168.76
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share Capital	14	**1,904.94**	1,904.94
(b) Other Equity	15	**24,428.30**	18,472.33
SUB-TOTAL		**26,333.24**	20,377.27
LIABILITIES			
2 NON-CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Lease Liabilities		**369.02**	710.59
(b) Provisions	16	**5,716.25**	3,171.82
SUB-TOTAL		**6,085.27**	3,882.41
3 CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Trade Payables			
– Total outstanding dues of Micro Enterprises and Small Enterprises	17	**335.98**	313.96
– Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	17	**7,651.23**	6,059.86
(ii) Lease Liabilities		**531.01**	482.13
(iii) Other Financial Liabilities	18	**1,693.12**	39.96
(b) Provisions	16	**1,027.77**	393.26
(c) Current Tax Liabilities (Net)		**800.48**	629.59
(d) Other Current Liabilities	19	**1,229.58**	990.32
SUB-TOTAL		**13,269.17**	8,909.08
TOTAL LIABILITIES		**45,687.68**	33,168.76

See accompanying notes to the financial statements

In terms of our report attached

For B.K. Khare & Co.
Chartered Accountants
Firm Registration Number: 105102W

Vikram Kumtakar
Partner
Membership No: 104656

Place: Mumbai
Date: 14 April, 2026

For and on behalf of the Board of Directors

Pravin Pande
Director
DIN: 11579107

Mohit Kapoor
Director
DIN: 06653273

Nayana Nair
Company Secretary
Membership No: A65753

Shrirang Joshi
Chief Financial officer

Place: Mumbai
Date: 14 April, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2026

Rs. in Lakhs

Particulars	Note No.	Year ended 31 March, 2026	Year ended 31 March, 2025
I Revenue from operations	20	**73,832.14**	61,844.64
II Other Income	21	**426.47**	426.88
III Total Revenue (I + II)		**74,258.61**	62,271.52
IV EXPENSES			
(a) Employee benefit expense	22	**52,285.02**	46,154.57
(b) Finance costs	23	**133.87**	147.54
(c) Depreciation and amortisation expenses	4,5&6	**1,111.98**	1,177.88
(d) Other expenses	24	**10,700.99**	7,518.18
Total Expenses		**64,231.86**	54,998.17
V Profit before Exceptional item and tax (III-IV)		**10,026.75**	7,273.35
VI Exceptional Item	34 (d)	**2,096.68**	-
VII Profit before tax (V-VI)		**7,930.07**	7,273.35
VIII Tax Expense			
(a) Current tax	10	**3,279.64**	2,057.53
(b) Deferred tax	10	**(1,246.24)**	(222.10)
Total tax expense		**2,033.40**	1,835.43
IX Profit for the year (VII-VIII)		**5,896.67**	5,437.92
X Other comprehensive income			
I. Items that will not be reclassified to the statement of profit or loss Remeasurements of the Defined Benefit Liabilities - gain/(loss)		**79.25**	53.33
II. Income Tax relating to items that will not be reclassified to Profit or Loss		**(19.95)**	(13.42)
Total Other comprehensive income		**59.30**	39.91
XI Total comprehensive income for the year (IX+X)		**5,955.97**	5,477.83
XII Earnings per equity share:			
Basic and Diluted (Face Value Rs. 100/- per share)	25	**309.55**	285.46

See accompanying notes to the financial statements

In terms of our report attached

For B.K. Khare & Co.
Chartered Accountants
Firm Registration Number: 105102W

Vikram Kumtakar
Partner
Membership No: 104656

Place: Mumbai
Date: 14 April, 2026

For and on behalf of the Board of Directors

Pravin Pande
Director
DIN: 11579107

Mohit Kapoor
Director
DIN: 06653273

Nayana Nair
Company Secretary
Membership No: A65753

Shrirang Joshi
Chief Financial officer

Place: Mumbai
Date: 14 April, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH, 2026

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
Cash flows from operating activities		
Profit before tax for the year	**7,930.07**	7,273.35
Adjustments for:		
Finance costs	**133.87**	147.54
Interest income	**(67.00)**	(26.51)
Income from Short Term Investments	**(335.06)**	(71.25)
(Gain)/Loss on disposal of property, plant and equipment	**16.55**	(12.94)
Depreciation and amortisation	**1,111.98**	1,177.88
Net foreign exchange (gain)/loss	**1,257.20**	96.72
	10,047.61	8,584.79
Movements in working capital:		
Decrease / (Increase) in trade and other receivables	**313.72**	(2,289.10)
Decrease / (Increase) in other assets	**(498.85)**	(3,920.01)
Increase / (Decrease) in trade and other payables	**1,613.39**	2,111.75
Increase / (Decrease) in Other liabilities	**239.26**	(153.39)
Increase / (Decrease) in provisions	**3,258.19**	831.12
	4,925.71	(3,419.63)
Cash generated from operations	**14,973.32**	5,165.16
Income taxes paid	**(3,065.74)**	(1,162.24)
Net cash (used in)/from operating activities	**11,907.58**	4,002.92
Cash flows from investing activities		
Payments for property, plant and equipment	**(757.42)**	(923.52)
Proceeds from disposal of property, plant and equipment	**4.27**	23.67
Interest received	**27.17**	27.43
Income from Short Term Investments	**335.06**	71.25
Bank deposit placed	**(2,110.00)**	(200.00)
Bank deposit redeemed	**200.00**	–
Investment in Short Term Investments	**(37,904.10)**	(26,424.00)
Proceeds from Short term investments	**29,369.19**	21,210.13
Net cash from/(used in) investing activities	**(10,835.84)**	(6,215.04)

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
Cash flows from financing activities		
Interest paid	**(46.07)**	(24.10)
Payment towards lease liabilities	**(584.10)**	(550.06)
Net cash used in financing activities	**(630.17)**	(574.16)
Net (decrease)/increase in cash and cash equivalents	**441.57**	(2,786.28)
Cash and cash equivalents at the beginning of the year	**58.71**	2,844.99
Cash and cash equivalents at the end of the year	**500.28**	58.71
Net (decrease)/increase in cash and cash equivalents	**441.57**	(2,786.28)

See accompanying notes to the financial statements

In terms of our report attached

For B.K. Khare & Co.
Chartered Accountants
Firm Registration Number: 105102W

Vikram Kumtakar
Partner
Membership No: 104656

Place: Mumbai
Date: 14 April, 2026

For and on behalf of the Board of Directors

Pravin Pande
Director
DIN: 11579107

Mohit Kapoor
Director
DIN: 06653273

Nayana Nair
Company Secretary
Membership No: A65753

Shrirang Joshi
Chief Financial officer

Place: Mumbai
Date: 14 April, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH, 2026

a. Equity share capital

Rs. in Lakhs

Particulars	Equity Share Capital
Balance as at 1 April, 2024	**1,904.94**
Changes in equity share capital during the year	**–**
Balance as at 31 March, 2025	**1,904.94**
Changes in equity share capital during the year	**–**
Balance as at 31 March, 2026	**1,904.94**

b. Other Equity

Rs. in Lakhs

Particulars	Reserves and Surplus		Total
	Capital Reserve	Retained Earnings	
Balance as at 1 April, 2024	88.34	12,906.16	12,994.50
Profit for the year	–	5,437.92	5,437.92
Other Comprehensive income	–	39.91	39.91
Total Comprehensive Income for the year	–	5,477.83	5,477.83
Balance as at 31 March, 2025	88.34	18,383.99	18,472.33
Profit for the year	**–**	**5,896.67**	**5,896.67**
Other Comprehensive income	**–**	**59.30**	**59.30**
Total Comprehensive Income for the year	**–**	**5,955.97**	**5,955.97**
Balance as at 31 March, 2026	**88.34**	**24,339.96**	**24,428.30**

See accompanying notes to the financial statements

In terms of our report attached

For B.K. Khare & Co.
Chartered Accountants
Firm Registration Number: 105102W

Vikram Kumtakar
Partner
Membership No: 104656

Place: Mumbai
Date: 14 April, 2026

For and on behalf of the Board of Directors

Pravin Pande
Director
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Nayana Nair
Company Secretary
Membership No: A65753

Shrirang Joshi
Chief Financial officer

Place: Mumbai
Date: 14 April, 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

1 Corporate information

Bristlecone India Private Limited ("the Company") is a private company domiciled in India and is incorporated under the provisions of the Companies Act applicable in India. The Company is principally engaged in Business Consulting, Software Implementation and related support activities.

The financial statements prepared herewith are the separate financial statements of the Company and the Company has elected not to present its consolidated financial statements since its ultimate parent produces consolidated financial statements that are available for public use and comply with IND AS.

2 Statement of Compliance

These financial statements have been prepared in accordance with the Indian Accounting Standards (referred to as "Ind AS") as prescribed under section 133 of the Companies Act, 2013 read with the Companies (Indian Accounting Standards) Rules as amended from time to time.

3 Significant accounting policies

3.01 Basis of preparation and presentation

These financial statements have been prepared on historical cost basis except for certain financial instruments and defined benefit plans which are measured at fair value or amortised cost at the end of each reporting period. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. All assets and liabilities have been classified as current and non-current as per the Company's normal operating cycle. Based on the nature of services rendered to customers and time elapsed between deployment of resources and the realisation in cash and cash equivalents of the consideration for such services rendered, the Company has considered an operating cycle of 12 months.

These financial statements have been prepared in Indian Rupee (₹) which is the functional currency of the Company and all values are rounded to the nearest lakhs (INR 00,000), except when otherwise indicated. Foreign currency transactions are recorded at exchange rates prevailing on the date of the transaction. Foreign currency denominated monetary assets and liabilities are retranslated at the exchange rate prevailing on the balance sheet dates and exchange gains and losses arising on settlement and restatement are recognised in the Statement of Profit and Loss. Non-monetary assets and liabilities that are measured in terms of historical cost in foreign currencies are not retranslated.

The significant accounting policies used in preparation of the financial statements have been discussed in the respective notes.

3.02 Use of estimate

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

Key source of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments and assets, useful lives of Property, Plant and Equipment, valuation of deferred tax assets and provisions and contingent liabilities. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialize.

Useful lives of property, plant and equipment

The charge in respect of periodic depreciation is derived after determining an estimate of an asset's expected useful life and the expected residual value at the end of its life. The useful lives and residual values of Company's assets are determined by the management at the time the asset is acquired and reviewed periodically, including at each financial year end. The lives are based on historical experience with similar assets as well as anticipation of future events, which may impact their life, such as changes in technology.

Impairment of investments in subsidiaries

The Company reviews its carrying value of investments carried at cost (net of impairment, if any) annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for in the Statement of Profit and Loss.

Provisions and contingent liabilities

The Company estimates the provisions that have present obligations as a result of past events and it is probable that outflow of resources will be required to settle the obligations. These provisions are reviewed at the end of each reporting period and are adjusted to reflect the current best estimates.

The Company uses significant judgements to assess contingent liabilities. Contingent liabilities are recognised when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made. Contingent assets are neither recognised nor disclosed in the financial statements.

Provision for income tax and deferred tax assets

The Company reviews the carrying amount of deferred tax assets at the end of each reporting period. (Refer Note No. 10)

Employee benefits

The accounting of employee benefit plans in the nature of defined benefit requires the Company to use assumptions. These assumptions have been explained under employee benefits note.

Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. Identification of a lease requires significant judgment. The Company uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend the lease if the Company is reasonably certain to exercise that option; and periods covered by an option to terminate the lease if the Company is reasonably certain not to exercise that option 'on lease by lease basis'. In assessing whether the Company is reasonably certain to exercise an option to extend a lease, or not to exercise an option to terminate a lease, it considers all relevant facts and circumstances that create an economic incentive for the Company to exercise the option to extend the lease, or not to exercise the option to terminate the lease. The Company revises the lease term if there is a change in the non-cancellable period of a lease. The discount rate is generally based on the incremental borrowing rate specific to the lease being evaluated or for a portfolio of leases with similar characteristics.

3.03 Revenue recognition

The Company is principally engaged in Business Consulting, Software Implementation, and related support services.

Revenue is recognised upon transfer of control of contracted products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

Revenue is recognized upon transfer of control of promised products or services ("performance obligations") to customers in an amount that reflects the consideration the Company has received or expects to

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

receive in exchange for these products or services ("transaction price"). When there is uncertainty as to collectability, revenue recognition is postponed until such uncertainty is resolved. The Company assesses the services promised in a contract and identifies distinct performance obligations in the contract.

The Company allocates the transaction price to each distinct performance obligation based on the relative standalone selling price. The price that is regularly charged for an item when sold separately is the best evidence of its standalone selling price. In the absence of such evidence, the primary method used to estimate standalone selling price is the expected cost plus a margin, under which the Company estimates the cost of satisfying the performance obligation and then adds an appropriate margin based on similar services.

The Company's contracts may include variable consideration including rebates, volume discounts and penalties. The Company includes variable consideration as part of transaction price when there is a basis to reasonably estimate the amount of the variable consideration and when it is probable that a significant reversal of cumulative revenue recognized will not occur when the uncertainty associated with the variable consideration is resolved.

a. Revenue from time and material contracts is recognised on output basis measured by units delivered, efforts expended, time booked etc.

b. Revenue related to fixed price maintenance and support services contracts where the Company provides services is recognised based on time elapsed mode and revenue is straight lined over the period of performance.

c. In respect of other fixed-price contracts, revenue is recognised using percentage-of-completion method ('POC method') of accounting with contract costs incurred determining the degree of completion of the performance obligation.

d. Revenue from the sale of third party software is recognised upfront at the point in time when the software is delivered to the customer.

e. Revenue from the sale of distinct third party hardware is recognised at the point in time when control is transferred to the customer.

f. Revenue from subsidiaries is recognised based on transaction price which is at arm's length.

g. Contracts are subject to modification to account for changes in contract specification and requirements. The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.

3.04 Leases

Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on balance sheet lessee accounting model for lessees. A lessee recognises right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The company has elected to use the exception available in Ind AS 116 for short term leases of all assets that have lease term of 12 months or less and leases for which the underlying asset is of low value. The lease expenses associated with these leases are recognised in the Statement of Profit and Loss on straight line basis. The standard also contains enhanced disclosure requirements for lessees.

3.05 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

3.06 Employee benefits

1. Defined Contribution Plan:

Provident Fund: The eligible employees of the Company are entitled to receive benefits under the provident fund, a defined contribution plan, in which both employees and the Company make monthly contributions at a specified percentage of the covered employee's salary. The contributions as specified under the law are paid to the Central Government Provident Fund and the Family Pension Fund and the same is charged to the Statement of Profit and Loss of the year when the contributions to the respective funds are due and when services are rendered by the employees.

2. Defined Benefit Plan:

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding interest), is reflected immediately in the statement of financial position with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and will not be reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorized as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- remeasurement.

Gratuity: The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15/26 days salary payable for each completed year of service. Vesting occurs upon completion of five years of service. The Company accounts for the liability for gratuity benefits payable in future based on an independent actuarial valuation.

3. Short-term employee benefits:

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. Benefits such as salaries, wages etc. and the expected cost of ex-gratia are recognised in the period in which the employee renders the related service. A liability is recognised for the amount expected to be paid when there is a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

4. Other Long Term employee benefits:

Compensated Absences: The Company provides for the encashment of compensated absences with pay subject to certain rules. The employees are entitled to accumulate compensated absences subject to certain limits, for future encashment. Accumulated leave, which is expected to be utilised within the next twelve months, is treated as short-term employee benefit and the accumulated leave expected to be carried forward beyond twelve month is treated as long-term employee benefit which are provided based on the number of days of un utilised compensated absence on the basis of an independent actuarial valuation.

3.07 Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The

tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date in the countries where the Company operates and generates taxable income.

Current income tax relating to items recognised outside profit or loss is recognised outside profit or loss (either in other comprehensive income or in equity). Current tax items are recognised in correlation to the underlying transaction either in Other Comprehensive Income ("OCI") or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

– When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

– In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

– When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

– In respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items is recognised outside profit or loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or directly in equity.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. Acquired deferred tax benefits recognised within the measurement period reduce goodwill related to that acquisition if they result from new information obtained about facts and circumstances existing at the acquisition date. If the carrying amount of goodwill is zero, any remaining deferred tax benefits are recognised in OCI/ capital reserve depending on the principle explained for bargain purchase gains. All other acquired tax benefits realised are recognised in profit or loss.

3.08 Property, plant and equipment

All Property, plant and equipments are stated at cost less depreciation. Costs comprise purchase price and any attributable costs of bringing the asset to its working condition for its intended use.

Depreciation on tangible fixed assets has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013.

Owned Assets	**Useful life**
Leasehold improvement*	5 years
Furniture and fittings	10 years
Office equipment	5 years
Office equipment -mobile handset*	3 years
Computer and equipment	
IT equipment -server	6 years
IT equipment – non server	3 years
Vehicles	8 years

* For these class of assets, based on internal assessment the management believes that the useful lives as given above best represent the period over which management expects to use these assets. Hence the useful life for these assets is different from the useful lives as prescribed under Part C of Scheduled II of the companies Act 2013.

3.09 Intangible assets

Intangible assets are amortised on a straight line basis over their useful life of 5 years, which reflects the pattern in which the asset's economic benefits are consumed. The estimated useful life of the intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation period is revised to reflect the change in pattern if any.

3.10 Financial instruments

Initial recognition:

The Company recognizes financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities, which are not at fair value through profit or loss, are added to the fair value on initial recognition. Regular way purchase and sale of financial assets are accounted for at trade date.

Subsequent measurement:

a. Non-derivative financial instruments

(i) Financial assets carried at amortized cost:

A financial asset is subsequently measured at amortized cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(ii) Financial assets at fair value through other comprehensive income (FVOCI):

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(iii) Financial assets at fair value through profit or loss:

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

(iv) Financial liabilities:

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit or loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

(v) Investment in subsidiaries:

Investment in subsidiaries is carried at cost in the financial statements.

b. Derivative financial instruments:

The Company holds derivative financial instruments such as foreign exchange forward to mitigate the risk of changes in exchange rates on foreign currency exposures. The counterparty for these contracts is generally a bank.

Financial assets or financial liabilities, at fair value through profit or loss This category includes derivative financial assets or liabilities which are not designated as hedges.

Although the Company believes that these derivatives constitute hedges from an economic perspective, they may not qualify for hedge accounting under Ind AS 109, Financial Instruments. Any derivative that is either not designated as hedge, or is so designated but is ineffective as per Ind AS 109, is categorized as a financial asset or financial liability, at fair value through profit or loss.

Derivatives not designated as hedges are recognized initially at fair value and attributable transaction costs are recognized in net profit in the Statement of Profit and Loss when incurred. Subsequent to initial recognition, these derivatives are measured at fair value through profit or loss and the resulting exchange gains or losses are included in other income. Assets / liabilities in this category are presented as current assets / current liabilities if they are either held for trading or are expected to be realized within 12 months after the Balance Sheet date.

Derecognition of financial instruments:

The Company derecognizes a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109. A financial liability (or a part of a financial liability) is derecognized from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires.

Fair value of financial instruments:

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The methods used to determine fair value include discounted cash flow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may never actually be realized.

3.11 Impairment

(i) Financial assets (other than at fair value)

The Company assesses at each date of balance sheet whether a financial asset or a group of financial assets is impaired.

Ind AS 109 requires expected credit losses to be measured through a loss allowance. The Company recognises lifetime expected losses for all contract assets and / or all trade receivables that do not constitute a financing transaction. In determining the allowances for doubtful trade receivables, the Company has used a practical expedient by computing the expected credit loss allowance for trade receivables based on a provision matrix. The provision matrix takes into account historical credit loss experience and is adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the receivables that are due and allowance rates used in the provision matrix. For all other financial assets, expected credit losses are measured at an amount equal to the 12-months expected credit losses or at an amount equal to the life time expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition.

(ii) Non-financial assets

Tangible and intangible assets Property, plant and equipment and intangible assets with finite life are evaluated for recoverability whenever there is any indication that their carrying amounts may not be recoverable. If any such indication exists, the recoverable amount (i.e. higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the cash generating unit (CGU) to which the asset belongs.

If the recoverable amount of an asset (or CGU) is estimated to be less than its carrying amount, the carrying amount of the asset (or CGU) is reduced to its recoverable amount. An impairment loss is recognised in the statement of profit or loss.

3.12 Earning Per Share

The Company reports basic and diluted earnings per share in accordance with Ind AS 33 on Earnings Per Share. Basic earnings per share is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the net profit or loss for the period by the weighted average number of equity shares outstanding during the period as adjusted for the effects of all diluted potential equity shares except where the results are anti-dilutive.

3.13 Business Segments

Information reported to the chief operating decision maker (CODM) for the purposes of resource allocation and assessment of segment performance focuses on the types of goods or services delivered or provided. The Company is in the business of Business Consulting, Software Implementation and related support activities, which in the context of Indian Accounting Standard 108 'Segment Information' represents single reportable business segment. The accounting policies of the reportable segments are the same as the accounting policies disclosed in Note 3. The revenues, total expenses and net profit as per the Statement of profit and loss represents the revenue, total expenses and the net profit of the sole reportable segment. This is the measure reported to the chief operating decision maker for the purposes of resource allocation and assessment of segment performance.

3.14 Cash Flow Statement

The Cash Flow Statement is prepared by the indirect method set out in Ind AS 7 on Cash Flow Statements and presents cashflows by operating, investing and financing activities of the Company.

3.15 Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

– Expected to be realized or intended to be sold or consumed in normal operating cycle

– Held primarily for the purpose of trading

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

– Expected to be realized within twelve months after the reporting period, or

– Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

– It is expected to be settled in normal operating cycle

– It is held primarily for the purpose of trading

– It is due to be settled within twelve months after the reporting period, or

– There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents.

The Company has identified twelve months as its operating cycle.

3.16 Share Capital

Ordinary shares are classified as equity. Incremental costs, if any, directly attributable to the issue of ordinary shares are recognized as a deduction from equity, net of any tax effects.

3.17 Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

– In the principal market for the asset or liability, or

– In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

Fair value hierarchy

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

This note summarises accounting policy for fair value. Other fair value related disclosures are given in the relevant notes.

GST paid on acquisition of assets or on incurring expenses

Expenses and assets are recognised net of the amount of GST paid, except:

– When the tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case, the tax paid is recognised as part of the cost of acquisition of the asset or as part of the expense item, as applicable

– When receivables and payables are stated with the amount of tax included the net amount of tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the balance sheet.

3.18 Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognised as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the statement of profit and loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

3.19 Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

Note No. 4 - Property, Plant and Equipment

Rs. in Lakhs

		Leasehold Improvement	Computer and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
A.	**Gross Carrying Amount**						
	Balance as at 1 April, 2025	280.95	3,910.67	169.05	201.81	72.19	**4,634.67**
	Additions	–	397.82	1.95	0.90	–	**400.67**
	Disposals / Write off	–	282.03	6.71	1.66	15.03	**305.43**
	Balance as at 31 March, 2026	**280.95**	**4,026.46**	**164.29**	**201.05**	**57.16**	**4,729.91**
B.	**Accumulated depreciation and impairment**						
	Balance as at 1 April, 2025	278.25	2,941.40	153.76	180.48	47.67	**3,601.56**
	Depreciation expense for the year	0.24	486.00	2.77	3.46	6.79	**499.26**
	Eliminated on disposal of assets	–	266.78	6.38	1.54	14.28	**288.98**
	Balance as at 31 March, 2026	**278.49**	**3,160.62**	**150.15**	**182.40**	**40.18**	**3,811.84**
C.	**Net carrying amount (A-B)**	**2.46**	**865.84**	**14.14**	**18.65**	**16.98**	**918.07**

Rs. in Lakhs

		Leasehold Improvement	Computer and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
A.	**Gross Carrying Amount**						
	Balance as at 1 April, 2024	280.95	3,572.23	170.86	201.73	97.69	**4,323.46**
	Additions	–	502.97	0.02	0.08	–	**503.07**
	Disposals / Write off	–	164.53	1.83	–	25.50	**191.86**
	Balance as at 31 March, 2025	**280.95**	**3,910.67**	**169.05**	**201.81**	**72.19**	**4,634.67**
B.	**Accumulated depreciation and impairment**						
	Balance as at 1 April, 2024	274.46	2,502.88	152.45	177.06	65.10	**3,171.95**
	Depreciation expense for the year	3.79	593.67	3.07	3.42	6.79	**610.74**
	Eliminated on disposal of assets	–	155.15	1.76	–	24.22	**181.13**
	Balance as at 31 March, 2025	**278.25**	**2,941.40**	**153.76**	**180.48**	**47.67**	**3,601.56**
C.	**Net carrying amount (A-B)**	**2.70**	**969.27**	**15.29**	**21.33**	**24.52**	**1,033.11**

Note No. 5 - Right-of-Use Asset

Rs. in Lakhs

Description of Assets		As at 31 March, 2026	As at 31 March, 2025
A.	**Gross Carrying Amount**		
	Balance at the beginning of the year	**2,120.78**	2,120.78
	Additions during the year	**203.61**	–
	Disposals during the year	**202.43**	–
	Balance at the end of the year	**2,121.96**	2,120.78
B.	**Accumulated Amortisation**		
	Balance at the beginning of the year	**1,056.53**	572.48
	Amortisation expense for the year	**487.73**	484.05
	Eliminated on disposal of assets	**202.43**	–
	Balance at the end of the year	**1,341.83**	1,056.53
III.	**Net carrying amount (I-II)**	**780.13**	1,064.25

Note No. 6a - Intangible Assets

Rs. in Lakhs

Description of Assets		As at 31 March, 2026	As at 31 March, 2025
A.	**Gross Carrying Amount**		
	Balance at the beginning of the year	**669.36**	349.39
	Additions during the year	**258.39**	319.97
	Disposals Write off during the year	**4.37**	–
	Balance at the end of the year	**923.38**	669.36
B.	**Accumulated Amortisation**		
	Balance at the beginning of the year	**191.72**	108.63
	Amortisation expense for the year	**124.99**	83.09
	Eliminated on disposal of assets	**–**	–
	Balance at the end of the year	**316.71**	191.72
III.	**Net carrying amount (I-II)**	**606.67**	477.64

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

Note No. 6b - Intangible Assets under Development

Rs. in Lakhs

Description of Assets	As at 31 March, 2026	As at 31 March, 2025
Balance at the beginning of the year	**2.25**	94.78
Additions during the year	**235.76**	55.31
Capitalised during the year	**177.36**	147.84
Balance at the end of the year	**60.65**	2.25

Intangible Assets under Development Ageing Schedule

Rs. in Lakhs

	Amount in Intangible Asset under Development for a period of				
As at	**Less than 1 Year**	**1 - 2 Years**	**2 - 3 Years**	**More than 3 Years**	**Total**
March 31, 2026	**60.65**	**–**	**–**	**–**	**60.65**
March 31, 2025	2.25	–	–	–	2.25

There are no projects whose completion schedule is overdue or has exceeded its cost compared to its original plan as of current year and previous year.

Note No. 7 - Investments

a) Non-Current, Unquoted, Carried at Cost

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	No. of shares	**Amounts (Rs. in Lakhs)**	No. of shares	Amounts (Rs. in Lakhs)
Cost				
Investments in Equity Instruments				
– Subsidiaries				
Bristlecone (Singapore) Pte. Ltd.	**16,70,000**	**501.47**	16,70,000	501.47
Bristlecone GmbH	**1**	**277.04**	1	277.04
Total Investments Carried at Cost (A)		**778.51**		778.51
Impairment				
Impairment value for investment carried at cost		**–**		–
Total Impairment value for investment carried at cost (B)		**–**		–
Total Investment at Carried Value (A) - (B)		**778.51**		778.51
Other disclosures				
Aggregate amount of quoted investments				
Aggregate amount of Market value of investments				
Aggregate amount of unquoted investments		**778.51**		778.51
Aggregate amount of impairment in value of investments		**–**		–

The Company has investment of SGD 1,670,000 (Rs. 501.47 lakhs) in Bristlecone (Singapore) Pte. Ltd. and EUR 475,000 (Rs. 277.04 lakhs) in Bristlecone GmbH, both being wholly owned subsidiary companies.

b) Current Investment

Rs. in Lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
Investment in Mutual Funds	13,748.79	5,213.87
Total Current Investments	**13,748.79**	5,213.87

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

Note No. 8 - Loans

Rs. in Lakhs

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Current	**Non-Current**	Current	Non-Current
Other Loans				
– Unsecured, considered good	**–**	**–**	6.68	–
Total Loans	**–**	**–**	6.68	–

Note No. 9 - Other Financial Assets

Rs. in Lakhs

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Current	**Non-Current**	Current	Non-Current
Financial Assets at Amortised Cost				
Other Current Financial Assets				
– Unbilled Revenue	**5,032.36**	**–**	5,258.49	–
– Claims Receivable	**69.42**	**–**	63.04	–
– Security Deposits	**50.54**	**179.68**	41.00	178.53
– Accrued Interest on Fixed Deposits	**40.18**	**–**	0.35	–
– FD greater than 12 months		**2,110.00**		–
Measured at Fair Value through Profit and Loss				
– Foreign Currency Forward Contracts	**–**	**–**	59.23	–
Total Other Financial Assets	**5,192.50**	**2,289.68**	5,422.11	178.53

Note No. 10 - Current Tax and Deferred Tax

(a) Income Tax recognised in profit or loss

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
Current Tax:		
In respect of current year	**3,279.64**	2,057.53
Deferred Tax:		
In respect of current year origination and reversal of temporary differences	**(1,246.24)**	(222.10)
Total	**2,033.40**	1,835.43

(b) Income tax recognised in other Comprehensive income

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
Deferred tax		
Income taxes related to items that will not be reclassified to profit or loss		
Remeasurement of defined benefit obligations	**(19.95)**	(13.42)
Total	**(19.95)**	(13.42)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

(c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
Profit before tax from continuing operations	**7,930.07**	7,273.35
Income tax expense calculated at 25.17% (2024: 25.17%)	**1,995.84**	1,830.56
Effect of change in tax rate	**–**	–
Effect of Income not offered to tax	**–**	–
Effect of expenses that is non-deductible in determining taxable profit	**–**	–
Effect of current year expenses for which no deferred tax asset is recognised	**–**	–
Effect of current year expenses (net) for which no deferred tax asset is recognised	**37.55**	20.51
Tax pertaining to prior years	**(21.83)**	(30.81)
Changes in recognised deductible temporary differences	**21.84**	15.17
Income tax expense recognised in profit or loss	**2,033.40**	1,835.43

The tax rate used for the 31 March, 2026 reconciliations above is the corporate tax rate of 25.17% (Previous year : 25.17%) payable by corporate entities in India on taxable profits under Indian Income Tax Laws.

(d) Movement in deferred tax balances

Rs. in Lakhs

Particulars	Year ended 31 March, 2026 Recognised in profit and Loss				
	Opening Balance	**Charge**	**Change in Tax Rate**	**Recognised in OCI**	**Closing Balance**
Tax effect of items constituting deferred tax assets					
Depreciation	**79.07**	**(31.55)**	**–**	**–**	**47.52**
Provision for doubtful Trade receivables	**90.31**	**(1.25)**	**–**	**–**	**89.06**
Expenses covered under section 43B	**897.27**	**820.02**	**–**	**(19.95)**	**1,697.34**
Expenses disallowed under section 40 (a) (ia)	**47.43**	**51.32**	**–**	**–**	**98.75**
Unrealised forex (gain) / Loss	**(18.86)**	**412.28**	**–**	**–**	**393.42**
Ind AS 116 effect	**40.07**	**(4.58)**	**–**	**–**	**35.49**
Net Tax Asset	**1,135.29**	**1,246.24**	**–**	**(19.95)**	**2,361.58**

Rs. in Lakhs

Particulars	Year ended 31 March, 2025 Recognised in profit and Loss				
	Opening Balance	Charge	Change in Tax Rate	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax assets					
Depreciation	97.06	(17.99)	–	–	79.07
Provision for doubtful Trade receivables	88.15	2.16	–	–	90.31
Expenses covered under section 43B	701.52	209.17	–	(13.42)	897.27
Expenses disallowed under section 40 (a) (ia)	25.00	22.43	–	–	47.43
Unrealised forex (gain) / Loss	(13.84)	(5.02)	–	–	(18.86)
Ind AS 116 effect	28.72	11.35	–	–	40.07
Net Tax Asset	926.61	222.10	–	(13.42)	1,135.29

Note No. 11 - Other Assets

Rs. in Lakhs

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Current	**Non-Current**	Current	Non-Current
Advances other than capital advances				
(a) Balances with government authorities (other than income taxes)	**303.53**	**–**	80.67	–
(b) Prepaid expenses	**1,024.34**	**17.77**	511.00	32.15
(c) Travel advances to employees	**5.04**	**–**	5.49	–
(d) Other advances	**83.38**	**–**	30.93	–
Total Other Assets	**1,416.29**	**17.77**	628.09	32.15

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

Note No. 12 - Trade Receivables

Rs. in Lakhs

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Current	Non-Current	Current	Non-Current
Trade receivables				
(a) Undisputed Trade Receivables – considered good	**15,989.75**	**–**	15,866.42	–
(b) Undisputed Trade Receivables – which have significant increase in credit risk	**–**	**–**	9.55	–
Less: Allowance for Credit Losses	**–**	**–**	(8.42)	
(c) Undisputed Trade Receivables – credit impaired	**–**	**–**	–	–
(d) Disputed Trade Receivables – considered good	**–**	**–**	–	–
(e) Disputed Trade Receivables – which have significant increase in credit risk	**–**	**–**	–	–
Less: Allowance for Credit Losses	**–**			
(f) Disputed Trade Receivables – credit impaired	**353.86**	**–**	350.43	–
Less: Allowance for Credit Losses	**(353.86)**	**–**	(350.43)	–
Total	**15,989.75**	**–**	15,867.55	–
Of the above, trade receivables from:				
– Related Parties	**14,081.99**	**–**	14,356.23	–
– Others	**1,907.76**	**–**	1,511.32	–
Total	**15,989.75**	**–**	15,867.55	–

Refer Note 28 for disclosures related to credit risk, impairment of trade receivables under expected credit loss model and related disclosures.

12 (a) - Movement in the allowance for doubtful debts

Rs. in Lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
Balance at beginning of the year	**358.85**	350.28
Impairment losses recognised in the year based on lifetime ECL		
– On receivables originated in the year	**0.65**	3.22
– Other receivables	**(5.64)**	5.35
Balance at end of the year	**353.86**	358.85

The average credit period on provision of services is 60 to 120 days. No interest is charged on trade receivables.

Refer Note 29 for disclosures related to the trade balances from the Company's largest customers and related disclosures.

The company provides a loss allowance on a case to case basis at the end of each reporting period. An impairment analysis is performed at each reporting date on an individual basis for all customers. In addition, a larger number of customers that are due for collection are assessed for impairment collectively.

12 (b) - Trade receivables ageing schedule

Rs. in Lakhs

Particulars	Outstanding for following periods from due date of payment				
	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	More than 3 years
31 March, 2026					
(a) Undisputed Trade Receivables – considered good	**15,989.75**	**–**	**–**	**–**	**–**
(b) Undisputed Trade Receivables – which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**
(c) Undisputed Trade Receivables – credit impaired	**–**	**–**	**–**	**–**	**–**
(d) Disputed Trade Receivables – considered good	**–**	**–**		**–**	**–**
(e) Disputed Trade Receivables – which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**
(f) Disputed Trade Receivables – credit impaired	**–**	**–**	**7.37**	**252.72**	**93.77**
31 March, 2025					
(a) Undisputed Trade Receivables – considered good	15,866.42	–	–	–	–
(b) Undisputed Trade Receivables – which have significant increase in credit risk	5.42	3.18	0.95	–	–
(c) Undisputed Trade Receivables – credit impaired	–	–	–	–	–
(d) Disputed Trade Receivables – considered good	–	–	–	–	–
(e) Disputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–
(f) Disputed Trade Receivables – credit impaired	–	0.48	251.77	98.18	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

Note No. 13 - Cash and Cash Equivalents and Other Bank Balances

Rs. in Lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
Cash and cash equivalents		
(a) Balances with banks	**500.28**	58.71
(b) Others (Deposit account Less than 3 months)	**–**	–
Total Cash and cash equivalents	**500.28**	58.71
Other Bank Balances		
(a) Balances with Banks		
Fixed Deposits with maturity greater than 3 months	**–**	200.00
Total Other Bank balances	**–**	200.00

Note No. 14 - Equity Share Capital

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	No. of shares	Amount (Rs. in Lakhs)	No. of shares	Amount (Rs. in Lakhs)
Authorised:				
2,500,000 Equity shares of 100 each with voting rights	**25,00,000**	**2,500.00**	25,00,000	2,500.00
Issued:				
1,924,130 Equity shares of 100 each with voting rights	**19,24,130**	**1,924.13**	19,24,130	1,924.13
Subscribed and Fully Paid:				
1,904,944 Equity shares of 100 each with voting rights	**19,04,944**	**1,904.94**	19,04,944	1,904.94
Total		**1,904.94**		1,904.94

(i) The Company has only one class of shares i.e. equity shares having a par value of Rs.100. Each holder of equity share is entitled to one vote per share held. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets after deducting all its liabilities, in proportion to the number of equity shares held.

(ii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/Name of shareholder	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares held*	% holding in that class of shares	Number of shares held*	% holding in that class of shares
Equity shares with voting rights				
Bristlecone Worldwide Inc.	**19,04,944**	**100%**	19,04,944	100%

* Includes 36 equity shares held jointly with its nominees. The ultimate holding company is Mahindra & Mahindra Limited.

(iii) Details of shares held by the promoters:

Shares held by promoters at the end of the year is as below:

Promoter Name	No of Shares	Percentage of total shares	Percentage of change during the year
Bristlecone Worldwide Inc.	**19,04,944**	**100%**	–

Note No. 15 - Other Equity

Rs. in Lakhs

Particulars	Reserves and Surplus		
	Capital Reserve	Retained Earnings	Total
Balance as at 1 April, 2024	88.34	12,906.16	12,994.50
Profit for the year	–	5,437.92	5,437.92
Other Comprehensive Income	–	39.91	39.91
Total Comprehensive Income for the year	–	5,477.83	5,477.83
Balance as at 31 Mar, 2025	**88.34**	**18,383.99**	**18,472.33**
Profit for the year	**–**	**5,896.67**	**5,896.67**
Other Comprehensive Income	**–**	**59.30**	**59.30**
Total Comprehensive Income for the year	**–**	**5,955.97**	**5,955.97**
Balance as at 31 March, 2026	**88.34**	**24,339.96**	**24,428.30**

Note No. 16 - Provisions

Rs. in Lakhs

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Current	Non-Current	Current	Non-Current
Provision for employee benefits				
(a) Gratuity	**698.18**	**4,150.17**	239.57	2,346.01
(b) Compensated absences	**329.59**	**1,566.08**	153.69	825.81
Total Provisions	**1,027.77**	**5,716.25**	393.26	3,171.82

Note No. 17 - Trade Payables

Rs. in Lakhs

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Current	Non-Current	Current	Non-Current
(a) Total outstanding dues of Micro Enterprises and Small Enterprises*	**335.98**	**–**	313.96	–
(b) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	**7,651.23**	**–**	6,059.86	–
Total trade payables	**7,987.21**	**–**	6,373.82	–

* This information takes into account only those suppliers who have responded to the enquiries made by the Company for this purpose.

Trade Payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business. Company's credit risk management processes are explained in Note 28.

Trade payables ageing schedule

Rs. in Lakhs

Particulars	Outstanding for following periods from due date of payment*			
	Less than 1 year	1 - 2 years	2 - 3 years	More than 3 years
31 March, 2026				
(a) MSME	**335.98**	**–**	–	–
(b) Others	**7,298.96**	**282.52**	**6.94**	**62.81**
(c) Disputed dues - MSME	**–**	**–**	–	–
(d) Disputed dues - Others	**–**	**–**	–	–
31 March, 2025				
(a) MSME	313.96	–	–	–
(b) Others	5,986.21	10.84	9.83	52.98
(c) Disputed dues - MSME	–	–	–	–
(d) Disputed dues - Others	–	–	–	–

* In the absence of due date of payment, above disclosure is provided from the date of the transaction.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Micro, Small and Medium enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the MSMED Act") are given below:

Rs. in Lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
(a) Principal amount remaining unpaid to MSME suppliers as on	**335.98**	313.96
(b) Interest due on unpaid principal amount to MSME suppliers as on	**–**	–
(c) The amount of interest paid along with the amounts of the payment made to the MSME suppliers beyond the appointed day	**–**	–
(d) The amount of interest due and payable for the year (without adding the interest under MSME Development Act)	**–**	–
(e) The amount of interest accrued and remaining unpaid as on	**–**	–
(f) The amount of interest due and payable to be disallowed under Income Tax Act, 1961	**–**	**–**

Note No. 18 - Other Financial Liabilities

Rs. in Lakhs

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Current	Non-Current	Current	Non-Current
Financial Liability carried at amortised cost				
– Capital creditors	**–**	**–**	39.96	–
– MTM Loss	**1,693.12**	**–**	–	–
Total Other Financial Liabilities	**1,693.12**	**–**	39.96	–

Note No. 19 - Other Liabilities

Rs. in Lakhs

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Current	Non-Current	Current	Non-Current
(a) Income received in advance	**110.37**	**–**	29.06	–
(b) Statutory dues				
(i) Taxes payable (other than income taxes)	**208.02**	**–**	50.84	–
(ii) Employee Recoveries and Employer Contributions	**360.25**	**–**	292.61	–
(iii) TDS Payable	**550.94**	**–**	617.81	–
Total Other Liabilities	**1,229.58**	**–**	990.32	–

Note No. 20 - Revenue from Operations

The following is an analysis of the company's revenue for the year from operations.

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Revenue from rendering of services	**73,832.14**	61,844.64
(b) Other operating revenue	**–**	–
Total Revenue from Operations	**73,832.14**	61,844.64

Note No. 21 - Other Income

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Interest Income (On Fixed Deposits)	**53.94**	14.18
(b) Interest Income (On Financial Assets at Amortised Cost)	**13.06**	12.33
(c) Profit on sale of capital assets (net of loss on assets sold / scrapped / written off)	**–**	12.94
(d) Net gain on foreign currency transactions and translation	**–**	244.34
(e) Income from Short Term Investments	**335.06**	71.25
(f) Other non operating Income	**24.41**	71.84
Total Other Income	**426.47**	426.88

Note No. 22 - Employee Benefits Expense

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Salaries and wages, including bonus	**48,641.45**	43,159.82
(b) Contribution to provident and other funds	**2,355.80**	1,946.45
(c) Gratuity	**1,040.39**	724.47
(d) Staff welfare expenses	**247.38**	323.83
Total Employee Benefit Expense	**52,285.02**	46,154.57

Note No. 23 - Finance Cost

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
Interest Expenses		
(a) On Financial Liability at Amortised Cost		
(i) Cash Credit Account	**0.24**	18.67
(ii) Interest on Lease Liability	**87.80**	123.44
(b) Other Borrowing Costs	**–**	–
(c) Other Finance Cost (interest on delayed payment of taxes)	**45.83**	5.43
Total Finance Cost	**133.87**	147.54

Note No. 24 - Other Expenses

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
(a) Power	**39.62**	33.39
(b) Communication expenses	**68.46**	133.69
(c) Travelling and conveyance	**717.62**	506.79
(d) Recruitment expenses	**697.28**	381.54
(e) Repairs and maintenance - computer and office equipment	**325.08**	260.15
(f) Repairs and maintenance - Others	**5.82**	4.05
(g) Insurance	**2.50**	2.35
(h) Legal and other professional costs	**530.49**	261.50
(i) Directors' Remuneration	**–**	3.67
(j) Subcontracting expenses	**4,843.91**	4,057.31
(k) Purchase of Software Licenses	**742.36**	205.50
(l) Software expenses	**1,163.54**	1,068.78
(m) Training expenses	**330.30**	362.99
(n) Loss on sale of capital assets (net of gain on assets sold / scrapped / written off)	**16.55**	–
(o) Provision for doubtful debts and Bad debts written off (See note below)	**(4.99)**	8.57

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
		Rs. in Lakhs
(p) Expenditure on Corporate Social Responsibility (CSR) under section 135 of the Companies Act, 2013.	**104.00**	81.50
(q) Net loss on foreign currency transactions and translation	**944.26**	–
(r) Miscellaneous expenses	**174.19**	146.40
Total Other Expenses	**10,700.99**	7,518.18

Provision for doubtful debts and Bad debts written off

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
		Rs. in Lakhs
Bad debts written off	**–**	–
Add/(Less):- Provision for the doubtful debts	**(4.99)**	8.57
Total	**(4.99)**	8.57

Disclosure with regard to CSR activities:

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
		Rs. in Lakhs
(a) Amount required to be spent by the company during the year	**103.34**	81.02
(b) Amount of expenditure incurred	**104.00**	81.50
(c) Shortfall at the end of the year	**–**	–
(d) Total of previous years shortfall	**–**	–

Nature of CSR Activities:

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
		Rs. in Lakhs
(a) Project Nanhi Kali - Towards Education of Girl Child	**52.00**	40.75
(b) Tree Plantation Drive	**0.75**	0.75
(c) Towards Promoting Education	**37.21**	34.77
(d) Rural Women empowerment	**14.04**	5.23
Total	**104.00**	81.50

Note No. 25 - Earnings per Share

Basic and Diluted earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
		Rs. in Lakhs
Profit for the year attributable to the owners of the company	**5,896.67**	5,437.92
Profit for the year used in the calculation of basic and diluted earnings per share	**5,896.67**	5,437.92
Weighted average number of equity shares	**1,904,944**	1,904,944
Earnings per share from continuing operations - Basic and Diluted (Rs.)	**309.55**	285.46

Note No. 26 - Disclosure of interest in Subsidiaries

(a) Details of the Company's material subsidiaries at the end of the reporting year are as follows:

Name of the Subsidiary	Principal Activity	Place of Incorporation and Place of Operation	Proportion of Ownership Interest and Voting power held by the Company		Quoted (Y/N)
			As at 31 March, 2026	As at 31 March, 2025	
Bristlecone (Singapore) Pte. Ltd.	Sale of services	Singapore	100%	100%	N
Bristlecone GmbH	Sale of services	Germany	100%	100%	N

Investments in subsidiary companies are accounted at Cost in accordance with para 10 of Ind AS 27 Separate Financial Statements.

Note No. 27 - Leases

Company as a lessee

The details of the right-of-use asset held by the Company is as follows:

Particulars	As at 31 March, 2026	As at 31 March, 2025
		Rs. in Lakhs
Leasehold Premises		
Opening Balance	**1,064.25**	1,548.30
Additions during the year	**203.61**	–
Deletions during the year	**202.43**	–
Amortisation expense for the year	**487.73**	484.05
Eliminated on disposal of assets	**202.43**	–
Balance as at 31 March, 2026	**780.13**	1,064.25

The following is the break-up of current and non-current lease liabilities:

Particulars	As at 31 March, 2026	As at 31 March, 2025
		Rs. in Lakhs
Current Liabilities	**531.01**	482.13
Non-current Liabilities	**369.02**	710.59
Total	**900.03**	1,192.72

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

The following is the movement in lease liabilities during the year ended:

Rs. in Lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
Lease Liabilities		
Opening Balance	**1,192.72**	1,619.34
Additions during the year	**203.61**	–
Disposal during the year	**–**	–
Payment of lease liabilities	**496.30**	426.62
Balance as at 31 March, 2026	**900.03**	1,192.72

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Rs. in Lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
Not later than one year	**586.87**	566.39
Later than one year but not later than five years	**384.15**	760.97
Later than five years	**–**	–
Total	**971.02**	1,327.36

Note No. 28 - Financial Instruments

Capital Management

The company's capital management objectives are:

– to ensure the company's ability to continue as a going concern;

– maintain an optimal capital structure to reduce the cost of capital.

The Company determines the amount of capital required on the basis of its operations, capital expenditure and strategic investment plans. The same is funded through a combination of capital sources be it either equity and/or combination of short term/long term debt as may be appropriate.

The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. The Company's policy is to maintain adequate capital base so as to maintain shareholders, creditors confidence and to sustain future development of the business. Management monitors the return on capital, as well as the level of dividends to equity shareholders.

Rs. in Lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
Shareholders' Equity as reported in Balance Sheet	**26,333.24**	20,377.27
Total Shareholders' Equity (A)	**26,333.24**	20,377.27
Short term Debt	**–**	–
Total Debt (B)	**–**	–
Cash and Bank Balances	**500.28**	58.71
Other Bank Balances	**–**	200.00
Investment in Mutual Funds	**13,748.79**	5,213.87
Total Investments (C)	**14,249.07**	5,472.58
Total Capital Employed (A-B-C)	**12,084.17**	14,904.69

Categories of financial assets and financial liabilities

Costs

Rs. in Lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
Non-current Assets		
Investment in Subsidiaries	**778.51**	778.51

Amortised Costs

Rs. in Lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
Non-current Assets		
Other Financial Assets		
- Non Derivative Financial Assets	**2,289.68**	178.53
Current Assets		
Trade Receivables	**15,989.75**	15,867.55
Cash and Cash Equivalents	**500.28**	58.71
Other Bank balances	**–**	200.00
Loans	**–**	6.68
Other Financial Assets		
- Non Derivative Financial Assets	**5,192.50**	5,362.88
Non Current Liabilities		
Lease Liabilities	**369.02**	710.59
Current Liabilities		
Trade Payables	**7,987.21**	6,373.82
Lease Liabilities	**531.01**	482.13
Other Financial Liability		
- Non Derivative Financial Liabilities	**–**	39.96

Fair Value through Profit and Loss

Rs. in Lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
Current Assets		
Investment		
- Mark to Market on Mutual Fund Investments	**13,748.79**	5,213.87
Other Financial Assets		
- Derivative Financial Instruments	**–**	59.23
Current Liabilities		
Other Financial Liabilities		
- Derivative Financial Instruments	**1,693.12**	-

Maturities of financial Liabilities

The following table details the Company's expected maturity for its non-derivative financial liabilities. The table has been drawn up based on the undiscounted contractual maturities of the financial liabilities including interest that will be paid on these liabilities.

Rs. in Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial liabilities				
31 March, 2026				
Trade Payables	**7,987.21**	**–**	**–**	**–**
Lease Liabilities	**586.87**	**384.15**	**–**	**–**
Other Financial Liabilities	**–**	**–**	**–**	**–**
Total	**8,574.08**	**384.15**	**–**	**–**
31 March, 2025				
Trade Payables	6,373.82	–	–	–
Lease Liabilities	566.39	760.97	–	–
Other Financial Liabilities	39.96	–	–	–
Total	6,980.17	760.97	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

Financing arrangements

The Company had access to following borrowing facilities at the end of the reporting period:

Particulars	As at 31 March, 2026 INR	Rs. in Lakhs As at 31 March, 2025 INR
Secured Bank Overdraft facility		
- Expiring within one year	**8,500**	8,500
	8,500	8,500

Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	Rs. in Lakhs 5 years and above
Non-derivative financial assets				
As at 31 March, 2026				
Investments	**13,748.79**	**–**	**–**	**778.51**
Trade Receivables	**15,989.75**	**–**	**–**	**–**
Cash and Cash Equivalents	**500.28**	**–**	**–**	**–**
Other Bank Balances	**–**	**–**	**–**	**–**
Loans	**–**	**–**	**–**	**–**
Other Financial Assets	**3,499.38**	**2,310.74**	**–**	**–**
Total	**33,738.20**	**2,310.74**	**–**	**778.51**
As at 31 March, 2025				
Investments	5,213.87	–	–	778.51
Trade Receivables	15,867.55	–	–	–
Cash and Cash Equivalents	58.71	–	–	–
Other Bank Balances	200.00	–	–	–
Loans	6.68	–	–	–
Other Financial Assets	5,362.88	209.25	–	–
Total	26,709.69	209.25	–	778.51

The following table details the Company's liquidity analysis for its derivative financial instruments. The table has been drawn up based on the undiscounted contractual net cash inflows and outflows on derivative instruments that settle on a net basis.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	Rs. in Lakhs 5 years and above
Derivative financial Instruments				
As at 31 March, 2026				
Forward Exchange Contracts - Liability	**1,693.12**	**–**	**–**	**–**
As at 31 March, 2025				
Forward Exchange Contracts - Asset	59.23	–	–	–

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Such changes in the values of financial instruments may result from changes in the foreign currency exchange rates, interest rates, credit, liquidity and other market changes. The Company's exposure to market risk is primarily on account of foreign currency exchange rate risk.

Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Currency Risk

The fluctuation in foreign currency exchange rates may have potential impact on the statement of profit and loss and other comprehensive income and equity, where any transaction references more than one currency or where assets / liabilities are denominated in a currency other than the functional currency of the Company.

The Company, as per its risk management policy, uses derivative instruments primarily to hedge foreign exchange. Further, any movement in the functional currency of the various operations of the Company against major foreign currencies may impact the Company's revenue in international business.

The Company evaluates the impact of foreign exchange rate fluctuations by assessing its exposure to exchange rate risks. It hedges a part of these risks by using derivative financial instruments in line with its risk management policies.

The foreign exchange rate sensitivity is calculated by aggregation of the net foreign exchange rate exposure and a simultaneous parallel foreign exchange rates shift of all the currencies by 10% against the functional currency of the Company.

The Company manages its foreign currency risk by hedging transactions that are expected to occur within a maximum 12 month period for hedges of forecasted sales.

Liquidity Risk

Liquidity risk refers to the risk that the Company cannot meet its financial obligations. The objective of liquidity risk management is to maintain sufficient liquidity and ensure that funds are available for use as per requirements. The Company consistently generated sufficient cash flows from operations to meet its financial obligations including lease liabilities as and when they fall due.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not significantly exposed to the risk of changes in market interest rates.

Credit risk

Credit risk is the risk of financial loss arising from counterparty failure to repay or service debt according to the contractual terms or obligations. Credit risk encompasses of both, the direct risk of default and the risk of deterioration of creditworthiness as well as concentration of risks. Credit risk is controlled by analysing credit limits and creditworthiness of customers on a continuous basis to whom the credit has been granted.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows:

Balances in Functional Currency (INR)

Particulars	Currency	As at 31 March, 2026	Rs. in Lakhs As at 31 March, 2025
Trade Receivables	USD	**12,158.32**	13,881.03
	EUR	**111.95**	135.81
	CHF	**–**	87.03
	AED	**28.47**	27.99
Trade Payables	USD	**283.07**	–

Balances in Respective Foreign Currency

Particulars	Currency	As at 31 March, 2026	As at 31 March, 2025
Trade Receivables	USD	**1,33,28,337**	1,62,30,951
	EUR	**1,04,149**	1,46,579
	CHF	**–**	89,441
	AED	**1,14,942**	1,20,231
Trade Payables	USD	**3.01**	–

Of the above foreign currency exposures, the following exposures are not hedged by derivatives:

Balances in Functional Currency (INR)

Particulars	Currency	As at 31 March, 2026	Rs. in Lakhs As at 31 March, 2025
Trade Receivables	USD	**–**	–
	EUR	**111.95**	135.81
	CHF	**–**	87.03
	AED	**28.47**	27.99
Trade Payables	USD	**283.07**	–

Balances in Respective Foreign Currency

Particulars	Currency	As at 31 March, 2026	As at 31 March, 2025
Trade Receivables	USD	**–**	–
	EUR	**1,04,149**	1,46,579
	CHF	**–**	89,441
	AED	**1,14,942**	1,20,231
Trade Payables	USD	**3.01**	–

Foreign Currency Sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD, EUR, CHF, and AED exchange rate, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Company's exposure to foreign currency changes for all other currencies is not material.

Particulars	Currency	Change in rate	Rs. in Lakhs Effect on profit before tax
For the year ended on 31 March, 2026	USD	+10%	**(28.31)**
	USD	-10%	**28.31**
	EUR	+10%	**11.20**
	EUR	-10%	**(11.20)**
	CHF	+10%	**–**
	CHF	-10%	**–**
	AED	+10%	**2.85**
	AED	-10%	**(2.85)**
For the year ended on 31 March, 2025	USD	+10%	–
	USD	-10%	–
	EUR	+10%	13.58
	EUR	-10%	(13.58)
	CHF	+10%	8.70
	CHF	-10%	(8.70)
	AED	+10%	2.80
	AED	-10%	(2.80)

Note No. 29 - Segment information

The Company is in the business of Business Consulting, Software Implementation and related support activities, which in the context of Indian Accounting Standard 108 'Segment Information' represents single reportable business segment. The accounting policies of the reportable segments are the same as the accounting policies disclosed in Note 3.

Geographic information

The company operates in 2 principal geographical areas - India (country of domicile) and outside India. The Company's revenue from external customers by location of operations and information about its non current assets by location of assets are detailed below:

Particulars	Year ended 31 March, 2026	Rs. in Lakhs Year ended 31 March, 2025
Revenue from external customers		
India	**22,835.75**	17,026.33
Outside India	**50,996.39**	44,818.31
Total revenue per statement of profit or loss	**73,832.14**	61,844.64

Non-current operating assets:

Particulars	As at 31 March, 2026	Rs. in Lakhs As at 31 March, 2025
India	**1,585.39**	1,513.00
Outside India	**–**	**–**
Total	**1,585.39**	1,513.00

Non-current assets for this purpose consist of property, plant and equipment, intangible assets and Intangibles under development.

Revenue from major services

The Company's business activity falls within a single line of services viz. Business Consulting, Software Implementation and related support activities.

Information about major customers

Included in revenues arising from sale of services & products are revenue of approx. Rs.55,627.41 lakhs (31 March, 2025: 46,667.27 lakhs) which arose from sales to the Company's top 2 customers (31 March,2025 top 2 customers). No other customer contributed to 10% or more to the Company's revenue for both the years 2025 - 26 and 2024 - 25.

Note No. 30 - Contingent liabilities and commitments

Particulars	As at 31 March, 2026	Rs. in Lakhs As at 31 March, 2025
Contingent liabilities		
(a) Income tax matters under litigations (including interest)	**931.89**	873.45
(b) Professional Tax matter	**2.80**	8.10
(c) Claim against Company not acknowledged as debt	**3,211.56**	35.00

Note: As on 31 March, 2026 the Company's management does not expect any outflow in respect of these pending litigations related to tax matters stated above based on the legal advice obtained.

Capital Commitments as at 31 March, 2026 Rs. 1,077.37 Lakhs (Previous Year Rs. 203.72 Lakhs).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

Note No. 31 - Employee benefits

(a) Defined Contribution Plan

Contribution for the year to Defined Contribution Plan is recognised in the Statement of Profit and Loss included under employee benefits expense note 22. Contribution to provident and other funds as disclosed in note 22 are as under:

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
Employer's Contribution to Provident Fund	**1,658.75**	1,350.73
Employer's Contribution to Family Pension Fund	**272.04**	278.79
Employer's Contribution to Superannuation Fund	**1.67**	2.15

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is as per the amount calculated as per the Payment of Gratuity Act, 1972. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Changes in bond yields

A decrease in government bond yields will increase plan liabilities.

Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	Valuation as at	
	31 March, 2026	31 March, 2025
Discount rate(s)	**7.10%**	6.70%
Expected rate(s) of salary increase	**7.00%**	7.00%
Rate of Leaving Service	**Age 21-44 Years- 12.0% Age 45-59 Years- 9.0%**	Age 21-44 Years- 14.0% Age 45-59 Years- 8.0%
Mortality Rate	**As per Indian Assured Lives Mortality (2012-14) Ult table**	As per Indian Assured Lives Mortality (2012-14) Ult table

Defined benefit plans – as per actuarial valuation

Gratuity (Unfunded)

Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
Service Cost		
Current Service Cost	**876.96**	578.90
Past service cost	**1,594.31**	–
Net interest expense	**163.43**	145.57
Components of defined benefit costs recognised in profit or loss	**2,634.70**	724.47
Remeasurement on the net defined benefit liability		
Actuarial gains and loss arising from changes in financial assumptions	**(130.42)**	86.00
Actuarial gains and loss arising from changes in demographic assumptions	**4.88**	(6.58)
Actuarial gains and loss arising form experience adjustments	**46.29**	(132.75)
Components of defined benefit costs recognised in other comprehensive income	**(79.25)**	(53.33)
Total	**2,555.45**	671.14

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
I. Net Liability recognised in the Balance Sheet as at 31 March		
1. Present value of defined benefit obligation	**4,848.35**	2,585.58
2. Fair value of plan assets	**–**	–
3. Surplus/(Deficit)	**4,848.35**	2,585.58
4. Current portion of the above	**698.18**	239.57
5. Non current portion of the above	**4,150.17**	2,346.01
II. Change in the obligation during the year ended 31 March		
1. Present value of defined benefit obligation at the beginning of the year	**2,585.58**	2,129.11
2. Expenses Recognised in Profit and Loss Account		
– Current Service Cost	**876.96**	578.90
– Past Service Cost	**1,594.31**	–
– Interest Expense (Income)	**163.43**	145.57
3. Recognised in Other Comprehensive Income		
Remeasurement gains / (losses)		
– Actuarial Gain (Loss)	**(79.25)**	(53.33)
4. Benefit payments	**(292.68)**	(214.67)
5. Present value of defined benefit obligation at the end of the year	**4,848.35**	2,585.58

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Principal Assumption	For the year ended	Changes in assumption	Impact on defined benefit obligation	
			Increase in assumption	Decrease in assumption
Discount rate	**31 March, 2026**	**100 basis points**	**(299.02)**	**339.04**
	31 March, 2025	100 basis points	(166.92)	189.08
Salary growth rate	**31 March, 2026**	**100 basis points**	**291.31**	**(262.39)**
	31 March, 2025	100 basis points	161.18	(145.34)
Attrition rate	**31 March, 2026**	**100 basis points**	**1.94**	**(2.18)**
	31 March, 2025	100 basis points	(3.17)	3.54

The above sensitivity analysis are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analysis did not change compared to previous period.

Maturity profile of defined benefit obligation:

Rs. in Lakhs

Maturity Profile	As at 31 March, 2026	As at 31 March, 2025
Expected benefits for Year 1	**698.18**	239.57
Expected benefits for Year 2	**410.91**	255.40
Expected benefits for Year 3	**416.92**	279.92
Expected benefits for Year 4	**437.32**	269.51
Expected benefits for Year 5	**460.26**	264.66
Expected benefits for Year 6 and above	**1,851.71**	974.55

The weighted average duration of the defined benefit obligation as at 31 March, 2026 is 11.23 years (31 March, 2025 is 11.13 years).

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The current service cost and the net interest expense for the year are included in the employee benefits expense in Profit or Loss.

(c) Compensated Absences:

Compensated absences charged to Statement of Profit and Loss Rs. 1,209.98 lakhs (previous year Rs.547.70 lakhs) and liability as at 31 March, 2026 Rs. 1,895.67 lakhs (As at 31 March, 2025 Rs. 979.50 lakhs).

Note No. 32 - Related Party Transactions

Name of the Related Party and Nature of Relationship

Holding company and ultimate holding company

Bristlecone Worldwide, Inc., formerly known as Bristlecone Limited (Holding company)

Mahindra Holdings Limited (Penultimate Holding company)

Mahindra and Mahindra Limited (Ultimate Holding company)

Subsidiary companies

Bristlecone (Singapore) Pte. Ltd.

Bristlecone GmbH

Fellow subsidiaries (where there are transactions)

Bristlecone Inc.

Bristlecone (Malaysia) Sdn. Bhd.

Bristlecone International AG

Bristlecone Middle East DMCC

Mahindra Lifespace Developers Limited

Mahindra USA Inc.

Mahindra Integrated Business Solutions Private Limited

Mahindra Holidays & Resorts India Limited

Mahindra Susten Private Limited

Mahindra and Mahindra Financial Services Limited

Mahindra Agri Solutions Limited

Mahindra Solarize Private Limited

Mahindra TEQO Private Limited

Sustainable Energy Infra Investment Managers Pvt Ltd

Mahindra Last Mile Mobility Limited

Mahindra Rural Housing Finance Limited

Mahindra Insurance Brokers Limited

M.I.T.R.A Agro Equipments Private Limited

Others (where there are transactions)

Subsidiary of Joint Venture of Ultimate Holding Company

Mahindra Aerostructures Private Limited

Associate of Ultimate Holding Company

Tech Mahindra Limited

Firm in which Director is a Partner

Khaitan & Co, Mumbai

Key Managerial Personnel

Mr. Dhaval Buch, Director (w.e.f. 15 April 2024)

Ms. Manaswini Goel, Director (till 15 January 2025)

Ms. Divya Gulati, Director (w.e.f. 15 January 2025)

Mr. Nikhilesh Panchal, Independent Director (till 1 March 2025)

Mr. Mohit Kapoor, Director

Mr. Pravin Pande, Director (w.e.f. 20 March 2026)

Mr. Pankaj Dontamsetty - Manager

Mr. Shrirang Joshi - Chief Financial Officer (w.e.f. 22 April 2024)

Ms. Anusha Singi - Company Secretary (till 1 March 2026)

Ms. Nayana Nair - Company Secretary (w.e.f. 2 March 2026)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

Details of transaction between the Company and its related parties are disclosed below:

Rs. in Lakhs

Nature of transactions with Related Parties	For the year ended	Ultimate Holding Company	Holding Company	Subsidiaries	Fellow Subsidiaries	Others
Income from services rendered	31 March, 2026	**4,920.52**	**–**	**963.26**	**50,457.07**	**7,758.72**
	31 March, 2025	3,960.70	–	1,965.39	43,318.40	4,298.44
Reimbursement of expenses paid*	31 March, 2026	**370.41**	**–**	**–**	**–**	**–**
	31 March, 2025	142.48	–	–	–	–
Reimbursement of expenses received	31 March, 2026	**11.01**	**–**	**41.92**	**784.79**	**–**
	31 March, 2025	18.72	–	10.75	677.62	–
Rental Income	31 March, 2026	**24.04**	**–**	**–**	**–**	**–**
	31 March, 2025	56.22	–	–	–	–
Professional fees	31 March, 2026	**–**	**–**	**–**	**26.93**	**–**
	31 March, 2025	–	–	–	24.86	7.60
Other expenses (Hospitality services)	31 March, 2026	**–**	**–**	**–**	**–**	**–**
	31 March, 2025	–	–	–	14.51	–

* Company has incurred Rs. 0.72 lakhs (31 March, 2025: Rs. 0.72 lakhs) for key managerial personnel services provided by Mahindra and Mahindra Ltd.

Rs. in Lakhs

Nature of Balances with Related Parties	Balance as on	Ultimate Holding Company	Holding Company	Subsidiaries	Fellow Subsidiaries	Others
Receivable balance at the year end.	31 March, 2026	**527.23**	**–**	**45.43**	**13,509.33**	**–**
	31 March, 2025	275.54	–	135.81	13,944.88	–
Payable balance at the year end.	31 March, 2026	**49.65**	**–**	**–**	**2.72**	**–**
	31 March, 2025	52.47	–	–	2.43	–
Unbilled Revenues as at the year end	31 March, 2026	**535.77**	**–**	**–**	**54.87**	**3,562.80**
	31 March, 2025	129.62	–	–	55.01	4,285.44
Income received in advance	31 March, 2026	**35.04**	**–**	**–**	**72.24**	**–**
	31 March, 2025	17.09	–	–	9.09	–

Compensation of key managerial personnel

The remuneration of key managerial personnel (KMP) during the year was as follows:

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
Directors:		
Director Remuneration	**–**	3.67
Director Sitting Fees	**–**	2.40
KMP Other than Directors:		
Salaries, bonus, etc.	**214.21**	201.90
Post-employment benefits	**–**	–
Other long-term benefits	**–**	–

Note: The remuneration to the key managerial personnel including executive director does not include the provisions made for gratuity and leave encashments, as they are determined on an actuarial basis for the Company as a whole.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

Note No. 33 - Additional Disclosures as per Ind-AS 115 Revenue from Contracts with Customers

The table below presents disaggregated revenues from contracts with customers by geography and timing of transfer:

i) Desegregation of revenue

Rs. in Lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
By Geography / Regions		
Domestic	**22,835.75**	17,026.33
Export	**50,996.39**	44,818.31
	73,832.14	61,844.64
By Timing of Transfer		
at the point in time	**–**	–
Over the time	**73,832.14**	61,844.64
	73,832.14	61,844.64

ii) Contract balances

Rs. in Lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
Opening Receivables	**15,867.55**	13,675.17
Closing Receivables	**15,989.75**	15,867.55
Opening Contract Assets	**5,258.49**	1,199.44
Closing Contract Assets	**5,032.36**	5,258.49
Opening Contract Liabilities	**29.06**	148.70
Closing Contract Liabilities*	**110.37**	29.06
Revenue recognised in the reporting period that was included in the contract liability balance at the beginning of the period	**29.06**	148.70

* Expected to fulfil the performance obligation in 0-6 Months.

iii) Company provides 60 to 120 days credit period to customers.

iv) As a practical expedient, the Company has not disclosed the information in paragraph 120 of Ind-AS 115 for a performance obligation since the performance obligation is part of a contract that has an original expected duration of one year or less.

Note No. 34 - Additional Information to the Financial Statements

(a) Disclosure of ratios:

Particulars	Numerator	Denominator	As at 31 March, 2026	As at 31 March, 2025	% Variance	Reason for variance
(a) Current Ratio	Current Assets	Current Liabilities	**2.78**	3.08	-9.70%	Decrease on account of Mark to Market loss during the year.
(b) Debt-Equity Ratio	Total Debt	Shareholder's Equity	**–**	–	–	Zero utilization of working capital facility as on year end.
(c) Debt service coverage ratio	Earnings available for debt service	Debt Service	**12.30**	12.27	0.23%	
(d) Return on equity ratio	Net Profits after taxes – Preference Dividend (if any)	Average Shareholder's Equity	**0.25**	0.31	-18.11%	Decrease on account of Mark to Market loss during the year.
(e) Trade receivables turnover ratio	Net Credit Sales	Avg. Accounts Receivable	**4.64**	4.19	10.71%	Increase on account of better collection during the year.
(f) Trade payables turnover ratio	Net Credit Purchases	Average Trade Payables	**5.11**	6.32	-19.19%	Decrease on account of Mark to Market loss during the year.
(g) Net capital turnover ratio	Net Sales	Working Capital	**3.13**	3.35	-6.39%	Decrease on account of Mark to Market loss during the year.
(h) Net profit ratio	Net Profit	Net Sales	**0.08**	0.09	-9.17%	Decrease on account of Mark to Market loss during the year.
(i) Return on capital employed	Earning before interest and taxes	Capital Employed	**0.38**	0.36	5.63%	
(j) Return on investment						
Short term investments	Interest Income on short term investments	Average shoet term Investment for the year	**0.04**	0.02	75.28%	

Earning available for Debt Service = Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of PPE etc.

Debt service = Interest & Lease Payments + Principal Repayments

Working capital = current assets minus current liabilities.

Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026 (contd.)

(b) Remuneration to auditors (excluding GST)

Rs. in Lakhs

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
As auditor		
Audit Fee	**15.25**	15.25
Tax and Transfer Pricing audit fee	**2.25**	2.25
In other capacities		
Tax Litigation and Other Matters	**4.60**	11.44
Reimbursement of expenses		
Out of Pocket expenses	**0.23**	0.15
	22.32	29.09

(c) Transactions with struck off Companies:
Pursuant to the approval of the shareholders and consequent issuance of a fresh Certificate of Incorporation by the Registrar of Companies, the name of the Company has been changed from Bristlecone India Limited to Bristlecone India Private Limited with effect from 20 January 2026.

(d) Impact of New Labour Code Implementation:
On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020 and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws, collectively referred to as the 'New Labour Codes'. The Company has assessed the incremental impact of these changes, taking into consideration the best information available read with the FAQs released by Ministry of Labour & Employment and Institute of Chartered Accountants of India. Considering the materiality and regulatory driven, non-recurring nature of this impact, the Company has presented incremental impact of Rs. 2,096.68 Lakhs related to Employee Benefit Obligations under "Exceptional item" in the financial statements for the year ended 31 March, 2026. The Company continues to monitor developments on the rules to be notified by regulatory authorities, including clarifications / additional guidance from authorities and will continue to assess the accounting implications basis such developments / guidance.

(e) Transactions with struck off Companies:
There are no transactions with struck off companies during the current and previous financial years.

(f) Previous Year Groupings
Previous Year's figures have been regrouped / rearranged wherever necessary in order to confirm to current year's groupings and classifications.

In terms of our report attached

For B.K. Khare & Co.
Chartered Accountants
Firm Registration Number: 105102W

Vikram Kumtakar
Partner
Membership No: 104656

Place: Mumbai
Date: 14 April, 2026

For and on behalf of the Board of Directors

Pravin Pande
Director
DIN: 11579107

Mohit Kapoor
Director
DIN: 06653273

Nayana Nair
Company Secretary
Membership No: A65753

Shrirang Joshi
Chief Financial officer

Place: Mumbai
Date: 14 April, 2026

AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

Sr. No.	Particulars	Details	
	Name of the subsidiary	**Bristlecone (Singapore) Pte. Ltd.**	**Bristlecone GmbH**
1	Date of Incorporation	21st January 2003	9th December 2003
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Year ended 31 March, 2026	Year ended 31 March, 2026
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Reporting Curr: SGD Exchange Rate 1 SGD= INR 72.9545	Reporting Curr: EUR Exchange Rate 1 EUR= INR 108.056
4	Share capital	12,18,34,015	54,02,800
5	Reserves & surplus	(20,15,660)	79,22,60,064
6	Total assets	12,14,66,033	98,60,20,647
7	Total Liabilities	12,14,66,033	98,60,20,647
8	Investments	–	–
9	Turnover	–	1,06,80,82,918
10	Profit / (Loss) before taxation	(46,04,888)	14,41,31,558
11	Provision for taxation / (Refund)	(15,393)	5,62,40,497
12	Profit / (Loss) after taxation	(45,89,495)	8,78,91,060
13	Proposed Dividend	–	–
14	% of shareholding	100%	100%

1 Names of subsidiaries which are yet to commence operations: **None**

2 Names of subsidiaries which have been liquidated or sold during the year: **None**

Part "B": Associates and Joint Ventures: Not Applicable

NIL

For and on behalf of the Board of Directors

Pravin Pande
Director
DIN: 11579107

Mohit Kapoor
Director
DIN: 06653273

Nayana Nair
Company Secretary
Membership No: A65753

Shrirang Joshi
Chief Financial officer

Place: Mumbai
Date: 14 April, 2026

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

To the Board of Directors

Bristlecone Consulting Limited

Opinion

We have audited the financial statements of Bristlecone Consulting Limited (a wholly owned subsidiary of Bristlecone Worldwide Inc.) (the "Company"), which comprise the balance sheets as of March 31, 2026, and 2025, and the related statements of comprehensive income, changes in stockholders' equity, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of March 31, 2026, and 2025, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for opinion

We conducted our audits of the financial statements in accordance with auditing standards generally accepted in the United States of America (US GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of management for the financial statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for one year after the date the financial statements are issued.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with US GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with US GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control–related matters that we identified during the audit.

Place: Kolkata, India

Date: April 14, 2026

Grant Thornton Bharat LLP

BALANCE SHEETS

Particulars	Notes	As at March 31, 2026 (CAD$)	As at March 31, 2025 (CAD$)
Assets			
Current assets			
Cash and cash equivalents	**B**	**790,457**	665,101
Accounts receivable–Due from related parties	**C**	**107,549**	88,997
Other current assets		**150**	2,372
Total current assets		**898,156**	756,470
Non–current assets			
Property and equipment, net	**D**	**3,217**	1,323
Total non–current assets		**3,217**	1,323
Total assets		**901,373**	757,793
Liabilities and stockholders' equity			
Current liabilities			
Accounts payable		**–**	3,208
Income tax payable		**8,452**	19,830
Accrued expenses and other current liabilities	**E**	**209,485**	128,338
Total current liabilities		**217,937**	151,376
Stockholders' equity			
Common stock, no par value 1 shares authorized and 1 shares issued as of March 31, 2026 and March 31, 2025	**F**	**1**	1
Retained earnings		**683,435**	606,416
Total stockholders' equity		**683,436**	606,417
Total liabilities and stockholders' equity		**901,373**	757,793

The accompanying notes are an integral part of these financial statements.

STATEMENT OF COMPREHENSIVE INCOME

Particulars	Notes	Year ended March 31, 2026 (CAD$)	Year ended March 31, 2025 (CAD$)
Revenue	**3.6**	**1,419,116**	818,485
Operating expenses			
Cost of revenue		**1,234,863**	738,420
Selling, general and administrative expenses		**53,519**	23,046
Depreciation		**1,723**	736
Total operating expenses		**1,290,105**	762,202
Operating profit		**129,011**	56,283
Other income/(expense)			
– Foreign exchange gain / (loss)		**(24,008)**	16,449
– Other		**165**	2
Profit before income tax expense		**105,168**	72,734
Tax Expense	**3.8**	**28,150**	1,293
Net profit		**77,018**	71,441
Other comprehensive income		**–**	–
Total comprehensive income		**77,018**	71,441

The accompanying notes are an integral part of these financial statements.

STATEMENT OF CHANGES IN STOCKHOLDERS' EQUITY

Particulars	Common stock				Additional paid–in capital	Retained earnings	Total stockholders' equity
	Authorized		Issued and outstanding				
	Shares	Amount (CAD$)	Shares	Amount (CAD$)	Amount (CAD$)	Amount (CAD$)	Amount (CAD$)
Balance as at April 1, 2024	1	1	1	1	–	534,975	534,976
Net profit for the year	–	–	–	–	–	71,441	71,441
Balance as at March 31, 2025	1	1	1	1	–	606,416	606,417
Net profit for the year	–	–	–	–	–	77,018	77,018
Balance as at March 31, 2026	**1**	**1**	**1**	**1**	**–**	**683,434**	**683,435**

The accompanying notes are an integral part of these financial statements.

STATEMENT OF CASH FLOWS

Particulars	**Year ended March 31, 2026 (CAD$)**	Year ended March 31, 2025 (CAD$)
Cash flow from operating activities		
Net profit / (loss)	**77,018**	71,441
Adjustments to reconcile net profit / (loss) to net cash provided by/ (used in) operating activities		
Exchange gain on translation of foreign currency cash and cash equivalents	**20**	13,361
Depreciation and Amortisation	**1,723**	736
Changes in operating assets and liabilities		
Accounts receivable, related party	**(16,330)**	114,557
Accrued expenses and other current liabilities	**81,148**	35,560
Accounts payable	**(3,208)**	3,208
Income tax	**(11,378)**	(6,352)
Net cash provided by operating activities	**128,993**	232,511
Cash flow from investing activities		
Purchase of Property, Plant and Equipments	**(3,617)**	–
Net cash used in financing activities	**–**	–
Net increase in cash and cash equivalents	**125,376**	232,511
Cash and cash equivalents at the beginning of the year	**665,101**	445,951
Exchange gain/(loss) on translation of foreign currency cash and cash equivalents	**(20)**	(13,361)
Cash and cash equivalents at the end of the year	**790,457**	665,101
Supplemental cash flow information		
Income taxes paid/(refund), net	**20,000**	(18,099)

The accompanying notes are an integral part of these financial statements.

NOTES TO FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026 AND MARCH 31, 2025

NOTE A – BACKGROUND INFORMATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1. NATURE OF OPERATIONS

Bristlecone Consulting Limited (the "Company") is engaged in providing technology solutions and consulting services, with operations and customers primarily in North America and Canada. The Company's primary focus is on providing supply chain services ranging from supply chain strategy and network design to supply chain system implementations. The Company also provides application outsourcing services, data management services and development and integration services to independent software vendors.

2. GENERAL INFORMATION

The Company was incorporated under the laws of Canada on June 1, 2010. The Company is a wholly-owned subsidiary of Bristlecone Worldwide, Inc. Mahindra & Mahindra Limited, an Indian Company is the Company's ultimate parent.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A summary of the significant accounting policies applied in the preparation of the accompanying financial statements is as follows:

3.1. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The accompanying financial statements have been prepared on a going concern basis under the historical cost convention and on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

These financial statements have been presented in Canadian Dollars ('CAD$'), which is the functional and reporting currency of the Company.

3.2. USE OF ESTIMATES

In preparing the Company's financial statements in conformity with accounting principles generally accepted in the United States of America, the Company's management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of current events and actions, actual results may ultimately differ from those estimates. The management's estimates for allowances for uncollectable amounts, efforts to completion for fixed price projects and provision for variable pay represent certain of these particularly sensitive estimates.

3.3. FOREIGN CURRENCY TRANSACTIONS AND TRANSLATIONS

Transactions in foreign currencies are translated at the rate of exchange prevailing on the date of the transaction. Monetary assets and liabilities in foreign currencies are translated at the rate of exchange prevailing at the balance sheet date. All foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities at year–end are recorded in the statement of comprehensive income.

The entity undertakes certain transactions denominated in foreign currency and is exposed to foreign currency risk through foreign exchange rate fluctuations. Foreign exchange risk arises from future commercial transactions and recognised financial assets and financial liabilities denominated in a currency that is not the entity's functional currency.

There are foreign currency receivable outstanding at the year end amounting to CAD$ 107,549 (2025: CAD$ 88,997).

3.4. CASH AND CASH EQUIVALENTS

The Company considers all highly liquid investments with an original maturity of three months or less to be cash equivalents. Cash equivalents are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value. Cash comprises balance held with banks.

3.5. ACCOUNTS RECEIVABLE

Effective April 1, 2023, the Company has adopted, Financial Accounting Standards Board (FASB) Accounting Standards Update (ASU) No. 2022-02 Financial Instrument – Credit losses (ASC – 326), which changes the methodology to be used to measure credit losses for certain financial instruments and financial assets, including trade receivables. The new methodology requires the recognition of an allowance that reflects the current estimate of credit losses expected to be incurred over the life of the financial asset.

Accounts receivables are stated at the net amount expected to be collected. The allowance for doubtful accounts reflects the current estimate of expected credit losses to be incurred over the life of the accounts receivable. The company considers various factors in establishing, monitoring, and adjusting its allowance for doubtful accounts, including the aging of the accounts and aging trends, the historical level of charge-offs, and specific exposures related to customers. The company also monitors other risk factors and forward-looking information, when determining credit limits for customers and establishing adequate allowances. The allowance for doubtful debts was nil as on March 31, 2026 and March 31, 2025.

3.6. REVENUE RECOGNITION

The Company is principally engaged in Business consulting, Software implementation and related support services.

Revenue is recognised upon transfer of control of contracted products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

- Revenues with respect to time and material contracts are recognized on input method basis i.e. based on time /efforts spent.
- Revenue related to fixed price maintenance and support services contracts where the Company provides services is recognised based on time elapsed mode and revenue is straight lined over the period of performance.
- In respect of other fixed–price contracts, revenue is recognised using percentage–of–completion method ('POC method') of accounting with contract costs incurred determining the degree of completion of the performance obligation.
- Revenue from the sale of third– party software is recognised upfront at the point in time when the software is delivered to the customer.
- Unbilled receivables represents revenues recognized for services rendered between the last billing date and the balance sheet date.
- Contracts are subject to modification to account for changes in contract specification and requirements. The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, accumulative adjustment is accounted for.
- The Company also recognises revenue on cost–plus method wherein the selling price is determined by adding a specific fixed percentage (a "markup") on the cost.
- Payment terms – All contracts entered into by the Company specify the payment terms and are defined for each contract separately. Usual payment terms are 90 days. The Company does not have any extended payment terms clauses in existing contracts.

Use of significant estimates and judgments

Use of the percentage–of–completion method requires the Company to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Efforts or costs expended

are used to measure progress towards completion as there is a direct relationship between input and productivity.

Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

3.7. COST OF REVENUES

Cost of revenues comprises salaries and employee benefits, sub–contractor fees, off–shore consultancy charges, project related travel and other costs.

3.8. INCOME TAXES

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted, at the reporting date where the Company operates and generates taxable income.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

The Company applies the asset and liability method of accounting for income taxes as described in ASC 740, "Income Taxes". Under this method, deferred tax assets and liabilities are recognized for future tax consequences attributable to differences between the financial statements' carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carry forwards.

Deferred tax assets and liabilities are measured using tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in Statement of comprehensive income in the period that includes the enactment date. Valuation allowances are recognized to reduce the deferred tax assets to an amount that is more likely than not to be realized. In assessing the likelihood of realisation, management considers estimates of future taxable income and the effect of temporary differences.

Income tax expense for the year comprises of the following:

Particulars	**March 31, 2026 CAD$**	March 31, 2025 CAD$
Current tax expense	**28,053**	19,528
Deferred tax (credit)	**97**	(136)
(Excess) provision of earlier years written back	**–**	(18,099)
	28,150	1,293

NOTE B – CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise of:

Particulars	**March 31, 2026 CAD$**	March 31, 2025 CAD$
Bank balances	**790,457**	665,101

Cash balances of the Company are held in checking accounts, which are non-interest bearing, and as per the Canada Deposit Insurance Corporation Act, all non-interest bearing transaction accounts are guaranteed by the CDIC for CAD$ 100,000 per depositor for Bank of Nova Scotia.

As at March 31, 2026, the Company has CAD$ 590,457 (2025: CAD$ 565,101) as balances in excess of the insured amount.

NOTE C – RELATED PARTY TRANSACTIONS

1. List of related parties and their relationships (where there are transactions):

Name of related party	**Relationship**
Bristlecone Worldwide, Inc. (formerly known as Bristlecone Limited)	Holding Company
Bristlecone, Inc.	Fellow Subsidiary

2. Related party transactions and balances:

Name of related party	**Nature of transaction/balance**	**Amount in CAD($)**	
		March 31, 2026	March 31, 2025
Bristlecone Inc	Subcontracting services provided	**1,419,116**	818,485
Bristlecone Inc	Amount receivable as at year end	**107,549**	88,997

Note D – PROPERTY AND EQUIPMENT, NET

Particulars	**March 31, 2026 CAD$**	March 31, 2025 CAD$
Computer Equipment	**5,942**	2,325
Less: Accumulated depreciation	**(2,725)**	(1,002)
Property and Equipment, net	**3,217**	1,323

Note E – ACCRUED EXPENSES AND OTHER CURRENT LIABILITIES

Accrued expenses and other current liabilities comprise of the following:

Particulars	**March 31, 2026 CAD$**	March 31, 2025 CAD$
Accrued expenses	**13,306**	12,241
Employee related Provision	**196,179**	116,097
	209,485	128,338

NOTE F – STOCKHOLDERS' EQUITY

The Company's authorized stock comprised of unlimited number of common shares without nominal or par value, out of which 1 common share was issued and outstanding as at March 31, 2026 and March 31, 2025 which is held entirely by the Holding Company, Bristlecone Worldwide, Inc. (formerly known as Bristlecone Limited). They entitle the holder to participate in dividend, and share in the proceeds of winding-up the Company in proportion to the number of and amount paid on the shares held.

NOTE G – FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying amount of the Company's cash equivalents, accounts receivables, accounts payable and accrued expenses approximated their fair values due to their short maturities.

NOTE H – CONTINGENCIES

The Company evaluates contingencies as per its assessments of probable, reasonably possible and remote, as per ASC 450 "Contingencies". It is subject to legal claims in the normal course of business. However, based on its evaluation, management believes that there are no claims or contingencies, potential outcomes of which could be material to the financial condition or results of operations of the Company.

NOTE I – RECENT ACCOUNTING PRONOUNCEMENT

In December 2023, the FASB issued ASU 2023-09, “Income Taxes (Topic 740): Improvements to Income Tax Disclosures,” which requires disaggregated information about a reporting entity’s effective tax rate reconciliation as well as information on income taxes paid. The standard is intended to benefit investors by providing more detailed income tax disclosures that would be useful in making capital allocation decisions. The standard will be effective for non-public companies for fiscal years beginning after December 15, 2025. The Company is currently evaluating the potential impact of adoption of this ASU on its financial statements.

In October 2023, the Financial Accounting Standards Board (the “FASB”) issued Accounting Standards Update (“ASU”) No. 2023-06, “Disclosure Improvements-Codification Amendments in Response to the SEC’s Disclosure Update and Simplification Initiative.” This ASU modified the disclosure and presentation requirements of a variety of codification topics by aligning them with the SEC’s regulations. This guidance is effective for the Company no later than June 30, 2027. The Company is currently evaluating the potential impact of adoption of this ASU on its financial statements.

In March 2024, the Financial Accounting Standards Board (“FASB”) issued Accounting Standards Update (“ASU”) 2024 02, Codification Improvements—Amendments to Remove References to the Concepts Statements. This ASU removes references to the FASB Concepts Statements from various Topics in the Accounting Standards Codification to clarify that the Concepts Statements are not authoritative guidance. The amendments are effective for fiscal years beginning after December 15, 2025, with early adoption permitted. The Company does not expect the adoption of this ASU to have a material impact on its financial statements.

In July 2025, the Financial Accounting Standards Board (“FASB”) issued ASU 2025 05, Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses for Accounts Receivable and Contract Assets, which simplifies the application of the current expected credit loss model for current accounts receivable and current contract assets. The guidance is effective for fiscal years beginning after December 15, 2025, with early adoption permitted. The Company is currently evaluating the impact of adoption on its financial statements.

NOTE J – SUBSEQUENT EVENTS

The Company has evaluated subsequent events through April 14, 2026, the date these financial statements were available to be issued. The Company is not aware of any additional subsequent events that would require recognition or disclosure in the financial statements.

Independent Auditors' Report to the Members of Bristlecone (Malaysia) Sdn. Bhd.

Report on Audit of the Financial Statements

Opinion

We have audited the financial statements of Bristlecone (Malaysia) Sdn. Bhd., which comprise the statement of financial position as at 31 March 2026, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a material accounting policy information, as set out on pages 5 to 30.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 March 2026, and of its financial performance and its cash flows for the year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence and Other Ethical Responsibilities

We are independent of the Company in accordance with the *By-Laws (on Professional Ethics, Conduct and Practice)* of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

Information Other than the Financial Statements and Auditors' Report Thereon

The Directors of the Company are responsible for the other information. The other information comprises the Directors' Report but does not include the financial statements of the Company and our auditors' report thereon.

Our opinion on the financial statements of the Company does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements of the Company, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements of the Company or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements of the Company that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements of the Company, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Company as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with approved standards on auditing in Malaysia and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as

fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements of the Company, including the disclosures, and whether the financial statements of the Company represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the Directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Other Matters

This report is made solely to the Members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

NEXIA SSY PLT	**Bavany a/p Chellappan**
201906000679 (LLP0019490-LCA) & AF 002009	No. 03138/09/2027 J
Chartered Accountants	Chartered Accountant

Shah Alam
13 April 2026

Statement of Financial Position as at 31 March 2026

	Note	2026 RM	2025 RM
ASSETS			
Current assets			
Trade receivables	6	**90,717**	64,238
Other receivables and deposits	7	**3,072**	3,162
Cash and bank balances		**541,343**	1,002,719
TOTAL ASSETS		**635,132**	1,070,119
EQUITY AND LIABILITIES			
Equity attributable to equity holders of the Company			
Share capital	8	**500,000**	500,000
Retained earnings		**34,927**	519,633
TOTAL EQUITY		**534,927**	1,019,633
Current liabilities			
Trade payables	9	**–**	20,075
Other payables and accruals	10	**100,205**	30,411
TOTAL LIABILITIES		**100,205**	50,486
TOTAL EQUITY AND LIABILITIES		**635,132**	1,070,119

The accompanying notes form an integral part of these financial statements.

Statement of Comprehensive Income for the year ended 31 March 2026

	Note	**2026 RM**	2025 RM
Revenue	11	**336,469**	335,353
Cost of services		**(275,259)**	(272,119)
Gross profit		**61,210**	63,234
Administrative expenses		**(45,916)**	(61,574)
Profit before taxation	12	**15,294**	1,660
Taxation	13	**–**	–
Profit for the year		**15,294**	1,660

The accompanying notes form an integral part of these financial statements.

Statement of Changes in Equity for the year ended 31 March 2026

	Note	Share capital	Retained earnings	Total
		RM	RM	RM
At 1 April 2025		**500,000**	**519,633**	**1,019,633**
Profit for the year		**–**	**15,294**	**15,294**
Dividend paid	14	**–**	**(500,000)**	**(500,000)**
At 31 March 2026		**500,000**	**34,927**	**534,927**
At 1 April 2024		500,000	517,973	1,017,973
Profit for the year		–	1,660	1,660
At 31 March 2025		500,000	519,633	1,019,633

The accompanying notes form an integral part of these financial statements.

Statement of Cash Flows for the year ended 31 March 2026

	2026 RM	2025 RM
Cash flows from operating activities		
Profit before taxation	**15,294**	1,660
Adjustments for:		
Unrealised gain on foreign exchange	**–**	(667)
Operating profit before working capital changes	**15,294**	993
(Increase)/decrease in trade and other receivables	**(26,389)**	24,359
Increase/(decrease) in trade and other payables	**49,719**	(19,125)
Cash generated from operations	**38,624**	6,227
Income tax refund	**–**	26,260
Net cash generated from operating activities	**38,624**	32,487
Cash flows from financing activities		
Dividend paid	**(500,000)**	–
Net cash used in financing activities	**(461,376)**	–
Net decrease in cash and cash equivalents	**(461,376)**	32,487
Cash and cash equivalents at beginning of the year	**1,002,719**	970,232
Cash and cash equivalents at end of the year	**541,343**	1,002,719
Cash and cash equivalents comprise:		
Cash at bank	**541,343**	1,002,719

The accompanying notes form an integral part of these financial statements.

Notes to the Financial Statements for the year ended 31 March 2026

1. Corporate information

The Company is a private limited company, incorporated and domiciled in Malaysia.

The registered office of the Company is located at Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

The principal place of business of the Company is located at Suite 8.01, Level 8, Menara Binjai, No. 2 Jalan Binjai, 50450 Kuala Lumpur, Malaysia.

The principal activities of the Company are to act as information technology service advisors, business consultants and implementers of computerised systems and to render a full range of information technology services including application and programming services, computer networks and other forms of computer and electronic technology services, administration and management control, technical, scientific and operational assistance, systems design, project management and technical training of personnel, management of a computer and electronic service facility and generally, any type of business or activity relating to the information technology and electronic industry and to provide support and training in connection therein.

The Directors regard Bristlecone Worldwide, Inc a corporation incorporated in United States, as the immediate holding corporation, Mahindra Holding Limited, a corporation incorporated in India, as the penultimate holding corporation and Mahindra & Mahindra Ltd., a corporation incorporated in India, as the ultimate holding corporation.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors dated 13 April 2026.

2. Basis of preparation of the financial statements

The financial statements have been prepared in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

The financial statements of the Company have been prepared under the historical cost convention, unless otherwise indicated in the material accounting policy information (Note 3).

The preparation of financial statements in conformity with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia requires the Directors to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenue and expenses during the reported period. Actual results could differ from those estimates.

The financial statements are presented in Ringgit Malaysia (RM).

3. Material accounting policy information

All material accounting policy information set out below are consistent with those applied in the previous financial year, except as disclosed in Note 4.

(a) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, bank balances, fixed deposits and other short term highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in fair value.

(b) Equity instruments

Ordinary shares are classified as equity instruments. Dividends on ordinary shares are recognised in equity in the period in which they are declared.

(c) Provision for liabilities

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, and it is probable that an outflow of economic resources will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at each financial year end and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as finance cost.

(d) Revenue recognition

The Company recognise revenue from contracts with customers for the sale of goods and provision of services based on the five-step model as set out below:

i Identify contract(s) with a customer. A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria that must be met.

ii Identify performance obligations in the contract. A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

iii Determine the transaction price. The transaction price is the amount of consideration to which the Company expect to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

iv Allocate the transaction price to the performance obligations in the contract. For a contract that has more than one performance obligation, the Company allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expect to be entitled in exchange for satisfying each performance obligation.

v Recognise revenue when (or as) the Company satisfy a performance obligation.

The Company satisfy a performance obligation and recognise revenue over time if the Company's performance:

i Do not create an asset with an alternative use to the Company and have an enforceable right to payment for performance completed to-date; or

ii Create or enhance an asset that the customer controls as the asset is created or enhanced; or

iii Provide benefits that the customer simultaneously receives and consumes as the Company perform.

For performance obligations where any one of the above conditions is not met, revenue is recognised at the point in time at which the performance obligation is satisfied.

When the Company satisfy a performance obligation by delivering the promised goods or services, it creates a contract based asset on the amount of consideration earned by the performance. Where the amount of consideration received from a customer exceeds the amount of revenue recognised, this gives rise to a contract liability.

Revenue is measured at the fair value of consideration received or receivable. The following describes the performance obligations in contracts with customers:

i Revenue from contracts with customers

a. Sale of goods/services

Revenue from contracts with customers is recognised by reference to each distinct performance obligation promised in the contract with customer when or as the Company transfers controls of the goods or services promised in a contract and the customer obtains control of the goods and services. Revenue from contracts with customers is measured at its transaction price, being the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, net of indirect taxes, returns,

rebates and discounts. The transaction price is allocated to each distinct good or service promised in the contract. Depending on the terms of the contract, revenue is recognised when the performance obligation is satisfied, which may be at a point in time or over time.

(e) Income tax

Income tax on the profit or loss for the year comprises current and deferred tax. Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the tax authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the financial year end.

Current taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity.

Deferred tax is provided for, using the liability method on temporary differences at the financial year end between the tax bases of assets and liabilities and their carrying amounts in the financial statements. In principle, deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised for all deductible temporary differences, unused tax losses and unused tax credits, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised. Deferred tax is not recognised if the temporary difference arises from goodwill or negative goodwill or from the initial recognition of an asset or liability in a transaction which is not a business combination, and at the time of the transaction, affects neither accounting profit or loss nor taxable profit or loss.

The carrying amount of deferred tax assets are reviewed at each financial year end and reduced to the extent that it has become probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

Unrecognised deferred tax assets are reassessed at each financial year end and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be utilised.

Deferred tax is measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the financial year end.

Deferred tax is recognised in profit or loss, except when it arises from a transaction which is recognised directly in equity, in which case the deferred tax is also charged or credited directly in equity.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

(f) Impairment of non-financial assets

The Company assess at each financial year end whether there is an indication that an asset may be impaired. If any such indication exists, or when an annual impairment assessment for an asset is required, the Company make an estimate of the asset's recoverable amount.

For goodwill, the recoverable amount is estimated at each financial year end or more frequently when indicators of impairment are identified.

An asset's recoverable amount is the higher of an asset's fair value less costs to sell and its value-in-use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (i.e. CGUs). In assessing value-in-use, the estimated future cash flows expected to be generated by the asset are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the carrying amount of an asset exceeds its recoverable amount, the asset is written down to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.

Impairment losses are recognised in profit or loss except for assets that were previously revalued where the revaluation was taken to other comprehensive income. In this case, the impairment loss is also recognised in other comprehensive income up to the amount of any previous revaluation.

An assessment is made at each financial year end as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. A previously recognised impairment loss for an asset, other than goodwill, is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised, in which case, the carrying amount of the asset is increased to its revised recoverable amount. The increase cannot exceed the carrying amount that would have been determined (net of amortisation or depreciation) had no impairment loss been recognised previously. Such reversal is recognised in profit or loss unless the asset is measured at revalued amount, in which case the reversal is treated as a revaluation increase. Impairment loss on goodwill is not reversed in a subsequent period.

(g) Foreign currency

i Functional and presentation currency

The financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates ("the functional currency").

ii Foreign currency transactions

In preparing the financial statements of the Company, transactions in currencies other than the Company's reporting currency (foreign currencies) are recorded in the functional currencies using the exchange rates prevailing at the date of the transactions. At each financial period end, monetary items denominated in foreign currencies are translated at the rates prevailing at financial period end. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not translated.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in the profit or loss for the period.

Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss for the period except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised directly in equity. Exchange differences arising from such non-monetary items are also recognised directly in equity.

The principal closing rates used in translation of foreign currency amounts are as follows:

	2026	2025
	RM	RM
1 United States Dollar (USD)	**4.04**	4.43

(h) Financial instruments

Financial instruments carried on the statement of financial position include cash and bank balances, deposits with financial institutions, receivables, payables and borrowings. The recognition methods adopted are disclosed in the respective accounting policy statements.

Financial instruments are classified as assets, liabilities or equity in accordance with the substance of the contractual arrangement. Interests, dividends and gains and losses relating to a financial instrument classified as assets or liabilities, are reported as expense or income. Distributions to holders of financial instruments classified

as equity are recognised directly in equity. Financial instruments are offset when the Company has a legally enforceable right to offset and intends to settle either on a net basis or to realise the asset and settle the liability simultaneously.

Financial assets

Financial assets are recognised in the statements of financial position when, and only when, the Company becomes a party to the contractual provisions of the financial instrument.

When financial assets are initially recognised, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss ("FVTPL"), directly attributable transaction costs.

The Company determines the classification of financial assets upon initial recognition. The measurements for each classification of financial assets are as below:

i Financial assets measured at amortised cost

Financial assets that are debt instruments are measured at amortised cost if they are held within a business model whose objective is to collect contractual cash flows and have contractual terms which give rise on specific dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Subsequent to initial recognition, financial assets are measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss through the amortisation process and when the financial assets are impaired or derecognised.

ii Financial assets measured subsequently at fair value

Financial assets that are debt instruments are measured at fair value through other comprehensive income ("FVTOCI") if they are held within a business model whose objectives are to collect contractual cash flows and selling the financial assets, and have contractual terms which give rise on specific dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Subsequent to initial recognition, financial assets that are debt instruments are measured at fair value. Any gains or losses arising from the changes in fair value are recognised in other comprehensive income, except for impairment losses, exchange differences and interest income which are recognised in profit or loss. The cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment when the financial asset is derecognised.

Financial assets that are debt instruments which do not satisfy the requirements to be measured at amortised cost or FVTOCI are measured at FVTPL.

Equity instruments are classified as financial assets measured at FVTPL if they are held for trading or are designated as such upon initial recognition. Equity instruments are classified as held for trading if they are acquired principally for sale in the near term or are derivatives that do not meet the hedge accounting criteria (including separated embedded derivatives).

Subsequent to initial recognition, financial assets that are equity instruments are measured at fair value. Any gains or losses arising from the changes in fair value are recognised in other comprehensive income and are not subsequently transferred to profit or loss. Dividends on equity instruments are recognised in profit or loss when the Company's or the Company's right to receive payment is established.

A financial asset is derecognised when the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received and any cumulative gain or loss that had been recognised in other comprehensive income is recognised in profit or loss.

Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned. All regular way purchases and sales of financial assets are recognised or derecognised on the settlement date, i.e. the date that the asset is delivered to or by the Company.

Financial liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into and the definition of a financial liability.

Financial liabilities are recognised in the statements of financial position when, and only when, the Company become a party to the contractual provisions of the financial instruments. Financial liabilities are classified as either financial liabilities at FVTPL or other financial liabilities.

i. Financial liabilities at FVTPL

Financial liabilities at FVTPL include financial liabilities held for trading and financial liabilities designated upon initial recognition as at FVTPL.

Financial liabilities are classified as held for trading if they are acquired for the purpose of selling in the near term. This includes derivatives entered into by the Company that do not meet the hedge accounting criteria. Derivative liabilities are initially measured at fair value and subsequently stated at fair value, with any resultant gains or losses recognised in profit or loss. Net gains or losses on derivatives include exchange differences.

ii. Other financial liabilities

Other financial liabilities are recognised initially at fair value plus directly attributable transaction costs and subsequently measured at amortised cost using the effective interest method.

For other financial liabilities, gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

A financial liability is derecognised when the obligation under the liability is extinguished.

When an existing financial liability is replaced by another instrument from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amount is recognised in profit or loss.

(i) Impairment of financial assets

At each financial year end, the Company assess whether there has been a significant increase in credit risk for financial assets by comparing the risk of default occurring as at the financial year end with the risk of default since initial recognition.

In determining whether credit risk on a financial asset has increased significantly since initial recognition, the Company use external credit rating and other supportive information to assess deterioration in credit quality of a financial asset. The Company assess whether the credit risk on a financial asset has increased significantly on an individual or collective basis. For collective basis evaluation, financial assets are grouped on the basis of similar risk characteristics.

The Company considers past loss experience and observable data such as current changes and future forecasts in economic conditions to estimate the amount of expected impairment loss. The methodology and assumptions including any forecasts of future economic conditions are reviewed regularly.

The amount of impairment loss is measured as the probability-weighted present value of all cash shortfalls over the expected life of the financial asset discounted at its original effective interest rate. The cash shortfall is the difference between all contractual cashflows that are due to the Company and all the cashflows that the Company expects to receive.

The Company measures the allowance for impairment loss on trade and other receivables based on the two-step approach as follows:

Financial liabilities at FVTPL

i. 12-months expected credit loss

For a financial asset for which there is no significant increase in credit risk since initial recognition, the Company measure the allowance for impairment loss for that financial asset at an amount based on the probability of default occuring within the next 12 months considering the loss given default of that financial asset.

ii. Lifetime expected credit loss

For a financial asset for which there is a significant increase in credit risk since initial recognition, a lifetime expected credit loss for that financial asset is recognised as the allowance for impairment loss by the Company. If, in a subsequent period the significant increase in credit risk since initial recognition is no longer evident, the Company revert the allowance for impairment loss measurement from lifetime expected credit loss to 12-months expected credit loss.

For trade and other receivables which are financial assets, the Company apply the simplified approach in accordance with MFRS 9 *Financial Instruments* and measure the allowance for impairment loss based on a 12-months expected credit loss from initial recognition.

The carrying amount of the financial asset is reduced through the use of an allowance for impairment loss account and the amount of impairment loss is recognised in profit or loss. When a financial asset becomes uncollectible, it is written off against the allowance for impairment loss account.

(j) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants act in their economic best interest when pricing the asset or liability.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the financial year end.

(k) Leases

The Company assesses whether a contract is or contains a lease, at inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets (such as tablets and personal computers, small items of office furniture and telephones). For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Company uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise fixed lease payments (including in-substance fixed payments), less any lease incentives receivable.

The lease liability is presented as a separate line in the statements of financial position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest methods and by reducing the carrying amount to reflect the lease payments made.

The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Company did not make any such adjustments during the financial year.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever the Company incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under MFRS 137. To the extent that the costs relate to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the statement of financial position.

The Company applies MFRS 136 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the 'Property, plant and Equipment' policy.

(l) Related parties

Parties are considered to be related to the Company if the Company has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating

decisions, or vice versa, or where the Company and the party are subject to common control or common significant influence. Related parties may be individual or other entities.

Key management personnel are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Company either directly or indirectly.

4. Adoption of new and revised Malaysian Financial Reporting Standards and interpretations ("MFRS")

(a) MFRSs that have been issued and effective

The following new and revised MFRSs issued by MASB, have been adopted, and the adoptions do not have any or significant impact to the financial statements:

Title		Effective Date
Amendments to MFRS 121:	The Effects of Changes in Foreign Exchange Rates: Lack of Exchangeability	1 January 2025

The adoption of the above amendments/improvements to MFRSs did not have any significant effect on the financial statements of the Company and did not result in significant changes to the Company's existing accounting policies.

(b) MFRSs that have been issued but only effective for financial period beginning on 1 April 2026 and onwards

The following new and revised MFRSs issued by MASB, have not been adopted, and the adoptions are not expected to have any or significant impact to the financial statements:

Title		Effective Date
Amendments to MFRS 1:	First-time Adoption of Malaysian Financial Reporting Standards	1 January 2026
Amendments to MFRS 7:	Financial Instruments: Disclosures	1 January 2026
Amendments to MFRS 9:	Financial Instruments	1 January 2026
Amendments to MFRS 10:	Consolidated Financial Statements	1 January 2026
Amendments to MFRS 107:	Statement of Cash Flows	1 January 2026
MFRS 18:	Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19:	Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 19	Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 121	The Effects of Changes in Foreign Exchange Rates	1 January 2027
Amendments to MFRS 10:	Consolidated Financial Statements	Deferred
Amendments to MFRS 128:	Investments in Associates and Joint Ventures	Deferred

5. Significant accounting estimates

Key Sources of Estimation Uncertainty

The preparation of financial statements in accordance with MFRSs requires the use of certain accounting estimates and exercise of judgement. Estimates and judgements are continually evaluated and are based on past experience, reasonable expectations of future events and other factors.

The key assumptions concerning the future and other key sources of estimation uncertainty at the financial year end that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

(a) Loss allowances for financial assets

The Company recognises impairment losses for receivables under the expected credit loss model. Individually significant trade receivables are tested for impairment separately by estimating the cash flows expected to be recoverable. All others are grouped into credit risk classes and tested for impairment collectively, using the Company's ageing of past due amounts and current economic trends. The actual eventual losses may be different from the allowance made and this may affect the Company's financial position and result.

(b) Income taxes

Significant judgement is involved in determining the provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

6. Trade receivables

	2026 RM	2025 RM
Third parties	**–**	57,427
Related company	**–**	6,811
Accrued revenue	**90,717**	**–**
	90,717	64,238

Trade receivables are non-interest bearing and the average credit period of 30 to 60 days (2025: 30 to 60 days) according to the terms agreed with the customers.

7. Other receivables and deposits

	2026 RM	2025 RM
Deposit	**2,740**	2,518
Prepayment	**332**	644
	3,072	3,162

8. Share capital

	2026 Unit	2025 Unit	**2026 RM**	2025 RM
Issued and fully paid ordinary shares				
At beginning/end of the year	**500,000**	500,000	**500,000**	500,000

9. Trade payables

	2026 RM	2025 RM
Related companies	**–**	20,075

Trade payables are non-interest bearing and the average credit period on purchases of goods is 60 to 120 days (2025: 60 to 120 days) days according to the terms agreed with the suppliers

The currency exposure profile of trade payables of the Company is as follows:

	2026 RM	2025 RM
United States Dollar	**–**	20,075

10. Other payables and accruals

	2026 RM	2025 RM
Other payables	**5,460**	10,960
Provision for expenses	**94,745**	19,451
	100,205	30,411

11. Revenue

	2026 RM	2025 RM
Rendering of services	**336,469**	335,353

12. Profit before taxation

	2026 RM	2025 RM
Profit before taxation is arrived at after charging/(crediting):		
Auditors' remuneration	**10,000**	10,000
(Gain)/loss on foreign exchange – realised	**(795)**	12,875
Unrealised loss/(gain) on foreign exchange	**1,878**	(667)
Rental of premises	**2,754**	7,755

13. Taxation

No taxation has been provided for the financial year as the Company has no chargeable income.

The reconciliation of income tax expense applicable to the results of the Company at the statutory income tax rate to income tax expense at the effective income tax rate of the Company is as follows:

	2026 RM	2025 RM
Profit before taxation	**15,294**	1,660
Tax at Malaysian statutory tax rate of 24%	**3,671**	398
Tax effects of:		
– expenses not deductible for tax purposes	**3,270**	2,683
– non-taxable income	**(191)**	(160)
– utilization of deferred tax assets not recognized previously	**(6,750)**	(2,921)
Tax expense for the year	**–**	–

Deferred tax asset have not been recognised in respect of the following items:

	2026 RM	2025 RM
Unabsorbed tax losses	**112,157**	118,907

The above deferred tax assets have not been recognised as it is not probable that future taxable profit will be available against which the Company can recover all or part of these assets.

The unutilised tax losses are available for offset against future taxable profits of the Company which will expire in the following year of assessment:

	2026 RM	2025 RM
2028	**445,294**	473,417
2031	**22,029**	22,029
	467,323	495,446

14. Dividends paid

	2026 RM
Interim single tier dividend of RM1.00 per share on 500,000 ordinary shares, declared on 28 May 2025 and paid on 16 June 2025 in respect of financial year ended 31 March 2026.	**500,000**

15. Significant related party transactions

Significant transactions with related corporations during the year comprise the following:

	2026 RM	2025 RM
Services rendered by related corporations:		
Bristlecone Inc	**–**	4,994
Bristlecone India Limited	**275,259**	272,119
	275,259	277,113
Services rendered to related corporations:		
Bristlecone Inc	**–**	6,811

16. Non-cancellable operating lease commitment

The future aggregate minimum lease payments under non-cancellable operating leases contracted for as at financial year end but not recognised as liabilities are as follows:

	2026 RM	2025 RM
Rental of virtual office		
Future minimum rentals payments:		
Not later than 1 year	**1,998**	1,908

17. Financial risk management policies

The Company's financial risk management policy seeks to ensure that adequate financial resources are available for the development of the Company's businesses whilst managing its risks. The Board reviews and agrees policies for managing each of these risks and they are summarised below. It is, and has been throughout the year under review, the Company's policy that no trading in derivative financial instruments shall be undertaken.

The main areas of financial risks faced by the Company and the policy in respect of the major areas of treasury activity are set out as follows:

(a) Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Company is exposed to credit risk primarily from their trade receivables, other receivables which are financial assets, fixed deposits and cash and bank balances.

As at the current and previous financial year end, the Company's maximum exposure to credit risk is represented by the carrying amount of each class of financial asset recognised in the statements of financial position.

For fixed deposits, cash and bank balances, the Company minimises credit risk by adopting an investment policy which allows dealing with counterparties with good credit ratings only. The Company closely monitors the credit worthiness of their counterparties by reviewing their credit ratings and credit profiles on a regular basis. Receivables are monitored to ensure that exposure to bad debts is minimised.

For transactions that are not denominated in the functional currency of the relevant operating unit, the Company does not offer credit terms without the specific approval from the Head of Credit Control. Since the Company trades only with recognised and creditworthy third parties, there is no requirement for collateral.

Fixed deposits and cash and bank balances

The Company's fixed deposits and cash and bank balances at the financial year end are as follows:

	RM
At 31 March 2026	
Cash and bank balances	**541,343**
At 31 March 2025	
Cash and bank balances	1,002,719

No expected credit loss on the Company's balances were recognised arising from the deposits with financial institutions because the probability of default by these financial institutions were negligible.

Receivables

The ageing analysis of the Company's gross receivables (before deducting allowance for impairment loss) are as follows:

				Not credit impaired			
				Past due			
	Note	Total RM	Credit impaired RM	Not past due RM	1-60 days RM	61-120 days RM	>120 days RM	Total RM
At 31 March 2026								
Trade receivables	6	**90,717**	**–**	**90,717**	**–**	**–**	**–**	**–**
Other receivables which are financial assets	7	**2,740**	**–**	**2,740**	**–**	**–**	**–**	**–**
		93,457	**–**	**93,457**	**–**	**–**		**–**
At 31 March 2025								
Trade receivables	6	64,238	–	64,238	–	–	–	–
Other receivables which are financial assets	7	2,518	–	2,518				–
		66,756	–	66,756	–	–	–	–

Receivables that are neither past due nor credit impaired are creditworthy debtors with good payment records with the Company. The Company's trade receivables credit term ranges from 30 days to 60 days in prior year.

Other receivables which are financial assets consist of deposits.

None of the Company's receivables that are neither past due nor credit impaired have been renegotiated during the current and previous financial years. Receivables are not secured by any collaterals or credit enhancements.

Credit risks concentration profile

The Company's concentration of credit risks relates to an amount owing by 1 (2025: 1) major customer which constituted 100% (2025: 100%) of its trade receivables at the end of the previous reporting period.

As at the end of the previous reporting period, the maximum exposure of credit risk arising from trade receivables is represented by the carrying amount in the statement of financial position.

(b) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Company is exposed to transactional currency risk primarily through sales and purchases that are denominated in a currency other than the functional currency of the operations to which they relate. The currency giving rise to this risk is mainly United States Dollar (USD). Foreign exchange exposures in transactional currencies other than functional currencies of the operating entities are kept to an acceptable level.

The Company did not undertake any hedging for these investments and is therefore exposed to a foreign currency risk. However, the impact on the foreign currency risk is immaterial as exhibited in the sensitivity analysis for foreign currency risk below.

The unhedged financial assets of the Company that are not denominated in the functional currency are as follows:

	Note	USD RM	USD RM
		2026	2025
Financial assets			
Trade receivables		**–**	6,811
Financial liabilities			
Trade payables	9	**–**	(20,075)
Other payables	10	**(71,077)**	–
Net financial liabilities		**(71,077)**	(13,264)

Foreign currency risk sensitivity analysis

The sensitivity analysis to a reasonably possible change in the foreign currencies as at the end of the reporting period with all other variables held constant is as follows:

	Increase/ (decrease) in the Company's results 2026 RM	Increase/ (decrease) in the Company's result 2025 RM
Effects on profit after taxation:		
USD/RM – Strengthened by 5%	**(2,701)**	(504)
USD/RM – Weakened by 5%	**2,701**	504

(c) Liquidity risks

The Company manages its debt maturity profile, operating cash flows and the availability of funding so as to ensure that refinancing, repayment and funding needs are met. As part of its overall liquidity management, the Company maintains sufficient levels of cash to meet its working capital requirements. In addition, the Company strives to maintain available banking facilities at a reasonable level to its overall debt position. As far as possible, the Company raises committed funding from both capital markets and financial institutions and balances its portfolio with some short term funding so as to achieve overall cost effectiveness.

The table below summarises the maturity profile of the Company's liabilities at the financial period end based on contractual undiscounted repayment obligations.

	Note	Carrying amount	Contractual undiscounted cash flow	Maturity: Less than 1 period	Maturity: Between 2 and 5 periods
2026		**RM**	**RM**	**RM**	**RM**
Other payables and accruals	10	**100,205**	**100,205**	**100,205**	**–**
		100,205	**100,205**	**100,205**	**–**
2025					
Trade payables	9	20,075	20,075	20,075	–
Other payables and accruals	10	30,411	30,411	30,411	–
		50,486	50,486	50,486	–

(d) Capital management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

18. Categories of financial instruments

The table below provides an analysis of financial instruments categorised as follows:

(a) Amortised cost ("AC")

(b) Fair value through profit or loss ("FVTPL")

	Carrying amount RM	AC RM	FVTPL RM
2026			
Non-derivative financial assets			
Trade receivables	**90,717**	**90,717**	**–**
Other receivables and deposits	**2,740**	**2,740**	**–**
Cash and bank balances	**541,343**	**541,343**	**–**
	634,800	**634,800**	**–**
Non-derivative financial liabilities			
Other payables and accruals	**100,205**	**100,205**	**–**
2025			
Non-derivative financial assets			
Trade receivables	64,238	64,238	–
Other receivables and deposits	2,518	2,518	–
Cash and bank balances	1,002,719	1,002,719	–
	1,069,475	1,069,475	–
Non-derivative financial liabilities			
Trade Payables	20,075	20,075	–
Other payables and accruals	30,411	30,411	–
	50,486	50,486	–

BRISTLECONE (MALAYSIA) SDN. BHD.
(INCORPORATED IN MALAYSIA)
200701014027 (772033-T)

Statement by Directors
Pursuant to Section 251(2) of the Companies Act 2016

We, Padamnath Somnath Pandit and Pravin Pande, being two of the Directors of Bristlecone (Malaysia) Sdn. Bhd., do hereby state that, in the opinion of the Directors, the accompanying financial statements set out on pages 5 to 30 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Company as at 31 March 2026 and of its financial performance and cash flows for the financial year then ended.

Signed on behalf of the Board in accordance with a resolution of the Directors dated 13 April 2026.

Padamnath Somnath Pandit
Director

Pravin Pande
Director

Statutory Declaration
Pursuant to Section 251(1) of the Companies Act 2016

I, Padamnath Somnath Pandit, being the Director primarily responsible for the financial management of Bristlecone (Malaysia) Sdn. Bhd., do solemnly and sincerely declare that the accompanying financial statements set out on pages 5 to 30 are in my opinion correct, and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of Notaries Act, 1952.

Subscribed and solemnly declared by the
abovenamed Padamnath Somnath Pandit at
Pune in the state of Maharashtra, India on 13 April 2026.

Padamnath Somnath Pandit
Director

Before me,

To the general shareholders‘ meeting of
BRISTLECONE INTERNATIONAL AG
Rheinweg 7
8200 Schaffhausen

REPORT OF THE STATUTORY AUDITOR ON THE LIMITED STATUTORY EXAMINATION OF THE FINANCIAL STATEMENTS FOR THE YEAR 2025/2026

(for the period from 1 April 2025 to 31 March 2026)

13 April 2026

Report of the statutory auditor on the limited statutory examination to the general shareholders' meeting of **BRISTLECONE INTERNATIONAL AG, Neuhausen am Rheinfall**

As statutory auditor, we have examined the financial statements (comprising the balance sheet, income statement and notes) of BRISTLECONE INTERNATIONAL AG for the financial year ended 31 March 2026.

These financial statements are the responsibility of the Board of Directors. Our responsibility is to perform a limited statutory examination on these financial statements. We confirm that we meet the licensing and independence requirements as stipulated by Swiss law. An employee of our company assisted in the bookkeeping during the reporting year. This individual was not involved in the limited statutory examination.

We conducted our examination in accordance with the Swiss Standard on the Limited Statutory Examination. This standard requires that we plan and perform a limited statutory examination to identify material misstatements in the financial statements. A limited statutory examination consists primarily of inquiries of company personnel and analytical procedures as well as detailed tests of company documents as considered necessary in the circumstances. However, the testing of operational processes and the internal control system, as well as inquiries and further testing procedures to detect fraud or other legal violations, are not within the scope of this examination.

Based on our limited statutory examination in accordance with Art. 729a para. 1 CO, nothing has come to our attention that causes us to believe that the financial statements as well as the proposal of the board of directors do not comply with Swiss law and the articles of incorporation.

Bern, 13 April 2026

BDO Ltd

Thomas Bigler
Licensed Audit Expert

ppa. Dominic Lüscher
Auditor in Charge
Licensed Audit Expert

Enclosure
Financial statements and proposal of the board of directors in the sense of Art. 729a para. 1 item 2 CO

BALANCE SHEET

ASSETS	**31/03/2026 CHF**	31/03/2025 CHF
Current assets		
Cash and cash equivalents	**736,791.43**	974,399.26
Cash and equivalents and securities	**736,791.43**	974,399.26
Receivables from group companies	**0.00**	120,000.00
Receivables from third parties	**402,258.29**	418,671.55
Amortisation of receivables from third parties (credit risk)	**(10,329.04)**	(131,553.71)
Trade receivables	**391,929.25**	407,117.84
Other short-term receivables	**29,885.61**	39,370.46
Receivables not yet invoiced	**175,470.46**	133,389.06
Inventories and receivables not yet invoiced	**175,470.46**	133,389.06
Accrued assets	**24,976.87**	0.00
Current assets	**1,359,053.62**	1,554,276.62
Fixed assets		
Financial assets group companies	**1,597,400.00**	1,757,900.00
Financial assets third parties	**6,065.39**	6,062.69
Financial assets	**1,603,465.39**	1,763,962.69
IT, communications technology	**1,868.00**	568.30
Movable tangible assets	**1,868.00**	568.30
Non paid up share capital	**50,000.00**	50,000.00
Fixed assets	**1,655,333.39**	1,814,530.99
Assets	**3,014,387.01**	3,368,807.61

BALANCE SHEET

	31/03/2026 CHF	31/03/2025 CHF
Liabilities and shareholders' equity		
Short-term liabilities		
Liabilities to group companies	**117,532.52**	230,540.92
Liabilities to third parties	**63,723.59**	4,122.92
Other current liabilities	**15,850.79**	26,344.83
Accrued liabilities (short-term)	**195,429.21**	429,704.20
Short-term liabilities	**392,536.11**	690,712.87
Liabilities	**392,536.11**	690,712.87
Shareholders' equity		
Share capital	**100,000.00**	100,000.00
Statutory retained earnings	**50,000.00**	50,000.00
Profit brought forward	**2,528,094.74**	2,415,603.59
Annual loss/profit	**(56,243.84)**	112,491.15
Retained earnings	**2,471,850.90**	2,528,094.74
Shareholders' equity	**2,621,850.90**	2,678,094.74
Liabilities and shareholders' equity	**3,014,387.01**	3,368,807.61

INCOME STATEMENT FOR THE YEAR ENDED

	2025/2026 CHF	31/03/2025 CHF
Operating income from sales of goods and services		
Gross revenue	**2,415,675.17**	4,141,973.06
Losses in receivables, change in credit risk	**121,224.67**	(119,982.17)
Sales deductions	**121,224.67**	(119,982.17)
Net income from receivables	**2,536,899.84**	4,021,990.89
Changes services in progress	**42,081.40**	(131,918.12)
Revenues from goods and services	**2,578,981.24**	3,890,072.77
Direct cost		
Services expenses	**(1,788,144.46)**	(2,950,674.23)
Materials expenditure	**(1,788,144.46)**	(2,950,674.23)
Direct cost	**(1,788,144.46)**	(2,950,674.23)
Gross profit after direct expenses	**790,836.78**	939,398.54
Personnel expense		
Salaries	**(400,274.98)**	(501,428.12)
Social security payments	**(49,216.83)**	(54,980.17)
Other personnel expense	**(58,951.55)**	(55,554.29)
Personnel expense	**(508,443.36)**	(611,962.58)
Gross profit after employee-related expenses	**282,393.42**	327,435.96
Other operational expenses		
Premises' cost	**(24,759.15)**	(22,189.79)
Insurances, duties, fees, permits	**(1,816.83)**	(3,191.99)
Telephones, postage, fax	**(4,578.64)**	(4,424.51)
Bookkeeping and consulting expense	**(86,788.08)**	(60,182.62)
Other administrative expense	**(2,946.41)**	(3,559.15)
Administrative expense	**(94,313.13)**	(68,166.28)
Publicity	**0.00**	(9,871.71)
Other operational expenses	**(120,889.11)**	(103,419.77)
Operating result before depreciation, amortisation, financial income and taxes	**161,504.31**	224,016.19
Depreciation and amortization of tangible fixed assets	**(755.90)**	(378.00)
Operating result before financial income and taxes	**160,748.41**	223,638.19

INCOME STATEMENT FOR THE YEAR ENDED

	2025/2026 CHF	31/03/2025 CHF
Finance cost	**(252,926.01)**	(140,600.45)
Financial income	**36,124.76**	40,493.66
Earnings before taxes	**(56,052.84)**	123,531.40
Non-operating, extraordinary, one-off, out-of-period income		
Non-operating income	**0.00**	326.25
Non-operating, extraordinary, one-off, out-of-period income	**0.00**	326.25
Earnings before taxes	**(56,052.84)**	123,857.65
Taxes	**(191.00)**	(11,366.50)
Annual loss/profit	**(56,243.84)**	112,491.15

NOTES

	31/03/2026 CHF	31/03/2025 CHF
Information on the annual accounts applied principles		
The financial statements was prepared in accordance with the provisions of Swiss law, in particular the article on commercial bookkeeping and accounting of the Swiss Code of Obligations (Art. 957ff.).		
Disclosure on balance sheet items		
Services in progress	**175,470.46**	133,389.06
The services in progress are valued as below:		
a) Fixed Price Projects - Based on the percentage-of-completion method		
b) Time & Material Projects - Based on the efforts and customer approved billing rate card		
Yearly average of full-time positions		
Up to 10 full-time positions	**appropriate**	appropriate

PROPOSED APPROPRIATION OF AVAILABLE EARNINGS

The Board of Directors proposes the following appropriation of available earnings.

	2025/2026 CHF	31/03/2025 CHF
Available earnings	**2,528,094.74**	2,415,603.59
Annual loss/profit	**(56,243.84)**	112,491.15
Retained earnings	**2,471,850.90**	2,528,094.74
Capital contributions into retained earnings	**–**	–
dividend distribution	**–**	–
Carry-forward to new account	**2,471,850.90**	2,528,094.74

Since the statutory reserves amount to 50% of share capital, the Board of Directors is waiving any additional allocation in accordance with Art. 671 (3) OR.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF BRISTLECONE UK LIMITED

Opinion

We have audited the financial statements of Bristlecone UK Limited (the 'Company') for the year ended 31 March 2026, which comprise the Statement of Income and Retained Earnings, the Statement of Financial Position and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 March 2026 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the Annual Report other than the financial statements and our Auditor's Report thereon. The Directors are responsible for the other information contained within the Annual Report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Directors' Report has been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' Report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the Directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemptions in preparing the Directors' Report and from the requirement to prepare a Strategic Report.

Responsibilities of directors

As explained more fully in the Directors' Responsibilities Statement set out on page herein, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an Auditor's Report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Irregularities, including fraud, are instances of non compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

The Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation. We determined that the following laws and regulations were most significant:

- The Companies Act 2006;
- Financial Reporting Standard 102;
- General Data Protection Regulations; and
- UK tax legislation.

We assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items. We understood how the Company is complying with those legal and regulatory frameworks by, making inquiries to management and those responsible for legal and compliance procedures. The engagement partner assessed whether the engagement team collectively had the appropriate competence and capabilities to identify or recognise noncompliance with laws and regulations. The assessment did not identify any issues in this area. We assessed the susceptibility of the Company financial statements to material misstatement, including how fraud might occur. Audit procedures performed by the engagement team included:

- Identifying and assessing the measures management has in place to prevent and detect fraud;
- Understanding how those charged with governance considered and addressed the potential for override of controls or other inappropriate influence over the financial reporting process; and
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations.

As a result of the above procedures, we considered the opportunities and incentives that may exist within the organisation for fraud and identified the potential for fraud in the following areas:

- The use of management override of controls to manipulate results, or to cause the Company to enter into transactions not in its best interests; or
- Posting of unusual journals and complex transactions.

The carrying out of our assessment, and the procedures adopted in response, are not, in themselves, indicative of a high risk of fraud.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditor's Report.

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditor's Report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Robin Hopkins FCA (Senior Statutory Auditor)
for and on behalf of Menzies LLP
Chartered Accountants
Statutory Auditor

95 Gresham Street
London
Date: 9 April 2026 EC2V 7AB

BRISTLECONE UK LIMITED (REGISTERED NUMBER: 03169221)

STATEMENT OF INCOME AND RETAINED EARNINGS FOR THE YEAR ENDED 31 MARCH 2026

	2026 £	2025 £
Turnover	**14,575**	842
Gross Profit	**14,575**	842
Administrative expenses	**(19,229)**	(11,596)
Operating loss	**(4,654)**	(10,754)
Interest receivable and similar income	**4,655**	10,735
Profit/(loss) before tax	**1**	(19)
Profit/(loss) after tax	**1**	(19)
Retained earnings at the beginning of the year	**(1,732,354)**	(1,732,335)
	(1,732,354)	(1,732,335)
Profit/(loss) for the year	**1**	(19)
Retained earnings at the end of the year	**(1,732,353)**	(1,732,354)

The notes on pages 11 to 12 form part of these financial statements.

BRISTLECONE UK LIMITED (REGISTERED NUMBER: 03169221)

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2026

	Note	2026 £	2025 £
Current assets			
Debtors: amounts falling due within one year	**4**	**6,516**	1,976
Bank and cash balances		**41,052**	625,256
		47,568	627,232
Creditors: amounts falling due within one year	**5**	**(9,921)**	(9,586)
Net current assets		**37,647**	617,646
Total assets less current liabilities		**37,647**	617,646
Net assets		**37,647**	617,646
Capital and reserves			
Called up share capital		**1,770,000**	2,350,000
Profit and loss account		**(1,732,353)**	(1,732,354)
		37,647	617,646

The financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A small entities.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

Padamnath Somnath Pandit
Director
Date: 9 April 2026

The notes on pages 11 to 12 form part of these financial statements.

BRISTLECONE UK LIMITED (REGISTERED NUMBER: 03169221)

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

	Called up share capital £	Profit and loss account £	Total equity £
At 1 April 2025	2,350,000	(1,732,354)	617,646
Comprehensive income for the year			
Profit for the year	–	1	1
Other comprehensive income for the year	**–**	**–**	**–**
Total comprehensive income for the year	**–**	**1**	**1**
Contributions by and distributions to owners			
Shares cancelled during the year	(580,000)	**–**	(580,000)
Total transactions with owners	**(580,000)**	**–**	**(580,000)**
At 31 March 2026	**1,770,000**	**(1,732,353)**	**37,647**

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2025

	Called up share capital £	Profit and loss account £	Total equity £
At 1 April 2024	2,350,000	**(1,732,335)**	617,665
Comprehensive income for the year			
Loss for the year	–	**(19)**	**(19)**
Other comprehensive income for the year	**–**	**–**	**–**
Total comprehensive income for the year	**–**	**(19)**	**(19)**
Total transactions with owners	**–**	**–**	**–**
At 31 March 2025	**2,350,000**	**(1,732,354)**	**617,646**

The notes on pages 11 to 12 form part of these financial statements.

BRISTLECONE UK LIMITED (REGISTERED NUMBER: 03169221)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. General information

Bristlecone UK Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

The presentation currency of the financial statements is the Pound Sterling (£).

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with FRS 102 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland' and the requirements of the Companies Act 2006. The disclosure requirements of Section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The following principal accounting policies have been applied:

2.2 Turnover

Turnover represents the invoiced amounts of services provided and it is stated net of Value Added Tax.

The services provided by the Company comprise the recovery of administrative expenses incurred on behalf of the parent undertaking in accordance with intercompany arrangements. Turnover is recognised when the related administrative costs are incurred and invoiced to the parent undertaking.

2.3 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non monetary items measured at fair value are measured using the exchange rate when fair value was determined.

2.4 Interest income

Interest income is recognised in profit or loss using the effective interest method.

3. Employees

The Company has no employees other than the Directors, who did not receive any remuneration (2025 - £NIL)

4. Debtors

	2026	2025
	£	£
Amounts owed by group undertakings	**4,976**	841
Other debtors	**1,540**	310
Prepayments and accrued income	**–**	825
	6,516	1,976

5. Creditors: Amounts falling due within one year

	2026	2025
	£	£
Trade creditors	**2,760**	420
Accruals and deferred income	**7,161**	9,166
	9,921	9,586

6. Related party disclosures

The company has taken advantage of exemption, under the terms of Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', not to disclose related party transactions with wholly owned subsidiaries within the group.

7. Ultimate Controlling party

The immediate holdings company is Bristlecone Worldwide, Inc.

The Directors consider the company's ultimate holding company and controlling party to be Mahindra & Mahindra Limited which is incorporated in India.

The company's results are included in the consolidated financial statements of Mahindra & Mahindra Limited which are publicly available from Gateway Building, Apollo Bunder, Mumbai 400 001, India.

BRISTLECONE UK LIMITED (REGISTERED NUMBER: 03169221)

DETAILED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MARCH 2026

	2026 £	2025 £
Turnover	**14,575**	842
Gross profit	**14,575**	842
Gross profit %	**100.0%**	100.0%
Less: overheads		
Administration expenses	**(19,229)**	(11,596)
Operating loss	**(4,654)**	(10,754)
Interest receivable	**4,655**	10,735
Profit/(Loss) for the year	**1**	(19)

BRISTLECONE UK LIMITED (REGISTERED NUMBER: 03169221)

SCHEDULE TO THE DETAILED ACCOUNTS FOR THE YEAR ENDED 31 MARCH 2026

	2026 £	2025 £
Turnover		
Sales	**14,575**	842
	14,575	842

	2026 £	2025 £
Administration expenses		
Legal and professional	**10,986**	4,070
Auditors' remuneration	**7,450**	6,950
Bank charges	**535**	524
Difference on foreign exchange	**211**	17
Rates	**47**	35
	19,229	11,596

	2026 £	2025 £
Interest receivable		
Bank interest receivable	**4,655**	10,735
	4,655	10,735

REPORT OF INDEPENDENT CERTIFIED PUBLIC ACCOUNTANTS

Board of Directors Bristlecone, Inc.

Opinion

We have audited the financial statements of Bristlecone, Inc. (the "Company") (a California Corporation and a wholly owned subsidiary of Bristlecone Worldwide Inc.) (formerly known as Bristlecone Limited) which comprise the balance sheets as of March 31,2026 and 2025, and the related statements of comprehensive income, changes in stockholders' equity, and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of March 31,2026 and 2025, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinion

We conducted our audits of the financial statements in accordance with auditing standards generally accepted in the United States of America (US GAAS). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of management for the financial statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for one year after the date the financial statements are issued.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with US GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with US GAAS, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Grant Thornton Bharat LLP

Place: Kolkata, India
Date: April 16, 2026

BALANCE SHEET

Particulars	Notes	As at March 31, 2026 (US$)	As at March 31, 2025 (US$)
ASSETS			
Current assets			
Cash and cash equivalents	B	**11,590,001**	7,521,393
Accounts receivables (net) and contract assets	C		
– Due from related party		**80,709**	253,651
– Contract assets		**3,008,031**	388,864
– Others		**27,031,634**	23,955,677
Prepaid expenses		**1,661,611**	931,500
Others current assets		**217,379**	178,210
Total current assets		**43,589,365**	33,229,295
Non-current assets			
Property and equipment, net	D (A)	**401,430**	705,866
Intangible assets, net	D (B)	**–**	–
Operating lease right to use assets, net		**815,400**	501,573
Advance income tax		**96,159**	3,215
Deferred tax assets, net	F	**2,434,205**	2,057,704
Other assets		**138,697**	151,851
Total non-current assets		**3,885,891**	3,420,209
Total assets		**47,475,256**	36,649,504
Liabilities and stockholders' equity			
Current liabilities			
Accounts payable:			
– Due to related parties	L	**14,334,332**	16,589,366
– Others		**1,093,249**	1,382,889
Employee related liabilities		**6,882,042**	6,567,642
Accrued expenses	E	**2,848,111**	2,039,078
Provision for income tax expense		**634,015**	436,717
Unearned revenue		**4,634,655**	2,642,099
Lease liability	K	**340,362**	516,617
Total current liabilities		**30,766,766**	30,174,408
Non current liabilities			
Long term lease liability	K	**558,917**	285,502
Total non current liabilities		**558,917**	285,502
Total liabilities		**31,325,683**	30,459,910
Stockholders' equity, including convertible preference shares	G		
Series A preferred stock, convertible, no par value 865,540 shares authorized and 865,540 shares issued as of March 31, 2026 and March 31, 2025		**774,518**	774,518
Series B preferred stock, convertible, no par value 3,628,960 shares authorized and 2,749,995 shares issued as of March 31, 2026 and March 31, 2025		**5,939,606**	5,939,606
Common stock, no par value 30,000,000 shares authorized and 8,492,157 shares issued of March 31, 2026 and March 31, 2025		**136,664**	136,664
Additional paid-in capital		**1,126,461**	1,277,747
Retained earnings		**8,172,324**	(1,938,941)
Total stockholders' equity		**16,149,573**	6,189,594
Total liabilities and stockholders' equity		**47,475,256**	36,649,504

(The accompanying notes are an integral part of these financial statements)

STATEMENT OF COMPREHENSIVE INCOME

Particulars	Notes	Year ended March 31, 2026 (US$)	Year ended March 31, 2025 (US$)
Revenue			
Sale of Services		**123,408,034**	99,331,574
Reimbursement Income		**1,446,405**	765,846
Total Revenue	**A(3.4)**	**124,854,439**	100,097,420
Operating Expenses			
Cost of Revenues			
Cost of Services		**90,295,017**	74,269,109
Reimbursement Expenses		**1,446,405**	765,846
Total Cost of Revenues		**91,741,422**	75,034,955
Selling, General and Administrative Expenses		**18,967,129**	16,514,154
Depreciation and Amortization	**D**	**417,989**	511,331
Total Operating Expenses		**111,126,540**	92,060,440
Operating Income		**13,727,899**	8,036,980
Finance Cost		**–**	65,550
Other Income, net		**517,049**	407,965
Income Before Income Tax Expense		**14,244,948**	8,379,395
Income Tax Expense	**F**	**3,994,730**	2,420,322
Net Income		**10,250,218**	5,959,073
Other Comprehensive Income		**–**	–
Total Comprehensive Income		**10,250,218**	5,959,073

(The accompanying notes are an integral part of these financial statements)

STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

Particulars	Preferred stock		Common stock		Additional paid-in capital	Retained earnings	Total stockholders' equity
	Shares	Amount (US$)	Shares	Amount (US$)	Amount (US$)	Amount (US$)	Amount (US$)
Balance as at April 1, 2024	3,615,535	6,714,124	8,492,157	136,664	12,184,579	(7,898,014)	11,137,353
Stock based compensation expense	–	–	–	–	93,168	–	93,168
Repayment of additional paid in capital	–	–	–	–	(11,000,000)	–	(11,000,000)
Net income for the year	–	–	–	–	–	5,959,073	5,959,073
Balance as at March 31, 2025	**3,615,535**	**6,714,124**	**8,492,157**	**136,664**	**1,277,747**	**(1,938,941)**	**6,189,594**
Stock based compensation expense	–	–	–	–	66,624	–	66,624
Options repurchased during the year					(217,910)	(138,953)	(356,863)
Net income for the year	–	–	–	–	–	10,250,218	10,250,218
Balance as at March 31, 2026	**3,615,535**	**6,714,124**	**8,492,157**	**136,664**	**1,126,461**	**8,172,324**	**16,149,573**

STATEMENTS OF CASH FLOWS

Particulars	Year ended March 31, 2026 (US$)	Year ended March 31, 2025 (US$)
Cash flow from operating activities		
Net income	**10,250,218**	5,959,073
Adjustments to reconcile net profit to net cash provided by operating activities		
Depreciation and amortization	**417,989**	511,331
Amortization on right of use asset	**290,938**	323,583
Deferred tax (credit)	**(376,500)**	(686,168)
Unrealised exchange loss/(gain), net	**13,418**	17,056
Others	**(66,632)**	15,765
Creation / (reversal) of provision for doubtful debts	**1,176,363**	(4,282)
Stock compensation expense	**66,624**	93,168
Changes in assets and liabilities		
Accounts receivable and unbilled revenue	**(6,713,839)**	(5,025,902)
Due from related parties	**–**	612,628
Other current assets	**(21,362)**	(90,595)
Prepaid expenses	**(730,111)**	(306,453)
Income tax receivable	**(92,944)**	–
Accounts payable, related parties	**(2,544,673)**	1,050,712
Accounts payable	**–**	668,504
Other liabilities	**3,313,287**	3,032,839
Lease liability	**(443,751)**	(491,974)
Net cash (used in) / from operating activities	**4,539,025**	5,679,285
Cash flow from investing activities		
Purchase of property & equipment and software	**(113,554)**	(35,835)
Repayment of loan by related parties	**–**	5,000,000
Net cash (used in) investing activities	**(113,554)**	4,964,165
Cash flow from financing activities		
Repayment of additional paid in capital	**–**	(11,000,000)
Repurchase of employee stock option	**(356,863)**	
Net cash (used in) financing activities	**(356,863)**	(11,000,000)
Net increase in cash and cash equivalents	**4,068,608**	(356,550)
Cash and cash equivalents at the beginning of the year	**7,521,393**	7,877,943
Cash and cash equivalents at the end of the year	**11,590,001**	7,521,393
Supplemental cash flow information		
Interest received	**443,883**	1,016,903
Interest paid	**–**	65,550
Income taxes paid	**4,247,270**	2,935,354

(The accompanying notes are an integral part of these financial statements)

Notes to Financial Statements for the year ended March 31, 2026

NOTE A - BACKGROUND INFORMATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1. NATURE OF OPERATIONS

Bristlecone Inc. (the "Company") is engaged in providing technology solutions and consulting services, with operations and customers primarily in the United States of America (the 'US' or 'USA'). The Company's primary focus is on providing supply chain services ranging from supply chain strategy and network design to supply chain system implementations. The Company also provides application outsourcing services, data management services and development and integration services to independent software vendors.

1.1 BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The accompanying financial statements have been prepared on a going concern basis under the historical cost convention and on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

These financial statements have been presented in United State Dollars ('USD$'), which is the functional and reporting currency of the Company.

2. GENERAL INFORMATION

The Company was incorporated under the laws of the State of California in 1998. In May 2004, the Company became a wholly-owned subsidiary of Bristlecone Worldwide Inc., a USA Company (formerly Bristlecone Limited, a Cayman Island Company). The Company's then stockholders and stock option holders, in exchange for their stock interest in Bristlecone Inc., received cash, common stock, preferred stock, warrants and common stock options of Bristlecone Worldwide Inc (formerly Bristlecone Limited). Mahindra & Mahindra Limited, an Indian Company is the Company's ultimate parent.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

A summary of the significant accounting policies applied in the preparation of the accompanying financial statements is as follows:

3.1. OVERALL CONSIDERATIONS

The accompanying financial statements have been prepared on a going concern basis under the historical cost convention and on the accrual basis of accounting.

These financial statements have been presented in United States Dollars ('US$'), which is the functional and reporting currency of the Company.

3.2. USE OF ESTIMATES

In preparing the Company's financial statements in conformity with accounting principles generally accepted in the United States of America, the Company's management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Although these estimates are based on management's best knowledge of current events and actions, actual results may ultimately differ from those estimates. The significant estimates and assumptions that affect the financial statements include, but are not limited to, useful lives of assets, realization of deferred tax assets, provision for variable pay and provision for sales commission the nature and timing of the satisfaction of performance obligations, estimated costs to complete fixed price contracts, provision against receivables, obligations related to employee benefit plans, income-tax uncertainties and other contingencies, assumptions used to calculate stock-based compensation expense, recoverability of long-lived assets, and intangibles.

3.3. FOREIGN CURRENCY TRANSACTIONS AND TRANSLATION

Transactions in foreign currencies are translated at the rate of exchange prevailing on the date of the transaction. Monetary assets and liabilities in foreign currencies are translated at the rate of exchange prevailing at the balance sheet date. All foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities at year-end are recorded in the statement of comprehensive income.

3.4. REVENUE RECOGNITION

The Company is principally engaged in business consulting, software implementation and related support services.

- Revenue is recognised upon transfer of control of contracted products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.
- Revenues with respect to time and material contracts are recognized on input method basis i.e. based on time /efforts spent.
- Revenue related to fixed price maintenance and support services contracts where the Company provides services is recognised based on time elapsed mode and revenue is straight lined over the period of performance.
- In respect of other fixed-price contracts, revenue is recognized using costs incurred to date relative to total estimated costs at completion to measure progress toward satisfying our performance obligations. The use of this method requires significant judgment to estimate the cost required to complete the contracted scope of work, including assumptions and estimates relative to the length of time to complete the project and the nature and complexity of the work to be performed and resources engaged. We regularly monitor these estimates throughout the execution of the project and record changes in the period in which a change in an estimate is determined.
- Revenue from the sale of third party software is recognised upfront at the point in time when the software is delivered to the customer.
- Unbilled receivables represents revenues recognized for services rendered between the last billing date and the balance sheet date.
- Unearned and deferred revenue is recognised when there is billing in excess of revenues. The billing schedules agreed with customers include periodic performance - based payments and / or milestone - based progress payments. Invoices are payable within contractually agreed credit period. Deferred revenue also includes the amount for which services have been rendered but other conditions of revenue recognition are not met.
- Contract acquisition costs are amortized over the period of contract however the contract acquisition costs are charged to statement of comprehensive income when the life of contract is less than one year.
- Contracts are subject to modification to account for changes in contract specification and requirements. The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation, a cumulative adjustment is accounted for.
- Payment terms - All contracts entered into by the Company specify the payment terms and are defined for each contract separately.

Use of significant estimates and judgements

Use of the percentage of completion method requires the Company to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Efforts or costs expended are used to measure progress towards completion as there is a direct relationship between input and productivity.

The Company uses significant judgments while determining the transactions price allocated to performance obligation using the expected cost-plus margin approach.

Provisions for estimated losses, if any, on uncompleted contracts are recorded in the period in which such losses become probable based on the expected contract estimates at the reporting date.

Disaggregation of Revenue

The Company disaggregates revenue from contracts with customers by geography and contract type, as it believes it best depicts how the nature, amount, timing and uncertainty of our revenue and cash flows are affected by industry, market and other economic factors.

The Company's revenue by geography is as follows:

Geographic location	Year ended March 31, 2026 US$	Year ended March 31, 2025 US$
North America	**121,580,736**	97,626,088
Europe	**640,563**	435,228
Rest Of the World	**2,633,140**	2,036,104
Total	**124,854,439**	100,097,420

The Company's revenue by type of contract is as follows:

Type of Contract	Year ended March 31, 2026 US$	Year ended March 31, 2025 US$
Time and material	**67,693,695**	60,011,642
Fixed Price	**57,160,744**	40,085,778
Total	**124,854,439**	100,097,420

3.5. ACCOUNTS RECEIVABLE

Accounts receivables are stated at the net amount expected to be collected. The allowance for doubtful accounts reflects the current estimate of expected credit losses to be incurred over the life of the accounts receivable. The company considers various factors in establishing, monitoring, and adjusting its allowance for doubtful accounts, including the aging of the accounts and aging trends, the historical level of charge-offs, and specific exposures related to customers. The company also monitors other risk factors and forward-looking information, for establishing adequate allowances. The allowance for doubtful debts was US$ 1,767,613 as on March 31, 2026 and US$ 591,250 as on March 31, 2025

3.6. CASH AND CASH EQUIVALENTS

The Company considers all highly liquid investments with an original maturity of ninety days or less to be cash equivalents. Cash equivalents are readily convertible into known amounts of cash and are subject to an insignificant risk of changes in value. Cash comprises balance in checking and money market accounts.

3.7. DIVIDENDS

Final dividend on common stock and preferred stock are recorded as a liability on the date of declaration by the Board of Directors.

3.8. PROPERTY, EQUIPMENT AND SOFTWARE

Equipment and software are stated at historical cost less accumulated depreciation and amortization.

Depreciation/ amortization is calculated on the straight-line method over the estimated useful life of the respective assets. Assets under capital leases and leasehold improvements are amortized over lower of their estimated useful lives and the term of the lease.

The Company has determined the estimated useful lives of assets for depreciation/ amortization purposes as follows:

Computers	3 – 5 years
Furniture and fixtures	5 – 7 years
Office equipment	3 – 5 years
Software	3 years
Leasehold improvements	Over the shorter of primary lease period and the useful life of the asset

Expenditure for maintenance and repairs are expensed as incurred. When assets are retired or otherwise disposed of, the cost of the asset and related accumulated depreciation and amortisation are eliminated from the financial records. Any gain or loss on disposal is credited or charged to the statement of comprehensive income.

Advances paid towards property and equipment and the cost of property and equipment not yet placed in service before the end of the reporting period are classified as capital work in progress.

3.9. IMPAIRMENT OF LONG LIVED ASSETS

Long-lived assets to be held and used are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of such assets may not be recoverable. Recoverability of long-lived assets or groups of assets is assessed based on a comparison of the carrying amount to the estimated future net cash flows. If estimated future undiscounted net cash flows are less than the carrying amount, the asset is considered impaired and a loss is recorded equal to the amount required to reduce the carrying amount to fair value. Management has performed its impairment review and concludes that the Company's long lived assets are not impaired as of March 31, 2026.

3.10. COST OF REVENUES

Cost of revenues comprises salaries and employee benefits, stock compensation expense, sub-contractor fees, license cost, off-shore consultancy charges, project related travel and other costs, including those reimbursed by customers.

3.11. EMPLOYEE BENEFITS

The Company has a policy of unlimited vacation time for eligible employees. These employees can take unlimited vacation time off at their discretion. Accordingly, Company is not creating any liability towards such eligible employees.

The Company's liability towards compensated absences is determined on an arithmetical basis for the entire unavailed vacation balance standing to the credit of non-eligible employee as at year-end.

Contributions to defined contribution plans are charged to statements of operations in the year in which they accrue.

The Company has a 401(k) plan that provides defined contribution retirement benefits for all the employees. Participants may contribute a portion of their compensation to the plan, subject to the limitations under the Internal Revenue Code. The Company's contributions to the plan are at the discretion of the Board and expense is recorded in the year to which such contributions pertain.

Long term cash incentive award include cash bonus (a long-term cash incentive award) consisting of performance-based awards and retention-based awards. Retention-based (LTI) awards is the award for which the payment is contingent on participant's continuing employment whereas the performance-based awards is an award for which the payment is contingent on the achievement of performance goals with respect to a performance period. The Company estimates the expected liability towards LTI as at each reporting date based on progress made by employees against the defined objectives. The expenses are recognized on straight-line basis over the estimated period of service over which such awards are provided.

3.12. STOCK COMPENSATION

The Company accounts for the equity-settled options and cash-settled options granted to its employees in accordance with ASC 718, "Shared based payments". ASC 718 addresses the accounting for stock based compensation transactions in which an enterprise receives employee services in exchange for equity instruments of the enterprise or liabilities that are based on the fair value of the enterprise's equity instruments or that may be settled by the issuance of such equity instruments.

In accordance with the provisions of ASC 718, stock compensation for all awards granted, modified or settled, that the Company expects to vest is recognized on a straight line basis over the requisite service period, which is generally the vesting period of the award.

(a) Equity Settled Options

The employees of the Company participate in stock compensation plans which are operated by the Bristlecone Worldwide Inc. (formerly Bristlecone Limited) (Holding Company), based on which the employees of the Company have been granted stock options of the Holding Company. The Company accounts for stock compensation in accordance with ASC 718, “Share based payments”.

The Company applies the same accounting principles as the Holding Company for recording stock compensation in respect of stock of the Holding Company granted to employees of the Company for the purposes of reporting in the separate financial statements of the Company. An amount equal to such compensation expense for the year is recorded as a capital contribution in stockholders’ equity in the financial statements of the Company.

The Company recognizes stock-based compensation expense in the statements of income for awards of equity instruments to employees based on the grant-date fair value of those awards. The Company recognizes these compensation costs on straight-line basis over the requisite service period of the award which is generally the vesting period of the award. Forfeitures are accounted when the actual forfeitures occur.

ASC 718 requires the use of a valuation model to calculate the fair value of stock-based awards. The Company elected to use the Black-Scholes-Merton pricing model to determine the fair value of stock-based awards on the date of grant. Refer Note I – Stock Compensation.

(b) Stock Appreciation right (SAR) (Cash Settled Options)

A stock appreciation right (SAR) gives an employee the contractual right to receive an amount of cash that equals the appreciation in the Company’s stock from the award’s grant date to the exercise date.

The liability for the Share Appreciation Rights (SARs) is measured, initially and at the end of each reporting period until settled, at the fair value of the SARs by applying a Black-Scholes-Merton model, taking into account the terms and conditions on which the SARs were granted. Liabilities for Share Appreciation Rights are recognized as employee benefit expense over the relevant service period. The liabilities are remeasured to fair value at each reporting date and are presented as employee benefit obligations in the balance sheet. Refer Note I – Stock compensation.

(c) Performance Stock Appreciation right (PSAR) (Cash Settled Options)

A performance stock appreciation right (PSAR) gives an employee the contractual right to receive an amount of cash that equals to the excess of (a) the Fair Market Value of one share on the Payout Date, over (b) the Grant Price.

The liability for the PSAR is measured, initially and at the end of each reporting period until settled, at the fair value of the SARs by applying a Black-Scholes-Merton model, taking into account the terms and conditions on which the PSARs were granted. Liabilities for Performance Share Appreciation Rights are recognized as employee benefit expense over the relevant service period. The liabilities are remeasured to fair value at each reporting date and are presented as employee benefit obligations in the balance sheet. Refer Note I – Stock compensation.

(d) Shadow Shares Awards (Cash Settled Options)

Each Shadow shares award entitles the participant to receive a Shadow Share Right: an amount payable in cash (or other property at the determination of the administrator) equal to the number of vested shadow shares multiplied by the Fair Market Value of an ordinary Share on the date of a distribution event.

The liability for the Shadow shares is measured, initially and at the end of each reporting period until settled, at the fair value of the shadow shares by applying a Black-Scholes-Merton model, taking into account the terms and conditions on which the shadow shares were granted. Liabilities for shadow shares are recognized as employee benefit expense over the relevant service period. The liabilities are remeasured to fair value at each reporting date and are presented as employee benefit obligations in the balance sheet. Refer Note I – Stock compensation

3.13. INCOME TAXES

The Company applies the asset and liability method of accounting for income taxes as described in ASC 740, “Income Taxes”. Under this method, deferred tax assets and liabilities are recognized for future tax consequences attributable to differences between the financial statements’ carrying amounts of existing assets and liabilities and their respective tax bases and operating loss and tax credit carry forwards.

Deferred tax assets and liabilities are measured using tax rates expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in Statement of comprehensive income in the period that includes the enactment date. Valuation allowances are recognized to reduce the deferred tax assets to an amount that is more likely than not to be realized. In assessing the likelihood of realization, management considers estimates of future taxable income and the effect of temporary differences.

The FASB issued ASU 2015-17, Income Taxes (Topic 740): Balance Sheet Classification of Deferred Taxes. The amendments in this update simplify the presentation of deferred income taxes and require that deferred tax liabilities and assets be classified as non-current in a classified statement of financial position.

Further, ASC 740-10 requires the Company to recognize a provision for uncertainty in income taxes based on minimum recognition threshold. The Company applies a two-step approach for recognizing and measuring uncertain tax positions. The first step is to evaluate the tax position for recognition by determining, based on the technical merits, that the position will be more likely than not sustained upon examination. The second step is to measure the tax benefit as the largest amount of the tax benefit that is greater than 50% likely of being realized upon settlement. The Company evaluates tax positions each year and adjust the related tax liabilities or assets in light of changing facts and circumstances, such as the progress of a tax audit or the expiration of a statute of limitations. We believe the estimates and assumptions used to support our evaluation of tax positions are reasonable. However, final determinations of prior-year tax liabilities, either by settlement with tax authorities or expiration of statutes of limitations, could be materially different from estimates reflected in assets and liabilities and historical income tax provisions. The outcome of these final determinations could have a material effect on our income tax provision, net income, or cash flows in the period in which that determination is made. We believe our tax positions comply with applicable tax law and that we have adequately accounted for these positions.

3.14. LEASES

The Company determines if an arrangement is a lease at inception and classifies its leases at commencement. Operating leases are included in operating lease right-of-use (“ROU”) assets and current and non-current operating lease liabilities on the Company’s consolidated balance sheets. ROU assets represent the Company’s right to use an underlying asset for the lease term. The corresponding lease liabilities represent its obligation to make lease payments arising from the lease. The Company does not recognize ROU assets or lease liabilities for leases with a term of 12 months or less for any asset classes.

Lease liabilities are recognized based on the present value of the future minimum lease payments over the lease term at commencement, net of any future tenant incentives. The Company only has entered into lease agreements where there are no nonlease components.

The Company’s lease terms may include options to extend or terminate the lease. Periods beyond the non-cancellable term of the lease are included in the measurement of the lease liability when it is reasonably certain that the Company will exercise the associated extension option or waive the termination option. As most of the Company’s leases do not provide an implicit rate, the net present value of future minimum lease payments is determined using the risk free rate in the economic environment where the leased asset is located.

Lease expense for operating lease arrangements is recognized on a straight-line basis over the lease term.

3.15. FAIR VALUE MEASUREMENTS

Fair value is the price that would be received upon sale of an asset or paid upon transfer of a liability in an orderly transaction between market participants at the measurement date and in the principal or most advantageous market for that asset or liability. The fair value should be calculated based on assumptions that market participants would use in pricing the asset or liability, not on assumptions specific to the entity.

The three-level hierarchy of fair value measurements is based on whether the inputs to those measurements are observable or unobservable. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect our market assumptions. The fair-value hierarchy requires the use of observable market data when available and consists of the following levels:

Level 1—Quoted prices for identical instruments in active markets;

Level 2—Quoted prices for similar instruments in active markets; quoted prices for identical or similar instruments in markets that are not active; and model-derived valuations in which all significant inputs are observable in active markets; and

Level 3—Valuations derived from valuation techniques in which one or more significant inputs are unobservable.

NOTE B - CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprise of:

Particulars	As at March 31, 2026 US$	As at March 31, 2025 US$
Balance in checking and money market accounts	**11,590,001**	7,521,393

Cash balances of the Company are held in checking accounts, which are non-interest bearing, with the banks participating in the Transaction Account Guarantee Program of Federal Deposit Insurance Corporation (FDIC). Under that program, through March 2026, all non-interest bearing transaction accounts are guaranteed by the FDIC for US$ 250,000 per tax ID for State Bank of India, California, J P Morgan Chase, NA. and Silicon Valley Bank (till February 19, 2025)

As at March 31, 2026, the Company has US$ 11,090,001 [2025 US$ 7,135,220] as balances in excess of the federally insured amounts.

NOTE C - ACCOUNTS RECEIVABLES (NET) AND CONTRACT ASSETS

Accounts receivables and contract assets comprise of the following:

Particulars	As at March 31, 2026 US$	As at March 31, 2025 US$
Due from related parties (refer Note - M)	**80,709**	253,651
Due from others (refer note below)	**28,799,247**	24,546,927
Contract assets	**3,008,031**	388,864
	31,887,987	25,189,442
Less: Allowance for uncollectible accounts receivables	**(1,767,613)**	(591,250)
Total	**30,120,374**	24,598,192

Accounts receivable include unbilled accounts receivable which represent revenues on contracts to be billed, in subsequent periods, as per the terms of the related contracts. As of March 31, 2026 the Company had US$ 4,034,314 [2025: US$ 4,575,773] of unbilled accounts receivable.

The allowance for uncollectible amounts reflected the following activity during the year:

Particulars	As at March 31, 2026 US$	As at March 31, 2025 US$
Balance at the beginning of the year	**591,250**	595,532
Add: Allowance created/(reversed) during the year	**1,178,239**	11,483
Less: Written off during the year	**(1,876)**	(15,765)
Balance at the end of the year	**1,767,613**	591,250

NOTE D - PROPERTY, EQUIPMENT AND INTANGIBLE ASSETS, NET

A) Property and equipment consist of the following:

Particulars	As at March 31, 2026 US$	As at March 31, 2025 US$
Computers	**1,541,556**	1,428,002
Furniture and fixtures	**252,431**	252,431
Office equipment	**374,574**	374,574
Lease hold improvements	**1,584,322**	1,584,322
	3,752,883	3,639,329
Less: Accumulated depreciation	**(3,351,453)**	(2,933,463)
Total	**401,430**	705,866

Depreciation expense for the year ended March 31, 2026 was US$ 417,989 (2025: US$ 510,157)

B) Intangible assets consist of the following:

Particulars	As at March 31, 2026 US$	As at March 31, 2025 US$
Software	**251,301**	251,301
Capitalised software development costs	**839,388**	839,388
	1,090,689	1,090,689
Less: Accumulated amortization	**(1,090,689)**	(1,090,689)
Intangible assets, net	**–**	–

Amortization expense for the year ended March 31, 2026 was US$ Nil (2025: US$ 1,174)

NOTE E - ACCRUED EXPENSES

Accrued expenses and other current liabilities comprise of the following:

Particulars	As at March 31, 2026 US$	As at March 31, 2025 US$
Accrued expenses	**2,848,111**	2,039,078
	2,848,111	2,039,078

NOTE F - INCOME TAXES

Income tax expense for the year comprises of the following:

Particulars	As at March 31, 2026 US$	As at March 31, 2025 US$
Current tax expense	**4,370,933**	2,956,789
Deferred tax (credit)	**(376,500)**	(686,168)
Penalty on income tax	**297**	14,440
(Excess)/ Short provision of earlier years	**–**	135,261
Total	**3,994,730**	2,420,322

The difference between the amount of income tax expense that would result from applying domestic federal statutory income tax rates to the net profit and the net deferred tax assets is related to certain non-deductible expenses, state income taxes and the change in valuation allowance. Permanent differences are primarily on account of non-deductible meals and entertainment expenses. During the year, the company utilized carry forward Net Operating Losses (NOL) of US$ NIL [2025: US$ NIL].

The Company recorded valuation allowances of USD$ 566,149 as of March 31, 2026 and 2025, respectively, against deferred tax assets principally associated with

certain tax credit and tax net operating loss carry forwards, as it believes that it is more likely than not that these assets will not be realized. For all other deferred tax assets, we believe it is more likely than not that the results of future operations will generate sufficient taxable income to realize these deferred tax assets.

Particulars	As at March 31, 2026 US$	As at March 31, 2025 US$
Deferred tax assets		
Net operating loss carry forwards	**566,149**	574,133
Accrued payroll	**1,824,255**	1,801,518
Provision for uncollectible receivables	**482,342**	159,638
Sub-total	**2,872,746**	2,535,289
Valuation allowance	**(566,149)**	(566,149)
Total deferred tax asset	**2,306,597**	1,969,140
Deferred tax liability		
Equipment and software	**277,327**	207,406
Leases	**(149,719)**	(118,842)
Net deferred tax asset	**2,434,205**	2,057,704

As at March 31, 2026, the Company has US$ 2,096,848 [2025: US$ 2,096,848] in US Federal Net Operating Loss ("NOL") carryovers, which can be carried forward for future utilization within 20 years from the year in which such losses are generated subject to certain limitations under US tax laws.

As at March 31, 2026, the Company also has US$ 107,999 [2025: US $ 507,703] in State Operating Losses carried forward, which can be carried forward for future utilization within 1-2 years.

The carry forward of the NOLs prior to the date of change of ownership will be impacted by Sec 382 limitation under the International Revenue Code. In terms of this limitation, while the carry forward of any of the NOL's will not be restricted, there will be a limitation on the annual amounts available for set-off under the Code, (currently computed as the value of Bristlecone Inc. prior to the Transaction * 4.45%).

During the year ended March 31, 2026, the Company has not reversed any valuation allowance. In evaluating the Company's ability to recover deferred tax assets, the Company considers all available positive and negative evidence, including scheduled reversals of deferred tax liabilities, Company's future plans and results of recent operations. In evaluating the objective evidence that historical results provide, the Company considers three years of cumulative operating income. Using all available evidence, the Company determined that it was uncertain that it will realize the deferred tax asset for certain of these carry forwards within the carry forward period.

No statutes have been extended on any of the Company's federal income tax filings. The statute of limitation on the Company's March 2023 and March 2024 and March 2025 Federal income tax returns will expire on July 15, 2026 and January 15, 2028, and January 15, 2029 respectively.

The Company is currently not under examination by any state authority for income tax purposes and no statutes of limitation for state income tax filings have been extended. As of March 31, 2026, the Company does not have any uncertain tax position in respect of unrecognized tax positions as per ASC 740-10.

NOTE G - STOCKHOLDERS' EQUITY

The Company's authorized stock comprised of 4,494,500 preferred stock at no par value and 30,000,000 common stock at no par value as at March 31, 2026 and March 31, 2025; of which 865,540 preferred stock Series A, 2,749,995 preferred stock series B and 8,492,157 common stock are issued and outstanding as at March 31, 2026 and March 31, 2025.

Conversion of preferred stock

Each preferred stock series A and preferred stock series B is entitled to be converted, without payment of any additional consideration, into one fully paid common stock.

Voting

Every holder of preferred stock series A and preferred stock series B is entitled to one vote for each common stock held into which such series A or series B preferred stock could be converted.

Liquidation

In the event of a liquidation, dissolution or winding up of the Company:

(a) Holders of preferred stock series A and preferred stock series B, shall on a pari passu basis, in preference to any distribution to holders of common stock receive an amount per stock equal to (i) US$ 0.94 for each outstanding stock of preferred stock series A and (ii) US$ 2.21 for each outstanding stock of preferred stock series B subject to appropriate adjustments for stock splits, stock dividends, combinations or recapitalization etc. If upon the occurrence of such event, the assets available for distribution shall be insufficient to permit the payment of the full aforesaid preferential amounts, then the available funds shall be distributed rateably in proportion to the preferential amount each such holder is otherwise entitled to receive pursuant to this clause.

(b) Upon the completion of distribution required by clause (a) above, the remaining assets available for distribution shall be distributed among the holders of series A preferred stock, series B preferred stock and common stock pro rata based on the number of stocks of common stock held by each, provided that the common stock holders shall not receive any distribution unless the series A preferred stock holders have received an aggregate of US$ 0.47 per stock and the series B preferred stock holders have received an aggregate of US$ 1.11 per stock (not including amounts paid pursuant to clause (a) above).

NOTE H - EMPLOYEE BENEFIT PLANS

Effective April 1, 2021, the Company has discontinued accrual for compensated absences for exempt employees. Accrual for compensated absences is applicable for non-exempt employees. The accrual for compensated absences for non-exempt employees as at March 31, 2026 is US$ 4,984 [2025: US$ 4,984].

The Company in the current year made a contribution of US$ 278,818 [2025: US$ 205,916] to 401(k) plan.

NOTE I - STOCK COMPENSATION

Bristlecone Worldwide, Inc. (formerly called Bristlecone Limited), the Holding Company has following stock option plans under which the options are granted to the employees of the Company:

1. Bristlecone Worldwide, Inc. (formerly called Bristlecone Limited) 2004 stock option plan (arising out of conversion of the earlier Bristlecone Inc. existing stock option plan) and Bristlecone Worldwide, Inc.(formerly called Bristlecone Limited) 2008 stock option plan:

   Pursuant to the terms of the acquisition of Bristlecone Inc. on May 17, 2004 by Bristlecone Worldwide, Inc. (formerly called Bristlecone Limited) (the "transaction"), the then existing outstanding options of Bristlecone Inc., aggregating to a total of 2,058,493 options were cancelled and fresh options were issued by Bristlecone Worldwide, Inc. (formerly called Bristlecone Limited) under 2004 stock option plan based on the exchange criteria set out in the transaction documents.

   Options granted under these plans include incentive stock options and non-statutory stock options. As per these plans, 25 per cent of the Shares subject to the Option, vest on the one (1) year anniversary of the vesting commencement date, and 1/48 of the options vest each month thereafter on the same day of the month as the vesting commencement date, subject to the grantee continuing to be an employee through each such date. The term of each option is stated in the Option Agreement; provided, however, that the term shall be no more than 10 years from the date of grant thereof. The exercise price of each option, (a) granted to an employee who at the time of grant of such option, owns stock representing more than 10 per cent of the voting power of all classes of stock of the Company or any Parent or Subsidiary, shall be no less than 110 per cent of the Fair Market Value per share as determined by the Board on the date of grant (b) granted to any other employee, shall be no less than 100 per cent of the Fair Market Value per share determined by the Board on the date of grant, unless otherwise ratified by the Board.

   During the year ended March 31, 2026, the Board of Directors of Holding Company approved a Buyback Plan under the Holding Company's Employee Stock Option Plan. Pursuant to this plan, certain eligible employees voluntarily surrendered their vested stock options, and the Company made cash payments in lieu of the surrendered options at values determined in accordance with the terms of the Buyback Plan.:

2. Bristlecone Worldwide, Inc. (formerly called Bristlecone Limited) 2021 stock plan:

   Under 2021 stock plan, the Holding Company has issued stock options and stock appreciation rights as below:

   Options granted under this plan include incentive stock options and non-statutory stock options. As per this plan, 100 per cent of the shares subject to the option, vest on the completion of 48 calendar months from the vesting commencement date, and no vesting shall occur prior to the completion of such period of 48 months, subject to the grantee continuing to be an

employee through each such period. The term of each option is stated in the Option Agreement; provided, however, that the term shall be no more than 10 years from the date of grant thereof. The exercise price of each option, (a) granted to an employee who at the time of grant of such option, owns stock representing more than 10 per cent of the voting power of all classes of stock of the Company or any Parent or Subsidiary, shall be no less than 110 per cent of the Fair Market Value per share as determined by the Board on the date of grant (b) granted to any other employee, shall be no less than 100 per cent of the Fair Market Value per share determined by the Board on the date of grant.

During the year ended March 31, 2026, the Board of Directors of Holding Company approved a Buyback Plan under the Holding Company's Employee Stock Option Plan. Pursuant to this plan, certain eligible employees voluntarily surrendered their unvested stock options, and the Company made cash payments in lieu of the surrendered options at values determined in accordance with the terms of the Buyback Plan.

On September 15, 2021 the Holding Company granted 300,000 Stock Appreciation Rights (SARs) to employees that entitle them to a cash payment. Each SAR entitles the participant to receive, upon exercise, an amount equal to the excess of (a) the Fair Market Value of one share on the date of exercise, over (b) the Exercise Price (the "Appreciation Value"). Further during the year the Holding Company has granted NIL SARs to employees that entitle them to cash payment.

The SAR's will vest and become exercisable with respect to twenty-five percent (25%) of the SAR's on the first anniversary of the vesting commencement date and will vest with respect to an additional one forty-eighth (1/48th) of the SAR's on the expiration of each month thereafter.

3. Bristlecone Worldwide, Inc. (formerly called Bristlecone Limited) 2023 Stock Appreciation Plan:

Under this plan, the Holding Company has issued performance stock appreciation rights (PSAR) as below:

Each PSARs entitles the Participant to receive, upon exercise, an amount equal to the excess of (a) the Fair Market Value of one Share as per 409A valuation under US Tax Code on the Payout Date, over (b) the Grant Price. The PSARs are being granted pursuant to the terms of the Company's 2021 Stock Plan and Performance Stock Appreciation Rights Plan 2023, as amended from time to time. The grant of the PSARs is made in consideration of the services to be rendered by the Participant to the Company. The PSARs will vest immediately upon approval of the Administrator of the PSARs plan of the year and upon the execution of this Agreement. The Participant's shall be eligible for payout against granted PSARs only after completion of three (3) years from the Grant Date and subject to the terms of this Agreement.

In the event of the involuntary termination of the participant, the PSARs (including any vested portion thereof) shall automatically terminate and become forfeited. If a Participant's employment with the Company terminates before the expiration of the three-years from the vesting, the Participant shall be entitled to receive a payout of the Vested PSARs for completed financial years only, and not for any part of the financial year in which the termination of employment occurs.

4. Bristlecone Worldwide Inc. 2025 Shadow Shares Plan

Under this plan, the Holding Company has issued shadow shares as below:

Each Shadow Share entitles the Participant to receive a Shadow Share Right: an amount payable in cash (or other property at the determination of the Administrator) equal to the number of vested Shadow Shares multiplied by the Fair Market Value of an Ordinary Share on the date of a Distribution Event. The Shadow Shares are being granted pursuant to the terms of the Company's 2025 Shadow Shares Plan. The grant of the Shadow Shares is made in consideration of the services to be rendered by the Participant to the Company and is subject to the terms and conditions of the Plan. The Shadow Shares will vest in four equal installments on each of the first, second, third, and fourth anniversaries of the Grant Date. In the event of the Participant's termination of Continuous Service, Change in Control, death of the participant, the vested Shadow Share Right shall be payable to the Participant/Participant's designated beneficiary on file. In the event that the Participant is terminated for Cause, notwithstanding any other provision of this Agreement or the Plan, all Shadow Shares (whether previously vested or unvested) shall immediately and automatically be forfeited.

5. The Black-Scholes-Merton model is considered to be the most appropriate model for determination of fair value of the share-based awards. In determining the fair value of share-based awards using the Black-Scholes-Merton option pricing model, management is required to make certain estimates of the key assumptions that include expected term, expected volatility of shares, dividend yield and risk free interest rate. Estimating these key assumptions involves judgment regarding subjective future expectations of market prices and trends. The risk-free interest rate is based on the U.S. Treasury yield curve in effect at the time of grant with a term equal to the expected term. We estimate the expected term based on the simplified method for employee stock options considered to be "plain vanilla" options, as our historical share option exercise experience does not provide a reasonable basis upon which to estimate the expected term. The expected dividend yield is 0.0% as we have not paid and do not anticipate paying dividends on our common stock. The aforementioned inputs entered into the option valuation model that we use to determine the fair value of our share awards are subjective estimates and changes to these estimates will cause the fair value of our share-based awards and related share-based compensation expense we record to vary.

Recognised compensation expenses Amt in $

Particulars	**Year ended March 31, 2026**	Year ended March 31, 2025
Dividend yield	**0.00 percent**	0.00 percent
Expected life	**2 years**	5-6.5 years
Risk free interest rate	**3.70 percent**	3.89 percent
Volatility	**38.0 percent**	37.3 percent

Activity pursuant to Stock option :

Particulars	**Options outstanding Year ended March 31, 2026**	**Weighted average exercise price March 31, 2026**	Options outstanding Year ended March 31, 2025	Weighted average exercise price March 31, 2025
Stock Option				
Outstanding at April 1	**217,026**	**US$ 2.52**	704,734	US$ 2.83
Granted	**–**	**–**	–	–
Exercised	**(62,500)**	**US$ 1.78**	(273,774)	US$ 2.03
Expired / forfeited	**(154,526)**	**US$ 2.83**	(213,934)	US$ 4.17
Outstanding at March 31	**–**	–	217,026	US$ 2.52

Additional information on outstanding options

Grant Price	**March 31, 2026**	March 31, 2025
US$ 0.77 (2015)	**–**	12,500
US$ 2.03 (2021)	**–**	130,000
US$ 3.69 (2024)	**–**	74,526
Total	**–**	217,026

Options outstanding that have vested and exercisable and unvested are as follows:

	March 31, 2026			March 31, 2025		
Particulars	**Outstanding options**	**Weighted average exercise price (in US$)**	**Weighted average remaining contract term (in years)**	Outstanding options	Weighted average exercise price (in US$)	Weighted average remaining contract term (in years)
Vested and exercisable	**–**	**–**	**–**	179,764	2.09	5.90
Unvested	**–**	**–**	**–**	37,262	3.69	8.08

Stock unit activity under stock-based compensation plans is shown below:

Particulars	March 31, 2026		March 31, 2025	
	Number	**Weighted average exercise price**	Number	Weighted average exercise price
Those vested at the beginning of the year	**179,764**	**2.09**	534,930	2.58
Vested	**37,262**	**3.69**	65,196	2.50
Forfeited	**(154,526)**	**2.83**	(146,588)	4.17
Exercised during the year	**(62,500)**	**1.78**	(273,774)	2.03
Those vested at the end of the year	**–**	**–**	179,764	2.09

Particulars	March 31, 2026		March 31, 2025	
	Number	**Weighted average exercise price**	Number	Weighted average exercise price
Those unvested at the beginning of the year	**37,262**	**3.69**	169,804	3.64
Those unvested at the end of the year	**–**	**–**	37,262	3.69
Those that during the year were:				
Vested	**37,262**	**3.69**	65,196	2.50
Granted	**–**	**–**	–	–
Forfeited	**–**	**–**	67,346	4.72

Recognised compensation expenses

Amt in $

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Stock compensation expense	**66,624**	93,168

Unrecognised compensation expenses

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Unrecognized compensation cost for shares expected to vest	**–**	66,624
Weighted average period for unrecognised expenses	**–**	2.00

Stock based compensation expenses were as follows:

Amt in $

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Stock based compensation expenses:		
Selling, General and Administrative Expenses	**66,624**	93,168
Total stock option expenses	**66,624**	93,168

Activity pursuant to Stock Appreciation Rights (SARs) :

Particulars	SARS outstanding Year ended March 31, 2026	Weighted average exercise price March 31, 2026	SARS outstanding Year ended March 31, 2025	Weighted average exercise price March 31, 2025
2021 Plan				
Outstanding at the beginning of the year	**243,450**	**$3.83**	243,450	$3.83
Granted	**–**	**–**	–	$0.00
Exercised	**(87,750)**	**$4.72**	–	$0.00
Expired / forfeited	**–**	**–**	–	$0.00
Outstanding at the end of the year	**155,700**	**$3.33**	243,450	$3.83

Particulars	SARS outstanding Year ended March 31, 2026	Weighted average exercise price March 31, 2026	SARS outstanding Year ended March 31, 2025	Weighted average exercise price March 31, 2025
Vested	**131,123**	**3.25**	158,682	3.59
Unvested	**24,577**	**3.73**	84,768	4.27
Total	**155,700**	**3.33**	243,450	3.83

Weighted average remaining contractual life (in years)

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Vested	**6.17**	7.21
Unvested	**7.69**	8.11

Aggregate intrinsic value

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
Vested	**399,976**	243,905
Unvested	**63,256**	73,135

Recognised and unrecognised compensation expenses

Particulars	Year ended March 31, 2026 US$	Year ended March 31, 2025 US$
Recognised compensation cost for SARs compensation expense	**718,842**	488,025
Unrecognized compensation cost for SARs expected to vest	**89,624**	205,114

Intrinsic value of SARs exercised

Particulars	Year ended March 31, 2026 US$	Year ended March 31, 2025 US$
Intrinsic value of SARs exercised	**202,703**	–

Stock appreciation rights expenses were as follows:

Particulars	Year ended March 31, 2026 US$	Year ended March 31, 2025 US$
SARs expenses:		
Selling, General and Administrative Expenses	**230,817**	228,182
Total SARs expenses	**230,817**	228,182

Activity pursuant to Performance Stock Appreciation Rights (PSARs) :-

Particulars	PSARs outstanding Year ended March 31, 2026	Weighted average exercise price March 31, 2026	PSARs outstanding Year ended March 31, 2025	Weighted average exercise price March 31, 2025
2023 Plan				
Outstanding at the beginning of the year	**62,485**	–	–	–
Granted	**–**	–	91,753	–
Exercised	**12,195**	–	29,268	–
Expired / forfeited	**–**	–	–	–
Outstanding at the end of the year	**50,290**	**–**	62,485	–

Particulars	PSARs outstanding Year ended March 31, 2026	Weighted average exercise price March 31, 2026
Vested	**50,290**	91,753
Unvested	**–**	–
Total	**–**	91,753

Recognised and unrecognised compensation expenses

Particulars	Year ended March 31, 2026 US$	Year ended March 31, 2025 US$
Recognised compensation cost for PSARs compensation expense	**490,329**	439,669
Unrecognized compensation cost for PSARs expected to vest	**–**	–

Performance stock appreciation rights expenses were as follows:

Particulars	Year ended March 31, 2026 US$	Year ended March 31, 2025 US$
PSARs expenses:		
Selling, General and Administrative Expenses	**50,660**	439,669
Total PSARs expenses	**50,660**	439,669

Activity pursuant to Shadow shares award :-

Particulars	Shadow shares award outstanding Year ended March 31, 2026	Weighted average exercise price Year ended March 31, 2026
2025 Plan		
Outstanding at the beginning of the year	**–**	–
Granted	**145,848**	–
Exercised	**–**	–
Expired / forfeited	**8,016**	–
Outstanding at the end of the year	**137,832**	–

Shadow Shares outstanding (In Nos)

Particulars	Shadow shares award outstanding Year ended March 31, 2026	Weighted average exercise price Year ended March 31, 2026
Vested	**–**	–
Unvested	**137,832**	
Total	**137,832**	

Recognised and unrecognised compensation expenses

Amt in $

Particulars	Year Ended March 31, 3026
Recognised compensation cost for shadow shares award compensation expense	**132,449**
Unrecognized compensation cost for shadow shares award expected to vest	**726,420**

Shadow shares award expenses were as follows:

Amt in $

Particulars	Year Ended March 31, 3026
Shadow shares award expenses:	
Selling, General and Administrative Expenses	**132,449**
Total Shadow shares award expenses	**132,449**

NOTE J - CONTINGENCIES

The Company evaluates contingencies as per its assessments of probable, reasonably possible and remote, as per ASC 450 “Contingencies”. It is subject to legal claims in the normal course of business. However, based on its evaluation, management believes that there are no claims or contingencies, potential outcomes of which could be material to the financial condition or results of operations of the Company.

NOTE K - OPERATING LEASES

The Company has various operating leases for certain facilities with lease term ranging from 5 to 6 years.

A. Components of lease costs for the year ended March 31, 2026 included in the statement of comprehensive income are as follows:

Particulars	March 31, 2026	March 31, 2025
Operating lease cost	**316,300**	347,393

B. Cash paid for amounts included in measurement of lease liability:

Particulars	March 31, 2026	March 31, 2025
Operating cash flow towards operating leases	**443,975**	519,445

C. Components of lease assets and liabilities as at March 31, 2026 included in the balance sheet are as follows:

Particulars - assets	March 31, 2026	March 31, 2025
Operating lease right-of-use assets*	**815,400**	501,573
Particulars - liabilities	**March 31, 2026**	March 31, 2025
Operating lease:		
Current	**340,362**	516,617
Non-current	**558,917**	285,502

* net of lease incentive

D. Remaining Lease term and Discount Rate:

Particulars - assets	March 31, 2026	March 31, 2025
Remaining Lease Term:		
Operating leases	**3.62 years**	2.60 years
Discount Rate:		
Operating leases	**4.81%**	2.57%

Future minimum rental payments over the next five years and thereafter as of March 31, 2026 for all non-cancelable leases with terms in excess of one year are as follows:

Particulars - Operating leases	Amount
Remaining Lease Term:	
2027	374,351
2028	181,034
2029	167,918
2030	172,956
2031	87,756
Total lease payments	**984,015**
Less: Imputed Interest	84,736
Net	**899,279**

NOTE L - RELATED PARTY TRANSACTIONS

1. List of related parties and their relationships (where there are transactions):

Name of related party	Relationship
Mahindra & Mahindra Limited	Ultimate Holding Company
Tech Mahindra (Americas) Inc.	Affiliate of the Ultimate Holding Company
Tech Mahindra Limited	Affiliate of the Ultimate Holding Company
Bristlecone Worldwide Inc (formerly Bristlecone Limited)	Holding Company
Bristlecone India Private Limited (formerly Bristlecone India Limited)	Fellow subsidiary
Bristlecone Consulting Limited	Fellow subsidiary
Bristlecone International AG	Fellow subsidiary
Bristlecone Middle East DMCC	Fellow subsidiary
Bristlecone (Singapore) Pte Ltd	Fellow subsidiary
Bristlecone (Malaysia) Sdn Bhd	Fellow subsidiary
Bristlecone UK Limited	Fellow subsidiary
Bristlecone GmbH	Fellow subsidiary
Bristlecone Internacional Costa Rica Sociedad De Responsabilidad Limitada	Fellow subsidiary

2. Related parties transactions:

Amt in $

Nature of transaction	Name of related party	March 31, 2026	March 31, 2025
		Amount	Amount
Interest income	Bristlecone Worldwide Inc	**–**	37,740
Subcontracting expenses paid	Bristlecone India Private Limited	**54,055,698**	47,641,077
Reimbursement of expenses paid	Bristlecone India Private Limited	**831,099**	791,154
Reimbursement of expenses received	Bristlecone GmbH	**–**	17,065
Reimbursement of expenses paid	Bristlecone GmbH	**36,028**	35,207
Income from services rendered	Bristlecone GmbH	**590,342**	216,680
Subcontracting expenses paid	Bristlecone GmbH	**1,043,182**	1,145,716
Reimbursement of expenses received	Bristlecone International AG	**–**	48,378
Subcontracting expenses paid	Bristlecone International AG	**–**	136,527
Subcontracting expenses paid	Bristlecone (Singapore) Pte. Ltd	**26,589**	28,248
Subcontracting expenses paid	Bristlecone UK Ltd	**19,512**	1,090
Reimbursement of expenses received	Bristlecone Middle East DMCC	**9,670**	482
Subcontracting expenses paid	Bristlecone Middle East DMCC	**273,927**	233,762
Subcontracting expenses paid	Bristlecone Malaysia Sdn. Bhd	**–**	1,535
Subcontracting expenses paid	Bristlecone Consulting Limited	**1,027,788**	587,496
Reimbursement of expenses paid	Bristlecone Consulting Limited	**6,022**	5,252
Reimbursement of expenses paid	Mahindra & Mahindra Limited	**146,523**	153,271
Reimbursement of expenses paid	Mahindra Automotive North America Inc	**16,613**	-

3. Related parties balances:

Nature of balances	Name of related party	March 31, 2026	March 31, 2025
		Amount (in US$)	Amount (in US$)
Amount payable as at year end	Bristlecone Worldwide Inc	**19,309**	149,366
Amount payable as at year end	Bristlecone India Private Limited	**13,977,598**	16,083,557
Provision for expenses	Bristlecone India Private Limited		
Amount receivable as at year end	Bristlecone GmbH	**43,738**	216,680
Amount payable as at year end	Bristlecone GmbH	**89,652**	52,062
Amount receivable as at year end	Bristlecone International AG	**–**	–
Amount payable as at year end	Bristlecone International AG	**–**	136,527
Amount payable as at year end	Bristlecone (Singapore) Pte. Ltd	**6,183**	7,416
Amount payable as at year end	Bristlecone Middle East DMCC	**152,286**	97,632
Amount receivable as at year end	Tech Mahindra Limited	**–**	–
Amount payable as at year end	Tech Mahindra Limited	**914**	914
Amount receivable as at year end	Bristlecone Malaysia Sdn. Bhd	**–**	–
Amount payable as at year end	Bristlecone Malaysia Sdn. Bhd	**–**	1,535
Amount payable as at year end	Bristlecone Consulting Limited	**77,215**	62,153
Amount receivable as at year end	Bristlecone Internacional Costa Rica Sociedad De Responsabilidad Limitada	**36,971**	36,971
Amount payable as at year end	Bristlecone UK Ltd	**6,569**	1,090
Amount payable as at year end	Mahindra & Mahindra Limited	**4,606**	–
Amount receivable as at year end	Mahindra & Mahindra Limited	**–**	2,886

NOTE M - CONCENTRATION OF CREDIT RISK

Financial instruments that potentially subject the Company to concentrations of credit risk consist principally of cash equivalents, trade receivables, loan to related party and bank deposits. By their nature, all such financial instruments involve risk including the credit risk of non-performance by counter parties.

The Company's cash equivalents and bank deposits are invested with banks with high investment grade credit ratings.

Trade receivables (primarily denominated in US$) are typically unsecured and are derived from revenues earned from large multinational customers. The Company monitors the credit worthiness of its customers to which it grants credit terms in the normal course of the business. In the current year, the Company had two major customers which individually accounted for more than 10% of Company's revenues. Revenue from this customer's amounted to US$ 30,840,369 or 24.70% of the total revenue. Revenue from two major customer in 2025 which individually accounted for more than 10% of Company's revenues amounted to US$ 25,415,214 or 25.39% of total revenue. Total accounts receivable from such customers is US$ 8,448,436 [2025: US$ 3,614,181] at March 31, 2026 or 34.18% [2025: 17.88%] of total receivables.

During the year ended March 31, 2026, the sales in United States of America and Canada accounted for 98.06% of the total sales (2025: 97.53%).

NOTE N - FAIR VALUE OF FINANCIAL INSTRUMENTS

The carrying amount of the Company's cash equivalents, accounts receivables, loans, accounts payable and accrued expenses approximated their fair values due to their short term maturities.

NOTE O - RECENT ACCOUNTING PRONOUNCEMENT

New Accounting Standards to be adopted by the Company

2023-09 – Income tax disclosures: In December 2023, the FASB issued ASU 2023-09, "Income Taxes (Topic 740): Improvements to Income Tax Disclosures," which requires disaggregated information about a reporting entity's effective tax rate reconciliation as well as information on income taxes paid. The standard is intended to benefit investors by providing more detailed income tax disclosures that would be useful in making capital allocation decisions. The standard will be effective for non-public companies for fiscal years beginning after December 15, 2025. The Company is currently evaluating the potential impact of adoption of this ASU on its financial statements.

2023-06 - Disclosure Improvements: Codification Amendments in Response to the SEC's Disclosure Update and Simplification Initiative : In October 2023, the Financial Accounting Standards Board (the "FASB") issued Accounting Standards Update ("ASU") No. 2023-06, "Disclosure Improvements-Codification Amendments in Response to the SEC's Disclosure Update and Simplification Initiative." This ASU modified the disclosure and presentation requirements of a variety of codification topics by aligning them with the SEC's regulations. This guidance is effective for the Company no later than June 30, 2027. The Company is currently evaluating the potential impact of adoption of this ASU on its financial statements.

In March 2024, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") 2024 02, Codification Improvements—Amendments to Remove References to the Concepts Statements. This ASU removes references to the FASB Concepts Statements from various Topics in the Accounting Standards Codification to clarify that the Concepts Statements are not authoritative guidance. The amendments are effective for fiscal years beginning after December 15, 2025, with early adoption permitted. The Company does not expect the adoption of this ASU to have a material impact on its financial statements.

In July 2025, the Financial Accounting Standards Board ("FASB") issued ASU 2025 05, Financial Instruments—Credit Losses (Topic 326): Measurement of Credit Losses for Accounts Receivable and Contract Assets, which simplifies the application of the current expected credit loss model for current accounts receivable and current contract assets. The guidance is effective for fiscal years beginning after December 15, 2025, with early adoption permitted. The Company is currently evaluating the impact of adoption on its financial statements

NOTE P - SUBSEQUENT EVENTS

In accordance with ASC 855-10 "Subsequent events", the Company has evaluated subsequent events through April 16, 2026, the date these financial statements were available to be issued. The Company is not aware of any additional subsequent events that would require recognition or disclosure in the financial statements..

Independent Auditor's Report

To the Shareholder of Bristlecone Middle East DMCC

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Bristlecone Middle East DMCC(the "Company"), which comprise the statement of financial position as at March 31, 2026, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2026, and its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards) ("IESBA Code")*, together with the ethical requirements that are relevant to our audit of the financial statements in the United Arab Emirates, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information. The other information comprises the information included in the Directors' report but does not include the financial statements and our auditor's report thereon. We obtained the Directors' Report prior to date of our auditor's report.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with IFRS Accounting Standards as issued by the IASB and their preparation in compliance with the applicable provisions of the Dubai Multi Commodities Centre Authority ("DMCCA") Company Regulations 2024 (as amended) and Articles of Association, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

As required by the Dubai Multi Commodities Centre Authority ("DMCCA") Company Regulations 2024 (as amended), we report that:

i. We have obtained all the information we considered necessary for the purposes of our audit;

ii. The Company has maintained proper account records in accordance with established accounting principles;

iii. The financial information included in the financial statements is consistent with the books of account of the Company;

iv. The financial statements have been prepared and comply, in all material respects, with the applicable provisions of the Dubai Multi Commodities Centre Authority Company Regulations 2024 (as amended) and Article of Association of the Company; and

v. Based on the information that has been made available to us during our audit of the financial statements of the Company for the year ended March 31, 2026, nothing has come to our attention that causes us to believe that the activities undertaken by the Company and as disclosed in note 1 to these financial statements are significantly different from the activities mentioned in the license issued to the Company by the DMCCA.

GRANT THORNTON UAE
Dr. Osama El-Bakry
Registration No. 935
Dubai, United Arab Emirates

14 April 2026

Statement of financial position
As at March 31, 2026

	Notes	2026 AED	2025 AED
ASSETS			
Non-current			
Property and equipment	5	**–**	–
		–	–
Current			
Trade and other receivables	6	**1,476,630**	1,526,338
Cash and cash equivalents	7	**744,123**	4,413,030
		2,220,753	5,939,368
TOTAL ASSETS		**2,220,753**	5,939,368
EQUITY AND LIABILITIES			
Equity			
Share capital	8	**50,000**	50,000
Retained earnings		**1,467,122**	4,786,405
TOTAL EQUITY		**1,517,122**	4,836,405
LIABILITIES			
Non-current			
Employees' end of service benefits	9	**–**	123,796
Current			
Trade and other payables	11	**703,631**	976,213
Income tax payable	18	**–**	2,954
		703,631	979,167
TOTAL LIABILITIES		**703,631**	1,102,963
TOTAL EQUITY AND LIABILITIES		**2,220,753**	5,939,368

The financial statements for the year ended March 31, 2026 (including comparatives) were approved on 14 April 2026 by:

Mr. Padamnath Pandit
Director

Mr. Pravin Pande
Director

The accompanying notes from 1 to 21 form an integral part of these financial statements.

Statement of comprehensive income
For the year ended March 31, 2026

	Notes	2026 AED	2025 AED
Revenue	12	**5,668,358**	6,199,385
Cost of sales	13	**(5,191,381)**	(5,580,288)
GROSS PROFIT		**476,977**	619,097
Selling, administrative and general expenses	14	**(306,728)**	(234,388)
Depreciation on property and equipment	5	**–**	(1,344)
Reversal of provision for expected credit losses	6	**182,708**	10,934
PROFIT BEFORE TAX		**352,957**	394,299
Income tax credit/(expense)	18	**310**	(2,954)
NET PROFIT FOR THE YEAR		**353,267**	391,345
Other comprehensive income		**–**	–
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		**353,267**	391,345

The accompanying notes from 1 to 21 form an integral part of these financial statements.

Statement of changes in equity
For the year ended March 31, 2026

	Share capital	Retained earnings	Total equity
	AED	AED	AED
Balance at March 31, 2024	50,000	4,395,060	4,445,060
Total comprehensive income for the year	–	391,345	391,345
Balance at March 31, 2025	50,000	4,786,405	4,836,405
Total comprehensive income for the year	–	353,267	353,267
Dividend declared (Note 8)	–	(3,672,550)	(3,672,550)
Balance at March 31, 2026	**50,000**	**1,467,122**	**1,517,122**

The accompanying notes from 1 to 21 form an integral part of these financial statements.

Statement of cash flows
For the year ended March 31, 2026

	Notes	2026 AED	2025 AED
OPERATING ACTIVITIES			
Profit before tax		**352,957**	394,299
Non cash adjustments			
Depreciation on property and equipment	5	**–**	1,344
Provision for employees' end of service benefits	9	**22,466**	31,050
Reversal of provision for expected credit losses	6	**(182,708)**	(10,934)
		192,715	415,759
Net changes in working capital			
Trade and other receivables		**232,416**	(177,666)
Trade and other payables		**(272,582)**	99,070
		152,549	337,163
Employees' end of service benefits paid	9	**(146,262)**	(19,584)
Income tax paid	18	**(2,644)**	–
Net cash from operating activities		**3,643**	317,579
FINANCING ACTIVITY			
Dividend paid	8	**(3,672,550)**	–
Net cash used in financing activity		**(3,672,550)**	–
Net change in cash and cash equivalents		**(3,668,907)**	317,579
Cash and cash equivalents, beginning of year		**4,413,030**	4,095,451
Cash and cash equivalents, end of year	7	**744,123**	4,413,030

The accompanying notes from 1 to 21 form an integral part of these financial statements.

Notes to the financial statements
For the year ended March 31, 2026

1 Legal status and nature of operations

Bristlecone Middle East DMCC (the "Company") was incorporated in Dubai, United Arab Emirates ("UAE") on July 18, 2016 under the commercial license number DMCC-208734 issued by Dubai Multi Commodities Centre. The registered address of the Company is Unit No. 1948, DMCC Business Center, Level No. 1, Jewellery & Gemplex 3, Dubai, United Arab Emirates.

The principal activities of the Company is to provide supply chain services ranging from supply chain strategy and network design to supply chain system implementation.

The Company is a wholly-owned subsidiary of Bristlecone Worldwide, Inc. (previously known as Bristlecone Ltd.) (the "Parent Company"). The Parent Company has been de-registered in Cayman Island and re-domiciled to the United States.

2 Statement of compliance

The financial statements of the Company have been prepared in accordance with the International Financial Reporting Standards (IFRSs) as issued by the International Accounting Standards Board ("IASB"). They have been prepared under the assumption that the Company operates on a going concern basis, which assumes the Company will be able to discharge its liabilities as they fall due.

3 Standards, interpretations and amendments to existing standards

3.1 Standards, interpretations and amendments to existing standards that are effective in 2025

Standards, interpretations and amendments that are effective for the first time in 2026 (for entities with a March 31, 2026, year-end) are:

- Lack of Exchangeability (Amendments to IAS 21)

These standards, amendments and interpretations do not have a significant impact on these financial statements and therefore the disclosures have not been made.

3.2 Standards, amendments and interpretations to existing Standards that are not yet effective and have not been adopted early by the Company

Other Standards and amendments that are not yet effective and have not been adopted early by the Company include:

- Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and 7)
- Contracts Referencing Nature-dependent Electricity (Amendments to IFRS 9 and IFRS 7)
- Annual Improvements to IFRS Accounting Standards – Volume 11
- IFRS 19 'Subsidiaries without Public Accountability: Disclosures'
- Amendments to IFRS 19 'Subsidiaries without Public Accountability: Disclosure'

These amendments are not expected to have a significant impact on the financial statements in the period of initial application and therefore no disclosures have been made.

In April 2024, the IASB issued IFRS 18, which replaces IAS 1 'Presentation of Financial Statements'. Although IFRS 18 includes many of the requirements of IAS 1, it introduces new requirements to better structure financial statements and to provide more detailed and useful information to investors, including:

- Two new subtotals defined in the statement of profit or loss, namely (1) operating profit and (2) profit or loss before financing and income taxes.
- The classification of all income and expenses within the statement of profit or loss in one of five categories.
- A new requirement to disclose performance measures defined by management.

An improvement in the principles related to the aggregation and disaggregation of information in the financial statements and accompanying notes

4 Material accounting policies

4.1 Overall considerations

The material accounting policies that have been used in the preparation of the financial statements are consistent with those used in prior year and are summarised below.

These financial statements have been prepared using the measurement bases specified by IFRS for each type of asset, liability, income and expense. The measurement bases are more fully described in the accounting policies below.

4.2 Foreign currency

Functional and presentation currency

These financial statements are presented in Arab Emirates Dirham (AED), which is the Company's functional currency.

Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency of the Company, using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items at year-end exchange rates are recognised in profit or loss.

Non-monetary items are not retranslated at year-end and are measured at historical cost translated using the exchange rates at the date of the transaction. Non-monetary items measured at fair value are translated using the exchange rates at the date when fair value was determined.

4.3 Financial instruments

Recognition, initial measurement and de-recognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset has expired, or when the financial asset and all substantial risks and rewards are transferred.

A financial liability is derecognised when it is extinguished, discharged, cancelled or has expired.

Financial assets and financial liabilities are measured initially at fair value adjusted by transactions costs.

Financial assets and financial liabilities are measured subsequently as described on the following page.

Classification and subsequent measurement of financial assets

For the purpose of subsequent measurement, financial assets are classified and measured at amortised cost if both of the following conditions are met:

- The asset is held in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest, if any, on the principal amount outstanding.

If the financial asset does not pass either of the above conditions, or only one of the above conditions, it is measured at fair value through profit or loss ('FVTPL'). Even if both conditions are met, management may designate a financial asset at FVTPL if doing so reduces or eliminates a measurement or recognition inconsistency.

As at the reporting date, the Company's financial assets comprise trade and other receivables, and cash and cash equivalents. These are measured at amortised cost using the effective interest method, less provision for impairment. Discounting is omitted where the effect of discounting is immaterial.

Notes to the financial statements
For the year ended March 31, 2026 (continued)

All income and expenses relating to financial assets measured at amortised cost are recognised in profit or loss and presented within 'finance costs – net' or 'other income – net', except for impairment of trade receivables which is presented separately in the statement of comprehensive income.

Individually significant receivables are considered for impairment when they are past due or when other objective evidence is received that a specific counterparty will default. Receivables that are not considered to be individually impaired are reviewed for impairment in groups, which are determined by reference to the industry and region of a counterparty and other shared credit risk characteristics. The impairment loss estimate is then based on recent historical counterparty default rates for each identified group.

Impairment of financial assets

IFRS 9's impairment requirements use forward-looking information to recognise expected credit losses – the 'expected credit loss (ECL) model'. Instruments within the scope of the requirements included loans and other debt-type financial assets measured at amortised cost and FVOCI, trade receivables, contract assets recognised and measured under IFRS 15 and loan commitments and some financial guarantee contracts (for the issuer) that are not measured at fair value through profit or loss.

The Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ('Stage 1');
- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ('Stage 2'); and
- 'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date.

12-month expected credit losses' are recognised for the first category while 'lifetime expected credit losses' are recognised for the second category. Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

Trade and other receivables

The Company makes use of a simplified approach in accounting for trade and other receivables and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial instrument. In calculating, the Company uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

The Company assess impairment of trade receivables on a collective basis as they possess shared credit risk characteristics, they have been grouped based on the days past due. Refer to Note 17.2 (Credit risk analysis) for a detailed analysis of how the impairment requirements of IFRS 9 are applied.

Classification and subsequent measurement of financial liabilities

Financial liabilities comprise trade and other payables.

Financial liabilities are measured subsequently at amortised cost using the effective interest method.

Discounting is omitted if the impact is immaterial.

Offsetting financial instruments

Financial assets and liabilities are offset, and the net amount is reported in the statement of financial position only when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the asset and settle the liability simultaneously.

4.4 Cash and cash equivalents

Cash and cash equivalents are items, which are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. Cash and cash equivalents in the statement of financial position comprise cash in hand and cash in bank which are recorded at amortised cost.

For purpose of the statement of cash flows, all cash and bank balances are considered to be cash and cash equivalents.

4.5 Employee benefits

Short-term employee benefits

The cost of short-term employee benefits (those payable within 12 months after the service is rendered) are recognised in the period in which the service is rendered and are not discounted.

The expected cost of compensated absences is recognised as an expense when the employee renders services that increase their entitlement or, in the case of non-accumulating absences, when the absences occur.

Employees' end of service benefits

A provision for employees' end of service benefits is made for the full amount due to employees for their periods of service up to the reporting date in accordance with the U.A.E. Labour Law and is reported as a separate line item under non-current liabilities.

The entitlement to end of service benefits is based upon the employees' salary and length of service, subject to the completion of a minimum service period as specified in U.A.E. Labour Law. The expected costs of these benefits are accrued over the period of employment.

The provision for staff terminal benefit is based on the liability that would arise if the employment of all the employees was terminated at the end of the reporting year.

4.6 Share capital and retained earnings

Share capital represents the nominal value of shares that have been issued.

Retained earnings include all current and prior period profits less dividends declared.

4.7 Provisions and contingent liabilities

Provisions are recognised when present obligations as a result of a past event will probably lead to an outflow of economic resources from the Company and amounts can be estimated reliably. Timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive commitment that has resulted from past events. Provisions are not recognised for future operating losses.

Provisions are recognised when present obligations as a result of a past event will probably lead to an outflow of economic resources from the Company and amounts can be estimated reliably. Timing or amount of the outflow may still be uncertain. A present obligation arises from the presence of a legal or constructive commitment that has resulted from past events. Provisions are not recognised for future operating losses.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in

Notes to the financial statements
For the year ended March 31, 2026 (continued)

settlement is determined by considering the class of obligations as a whole. Provisions are discounted to their present values, where the time value of money is material. All provisions are reviewed at each reporting date and adjusted to reflect the current best estimate.

In those cases where the possible outflow of economic resources as a result of present obligations is considered improbable or remote, no liability is recognised, unless it was assumed in the course of a business combination.

4.8 Property and equipment

Property and equipment are initially recognised at acquisition cost or manufacturing cost, including any costs directly attributable to bringing the assets to the location and condition necessary for them to be capable of operating in the manner intended by the Company's management. Property and equipment are subsequently measured at cost less accumulated depreciation and impairment losses.

Depreciation is recognised on a straight-line basis to write down the cost less estimated residual value of Computer equipment. The following useful life is applied:

Assets	Useful life (in years)
Furniture and fixtures	3

Gains or losses arising on the disposal of property and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in profit or loss either within other income or other expenses.

4.9 Income Tax

Income tax expense comprises current and deferred tax. Income tax expense is recognized in the statement of comprehensive income except to the extent that it relates to items recognized directly in equity, in which case it is recognized in equity.

Current tax

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the reporting date where the Company operates and generates taxable income, and any adjustment to tax payable in respect of previous periods, if any. Deferred income taxes are calculated based on the balance sheet liability method.

Deferred tax

Deferred tax is recognised for all temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is measured at the tax rates that are expected to be applied to temporary differences when they are recovered, based on the laws that have been enacted or substantively enacted by the reporting date where the Company operates and generates taxable income.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary differences can be utilised. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

Deferred tax liabilities are generally recognised in full, although IAS 12 'Income Taxes' specifies limited exemptions.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

4.10 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured regardless of when payment is being made. Revenue is measured at the fair value of the consideration received or receivable by the Company, excluding discounts, rebates, and duty.

IFRS 15 'Revenue from Contracts with Customers' outlines a single comprehensive model of accounting for revenue arising from contracts with customers. It establishes a five-step model, explained below, which will apply to revenue arising from contracts with customers.

Step 1 Identify the contract with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for each of those rights and obligations.

Step 2 Identify the performance obligations in the contract: A performance obligation in a contract is a promise to transfer a good or service to the customer.

Step 3 Determine the transaction price: Transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring the promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4 Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company will allocate the transaction price to each performance obligation in an amount that depicts the consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5 Recognise revenue when (or as) the Company satisfies a performance obligation.

The Company recognises revenue over time if any one of the following criteria is met:

- The customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs; or
- The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- The Company's performance does not create an asset with an alternative use to the Company, and the Company has an enforceable right to payment for performance completed to date.

For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which the performance obligation is satisfied.

The Company allocates the transaction price to the performance obligations in a contract based on the input method which requires revenue recognition on the basis of the Company's efforts or inputs to the satisfaction of the performance obligations.

When the Company satisfies a performance obligation by delivering the promised goods or services, it creates a contract asset based on the amount of consideration earned by the performance. Where the amount of consideration received from a customer exceeds the amount of revenue recognised, this gives rise to a contract liability.

The Company assesses its revenue arrangements against specific criteria to determine if it is acting as principal or an agent and has concluded that it is acting as a principal in all of its revenue arrangements.

Amounts included in the financial statements, which relate to recoverable costs and accrued margins, if any, not yet billed on contracts are classified as "Unbilled revenue".

4.11 Operating expenses

Operating expenses are recognised in profit or loss upon utilisation of the service or at the date of their origin.

4.12 Leases

The Company has elected to account for short-term leases and leases of low-value assets using the practical expedients. Instead of

Notes to the financial statements
For the year ended March 31, 2026 (continued)

recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term. Associated costs, such as maintenance and insurance, are expensed as incurred.

4.13 Significant management judgments and estimates in applying material accounting policies

The preparation of the financial statements in conformity with the recognition and measurement principles of IFRSs requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented. Although these estimates are based on management's best knowledge of current events and actions, actual results may ultimately differ from those estimates.

Key source of estimation uncertainty at the date of the financial statements, which may cause material adjustments to the carrying amount of assets and liabilities within the next financial year, is in respect of allowance for uncollectible amounts and efforts to completion for fixed price projects.

Efforts to completion of fixed price contracts

The management considers man-days to be the best possible measure of progress in these contracts. Revenues from fixed-price contracts are recognized in accordance with percentage of completion method measured by the percentage of man-days incurred to date in relation to the estimated total man-days for such contracts.

Impairment of financial assets

The Company follows the guidance of IFRS 9 to determine when a financial asset is impaired. In making this judgement, the Company evaluates, among other factors, the duration and extent to which the fair value of an investment is less than its cost; and the financial health of and short-term business outlook for the investee, including factors such as industry and sector performance, changes in technology, and operational and financing cash flow.

5 Property and equipment

	2026 AED	2025 AED
Furniture and fixtures		
Cost		
Opening balance	**10,514**	10,514
Closing balance	**10,514**	10,514
Accumulated depreciation		
Opening balance	**10,514**	9,170
Charge for the year	**–**	1,344
Closing balance	**10,514**	10,514
Net carrying value as at March 31,	**–**	–

6 Trade and other receivables

	2026 AED	2025 AED
Financial assets at amortized cost		
Trade receivables	**449,165**	313,708
Unbilled revenue	**66,999**	246,682
Amounts due from related parties (Note 10)	**690,610**	967,437
Deposits	**1,000**	1,000
	1,207,774	1,528,827
Less: provision for expected credit losses on trade receivables and unbilled revenue	**–**	(182,708)
	1,207,774	1,346,119
Non-financial assets		
Prepayments	**64,820**	74,428
VAT receivable, net	**204,036**	105,791
	268,856	180,219
	1,476,630	1,526,338

Movement in provision for expected credit losses is as follows:

	2026 AED	2025 AED
Opening balance	**182,708**	193,642
Reversal of provision for expected credit losses	**(182,708)**	(10,934)
Closing balance	**–**	182,708

7 Cash and cash equivalents

	2026 AED	2025 AED
Cash at banks	**744,123**	4,413,030
	744,123	4,413,030

8 Share capital

The share capital of the Company consists of 50 fully paid ordinary shares with a par value of AED 1,000 each.

Shares issued and fully paid:	
Beginning and end of the year	**50**
Total shares authorised at March 31, 2026 and March 31, 2025	**50**
Total share capital (issued and fully paid at March 31, 2026 and March 31, 2025) (in AED)	**50,000**

The Company's issued share capital is held by the following shareholder:

	2026 AED	2025 AED
Bristlecone Worldwide, Inc. (formerly known as Bristlecone Limited)	**50,000**	50,000

During the year, the Company declared and paid a dividend amounting to AED 3,672,550 (2025: nil).

Notes to the financial statements
For the year ended March 31, 2026 (continued)

9 Employees' end of service benefits

	2026 AED	2025 AED
Opening balance	**123,796**	112,330
Charge for the year	**22,466**	31,050
Paid during the year	**(146,262)**	(19,584)
Closing balance	**–**	123,796

10 Related parties

The Company in the normal course of business carries on transactions with other business enterprises that fall within the definition of a related party. These transactions are carried out in the normal course of business and are measured at exchange amounts, being the amounts agreed by both parties.

The Company's related parties mainly include its shareholder, key management personnel and entities under common control.

Amount due to a related party

	2026 AED	2025 AED
Entity under common control		
Bristlecone India Ltd.	**114,942**	120,231

Amounts due from related parties

	2026 AED	2025 AED
Entities under common control		
Bristlecone Inc.	**559,275**	358,611
Bristlecone International AG	**115,610**	464,341
Bristlecone Gmbh	**15,725**	144,485
	690,610	967,437

Transactions with related parties

Significant transactions carried out with related parties:

	2026 AED	2025 AED
Sub-contracting charges	**2,113,227**	1,543,938
Sub-contracting revenue	**3,524,473**	3,788,963
Reimbursement of expenses	**3,672,550**	–
Revenue	**–**	177,033

Key management personnel compensation

The key management personnel of the Company is the Director. During the year, the key management personnel compensation was paid by a related party and not recharged to the Company.

11 Trade and other payables

	2026 AED	2025 AED
Financial liabilities at amortized cost		
Trade payables	**228,075**	147,161
Amount due to a related party (Note 10)	**114,942**	120,231
Accruals and provisions	**360,614**	708,821
	703,631	976,213

12 Revenue

	2026 AED	2025 AED
Revenue from contracts	**5,668,358**	6,199,385

The Company's revenue disaggregated by primary geographical markets is as follows:

	2026 AED	2025 AED
Asia	**2,143,885**	2,410,425
Europe	**2,518,464**	2,885,333
United States of America	**1,006,009**	903,627
	5,668,358	6,199,385

The Company's revenue disaggregated by product is as follows:

	2026 AED	2025 AED
Time and Material	**2,600,521**	1,978,310
Fixed AMS	**2,454,747**	4,221,075
Fixed Milestone	**613,090**	–
	5,668,358	6,199,385

13 Cost of sales

	2026 AED	2025 AED
Sub-contracting charges	**3,557,987**	2,449,085
Software license fees	**863,506**	1,840,316
Salaries and other benefits	**623,743**	1,201,964
Traveling expenses	**70,555**	42,227
Insurance expense	**17,090**	17,226
Other	**58,500**	29,470
	5,191,381	5,580,288

14 Selling, administrative and general expenses

	2026 AED	2025 AED
Bad debts	**154,431**	56,943
Legal and professional fees	**71,061**	52,820
Rent*	**8,263**	16,000
Bank charges	**4,251**	4,573
Membership and subscription	**3,667**	56,815
Other	**65,055**	47,237
	306,728	234,388

*The Company has elected not to recognize a lease liability for short-term leases (leases with an expected term of 12 months or less) or for leases of low-value assets. Payments under such leases are expensed on a straight-line basis.

15 Contingencies and commitments

As at the year end, commitments under non-cancellable operating leases as lessee were:

	2026 AED	2025 AED
Within one year	**11,737**	4,000

Notes to the financial statements
For the year ended March 31, 2026 (continued)

16 Categories of financial assets and liabilities

Note 4.3 provides a description of each category of financial assets and financial liabilities and the related accounting policies. The carrying amounts of financial assets and financial liabilities in each category are as follows:

	2026 AED	2025 AED
Financial assets at amortized cost		
Trade and other receivables (Note 6)	**1,207,774**	1,346,119
Cash at banks (Note 7)	**744,123**	4,413,030
	1,951,897	5,759,149

	2026 AED	2025 AED
Financial liabilities at amortized cost		
Trade and other payables (Note 11)	**703,631**	976,213
	703,631	976,213

17 Financial instruments risk

Risk management objectives and policies

The Company is exposed to various risks in relation to financial instruments. The main types of risks are market risk, credit risk and liquidity risk.

The Company's risk management is coordinated at Parent Company level, in close cooperation with the management, and focuses on actively securing the Company's short to medium-term cash flows by minimising the exposure to financial markets.

The Company does not actively engage in the trading of financial assets for speculative purposes. The significant financial instrument risks to which the Company is exposed are described below.

17.1 Market risk

Market risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market prices whether those changes are caused by factors specific to the individual security or its issuer or factors affecting all securities traded in the market.

The Company is exposed to market risk through its use of financial instruments and specifically to currency risk and interest rate risk, which result from both its operating and investing activities.

Foreign currency risk

Foreign currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. Most of the Company's transactions are carried out in AED and US dollars (USD). The AED is effectively pegged to the USD, thus balances in USD do not represent significant currency risk.

Interest rate risk

Interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the value of a financial instrument will fluctuate because of changes in market interest rates.

As at the reporting date, the Company does not have any variable interest-bearing financial instruments.

17.2 Credit risk analysis

Credit risk is the risk that the counterparty fails to discharge an obligation to the Company. The Company's maximum exposure to credit risk is limited to the carrying amount of financial assets recognised at the reporting date, as summarised below:

	2026 AED	2025 AED
Trade and other receivables (Note 6)	**1,207,774**	1,346,119
Cash at banks (Note 7)	**744,123**	4,413,030
	1,951,897	5,759,149

Trade and other receivables

The Company is not exposed to any significant credit risk exposure from any single counterparty or any group of counterparties having similar characteristics. Based on historical information about customer default rates, management considers the credit quality of trade and other receivables that are not past due or impaired to be good. The Company's credit risk exposure arising from trade and other receivables is managed through collection of advances from the customers on a periodical basis prior to the rendering of services; timely invoicing upon rendering of services and through periodic follow-ups by management to maximize the collections.

The ageing of trade receivables and unbilled revenue as of the reporting date can be analysed as follows:

		Days overdue			
Trade and other receivables	**Not due AED**	**0-90 AED**	**91-180 AED**	**Over 180 AED**	**Total AED**
March 31, 2026	**507,714**	**8,450**	**–**	**–**	**516,164**
March 31, 2025	242,516	135,166	–	182,708	560,390

Cash at banks

The Company seeks to limit its credit risk with respect to bank balances by only dealing with reputable banks and continuously monitoring outstanding balances.

17.3 Liquidity risk analysis

Liquidity risk also referred to as funding risk is the risk that an enterprise will encounter difficulty in raising funds to meet commitments associated with financial instruments. Liquidity risk may result from an inability to sell a financial asset quickly at close to its fair value.

The Company manages its liquidity needs by monitoring scheduled debt servicing payments for long-term financial liabilities as well as forecast cash inflows and outflows due in day-to-day business. The data used for analysing these cash flows is consistent with that used in the contractual maturity analysis below. Liquidity needs are monitored in various time bands, on a day-to-day and week-to-week basis. Long-term liquidity needs are identified monthly.

The Company's undiscounted financial liabilities are summarised below:

	2026 AED	2025 AED
Trade and other payables (Note 11)	**703,631**	976,213
	703,631	976,213

Notes to the financial statements
For the year ended March 31, 2026 (continued)

18 Corporate tax expense

On December 9, 2022, the United Arab Emirates (UAE) Ministry of Finance ("MOF") released Federal Decree-Law No 47 of 2022 on the Taxation of Corporations and Businesses, Corporate Tax Law ("CT Law") to enact a new CT regime in the UAE. The new CT regime is effective for accounting periods beginning on or after June 1, 2023. The CT Law confirms the rate of 9% to be applied to taxable income exceeding AED 375,000.

Corporate tax expense comprises of the following:

	2026 AED	2025 AED
Current tax expense	**–**	2,954
Reversal of prior year tax provision	**(310)**	–
Deferred tax	**–**	–
Tax credit/(expense) reported in the statement of comprehensive income	**(310)**	2,954

Movement in corporate tax payable is as follows:

	2026 AED	2025 AED
Opening balance	**2,954**	–
(Reversal)/charged during the year	**(310)**	2,954
Paid during the year	**(2,644)**	–
Closing balance	**–**	2,954

Reconciliation of corporate tax expense is as follows:

	2026 AED	2025 AED
Profit before tax	**352,957**	394,299
Disallowed expenses	**–**	13,526
Basic exemption	**(375,000)**	(375,000)
Estimated taxable income	**–**	32,825
Corporate tax using the domestic tax rate of 9%	**–**	**2,954**

19 Fair value measurement

Assets and liabilities measured at fair value in the statement of financial position are grouped into three levels of fair value hierarchy. This grouping is determined based on the lowest level of significant inputs used in fair value measurement, as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

None of the Company's financial instruments, non-financial assets and non-financial liabilities as at the reporting date are measured at fair value.

20 Capital management policies and procedures

The Company's capital management objectives are to ensure the Company's ability to continue as a going concern and to provide an adequate return to the shareholder. Capital for the reporting period under review is summarised as follows:

	2026 AED	2025 AED
Total equity	**1,517,122**	4,836,405
Cash and cash equivalents (Note 7)	**744,123**	4,413,030

21 Events after the reporting date

Subsequent to the reporting date, geopolitical tensions in the Middle East have continued to evolve, including ongoing regional conflicts and heightened political uncertainty. These developments have increased volatility in global and regional financial markets and may, over time, affect economic conditions in the region. As at the date of approval of these financial statements, the Company continues to monitor developments in the region and will assess the potential impact, if any.

A. Audit engagement

Our report below on the non-statutory audit of the annual financial statements of Bristlecone GmbH, Frankfurt am Main, as of March 31, 2026 is addressed to the audited company.

At the shareholders' meeting held on March 23, 2026 of

Bristlecone GmbH, Frankfurt am Main
(referred to below as the "Company")

we were appointed as auditors of the annual financial statements for the financial year from April 1, 2025 until March 31, 2026. Accordingly, the Company's management eng- aged us to audit the annual financial statements, together with the accounting records, for the financial year from April 1, 2025 until March 31, 2026 in analogous voluntary applica- tion of §§ 316 and 317 of the German Commercial Code (*Handelsgesetzbuch*, "HGB").

The Company is classified as a small corporation as defined in § 267 (1) HGB and, pursuant to §§ 316 et seq. HGB, is therefore exempted from the requirement to have its financial statements and management report audited.

We confirm that we have conducted our audit in compliance with the applicable independence regulations pursuant to § 321 (4 a) HGB.

Our engagement is not subject to any reasons for exclusion pursuant to §§ 319, 319 a, 319 b HGB, §§ 49 and 53 of the German Public Accountants Act (Wirtschaftsprüferordnung, "WPO") and §§ 28 et seq. of the Professional Charter for Professional Accountants in Public Practice (*Berufssatzung für Wirtschaftsprüfer / vereidigte Buchprüfer*, "BS WP / vBP").

We carried out our engagement at our offices in April 2026. The long-form audit report was then completed.

We have documented the nature and scope of our audit procedures in our working papers.

We present the following report on the findings of our audit procedures.

We have appended the audited annual financial statements as of March 31, 2026, compri- sing the balance sheet **(Annex 1),** the income statement **(Annex 2)** and the notes to the annual financial statements **(Annex 3)** to this report.

We have prepared this audit report in accordance with Auditing Standard IDW PS 450 (revised) (10.2021) "German Generally Accepted Standards on the Preparation of Long-form Audit Reports" *(Grundsätze ordnungsmäßiger Erstellung von Prüfungsberich- ten)* as promulgated by the Institut der Wirtschaftsprüfer in Deutschland e. V. (IDW), Düsseldorf.

The terms governing this engagement and our liability, including towards third parties, are set out in the General Engagement Terms for Wirtschaftsprüferinnen, Wirtschaftsprüfer and Wirtschaftsprüfungsgesellschaften [German Public Auditors and Public Audit Firms] *(Allgemeine Auftragsbedingungen für Wirtschaftsprüferinnen, Wirtschaftsprüfer und Wirtschaftsprüfungsgesellschaften)* in the version dated 1 January 2024 which are attached to this report. With respect to third parties, we refer to § 323 (2) HGB. No. 1 (2) and No. 9 of the General Engagement Terms.

This report on the audit of the annual financial statements is not intended for disclosure to third parties. If it is disclosed or made available to third parties with our consent, the Company shall undertake to agree with such third parties in writing that the agreed-upon liability provisions shall also apply to potential third-party claims against us.

B. Basic findings

I. Opinion on the executive director's assessment of the company's position

In accordance with § 321 (1) sentence 2 HGB, we provide below in our report our opinion on the executive director's assessment of the position of the Company in the annual financial statements.

We issue our opinion on the basis of our own assessment of the economic position of the Company, which we gained in the course of our audit of the annual financial statements. This includes in-depth explanations and the indication of the causes of the individual developments as well as a critical assessment of the underlying assumptions, but not our own forecast calculations. Our reporting obligation exists to the extent that the examined documents allow us to make an assessment.

Specifically, we examined the going concern assumption and the assessment of the future development of the Company, as expressed in the annual financial statements.

The documents audited by us in accordance with § 321 (1) sentence 2 HGB comprised those documents which constituted the direct subject matter of our audit of the annual financial statements (involving the accounting records) as well as any documents such as cost accounting records, planning projections, significant agreements, sets of minutes and reports to the persons responsible for supervision and monitoring, which we examined in the course of our audit.

We considered the management's presentation and assessment of the Company's position and its expected development in the annual financial statements to be accurate.

The management has duly exercised the option exempting it from preparing a management report. It was therefore not possible for us to evaluate the management's assessment of the Company's position in accordance with § 321 (1) sentence 2 HGB in reference to the management report. Nor was it our responsibility as auditors to include such an assessment in the audit report on behalf of the executive directors.

Our audit has found that the going concern assumption is correct.

C. Replication of the Audit Opinion

We have granted the following audit opinion as stated below to the financial statements as of March 31, 2026 of Bristlecone GmbH, Frankfurt am Main:

"**Opinion of the Independent Auditor**

To Bristlecone GmbH, Frankfurt am Main:

Audit Opinion

We have audited the annual financial statements of Bristlecone GmbH, Frankfurt am Main, which comprise the balance sheet as of March 31, 2026, and the income statement for the financial year from April 1, 2025 until March 31, 2026, and notes to the financial statements, including the recognition and measurement policies presented therein.

In our opinion, based on the findings of our audit, the accompanying annual financial statements comply in all material respects with the requirements of German commercial law applicable to corporations and give a true and fair view of the net assets and financial position of the Company as of March 31, 2026 as well as the results of operations for the financial year from April 1, 2025 until March 31, 2026 in accordance with German principles of proper accounting. Pursuant to § 322 Abs. 3 Satz 1 HGB Handelsgesetzbuch: German Commercial Code, we declare that our audit has not led to any reservations relating to the legal compliance of the annual financial statements.

Basis for the Audit Opinion

We conducted our audit of the annual financial statements in accordance with § 317 of the German Commercial Code (HGB) and in compliance with German generally accepted standards of auditing of financial statements promulgated by the Institut der Wirtschaftsprüfer [Institute of Public Auditors in Germany] (IDW). Thereafter, the audit shall be plan- ned and performed in such a way as to provide reasonable assurance about whether the accounts and the annual financial statements (including the accounting records) are free from material misstatement due to wilful misconduct (fraud) or error. As part of the audit, evidence supporting the amounts and disclosures in the accounting records and annual financial statements is assessed on a sample basis.

The audit includes an assessment of the accounting, valuation and classification principles applied and the significant assessments made by management, as well as an evaluation of the overall presentation of the annual financial statements. We believe that our audit provides a sufficient basis for our audit opinions.

Executive Director's Responsibilities for the Annual Financial Statements

The executive directors are responsible for the preparation of the annual financial statements that comply, in all material respects, with the requirements of German commercial law, and that the annual financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Company in compliance with German Legally Required Accounting Principles. Furthermore, management is responsible for such internal control as management determines in accordance with German principles of proper accounting is necessary to enable the preparation of annual financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the annual financial statements, the executive directors are responsible for assessing the Company's ability to continue as a going concern. They also have the responsibility for disclosing, as applicable, matters related to going concern. In addition, they are responsible for financial reporting based on the going concern basis of accounting, provided no actual or legal circumstances conflict therewith.

Auditor's Responsibilities for the Audit of the Annual Financial Statements

Our objectives are to obtain reasonable assurance about whether the annual financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion on the annual financial statements. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with § 317 HGB and in compliance with German Generally Accepted Standards for Financial Statement Audits promulgated by the Institut der Wirtschaftsprüfer (IDW) will always detect a material misstatement. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence economic decisions of users taken on the basis of these annual financial statements.

We exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the annual financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our audit opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal control relevant to the audit of the annual financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an audit opinion on the effectiveness of this system of the Company.
- Evaluate the appropriateness of accounting policies used by the executive directors and the reasonableness of estimates made by the executive directors and related disclosures.
- Conclude on the appropriateness of the executive directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether

a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in the auditor's report to the related disclosures in the annual financial statements, if such disclosures are inadequate, to modify our audit opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to be able to continue as a going concern.

- Evaluate the overall presentation, structure and content of the annual financial statements, including the disclosures, and whether the annual financial statements present the underlying transactions and events in a manner that the annual financial statements give a true and fair view of the assets, liabilities, financial position and financial performance of the Company in compliance with German Legally Required Accounting Principles.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Nettetal, April 13, 2026

WWS WIRTZ, WALTER, SCHMITZ GMBH WIRTSCHAFTSPRÜFUNGS-GESELLSCHAFT STEUERBERATUNGS-GESELLSCHAFT

Schmedt Wirtschaftsprüfer *(Auditor)*	Sonfeld Wirtschaftsprüfer *(Auditor)*

Any use of the above-reproduced auditor's opinion outside of this audit report is subject to our prior consent.

D. Subject, nature and scope of the audit

I. Subject of the audit

In accordance with § 317 HGB, as part of our engagement we have audited the annual financial statements (involving the accounting records), which were prepared in accordance with German accounting requirements, in order to verify compliance with the relevant statutory requirements.

The executive directors are responsible for the accounting, the accounting-related internal controls and the information provided to us in our function as the auditors. Our responsibility as the auditors is to express an opinion on these documents based on the accounting records and the information provided to us in our audit.

The audit of compliance with other statutory requirements only falls within the scope of our audit to the extent that these other requirements commonly affect the annual financial statements prepared in accordance with German accounting requirements.

Our audit of the annual financial statements did not include any special review for the purposes of identifying misrepresentation in relation to monetary or service transactions (misappropriation audit). Our audit activities did not reveal any indications that would have necessitated any further examinations in that regard.

II. Nature and scope of the audit procedures

We have determined the type and extent of the audit procedures required for this engagement within the scope of our own discretion and professional responsibility, which is limited by statutory regulations and ordinances, the German Principles of Auditing Statutory Statutes as established by IDW, as well as any extended conditions for the engagement and the respective reporting obligations.

Pursuant to § 317 (4 a) HGB, our audit does not extend to whether assurances can be made as to the continued existence of the audited entity as a going concern or the effectiveness and efficiency of its management.

As part of our risk-based audit approach, we first developed an audit strategy. This was based on an assessment of the corporate environment and information provided by management on the company's main objectives and business risks.

We selected the analytical audit procedures (plausibility assessments) and tests of details in relation to the substantiation of balances, recognition, presentation and measurement in the annual financial statements based on the findings from our audit of processes and the accounting-related internal control system. In the individual audit plan for the company, we defined the focal points of our audit, the nature and scope of our audit activities as well as the sequencing of audit procedures and the use of human resources. In so doing, we observed the principles of materiality and risk orientation and therefore arrived at our audit opinion primarily on a test basis.

The critical audit objectives identified in our audit strategy resulted in the identification of the following focal points for our audit:

Trade receivables as well as receivables from and payables to related parties.

External confirmations which are subject to the following criteria were obtained as follows : Bank confirmations were obtained from credit institutions.

We requested and received confirmations from lawyers regarding pending legal disputes.

The opening balance sheet amounts were properly taken from the prior-year annual financial statements audited by us.

All necessary explanations and evidence requested by us at our due discretion to enable us to duly perform our audit were provided by the executive directors. The management has provided us on April 10, 2026 with the written confirmation of the completeness of the accounting records and the annual financial statements in the letter of representation obtained by us.

E. Findings and explanatory notes regarding the accounting

I. Propriety of the accounting

1. Accounting records and related documents

In our audit, we found that, in all material respects, the accounting records and further audited documents comply with the statutory requirements, including the German Legally Required Accounting Principles.

We found the company's records of transactions made in a complete, continuous and timely manner. The chart of accounts renders it possible to clearly and transparently organise the accounting data with a sufficient level of detail in keeping the interests of the company. Insofar as accounting records were inspected in the course of our audit, they contain all the necessary information to enable proper documentation. The records are stored in a clearly organized manner, so that the records can be accessed directly on the basis of the information in the accounts. The accounting records therefore comply with the statutory requirements in all material respects for the entire financial year.

The organisation of the accounting records, the internal control system, the flow of data and the records management system facilitate the complete, accurate, timely and orderly recognition and posting of transactions.

Our audit found that, in all material respects, the information obtained from further audited documents was properly reflected in the accounting records and in the annual financial statements prepared in accordance with German accounting requirements.

The Company's financial reporting (financial bookkeeping, fixed asset accounting, payroll accounting) is managed externally by the accounting and tax advising firm Schiff-Martini & Cie. GmbH, Frankfurt am Main.

No significant organisational changes were made to the accounting processes during the year under review.

In our opinion, there are no indications that the organisational and technical measures taken by the Company are not appropriate to ensure the security of accounting-relevant data and IT systems.

2. Annual financial statements

In all material respects, the annual financial statements as of March 31, 2026, prepared in accordance with German accounting requirements and submitted to us for audit, complied with all applicable statutory requirements, including the German Legally Required Accounting Principles and all size-related, legal form-related and sector-specific requirements.

We found the balance sheet and the income statement of Bristlecone GmbH, Frankfurt am Main for the financial year from April 1, 2025 to March 31, 2026 to be properly derived from the accounting records and the other audited documents. The relevant recognition, presentation and measurement requirements were, in all material respects, complied with, as was the principle of continuity set out in § 252 (1) no. 6 HGB.

With respect to the propriety of the disclosures contained in the notes, which we do not report on elsewhere, we note that the reporting in the notes has been carried out by the executive directors in full and to the extent required by law.

II. Overall presentation of the annual financial statements

1. Conclusions on the overall presentation of the annual financial statements

In our opinion, the annual financial statements – i. e., the overall assertion of the annual financial statements provided by the interaction of balance sheet, income statement and notes – give a true and fair view of the net assets, financial position and results of operations of the Company in accordance with German Legally Required Accounting Principles (§ 264 (2) HGB).

2. Measurement bases

The measurement bases in accordance with § 321 (2) sentence 4 clause 1 HGB comprise the accounting and valuation methods and the relevant factors affecting the valuation of assets and liabilities (parameters, assumptions and the exercise of discretion).

No changes were made to the measurement bases during the reporting period.

For information on the presentation of the material measurement bases, please refer to the corresponding disclosures in the notes, because their inclusion in this audit report would only be repetitive.

F. Concluding Remark

The audit report was prepared in accordance with legal requirements and the principles of drawing up audit reports established by the German Institute of Chartered Accountants ("Grundsätze ordnungsmäßiger Berichterstattung bei Abschlussprüfungen" (IDW PS 450 (revised) (10.2021)).

Any use of the above-reproduced auditor's opinion outside of this audit report is subject to our prior consent.

Nettetal, April 13, 2026

WWS WIRTZ, WALTER, SCHMITZ GMBH
WIRTSCHAFTSPRÜFUNGS-
GESELLSCHAFT
STEUERBERATUNGSGESELLSCHAFT

Schmedt
Wirtschaftsprüfer
(Auditor)

Sonfeld
Wirtschaftsprüfer
(Auditor)

Annexure 1

Balance Sheet as of March 31, 2026

		2026/3/31 €	2025/3/31 €
Assets			
A.	**Fixed assets**		
I.	**Tangible fixed assets**		
1.	Other equipment, operating and office equipment	**2,255.00**	5,736.00
II.	**Long-term financial assets**		
1.	Loans to affiliated companies	**3,913,724.13**	3,987,594.15
B.	**Current assets**		
I.	**Receivables and other assets**		
1.	Trade receivables	**2,008,334.99**	2,377,559.49
2.	Receivables from affiliated companies	**124,287.71**	112,069.94
3.	Other assets	**552,137.76**	634,277.38
		2,684,760.46	3,123,906.81
	– of which due after more than one year € 2,915.00 (€ 14,351.56)		
II.	**Cash-in-hand, central bank balances, bank balances and cheques**	**2,512,733.27**	2,362,870.65
C.	**Prepaid expenses**	**2,894.02**	3,587.91
		9,116,366.88	9,483,695.52
Equity and liabilities			
A.	**Equity**		
I.	**Subscribed capital**	**50,000.00**	50,000.00
II.	**Capital reserves**	**425,000.00**	425,000.00
III.	**Retained profits brought forward**	**6,093,555.23**	5,589,280.67
IV.	**Net income for the financial year**	**813,384.36**	504,274.56
B.	**Provisions**		
1.	Provisions for taxes	**137,414.05**	49,720.24
2.	Other provisions	**1,125,389.53**	1,031,246.99
		1,262,803.58	1,080,967.23
C.	**Liabilities**		
1.	Trade payables	**346,250.98**	205,841.34
	– of which due within one year € 346,250.98 (€ 205,841.34)		
2.	Liabilities to affiliated companies	**83,803.29**	382,950.84
	– of which due within one year € 83,803.29 (€ 382,950.84)		
3.	Other liabilities	**41,569.44**	1,245,380.88
		471,623.71	1,834,173.06
	– of which taxes € 10,349.07 (€ 0.00)		
	– of which social security € 14,765.63 (€ 14,236.73)		
	– of which due within one year € 41,569.44 (€ 1,245,380.88)		
		9,116,366.88	9,483,695.52

Annexure 2

Income Statement for the Period April 1, 2025 through March 31, 2026

		4/1/2025 - 3/31/2026	4/1/2024 - 3/31/2025
		€	€
1.	Sales	**9,884,531.34**	8,871,193.28
2.	Other operating income	**58,410.34**	221,669.52
	– of which currency translation gains € 8,689.33 (€ 101,666.60)		
3.	Cost of materials		
	a) Cost of purchased services	**5,411,203.09**	5,198,413.86
4.	Personnel expenses		
	a) Wages and salaries	**2,455,562.79**	2,556,076.35
	b) Social security, post-employment and other employee benefit costs	**365,271.95**	363,346.22
		2,820,834.74	2,919,422.57
	– of which in respect of old age pensions € 16,887.50 (€ 18,287.50)		
5.	Depreciation, amortisation and write-downs		
	a) Amortisation and write-downs of intangible fixed as- sets and depreciation and write downs of tangible fixed assets	**3,867.38**	4,954.18
6.	Other operating expenses	**464,980.21**	359,847.90
	– of which currency translation losses € 190,042.99 (€ 113,461.05)		
7.	Other interest and similar income	**91,803.57**	93,619.97
	– of which from affiliated companies € 88,058.79 (€ 93,619.97)		
8.	Taxes on income	**520,475.47**	199,569.70
9.	**Net income/net loss after tax**	**813,384.36**	504,274.56
10.	**Net income for the financial year**	**813,384.36**	504,274.56

Annexure 3

Notes to the Financial Statements for the fiscal year from April 1, 2025 to March 31, 2026

I. GENERAL EXPLANATIONS

Bristlecone GmbH, Frankfurt am Main (referred to below as the "Company"), has its domicile in Frankfurt am Main and has been registered in the trade register at the local court in Frankfurt am Main in department B, with number 58387.

The financial statements of the Company for the fiscal year ended March 31, 2026 have been prepared according to the Sect. 242 ff. and 264 ff. of the German Commercial Code (HGB) and the relevant Sections of the Law on Limited Liability Companies (GmbHG).

The income statement is structured towards the cost-summary method in accordance with Sect. 275 Para. 2 German Commercial Code (HGB).

The Company is a small corporation according to Sect. 267 Para. 1 German Commercial Code (HGB).

II. ACCOUNTING POLICIES

Fixed assets

Tangible assets are stated at acquisition- or production cost and, if utilizable, depreciated through the useful life.

Depreciation on additions to tangible assets is calculated pro rata temporis. Low value items are fully depreciated in the year of acquisition.

Depreciation takes place as follows:

Item	Depreciation method	Useful lifetime
Other equipment, operational and office equipment	straight line	3 years

Among financial assets, shares and securities are measured at the lower of cost or market and loans are recognized at their nominal value.

Accounts receivable and other assets

Accounts receivable and other assets are stated at nominal value or their net realizable value. All items subject to risk are written down on an item-by-item basis.

Provisions and accrued liabilities

Tax accruals, other provisions and accrued liabilities are stated with the settlement amount based on reasonable business judgement and cover all identifiable risks from uncertain liabilities and anticipated losses from pending transactions.

Liabilities

Liabilities are stated at the settlement amount.

Deferred assets and liabilities

Deferred taxes resulting from temporary or quasi-permanent differences between the commercial values and the respective tax base of assets, liabilities and deferred items as well as from tax loss carry forwards are measured at the tax rates specific to the Company that are expected to apply to the period when the asset is realised or the liability is settled and are not discounted. Deferred tax assets and deferred tax liabilities are offset. Deferred taxes were set up according to § 249 HGB.

Receivables and payables in foreign currencies

Receivables and payables in foreign currencies are evaluated with the exchange rate at the business transaction date.

Receivables and payables in foreign currencies with a remaining term of less than one year are stated with the average spot exchange rate of the balance sheet date.

Receivables and payables in foreign currencies with a remaining term of more than one year are stated with the average spot exchange rate of the balance sheet date or the lower or higher of cost or market value.

III. INDIVIDUAL COMMENTS TO THE BALANCE SHEET

Fixed assets

Reference is made to the separate analysis of fixed assets (see exhibit to the notes).

Other provisions and accrued liabilities

Other provisions and accrued liabilities in the amount of K€ 1.126 represent provisions for outstanding invoices (K€ 630), for personnel expenses (K€ 468), as well as accruals for le- gal and advisory fees (K€ 18) and for the audit of the financial statements (K€ 10).

Receivables and liabilities from shareholder and affiliated companies

Receivables due from and liabilities due to affiliated companies result from current business operations. Liabilities due to affiliated companies comprise liabilities due to shareholders amounting to (K€ 42).

IV. OTHER INDIVIDUAL COMMENTS

Affiliated companies

Companies which are directly or indirectly controlled by Mahindra & Mahindra Ltd., Mumbai, India, are considered as affiliated companies.

Financial commitments

Substantial financial commitments which are not stated in provisions, liabilities or contingent liabilities, exist of the following commitments from a rental and lease agreement:

	Total amount K€
Office premises	12

The payments refer to the following years:

	Total amount K€
2026 / 2027	12

Contingent liabilities

As of balance sheet date, there are no contingent liabilities according to Sect. 251 German Commercial Code (HGB) which have to be reported on.

Headcount

During the fiscal year the Company employed an average of 17 employees (prior year: 17 employees).

Consolidation scope

Mahindra & Mahindra Ltd., Mumbai, India is the ultimate parent company responsible for preparing the consolidated financial statements for the largest and smallest group of companies.

Frankfurt am Main, April 7, 2026

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Padamnath Somnath Pandit

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Ashok Yaraganal Sitaram

Fixed Asset Schedule as of 31 March 2026

		Cost/Production costs			Depreciations			Carrying amount	
		April 1, 2025	Additions	March 31, 2026	April 1, 2025	financial year	March 31, 2026	March 31, 2026	March 31, 2025
		€	€	€	€	€	€	€	€
	Fixed assets								
I.	**Tangible fixed assets**								
	Other equipment, operating and office equipment	21,627.24	386.38	22,013.62	15,891.24	3,867.38	19,758.62	2,255.00	5,736.00
	Total tangible fixed assets	21,627.24	386.38	22,013.62	15,891.24	3,867.38	19,758.62	2,255.00	5,736.00
II.	**Long-term financial assets**								
	Loans to affiliated companies	3,987,594.15	0.00	3,987,594.15	0.00	73,870.02	73,870.02	3,913,724.13	3,987,594.15
	Total long-term financial assets	3,987,594.15	0.00	3,987,594.15	0.00	73,870.02	73,870.02	3,913,724.13	3,987,594.15
	Total fixed assets	4,009,221.39	386.38	4,009,607.77	15,891.24	77,737.40	93,628.64	3,915,979.13	3,993,330.15

INDEPENDENT AUDITOR'S REPORT TO THE MEMBER OF BRISTLECONE (SINGAPORE) PTE LTD

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Bristlecone (Singapore) Pte. Ltd. (the "Company"), which comprise the statement of financial position of the Company as at 31 March 2026, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows of the Company for the financial year then ended, and notes to the financial statements, including a summary of material accounting policies.

In our opinion, the accompanying financial statements are properly drawn up in accordance with the provisions of the Companies Act, 1967 (the "Act") and Financial Reporting Standards in Singapore ("FRSs") so as to give a true and fair view of the financial position of the Company as at 31 March 2026, and of the financial performance, changes in equity and cash flows of the Company for the financial year ended on that date.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities ("ACRA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Matter

The financial statements for the year ended 31 March 2025 were audited by KNAV Services LLP, who expressed an unmodified opinion on those statements on 14 April 2025. Subsequent to the merger of KNAV Services LLP with Natarajan & Swaminathan LLP on 1 January 2026, the merged entity namely, KNAV Natarajan & Swaminathan LLP became the auditor of the Company.

Other Information

Management is responsible for the other information. The other information comprises the Directors' Statement set out on pages 1 to 2.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regar

Responsibilities of Management and Directors for Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and FRSs, and for devising and maintaining a system of internal accounting controls sufficient to provide a reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level assurance, but is not a guarantee that an audit conducted in accordance with SSAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and

appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

Auditors' Responsibilities for the Audit of the Financial Statements (Continued)

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

KNAV NATARAJAN & SWAMINATHAN LLP
Public Accountants and Chartered Accountants

Singapore
10 April 2026

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

	Note	2026	2025
		S$	S$
Revenue		**–**	–
Cost of sales		**–**	–
Gross profit		**–**	–
Other income, net	**4**	**34,136**	37,976
Other expenses	**5**	**(63,123)**	(7,927)
Administrative expense		**(34,133)**	(37,708)
Loss before income tax	**6**	**(63,120)**	(7,659)
Income tax benefit	**8**	**211**	5,375
Loss for the financial year, representing total comprehensive loss for the financial year		**(62,909)**	(2,284)

The accompanying notes form an integral part of and should be read in conjunction with these financial statements.

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2026

	Note	2026	2025
		S$	S$
ASSETS			
Current assets			
Other receivables	**9**	**14,681**	15,598
Cash and bank balances	**10**	**1,650,275**	1,713,466
Total assets		**1,664,956**	1,729,064
EQUITY AND LIABILITIES			
Equity			
Share capital	**11**	**1,670,000**	1,670,000
(Accumulated losses)/retained earnings		**(27,629)**	35,280
Total equity		**1,642,371**	1,705,280
Current liabilities			
Other payables	**12**	**22,585**	23,784
Total liabilities		**22,585**	23,784
Total liabilities and equity		**1,664,956**	1,729,064

The accompanying notes form an integral part of and should be read in conjunction with these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

	Share capital	(Accumulated losses)/ retained earnings	Total
	S$	S$	S$
Balance at 1 April 2024	1,670,000	37,564	1,707,564
Loss for the financial year, representing total comprehensive loss for the financial year	–	(2,284)	(2,284)
Balance at 31 March 2025	1,670,000	35,280	1,705,280
Loss for the financial year, representing total comprehensive loss for the financial year	**–**	**(62,909)**	**(62,909)**
Balance at 31 March 2026	**1,670,000**	**(27,629)**	**1,642,371**

The accompanying notes form an integral part of and should be read in conjunction with these financial statements.

STATEMENT OF CASH FLOWS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

	Note	2026	2025
		S$	S$
Cash flows from operating activities			
Loss before income tax	6	**(63,120)**	(7,659)
Adjustments for:			
Unrealized foreign exchange loss		**62,908**	7,927
Operating cash flows before movements in working capital		**(212)**	268
Changes in working capital:			
Other receivables		**954**	(7,267)
Other payables		**(1,200)**	1,335
Cash used in from operating activities		**(458)**	(5,664)
Income tax refund	8	**211**	4,953
Net cash used in operating activities		**(247)**	(711)
Net decrease in cash and cash equivalents		**(247)**	(711)
Cash and cash equivalents at beginning of financial year		**1,713,466**	1,722,104
Effect on foreign exchange difference		**(62,944)**	(7,927)
Cash and cash equivalents at end of financial year	11	**1,650,275**	1,713,466

The accompanying notes form an integral part of and should be read in conjunction with these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

1. CORPORATE INFORMATION

Bristlecone (Singapore) Pte Ltd. (the "Company") is domiciled and incorporated in Singapore with its registered office at 77 Robinson Road #13-00, Robinson 77, Singapore 068896 and principal place of business is at 12 Marina Boulevard, Level 17-01 Marina Bay Financial Centre Tower 3, Singapore 018982.

The principal activities of the Company is those providing software related consulting services. There have been no significant changes in the nature of these activities during the financial year.

The immediate holding corporation of the Company is Bristlecone India Limited, a company incorporated in India. The intermediate holding corporation is Bristlecone Worldwide, Inc. (previously known as Bristlecone Limited), a company that is currently redomiciled to the United States after its deregistration in Cayman Island effective 3 April 2023. The penultimate holding corporation is Mahindra Holdings Limited, a company incorporated in India. The ultimate holding corporation of the Company is Mahindra & Mahindra Ltd., a company incorporated in India.

The financial statements of the Company for the financial year ended 31 March 2026 were authorised for issue in accordance with a resolution of the directors as at date of the Directors' Statement.

2. MATERIAL ACCOUNTING POLICIES

2.1 Basis of preparation

The financial statements of the Company have been drawn up in accordance with Financial Reporting Standards in Singapore ("FRSs"). The financial statements have been prepared on a historical cost basis except as disclosed in the accounting policies below.

The financial statements are presented in Singapore Dollar ("S$") which is the Company's functional currency.

Certain reclassifications, regroupings and reworking have been made in the financial statements of prior year to conform to the classifications used in the current year. These changes had no impact on previously reported loss for the year or shareholders' equity.

2.2 Adoption of new or revised standards

The accounting policies adopted are consistent with those of the previous financial year except that in the current financial year, the Company has adopted all the new and revised FRS and INT FRS that are relevant to its operations and effective for the annual periods beginning on or after 1 April 2025. The adoption of these new or revised FRS and INT FRS did not result in changes to the Company's accounting policies and has no material effect on the amounts reported for the current or prior financial years.

2.3 Standards issued but not yet effective

At the date of authorisation of these financial statements, the following FRS, INT FRS and amendments to FRS were issued but not yet effective:

Standard	Description	Effective date (annual periods beginning on or after)
FRS 107 and FRS 109	Amendments to FRS 109 and FRS 107 Financial Instruments: Disclosures – Classification and Measurement of Financial Instruments	1 January 2026
FRS 107 and FRS 109	Amendments to FRS 109 and FRS 107 Financial Instruments: contracts referencing nature – dependent electricity	1 January 2026
Various	Annual Improvements to FRSs Volume 11	1 January 2026
FRS 118	Presentation and Disclosure in Financial Statements	1 January 2027
FRS 119	Subsidiaries without Public Accountability: Disclosures	1 January 2027
FRS 110 and FRS 28	Amendments to FRS 110 Consolidated Financial Statements and FRS 28 Investments in Associates and Joint Ventures: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Date to be determined

Consequential amendments were also made to various standards as a result of these new/revised standards. The Company does not intend to early adopt any of the above new/revised standards, interpretations and amendments to the existing standards. Management anticipates that the adoption of the aforementioned revised/ new standards will not have a material impact on the financial statements of the Company in the period of their initial adoption.

2.4 Foreign currency transactions and balances

Transactions in a foreign currency are measured in the functional currency of the Company and are recorded on initial recognition in the functional currency at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was measured.

Exchange differences arising on the settlement of monetary items or a translating monetary items at the end of the reporting period are recognised in statement of profit or loss and other comprehensive income.

2.5 Cash and bank balances

Cash and bank balances comprise of cash on hand and cash at bank (collectively known as "cash and cash equivalents") and are subject to an insignificant risk of changes in value.

2.6 Financial instruments

The Company recognises a financial asset or a financial liability in its statement of financial position when, and only when, the Company becomes party to the contractual provisions of the instrument.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and allocating the interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts or payments (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial instrument, or where appropriate, a shorter period, to the net carrying amount of the financial instrument. Income and expense are recognised on an effective interest basis for debt instruments other than those financial instruments at fair value through profit or loss.

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

Financial assets

Initial recognition and measurement

Financial assets are recognised when, and only when the entity becomes party to the contractual provisions of the instruments.

At initial recognition, the Company measures a financial asset at its fair value plus, in the case of a financial asset not at FVPL, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at FVPL are expensed in profit or loss.

Trade receivables are measured at the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third party, if the trade receivables do not contain a significant financing component at initial recognition.

Financial assets at amortised cost

A financial asset is subsequently measured at amortised cost if the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Subsequent to initial recognition, the financial asset at amortised cost are measured using the effective interest method and is subject to impairment. Gains or losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

Impairment of financial assets

The Company recognises a loss allowance for expected credit losses ("ECL") on financial assets measured at amortised cost. At each reporting date, the Company assesses whether the credit risk on a financial asset has increased significantly since initial recognition by assessing the change in the risk of a default occurring over the expected life of the financial instrument. Where the financial asset is determined to have low credit risk at the reporting date, the Company assumes that the credit risk on financial assets has not increased significantly since initial recognition.

The Company uses reasonable and supportable forward-looking information that is available without undue cost or effort as well as past due information when determining whether credit risk has increased significantly since initial recognition.

Where the credit risk on that financial instrument has increased significantly since initial recognition, the Company measures the loss allowance for a financial instrument at an amount equal to the lifetime ECL. Where the credit risk on that financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

The Company uses a practical expedient to recognise the ECL for trade receivables and contract assets, which is to measure the loss allowance at an amount equal to lifetime ECL using an allowance matrix derived based on historical credit loss experience adjusted for current conditions and forecasts of future economic conditions.

The amount of ECL or reversal thereof that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognised in profit or loss.

While they are not financial assets, contract assets arising from the Company's contracts with customers under FRS 115 are assessed for impairment in accordance with FRS 109, similar to that of trade receivables.

The Company directly reduces the gross carrying amount of a financial asset when the entity has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof.

Derecognition of financial assets

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds receivables.

Financial liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Ordinary share capital

Ordinary share capital is classified as equity. Incremental costs directly attributable to the issue of ordinary share and share options are recognised as a deduction from equity.

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised on trade date – the date on which the Company commits to purchase or sell the asset. All financial liabilities are initially measured at fair value, minus transaction costs, except for those financial liabilities classified as at fair value through profit or loss, which are initially measured at fair value.

Financial liabilities are classified as other financial liabilities.

Other financial liabilities

Other payables

Other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, where applicable, using the effective interest method, with interest expense recognised on an effective yield basis. A gain or loss is recognised in profit or loss when the liability is derecognised and through the amortisation process.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or they expire.

Offsetting of financial instruments

A financial asset and a financial liability shall be offset and the net amount presented in the statement of financial position when and only when, an entity:

(a) currently has a legally enforceable right to set-off the recognised amounts; and

(b) intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

2.7 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the financial year, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows, which is discounted using a pre-tax discount rate.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Changes in the estimated timing or amount of the expenditure or discount rate are recognised in profit or loss as they arise.

2.8 Leases

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

As lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities representing the obligations to make lease payments and right-of-use assets representing the right to use the underlying leased assets.

The Company applies the short-term lease recognition exemption to its short-term leases of office premises (i.e. those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). Lease payments on short-term leases recognised as expense on a straight-line basis over the lease term.

As lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising from operating leases on the Company's investment properties is accounted for on a straight-line basis over the lease terms. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

2.9 Revenue recognition

Revenue is measured based on the consideration to which the Company expects to be entitled in exchange for transferring the promised services to a customer. Revenue is recognised when the Company satisfies a performance obligation by transferring a promised service to the customer, which is when the customer obtains control of the service. A performance obligation may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied performance obligation. Revenue are presented, net of goods and services tax, rebates and discounts.

The Company provide software related consulting services. Revenue is recognised when the control over the agreed services has been transferred to the customer. At contract inception, the Company assesses whether the Company transfers control of the services over time or at a point in time by determining if (a) its performance does not create an asset with an alternative use to the Company; and (b) the Company has an enforceable right to payment for performance completed to date.

For contract where the asset created has no alternative use for the Company due to contractual restriction, and the Company has enforceable rights to payment arising from the contractual terms, revenue is recognised over time by reference to the Company's progress towards completing the asset. The measure of progress is determined based on the proportion of actual service provided to date relative to the estimated total services to be provided. This is determined based on the direct expenses incurred or actual labour hours spent relative to the total expected labour hours.

For contracts where the Company does not have an enforceable right to payment, revenue is recognised only when the asset is delivered to the customers and the customers have accepted it in accordance with the contract.

Estimates of revenues, costs or extent of progress toward completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in the profit or loss in the period in which the circumstances that give rise to the revision become known by management.

The customer is invoiced on a milestone payment schedule. A contract asset is recognised when the Company has performed under the contract but has not yet billed the customer. Conversely, a contract liability is recognised when the Company has not yet performed under the contract but has billed the customer. Contract assets are transferred to the receivables when the rights to consideration become unconditional. Contract liabilities are recognised as revenue when the Company performs under the contract.

2.10 Employee benefits

(a) Defined contribution plans

The Company makes contributions to the Central Provident Fund scheme in Singapore, a defined contribution pension scheme. Contributions to defined contribution pension schemes are recognised as an expense in the period in which the related service is performed.

(b) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

2.11 Income taxes

Income tax expense represents the sum of the tax currently payable and deferred tax.

(a) Current income tax

The tax currently payable is based on taxable profit for the financial year. Taxable profit differs from profit as reported profit or loss because it excludes items of income or expense that are taxable or deductible in other financial years and it further excludes items that are not taxable or tax deductible. The Company's liability for current tax is calculated using tax rates (and tax laws) that have been enacted by the end of the financial year.

(b) Deferred tax

Deferred tax is recognised on the differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and are accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from the initial recognition of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each financial year and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the financial year and based on the tax consequence that will follow from the manner in which the Company expects, at the end of the financial year, to recover or settle the carrying amounts of its assets and liabilities. Deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

Current and deferred tax are recognised as an expense or income in profit or loss, except when they relate to items credited or debited directly to equity, in which case the tax is also recognised directly in equity.

2.12 Sales tax

Revenue, expenses and assets are recognised net of the amount of sales tax except:

- Where the sales tax incurred on a purchase of assets or services is not recoverable from the taxation authority, in which case the sales tax is recognised as part of the cost of acquisition of the asset of as part of the expense item as applicable; and
- Receivables and payables that are stated with the amount of sales tax included

The net amount of sales tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

2.13 Related party

A related party is defined as follows:

(a) A person or a close member of that person's family is related to the Company if that person:

(i) has control or joint control over the Company;

(ii) has significant influence over the Company; or

(iii) is a member of the key management personnel of the Company or of a parent of the Company.

(b) An entity is related to the Company if any of the following conditions applies:

(i) the entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).

(ii) one entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).

(iii) both entities are joint ventures of the same third party.

(iv) one entity is a joint venture of a third entity and other entity is an associate of the third entity.

(v) the entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company;

(vi) the entity is controlled or jointly controlled by a person identified in (a);

(vii) a person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity); or

(viii) the entity, or any member of a group of which it is a part, provides key management personnel services to the company.

The effect of the Company's transactions and arrangements with related parties is reflected in these financial statements.

Key management personnel

Key management personnel are those persons having the authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any director (whether executive or otherwise) of that company.

2.14 Equipment

Equipment is stated at cost less accumulated depreciation and any accumulated impairment losses. The cost of equipment includes its purchase price and any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Dismantlement, removal or restoration costs are included as part of the cost of equipment if the obligation for dismantlement, removal or restoration is incurred as a consequence of acquiring or using the equipment.

Subsequent expenditures relating to equipment is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of item can be measured reliably. All other repairs and maintenance expenses are recognised in profit or loss when incurred.

Depreciation is charged so as to write off the cost of assets, over their estimated useful lives, using the straight-line method, on the following bases:

Computer	3 years

The carrying values of equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

Fully depreciated equipment are retained in the financial statements until they are no longer in use. The estimated useful lives, residual values and depreciation methods are reviewed, and adjusted as appropriate, at the end of each financial year. The effects of any revision are recognised in profit or loss when the changes arise.

The gain or loss, being the difference between the sales proceeds and the carrying amount of the asset, arising on disposal or retirement of an item of equipment is recognised in profit or loss.

2.15 Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists, or when an annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount:

An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs of disposal and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or cash-generating unit exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

Impairment losses of continuing operations are recognised in the statement of comprehensive income.

A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss.

3. SIGNIFICANT ACCOUNTING JUDGMENTS AND ESTIMATES

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the end of each reporting period. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in the future periods.

3.1 Judgments made in applying accounting policies

Management is of the opinion that there are no critical judgements (other than those involving estimates) that have a significant effect on the amounts recognised in the financial statements.

3.2 Key sources of estimation uncertainty

Management is of the opinion that there are no key assumptions concerning the future and other key sources of estimation uncertainty that have a significant effect on the amounts recognised in the financial statements.

4. OTHER INCOME

	2026	2025
	S$	S$
Cost reimbursement from related party	**34,136**	37,707
Refund of penalties	**–**	269
	34,136	37,976

Effective 1 April 2024, Bristlecone Inc. and Bristlecone GmbH, entered into a Business Support Service Agreement with the Company. It was agreed by both parties that Bristlecone Inc. will provide support to Bristlecone GmbH and its affiliates, which includes the Company. In case any of the affiliates incurs a loss, the said affiliate can recover the loss from Bristlecone Inc. The said recovery will cover the operating costs of the affiliate to ensure financial compensation for the losses it suffered. Since the Company incurred a loss in the current year, it was able to recover S$34,136 (2024: S$ 37,707) from Bristlecone Inc.

5. OTHER EXPENSE

	2026	2025
	S$	S$
Foreign exchange loss - net	**63,123**	7,927
	63,123	7,927

6. LOSS BEFORE INCOME TAX

In addition to the charges disclosed elsewhere in the financial statements, the following charge was included in the determination of (loss)/profit before income tax:

	2026	2025
	S$	S$
Under administrative expenses		
Professional and consulting fee	**30,291**	30,603
Short term lease expense*	**2,176**	4,353
Employee benefits expense (Note 7)	**3,105**	3,000

* The Company leases its office space under an arrangement which does not qualify as lease.

7. EMPLOYEE BENEFITS EXPENSE

	2026	2025
	S$	S$
Directors' fees	**3,105**	3,000

8. INCOME TAX BENEFIT

	2026	2025
	S$	S$
Income tax		
- Current year	**–**	–
- Over provision in prior years	**(211)**	(5,375)
	(211)	(5,375)

The current year income tax expense varied from the amount of income tax expense determined by applying the Singapore statutory income tax rate of 17% (2024: 17%) to profit before income tax as a result of the followings differences:

	2026	2025
	S$	S$
(Loss) before income tax	**(63,120)**	(7,659)
Tax calculated at a tax rate of 17%	**(10,730)**	(1,302)
Tax effect of:		
- Expenses not deductible for tax purposes	**10,700**	1,390
- Non-taxable income	**–**	(45)
- Tax exemptions	**–**	(32)
Over provision in prior year	**(211)**	(5,375)
Others	**30**	(11)
	(211)	(5,375)

Movement in income tax payable

	2026	2025
	S$	S$
At the beginning of financial year	**–**	422
Income tax paid	**–**	(422)
Income tax expense		
- Current year	**–**	–
- Over provision in prior year	**(211)**	(5,375)
Tax refund during the year	**211**	5,375
At the end of financial year	**–**	–

9. OTHER RECEIVABLES

	2026	2025
	S$	S$
Other receivables - related corporation (a)	**7,983**	9,943
Prepayments	**2,517**	1,542
Deposits	**3,651**	3,651
GST receivables	**530**	462
	14,681	15,598

(a) In connection with the Business Support Service Agreement as disclosed in Note 4, the Company has an outstanding receivable from Bristlecone Inc. as of 31 March 2026, and 31 March 2025, which covers the recovery of operating costs the Company has incurred for the year ended 31 March 2026 and 31 March 2025, respectively.

The currency profiles of the Company's other receivables as at 31 March are as follows:

	2026	2025
	S$	S$
United States Dollar	**7,983**	9,943
Singapore Dollar	**6,698**	5,655
	14,681	15,598

10. CASH AND BANK BALANCES

	2026	2025
	S$	S$
Cash and cash equivalents	**1,650,275**	1,713,466

The currency profiles of the Company's cash and bank balances as at 31 March are as follows:

	2026	2025
	S$	S$
United States Dollar	**1,600,281**	1,697,307
Singapore Dollar	**49,994**	16,159
	1,650,275	1,713,466

11. SHARE CAPITAL

	2026		2025	
	No. of shares	**S$**	No. of shares	S$
At beginning and end of financial year	**1,670,000**	**1,670,000**	1,670,000	1,670,000

Fully paid ordinary shares carry one vote per share and carry a right to dividends as and when declared by the Company. All issued ordinary shares are fully paid. There are no par values for these ordinary shares.

12. OTHER PAYABLES

	2026	2025
	S$	S$
Other payables (a)	**5,699**	2,192
Accruals	**16,886**	21,592
	22,585	23,784

The currency profiles of the Company's other payables as at 31 March are as follows: :

	2026	2025
	S$	S$
Singapore Dollar	**22,585**	23,784

13. RELATED PARTY TRANSACTIONS

Apart from the disclosures made elsewhere in the financial statements, the following significant transactions between the Company and related parties took place during the financial year at terms agreed between the parties.

	2026	2025
	S$	S$
Other income		
Related corporation		
- Recovery of operating costs (Note 4)	**34,136**	37,707

Key management personnel remuneration

Except for the directors of the Company, there are no other key management personnel. For the director other than Mr Tiong Hin Won, Eric (Note 7), remuneration is paid by its related corporation (Bristlecone Inc.).

14. FINANCIAL RISK MANAGEMENT

The Company's activities expose it to a variety of financial risks from its operation. The key financial risks include credit risk, market risk (including foreign currency risk and interest rate risk) and liquidity risk.

The Board of Directors reviews and agrees policies and procedures for the management of these risks which are executed by the management team. It is and has been throughout the current and previous financial year, the Company's policy that no trading in derivatives for speculative purposes shall be undertaken.

The following sections provide details regarding the Company's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

There has been no change to the Company's exposure to these financial risks or the manner in which it manages and measures the risks.

Credit risk

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in a loss to the Company. The Company's exposure to credit risk arises primarily from other receivables. Bank balances are mainly deposits with banks with high credit-ratings assigned by international credit rating agencies and the Company does not expect the impairment loss from bank balances to be material, if any.

The Company has adopted a policy of only dealing with creditworthy counterparties. The Company performs ongoing credit evaluation of its counterparties' financial condition and generally do not require a collateral.

The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

The Company has determined the default event on a financial asset to be when internal and/or external information indicates that the financial asset is unlikely to be received, which could include default of contractual payments due for more than 90 days, default of interest due for more than 30 days or there is significant difficulty of the counterparty.

Other receivables (Note 9)

The Company uses the practical expedient under FRS 109 in the form of allowance matrix to measure the ECL for trade receivables, where the loss allowance is equal to lifetime ECL.

The ECL for trade and other receivables are estimated using an allowance matrix by reference to the historical credit loss experience of the customers for various customer groups that are assessed by geographical locations, product types and internal ratings, adjusted for forward looking factors specific to the debtors and the economic environment which could affect the ability of the debtors to settle the financial assets. In considering the impact of the economic environment on the ECL rates, the Company assesses the gross domestic production growth rates of the major industries which its customers operate in.

Trade and other receivables are written off when there is evidence to indicate that the customer is in severe financial difficulty such as being under liquidation or bankruptcy and there is no reasonable expectations for recovering the outstanding balances.

		Past due			
	Current	**Within 30 days**	**30 to 60 days**	**Over 60 days**	**Total**
	S$	**S$**	**S$**	**S$**	**S$**
31 March 2026					
Expected loss rate	**–**	**–**	**–**	**–**	**–**
Other receivables (gross)	**7,983**	**–**	**–**	**–**	**7,983**
Loss allowance	**–**	**–**	**–**	**–**	**–**
					7,983
31 March 2025					
Expected loss rate	–	–	–	–	–
Other receivables (gross)	9,943	–	–	–	9,943
Loss allowance	–	–	–	–	–
					9,943

There are no credit loss allowance for other financial assets at amortised cost as at 31 March 2026 and 2025.

As the Company does not hold any collateral, the maximum exposure to credit risk for each class of financial instruments is the carrying amount of that class of financial instruments presented on the balance sheet.

The normal trade credit terms granted to debtors ranged from 30 to 60 days (2025: 30 to 60 days) or contractual periods based on project contract sales.

The balance of receivables that are past due but not impaired are unsecured in nature. The management is confident that the remaining receivables are recoverable as these accounts are still active.

Market risks

The Company's activities expose it primarily to the financial risks of changes in foreign currency exchange rates.

Foreign currency risk

The Company's main foreign currency exposures arise from the exchange rate movements of United States dollar against Singapore Dollar, which is the Company's functional currency. As at the end of the reporting date, foreign currency balances for other receivables, cash and bank balances, and other payables are disclosed in Notes 10, 11 and 12, to the financial statements.

Sensitivity analysis for foreign currency risk

A 5% strengthening of Singapore dollar against the foreign currencies denominated balances as at the reporting date would increase profit or loss before tax by the amounts shown below. This analysis assumes that all other variables remain constant.

	Increase/(Decrease) in Profit or Loss	
	2026	2025
	S$	S$
United States Dollar	**80,413**	85,363

Liquidity risk

Liquidity risks refer to the risks in which the Company encounters difficulties in meeting its short-term obligations. Liquidity risks are managed by matching the payment and receipt cycle.

The Company is not exposed to any significant liquidity risk however the Company adopts prudent liquidity risk management by maintaining sufficient cash and available funding through an adequate amount of committed credit facilities.

All the Company's financial assets and liabilities are due within 12 months after the reporting date.

Financial instruments by category

The carrying amount of the different categories of financial instruments is as disclosed on the face of the statements of financial position and as follows:

	2026	2025
	S$	S$
Financial assets at amortised cost		
Cash and bank balances	**1,650,275**	1,713,466
Other receivables*	**11,634**	13,594
	1,661,909	1,727,060
**excluding prepayments and GST receivables*		
Financial liabilities at amortised cost		
Other payables	**22,585**	23,784

15. FAIR VALUES OF FINANCIAL INSTRUMENTS

Except as disclosed in the respective notes, the carrying amounts of cash and bank balances, other receivables and other payables, approximate their respective fair values due to the relative short-term maturity of these financial instruments. The fair values of other classes of financial assets and liabilities are disclosed in the respective notes to the financial statements.

16. CAPITAL MANAGEMENT

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholder and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

The capital management of the Company is monitored by the management on an ongoing basis. The Company is not subject to any externally imposed capital requirements during the financial years ended 31 March 2026 and 2025.

The capital structure of the Company consists of share capital and retained earnings.

17. EVENTS OCCURING AFTER THE REPORTING PERIOD

The Company has evaluated all subsequent events from the end of the reporting period, being March 31, 2026, through the date the financial statements were authorised for issue. No adjusting or non-adjusting events that require recognition or disclosure in the financial statements have been identified.

ATTESTATION ON FINANCIAL STATEMENTS

Sirs
Bristlecone Internacional Costa Rica, S.R.L.
Present

Dear Sirs:

The undersigned Certified Public Accountant was engaged by **Bristlecone Internacional Costa Rica, S.R.L.** ("the Company") to attest the financial figures shown in the statement of financial position as of March 31st, 2026 and the statement of profit or loss and other comprehensive income for the year then ended. The Company's management is responsible for the preparation and fair presentation of these financial statements based on the International Financial Reporting Standards.

In accordance with the International Financial Reporting Standards, a set of financial statements consists of the statement of financial position, the statement of profit or loss and other comprehensive income, the statement of changes in equity, the statement of cash flows, and the notes to the financial statements as of a given date in accordance with the International Financial Reporting Standards. For the issuance of this attestation, the statement of changes in equity, the statement of cash flows, and the notes to the financial statements were not under scope.

Our engagement was conducted in accordance with the professional standards that regulate public accounting in Costa Rica, taking into consideration communication No.02: "Minimum Requirements to Issue an Attestation Report" and communication No.14: "Minimum Guidance to Issue an Attestation Report on the Financial Statements regarding a Specific Element, Account, or Item of a Financial Statement", published by the Association of Public Accountant of Costa Rica. An attestation engagement consists of attesting to the certainty of the matter or specific element indicated in the report, therefore this attestation was carried out with the sole purpose of informing the user that the figures shown in the statement of financial position and the statement of profit or loss and other comprehensive income, shown in Exhibit I, were extracted from the Company's accounting records of the Company as of March 31st, 2026 and for the year then ended, which I also verified in accordance with the procedures described in the next section:

Procedure

The procedure performed in order to confirm what has been indicated in the previous paragraphs is described as follows:

1. Compare the figures of the statement of financial position and the statement of profit or loss and other comprehensive income in US dollars with the corresponding figures that show the Company´s accounting records as of March 31st, 2026 and for the year then ended (detailed in Exhibit 1).

Result

Based on the procedure described above, we will verify that:

1. The figures in the statement of financial position and the statement of profit or loss and other comprehensive income detailed in Exhibit 1 were extracted from the Company's accounting records as of March 31st, 2026 and for the year then ended.

Attestation

By virtue of the foregoing, I attest that the figures in the statement of financial position and the statement of profit or loss and other comprehensive income, detailed in Exhibit I, correspond to those shown in the Company's accounting records as of March 31st, 2026 and for the year then ended.

The procedures described above are substantially less than the requirements of an audit on a full set of financial statements according to the International Standards on Auditing, and they are not sufficient to express a conclusion about whether, based on the review, the financial statements are prepared in accordance with the applicable financial information framework since, as mentioned above, the work consisted of comparing the figures of the statement of financial position and the statement of profit or loss and other comprehensive income with the corresponding figures shown in the Company's accounting records as of March 31st, 2026 and for the year then ended. Consequently, this attestation is not and should not be interpreted as an opinion on the fairness of the referred information or as a comprehensive review thereof. Had we had applied additional procedures, other potential matters could have come to our attention that we would have reported to you.

Our report is solely intended for the purpose stated in the third paragraph of this report and for your information, and it should not be used for any other purpose or distributed to any other parties.

I hereby express that I am authorized, in accordance with Article 4 of Law No.1038, to issue this attestation on the consolidated financial statements, and I state that I am independent by complying with the provisions set forth in Article 9 of Law No.1038, Articles 20 and 21 of the Regulation to the same Law, and the independence requirements and other ethics requirements established in the Professional Ethics Code issued by the Association of Certified Public Accountants of Costa Rica.

This attestation report is issued in the city of San José in April 08th, 2026.

Ivannia Sandí - C.P.A. No.6540
Insurance Policy R 0116. FIG 7
Expires September 30, 2026.
Revenue Stamp - Law No.6663, ¢25.00
Affixed digitally

STATEMENT OF ASSETS AND LIABILITIES

Particulars	As at March 31, 2026 USD	As at March 31, 2025 USD
ASSETS		
Current Assets		
Cash and cash equivalents	**25,039**	47,876
Other current assets	**20,525**	20,525
Total Current Assets	**45,564**	68,401
TOTAL ASSETS	**45,564**	68,401
EQUITY AND LIABILITIES		
Stockholders' Equity		
Share Capital	**100,000**	100,000
64,076 authorized share capital at par value of CRC 1,000 each share out of which 54,387 shares issued as at March 31, 2026 (54,387 shares issued as at March 31, 2025)		
Additional Paid-in-Capital	**210,000**	150,000
Reserves & Surplus		
Retained Loss	**(362,188)**	(227,016)
Total Shareholders' Equity	**(52,188)**	22,984
Current liabilities		
Trade and other payables	**71,856**	40,722
Accrued expenses and other current liabilities	**25,896**	4,696
Total liabilities	**97,752**	45,418
TOTAL EQUITY AND LIABILITIES	**45,564**	68,401

STATEMENT OF INCOME FOR THE YEAR ENDED MARCH 31, 2026

Particulars	Year ended March 31, 2026 USD	Year ended March 31, 2025 USD
Revenue	**–**	–
Operating expenses		
Cost of revenue	**–**	–
Selling, general and administrative expenses	**135,172**	114,345
Total operating expenses	**135,172**	114,345
Operating profit / (loss)	**(135,172)**	(114,345)
Other income / (expense)	**–**	–
Profit / (loss) before income tax expense	**(135,172)**	(114,345)
Income tax expense / (benefit)	**–**	–
Net profit / (loss)	**(135,172)**	(114,345)
Other comprehensive income	**–**	–
Total comprehensive income	**(135,172)**	(114,345)

STATEMENTS OF CHANGES IN STOCKHOLDERS' EQUITY

Amounts in USD

Particulars	Share Capital	Additional Paid-in-Capital	Reserves and Surplus	Total stockholders' equity
	USD	USD	USD	USD
Balance as at March 31, 2024	**100,000**	**100,000**	**(112,672)**	**87,328**
Share Capital	–	–		–
Additional Paid-in-Capital	–	50,000		50,000
Profit for the year	–	–	(114,345)	(114,345)
Balance as at March 31, 2025	**100,000**	**150,000**	**(227,016)**	**22,984**
Share Capital	–	–	–	–
Additional Paid-in-Capital	–	60,000	–	60,000
Profit for the year	–	–	(135,172)	(135,172)
Balance as at March 31, 2026	**100,000**	**210,000**	**(362,188)**	**(52,188)**

STATEMENT OF CASH FLOWS

Particulars	Year ended March 31, 2026 USD	Year ended March 31, 2025 USD
Cash flow from operating activities		
Net profit	**(135,172)**	(114,345)
Adjustments to reconcile net profit to net cash provided by / (used in) operating activities	**–**	–
Changes in assets and liabilities		
(Decrease)/Increase in accounts payable	**31,135**	3,751
Increase in Accrued Expenses	**21,200**	(4)
Decrease/(Increase) in account receivables	**0**	0
Net cash generated from operating activities	**(82,837)**	(110,598)
Cash flow from investing activities		
	–	–
Net cash (used in)/ provided by investing activities	**–**	–
Cash Flow from Financing Activities		
Proceeds from issue of equity shares	**60,000**	50,000
Net cash (used in)/ provided by financing activities	**60,000**	50,000
Net increase in cash and cash equivalents	**(22,837)**	(60,598)
Cash and cash equivalents at the beginning of the year	**47,876**	108,474
Cash and cash equivalents at the end of the year	**25,039**	47,876

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF MAHINDRA INVESTMENT COMPANY MAURITIUS LIMITED (FORMERLY MAHINDRA - BT INVESTMENT COMPANY (MAURITIUS) LIMITED)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Mahindra Investment Company Mauritius Limited, (*formerly Mahindra - BT Investment Company (Mauritius) Limited*)**, the "Company", which comprise the statement of financial position as at 31 March 2026, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 March 2026 and of its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB) and the requirements of the Mauritius Companies Act 2001.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* (the "IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Matter

The supplementary information presented in Indian Rupee in the financial statements is solely for the convenience of the users of the financial statements. The supplementary information presented in Indian Rupee does not form part of the audited financial statements. We have therefore not audited the supplementary information and, accordingly, we do not express an opinion on this supplementary information. This paragraph has no impact on the audit opinion expressed in this auditors' report.

Information Other than the Financial Statements and Auditors' Report Thereon ("Other Information")

Management is responsible for the Other Information. The Other Information comprises of information included under the Corporate Data and Commentary of the Directors sections but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the Other Information and we do not express any form of assurance conclusion thereon.

Information Other than the Financial Statements and Auditors' Report Thereon ("Other Information") (Cont'd)

In connection with our audit of the financial statements, our responsibility is to read the Other Information and, in doing so, consider whether the Other Information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this Other Information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of the financial statements in accordance with IFRS Accounting Standards as issued by the IASB and the requirements of the Mauritius Companies Act 2001, and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Auditors' Responsibilities for the Audit of the Financial Statements (Cont'd)

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

Report on Other Legal and Regulatory Requirements

- In accordance with the requirements of the Mauritius Companies Act 2001, we report as follows:
- we have no relationship with, or any interests in, the Company other than in our capacity as auditors;
- we have obtained all the information and explanations we have required; and
- in our opinion, proper accounting records have been kept by the Company as far as it appears from our examination of those records.

Use of this Report

Our report is made solely to the members of the Company as a body in accordance with Section 205 of the Mauritius Companies Act 2001. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members as a body, for our audit work, for this report, or for the opinion we have formed.

Grant Thornton
Chartered Accountants

K RAMCHURUN, FCCA
Licensed by FRC

Date: 15 April 2026

Ebene 72201, Republic of Mauritius

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH

	Notes	2026	2026	2025	2025
		USD	INR (Note 1)	USD	INR (Note 1)
INCOME					
Interest income on bank deposits	10	**374,946**	**35,318,038**	906,547	85,392,195
Dividend income	9(iv)	**123,081**	**11,593,615**	122,516	11,540,395
		498,027	**46,911,653**	1,029,063	96,932,590
EXPENDITURES					
Professional fees	12	**70,415**	**6,632,740**	54,786	5,160,567
Audit fees		**8,260**	**778,051**	7,968	750,546
Bank charges		**5,297**	**498,951**	4,908	462,309
Licence fees		**2,900**	**273,166**	2,700	254,327
Unrealised loss on foreign exchange		**7,596**	**715,505**	–	–
		94,468	**8,898,413**	70,362	6,627,749
PROFIT BEFORE TAX		**403,559**	**38,013,240**	958,701	90,304,841
Tax refund/(expense)	8(v)	**934,145**	**87,991,788**	(144,898)	(13,648,667)
PROFIT FOR THE YEAR		**1,337,704**	**126,005,028**	813,803	76,656,174
OTHER COMPREHENSIVE INCOME:					
Items that will not be reclassified subsequently to profit or loss		**–**	**–**	–	–
Items that will be reclassified subsequently to profit or loss					
Fair value (loss)/gain on financial asset at fair value through other comprehensive income	9(i)	**(461,668)**	**(43,486,817)**	395,742	37,276,917
OTHER COMPREHENSIVE (LOSS)/INCOME FOR THE YEAR, NET OF TAX		**(461,668)**	**(43,486,817)**	395,742	37,276,917
TOTAL COMPREHENSIVE INCOME FOR THE YEAR		**876,036**	**82,518,211**	1,209,545	113,933,091

The notes form an integral part of these financial statements.

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH

	Notes	2026	2026	2025	2025
		USD	**INR**	USD	INR
			(Note 1)		(Note 1)
ASSETS					
Non-current assets					
Financial asset at fair value through other comprehensive income ("FVOCI")	9	**3,568,970**	**336,179,129**	4,030,638	379,665,946
Current assets					
Prepayments		**3,422**	**322,335**	3,048	287,106
Cash and cash equivalents	10	**14,255,362**	**1,342,783,824**	12,946,895	1,219,532,775
Current assets		**14,258,784**	**1,343,106,159**	12,949,943	1,219,819,881
Total assets		**17,827,754**	**1,679,285,288**	16,980,581	1,599,485,827
EQUITY AND LIABILITIES					
Equity					
Stated capital	11	**11,880,000**	**1,119,036,600**	11,880,000	1,119,036,600
Retained earnings		**2,446,853**	**230,481,319**	1,109,149	104,476,291
Fair value reserves for financial asset at fair value through other comprehensive income	9(iii)	**3,478,925**	**327,697,340**	3,940,593	371,184,157
Total equity		**17,805,778**	**1,677,215,259**	16,929,742	1,594,697,048
Liabilities					
Current liabilities					
Accruals		**12,124**	**1,142,020**	24,461	2,304,103
Income tax payable	8(v)	**9,852**	**928,009**	26,378	2,484,676
		21,976	**2,070,029**	50,839	4,788,779
Total equity and liabilities		**17,827,754**	**1,679,285,288**	16,980,581	1,599,485,827

Approved by the Board of Directors on **13 April 2026** and signed on its behalf by:

Rathee Jugessur	Varshinee Veerahoo
Director	Director

The notes form an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH

	Stated capital	Retained earnings	Fair value reserves for financial asset at FVOCI	Total
	USD	USD	USD	USD
Balance at 01 April 2024	11,880,000	7,706,184	3,544,851	23,131,035
Dividends (Note 13)	–	(7,410,838)	–	(7,410,838)
Transactions with the shareholders	–	(7,410,838)	–	(7,410,838)
Profit for the year	–	813,803	–	813,803
Other comprehensive income	–	–	395,742	395,742
Total comprehensive loss for the year	–	(6,597,035)	395,742	(6,201,293)
Balance at 31 March 2025	11,880,000	1,109,149	3,940,593	16,929,742
Balance at 01 April 2025	**11,880,000**	**1,109,149**	**3,940,593**	**16,929,742**
Profit for the year	**–**	**1,337,704**	**–**	**1,337,704**
Other comprehensive income	**–**	**–**	**(461,668)**	**(461,668)**
Total comprehensive income for the year	**–**	**1,337,704**	**(461,668)**	**876,036**
Balance at 31 March 2026	**11,880,000**	**2,446,853**	**3,478,925**	**17,805,778**

	Stated capital	Retained earnings	Fair value reserves for financial asset at FVOCI	Total
	INR (Note 1)	INR (Note 1)	INR (Note 1)	INR (Note 1)
Balance at 01 April 2024	1,119,036,600	725,884,002	333,907,240	2,178,827,842
Dividends (Note 13)	–	(698,063,885)	–	(698,063,885)
Transactions with the shareholders	–	(698,063,885)	–	(698,063,885)
Profit for the year	–	76,656,174	–	76,656,174
Other comprehensive income	–	–	37,276,917	37,276,917
Total comprehensive loss for the year	–	(621,407,711)	37,276,917	(584,130,794)
Balance at 31 March 2025	1,119,036,600	104,476,291	371,184,157	1,594,697,048
Balance at 01 April 2025	**1,119,036,600**	**104,476,291**	**371,184,157**	**1,594,697,048**
Profit for the year	**–**	**126,005,028**	**–**	**126,005,028**
Other comprehensive loss	**–**	**–**	**(43,486,817)**	**(43,486,817)**
Total comprehensive income for the year	**–**	**126,005,028**	**(43,486,817)**	**82,518,211**
Balance at 31 March 2026	**1,119,036,600**	**230,481,319**	**327,697,340**	**1,677,215,259**

The notes form an integral part of these financial statements.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH

	2026	**2026**	2025	2025
	USD	**INR (Note 1)**	USD	INR (Note 1)
Operating activities				
Profit before tax	**403,559**	**38,013,240**	958,701	90,304,841
Adjustments for:				
Dividend income	**(123,081)**	**(11,593,615)**	(122,516)	(11,540,395)
Interest income	**(374,946)**	**(35,318,038)**	(906,547)	(85,392,195)
Unrealised loss on foreign exchange	**7,596**	**715,505**	–	–
	(86,872)	**(8,182,908)**	(70,362)	(6,627,749)
Changes in working capital:				
Increase in prepayments	**(374)**	**(35,229)**	(250)	(23,549)
Decrease in accruals	**(12,337)**	**(1,162,083)**	(2,827)	(266,289)
Net cash used in operations	**(12,711)**	**(1,197,312)**	(3,077)	(289,838)
Tax refund/(paid)	**943,733**	**88,894,929**	(123,749)	(11,656,537)
Net cash from/(used in) operating activities	**844,150**	**79,514,709**	(197,188)	(18,574,124)
Financing activities				
Dividends paid	**–**	**–**	(7,410,838)	(698,063,885)
Net cash used in financing activities	**–**	**–**	(7,410,838)	(698,063,885)
Investing activities				
Interest received	**374,946**	**35,318,038**	906,547	85,392,195
Dividend received (Net)	**96,967**	**9,133,807**	96,525	9,092,172
Net cash from investing activities	**471,913**	**44,451,845**	1,003,072	94,484,367
Net change in cash and cash equivalents	**1,316,063**	**123,966,554**	(6,604,954)	(622,153,642)
Cash and cash equivalents, beginning of year	**12,946,895**	**1,219,532,775**	19,551,849	1,841,686,417
Effect of unrealised loss on foreign exchange	**(7,596)**	**(715,505)**	–	–
Cash and cash equivalents, end of year	**14,255,362**	**1,342,783,824**	12,946,895	1,219,532,775
Cash and cash equivalents made up of:				
Cash at bank (Note 10)	**14,255,362**	**1,342,783,824**	12,946,895	1,219,532,775

The notes form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1 GENERAL INFORMATION AND STATEMENT OF COMPLIANCE WITH IFRS ACCOUNTING STANDARDS AS ISSUED BY THE INTERNATIONAL ACCOUNTING STANDARDS BOARD ("IASB")

Mahindra Investment Company Mauritius Limited (formerly Mahindra – BT Investment Company (Mauritius) Limited) (the "Company") was incorporated in the Republic of Mauritius under the Mauritius Companies Act 2001 on 09 May 2005 as a private company with liability limited by shares and holds a Global Business Licence issued by the Financial Services Commission. The Company's registered office is 6th Floor, Two Tribeca, Tribeca Central, Trianon 72261, Republic of Mauritius.

The principal activity of the Company is to hold investments.

The financial statements of the Company have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IASB").

Indian Rupee ("INR") amounts are included solely for convenience. These transactions should not be construed as representations that the USD amounts actually represent or have been or could be converted into INR. The amounts shown in INR are for convenience only, the rate of 1 USD = INR 94.195 has been used for the purpose of presentation of the INR amounts in the accompanying financial statements for the year ended 31 March 2026 and 31 March 2025.

2 ADOPTION OF NEW AND AMENDED STANDARDS

2.1 New and amended Standards that are effective for the current year

The following new and amended Standard is mandatory for the first time for the financial year beginning 01 April 2025:

IAS 21	Lack of Exchangeability (Amendments to IAS 21).

Management has assessed the impact of this revised amendment and concluded that it does not have an impact on these financial statements.

2.2 Standards, amendments and Interpretations to existing Standards that are not yet effective and have not been adopted early by the Company

At the date of authorisation of these financial statements, several new, but not yet effective, Standards, amendments to existing Standards and Interpretations have been published by the IASB. None of these Standards, amendments or Interpretations have been adopted early by the Company.

Management anticipates that all relevant pronouncements will be adopted in the Company's accounting policies for the first period beginning on or after the effective date of the pronouncement. Information on new Standards, amendments to existing Standards and Interpretations is provided as follows:

IFRS 9 and IFRS 7	Amendments to the Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7).
Various Standards	Annual Improvements to IFRS Accounting Standards – Volume 11.

Management has yet to assess the impact of the above Standards, amendments to existing Standards and Interpretations on the Company's financial statements.

IFRS 9 and IFRS 7	Contracts Referencing Nature-dependent Electricity (Amendments to IFRS 9 and IFRS 7).
IFRS 18	Presentation and Disclosure in Financial Statements.
IFRS 19	Subsidiaries without Public Accountability: Disclosures.
IFRS 19	Amendments to IFRS 19 'Subsidiaries without Public Accountability: Disclosures'
IFRS 19	IFRS for SMEs – third edition.
IAS 21	Translation to a Hyperinflationary Presentation Currency (Amendments to IAS 21).

Management has yet to assess the impact of the above Standards, amendments to existing Standards and Interpretations on the Company's financial statements.

3 MATERIAL ACCOUNTING POLICIES

3.1 Overall considerations

The financial statements have been prepared using the material accounting policies and measurement bases summarised below.

3.2 Revenue

Dividend income is recognised when the Company's right to receive such dividend is established.

Interest income is recognised on the accrual basis using the effective interest method, unless collectability is in doubt.

3.3 Expenses

All expenses are accounted for in the statement of comprehensive income on the accrual basis.

3.4 Taxation

Tax expense recognised in the statement of comprehensive income comprises of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current income tax assets and/or liabilities comprise of those obligations to, or claims from, fiscal authorities relating to the current period, that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the financial statements.

Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting date

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases.

A 2% Corporate Climate Responsibility ('CCR') will be levied on chargeable income on companies with a turnover of MUR 50 million, aiming to fund climate change initiatives effective as from 01 July 2024. For the year under review, CCR was not applicable for the Company.

3.5 Financial instruments

Recognition and derecognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument.

Financial assets are derecognised when the contractual rights to the cash flows from the financial assets expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and initial measurement of financial assets

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with IFRS 15: *Revenue from contracts with customers*, all financial assets are initially measured at fair value adjusted for transaction costs, where appropriate.

Financial assets, other than those designated and effective as hedging instruments, are classified into the following categories:

- amortised cost;
- fair value through profit or loss (FVTPL); and
- fair value through other comprehensive income (FVOCI).

In the current year, the Company does not have any financial assets categorised as FVTPL.

The classification is determined by both:

- the Company's business model for managing the financial asset; and
- the contractual cash flow characteristics of the financial asset.

All income and expenses relating to financial assets are recognised in the statement of comprehensive income.

Subsequent measurement of financial assets

Financial assets at amortised cost

Financial assets are measured at amortised cost using the effective interest method if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect their contractual cash flows; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Discounting is omitted where the effect of discounting is immaterial. The Company's cash and cash equivalents fall into this category of financial instruments.

Financial assets at fair value through other comprehensive income ('FVOCI')

The Company accounts for financial asset at FVOCI if the assets meet the following conditions:

- they are held under a business model whose objective it is "hold to collect" the associated cash flows and sell; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Any gains or losses recognised in other comprehensive income will be recycled upon derecognition of the asset.

Classification and subsequent measurement of financial liabilities

The Company's financial liabilities consist of accruals.

Financial liabilities are measured subsequently at amortised cost, using the effective interest method.

3.6 Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and short term deposits and interest receivable. Cash equivalents are short term, highly liquid investments maturing within 90 days from the date of acquisition that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

3.7 Equity and reserves

Stated capital is determined using the value of shares that have been issued.

Retained earnings include all current and prior years' results as disclosed in the statement of comprehensive income.

Fair value reserves comprise of accumulated gains and losses relating to financial asset at FVOCI.

Dividends payment to shareholders are deducted from retained earnings when dividends have been approved by the Board at the reporting date.

3.8 Related parties

A related party is a person or company where that person or company has control or joint control of the reporting company; has significant influence over the reporting company; or is a member of the key management personnel of the reporting company or of a parent of the reporting company.

3.9 Foreign currency translation

Functional and presentation currency

The financial statements are presented in United States Dollar ("USD"), which is the functional and presentation currency of the Company. The Company has also presented the financial statements in Indian Rupee ("INR") for the convenience of users of financial statements.

Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency of the Company using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items denominated in foreign currency at year-end exchange rates are recognised in the statement of comprehensive income.

Non-monetary items are not retranslated at year-end and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

3.10 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation and the amount can be estimated reliably.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. The increase in the provision due to passage of time is recognised as interest expense in the statement of comprehensive income.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole.

3.11 Comparatives

Where necessary, comparative figures have been adjusted to conform to changes in presentation in the current year.

4 SIGNIFICANT MANAGEMENT JUDGEMENTS IN APPLYING ACCOUNTING POLICIES AND ESTIMATION UNCERTAINTY

When preparing the financial statements, management undertakes a number of judgements, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses.

Significant management judgements

The following are the significant management judgements in applying the accounting policies of the Company that has the most significant effect on the financial statements.

Determination of functional currency

The determination of the functional currency of the Company is critical since recording of transactions and exchange differences arising therefrom are dependent on the functional currency selected. The directors have considered those factors and have determined that the functional currency of the Company is the USD.

Estimation uncertainty

At 31 March 2026, there were no estimates and assumptions that have a significant effect on recognition and measurement of assets, liabilities, income and expenses.

5 FINANCIAL INSTRUMENTS RISK

Risk management objectives and policies

The Company is exposed to various risks in relation to financial instruments. The main types of risks are market risk, credit risk and liquidity risk.

The Company's financial assets and financial liabilities by category are summarised below.

	2026	**2026**	2025	2025
	USD	**INR**	USD	INR
		(Note 1)		(Note 1)
Financial assets				
Non-current				
Financial asset at fair value through other comprehensive income:				
Investment in listed equity securities	**3,568,970**	**336,179,129**	4,030,638	379,665,946
Current				
Financial asset measured at amortised cost:				
Cash and cash equivalents	**14,255,362**	**1,342,783,824**	12,946,895	1,219,532,775
Total financial assets	**17,824,332**	**1,678,962,953**	16,977,533	1,599,198,721

	2026 USD	2026 INR (Note 1)	2025 USD	2025 INR (Note 1)
Financial liabilities				
Current				
Financial liabilities measured at amortised cost:				
Accruals	**12,124**	**1,142,020**	24,461	2,304,103

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate measures and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and in the Company's activities.

The most significant financial risks to which the Company is exposed are described below.

5.1 Market risk analysis

The Company is exposed to market risk through its use of financial instruments and specifically to currency risk, interest rate risk and other price risk, which result from both its operating and investing activities.

Foreign currency sensitivity

Foreign currency risk, as defined in IFRS 7: Financial Instruments: Disclosures, arises as the value of future transactions, recognised monetary assets and monetary liabilities denominated in other currencies fluctuate due to changes in foreign exchange rates.

The Company is exposed to foreign exchange risk on account of its financial assets at fair value through other comprehensive income denominated in the Indian Rupee ("INR").

The currency profile of its financial assets and financial liabilities is as follows:

	Financial assets 2026 USD	Financial liabilities 2026 USD	Financial assets 2025 USD	Financial liabilities 2025 USD
Long term exposure				
Indian Rupee (INR)	**3,568,970**	**–**	4,030,638	–
Short term exposure				
United States Dollar (USD)	**14,255,362**	**12,124**	12,946,895	24,461
Total exposure	**17,824,332**	**12,124**	16,977,533	24,461

	Financial assets 2026 INR (Note 1)	Financial liabilities 2026 INR (Note 1)	Financial assets 2025 INR (Note 1)	Financial liabilities 2025 INR (Note 1)
Long term exposure				
Indian Rupee (INR)	**336,179,129**	**–**	379,665,946	–
Short term exposure				
United States Dollar (USD)	**1,342,783,824**	**1,142,020**	1,219,532,775	2,304,103
Total exposure	**1,678,962,953**	**1,142,020**	1,599,198,721	2,304,103

The following analysis illustrates the sensitivity of other comprehensive income and equity with regard to the Company's financial assets and the USD/INR exchange rate, "all other things being equal".

It assumes a 3% change of the USD/INR exchange rate for the year ended 31 March 2026 (31 March 2025: 3%). The sensitivity analysis is based on the Company's foreign currency financial instruments held at each reporting date.

If the USD had strengthened against the INR by 3%, other comprehensive income would have increased by **USD 361,938** (2025: USD 104,041) and equity would have increased by **USD 361,938** (2025: USD 104,041). If the USD had weakened against the INR by 3%, then other comprehensive income and equity would have decreased by **USD 361,938** (2025: USD 104,041).

There would be no impact on profit or loss for the year as the investment denominated in INR comprises listed securities classified as financial asset at fair value through other comprehensive income.

Interest rate sensitivity

The Company's exposure to interest rate risk is limited to its bank balance and the interest thereon is based on market interest rates. At 31 March 2026, the bank balance stood at **USD 14,255,362** (2025: USD 12,946,895). A change in the market interest rate would impact marginally on the Company's operating cash flows.

Other price sensitivity

The Company is exposed to other price risk in respect of the listed securities held by it, which are listed on the Bombay Stock Exchange and the National Stock Exchange of India. The average volatility observed in the share price during the year ended 31 March 2026 is shown in the table below:

Name of investee company	% change in share price 2026	% change in share price 2025
Tech Mahindra Limited	**(2)%**	14%

	Other comprehensive income and equity			
	2026 USD	2026 INR (Note 1)	2025 USD	2025 INR (Note 1)
Increase	**(71,379)**	**(6,723,545)**	564,289	48,259,124
Decrease	**71,379**	**6,723,545**	(564,289)	(48,259,124)

The listed securities are classified as a financial asset at fair value through other comprehensive income and therefore no effect on profit has occurred.

5.2 Credit risk analysis

Credit risk is the risk that a counterparty fails to discharge an obligation to the Company.

The Company's exposure to credit risk is limited to the carrying amount of financial assets recognised at the reporting date, as summarised below:

	2026 USD	2026 INR (Note 1)	2025 USD	2025 INR (Note 1)
Financial assets				
Non-current				
Financial asset at fair value through other comprehensive income:				
Investment in listed equity securities	**3,568,970**	**336,179,129**	4,030,638	379,665,946
Current				
Financial assets measured at amortised cost:				
Cash and cash equivalents	**14,255,362**	**1,342,783,824**	12,946,895	1,219,532,775
Total financial assets	**17,824,332**	**1,678,962,953**	16,977,533	1,599,198,721

The Company holds investment in Tech Mahindra Limited, a listed company incorporated in the Republic of India. As at 31 March 2026, the Company held 242,904 ordinary shares in the investee company,

representing a 0.0251% of its shareholding. The fair value of the investment has decreased at the reporting date, resulting in a fair value loss of **USD 461,668** (Note 9).

The credit risk for the bank balance is considered negligible, since the counterparty is a reputable bank with high quality external credit ratings.

None of the Company's financial assets are secured by collateral or other credit enhancements.

5.3 Liquidity risk analysis

Liquidity risk is the risk that the Company might be unable to meet its obligations.

The Company manages its liquidity risk by carefully monitoring all its cash inflows and outflows. Cash inflows during the year mainly relate to dividend income and interest income and cash outflows mainly relate to operating expenses.

At 31 March 2026, the Company's financial liabilities have contractual maturities which are summarised below:

	Within 1 year	**Within 1 year**
	USD	**INR (Note 1)**
Accruals	**12,124**	**1,142,020**

This compares with the maturity of the Company's financial liabilities in the previous reporting year as follows:

	Within 1 year	Within 1 year
	USD	INR (Note 1)
Accruals	24,461	2,304,103

6 FAIR VALUE MEASUREMENT

6.1 Fair value measurement of financial instruments

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1:quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2:inputs other than quoted prices included within Level 1 that are observable for the asset or liability either directly or indirectly; and

Level 3:unobservable inputs for the asset or liability.

The following table shows the Levels within the hierarchy of financial assets measured at fair value on a recurring basis at 31 March 2026 and 31 March 2025:

31 March 2026	**Level 1**	**Level 2**	**Level 3**	**Total**
	USD	**USD**	**USD**	**USD**
Assets				
Investments at FVOCI	**3,568,970**	**–**	**–**	**3,568,970**

31 March 2026	**Level 1**	**Level 2**	**Level 3**	**Total**
	INR	**INR**	**INR**	**INR**
	(Note 1)	**(Note 1)**	**(Note 1)**	**(Note 1)**
Assets				
Investments at FVOCI	**336,179,129**	**–**	**–**	**336,179,129**

31 March 2025	Level 1	Level 2	Level 3	Total
	USD	USD	USD	USD
Assets				
Investments at FVOCI	4,030,638	–	–	4,030,638

	Level 1	Level 2	Level 3	Total
	INR	INR	INR	INR
	(Note 1)	(Note 1)	(Note 1)	(Note 1)
Assets				
Investments at FVOCI	379,665,946	–	–	379,665,946

There were no transfers between Level 1 and Level 2 during the years ended 31 March 2026 and 31 March 2025.

Measurement of fair value of financial instruments

The method used for the purpose of measuring fair value are unchanged compared with the previous reporting year.

(i) Listed investment (Level 1)

The listed equity investment is denominated in INR and is publicly traded on the Bombay Stock Exchange and the National Stock Exchange of India. Fair values have been determined by reference to its quoted closing share price at the reporting date.

The Company's other financial assets and financial liabilities are measured at their carrying amounts, which approximate to their fair values.

6.2 Fair value measurement of non-financial assets and non-financial liabilities

The Company's non-financial asset and non-financial liabilities consist of prepayments and income tax payable. For these items, fair value measurement are not applicable since these are not measured at fair value on a recurring or non-recurring basis in the statement of financial position.

7 CAPITAL MANAGEMENT POLICIES AND PROCEDURES

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns to its shareholders.

In order to maintain or adjust the capital structure, the Company may adjust the amounts of dividends paid to its members, buy back shares or issue new shares.

The Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. For the years ended 31 March 2026 and 31 March 2025, the Company was not geared.

8 TAXATION

(i) Income tax

The Company, under current laws and regulations, is liable to pay income tax on its net income at the rate of 15%. The Company is, however, entitled to a tax credit equivalent to the higher of actual foreign tax suffered or 80% of Mauritian tax payable in respect of its foreign source income. Gains or profits arising from sale of units or securities are exempt from tax in the Republic of Mauritius and any dividends or redemption proceeds paid by the Company to shareholders would not attract withholding tax in the Republic of Mauritius.

Post 30 June 2021 and under the new tax regime and subject to meeting the necessary substance requirements as required under the Financial Services Act 2007 (as amended by the Finance Act 2018) and such guidelines issued by the Financial Services Commission, the Company is entitled to either (a) a foreign tax credit equivalent to the actual foreign tax suffered on its foreign income against the Company's tax liability computed at 15% on such income, or (b) a partial exemption of 80% of certain specific income, with the remaining 20% of the income to be subject to a 15% tax, resulting in effective tax rate on of 3%.

Further, the Company is exempted from income tax in Mauritius on profits or gains arising from sale of securities. In addition, there is no withholding tax payable in Mauritius in respect of payments of dividends to shareholders or in respect of redemptions or exchanges of shares.

Tax expense recognised in profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Deferred income taxes are calculated using the balance sheet liability method.

(ii) Deferred taxation

Deferred income taxes are calculated on all temporary differences under the liability method at the rate of 3%. At 31 March 2026, the Company had no temporary differences and hence no deferred taxation is to be recognised in the financial statements.

(iii) Corporate Climate Responsibility (CCR)

A 2% Corporate Climate Responsibility (CCR) will be levied on chargeable income on companies with a turnover over MUR 50 million, aiming to fund climate change initiatives effective as from the year of assessment starting 01 July 2024. For the year under review, CCR was not applicable for the Company (2025: USD Nil).

(iv) Qualified Domestic Minimum Top-Up Tax (QDMTT)

Mauritius has, through the Finance Act 2025, enacted the Qualified Domestic Minimum Top-Up Tax ("QDMTT"), effective as from the year of assessment beginning on or after 01 July 2025.

QDMTT is part of the OECD's Pillar Two Framework whereby its implementation for Mauritius ensures that large Multinational Enterprise groups ("MNE") are subject to a minimum of 15% Effective Tax Rate ("ETR") on profits generated in Mauritius. A domestic top-up tax will be applied to in-scope MNEs having an ETR of less than 15% on a jurisdictional basis. Substance-based carve-outs are available such as payroll costs and tangible business assets and other such costs or incentives as may be prescribed that would exclude profits linked to substance from the calculation of the top-up tax.

The QDMTT applies to resident entities that are part of an MNE group with consolidated annual turnover of at least EUR 750 million in two or more of the four fiscal years preceding the year in question. However, certain entities are excluded, including governmental entities, international organisations, non-profit organisations, pension funds, investment funds, insurance investment entities, real estate investment vehicles and other prescribed entities

For the year under review, the Company meets the relevant requirements for QDMTT and it will be assessed if the Company is as an in-scope entity for Pillar 2 purposes. A notification will be made to the Mauritius Revenue Authority in due course for the year ended 31 March 2026 (QDMTT was not applicable for the year ended 31 March 2025).

(v) Income tax reconciliation

The income tax on the Company's profit before tax differs from the theoretical amount that would arise using the effective tax rate of the Company as follows:

	2026	**2026**	2025	2025
	USD	**INR**	USD	INR
		(Note 1)		(Note 1)
Profit before tax	**403,559**	**38,013,240**	958,701	90,304,841
Tax calculated at the rate of 3%	**60,534**	**5,702,000**	143,805	13,545,712
Expenses not allowable for tax purposes	**2,802**	**263,935**	1,411	132,909
Foreign tax credit	**(25,749)**	**(2,425,427)**	(26,310)	(2,478,270)
Tax expense	**37,587**	**3,540,508**	118,906	11,200,351
Tax refund*	**(997,846)**	**(93,992,104)**	–	–
Withholding tax	**26,114**	**2,459,808**	25,992	2,448,316
Tax expense	**(934,145)**	**(87,991,788)**	144,898	13,648,667
Tax refund/(paid) during the year	**943,997**	**88,919,797**	(118,520)	(11,163,991)
Income tax payable	**9,852**	**928,009**	26,378	2,484,676

*During the year, the Company received a tax refund of **USD 997,846** from the Indian Tax Authorities relating to withholding tax previously deducted on the disposal of shares in Tech Mahindra Limited.

(iv) Withholding tax

	2026	**2026**	2025	2025
	USD	**INR**	USD	INR
Withholding tax paid	**26,114**	**2,459,808**	25,992	2,448,316

9 FINANCIAL ASSET AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

		2026	**2026**	2025	2025
		USD	**INR**	USD	INR
			(Note 1)		(Note 1)
(i)	Fair value				
	At beginning of year	**4,030,638**	**379,665,946**	3,634,896	342,389,029
	Fair value adjustment for the year	**(461,668)**	**(43,486,817)**	395,742	37,276,917
	At end of year	**3,568,970**	**336,179,129**	4,030,638	379,665,946

(ii) Details pertaining to the listed company incorporated in the Republic of India and representing a stake of 0.0251% are as follows:

Name of investee company	**Cost 2025 & 2026**	**Fair value 2026**	Fair value 2025	**Cost 2025 & 2026**	**Fair value 2026**	Fair value 2025
	USD	**USD**	USD	**INR**	**INR**	INR
				(Note 1)	**(Note 1)**	(Note 1)
Tech Mahindra Limited	**90,045**	**3,568,970**	4,030,638	**8,481,789**	**336,179,129**	379,665,946

(iii) Fair value reserves for financial asset at fair value through other comprehensive income

	2026	**2026**	2025	2025
	USD	**INR**	USD	INR
		(Note 1)		(Note 1)
At beginning of year	**3,940,593**	**371,184,157**	3,544,851	333,907,240
Fair value adjustment for the year	**(461,668)**	**(43,486,817)**	395,742	37,276,917
At end of year	**3,478,925**	**327,697,340**	3,940,593	371,184,157

(iv) During the year ended 31 March 2026, the Company earned dividend income amounting to **USD 123,081** inclusive of withholding tax of **USD 26,114** (2025: USD 122,516 inclusive of withholding tax of USD 25,992).

10 CASH AND CASH EQUIVALENTS

	2026	**2026**	2025	2025
	USD	**INR**	USD	INR
		(Note 1)		(Note 1)
Cash at bank - USD	**1,180,069**	**111,156,599**	2,834,287	266,975,664
Short term deposits	**13,071,988**	**1,231,315,911**	10,010,281	942,918,419
Interest receivable	**3,305**	**311,314**	102,327	9,638,692
Total	**14,255,362**	**1,342,783,824**	12,946,895	1,219,532,775

The Company has fixed deposit placements with HSBC Bank (Mauritius) Limited as at 31 March 2026 which will be matured within three months and consequently been classified as "Cash and cash equivalents". During the year ended 31 March 2026, the Company has earned interest income of **USD 374,946** (2025: USD 906,547) on its short-term deposits.

11 STATED CAPITAL

	2026 & 2025	2026 & 2025
	USD	INR (Note 1)
Issued and fully paid:		
11,880,000 ordinary shares of USD1 each	**11,880,000**	**1,119,036,600**

In accordance with the Company's Constitution, the main rights and obligations attached to the ordinary shares are as follows:

- confer to its holder the rights to attend and exercise one vote at meetings of members generally and class meetings of the ordinary shares;
- have a right to receive any dividend or distribution; and
- be entitled, on a winding up, to share in the assets of the Company available for distribution.

12 PROFESSIONAL FEES

	2026	2026	2025	2025
	USD	INR	USD	INR
		(Note 1)		(Note 1)
Administration fees and disbursements	**46,787**	**4,407,100**	34,730	3,271,391
Professional fees	**14,703**	**1,384,949**	10,535	992,344
Directors' fees	**3,900**	**367,361**	3,900	367,361
Tax filing fees	**2,132**	**200,824**	2,132	200,824
Secretarial fees	**1,560**	**146,944**	1,560	146,944
Office charges	**988**	**93,065**	1,219	114,824
FATCA filing fees	**195**	**18,368**	260	24,491
Data Protection fee	**150**	**14,129**	450	42,388
Total	**70,415**	**6,632,740**	54,786	5,160,567

13 DIVIDENDS

	2026	2026	2025	2025
	USD	INR (Note 1)	USD	INR (Note 1)
Dividends declared and paid	**–**	**–**	7,410,838	698,063,885

No dividends were declared and paid during the year under review (2025: USD 7,410,838).

14 CONTINGENT ASSETS AND LIABILITIES

Contingent assets

On 22 March 2010, the Company disposed part of its shareholding in Tech Mahindra Limited, a listed company incorporated in the Republic of India, to AT&T International, Inc. ("AT&T"). Following the withholding tax order received from the Indian Tax Authorities, AT&T withheld an amount of INR190,061,898 as 'withholding tax' under Section 195 of the Indian Income Tax Act and remitted the amount to the treasury of the Government of India. In the opinion of the Company, there is no tax liability on this transaction as the Company is a resident of the Republic of Mauritius and capital gains realised in the Republic of India on this disposal are therefore exempted from tax under the Mauritius - India Tax Treaty. Accordingly, in line with the decision of its Board of Directors, the Company filed an application to the Authority for Advance Rulings ("AAR") in the Republic of India on the taxability of capital gains under the Mauritius-India Tax Treaty. The AAR pronounced its ruling in favour of the Company on 08 August 2016. However, the Indian Tax Authorities have filed a Writ Petition against the AAR ruling in the High Court of Bombay in India. On 24 January 2019, the Counsel granted the Company's Notice of Motion requesting an early hearing of the Writ Petition. The Writ Petition was listed for final hearing as from the week commencing on 11 February 2019 but has not yet been heard, owing to the volume of cases ahead of it pin the list.

During the year ended 31 March 2020, the Counsels representing the Company had planned to mention the matter to Court for early hearing. However, the Counsels of the Indian Tax Authorities were not present at Court and hence the matter was postponed.

In January 2020, the tax bench of the Bombay High Court has changed. The Counsels are deliberating regarding mentioning of this matter before the new bench for an early hearing. Since January 2020 due to the COVID-19 pandemic and lockdown in the Republic of India, the Bombay High Court has prioritised to take urgent matters only. Matters which were filed and admitted in 2017 have still not been taken up by the High Court. In December 2024, the Company had applied under 'The Direct Tax Vivad Se Vishwas Scheme 2024 for the settlement of the case and it was noted that the Company will be entitled to receive 45% of the tax paid as refund. Consequently, the appeal filed by Income Tax Department before High Court has been withdrawn (high court order passed 19 March 2025). As a result, the tax authority passed an order determining tax refund to the Company which would be received during FY 2026.

During the year, the Company has received a tax refund of **USD 997,846** (INR 93,992,104) from the Indian tax authorities and the same has been recognised as tax refund in the Statement of comprehensive income.

Contingent liabilities

At 31 March 2026, the Company had no material litigation claims outstanding, pending or threatened against it, which could have a material adverse effect on its financial position or results.

15 RELATED PARTY TRANSACTIONS

The Company's related parties include Mahindra & Mahindra Limited (the "Shareholder"), a listed company incorporated in the Republic of India and its key management personnel.

During the year under review, the Company had no transactions with the above-mentioned related party.

The key management personnel are the directors of the Company namely, Shah Ahmud Khalil Peerbocus, Rathee Jugessur, Varshinee Veerahoo, Amarjyoti Barua and Manoj Bhat. None of the directors of the Company are deemed to have interest in the Service Agreement between the Company and Apex Financial Services (Mauritius) Ltd, the Administrator and Secretary.

16 HOLDING COMPANIES

The directors regard Mahindra & Mahindra Limited, a listed company incorporated in India, as the Company's immediate and ultimate holding company.

17 EVENTS AFTER REPORTING DATE

There have been no events after the reporting date, which require disclosure or adjustment to the 31 March 2026 financial statements.

INDEPENDENT AUDITORS' REPORT

To the Members of Mahindra Accelo Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Mahindra Accelo Limited (the "Company") which comprise the standalone balance sheet as at 31 March 2026, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the year then ended, and notes to the standalone financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our

opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. A. As required by Section 143(3) of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in the paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.

   d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

   e. On the basis of the written representations received from the directors as on 01 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f. the reservation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(A)(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its standalone financial statements - Refer Note 33 to the standalone financial statements.

   b. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts – Refer Note 8 to the standalone financial statements.

   c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

   d (i) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 44 to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind

of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 44 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 16 to the standalone financial statements, the Board of Directors of the Company have proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, we did not come across any instance of the audit trail feature being tampered with. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sreeja Marar
Partner
Membership No.: 111410
ICAI UDIN:26111410NXUSRA9566

Place: Mumbai
Date: 21 April 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF MAHINDRA ACCELO LIMITED FOR THE YEAR ENDED 31 MARCH 2026

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of three years. In accordance with this programme, all property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the standalone financial statements are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has granted unsecured loans to companies during the year. The Company has not granted secured or unsecured loans to firms, limited liability partnership or any other parties during the year. According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments in companies and other parties, in respect of which the requisite information is as below. The Company has not made any investments in firms or limited liability partnership.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans to companies as below:

	Rupees in crore
Particulars	**Loans**
Aggregate amount during the year Subsidiaries*	97.00
Balance outstanding as at balance sheet date Subsidiaries*	25.00

* As per the Companies Act, 2013

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the year and the terms and conditions of the loans granted during the year are not prejudicial to the

interest of the Company. According to the information and explanations given to us and based on the audit procedures conducted by us, the Company has not provided any guarantees or security during the year.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular. Further, the Company has not given any advance in the nature of loan to any party during the year.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) In our opinion and according to the information and explanations given to us, the Company has not advanced loans to directors / to a company in which the Director is interested to which provisions of Section 185 of the Act apply and hence not commented upon. The Company has complied with the provisions of Section 186 of the Act, with respect to the loans given and investments made. The Company has not provided guarantee or security during the year.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Value Added Tax, Goods and Service Tax and Income-Tax which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount demanded (Rs. in crores)	Amount paid under protest (Rs in crores)	Period to which the amount relates	Forum where dispute is pending
Maharashtra Value Added Tax, 2002	Value Added Tax	0.16	0.01	April 2017 to June 2017	Joint Commissioner
Goods and Service Tax Act, 2017	Goods and Service Tax	9.53	0.47	F.Y. 2018-19	Joint Commissioner
Goods and Service Tax Act, 2017	Goods and Service Tax	0.03	0.00	F.Y. 2020-21	Joint Commissioner
Income Tax Act, 1961	Income Tax	0.22	–	A.Y. 2017-18	Commissioner of Income Tax (Appeals)
Goods and Service Tax Act, 2017	Goods and Service Tax	0.18	0.01	F.Y. 2018-23	Joint Commissioner
Goods and Service Tax Act, 2017	Goods and Service Tax	0.14	0.01	F.Y. 2021-22	Additional Joint Commissioner

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv)(a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi)(a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has 5 CICs as part of the Group

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based

on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W–100022

Sreeja Marar
Partner
Membership No.: 111410
ICAI UDIN:26111410NXUSRA9566

Place: Mumbai
Date: 21 April 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF MAHINDRA ACCELO LIMITED FOR THE YEAR ENDED 31 MARCH 2026

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Accelo Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W–100022

Sreeja Marar
Partner
Membership No.: 111410
ICAI UDIN:26111410NXUSRA9566

Place: Mumbai
Date: 21 April 2026

BALANCE SHEET AS AT MARCH 31, 2026

Rs. in Crores

	Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
A	**ASSETS**			
	1 Non-current assets			
	a) Property, plant and equipment	5	**379.19**	321.25
	b) Capital work-in-progress	5	**34.72**	24.21
	c) Other intangible assets	6	**0.95**	0.30
	d) Intangible assets under development	6	**–**	0.99
	e) Financial assets			
	(i) Investments	7	**187.33**	172.37
	(ii) Other financial assets	8	**2.36**	2.12
	f) Deferred tax assets (net)	22	**–**	4.04
	g) Other Tax Assets (net)	9	**17.30**	11.57
	h) Other non-current assets	10	**35.76**	12.52
	Total non-current assets		**657.61**	549.37
	2 Current assets			
	a) Inventories	11	**866.87**	667.31
	b) Financial assets			
	(i) Investments	7	**–**	39.05
	(ii) Trade receivables	12	**389.88**	498.89
	(iii) Cash and cash equivalents	13	**58.83**	29.50
	(iv) Loans	14	**25.00**	30.50
	(v) Other financial assets	8	**15.10**	0.76
	c) Other current assets	10	**25.57**	17.09
	Total current assets		**1,381.25**	1,283.10
	Total assets (1+2)		**2,038.86**	1,832.47
B	**EQUITY AND LIABILITIES**			
	1 EQUITY			
	a) Equity share capital	15	**27.10**	27.10
	b) Other equity	16	**1,089.03**	958.39
	Total equity		**1,116.13**	985.49
	LIABILITIES			
	2 Non-current liabilities			
	a) Financial liabilities			
	(i) Borrowings	17	**66.00**	–
	(ii) Lease liabilities	18	**2.22**	4.60
	(iii) Other financial liabilities	19	**0.32**	0.44
	b) Provisions	20	**5.55**	4.84
	c) Deferred tax liabilities (Net)	22	**2.94**	–
	Total non-current liabilities		**77.03**	9.88
	3 Current liabilities			
	a) Financial liabilities			
	(i) Borrowings	17	**60.00**	100.00
	(ii) Lease liabilities	18	**3.78**	2.11
	(iii) Trade payables			
	(a) total outstanding dues of micro enterprises and small enterprises;	23	**11.71**	5.94
	(b) total outstanding dues of creditors other than micro enterprises and small enterprises	23	**745.76**	677.85
	(iv) Other financial liabilities	19	**13.69**	24.49
	b) Other current liabilities	24	**9.89**	25.79
	c) Provisions	20	**0.87**	0.92
	Total current liabilities		**845.70**	837.10
	Total equity and liabilities (1+2+3)		**2,038.86**	1,832.47

The accompanying notes 1 to 44 are integral part of the Standalone financial statements

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's registration number : 101248W/W-100022

Sreeja Marar
Partner
Membership number : 111410

Place: Mumbai
Date: 21 April 2026

For and on behalf of board of directors of Mahindra Accelo Limited
U51900MH1978PLC020222

Ranjan Pant
Chairman
DIN : 00005410

Sumit Issar
Managing Director
DIN : 06951249

Romali Malvankar
Company Secretary
Membership No : A-29447

Harishkumar Gupta
Chief Financial Officer
Membership No : 109240

Place: Mumbai
Date: 21 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Crores

	Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
	INCOME			
I	Revenue from operations	25	**4,378.62**	3,535.45
II	Other income	26	**17.32**	17.41
III	**Total income (I + II)**		**4,395.94**	3,552.86
IV	**Expenses**			
	a) Cost of materials consumed	27	**2,998.13**	2,368.40
	b) Purchases of stock-in-trade	27	**939.86**	831.87
	c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	28	**(11.07)**	30.99
	d) Employee benefits expense	29	**39.13**	30.24
	e) Finance costs	30	**19.24**	13.97
	f) Depreciation and amortisation expense	5	**29.27**	18.74
	g) Other expenses	31	**143.84**	75.59
	Total expenses		**4,158.40**	3,369.80
V	**Profit before exceptional items and tax (III - IV)**		**237.54**	183.06
VI	Exceptional Item (Refer note 43)		**–**	29.72
VII	**Profit before tax (V - VI)**		**237.54**	153.34
VIII	**Tax expense**			
	a) Current tax	21	**52.26**	39.61
	b) Deferred tax	22	**6.40**	(1.32)
	Total tax expense		**58.66**	38.29
IX	**Profit after tax for the year (VII – VIII)**		**178.88**	115.05
X	**Other comprehensive income**		**1.76**	0.19
a)	(i) Items that will not be reclassified to profit or loss – Remeasurements of the defined benefit liabilities/(asset)		**0.75**	0.25
	(ii) Income tax relating to items that will not be reclassified to profit or loss	22	**(0.19)**	(0.06)
b)	(i) Items that will be reclassified to profit or loss – Effective portion of gains on designated portion of hedging instruments in a cash flow hedge		**1.61**	–
	(ii) Income tax relating to items that will be reclassified to profit or loss	22	**(0.41)**	–
XI	**Total comprehensive income for the year (IX + X)**		**180.64**	115.24
XII	**Earnings per equity share (Face value of Rs. 10 each):**	34		
	Basic/Diluted (Rs.)		**66.01**	57.79

The accompanying notes 1 to 44 are integral part of the Standalone financial statements

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's registration number : 101248W/W-100022

Sreeja Marar
Partner
Membership number : 111410

Place: Mumbai
Date: 21 April 2026

For and on behalf of board of directors of Mahindra Accelo Limited
U51900MH1978PLC020222

Ranjan Pant
Chairman
DIN : 00005410

Sumit Issar
Managing Director
DIN : 06951249

Romali Malvankar
Company Secretary
Membership No : A-29447

Harishkumar Gupta
Chief Financial Officer
Membership No : 109240

Place: Mumbai
Date: 21 April 2026

STATEMENT OF CHANGES IN EQUITY

Rs. in Crores

A. Equity share capital

Particulars	As at March 31, 2026	As at March 31, 2025
Issued, Subscribed and paid-up		
Balance at the beginning of the year	**27.10**	16.60
Changes in equity share capital during the year	**–**	10.50
Balance at the end of the year	**27.10**	27.10

B. Other equity

Particulars	Reserve and surplus			Items of Other comprehensive income	
	General reserve	Capital redemption reserve	Retained earnings	Cash Flow Hedge Reserve	Total
As at April 01, 2024	**52.87**	**18.75**	**821.53**	**–**	**893.15**
Profit for the year			115.05		115.05
Other comprehensive loss (net of tax)			0.19		0.19
Total comprehensive income for the year	–	–	115.24	–	115.24
Dividend paid on equity shares (Rs. 30.12 per share on fully paid & Rs. 9.036 per share on partly paid equity share)			(50.00)		(50.00)
Balance as at March 31, 2025	**52.87**	**18.75**	**886.77**	**–**	**958.39**
Profit for the year			178.88		178.88
Other comprehensive profit (net of tax)			0.56	1.20	1.76
Total comprehensive income for the year	–	–	179.44	1.20	180.64
Dividend paid on equity shares (Rs. 25.12 per share on fully paid equity share and Rs 13.07 on partially paid equity share)			(50.00)		(50.00)
Balance as at March 31, 2026	**52.87**	**18.75**	**1,016.21**	**1.20**	**1,089.03**

Description of the nature and purpose of Other Equity

i) General reserve : General reserve comprises of transfer of profits from retained earnings for appropriation purposes. The reserve can be distributed/utilised by the Company in accordance with the Companies Act, 2013

ii) Capital Redemption Reserve: It represents reserve generated on preference share redemption.

iii) Retained earnings comprises of accumulated balance of profits/(losses) of current and prior years including transfers made to / from other reserves from time to time. The reserve can be utilized or distributed by the company in accordance with the provisions of Companies Act, 2013.

iv) Cash flow hedge reserve relates to effective portion of gains (loss) on designated portion of hedging instruments which will be reclassified to profit or loss.

The accompanying notes 1 to 44 are integral part of the Standalone financial statements

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's registration number : 101248W/W-100022

Sreeja Marar
Partner
Membership number : 111410

Place: Mumbai
Date: 21 April 2026

For and on behalf of board of directors of Mahindra Accelo Limited
U51900MH1978PLC020222

Ranjan Pant
Chairman
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Sumit Issar
Managing Director
DIN : 06951249

Romali Malvankar
Company Secretary
Membership No : A-29447

Harishkumar Gupta
Chief Financial Officer
Membership No : 109240

Place: Mumbai
Date: 21 April 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A. Cash flows from operating activities		
Profit after exceptional item before tax	**237.54**	153.34
Adjustments for:		
Finance costs	**19.24**	13.97
Depreciation and amortisation expense	**29.27**	18.74
Dividend income	**(9.23)**	(6.73)
Interest income	**(2.34)**	(1.84)
Gain on sale of current investments	**(1.90)**	(0.59)
Unrealised loss on foreign exchange transactions and translations (Net)	**4.57**	3.31
Exceptional item (Refer note 42)	**–**	29.72
Liabilities no longer required written back	**–**	(0.44)
Provision for doubtful loans no longer required	**–**	(4.00)
Provision for diminution in value of investment	**–**	2.50
Provision for expected credit losses (net)	**0.49**	–
Fair value gain on financial instruments at fair value through profit or loss	**–**	(0.05)
Net (gain) / loss on sale / scrapped / write off of property, plant and equipment	**0.65**	(0.06)
	40.75	54.52
Operating profit before working capital changes	**278.29**	207.86
Changes in working capital:		
Decrease / (Increase) in inventories	**(200.20)**	20.66
Decrease / (Increase) in trade receivables	**108.52**	(183.17)
Decrease / (Increase) in other assets	**(8.63)**	21.79
Increase in trade payables	**54.02**	115.12
Increase in provisions	**1.41**	1.80
Increase / (Decrease) in other liabilities	**(13.10)**	20.54
	(57.98)	(3.26)
Cash generated from operations	**220.31**	204.60
Net income tax paid	**(58.61)**	(39.20)
Net cash generated from operating activities (A)	**161.70**	165.40
B. Cash flows from investing activities		
Payment for property, plant and equipment and intangible assets	**(124.25)**	(88.14)
Proceeds from sale of property, plant and equipment and intangible assets	**0.21**	0.55
Inter corporate deposits placed	**(97.00)**	(71.40)
Inter corporate deposits matured	**102.50**	75.20
Investment in equity shares of subsidiaries	**(14.96)**	(7.00)
Current investments not considered as cash and cash equivalents		
– Purchased	**(912.44)**	(722.20)
– Proceeds from sale	**953.39**	683.79
Interest received	**2.40**	3.09
Dividend received		
– Subsidiaries	**9.23**	6.73
Net cash (used in) investing activities (B)	**(80.92)**	(119.38)
C. Cash flows from financing activities		
Repayment of non-current borrowings	**–**	(50.00)

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026 (CONTINUED)

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Proceed from non-current borrowings	**6.00**	–
Payments for the principal portion of the lease liabilities	**(3.12)**	(2.64)
Payments for the interest portion of the lease liabilities	**(0.50)**	(0.69)
(Repayment) / proceed of short term borrowings (net)	**–**	(18.90)
Inter corporate deposit taken	**120.00**	100.00
Inter corporate deposit refunded	**(100.00)**	–
Dividend paid	**(50.00)**	(50.00)
Finance costs	**(23.83)**	(12.56)
Monies received toward conversion of partly paid to fully paid equity shares	**–**	10.50
Net cash (used in) / generated from financing activities (C)	**(51.45)**	(24.29)
Net increase / (decrease) in cash and cash equivalents (A + B + C)	**29.33**	21.73
Cash and cash equivalents at beginning of the year	**29.50**	7.88
Decrease in Bank overdraft	**–**	(0.11)
Cash and cash equivalents at end of the period	**58.83**	29.50
	29.33	21.73
Reconciliation of Cash and cash equivalents with the Balance Sheet:		
Cash and cash equivalents as per Balance Sheet (Refer Note 13)	**58.83**	29.50
Total	**58.83**	29.50

Notes:

1. The above Statement of Cash Flows has been prepared under the "Indirect method" as set out in Indian Accounting Standard (IND AS-7) "Statement of Cash Flows".
2. Refer note no. 23 for supplier financing arrangement for trade payables.

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's registration number : 101248W/W-100022

Sreeja Marar
Partner
Membership number : 111410

Place: Mumbai
Date: 21 April 2026

For and on behalf of board of directors of Mahindra Accelo Limited
U51900MH1978PLC020222

Ranjan Pant
Chairman
DIN : 00005410

Sumit Issar
Managing Director
DIN : 06951249

Romali Malvankar
Company Secretary
Membership No : A-29447

Harishkumar Gupta
Chief Financial Officer
Membership No : 109240

Place: Mumbai
Date: 21 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

1. Corporate information

Mahindra Accelo Limited is a public limited company domiciled in India and is incorporated on 20 March 1978 under the erstwhile Companies Act, 1956. The registered office of the Company is located at Mahindra Towers, P.K. Kurne Chowk, Worli, Mumbai - 400018.

The Company's main activity is steel processing from the plants located at Nashik, Vadodara and Ahmednagar. The Company is principally engaged in processing of automotive and electrical steel.

2 Statement of Compliance and Basis of preparation and presentation:

2.1 These standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act 2013 (the Act) and other relevant provision of the Act.

All assets and liabilities are classified as current if it is expected to realise or settle within 12 months after the Balance Sheet date.

The financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency. All values are rounded to the nearest crores.

The financial statements were approved by the Board of Directors and authorised for issue on 21st April, 2026.

The Financial Statements have been prepared on historical cost basis except for certain financial instruments which are measured at fair value.

2.2 Use of estimates and judgments:

Judgements

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

Note No. 3.1	Property, plant & equipment
Note No. 3.7	Fair value of financial assets and liabilities and investments
Note No. 3.11 & 3.12	Employee benefits, stock appreciation rights and long term incentive scheme
Note No. 3.19	Leases

3 Material accounting policies:

3.1 Property, plant & equipment:

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any. Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets up to the date the assets are ready for use. The estimated useful lives, residual values, are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the Statement of Profit and Loss.

Depreciation is calculated on Straight Line method on the depreciable amount i.e. the cost less estimated residual value over the estimated useful life of all assets and is generally recognised in the statement of profit and loss. Freehold land is not depreciated. These lives are in accordance with Schedule II to the Companies Act, 2013, other than the following asset class, based on technical advise which has considered estimated uses and operating condition of the assets:

(a) Vehicles : 5 years
(b) Blanking Line (Nashik) and Roll forming line (Nashik) : 20 years
(c) Building : 30 years
(d) Computer : 3 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

3.2 Intangible assets:

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Amortisation is recognised on straight line basis over their estimated useful lives (software 3-5 years). The estimated useful lives and amortisation method are reviewed at the end of each reporting period, with the effects of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment loss.

3.3 Impairment of non-financial assets :

At the end of each reporting period, the Company reviews the carrying amounts and residual values of its non-financial assets (other than inventories, contract assets and deferred tax assets), intangible assets and investment in subsidiaries to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing the value in use, the estimated future cash flows are discounted at their present value using the pre-tax discount rate that reflects current market assessment of time value of money and the risks specific to the assets for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit or Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit or Loss.

3.4 Inventories:

Inventories, except for Stores and spares which are valued at cost, are valued at the lower of cost (on weighted average basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary.

Cost comprises of all costs of purchase, conversion and other costs incurred in bringing the inventories to their present location and condition.

Net Realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

Work-in-progress and finished goods include appropriate proportion of overheads based on normal capacity.

3.5 Foreign exchange transaction and translation:

Transactions in currencies other than the Company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items--are recognised in the Statement of Profit or Loss in the period in which they arise.

3.6 Financial assets and Financial liabilities:

Financial instruments:

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit or Loss. A trade receivable without a significant financing component is initially measured at the transaction price.

Financial assets:

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Impairment of financial assets:

The Company applies the expected credit loss model for recognising impairment loss on financial assets. With respect to trade receivables the Company measures the loss allowance at an amount equal to lifetime expected credit losses.

Derecognition of financial assets:

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the Statement of Profit and Loss if such gain or loss would have otherwise been recognised in the Statement of Profit and Loss on disposal of that financial asset.

Financial liabilities and equity instruments:

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instrument:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. Equity instrument issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instrument is recognised and deducted directly in equity. No gain or loss is recognised in the Statement of Profit or Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities:

All the financial liabilities are subsequently measured at amortised cost using the effective interest method or at fair value through profit and loss.

Derecognition of financial liabilities:

The Company derecognises financial liabilities when, and only when, the Company's obligation are discharged, cancelled or have expired. An exchange between the lender of debt instrument with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the term of an existing liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit or Loss.

Derivative financial instruments:

The Company enters into a variety of derivative financial instruments to manage its exposure to foreign exchange rate risks, including foreign exchange forward contracts. Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in the Statement of Profit and Loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedging relationship and the nature of the hedged item. The Company establishes a hedge ratio of 1:1 for the hedging relationships as the underlying derivative.

The Company designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions arising from changes in foreign exchange Rates as a "Cash flow hedges. At the inception of the hedge relationship, the Company documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk.

For cash flow hedges, the effective portion of the change in the fair value of the derivative is recognised directly in other comprehensive income and the ineffective portion is recognised in the statement of profit and loss. If the cash flow hedge of a firm commitment or forecasted transaction results in the recognition of a non-financial asset or liability, then, at the time the asset or liability is recognised, the associated gains or losses on the derivative that had previously been recognised in equity are included in the initial measurement of the asset or liability. For hedges that do not result in the recognition of a non-financial asset or a liability, amounts deferred in equity are recognised in the statement of profit and loss in the same period in which the hedged item affects the statement of profit and loss.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. At that time, any cumulat1ve-gain or loss on the hedging instrument recognised in equity is retainee-in-equity until the forecasted transaction occurs. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognised in equity is transferred to the statement of profit and loss

3.7 Fair value of financial assets and liabilities and investments

The Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed for impairment. Fair value measurement that are based on significant unobservable inputs (Level 3) requires estimates of operating margin, discount rate, future growth rate, terminal values, etc. based on management's best estimate about future developments.

3.8 Investment in subsidiaries

The Company account for its equity investments in subsidiaries at cost less accumulated impairment, if any.

3.9. Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

3.10 Revenue recognition:

Sale of goods / services

Revenue from sale of goods are recognised upon satisfaction of performance obligation which is at a point in time, generally on delivery of the promised goods, when control of the goods is transferred to customers. Revenue from services are recognised upon satisfaction of performance obligation towards rendering of such services.

The Company recognises revenue from sale of goods or services at the amount of transaction price (excluding variable consideration that is constrained), that is allocated to the performance obligation satisfied. Transaction price is the amount of consideration to which the Company expects it to be entitled in exchange for transferring promised goods or services to a customer excluding amounts collected on behalf of third parties.

An amount of consideration can vary because of discounts, rebates, incentives, returns etc. which are explicitly stated in the contract or are as per customary business practices. The consideration can also vary where the entitlement is contingent on occurrence or non-occurrence of a future event. The Company includes variable consideration as part of transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

Variable consideration is estimated using the expected value method or the most likely amount depending on which method the Company expects to better predict the amount of consideration to which it will be entitled and is applied consistently throughout the contract.

Payment terms agreed with a customer are as per business practice and the financing component, if significant, is separated from the transaction price and accounted as interest income / expense, as applicable.

Commission Income

Commission income is recognised when the company's right to receive payment is established.

Other Income:

Dividend and interest income

Dividend from investments are recognised in profit or loss when the right to receive payment is established.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

3.11 Employee benefits:

Superannuation Fund, ESIC and Labour Welfare Fund

The Company's contribution paid/payable during the year to Superannuation Fund, ESIC and Labour Welfare Fund are recognised in profit or loss.

Provident Fund

Contributions to Provident Fund are made to a Trust administered by the Holding Company and are charged to profit or loss as incurred. The Company is liable for the contribution and any shortfall in interest between the amount of income realised by the investments and the interest payable to members at the rate declared by the Government of India in respect of the Trust administered by the Company.

Long term Compensated Absences

The Company's liability towards long term compensated absences are determined by independent actuaries, using the projected unit credit method.

Gratuity and post retirement medical benefit

Company's liability towards gratuity and post retirement medical benefit are determined by independent actuaries, using the projected unit credit method.

The obligation on long term compensated absences and defined benefit plans are measured at the present value of estimated future cash flows using a discount rate that is determined by reference to the market yields at the balance sheet date on government bonds where the currency and terms of the government bonds are consistent with the currency and estimated terms of the obligation.

3.12 Stock appreciation rights (SARs)/cash based Long term incentive scheme (LTI):

For cash-settled share-based payments and cash based Long term incentive scheme, a liability is recognized for the services availed, measured initially at the fair value of the liability. At the end of each reporting period until the liability is settled, and at the date of settlement, the fair value of the liability is remeasured, with any changes in fair value recognized in the Statement of Profit and Loss for the year.

3.13 Borrowing costs:

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in the Statement of Profit or Loss in the period in which they are incurred.

3.14 Provisions:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

3.15 Taxes on income:

Income Tax expense represents the sum of the current tax payable in respect of taxable income for the year and deferred tax.

Current Tax:

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Current tax assets and current tax liabilities are offset, if entity has a legally enforceable right to set off recognised amounts and intends to settle on net basis or to realise the current tax asset and settle the current tax liabilities simultaneously.

Deferred Tax:

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences could be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities, and the deferred taxes relate to the same taxable entity and the same taxation authority.

Current and deferred tax for the year:

Current and deferred tax are recognized in the Statement of Profit or Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

3.16 Cash and cash equivalents:

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

3.17 Cash Flow Statement:

Cash flows are reported using the indirect method, whereby profit/(loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating investing and financing activities of the Company are segregated based on the available information.

3.18 Earning per share:

Basic earnings per share is computed by dividing the profit/(loss) after tax attributable to the owner of the Company by the weighted average number of equity shares outstanding during the year.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

3.19 Leases:

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee:

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property and equipment' and lease liabilities in the statement of financial position.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

Company as a lessor:

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases. When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease. The Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term.

4 Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

A. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 - The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

B. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 - The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

C. Ind AS 12, International Tax Reform - Pillar Two Model Rules applicable immediately

- The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively.

Note 5 - Property, Plant and Equipment

Rs. in Crores

Description of Assets	Land - freehold	Right of use asset - Land	Right of use asset - Building	Buildings	Plant and equipment	Electrical installations	Office equipment	Furniture and fixtures	Computers	Vehicles	Total
I. Cost											
Balance as at April 1, 2025	**42.34**	**15.01**	**9.35**	**81.64**	**271.45**	**6.50**	**0.97**	**1.30**	**2.68**	**4.42**	**435.66**
Additions			2.41	13.96	69.41	0.64	0.22	0.23	0.61	0.36	87.84
Disposals	–	–	–	(0.18)	(1.64)	(0.11)	(0.15)	(0.18)	(1.04)	(0.65)	(3.95)
Balance as at March 31, 2026	**42.34**	**15.01**	**11.76**	**95.42**	**339.22**	**7.03**	**1.04**	**1.35**	**2.25**	**4.13**	**519.55**
II. Accumulated depreciation											
Balance as at April 1, 2025	–	**0.49**	**2.91**	**15.02**	**90.50**	**0.36**	**0.58**	**0.56**	**2.12**	**1.87**	**114.41**
Depreciation expense for the year	–	0.15	3.16	2.74	21.05	0.64	0.12	0.11	0.35	0.72	29.04
Eliminated on disposal of assets	–	–	–	(0.15)	(1.02)	(0.10)	(0.14)	(0.17)	(1.02)	(0.49)	(3.09)
Balance as at March 31, 2026	–	**0.64**	**6.07**	**17.61**	**110.53**	**0.90**	**0.56**	**0.50**	**1.45**	**2.10**	**140.36**
Net carrying amount (I-II)											
Balance as at March 31, 2026	**42.34**	**14.37**	**5.69**	**77.81**	**228.69**	**6.13**	**0.48**	**0.85**	**0.80**	**2.03**	**379.19**
Balance as at March 31, 2025	42.34	14.52	6.44	66.62	180.95	6.14	0.39	0.74	0.56	2.55	321.25

Rs. in Crores

Description of Assets	Land - freehold	Right of use asset - Land	Right of use asset - Building	Buildings	Plant and equipment	Electrical installations	Office equipment	Furniture and fixtures	Computers	Vehicles	Total
I. Cost											
Balance as at April 1, 2024	**42.34**	**15.01**	**–**	**27.89**	**113.98**	**0.54**	**0.70**	**0.90**	**2.36**	**4.36**	**208.08**
Additions	–	–	9.35	53.75	157.47	5.96	0.27	0.40	0.32	1.32	228.84
Disposals	–	–		–	–	–	–	–	–	(1.26)	(1.26)
Balance as at March 31, 2025	**42.34**	**15.01**	**9.35**	**81.64**	**271.45**	**6.50**	**0.97**	**1.30**	**2.68**	**4.42**	**435.66**
II. Accumulated depreciation											
Balance as at April 1, 2024	**–**	**0.34**	**–**	**13.20**	**77.81**	**0.36**	**0.51**	**0.48**	**1.79**	**2.01**	**96.50**
Depreciation expense for the year	–	0.15	2.91	1.82	12.69	–	0.07	0.08	0.33	0.63	18.68
Eliminated on disposal of assets	–	–	–	–	–	–	–	–	–	(0.77)	(0.77)
Balance as at March 31, 2025	**–**	**0.49**	**2.91**	**15.02**	**90.50**	**0.36**	**0.58**	**0.56**	**2.12**	**1.87**	**114.41**
Net carrying amount (I-II)											
Balance as at March 31, 2025	**42.34**	**14.52**	**6.44**	**66.62**	**180.95**	**6.14**	**0.39**	**0.74**	**0.56**	**2.55**	**321.25**
Balance as at March 31, 2024	42.34	14.67	–	14.69	36.17	0.18	0.19	0.42	0.57	2.35	111.58

Note: Estimated amount of contracts remaining to be executed on capital account and not provided for as on 31 March 2026 Rs. 13.45 crores (31 March 2025 Rs. 52.65 crores)

Please refer note no. 17 for securities on property, plant and equipments, and note no. 30 for borrowing cost capitalised.

Capital-work-in-progress (CWIP)

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Cost		
Opening balance	**24.21**	175.61
Additions during the year	**95.73**	59.76
Addition during the year - due to interest capitalisation	**0.22**	2.96
Total additions during the year	**120.16**	238.33
Deletions during the year		
Transfer to property, plant and equipment	**85.44**	214.12
Deletions during the year	**–**	–
Total Deletions during the year	**85.44**	214.12
Closing Balance	**34.72**	24.21

Ageing of capital work in progress

Amount in CWIP for a period of — Rs. in Crores

Particulars	Less than 1 year	1-2 Year	2-3 Year	More than 3 Years	Total
Balance as at March 31, 2026					
Projects in progress	**34.60**	**0.12**	**–**	**–**	**34.72**
a) Projects temporarily suspended : Exceeded cost or overdue	**–**	**–**	**–**	**–**	**–**
b) Projects temporarily suspended : Other than covered in above (a)	**–**	**–**	**–**	**–**	**–**
	34.60	**0.12**	**–**	**–**	**34.72**
As at March 31, 2025					
Projects in progress	**24.21**	**–**	**–**	**–**	**24.21**
a) Projects temporarily suspended : Exceeded cost or overdue	**–**	**–**	**–**	**–**	**–**
b) Projects temporarily suspended : Other than covered in above (a)	**–**	**–**	**–**	**–**	**–**
	24.21	**–**	**–**	**–**	**24.21**

Note: There are no projects as on 31 March 2026 where costs have exceeds the original plan approved by the Board of Directors or the project timelines are overdue.

Note 6 - Other intangible assets

Description of Assets	Rs. in Crores Computer software
I. Cost	
Balance as at April 1, 2025	**0.96**
Additions	0.88
Disposals	(0.06)
Balance as at March 31, 2026	**1.78**
II. Accumulated amortisation	
Balance as at April 1, 2025	**0.66**
Amortisation expense for the year	0.23
Eliminated on disposal of assets	(0.06)
Balance as at March 31, 2026	**0.83**
Net carrying amount (I-II)	
Balance as at March 31, 2026	**0.95**
Balance as at March 31, 2025	0.30

Description of Assets	Rs. in Crores Computer software
I. Cost	
Balance as at April 1, 2024	0.74
Additions	0.22
Disposals	–
Balance as at March 31, 2025	0.96
II. Accumulated amortisation	
Balance as at April 1, 2024	0.60
Amortisation expense for the year	0.06
Eliminated on disposal of assets	–
Balance as at March 31, 2025	0.66
Net carrying amount (I-II)	
Balance as at March 31, 2025	0.30
Balance as at March 31, 2024	0.14

Intangible assets under development

Rs. in Crores

Description of assets	As at March 31, 2026	As at March 31, 2025
Opening balance	**0.99**	–
Additions during the year	**–**	0.99
Total additions during the year	**0.99**	0.99
Deletions during the year		
Transfer to intangible assets	**0.88**	–
Deletions during the year	**0.11**	–
Total Deletions during the year	**0.99**	–
Closing Balance	**–**	0.99

Ageing of intangible assets under development :

Rs. in Crores

Particulars	Amount in intangible assets under development is for the period of				
	Less than 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Balance as at March 31, 2026					
Projects in progress	**–**	**–**	**–**	**–**	**–**
a) Projects temporarily suspended : Exceeded cost or overdue	**–**	**–**	**–**	**–**	**–**
b) Projects temporarily suspended : Other than covered in above (a)	**–**	**–**	**–**	**–**	**–**
Total	**–**	**–**	**–**	**–**	**–**
As at March 31, 2025					
Projects in progress	**0.99**	**–**	**–**	**–**	**0.99**
a) Projects temporarily suspended : Exceeded cost or overdue	**–**	**–**	**–**	**–**	**–**
b) Projects temporarily suspended : Other than covered in above (a)	**–**	**–**	**–**	**–**	**–**
Total	**0.99**	**–**	**–**	**–**	**0.99**

Note 7 - Investments

Rs. in Crores

Particular	As at March 31, 2026			As at March 31, 2025		
		Amounts			Amounts	
	Quantity	Current	Non-current	Quantity	Current	Non-current
A. Investment carried at cost						
Unquoted investments						
Investments in equity instruments of subsidiaries (fully paid-up)						
a) Equity shares of USD 550 each in Mahindra MiddleEast Electrical Steel Service Centre (FZC), Sharjah	**900**	**–**	**2.25**	900	–	2.25
b) Equity shares of Rs. 10 each in Mahindra Electrical Steel Private Limited	**2,500,000**	**–**	**2.50**	2,500,000	–	2.50
c) Equity shares of Rs. 10 each in Mahindra Steel Service Centre Limited	**10,089,257**	**–**	**42.45**	10,089,257	–	42.45
d) Equity shares of Rs. 10 each in Mahindra Auto Steel Private Limited	**51,717,500**	**–**	**64.94**	51,717,500	–	64.94
e) Equity shares of Rs. 10 each in Mahindra MSTC Recycling Private Limited	**40,000,000**	**–**	**40.00**	35,000,000	–	35.00
f) Equity shares of Indonesian Rp. 10,000,000 each in PT Mahindra Accelo Steel Service Indonesia	**7,429**	**–**	**37.69**	5,549	–	27.73
Provision for Diminution in value of Investment			**(2.50)**			(2.50)
Investment carried at cost [A]		**–**	**187.33**		–	172.37

Rs. in Crores

Particular	As at March 31, 2026 Quantity	Amounts Current	Non-current	As at March 31, 2025 Quantity	Amounts Current	Non-current
B. Investments mandatorily measured and carried at fair value through profit and loss						
Unquoted investments						
Investments in mutual funds						
a) SBI Overnight Fund Regular Growth	–	–	–	31,729	13.02	–
b) ICICI Prudential Overnight Fund Regular Growth	–	–	–	95,065	13.02	–
c) HDFC Overnight Fund Regular Growth	–	–	–	34,680	13.01	–
Investment carried at FVTPL [B]		–			39.05	
Total investments [A] + [B]		–	**187.33**		39.05	172.37
Aggregate amount of unquoted investments (Gross)		–	**187.33**		39.05	172.37

Note 8 - Other financials assets

Rs. in Crores

Particulars	As at March 31, 2026 Amounts Current	Non-current	As at March 31, 2025 Amounts Current	Non-current
A) Financial assets carried at amortised cost				
Security deposits	**–**	**2.36**	–	2.12
Interest receivable (Unsecured)				
Related parties				
Interest accrued on inter-corporate deposit	**0.47**	**–**	0.53	–
Others				
Export incentive receivable	**–**	**–**	0.09	–
Total (A)	**0.47**	**2.36**	0.62	2.12
B) Financial assets at fair value				
Derivatives financial instruments				
Foreign currency forward contracts	**14.63**	**–**	0.14	–
Total (B)	**14.63**	**–**	0.14	–
Total (A+B)	**15.10**	**2.36**	0.76	2.12

Note 9 - Other Tax Assets (net)

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Advance income tax (net of provision for tax)	**17.30**	11.57
Total	**17.30**	11.57

Note 10 - Other assets

Rs. in Crores

Particulars	As at March 31, 2026 Current	Non-current	Total	As at March 31, 2025 Current	Non-current	Total
Capital advances	**–**	**35.29**	**35.29**	–	12.05	12.05
Prepayments	**0.29**	**–**	**0.29**	0.23	–	0.23
Balances with government authorities						
a) GST credit	**21.57**	**–**	**21.57**	13.50	–	13.50
b) Custom duty	**0.43**	**–**	**0.43**	0.43	–	0.43

Rs. in Crores

Particulars	As at March 31, 2026 Current	Non-current	Total	As at March 31, 2025 Current	Non-current	Total
c) VAT/GST receivable	**–**	**0.47**	**0.47**	0.01	0.47	0.48
d) CST refundable	**0.19**	**–**	**0.19**	0.18	–	0.18
	22.19	**0.47**	**22.66**	14.12	0.47	14.59
Others						
a) Advance to vendors	**2.82**	**–**	**2.82**	2.63	–	2.63
b) Others	**0.27**	**–**	**0.27**	0.11	–	0.11
	3.09	**–**	**3.09**	2.74	–	2.74
Total	**25.57**	**35.76**	**61.33**	17.09	12.52	29.61

Note - Other includes advances for employee travel

Note 11 - Inventories

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
a) Raw materials [refer note 27]	**645.42**	457.89
b) Work-in-Progress [refer note 28]	**65.01**	34.90
c) Finished goods [refer note 28]	**44.69**	38.34
d) Stock-in-trade [refer note 28]	**106.78**	132.17
e) Stores and spares	**4.97**	4.01
Total	**866.87**	667.31
Included above, goods-in-transit:		
Raw materials	**69.62**	131.93

Notes:

i) The cost of inventories recognised as an expense during the year was Rs. 3,917.77 crores (31 March, 2025 - Rs. 3,231.26 crores) including Rs. 1.84 crores (31 March, 2025 : Rs. NIL) in respect of write-down of inventories to net realisable value, and has been reduced by Rs. NIL (31 March, 2025 : Rs 0.61 crores) in respect of the reversal of such write downs. Reversal in provision is due to sale and/or consumption of inventories provided for in earlier years.

ii) The Company has availed working capital facilities and other non-fund based facilities viz. bank guarantees and letters of credit, some of which are secured by hypothecation of inventories.

iii) The mode of valuation of inventories has been stated in note 3.4

Note 12 - Trade receivables

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables		
a) Unsecured - Considered good	**389.88**	498.89
b) Credit impaired	**32.57**	32.07
Less: Loss allowances	**(32.57)**	(32.07)
	–	–
Total (a+b)	**389.88**	498.89

Notes:

(i) The average credit period on Job work processing is 30 days and on sales of products ranges between 10 to 120 days.

(ii) There are no trade receivable which have significant increase in credit risk or are credit impaired other than those disclosed above

(iii) Refer note 41 for trade receivable from related parties

Rs. in Crores

Particulars	Outstanding for following periods from due date of payment: Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
As at March 31, 2026							
Undisputed Trade receivables — considered good	**369.69**	**9.65**	**0.44**	**10.08**	**0.02**	**–**	**389.88**
Undisputed Trade receivables — credit impaired	**–**	**0.50**	**–**	**27.18**	**2.54**	**2.35**	**32.57**
	369.69	**10.15**	**0.44**	**37.26**	**2.56**	**2.35**	**422.45**
Less: Loss Allowance	**–**	**–**	**–**	**–**	**–**	**–**	**(32.57)**
Total Trade Receivables							**389.88**

Rs. in Crores

Particulars	Outstanding for following periods from due date of payment						
	Not Due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
As at March 31, 2025							
Undisputed Trade receivables — considered good	441.35	57.40	0.09	0.02	0.00	0.03	498.89
Undisputed Trade receivables — credit impaired		14.30	12.88	2.54	–	2.35	32.07
	441.35	71.70	12.97	2.56	0.00	2.38	530.96
Less: Loss Allowance							(32.07)
Total Trade Receivables							498.89

Note 13 - Cash and cash equivalents

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
a) Cash and cash equivalents		
Unrestricted balances with banks		
In current account	**23.83**	2.83
Fixed deposits with original maturities less than 3 months	**35.00**	22.00
b) Cheques on hand	**–**	4.67
c) Cash on hand	–	–
Total	**58.83**	29.50

Note 14 - Loans

Rs. in Crores

Particulars	As at March 31, 2026			As at March 31, 2025		
	Current	Non-current	Total	Current	Non-current	Total
Loans						
Inter-corporate deposits given :						
to related parties						
Unsecured considered good						
a) Mahindra Steel Service Center Limited (refer Note 43)	**20.00**	**–**	**20.00**	17.50	–	17.50
b) PT Mahindra Accelo Steel Indonesia (refer Note 43)	**5.00**	**–**	**5.00**	13.00	–	13.00
Total	**25.00**	**–**	**25.00**	30.50	–	30.50

Note 15 - Share capital

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of Shares	Rs. in Crores	Number of Shares	Rs. in Crores
(a) Authorised				
Equity shares of Rs. 10 each	**28,000,000**	**28.00**	28,000,000	28.00
Cumulative redeemable preference shares of Rs. 100 each	**1,875,000**	**18.75**	1,875,000	18.75
	29,875,000	**46.75**	29,875,000	46.75
(b) Issued				
Equity shares of Rs. 10 each fully paid up	**27,100,007**	**27.10**	27,100,007	27.10
(c) Subscribed and fully paid up				
Equity shares of Rs. 10 each fully paid up	**27,100,007**	**27.10**	27,100,007	27.10
	27,100,007	**27.10**	27,100,007	27.10

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period

Particulars	As at March 31, 2026 Number of Shares	As at March 31, 2026 Rs. in Crores	As at March 31, 2025 Number of Shares	As at March 31, 2025 Rs. in Crores
Equity shares of Rs. 10 each				
Subscribed and fully paid up				
Opening Balance	**27,100,007**	**27.10**	12,100,007	12.10
Fresh issue / conversion of partly paid to fully paid#	**–**	**–**	15,000,000	15.00
Buy back	**–**	**–**	–	–
Closing Balance	**27,100,007**	**27.10**	27,100,007	27.10
Subscribed but not fully paid up				
Opening Balance	**–**	**–**	15,000,000	4.50
Fresh issue / conversion of partly paid to fully paid#	**–**	**–**	(15,000,000)	(4.50)
Buy back	**–**	**–**	–	–
Closing Balance	**–**	**–**	–	–

During the year ended 2025, the Company had converted the partly paid equity shares of Rs. 10 each from a paid up of Rs. 3 per share to a paid up of Rs. 10 per share for 1,50,00,000 equity shares. Consequently, an amount of Rs. 10.50 crores has been received from parent entity.

(ii) The Company has not allotted any equity shares for consideration other than cash, bonus shares, nor have any shares been bought back during the period of five years immediately preceding the Balance Sheet date.

Terms/rights attached to equity shares

The Company has only one class of equity share having a par value of Rs. 10/- per share. Each shareholder has the following voting rights (i) On a show of hands: one vote for a member present in person or being a company present by a representative duly authorised shall have one vote. and (ii) On a poll: the voting rights of every member entitled to vote and present in person (including a company present by representative duly authorised) or by proxy shall be in proportion to his share of the paid up equity capital of the Company. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting, except in case of interim dividend. In the event of winding up, the liquidator may, with the sanction of a special resolution of the Company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not.

(iii) Details of shares held by the holding company

Particulars	As at March 31, 2026	As at March 31, 2025
Mahindra and Mahindra Limited (including 6 equity shares held jointly with its nominees)	**27,100,007**	27,100,007

(iv) Details of shares held by each shareholder holding more than 5% shares

Particulars	As at March 31, 2026 Number of shares	As at March 31, 2026 % of holding	As at March 31, 2025 Number of shares	As at March 31, 2025 % of holding
Mahindra and Mahindra Limited (including 6 equity shares held jointly with its nominees)	**27,100,007**	**100%**	27,100,007	100%

(v) Details of Ordinary (Equity) Shares held by Promoter and Promoter group

Particulars	As at March 31, 2026 No. of Shares	As at March 31, 2026 Shareholding %	As at March 31, 2026 % Change during the year	As at March 31, 2025 No. of Shares	As at March 31, 2025 Shareholding %	As at March 31, 2025 % Change during the year
Mahindra and Mahindra Limited (including 6 equity shares held jointly with its nominees).....	**27,100,007**	**100%**	**–**	27,100,007	100%	–

Note 16 - Other equity

Rs. in Crores

Particulars	Reserve and surplus: General reserve	Reserve and surplus: Capital redemption reserve	Reserve and surplus: Retained earnings	Items of Other comprehensive income: Cash flow Hedge	Total
As at March 31, 2024 ...	**52.87**	**18.75**	**821.53**	**–**	**893.15**
Profit for the year	–	–	115.05		115.05
Other comprehensive loss (net of tax)	–	–	0.19		0.19
Total comprehensive income for the year	–	–	115.24	–	115.24
Dividend paid on equity shares	–	–	(50.00)		(50.00)
Balance as at March 31, 2025	**52.87**	**18.75**	**886.77**	**–**	**958.39**
Profit for the year	–	–	178.88		178.88
Other comprehensive loss (net of tax)	–	–	0.56	1.20	1.76
Total comprehensive income for the year	–	–	179.44	1.20	180.64
Dividend paid on equity shares	–	–	(50.00)		(50.00)
Balance as at March 31, 2026	**52.87**	**18.75**	**1,016.21**	**1.20**	**1,089.03**

Proposed dividends on Equity shares

Particulars	Rs. in Crores As at March 31, 2026	As at March 31, 2025
Dividend per share (Rupees)		
Fully paid shares	52.81	25.12
Partly paid shares	–	13.07
Proposed final dividend for the year ended	143.12	50.00

Proposed final dividend on equity shares for the year ended 31 March 2026 are subject to approval in Annual General Meeting and are not recognised as a liability as at March 31, 2026.

Dividend paid on Equity shares

Particulars	Rs. in Crores As at March 31, 2026	As at March 31, 2025
Dividend paid on equity shares during the year ended on 31 March 2026 at Rs. 25.12 per share (31 March 2025: Rs. 30.12 per share) on fully paid and Rs. 13.07 per share (31 March 2025: Rs. 9.036 per share) on partly paid equity share.	**50.00**	50.00

Note 17 - Borrowings

Particulars	Rs. in Crores As at March 31, 2026	As at March 31, 2025
Non Current Borrowings:		
Secured (Carried at Amortised Cost):		
Loan from Bank (refer note (i) below)	**6.00**	–
Less : Current maturities of long term borrowings	**–**	–
Total	**6.00**	–
Unsecured		
Inter Corporate Deposit from Related Party (refer note (ii) below)	**60.00**	**–**
Total	**66.00**	–
Current Borrowings:		
Unsecured		
Inter Corporate Deposit from Related Party (refer note (ii) below)	**60.00**	100.00
Total	**60.00**	100.00

(i) The Company has availed term loan from bank Rs 6 crores (31 March 2025 : Rs. NIL) bearing interest of 8.50% p.a. for capital expenditure and is secured by first pari passu charge on present and future movable fixed assets situated at Vadodara plant. The loan is repayable as bullet payment at the end of 10 years from date of disbursement.

(ii) The Company has taken unsecured intercorporate deposit of Rs. 120 crores (31st March 2025 Rs. 100 crores) from parent entity at interest rate ranging 6.57% to 7.73% (31 March 2025 : 7.77% to 8.09%) for general purpose including working capital requirements to be repayable in FY 26-27 and FY 27-28 respectively.

Reconciliation of movement in borrowings and lease liabilities to cash flows from financing activities

Particulars	Rs. in Crores As at March 31, 2026	As at March 31, 2025
a) Opening balance		
Long Term Borrowings	**–**	50.00
Short Term Borrowings	**–**	18.90
Inter-corporate deposit	**100.00**	–
Non-current lease liabilities	**4.60**	–
Current lease liabilities	**2.11**	–
	106.71	68.90
b) Cash flow movements		
(Repayment of) / Proceeds from long term borrowings	**6.00**	(50.00)
(Repayment of) / Proceeds from short term borrowings	**–**	(18.90)
Inter-corporate deposit taken	**120.00**	100.00
Inter corporate deposit refunded	**(100.00)**	–
Repayment of lease liabilities	**(3.62)**	(3.33)
	22.38	27.77
c) Non-cash movement		
Additions in lease liabilities (includes interest thereon)	**2.91**	10.04
d) Closing Balance		
Long Term Borrowings	**6.00**	–
Short Term Borrowings	**–**	–
Inter-corporate deposit	**120.00**	100.00
Non-current lease liabilities	**2.22**	4.60
Current lease liabilities	**3.78**	2.11
Total Closing Balance	**132.00**	106.71

Note 18 - Lease liabilities

Particulars	Rs. in Crores As at March 31, 2026	As at March 31, 2025
Non Current		
Lease liabilities	**2.22**	4.60
	2.22	4.60
Current		
Lease liabilities	**3.78**	2.11
	3.78	2.11

Note :- During the year, the Company recognised lease liabilities in respect of new leases amounting to Rs. 2.41 crore (31 March 2025: Rs. 9.35 crore). Lease payments made during the year towards recognised lease liabilities aggregated to Rs. 3.62 crore (31 March 2025: Rs. 3.33 crore). Interest on lease liabilities recognised in the Profit and Loss for the year amounted to Rs. 0.50 crore (31 March 2025: Rs. 0.69 crore). Further, expenses relating to short-term leases, for which the Company has applied the recognition exemption under Ind AS 116, were recognised in the Profit and Loss amounting to Rs. 0.14 crore (31 March 2025: Rs. 0.11 crore).

Note 19 - Other financial liabilities

Particulars	Rs. in Crores As at March 31, 2026	As at March 31, 2025
Non Current		
Financial liabilities measured at fair value		
Cash-settled share-based payments	**0.32**	0.44
Total	**0.32**	0.44
Current		
a) Financial liabilities measured at fair value		
i) Derivatives financial instruments		
Foreign currency forward contracts	**–**	3.45
ii) Others		
Cash-settled share-based payments	**1.11**	0.80
Total (a)	**1.11**	4.25

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
b) Financial liabilities measured at amortised cost		
i) Short term deposits	**3.56**	2.37
ii) Creditors for capital supplies/services	**2.49**	7.89
iii) Interest accrued but not due	**1.79**	6.66
iv) Salary & wages payable	**4.74**	3.32
Total (b)	**12.58**	20.24
Total (a+b)	**13.69**	24.49

Note 20 - Provisions

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Non Current		
Provision for employee benefits		
a) Provision for gratuity (Refer Note 37(b))	**2.40**	1.52
b) Provision for compensated absences	**3.03**	2.84
c) Provision for post retirement medical benefit	**0.12**	0.48
Total	**5.55**	4.84
Current		
Provision for employee benefits		
a) Provision for compensated absences	**0.84**	0.90
b) Provision for post retirement medical benefit	**0.03**	0.02
Total	**0.87**	0.92

Note 21 - Current tax

(a) Income Tax recognised in profit and loss

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current tax:		
In respect of current year	**52.26**	39.61
Deferred tax (Asset)/Liability:		
In respect of current year origination and reversal of temporary differences	**6.40**	(1.32)
Total	**58.66**	38.29

(b) Income tax recognised in other comprehensive income

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Deferred tax related to items recognised in other comprehensive income during the year:		
Remeasurement of defined benefit obligation	**(0.19)**	(0.06)
Cash flow hedge reserve	**(0.41)**	–
Total	**(0.60)**	(0.06)
Bifurcation of income tax recognised in other comprehensive income into:		
– Items that will not be reclassified to profit and loss	**(0.19)**	**(0.06)**
– Items that may be reclassified to profit and loss	**(0.41)**	–

(c) Reconciliation of estimated income tax expense at tax rate to income tax expenses reported in the statement of profit and loss is as follows:

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit before tax	**237.54**	153.34
Expected applicable Income tax rate	**25.17%**	25.17%
Income tax expense	**59.78**	38.59
Effect of expenses that is non-deductible in determining taxable profit	**0.86**	0.88
Others	**(1.98)**	(1.18)
	58.66	38.29
Income tax expense recognised in the Statement of profit and loss	**58.66**	38.29

The tax rate used for the year ended 31st March, 2026 and 31st March, 2025 reconciliations above is the corporate tax rate of 25.168% (including surcharge of 10% and education cess of 4%) payable by corporate entities in India on taxable profits under Indian Income Tax Law.

Note 22 - Deferred tax

Rs. in Crores

Particulars	Opening Balance	Recognised in profit and loss	Recognised in OCI	Closing Balance
	As at March 31, 2026			
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment	**(8.50)**	**(3.14)**		**(11.64)**
Tax effect of items constituting deferred tax assets				
Employee benefits	**1.13**	**0.68**	**(0.19)**	**1.62**
Allowance for bad and doubtful debts/advances	**8.06**	**0.13**		**8.19**
FVTPL financial instruments including derivatives	**0.84**	**(4.52)**	**(0.41)**	**(4.08)**
Others	**2.51**	**0.46**		**2.97**
Total	**4.04**	**(6.39)**	**(0.60)**	**(2.94)**

Rs. in Crores

Particulars	Opening Balance	Recognised in profit and loss	Recognised in OCI	Closing Balance
	As at March 31, 2025			
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment	(3.67)	(4.83)	–	(8.50)
Tax effect of items constituting deferred tax assets				
Employee benefits	1.03	0.16	(0.06)	1.13
Allowance for bad and doubtful debts	1.59	6.47	–	8.06
FVTPL financial instruments including derivatives	0.33	0.51	–	0.84
Others	3.51	(1.00)	–	2.51
Total	2.80	1.32	(0.06)	4.04

Note 23 - Trade Payables

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payable for goods and services		
a) total outstanding dues of micro enterprises and small enterprises; and	**11.71**	5.94
b) total outstanding dues of creditors other than micro enterprise and small enterprises	**745.76**	677.85
i) Trade payable for goods and services	**494.23**	447.01
ii) Acceptances	**251.53**	230.84
Total	**757.47**	683.79

Note: Dues to Micro and Small Enterprises

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
a) The amounts remaining unpaid to micro and small suppliers as at the end of the year Principal	**11.71**	5.94
b) Interest due thereon	–	–
c) The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year	–	–
d) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act,2006	–	–
e) The amount of interest accrued and remaining unpaid at the end of each accounting year.	–	–
f) The amount of further interest remaining due and payable even in the succeeding years until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006	–	–

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditors.

Ageing of trade payables

Rs. in Crores

Particulars	Outstanding for following periods from due					
	Not due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
As at March 31, 2026						
Trade payables — MSME	**11.03**	**0.56**	**0.02**	**0.09**	**0.01**	**11.71**
Trade payables — Others	**727.33**	**2.24**	**4.50**	**–**	**–**	**734.07**
Disputed dues — MSME	**–**	**–**	**–**	**–**	**–**	**–**
Disputed dues — Others	**–**	**–**	**–**	**–**	**–**	**–**
	738.36	**2.80**	**4.52**	**0.09**	**0.01**	**745.78**
Accrued expenses						**11.69**
Total Trade Payables						**757.47**
As at March 31, 2025						
Trade payables — MSME	5.28	0.56	0.08	–	0.02	5.94
Trade payables — Others	506.24	89.95	1.08	0.01	0.03	597.31
Disputed dues — MSME						–
Disputed dues — Others						–
	511.52	90.51	1.16	0.01	0.05	603.25
Accrued expenses						80.54
Total Trade Payables						683.79

Supplier financing arrangements for trade payable

Some vendor of the company elect to factor some of their receivable with financial institution (Supplier financing arrangement). The company provides suppliers/or bank with visibility of invoice approved for payment, which helps them to receive cash from the bank before the due date of the invoice. Payment terms (other then trade negotiation) and other terms for the Company do not vary based on whether the supplier chooses to factor their invoice receivable. The Company does not provide any additional security to vendors/financial institution when compared to the security originally enjoyed by the vendors/financial institution. The Company evaluated these arrangements to assess if the payable holds the characteristics of a trade payable or should be classified as a financial liability. As at 31st March 2026 and 31st March 2025, all such liabilities were classified as trade payable.

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Carrying amount of trade payable	**251.53**	230.84
Presented in trade and other payable		
- Of which supplier has received payment from finance provider	**251.53**	230.84
Range of payment due date		
Liability that are part of the arrangements (days)	**45-180**	45-180
Comparable trade payable that are not part of the arrangement (days)	**45-180**	45-180

Note 24 - Other current liabilities

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
a) Advances received from customers	**7.42**	4.74
b) Others		
– Employee recoveries and employer contributions	**0.33**	0.19
– Statutory dues (TDS, GST payable etc)	**2.14**	20.86
Total	**9.89**	25.79

Note 25 - Revenue from operations

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from contracts with customers :		
a) Revenue from sale of goods (Refer Note (a) below)	**4,178.61**	3,404.17
b) Revenue from rendering of services (Refer Note (b) below)	**6.50**	7.05
Total (A)	**4,185.11**	3,411.22
Other operating income (Refer Note (c) below) (B)	**193.51**	124.23
Total (A+B)	**4,378.62**	3,535.45

Note :

The management determines that the segment information reported under Note 38 “Segment information” is sufficient to meet the disclosure objective with respect to disaggregation of revenue under Ind AS 115 Revenue from contract with Customers. Hence, no separate disclosures of disaggregated revenues are reported.

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Note:		
(a) Sale of products comprises:		
Manufactured goods		
– Steel products	**3,172.71**	2,512.61
Traded goods		
– Steel products	**1,005.90**	891.56
Total	**4,178.61**	3,404.17
(b) Rendering of services comprises:		
– Job work processing	**1.19**	1.41
– Management fees	**5.31**	5.64
Total	**6.50**	7.05

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(c) Other operating income comprise:		
– Scrap sales	**185.99**	116.81
– Commission income	**6.54**	6.49
– Insurance claim	**0.74**	0.84
– Other operating income	**0.24**	0.09
Total	**193.51**	124.23
Total	**4,378.62**	3,535.45

Reconciliation of revenue recognised in the statement of profit and loss with the contracted price

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue as per contract price	**4,201.06**	3430.64
Addition/Reduction towards discount (net)	**(13.42)**	(14.30)
Adjustment/Reduction towards sales return (net)	**(2.53)**	(5.12)
Revenue from contract with customers	**4,185.11**	3,411.22

Note 26 - Other income

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a) Interest income:		
– Bank deposits (at amortised cost)	**0.18**	0.15
– Interest on inter-corporate deposits (at amortised cost)	**2.00**	1.69
– Other	**0.16**	0.01
b) Dividend income:		
– From long-term investments in subsidiaries	**9.23**	6.73
c) Other:		
– Liabilities no longer required written back	**–**	0.44
– Provision for doubtful loans no longer required	**–**	4.00
– Fair value gain on derivatives financial instruments at fair value through profit or loss	**–**	0.05
– Gain on sale of current investments measured at FVTP	**1.90**	0.59
– Gain on sale of property, plant and equipment (net of loss on property, plant and equipment sold / scrapped / written off	**–**	0.06
– Lease income	**3.85**	3.70
Total	**17.32**	17.41

Note 27 - Cost of materials consumed

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Stock	**457.89**	448.44
Add: Purchases	**3,185.66**	2,377.85
	3,643.55	2,826.29
Less: Closing Stock	**645.42**	457.89
Total	**2,998.13**	2,368.40

Note 27 Purchases of stock-in-trade

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Purchases of stock-in-trade	**939.86**	831.87
Total	**939.86**	831.87

Note 28 - Changes in inventories of finished goods, work-in-progress and stock-in-trade

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the end of the year: Steel products		
Finished goods	**44.69**	38.34
Work-in-progress	**65.01**	34.90
Stock-in-trade	**106.78**	132.17
	216.48	205.41
Inventories at the beginning of the year: Steel products		
Finished goods	**38.34**	40.32
Work-in-progress	**34.90**	42.33
Stock-in-trade	**132.17**	153.75
	205.41	236.40
Decrease/(Increase) in Stock	**(11.07)**	30.99

Note 29 - Employee benefits expense

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a) Salaries and wages including bonus	**32.54**	24.59
b) Contribution to provident and other funds (Refer note no. 37)	**2.86**	2.81
c) Share based payments to employees	**1.67**	1.38
d) Staff welfare expenses	**2.06**	1.46
Total	**39.13**	30.24

Note 30 - Finance costs

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a) Usance interest	**12.09**	8.18
b) Unwinding interest on lease liability	**0.50**	0.69
c) Interest on borrowings	**6.42**	7.57
d) Other finance cost	**0.45**	0.49
Less : Interest cost capitalised	**(0.22)**	(2.96)
Total	**19.24**	13.97

During the year ended 31 March 2026 the weighted average capitalisation rate used to determine the amount of borrowing costs eligible for capitalisation is ranging from 8.21% to 8.75% (31 March 2025 capitalisation rate is 8.21% p.a.).

Analysis of interest expenses by category

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a) On financial liability at amortised cost	**19.01**	16.44
b) On non-financial liabilities	**0.45**	0.49
Total	**19.46**	16.93

Note 31 - Other expenses

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Stores and spares consumed	**3.25**	1.88
Power & fuel oil consumed	**6.52**	4.46
Freight and handling charges	**47.80**	33.06
Repairs and maintenance - Buildings	**0.30**	0.07
Repairs and maintenance - Machinery	**1.49**	0.82
Repairs and maintenance - Others	**3.87**	2.68
Rent	**0.14**	0.11
Rates and taxes	**0.67**	0.27
Insurance charges	**2.63**	2.06
Provision for expected credit losses (net)	**0.49**	–
Net loss on foreign currency transactions and translation	**9.69**	2.89
Provision for diminution in value of Investment in Subsidiary	**–**	2.50
Auditors' remuneration (refer Note below)	**0.62**	0.45
Legal and professional fees	**3.77**	2.85
Expenditure on corporate social responsibility (CSR) under section 135 of the Companies Act, 2013 (refer Note 35)	**3.43**	3.51
Loss on sale of property, plant and equipment (net of gain on property, plant and equipment sold / scrapped / written off)	**0.65**	–
Miscellaneous expenses	**58.52**	17.98
Total	**143.84**	75.59

Note - Auditors' remuneration

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Payment to auditors		
To Statutory auditors-		
a) For audit	**0.41**	0.35
b) Certification	**0.17**	0.09
c) Reimbursement of expenses	**0.04**	0.01
	0.62	0.45

Note 32 - Ratios

Sr. No.	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	Variance	Refer foot note
1	**Current ratio (times)**				
	Current assets/Current liabilities ..	**1.63**	1.53	7%	
2	**Debt-Equity ratio (times)**				
	(Long term borrowings + short term borrowings (including current maturities of long term borrowings)/ (Total equity)	**0.11**	0.10	11%	
3	**Debt service coverage ratio (times)**				
	(Profit before interest, tax and depreciation)/(gross interest for the period + principal repayments within a year).....	**9.71**	2.78	249%	2
4	**Return on Equity**				
	(Net profit for the year/Total equity).....	**16.03%**	11.67%	37%	1
5	**Inventory turnover (times)**				
	(Cost of materials consumed/ Average inventories for the period)	**5.12**	4.77	7%	
6	**Trade receivables turnover (times)**				
	Revenue from sale of goods and services)/(Average trade receivable for the year)	**9.42**	8.08	17%	
7	**Trade payables turnover (times)**				
	(Purchase of goods and services)/ (Average trade payable for the year).....	**5.92**	5.23	13%	
8	**Net working capital turnover (times)**				
	Revenue from sale of goods and services)/ (working Capital i.e. current assets - current liabilities)...	**7.81**	7.65	2%	
9	**Net Profit margin (%)**				
	(Net Profit for the period/Revenue from operations).....	**4.09%**	3.25%	26%	3
10	**Return on capital employed (%)**				
	(Profit before interest and tax/total equity and total debt)	**21.13%**	17.46%	21%	
11	**Return on Investment (%)**				
	(Total income from investment/ Average investment for the period)	**9.33%**	5.74%	63%	3

1) Increase in return on equity is due to increase in net profit for the year.

2) Due to repayment of borrowing in last year as compared to current year and increase in profit before interest, tax, depreciation and amortisation.

3) Due to increase of net profit in current year and exceptional item in previous year.

Note 33 - Contingent liabilities and commitments (to the extent not provided for)

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Contingent liabilities and commitments (to the extent not provided for):		
(i) Claims against the Company not acknowledged as debts:		
a) Goods and Service Tax (GST) (Gujarat) FY 2018-23, FY20-21	**0.21**	–
b) Goods and Service Tax (GST) (Maharashtra) FY 2018-19	**9.53**	9.88
c) Goods and Service Tax (GST) (Telangana) FY 2021-22	**0.14**	–
d) Value Added Tax (VAT) (Maharashtra) FY 2017-18	**0.16**	0.16
(ii) Commitments:		
Estimated amount of contracts remaining to be executed on capital account and not provided for	**13.45**	52.65

Note : The Company has given comfort letter to its wholly owned subsidiary PT Mahindra Accelo Steel Indonesia (PT MASI) to provide such financial support as may be required by PTMASI from time to time to meet its financial obligations upto 28th Feb 2027.

Note 34 - Earnings per share:

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Basic/Diluted		
Profit after tax for the year (Rs. in Crores) (A) ..	**178.88**	115.05
Weighted average number of shares Basic/ Diluted (B) (refer note (i) below).....	**27,100,007**	19,908,226
Nominal value of equity share (Rupees)	**10.00**	10.00
Earnings per share Basic/Diluted (Rupees) (A/B)	**66.01**	57.79

(i) Weighted average number of shares is the number of equity shares outstanding at the beginning of the period adjusted by the number of equity shares issued during period, multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the year.

Note 35 - Corporate social responsibility (CSR)

Details of CSR expenditure are as follows:

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Amount required to be spent by the Company during the year	**3.40**	3.48
Amount spent during the year		
– construction/acquisition of any asset	**1.72**	1.29
– on purpose other than above	**1.71**	2.22
Shortfall at the end of the year	**Nil**	Nil
Transaction with the related party	**Nil**	Nil
Movements in provisions	**Nil**	Nil
Nature of CSR activity	Promoting education, Environment protection, Healthcare, Sanitation, Rural development and Eradicating hunger	Promoting education, Environment protection, Healthcare, Sanitation, Rural development and Eradicating hunger

Note: The Company will not carry forward the excess amount spent on CSR to the next financial year.

Note 36(a) - Stock Appreciation Rights

In accordance with the directions and recommendations of the Remuneration Committee of the Company, the Company grants Stock Appreciation Rights (SARs) to eligible employees/directors. SARs granted would vest over a period of five years, or such period as stipulated by the Remuneration Committee, from the date of grant. Upon vesting of SARs eligible employees are entitled to earn cash benefits as prescribed.

One SAR shall be entitled to a cash benefit which would be the difference between the Fair Value of one fully-paid Equity Share of the holding company on the exercise date less the face value of the equity share of the holding company on the grant date. Provided, however, that once SARs have vested, an eligible employee will have the option to exercise the same within a maximum period of three years from the vesting date during such periods of time as determined by the Company.

Once SARs are vested and exercised by an employee, the Company would, within a period of 90 days from the exercise date, compute the cash benefit due in respect of those SARs and pay the same to the employee after deducting the applicable income tax at source. The latest available fair value of the Company's equity share would be considered for computing the said cash benefit.

If an eligible employee fails to exercise the SARs within a period of three years as aforesaid, the unexercised SARs will lapse and the Company's liability for such unexercised SARs will cease.

Details of stock appreciation rights outstanding as on March 31, 2026

Particulars	Number of Units	Grant date	Expiry date	Exercise price (In Rs.)	Fair value at grant date (In Rs.)
Cash settled					
F'23 grants	468	18/10/2022	31/01/2027	10	438.70

Movement in Stock appreciation rights

Particulars		For the year ended March 31, 2026	For the year ended March 31, 2025
1	The number of units outstanding at the beginning of the year	935	2,591
2	Granted during the year	–	–
3	Forfeited during the year	–	31
4	Exercised during the year	467	1,625
5	The number of units outstanding at the end of the year	468	935

Stock Appreciation Right's exercised during the year

Particulars	Number of SAR's	Exercised date	Share price at exercise date (In Rs.)
Cash settled			
F'23 grant	467	31/01/2026	790.90

The inputs used in the measurement of the fair values at grant date of the cash-settled share-based payment plans were as follows.

Particulars		Cash settled Share Appreciation Rights For the year ended March 31, 2026	For the year ended March 31, 2025
1	Share price (In Rs.)	**790.90**	660.60
2	Exercise price (In Rs.)	**10**	10
3	Expected volatility (weighted-average)	**45.20%**	45.20%
4	Expected life/Option Life (weighted-average)	**0.83**	1.41
5	Expected dividends yield	**5.00%**	5.00%
6	Risk–free interest rate (based on government bonds)	**6.50%**	7.00%

Note 36(b) - Long term Incentive plan

In accordance with the directions and recommendations of the Remuneration Committee of the Company, the Company grants Long Term Incentives (LTI) to eligible employees/directors. LTIs granted would vest over a period of three years, or such period as stipulated by the Remuneration Committee, from the date of grant. Upon vesting of LTIs eligible employees are entitled to earn cash benefits as prescribed.

One LTI shall be entitled to a cash benefit which would be the difference between the Fair Value of one fully-paid Equity Share of the holding company on the exercise date less the face value of the equity share of the holding company on the grant date. Provided, however, that once LTIs have vested, an eligible employee will have the option to exercise the same within a maximum period of two years from the vesting date during such periods of time as determined by the Company.

Once LTIs are vested and exercised by an employee, the Company would, within a period of 90 days from the exercise date, compute the cash benefit due in respect of those LTIs and pay the same to the employee after deducting the applicable income tax at source. The latest available fair value of the Company's equity share would be considered for computing the said cash benefit.

If an eligible employee fails to exercise the LTIs within a period of two years as aforesaid, the unexercised LTIs will lapse and the Company's liability for such unexercised LTIs will cease.

Details of Long term incentives outstanding as on March 31, 2026

Particulars	Number of Units	Grant date	Vesting Date	Expiry date	Exercise price (In Rs.)	Fair value at grant date (In Rs.)
Cash settled						
F23 grants	11,037	01/11/2023	01/11/2026	01/11/2028	10	567.30
F24 grants	6,462	01/11/2024	01/11/2026	01/11/2028	10	572.02
F24 grants	6,465	01/11/2024	01/11/2027	01/11/2029	10	544.28
F25 grants	5,335	01/11/2025	01/11/2026	01/11/2028	10	686.38
F25 grants	5,335	01/11/2025	01/11/2027	01/11/2029	10	653.03
F25 grants	5,337	01/11/2025	01/11/2028	01/11/2030	10	621.29

Movement in Cash based Long term incentives scheme

Particulars		For the year ended March 31, 2026	For the year ended March 31, 2025
1	The number of units outstanding at the beginning of the year	**43,713**	**37,641**
2	Granted during the year	**16,007**	**19,389**
3	Forfeited during the year	**–**	**3,027**
4	Exercised during the year	**19,749**	**10,290**
5	The number of units outstanding at the end of the year	**39,971**	**43,713**

Cash based Long term incentives units exercised during the year

Particulars	Number of SAR's	Exercised date	Share price at exercise date (In Rs.)
Cash settled			
F23 grant	13,287	30/11/2025	790.90
F24 grant	6,462	30/11/2025	790.90

The inputs used in the measurement of the fair values at grant date of the Cash based Long term incentive units were as follows.

	Particulars	Cash based Long term incentive units	
		For the year ended March 31, 2026	For the year ended March 31, 2025
1	Share price (In Rs.)	790.90	660.60
2	Exercise price (In Rs.)	10	10
3	Expected volatility (weighted-average)	45.20%	45.20%
4	Expected life/Option Life (weighted-average)	2.59-4.59	1.58-2.58
5	Expected dividends yield	5.00%	5.00%
6	Risk–free interest rate (based on government bonds)	6.50%	7.00%

Note 37 - Employee benefits

(a) Defined Contribution Plan

The Company has recognized, in the Statement of profit and loss for the year, an amount of Rs. 1.51 Crore (31st March, 2025 Rs. 1.32 Crore) as expenses under defined contribution plans.

Rs. in Crores

Benefit (Contribution to)	**For the year ended March 31, 2026**	For the year ended March 31, 2025
Provident fund	**1.01**	0.80
Pension fund	**0.41**	0.40
Superannuation fund	**0.09**	0.12
Total	**1.51**	1.32

(b) Defined Benefit Plans:

(i) Gratuity

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws (“here in after referred as wage code”).

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the wage code or the Company scheme applicable to the employees. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

However, the related Central and State Rules are yet to be fully notified. The Company has evaluated the resulting impact of the provisions of the labour code read with the clarifications issued by the government and has recognised necessary provision in the financial statements. The Company continues to monitor developments including notification of final Central and State Rules, as well as further clarifications by the Government on other aspects of the Labour Codes, and will recognise the consequential accounting impact arising from such developments, as may be required

Nature of benefits:

The gratuity benefits payable to the employees are based on the employee’s service and last drawn salary at the time of leaving. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Company.

Regulatory framework:

There are no minimum funding requirements for a gratuity plan in India. The trustees of the gratuity fund have a fiduciary responsibility to act according to the provisions of the trust deed and rules. Since the fund is income tax approved, the Company and the trustees have to ensure that they are at all times fully compliant with the relevant provisions of the income tax and rules. Besides this if the Company is covered by the wage code then the Company is bound to pay the statutory minimum gratuity as prescribed under this Act.

Governance of plan:

The Company has setup an income tax approved irrevocable trust fund to finance the plan liability. The trustees of the trust fund are responsible for the overall governance of the plan. The plan is funded under Group Gratuity Scheme which is administered by LIC. The Company makes annual contribution to the plan.

Inherent risk

The plan is of a final salary defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, there is a risk for the Company that any adverse salary growth or demographic experience or inadequate returns on underlying plan assets can result in an increase in cost of providing these benefits to employees in future. Since the benefits are lump sum in nature the plan is not subject to any longevity risks.

(ii) Post retirement medical benefits:

The Company provides post retirement medical cover to select grade of employees to cover the retiring employee and their spouse upto a specified age through Mediclaim policy on which the premiums are paid by the Company. The eligibility of the employee for the benefit as well as the amount of medical cover purchased is determined by the grade of the employee at the time of retirement.

Nature of benefits:

The Company operates a defined benefit post-retirement medical plan. The benefits payable to the employees are post their retirement from the Company. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Company.

Regulatory framework:

There are no minimum funding requirements for such a post-retirement medical plan in India. The Company has chosen not to fund the post-retirement benefit liabilities of the plan but instead carry a provision based on actuarial valuation in its books of accounts.

Governance of plan:

The Company is responsible for the overall governance of the plan. Since the plan is unfunded, the governance of the plan is limited to employees being paid the benefits as per the terms of the plan.

Inherent risk

The plan is of a defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, there is a risk for the Company that any adverse increase in healthcare costs or demographic experience can result in an increase in cost of providing these benefits to employees in future. The benefits are also paid post retirement upto a specified age of the beneficiaries and the plan carries the longevity risks.

Life expectancy

The majority of the plan’s obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan’s liabilities. This is particularly significant in the Company’s defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

Defined benefit plans – as per actuarial valuation on March 31, 2026

Rs. in Crores

Particulars	Funded Plan		Unfunded Plans	
	Gratuity		Post retirement medical benefits	
	For the year ended March 31, 2026	For the year ended March 31, 2025	**For the year ended March 31, 2026**	For the year ended March 31, 2025
I. Expense recognised in the Statement of Profit and Loss				
1. Current/past service cost	**1.06**	1.56	**0.03**	0.02
2. Interest on net defined benefit liability/(asset)	**0.11**	(0.02)	**0.03**	0.03
	1.17	1.54	**0.06**	0.05
II. Included in other Comprehensive Income				
1. Actual return on plan assets less interest on plan assets	**0.04**	(0.30)	**–**	–
2. Actuarial (Gain)/Loss on account of:				
– Financial Assumptions	**0.02**	0.12	**–**	0.02
– Experience Adjustments	**(0.40)**	(0.06)	**(0.40)**	(0.03)
3. Adjustment to recognise the effect of asset ceiling	**–**	–	**–**	–
	(0.34)	(0.23)	**(0.40)**	(0.01)
III. Net Asset/(Liability) recognised in the Balance Sheet				
1. Present value of defined benefit obligation as at 31st March	**7.08**	6.05	**0.15**	0.50
2. Fair value of plan assets as at 31st March	**4.68**	4.53	**–**	–
3. Amount not recognised due to asset limit	**–**	–	**–**	–
4. Surplus/(Deficit)	**(2.40)**	(1.52)	**(0.15)**	(0.50)
5. Current portion of the above	**–**	–	**(0.01)**	(0.02)
6. Non current portion of the above	**(2.40)**	(1.52)	**(0.14)**	(0.48)
IV. Change in the obligation during the year				
1. Present value of defined benefit obligation at the beginning of the year	**6.05**	4.69	**0.50**	0.49
2. Expenses Recognised in Profit and Loss Account				
– Current Service Cost	**0.58**	0.34	**0.03**	0.02
– Past Service Cost	**0.47**	1.22	**–**	–
– Interest Expense (Income)	**0.38**	0.31	**0.03**	0.03
3. Recognised in Other Comprehensive Income				
Remeasurement gains / (losses)				
– Actuarial (Gain) /Loss arising from:				
i. Financial Assumptions	**0.02**	0.12	**–**	0.02
ii. Experience Adjustments	**(0.40)**	(0.06)	**(0.40)**	(0.03)
4. Benefit payments	**(0.09)**	(0.91)	**(0.01)**	(0.02)
5. Liabilities assumed/ (settled) on intra group transfer	**0.07**	0.34	**–**	(0.01)
6. Present value of defined benefit obligation at the end of the year	**7.08**	6.05	**0.15**	0.50
V. Change in fair value of assets during the year				
1. Fair value of plan assets at the beginning of the year	**4.52**	4.80	**–**	–
2. Interest on plan assets	**0.28**	0.33	**–**	–
3. Recognised in Other Comprehensive Income				
Remeasurement gains/ (losses)				
– Actual Return on plan assets in excess of the expected return	**(0.04)**	0.30	**–**	–
4. Contributions by employer (including benefit payments recoverable)	**0.01**	0.02	**0.01**	0.02
5. Benefit paid	**(0.09)**	(0.91)	**(0.01)**	(0.02)
6. Assets acquired/(settled) on intra group transfer		–		–
7. Fair value of plan assets at the end of the year	**4.68**	4.53	**–**	–
VI. The Major categories of plan assets				
– List the plan assets by category here				
– Insurer managed funds	**4.68**	4.53	**–**	–

Particulars	Rs. in Crores			
	Funded Plan		Unfunded Plans	
	Gratuity		Post retirement medical benefits	
	For the year ended March 31, 2026	For the year ended March 31, 2025	**For the year ended March 31, 2026**	For the year ended March 31, 2025
VII. Actuarial assumptions				
1. Discount rate	**6.80%**	6.85%	**6.80%**	6.85%
2. Medical premium inflation	**–**	–	**6.85%**	6.00%
3. Rate of increase in compensation levels..	**8%**	8%	**–**	–
4. Mortality table	IALM (2012-14) ult	IALM (2012-14) ult	IALM (2012-14) ult	IALM (2012-14) ult

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

(c) Sensitivity analysis:

Gratuity

Gratuity is a lump sum plan and the cost of providing these benefits is typically less sensitive to small changes in demographic assumptions. The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the impact on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 100 basis points.

These sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analyses.

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Rs. in Crores

Principal assumptions	Year	Changes in assumption	Impact on defined benefit obligation: Increase in assumption	Impact on defined benefit obligation: Decrease in assumption
Discount rate	**2026**	**1%**	**6.69**	**7.54**
	2025	1%	5.71	6.43
Salary growth rate	**2026**	**1%**	**7.48**	**6.72**
	2025	1%	6.42	5.71

Post retirement medical benefits

The benefit obligation results for the cost of paying hospitalization premiums to insurance company in future for the employee/beneficiaries during their lifetime is sensitive to discount rate and future increase in healthcare costs.

The following table summarizes the impact on the reported defined benefit obligation at the end of the reporting period arising on account changes in these three key parameters:

These sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analyses.

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Rs. in Crores

Principal assumption	Year	Changes in assumption	Impact on defined benefit obligation: Increase in assumption	Impact on defined benefit obligation: Decrease in assumption
Discount rate	**2026**	**1%**	**0.14**	**0.17**
	2025	1%	0.45	0.56
Medical inflation rate	**2026**	**1%**	**0.17**	**0.14**
	2025	1%	0.56	0.45

(d) Expected contributions for the next year:

The Company expects to contribute Rs. 0.40 crores to the gratuity trusts and Rs NIL for post retirement medical benefits during the next financial year of 2026-27.

(e) Expected future benefits payable:

Gratuity

Rs. in Crores

Maturity profile of defined benefit obligation:	As at March 31, 2026	As at March 31, 2025
Within 1 year	**1.45**	1.40
1 - 2 years	**0.51**	0.62
2 - 3 years	**0.63**	0.39
3 - 4 years	**0.51**	0.48
4 - 5 years	**1.70**	0.39
5 - 9 years	**2.63**	2.98
10 years and above	**4.32**	3.79

Post retirement medical benefits

Rs. in Crores

Maturity profile of defined benefit obligation:	As at March 31, 2026	As at March 31, 2025
Within 1 year	**0.01**	0.02
1 - 2 years	**0.01**	0.03
2 - 3 years	**0.01**	0.03
3 - 4 years	**0.01**	0.03
4 - 5 years	**0.01**	0.03
5 - 9 years	**0.04**	0.14
10 years and above	**0.32**	0.97

Note 38 - Segment Reporting

Segment information:

The Company has identified 'Steel Processing' (for steel entities) as its only primary reportable segment. The Managing Director of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined under Ind AS 108. CODM reviews overall financial information of the Company together for performance evaluation and allocation of resources and does not review any discrete information to evaluate performance of any individual product or geography.

Geographical Information

The amount of the Company's revenue reported under Note 25 "Revenue from operations" refer from external customers broken down by location of the customers is shown in the table below:

Rs. in Crores

Location	For the year ended March 31, 2026	For the year ended March 31, 2025
India	**4,184.87**	3,409.25
Overseas	**0.24**	1.97

The Company operates and has its manufacturing/processing facilities based out of Nashik, Vadodara and Ahmednagar in India.

There is one customer contributing to more than 10% of the Company's revenue, total amount of revenue from such customers for the year ended on 31 March 2026 is Rs. 1,437.30 Crores (31 March 2025 : Rs. 1,087.55 Crores).

Note 39 - Financial Instruments

[I] Capital management

The Company's capital management objectives are:

- to ensure the Group's ability to continue as a going concern
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The capital structure of the Group consists of net debt (includes interest bearing borrowings including lease obligations less cash and cash equivalents, other bank balances and current investments) and total equity of the Group.

The Company monitors capital using a gearing ratio, which is net debt divided by total capital. The Group's policy is to keep the gearing ratio within 150%.

The Company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Debt (Including lease liabilities)	**132.00**	106.71
Less: Cash and cash equivalents and Bank balances	**58.83**	29.50
Net debt.....	**73.17**	77.21
Total equity	**1,116.13**	985.49
Gearing ratio	**0.07**	0.08

[II] Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. The financial risk are managed in accordance with Company's Risk Management Policy which is approved by Board of Directors.

[A] CREDIT RISK

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

(i) Trade receivables

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on payment performance over the period of time and financial analysis including credit rating issued by credit rating agencies. Outstanding customer receivables are regularly monitored and any shipments to other small customers are generally covered by letters of credit.

The Company has used a practical expedient for computing the Expected Credit Loss ('ECL') allowance for trade receivables based on a provision matrix. The provision matrix is prepared based on historically observed default rates over the expected life of trade receivables and is adjusted for forward-looking estimates. The ECL allowance is based on the ageing of the receivables. ECL on trade receivables is provided based on past trends, current conditions and Company's view of economic conditions over the expected lives of the receivables. The expected credit loss rate at the end of reporting period for receivable ageing less than 6 months is 0.05% and for more than 6 months is 51.47%. (31 March 2025: less than 6 months is 0.21% and more than 6 months was no ECL.

(ii) Financial instruments and cash deposits:

Credit risk from balances with banks and financial institutions is managed by the Company in accordance with the Company's policy. Investments of surplus funds are made only with approved mutual funds or banks and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company on an annual basis, and may be updated throughout the year subject to approval of the Group's Finance Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

Impairment losses on financial assets recognised in profit and loss were as follows :

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Impairment loss on trade receivable arising from contract with customers.....	**0.50**	29.72
Impairment loss on Loans.....	**–**	–
Impairment loss on investment made in subsidiary.....	**–**	2.50

The movement in the allowance for impairment in respect of trade receivable, investment in equity and loans during the year was as follows :

Rs. in Crores

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening balance as on 01 April ...	**34.57**	6.35
Impairment loss recognised trade receivable, Loans and investment in equity.....	**0.50**	32.22
Impairment loss reversed on Loans.....	**–**	4.00
Closing balance as on 31 March..	**35.07**	34.57

[B] LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Rs in Crores

Particulars	Less than 1 Year	1-3 Years	3-5 Years	5 Years and above	Total	Carrying value
Non-derivative financial liabilities						
March 31, 2026						
Fix-interest bearing	**66.07**	**63.18**	**1.02**	**8.55**	**138.82**	**126.00**
Non-interest bearing	**519.63**	**0.32**	**–**	**–**	**519.95**	**519.95**
Variable interest rate instruments*	**261.68**	**1.53**	**1.02**	**–**	**264.23**	**257.53**
Total	**847.38**	**65.03**	**2.04**	**8.55**	**923.00**	**903.48**
March 31, 2025						
Non-interest bearing	474.00	0.44	–	–	474.44	474.44
Variable interest rate instruments*	341.11	3.86	–	–	344.98	337.54
Total	815.11	4.30	–	–	819.41	811.98

Sensitivity interest rate increase by 1%: Profit will decrease by Rs. 2.52 Crore for the year ended 31 March 2026 (Rs. 3.38 Crores for the year ended 31 March 2025)

Sensitivity interest rate decrease by 1%: Profit will increase by Rs. 2.52 Crore for the year ended 31 March 2026 (Rs. 3.38 Crores for the year ended 31 March 2025)

(iii) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Rs. in Crores

Particulars	Less than 1 Year	1-3 Years	3-4 Years	5 Years and above	Total	Carrying amount
Non-derivative financial assets						
March 31, 2026						
Non-interest bearing	**414.18**	**–**	**–**	**–**	**414.18**	**414.18**
Fixed interest rate instruments	**60.00**	**–**	**–**	**2.36**	**62.36**	**62.36**
Total	**474.18**	**–**	**–**	**2.36**	**476.54**	**476.54**
March 31, 2025						
Non-interest bearing	546.06	–	–	–	546.06	546.06
Fixed interest rate instruments	52.50	–	–	2.12	54.62	54.62
Total	598.56	–	–	2.12	600.68	600.68

The amounts included above for variable interest rate instruments for both non-derivative financial assets and liabilities is subject to change if changes in variable interest rates differ to those estimates of interest rates determined at the end of the reporting period.

(iv) Liquidity analysis for its derivative financial instruments

The following table details the Company's liquidity analysis for its derivative financial instruments. The table has been drawn up based on the undiscounted contractual net cash inflows and outflows on derivative instruments that settle on a net basis, and the undiscounted gross inflows and outflows on those derivatives that require gross settlement.

Rs. in Crores

Particulars	Less than 1 Year	1-3 Years	3-4 Years	5 Years and above
Derivative financial instruments				
March 31, 2026				
Gross settled:				
– foreign exchange forward contracts - liabilities	**–**	**–**	**–**	**–**
– foreign exchange forward contracts - assets	**14.63**	**–**	**–**	**–**

Rs. in Crores

Particulars	Less than 1 Year	1-3 Years	3-4 Years	5 Years and above
March 31, 2025				
Gross settled:				
– foreign exchange forward contracts - liabilities	3.45	–	–	–
– foreign exchange forward contracts - assets	0.14	–	–	–

(v) Financing arrangements

The Company had access to following undrawn borrowing facilities at the end of the reporting period:

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Bank overdraft/ WCDL facility	**89.50**	**89.50**
Team loan	**4.00**	**–**
Non-Fund Based facility: (LC, BG, LUT, LER)	**360.04**	**231.46**

[C] MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. Derivatives are only used for economic hedging purposes and not as speculative investments. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

(i) Currency Risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Company's exposure to currency risk relates primarily to the Company's operating activities when transactions are denominated in a different currency from the Company's functional currency.

The Company manages its foreign currency risk by hedging transactions that are expected to occur within a maximum 12 month period for contracted purchases.

When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure. For hedges, the derivatives covers the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting payable that is denominated in the foreign currency.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows.

Amounts in Crores

Particulars	Currency	As at March 31, 2026	As at March 31, 2025
Financial liabilities			
Trade Payables	**USD**	**3.98**	3.96
Payable on purchase of property, plant & equipment	**USD**	**–**	0.25
Financial assets			
Trade Receivables	**USD**	**–**	**–**

Of the above foreign currency exposures, the following exposures are not hedged by a derivative:

Amounts in Crores

Particulars	Currency	As at March 31, 2026	As at March 31, 2025
Financial liabilities			
Trade Payables	**USD**	**0.88**	1.34
Payable on purchase of property, plant & equipment	**USD**	**–**	0.02
Trade Payables	**EURO**	*	–
Financial assets			
Trade Receivables	**USD**	*	*

* Represents amount less than 1 lakh

Hedge Accounting - Forward

Contracts that meet the requirements for hedge accounting are accounted as per the hedge accounting requirement of Ind AS 109- Financial instruments, while other contracts are accounted as derivatives measured through profit and loss.

Rs. in Crores

Outstanding Contracts	As at March 31, 2026 Notional Value	As at March 31, 2026 Carring amount of Hedge instrument inclided in other Financial Assets / Liabilities	As at March 31, 2025 Notional Value	As at March 31, 2025 Carring amount of Hedge instrument inclided in other Financial Assets / Liabilities
Details of Forward Foreign Currency Contract outstanding at the end of reporting period Cashflow Hedges				
Buy Currency				
Maturing less than 6 months				
– USD	**296.57**	**13.08**	–	–
Maturing more than 6 months				
– USD	**34.11**	**1.55**	–	–
There is no significant transaction of hedge which are ineffective				
Details of Forward Foreign Currency Contract that are not accounted as hedges are as follows :				
Buy Currency				
Maturing less then 1 year				
– USD	**–**	**–**	–	–
Maturing more then 1 year				
– USD	**–**	**–**	–	–

Notional value of respective currency pair have been converted into presentation currency i.e. INR using year end closing exchange rate.

The movement in cash flow hedge reserve for instruments designated in cash flow hedge are as follows :

Rs. in Crores

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance	**–**	–
Change in fair value of effective portion of cashflow hedge	**1.61**	–
Total	**1.61**	–
Deferred tax on the above	**(0.41)**	–
Balance at the end of the year	**1.20**	–

1) Sensitivity Analysis

(i) Foreign Currency Sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant

Rs. in Crores

Particulars	Currency	Change in rate	Effect on profit before tax
Year ended 31st March, 2026	**USD**	**10%**	**8.36**
Year ended 31st March, 2025	USD	10%	11.60

(ii) Interest rate risk

Refer comment given above in maturities of financial liabilities under liquidity risk.

(iii) Raw material price risk (Commodity risk)

The Company does not have significant risk in raw material price variations. In case of any variation in price same is passed on to customers through appropriate adjustment to selling prices.

Note 40 - Fair value measurement

Fair valuation techniques and inputs used

This section explains the judgment and estimates made in determining the fair value of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in financials statements. To provide an indication about the reliability of the inputs used in determining the fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standards.

Level 1 inputs

Level 1 inputs are quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date. A quoted market price in an active market provides the most reliable evidence of fair value and is used without adjustment to measure fair value whenever available, with limited exceptions. If an entity holds a position in a single asset or liability and the asset or liability is traded in an active market, the fair value of the asset or liability is measured within Level 1 as the product of the quoted price for the individual asset or liability and the quantity held by the entity, even if the market's normal daily trading volume is not sufficient to absorb the quantity held and placing orders to sell the position in a single transaction might affect the quoted price.

Level 2 inputs

Level 2 inputs are inputs other than quoted market prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 2 inputs include:

- quoted prices for similar assets or liabilities in active markets
- quoted prices for identical or similar assets or liabilities in markets that are not active
- inputs other than quoted prices that are observable for the asset or liability, for example
  - interest rates and yield curves observable at commonly quoted intervals
  - implied volatilities
  - credit spreads
- inputs that are derived principally from or corroborated by observable market data by correlation or other means ('market-corroborated inputs')

Level 3 inputs

Level 3 inputs are unobservable inputs for the asset or liability. Unobservable inputs are used to measure fair value to the extent that relevant observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date. An entity develops unobservable inputs using the best information available in the circumstances, which might include the entity's own data, taking into account all information about market participant assumptions that is reasonably available.

Fair value of financial assets and financial liabilities that are not measured at fair value

Rs. in Crores

Particulars	Carrying value as at March 31, 2026
Financial assets	
Financial assets carried at Amortised Cost	
– Trade receivables	**389.88**
– Cash and cash equivalents	**58.83**
– Loans	**25.00**
– Interest receivable	**0.47**
– Others	**2.36**
Total	**476.54**
Financial liabilities	
Financial liabilities held at amortised cost	
– Borrowings	**126.00**
– Lease liabilities	**6.00**
– Short term deposits	**3.56**
– Trade payables	**505.94**
– Others	**256.27**
Total	**897.77**

Rs. in Crores

Particulars	Carrying value as at March 31, 2025
Financial assets	
Financial assets carried at Amortised Cost	
– Trade receivables	498.89
– Cash and cash equivalents	29.50
– Loans	30.50
– Interest receivable	0.53
– Others	2.21
Total	561.63
Financial liabilities	
Financial liabilities held at amortised cost	
– Borrowings	100.00
– Lease liabilities	6.71
– Short term deposits	2.37
– Trade payables	452.95
– Others	234.16
Total	796.19

Financial assets/financial liabilities measured at fair value

Rs in Crores

Financial assets/ financial liabilities	Fair value as at **As at March 31, 2026**	Fair value as at As at March 31, 2025	**Fair value hierarchy**	**Valuation technique(s) and key input(s)**	**Significant unobservable input(s)**	**Relationship of unobservable inputs to fair value and sensitivity**
Financial assets						
Investments						
Mutual fund investments	**–**	39.05	**Level 1**	Net assets value declared by the respective asset management companies	NA	NA
Other financial assets						
Foreign currency forward contracts	**14.63**	0.14	**Level 2**	Discounted cash flow. Future cash flows are estimated based on forward exchange rates (from observable forward exchange rate at the end of the reporting period) and contract forward rate that reflects the credit risk of various counter parties.	NA	NA
Total financial assets	**14.63**	39.19				
Financial liabilities						
Other financial liabilities						
Foreign currency forward contracts	**–**	3.45	**Level 2**	Discounted cash flow. Future cash flows are estimated based on forward exchange rates (from observable forward exchange rate at the end of the reporting period) and contract forward rate that reflects the credit risk of various counter parties.	NA	NA
Cash-settled share-based payments	**1.43**	1.24	**Level 2**	The Black-Scholes model. Inputs used: Current Stock Price of the base instrument, Annual Volatility based on Sensex, Risk Free Return based on Zero Coupon Yield, Exercise Price, time to option maturity, dividend yield.	NA	NA
Total financial liabilities	1.43	4.69				

The fair values of the financial assets and financial liabilities included in the level 2 category above have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparties.

Fair value of financial assets and financial liabilities that are not measured at fair value

The Company consider that the carrying amount of financial assets and financial liabilities recognised in the financial statements approximate their fair value.

Note 41 - Related party transactions:

Related party disclosures as required by Ind AS-24 “Related Party Disclosures” are given below:

(A) List of Related Parties:

Holding Company	
M & M	Mahindra & Mahindra Limited
Subsidiary Companies	
MESPL	Mahindra Electrical Steel Private Limited
MMESS	Mahindra MiddleEast Electrical Steel Service Centre (FZC), Sharjah
MSSCL	Mahindra Steel Service Centre Limited
MASPL	Mahindra Auto Steel Private Limited
MMSTC	Mahindra MSTC Recycling Private Limited
PT MASI	PT Mahindra Accelo Steel Indonesia

Key Managerial Personnel

Mr. Ranjan Pant, Chairman (w.e.f. 1 Jul 2024), Non-executive and non-independent director (till 30 Jun 2024)
Mr. Sumit Issar, Managing Director
Mr. Ashok Kumar Barat, Independent Director
Mr. Parag Shah, Non-executive and non-independent director
Mr. Anil Kumar Chopra, Independent Director
Mr. Anil Chaudhry, Independent Director
Mr. Mohit Kapoor, Non-executive and non-independent director
Ms. Jasmine Kaur Non-executive and non-independent director (w.e.f. 26 October 2024)
Mr. Bharat Doshi, Chairman (till 11 June 2024)
Dr. Punita Kumar Sinha, Independent Director (till 26 October 2024)
Mr. Bharat Goenka, Non-executive and non-independent director (w.e.f. 30 May 2023 till 15th September 2024)

Fellow Subsidiaries with whom transactions are done during the year:

MHRIL	Mahindra Holidays & Resorts India Limited
MBPO	Mahindra Integrated Business Solutions Private Limited
NBS	NBS International Limited
MLL	Mahindra Logistics Limited
MEAL	Mahindra Electric Automobile Limited
MSLPL	Mahindra Solarize Private Limited
LMM	Mahindra Last Mile Mobility Limited
MFCWL	Mahindra First Choice Wheels Limited
MLDL	Mahindra Lifespace Developers Limited
MRHFL	Mahindra Rural Housing Finance Limited

Company which is associate of holding Company

MTPL	Mahindra Teqo Private Limited

(B) Disclosure of transactions between the Company and related parties during the year ended March 31, 2026

(a)	(Receipt/income)/Expenditure/payment							Rs. in Crores
	Holding Company		Subsidiary Companies		Fellow Subsidiaries		Company which is associate of holding Company	
Particulars	**2026**	2025	**2026**	2025	**2026**	2025	**2026**	2025
Purchase of Raw material / finished goods **	**–**	4.98	**96.90**	39.80	**–**	0.22	**–**	–
Purchase of Property, plant & equipment	**0.27**	0.59	**–**	–	**0.04**	–	**–**	–
Processing charges paid	**–**	–	**22.32**	22.18	**–**	–	**–**	–
Sale of finished goods **	**1,437.44**	1,087.55	**42.31**	31.88	**3.06**	0.33	**2.28**	–
Management Fees received **	**–**	–	**5.31**	5.64	**–**	–	**–**	–
Deputation of personnel to related parties	**0.13**	0.83	**2.25**	1.46	**0.11**	–	**–**	–
Deputation of personnel from related parties	**–**	0.74	**0.39**	0.20	**0.02**	–	**–**	–
Other expenses	**3.39**	3.37	**0.36**	0.80	**20.32**	4.85	**–**	–
Reimbursement received from parties	**–**	0.01	**–**	0.54	**–**	–	**–**	–
Reimbursement made to parties	**6.91**	5.46	**–**	0.01	**–**	0.06	**–**	–
Lease rent received	**–**	–	**3.85**	3.70	**–**	–	**–**	–
Interest paid	**5.78**	5.20	**–**	–	**–**	–	**–**	–
Interest received	**–**	–	**2.00**	1.69	**–**	–	**–**	–
Dividend received	**–**	–	**9.23**	6.73	**–**	–	**–**	–
Advances given	**–**	–	**–**	–	**0.28**		**–**	–
Trade advance taken	**149.85**	–	**–**	–	**–**	–	**–**	–
Inter corporate deposits placed	**–**	–	**97.00**	71.40	**–**	–	**–**	–
Inter corporate deposits refunded by parties	**–**	–	**102.50**	75.20	**–**	–	**–**	–
Inter corporate deposits taken	**120.00**	100.00	**–**	–	**–**	–	**–**	–
Inter corporate deposits refunded to parties	**100.00**	–	**–**	–	**–**	–	**–**	–
Monies toward conversion of party paid to fully paid equity shares	**–**	10.50	**–**	–	**–**	–	**–**	–
Investment in Equity Shares of subsidiary	**–**	–	**14.96**	7.00	**–**	–	**–**	–
Dividend on equity shares paid during the current year	**50.00**	50.00	**–**	–	**–**	–	**–**	–

** excluding taxes

(b) Transactions with Key Management Personnel:

Rs. in Crores

	As at March 31, 2026	As at March 31, 2025
Short term		
Mr. Sumit Issar, Managing Director		
Salary including perquisites	**3.54**	3.03

Rs. in Crores

	Commission		Sitting fees	
Sitting fees & commission to :	**As at March 31, 2026**	As at March 31, 2025	**As at March 31, 2026**	As at March 31, 2025
Mr. Ranjan Pant (Chairman w.e.f. 1 July 2024)	**0.22**	0.20	**0.04**	0.03
Mr. Bharat Doshi, (Chairman till 11 June 2024)	**–**	0.04	**–**	0.01
Mr. Parag Shah, Non-executive and non-independent director	**0.14**	0.10	**0.04**	0.04
Mr. Ashok Kumar Barat, Independent Director	**0.17**	0.10	**0.06**	0.04
Mr. Anil Kumar Chopra, Independent Director	**0.17**	0.10	**0.06**	0.04
Mr. Anil Chaudhry, Independent Director	**0.13**	0.07	**0.03**	0.02
Dr. Punita Kumar Sinha, Independent Director	**–**	0.06	**–**	0.03

(c) Outstanding receivables:

Rs. in Crores

	As at March 31, 2026	As at March 31, 2025
Holding Company	**–**	123.96
Subsidiaries Companies	**26.42**	30.39
(including Inter-corporate Deposits & Interest thereon)		
Fellow subsidiaries	**0.46**	–
(including Inter-corporate Deposits & Interest thereon)		
Company which is associate of holding Company		

(d) Outstanding payables:

Rs. in Crores

	As at March 31, 2026	As at March 31, 2025
Holding Company (including ICD)	**146.84**	100.00
Fellow Subsidiaries	**8.28**	2.29
Subsidiaries Companies	**0.24**	4.07
Key Managerial Personnel		
Mr. Ranjan Pant (Chairman w.e.f. 1 July 2024)	**0.20**	0.18
Mr. Bharat Doshi, (Chairman till 11 June 2024)	**–**	0.04
Mr. Parag Shah, Non-executive and non-independent director	**0.13**	0.09
Mr. Ashok Kumar Barat, Independent Director	**0.17**	0.09
Mr. Anil Kumar Chopra, Independent Director	**0.17**	0.09
Mr. Anil Chaudhry, Independent Director	**0.12**	0.06
Dr. Punita Kumar Sinha, Independent Director	**–**	0.05

@ Excludes provision for gratuity, compensated absences and post retirement medical benefits, which is determined on the basis of actuarial valuation done on overall basis for the Company.

(e) Disclosure of transactions & outstanding balances between the Company and related parties during the year ended March 31, 2026 (year ended March 31, 2025)

Rs. in Crores

Particulars	Subsidiary Companies							Fellow Subsidiaries											
	MMESS	MSSCL	MESPL	MASPL	MMSTC	PT MASI	TOTAL	MHRIL	MBPO	NBS	MLL	MMFSL	MEAL	MSLPL	LMM	MFCWL	MLDL	MRHFL	TOTAL
Purchase of finished goods **	–	**0.56**	–	**96.35**	–	**–**	**96.91**	–	–	–	–	–	–	–	–	–	–	–	–
	(–)	(0.33)	(–)	(39.48)	(–)	–	(39.80)	(–)	(–)	(–)	(–)	(–)	(–)	(0.22)	(–)	(–)	(–)	(–)	(0.22)
Purchase of Property, plant & equipment	**–**	**0.16**	**–**	**–**	**–**	**–**	**0.16**	**–**	**–**	**–**	**–**	**0.04**	**–**	**–**	**–**	**–**	**–**	**–**	**0.04**
	(–)	(–)	(–)	(–)	(–)	(–)	–	(–)	(–)	–	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	–
Sale of Property, plant & equipment	**–**	**–**	**–**	**0.04**	**–**	**–**	**0.04**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	(–)	–	(–)	(–)	(–)	(–)	–	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	–
Processing charges paid	**–**	**22.22**	**–**	**0.10**	**–**	**–**	**22.32**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	(–)	(22.16)	(–)	(0.02)	(–)	(–)	(22.18)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	–
Sale of finished goods **	**–**	**4.01**	**–**	**38.30**	**–**	**–**	**42.31**	**–**	**–**	**–**	**–**	**–**	**3.04**	**–**	**0.02**	**–**	**–**	**–**	**3.06**
	(–)	(12.12)	(–)	(19.75)	(–)	(–)	(31.88)	(–)	(–)	(–)	(–)	–	(0.24)	(–)	(0.09)	(–)	(–)	(–)	(0.33)
Management Fees received **	**0.24**	**3.07**	**–**	**2.00**	**–**	**–**	**5.31**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	(0.62)	(3.03)	(–)	(2.00)	(–)	(–)	(5.64)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	–
Deputation of personnel to related parties	**–**	**0.83**	**–**	**0.65**	**0.76**	**–**	**2.24**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**0.11**	**–**	**–**	**–**	**0.11**
	(–)	(0.86)	(–)	(0.32)	(0.28)	(–)	(1.46)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	–
Deputation of personnel from related parties	**–**	**0.39**	**–**	**–**	**–**	**–**	**0.39**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**0.02**	**–**	**0.02**
	(–)	(0.20)	(–)	(–)	(–)	(–)	(0.20)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	–
Other income	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	(–)	–	(–)	(–)	(–)	(–)	–	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	–
Other expenses	**–**	**0.36**	**–**	**–**	**–**	**–**	**0.36**	**0.01**	**3.05**	**0.03**	**17.23**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**20.32**
	(–)	(0.80)	(–)	(–)	–	(–)	(0.80)	(0.01)	(1.40)	(0.03)	(3.41)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(4.85)
Reimbursement received from parties	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	(–)	(0.48)	(–)	(0.03)	(0.02)	(–)	(0.54)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(0.10)	(0.10)
Reimbursement made to parties	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	(–)	–	(–)	(0.01)	–	–	(0.01)	(–)	(–)	(0.06)	(–)	(–)	(–)	(–)	(–)	(0.05)	(0.06)	(–)	(0.17)
Lease rent received	**–**	**3.85**	**–**	**–**	**–**	**–**	**3.85**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	(–)	(3.70)	(–)	(–)	(–)	(–)	(3.70)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	–
Interest received	**–**	**0.79**	**–**	**0.36**	**–**	**0.85**	**2.00**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	(–)	(0.19)	(0.53)	(0.30)	(–)	(0.68)	(1.69)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	–
Dividend Received	**0.61**	**3.61**	**–**	**5.01**	**–**	**–**	**9.23**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	(0.40)	(1.27)	(–)	(5.06)	(–)	(–)	(6.73)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	–
Inter corporate deposits placed	**–**	**62.00**	**–**	**30.00**	**–**	**5.00**	**97.00**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	(–)	(29.00)	(1.90)	(27.50)	(–)	(13.00)	(71.40)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	**(–)**	**–**
Inter corporate deposits refunded by parties	**–**	**59.50**	**–**	**30.00**	**–**	**13.00**	**102.50**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	(–)	(21.50)	(18.20)	(27.50)	(–)	(8.00)	(75.20)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	–
Advances given	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**0.28**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**0.28**
	(–)	(–)	(–)	(–)	(–)	(–)	–	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)
Investment in Equity Shares	**–**	**–**	**–**	**–**	**5.00**	**9.96**	**14.96**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	(–)	(–)	(2.00)	(–)	(5.00)	(–)	(7.00)	(–)		(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	–
Outstanding balances as at March 31, 2026 (as at March 31, 2025)																			
Outstanding receivables (including Inter corporate deposit & interest thereon).....	**–**	**19.39**	**–**	**1.49**	**0.28**	**5.26**	**26.42**	**–**	**–**	**0.28**	**–**	**–**	**0.18**	**–**	**–**	**–**	**–**	**–**	**0.46**
	(0.15)	(16.73)	–	–	(0.03)	*(13.48)*	(30.39)	*(–)*	*(–)*	*(–)*	*(–)*	(–)	*0.00*	*(–)*	–	(–)	*(–)*	*(–)*	0.00
Outstanding payables.....	**0.24**	**–**	**–**	**–**	**–**	**–**	**0.24**	**–**	**0.43**	**–**	**7.85**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**8.28**
	(–)	*(–)*	*(–)*	*(4.07)*	*(–)*	*(–)*	*(4.07)*	*(–)*	(0.15)	*(0.00)*	(2.13)	(–)	(–)	–	(–)	(–)	(–)	(–)	(2.29)

1. ** excluding taxes
2. Previous year's figures are in brackets
3. Provision for credit impairment for Nil (2025 : Rs. NIL) has been made.

Note 42 - Exceptional item

During the year ended 31 March 2025, insolvency proceeding was filed against one of the customers and accordingly the Company has made the required submission to National Company Law Tribunal (NCLT) of the claim which is also admitted. Considering the corporate insolvency / rehabilitation process is on-going, the Company in accordance with requirements of Ind AS 109 – Financial Instruments, has made provision for expected credit loss of an amount of Rs. 29.72 crores.

Note 43 - Disclosure required under Section 186(4) of the Companies Act, 2013 for Loans (net of provision):

				Rs. in Crores
Particulars	**Relationship as per Companies Act, 2013**	**Interest rate**	**As at March 31, 2026**	As at March 31, 2025
Inter Corporate deposits and Loans				
Mahindra Steel Service Centre Limited	Subsidiary of the Company	6.70%	**20.00**	17.50
PT Mahindra Accelo Steel Indonesia	Subsidiary of the Company	7.75%	**5.00**	13.00
			25.00	30.50

Purpose :

The Loans have been utilised for meeting the general purpose including working capital requirements by respective companies.

Note 44 - Additional regulatory information pursuant to the requirement in Division II of Schedule III to the Companies Act 2013

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company does not have any transactions with companies struck off.

(iii) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

  (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

(vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

  (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

  (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

(vii) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

(viii) The Company has borrowings from banks and financial institutions on the basis of security of current assets. The quarterly returns or statements of current assets filed by the Company with banks and financial institutions are in agreement with the books of accounts.

(ix) None of the entities in the Company have been declared wilful defaulter by any bank or financial institution or government or any government authority.

(x) The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(xi) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

The accompanying notes 1 to 44 are integral part of the Standalone financial statements

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's registration
number : 101248W/W-100022

Sreeja Marar
Partner
Membership number : 111410

Place: Mumbai
Date: 21 April 2026

For and on behalf of board of directors of Mahindra Accelo Limited
U51900MH1978PLC020222

Ranjan Pant
Chairman
DIN : 00005410

Sumit Issar
Managing Director
DIN : 06951249

Romali Malvankar
Company Secretary
Membership No : A-29447

Harishkumar Gupta
Chief Financial Officer
Membership No : 109240

Place: Mumbai
Date: 21 April 2026

FORM NO. AOC-1

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

(Pursuant to first proviso to sub-section (3) of Section 129 read with Rule 5 of the Companies (Accounts) Rules, 2014)

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in ₹ crores)

Sr. No.	Name of the subsidiary	1 Mahindra Steel Service Centre Limited	2 Mahindra Auto Steel Private Limited	3 Mahindra Electrical Steel Private Limited	4 Mahindra MiddleEast Electrical Steel Service Centre [FZC]	5 Mahindra MSTC Recycling Private Limited	6 PT Mahindra Accelo Steel Indonesia
1.	The date since when subsidiary was acquired	11th November, 2009	12th December, 2013	10th June, 2009	8th August, 2004	16th December, 2016	19th December, 2018
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31st March, 2026	31st March, 2026	31st March, 2026	31st March, 2026	31st March, 2026	31st March, 2026
3.	Reporting currency and exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	INR	INR	INR	Reporting currency: USD Exchange Rate INR 95.25/1 USD	INR	Reporting currency: IDR Exchange Rate INR .0055/1 IDR
4.	Share capital	16.54	68.50	2.50	5.24	80.00	40.87
5.	Reserves & surplus	154.03	205.14	(2.47)	43.87	(56.26)	(30.79)
6.	Total Assets	545.80	574.30	0.048	92.89	49.16	86.29
7.	Total Liabilities	375.23	300.66	0.0198	43.78	25.42	76.21
8.	Investments	–	–	–	–	–	–
9.	Turnover	652.48	1,161.82	–	74.62	51.32	93.93
10.	Profit before taxation	36.88	82.43	0.0306	(2.22)	(9.40)	(3.09)
11.	Provision for taxation	9.41	18.02	–	–	(0.01)	–
12.	Profit after taxation	27.47	64.41	0.0306	(2.22)	(9.39)	(3.09)
13.	Total comprehensive income	30.43	64.42	0.0306	(2.22)	(9.36)	(3.05)
14.	Proposed Dividend	8.24	9.66	–	–	–	–
15.	% of shareholding	61%	75.5%	100%	90%	50%	99.99%
Names of subsidiaries which are yet to commence operations							
Mahindra Electrical Steel Private Limited							
Names of subsidiaries which have been liquidated or sold during the year- Nil							

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures: N.A.

1) Latest audited Balance Sheet Date – N.A.

2) Date on which the Associate or Joint Venture was associated or acquired – N.A.

3) Shares of Associate/Joint Ventures held by the company on the year end – N.A.
   - Number
   - Amount of Investment in Associates/Joint Venture
   - Extent of Holding %

4) Description of how there is significant influence – N.A.

5) Reason why the associate/ joint venture is not consolidated – N.A.

6) Net worth attributable to shareholding as per latest audited Balance Sheet – N.A.

7) Profit/Loss for the year – N.A.
   - Considered in Consolidation
   - Not Considered in Consolidation

1. Names of associates or joint ventures which are yet to commence operations – N.A.

2. Names of associates or joint ventures which have been liquidated or sold during the year – Mahindra Electrical Steel Private Limited

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

For and on behalf of the Board of Directors of Mahindra Accelo Limited

Ranjan Pant
Chairman
DIN : 00005410

Sumit Issar
Managing Director
DIN : 06951249

Romali Malvankar
Company Secretary
Membership No : A-29447

Harishkumar Gupta
Chief Financial Officer
Membership No : 109240

Place: Mumbai
Date: 21 April 2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
MAHINDRA STEEL SERVICE CENTRE LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Mahindra Steel Service Centre Limited (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Management's and Board of Directors Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept so far as it appears from our examination of those books except for the matters stated in paragraph 2(B)(f)below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors as on 1 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. the reservation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(A)(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its financial statements - Refer Note 32 to the financial statements.

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d. (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 42 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of its knowledge and belief, on the date of this audit report, as disclosed in the Note 42 to the financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 13 to the financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, we did not come across any instance of the audit trail feature being tampered with. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration payable by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration payable to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP

Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sushma Jaglan
Partner
Membership No. 137783
ICAI UDIN:26137783EFXZHU9345

Place: Mumbai
Date: 20 April 2026

Annexure A to the Independent Auditors' Report on the financial statements of Mahindra Steel Service Centre Limited for the year ended 31 March 2026

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of 3 years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided guarantee or security, granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments in other parties. The Company has not made any investment in companies, firms and limited liability partnership. Accordingly, provision of clause 3(iii)(a), 3(iii)(c) to clause 3(iii) (f) of the Order are not applicable to the Company.

(b) According to information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investment made during the year are not prejudicial to the interest of the Company.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities, though there have been slight delays in a few cases of Employees State Insurance.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods & Service Tax and Income Tax which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount Demanded (Rs. In lakhs)	Amount deposited under protest (Rs. In lakhs)	Period to which the amount relates	Forum where dispute is pending
Goods & Service Tax Act, 2017	GST and penalty	5.56	0.49	FY 2018-19	First Appellate Authority
Goods & Service Tax Act, 2017	GST and penalty	4.90	0.37	FY 2020-21	First Appellate Authority
Goods & Service Tax Act, 2017	GST and penalty	3.65	–	FY 2021-22	First Appellate Authority
Income Tax Act, 1961	Income Tax	0.25	0.25	AY 2012-13	CIT(A)
Income Tax Act, 1961	Income Tax	0.42	0.42	AY 2014-15	CIT(A)

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) is not applicable.

(f) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(f) is not applicable.

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has 5 CICs as part of the Group

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sushma Jaglan
Partner
Membership No. 137783
ICAI UDIN:26137783EFXZHU9345

Place: Mumbai
Date: 20 April 2026

Annexure B to the Independent Auditor's Report on the financial statements of Mahindra Steel Service Centre Limited for the year ended 31 March 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Steel Service Centre Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sushma Jaglan
Partner
Membership No. 137783
ICAI UDIN:26137783EFXZHU9345

Place: Mumbai
Date: 20 April 2026

BALANCE SHEET AS AT MARCH 31, 2026

Rs. in Lakhs

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
A ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	**4**	**11,750.45**	11,626.70
(b) Capital work-in-progress	**5**	**237.23**	283.17
(c) Other intangible assets	6	**4.53**	6.63
(d) Financial assets			
(i) Other financial assets	**7**	**213.98**	204.42
(e) Other Tax Assets (Net)		**305.96**	165.53
(f) Other non-current assets	**8**	**562.64**	192.73
Total non - current assets		**13,074.79**	12,479.18
2 Current assets			
(a) Inventories	**9**	**23,474.94**	17,875.43
(b) Financial assets			
(i) Trade receivables	**10**	**14,593.28**	8,817.62
(ii) Cash and cash equivalents	**11**	**522.67**	450.10
(iii) Other financial assets	**7**	**1,065.76**	–
(c) Other current assets	**8**	**1,848.91**	1,801.35
Total current assets		**41,505.56**	28,944.50
Total assets (1+2)		**54,580.35**	41,423.68
B EQUITY AND LIABILITIES			
1 Equity			
(a) Equity share capital	**12**	**1,653.98**	1,653.98
(b) Other equity	**13**	**15,403.47**	12,953.02
Total equity		**17,057.45**	14,607.00
LIABILITIES			
2 Non-current liabilities			
(a) Financial liabilities			
(i) Borrowings	**14**	**11,000.00**	–
(ii) Lease liabilities	**18**	**2,459.26**	2,591.56
(iii) Other financial liabilities	**19**	**4.22**	4.44
(b) Provisions	**16**	**282.09**	225.60
(c) Deferred tax liabilities (Net)	**22**	**652.98**	579.43
Total non - current liabilities		**14,398.55**	3,401.03
3 Current liabilities			
(a) Financial liabilities			
(i) Borrowings	**17**	**3,000.00**	5,250.00
(ii) Lease liability	**18**	**132.30**	360.69
(iii) Trade payables	**15**		
A. Total outstanding dues from micro enterprises and small enterprises, and		**234.90**	341.61
B. Total outstanding dues of creditors other than micro enterprises and small enterprises		**18,296.09**	16,495.22
(iv) Other financial liabilities	**19**	**1,244.19**	755.28
(b) Other current liabilities	**20**	**183.51**	189.35
(c) Provisions	**16**	**33.36**	23.50
Total current liabilities		**23,124.35**	23,415.65
Total equity and liabilities (1+2+3)		**54,580.35**	41,423.68

The accompanying notes 1 to 42 are integral part the financial statements

In terms of our report attached.

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration Number
101248W/W-100022

Sushma Jaglan
Partner
Membership No: 137783

Place: Mumbai
Date: April 20, 2026

For and on behalf of the Board of Directors of
Mahindra Steel Service Centre Limited
CIN:U27100MH1993PLC070416

Romali Malvankar
Company Secretary
Membership No-A29447

Jitendra T. Rahate
Chief Financial Officer
ICAI Membership No-117623

Place: Mumbai
Date: April 20, 2026

Ranjan Pant
Chairman
DIN: 00005410

Sumit Issar
Managing Director
DIN: 06951249

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Lakhs

	Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
Income				
I	Revenue from operations	**23**	**65,247.92**	48,316.83
II	Other income	**24**	**283.14**	53.30
III	**Total Income (I + II)**		**65,531.06**	48,370.13
IV	**EXPENSES**			
	(a) Cost of materials consumed	**25**	**52,593.22**	39,384.30
	(b) Purchase of stock in trade		**112.55**	997.39
	(c) Changes in inventories of finished goods, work-in-progress and stock-in-trade	**26**	**111.19**	(1,647.14)
	(d) Employee benefits expense	**27**	**2,145.71**	1,712.81
	(e) Finance costs	**28**	**1,066.32**	765.60
	(f) Depreciation expense	**29**	**1,415.43**	1,526.80
	(g) Other expenses	**30**	**4,398.48**	3,101.62
	Total Expenses (IV)		**61,842.90**	45,841.38
V	**Profit before tax (III-IV)**		**3,688.16**	2,528.75
VI	**Tax expense**			
	(1) Current tax	**21**	**967.22**	707.83
	(2) Deferred tax	**22**	**(25.91)**	(159.05)
	Total tax expense		**941.31**	548.78
VII	**Profit for the year (V-VI)**		**2,746.85**	1,979.97
VIII	**Other comprehensive Income**		**295.72**	13.25
	(i) Items that will not be reclassified to profit or loss			
	(a) Remeasurements of the defined benefit plan		**(34.24)**	(17.71)
	(ii) Income tax relating to items that will not be reclassified to profit or loss		**8.62**	4.46
	(iii) Items that will be reclassified to profit or loss		**–**	–
	(a) Effective portion of gains and losses on designated portion of hedging instruments in a cash flow hedge		**(360.94)**	–
	(iv) Income tax relating to items that will be reclassified to profit or loss		**90.84**	–
IX	**Total comprehensive income for the year (VII + VIII)**		**3,042.57**	1,993.22
	Earning per equity share (face value of Rs. 10 each):			
	(a) Basic/Diluted (Rs.)	**38**	**16.61**	11.97

The accompanying notes 1 to 42 are integral part the financial statements

In terms of our report attached

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration Number
101248W/W-100022

Sushma Jaglan
Partner
Membership No: 137783

Place: Mumbai
Date: April 20 2026

For and on behalf of the Board of Directors of
Mahindra Steel Service Centre Limited
CIN:U27100MH1993PLC070416

Romali Malvankar
Company Secretary
Membership No-A29447

Jitendra T. Rahate
Chief Financial Officer
ICAI Membership No-117623

Place: Mumbai
Date: April 20 2026

Ranjan Pant
Chairman
DIN: 00005410

Sumit Issar
Managing Director
DIN: 06951249

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

A. Equity share capital

Particulars	Rs. In Lakhs
Issued, subscribed and paid up	
Balance at April 1, 2024	1,653.98
Changes in equity during the year	–
Balance at March 31, 2025	1,653.98
Changes in equity during the year	–
Balance at March 31, 2026	**1,653.98**

B. Other Equity

Rs. in Lakhs

		Reserves & Surplus				Items of other comprehensive income	
Particulars		**Capital reserve**	**Securities premium**	**General reserve**	**Retained earnings**	**Effective portion of cash flow hedges (Refer Note 36(C)(iv)**	**Total**
Balance as at April 1, 2024	A	20.00	4,011.15	164.44	6,972.61	–	11,168.20
Profit for the year	B	–	–	–	1,979.97		1,979.97
Other comprehensive loss (net of taxes)	C	–	–	–	13.25		13.25
Total comprehensive income for the year	**D = (B+C)**	–	–	–	1,993.22	–	1,993.22
Dividends	E	–	–	–	(208.40)	–	(208.40)
Balance as at March 31, 2025	**F = (A+D+E)**	**20.00**	**4,011.15**	**164.44**	**8,757.43**	**–**	**12,953.02**
Profit for the year	G	–	–	–	2,746.85		2,746.85
Other comprehensive income (net of taxes)	H	–	–	–	25.62	270.10	295.72
Total comprehensive income for the year	**I=(G+H)**	–	–	–	2,772.47	270.10	3,042.57
Dividends	J	–	–	–	(592.12)	–	(592.12)
Balance as at March 31, 2026	**K=(F+I+J)**	**20.00**	**4,011.15**	**164.44**	**10,937.78**	**270.10**	**15,403.47**

Description of the nature and purpose of Other Equity :

Capital Reserve: Capital Reserve represents the amount received from SICOM Limited towards Special Capital incentive under 1988 Scheme of Incentives.

Securities Premium: The Securities premium is created on issue of shares.

General Reserve: The General reserve comprises of transfer of profits from retained earnings for appropriation purposes. The reserve can be distributed/ utilised by the Company in accordance with the Companies Act, 2013.

Retained earnings: Retained earnings comprises of accumulated balance of profits/(losses) of current and prior years including transfers made to / from other reserves from time to time. The reserve can be utilized or distributed by the Company in accordance with the provisions of the Companies Act, 2013.

Cash flow hedge reserve: Cash flow hedge reserve: represents the effective portion of gains or losses arising from changes in the fair value of derivatives designated as cash flow hedges and recognised in Other Comprehensive Income in accordance with applicable accounting standards. Amounts accumulated in this reserve are reclassified to the Statement of Profit and Loss in the period(s) in which the hedged cash flows affect profit or loss, or are included in the initial carrying amount of the related non-financial asset or liability, as applicable. Any ineffective portion of the hedge is recognised immediately in the Statement of Profit and Loss.

The accompanying notes 1 to 42 are integral part the financial statements

In terms of our report attached

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration Number:
101248W/W-100022

Sushma Jaglan
Partner
Membership No: 137783

Place: Mumbai
Date: April 20 2026

For and on behalf of the Board of Directors of
Mahindra Steel Service Centre Limited
CIN:U27100MH1993PLC070416

Romali Malvankar
Company Secretary
Membership No-A29447

Jitendra T. Rahate
Chief Financial Officer
ICAI Membership No-117623

Place: Mumbai
Date: April 20 2026

Ranjan Pant
Chairman
DIN: 00005410

Sumit Issar
Managing Director
DIN: 06951249

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2026

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Cash flow from operating activities		
Profit for the year before tax	**3,688.16**	2,528.75
Adjustment for:		
(1) Depreciation expense	**1,415.43**	1,526.80
(2) Bad debts / advances written off	**4.76**	2.92
(3) Property, plant and equipment written off	**27.12**	–
(4) Finance costs	**1,066.32**	765.60
(5) Unrealised loss / (gain) on foreign exchange transactions and translations	**(633.82)**	111.66
(6) Fair value (gain) / loss on financial instruments at fair value	**(111.66)**	2.70
(7) Provision for expected credit losses (net)	**16.17**	–
(8) Interest income	**(7.36)**	(24.16)
(9) Gain on sale of current investments (net)	**(5.24)**	(1.35)
(10) Gain on sale of property, plant and equipment (net)	**(2.26)**	(3.66)
(11) Liabilities no longer required written back	**(9.47)**	(9.83)
	5,448.15	4,899.43
Movement in working capital:		
(1) (Increase) / Decrease in trade receivables	**(5,779.50)**	(1,153.53)
(2) (Increase) / Decrease in inventories	**(5,599.51)**	(7,190.49)
(3) (Increase) / Decrease in other assets	**(1,136.20)**	(555.32)
(4) Increase / (Decrease) in trade payables	**2,810.05**	9,491.05
(5) Increase / (Decrease) in provisions	**100.59**	50.11
(6) Increase / (Decrease) in other liabilities	**(47.88)**	102.16
	(9,652.45)	743.98
Cash (used in) / generated from operations	**(4,204.30)**	5,643.41
Less: Income taxes (paid) net of refund	**(1,107.65)**	(557.07)
Net cash (used in) / generated from operating activities	**(5,311.95)**	5,086.34
Cash flows from investing activities		
(1) Payment for property, plant and equipment and other intangible assets	**(1,676.00)**	(1,408.86)
(2) Proceeds from disposal of property, plant and equipment	**18.77**	18.68
(3) Interest received	**7.36**	24.16
(4) Inter corporate deposits refunded	**–**	1,790.00
(5) Inter corporate deposits placed	**–**	(1,790.00)
(6) Purchase of current investments	**(8,960.00)**	(1,320.00)
(7) Proceeds from sale of current investments	**8,965.24**	1,321.35
Net cash (used in) investment activities	**(1,644.63)**	(1,364.67)
Cash flow from financing activities		
(1) Proceeds of long term borrowings	**11,000.00**	–
(1) Repayment of long term borrowings	**–**	(280.00)
(2) Proceeds from short term borrowings	**26,300.00**	14,650.00
(3) Repayment of short term borrowings	**(28,550.00)**	(16,562.49)
(4) Payments for the principal portion of the lease liabilities	**(360.69)**	(415.79)
(5) Payments for the interest portion of the lease liabilities	**(213.74)**	(249.49)
(6) Interest paid	**(554.30)**	(311.19)
(7) Dividend paid (including dividend distribution tax)	**(592.12)**	(208.40)
Net cash generated from / (used in) financing activities	**7,029.15**	(3,377.36)
Net increase in cash and cash equivalents	**72.57**	344.31
Cash and cash equivalents at the beginning of the year	**450.10**	105.79
Cash and cash equivalents at the end of the year	**522.67**	450.10
Reconciliation of cash and cash equivalents with statement of financial position		
Bank balance in current accounts (refer note 11)	**522.67**	150.06
Fixed deposits with original maturity less than 3 months (refer note 11)	**–**	300.04
Total	**522.67**	450.10

Notes:

1) The above Statement of Cash Flow has been prepared under the 'Indirect method' as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'.

2) IND AS 7 Cash flow statements requires the entitles to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement. The required disclosure is made below:

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2026 (CONTD....)

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening balance		
– Long Term Borrowings	**–**	–
– Short Term Borrowings	**5,250.00**	7,442.49
– Non Current Lease liabilities	**2,591.56**	2,960.69
– Current Lease liabilities	**360.69**	407.35
Total Opening Balance	**8,202.25**	10,810.53
Cash flow movements		
Proceeds of long term borrowings	**11,000.00**	–
Repayment of long term borrowings	**–**	(280.00)
Proceeds of short term borrowings	**26,300.00**	14,650.00
Repayment from short term borrowings	**(28,550.00)**	(16,562.49)
Payments for the principal portion of the lease liabilities	**(360.69)**	(415.79)
Payments for the interest portion of the lease liabilities	**(213.74)**	(249.49)
	8,175.57	(2,857.77)
Non-cash movements		
Additions in lease liabilities (includes interest thereon)	**213.74**	249.49
Closing Balance		
– Long Term Borrowings	**11,000.00**	–
– Short Term Borrowings	**3,000.00**	5,250.00
– Non Current Lease liabilities	**2,459.26**	2,591.56
– Current Lease liabilities	**132.30**	360.69
Total Closing Balance	**16,591.56**	8,202.25

In terms of our report attached

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration Number:
101248W/W-100022

Sushma Jaglan
Partner
Membership No: 137783

Place: Mumbai
Date: April 20, 2026

For and on behalf of the Board of Directors of
Mahindra Steel Service Centre Limited
CIN:U27100MH1993PLC070416

Romali Malvankar
Company Secretary
Membership No-A29447

Jitendra T Rahate
Chief Financial Officer
ICAI Membership No-117623

Place: Mumbai
Date: April 20, 2026

Ranjan Pant
Chairman
DIN-00005410

Sumit Issar
Managing Director
DIN-06951249

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

1 Corporate information:

Mahindra Steel Service Centre Limited is a public limited company domiciled in India and is incorporated on 15 January 1993 under the erstwhile Companies Act, 1956. The registered office of the Company is located at Mahindra Towers, P.K. Kurne Chowk, Worli, Mumbai - 400018.

The Company's main activity is steel processing from the plants located at Kanhe (Pune), Bhopal, Noida and Chennai. The Company is principally engaged in processing of automotive and electrical steel and manufacturing of electrical component.

The Company is the subsidiary of Mahindra Accelo Limited *(Formerly known as Mahindra Intertrade Limited)*, Mumbai, a Company incorporated in India. The ultimate parent Company is Mahindra and Mahindra Limited.

2 Statement of Compliance and Basis of preparation and presentation:

2.1. These standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act 2013 (the Act) and other relevant provision of the Act.

All assets and liabilities are classified as current if it is expected to realise or settle within 12 months after the Balance Sheet date.

The financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency. All values are rounded to the nearest crores.

The financial statements were approved by the Board of Directors and authorised for issue on 20th April, 2026.

The Financial Statements have been prepared on historical cost basis except for certain financial instruments which are measured at fair value.

2.2. Use of estimates and judgments:

Judgements

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

Note No. 3.1	Property, plant & equipment
Note No. 3.7	Fair value of financial assets and liabilities and investments
Note No. 3.10 & 3.11	Employee benefits, stock appreciation rights and long term incentive scheme
Note No. 3.18	Leases

3. Material accounting policies:

3.1. Property, plant & equipment

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any. Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets up to the date the assets are ready for use. The estimated useful lives, residual values, are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the Statement of Profit and Loss.

Depreciation is calculated on Straight Line method on the depreciable amount i.e. the cost less estimated residual value over the estimated useful life of all assets and is generally recognised in the statement of profit and loss. Freehold land is not depreciated. These lives are in accordance with Schedule II to the Companies Act, 2013, other than the following asset class, based on technical advise which has considered estimated uses and operating condition of the assets:

(a) Vehicles : 5 years

(b) Sliitng Line, Blanking Line and Washing Machine : 20 years

(c) Building : 30 years

(d) Computer : 3 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

3.2. Intangible assets :

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Amortisation is recognised on straight line basis over their estimated useful lives (software 3-5 years). The estimated useful lives and amortisation method are reviewed at the end of each reporting period, with the effects of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment loss.

3.3 Impairment of non-financial assets :

At the end of each reporting period, the Company reviews the carrying amounts and residual values of its non-financial assets (other than inventories, contract assets and deferred tax assets), intangible assets and investment in subsidiaries to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing the value in use, the estimated future cash flows are discounted at their present value using the pre-tax discount rate that reflects current market assessment of time value of money and the risks specific to the assets for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit or Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit or Loss.

3.4. Inventories:

Inventories, except for Stores and spares which are valued at cost, are valued at the lower of cost (on weighted average basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary.

Cost comprises of all costs of purchase, conversion and other costs incurred in bringing the inventories to their present location and condition.

Net Realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

Work-in-progress and finished goods include appropriate proportion of overheads based on normal capacity.

3.5. Foreign exchange transactions and translations:

Transactions in currencies other than the Company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in the Statement of Profit or Loss in the period in which they arise.

3.6. Financial assets and Financial liabilities:

Financial instruments:

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit or Loss. A trade receivable without a significant financing component is initially measured at the transaction price.

Financial assets:

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Impairment of financial assets:

The Company applies the expected credit loss model for recognising impairment loss on financial assets. With respect to trade receivables the Company measures the loss allowance at an amount equal to lifetime expected credit losses.

Derecognition of financial assets:

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the Statement of Profit and Loss if such gain or loss would have otherwise been recognised in the Statement of Profit and Loss on disposal of that financial asset.

Financial liabilities and equity instruments:

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instrument:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. Equity instrument issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instrument is recognised and deducted directly in equity. No gain or loss is recognised in the Statement of Profit or Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities:

All the financial liabilities are subsequently measured at amortised cost using the effective interest method or at fair value through profit and loss.

Derecognition of financial liabilities:

The Company derecognises financial liabilities when, and only when, the Company's obligation are discharged, cancelled or have expired. An exchange between the lender of debt instrument with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the term of an existing liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit or Loss.

Derivative financial instruments:

The Company enters into a variety of derivative financial instruments to manage its exposure to foreign exchange rate risks, including foreign exchange forward contracts. Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in the Statement of Profit and Loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedging relationship and the nature of the hedged item. The Company establishes a hedge ratio of 1:1 for the hedging relationships as the underlying derivative.

The Company designates certain derivatives as hedging instruments to hedge the variability in cash flows associated with highly probable forecast transactions arising from changes in foreign exchange Rates as a "Cash flow hedges. At the inception of the hedge relationship, the Company documents the relationship between the hedging instrument and the hedged item, along with its risk management objectives and its strategy for undertaking various hedge transactions. Furthermore, at the inception of the hedge and on an ongoing basis, the company documents whether the hedging instrument is highly effective in offsetting changes in fair values or cash flows of the hedged item attributable to the hedged risk.

For cash flow hedges, the effective portion of the change in the fair value of the derivative is recognised directly in other comprehensive income and the ineffective portion is recognised in the statement of profit and loss. If the cash flow hedge of a firm commitment or forecasted transaction results in the recognition of a non-financial asset or liability, then, at the time the asset or liability is recognised, the associated gains or losses on the derivative that had previously been recognised in equity are included in the initial measurement of the asset or liability. For hedges that do not result in the recognition of a non-financial asset or a liability, amounts deferred in equity are recognised in the statement of profit and loss in the same period in which the hedged item affects the statement of profit and loss.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. At that time, any cumulative gain or loss on the hedging instrument recognised in equity is retained in equity until the forecasted transaction occurs. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognised in equity is transferred to the statement of profit and loss

3.7. Fair value of financial assets and liabilities and investments

The Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed

for impairment. Fair value measurement that are based on significant unobservable inputs (Level 3) requires estimates of operating margin, discount rate, future growth rate, terminal values, etc. based on management's best estimate about future developments.

3.8. Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

3.9. Revenue recognition

Sale of goods / services

Revenue from sale of goods are recognised upon satisfaction of performance obligation which is at a point in time, generally on delivery of the promised goods, when control of the goods is transferred to customers. Revenue from services are recognised upon satisfaction of performance obligation towards rendering of such services.

The Company recognises revenue from sale of goods or services at the amount of transaction price (excluding variable consideration that is constrained), that is allocated to the performance obligation satisfied. Transaction price is the amount of consideration to which the Company expects it to be entitled in exchange for transferring promised goods or services to a customer excluding amounts collected on behalf of third parties.

An amount of consideration can vary because of discounts, rebates, incentives, returns etc. which are explicitly stated in the contract or are as per customary business practices. The consideration can also vary where the entitlement is contingent on occurrence or non-occurrence of a future event. The Company includes variable consideration as part of transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

Variable consideration is estimated using the expected value method or the most likely amount depending on which method the Company expects to better predict the amount of consideration to which it will be entitled and is applied consistently throughout the contract.

Payment terms agreed with a customer are as per business practice and the financing component, if significant, is separated from the transaction price and accounted as interest income / expense, as applicable.

Other Income:

Dividend and interest income

Dividend from investments are recognised in profit or loss when the right to receive payment is established.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

3.10. Employee benefits:

Superannuation Fund, ESIC and Labour Welfare Fund

The Company's contribution paid / payable during the year to Superannuation Fund, ESIC and Labour Welfare Fund are recognised in profit or loss.

Provident Fund

Contributions to Provident Fund are made to a Trust administered by the Holding Company and are charged to profit or loss as incurred. The Company is liable for the contribution and any shortfall in interest between the amount of income realised by the investments and the interest payable to members at the rate declared by the Government of India in respect of the Trust administered by the Company.

Long term Compensated Absences

The Company's liability towards long term compensated absences are determined by independent actuaries, using the projected unit credit method.

Gratuity and post retirement medical benefit

The Company's liability towards gratuity and post retirement medical benefit are determined by independent actuaries, using the projected unit credit method.

The obligation on long term compensated absences and defined benefit plans are measured at the present value of estimated future cash flows using a discount rate that is determined by reference to the market yields at the balance sheet date on government bonds where the currency and terms of the government bonds are consistent with the currency and estimated terms of the obligation.

3.11. Stock appreciation rights (SARs) / cash based long term incentive scheme (LTI):

For cash-settled share-based payments and cash based long term incentive scheme, a liability is recognized for the services availed, measured initially at the fair value of the liability. At the end of each reporting period until the liability is settled, and at the date of settlement, the fair value of the liability is remeasured, with any changes in fair value recognized in the Statement of Profit and Loss for the year.

3.12. Borrowing costs:

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in the Statement of Profit or Loss in the period in which they are incurred.

3.13. Provisions:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

3.14 Taxes on income:

Income Tax expense represents the sum of the current tax payable in respect of taxable income for the year and deferred tax.

Current Tax:

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Current tax assets and current tax liabilities are offset, if entity has a legally enforceable right to set off recognised amounts and intends to settle on net basis or to realise the current tax asset and settle the current tax liabilities simultaneously.

Deferred Tax:

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences could be utilized.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities, and the deferred taxes relate to the same taxable entity and the same taxation authority.

Current and deferred tax for the year:

Current and deferred tax are recognized in the Statement of Profit or Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

3.15. Cash and cash equivalents:

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

3.16. Cash Flow Statement:

Cash flows are reported using the indirect method, whereby profit/ (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating investing and financing activities of the Company are segregated based on the available information.

3.17. Earning per share:

Basic earnings per share is computed by dividing the profit/(loss) after tax attributatble to the owner of the Company by the weighted average number of equity shares outstanding during the year.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

3.18. Leases:

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee:

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property and equipment' and lease liabilities in the statement of financial position.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

4 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

A. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

B. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

C. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively.

Note No. 4 - Property, Plant and Equipment:

Rs. in Lakhs

Description of Assets	Buildings (refer note (iii) below	Right-of-Use Asset-Land and Building	Right-of-Use Asset-Plant & Machinery	Plant and Equipments	Electric Installations	Office Equipments	Furniture and Fixtures	Vehicles	Computers	Total
I. Cost										
Balance as at 1 April, 2025	**3,222.53**	**3,786.19**	**472.14**	**19,560.06**	**615.43**	**178.77**	**128.02**	**80.64**	**184.23**	**28,228.01**
Additions	46.71	–	–	1,440.72	3.84	55.24	7.35	–	26.85	1,580.71
Disposals	–	897.46	–	288.98	6.26	12.51	5.93	13.60	6.93	1,231.67
Balance as at March 31, 2026	**3,269.24**	**2,888.73**	**472.14**	**20,711.80**	**613.01**	**221.50**	**129.44**	**67.04**	**204.15**	**28,577.05**
II. Accumulated depreciation										
Balance as at April 1, 2025	**1,612.92**	**1,590.07**	**70.83**	**12,535.17**	**431.52**	**120.57**	**62.72**	**48.57**	**128.94**	**16,601.31**
Depreciation expense for the year	96.57	409.40	31.48	783.78	26.01	23.41	8.13	9.26	25.29	1,413.33
Eliminated on disposal of assets	–	897.46	–	247.54	5.95	11.88	5.64	12.92	6.65	1,188.04
Balance as at March 31, 2026	**1,709.49**	**1,102.01**	**102.31**	**13,071.41**	**451.58**	**132.10**	**65.21**	**44.91**	**147.58**	**16,826.60**
Net carrying amount (I-II)										
Balance as on March 31, 2026	**1,559.75**	**1,786.72**	**369.83**	**7,640.39**	**161.43**	**89.40**	**64.23**	**22.13**	**56.57**	**11,750.45**
Balance as on March 31, 2025	1,609.61	2,196.12	401.31	7,024.89	183.91	58.20	65.30	32.07	55.29	11,626.70
I. Cost										
Balance as at April 1, 2024	**3,194.94**	**3,786.19**	**472.14**	**17,579.43**	**558.58**	**164.62**	**97.52**	**101.64**	**136.61**	**26,091.67**
Additions	27.59	–	–	1,982.80	56.85	14.67	45.52	20.52	47.62	2,195.57
Disposals	–	–	–	2.17	–	0.52	15.02	41.52	–	59.23
Balance as at March 31, 2025	**3,222.53**	**3,786.19**	**472.14**	**19,560.06**	**615.43**	**178.77**	**128.02**	**80.64**	**184.23**	**28,228.01**
II. Accumulated depreciation										
Balance as at April 1, 2024	**1,516.35**	**1,099.31**	**39.35**	**11,708.33**	**406.58**	**100.88**	**70.75**	**64.90**	**112.31**	**15,118.76**
Depreciation expense for the year	96.57	490.76	31.48	828.90	24.94	20.18	6.42	10.88	16.63	1,526.76
Eliminated on disposal of assets	–	–	–	2.06	–	0.49	14.45	27.21	–	44.21
Balance as at March 31, 2025	**1,612.92**	**1,590.07**	**70.83**	**12,535.17**	**431.52**	**120.57**	**62.72**	**48.57**	**128.94**	**16,601.31**
Net carrying amount (I-II)										
Balance as on March 31, 2025	**1,609.61**	**2,196.12**	**401.31**	**7,024.89**	**183.91**	**58.20**	**65.30**	**32.07**	**55.29**	**11,626.70**
Balance as on March 31, 2024	1,678.59	2,686.88	432.79	5,871.10	152.00	63.74	26.77	36.74	24.30	10,972.91

Notes:

i) Refer note 14 for details of securities.

ii) During the year, the Company acquired plant and machinery for Rs. 237.23 Lakhs (FY 2025: Rs. 283.17 Lakhs) which has not been installed as at the year-end

iii) Buildings include the capital expenditure incurred on leasehold land.

Note No. 5 - Capital work in progress

Rs. in Lakhs

Description of assets	**As at March 31, 2026**	As at March 31, 2025
Cost		
Opening balance	**283.17**	1,218.57
Additions during the year	**237.23**	283.17
Transfer to Property, plant and equipment	**(283.17)**	(1,218.57)
Closing balance	**237.23**	283.17

Note - Capital work-in-progress ageing

CWIP	**Amount in Capital work in progress for a period of**				**Total**
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	
As at 31 March, 2026	**237.23**	**–**	**–**	**–**	237.23
Projects in progress					
(a) Exceeded cost or overdue	**–**	**–**	**–**	**–**	–
(b) Other than covered in above (a)	**237.23**	**–**	**–**	**–**	237.23
As at 31 March, 2025	283.17	–	–	–	283.17
Projects in progress					
(a) Exceeded cost or overdue	**–**	**–**	**–**	**–**	–
(b) Other than covered in above (a)	**283.17**	**–**	**–**	**–**	283.17

There are no projects as on 31 March 2026 where costs have been exceeds the original plan approved by the Board of Directors. There are no projects as on 31 March 2026 where the project timelines are overdue.

Note No. 6 - Other Intangible Assets (Other than self-generated goodwill):

Description of Assets	Other Software	Rs. in Lakhs Total
I. Cost		
Balance as at 1 April, 2025	6.67	6.67
Additions	–	–
Disposals	–	–
Balance as at March 31, 2026	**6.67**	**6.67**
II. Accumulated depreciation		
Balance as at April 1, 2025	0.04	0.04
Amortisation expense for the year	2.10	2.10
Eliminated on disposal of assets	–	–
Balance as at March 31, 2026	**2.14**	**2.14**
Net carrying amount (I-II)		
Balance as on March 31, 2026	**4.53**	**4.53**
Balance as on March 31, 2025	6.63	6.63
I. Cost		
Balance as at 1 April, 2024	**–**	**–**
Additions	6.67	6.67
Disposals	–	–
Balance as at March 31, 2025	**6.67**	**6.67**
II. Accumulated depreciation		
Balance as at April 1, 2024	**–**	**–**
Amortisation expense for the year	0.04	0.04
Eliminated on disposal of assets	–	
Balance as at March 31, 2025	**0.04**	**0.04**
Net carrying amount (I-II)		
Balance as on March 31, 2025	**6.63**	**6.63**
Balance as on March 31, 2024	–	–

Note No. 7 - Other financial assets

Rs. in Lakhs

Particulars	As at March 31, 2026			As at March 31, 2025		
	Current	Non-Current	Total	Current	Non-Current	Total
Carried at amortised cost						
Government Grant Receivable	**71.00**	**71.00**	**142.00**	–	71.00	71.00
– Unsecured, considered good						
Security deposits	**–**	**142.98**	**142.98**	–	133.42	133.42
– Unsecured, considered good						
Refer Note 1) Below						
Derivatives-Foreign currency forward contracts receivable	**994.76**	**–**	**994.76**	–	–	–
Total	**1,065.76**	**213.98**	**1,279.74**	–	204.42	204.42

Note -1) Security deposits includes deposits given to related parties of Rs. 24.49 Lakhs (FY 2025 Rs. 23.14 Lakhs)

Note No. 8 - Other assets

Rs. in Lakhs

Particulars	As at March 31, 2026			As at March 31, 2025		
	Current	Non-Current	Total	Current	Non-Current	Total
(i) Advances to suppliers	**224.90**	**–**	**224.90**	78.58	–	78.58
(ii) Capital advances	**–**	**529.59**	**529.59**	–	155.91	155.91
(iii) Balances with government authorities (other than income taxes)						
(i) Custom/Excise deposits	**–**	**6.22**	**6.22**	–	6.22	6.22
(ii) CENVAT/GST input credit	**1,578.76**	**–**	**1,578.76**	1,661.17	–	1,661.17
(iii) Value added tax credit	**–**	**24.52**	**24.52**	–	24.52	24.52
(iv) Prepayments	**43.17**	**2.31**	**45.48**	60.13	6.08	66.21
(v) Other advances						
(i) Other recoverable expenses	**2.08**	**–**	**2.08**	1.47	–	1.47
Total	**1,848.91**	**562.64**	**2,411.55**	1,801.35	192.73	1,994.08

Note No. 9 - Inventories

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Raw materials	**18,875.98**	13,078.63
(b) Work-in-progress	**1,880.49**	1,490.40
(c) Finished goods	**2,243.09**	2,481.30
(d) Stock in trade	**64.00**	327.07
(e) Stores and spares	**292.69**	373.64
(f) Others: Scrap	**118.69**	124.39
Total	**23,474.94**	17,875.43
Included above, goods-in-transit:		
(i) Raw materials	**3,542.15**	5,119.01

Notes:

(i) The cost of inventories recognised as an expense during the year was Rs. 52,816.96 Lakhs (FY 2025: Rs. 38,734.55 Lakhs)

(ii) The cost of inventories recognised as an expenses includes Rs. 205.43 Lakhs in respect of reversal (FY 2025: Rs. 165.97 Lakhs) in respect of write-down inventory to net realisable value and provision on slow moving inventory.

(iii) The mode of valuation of inventories has been stated in note 2.5.

(iv) Refer note no 17 for details of securities.

Note No. 10 - Trade receivables

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables		
(a) Considered good, Unsecured	**14,593.28**	8,817.62
(b) Credit impaired	**16.17**	–
Less: Loss allowances	**(16.17)**	–
Total (a) + (b)	**14,593.28**	8,817.62

Notes:

(i) The average credit period for sales of products ranges between 30 to 120 days and for Job work processing is 30 days.

(ii) There are no trade receivables which have significant increase in credit risk or are credit impaired.

(iii) Trade receivables include amount receivable from related parties Rs. 1,186.70 Lakhs (FY 2025 Rs. 1,218.53 Lakhs)

Rs. in Lakhs

	Outstanding for following periods from due date of payment						
Particulars	**Not Due**	**Less than 6 months**	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
As at March 31, 2026							
Undisputed Trade receivables — considered good	**12,701.63**	**1,889.32**	**2.33**	**–**	**–**	**–**	**14,593.28**
Undisputed Trade Receivables — credit impaired	**–**	**–**	**0.03**	**15.02**	**1.12**	**–**	**16.17**
	12,701.63	**1,889.32**	**2.36**	**15.02**	**1.12**	**–**	**14,609.45**
Less: Loss Allowance	**–**	**–**	**(0.03)**	**(15.02)**	**(1.12)**		**(16.17)**
Total Trade Receivables	**12,701.63**	**1,889.32**	**2.33**	**–**	**–**	**–**	**14,593.28**
As at March 31, 2025							
Undisputed Trade receivables — considered good	7,815.05	1,001.20	0.12	1.25	–	–	8,817.62
Undisputed Trade Receivables — credit impaired	–	–	–	–	–	–	–
	7,815.05	1,001.20	0.12	1.25	–	–	8,817.62
Less: Loss Allowance	–	–	–	–	–	–	–
Total Trade Receivables	7,815.05	1,001.20	0.12	1.25	–	–	8,817.62

Note No. 11 - Cash and cash equivalents

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents		
(a) Balances with banks		
With scheduled banks		
(i) Current Account	**522.67**	150.06
(ii) Fixed deposits with original maturity less than 3 months	**–**	300.04
Total	**522.67**	450.10

Note No. 12 - Equity Share Capital

Rs. in Lakhs

	As at March 31, 2026		As at March 31, 2025	
Particulars	**No. of shares**	**Amount**	No. of shares	Amount
Authorised:				
Equity shares of Rs. 10 each with voting rights	**17,000,000**	**1,700.00**	17,000,000	1,700.00
Issued, Subscribed and Fully Paid:				
Equity shares of Rs. 10 each with voting rights	**16,539,759**	**1,653.98**	16,539,759	1,653.98
Total	**16,539,759**	**1,653.98**	16,539,759	1,653.98

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period

Particulars	No. of shares	Amount	No. of shares	Amount
Equity Shares of Rs. 10 each				
Subscribed and fully paid up				
Opening Balance	**16,539,759**	**1,653.98**	**16,539,759**	**1,653.98**
Fresh Issue	**–**	**–**	**–**	**–**
Buy Back	–	–	–	–
Closing Balance	16,539,759	1,653.98	16,539,759	1,653.98

(ii) The Company has not allotted any equity shares for consideration other than cash, bonus shares, nor have any shares been bought back during the period of five years immediately preceding the Balance Sheet date.

Terms/rights attached to equity shares

The Company has only one class of equity share having a par value of Rs. 10/- per share. Each shareholder has the following voting rights (i) On a show of hands: one vote for a member present in person and (ii) On a poll: one vote for each equity share registered in the name of the member. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting, except in case of interim dividend. In the event of winding up, the liquidator may, with the sanction of a special resolution of the Company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not.

(iii) Details of shares held by the holding company

Particulars	As at March 31, 2026	As at March 31, 2025
Mahindra Accelo Limited (Formerly known as Mahindra Intertrade Limited), the holding Company (including 7 equity shares held jointly with its nominees)	**10,089,257**	10,089,257

(iv) Details of shares held by each shareholder holding more than 5% shares

	As at March 31, 2026		As at March 31, 2025	
Particulars	Number of shares	% of holding	Number of shares	% of holding
Mahindra Accelo Limited (Formerly known as Mahindra Intertrade Limited), the holding Company (including 7 equity shares held jointly with its nominees)	**10,089,257**	**61%**	10,089,257	61%
Metal One Corporation	**6,450,502**	**39%**	6,450,502	39%

(v) Details of equity shares held by promoter and promoter group:

	As at March 31, 2026			As at March 31, 2025		
Particulars	Number of shares	% of holding	% change during the year	Number of shares	% of holding	% change during the year
Mahindra Accelo Limited (Formerly known as Mahindra Intertrade Limited), the holding Company (including 7 equity shares held jointly with its nominees)	**10,089,257**	**61%**	**0.0%**	10,089,257	61%	0.0%

Note No. 13 - Other equity

Rs. in Lakhs

	Reserves & Surplus				Items of other comprehensive income	
Particulars	Capital reserve	Securities premium	General reserve	Retained earnings	Effective portion of cash flow hedges (Refer Note 36(C)(iv)	Total
Balance at April 1, 2024	20.00	4,011.15	164.44	6,972.61	–	11,168.20
Profit for the year	–	–	–	1,979.97		1,979.97
Other comprehensive loss (net of taxes)	–	–	–	13.25		13.25
Total comprehensive income for the year	**–**	**–**	**–**	**1,993.22**	**–**	**1,993.22**
Dividend (Rs. 1.26 per share)	–	–	–	(208.40)		(208.40)
Balance at March 31, 2025	**20.00**	**4,011.15**	**164.44**	**8,757.43**	**–**	**12,953.02**
Profit for the year	–	–	–	2,746.85		2,746.85
Other comprehensive income (net of taxes)	–	–	–	25.62	270.10	295.72
Total comprehensive income for the year	**–**	**–**	**–**	**2,772.47**	**270.10**	**3,042.57**
Dividend (Rs. 3.58 per share)	–	–	–	(592.12)		(592.12)
Balance at March 31, 2026	**20.00**	**4,011.15**	**164.44**	**10,937.78**	**270.10**	**15,403.47**

Rs. in Lakhs

Proposed dividends on equity shares:	As at March 31, 2026	As at March 31, 2025
Dividend per share (Rupees)	**4.98**	3.58
Dividend on Equity Shares	**823.68**	592.12
Total	**823.68**	592.12

Proposed dividend on equity shares is subject to approval of the shareholders at the annual general meeting and is not recognised as a liability as at March 31, 2026.

Note No. 14 - Non current borrowings

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Measured at amortised cost		
A. Unsecured		
Intercorporate deposit (Refer note (i))	**11,000.00**	–
Less: Current maturities of long term debts	**–**	–
Total	**11,000.00**	–
Total	**11,000.00**	–

Notes:

(i) The Company has taken unsecured intercorporate deposit of Rs. 11,000 Lakhs for a tenure of 2 years to meet the working capital requirements of the company as at March 31, 2026 (FY: 2025 Rs. NIL) from the Ultimate Holding Company, Mahindra & Mahindra Limited. Interest is payable at the rate 7.13% p.a. to 7.80% p.a (FY 2025: NIL)

Rs. in Lakhs

Name of the Company	Amount	Repayable in FY 2027-28	Total
Mahindra & Mahindra Limited	**1,000.00**	**Jun-27**	1,000.00
Mahindra & Mahindra Limited	**3,500.00**	**Jul-27**	3,500.00
Mahindra & Mahindra Limited	**5,500.00**	**Aug-27**	5,500.00
Mahindra & Mahindra Limited	**1,000.00**	**Sep-27**	1,000.00
Total			11,000.00

Note No. 15 Trade payables

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payable for goods & services		
A. Total outstanding dues from micro enterprises and small enterprises, and	**234.90**	341.61
B. Total outstanding dues of creditors other than micro enterprises and small enterprises	**18,296.09**	16,495.22
i) Trade payable for goods and services	**6,785.05**	2,117.88
ii) Acceptances	**11,511.04**	14,377.34
iii) For supplier finance	**–**	–
Total	**18,530.99**	16,836.83
Trade payables for goods & services includes payable to related parties:	**9,156.13**	10,734.92

Note: Dues to Micro, Small and Medium Enterprises

Particulars	As at March 31, 2026	As at March 31, 2025
The amounts remaining unpaid to micro and small suppliers as at the end of the year Principal	**234.90**	341.61
Interest due thereon	**–**	–
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year	**–**	–
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act,2006	**–**	–
The amount of interest accrued and remaining unpaid at the end of each accounting year.	**–**	–
The amount of further interest remaining due and payable even in the succeeding years until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006	**–**	–

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditors.

Rs. in Lakhs

	Outstanding for following periods from due date of payment					
Particulars	**Not Due**	**Less than 1 year**	**1 to 2 years**	**2 to 3 years**	**More than 3 years**	**Total**
As at March 31, 2026						
Trade payables — MSME	**234.90**	**–**	**–**	**–**	**–**	**234.90**
Trade payables — Others	**16,654.39**	**1,541.67**	**4.16**	**1.34**	**–**	**18,201.56**
Disputed dues — MSME	**–**	**–**	**–**	**–**	**–**	**–**
Disputed dues — Others	**–**	**–**	**–**	**–**	**28.19**	**28.19**
	16,889.29	**1,541.67**	**4.16**	**1.34**	**28.19**	**18,464.65**
Accrued Expenses						**66.34**
Total Trade Payables						**18,530.99**
As at March 31, 2025						
Trade payables — MSME	341.61	–	–	–	–	341.61
Trade payables — Others	15,912.73	451.86	7.36	0.12	–	16,372.07
Disputed dues — MSME	–	–	–	–	–	–
Disputed dues — Others	–	–	–	–	28.19	28.19
	16,254.34	451.86	7.36	0.12	28.19	16,741.87
Accrued Expenses						94.96
Total Trade Payables						16,836.83

Notes:

(i) Few vendor of the Company elect to factor some of their receivables with the financial institutions (Supplier financing arrangement). The company provides suppliers/or bank with visibility of invoice approved for payment, which helps them to receive cash from the bank before the due date of the invoice.

Payment terms (other then trade negotiation) and other terms for the Company do not vary based on whether the supplier chooses to factor their invoice receivable. The Company do not provide any additional security to vendors/financial institution when compared to the security originally enjoyed by the vendors/ financial institution. The Company evaluated these arrangements to assess if the payable holds the characteristics of a trade payable or should be classified as a financial liability. As at 31st March 2026 and 31st March 2025, all such liability were classified as trade payable.

(ii) In its liquidity assessment, the Company does not consider any supplier financing arrangements as these arrangements are non-recourse to the Company.

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Carrying amount of financial liabilities		
Presented in Trade Payables	**11,511.04**	14,377.34
Of which suppliers have received payment from finance provider	**11,511.04**	14,377.34
Range of payment due dates		
Liabilities that are part of the arrangements (Days)	**180**	180
Trade Payables that are not part of the arrangements	**30-90**	30-90

Note No. 16 Provisions

Rs. in Lakhs

	As at March 31, 2026			As at March 31, 2025		
Particulars	**Current**	**Non-Current**	**Total**	Current	Non-Current	Total
(a) Provision for employee benefits						
(1) Long-term employee benefits						
(i) Provision for compensated absences	**33.24**	**155.63**	**188.87**	23.04	128.42	151.46
(ii) Provision for post retirement medical benefits	**0.12**	**4.00**	**4.12**	0.46	19.94	20.40
(iii) Provision for gratuity-Refer note no 33	**–**	**122.46**	**122.46**	–	77.24	77.24
Total	**33.36**	**282.09**	**315.45**	23.50	225.60	249.10

Note:

i) The provision for employee benefits includes privileged leave entitlements accrued. The increase in the carrying amount of the provision for the current year results from accrual of the privileged leave entitlements for the current year. For other disclosures, refer note 33

Note No. 17 - Current borrowings

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
A. Unsecured		
Intercorporate deposit (Refer note (i))	**3,000.00**	5,250.00
Total	**3,000.00**	5,250.00

Notes:

(i) (a) As at March 31, 2026, the Company had an unsecured short term intercorporate deposit of Rs. 2,000 Lakhs (FY: 2025 Rs. 1,750 Lakhs) for a tenure of 90 days from the Holding Company, Mahindra Accelo Limited (Formerly known as Mahindra Intertrade Limited) to meet the working capital requirements of the company. Interest paid during the year at the rate of 6.8% to 8% p.a.(FY 2025: 8% to 8.25% p.a)

(b) As at March 31, 2026, the Company had an unsecured short term intercorporate deposit of Rs. 1,000 Lakhs (FY 2025: Rs. 3,500 Lakhs) for a tenure of 182 days from the ultimate Parent Company, Mahindra & Mahindra Limited to meet the working capital requirements of the company. Interest paid during the year at the rate of 6.80% - 8.15% p.a. (FY 2025: 7.68% to 8.15% p.a.)

Note No. 18 - Lease Liability

Rs. in Lakhs

Particulars	As at March 31, 2026 Current	As at March 31, 2026 Non-current	As at March 31, 2026 Total	As at March 31, 2025 Current	As at March 31, 2025 Non-current	As at March 31, 2025 Total
Lease Liability	**132.30**	**2,459.26**	**2,591.56**	360.69	2,591.56	2,952.25
Total	**132.30**	**2,459.26**	**2,591.56**	360.69	2,591.56	2,952.25
Opening balance						
Non Current Lease liabilities	**–**	**2,591.56**	**2,591.56**	–	2,960.69	2,960.69
Current Lease liabilities	**360.69**	**–**	**360.69**	407.35	–	407.35
Cash flow movements						
Payments for the principal portion of the lease liabilities	**360.69**	**–**	**360.69**	415.79	–	415.79
Payments for the interest portion of the lease liabilities	**213.74**	**–**	**213.74**	249.49	–	249.49
Non-cash movements						
Additions in lease liabilities (includes interest thereon)	**213.74**	**–**	**213.74**	249.49	–	249.49
Closing Balance						
Non Current Lease liabilities	**–**	**2,459.26**	**2,459.26**	–	2,591.56	2,591.56
Current Lease liabilities	**132.30**	**–**	**132.30**	360.69	–	360.69

Note :- During the year, the Company recognised lease liabilities in respect of new leases amounting to Rs. Nil Lakhs (FY 2025: Rs. Nil Lakhs). Lease payments made during the year towards recognised lease liabilities aggregated to Rs. 360.69 Lakhs (FY 2025: Rs. 415.79 Lakhs). Interest on lease liabilities recognised in the Profit and Loss for the year amounted to Rs. 213.74 Lakhs (FY 2025: Rs. 249.49 Lakhs). Further, expenses relating to short-term leases, for which the Company has applied the recognition exemption under Ind AS 116, were recognised in the Profit and Loss amounting to Rs. 104.21 Lakhs (FY 2025: Rs. 25.71 Lakhs).

Note No. 19 - Other financial liabilities

Rs. in Lakhs

Particulars	As at March 31, 2026 Current	As at March 31, 2026 Non–current	As at March 31, 2026 Total	As at March 31, 2025 Current	As at March 31, 2025 Non–current	As at March 31, 2025 Total
Other financial liabilities measured at amortised cost						
(a) Interest accrued but not due on borrowings	**529.42**	**–**	**529.42**	231.14	–	231.14
(b) Other liabilities						
(1) Creditors for capital supplies/services	**360.33**	**–**	**360.33**	127.88	–	127.88
Refer note-1 below						
(2) Dealer deposit	**104.93**	**–**	**104.93**	87.01	–	87.01

Rs. in Lakhs

Particulars	As at March 31, 2026 Current	As at March 31, 2026 Non–current	As at March 31, 2026 Total	As at March 31, 2025 Current	As at March 31, 2025 Non–current	As at March 31, 2025 Total
(3) Employee wages and salary payable	**237.71**	**–**	**237.71**	191.02	–	191.02
Total	**1,232.39**	**–**	**1,232.39**	637.05	–	637.05
Other financial liabilities measured at fair value						
(1) Derivatives						
Foreign currency forward contracts	**–**	–	**–**	111.66	–	111.66
(2) Other						
Liability for cash-settled share-based payments and Long Term Incentives	**11.80**	**4.22**	**16.02**	6.57	4.44	11.01
Total	**11.80**	**4.22**	**16.02**	118.23	4.44	122.67
Total	**1,244.19**	**4.22**	**1,248.41**	755.28	4.44	759.72

Note:1 - Creditors for Capital supplies/services includes payable to related party of Rs. NIL (FY 2025: NIL)

Note No. 20 - Other current liabilities

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
a. Advances received from customers	**90.82**	114.26
b. Others		
(i) Employee recoveries and employer contributions	**22.89**	19.93
(ii) Statutory dues payable (withholding taxes, GST etc.)	**69.80**	55.16
Total	**183.51**	189.35

Note No. 21 - Current Tax and deferred tax

(a) Income tax recognised in Statement of Profit and Loss

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current tax:		
In respect of current year	**960.91**	696.11
In respect of prior year	**6.31**	11.72
Deferred tax:		
In respect of current year origination and reversal of temporary differences	**(25.91)**	(61.27)
Adjustment due to change in tax rate	**–**	(97.78)
Total	**941.31**	548.78

(b) Income tax recognised in other comprehensive income

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current Tax		
Remeasurement of defined benefit obligations	**–**	–
Deferred tax related to items recognised in other comprehensive income during the year:		
Remeasurement of defined benefit obligations	**8.62**	4.46
Effective portion of gains and losses on designated portion of hedging instruments in a cash flow hedge	**90.84**	–
Total	**99.46**	4.46
Bifurcation of income tax recognised in other comprehensive income into:		
– Items that will not be reclassified to profit and loss	**8.62**	4.46
– Items that will be reclassified to profit and loss	**90.84**	–
Total	**99.46**	4.46

(c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Applicable Tax Rates	**25.17%**	25.17%
Profit before tax	**3,688.16**	2,528.75
Expected income tax expense	**928.24**	636.44
Effect of expenses that are non-deductible in determining taxable profit	**13.34**	11.90
Others	**(6.58)**	(13.50)
Effect of expenses due to change in income tax rate	**–**	(97.78)
Current tax in respect of prior period	**6.31**	11.72
Income tax (income) / expense recognised in Statement of Profit and Loss	**941.31**	548.78

Note:

The tax rate used for the 31 March 2026 and 31 March 2025 reconciliations above is the corporate tax rate of 25.17% [including surcharge of 10% and Health and Education Cess of 4% respectively payable by corporate entities in India on taxable profits under Indian income tax laws].

Note No. 22 - Deferred tax

Rs. in Lakhs

For the year ended March 31, 2026

Particulars	Opening Balance	Recognised in the Statement of Profit and Loss	Recognised in Other Comprehensive Income (OCI)	Closing Balance
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment..	(682.27)	15.83	–	(666.44)
Tax effect of items constituting deferred tax assets				
Employee benefits.....	60.31	30.66	(8.62)	82.35
FVTPL financial liabilities including derivatives.....	15.24	(22.87)	(90.84)	(98.47)
Other	27.29	2.29	–	29.58
Net tax asset/(liabilities).....	**(579.43)**	**25.91**	**(99.46)**	**(652.98)**

Rs. in Lakhs

For the year ended March 31, 2025

Particulars	Opening Balance	Recognised in the Statement of Profit and Loss	Recognised in Other Comprehensive Income (OCI)	Closing Balance
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment	(822.85)	140.58	–	(682.27)
Tax effect of items constituting deferred tax assets				
Employee benefits.....	59.44	5.33	(4.46)	60.31
FVTPL financial liabilities including derivatives.....	5.99	9.25	–	15.24
Minimum Alternate Tax Carried forward.....	4.1	(4.10)	–	(0.00)
Other	19.30	7.99	–	27.29
Net tax asset/(liabilities).....	**(734.02)**	**159.05**	**(4.46)**	**(579.43)**

Note No. 23 - Revenue from operations

The following is an analysis of the company's revenue for the year from continuing operations.

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A. Revenue from contract with customers: (Refer Note (i) below).....		
(a) Revenue from sale of products (Refer note (ii) below).....	**59,422.97**	42,629.81
(b) Revenue from rendering of services (Refer note (iii) below).....	**2,944.94**	3,136.90
Subtotal.....	**62,367.91**	45,766.71
B. Other operating revenue (Refer note (iv) below)	**2,880.01**	2,550.12
Total.....	**65,247.92**	48,316.83

Notes:

(i) Reconciliation of revenue recognised in the Statement of Profit and Loss with contracted price

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Revenue from contract with customers as per contracted price.....	**64,137.66**	48,216.00
(b) Less: Discounts.....	**(36.48)**	(100.83)
(c) Less: Reduction towards sales return (net).....	**(1,073.78)**	–
Total.....	**65,247.92**	48,316.83

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(ii) Sale of products comprises:		
(a) Traded steel products	**553.70**	905.27
(b) Manufactured goods		
Steel products	**58,869.27**	41,724.54
Total	**59,422.97**	42,629.81
(iii) Rendering of services comprises:		
Steel processing.....	**2,944.94**	3,136.90
(iv) Other operating revenues comprises:		
Scrap sales	**2,750.28**	2,400.07
Insurance claim.....	**50.03**	37.13
Industrial Investment Promotion Assistance.....	**71.00**	71.00
Other operating income	**8.70**	41.92
Total	**2,880.01**	2,550.12

Note No. 24 - Other Income

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Interest income		
Other (measured at amortised cost)..	**7.36**	24.16
(b) Gain on sale of current investments (net).....	**5.24**	1.35
(c) Gain on sale of property, plant and equipment (net).....	**–**	3.66
(d) Liabilities no longer required written back.....	**9.47**	9.83
(e) Fair value gain on financial instruments at fair value through profit and loss.....	**261.07**	14.30
Total	**283.14**	53.30

Note No. 25 - Cost of materials consumed

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening stock	**13,078.63**	7,505.39
Add: Purchases	**58,390.57**	44,957.54
Less: Closing stock	**(18,875.98)**	(13,078.63)
Cost of materials consumed - Steel Products	**52,593.22**	39,384.30

Note No. 26 - Changes in inventories of finished goods, work-in-progress and stock-in-trade

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the end of the year:		
Finished goods - Steel Products	**2,243.09**	2,481.30
Work-in-progress - Steel Products	**1,880.49**	1,490.40
Stock in trade - Steel Products	**64.00**	327.07
	4,187.58	4,298.77
Inventories at the beginning of the year:		
Finished goods - Steel Products	**2,481.30**	1,600.05
Work-in-progress - Steel Products	**1,490.40**	1,051.58
Stock in trade - Steel Products	**327.07**	–
	4,298.77	2,651.63
Net (increase) / decrease	**111.19**	(1,647.14)

Note No. 27 - Employee benefits expense

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Salaries and wages	**1,839.03**	1,447.62
(b) Contribution to provident and other funds	**150.94**	129.05
(c) Share based payment to employees	**17.95**	12.88
(d) Post-retirement medical benefit expense	**4.69**	2.12
(e) Staff welfare expenses	**133.10**	121.14
Total	**2,145.71**	1,712.81

Note No. 28 - Finance costs

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on financial liability measured at amortised cost		
(a) Borrowings	**695.70**	397.46
(b) Lease Liability	**213.74**	249.49
(c) Other		
- Usance Interest	**144.59**	114.23
- delayed/deferred payment of tax	**12.29**	4.42
Total	**1,066.32**	765.60

Note No. 29 - Depreciation expense

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation on		
Property, plant and equipment (Refer Note 4)	**1,413.33**	1,526.76
Amortisation on		
Intangible assets (Refer Note 6)	**2.10**	0.04
Total	**1,415.43**	1,526.80

Note No. 30 - Other expenses

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) Stores and tools consumed	**413.39**	237.15
(b) Power & fuel	**430.80**	411.68
(c) Rent including lease rentals	**104.21**	25.71
(d) Rates and taxes	**67.02**	72.08
(e) Insurance	**83.25**	73.36
(f) Repairs and maintenance - Buildings	**90.59**	114.58
(g) Repairs and maintenance - Machinery	**256.12**	176.25
(h) Repairs and maintenance - Others	**212.87**	196.26
(i) Freight outward	**481.40**	352.23
(j) Subcontracting, hire and service charges	**861.77**	735.49
(k) Expenditure on corporate social responsibility (CSR) under section 135 of the Companies Act, 2013. (Refer note No. 39)	**40.56**	40.10
(l) Net loss on foreign currency transactions and translations	**533.52**	–
(m) Fair value loss on financial instruments at fair value through profit and loss	**–**	114.36
(n) Auditors fees (note 1 below)	**14.45**	12.15
(o) Legal and other professional costs	**161.43**	141.10
(p) Bad debts / advances written off	**4.76**	2.92
(q) Loss on sale of property, plant and equipment (net)	**24.86**	–
(r) Software charges	**191.47**	133.16
(s) Provision for expected credit losses (net)	**16.17**	–
(t) Bank charges	**43.05**	45.64
(u) Miscellaneous expenses	**366.79**	217.40
Total	**4,398.48**	3,101.62

Note: 1

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Payment to statutory auditors (excluding GST):		
(i) For Audit	**13.50**	11.55
(ii) For other services	**0.20**	0.20
(iii) For reimbursement of expenses	**0.75**	0.40
Total	**14.45**	12.15

Note No. 31 - Ratios

Sr. No.	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	Variance	Refer foot note
1	**Current ratio (times)** Current assets/Current liabilities ...	1.79	1.24	44%	1
2	**Debt-Equity ratio (times)** (Long term borrowings + short term borrowings (including current maturities of long term borrowings)/ (Total equity)	0.82	0.36	128%	2
3	**Debt service coverage ratio (times)** (Profit before interest, tax and depreciation)/(gross interest for the period + principal repayments within a year).....	5.15	4.28	20%	
4	**Return on Equity** (Net profit for the period/Total equity).....	16%	14%	14%	
5	**Inventory turnover (times)** (Cost of materials consumed/ Average inventories for the year) .	2.55	2.71	-6%	
6	**Trade receivables turnover (times)** (Revenue from sale of goods and services)/(Average trade receivable for the year).....	5.33	5.55	-4%	
7	**Trade payables turnover (times)** (Purchase of goods and services)/ (Average trade payable for the year).....	3.31	3.82	-13%	
8	**Net working capital turnover (times)** (Revenue from sale of goods and services) / (Working capital i.e. current assets - current liabilities)..	3.39	8.28	-59%	3
9	**Net Profit margin (%)** (Net Profit for the period / Revenue from operations).....	4%	4%	0%	
10	**Return on capital employed (%)** (Profit before interest and tax / Total equity and total debt)	17%	14%	21%	

Notes:

1) The increase in current ratio is largely attributable to increase in trade receivables as the sales have gone up toward the second half of the year and also on account of increase in inventory stock being held against confirmed customer orders.

2) The increase in Debt Equity ratio is on account of additional borrowings taken in the form of inter-corporate deposits to meet the increasing working capital requirements of the company.

3) The decrease in this ratio is mainly on account of increased working capital requirements driven by significant in increase in inventory and trade receivables.

Note No. 32 - Contingent liabilities and commitments (to the extent not provided for)

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Claims against the Company not acknowledged as debts:		
(a) Noida GST demand Financial Year 2018-19.....	**5.56**	5.56
(b) Noida GST demand Financial Year 2020-21.....	**4.90**	–
(c) Noida GST demand Financial Year 2021-22.....	**3.65**	–
(d) Chennai GST demand Financial Year 2024-25.....	**32.80**	–
(ii) Commitments:		
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for		
Tangible assets.....	**2,246.31**	735.74

Note No. 33 - Employee benefits

(a) Defined Contribution Plan

The Company has recognized, in the Statement of Profit and Loss for the year, an amount of Rs.90.70 Lakhs (FY 2025: Rs.76.94 Lakhs as expenses under defined contribution plans).

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Provident Fund.....	**67.41**	56.94
Pension Fund.....	**23.29**	20
Total.....	**90.70**	76.94

(b) Defined benefit plans:

(i) GRATUITY

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws (""here in after referred as wage code"").

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the wage code or the Company scheme applicable to the employees. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

However, the related Central and State Rules are yet to be fully notified. The Company has evaluated the resulting impact of the provisions of the labour code read with the clarifications issued by the government and has recognised necessary provision in the financial statements. The Company continues to monitor developments including notification of final Central and State Rules, as well as further clarifications by the Government on other aspects of the Labour Codes, and will recognise the consequential accounting impact arising from such developments, as may be required.

Nature of Benefits:

The gratuity benefits payable to the employees are based on the employee's service and last drawn salary at the time of leaving. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Company.

Regulatory framework:

There are no minimum funding requirements for a gratuity plan in India. The trustees of the gratuity fund have a fiduciary responsibility to act according to the provisions of the trust deed and rules. Since the fund is income tax approved, the Company and the trustees have to ensure that they are at all times fully compliant with the relevant provisions of the income tax and rules. Besides this if the Company is covered by the Code on Social Security, 2020 then the Company is bound to pay the statutory minimum gratuity as prescribed under this Act.

Governance of Plan:

The Company has setup an income tax approved irrevocable trust fund to finance the plan liability. The trustees of the trust fund are responsible for the overall governance of the plan. The plan is funded under Group Gratuity Scheme which is administered by LIC. The Company makes annual contribution to the plan.

Inherent Risk:

The plan is of a final salary defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, there is a risk for the Company that any adverse salary growth or demographic experience or inadequate returns on underlying plan assets can result in an increase in cost of providing these benefits to employees in future. Since the benefits are lump sum in nature the plan is not subject to any longevity risks.

(ii) POST-RETIREMENT MEDICAL BENEFITS

The Company provides post retirement medical cover to select grade of employees to cover the retiring employee and their spouse up to a specified age through mediclaim policy on which the premiums are paid by the Company. The eligibility of the employee for the benefit as well as the amount of medical cover purchased is determined by the grade of the employee at the time of retirement.

Nature of Benefits:

The Company operates a defined benefit post-retirement medical plan. The benefits payable to the employees are post their retirement from the Company. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Company.

Regulatory framework:

There are no minimum funding requirements for such a post-retirement medical plan in India. The Company has chosen not to fund the post-retirement benefit liabilities of the plan but instead carry a provision based on actuarial valuation in its books of accounts.

Governance of Plan:

The Company is responsible for the overall governance of the plan. Since the plan is unfunded, the governance of the plan is limited to employees being paid the benefits as per the terms of the plan.

Inherent Risk:

The plan is of a defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, there is a risk for the Company that any adverse increase in healthcare costs or demographic experience can result in an increase in cost of providing these benefits to employees in future. The benefits are also paid post retirement up to a specified age of the beneficiaries and the plan carries the longevity risks.

Life expectancy:

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

Defined benefit plans – as per actuarial valuation March 31, 2026

Particulars	Rs. in Lakhs			
	Funded Plan		Unfunded Plans	
	Gratuity		Post-retirement medical	
	2026	2025	**2026**	2025
(iii) Expense recognised in the Statement of Profit and Loss for the year ended March 31:				
1) Current service cost	**37.28**	30.20	**3.31**	0.90
2) Past service credit	**18.10**	8.21	**–**	–
3) Interest on net defined benefit liability/ (asset)	**6.05**	3.87	**1.38**	1.22
	61.43	42.28	**4.69**	2.12
(iv) Included in Other Comprehensive Income				
1) Actual return on plan assets less interest on plan assets	**4.21**	(10.07)	**–**	–
2) Actuarial (gain)/loss on account of :				
– Changes in demographic assumptions	**–**	1.58	**–**	1.57
– Financial assumptions	**1.37**	8.00	**0.03**	0.97
– Experience adjustments	**(18.91)**	(17.78)	**(20.94)**	(1.98)
	(13.33)	(18.27)	**(20.91)**	0.56
(v) Net asset/(liability) recognised in the Balance Sheet as at March 31				
1) Present value of defined benefit obligation as at March 31	**373.31**	317.69	**4.12**	20.40
2) Fair value of plan assets as at March 31	**250.85**	240.45	**–**	–
3) Surplus/(Deficit)	**(122.46)**	(77.25)	**(4.12)**	(20.40)
4) Current portion of the above	**–**	–	**(0.12)**	(0.46)
5) Non current portion of the above	**(122.46)**	(77.25)	**(4.00)**	(19.94)
(vi) Change in the obligation during the year ended March 31				
1) Present value of defined benefit obligation at the beginning of the year	**317.69**	293.06	**20.40**	17.31
2) Expenses recognised in Statement of Profit and Loss account				
– Current service cost	**37.28**	30.20	**3.31**	0.90
– Past Service Cost	**18.10**	8.21		–
– Interest expense (income)	**20.80**	20.01	**1.38**	1.22
3) Recognised in Other Comprehensive Income				
Remeasurement gains/(losses)				
– Actuarial gain (loss) arising from:				
(i) Changes in demographic assumptions	**–**	1.58	**–**	1.57
(ii) Financial assumptions	**1.37**	8.00	**0.03**	0.97
(iii) Experience adjustments	**(18.91)**	(17.78)	**(20.94)**	(1.98)
4) Benefit payments	**(1.09)**	(20.17)	**(0.06)**	(0.47)
5) Liabilities (settled)/assumed	**(1.93)**	(5.41)	**–**	0.88
6) Present value of defined benefit obligation at the end of the year	**373.31**	317.69	**4.12**	20.40

Particulars	Funded Plan		Unfunded Plans	
	Gratuity		Post-retirement medical	
	2026	2025	**2026**	2025
(vii) Change in fair value of assets during the year ended March 31				
1) Fair value of plan assets at the beginning of the year.....	**240.45**	234.41	**–**	–
2) Expenses recognised in Statement of Profit and Loss account				
– interest on plan assets.....	**14.75**	16.14	**–**	–
3) Recognised in Other Comprehensive Income				
Remeasurement gains/(losses)				
– Actual return on plan assets in excess of the expected return.....	**(4.21)**	10.07	**–**	–
– Others (specify)				
4) Contributions by employer (including benefit payments recoverable).....	**0.95**	–	**–**	–
5) Benefit payments.....	**(1.09)**	(20.17)	**–**	–
6) Assets settled	**–**	–		
7) Fair value of plan assets at the end of the year.....	**250.85**	240.45	**–**	–
(viii) The major categories of plan assets				
List the plan assets by category here				
– Insurer managed funds.....	**250.85**	240.45	**–**	–
(ix) Actuarial assumptions				
1) Discount rate.....	**6.80%**	6.85%	**6.80%**	6.85%
2) Medical premium inflation.....	**–**	–	**6.85%**	6.00%
3) Rate of increase in compensation levels	**8.00%**	8.00%	**–**	–
4) Mortality table.....	**IALM(2012–14) ult**			

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

(x) Sensitivity analysis:

Gratuity

Gratuity is a lump sum plan and the cost of providing these benefits is typically less sensitive to small changes in demographic assumptions. The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the impact on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 100 basis points.

These sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analyses.

The sensitivity of the gratuity benefits to changes in the weighted principal assumptions is:

Rs. in Lakhs

Principal assumption	Year	Changes in assumption	Impact on defined benefit obligation	
			Increase in assumption	Decrease in assumption
Discount rate	**2026**	**1%**	**347.43**	**402.78**
	2025	1%	295.75	342.71
Salary growth rate	**2026**	**1%**	**400.10**	**349.21**
	2025	1%	341.64	295.83

Post retirement medical benefits

The benefit obligation results for the cost of paying future hospitalization premiums to insurance company in future for the employee / beneficiaries during their lifetime is sensitive to discount rate and future increase in healthcare costs.

The following table summarizes the impact on the reported defined benefit obligation at the end of the reporting period arising on account changes in these three key parameters:

These sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analyses.

The sensitivity of the post retirement medical benefit obligation to changes in the weighted principal assumptions is:

Rs. in Lakhs

Principal assumption	Year	Changes in assumption	Impact on defined benefit obligation	
			Increase in assumption	Decrease in assumption
Discount rate	**2026**	**1%**	**3.58**	**4.78**
	2025	1%	17.81	23.56
Medical inflation rate	**2026**	**1%**	**4.78**	**3.58**
	2025	1%	23.56	17.77

(xi) Expected contributions for the next year:

The Company expects to contribute Rs. 10 lakhs to the gratuity trusts during the next financial year 2027.

(xii) Maturity profile:

Gratuity **Rs. in Lakhs**

Maturity profile of defined benefit obligation:	**2026**	2025
Within 1 year.....	**51.81**	50.28
1 - 2 year.....	**34.65**	28.44
2 - 3 year.....	**34.06**	28.87
3 - 4 year.....	**53.60**	28.56
4 - 5 year.....	**32.09**	44.91
5 - 10 years.....	**114.53**	99.40
More than 10 years.....	**369.31**	310.77

Post-retirement medical benefits **Rs. in Lakhs**

Maturity profile of defined benefit obligation:	**2026**	2025
Within 1 year.....	**0.12**	0.46
1 - 2 year.....	**0.12**	0.63
2 - 3 year.....	**0.13**	0.66
3 - 4 year.....	**0.14**	0.74
4 - 5 year.....	**0.19**	0.79
5 - 10 years.....	**0.90**	4.83
More than 10 years.....	**12.32**	58.28

Note No. 34 - Segment reporting

Segment information:

The Company has identified 'Steel Processing' as its only primary reportable segment. The Managing Director of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined under Ind AS 108. CODM reviews overall financial information of the Company for performance evaluation and allocation of resources and does not review any discrete information to evaluate performance of any individual product or geography.

Geographical Information:

Almost all of the company's customers are located within India.

The Company operates and has its manufacturing / processing facilities based out of Pune, Bhopal, Chennai and Noida in India.

There are 3 customers (FY 2025: 3 customers) contributing to more than 10% of the Company's revenue. Total amount of revenue from such customers for the year ended on 31st March 2026 is Rs. 23,953 Lakhs (FY 2025: 22,418 Lakhs)

Note No. 35 - Related party transactions

Related party disclosures as required by IND AS 24 "Related Party Disclosures" are given below.

Relation	**Name**
Ultimate holding company	Mahindra & Mahindra Ltd.
Holding company	Mahindra Accelo Limited (Formerly known as Mahindra Intertrade Limited)
Key management personnel (KMP)	Mr. Ranjan Pant (Non-Executive Chairman) w.e.f 25th July, 2024
	Mr. Rajeev Dubey (Non-Executive Chairman) up to 25th July, 2024
	Mr. Sumit Issar (Managing Director)
	Ms. Chandra Iyer (Independent Director)
	Mr. Vice Admiral Anil Chopra (Retd)
Other parties with whom transactions have taken place during the year.	
(i) Fellow Subsidiaries	Mahindra Integrated Business Solutions Pvt. Limited (MIBS)
	Mahindra Electrical Steel Private Limited (MESPL)
	Mahindra Auto Steel Private Limited (MASPL)
	Mahindra Last Mobile Mobility Limited (LLM)
	Mahindra MSTC Recycling Private Limited (MMRPL)
	Mahindra Solarize Pvt Ltd (MSLPL)
	Marvel Solren Pvt Ltd (MSPLS)
(ii) A Company having significant influence	Metal One Corporation, Japan (MOJ)
	Metal One Corporation India Private Limited (MOI)

Managerial Remuneration

The Company is not required to pay any managerial remuneration to the Managing Director as per the terms of appointment.

(a) Disclosure of transactions (net of duties and taxes) between the company and related parties during the year ended March 31, 2026:

Rs. in Lakhs

Nature of transactions	Ultimate holding company		Holding company		Fellow subsidiary												A Company having Significant influence			
					MESPL		MASPL		MIBS		LLM		MMRPL		MSLPL		MSPLS		MOI		MOJ	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Dividend paid	–	–	**361.20**	127.12	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	**230.93**	81.28
Processing Income	–	–	**2,257.81**	2,216.20	–	–	**48.49**	–	–	–	–	–	–	–	–	–	–	–	**122.68**	114.51	–	–
Sales	**3,214.00**	2,206.52	**55.55**	32.79	–	–	–	68.86	–	–	–	–	–	–	–	–	–	–	**9,518.55**	11,249.18	–	–
Purchases	–	–	**401.22**	1,212.42	–	–	**16.37**	17.10	–	–	–	–	–	–	–	–	–	–	**12.06**	34.29	**22,315.88**	22,532.91
Commission paid	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	**133.14**	9.72	–	–
Purchase of solar power	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	**45.69**	65.72	–	–	–	–
Support service charges	**175.46**	7.68	**314.45**	302.61	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Sublease expenses	–	–	**385.45**	369.83	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Professional expenses	**1.00**	1.00	–	–	–	–	–	–	**152.95**	108.14	–	–	–	–	–	–	–	–	–	–	–	–
Interest on loan paid	–	–	–	18.81	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Reimbursement received from parties	–	–	–	–	–	–	**14.37**	5.20	–	–	–	–	–	0.80	–	–	–	–	–	–	–	–
Reimbursement made to parties	**23.46**	147.48	**72.51**	48.46	–	–	–	–	–	–	–	–	**5.04**	9.18	–	–	–	–	–	–	–	–
Deputation of personnel to related parties	–	–	**10.88**	19.64	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Deputation of personnel from related parties	–	–	**39.13**	86.25	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Interest on ICD paid	**601.92**	302.31	**79.29**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Interest on ICD received	–	–	–	–	–	13.17	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Purchase of property, plant and equipment	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	10.15	–	–	–	–	–	–
Sale of property, plant and equipment	–	–	**16.39**	–	–	–	**0.05**	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Intercorporate Deposit Received	**12,000.00**	3,500.00	**6,200.00**	2,900.00	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Intercorporate Deposit Repaid	**3,500.00**	1,500.00	**5,950.00**	2,150.00	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Intercorporate Deposit given	–	–	–	–	–	1,790.00	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Intercorporate Deposit refunded	–	–	–	–	–	1,790.00	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–

Note - Intercorporate Deposit given to MESPL during the FY: 2025 amounted to Rs. 1,790 lakhs for business purpose at the rate of 8.35% p.a which has been repaid in the same year, the same is covered under Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014.

(b) Details of related party transactions with Key Management Personnel (KMP) for the year ended 31 March 2026:

Rs. in Lakhs

Nature of Transactions	Designation	Director/KMP	Rs. in Lakhs		Outstanding payable to KMPs	
			March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Commission and Sitting Fees	Chairman	Mr. Rajeev Dubey	–	2.54	–	0.94
Commission and Sitting Fees	Independent Director	Ms. Chandra Iyer	5.70	6.40	2.97	2.97
Commission and Sitting Fees	Independent Director	Mr.Vice Admiral Anil Chopra (Retd)	5.50	6.50	2.97	2.97
Commission and Sitting Fees	Independent Director	Mr. Ranjan Pant	17.50	16.70	13.50	13.50

(c) Outstanding receivable from and payable to related parties

Rs. in Lakhs

Nature of transactions	Ultimate holding company		Holding company		Fellow subsidiary												A Company having Significant influence			
					MESPL		MASPL		MIBS		LLM		MMRPL		MSLPL		MSPLS		MOI		MOJ	
	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025	March 31, 2026	March 31, 2025
Outstanding receivable	**299.01**	162.34	**57.17**	81.26	–	–	**0.33**	1.21	**0.02**	–	–	–	–	–	–	–	–	–	**830.17**	973.72	–	–
Outstanding payable	**505.81**	33.69	**20.65**	–	–	–	–	–	–	0.64	**5.25**	–	–	0.50	–	–	–	4.47	**18.47**	9.79	**8,605.95**	10,685.83
Deposit given	–	–	**24.49**	24.49	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–
Intercorporate Deposit outstanding payable	**12,000.00**	3,500.00	**2,000.00**	1,750.00	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–

Notes:

1) In respect of the outstanding balances recoverable, no provision for doubtful debts was made in respect of these parties.

2) Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. During the year, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (March 31, 2025: Rs. Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

Note No. 36 - Financial instruments

[I] Capital management

The company's capital management objectives are:

- to ensure the company's ability to continue as a going concern
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The capital structure of the Company consists of net debt (borrowings as detailed in note 14 and 17 and offset by cash and cash equivalents) and total equity of the Company.

The Company monitors capital using a gearing ratio, which is net debt divided by total capital. The Company's policy is to keep the gearing ratio within 150%.

The company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Debt	**14,000.00**	5,250.00
Less: Cash and cash equivalents (Refer note 11)	**522.67**	450.10
Net debt	**13,477.33**	4,799.90
Equity	**17,057.45**	14,607.00
Gearing ratio	**79%**	33%

[II] Financial risk management framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

A. CREDIT RISK

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primary trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

(i) Trade receivables

Customer credit risk is managed by each business unit subject to the Company's established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on payment performance over the period of time and financial analysis including credit rating issued by credit rating agencies. Outstanding customer receivables are regularly monitored and any shipments to other small customers are generally covered by letters of credit.

The Company follows expected credit loss method for determination of impairment of trade receivable. Additionally, an impairment analysis is performed at each reporting date on specific case basis for major customers.

(ii) Financial instruments and cash deposits:

Credit risk from balances with banks and financial institutions is managed by the Company in accordance with the Company's policy. Investments of surplus funds are made only with approved mutual fund or banks and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the Company on an annual basis, and may be updated throughout the year subject to approval of the Group's Finance Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

B. LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Rs. in Lakhs

Particulars	Less than 1 Year	1-3 Years	3-5 Years	5 Years and above	Total	Carrying amount
Non-derivative financial liabilities						
As at March 31, 2026						
Non-interest bearing	**7,411.78**	**–**	**–**	**–**	**7,411.78**	**7,411.78**
Variable interest rate instruments	**27,528.91**	**1,001.33**	**759.33**	**1,998.44**	**31,288.01**	**28,928.02**
Total	**34,940.69**	**1,001.33**	**759.33**	**1,998.44**	**38,699.79**	**36,339.80**
As at March 31, 2025						
Non-interest bearing	2,779.46	–	–	–	2,779.46	2,779.46
Variable interest rate instruments	20,622.12	672.17	728.86	2,385.90	24,409.05	22,907.68
Total	23,401.58	672.17	728.86	2,385.90	27,188.51	25,687.14

Sensitivity interest rate increase by 1%:

Profit will decrease on variable interest rate instrument by Rs. 289.28 lakhs for the year ended 31 March, 2026 (Rs. 229.08 lakhs for the year ended March 31, 2025)

Sensitivity interest rate decrease by 1%:

Profit will increase on variable interest rate instrument by Rs. 289.28 lakhs for the year ended 31 March, 2026 (Rs. 229.08 lakhs for the year ended March 31, 2025)

The following table details the Company's liquidity analysis for its derivative financial instruments. The table has been drawn up based on the undiscounted contractual net cash inflows and outflows on derivative instruments that settle on a net basis, and the undiscounted gross inflows and outflows on those derivatives that require gross settlement.

Rs. in Lakhs

Particulars	Less than 1 Year	1-3 Years	3-5 Years	5 Years and above
Derivative financial instruments				
As at 31 March, 2026				
Gross settled:				
– foreign exchange forward contracts Payable	**–**	**–**	**–**	**–**
As at 31 March, 2025				
Gross settled:				
– foreign exchange forward contracts Payable	**111.66**	–	–	–

(iii) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Rs. in Lakhs

Particulars	Less than 1 Year	1-3 Years	3-4 Years	5 Years and above	Total	Carrying amount
Non-derivative financial assets						
As at 31 March, 2026						
Non-interest bearing.....	**16,181.71**	**71.00**	**–**	**14.03**	**16,266.74**	**16,266.74**
Variable interest rate instruments.....	**–**	**–**	**–**	**128.95**	**128.95**	**128.95**
Total	**16,181.71**	**71.00**	**–**	**142.98**	**16,395.69**	**16,395.69**
As at 31 March 2025						
Non-interest bearing.....	9,267.72	71.00	–	22.17	9,360.89	9,360.89
Variable interest rate instruments.....	–	–	–	111.25	111.25	111.25
Total	9,267.72	71.00	–	133.42	9,472.14	9,472.14

The amounts included above for variable interest rate instruments for both non-derivative financial assets and liabilities is subject to change if changes in variable interest rates differ to those estimates of interest rates determined at the end of the reporting period.

(iv) Financing arrangements

The Company had access to following undrawn borrowing facilities at the end of the reporting period:

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Secured bank overdraft/ WCDL facility	**9,000.00**	5,200.00
– Expiring within one year	**9,000.00**	5,200.00
Secured working capital non-fund based facility: (LC, BG, LUT, LER).....	**8,272.00**	2,118.06
– Expiring within one year	**8,272.00**	2,118.06
Unsecured working capital non-fund based facility: (LC, BG, LUT, LER)	**1,244.00**	617.80
– Expiring within one year	**1,244.00**	617.80
Total	**18,516.00**	7,935.85

C. MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. Derivatives are only used for economic hedging purposes and not as speculative investments. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

(i) Currency Risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Company's exposure to currency risk relates primarily to the Company's operating activities when transactions are denominated in a different currency from the Company's functional currency.

The Company manages its foreign currency risk by hedging transactions that are expected to occur within a maximum 12 month period for contracted purchases.

When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure. For hedges the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting payable that is denominated in the foreign currency.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows.

Rs. in Lakhs

Particulars	Currency	As at March 31, 2026	As at March 31, 2025
Financial Liabilities			
Trade payables/acceptance	USD	**146.26**	171.09
Payable for Property, plant and equipment	USD	**–**	2.95
Payable for Property, plant and equipment	EUR	**0.10**	0.43

Of the above foreign currency exposures, the following exposures are not hedged by a derivative:

Rs. in Lakhs

Particulars	Currency	As at March 31, 2026	As at March 31, 2025
Financial Liabilities			
Trade payables/acceptances	USD	**27.64**	32.60
Payable for Property, plant and equipment	EUR	**0.10**	0.43

(ii) Interest rate risk

Refer note B (ii) for interest rate sensitivity

(iii) Commodity price risk

The Company does not have significant risk in raw material price variations. In case of any variation in price same is passed on to the customer through appropriate adjustments to selling prices.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

(iv) Hedge Accounting - Forward

Contracts that meet the requirements for hedge accounting are accounted as per the hedge accounting requirement of Ind AS 109- Financial instruments, while other contracts are accounted as derivatives measured through profit and loss.

Rs. in Lakhs

Outstanding Contracts	As at March 31, 2026 Notional Value #	As at March 31, 2026 Carring amount of Hedge instrument included in other Financial Assets / Liabilities	As at March 31, 2025 Notional Value #	As at March 31, 2025 Carring amount of Hedge instrument included in other Financial Assets / Liabilities
Details of Forward Foreign Currency Contract outstanding at the end of reporting period				
Cash flow hedges				
Buy Currency:				
Maturing less than 1 year				
– USD	**16,845.33**	**360.94**	–	–
Maturing more than 1 year				
– USD			–	–
There is no significant transaction of hedge which are ineffective				
Details of Forward Foreign Currency Contract outstanding at the end of reporting period				
Cash flow hedges				
Buy Currency:				
Maturing less than 1 year				
– USD	**3,423.32**	**633.82**	–	–
Maturing more than 1 year				
– USD	**–**	**–**	–	–

Notional value of respective currency pair have been converted into presentation currency i.e. Rupees (INR) using year end closing exchange rate

The movement in cash flow hedge reserve for instruments designated in cash flow hedge are as follows :

Rs. in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Opening Balance	**–**	–
(Gain)/ Loss transferred to profit and loss on occurance of the forecast transaction	**360.94**	–
Change in fair value of effective portion of cashflow hedge		–
Total	**360.94**	–
Deferred tax on the above	**(90.84)**	–
Balance at the end of the year	**270.10**	–

Sensitivity Analysis

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in exchange rates, with all other variables held constant

Rs. in Lakhs

Particulars	Currency	Change in rate	Effect on profit before tax
Year ended 31st March, 2026	**USD**	**10%**	**202.69**
Year ended 31st March, 2025	USD	10%	–

Note No. 37 - Fair value measurement

Fair valuation techniques and inputs used

This section explains the judgment and estimates made in determining the fair value of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in financials statements. To provide an indication about the reliability of the inputs used in determining the fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standards.

Level 1 inputs:

Level 1 inputs are quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date. A quoted market price in an active market provides the most reliable evidence of fair value and is used without adjustment to measure fair value whenever available, with limited exceptions. If an entity holds a position in a single asset or liability and the asset or liability is traded in an active market, the fair value of the asset or liability is measured within Level 1 as the product of the quoted price for the individual asset or liability and the quantity held by the entity, even if the market's normal daily trading volume is not sufficient to absorb the quantity held and placing orders to sell the position in a single transaction might affect the quoted price.

Level 2 inputs:

Level 2 inputs are inputs other than quoted market prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 2 inputs include:

- quoted prices for similar assets or liabilities in active markets
- quoted prices for identical or similar assets or liabilities in markets that are not active
- inputs other than quoted prices that are observable for the asset or liability, for example-interest rates and yield curves observable at commonly quoted interval
- implied volatilities
- credit spreads
- inputs that are derived principally from or corroborated by observable market data by correlation or other means ('market-corroborated inputs')

Level 3 inputs:

Level 3 inputs inputs are unobservable inputs for the asset or liability. Unobservable inputs are used to measure fair value to the extent that relevant observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date. An entity develops unobservable inputs using the best information available in the circumstances, which might include the entity's own data, taking into account all information about market participant assumptions that is reasonably available.

Rs. in Lakhs

Financial assets/ financial liabilities	Carrying value as at March 31, 2026	Carrying value as at March 31, 2025
Financial assets		
Financial assets carried at amortised cost		
– Cash and cash equivalents	**522.67**	450.10
– Trade and other receivables	**14,593.28**	8,817.62
– Other financial assets	**1,279.74**	204.42
Total	**16,395.69**	9,472.14
Financial liabilities		
Financial liabilities held at amortised cost		
– Bank loans and inter-corporate deposits	**14,529.42**	5,481.14
– Short term deposits	**104.93**	87.01
– Trade and other payables	**21,720.59**	20,107.98
Total	**36,354.94**	25,676.13

Financial assets/ financial liabilities measured at Fair value

Financial assets/financial liabilities	As at March 31, 2026	As at March 31, 2025	Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship of unobservable inputs to fair value and sensitivity
Other Financial Liabilities						
Foreign currency forward contracts	**–**	111.66	Level 2	Discounted cash flow. Future cash flows are estimated based on forward exchange rates (from observable forward exchange rate at the end of the reporting period) and contract forward rate that reflects the credit risk of various counter parties.	NA	NA
Liability for cash-settled share-based payments and Long Term Incentives	**16.02**	11.01	Level 2	The Black-Scholes model. Inputs used: Current Stock Price of the base instrument, Annual Volatility based on Sensex, Risk Free Return based on Zero Coupon Yield, Exercise Price, time to option maturity, dividend yield.	NA	NA
Total financial liabilities	**16.02**	122.67				
Other Financial Assets						
Foreign currency forward contracts	**1,065.76**	–	Level 2	Discounted cash flow. Future cash flows are estimated based on forward exchange rates (from observable forward exchange rate at the end of the reporting period) and contract forward rate that reflects the credit risk of various counter parties.	NA	NA
Other Financial Assets	**1,065.76**	–				

The fair values of the financial assets and financial liabilities included in the level 2 category above have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparties.

Fair value of financial assets and financial liabilities that are not measured at fair value

The Company consider that the carrying amount of financial asset and financial liabilities recognised in the financial statements approximate their fair value.

Note No. 38 - Earnings per share

Particulars	As at March 31, 2026	As at March 31, 2025
Profit after tax (Rs. in Lakhs) (A).....	**2,746.85**	1,979.97
Weighted average number of shares Basic (B).....	**1,65,39,759**	1,65,39,759
Earnings per share basic/diluted (Rupees) (A/B)	**16.61**	11.97
Nominal value of equity share (Rupees)	**10.00**	10.00

Note No. 39 - Corporate social responsibility (CSR)

As per section 135 of the Companies Act, 2013, the Company is required to spend 2% of its average net profit of the immediately three preceding financial years on CSR.

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
a) Gross amount required to be spent by the Company during the year based on 2% of average net profits	**40.10**	40.10
b) Amount spent during the year on.....		
i) Construction/ acquisition of assets held by the Company	**–**	–
ii) On purposes other than above.....	**40.56**	40.10
c) Unspent amount at the end of the year	**–**	**–**

d) Driven by the core purpose and in line with CSR vision, your Company continued to focus on investing in girls, women, and high standard projects in the domains of education, skill development and environment. Across all programmes, the Company has ensured that majority of beneficiaries are girls and women.

Amount recognised as expense in profit or loss is Rs. 40.56 Lakhs (FY 2025: Rs. 40.10 Lakhs). Further, the Company does not wish to carry forward any excess amount spent during the year

Note No. 40 - Additional regulatory information:

(a) - Details of struck off companies:

As at March 31, 2026

Name of struck off company	Nature of transactions with struck-off Company	Balance Outstanding Rs in Lakhs	Relationship with the Struck off company, if any, to be disclosed
Nil			

As at March 31, 2025

Name of struck off company	Nature of transactions with struck-off Company	Balance Outstanding Rs in Lakhs	Relationship with the Struck off company, if any, to be disclosed
Nil			

Note No. 41 - Stock Appreciation Rights (SARs)

In accordance with the directions and recommendations of the Remuneration Committee of the Company, the Company grants SARs to eligible employees/ directors. SARs granted would vest over a period of five years, or such period as stipulated by the Remuneration Committee, from the date of grant. Upon vesting of SARs eligible employees are entitled to earn cash benefits as prescribed.

One SAR shall be entitled to a cash benefit which would be the difference between the Fair Value of one fully-paid Equity Share of the holding company on the exercise date less the Face Value of the Equity Share of the holding company on the grant date. Provided, however, that once SARs have vested, an eligible employee will have the option to exercise the same within a maximum period of three years from the vesting date during such periods of time as determined by the Company.

Once SARs are vested and exercised by an employee, the Company would, within a period of 90 days from the exercise date, compute the cash benefit due in respect of those SARs and pay the same to the employee after deducting the applicable income tax at source. The latest available Fair Value of the Company's Equity Share would be considered for computing the said cash benefit.

If an eligible employee fails to exercise the SARs within a period of three years as aforesaid, the unexercised SARs will lapse and the Company's liability for such unexercised SARs will cease.

The Company has granted Stock Appreciation Rights ("SARs") to eligible employees in accordance with the Stock Appreciation Rights Scheme 2015 (SARS-2015) during the year ended 31 March, 2024.

Details of stock appreciation rights outstanding as on March 31, 2026

Particulars	Number of Grants	Grant Date	Expiry Date	Exercise Price	Fair value at Grant Date
Cash settled					
F'23 grant	26	Dec 14, 2022	Feb 28, 2027	10.00	438.70

Details of stock appreciation rights outstanding as on March 31, 2025

Particulars	Number of Grants	Grant Date	Expiry Date	Exercise Price	Fair value at Grant Date
Cash settled					
F'23 grant	175	Dec 14, 2022	Feb 28, 2025	10.00	438.70
F'23 grant	173	Dec 14, 2022	Feb 28, 2026	10.00	438.70
F'23 grant	172	Dec 14, 2022	Feb 28, 2027	10.00	438.70

Movement in SARs

Particulars		Number of Shares	
Particulars		For the year ended March 31, 2026	For the year ended March 31, 2025
(1)	The number of share options outstanding at the beginning of the year;.....	341	520
(2)	Granted during the year.....	–	–
(3)	Exercised and paid during the year.....	27	172
(4)	Expired/forfeited during the year.....	288	7
(5)	Outstanding at the end of the year.....	26	341

Details of stock appreciation rights exercised during the year ended on 31 March 2026

Particulars	Number of SAR's	Expiry Date	Share price at Exercise price
F'23 grant	27	Feb 28, 2026	780.9

Details of stock appreciation rights exercised during the year ended on 31 March 2025

Particulars	Number of SAR's	Expiry Date	Share price at Exercise price
F'23 grant	172	Feb 28, 2025	660.6

The inputs used in the measurement of the fair values at grant date of the cash-settled share-based payment plans were as follows.

		Cash settled share appreciation rights	
	Particulars	**For the year ended March 31, 2026**	For the year ended March 31, 2025
(1)	Share price	**780.9**	660.6
(2)	Exercise price.....	**10.00**	10.00
(3)	Expected volatility (weighted-average)	**45.20%**	45.20%
(4)	Option Life (in years)	**1.42**	1.42
(5)	Expected dividends yield	**5.00%**	5.00%
(6)	Risk-free interest rate (based on government bonds)	**6.50%**	7.00%

Note No. 41 (a) - Long term incentives (LTIs)

In accordance with the directions and recommendations of the Remuneration Committee of the Company, the Company grants Long Term Incentives (LTI) to eligible employees/directors. LTIs granted would vest over a period of three years, or such period as stipulated by the Remuneration Committee, from the date of grant. Upon vesting of LTIs eligible employees are entitled to earn cash benefits as prescribed.

One LTI shall be entitled to a cash benefit which would be the difference between the Fair Value of one fully-paid Equity Share of the holding company on the exercise date less the face value of the equity share of the holding company on the grant date. Provided, however, that once LTIs have vested, an eligible employee will have the option to exercise the same within a maximum period of two years from the vesting date during such periods of time as determined by the Company.

Once LTIs are vested and exercised by an employee, the Company would, within a period of 90 days from the exercise date, compute the cash benefit due in respect of those LTIs and pay the same to the employee after deducting the applicable income tax at source. The latest available fair value of the Company's equity share would be considered for computing the said cash benefit.

If an eligible employee fails to exercise the LTIs within a period of two years as aforesaid, the unexercised LTIs will lapse and the Company's liability for such unexercised LTIs will cease.

Details of Long Term Cash Incentives outstanding as on March 31, 2026

Particulars	Number of Grants	Grant Date	Expiry Date	Exercise Price	Fair value at Grant Date
Cash settled					
F'23 grant	1,024	Nov 01, 2023	Nov 01, 2028	10.00	567.30
F'24 grant	608	Nov 01, 2024	Nov 01, 2028	10.00	650.60
F'24 grant	607	Nov 01, 2024	Nov 01, 2029	10.00	650.60
F'25 grant	1,056	Nov 01, 2025	Nov 01, 2028	10.00	650.60
F'25 grant	1,056	Nov 01, 2025	Nov 01, 2029	10.00	650.60
F'25 grant	1,056	Nov 01, 2025	Nov 01, 2030	10.00	650.60

Details of Long Term Cash Incentives outstanding as on March 31, 2025

Particulars	Number of Grants	Grant Date	Expiry Date	Exercise Price	Fair value at Grant Date
Cash settled					
F'23 grant	1,023	Nov 01, 2023	Nov 01, 2026	10.00	567.30
F'23 grant	1,023	Nov 01, 2023	Nov 01, 2027	10.00	567.30
F'23 grant	1,024	Nov 01, 2023	Nov 01, 2028	10.00	567.30
F'24 grant	608	Nov 01, 2024	Nov 01, 2027	10.00	650.60
F'24 grant	608	Nov 01, 2024	Nov 01, 2028	10.00	650.60
F'24 grant	607	Nov 01, 2024	Nov 01, 2029	10.00	650.60

Movement in LTIs

	Particulars	**Number of Shares**	
	Particulars	**For the year ended March 31, 2026**	**For the year ended March 31, 2025**
(1)	The number of share options outstanding at the beginning of the year;.....	3,870	3,070
(2)	Granted during the year.....	3,168	1,823
(3)	Exercised and paid during the year.....	1,631	1,023
(4)	Expired/forfeited during the year.....	–	–
(5)	Outstanding at the end of the year.....	5,407	3,870

Cash based Long term incentives units exercised during the year ended on 31 March 2026

Particulars	Number of SAR's	Expiry Date	Share price at Exercise price
F'23 grant	1,023	30-11-2025	780.9
F'24 grant	608	30-11-2025	780.9

Cash based Long term incentives units exercised during the year ended on 31 March 2025

Particulars	Number of SAR's	Expiry Date	Share price at Exercise price
F'23 grant	1,023	30-11-2025	650.6

The inputs used in the measurement of the fair values at grant date of the cash-settled share-based payment plans were as follows.

Particulars	Cash based Long term incentive units	
	For the year ended March 31, 2026	For the year ended March 31, 2025
(1) Share price	**780.9**	660.6
(2) Exercise price	**10.00**	10.00
(3) Expected volatility (weighted-average)	**45.20%**	45.20%
(4) Option Life (in years)	**2.58**	2.58
(5) Expected dividends yield	**5.00%**	5.00%
(6) Risk-free interest rate (based on government bonds)	**6.50%**	7.00%

Note No. 42

Additional regulatory information pursuant to the requirement in Division II of Schedule III to the Companies Act, 2013

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(iv) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries

v) The Company has not received any fund from any persons or entities, including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

vi) The Company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

vii) The Company has no borrowings from banks and financial institutions as at the year ended 31st March, 2026. The quarterly returns or statements of current assets filed by the Company with banks and financial institutions are in agreement with the books of accounts.

viii) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

ix) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

In terms of our report attached

For **B S R & Co. LLP**
Chartered Accountants
Firm Registration Number
101248W/W-100022

Sushma Jaglan
Partner
Membership no: 137783

Place: Mumbai
Date: April 20 2026

For and on behalf of the Board of Directors of
Mahindra Steel Service Centre Limited
CIN:U27100MH1993PLC070416

Romali Malvankar
Company Secretary
Membership No-A29447

Jitendra T. Rahate
Chief Financial Officer
ICAI Membership No-117623

Place: Mumbai
Date: April 20 2026

Ranjan Pant
Chairman
DIN: 00005410

Sumit Issar
Managing Director
DIN: 06951249

INDEPENDENT AUDITOR'S REPORT

To the Members of
Mahindra Electrical Steel Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Mahindra Electrical Steel Private Limited (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India relating to the liquidation basis of accounting, of the state of affairs of the Company as at 31 March 2026, and its loss and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Emphasis of Matter

a. We draw attention to Note 2.1 to the financial statements, which explains that in view of decision of the Board of Directors of the Company to voluntarily liquidate the Company under the Companies Act, 2013 ("the Act") read with Insolvency and Bankruptcy Code, 2016, subject to the shareholder's approval, the going concern assumption is not appropriate for the preparation of financial statements of the Company as at and for the year ended 31 March 2026. Accordingly, the financial statements of the Company have been prepared on a liquidation basis i.e. assets are measured at lower of carrying amount and estimated net realisable values and liabilities are stated at their estimated settlement amounts in the financial statements.

   Our opinion is not modified in respect of this matter.

Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India relating to the liquidation basis of accounting, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so. In the present case the Board of Directors intends to liquidate the Company.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern. In the present case, liquidation basis of accounting has been used since the Management and Board of Directors have concluded that the use of going concern basis is not appropriate in the facts and circumstances as stated in Note 2.1 to the financial statements.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e. The matter that financial statements have been prepared on a liquidation basis as described in the Emphasis of Matter paragraph above, in our opinion, has an adverse effect on the functioning of the Company.

f. On the basis of the written representations received from the directors as on 1 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

g. the details relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above.

h. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company does not have any pending litigations which would impact its financial position.

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d. (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 21 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The management has represented, that, to the best of its knowledge and belief, as disclosed in the Note 21 to the financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Party or provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software. Further we did not come across any instance of the audit trail feature being tampered with. Additionally, where audit trail (edit log) was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the Company has not paid any remuneration to its directors during the year. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Sushma Jaglan
Partner
Membership No.: 137783
ICAI UDIN: 26137783TWBBCU1821

Place: Mumbai
Date: 13 April 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA ELECTRICAL STEEL PRIVATE LIMITED FOR THE YEAR ENDED 31 MARCH 2026

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company does not have any Property, Plant and Equipment. Accordingly, clause 3(i)(a)(A) of the order is not applicable.

(B) The Company does not have any intangible assets. Accordingly, clause 3(i)(a)(B) of the order is not applicable.

(i) (b) The Company does not have any Property, Plant and Equipment. Accordingly, clause 3(i)(b) of the order is not applicable.

(c) The Company does not have any immovable property (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee). Accordingly, clause 3(i)(c) of the Order is not applicable.

(d) The Company does not have any Property, Plant and Equipment (including intangible assets). Accordingly, clause 3(i)(d) of the order is not applicable.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The Company is not carrying out any manufacturing activity. Accordingly, it does not hold any physical inventories. Accordingly, clause 3(ii)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the products manufactured by it. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Income-Tax and other material statutory dues have been regularly deposited by the Company with the appropriate authorities. Further, the Company did not have any dues on account of Goods and Service Tax ('GST'), Provident Fund, Employees' State Insurance, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax and Cess. According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no undisputed amounts payable in respect of Income-Tax and other material statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they become payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Income-Tax or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans during the year and previous years. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) is not applicable.

(f) The Company does not hold any investment in any subsidiary, associate or joint venture (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(f) is not applicable.

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) Based on the information and explanations provided to us, the Company does not have a vigil mechanism and is not required to have a vigil mechanism as per the Act.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards. The provisions of Section 177 are not applicable to the company and accordingly reporting under clause 3(xiii) in sofar as it relates to Section 177 of the Act is not applicable to the Company and hence not commented upon.

(xiv) (a) In our opinion and based on the information and explanations provided to us, the Company is not required to have an internal audit system as per Section 138 of the Act.

(b) In our opinion and based on the information and explanations provided to us, the Company does not have an internal audit system and is not required to have an internal audit system as per Section 138 of the Act. Accordingly, clause 3(xiv)(b) of the Order is not applicable.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has 5 CICs as part of the Group.

(xvii) The Company has incurred cash losses of Rs. 3.06 lakhs in the current financial year; however no cash loss was incurred in the previous year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) We draw attention to Note 2.1 of the financial statements which explains the decision of the Board of Directors to voluntarily liquidate the Company and accordingly the financial statements are prepared on liquidation basis of accounting. On the basis of the above and according to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, the aforesaid events or conditions indicate that a material uncertainty exists as on the date of the audit report regarding whether the Company is capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within the period of one year from the balance sheet date.

(xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For B S R & Co. LLP

Chartered Accountants

Firm's Registration No.: 101248W/W-100022

Sushma Jaglan

Partner

Place: Mumbai — Membership No.: 137783

Date: 13 April 2026 — ICAI UDIN: 26137783TWBBCU1821

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA ELECTRICAL STEEL PRIVATE LIMITED FOR THE YEAR ENDED 31 MARCH 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(h) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Electrical Steel Private Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Sushma Jaglan
Partner
Membership No.: 137783
ICAI UDIN: 26137783TWBBCU1821

Place: Mumbai
Date: 13 April 2026

BALANCE SHEET AS AT MARCH 31, 2026

Rs in lakhs

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
A ASSETS			
1 Current assets			
a) Financial assets			
(i) Cash and cash equivalents	4	**4.80**	9.38
Total current assets		**4.80**	9.38
Total assets		**4.80**	9.38
B EQUITY AND LIABILITIES			
1 Equity			
a) Equity share capital	5	**250.00**	250.00
b) Other equity	6	**(247.18)**	(244.12)
Total equity		**2.82**	5.88
Liabilities			
2 Current liabilities			
i) Trade payables			
(a) total outstanding dues of micro enterprises and small enterprises; and	8	**–**	–
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	8	**1.81**	3.39
b) Other current liabilities	9	**0.17**	0.11
Total current liabilities		**1.98**	3.50
Total Equity and Liabilities (1+2)		**4.80**	9.38

The accompanying notes 1 to 21 are an integral part of the financial statements

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's registration number: 101248W/W-100022

Sushma Jaglan
Partner
Membership number: 137783

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors of

Mahindra Electrical Steel Private Limited

CIN: U27100MH2009PTC193205

Sumit Issar
Director
DIN: 06951249

Vijay Arora
Director
DIN: 07347126

Place: Mumbai
Date: 13 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

Rs in lakhs

Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
I **OTHER INCOME**	10	**–**	1,215.74
I Total Income		**–**	1,215.74
II EXPENSES			
a) Finance costs	11	**–**	65.68
b) Other expenses	12	**3.06**	5.58
Total expenses		**3.06**	71.26
III (Loss) / Profit before tax (I - II)		**(3.06)**	1,144.48
IV Tax expense			
a) Current tax	12	**–**	–
b) Deferred tax	13	**–**	–
Total tax expense		**–**	–
V (Loss) / Profit after tax (III - IV)		**(3.06)**	1,144.48
VI Other comprehensive income			
a) Items that will not be reclassified to profit or loss		**–**	–
b) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
VII Total comprehensive (loss) /income for the year (V + VI)		**(3.06)**	1,144.48
VIII Earnings per Equity share (face value of Rs. 10 each)			
Basic and Diluted (Rs.)	16	**(0.12)**	100.78

The accompanying notes 1 to 21 are an integral part of the financial statements

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's registration number: 101248W/W-100022

Sushma Jaglan
Partner
Membership number: 137783

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors of

Mahindra Electrical Steel Private Limited

CIN: U27100MH2009PTC193205

Sumit Issar
Director
DIN: 06951249

Vijay Arora
Director
DIN: 07347126

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

A. Equity share capital

Rs in lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Issued, subscribed and paid up		
Opening Balance	**250.00**	50.00
Changes in equity during the year	**–**	200.00
Closing Balance	**250.00**	250.00

B. Other Equity

Rs in lakhs

Particulars	Equity component of compound financial instruments	Retained earnings	Total
Balance as at March 31, 2024	**511.97**	**(1,900.57)**	**(1,388.60)**
Profit for the year	–	1,144.48	1,144.48
Other comprehensive loss	–	–	–
Total comprehensive Income for the year	–	1,144.48	1,144.48
Balance as at March 31, 2025	**511.97**	**(756.09)**	**(244.12)**
Loss for the year	–	(3.06)	(3.06)
Other comprehensive loss	–	–	–
Total comprehensive loss for the year	–	(3.06)	(3.06)
Balance as at March 31, 2026	**511.97**	**(759.15)**	**(247.18)**

Nature and purpose of other equity:

Equity component of compound financial instruments:

i) The Company has received the Inter Corporate Deposits from the Promoters and under Ind AS the difference between the Fair Value and Transaction Value is recognised as Equity Component of Compound Financial Instruments under Other Equity.

ii) Retained earnings comprises of accumulated balance of losses of current and prior years including transfers made to / from other reserves from time to time. The reserve can be utilized or distributed by the company in accordance with the provisions of Companies Act, 2013.

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's registration number: 101248W/W-100022

Sushma Jaglan
Partner
Membership number: 137783

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors of

Mahindra Electrical Steel Private Limited

CIN: U27100MH2009PTC193205

Sumit Issar
Director
DIN: 06951249

Vijay Arora
Director
DIN: 07347126

Place: Mumbai
Date: 13 April 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

Rs in lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
A. Cash flow from operating activities		
(Loss)/Profit for the year	**(3.06)**	1,144.48
Adjustments for:		
Profit on surrender of Leasehold land	**–**	(911.98)
Provision reversal for non utilisation fees on leasehold land	**–**	(303.76)
Finance costs	**–**	65.68
Provision reversal for Deposit given to GIDC	**–**	(9.48)
	–	(1,159.54)
Operating loss before working capital changes	**(3.06)**	(15.06)
Changes in working capital:		
(Decrease)/Increase in other assets	**–**	10.83
(Decrease)/Increase in trade payables	**(1.58)**	1.51
(Decrease) / Increase in other current Liabilities	**0.06**	(1.37)
	(1.52)	10.97
Cash used in operations	**(4.58)**	(4.09)
Less: Net income tax refund received/(paid)(net)	**–**	–
Net cash flow used in operating activities (A)	**(4.58)**	(4.09)
B. Cash flow from investing activities		
Proceeds from surrender of Leasehold land	**–**	1,590.00
Net cash flow generated from investing activities (B)	**–**	1,590.00
C. Cash flow from financing activities		
Proceeds from fresh issue of Equity shares	**–**	200.00
Inter-corporate deposit taken	**–**	1,980.00
Inter-corporate deposit repaid	**–**	(3,610.00)
Interest paid	**–**	(160.88)
Net cash flow (used in)/from financing activities (C)	**–**	(1,590.88)
Net (decrease) /increase in cash and cash equivalents (A + B + C)	**(4.58)**	(4.97)
Cash and cash equivalents at beginning of the year	**9.38**	14.35
Cash and cash equivalents at end of the year (Refer note 4)	**4.80**	9.38
	(4.58)	(4.97)

Notes:

The above Statement of Cash Flow has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'.

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026 (CONTD.....)

IND AS 7 Cash flow statements requires the entities to provide disclosures that enable users of financial statements to evaluate changes in Liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for Liabilities arising from financing activities, to meet the disclosure requirement. The required disclosure is made below:

Rs in lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening Balance:		
Short term borrowings	–	1,630.00
Total Opening Balance	–	1,630.00
(a) Cash flow movements:		
Proceeds from borrowings	–	1,980.00
Repayment of borrowings	–	(3,610.00)
	–	(1,630.00)
(b) Non cash adjustments	–	–
Closing Balance:		
Short term borrowings	–	–
Total Closing Balance	–	–

The accompanying notes 1 to 21 are an integral part of the financial statements

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's registration number: 101248W/W-100022

Sushma Jaglan
Partner
Membership number: 137783

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors of

Mahindra Electrical Steel Private Limited

CIN: U27100MH2009PTC193205

Sumit Issar
Director
DIN: 06951249

Vijay Arora
Director
DIN: 07347126

Place: Mumbai
Date: 13 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1 Corporate information:

Mahindra Electrical Steel Private Limited ('the Company') was incorporated in India on June 10, 2009 as a Public Company with authorised share capital of Rs.1,500.00 lakhs. The Ministry of Corporate Affairs approved the change of name from Mahindra Electrical Steel Limited to Mahindra Electrical Steel Private Limited with effect from January 13, 2012. The Company is a public Company by virtue of proviso to Section 2(71) of the Companies Act, 2013 ("the 2013 Act") as it is a subsidiary of Mahindra Accelo Limited a public limited Company. The Company's main object is to trade in or process non-ferrous/ferrous materials including various grades of steel.

2 Material Accounting Policies

2.1 Statement of Compliance and Basis of preparation and presentation :

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act 2013 and other relevant provisions of the Act.

Basis of Accounting (Going Concern Not Appropriate)

"The accompanying financial statements have not been prepared on a going concern basis. The Company has not pursued any business proposals, does not currently have any operating business, and has no immediate plans to commence operations. The management has assessed the Company's financial position, future business expectations, and the absence of operational activities, and accordingly concluded that the going concern assumption is no longer appropriate. Accordingly, the Company in its Board of Directors Meeting dated 12 January 2026 after detailed discussion decided to proceed with voluntary liquidation process under Companies Act, 2013 (""the Act"") read with Insolvency and Bankruptcy code Act.

Company had ascertained its operating cycle as twelve months for the purpose of current and non current classification of assets and liabilities. However, in view of the above circumstances, the financial statements have been prepared under the assumption that the Company will not continue its operations in the foreseeable future.

Consequently:

1) Assets have been measured at their estimated realisable values, and
2) Liabilities have been recorded at the amounts expected to be settled, without assuming the normal course of business.

No adjustments have been made for the recoverability or classification of assets and liabilities that would have been necessary had the financial statements been prepared on a going concern basis.

Management will continue to evaluate future developments and take necessary actions as appropriate."

The financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency.

The financial statements were approved by the Board of Directors and authorised for issue on April 13, 2026.

2.2 Use of estimates and judgments:

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, Liabilities, income, expenses etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

2.3 Financial assets and Financial Liabilities:

Financial instruments:

Financial assets and financial Liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments. Financial assets and financial Liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial Liabilities (other than financial assets and financial Liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial Liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial Liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit or Loss.

Financial assets:

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Financial Liabilities and Equity instruments:

Debt and Equity instruments issued by the Company are classified as either financial Liabilities or as Equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an Equity instrument.

Equity instrument:

An Equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all its Liabilities. Equity instrument issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own Equity instrument is recognised and deducted directly in Equity. No gain or loss is recognised in the Statement of Profit or Loss on the purchase, sale, issue or cancellation of the Company's own Equity instruments.

Financial Liabilities:

All the financial Liabilities are subsequently measured at amortised cost using the effective interest method or at fair value through profit and loss.

Derecognition of financial Liabilities:

Compound financial instruments

The component parts of compound financial instruments issued by the Company are classified separately as financial Liabilities and Equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an Equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or another financial asset for a fixed number of the Company's own Equity instruments is an Equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recognised as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

The conversion option classified as Equity is determined by deducting the amount of the liability component from the fair value of the compound financial instrument as a whole. This is recognised and included in Equity, net of income tax effects, and is not subsequently remeasured. In addition, the conversion option classified as Equity will remain in Equity until the conversion option is exercised, in which case, the balance recognised in Equity will be transferred to other component of Equity. When the conversion option remains unexercised at the maturity date of the convertible note, the balance recognised in Equity will be transferred to retained earnings. No gain or loss is recognised in profit or loss upon conversion or expiration of the conversion option.

Transaction costs that relate to the issue of the convertible notes are allocated to the liability and Equity components in proportion to the allocation of the gross proceeds. Transaction costs relating to the Equity component are recognised directly in Equity. Transaction costs relating to the liability component are included in the carrying

amount of the liability component and are amortised over the lives of the convertible notes using the effective interest method.

2.4 Cash and cash equivalents (for purposes of Cash Flow Statement):

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.5 Cash flow statement:

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.6 Earnings per share:

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of Equity shares outstanding during the year.

2.7 Taxes on income:

Income Tax expense represents the sum of the tax currently payable and deferred tax.

Current Tax:

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred Tax:

Deferred tax assets and Liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and Liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences could be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax Liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax Liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and Liabilities.

Current and deferred tax for the year:

Current and deferred tax are recognized in the Statement of Profit or Loss, except when they relate to items that are recognized in other comprehensive income or directly in Equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in Equity respectively.

Minimum Alternate Tax (MAT):

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax against which the MAT paid will be adjusted.

2.8 Leases:

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

As a lessee

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

2.9 Provisions and contingencies:

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

2.10 Non-current assets held for sale

The Company classifies non-current assets and disposal groups as held for sale if their carrying amounts will be recovered principally through a sale rather than through continuing use.

Non-current assets and disposal groups classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell. Costs to sell are the incremental costs directly attributable to the disposal of an asset (disposal group), excluding finance costs and income tax expense.

The criteria for held for sale classification is regarded as met only when the sale is highly probable, and the asset or disposal group is available for immediate sale in its present condition. Actions required to complete the sale/ distribution should indicate that it is unlikely that significant changes to the sale will be made or that the decision to sell will be withdrawn. Management must be committed to the sale and the sale expected within one year from the date of classification.

For these purposes, sale transactions include exchanges of non-current assets for other non-current assets when the exchange has commercial substance. The criteria for held for sale classification is regarded met only when the assets or disposal group is available for immediate sale in its present condition, subject only to terms that are usual and customary for sales of such assets (or disposal groups), its sale is highly probable; and it will genuinely be sold, not abandoned. The group treats sale of the asset or disposal group to be highly probable when:

The appropriate level of management is committed to a plan to sell the asset (or disposal group),

An active programme to locate a buyer and complete the plan has been initiated (if applicable),

– The asset (or disposal group) is being actively marketed for sale at a price that is reasonable in relation to its current fair value,

– The sale is expected to qualify for recognition as a completed sale within one year from the date of classification, and

– Actions required to complete the plan indicate that it is unlikely that significant changes to the plan will be made or that the plan will be withdrawn.

3 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively.

Note 4 - Cash and cash equivalents

Rs in lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents		
Unrestricted balances with banks		
In current accounts	**4.80**	9.38
Total	**4.80**	9.38

Note 5 - Equity Share capital

Rs in lakhs

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of shares	Amount	Number of shares	Amount
(a) Authorised				
Equity shares of Rs. 10 each....	**1,50,00,000**	**1,500.00**	1,50,00,000	1,500.00
	1,50,00,000	**1,500.00**	1,50,00,000	1,500.00
(b) Issued, subscribed and fully paid up				
Equity shares of Rs. 10 each ..	**25,00,000**	**250.00**	25,00,000	250.00
	25,00,000	**250.00**	25,00,000	250.00

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period

Particulars	Opening balance	Fresh issue	Buy back	Closing balance
Issued, subscribed and fully paid up				
Equity Shares of Rs. 10 each for year ended March 31, 2026				
Number of shares	**25,00,000**	**–**	**–**	**25,00,000**
Amount (Rs in lakhs)	**250.00**	**–**	**–**	**250.00**
Equity Share of Rs. 10 each for year ended March 31, 2025				
Number of shares	5,00,000	20,00,000	–	25,00,000
Amount (Rs in lakhs)	50.00	200.00	–	250.00

Company has not allotted any equity shares for consideration other than cash, bonus shares, nor have any shares been bought back during the period of five years immediately preceding the balance sheet date.

(ii) Terms and rights attached to equity shares

The Company has only one class of Equity shares having a par value of Rs. 10/- per share. Each shareholder has the following voting rights (i) On a show of hands: one vote for a member present in person and (ii) On a poll: in proportion to the share in paid-up Equity share capital of the Company. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting, except in case of interim dividend. In the event of winding up, if the assets available for distribution are less/ more than sufficient to repay the whole of the paid up share capital, the losses/ excess shall be borne/ distributed amongst the members in proportion to the capital at the commencement of the winding up, paid up or which ought to have been paid up on the shares held by them respectively.

(iii) Details of shares held by the holding company

Particulars	As at March 31, 2026 Number of shares	As at March 31, 2025 Number of shares
Mahindra Accelo Limited (Including 6 equity shares held jointly with its nominees)	**25,00,000**	25,00,000

(iv) Details of shares held by each shareholder holding more than 5% shares

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of shares	% of holding	Number of shares	% of holding
Mahindra Accelo Limited (Including 6 equity shares held jointly with its nominees)	**25,00,000**	**100%**	25,00,000	100%

(v) Details of equity shares held by promoter and promoter group:

Particulars	As at March 31, 2026		As at March 31, 2025		% Change during the year
	Number of shares	% of holding	Number of shares	% of holding	
Mahindra Accelo Limited (Including 6 equity shares held jointly with its nominees)	**25,00,000**	**100%**	25,00,000	100%	–

Note 6 - Other equity

Rs in lakhs

Particulars	Equity component of compound financial instruments	Retained earnings	Total
Balance as at March 31, 2024	**511.97**	**(1,900.57)**	**(1,388.60)**
Profit for the year	–	1,144.48	1,144.48
Total comprehensive income for the year	–	1,144.48	1,144.48
Balance as at March 31, 2025	**511.97**	**(756.09)**	**(244.12)**
Loss for the year	–	(3.06)	(3.06)
Total comprehensive loss for the year	–	(3.06)	(3.06)
Balance as at March 31, 2026	**511.97**	**(759.15)**	**(247.18)**

Note 7 - Borrowings

Rs in lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Measured at amortised cost		
Unsecured borrowings - at amortised Cost		
Loans		
Inter-corporate deposits taken:	–	–
Unsecured		
From related parties		
Mahindra Accelo Limited*	–	–
Mahindra Steel Service Center Limited*	–	–
Total current borrowings	–	–

* Public Limited companies in which directors of the Company are directors.

The Company has taken unsecured short term intercorporate deposit for general corporate funding of Rs. 190 Lakhs which is NIL Lakhs as at 31 March 2025 from the Holding Company Mahindra Accelo Limited. (Interest was payable at the rate of 8.35% to 9.55% p.a. The Company has taken unsecured short term intercorporate deposit for general corporate funding of Rs. 1,790 Lakhs which is NIL Lakhs as at 31 March 2025 from the Fellow Subsidiary Company Mahindra Steel Service Centre Limited. (Interest was payable at the rate of 8.35% p.a.

Note 8 - Trade payables

Rs in lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Trade payables		
(a) total outstanding dues of micro enterprises and small enterprises;	–	–
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	**1.81**	3.39
Total	**1.81**	3.39

Note - There are no Micro and Small Enterprises, as defined in the Micro, Small, Medium Enterprises Development Act, 2006, to whom the Company owes dues on account of principal amount together with interest and accordingly no additional disclosures have been made. This has been determined to the extent such parties have been identified based on the information available with the Company which has been relied upon by the auditors.

For 31 March 2026

Rs in lakhs

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(a) total outstanding dues of micro enterprises and small enterprises; and						
(b) total outstanding dues of creditors other than micro enterprise and small enterprises	1.81	–	–	–	–	1.81
Total	1.81	–	–	–	–	1.81

For 31 March 2025

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(a) total outstanding dues of micro enterprises and small enterprises; and						
(b) total outstanding dues of creditors other than micro enterprise and small enterprises	3.39	–	–	–	–	3.39
Total	3.39	–	–	–	–	3.39

Note: Dues to Micro, Small and Medium Enterprises

Rs in lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
The amounts remaining unpaid to micro and small suppliers as at the end of the year		
Principal	–	–
Interest due thereon	–	–
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year	–	–
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act,2006	–	–
The amount of interest accrued and remaining unpaid at the end of each accounting year.	–	–
The amount of further interest remaining due and payable even in the succeeding years until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006.	–	–
Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditors.		

Note 9 – Other current liabilities

Rs in lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
(a) Statutory dues (TDS)	**0.17**	0.11
Total	**0.17**	0.11

Note 10 - Other income

Particulars	For the year ended March 31, 2026	Rs in lakhs For the year ended March 31, 2025
Profit on surrender of leasehold Land ...	–	911.98
Provision reversal for non utilisation fees on leasehold land	–	**303.76**
Total	–	**1,215.74**

Note : The Company had certain unused land parcel taken on long term lease from GIDC since January 2019, which the company has surrendered back to GIDC during the previous year.

Note 11 - Finance costs

Particulars	For the year ended March 31, 2026	Rs in lakhs For the year ended March 31, 2025
Interest expense		
(a) Interest on inter corporate deposits	–	65.68
Total	–	65.68

Analysis of interest expenses by category

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a) On financial liability at amortised cost	–	65.68
Total	–	65.68

Note 12 - Other expenses

Particulars	For the year ended March 31, 2026	Rs in lakhs For the year ended March 31, 2025
(a) Rates & taxes	–	0.03
(b) Legal & professional expenses ...	**0.66**	3.53
(c) Auditors' remuneration (refer Note below).....	**1.89**	1.88
(d) Other general expenses	**0.52**	0.14
Total	**3.06**	5.58

Note

(a)	For the year ended March 31, 2026	Rs in lakhs For the year ended March 31, 2025
Payment to statutory auditors:		
For audit (Including GST)	**1.89**	1.88
Total	**1.89**	1.88

Note 13 - Current tax

(a) Income Tax recognised in profit and loss

Particulars	For the year ended March 31, 2026	Rs in lakhs For the year ended March 31, 2025
Current tax:		
In respect of current year.....	–	–
Excess provision for income tax for prior year	–	–
Total	–	–
Deferred tax:		
In respect of current year origination and reversal of temporary differences	–	–
Due to change in income tax rate	–	–
Total	–	–

(b) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Particulars	For the year ended March 31, 2026	Rs in lakhs For the year ended March 31, 2025
(Loss)/Profit before tax	**(3.06)**	1,144.48
Income tax expense calculated at 25.168% (FY 2025-25.168%)	**(0.77)**	298.00
Effect of different tax rates.....	–	**(133.90)**
Effect of current year losses for which no deferred tax asset is recognised	**0.77**	**(164.10)**
Income tax expense recognised in the Statement of profit and loss	–	–

Note 14 - Deferred tax

Rs in lakhs

Particulars	For the year ended March 31, 2026			
	Opening Balance	Recognised in profit and loss	Recognised in equity	Closing Balance
Tax effect of items constituting deferred tax Liabilities				
- Deferred tax -on recognition of Equity component on financial instrument.....	**153.43**	–	–	**153.43**
Tax effect of items constituting deferred tax assets				
- Deferred tax - on recognition of accrued interest on financial instrument.....	**153.43**	–	–	**153.43**
Total.....	–	–	–	–

Rs in lakhs

Particulars	For the year ended March 31, 2025			
	Opening Balance	Recognised in profit and loss	Recognised in equity	Closing Balance
Tax effect of items constituting deferred tax liabilities				
- Deferred tax -on recognition of Equity component on financial instrument	153.43	–	–	153.43
Tax effect of items constituting deferred tax assets				
- Deferred tax - on recognition of accrued interest on financial instrument	153.43	–	–	153.43
Total	–	–	–	–

The Company has unused long term capital losses of Rs. 208.75 Lakhs on which deferred tax assets has not been created. Further this unrecognised tax losses are carried forward till assessment year 2034-35.

Note 15 - Financial Instruments

Financial Risk Management Framework

The Company's activities expose it to liquidity risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves and banking facilities by continuously monitoring forecast and actual cash flow, and by matching the monitoring profiles of financial assets and Liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial Liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial Liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

Rs in lakhs

Particulars	Effective interest rate	Less than 1 Year	1–3 Years	3–4 Years	5 Years and above	Total	Carrying value
Non-derivative financial liabilities							
March 31, 2026							
Non-interest bearing	–	**1.81**	**–**	**–**	**–**	**1.81**	**1.81**
Total		**1.81**	**–**	**–**	**–**	**1.81**	**1.81**
March 31, 2025							
Non-interest bearing.....		3.39		–	–	3.39	3.39
Total		3.39	**–**	–	–	3.39	3.39

Sensitivity interest rate increase by 1%: Profit will decrease by Rs. NIL lakhs for the year ended March 31, 2026 (FY 2025 Rs. NIL lakhs)

Sensitivity interest rate decrease by 1%: Profit will increase by Rs. NIL lakhs for the year ended March 31, 2026 (FY 2025 Rs. NIL lakhs)

(iii) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Rs in lakhs

Particulars	Effective interest rate	Less than 1 Year	1–3 Years	3–4 Years	5 Years and above	Total	Carrying value
Non-derivative financial assets							
March 31, 2026							
Non-interest bearing	–	**4.80**	**–**	**–**	**–**	**4.80**	**4.80**
Total		**4.80**	**–**	**–**	**–**	**4.80**	**4.80**
March 31, 2025							
Non-interest bearing.....		9.38	–	–	–	9.38	9.38
Total		9.38	–	–	–	9.38	9.38

Note 16 - Related Party Disclosures

Related party disclosures as required by Ind AS-24 " Related Party Disclosures" are given below.

(A) List of Related Parties:

Ultimate Holding Company	Mahindra & Mahindra Limited
Holding Company	Mahindra Accelo Limited
Fellow Subsidiary	Mahindra Steel Service Centre Limited
Key Management Personnel (KMP)	Mr. Sumit Issar, Non executive & Non Independent Director
Key Management Personnel (KMP)	Mr. Vijay Arora, Non executive & Non Independent Director
Key Management Personnel (KMP)	Ms. Manaswini Goel, Non executive & Non Independent Director (upto 24 October, 2024)
Key Management Personnel (KMP)	Ms. Jasmine Kaur, Non executive & Non Independent Director (appointed w.e.f. 25 October, 2024)

(B) Transactions with Related Parties:

(a) Disclosure of transactions between the Company and related parties during the year ended March 31, 2026:

Rs in lakhs

	For the year ended March 31, 2026	For the year ended March 31, 2025
(i) Ultimate Holding Company		
Professional fees (excluding taxes)	**–**	1.00
Other general expenses (excluding taxes)	**0.53**	0.50
(ii) Holding Company		
Inter Corporate Deposits received	**–**	190.00
Inter Corporate Deposits repaid	**–**	1,820.00
Interest on Inter Corporate Deposits	**–**	52.51
Issue of Equity share capital	**–**	200.00
(iii) Fellow Subsidiary Company		
Inter Corporate Deposits received	**–**	1,790.00
Inter Corporate Deposits repaid	**–**	1,790.00
Interest on Inter Corporate Deposits	**–**	13.17

(b) Outstanding balances:

Rs in lakhs

	As at March 31, 2026	As at March 31, 2025
Outstanding Receivables		
Ultimate Holding Company	**–**	–
Outstanding payables		
Ultimate Holding Company	**–**	–

During the year, there is no amount written off or written back in respect of such parties.

Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.

Note 17 - Earnings per share

Rs in lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(Loss)/Profit after tax (Rs in lakhs) (A)	**(3.06)**	1,144.48
Weighted average number of Equity shares (B)	**2,500,000**	1,135,616
Earnings per share [Basic/Diluted] (Rs.) (A/B)	**(0.12)**	100.78
Nominal value of Equity share (Rs.)	**10.00**	10.00

(i) Weighted average number of shares is the number of Equity shares outstanding at the beginning of the period adjusted by the number of Equity shares issued during period, multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the year.

Note 18 - Ratios

Rs in lakhs

Sr. No.	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025	Variance	Note
1	**Current ratio (times)** Current assets/Current liabilities	2.42	2.68	-10%	
2	**Debt-Equity ratio (times)** (Long term borrowings + short term borrowings (including current maturities of long term borrowings)/(Total equity)	NA	NA	0%	
3	**Debt service coverage ratio (times)** (Profit before interest and depreciation)/ (gross interest for the period + principal repayments within a year)	NA	NA	0%	
4	**Return on Equity** (Net profit for the period/Total equity)	-109%	19464%	-101%	1
5	**Inventory turnover (times)** (Cost of materials consumed/Average inventories for the period)	NA	NA	0%	
6	**Trade receivables turnover (times)** (Revenue from sale of goods and services)/(Average trade receivable for the year)	NA	NA	0%	
7	**Trade payables turnover (times)** (Purchase of goods and services)/ (Average trade payables for the year)	NA	NA	0%	
8	**Net working capital turnover (times)** (Revenue from sale of goods and services)/(working Capital i.e. current assets - current liabilities)	NA	NA	0%	
9	**Net Profit margin (%)** (Net Profit for the period/Revenue from operations)	NA	NA	0%	
10	**Return on capital employed (%)** (Profit before interest and tax) / (Total Equity + Total debt)	-109%	20581%	-101%	2
11	**Return on Investment (%)** (Total income from investment/Average investment for the period)	NA	NA	0%	

Notes:

1) Change in ratio is mainly on account of one time income from transfer of leasehold land in last year and current year losses.

2) Change in ratio is mainly on account of one time income from transfer of leasehold land in last year and current year losses.

Note 19 - Fair Value Measurement

Fair Valuation Techniques and Inputs used

This section explains the judgment and estimates made in determining the fair value of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in financials statements. To provide an indication about the reliability of the inputs used in determining the fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standards.

Level 1 inputs

Level 1 inputs are quoted prices in active markets for identical assets or Liabilities that the entity can access at the measurement date. A quoted market price in an active market provides the most reliable evidence of fair value and is used without adjustment to measure fair value whenever available, with limited exceptions. If an entity holds a position in a single asset or liability and the asset or liability is traded in an active market, the fair value of the asset or liability is measured within Level 1 as the product of the quoted price for the individual asset or liability and the quantity held by the entity, even if the market's normal daily trading volume is not sufficient to absorb the quantity held and placing orders to sell the position in a single transaction might affect the quoted price.

Level 2 inputs

Level 2 inputs are inputs other than quoted market prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 2 inputs include:

- quoted prices for similar assets or Liabilities in active markets
- quoted prices for identical or similar assets or Liabilities in markets that are not active
- inputs other than quoted prices that are observable for the asset or liability, for example
  - interest rates and yield curves observable at commonly quoted intervals
  - implied volatilities
  - credit spreads
- inputs that are derived principally from or corroborated by observable market data by correlation or other means ('market-corroborated inputs')

Level 3 inputs

Level 3 inputs are unobservable inputs for the asset or liability. Unobservable inputs are used to measure fair value to the extent that relevant observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date. An entity develops unobservable inputs using the best information available in the circumstances, which might include the entity's own data, taking into account all information about market participant assumptions that is reasonably available.

Rs in lakhs

	Carrying value			
	As at March 31, 2026		As at March 31, 2025	
Particulars	**Carrying value**	**Total**	Carrying value	Total
Financial assets				
Financial assets carried at Amortised Cost				
– Cash and cash equivalents	**4.80**	**4.80**	9.38	9.38
– Others	**–**	**–**	–	–
Total	**4.80**	**4.80**	9.38	9.38
Financial liabilities				
Financial liabilities held at amortised cost				
– Trade and other payables	**1.81**	**1.81**	3.39	3.39
Total	**1.81**	**1.81**	3.39	3.39

Fair value of financial assets and financial Liabilities that are not measured at fair value

The Company consider that the carrying amount of financial asset and financial Liabilities recognised in the financial statements approximate their fair value.

Note: 20 - Contingent Liabilities and Capital Commitments

There are no Contingent Liabilities and Capital Commitments for the year ended 31 March 2026 (Nil as on 31 March 2025).

Note: 21

Additional regulatory information pursuant to the requirements in Division II of Schedule III to the Companies Act, 2013

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company does not have any transactions with companies struck off.

(iii) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

  (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

  (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

  (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(vii) The Company has no transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(viii) The Company does not have any borrowings from banks and financial institutions on the basis of security of current assets.

(ix) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(x) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's registration number: 101248W/W-100022

Sushma Jaglan
Partner
Membership number: 137783

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors of

Mahindra Electrical Steel Private Limited

CIN: U27100MH2009PTC193205

Sumit Issar
Director
DIN: 06951249

Vijay Arora
Director
DIN: 07347126

Place: Mumbai
Date: 13 April 2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
MAHINDRA AUTO STEEL PRIVATE LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Mahindra Auto Steel Private Limited (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the *Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b. In our opinion, proper books of account as required by law have been kept so far as it appears from our examination of those books except for the matters stated in paragraph 2(B)(f)below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

   c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.

   d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

   e. On the basis of the written representations received from the directors as on 1 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f. the reservation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(A)(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules,2014.

   g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its financial statements - Refer Note 34 to the financial statements.

   b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

   c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

   d (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 44 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of its knowledge and belief, on the date of this audit report as disclosed in the Note 44 to the financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like from or on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 15 to the financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, we did not come across any instance of the audit trail feature being tampered with. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sushma Jaglan
Partner
Membership No.: 137783
ICAI UDIN:26137783BZODLM2525

Place: Mumbai
Date: 20 April 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA AUTO STEEL PRIVATE LIMITED FOR THE YEAR ENDED 31 MARCH 2026

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in phased manner over period three years. In accordance with this programme, all property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) The Company has self-constructed building on the leasehold land which is in the name of the Company based on the taxes paid to the authorities (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee).

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments in other parties. The Company has not made any investments in companies, firms, limited liability partnership. Accordingly, provisions of clauses Clause 3(iii)(a), 3(iii)(c) to Clause 3(iii)(f) of the Order are not applicable to the Company.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the year are, prima facie, not prejudicial to the interest of the Company.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods, traded goods and services provided by it and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and

Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been generally regularly deposited by the Company with the appropriate authorities, though there have been slight delays in payment of Employees State Insurance in few cases.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax and Income-Tax which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount Demanded (Rs. in lakhs)	Amount deposited under Protest (Rs. in lakhs)	Period to which the amount relates	Forum where dispute is pending
Goods and service tax Act, 2017	GST and Penalty	5.48	0.27	F.Y. 2018-19	Appellate authority
Goods and service tax Act, 2017	GST and Penalty	15.18	1.38	F.Y. 2019-20	Appellate authority
Income Tax Act, 1961	Income Tax and interest	104.54	*	A.Y. 2019-20	Assistant Director of Income Tax, CPC

* Dividend distribution tax paid of Rs.82 Lakhs.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) is not applicable.

(f) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(f) is not applicable.

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has 5 CICs as part of the Group

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sushma Jaglan
Partner
Membership No.: 137783
ICAI UDIN:26137783BZODLM2525

Place: Mumbai
Date: 20 April 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA AUTO STEEL PRIVATE LIMITED FOR THE YEAR ENDED 31 MARCH 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Auto Steel Private Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sushma Jaglan
Partner
Membership No.: 137783
ICAI UDIN:26137783BZODLM2525

Place: Mumbai
Date: 20 April 2026

BALANCE SHEET AS AT 31 MARCH, 2026

(Rs in lakhs)

	Particulars	Note No.	As at 31 March, 2026	As at 31 March, 2025
A	**ASSETS**			
	1 Non-current assets			
	(a) Property, plant and equipment	4	**21,573.51**	22,617.84
	(b) Capital work in progress	5	**95.36**	–
	(c) Other Intangible assets	6	**21.83**	–
	(d) Intangible Asset under Development (ITAUD)	7	**–**	64.94
	(e) Financial assets			
	(i) Other financial assets	8	**1,268.28**	1,389.28
	(f) Other Tax Assets (Net)	21	**19.94**	19.88
	(g) Other assets	9	**27.57**	9.40
	Total non-current assets		**23,006.49**	24,101.34
	2 Current assets			
	(a) Inventories	10	**16,230.00**	18,876.36
	(b) Financial assets			
	(i) Trade receivables	11	**16,980.17**	18,368.57
	(ii) Cash and cash equivalents	12	**846.46**	983.29
	(iii) Bank balances other than cash and cash equivalents	13	**4.15**	3.00
	(iv) Other financial assets	8	**68.17**	–
	(c) Other current assets	9	**294.73**	210.69
	Total current assets		**34,423.68**	38,441.91
	TOTAL ASSETS (1 + 2)		**57,430.17**	62,543.25
B	**EQUITY AND LIABILITIES**			
	1 Equity			
	(a) Equity share capital	14	**6,850.00**	6,850.00
	(b) Other equity	15	**20,513.63**	14,735.05
	Total Equity		**27,363.63**	21,585.05
	2 Non-current liabilities			
	(a) Financial liabilities			
	(i) Borrowings	16	**9,000.00**	–
	(ii) Lease liabilities	17	**3,876.12**	3,577.32
	(iii) Other financial liabilities	18	**0.28**	2.26
	(b) Provisions	19	**109.42**	70.48
	(c) Deferred tax liabilities (net)	22	**779.56**	1,458.62
	Total non-current liabilities		**13,765.38**	5,108.68
	3 Current liabilities			
	(a) Financial Liabilities			
	(i) Borrowings	23	**4,000.00**	15,000.00
	(ii) Lease liabilities	17	**55.76**	387.12
	(iii) Trade Payables			
	(A) total outstanding dues of micro enterprises and small enterprises	24	**32.25**	45.13
	(B) total outstanding dues of creditors other than micro enterprises and small enterprises	24	**11,090.61**	17,999.66
	(iv) Other financial liabilities	18	**226.44**	389.29
	(b) Other current liabilities	20	**779.66**	1,885.71
	(c) Provisions	19	**6.33**	8.82
	(d) Current Tax Liabilities (Net)	21	**110.11**	133.79
	Total current liabilities		**16,301.16**	35,849.52
	Total equity and liabilities (1+2+3)		**57,430.17**	62,543.25

The accompanying notes 1 to 44 are integral part the financial statements

In terms of our report attached
For B S R & Co. LLP
Chartered Accountants
Firm's Registration
No: 101248W/W-100022

Sushma Jaglan
Membership No: 137783

Place: Mumbai
Date: 20 April, 2026

Harishkumar Gupta
Chief Financial Officer
ICAI Membership No-109240

Priyanka Umesh Dhuri
Company Secretary
Membership No: A78977

For and on behalf of the Board of Directors of
Mahindra Auto Steel Private Limited
CIN No: U27100MH2013PTC250979

Sumit Issar	Director	DIN: 06951249
Ranjan Pant	Chairman	DIN: 00005410

Place: Mumbai
Date: 20 April, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2026

(Rs in lakhs)

	Particulars	Note No.	For the year ended 31 March, 2026	For the year ended 31 March, 2025
	INCOME			
I	Revenue from operations	25	**1,16,181.95**	1,00,191.22
II	Other Income	26	**97.32**	50.36
III	**Total income (I + II)**		**1,16,279.27**	1,00,241.58
IV	**EXPENSES**			
	(a) Cost of materials consumed	27	**97,732.96**	80,998.70
	(b) Purchases of stock-in-trade	27	**256.51**	7,847.82
	(c) Changes in inventories of finished goods and stock-in-trade	28	**1,930.36**	(1,496.47)
	(d) Employee benefits expense	29	**1,237.86**	949.62
	(e) Finance costs	30	**1,658.71**	1,444.51
	(f) Depreciation expenses	31	**1,829.17**	1,570.07
	(g) Other expenses	32	**3,390.73**	2,628.08
	Total Expenses (IV)		**1,08,036.30**	93,942.33
V	**Profit before tax (III - IV)**		**8,242.97**	6,299.25
VI	**Tax Expense**			
	(a) Current Tax	21	**2,481.05**	1,130.95
	(b) Deferred Tax	22	**(679.21)**	738.57
	Total tax expense		**1,801.84**	1,869.52
VII	**Profit for the year (V - VI)**		**6,441.13**	4,429.73
VIII	**Other comprehensive income / (loss)**		**0.46**	(6.92)
	(i) Items that will not be reclassified to profit or loss			
	(a) Remeasurements of the defined benefit plans		**0.61**	(9.77)
	(ii) Income tax relating to items that will be reclassified to profit or loss		**(0.15)**	2.85
IX	**Total comprehensive income for the year (VII + VIII)**		**6,441.59**	4,422.81
	Earnings per equity share (face value of Rs. 10 each):			
	(a) Basic / Diluted (Rs.)	33	**9.40**	6.47

The accompanying notes 1 to 45 are integral part the financial statements

In terms of our report attached
For B S R & Co. LLP
Chartered Accountants
Firm's Registration
No: 101248W/W-100022

Sushma Jaglan
Membership No: 137783

Place: Mumbai
Date: 20 April, 2026

Harishkumar Gupta
Chief Financial Officer
ICAI Membership No-109240

Priyanka Umesh Dhuri
Company Secretary
Membership No: A78977

For and on behalf of the Board of Directors of
Mahindra Auto Steel Private Limited
CIN No: U27100MH2013PTC250979

Sumit Issar	Director	DIN: 06951249
Ranjan Pant	Chairman	DIN: 00005410

Place: Mumbai
Date: 20 April, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH, 2026

A. Equity share capital

(Rs in lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Issued, subscribed and paid up		
Balance as at the beginning of the year	6,850.00	6,850.00
Changes in equity during the year	–	–
Balance as at the end of the year	**6,850.00**	6,850.00

B. Other Equity

(Rs in lakhs)

Particulars	Retained earnings
Balance at 1 April, 2024 (A)	10,982.24
Profit for the year (B)	4,429.73
Other comprehensive loss (C)	(6.92)
Total comprehensive income for the year (D)=(B)+(C)	4,422.81
Dividend paid on equity shares (E)	(670.00)
Balance at 31 March, 2025 (F)=(A)+(D)+(E)	14,735.05
Profit for the year (G)	**6,441.13**
Other comprehensive income (H)	**0.46**
Total comprehensive income for the year (I)=(G)+(H)	**6,441.59**
Dividend paid on equity shares(J)	**(663.01)**
Balance at 31 March, 2026 (F)+(I)+(J)	**20,513.63**

Description of the nature and purpose of Other Equity :

Retained earnings: Retained earnings comprises of accumulated balance of profits/(losses) of current and prior years including transfers made to / from other reserves from time to time. The reserve can be utilized or distributed by the Company in accordance with the provisions of the Companies Act, 2013

The accompanying notes 1 to 44 are integral part the financial statements

In terms of our report attached
For B S R & Co. LLP
Chartered Accountants
Firm's Registration
No: 101248W/W-100022

Sushma Jaglan
Membership No: 137783

Place: Mumbai
Date: 20 April, 2026

Harishkumar Gupta
Chief Financial Officer
ICAI Membership No-109240

Priyanka Umesh Dhuri
Company Secretary
Membership No: A78977

For and on behalf of the Board of Directors of
Mahindra Auto Steel Private Limited
CIN No: U27100MH2013PTC250979

Sumit Issar	Director	DIN: 06951249
Ranjan Pant	Chairman	DIN: 00005410

Place: Mumbai
Date: 20 April, 2026

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31 MARCH, 2026

(Rs in lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Cash flow from operating activities		
Profit before tax for the year	**8,242.97**	6,299.25
Adjustment for:		
(1) Depreciation and amortisation	**1,829.17**	1,570.07
(2) Finance costs	**1,658.71**	1,444.51
(3) Bad and doutful debts and advances written off	**22.11**	–
(4) Unrealised (gain) / loss on derivative contracts	**(68.17)**	52.44
(5) Liabilities no longer required written back	**–**	(36.57)
(6) Interest income recognised in Statement of Profit and Loss	**(6.73)**	(1.97)
(7) Gain on sale of current investments	**(11.05)**	(4.98)
(8) (Profit) on sale of property, plant and equipment (net)	**(2.89)**	(3.82)
	11,664.12	9,318.93
Movement in working capital:		
(1) (Increase)/ Decrease in trade receivables	**1,388.40**	(8,107.23)
(2) (Increase) / Decrease in inventories	**2,646.36**	(3,480.69)
(3) (Increase)/Decrease in other assets	**(28.47)**	2,061.69
(4) Increase / (Decrease) in trade payables	**(6,875.87)**	4,168.04
(5) Increase/ (Decrease) in provisions	**37.06**	30.64
(6) Increase/ (Decrease) in other liabilities	**(1,126.14)**	(843.11)
	(3,958.66)	(6,170.66)
Cash generated from operating activities	**7,705.46**	3,148.27
Less: Income taxes paid (net)	**(2,504.79)**	(1,026.51)
Cash generated from operating activities	**5,200.67**	2,121.76
Cash flows from investment activities		
(1) Payment for property, plant and equipment	**(932.68)**	(2,368.99)
(2) Proceed from disposal of property, plant and equipment	**11.89**	7.58
(3) Interest received	**6.73**	1.97
(4) Investment in fixed deposits	**(1.19)**	–
(5) Proceeds from fixed deposits	**0.04**	–
(6) Purchase of current investments	**(23,480.00)**	(8,470.00)
(7) Proceeds from sale of current investments	**23,491.05**	8,474.98
Cash generated used in investment activities	**(904.16)**	(2,354.46)
Cash flow from financing activities		
(1) Proceeds from long term borrowings	**9,000.00**	–
(2) Repayment of long term borrowings	**–**	(4,829.16)
(3) Proceeds from short term borrowings	**23,900.00**	7,816.00
(4) Repayment of short term borrowings	**(34,900.00)**	(15,025.21)
(5) Payments for the principal portion of the lease liabilities	**(32.56)**	(11.10)
(6) Payments for the Interest portion of the lease liabilities	**(354.57)**	(267.29)
(7) Inter corporate Deposit taken	**–**	17,750.00
(8) Inter corporate Deposit repaid	**–**	(2,750.00)
(9) Interest paid	**(1,383.20)**	(1,187.86)
(10) Dividend paid	**(663.01)**	(670.00)
Cash (used in) /generated from financing activities	**(4,433.34)**	825.38
Net (decrease) / increase in cash and cash equivalents	**(136.83)**	592.68
Cash and cash equivalents at the beginning of the year	**983.29**	390.61
Cash and cash equivalents at the end of the year	**846.46**	983.29

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31 MARCH, 2026 (CONTD...)

(Rs in lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Schedule of cash and cash equivalent (refer note: 12 & 13)		
Cash in hand	**0.15**	0.02
Balances with bank	**846.31**	182.86
Fixed deposits with original maturity less than 3 months	**–**	800.41
	846.46	983.29

Notes:

1 The above Statement of cash flow has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'.

2 IND AS 7 statements of cash flow requires the entitles to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the balance sheet for liabilities arising from financing activities, to meet the disclosure requirement. The required disclosure is made below:

(Rs in lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Opening Balance:		
Long term borrowings	**–**	4,829.16
Short term borrowings	**15,000.00**	7,209.21
Total Opening Balance	**15,000.00**	12,038.37
Cash flow movements:		
Proceeds from borrowings	**32,900.00**	25,566.00
Repayment of borrowings	**(34,900.00)**	(22,604.37)
	(2,000.00)	2,961.63
Closing Balance:		
Long term borrowings	**9,000.00**	–
Short term borrowings	**4,000.00**	15,000.00
Total Closing Balance	**13,000.00**	15,000.00

In terms of our report attached
For B S R & Co. LLP
Chartered Accountants
Firm's Registration
No: 101248W/W-100022

Sushma Jaglan
Membership No: 137783

Place: Mumbai
Date: 20 April, 2026

Harishkumar Gupta
Chief Financial Officer
ICAI Membership No-109240

Priyanka Umesh Dhuri
Company Secretary
Membership No: A78977

For and on behalf of the Board of Directors of
Mahindra Auto Steel Private Limited
CIN No: U27100MH2013PTC250979

Sumit Issar	Director	DIN: 06951249
Ranjan Pant	Chairman	DIN: 00005410

Place: Mumbai
Date: 20 April, 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

1. Corporate information

Mahindra Auto Steel Private Limited is a private limited company domiciled in India and is incorporated on 12 December 2003 under the erstwhile Companies Act, 1956. The registered office of the Company is located at Mahindra Towers, P.K. Kurne Chowk, Worli, Mumbai - 400018.

The Company's main activity is steel processing from the plants located in Chakan. The Company is principally engaged in processing of automotive.

2. Statement of Compliance and Basis of preparation and presentation:

2.1. These standalone financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act 2013 (the Act) and other relevant provision of the Act.

All assets and liabilities are classified as current if it is expected to realise or settle within 12 months after the Balance Sheet date.

The financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency. All values are rounded to the nearest crores.

The financial statements were approved by the Board of Directors and authorised for issue on 20th April, 2026.

The Financial Statements have been prepared on historical cost basis except for certain financial instruments which are measured at fair value.

2.2. Use of estimates and judgments:

Judgements

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected

In particular, information about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes:

Note No. 3.1	Property, plant & equipment
Note No. 3.7	Fair value of financial assets and liabilities and investments
Note No. 3.10 & 3.11	Employee benefits, stock appreciation rights and long term incentive scheme
Note No. 3.18	Leases

3. Material accounting policies:

3.1. Property, plant & equipment:

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any. Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets up to the date the assets are ready for use. The estimated useful lives, residual values, are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the Statement of Profit and Loss.

Depreciation is calculated on Straight Line method on the depreciable amount i.e. the cost less estimated residual value over the estimated useful life of all assets and is generally recognised in the statement of profit and loss. Freehold land is not depreciated. These lives are in accordance with Schedule II to the Companies Act, 2013, other than the following asset class, based on technical advise which has considered estimated uses and operating condition of the assets:

(a) Vehicles : 5 years

(b) Blanking Line and slitting line: 20 years

(c) Robots – 10 Years

(d) Building : 30 years

(e) Computer : 3 years

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

3.2. Intangible assets :

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Amortisation is recognised on straight line basis over their estimated useful lives (software 3-5 years). The estimated useful lives and amortisation method are reviewed at the end of each reporting period, with the effects of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment loss.

3.3. Impairment of non-financial assets :

At the end of each reporting period, the Company reviews the carrying amounts and residual values of its non-financial assets (other than inventories, contract assets and deferred tax assets), intangible assets and investment in subsidiaries to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing the value in use, the estimated future cash flows are discounted at their present value using the pre-tax discount rate that reflects current market assessment of time value of money and the risks specific to the assets for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit or Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit or Loss.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

3.4. Inventories :

Inventories, except for Stores and spares which are valued at cost, are valued at the lower of cost (on weighted average basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary.

Cost comprises of all costs of purchase, conversion and other costs incurred in bringing the inventories to their present location and condition.

Net Realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

Work-in-progress and finished goods include appropriate proportion of fixed overheads based on normal capacity and variable overheads on actual production during the year.

3.5. Foreign exchange transaction and translation :

Transactions in currencies other than the Company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences on monetary items are recognised in the Statement of Profit or Loss in the period in which they arise.

3.6. Financial assets and Financial liabilities:

Financial instruments:

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit or Loss. A trade receivable without a significant financing component is initially measured at the transaction price.

Financial assets:

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Impairment of financial assets:

The Company applies the expected credit loss model for recognising impairment loss on financial assets. With respect to trade receivables the Company measures the loss allowance at an amount equal to lifetime expected credit losses.

Derecognition of financial assets:

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the Statement of Profit and Loss if such gain or loss would have otherwise been recognised in the Statement of Profit and Loss on disposal of that financial asset.

Financial liabilities and equity instruments:

Debt and equity instruments issued by the Company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instrument:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. Equity instrument issued by the Company are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instrument is recognised and deducted directly in equity. No gain or loss is recognised in the Statement of Profit or Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities:

All the financial liabilities are subsequently measured at amortised cost using the effective interest method or at fair value through profit and loss.

Derecognition of financial liabilities:

The Company derecognises financial liabilities when, and only when, the Company's obligation are discharged, cancelled or have expired. An exchange between the lender of debt instrument with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the term of an existing liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit or Loss.

Derivative financial instruments:

The Company enters into a variety of derivative financial instruments to manage its exposure to foreign exchange rate risks, including foreign exchange forward contracts. Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in the Statement of Profit and Loss immediately

3.7. Fair value of financial assets and liabilities and investments

The Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed for impairment. Fair value measurement that are based on significant unobservable inputs (Level 3) requires estimates of operating margin, discount rate, future growth rate, terminal values, etc. based on management's best estimate about future developments.

3.8. Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

3.9. Revenue recognition

Sale of goods / services

Revenue from sale of goods are recognised upon satisfaction of performance obligation which is at a point in time, generally on delivery of the promised goods, when control of the goods is transferred to customers. Revenue from services are recognised upon satisfaction of performance obligation towards rendering of such services.

The Company recognises revenue from sale of goods or services at the amount of transaction price (excluding variable consideration that is constrained), that is allocated to the performance obligation satisfied. Transaction price is the amount of consideration to which the Company expects it to be entitled in exchange for transferring promised goods or services to a customer excluding amounts collected on behalf of third parties.

An amount of consideration can vary because of discounts, rebates, incentives, returns etc. which are explicitly stated in the contract or are as per customary business practices. The consideration can also vary where the entitlement is contingent on occurrence or non-occurrence of a future event. The Company includes variable consideration as part of transaction price only to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

Variable consideration is estimated using the expected value method or the most likely amount depending on which method the Company expects to better predict the amount of consideration to which it will be entitled and is applied consistently throughout the contract.

Payment terms agreed with a customer are as per business practice and the financing component, if significant, is separated from the transaction price and accounted as interest income / expense, as applicable.

Other Income:

Dividend and interest income

Dividend from investments are recognised in profit or loss when the right to receive payment is established.

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

3.10. Employee benefits:

Superannuation Fund, ESIC and Labour Welfare Fund

The Company's contribution paid / payable during the year to Superannuation Fund, ESIC and Labour Welfare Fund are recognised in profit or loss.

Provident Fund

Contributions to Provident Fund are made to a Trust administered by the Holding Company and are charged to profit or loss as incurred. The Company is liable for the contribution and any shortfall in interest between the amount of income realised by the investments and the interest payable to members at the rate declared by the Government of India in respect of the Trust administered by the Company.

Long term Compensated Absences

The Company's liability towards long term compensated absences are determined by independent actuaries, using the projected unit credit method.

Gratuity and post retirement medical benefit

The Company's liability towards gratuity and post retirement medical benefit are determined by independent actuaries, using the projected unit credit method.

The obligation on long term compensated absences and defined benefit plans are measured at the present value of estimated future cash flows using a discount rate that is determined by reference to the market yields at the balance sheet date on government bonds where the currency and terms of the government bonds are consistent with the currency and estimated terms of the obligation.

3.11. Stock appreciation rights (SARs) / cash based long term incentive scheme (LTI):

For cash-settled share-based payments and cash based long term incentive scheme, a liability is recognized for the services availed, measured initially at the fair value of the liability. At the end of each reporting period until the liability is settled, and at the date of settlement, the fair value of the liability is remeasured, with any changes in fair value recognized in the Statement of Profit and Loss for the year.

3.12. Borrowing costs :

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in the Statement of Profit or Loss in the period in which they are incurred.

3.13. Provisions:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

3.14. Taxes on income:

Income Tax expense represents the sum of the current tax payable in respect of taxable income for the year and deferred tax.

Current Tax:

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Current tax assets and current tax liabilities are offset, if entity has a legally enforceable right to set off recognised amounts and intends to settle on net basis or to realise the current tax asset and settle the current tax liabilities simultaneously.

Deferred Tax:

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities, and the deferred taxes relate to the same taxable entity and the same taxation authority

Current and deferred tax for the year:

Current and deferred tax are recognized in the Statement of Profit or Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

3.15. Cash and cash equivalents:

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

3.16. Cash Flow Statement :

Cash flows are reported using the indirect method, whereby profit/(loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating investing and financing activities of the Company are segregated based on the available information.

3.17. Earning per share:

Basic earnings per share is computed by dividing the profit/(loss) after tax attributatble to the owner of the Company by the weighted average number of equity shares outstanding during the year.

Diluted earnings per equity share is computed by dividing the net profit attributable to the equity holders of the Company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

3.18. Leases:

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee :

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property and equipment' and lease liabilities in the statement of financial position.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

4. Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

A. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

B. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

C. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively.

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 4 - Property, plant and equipment

(Rs in lakhs)

Description of assets	Right of use asset - Land	Right of use asset - Leasehold Building	Buildings	Plant and equipment	Electrical installations	Office equipment	Furniture and fixtures	Computers	Vehicles	Total
I. Cost or deemed cost										
Balance as at 31 March, 2025	**2,466.36**	**3,971.08**	**4,028.86**	**17,382.00**	**762.16**	**81.42**	**180.47**	**68.33**	**105.75**	**29,046.43**
Additions/transfer from CWIP during the year	–	–	12.82	650.98	6.07	33.55	24.60	54.69	0.21	782.92
Disposal	–	–	–	–	–	7.42	0.01	4.91	27.34	39.68
Balance as at 31 March, 2026	**2,466.36**	**3,971.08**	**4,041.68**	**18,032.98**	**768.23**	**107.55**	**205.06**	**118.11**	**78.62**	**29,789.67**
II. Accumulated depreciation										
Balance as at 31 March, 2025	**287.54**	**330.92**	**828.77**	**4,644.36**	**222.12**	**26.81**	**29.36**	**32.14**	**26.57**	**6,428.59**
Depreciation	26.14	264.74	126.49	1,261.99	60.08	18.19	16.20	26.47	17.95	1,818.25
Disposal	–	–	–	–	–	6.88	0.01	4.58	19.21	30.68
Balance as at 31 March, 2026	**313.68**	**595.66**	**955.26**	**5,906.35**	**282.20**	**38.12**	**45.55**	**54.03**	**25.31**	**8,216.16**
Net carrying amount (I-II)										
Balance as at 31st March, 2026	**2,152.68**	**3,375.42**	**3,086.42**	**12,126.63**	**486.03**	**69.43**	**159.51**	**64.08**	**53.31**	**21,573.51**
Balance as at 31 March, 2025	2,178.82	3,640.16	3,200.09	12,737.64	540.04	54.61	151.11	36.19	79.18	22,617.84

I. Cost or deemed cost										
Balance as at 31 March, 2024	**2,466.36**	**3,971.08**	**2,851.95**	**9,093.71**	**267.93**	**33.60**	**30.91**	**41.96**	**69.87**	**18,827.37**
Additions/transfer from CWIP during the year	–	–	1,176.91	8,288.29	494.23	47.82	149.56	26.37	60.50	10,243.68
Disposals during the year	–	–	–	–	–	–	–	–	24.62	24.62
Balance as at 31 March, 2025	**2,466.36**	**3,971.08**	**4,028.86**	**17,382.00**	**762.16**	**81.42**	**180.47**	**68.33**	**105.75**	**29,046.43**
II. Accumulated depreciation										
Balance as at 31 March, 2024	**261.40**	**64.03**	**701.45**	**3,504.54**	**171.40**	**17.67**	**17.28**	**19.14**	**32.07**	**4,788.98**
Depreciation	26.14	176.49	127.32	1,139.82	50.72	9.14	12.08	13.00	15.36	1,570.07
Disposal	–	–	–	–	–	–	–	–	20.86	20.86
Depreciation transferred to CWIP	–	90.40	–	–	–	–	–	–	–	90.40
Balance as at 31 March, 2025	**287.54**	**330.92**	**828.77**	**4,644.36**	**222.12**	**26.81**	**29.36**	**32.14**	**26.57**	**6,428.59**
Net carrying amount (I-II)										
Balance as at 31 March, 2025	**2,178.82**	**3,640.16**	**3,200.09**	**12,737.64**	**540.04**	**54.61**	**151.11**	**36.19**	**79.18**	**22,617.84**
Balance as at 31 March, 2023	2,204.96	3,907.05	2,150.50	5,589.17	96.53	15.93	13.63	22.82	37.80	14,038.39

Notes:

i) Buildings include the capital expenditure incurred on leasehold land.
ii) Refer note no 16 and 23 for details of securities.

Note No. 5(A) - Capital work in progress (CWIP)

(Rs in lakhs)

Particulars	Balance as at 31 March, 2026	Balance as at 31 March, 2025
Cost		
Opening balance	**–**	8,361.31
Additions during the year	**95.36**	1,524.99
Addition during the year - due to interest capitalisation	**–**	215.22
Total additions during the year	**95.36**	10,101.52
Deletions during the year		
Transfer to property, plant and equipment	**–**	10,101.52
Total Deletions during the year	**–**	–
Closing Balance	**95.36**	10,101.52

Notes:

i) During the year, the Company acquired Property Plant and Equipment for Rs. 95.36 Lakhs (FY 2025: Rs. NIL Lakhs) which has not been capitalised as at the year-end.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 5(B) - Ageing of Capital work in progress (CWIP)

(Rs in lakhs)

	Amount in CWIP is for the period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Balance as at 31 March, 2026					
Projects in progress	**95.36**	**–**	**–**	**–**	**95.36**
Projects temporarily suspended					
a) Projects temporarily suspended : Exceeded cost or overdue	**–**	**–**	**–**	**–**	**–**
b) Projects temporarily suspended : Other than covered in above (a)	**–**	**–**	**–**	**–**	**–**
Total	**95.36**	**–**	**–**	**–**	**95.36**
Balance as at 31 March, 2025					
Projects in progress	–	–	–	–	–
Projects temporarily suspended					
a) Projects temporarily suspended : Exceeded cost or overdue	–	–	–	–	–
b) Projects temporarily suspended : Other than covered in above (a)	–	–	–	–	–
Total	–	–	–	–	–

Note : Estimated amount of contracts remaining to be executed on capital account and not provided for as on 31 March, 2026 Rs. 24.45 Lakhs (31 March, 2025 Rs. 68.04 Lakhs)

There are no projects as on 31 March 2026 where costs have been exceeds the original plan approved by the Board of Directors. There are no projects as on 31 March 2026 where the project timelines are overdue.

Note No. 6 - Other Intangible assets

(Rs in lakhs)

	Description of assets	**Software**	**Total**
I.	**Cost or deemed cost**		
	Balance as at 31 March, 2025	–	–
	Additions/transfer from ITAUD during the year	32.75	32.75
	Disposal	–	–
	Balance as at 31 March, 2026	**32.75**	**32.75**
II.	**Accumulated depreciation**		
	Balance as at 31 March, 2025	–	–
	Amortisation	10.92	10.92
	Disposal	–	–
	Depreciation transferred to ITAUD		–
	Balance as at 31 March, 2026	**10.92**	**10.92**
	Net carrying amount (I-II)		
	Balance as at 31 March, 2026	21.83	21.83
	Balance as at 31 March, 2025	–	–
I.	**Cost or deemed cost**		
	Balance as at 31 March, 2024	–	–
	Additions/transfer from ITAUD during the year	–	–
	Disposal	–	–
	Balance as at 31 March, 2025	–	–
II.	**Accumulated depreciation**		
	Balance as at 31 March, 2024	–	–
	Amortisation	–	–
	Disposal	–	–
	Depreciation transferred to ITAUD	–	–
	Balance as at 31 March, 2025	–	–
	Net carrying amount (I-II)		
	Balance as at 31 March, 2025	–	–
	Balance as at 31 March, 2024	–	–

NOTES FORMING PART OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 7(A) - Intangible Asset under Development (ITAUD)

(Rs in lakhs)

Particulars	Balance as at 31 March, 2026	Balance as at 31 March, 2025
Cost		
Opening balance	**64.94**	–
Additions during the year	**–**	64.94
Addition during the year - due to interest capitalisation	**–**	–
Total additions during the year	**64.94**	64.94
Deletions during the year		
Transfer to ITA	**64.94**	–
Interest capitalised transfer	**–**	–
Deletions during the year	**–**	–
Total Deletions during the year	**64.94**	–
Closing Balance	**–**	64.94

Notes:

i) During the year, the Company acquired Intangible Assets for Rs. NIL Lakhs (FY 2025: Rs. 64.94 Lakhs) which has not been capitalised as at the year-end.

Note No. 7(B) - Ageing of Intangible Asset under Development (ITAUD)

(Rs in lakhs)

	Amount in Intangible under development is for the period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Balance as at 31 March, 2026					
Projects in progress	–	–	–	–	–
Projects temporarily suspended					
a) Projects temporarily suspended : Exceeded cost or overdue	–	–	–	–	–
b) Projects temporarily suspended : Other than covered in above (a)	–	–	–	–	–
Total	**–**	**–**	**–**	**–**	**–**
Balance as at 31 March, 2025					
Projects in progress	64.94	–	–	–	64.94
Projects temporarily suspended	–	–	–	–	–
a) Projects temporarily suspended : Exceeded cost or overdue	–	–	–	–	–
b) Projects temporarily suspended : Other than covered in above (a)	–	–	–	–	–
Total	64.94	–	–	–	64.94

Note No. 8 - Other financial assets

(Rs in lakhs)

	Balance as at 31 March, 2026			Balance as at 31 March, 2025		
Particulars	**Current**	**Non-Current**	**Total**	Current	Non-Current	Total
(a) Financial assets at amortised cost						
Government grant receivable	**–**	**1,140.20**	**1,140.20**	–	1,278.67	1,278.67
Security deposits with others	**–**	**128.08**	**128.08**	–	110.61	110.61
Total Financial assets at amortised cost	**–**	**1,268.28**	**1,268.28**	–	1,389.28	1,389.28
(b) Financial assets at fair value						
Derivative financial instruments						
Forward contracts	68.17	–	68.17	–	–	–
Total Financial assets at fair value	**68.17**	**–**	**68.17**	–	–	–
Total	**68.17**	**1,268.28**	**1,336.45**	–	1,389.28	1,389.28

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 9 - Other assets

(Rs in lakhs)

Particulars	Balance as at 31 March, 2026			Balance as at 31 March, 2025		
	Current	**Non-Current**	**Total**	Current	Non-Current	Total
(i) Capital advances	**–**	**24.47**	**24.47**	–	3.56	3.56
(ii) Advances other than capital advances;						
(a) Other advances			**–**			–
(i) Prepayments	**9.05**	**3.10**	**12.15**	40.78	5.84	46.62
(ii) Defined contribution plan assets receivable in respect of employees transferred to the company	**0.10**	**–**	**0.10**	–	–	–
(iii) Advances to suppliers	**238.85**	**–**	**238.85**	169.65	–	169.65
(iv) Advances to employees	**–**	**–**	**–**	0.26	–	0.26
(iii) Others						
Balances with government authorities (other than income taxes)	**46.73**	**–**	**46.73**	–	–	–
Total	**294.73**	**27.57**	**322.30**	210.69	9.40	220.09

Note No. 10 - Inventories

(Rs in lakhs)

Particulars	Balance as at 31 March, 2026	Balance as at 31 March, 2025
(a) Raw materials	**13,199.83**	13,987.14
(b) Work-in-progress	**367.59**	–
(c) Finished goods	**2,239.23**	4,204.33
(d) Stock-in-trade	**121.70**	454.55
(e) Stores and spares	**301.65**	230.34
Total inventories	**16,230.00**	18,876.36
Raw material goods in transit included above	**214.43**	498.85

Notes:-

(a) The mode of valuation of inventories has been stated in note 2.5.

(b) The cost of inventories recognised as an expense during the year was Rs. 99,919.83 Lakhs (FY 2025: Rs. 87,350.05 Lakhs)

(c) The cost of inventories recognised as an expense includes provision of Rs. 32.87 Lakhs (FY 2025:Rs. 78 Lakhs) in respect of writedowns to net realisable value and provision for slow-moving and obsolete items.

(d) Refer note no 16 and 23 for details of securities.

Note No. 11 - Trade receivables

(Rs in lakhs)

Particulars	Balance as at 31 March, 2026	Balance as at 31 March, 2025
Trade receivables		
(a) Considered good, Unsecured	**16,980.17**	18,368.57
Total	**16,980.17**	18,368.57

Notes:

(i) The average credit period ranges between 10 to 90 days for sales of products and between 10 to 60 days for job work processing.

(ii) There are no trade receivables which have significant increase in credit risk or are credit impaired.

Particulars	Outstanding for following periods from due date of payment							
	Unbilled	**Not Due**	**Less than 6 Months**	**6 months to 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Balance as at 31 March, 2026								
(i) Undisputed trade receivables — considered good	**–**	**15,468.10**	**1,506.48**	**4.34**	**0.77**	**0.48**		**16,980.17**
(ii) Disputed trade receivables — considered good	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Total Trade Receivables	**–**	**15,468.10**	**1,506.48**	**4.34**	**0.77**	**0.48**	**–**	**16,980.17**
Balance as at 31 March, 2025								
(i) Undisputed trade receivables — considered good	2382.21	13,813.11	2,171.04	–	2.18	0.03	–	18,368.57
(ii) Disputed trade receivables — considered good	–	–	–	–	–	–	–	–
Total	2,382.21	13,813.11	2,171.04	–	2.18	0.03	–	18,368.57

Note:

(i) Trade receivables include amount receivable from related parties Rs. 3,341.32 Lakhs (FY 2025: Rs. 3,699.83 Lakhs) Refer note no. 38

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 12 - Cash and cash equivalents

(Rs in lakhs)

Particulars	Balance as at 31 March, 2026	Balance as at 31 March, 2025
(a) Balances with Banks		
A With scheduled banks		
(i) Fixed deposits with original maturity less than 3 months	**–**	800.41
(ii) In current accounts	**846.31**	182.86
(b) Cash on hand	**0.15**	0.02
Total	**846.46**	983.29

Note No. 13 - Bank balances other than cash and cash equivalents

(Rs in lakhs)

Particulars	Balance as at 31 March, 2026	Balance as at 31 March, 2025
Balances with Banks		
A With scheduled banks	**4.15**	3.00
Bank fixed deposits with original maturity greater than 3 months		
Total	**4.15**	3.00

Note:

(i) There is a lien marked on deposits with bank in favour of ICICI Bank Limited for an amount aggregating Rs 3.00 Lakhs (FY 2025: Rs 3.00 Lakhs) against government authorities.

Note No. 14 - Equity share capital

(Rs in lakhs)

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	Rs in Lakhs	Number of shares	Rs in Lakhs
(a) Authorised				
Equity Shares of Rs. 10 each	**7,60,00,000**	**7,600.00**	7,60,00,000	7,600.00
Total	**7,60,00,000**	**7,600.00**	7,60,00,000	7,600.00
(b) Issued, subscribed and fully paid up				
Equity Shares of Rs. 10 each	**6,85,00,000**	**6,850.00**	6,85,00,000	6,850.00
Total	**6,85,00,000**	**6,850.00**	6,85,00,000	6,850.00

Notes:

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	No. of shares	Amount	No. of shares	Amount
Equity Shares of Rs. 10 each				
Subscribed and fully paid up				
Opening Balance	**6,85,00,000**	**6,850.00**	6,85,00,000	6,850.00
Fresh Issue	**–**	**–**	–	–
Buy Back	**–**	**–**	–	–
Closing Balance	**6,85,00,000**	**6,850.00**	6,85,00,000	6,850.00

(ii) The Company has not alloted any equity shares for consideration other than cash, bonus shares, nor have any shares been bought back since last five years.

Terms and rights attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each shareholder has the following voting rights (i) On a show of hands: one vote for a member present in person and (ii) On a poll: in proportion to the share in paid-up equity share capital of the Company. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting, except in case of interim dividend. In the event of winding up, if the assets available for distribution are less/ more than sufficient to repay the whole of the paid up share capital, the losses/ excess shall be borne/ distributed amongst the members in proportion to the capital at the commencement of the winding up, paid up or which ought to have been paid up on the shares held by them respectively.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(iii) Details of shares held by the holding company:

Particulars	As at 31 March, 2026	As at 31 March, 2025
Mahindra Accelo Limited (Including 2 equity shares held jointly with its nominees)	**5,17,17,500**	5,17,17,500

(iv) Details of shares held by each shareholder holding more than 5% shares:

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	% of holding	Number of shares	% of holding
Mahindra Accelo Limited (Including 2 equity shares held jointly with its nominees)	**5,17,17,500**	**75.50%**	5,17,17,500	75.50%
Mitsui & Co. Ltd	**1,67,82,500**	**24.50%**	1,67,82,500	24.50%

(v) Details of equity shares held by promoter and promoter group:

Particulars	As at 31 March, 2026			As at 31 March, 2025		
	Number of shares	% of holding	% Change during the year	Number of shares	% of holding	% Change during the year
Mahindra Accelo Limited (Including 2 equity shares held jointly with its nominees)	**5,17,17,500**	**75.5%**	**0.0%**	5,17,17,500	75.5%	0.0%

Note No. 15 - Other equity

(Rs in lakhs)

Particulars	Retained earnings
Balance at 1 April, 2024 (A)	10,982.24
Profit for the year (B)	4,429.73
Other comprehensive loss (C)	(6.92)
Total comprehensive income for the year (D)=(B)+(C)	4,422.81
Dividend paid on equity shares(E)	(670.00)
Balance at 31 March, 2025 (F)=(A)+(D)+(E)	**14,735.05**
Profit for the year (G)	6,441.13
Other comprehensive income (H)	0.46
Total comprehensive income for the year (I)=(G)+(H)	6,441.59
Dividend paid on equity shares(J)	663.01
Balance at 31 March, 2026 (G)+(J)+(K)	**20,513.63**

Particulars	Balance as at 31 March, 2026	Balance as at 31 March, 2025
Proposed dividends on Equity shares		
Dividend per share (Rupees)	**1.4100**	0.9679
Dividend on Equity Shares (In Lakhs)	**965.85**	663.01

Note

Proposed dividend on equity shares are subject to approval in annual general meeting and are not recognised as a liability as at 31 March, 2026.

Note No. 16 - Non-current borrowings

(Rs in lakhs)

Particulars	Balance as at 31 March, 2026	Balance as at 31 March, 2025
Measured at amortised cost		
Unsecured		
Intercorporate deposit (Refer note (i))	**9,000.00**	–
Total	**9,000.00**	–

Note:

(i) The Company has taken unsecured intercorporate deposit of Rs. 9,000.00 Lakhs for a tenure of 2 years to meet working capital requirements as at March 31, 2026 (FY 2025: Rs. NIL) from the Ultimate Holding Company, Mahindra & Mahindra Limited. Interest is payable at the rate 6.80% to 7.50% p.a.(FY 2025: NIL)

(Rs. in lakhs)

		Repayable	Total
		FY 2027-28	
Mahindra & Mahindra Limited	2,000.00	Jun-27	2,000.00
Mahindra & Mahindra Limited	7,000.00	Aug-27	7,000.00
Total			**9,000.00**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 17 - Lease Liabilities

(Rs in lakhs)

	Balance as at 31 March, 2026			Balance as at 31 March, 2025		
Particulars	**Current**	**Non Current**	**Total**	Current	Non Current	Total
Lease liabilities	**55.76**	**3,876.12**	**3,931.88**	387.12	3,577.32	3,964.44
	55.76	**3,876.12**	**3,931.88**	387.12	3,577.32	3,964.44
Opening balance						
Non Current Lease liabilities	**–**	**3,577.32**	**3,577.32**	–	3,841.84	3,841.84
Current Lease liabilities	**387.12**	**–**	**387.12**	45.85	–	45.85
Cash flow movements						
Payments for the principal portion of the lease liabilities	**–**	**32.56**	**32.56**	–	11.10	11.10
Payments for the interest portion of the lease liabilities	**354.57**	**–**	**354.57**	267.29	–	267.29
Non-cash movements						
Additions in lease liabilities (includes interest thereon)	**354.57**	**–**	**354.57**	267.29	–	267.29
Closing Balance						
Non Current Lease liabilities	**–**	**3,876.12**	**3,876.12**	**–**	**3,577.32**	**3,577.32**
Current Lease liabilities	**55.76**	**–**	**55.76**	**387.12**	**–**	**387.12**

Note :- During the year, the Company recognised lease liabilities in respect of new leases amounting to Rs. Nil Lakhs (FY 2025: Rs. Nil Lakhs). Lease payments made during the year towards recognised lease liabilities aggregated to Rs. 32.56 Lakhs (FY 2025: Rs. 11.10 Lakhs). Interest on lease liabilities recognised in the Profit and Loss for the year amounted to Rs. 354.57 Lakhs (FY 2025: Rs. 335.21 Lakhs). Further, expenses relating to short-term leases, for which the Company has applied the recognition exemption under Ind AS 116, were recognised in the Profit and Loss amounting to Rs. 126.26 Lakhs (FY 2025: Rs. 33.11 Lakhs).

Note No. 18 - Other financial liabilities

(Rs in lakhs)

	Balance as at 31 March, 2026			Balance as at 31 March, 2025		
Particulars	**Current**	**Non Current**	**Total**	Current	Non Current	Total
Other Financial Liabilities Measured at Amortised Cost						
(a) Interest accrued but not due on borrowings	**8.29**	**–**	**8.29**	87.35	–	87.35
(b) Other liabilities						
(i) Dealer deposit	**67.98**	**–**	**67.98**	41.56	–	41.56
(ii) Creditors for capital supplies/services	**58.73**	**–**	**58.73**	124.41	–	124.41
(iii) Employee wages and salary payable	**87.02**	**–**	**87.02**	77.20	–	77.20
Total	**222.02**	**–**	**222.02**	330.52	–	330.52
Other Financial Liabilities Measured at Fair value						
(a) Liability for Cash-settled share-based payments	**4.42**	**0.28**	**4.70**	6.33	2.26	8.59
(b) Derivative financial instruments Forward contracts	**–**	**–**	**–**	52.44	–	52.44
Total	**4.42**	**0.28**	**4.70**	58.77	2.26	61.03
Total	**226.44**	**0.28**	**226.72**	389.29	2.26	391.55

Note No. 19 - Provisions

(Rs in lakhs)

	Balance as at 31 March, 2026			Balance as at 31 March, 2025		
Particulars	**Current**	**Non Current**	**Total**	Current	Non Current	Total
Provision for employee benefits						
(i) Provision for gratuity	**–**	**65.85**	**65.85**	–	23.49	23.49
(ii) Provision for compensated absences	**6.29**	**42.30**	**48.59**	8.82	37.37	46.19
(iii) Provision for post retirement medical benefits	**0.04**	**1.27**	**1.31**	–	9.62	9.62
Total	**6.33**	**109.42**	**115.75**	8.82	70.48	79.30

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 20 - Other current liabilities

(Rs in lakhs)

Particulars	Balance as at 31 March, 2026	Balance as at 31 March, 2025
(a) Advances received from customers	**52.37**	816.84
(b) Others		
(i) Employee Recoveries and Employer Contributions	**8.96**	8.12
(ii) Statutory Dues (TDS,TCS etc.)	**49.02**	55.18
(iii) GST payable	**669.31**	1,005.57
Total	**779.66**	1,885.71

Notes

i) Advance received from customers includes advances received from related parties Rs. Nil Lakhs (FY 2025: Rs. 759.24 Lakhs) Refer note no.31.

ii) There are no dues outstanding to be transferred to Investor Education Protection Fund.

Note No. 21 - Current tax liabilities (net)

(Rs in lakhs)

Particulars	Balance as at 31 March, 2026	Balance as at 31 March, 2025
Provision for tax (Net of advance income tax)	**110.11**	133.79
Total	**110.11**	133.79
Other Tax Assets (Net)	**19.94**	19.88
Total	**19.94**	19.88

(a) Income tax recognised in Statement of profit or loss

(Rs in lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Current Tax:		
In respect of current year	**2,073.88**	1,130.95
In respect of prior years	**407.17**	–
Subtotal	**2,481.05**	1,130.95
Deferred Tax:		
In respect of current year origination and reversal of temporary differences	**(679.21)**	738.57
Subtotal	**(679.21)**	738.57
Total	**1,801.84**	1,869.52

(b) Income tax recognised in other comprehensive income

(Rs in lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Deferred tax related to items recognised in other comprehensive income during the year:		
Remeasurement of defined benefit obligations	**0.15**	2.85
Total	**0.15**	2.85
Bifurcation of income tax recognised in other comprehensive income into:		
(i) Items that will not be reclassified to profit and loss	**0.15**	2.85
(ii) Items that will be reclassified to profit and loss		
Total	**0.15**	2.85

(c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

(Rs in lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Profit before tax	8,242.97	6,299.25
Income tax expense calculated at 25.168% (FY 2025: 29.120%)	2,074.59	1,834.34
Effect of expenses that is non-deductible in determining taxable profit	**36.12**	16.31
Others	**–**	18.87
Decrease in tax rate due to adoption of new tax regime	**(116.60)**	
Subtotal	**1,994.11**	1,869.52
Adjustments recognised in the current year in relation to the current tax of prior years	**407.17**	–
Adjustments recognised in the current year in relation to the deferred tax of prior years	**(599.45)**	–
Income tax expense recognised In profit or loss	**1,801.84**	1,869.52

Note:

The tax rate used for the year ended 31 March, 2026 reconciliations above is the corporate tax rate of 25.168% (including surcharge 10% and health and education cess of 4%) payable by corporate entities in India on taxable profits under Indian Income Tax Laws. (FY 2025: the corporate tax rate of 29.120% (including surcharge 12% and health and education cess of 4%)

Note No. 22 - Deferred Tax

(a) Income tax recognised in Statement of profit or loss

(Rs in lakhs)

Particulars	Balance as at 31 March, 2026			
	Opening Balance	Recognised in the Statement of Profit and Loss	Recognised in Other Comprehensive Income (OCI)	Closing Balance
Tax effect of items constituting deferred tax liabilities				
(i) Property, plant and equipment	**(1,537.06)**	**848.06**	**–**	**(689.00)**
(ii) FVTPL financial asset including derivatives	**3.89**	**(164.87)**	**–**	**(160.98)**
Tax effect of items constituting deferred tax assets				
(i) Employee benefits	**16.30**	**15.56**	**(0.15)**	**31.71**
(ii) Cash-settled share based payments	**2.51**	**(1.32)**	**–**	**1.19**
(iii) Impact of ICDS	**55.74**	**(18.22)**	**–**	**37.51**
Net tax asset/(liabilities)	**(1,458.62)**	**679.21**	**(0.15)**	**(779.56)**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(Rs in lakhs)

Particulars	Balance as at 31 March, 2025			
	Opening Balance	Recognised in the Statement of Profit and Loss	Recognised in Other Comprehensive Income (OCI)	Closing Balance
Tax effect of items constituting deferred tax liabilities				
(i) Property, plant and equipment	(765.22)	(771.84)	–	(1,537.06)
(ii) FVTPL financial asset including derivatives	10.28	(6.39)	–	3.89
Tax effect of items constituting deferred tax assets				
(i) Employee benefits	8.68	4.77	2.85	16.30
(ii) Cash-settled share based payments	0.94	1.57	–	2.51
(iii) Impact of ICDS	22.42	33.32	–	55.74
Net tax asset/(liabilities)	(722.90)	(738.57)	2.85	(1,458.62)

Note No. 23 - Current borrowings

(Rs in lakhs)

Particulars	**Balance as at 31 March, 2026**	Balance as at 31 March, 2025
Unsecured		
Inter-corporate deposit payable (Refer note (i))	**4,000.00**	15,000.00
Total	**4,000.00**	15,000.00

Notes:-

(i) The Company had taken unsecured short term intercorporate deposit of Rs. 4,000 Lakhs from the ultimate Holding Company Mahindra & Mahindra Limited (FY: 2025 Rs. 15,000 Lakhs from the Holding Company Mahindra Accelo Limited & from Ultimate Holding Company Mahindra & Mahindra Limited. Interest payable at the rate of 6.80% p.a (FY 2025: 7.64% to 8.14% p.a)

Note No. 24 - Trade payables

(Rs in lakhs)

Particulars	**Balance as at 31 March, 2026**	Balance as at 31 March, 2025
Trade payable for goods and services		
(a) total outstanding dues of micro enterprises and small enterprises, and	**32.25**	45.13
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	**11,090.61**	17,999.66
i) Trade payable for goods and services	**9,084.88**	14,561.64
ii) Acceptances	**2,005.73**	3,438.02
iii) For supplier finance	**–**	**–**
Total	**11,122.86**	18,044.79

Note:

(i) Trade payable includes amount payable to related parties Rs. 679.91 Lakhs (FY 2025: Rs. 1,186.06 Lakhs). Refer note no. 38

(ii) Dues to Micro, Small and Medium Enterprises

(Rs in lakhs)

Particulars	**Balance as at 31 March, 2026**	Balance as at 31 March, 2025
Principal	**32.25**	45.13
Interest due thereon	**–**	–
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year	**–**	–
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act,2006	**–**	–
The amount of interest accrued and remaining unpaid at the end of each accounting year.	**–**	–
The amount of further interest remaining due and payable even in the succeeding years until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006	**–**	–

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management. This has been relied upon by the auditors.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(Rs in lakhs)

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less than 1 Year	1-2 years	2-3 years	More than 3 years	Total
Balance as at 31 March, 2026						
(i) Trade payables — MSME	**32.25**	**–**	**–**	**–**	**–**	**32.25**
(ii) Trade payables — Others	**9,024.25**	**1,588.53**	**3.06**	**–**	**–**	**10,615.84**
(iii) Disputed dues — MSME	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed dues — Others	**–**	**–**	**–**	**–**	**–**	**–**
	9,056.50	**1,588.53**	**3.06**	**–**	**–**	**10,648.09**
Accrued Expenses						**474.77**
Total Trade Payables						**11,122.86**
Balance as at 31 March, 2025						
(i) Trade payables — MSME	32.36	12.77	**–**	**–**	–	45.13
(ii) Trade payables — Others	8,294.10	7,976.14	534.91	645.51	–	17,450.66
(iii) Disputed dues — MSME						–
(iv) Disputed dues — Others						–
	8,326.46	7,988.91	534.91	645.51	–	17,495.79
Accrued Expenses						549.00
Total Trade Payables						18,044.79

Supplier financing arrangements for trade payable

(i) Some vendor of the company elect to factor some of their receivable with financial institution (Supplier financing arrangement). The company provides suppliers/or bank with visibility of invoice approved for payment, which helps them to receive cash from the bank before the due date of the invoice. Payment terms (other then trade negotiation) and other terms for the Company do not vary based on whether the supplier chooses to factor their invoice receivable. The Company do not provide any additional security to vendors/financial institution when compared to the security originally enjoyed by the vendors/financial institution.

The Company evaluated these arrangements to assess if the payable holds the characteristics of a trade payable or should be classified as a financial liability. As at 31st March 2026 and 31st March 2025, all such liability were classified as trade payable.

(ii) In its liquidity assessment, the company does not consider any supplier financing arrangements as these arrangements are non-recourse to the Company.

Particulars	Balance as at 31 March, 2026	Balance as at 31 March, 2025
Carrying amount of financial liabilities		
Presented in Trade Payables	**2,005.73**	3,438.02
Of which suppliers have received payment from finance provider	**2,005.73**	3,438.02
Range of payment due dates		
Liabilities that are part of the arrangements (Days)	**180 days**	180 days
Trade Payables that are not part of the arrangements	**30-64 days**	30-64 days

Note No. 25 - Revenue from operations

(Rs in lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Revenue from contracts with customers:		
(a) Revenue from sale of goods (Refer Note (a) below)	**112,921.52**	97,905.01
(b) Revenue from rendering of services (Refer Note (b) below)	**194.04**	171.52
Total (A)	**113,115.56**	98,076.53
Other operating revenue (B) (Refer Note (c) below)	**3,066.39**	2,114.69
Total (A) + (B)	**116,181.95**	100,191.22

Notes

(Rs in lakhs)

Particulars			For the year ended 31 March, 2026	For the year ended 31 March, 2025
(a)	**Revenue from sale of goods comprises:**			
	Manufactured goods			
	–	Steel products	**112,784.07**	89,527.47
	Traded goods			
	–	Steel products	**137.45**	8,377.54
Sub-total			**112,921.52**	97,905.01
(b)	**Revenue from rendering of services comprises:**			
	–	Job work processing	**194.04**	171.52
Sub-total			**194.04**	171.52
(c)	**Other operating revenue comprises:**			
	(i)	Scrap sales	**2,872.40**	2,000.08
	(ii)	Industrial promotion subsidy	**158.44**	114.61
	(iii)	Insurance Claim	**19.52**	–
	(iv)	Other operating income	**16.03**	–
Sub-total			**3,066.39**	2,114.69
Total			**116,181.95**	100,191.22

(ii) Reconciliation of revenue recognised in the statement of profit and loss with the contracted price

(Rs in lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Revenue as per contract price	**118,780.06**	98,109.37
Less: Adjustment / Reduction towards sales return (net)	**5,664.50**	32.84
Total	**113,115.56**	98,076.53

(iii) The management determines that the segment information reported under Note 37 Segment information is sufficient to meet the disclosure objective with respect to disaggregation of revenue under Ind AS 115 Revenue from contract with Customers. Hence, no separate disclosures of disaggregated revenues are reported.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 26 - Other income

(Rs in lakhs)

Particulars		For the year ended 31 March, 2026	For the year ended 31 March, 2025
(a)	Interest Income:		
	(i) On fixed deposits with banks measured at Amortised Cost	**1.94**	1.97
	(ii) On Financial Assets measured at Amortised Cost	**4.79**	2.96
(b)	Gain on sale of current investments (net)	**11.05**	4.98
(c)	Liabilities no longer required written back	**–**	36.57
(d)	Profit on sale of property, plant and equipment (net)	**2.89**	3.82
(e)	Fair value loss on financial instruments at fair value through profit and loss	**68.17**	–
(f)	Others	**8.48**	0.06
Total		**97.32**	50.36

Note No. 27 - Cost of material consumed

(Rs in lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Opening stock	**13,987.14**	12,042.35
Add: Purchases	**96,945.65**	82,943.49
Subtotal	**110,932.79**	94,985.84
Less: Closing stock	**13,199.83**	13,987.14
Cost of materials consumed	**97,732.96**	80,998.70

Note No. 28 - Changes in inventories of finished goods and stock-in-trade

(Rs in lakhs)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Inventories at the end of the year:		
Finished goods	**2,239.23**	4,204.33
Work-in-progress	**367.59**	–
Stock-in-trade	**121.70**	454.55
Total	**2,728.52**	4,658.88
Inventories at the beginning of the year:		
Finished goods	**4,204.33**	2,792.10
Work-in-progress	**–**	–
Stock-in-trade	**454.55**	370.31
Total	**4,658.88**	3,162.41
Increase/decrease in inventory of Finished goods and stock-in-trade	**1,930.36**	(1,496.47)

Note No. 29 - Employee benefit expense

(Rs in lakhs)

Particulars		For the year ended 31 March, 2026	For the year ended 31 March, 2025
(a)	Salaries and wages	**1,040.75**	835.97
(b)	Contribution to provident and other funds refer note no 36	**69.37**	68.86
(c)	Share based payment to employees	**2.39**	5.66
(d)	Post retirement medical benefit expense	**1.41**	0.96
(e)	Staff welfare expenses	**123.94**	38.17
Total		**1,237.86**	949.62

Note No. 30 - Finance costs

(Rs in lakhs)

Particulars		For the year ended 31 March, 2026	For the year ended 31 March, 2025
(a)	Interest expense on		
	(i) Borrowings	**1,292.42**	1,312.72
	(ii) Lease liabilities	**354.57**	335.21
	(iii) Other		
	- delayed/deferred payment of tax	**5.30**	8.17
(b)	Other finance costs	**6.42**	3.63
Subtotal		**1,658.71**	1,659.73
	Less:- Amounts included in the cost of qualifying assets		215.22
Total		**1,658.71**	1,444.51

Note

(i) Other finance costs includes Interest expenses u/s 234B and 234C of Income Tax Act, 1961 and bank charges. The weighted average capitalisation rate used to determine the amount of borrowing costs eligible for capitalisation at the rate of NIL (2025: 8.75 % p.a.)

(ii) Analysis of interest expense by category

(Rs in lakhs)

Particulars		For the year ended 31 March, 2026	For the year ended 31 March, 2025
Interest Expense			
(a)	On financial liability at amortised cost	**1,653.41**	1,436.34
(b)	On non-financial liabilities	**5.30**	8.17
Total		**1,658.71**	1,444.51

Note No. 31 - Depreciation and amortization expense

(Rs in lakhs)

Particulars		For the year ended 31 March, 2026	For the year ended 31 March, 2025
Depreciation and amortization expense			
(a)	Depreciation on Property, plant and equipment	**1,818.25**	1,570.07
(b)	Amortisation on Intangible assets	**10.92**	–
Total		**1,829.17**	1,570.07

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 32 - Other Expenses

(Rs in lakhs)

Particulars		For the year ended 31 March, 2026	For the year ended 31 March, 2025
(a)	Stores and spares consumed	**349.67**	263.31
(b)	Power & fuel	**411.45**	369.41
(c)	Rates and taxes	**126.26**	33.11
(d)	Insurance charges	**51.47**	56.08
(e)	Repairs and maintenance - Building	**38.64**	50.30
(f)	Repairs and maintenance - machinery	**165.99**	79.02
(g)	Repairs and maintenance - others	**97.80**	30.56
(h)	Freight and handling charges	**907.58**	772.32
(i)	Business support charges	**200.70**	200.81
(j)	Auditors' remuneration (refer note below)	**11.99**	9.10
(k)	Directors' fees	**8.40**	7.30
(l)	Commission to non whole time directors	**23.00**	23.00
(m)	Fair value loss on financial instruments at fair value through profit and loss	**–**	52.44
(n)	Net loss on foreign currency transactions and translations	**154.56**	6.37
(o)	Printing and stationery	**8.38**	12.64
(p)	Legal and professional fees	**182.43**	172.04
(q)	Travelling expenses	**24.33**	43.44
(r)	Expenditure on corporate social responsibility (CSR) under section 135 of the Companies Act, 2013-Refer note no 41	**112.13**	83.38
(s)	Bad debts / advances written off	**22.11**	–
(t)	Other general expenses	**493.84**	363.45
Total		**3,390.73**	2,628.08

Note

(i) Auditors' remuneration

(Rs in lakhs)

Particulars		For the year ended 31 March, 2026	For the year ended 31 March, 2025
(a)	For audit	**7.75**	6.65
(b)	For certification	**3.70**	1.91
(c)	For other services		
(d)	For reimbursement of expenses	**0.54**	0.54
Total		**11.99**	9.10

Note No. 33 - Earning per share

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Profit after tax (Rs. In Lakhs) (A)	**6,441.13**	4,429.73
Weighted average number of shares (B)	**68,500,000**	68,500,000
Earnings per share [Basic / Diluted] (Rs.) (A/B)	**9.40**	6.47
Nominal value of equity share (Rs.)	**10.00**	10.00

(i) Weighted average number of shares is the number of equity shares outstanding at the beginning of the period adjusted by the number of equity shares issued during period, multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the year.

Note No. 34 - Contingent liabilities and commitments (to the extent not provided for)

(Rs in lakhs)

Particulars		For the year ended 31 March, 2026	For the year ended 31 March, 2025
Claims against the company not acknowledged as debts:			
(i)	Demand on portal of Income Tax	**105.99**	105.99
(ii)	GST demand FY 2018-19	**5.20**	-
(iii)	GST demand FY 2019-20	**13.80**	-
Commitments:			
(iv)	Estimated amount of contracts remaining to be executed on capital account and not provided for	**24.45**	68.04

Note No. 35 - Ratios

Sr. No.	Particulars	Balance as at 31 March, 2026	Balance as at 31 March, 2025	Variance	Refer foot note
1	**Current ratio (times)** Current assets / Current liabilities	**2.11**	1.07	97%	1
2	**Debt-Equity ratio (times)** (Long term borrowings + short term borrowings (including current maturities of long term borrowings)) / (Total equity)	**0.48**	0.69	-32%	2
3	**Debt service coverage ratio (times)** (Profit before interest, tax and depreciation) / (gross interest for the period + principal repayments within a year)	**7.07**	6.45	10%	
4	**Return on Equity** (Net profit for the period / Total equity)	**23.54%**	20.52%	15%	
5	**Inventory turnover (times)** (Cost of materials consumed / Average inventories for the period)	**5.69**	5.10	12%	
6	**Trade receivables turnover (times)** (Revenue from sale of goods and services) / (Average trade receivable for the year)	**6.40**	6.85	-7%	
7	**Trade payables turnover (times)** (Purchase of goods and services) / (Average trade payable for the year)	**6.67**	5.69	17%	
8	**Net working capital turnover (times)** (Revenue from sale of goods and services) / (working Capital i.e. current assets - current liabilities)	**6.24**	37.83	-84%	3
9	**Net Profit margin (%)** (Net Profit for the period / Revenue from operations)	**5.54%**	4.42%	25%	4
10	**Return on capital employed (%)** (Profit before interest and tax / total equity, total debt)	**24.53%**	21.17%	16%	
11	**Return on Investment (%)** (Total income from investment / Average investment for the period)	**NA**	NA	NA	

Notes:

(1) Increase in current ratio is mainly on account of decrease in current liabilities like borrowings and payables.

(2) Decrease in debt capital ratio is due to increase in other equity and decrease in borrowings.

(3) Decrease in net working capital ratio is due to increase sales and decrease in working capital.

(4) Improvement in net profit margin is on account of increase in profit compared to sales

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 36 - Employee benefits

(a) Defined Contribution Plan

The Company has recognized, in statement of profit and loss for the year, an amount of Rs 46.22 Lakhs (FY 2025: Rs. 38.24 Lakhs) pertaining to defined contribution plans.

(Rs in lakhs)

Particulars		for the year ended 31 March, 2026	for the year ended 31 March, 2025
(i)	Provident Fund	**29.98**	24.88
(ii)	Pension Fund	**16.24**	13.36
Total		**46.22**	38.24

(b) Defined Benefit Plans:

(i) GRATUITY

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws ("here in after referred as wage code").

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the wage code or the Company scheme applicable to the employees. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

However, the related Central and State Rules are yet to be fully notified. The Company has evaluated the resulting impact of the provisions of the labour code read with the clarifications issued by the government and has recognised necessary provision in the financial statements. The Company continues to monitor developments including notification of final Central and State Rules, as well as further clarifications by the Government on other aspects of the Labour Codes, and will recognise the consequential accounting impact arising from such developments, as may be required

Nature of Benefits:

The gratuity benefits payable to the employees are based on the employee's service and last drawn salary at the time of leaving. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Company.

Regulatory framework:

There are no minimum funding requirements for a gratuity plan in India. The trustees of the gratuity fund have a fiduciary responsibility to act according to the provisions of the trust deed and rules. Since the fund is income tax approved, the Company and the trustees have to ensure that they are at all times fully compliant with the relevant provisions of the income tax and rules. Besides this if the Company is covered by the Code on Social Security, 2020 then the Company is bound to pay the statutory minimum gratuity as prescribed under this Act.

Governance of Plan:

The Company has setup an income tax approved irrevocable trust fund to finance the plan liability. The trustees of the trust fund are responsible for the overall governance of the plan. The plan is funded under Group Gratuity Scheme which is administered by LIC. The Company makes annual contribution to the plan.

Inherent Risk

The plan is of a final salary defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, there is a risk for the Company that any adverse salary growth or demographic experience or inadequate returns on underlying plan assets can result in an increase in cost of providing these benefits to employees in future. since the benefits are lump sum in nature the plan is not subject to any longevity risks.

(ii) POST RETIREMENTS MEDICAL BENEFITS

The Company provides post retirement medical cover to select grade of employees to cover the retiring employee and their spouse upto a specified age through mediclaim policy on which the premiums are paid by the Company. The eligibility of the employee for the benefit as well as the amount of medical cover purchased is determined by the grade of the employee at the time of retirement.

Nature of Benefits:

The Company operates a defined benefit post-retirement medical plan. The benefits payable to the employees are post their retirement from the Company. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Company.

Regulatory framework:

There are no minimum funding requirements for such a post-retirement medical plan in India. The Company has chosen not to fund the post-retirement benefit liabilities of the plan but instead carry a provision based on actuarial valuation in its books of accounts.

Governance of Plan:

The Company is responsible for the overall governance of the plan. Since the plan is unfunded, the governance of the plan is limited to employees being paid the benefits as per the terms of the plan.

Inherent Risk

The plan is of a defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, there is a risk for the Company that any adverse increase in healthcare costs or demographic experience can result in an increase in cost of providing these benefits to employees in future. The benefits are also paid post retirement upto a specified age of the beneficiary and plan carries the longevity risks.

Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

Defined benefit plans – as per actuarial valuation on 31 March, 2026

(Rs in lakhs)

Particulars	Funded Plan Gratuity 31 March 2026	Unfunded Plan Post retirement medical benefit 31 March 2026	Funded Plan Gratuity 31 March 2025	Unfunded Plan Post retirement medical benefit 31 March 2025
(iii) Expense recognised in the Statement of Profit and Loss				
(1) Current service cost	**19.56**	**0.76**	11.56	0.57
(2) Past Service Cost	**12.38**	**–**	1.16	–
(3) Interest on net defined benefit liability/ (asset)	**1.72**	**0.65**	0.08	0.39
Total	**33.66**	**1.41**	12.80	0.96
(iv) Included in other Comprehensive Income				
(1) Actual return on plan assets less interest on plan assets	**16.31**	**–**	(0.02)	–
(2) Actuarial (Gain)/Loss on account of :				
(i) Financial Assumptions	**0.41**	**0.01**	2.00	0.40
(ii) Demographic Assumptions			–	
(iii) Experience Adjustments	**(7.64)**	**(9.69)**	4.61	2.78
Total	**9.08**	**(9.68)**	6.59	3.18
(v) Net Asset/(Liability) recognised in the Balance Sheet				
(1) Present value of defined benefit obligation	**110.10**	**1.31**	80.57	9.62
(2) Fair value of plan assets	**44.25**	**–**	56.85	–
(3) Surplus/(Deficit)	**(65.85)**	**(1.31)**	(23.72)	(9.62)
(4) Current portion of the above		**(0.04)**	–	(0.31)
(5) Defined contribution plan assets receivables in respect of employees transferred	**–**	**–**	0.23	–
(6) Non current portion of the above	**(65.85)**	**(1.27)**	(23.49)	(9.31)
(vi) Change in the obligation during the year ended				
(1) Present value of defined benefit obligation at the beginning of the year	**80.57**	**9.62**	57.01	5.50
(2) Expenses Recognised in Statement of Profit and Loss Account				
(i) Current Service Cost	**19.56**	**0.76**	11.56	0.57
(ii) Past Service Cost	**12.38**	**–**	1.16	–
(iii) Interest Expense (Income)	**5.10**	**0.65**	3.48	0.40
(3) Recognised in Other Comprehensive Income				
Remeasurement gains / (losses)				
Actuarial Gain (Loss) arising from:				
(i) Financial Assumptions	**0.41**	**0.01**	2.00	0.40
(ii) Demographic Assumptions			–	–
(iii) Experience Adjustments	**(7.64)**	**(9.69)**	4.61	2.78
(4) Benefit payments		**(0.04)**	–	(0.31)
(5) Impact of liability assumed or (settled)	**(0.28)**		0.76	0.28
(6) Present value of defined benefit obligation at the end of the year	**110.10**	**1.31**	80.57	9.62
(vii) Change in fair value of assets during the year ended				
(1) Fair value of plan assets at the beginning of the year	**56.85**		53.42	–
(2) Expenses Recognised in Statement of Profit and Loss Account				
(i) interest on plan assets	**3.38**		3.40	–
(3) Recognised in Other Comprehensive Income				
Remeasurement gains / (losses)				
(i) Actual Return on plan assets in excess of the expected return	**(16.31)**		0.02	–
(ii) Others (specify)			–	–
(4) Contributions by employer (including benefit payments recoverable)	**0.33**	**0.04**	–	0.31
(5) Benefit payments		**(0.04)**	–	(0.31)
(6) Assets acquired/ (settled)			–	–
(7) Fair value of plan assets at the end of the year	**44.25**	**–**	56.85	–
(viii) The Major categories of plan assets				
List the plan assets by category here				
(i) Insurer managed funds	**44.25**	**–**	56.85	–
(ix) Actuarial assumptions				
(1) Discount rate	**6.80%**	**6.80%**	6.85%	6.85%
(2) Medical premium inflation	**–**	**6.85%**	–	6.00%
(3) Rate of increase in compensation levels	**8.00%**	**8.00%**	8.00%	8.00%
(4) Mortality table	**IALM(2012-14) ult**		IALM(2012-14) ult	

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(x) Sensitivity analysis:

Gratuity

Gratuity is a lump sum plan and the cost of providing these benefits is typically less sensitive to small changes in demographic assumptions. The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the impact on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 100 basis points.

These sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analysis.

The sensitivity of the Gratuity Benefits to changes in the weighted principal assumptions is:

(Rs in lakhs)

Principal assumption	Year	Changes in assumption	Impact on defined benefit obligation	
			Increase in assumption	Decrease in assumption
Discount rate	**2026**	**1%**	**102.47**	**118.85**
	2025	1%	75.11	86.85
Salary growth rate	**2026**	**1%**	**117.70**	**103.26**
	2025	1%	86.72	75.12

Post retirement medical benefits

The benefit obligation results for the cost of paying future hospitalization premiums to insurance company in future for the employee / beneficiaries during their lifetime is sensitive to discount rate and future increase in healthcare costs. The following table summarizes the impact on the reported defined benefit obligation at the end of the reporting period arising on account changes in these three key parameters:

These sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analysis.

The sensitivity of the post retirement medical benefit obligation to changes in the weighted principal assumptions is:

(Rs in lakhs)

Principal assumption	Year	Changes in assumption	Impact on defined benefit obligation	
			Increase in assumption	Decrease in assumption
Discount rate	**2026**	**1%**	**1.15**	**1.50**
	2025	1%	8.54	10.93
Medical inflation rate	**2026**	**1%**	**1.50**	**1.15**
	2025	1%	10.93	8.52

(xi) Expected contributions for the next year:

The Company expects to contribute Rs. 5.00 lakhs to the gratuity trusts during the next financial year.

(xii) Maturity profile:

(i) Gratuity

(Rs in lakhs)

Maturity profile of defined benefit obligation:	**2026**	2025
Within 1 year	**21.58**	20.06
1 - 2 year	**5.82**	4.24
2 - 3 year	**7.07**	4.29
3 - 4 year	**8.12**	4.95
4 - 5 year	**8.16**	5.28
6 - 10 years	**48.45**	33.96
More than 10 years	**109.38**	49.82

(ii) Post retirement medical benefits

Maturity profile of defined benefit obligation:

	As at 31 March, 2026	As at 31 March, 2025
Within 1 year	**0.04**	0.31
1 - 2 year	**0.04**	0.32
2 - 3 year	**0.04**	0.34
3 - 4 year	**0.04**	0.36
4 - 5 year	**0.04**	0.39
5 - 10 years	**0.32**	2.30
More than 10 years	**3.42**	23.07

Note No. 37-Segment reporting

Segment reporting

The Company has identified 'steel Processing', as its only primary reportable segment. The Manager (as appointed under Companies Act, 2013) have been identified as the Chief Operating Decision Maker (CODM) as defined under Ind AS 108. CODM reviews overall financial information of the Company together for performance evaluation and allocation of resources and does not review any discrete information to evaluate performance of any individual product or geography.

Geographical Information

(i) All the customers of the company are located within India.

(ii) The Company operates and has its processing facilities based out of Chakan in India.

(iii) There are 3 customers (FY 2025: 3 customers) those are individually contributing to more than 10% of the Company's revenue, Total amount of revenue from such customers for the year ended on 31 March, 2026 are Rs. 57,936.63 Lakhs (FY 2025: Rs. 57,996.99 Lakhs).

Note No. 38 - Related Party Disclosures

Related party disclosures as required by IND AS 24 " Related Party Disclosures" are given below.

A. List of Related Parties:

(1) Ultimate Holding Company

(i) Mahindra & Mahindra Limited (M&M)

(2) Holding Company

(ii) Mahindra Accelo Limited (MAL) (Formerly known as Mahindra Intertrade Limited)

(3) Key Management Personnel (KMP)

(i) Mr. Ranjan Pant (Non-Executive Chairman) wef 24 oct 2024
(ii) Mr. Sumit Issar (Director)
(iii) Ms. Jasmine Kaur, Non-Executive & Non-Independent Director (appointed w.e.f 24th October, 2024)
(iv) Ms Manaswini Goel, Non-Executive & Non-Independent Director (upto 24th October, 2024)
(v) Mr. Minoru Yano, Director (upto 27th February, 2026)
(vi) Mr. Kazutomo Yamamoto
(vii) Vice Admiral Anil Chopra, Independent Director
(viii) Mr. Ajay Mehta, Independent Director
(ix) Mr. Chandrakant Naphade, Manager (appointed w.e.f. 5th January 2025)
(x) Mr. Sanjay Somkumar, Manager (upto 4th January, 2025)

Other parties with whom transactions have taken place during the year.

(4) Fellow Subsidiaries

(i) Mahindra Integrated Business Solutions Private Limited (MIBS)
(ii) Mahindra Steel Service Centre Limited (MSSCL)
(iii) Mahindra Logistics Limited (MLL)
(iv) Mahindra MSTC Recycling Private Limited (MMRPL)
(v) Mahindra Electric Automobile Limited(MEAL)

(5) Companies having significant influence

(i) Mitsui & Co. Ltd (Mitsui)

(i) Disclosure of transactions (net of duties and taxes) between the company and related parties during the year ended 31 March, 2026 :

(Rs in lakhs)

	Ultimate Holding Company		Holding Company		Fellow subsidiary										Companies having significant influence	
	M&M		MAL		MIBS		MSSCL		MLL		LMM		MEAL		Mitsui	
	31 March, 2026	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025
(a) Disclosure of transactions (net of duties and taxes) between the company and related parties during the year ended 31 March, 2026:																
Dividend paid	**–**	–	**500.57**	505.85	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**162.44**	93.65
Inter corporate deposit taken	**15,000.00**	15,000.00	**3,000.00**	2,750.00	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
Inter corporate deposit repaid	**2,000.00**	–	**3,000.00**	2,750.00	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
Purchase of vehicles	**–**	35.69	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
Purchase of plant & machinery	**–**	1.04	**4.18**	–	**–**	–	**0.05**	–	**–**	–	**–**	–	**–**	–	**–**	–
Purchase of raw materials	**–**	81.86	**3,829.95**	1,975.49	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
Sale of Traded goods	**–**	–	**9,634.77**	3,947.56	**–**	–	**16.37**	–	**–**	–	**–**	–	**–**	–	**–**	–
Sale of finished goods	**23,071.16**	19,866.81	**–**	–	**–**	–	**–**	–	**–**	–	**1.94**	–	**2,488.58**	1,737.82	**–**	–
Job work processing	**–**	–	**10.40**	1.51	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
Freight charges	**–**	–	**–**	–	**–**	–	**–**	–	**–**	3.45	**–**	–	**–**	–	**–**	
Other expenses	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
Legal and professional	**13.03**	3.09	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
Management fees	**–**	**–**	**200.00**	200.00	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
Processing charges paid	**–**	**–**	**–**	–	**–**	–	**48.49**	68.86	**–**	–	**–**	–	**–**	–	**–**	–
Interest on Inter corporate deposit	**955.41**	**765.96**	**35.87**	29.50	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
Reimbursement received from parties	**–**	**–**	**–**	0.63	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–
Reimbursement made to parties	**134.66**	**64.75**	**65.29**	3.22	**159.30**	72.18	**14.37**	5.20	**–**	–	**–**	–	**–**	–	**–**	–
(b) Outstanding receivable from and payable to related parties as at 31 March, 2026:																
Outstanding receivable	**2,888.77**	**2,832.33**	**–**	867.50	**–**	–	**8.28**	–	**–**	–	**–**	–	**444.27**	–	**–**	–
Outstanding payable	**483.31**	**715.42**	**148.91**	460.27	**17.56**	0.16	**8.61**	1.21	**–**	–	**–**	–	**–**	758.57	**–**	–
Intercorporate Deposit outstanding payable	**13,000.00**	**15,000.00**	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–	**–**	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(ii) Details of related party transactions with Key Management Personnel (KMP) for the year ended 31 March, 2026 :

(Rs in lakhs)

Nature of transaction	Vice. Admiral Anil Chopra		M. Ajay Mehta		Mr. Ranjan Pant		Mr. Sanjay Somkumar (*)	
	March 31, 2026	March 31, 2025	**March 31, 2026**	March 31, 2025	**March 31, 2026**	March 31, 2025	**March 31, 2026**	March 31, 2025
(a) Details of related party transactions with Key Management Personnel (KMP) for the year ended 31 March, 2026:								
Sitting fees paid	**3.30**	3.40	**3.30**	3.30	**1.80**	0.60	**–**	–
Commission	**5.50**	5.50	**5.50**	5.50	**12.00**	12.00	**–**	–
Managerial Remuneration	**–**	–	**–**	–	**–**	–	**–**	79.86
(b) Outstanding receivable from and payable to key managerial persons as at 31 March, 2026 :								
Outstanding receivable		–		–		–	**–**	–
Outstanding payable	**5.22**	4.95	**5.22**	4.95	**11.07**	10.80	**–**	–

* excludes provision for gratuity and compensated absences, which is determined on the basis of actuarial valuation done on overall basis for the Company.

Notes:

(i) The sales/provision of services to and purchases/provision of services from related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables. For the year ended 31 March 2026, the Company has not recorded any impairment of receivables relating to amounts owed by related parties (FY 2025: Rs Nil). This assessment is undertaken each financial year through examining the financial position of the related party and the market in which the related party operates.

(ii) In respect of the outstanding balances recoverable, no provision for doubtful debts was made in respect of these parties.

Note No. 39 - Financial instruments

I. Capital management

The company's capital management objectives are:

– to ensure the company's ability to continue as a going concern

– to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The capital structure of the company consists of net debt (borrowings as detailed in note 16 and 23 and offset by cash and cash equivalents and current investments) and total equity of the company.

The company monitors capital using a gearing ratio, which is net debt divided by total capital. The company's policy is to keep the gearing ratio within 150%.

The company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

(Rs in lakhs)

	31 March, 2026	31 March, 2025
Debt	**13,000.00**	15,000.00
Less:- Cash and cash equivalent including current investments	**846.46**	983.29
Net Debt	**12,153.54**	14,016.71
Equity	**27,363.63**	21,585.05
Gearing ratio	**44%**	65%

II. Financial risk management framework

The company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

(A) CREDIT RISK

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade receivables

Customer credit risk is managed by each business unit subject to the companies established policy, procedures and control relating to customer credit risk management. Credit quality of a customer is assessed based on payment performance over the period of time and financial analysis including credit rating issued by credit rating agencies. Outstanding customer receivables are regularly monitored and any shipments to other small customers are generally covered by letters of credit.

The company follows expected credit loss method for determination of impairment of trade receivable. Additionally, an impairment analysis is performed at each reporting date on specific case basis for major customers.

Financial instruments and cash deposits:

Credit risk from balances with banks and financial institutions is managed by the company in accordance with the company's policy. Investments of surplus funds are made only with approved mutual fund or banks and within credit limits assigned to each counterparty. Counterparty credit limits are reviewed by the company on an annual basis, and may be updated throughout the year subject to approval of the Group's Finance Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(B) LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the company's short-, medium- and long-term funding and liquidity management requirements. The company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the company can be required to pay. The tables include both interest and principal cash flows.

To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the company may be required to pay.

(Rs in lakhs)

	Less than 1 Year	1-3 Years	3-5 Years	5 Years and above	Total	Carrying amount
Non-derivative financial liabilities						
31 March, 2026						
Non-interest bearing	**7,787.06**	**–**	**–**	**–**	**7,787.06**	**7,787.06**
Variable interest rate instruments	**17,709.97**	**1,117.54**	**964.63**	**4,766.20**	**24,558.34**	**20,494.40**
Total	**25,497.03**	**1,117.54**	**964.63**	**4,766.20**	**32,345.40**	**28,281.46**
31 March, 2025						
Non-interest bearing	14,908.71	2.26	–	–	14,910.97	14,910.97
Variable interest rate instruments	18,912.49	1,281.43	1,483.41	4,247.42	25,924.75	22,489.91
Total	33,821.20	1,283.69	1,483.41	4,247.42	40,835.72	37,400.88

Sensitivity interest rate increase by 1%:

Profit will decrease on variable interest rate instrument by Rs. 204.94 lakhs for the year ended 31 March, 2026 (Rs. 224.90 lakhs for the year ended 31 March, 2025)

Sensitivity interest rate decrease by 1%:

Profit will increase on variable interest rate instrument by Rs. 204.94 lakhs for the year ended 31 March, 2026 (Rs. 224.90 lakhs for the year ended 31 March, 2025)

The following table details the company's liquidity analysis for its derivative financial instruments. The table has been drawn up based on the undiscounted contractual net cash inflows and outflows on derivative instruments that settle on a net basis, and the undiscounted gross inflows and outflows on those derivatives that require gross settlement.

(Rs in lakhs)

Praticulars	Less than 1 Year	1-3 Years	3-5 Years	5 Years and above	Total
Derivative financial instruments					
31 March 2026					
Gross settled:					
– foreign exchange forward contracts	**–**	**–**	**–**	**–**	**–**
31 March 2025					
Gross settled:					
– foreign exchange forward contracts	52.44	–	–	–	52.44

(iii) Maturities of financial assets

(Rs in lakhs)

	Less than 1 Year	1-3 Years	3-5 Years	5 Years and above	Total	Carrying value
Non-derivative financial assets						
31 March 2026						
Non-interest bearing	**17,829.53**	**1,269.53**	**–**	**–**	**19,099.06**	**19,099.06**
Variable interest rate instruments	**–**	**–**	**–**	**–**	**–**	**–**
Total	**17,829.53**	**1,269.53**	**–**	**–**	**19,099.06**	**19,099.06**
31 March 2025						
Non-interest bearing	19,351.86	1,389.28	–	–	20,741.14	20,744.14
Variable interest rate instruments	–	–	–	–	–	–
Total	19,351.86	1,389.28	–	–	20,741.14	20,744.14

The amounts included above for variable interest rate instruments for both non-derivative financial assets and liabilities is subject to change if changes in variable interest rates differ to those estimates of interest rates determined at the end of the reporting period.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(iv) Financing arrangements

The company had access to following undrawn borrowing facilities at the end of the reporting period:

		(Rs in lakhs)
	31 March 2026	31 March 2025
Bank Overdraft/ WCDL facility	**8,423.00**	6,500.00
(i) Expiring within one year (Unsecured)	**8,423.00**	6,500.00
(ii) Expiring beyond one year	**–**	–
Working Capital Non-Fund Based facility: (LC, BG, LUT, LER)	**10,804.00**	11,140.19
(i) Expiring within one year (Unsecured)	**10,804.00**	11,140.19

[C] MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The company uses derivatives to manage market risks. Derivatives are only used for economic hedging purposes and not as speculative investments. All such transactions are carried out within the guidelines set by the Board of Directors.

[D] COMMODITY RISK

The Company is exposed to commodity price risk arising from fluctuations in prices of key commodities used in its operations. The risk is managed through a combination of prudent procurement strategies and back-to-back arrangements with customers, whereby changes in commodity prices are substantially passed on, thereby minimizing the Company's exposure. Commodity price movements are monitored on an ongoing basis.

(i) Currency Risk

The company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The company's exposure to currency risk relates primarily to the company's operating activities and borrowings when transactions are denominated in a different currency from the company's functional currency.

The company manages its foreign currency risk by hedging transactions that are expected to occur within a maximum 12 month period for hedges of forecasted sales and purchases and for 36 months period for borrowings.

When a derivative is entered into for the purpose of being a hedge, the company negotiates the terms of those derivatives to match the terms of the hedged exposure. For hedges the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting receivable or payable that is denominated in the foreign currency.

The carrying amounts of the company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows.

			(Amt in lakhs)
Particulars	Currency	**31 March 2026**	31 March 2025
Financial liabilities			
Trade payables/acceptance	USD	**22.86**	40.00

Of the above foreign currency exposures, the following exposures are not hedged by a derivative:

			(Amt in lakhs)
Particulars	Currency	**31 March 2026**	31 March 2025
Financial liabilities			
Trade payables/acceptance	USD	**4.99**	1.25

(ii) Interest Rate Risk

Refer Note B (ii) for interest rate sensitivity

(iii) Raw material price risk

The company does not have significant risk in raw material price variations. In case of any variation in price, same is passed on to the customer through appropriate adjustments to selling prices

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Note No. 40 - Fair value measurement

Fair Valuation Techniques and Inputs used

This section explains the judgment and estimates made in determining the fair value of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in financials statements. To provide an indication about the reliability of the inputs used in determining the fair value, the company has classified its financial instruments into the three levels prescribed under the accounting standards.

Level 1 inputs

Level 1 inputs are quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date. A quoted market price in an active market provides the most reliable evidence of fair value and is used without adjustment to measure fair value whenever available, with limited exceptions. If an entity holds a position in a single asset or liability and the asset or liability is traded in an active market, the fair value of the asset or liability is measured within Level 1 as the product of the quoted price for the individual asset or liability and the quantity held by the entity, even if the market's normal daily trading volume is not sufficient to absorb the quantity held and placing orders to sell the position in a single transaction might affect the quoted price.

Level 2 inputs

Level 2 inputs are inputs other than quoted market prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 2 inputs include:

- quoted prices for similar assets or liabilities in active markets
- quoted prices for identical or similar assets or liabilities in markets that are not active
- inputs other than quoted prices that are observable for the asset or liability, for example-interest rates and yield curves observable at commonly quoted interval
- implied volatilities
- credit spreads
- inputs that are derived principally from or corroborated by observable market data by correlation or other means ('market-corroborated inputs')

Level 3 inputs

Level 3 inputs are unobservable inputs for the asset or liability. Unobservable inputs are used to measure fair value to the extent that relevant observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date. An entity develops unobservable inputs using the best information available in the circumstances, which might include the entity's own data, taking into account all information about market participant assumptions that is reasonably available.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(Rs in lakhs)

Financial assets/ financial liabilities	**Carrying value as at 31 March, 2026**	Carrying value as at 31 March, 2025
Financial assets		
Financial assets carried at Amortised Cost		
– Cash and cash equivalent	**850.61**	986.29
– trade receivables	**16,980.17**	18,368.57
– deposits	**128.08**	110.61
– Industrial promotion subsidy receivable	**1,140.20**	1,278.67
– Derivative financial Instrument	**68.17**	–
Total	**19,167.23**	20,744.14
Financial liabilities		
Financial liabilities held at amortised cost		
– Bank loans and inter-corporate deposits	**13,000.00**	15,000.00
– Short term deposits	**67.98**	41.56
– trade and other payables	**11,268.61**	18,246.40
– Interest payable	**8.29**	87.35
– Lease Liabilities	**3,931.88**	3,964.44
Total	**28,276.76**	37,339.75

Financial assets/ financial liabilities measured at Fair value

Financial assets/ financial liabilities	**As at 31 March, 2026**	As at 31 March, 2025	**Fair value hierarchy**	**Valuation technique(s) and key input(s)**	**Significant unobservable input(s)**	**Relationship of unobservable inputs to fair value and sensitivity**
Financial assets						
Other Financial Assets						
Forward contracts	**68.17**	–	Level 2	Discounted cash flow. Future cash flows are estimated based on forward exchange rates (from observable forward exchange rate at the end of the reporting period) and contract forward rate that reflects the credit risk of various counter parties.	NA	NA
Total financial assets	**68.17**	–				
Financial liabilities						
Other Financial Liabilities						
Liability for Cash-settled share-based payments	**4.70**	8.59	Level 2	Black Scholes option model	NA	NA
Forward contracts	**–**	52.44	Level 2	Discounted cash flow. Future cash flows are estimated based on forward exchange rates (from observable forward exchange rate at the end of the reporting period) and contract forward rate that reflects the credit risk of various counter parties.	NA	NA
Total financial liabilities	**4.70**	61.03				

The fair values of the financial assets and financial liabilities included in the level 2 categories above have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparties.

Fair value of financial assets and financial liabilities that are not measured at fair value

The company considers that the carrying amount of financial assets and financial liabilities recognised in financial statements approximates their fair value.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

Note No. 41 - Corporate Social Responsibility (CSR)

(Rs in lakhs)

Particulars	For the Year ended 31 March, 2026	For the Year ended 31 March, 2025
Amount required to be spent by the Company during the year	**112.00**	83.38
Amount spent during the year	**112.13**	83.38
- construction / acquisition of any asset	**–**	–
- on purpose other than above	**112.13**	83.38
Excess at the end of the year	**0.13**	Nil
Transaction with the related party	**Nil**	Nil
Movements in provisions	**–**	Nil
Nature of CSR activity	**Promoting education, Environment protection, Healthcare.**	Promoting education, Environment protection, Healthcare.

Note: Amount recognised as expense in profit or loss is Rs. 112.13 Lakhs (FY 2025: Rs. 83.38 Lakhs). Further, the Company does not wish to carry forward any excess amount spent during the year

Note No. 42 - Stock Appreciation Rights

In accordance with the directions and recommendations of the Remuneration Committee of the Company, the Company grants SARs to eligible employees/directors. SARs granted would vest over a period of five years, or such period as stipulated by the Remuneration Committee, from the date of grant. Upon vesting of SARs eligible employees are entitled to earn cash benefits as prescribed.

One SAR shall be entitled to a cash benefit which would be the difference between the Fair Value of one fully-paid Equity Share of the holding company on the exercise date less the Face Value of the Equity Share of the holding company on the grant date. Provided, however, that once SARs have vested, an eligible employee will have the option to exercise the same within a maximum period of three years from the vesting date during such periods of time as determined by the Company.

Once SARs are vested and exercised by an employee, the Company would, within a period of 90 days from the exercise date, compute the cash benefit due in respect of those SARs and pay the same to the employee after deducting the applicable income tax at source. The latest available Fair Value of the Company's Equity Share would be considered for computing the said cash benefit.

If an eligible employee fails to exercise the SARs within a period of three years as aforesaid, the unexercised SARs will lapse and the Company's liability for such unexercised SARs will cease.

The Company has granted Stock Appreciation Rights ("SARs") to eligible employees in accordance with the Stock Appreciation Rights Scheme 2015 (SARS-2015) during the year ended 31 March, 2023.

Details of stock appreciation rights outstanding as at 31 March, 2026

Particulars	Number of Shares	Grant Date	Expiry Date	Exercise Price (Rs.)	Fair value at Grant Date (Rs.)
Cash settled					
F'23 grant	38	14 Dec, 2022	28 Feb, 2027	10	438.70

Movement in Stock appreciation rights

	Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
1.	The number of share options outstanding at the beginning of the year	**78**	118
2.	Granted during the year	**–**	–
3.	Exercised during the year	**40**	40
4.	Lapsed during the year	**–**	–
5.	Outstanding at the end of the year	**38**	78

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

Details of stock appreciation rights exercised during the year ended on 31 March, 2026

Particular	Number of SAR's	Grant date	Exercise date	Exercise price	Share price at Exercise price
Cash settled					
F'23 grant	40	14-12-2023	28-02-2026	10.00	780.90

Details of stock appreciation rights exercised during the year ended on 31 March, 2025

Particular	Number of SAR's	Grant date	Exercise date	Exercise price	Share price at Exercise price
Cash settled					
F'23 grant	40	14-12-2023	28-02-2026	10.00	438.70
F'23 grant	38	14-12-2023	28-02-2027	10.00	438.70

The inputs used in the measurement of the fair values at grant date of the cash-settled share-based payment plans were as follows.

	Particulars (Cash settled Share Appreciation Rights)	**For the year ended 31 March, 2026**	For the year ended 31 March, 2025
1	Share price	**780.90**	666.60
2	Exercise price	**10.00**	10.00
3	Expected volatility (weighted-average)	**45.20%**	45.20%
4	Expected life / Option Life (weighted-average)	**1.42**	1.58
5	Expected dividends yield	**5.00%**	5.00%
6	Risk-free interest rate (based on government bonds)	**6.50%**	7.00%

Note No. 43 - Long term Incentive plan

In accordance with the directions and recommendations of the Remuneration Committee of the Company, the Company grants Long Term Incentives (LTI) to eligible employees/directors. LTIs granted would vest over a period of three years, or such period as stipulated by the Remuneration Committee, from the date of grant. Upon vesting of LTIs eligible employees are entitled to earn cash benefits as prescribed.

One LTI shall be entitled to a cash benefit which would be the difference between the Fair Value of one fully-paid Equity Share of the holding company on the exercise date less the face value of the equity share of the holding company on the grant date. Provided, however, that once LTIs have vested, an eligible employee will have the option to exercise the same within a maximum period of two years from the vesting date during such periods of time as determined by the Company.

Once LTIs are vested and exercised by an employee, the Company would, within a period of 90 days from the exercise date, compute the cash benefit due in respect of those LTIs and pay the same to the employee after deducting the applicable income tax at source. The latest available fair value of the Company's equity share would be considered for computing the said cash benefit.

If an eligible employee fails to exercise the LTIs within a period of two years as aforesaid, the unexercised LTIs will lapse and the Company's liability for such unexercised LTIs will cease.

Details of Long Term Cash Incentives outstanding as on 31 March, 2026

Particulars	Number of Shares	Grant Date	Expiry Date	Exercise Price (Rs.)	Fair value at Grant Date (Rs.)
Cash settled					
F'25 grant	677	01 Nov, 2026	01 Nov, 2028	10	567.30
F'25 grant	90	01 Nov, 2026	01 Nov, 2028	10	572.02
F'25 grant	90	01 Nov, 2027	01 Nov, 2029	10	544.28

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

Details of Long Term Cash Incentives outstanding as on 31 March, 2025

Particulars	Number of Shares	Grant Date	Expiry Date	Exercise Price (Rs.)	Fair value at Grant Date (Rs.)
Cash settled					
F'23 grant	676	01 Nov, 2023	01 Nov, 2027	10	567.30
F'23 grant	676	01 Nov, 2026	01 Nov, 2028	10	567.30
F'25 grant	677	01 Nov, 2026	01 Nov, 2027	10	601.17
F'25 grant	90	01 Nov, 2026	01 Nov, 2028	10	572.02
F'25 grant	90	01 Nov, 2027	01 Nov, 2029	10	544.28

Movement in LTI's

	Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
1.	The number of share options outstanding at the beginning of the year	**1623**	2029
2.	Granted during the year	**–**	270
3.	Exercised during the year	**766**	676
4.	Lapsed during the year	**–**	–
5.	Outstanding at the end of the year	**857**	1623

The inputs used in the measurement of the fair values at grant date of the cash-settled share-based payment plans were as follows.

	Particulars (Cash settled Share Appreciation Rights)	For the year ended 31 March, 2026	For the year ended 31 March, 2025
1.	Share price	**780.90**	660.60
2.	Exercise price	**10.00**	10.00
3.	Expected volatility (weighted-average)	**45.20%**	45.20%
4.	Expected life / Option Life (weighted-average)	**2.58**	1.58-2.58
5.	Expected dividends yield	**5.00%**	5.00%
6.	Risk-free interest rate (based on government bonds)	**6.50%**	7.00%

Note No. 44 - Additional regulatory information

Additional regulatory information pursuant to the requirement in Division II of Schedule III to the Companies Act, 2013

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company does not have any transactions with companies struck off.

(iii) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(iv) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(v) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

(vii) The Company has no such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

(viii) The Company has borrowings from banks and financial institutions on the basis of current assets. The quarterly returns or statements of current assets filed by the Company with banks and financial institutions are in agreement with the books of accounts.

(ix) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(x) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

In terms of our report attached
For B S R & Co. LLP
Chartered Accountants
Firm's Registration
No: 101248W/W-100022

Sushma Jaglan
Membership No: 137783

Place: Mumbai
Date: 20 April, 2026

Harishkumar Gupta
Chief Financial Officer
ICAI Membership No-109240

Priyanka Umesh Dhuri
Company Secretary
Membership No: A78977

For and on behalf of the Board of Directors of
Mahindra Auto Steel Private Limited
CIN No: U27100MH2013PTC250979

Sumit Issar	Director	DIN: 06951249
Ranjan Pant	Chairman	DIN: 00005410

Place: Mumbai
Date: 20 April, 2026

INDEPENDENT AUDITORS' REPORT

To the Shareholders of Mahindra MiddleEast Electrical Steel Service Centre (FZC)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Mahindra MiddleEast Electrical Steel Service Centre (FZC) ("the Company"), which comprise the statement of financial position as at 31 March 2026, the statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising material accounting policies and other explanatory information.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at 31 March 2026, and its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with International Ethics Standards Board for Accountants International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in the United Arab Emirates, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

Management is responsible for the other information. The other information comprises the Directors' Report set out in page 1.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS Accounting Standards and their preparation in compliance with the applicable provisions of the UAE Federal Decree Law No. 32 of 2021, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with Governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

Further, as required by the UAE Federal Decree Law No. 32 of 2021, we report that for the year ended 31 March 2026:

i) we have obtained all the information and explanations we considered necessary for the purposes of our audit;

ii) the financial statements have been prepared and comply, in all material respects, with the applicable provisions of the UAE Federal Decree Law No. 32 of 2021, as amended;

iii) the Company has maintained proper books of account;

iv) the financial information included in the Directors' report is consistent with the books of account of the Company;

v) as disclosed in note 1 to the financial statements, the Company has not purchased any shares during the year ended 31 March 2026;

vi) note 18 to the financial statements discloses material related party transactions and the terms under which they were conducted; and

vii) based on the information that has been made available to us, nothing has come to our attention which causes us to believe that the Company has contravened during the financial year ended 31 March 2026 any of the applicable provisions of the UAE Federal Decree Law No. 32 of 2021, as amended, or its Articles of Association, which would materially affect its activities or its financial position as at 31 March 2026.

KPMG Lower Gulf Limited – SHJ BR

Richard Ackland

Registration No.: 1015

Sharjah, United Arab Emirates
KPMG Professional License No.: 23155
Date: 22 May, 2026

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2026

	Note	31 March 2026 USD	31 March 2025 USD	Unaudited supplementary information (refer note 2 (c)) 31 March 2026 Dhs.	31 March 2026 Rs.	31 March 2025 Dhs.	31 March 2025 Rs.
ASSETS							
Property, plant and equipment	4	**2,495,863**	2,413,733	**9,159,818**	**237,730,950**	8,858,405	229,908,068
Capital advances		**2,725**	86,604	**10,000**	**259,556**	317,837	8,249,031
Non-current assets		**2,498,588**	2,500,337	**9,169,818**	**237,990,506**	9,176,242	238,157,099
Inventories	5	**4,196,803**	5,343,433	**15,402,273**	**399,745,484**	19,610,411	508,961,993
Trade and other receivables	6	**2,862,956**	2,947,734	**10,507,050**	**272,696,559**	10,818,185	280,771,665
Prepayments	7	**24,293**	12,751	**89,155**	**2,313,908**	46,796	1,214,533
Cash and cash equivalents	8	**169,360**	136,382	**621,553**	**16,131,540**	500,521	12,990,386
Current assets		**7,253,412**	8,440,300	**26,620,031**	**690,887,491**	30,975,913	803,938,577
Total assets		**9,752,000**	10,940,637	**35,789,849**	**928,877,997**	40,152,155	1,042,095,676
EQUITY							
Share capital	9	**550,000**	550,000	**2,018,500**	**52,387,500**	2,018,500	52,387,500
Retained earnings		**4,331,034**	4,640,905	**15,894,902**	**412,530,984**	17,032,139	442,046,201
Statutory reserves	17	**275,063**	275,063	**1,009,481**	**26,199,751**	1,009,481	26,199,751
Total equity		**5,156,097**	5,465,968	**18,922,883**	**491,118,235**	20,060,120	520,633,452
LIABILITIES							
Employee end of service benefits	23	**81,515**	73,711	**299,161**	**7,764,304**	270,521	7,020,973
Lease liabilities	19	**263,521**	312,514	**967,121**	**25,100,375**	1,146,927	29,766,959
Non - current liabilities		**345,036**	386,225	**1,266,282**	**32,864,679**	1,417,448	36,787,932
Short-term borrowings	10	**379,053**	2,917,368	**1,391,126**	**36,104,798**	10,706,740	277,879,302
Trade and other payables	11	**3,786,083**	2,052,152	**13,894,925**	**360,624,407**	7,531,396	195,467,479
Lease liabilities	19	**85,731**	118,924	**314,633**	**8,165,878**	436,451	11,327,511
Current liabilities		**4,250,867**	5,088,444	**15,600,684**	**404,895,083**	18,674,587	484,674,292
Total liabilities		**4,595,903**	5,474,669	**16,866,966**	**437,759,762**	20,092,035	521,462,224
Total equity and liabilities		**9,752,000**	10,940,637	**35,789,849**	**928,877,997**	40,152,155	1,042,095,676

The attached notes 1 to 24 are an integral part of these financial statements.

The independent auditors' report is set out on pages 4 to 6.

To the best of our knowledge, the financial statements fairly present, in all material respects, the financial position, results of operation and cash flows of the Company as of, and for, the year ended 31 March 2026.

The Board of Directors has authorised the issue of these financial statements on 10th April 2026 and signed on behalf of the Board of Directors by:

Mr. Sumit Issar
Director

Ms. Jasmine Kaur
Director

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2026

				Unaudited supplementary information (refer note 2 (c))			
	Note	31 March 2026	31 March 2025	31 March 2026		31 March 2025	
		USD	USD	Dhs.	Rs.	Dhs.	Rs.
Revenue	12	**7,834,919**	10,004,804	**28,754,153**	**746,276,035**	36,717,633	952,957,582
Cost of sales	13.1	**(7,648,797)**	(8,836,222)	**(28,071,086)**	**(728,547,916)**	(32,428,934)	(841,650,146)
Gross profit		**186,122**	1,168,582	**683,067**	**17,728,119**	4,288,699	111,307,436
Other income	14	**153,509**	156,632	**563,379**	**14,621,732**	574,841	14,919,198
Selling and distribution expenses	13.3	**(107,099)**	(115,915)	**(393,052)**	**(10,201,180)**	(425,408)	(11,040,904)
Administrative and general expenses	13.2	**(356,397)**	(403,936)	**(1,307,986)**	**(33,946,816)**	(1,482,445)	(38,474,905)
Operating profit		**(123,865)**	805,363	**(454,592)**	**(11,798,145)**	2,955,687	76,710,825
Finance cost	15	**(108,906)**	(34,779)	**(399,688)**	**(10,373,297)**	(127,642)	(3,312,700)
(Loss) / Profit before tax		**(232,771)**	770,584	**(854,280)**	**(22,171,442)**	2,828,045	73,398,125
Income tax	21	**–**	–	**–**	**–**	–	–
(Loss) / Profit for the year		**(232,771)**	770,584	**(854,280)**	**(22,171,442)**	2,828,045	73,398,291
Other comprehensive income		**–**	–	**–**	**–**	–	–
Total comprehensive income for the year		**(232,771)**	770,584	**(854,280)**	**(22,171,442)**	2,828,045	73,398,291
Earning per equity share (Basic and diluted) 1000 Shares of USD 550 (Dhs. 2,019) (Rs. 47,037) (Refer note 22)		**(233)**	771	**(854)**	**(22,171)**	2,828	73,398

The attached notes 1 to 24 are an integral part of these financial statements.

The independent auditors' report is set out on pages 4 to 6.

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Mr. Sumit Issar
Director

Ms. Jasmine Kaur
Director

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Cash flows from operating activities:						
Profit for the year	**(232,771)**	770,584	**(854,280)**	**(22,171,442)**	2,828,045	73,398,125
Adjustments for:						
Depreciation (refer note 13)	**331,851**	369,871	**1,217,895**	**31,608,809**	1,357,423	35,230,213
Interest expenses (refer note 15)	**89,288**	14,713	**327,687**	**8,504,682**	53,998	1,401,413
Interest on lease liabilities (refer note 15)	**16,668**	20,066	**61,173**	**1,587,627**	73,644	1,911,287
Provision for end of service benefits (refer note 23)	**7,804**	12,836	**28,640**	**743,331**	47,108	1,222,629
	212,840	1,188,070	**781,115**	**20,273,007**	4,360,218	113,163,667
Changes in working capital:						
Inventories	**1,146,630**	(2,150,611)	**4,208,138**	**109,216,509**	(7,892,744)	(204,845,698)
Trade and other receivables	**84,778**	(188,291)	**311,135**	**8,075,106**	(691,024)	(17,934,718)
Prepayments	**(11,542)**	(365)	**(42,359)**	**(1,099,375)**	(1,340)	(34,766)
Trade and other payables	**1,737,529**	(1,474,427)	**6,376,732**	**165,499,638**	(5,411,152)	(140,439,172)
Net cash generated / (used in) from operating activities	**3,170,235**	(2,625,624)	**11,634,761**	**301,964,885**	(9,636,042)	(250,090,687)
Investing activities:						
Acquisition of property, plant and equipment	**(413,981)**	(24,802)	**(1,519,308)**	**(39,431,691)**	(91,025)	(2,362,391)
Paid for capital advances	**83,879**	(86,604)	**307,837**	**7,989,475**	(317,837)	(8,249,031)
Net cash used in investing activities	**(330,102)**	(111,406)	**(1,211,471)**	**(31,442,216)**	(408,862)	(10,611,422)
Financing activities						
Interest paid	**(92,886)**	(11,115)	**(340,890)**	**(8,847,392)**	(40,792)	(1,058,703)
Working capital demand loan taken	**–**	6,255,000		**–**	22,955,850	595,788,751
Working capital demand loan repayment	**(2,577,096)**	(3,338,000)	**(9,457,941)**	**(245,468,394)**	(12,250,460)	(317,944,500)
Repayment of lease liabilities	**(98,854)**	(98,843)	**(362,797)**	**(9,415,844)**	(362,750)	(9,414,796)
Dividends paid	**(77,100)**	(53,000)	**(282,957)**	**(7,343,775)**	(194,510)	(5,048,250)
Net cash (used in)/generated from financing activities	**(2,845,936)**	2,754,042	**(10,444,585)**	**(271,075,405)**	10,107,338	262,322,502
Net (decrease)/increase in cash and cash equivalents	**(5,803)**	17,012	**(21,295)**	**(552,736)**	62,434	1,620,393
Cash and cash equivalents :						
Cash and cash equivalents at the beginning of the year	**136,014**	119,002	**499,171**	**12,955,334**	436,737	11,334,941
Cash and cash equivalents at the end of the year	**130,211**	136,014	**477,876**	**12,402,598**	499,171	12,955,334
These comprise of:						
Cash on hand (Refer note 8)	**1,419**	28	**5,208**	**135,160**	101	2,667
Bank balance in current accounts (Refer note 8)	**167,941**	136,354	**616,345**	**15,996,380**	500,420	12,987,719
Bank overdraft repayable on demand (Refer note 10)	**(39,149)**	(368)	**(143,677)**	**(3,728,942)**	(1,350)	(35,052)
Total	**130,211**	136,014	**477,876**	**12,402,598**	499,171	12,955,334

The attached notes 1 to 24 are an integral part of these financial statements.

The independent auditors' report is set out on pages 4 to 6.

The Board of Directors has authorised the issue of these financial statements on 10th April 2026 and signed on behalf of the Board of Directors by:

Mr. Sumit Issar
Director

Ms. Jasmine Kaur
Director

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

	Share capital USD	Retained earnings USD	Statutory reserve USD	Total equity USD	Unaudited supplementary information (refer note 2 (c)) Share capital Dhs.	Rs.	Retained earnings Dhs.	Rs.	Statutory reserve Dhs.	Rs.	Total equity Dhs.	Rs.
Balance as at 1 April 2024	550,000	3,923,321	275,063	4,748,384	2,018,500	52,387,500	14,398,604	373,696,325	1,009,481	26,199,751	17,426,585	452,283,576
Total comprehensive income for the year												
Profit for the year	–	770,584	–	770,584	–	–	2,828,045	73,398,126	–	–	2,828,045	73,398,126
Total comprehensive income for the year	–	770,584	–	770,584	–	–	2,828,045	73,398,126	–	–	2,828,045	73,398,126
Transactions with owners of the Company												
Contributions and distributions												
Dividend declared and paid	–	(53,000)	–	(53,000)	–	–	(194,510)	(5,048,250)	–	–	(194,510)	(5,048,250)
Balance as at 31 March 2025	550,000	4,640,905	275,063	5,465,968	2,018,500	52,387,500	17,032,139	442,046,201	1,009,481	26,199,751	20,060,120	520,633,452
Balance as at 1 April 2025	550,000	4,640,905	275,063	5,465,968	2,018,500	52,387,500	17,032,139	442,046,201	1,009,481	26,199,751	20,060,120	520,633,452
Total comprehensive income for the year												
Loss for the year	–	(232,771)	–	(232,771)	–	–	(854,280)	(22,171,442)	–	–	(854,280)	(22,171,442)
Total comprehensive income for the year	–	(232,771)	–	(232,771)	–	–	(854,280)	(22,171,442)	–	–	(854,280)	(22,171,442)
Transactions with owners of the Company												
Contributions and distributions Dividend declared and paid (Refer to note 18)	–	(77,100)	–	(77,100)	–	–	(282,957)	(7,343,775)	–	–	(282,957)	(7,343,775)
Balance as at 31 March 2026	**550,000**	**4,331,034**	**275,063**	**5,156,097**	**2,018,500**	**52,387,500**	**15,894,902**	**412,530,984**	**1,009,481**	**26,199,751**	**18,922,883**	**491,118,235**

The attached notes 1 to 24 are an integral part of these financial statements.

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Mr. Sumit Issar
Director

Ms. Jasmine Kaur
Director

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1 Reporting entity

Mahindra MiddleEast Electrical Steel Service Centre (FZC) ("the Company"), was incorporated and licensed on 8 August 2004 at Sharjah Airport International Free Zone, Sharjah (FZ) with limited liability in the United Arab Emirates (UAE). Subsequently, the Company has entered into an agreement for subscription of capital by Nippon Steel Corporation (NSC) formerly known as Nippon Steel & Sumitomo Metal Corporation (NSSMC), Japan to reorganise the Company and manage it as a Free Zone Company (FZC). Consequent upon the induction of NSSMC as a shareholder, the status changed from Free Zone Establishment (FZE) to Free Zone Company (FZC) with limited liability with effect from 28 November 2005. The Company is engaged in processing of steel coils and supply of slit coils and laminations. The shareholding pattern as of 31 March 2026 is as follows:

Shareholders	Percentage
Mahindra Accelo Limited (formarly known as Mahindra Intertrade Ltd)	90%
Nippon Steel Corporation (formerly known as Nippon Steel & Sumitomo Metal Corporation)	10%

The ultimate controlling party is Mahindra & Mahindra Limited incorporated in India.

The Company has not purchased any shares during the year ended 31 March 2026 (2025: Nil).

2 Basis of preparation

The financial statements have been prepared under the historical cost convention.

(a) Statement of compliance

The financial statements have been prepared in compliance with International Financial Reporting Standards issued by the International Accounting Standards Board and the rules and regulations of the Sharjah Airport International Free Zone Authority (SAIF Zone).

(b) Functional and presentation currency

These financial statements are presented in United States Dollars ("USD"), which is the Company's functional currency.

(c) Convenience translation

In addition to presenting the financial statements in USD, unaudited supplementary information in United Arab Emirates Dirham ("Dhs") and Indian Rupee ("Rs") has been prepared for the convenience of users of the financials statements.

All amounts (including previous year information) are translated from USD to Dhs. and Rs. at the closing exchange rate at 31 March 2026 and 31 March 2025 based on average of the telegraphic transfer buying and selling rates quoted by the Mumbai Branch of State Bank of India of Dhs. 3.67 to USD 1 and Rs. 95.25 to USD 1 and Dhs. 3.67 to USD 1 and Rs. 85.52 to USD 1 respectively.

(d) Use of estimates and judgements

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed by management on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and in every future period affected.

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities within the next financial year. Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

i) Provision for obsolete and expired inventory

The Company reviews its inventory to assess loss on account of obsolescence and expiry on a regular basis. In determining whether provision for obsolescence should be recorded in the profit or loss, the Company makes judgements as to whether there is any observable data indicating that there is any future saleability of the product and the net realisable value for such product. Accordingly, provision for impairment is made where the net realisable value is less than cost based on best estimates by the management. The provision for obsolescence of inventory is based on the aging and past movement of the inventory.

ii) Use of estimates and judgements

The Company estimates the useful lives of property, plant and equipment based on the period over which the assets are expected to be available for use. The estimated useful lives are reviewed periodically and are updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the assets. In addition, estimation of the useful lives of property, plant and equipment is based on collective assessment of industry practice, internal technical evaluation and on the historical experience with similar assets. It is possible, however, that future results of operations could be materially affected by changes in estimates brought about by changes in factors mentioned above. The amounts and timing of recorded expenses for any period would be affected by changes in these factors and circumstances.

3 Material accounting policies

The accounting policies set out below, which comply with IFRS, have been consistently applied to all periods presented in these financial statements.

(a) Property, plant and equipment and depreciation

Items of property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Cost includes expenditures that are directly attributable to the acquisition of the asset. When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Depreciation is calculated over the depreciable amount, which is the cost of an asset, less its residual value. Depreciation is recognized in profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. The estimated useful lives for the current and comparative periods are as follows:

Factory Building	18 years
Plant and Machinery	5-20 years
Vehicles	5 years
Furniture and Fixtures	10 years
Office Equipment	5 years
Computers	5 years

Residual value of the property plant and equipments has been estimated at 5% of its capitalised value for the purpose of calculating depreciation.

Any gain or loss on disposal of an item of property, plant and equipment (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognised in profit or loss.

The components of an asset are identified and depreciated separately, if they have differing patterns of benefits and are significant to the total cost of the item. The overall value of an asset is split fairly between significant components and accounted for separately. The components' useful lives and the method of depreciation are determined on a reasonable and consistent basis.

(b) Inventories

Inventories are measured at the lower of cost and net realizable value, after making due allowance for any obsolete or slow moving items. Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses. Cost is determined as follows:

Raw materials

The cost of raw materials includes insurance, freight and other incidental charges incurred in acquiring the inventories and bringing them to their present location and condition. Valuation of the raw materials is determined on a weighted average cost basis.

Work-in-progress

The cost of work in progress includes cost of raw material and an appropriate share of production overheads based on normal operating capacity.

Finished goods

The cost of finished goods is arrived at on a weighted average cost basis and includes cost of direct materials and direct labour plus an appropriate share of production overheads based on normal operating capacity.

(c) Revenue recognition

The Company recognizes revenue from contracts with customers based on a five steps model as set out in IFRS 15:

Step 1: Identify contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out criteria for every contract that must be met.

Step 2: Identify performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3: Determine the transaction price: The transaction price is the amount of consideration the Company expects to be entitled to in exchange for transferring the promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4: Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company allocates the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled to in exchange for satisfying each performance obligation.

Step 5: Recognize revenue when (or as) the Company satisfies a performance obligation.

The Company satisfied a performance obligation and recognizes revenue over time, if one of the following criteria is met:

1. The customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs; or
2. The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
3. The Company's performance does not create an asset with an alternative use to the Company and the entity has an enforceable right to payment for performance completed to date."

For performance obligations where one of the above conditions are not met, revenue is recognized at the point in time at which performance obligation is satisfied. When the Company satisfied a performance obligation by delivering promised goods or services it creates a contract asset based on the amount of consideration earned by the performance. Where the amount of consideration received from a customer exceeds the amount of revenue recognized this gives rise to a contract liability.

Revenue is recognized in the statement of profit or loss and other comprehensive income to the extent that it is probable that the economic benefits will flow to the Company and the revenue and costs, if applicable, can be measured reliably.

Revenue from contracts with customers

Revenue is measured based on the consideration specified in a contract with a customer. The Company recognises revenue when it transfers control over a good or service to a customer. Revenue is recognised when the goods are delivered and have been accepted by customers at their premises. For contracts that permit the customer to return an item, revenue is recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur.

Therefore, the amount of revenue recognised is adjusted for expected returns, which are estimated based on the historical data for specific products. In these circumstances, a refund liability and a right to recover returned goods asset are recognised. The right to recover returned goods asset is measured at the former carrying amount of the inventory less any expected costs to recover goods.

(d) Finance income and finance costs

Finance income comprises interest income. Interest income is recognised as it accrues in profit or loss, using the effective interest method.

Finance costs comprise interest expenses on borrowings and preshipment credit. Interest costs is recognised as it accrues in profit or loss, using the effective interest method.

(e) Foreign currency transactions and balances

Transactions in foreign currencies are translated to the functional currency ("USD") at the exchange rates ruling at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated to the functional currency at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortised cost in the functional currency at the beginning of the year, adjusted for effective interest and payments during the year, and the amortised cost in foreign currency translated at the exchange rate at the end of the year. Non-monetary assets and liabilities denominated in foreign currencies that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined. Non-monetary items in a foreign currency that are measured in terms of historical cost are translated using the exchange rate at the date of the transaction. Foreign currency differences arising on retranslation are recognised in profit or loss.

(f) Employee benefit

The provision for staff terminal benefits is calculated in accordance with the provisions of the UAE Labour Law and is based on the liability that would arise if the employment of all staff were to be terminated at the reporting date.

(g) Assets held for sale

Non-current assets are classified as held for sale if it is highly probable that they will be recovered primarily through sale rather than through continuing use. Such assets are generally measured at lower of their carrying amount and fair value less cost to sale. Impairment losses on initial classification as held for sale and subsequent gain / losses on measurement are recognized in profit and loss. Once classified as held for sale, intangible assets and property plant and equipment are no longer amortized or depreciated.

(h) Financial instruments

Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

Classification and subsequent measurement

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI – debt investment; FVOCI – equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

– it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
– its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets

i) Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the company considers:

– contingent events that would change the amount or timing of cash flows;
– terms that may adjust the contractual coupon rate, including variable-rate features;
– prepayment and extension features; and
– terms that limit the company's claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

ii) Financial liabilities and equity instruments

Financial assets at amortised cost are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Derivative financial instruments

The Company holds derivative financial instruments (currency forward contracts) to hedge its foreign currency risk exposure.

Derivatives are recognised initially at fair value attributable transaction costs are recognised in profit or loss when incurred. Subsequent to initial recognition, derivatives are measured at fair value and changes there in are recognised in the profit or loss.

Financial liabilities

Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost and are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

Derecognition

i) Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

ii) Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value. On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

(i) Impairment

Non-derivative financial assets

Financial instruments and contract assets

The Company recognises loss allowances for ECLs on financial assets measured at amortised cost. The Company measures loss allowances at an amount equal to lifetime ECLs, except for bank balances and other debt securities for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition. Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECLs.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment and including forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 180 days past due.

The Company considers a financial asset to be in default when:

– the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or
– the financial asset is more than 180 days past due.

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of a financial instrument. 12-month ECLs are the portion of ECLs that result from default events that are possible within the 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive).

ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data

– significant financial difficulty of the borrower or issuer;
– a breach of contract such as a default or being more than 180 days past due;
– the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
– it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
– the disappearance of an active market for a security because of financial difficulties.

Presentation of allowance for ECL in the statement of financial position

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

Write-off

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a

financial asset in its entirety or a portion thereof. For its customers, the Company individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Company expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

(j) Earning per share

Basic earnings per share are calculated by dividing the net profit for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the reporting period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares), if any occurred during the reporting period, that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit for the year attributable to the equity shareholders and the weighted average number of equity shares outstanding during the year, are adjusted for the effects of all dilutive potential equity shares.

The number of shares and potential dilutive equity shares are adjusted retrospectively for all periods presented for any bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

(k) Provisions

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be measured reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation.

(l) Lease

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company uses the definition of a lease in IFRS 16.

As a lessee

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

The Company determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased. Lease payments included in the measurement of the lease liability comprise the following:

– fixed payments, including in-substance fixed payments; and

– lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in the statement of financial position.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

(m) New currently effective IFRS requirements

The following amended standards and interpretations which are effective for annual period beginning on or after 1 January 2025 do not have any material impact on the Company's financial statements. The Company has not early adopted any standard, interpretation or amendment that has been issued but is not yet effective:

	Effective date
• Lack of exchangeability - Amendments to IAS 21	01 January 2024

New standards, amendments, and interpretations to standards not yet effective, but available for early adoption

The standards and interpretations that are issued, but not yet effective are disclosed below. These standards and interpretations will become effective for annual periods beginning on or after the dates as respectively mentioned there against. The Company intends to adopt these standards, if applicable, when they become effective.

1 January 2026	– Classification and Measurement of Financial Instruments - Amendments to IFRS 9 and IFRS 7 – Contract referencing Nature-dependent Electricity - Amendments to IFRS 9 and IFRS 7 – Annual improvements to IFRS Accounting Standards – Volume 11
1 January 2027	– IFRS 18 Presentation and Disclosure in Financial Statements – IFRS 19 Subsidiaries without Public Accounting Disclosures
Available for optional adoption/ effective date deferred indefinitely	– Sale or Contribution of Assets between an Investor and its Associate or Joint Venture – Amendments to IFRS 10 and IAS 28

The management anticipates that all of the above Standards and Interpretations will be adopted by the Company to the extent applicable to them from their effective dates. The management is still assessing the impact of adopting these standards, amendments, interpretations on the Company's financial statemens in the period of their initial application.

NOTES TO THE FINANCIAL STATEMENTS AS AT 31 MARCH 2026 – (CONTINUED)

4. PROPERTY, PLANT AND EQUIPMENT

									Unaudited supplementary information (refer note 2 (c))													
Particulars	**Factory building**	**Plant and machinery**	**Vehicles**	**Furniture and fixtures**	**Office equip-ment**	**Comput-ers**	**Right of use assets - Land**	**Total**	**Factory building**		**Plant and machinery**		**Vehicles**		**Furniture and fixtures**		**Office equipment**		**Computers**		**Right of use assets - Land**		**Total**	
	USD	USD	USD	USD	USD	USD	USD	USD	Dhs.	Rs.	Dhs.	Rs.	Dhs.	Rs.	Dhs.	Rs.	Dhs.	Rs.	Dhs.	Rs.	Dhs.	Rs.	Dhs.	Rs.
Cost									B90020		P90010		C90010		F90010		P90090		P90101					
At 1 April 2024	644,615	5,188,051	45,208	37,517	12,543	12,956	866,166	6,807,056	2,365,738	61,399,579	19,040,151	494,161,858	165,914	4,306,062	137,687	3,573,494	46,036	1,194,721	47,548	1,234,059	3,178,828	82,502,312	24,981,902	648,372,085
Additions	1,417	15,198	–	3,198	1,168	–	–	20,981	5,200	134,969	55,777	1,447,610	–	–	11,735	304,610	4,288	111,252	–	–	–	–	77,000	1,998,441
Disposals	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	-
At 31 March 2025	646,032	5,203,249	45,208	40,715	13,711	12,956	866,166	6,828,037	2,370,938	61,534,548	19,095,928	495,609,468	165,914	4,306,062	149,422	3,878,104	50,324	1,305,973	47,548	1,234,059	3,178,828	82,502,312	25,058,902	650,370,526
At 1 April 2025	646,032	5,203,249	45,208	40,715	13,711	12,956	866,166	6,828,037	2,370,938	61,534,548	19,095,928	495,609,468	165,914	4,306,062	149,422	3,878,104	50,324	1,305,973	47,548	1,234,059	3,178,828	82,502,312	25,058,902	650,370,526
Additions	1,608	414,558	–	–	1,636	–	–	417,802	5,901	153,162	1,521,428	39,486,650	–	–	–	–	6,004	155,829	–	–	–	–	1,533,333	39,795,641
Disposals	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	-
At 31 March 2026	**647,640**	**5,617,807**	**45,208**	**40,715**	**15,347**	**12,956**	**866,166**	**7,245,839**	**2,376,839**	**61,687,710**	**20,617,356**	**535,096,118**	**165,914**	**4,306,062**	**149,422**	**3,878,104**	**56,328**	**1,461,802**	**47,548**	**1,234,059**	**3,178,828**	**82,502,312**	**26,592,235**	**690,166,167**
Depreciation																								
At 1 April 2024	428,345	3,156,213	23,944	28,876	6,682	7,478	396,716	4,048,254	1,572,030	40,799,861	11,583,288	300,629,288	87,876	2,280,666	105,978	2,750,439	24,524	636,461	27,451	712,280	1,455,952	37,787,199	14,857,099	385,596,194
Charge for the year	35,865	248,230	2,344	1,032	1,471	1,586	79,343	369,871	131,625	3,416,141	911,004	23,643,908	8,601	223,266	3,784	98,298	5,397	140,113	5,822	151,067	291,190	7,557,421	1,357,423	35,230,214
At 31 March 2025	464,210	3,404,443	26,288	29,908	8,153	9,064	476,059	4,418,125	1,703,655	44,216,002	12,494,292	324,273,196	96,477	2,503,932	109,762	2,848,737	29,921	776,574	33,273	863,347	1,747,142	45,344,620	16,214,522	420,826,408
At 1 April 2025	464,210	3,404,443	26,288	29,908	8,153	9,064	476,059	4,418,125	1,703,655	44,216,002	12,494,292	324,273,196	96,477	2,503,932	109,762	2,848,737	29,921	776,574	33,273	863,347	1,747,142	45,344,620	16,214,522	420,826,408
Charge for the year	35,991	209,775	2,344	1,227	1,624	1,547	79,343	331,851	132,086	3,428,143	769,875	19,981,069	8,601	223,266	4,504	116,872	5,961	154,686	5,678	147,352	291,190	7,557,421	1,217,895	31,608,809
Addition	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	-
On disposals	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	-
At 31 March 2026	**500,201**	**3,614,218**	**28,632**	**31,135**	**9,777**	**10,611**	**555,402**	**4,749,976**	**1,835,741**	**47,644,145**	**13,264,167**	**344,254,265**	**105,077**	**2,727,198**	**114,266**	**2,965,609**	**35,882**	**931,260**	**38,951**	**1,010,699**	**2,038,332**	**52,902,041**	**17,432,417**	**452,435,217**
Capital WIP-as at 31 March 2026	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	–	-
Capital WIP-as at 31 March 2025	3,821	–	–	–	–	–	–	3,821	14,025	363,950	–	–	–	–	–	–	–	–	–	–	–	–	14,025	363,950
At 31 March 2026	**147,439**	**2,003,589**	**16,576**	**9,580**	**5,570**	**2,345**	**310,764**	**2,495,863**	**541,098**	**14,043,565**	**7,353,189**	**190,841,853**	**60,837**	**1,578,864**	**35,156**	**912,495**	**20,446**	**530,542**	**8,597**	**223,360**	**1,140,496**	**29,600,271**	**9,159,818**	**237,730,950**
At 31 March 2025	185,643	1,798,806	18,920	10,807	5,558	3,892	390,107	2,413,733	681,308	17,682,496	6,601,636	171,336,272	69,437	1,802,130	39,660	1,029,367	20,403	529,399	14,275	370,712	1,431,686	37,157,692	8,858,405	229,908,068

4(i) Depreciation expenses has been allocated as follows:

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Cost of sales (refer note 13.1)	**329,000**	367,368	**1,207,430**	**31,337,251**	1,348,241	34,991,898
Administrative and general expenses (refer note 13.2)	**2,851**	2,504	**10,465**	**271,558**	9,182	238,411
	331,851	369,872	**1,217,895**	**31,608,809**	1,357,423	35,230,309

NOTES TO THE FINANCIAL STATEMENTS AS AT 31 MARCH 2026 – (CONTINUED)

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
5. INVENTORIES						
Raw materials and consumables	**3,283,713**	4,466,011	**12,051,230**	**312,773,663**	16,390,272	425,387,548
Work-in-progress	**552,359**	704,601	**2,027,158**	**52,612,194**	2,585,887	67,113,245
Finished goods	**360,731**	172,821	**1,323,885**	**34,359,627**	634,252	16,461,200
	4,196,803	5,343,433	**15,402,273**	**399,745,484**	19,610,411	508,961,993

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
6. TRADE AND OTHER RECEIVABLES						
Trade receivables	**2,449,828**	2,680,787	**8,990,869**	**233,346,117**	9,838,489	255,344,962
Due from a related party (refer note 18)	**70,260**	81,970	**257,855**	**6,692,265**	300,831	7,807,643
Deposits	**31,209**	29,719	**114,537**	**2,972,657**	109,070	2,830,735
Other receivables	**4,416**	4,416	**16,207**	**420,624**	16,207	420,624
Advance to suppliers	**119,416**	15,180	**438,257**	**11,374,374**	55,710	1,445,895
Advance to related parties (refer note 18)	**24,935**	–	**91,510**	**2,375,059**	–	–
Vat receivable	**162,892**	135,662	**597,815**	**15,515,463**	497,878	12,921,806
	2,862,956	2,947,734	**10,507,050**	**272,696,559**	10,818,185	280,771,665

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
7. PREPAYMENTS						
Prepayments of expenses	**24,293**	12,751	**89,155**	**2,313,908**	46,796	**1,214,533**
	24,293	12,751	**89,155**	**2,313,908**	46,796	1,214,533

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
8. CASH AND CASH EQUIVALENTS						
Cash on hand	**1,419**	28	**5,208**	**135,160**	101	2,667
Bank balance in current accounts	**167,941**	136,354	**616,345**	**15,996,380**	500,420	12,987,719
	169,360	136,382	**621,553**	**16,131,540**	500,521	12,990,386

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
9. SHARE CAPITAL						
Authorized, issued and paid						
1,000 shares of USD 550	**550,000**	550,000	**2,018,500**	**52,387,500**	2,018,500	52,387,500
(Dhs. 2,019) (Rs. 47,037) each	**550,000**	550,000	**2,018,500**	**52,387,500**	2,018,500	52,387,500

Shareholders: 900 Shares of USD 550 (Dhs. 2,019) (Rs. 47,037) each held by Mahindra Accelo Limited (formerly known as Mahindra Intertrade Limited,India), which is a subsidiary of Mahindra & Mahindra Limited and 100 Shares of USD 550 (Dhs. 2,019) (Rs. 47,037) each held by Nippon Steel Corporation, Japan (formerly known as Nippon Steel & Sumitomo Metal Corporation, Japan).

Terms/rights attached to equity shares

The Company has only one class of equity share having a par value of USD 550 per share. Each shareholder is entitled to one vote per share at general meetings of the Company. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting.

NOTES TO THE FINANCIAL STATEMENTS AS AT 31 MARCH 2026 – (CONTINUED)

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
10. SHORT-TERM BORROWINGS						
Trust receipts	**–**		**–**	**–**	–	–
Working capital demand loans	**339,904**	2,917,000	**1,247,449**	**32,375,856**	10,705,390	277,844,250
Bank overdraft	**39,149**	368	**143,677**	**3,728,942**	1,350	35,052
	379,053	2,917,368	**1,391,126**	**36,104,798**	10,706,740	277,879,302

During the year, the Company obtained minimum working capital demand loans, which are secured, repayable within 30-180 days and carry interest rate of USD 3-Month SOFR plus spread of 2.1%. The Company has also availed a bank overdraft facility during the year at USD SOFR plus cost plus 1.5%. The short-term borrowing on demand loan was paid during the year.

These credit facilities requires company to comply with the covenants as follow:

a. On one facility with bank, the Company is required of financial covenant of minimum total equity of USD 2.9 million.

b. On the other facility with bank, the Holding Company shall hold atleast 51% stake of the Company during the facility, failing of which, the Bank shall have the right to recall the outstanding facility with all dues, taxes and duties payable on the day of notice to the Company.

As at 31 March 2026 and as at 31 March 2025, Company has complied with the covenants requirement.

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
11. TRADE AND OTHER PAYABLES:						
Due to related parties (refer note 18)	**1,154**	21,916	**4,235**	**109,919**	80,432	2,087,499
Trade payables	**2,603,075**	350,816	**9,553,284**	**247,942,894**	1,287,494	33,415,224
Accrued expenses	**185,075**	56,346	**679,226**	**17,628,394**	206,788	5,366,957
Trade payables	**2,789,304**	429,078	**10,236,745**	**265,681,207**	1,574,714	40,869,680
Interest payable	**–**	3,598	**–**	**–**	13,203	342,710
Advance from customers	**993,101**	1,616,384	**3,644,681**	**94,592,870**	5,932,131	153,960,576
Others	**3,678**	3,092	**13,499**	**350,330**	11,348	294,513
Other payables	**996,779**	1,623,074	**3,658,180**	**94,943,200**	5,956,682	154,597,799
Trade and other payables	**3,786,083**	2,052,152	**13,894,925**	**360,624,407**	7,531,396	195,467,479

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
12. REVENUE						
Sale of goods - *point-in-time*	**7,572,503**	9,787,630	**27,791,086**	**721,280,911**	35,920,603	932,271,758
Sale of services - *point-in-time*	**262,416**	217,174	**963,067**	**24,995,124**	797,030	20,685,824
	7,834,919	10,004,804	**28,754,153**	**746,276,035**	36,717,633	952,957,582

GEOGRAPHICAL INFORMATION

The amount of the Company's revenue from external customers broken down by location of the customers is shown in the table below:

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Domestic	**3,739,629**	4,292,170	**13,724,438**	**356,199,567**	15,752,264	408,829,193
Other GCC countries	**2,495,855**	3,006,348	**9,159,787**	**237,730,189**	11,033,298	286,354,647
Exports	**1,599,435**	2,706,286	**5,869,929**	**152,346,279**	9,932,071	257,773,742
	7,834,919	10,004,804	**28,754,153**	**746,276,035**	36,717,633	952,957,582

NOTES TO THE FINANCIAL STATEMENTS AS AT 31 MARCH 2026 – (CONTINUED)

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
13. EXPENSES BY NATURE						
Changes in inventories of finished goods and work-in-progress	**(35,669)**	(89,881)	**(130,904)**	**(3,397,472)**	(329,864)	(8,561,165)
Raw materials and consumables used	**6,785,834**	8,009,796	**24,904,011**	**646,350,689**	29,395,953	762,933,069
Employee benefit expenses	**502,066**	486,958	**1,842,583**	**47,821,787**	1,787,135	46,382,750
Depreciation	**331,851**	369,870	**1,217,895**	**31,608,808**	1,357,422	35,230,213
Other expenses	**67,566**	61,981	**247,966**	**6,435,662**	227,469	5,903,690
Freight	**107,099**	115,915	**393,052**	**10,201,180**	425,408	11,040,904
Conveyance and travelling	**34,926**	24,298	**128,179**	**3,326,702**	89,174	2,314,385
Communication expenses	**9,591**	10,552	**35,200**	**913,543**	38,726	1,005,078
Audit fees (includes out of pocket expenses)	**26,904**	27,157	**98,739**	**2,562,606**	99,667	2,586,704
Repairs and maintenance	**90,571**	110,933	**332,394**	**8,626,888**	407,124	10,566,368
Insurance	**20,408**	13,614	**74,897**	**1,943,862**	49,962	1,296,734
Service charges	**29,519**	73,505	**108,335**	**2,811,685**	269,764	7,001,351
Bank charges	**78,384**	81,607	**287,670**	**7,466,076**	299,498	7,773,067
General expenses	**63,243**	59,768	**232,107**	**6,023,896**	219,349	5,692,807
	8,112,293	9,356,073	**29,772,124**	**772,695,912**	34,336,787	891,165,955

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
13.1. COST OF SALES						
Changes in inventories of finished goods and work-in-progress	**(35,669)**	(89,881)	**(130,904)**	**(3,397,472)**	(329,864)	(8,561,165)
Raw materials and consumables used	**6,785,834**	8,009,796	**24,904,011**	**646,350,689**	29,395,953	762,933,069
Employee benefit expenses	**502,066**	486,958	**1,842,583**	**47,821,787**	1,787,135	46,382,750
Depreciation on plant and machinery and building	**329,000**	367,368	**1,207,430**	**31,337,250**	1,348,241	34,991,802
Other expenses	**67,566**	61,981	**247,966**	**6,435,662**	227,469	5,903,690
	7,648,797	8,836,222	**28,071,086**	**728,547,916**	32,428,934	841,650,146

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
13.2. ADMINISTRATIVE AND GENERAL EXPENSES						
Conveyance and travelling	**34,926**	24,298	**128,179**	**3,326,702**	89,174	2,314,385
Communication expenses	**9,591**	10,552	**35,200**	**913,543**	38,726	1,005,078
Audit fees (includes out of pocket expenses)	**26,904**	27,157	**98,739**	**2,562,606**	99,667	2,586,704
Repairs and maintenance	**90,571**	110,933	**332,394**	**8,626,888**	407,124	10,566,368
Depreciation on others	**2,851**	2,503	**10,465**	**271,558**	9,181	238,411
Insurance	**20,408**	13,614	**74,897**	**1,943,862**	49,962	1,296,734
Service charges	**29,519**	73,505	**108,335**	**2,811,685**	269,764	7,001,351
Bank charges	**78,384**	81,607	**287,670**	**7,466,076**	299,498	7,773,067
General expenses	**63,243**	59,767	**232,107**	**6,023,896**	219,349	5,692,807
	356,397	403,936	**1,307,986**	**33,946,816**	1,482,445	38,474,905

NOTES TO THE FINANCIAL STATEMENTS AS AT 31 MARCH 2026 – (CONTINUED)

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
13.3 SELLING AND DISTRIBUTION EXPENSES						
Freight	107,099	115,915	393,052	10,201,180	425,408	11,040,904
	107,099	115,915	393,052	10,201,180	425,408	11,040,904

	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
14. OTHER INCOME						
Other miscellaneous income	**153,509**	156,632	**563,379**	**14,621,732**	574,841	14,919,198
	153,509	156,632	**563,379**	**14,621,732**	574,841	14,919,198

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
15. FINANCE COST						
Interest expenses	**89,288**	14,713	**327,687**	**8,504,682**	53,998	1,401,413
Interest on lease liabilities	**16,668**	20,066	**61,173**	**1,587,627**	73,644	1,911,287
Exchange loss	**2,950**	–	**10,828**	**280,988**	–	–
	108,906	34,779	**399,688**	**10,373,297**	127,642	3,312,700

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
16. CONTINGENCIES AND COMMITMENTS						
Letters of credit	**4,001,749**	1,222,350	**14,686,419**	**381,166,592**	4,486,025	116,428,838
	4,001,749	1,222,350	**14,686,419**	**381,166,592**	4,486,025	116,428,838

17. STATUTORY RESERVE

According to the articles of association of the Company, 5% of the net profit for each year is required to be transferred to a statutory reserve. The management may resolve to discontinue such annual transfers when the reserve reaches 50% of the paid up share capital. The reserve is not available for distribution. No appropriations to the statutory reserve have been made in current year (2025: Nil) as the statutory reserve has accumulated to 50% of the paid up share capital.

18. RELATED PARTIES

Management's policy is to conduct transactions with related parties on prices at mutually agreed terms.

List of related parties:

Ultimate Holding Company
Mahindra & Mahindra Limited

Holding Company

Mahindra Accelo Limited - Shareholder (formerly known as Mahindra Intertrade Ltd)
Nippon Steel Corporation

Fellow Subsidiaries
Mahindra Integrated Business Solution Private Limited
PT. Mahindra Accelo Steel Indonesia
Mahindra Steel Service Centre Limited

NOTES TO THE FINANCIAL STATEMENTS AS AT 31 MARCH 2026 – (CONTINUED)

Transactions with related parties

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Mahindra Accelo Limited						
Service charges*	**29,472**	73,442	**108,162**	**2,807,208**	269,532	6,995,351
Dividend**	**69,390**	47,700	**254,661**	**6,609,398**	175,059	4,543,425
PT. Mahindra Accelo Steel Indonesia						
Lease rent income	**140,400**	140,400	**515,268**	**13,373,100**	515,268	13,373,100
Mahindra & Mahindra Limited						
Reimbursement of expenses by Company	**9,625**	8,820	**35,323**	**916,775**	32,369	840,105
Professional fees	**1,171**	1,198	**4,298**	**111,557**	4,396	114,086
Mahindra Integrated Business Solution Private Limited						
Service charges (Salary processing cost)	**1,219**	1,206	**4,472**	**102,000**	4,425	114,851
Nippon Steel Corporation						
Dividend**	**7,710**	5,300	**28,296**	**734,378**	19,451	504,825

* The managerial services are rendered by Mahindra Accelo Limited, shareholder and the same is paid as service charges.

** The Company has declared and paid dividends amounting to USD 77,100 in 2026 (2025: USD 53,000).

Outstanding balances

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Outstanding receivable						
PT. Mahindra Accelo Steel Indonesia	**70,260**	81,970	**257,855**	**6,692,265**	300,831	7,807,643
	70,260	81,970	**257,855**	**6,692,265**	300,831	7,807,643

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Advance paid						
Mahindra Accelo Limited	**24,935**	–	**91,510**	**2,375,059**	–	–
	24,935	–	**91,510**	**2,375,059**	–	–

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Outstanding payable						
Mahindra Accelo Limited	**–**	18,198	**–**	**–**	66,787	1,733,360
Mahindra & Mahindra Limited	**251**	3,510	**922**	**23,908**	12,880	334,287
Mahindra Integrated Business Solutions Pvt Ltd	**903**	208	**3,313**	**86,011**	765	19,812
	1,154	21,916	**4,235**	**109,919**	80,432	2,087,459

NOTES TO THE FINANCIAL STATEMENTS AS AT 31 MARCH 2026 – (CONTINUED)

19. LEASES

The Company has entered into lease arrangements with Government of Sharjah, represented by Sharjah Airport International Free Zone (SAIF Zone). The tenure of the lease agreement is generally for a period of 25 years, renewable thereafter for another equal term.

While measuring lease liabilities, the company discounted lease payments using its incremental borrowing rate at 1 April 2019. The average rate applied is 4.23%.

Lease liabilities included in the statement of financial position

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
At 1 April	**431,438**	510,215	**1,583,378**	**41,094,470**	1,872,484	48,597,979
Interest on lease liabilities (refer note 15)	**16,668**	20,066	**61,173**	**1,587,627**	73,644	1,911,287
Payments made against lease liabilities	**(98,854)**	(98,843)	**(362,797)**	**(9,415,844)**	(362,750)	(9,414,796)
At 31 March	**349,252**	431,438	**1,281,754**	**33,266,253**	1,583,378	41,094,470
Less: current portion of lease liabilities	**(85,731)**	(118,924)	**(314,633)**	**(8,165,878)**	(436,451)	(11,327,511)
Non-current portion of lease liabilities	**263,521**	312,514	**967,121**	**25,100,375**	1,146,927	29,766,959

Amount recognised in profit and loss statement

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Depreciation on right-of-use assets	**79,343**	79,343	**291,190**	**7,557,421**	291,190	6,566,331
Interest on lease liabilities	**16,668**	20,066	**61,173**	**1,587,627**	73,644	1,911,287
	96,011	99,409	**352,363**	**9,145,048**	364,834	8,477,618

Maturity analysis

The following table sets out a maturity analysis of lease payables showing the undiscounted lease payments to be payable after the reporting date:

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Less than one year	**99,127**	98,855	**363,797**	**9,441,847**	362,797	9,415,939
Between one and five years	**280,089**	403,665	**1,027,925**	**26,678,477**	1,481,451	38,449,091
More than five years	**–**	–	**–**	**–**	–	–
	379,216	502,520	**1,391,722**	**36,120,324**	1,844,248	47,865,030

20. FINANCIAL INSTRUMENTS

Overview

The Company has exposure to the following risks from its use of financial instruments:

– Credit risk
– Liquidity risk
– Market risk

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital.

The Company's Board of Directors have overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities.

a) Credit risk

Credit risk is the risk of financial loss to the Company if counterparty to a financial instrument fails to meet its contractual obligations. Credit risk is mainly attributable to cash at bank and trade and other receivables.

Trade receivables

The exposure to credit risk on trade receivables is monitored on an on-going basis by the management and these are considered recoverable by the Company's management. The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the Company's customer base, including the default risk of the industry and country, in which customers operate, has less of an influence on credit risk.

Management has established a credit policy under which each new customer is analyzed individually for creditworthiness before the Company's standard payment and delivery terms and conditions are offered. Purchase limits are established for each customer, which represent the maximum open amount.

The Company follows expected credit loss method for determination of impairment for trade receivable, additionally an impairment analysis is performed on each reporting date on specific case basis for major customer.

NOTES TO THE FINANCIAL STATEMENTS AS AT 31 MARCH 2026 – (CONTINUED)

Exposure to credit risk:

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Trade receivables	**2,449,828**	2,680,787	**8,990,869**	**233,346,117**	9,838,489	255,344,962
Trade receivable with related parties (ref. note 18)	**70,260**	81,970	**257,855**	**6,692,265**	300,831	7,807,643
Other receivables (excluding advances and Vat receivable)	**35,625**	34,135	**130,744**	**3,393,281**	125,277	3,251,359
Bank balance in current accounts	**167,941**	136,354	**616,345**	**15,996,380**	500,420	12,987,719
	2,723,654	2,933,246	**9,995,813**	**259,428,043**	10,765,017	279,391,683

The maximum exposure to credit risk for trade receivables at the reporting date by geographic region was:

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Domestic	**1,552,792**	1,487,063	**5,698,746**	**147,903,438**	5,457,520	141,642,751
Other GCC countries	**545,710**	871,510	**2,002,756**	**51,978,878**	3,198,441	83,011,328
Exports	**351,326**	322,214	**1,289,367**	**33,463,801**	1,182,528	30,690,884
	2,449,828	2,680,787	**8,990,869**	**233,346,117**	9,838,489	255,344,963

Impairment losses

Expected credit loss assessment

The Company applies the simplified approach to providing for expected credit losses prescribed by IFRS 9, which permits the use of the lifetime expected loss provision for all trade receivables. The Company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company. Forward-looking information (including macroeconomic information) has been incorporated into the determination of expected credit losses.

The age of trade receivables at the reporting date was:

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Not past due	**2,262,863**	2,315,855	**8,304,709**	**215,537,701**	8,499,187	220,585,189
Past due 0 - 180 days	**186,965**	364,791	**686,160**	**17,808,416**	1,338,783	34,746,343
Past due more than 180 days	**4,788**	4,929	**17,573**	**456,057**	17,573	925,546
	2,454,616	2,685,575	**9,008,442**	**233,802,174**	9,855,543	256,257,078

The age of impairment loss on trade receivables at the reporting date was:

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Not past due	**–**	–	**–**	**–**	–	–
Past due 1 - 180 days	**–**	–	**–**	**–**	–	–
Past due more than 180 days	**4,788**	4,788	**17,573**	**456,057**	17,573	456,058
	4,788	4,788	**17,573**	**456,057**	17,573	456,058

The movement in the allowance for impairment loss in respect of trade receivables during the year was as follows:

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
At 1 April	**4,788**	4,788	**17,573**	**456,057**	17,573	409,470
Provision	**–**	–	**–**	**–**	–	–
At 31 March	**4,788**	4,788	**17,573**	**456,057**	17,573	409,470

NOTES TO THE FINANCIAL STATEMENTS AS AT 31 MARCH 2026 – (CONTINUED)

b) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. Liquidity risk mainly relates to amounts due to related parties, short term borrowings and trade and other payables. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due without incurring unacceptable losses or risking damage to the Company's reputation. The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of letter of credit facilities.

The following are the contractual maturities of financial liabilities (including estimated interest payments).

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Carrying amount						
Lease liabilities	**349,252**	431,438	**967,121**	**25,100,375**	1,583,378	29,766,959
Short-term borrowings	**379,053**	2,917,368	**1,391,126**	**36,104,798**	10,706,740	277,879,302
Trade and other payables (excluding advances and Interest payable)	**2,791,828**	410,254	**10,246,009**	**265,921,618**	1,505,630	39,076,694
Due to related parties	**1,154**	21,916	**4,235**	**109,919**	80,432	2,087,499
Interest payable	**–**	3,598	**–**	**–**	13,203	342,710
	3,521,287	3,784,574	**12,608,491**	**327,236,710**	13,889,383	349,153,164
Contractual cash flows						
Lease liabilities	**379,216**	502,520	**1,391,722**	**36,120,324**	1,844,248	47,865,030
Short-term borrowings	**379,053**	2,917,368	**1,391,126**	**36,104,798**	10,706,740	277,879,302
Trade and other payables	**2,791,828**	529,178	**10,246,009**	**265,921,618**	1,942,081	39,076,694
Due to related parties	**1,154**	21,916	**4,235**	**109,919**	80,432	2,087,499
Interest payable	**–**	3,598	**–**	**–**	13,203	342,710
	3,551,251	3,974,580	**13,033,092**	**338,256,659**	14,586,704	367,251,235
1 year or less						
Lease liabilities	**99,127**	98,855	**363,797**	**9,441,847**	362,797	9,415,939
Short-term borrowings	**379,053**	2,917,368	**1,391,126**	**36,104,798**	10,706,740	277,879,302
Trade and other payables	**2,791,828**	529,178	**10,246,009**	**265,921,618**	1,942,081	50,404,205
Due to related parties	**1,154**	21,916	**4,235**	**109,919**	80,432	2,087,499
Interest payable	**–**	3,598	**–**	**–**	13,203	342,710
	3,271,162	3,570,915	**12,005,167**	**311,578,182**	13,105,253	340,129,655
More than 1 year						
Lease liabilities	**280,089**	403,665	**1,027,925**	**26,678,477**	1,481,451	38,449,091
Short-term borrowings	**–**	–	**–**	**–**	–	–
Trade and other payables	**–**	–	**–**	**–**	–	–
Due to related parties	**–**	–	**–**	**–**	–	–
Interest payable	**–**	–	**–**	**–**	–	–
	280,089	403,665	**1,027,925**	**26,678,477**	1,481,451	38,449,091

C) Market risk

(i) Currency risk

Foreign exchange risk is limited since all significant transactions are either in USD or Dhs. (which is currently fixed to USD).

(ii) Interest rate risk

The Company has placed fixed deposits / margin money in form of fixed deposits with banks at normal commercial rates. Short term borrowings (Trust Receipts and working capital demand loans) carry interest at fixed rate linked to USD SOFR.

Interest rate sensitivity analysis
A resonably possible change of 100 basis point in interest rates at the reporting date would have increased (decreased) profit or loss by the amounts shown below. The analysis assumes that all other variables, in particular foreign currency exchange rates, remain constant.

NOTES TO THE FINANCIAL STATEMENTS AS AT 31 MARCH 2026 – (CONTINUED)

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Interest rate increase by 100 basis points	**(3,791)**	(29,174)	**(13,911)**	**(361,048)**	(107,067)	(2,778,793)
Interest rate decrease by 100 basis points	**3,791**	29,174	**13,911**	**361,048**	107,067	2,778,793

21 Compliance with Corporate Tax

On December 9, 2022, the UAE Ministry of Finance released the Federal Decree-Law No. 47 of 2022 on the Taxation of Corporations and Businesses (the Law) to enact a Federal Corporate Tax (CT) regime in the UAE. The CT regime is effective for accounting periods beginning on or after June 1, 2023.

The Cabinet of Ministers Decision No. 116/2022 effective from January 2023, has confirmed the threshold of income over which the 9% tax rate would apply, and the Law is considered to be substantively enacted. A rate of 9% applies to taxable income exceeding AED 375,000. A rate of 0% applies to taxable income not exceeding AED 375,000.

As highlighted by Ministry of Finance in UAE, the Companies established within the UAE's Free Zones will be subject to the new CT regime; however, CT regime should honour CT holiday/0% taxation offered to free zone companies, provided that they comply with all conditions set out in Article 18 of Corporate Tax (CT Law) along with requirements foreseen in Cabinet Decision No. 100 of 2023 and Ministerial Decision No. 265 of 2023. The Company is incorporated in Sharjah Airport International Free Zone in UAE and meets all the conditions to be eligible as a Qualified Free Zone Person ("QFZP"). Further, based on Management's assessment, all the revenue streams reported during the year ended 31 March 2025 meet the definition of Qualifying Income as defined in Article 3 of Cabinet Decision No. 100 of 2023. Accordingly, the Company is liable to CT at 0% during the year ended 31 March 2025 and hence, no provision for CT has been made in the financial statements with respect to the Company in the UAE.

Management has performed an assessment of the Company's exposure to Pillar Two income taxes. For the year ended 31 March 2026, no current Pillar Two income tax expense has been recognised as the Company incurred accounting losses and therefore no top-up tax was payable under the GloBE rules. The impact in future periods will depend on profitability, substance-based income exclusions and future tax positions in the UAE.

22. EARNINGS PER SHARE

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Basic and diluted						
Profit for the year (A)	**(232,771)**	770,584	**(854,280)**	**(22,171,442)**	2,828,045	73,398,125
Weighted average number of shares (B)	**1,000**	1,000	**1,000**	**1,000**	1,000	1,000
Earnings per share basic / diluted (A/B)	**(233)**	771	**(854)**	**(22,171)**	2,828	73,398
Nominal value of equity share	**550**	550	**2,019**	**35,703**	2,019	35,703

23. MOVEMENT IN END OF SERVICE BENEFIT

			Unaudited supplementary information (refer note 2 (c))			
	31 March 2026	31 March 2025	**31 March 2026**		31 March 2025	
	USD	USD	**Dhs.**	**Rs.**	Dhs.	Rs.
Basic and diluted						
At 1 April	**73,711**	60,875	**270,521**	**7,020,973**	223,413	5,206,152
Provision	**7,804**	12,836	**28,640**	**743,331**	47,108	1,814,821
Nominal value of equity share	**81,515**	73,711	**299,161**	**7,764,304**	270,521	7,020,973

24. GEOPOLITICAL EVENTS

During the reporting period, certain geopolitical tensions in parts of the Middle East have been noted. Management has assessed these developments in accordance with IAS 36 Impairment of Assets and, based on the information available as at the reporting date, has not identified any indicators of impairment. Accordingly, no impairment loss has been recognized in the financial statements. However, the extent of any future impact will depend on the duration and severity of the ongoing geopolitical developments. The situation remains dynamic and subject to rapid developments, contributing to increased uncertainty in the economic and operating landscape within which the Company operates, including the United Arab Emirates. Management will continue to closely monitor developments and will take appropriate actions as necessary to mitigate any adverse effects on the Company's financial performance and position.

Mr. Sumit Issar
Director

Ms. Jasmine Kaur
Director

STATEMENT LETTER OF DIRECTOR CONCERNING RESPONSIBILITY FOR THE FINANCIAL STATEMENTS AS OF MARCH 31, 2026

With undersigned :

Name	: Rudy Eliezer Tiendas, S.H.
Office Address	: Jl. Albasia Selatan Blok K6-09, Delta Silicon 8 Desa Sukasari, Kec. Serang Baru Kab. Bekasi, Jawa Barat 17530
Telephone number	: 021 - 5081 3033
Position	: Director

State that:

1. To take responsible for the preparation and presentation of the financial statements of the PT Mahindra Accelo Steel Indonesia ("Company");
2. The financial statements of the Company has been composed and presented in accordance with the Financial Accounting Standards in Indonesia;
3. a. All information in the financial statements of the Company has been composed completely and rightfully;
   b. The financial statements of the Company do not contain misleading material information or facts, and do not omit material information or facts;
4. To take responsible for the internal control system in the Company.

This statement letter is made truthfully.

Bekasi, April 10, 2026

Rudy Eliezer Tiendas, S.H.
Director

INDEPENDENT AUDITORS' REPORT

The Shareholders, Board of Commissioners and Director

PT Mahindra Accelo Steel Indonesia

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **PT Mahindra Accelo Steel Indonesia** ("the Company"), which comprise the statement of financial position as at March 31, 2026, and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at March 31, 2026, and its financial performance and its cash flows for the year then ended, in accordance with Indonesian Financial Accounting Standards.

Basis for opinion

We conducted our audit in accordance with Standards on Auditing established by the Indonesian Institute of Certified Public Accountants. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements paragraph of our report. We are independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in Indonesia, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Indonesian Financial Accounting Standards, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

REGISTERED PUBLIC ACCOUNTANTS
Prakarsa, Hanum & Yudhistiro

M. Hides Prakarsa, CPA, CFI
Public Accountant Licence No. AP. 1743
April 10, 2026

STATEMENTS OF FINANCIAL POSITION AS AT MARCH 31, 2026
(Expressed in Rupiah, unless otherwise stated)

	Notes	March 31, 2026	March 31, 2025
ASSETS			
CURRENT ASSETS			
Cash and bank	5	**617,264,940**	47,058,522
Trade receivables - net	6	**8,906,152,037**	6,459,578,355
Other receivables	7	**32,200,000**	53,500,000
Inventory	8	**37,475,402,197**	25,221,651,592
Advance	9	**3,050,243,307**	–
Prepaid expenses	10	**599,283,527**	126,240,044
Prepaid tax	27a	**8,467,270,341**	4,462,247,833
Total current assets		**59,147,816,349**	36,370,276,346
Non-Current Assets			
Fixed assets - net	11	**86,710,528,620**	90,535,810,595
Intangible assets	12	**20,888,972**	1,951,648
Security deposit	13	**1,366,617,024**	1,366,617,024
Deferred tax assets	27d	**9,649,216,206**	9,649,216,206
Total non-current assets		**97,747,250,822**	101,553,595,473
TOTAL ASSETS		**156,895,067,171**	137,923,871,819
LIABILITIES AND EQUITY			
CURRENT LIABILITIES			
Trade payables	14	**56,571,402,949**	21,392,830,349
Tax payable	27b	**120,139,389**	109,635,664
Accrued expenses	15	**2,458,477,698**	1,517,092,045
Short-term bank loans	16a	**60,134,507,065**	59,218,772,680
Loan from related parties	18	**9,090,909,091**	25,000,000,000
Current maturities of long term liabilities	16b	**9,450,000,000**	15,750,000,000
Sales advance	17	**212,579,421**	–
Total current liabilities		**138,038,015,613**	122,988,330,738
Non-Current Liabilities			
Long-term liabilities from bank loan - net of current maturities	16b	**–**	9,450,000,000
Employment benefits liabilities	19	**534,701,810**	417,541,701
Total non-current liabilities		**534,701,810**	9,867,541,701
TOTAL LIABILITIES		**138,572,717,423**	132,855,872,439
EQUITY			
Capital stock - nominal value Rp10,000,000 per share Authorized - 11,300 shares Subscribed and paid-up 7,430 shares as of March 31, 2026 and 5,550 shares as of March 31, 2025	20	**74,300,000,000**	55,500,000,000
Actuarial gain (loss)		**125,488,587**	45,683,710
Deficit		**(56,103,138,839)**	(50,477,684,330)
Total equity		**18,322,349,748**	5,067,999,380
TOTAL LIABILITIES AND EQUITY		**156,895,067,171**	137,923,871,819

The accompanying notes to financial statements which are an integral part of the financial statements.

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED MARCH 31, 2026

(Expressed in Rupiah, unless otherwise stated)

	Notes	March 31, 2026	March 31, 2025
REVENUE	21	**170,781,045,181**	86,788,931,661
COST OF REVENUE	22	**(141,981,907,992)**	(68,770,089,641)
GROSS PROFIT		**28,799,137,189**	18,018,842,020
Selling expenses	23	**(4,901,151,534)**	(3,042,825,530)
General and administrative expenses	24	**(18,126,770,421)**	(15,108,054,014)
Finance cost	25	**(10,299,256,517)**	(10,206,536,436)
Other income (expenses) - net	26	**(1,097,413,226)**	(3,516,218,727)
Total		**(34,424,591,698)**	(31,873,634,707)
NET PROFIT (LOSS) BEFORE TAX		**(5,625,454,509)**	(13,854,792,687)
INCOME TAX BENEFITS (EXPENSE)			
Current	27c	**–**	–
Deferred	27d	**–**	46,760,713
NET PROFIT (LOSS) CURRENT YEARS		**(5,625,454,509)**	(13,808,031,974)
OTHER COMPREHENSIVE INCOME			
Items that will not be reclassified to profit loss:			
Actuarial gain/(loss)		**79,804,877**	12,465,044
Related income tax		**–**	(2,742,310)
TOTAL COMPREHENSIVE INCOME CURRENT YEARS		**(5,545,649,632)**	(13,798,309,239)

The accompanying notes to financial statements which are an integral part of the financial statements

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026
(Expressed in Rupiah, unless otherwise stated)

	March 31, 2026	March 31, 2025
Cash Flow from Operating Income		
Net profit (loss) before tax	**(5,625,454,509)**	(13,854,792,687)
Adjustment for:		
Payment of taxes	**(2,351,858,674)**	(77,535,826)
Unrealised gains on actuarial valuations	**79,804,877**	12,465,044
Depreciation and amortisation	**4,628,697,597**	4,602,214,065
Operational profit/(loss) before changes of assets and liabilities	**(3,268,810,709)**	(9,317,649,404)
(Increase)/decrease of current assets		
Trade receivables	**(2,446,573,682)**	(865,304,586)
Other receivables	**21,300,000**	(11,467,911)
Inventory	**(12,253,750,605)**	(13,732,132,344)
Advances	**(3,050,243,307)**	–
Prepaid expenses	**(473,043,483)**	51,948,447
Prepaid tax	**(1,653,163,834)**	15,281,243,306
Increase/(decrease) of current liabilities		
Trade payables	**35,178,572,600**	(10,114,040,118)
Sales advance	**212,579,421**	–
Tax payable	**10,503,725**	(10,758,051)
Accrued expenses	**941,385,653**	(616,027,178)
Other payables	**117,160,109**	(877,483,338)
Net cash provided from (used to) operating activities	**13,335,915,888**	(20,211,671,177)
Cash Flows from Investing activities		
Acquisition of fixed assets	**(614,174,536)**	–
Acquisition of intangible assets	**(21,485,800)**	–
Assets in progress	**(186,692,610)**	(1,602,481,128)
Net cash provided from (used to) investing activities	**(822,352,946)**	(1,602,481,128)
Cash Flow from Financing Activities		
Increase in paid-in capital	**18,800,000,000**	–
Receipt/(payment)		
Bank long-term loan	**(15,750,000,000)**	(15,750,000,000)
Bank short-term loan	**915,734,385**	27,518,772,680
Related party loan	**(15,909,090,909)**	9,905,660,377
Net cash provided from (used to) financing activities	**(11,943,356,524)**	21,674,433,057
Net increase (decrease) in cash and bank	**570,206,418**	(139,719,248)
Cash and bank at beginning of the year	**47,058,522**	186,777,770
CASH AND BANK AT END OF YEAR	**617,264,940**	47,058,522

The accompanying notes to financial statements which are an integral part of the financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026
(Expressed in Rupiah, unless otherwise stated)

	Capital Stock	Actuarial Gain (loss)	Deficit	Total Equity
Balance as of April 1, 2024	55,500,000,000	35,960,976	(36,669,652,356)	18,866,308,620
Net profit current year	–	–	(13,808,031,974)	(13,808,031,974)
Other comprehensive income	–	9,722,734	–	9,722,734
Balance as of March 31, 2025	55,500,000,000	45,683,710	(50,477,684,330)	5,067,999,380
Increase in paid-in capital	18,800,000,000	–	–	18,800,000,000
Net profit current year	–	–	(5,625,454,509)	(5,625,454,509)
Other comprehensive income	–	79,804,877	–	79,804,877
Balance as of March 31, 2026	**74,300,000,000**	**125,488,587**	**(56,103,138,839)**	**18,322,349,748**

The accompanying notes to financial statements which are an integral part of the financial statements

NOTES TO FINANCIAL STATEMENTS
AS OF MARCH 31, 2026 AND FOR THE YEAR THEN ENDED
(Expressed in Rupiah, unless otherwise stated)

1. GENERAL

a. Establishment and general information

PT Mahindra Accelo Steel Indonesia (the "Company") was established based on Deed No. 65 dated December 18, 2018, drawn up before Mala Mukti, S.H., LL.M., a notary in Jakarta. The Company's Deed of Establishment was approved by the Ministry of Law and Human Rights of the Republic of Indonesia through Decision Letter No. AHU-0060888. AH.01.01 Year 2018 dated December 19, 2018.

The Company's Articles of Association have been amended several times, most recently by Deed No. 05 dated October 17, 2025, from Darmawati, S.H., M.Kn., a notary in Indramayu Regency, concerning the change in Capital. The amendment deed has been notified to the Ministry of Law and Human Rights of the Republic of Indonesia through Letter No. AHU-AH.01.03-0245218 dated October 23, 2025.

The Company has also been registered as a taxpayer with the Ministry of Finance of the Republic of Indonesia and the Directorate General of Taxes under Tax Identification Number (NPWP) No. 90.338.648.0-018.000.

The company is domiciled at Jalan Albasia Selatan Blok K6-09 Delta Silicon 8, Sukasari, Serang Baru, Cikarang, Bekasi, West Java.

b. Business activities

In accordance with deed No. 898 dated June 28, 2021 of Hambit Maseh, S.H., notary in Jakarta which has been approved by the Ministry of Law and Human Rights of the Republic of Indonesia with letter No. AHU-0037332.AH.01.02. Year 2021 dated June 30, 2021, the purpose and objective of the Company is to conduct business in the processing industry and wholesale trade. To achieve these purposes and objectives, the company can carry out the following business activities: Translated with DeepL.com (free version)"

– Engaged in business in the processing industry, including industrial services for a variety of specialized metalworking and metal goods.

– Running a business in the processing industry, including the voltage converter (transformer), current converter (rectifier) and voltage controller (voltage stabilizer) industries.

– Engaged in business in the field of wholesale trade, including wholesale trade in metals and metal ores.

c. Composition of the company's management

The composition of the company's management as of March 31, 2026 and 2025 are as follows:

Commissioner	Mr Sumit Issar
President Director	Mr Vijay Arora
Director	Mr Rudy Eliezer Tiendas, SH
Director	Mr Laxman Baburao Popalghat *
Director	Ms Jasmine Kaur

* Resigned w.e.f30 April 2025

The number of permanent employees (unaudited) as of March 31, 2026 and 2025 is 16 and 18 employees respectively.

2. ADOPTION OF NEW AND REVISED STATEMENTS OF FINANCIAL ACCOUNTING STANDARDS (PSAK) AND INTERPRETATIONS OF PSAK (ISAK)

Standards and amendments to standards effective for periods beginning on or after January 1, 2025, with early adoption is permitted are:

- Amendment to PSAK 107 "Financial Instrument: Disclosure" and Amendment to PSAK 207 "Statement of Cash Flows" related to Supplier Finance Agreements;
- Amendment to PSAK 116 "Leases" related to Lease Liability in a Sale and Leaseback Transaction;
- Amendment to PSAK 201 "Presentation of Financial Statements" related to Classification of Liabilities as Short-Term or Long-Term and Long term Liabilities with Covenants.

The above amendments and interpretations have no significant impact on the Company's financial statements.

New standards which effective for periods beginning on or after January 1, 2026 are as follows:

- Annual improvement PSAK 107 "Financial Instruments: Disclosures", PSAK 109 "Financial Instruments", PSAK 110 "Financial Statements", and PSAK 207 "Statement of Cash Flows".
- Amendment PSAK 109 "Financial Instruments" and PSAK 107 "Financial Instruments: Disclosures" about the classification and measurement of financial instruments.
- PSAK 413 "Impairment Losses"

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a. Statement of compliance

The financial statements have been prepared and presented in accordance with Financial Accounting Standards in Indonesia, which includes the Statement of Financial Accounting Standards (SFAS) and Interpretation of Financial Accounting Standards (IFAS) issued by the Financial Accounting Standards Board of the Indonesian Institute of Accountants.

b. Basis preparation of financial statements

The financial statements have been prepared on the historical cost basis, except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The statement of cash flows is prepared using the in-direct method with classifications of cash flows into operating, investing and financing activities.

c. Foreign currency transactions and translation

The individual financial statements are measured and presented in the currency of the primary economic environment in which the entity operates (its functional currency). The financial statements of the Company are presented in Indonesian Rupiah, which is the functional currency of the Company and the presentation currency for the financial statements.

Foreign currency transactions are translated into Rupiah using the exchange rates prevailing at the dates of the transactions. At each reporting date, monetary assets and liabilities denominated in foreign currency are translated into Rupiah using the closing exchange rate. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the profit or loss, except when deferred in equity as qualifying cash flow hedges and qualifying net investment hedges. Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the profit or loss within "finance income or costs". All other net foreign exchange gains and losses are presented in the profit or loss within "other (losses)/gains - net".

Exchange differences are recognized in profit or loss in the period in which they arise.

NOTES TO FINANCIAL STATEMENTS (Continued)
AS AT MARCH 31, 2026 AND FOR THE YEAR THEN ENDED
(Expressed in Rupiah, unless otherwise stated)

Exchange rate used as benchmark is the rate which is issued by Bank Indonesia. The closing rates used as of March 31, 2026 and 2025are as follows:

	2026	2025
1 US Dollar	17,126.36	16,588.00
1 Indian Rupee	181.82	192.30

d. Transactions with related parties

A related party is a person or entity that is related to the Company (the reporting entity):

1. A person or a close member of that person's family is related to the reporting entity if that person:
   - i. has control or joint control over the reporting entity;
   - ii. has significant influence over the reporting entity; or
   - iii. is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.
2. An entity is related to the reporting entity if any of the following conditions applies:
   - i. The entity and the reporting entity are members of the same Company (which means that each parent, subsidiary and fellow subsidiary is related to the others).
   - ii. One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a Company of which the other entity is a member).
   - iii. Both entities are joint ventures of the same third party.
   - iv. One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
   - v. The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity, or an entity related to the reporting entity. If the reporting entity is itself such a plan, the sponsoring employers are also related to the reporting entity.
   - vi. The entity is controlled or jointly controlled by a person identified in (a).
   - vii. A person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or a parent of the entity).
   - viii. The entity, or any member of a Company of which it is a part, provides key management personnel services to the reporting entity or to the parent of the reporting entity.

   Significant transactions with related parties, whether or not made at similar terms and conditions as those done with third parties, are disclosed in the financial statements.

e. Financial assets

Financial assets are recognized on the statement of financial position when the Company becomes a party to the contractual provisions of the instrument.

Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities are added to or deducted from the fair value of the financial assets and financial liabilities, as appropriate, on initial recognition.

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost

i. the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows; and

ii. the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest ("SPPI") on the principal amount outstanding.

The financial assets measured at amortised cost comprise cash and cash equivalents, trade accounts receivable, other accounts receivable and guarantee deposits in the statement of financial position.

Debt instruments that meet the following conditions are measured subsequently at fair value through other comprehensive income (FVTOCI):

i. the financial asset is held within a business model whose objective is achieved by both collecting contractual cash flows and selling the financial assets; and

ii. the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

By default, all other financial assets are subsequently measured at fair value through profit or loss ("FVTPL").

Despite the foregoing, the Company may make the following irrevocable election/designation at initial recognition of a financial asset:

i. to present subsequent changes in fair value of an equity investment in other comprehensive income if certain criteria are met (see below); and

ii. to designate a debt investment that meets the amortized cost or FVTOCI criteria as measured at FVTPL if doing so eliminates or significantly reduces an accounting mismatch (see below).

Amortized cost and effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and allocating interest income over the relevant period.

For financial instruments other than purchased or originated credit-impaired financial assets, the effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) excluding expected credit losses, through the expected life of the debt instrument, or, where appropriate, a shorter period, to the gross carrying amount of the debt instrument on initial recognition.

For purchased or originated credit-impaired financial assets, a credit adjusted effective interest rate is calculated by discounting the estimated future cash flows, including expected credit losses, to the amortized cost of the debt instrument on initial recognition.

The amortized cost of a financial asset is the amount at which the financial asset is measured at initial recognition minus the principal repayments, plus the cumulative amortization using the effective interest method of any difference between that initial amount and the maturity amount, adjusted for any loss allowance. On the other hand, the gross carrying amount of a financial asset is the amortized cost of a financial asset before adjusting for any loss allowance.

Interest is recognized using the effective interest method for debt instruments measured subsequently at amortized cost, except for short-term balances when the effect of discounting is immaterial.

Impairment of financial assets

The Company recognizes a loss allowance for Expected Credit Losses ("ECL") on trade and other accounts receivable. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

NOTES TO FINANCIAL STATEMENTS (Continued)
AS AT MARCH 31, 2026 AND FOR THE YEAR THEN ENDED
(Expressed in Rupiah, unless otherwise stated)

The Company always recognizes lifetime ECL for trade accounts receivable. The expected credit losses on these financial assets are estimated using a provision matrix based on the Company historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate.

For all other financial instruments, the Company recognizes lifetime ECL when there has been a significant increase in credit risk since initial recognition. If, on the other hand, the credit risk on the financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12 months ECL.

(Impairment of financial assets)

The assessment of whether lifetime ECL should be recognized is based on significant increases in the likelihood or risk of a default occurring since initial recognition insteadofonevidenceofafinancialasset being credit impaired at the reporting date or an actual default occurring.

Significant increase in credit risk

The Company presumes that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Company has reasonable and supportable information that demonstrates otherwise.

The Company assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial instrument is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if i) the financial instrument has a low risk of default, ii) the borrower has a strong capacity to meet its contractual cash flow obligations in the near term, and iii) adverse changes in economic and business conditions in the longer termmay, but will not necessarily, reduce the ability of the borrower to fulfil its contractual cash flow obligations.

The Company considers that default has occurred when a financial asset is more than 90 days past due unless the Company has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

Definition of default

The Company considers that default has occurred when a financial asset is more than 90 days past due unless the Company has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred.

Write-off policy

The Company writes off a financial asset when there is information indicating that the counterparty is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the counterparty has been placed under liquidation or has entered into bankruptcy proceedings, or in the case of trade receivables, not recoverable. Financial assets written off may still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognized in profit or loss.

Measurement and recognition of expected credit losses

For financial assets, the expected credit loss is estimated as the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive, discounted at the original effective interest rate.

If the Company has measured the loss allowance for a financial instrument at an amount equal to lifetime ECL in the previous reporting period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the Company measures the loss allowance at an amount equal to 12 months ECL at the current reporting date.

Derecognition of financial assets

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

f. Financial liabilities and equity instruments

Financial liabilities are recognized on the statement of financial position when the Company becomes a party to the contractual provisions of the instrument.

Financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities are added to or deducted from the fair value of the financial assets and financial liabilities, as appropriate, on initial recognition.

Classification as debt or equity

Debt and equity instruments issued by the Company are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs.

Financial liabilities

Financial liabilities are classified as either "at FVTPL" or "at amortized cost".

Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

– it has been acquired principally for the purpose of repurchasing in the near term; or

– on initial recognition it is partofan identified portfolio of financial instruments that the entity manages together and has are recent actual pattern of short-term profit-taking; or

– it is a derivative that is not designated and effective as a hedging instrument.

The Company does not hold financial liabilities that are designated as at FVTPL upon initial recognition.

Financial liabilities at FVTPL are stated at fair value, with any resultant gain or loss recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability.

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Financial liabilities at amortized cost

Other financial liabilities, which include trade and other accounts payables, accrued expenses, bank and other borrowings, are initially measured at fair value, net of transaction costs, and subsequently measured at amortized cost using the effective interest method.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a financial liability and method of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or expires. The difference between the carrying amount of the financial liability derecognized and the consideration paid and payable is recognized in profit or loss.

g. Netting of financial assets and financial liabilities

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when the Company has a legally enforceable right to set off the recognized amounts; and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. A right to set-off must be available today rather than being contingent on a future event and must be exercisable by any of the counterparties, both in the normal course of business and in the event of default, insolvency or bankruptcy.

h. Cash and bank

Cash and cash equivalents are cash on hand and bank which are not used as collateral or are not restricted.

i. Trade receivable - net

Receivables are presented at the net amount after deducting the allowance for doubtful accounts based on an individual review of each receivable balance at the end of the year. At each balance sheet date, the Company evaluates whether there is objective evidence that receivables are impaired. Receivables are impaired and an impairment loss has occurred if, and only if, there is objective evidence of impairment as a result of one or more events occurring after the initial recognition of the asset, and the adverse event has an impact on the estimated future cash flows on financial assets or groups of financial assets that can be estimated reliably.

j. Inventories

Inventories are stated at cost or net realizable value, whichever is lower. Cost is determined using the weighted average method. Net realizable value is the estimated selling price of inventory minus all completion costs and estimated costs required to make the sale. Provision for impairment for inventory is carried out based on the results of a review of inventory conditions at the end of the year.

k. Prepaid expenses and advances

Prepaid expenses are amortized over their beneficial periods using the straight-line method.

Advance payment is a payment for the procurement of goods and/or services which is calculated according to the price of the goods and/or services received.

l. Fixed asset

Fixed assets are stated at cost, less accumulated depreciation and any accumulated impairment losses.

Depreciation is recognized so as to write-off the cost of assets less residual values using the straight-line method based on the estimated useful lives of the assets as follows:

	Useful life	Depreciation rate
Building	30 year	3.33%
Machineries	15 year	6.67%
Furniture and Fittings	10 year	10%
Office and Factory Equipment	5-15 year	6,67% - 20%
Computer	4 year	25%

The estimated useful lives, residual values and depreciation method are reviewed at each year end, with the effect of any changes in estimate accounted for on a prospective basis.

The cost of maintenance and repairs is charged to operations as incurred. Other costs incurred subsequently to add to, replace part of, or service an item of property and equipment, are recognized as asset if, and only if it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably.

An item of property and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

m. Impairment of non-financial assets

At the end of each reporting period, the Company reviews the carrying amount of non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash generating unit to which the asset belongs.

Estimated recoverable amount is the higher of fair value less cost to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of the non-financial asset (cash generating unit) is less than its carrying amount, the carrying amount of the asset (cash generating unit) is reduced to its recoverable amount and an impairment loss is recognized immediately against in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

n. Leases

As lessee

The Company assesses whether a contract is or contains a lease, at the inception of the contract. The Company recognizes a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months

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or less) and leases of low value assets. For these leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Company uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

i. fixed lease payments (including in- substance fixed payments), less any lease incentives;

ii. variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;

iii. the amount expected to be payable by the lessee under residual value guarantees;

iv. the exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and

v. payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use assets) whenever:

i. the lease term has changed or there is a change in the assessment of the exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

ii. the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using the initial discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).

iii. a lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

The right-of-use assets comprise the initial measurements of the corresponding lease liability, lease payments made at or before the commencement day and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever the Company incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying assets to the conditions required by the terms and conditions of the lease, a provision is recognized and measured under PSAK 237. The costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying assets. If a lease transfers ownership of the underlying assets or the cost of the right-of-use assets reflects that of the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying assets. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the statement of financial position.

The Company applies PSAK 236 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the impairment of assets policy.

Variable rents that do not depend on an index or rate are not included in the measurements of the lease liability and the right-of-use asset. The related payments are recognized as an expense in the period in which the event or condition that triggers those payments occur and are included in the line “Other expenses” in statement of profit or loss and other comprehensive income.

As a practical expedient, PSAK 116 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient.

Rental income from operating leases is recognized on accrual basis. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognized on a straight-line basis over the lease term.

o. Revenue and expense recognition

The Company recognizes revenue from sale of goods and service. Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Company recognizes revenue when it transfers control of a product or service to a customer. The Company has generally concluded that it is the principal in its revenue arrangements and records revenue on a gross basis because it typically controls the goods or services before transferring them to the customer.

Sales of goods

Revenues from cash sales of inventories based on delivery, which are recognized when the goods are received to the customers.

Service revenue

Revenue from services is recognized when services are rendered to he customers.

Expenses

Expenses are recognized when incurred.

p. Post employment benefits

The company implements PSAK No. 219, “Employee Benefits” and Law no. 11 of 2020 and Government Regulation no. 35 of 2021 concerning Job Creation and Company Regulations, where all actuarial gains (losses) from the company’s employee benefits liabilities must be recognized directly in other comprehensive income.

The actuarial valuation method used to determine the present value of employee benefits, related current service costs, and past service costs is the Projected Unit Credit Method. The provision for past service costs is deferred and amortized over the expected average remaining service years of the eligible employees. In addition, the provision for service costs is now charged directly to current year operations.

Actuarial gains and losses arising from adjustments and changes in actuarial assumptions are recognized as income or expenses if the accumulated net unrecognized actuarial gains or losses at the end of the previous reporting period exceed 10% of the value of the defined benefit obligation or 10% of the fair value assets and pensions, as of that date. Actuarial gains or losses in excess of the 10% limit are recognized on a straight-line basis over the expected average remaining working lives of eligible employees.

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An entity recognizes gain or loss from a curtailment when the curtailment occurs. Quarterly gains or losses consist of changes in the present value of defined benefit pension obligations and actuarial gains or losses and past service costs that have not been previously recognized.

q. Income tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

A provision is recognized for those matters for which the tax determination is uncertain but it is considered probable that there will be a future outflow of funds to a tax authority. The provisions are measured at the best estimate of the amount expected to become payable. The assessment is based on the judgement of tax professionals within the Company supported by previous experience in respect of such activities and in certain cases based on specialist independent tax advice.

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary differences arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognized if the temporary differences arises from the initial recognition of goodwill.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on the tax rates (and tax laws) that have been enacted, or substantively enacted, by the end of the reporting period.

The measurement of deferred tax assets and liabilities reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of their assets and liabilities.

The carrying amount of deferred tax asset is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Current and deferred tax are recognized as an expense or income in profit or loss, except when they relate to items that are recognized outside of profit or loss (whether in other comprehensive income or directly in equity), in which case the tax is also recognized outside of profit or loss, or where they arise from the initial accounting for a business combination. In the case of a business combination, the tax effect is included in the accounting for the business combination.

Deferred tax assets and liabilities are offset when there is legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority on the same taxable entity when there is an intention to settle its current tax assets and current tax liabilities on a net basis, or to realize the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

4. CRITICAL ACCOUNTING JUDGMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, which are described in Note 3, management is required to make judgments, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods. Key Sources of Estimation Uncertainty

Key Sources of Estimation Uncertainty

The key assumptions concerning future and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Estimated Useful Lives of Property and Equipment

The useful life of each item of the Company's property and equipment are estimated based on the period over which the asset is expected to be available for use. Such estimation is based on internal technical evaluation and experience with similar assets.

The estimated useful life of each asset is reviewed periodically and updated if expectations differ from previous estimates due to physical wear and tear, technical or commercial obsolescence and legal or other limits on the use of the asset.

It is possible, however, that future results of operations could be materially affected by changes in the amounts and timing of recorded expenses brought about by changes in the factors mentioned above.

A change in the estimated useful life of any item of property and equipment would affect the recorded depreciation expense and decrease in the carrying values of these assets.

Employee Benefits

The determination of provision for post employment benefits is dependent on selection of certain assumptions used by management in calculating such amounts. Those assumptions include among others, discount rate and rate of salary increase. While it is believed that the Company's assumptions are reasonable and appropriate, significant differences in actual results or significant changes in assumptions may materially affect the Company's provision for employment benefits.

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Income Tax

Under the tax laws of Indonesia, the Company submits tax returns on the basis of self-assessment. The tax authorities may assess or amend taxes within the statute of limitation under prevailing regulations. The Company has exposure to income taxes since significant judgment is involved in determining the Company's provision for income taxes.

There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business.

The Company recognizes liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognized, such differences will impact the income tax provisions in the period in which such determination is made.

5. CASH AND BANKS

	March 31, 2026	March 31, 2025
Cash	**–**	**–**
Bank		
PT Bank Mandiri (Persero), Tbk	**33,127,407**	38,564,478
MUFG Bank, Ltd	**584,137,533**	8,494,044
Total	**617,264,940**	47,058,522

6. TRADE RECEIVABLES - NET

	March 31, 2026	March 31, 2025
Third parties		
PT Symphos Electric	**2,994,841,153**	458,592,358
PT Elsewedy Electric Indonesia	**1,780,011,775**	1,013,574,332
PT Bambangdjaja	**1,652,764,966**	1,108,031,792
PT Unelec Indonesia	**1,001,322,688**	1,988,449,350
PT FCC Indonesia	**923,909,556**	–
PT Esitas Pacific	**276,510,625**	–
PT Maxima Daya Indonesia	**227,802,888**	1,872,032,655
Below Rp100 Mn	**48,988,386**	18,897,868
	8,906,152,037	6,459,578,355
Total	**8,906,152,037**	6,459,578,355

Accounts receivable aging analysis is calculated from the time the invoice is issued:

	March 31, 2026	March 31, 2025
Not Due	**8,826,441,155**	6,135,767,625
Due 1 - 30 days	**–**	265,469,308
Due 31 - 60 days	**–**	–
Due 61 - 90 days	**–**	–
Due 91 - 120 days	**79,710,882**	–
Due > 120 days	**–**	58,341,422
Total	**8,906,152,037**	6,459,578,355

Based on the review of trade receivables at the end of the year, management believes that all trade receivables are collectible, so the company does not make allowances for impairment losses or allowances for uncollectible accounts.

7. OTHER RECEIVABLES

	March 31, 2026	March 31, 2025
Employee receivable	**32,200,000**	53,500,000
Total	**32,200,000**	53,500,000

8. INVENTORIES

	March 31, 2026	March 31, 2025
Raw materials	**21,540,497,105**	15,262,779,402
Semi finished goods	**16,015,119,977**	7,223,048,740
Finished goods	**162,986,969**	2,979,025,304
	37,718,604,051	25,464,853,446
Less: Allowance for impairment of inventories	**(243,201,854)**	(243,201,854)
Total	**37,475,402,197**	25,221,651,592

9. ADVANCE

	March 31, 2026	March 31, 2025
Jiangyin Lunyi Metal Products Co.	**3,045,434,696**	–
PT Pertamina Retail	**4,808,611**	–
Total	**3,050,243,307**	–

10. PREPAID EXPENSES

	March 31, 2026	March 31, 2025
Insurance	**149,649,925**	22,784,846
Others	**449,633,602**	103,455,198
Total	**599,283,527**	126,240,044

NOTES TO FINANCIAL STATEMENTS (Continued)
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11. FIXED ASSETS

	March 31, 2026				
	Beginning balance	Addition	Deduction	Reclassification	Ending balance
At cost					
Direct acquisition					
Land	**18,975,114,097**	**–**	**–**	**–**	**18,975,114,097**
Building	**33,486,103,909**	**–**	**–**	**–**	**33,486,103,909**
Machineries	**44,907,751,874**	**395,267,269**	**–**	**–**	**45,303,019,143**
Furniture and Fittings	**469,784,213**	**18,891,920**	**–**	**–**	**488,676,133**
Office and Factory Equipment	**4,577,763,259**	**184,418,447**	**–**	**–**	**4,762,181,706**
Computer	**167,592,520**	**15,596,900**	**–**	**–**	**183,189,420**
Sub-total	**102,584,109,872**	**614,174,536**	**–**	**–**	**103,198,284,408**
Contruction in progress	**1,597,619,128**	**186,692,610**	**–**	**–**	**1,784,311,738**
Sub-total	**1,597,619,128**	**186,692,610**	**–**	**–**	**1,784,311,738**
Total	**104,181,729,000**	**800,867,146**	**–**	**–**	**104,982,596,146**
Accumulated depreciation					
Direct acquisition					
Building	**3,379,831,483**	**1,147,424,556**	**–**	**–**	**4,527,256,039**
Machineries	**8,969,407,822**	**2,996,046,054**	**–**	**–**	**11,965,453,876**
Furniture and Fittings	**127,155,060**	**48,095,034**	**–**	**–**	**175,250,094**
Office and Factory Equipment	**1,055,559,715**	**393,828,190**	**–**	**–**	**1,449,387,905**
Computer	**113,964,324**	**40,755,287**	**–**	**–**	**154,719,611**
Total	**13,645,918,405**	**4,626,149,121**	**–**	**–**	**18,272,067,526**
BOOK VALUE	**90,535,810,595**				**86,710,528,620**

	March 31, 2025				
	Beginning balance	Addition	Deduction	Reclassification	Ending balance
At cost					
Direct acquisition					
Land	18,975,114,097	–	–	–	18,975,114,097
Building	33,486,103,909	–	–	–	33,486,103,909
Machineries	44,907,751,874	–	–	–	44,907,751,874
Furniture and Fittings	469,784,213	–	–	–	469,784,213
Office and Factory Equipment	4,542,549,858	35,213,401	–	–	4,577,763,259
Computer	167,592,520	–	–	–	167,592,520
Sub-total	102,548,896,471	35,213,401	–	–	102,584,109,872
Contruction in progress	30,351,401	1,602,481,128	–	(35,213,401)	1,597,619,128
Sub-total	–	1,602,481,128	–	–	1,597,619,128
Total	102,548,896,471	1,637,694,529	–	–	104,181,729,000

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	March 31, 2025				
	Beginning balance	Addition	Deduction	Reclassification	Ending balance
Accumulated depreciation					
Direct acquisition					
Building	2,232,406,927	1,147,424,556	–	–	3,379,831,483
Machineries	5,975,557,698	2,993,850,124	–	–	8,969,407,822
Furniture and Fittings	80,176,640	46,978,420	–	–	127,155,060
Office and Factory Equipment	685,369,810	370,189,905	–	–	1,055,559,715
Computer	74,993,264	38,971,060	–	–	113,964,324
Total	9,048,504,340	4,597,414,065	–	–	13,645,918,405
BOOK VALUE	93,500,392,131				90,535,810,595

Depreciation expense is allocated as administrative and general expenses as of March 31, 2026 and 2025 amounting to Rp4,626,149,121 and Rp4,597,414,065, respectively.

12. INTANGIBLE ASSETS

	March 31, 2026	March 31, 2025
Software program		
Acquisition cost		
Beginning balance	**14,400,000**	14,400,000
Addition	**21,485,800**	–
Deduction	**–**	–
Ending balance	**35,885,800**	14,400,000
Amortisation		
Beginning balance	**(12,448,352)**	(7,648,352)
Addition	**(2,548,476)**	(4,800,000)
Deduction	**–**	–
Ending balance	**(14,996,828)**	(12,448,352)
Book value	**20,888,972**	1,951,648

13. SECURITY DEPOSIT

	March 31, 2026	March 31, 2025
Custom Authority of Indonesia	**1,193,486,000**	1,193,486,000
PT Cikarang Listrindo	**173,131,024**	173,131,024
Total	**1,366,617,024**	1,366,617,024

Custom Authority of Indonesia

Represents custom deposit payment to Customs Authority of Indonesia for the temporary import permit for Machine -TBA 1000.

PT Cikarang Listrindo

Represents guarantee payment to PT Cikarang Listrindo for electricity connection based on agreement Number: 14.329/CL-PPA/XI/2020.

14. TRADE PAYABLES

	March 31, 2026	March 31, 2025
Related parties:		
Nippon Steel Trading Corporation	**26,286,828,472**	–
Mahindra Middle East Electrical Steel Service Center FZC	**1,202,245,200**	1,280,097,000
Mahindra and Mahindra Limited	**1,763,844**	26,713,233
Third parties:		
Shanghai Xinqi Industrial Co. Ltd	**12,229,303,691**	–
BH power Co., Ltd	**8,109,597,368**	19,187,392,517
Haiyo Steel Co Ltd	**5,443,832,094**	–
Zhejiang Huaying New Material Technology Co., Ltd	**2,071,684,602**	–
PT Oecl Indonesia Logistik	**361,608,897**	–
PT Packing Material Indonesia	**322,795,118**	365,707,881
PT Zurich Asuransi Indonesia Tbk	**132,274,961**	–
PT Metalsindo Pacific	**–**	257,006,958
PT Pilar Abadi Lestari	**–**	87,911,340
PT Logistix Cipta Solusi	**–**	55,244,824
Others (less than Rp50 million)	**409,468,702**	132,756,596
Total	**56,571,402,949**	21,392,830,349

15. ACCRUED EXPENSES

	March 31, 2026	March 31, 2025
Interest loan	**1,045,333,077**	1,276,390,668
Performance pay	**419,759,200**	76,031,460
BPJS	**28,482,703**	29,615,772
Others	**964,902,718**	135,054,145
Total	**2,458,477,698**	1,517,092,045

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(Expressed in Rupiah, unless otherwise stated)

16. BANK LOANS

a. Short-Term

	March 31, 2026	March 31, 2025
MUFG Bank, Ltd	**60,134,507,065**	59,218,772,680
Total	**60,134,507,065**	59,218,772,680

b. Long-Term

	March 31, 2026	March 31, 2025
MUFG Bank, Ltd	**9,450,000,000**	25,200,000,000
Less: Current maturity one year	**9,450,000,000**	15,750,000,000
Long-term part	**–**	9,450,000,000

Credit Agreement MUFG Bank, Ltd

Based on the Amendment to the Credit Agreement with MUFG Bank, Ltd. No. 2026-0005963 dated February 27, 2026, which constitutes an amendment and restatement of all terms and conditions of the previous Credit Agreement, the Company and the Bank have agreed to amend the terms of the credit facility provided to the Company, as follows:

1) Credit Facilities:	Committed term loan facility
Plafond:	Rp56,000,000,000
Period:	until November 25, 2027
Interest rate:	Jisbor + Margin 3.25% p.a
Purpose:	Refinancing HSBC term loan and payment to contractor for building plant.
Security:	1) Mortgage over land and building with collateral value of RP45,000,000,000. 2) Fiducia over machineries with collateral value of Rp25,000,000,000.
2) Credit Facilities:	Uncommitted short term loan facility - Common line facility 1.
Plafond:	USD3,000,000
Period:	until March 28, 2027
Interest rate:	Jisbor + Margin 2.20% p.a
Purpose:	Working capital requirements
Security:	Clean
3) Credit Facilities:	Uncommitted Import settlement facility - Common line facility 1.
Plafond:	USD8,000,000
Period:	until October 26, 2027
Interest rate:	Jisbor + Margin 1.50% p.a
Purpose:	LC settlement
Security:	Clean
4) Credit Facilities:	Uncommitted LC Import/LC Local (Sight/ Usance) facility - Common line facility 1.
Plafond:	USD8,000,000
Period:	until October 26, 2027
Purpose:	Purchase of material/ equipment/ other.
Security:	Clean
Other conditions:	All LC issuance must be available with MUFG Bank/Branch by negotiation.
5) Credit Facilities:	Uncommitted Invoice Financing facility - Common line facility 1
Plafond:	USD8,000,000
Period:	until May 28, 2027
Interest rate:	Jisbor + Margin 2.00% p.a
Purpose:	To finance against underlying documents.
Security:	Clean
6) Credit Facilities:	Uncommitted forward foreign exchange facility (Spot/ Forward).
Plafond:	USD500,000
Period:	until October 26, 2027
Purpose:	Hedging
Security:	Clean

17. SALES ADVANCE

Represents advances from customers as of March 31, 2026 amounting to Rp212,579,421.

18. LOAN FROM RELATED PARTIES

	March 31, 2026	March 31, 2025
Mahindra Accelo Limited	**9,090,909,091**	25,000,000,000
Total	**9,090,909,091**	25,000,000,000

19. EMPLOYEE BENEFIT

The Company calculates and accounts for defined benefit post-employment benefits for its qualified employees in accordance with the Job Creation Law No. 11 of 2020, Government Regulation No. 35 of 2021 on Job Creation.

The Company recorded provision for post-employment benefits as of March 31, 2026 and 2025 based on the calculation of an independent actuary conducted by KKA V. Agus Basuki in his report 126/LAP/KKA-VAB/IV/2026 dated April 02, 2026 and No.121 /LAP/KKA-VAB/IV/2025 dated April 04, 2025 using the “Projected Unit Credit” method with the following assumptions:

	March 31, 2026	March 31, 2025
Cost component		
Current service costs	**175,318,390**	197,696,282
Past service costs	**–**	–
Interest costs	**25,974,985**	14,852,413
Increase/(decrease) in liabilities due to program changes	**–**	–
Total	**201,293,375**	212,548,695

NOTES TO FINANCIAL STATEMENTS (Continued)
AS OF MARCH 31, 2026 AND FOR THE YEAR THEN ENDED
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	March 31, 2026	March 31, 2025
Program assets/(liabilities)		
Beginning balance	**417,541,701**	217,458,050
Current year expenses	**201,293,375**	212,548,695
Benefit payments	**(4,328,389)**	–
Other comprehensive income (OCI)	**(79,804,877)**	(12,465,044)
Balance of employee benefit liabilities	**534,701,811**	417,541,701

The significant assumptions for determining the defined benefit obligation are the discount rate and expected salary increases.

	March 31, 2026	March 31, 2025
Discount rate per year	**6.91%**	7.21%
Salary Increase Rate	**7.00%**	7.00%
Mortality Rate	**TMI-IV-2019**	TMI-IV-2019
Resignation Rate	**1.00%**	1.00%
Normal pension rate	**56 tahun**	56 tahun
Actuarial Method	**PUC**	PUC

The sensitivity analysis below is determined based on the respective changes in assumptions that may occur at the end of the reporting period, with all other assumptions remain constant.

Sensitivity analysis of changes in financial assumptions is as follows:

	March 31, 2026	March 31, 2025
Present value of liabilities at a discount rate of +1%	**464,854,895**	360,252,202
Present value of liabilities at a discount rate of -1%	**616,988,602**	485,418,825
Present value of liabilities with a wage increase rate +1%	**615,940,461**	484,810,729
Present value of liabilities with a wage increase rate of -1%	**464,437,741**	359,713,337

20. CAPITAL STOCK

The Company's authorized capital amounts to Rp113,000,000,000, consisting of 11,300 shares with a nominal value of Rp10,000,000 per share. Based on Deed No. 5 dated October 17, 2026, drawn up before Darmawati, S.H., M.Kn., a notary in Indramayu Regency, the increase in issued and fully paid capital from 5,550 shares or Rp55,500,000,000 to 7,430 shares or Rp74,300,000,000 has been approved.

The composition of the Company's shareholders as of March 31, 2026 and 2025 is as follows:

2026

Name of Shareholders	**Number of shares**	**Percentage of Ownership**	**Total**
Mahindra Intertrade Limited	**7,429**	**99.99%**	**74,290,000,000**
Karthick Gnanasekaran	**1**	**0.01%**	**10,000,000**
Total	**7,430**	**100%**	**74,300,000,000**

2025

Name of Shareholders	Number of shares	Percentage of Ownership	Total
Mahindra Accelo Limited	5,549	99.98%	55,490,000,000
Karthick Gnanasekaran	1	0.02%	10,000,000
Total	5,550	100%	55,500,000,000

21. REVENUE

	March 31, 2026	March 31, 2024
Steel sales	**170,781,045,181**	86,753,473,230
Processing income	**–**	35,458,431
Total	**170,781,045,181**	86,788,931,661

22. COST OF REVENUE

	March 31, 2026	March 31, 2025
Raw material		
At beginning of year	**15,019,577,548**	5,040,572,326
Purchase of raw materials	**153,878,272,313**	81,987,679,232
At end of year	**(21,297,295,251)**	(15,019,577,548)
Raw materials used	**147,600,554,610**	72,008,674,010
Manufacturing expenses	**357,386,284**	514,542,753
Total manufacturing costs	**147,957,940,894**	72,523,216,763
Semi Finished goods		
At beginning of year	**7,223,048,740**	4,011,091,856
At end of year	**(16,015,119,977)**	(7,223,048,740)
	(8,792,071,237)	(3,211,956,884)
Cost of goods manufactured	**139,165,869,657**	69,311,259,879
Finished goods		
At beginning of year	**2,979,025,304**	2,437,855,066
At end of year	**(162,986,969)**	(2,979,025,304)
	2,816,038,335	(541,170,238)
Cost Of Good Sold	**141,981,907,992**	68,770,089,641

23. SELLING EXPENSES

	March 31, 2026	March 31, 2025
Packaging materials	**3,323,325,902**	1,998,092,767
Freight charges	**1,566,252,791**	1,032,863,588
Promotion	**10,747,141**	10,105,175
Store consumed	**825,700**	1,764,000
Total	**4,901,151,534**	3,042,825,530

NOTES TO FINANCIAL STATEMENTS (Continued)
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24. GENERAL AND ADMINISTRATIVE EXPENSES

	March 31, 2026	March 31, 2025
Depreciation	**4,626,149,121**	4,597,414,065
Employee salary	**4,505,850,282**	3,675,419,892
Rent	**2,394,452,000**	2,293,623,741
Professional fees	**2,815,399,866**	1,610,207,678
Maintenance and repair	**847,692,555**	753,421,405
Electricity	**829,882,324**	613,324,998
Business trip	**285,308,813**	385,700,723
Employment benefit	**201,293,375**	212,548,695
Fixed asset insurance	**193,690,240**	159,839,728
Director's expenses	**109,670,000**	98,364,000
Amortization	**2,548,476**	4,800,000
Others (under 100 million)	**1,314,833,369**	703,389,089
Total	**18,126,770,421**	15,108,054,014

25. FINANCE COST

	March 31, 2026	March 31, 2025
Interest expense on bank short term loans	**4,482,828,148**	4,413,042,456
Interest expense on bank long term loans	**1,751,220,936**	3,594,883,639
Interest from LC discount	**2,461,590,936**	1,104,777,002
Interest expense from related parties	**1,603,616,497**	1,093,833,339
Total	**10,299,256,517**	10,206,536,436

26. OTHER INCOME (EXPENSES) - NET

	March 31, 2026	March 31, 2025
Other income		
Fixed deposit interest	**5,415,891**	–
Other interest	**213,336**	409,930
Foreign exchange gain	**–**	–
Other income	**162,039,740**	77,035,927
Total	**167,668,967**	77,445,857
Other expenses		
Foreign exchange loss	**(377,123,636)**	(3,188,207,275)
Bank administration	**(887,958,557)**	(405,457,309)
Other expenses	**–**	–
	(1,265,082,193)	(3,593,664,584)
Total	**(1,097,413,226)**	(3,516,218,727)

27. TAXATION

a. Prepaid tax

	March 31, 2026	March 31, 2025
Income tax article 28:		
Year 2021	**–**	445,887,708
Year 2023	**–**	1,188,584,829
Year 2024	**2,065,720,857**	2,065,720,857
Year 2025	**3,986,330,618**	–
VAT - in	**2,415,218,866**	762,054,439
Total	**8,467,270,341**	4,462,247,833

b. Taxes payable

	March 31, 2026	March 31, 2025
Income taxes article 21	**89,046,865**	80,472,809
Income taxes article 23	**31,092,524**	23,108,881
Income taxes article 26	**–**	6,053,974
Income taxes article 4 (2) final	**–**	–
Total	**120,139,389**	109,635,664

c. Corporate income tax

The reconciliation between profit before income tax, as presented in the statement of profit or loss and other comprehensive income, and estimated taxable income for the years ended March 31, 2026 and 2025 is as follows:

	March 31, 2026	March 31, 2025
Net profit/(loss) before income tax	**(5,625,454,509)**	(13,854,792,687)
Fiscal adjustments consist of:		
Permanent correction:		
Interest income	**(213,336)**	(409,930)
Staff welfare	**127,438,616**	43,659,675
Business trip	**221,530,962**	**314,178,377**
Interest expense on bank loans	**2,431,718,965**	**–**
Interest expense from related parties	**625,523,572**	**–**
Others	**1,092,649,188**	697,638,000
Temporery correction:		
Employee benefit	**201,293,375**	**212,548,695**
Depreciation	**594,233,016**	**(9,513,444,163)**
Fiscal loss for the current year	**(331,280,000)**	(22,100,622,000)
Fiscal loss for the previous year	**(42,269,066,548)**	(20,168,444,548)
Total fiscal loss	**(42,600,346,548)**	(42,269,066,548)
Estimated Corporate Income Tax	**–**	–
Less:		
Prepaid tax:		
Income taxes article 22	**3,986,330,618**	2,065,720,857
Income tax payable/(over) payment	**(3,986,330,618)**	(2,065,720,857)

NOTES TO FINANCIAL STATEMENTS (Continued)
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27. TAXATION (CONTINUED)

d. Deferred tax

The details of the Company's deferred tax assets are as follows:

	April 1, 2025	Prior year adjustment	profit or loss	Other comprehensive income	March 31, 2026
Employee benefit	76,984,478	–	–	–	76,984,478
Depreciation	(2,101,156,524)	–	–	–	(2,101,156,524)
Actuarial gain/ (loss)	(12,885,149)	–	–	–	(12,885,149)
Fiscal loss	11,686,273,401	–	–	–	11,686,273,401
Deferred tax assets	**9,649,216,206**	**–**	**–**	**–**	**9,649,216,206**

	April 1, 2024	Prior year adjustment	profit or loss	Other comprehensive income	March 31, 2025
Employee benefit	30,223,765	–	46,760,713	–	76,984,478
Depreciation	(2,101,156,524)	–	–	–	(2,101,156,524)
Actuarial gain/ (loss)	(10,142,839)	–	–	(2,742,310)	(12,885,149)
Fiscal loss	11,686,273,401	–	–	–	11,686,273,401
Deferred tax assets	**9,605,197,803**	**–**	**46,760,713**	**(2,742,310)**	**9,649,216,206**

As of the reporting date, the Company did not recognize deferred tax assets arising from tax losses carried forward and deductible temporary differences, due to the Company's current loss position and the uncertainty regarding the availability of future taxable profits. Accordingly, management believes that the recognition criteria for deferred tax assets have not been met in accordance with PSAK 46.

A reconciliation between total income tax benefit (expense) and the amounts computed by applying the effective tax rate to loss before tax is as follows:

	March 31, 2026	March 31, 2025
Loss before tax per statement of profit or loss and other comprehensive income	**(5,625,454,509)**	(13,854,792,687)
Income tax expense at effective tax rate	**(1,237,599,992)**	(3,048,054,391)
Tax effect of permanent differences	**989,702,553**	232,114,554
Beginning balance adjustment	**–**	–
Tax effect of unaccounted for temporary differences	**175,015,839**	(2,092,957,716)
Unrecognized deferred tax on taxable fiscal loss	**72,881,600**	4,862,136,840
Deferred tax benefits	**–**	(46,760,713)

e. Tax Assessment Letter

Based on Tax Assessment Letter of Overpayment (SKPLB) No. 00107/406/22/431/25 dated July 29, 2025, the Company obtained refund of excess corporate income tax for the year 2022 amounting to Rp1,041,987,252. The difference between the overpayment amount recorded and the amount received by the Company is recorded as tax expense in the general and administrative expense.

28. NATURE OF RELATIONSHIP AND TRANSACTIONS WITH RELATED PARTIES

There were transactions between the Company and related parties during the years ended March 31, 2026 and 2025. The Company conducts transactions in the context of carrying out its business activities.

Details of parties who are related parties are as follows:

Related parties	**Nature of relationship**	**Jenis Transaksi**
Mahindra Accelo Limited	Shareholder	Loan and Sale of goods
Mahindra Middle East Electrical Steel Service Center FZC	Fellow Subsidiary	Lease Payment
Mahindra & Mahindra Limited	Ultimate Holding Company	Operational Services
Nippon Steel Trading Corporation	Associate Company	Purchases
Mr Rudy Eliezer Tiendas, SH	Director	Managerial Remuneration

NOTES TO FINANCIAL STATEMENTS (Continued)
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28. NATURE OF RELATIONSHIP AND TRANSACTIONS WITH RELATED PARTIES (CONTINUED)

Transactions with Related Parties

In its business activities, the Company conducts certain transactions with related parties, which include among others:

	Percentage of total asset		Balance as of March 31,	
	2026	2025	**2026**	2025
Trade receivable				
Mahindra Accelo Limited	**0.00%**	0.00%	**–**	–

	Percentage of total liabilities		Balance as of March 31,	
	2026	2025	**2026**	2025
Trade payable				
Nippon Steel Trading Coorporation	**16.75%**	0.00%	**26,286,828,472**	–
Mahindra Middle East Electrical Steel	**0.77%**	0.96%	**1,202,245,200**	1,280,097,000
Mahindra and Mahindra Limited	**0.00%**	0.00%	**1,763,844**	26,713,233
Loan from related parties				
Mahindra Accelo Limited	**6.56%**	12.29%	**9,090,909,091**	25,000,000,000

	Percentage of total sales		Total sales	
	2026	2025	**2026**	2025
Sales				
Nippon Steel Trading Coorporation	**1.11%**	0.00%	**1,897,715,098**	–

	Percentage of total purchase		Total purchase	
	2026	2025	**2026**	2025
Purchases				
Nippon Steel Trading Corporation	**26.47%**	41.36%	**40,728,156,434**	33,910,329,397

	Percentage of total expenses		Expenses	
	2026	2025	**2026**	2025
Expenses				
Mahindra Middle East Electrical Steel	**13.21%**	15.18%	**2,394,452,000**	2,293,623,741
Mahindra & Mahindra Limited	**0.18%**	0.80%	**33,087,273**	121,117,026
Mr Rudy Eliezer Tiendas, SH	**0.61%**	0.66%	**109,670,000**	99,671,460

	Percentage of finance cost		Finance Cost	
	2026	2025	**2026**	2025
Finance Cost				
Mahindra Accelo Limited	**15.57%**	10.72%	**1,603,616,497**	1,093,833,339

29. FINANCIAL INSTRUMENTS, FINANCIAL RISK AND CAPITAL RISK MANAGEMENT

a. Categories and classes of financial instruments

	March 31, 2026	March 31, 2025
Financial assets		
Measured through amortized cost		
Cash and cash equivalents	**617,264,940**	47,058,522
Trade receivables	**8,906,152,037**	6,459,578,355
Other receivables	**32,200,000**	53,500,000
Total financial assets	**9,555,616,977**	6,560,136,877
Financial liabilities		
Measured through amortized cost		
Trade payables	**56,571,402,949**	21,392,830,349
Accrued expenses	**2,458,477,698**	1,517,092,045
Short-term bank loans	**60,134,507,065**	59,218,772,680
Other payables	**212,579,421**	–
Long-term bank loan	**9,450,000,000**	25,200,000,000
Total financial liabilities	**128,826,967,133**	107,328,695,074

b. Financial risk management objectives and policies

The main risks arising from the Company's financial instruments are foreign currency risk, interest rate risk, credit risk and liquidity risk.

The Company has implemented financial risk management and its policies to ensure adequate financial resources are available for business operations and development, as well as to manage foreign currency risk, interest rate risk, credit risk and liquidity risk. A summary of the financial risk management policies is as follows:

i. Foreign currency risk management

The Company is exposed to the risk of changes in foreign exchange rates primarily from certain transactions, assets and liabilities denominated in currencies arising from financing activities and day-to-day operations. The Company monitors and manages this risk appropriately.

ii. Credit risk management

Credit risk refers to the risk that a counterparty fails to fulfill its contractual obligations resulting in a financial loss to the Company. The Company's credit risk is mainly inherent in bank accounts, trade receivables and security deposits. The Company places bank balances with appropriate and reliable financial institutions to diversify interest income and spread risk. Trade receivables are with trusted third parties. The Company's exposures to counterparties are monitored continuously and the aggregate value of related transactions is spread among approved counterparties. The carrying amount of financial assets in the financial statements reflects the Company's exposure to credit risk. The Company has no collateral or other credit support to cover the credit risk

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associated with financial assets. The credit quality of financial assets that are not past due or impaired is based on internal credit ratings that are based on historical counterparty default data. For financial assets that are neither past due nor impaired, the Company believes that they can be recovered at full value.

iii. Liquidity risk management

Ultimate responsibility for liquidity risk management lies with management, which has established a liquidity risk management framework appropriate for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve loan facilities, and by continuously monitoring forecast and actual cash flows.

30. BUSINESS CONDITION

The Company incurred a cummulative loss in 2026 and 2025 amounted to Rp56,103,138,839 and Rp50,477,684,330, respectively due to significant operating expenses, accordingly the Company is not yet able to optimize its sales.

31. MANAGEMENT'S RESPONSIBILITY AND APPROVAL OF FINANCIAL STATEMENTS

The preparation and fair presentation of the financial statements on pages 1 to 46 were the responsibilities of the management, and were approved by the Directors and authorized for issue on 10 April, 2026.

INDEPENDENT AUDITOR'S REPORT

To the Members of Mahindra MSTC Recycling Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Mahindra MSTC Recycling Private Limited** (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its loss and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Management's and Board of Directors Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books except for the matters stated in paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors as on 1 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. the reservation relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2(A)(b) above on reporting under Section 143(3)(b) of the Act and paragraph 2(B)(f) below on reporting under Rule 11(g) of the Companies (Audit and Auditors) Rules, 2014.

g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company does not have any pending litigations which would impact its financial position.

b. The company did not have any long-term contacts inlcuidng derivatives contracts for which there were any material foreseeable lossess.

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 36(c) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever

by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 36(c) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sushma Jaglan
Partner
Membership No.: 137783
ICAI UDIN:26137783QCGATH7957

Place : Mumbai
Date : 14 April 2026

Annexure A to the Independent Auditor's Report on the Financial Statements of Mahindra MSTC Recycling Private Limited for the year ended 31 March 2026

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified every year. In accordance with this programme, all property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

(c) The Company has self-constructed building on the leasehold land which is in the name of Company based on the taxes paid to the authorities (other than properties where the company is the lessee and the lease agreements are duly executed in favor of the lessee).

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explantion given to us and on the basis of our examination of the records of the Company, there are no proceedings intitiated or pending against the company for the holding any benami property under the Prohibition of Benami Property Transaction Act, 1988 and rules made thereunder.

(ii) (a) The inventory, has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any investments, provided guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. Accordingly, provisions of clauses 3(iii)(a) to 3(iii)(f) of the Order are not applicable to the Company.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the products manufactured by it and services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been generally regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other

statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) is not applicable.

(f) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(f) is not applicable.

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has 5 CICs as part of the Group

(xvii) The Company has incurred cash losses of Rs 299.57 lakhs in the current financial year and Rs

474.67 lakhs in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sushma Jaglan
Partner
Membership No.: 137783
ICAI UDIN:26137783QCGATH7957

Place : Mumbai
Date : 14 April 2026

Annexure B to the Independent Auditor's Report on the financial statements of Mahindra MSTC Recycling Private Limited for the year ended 31 March 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra MSTC Recycling Private Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Sushma Jaglan
Partner
Membership No.: 137783
ICAI UDIN:26137783QCGATH7957

Place : Mumbai
Date : 14 April 2026

BALANCE SHEET AS AT 31 MARCH, 2026

Rs. in lakhs

Particulars	Note No.	As at 31 March, 2026	As at 31 March, 2025
A ASSETS			
1 Non-current assets			
(a) Property, plant and equipment	4	**3,031.86**	3,021.58
(b) Capital work-in-progress	5	**–**	–
(c) Intangible assets	6	**1.85**	23.85
(d) Intangible assets under development	7	**–**	–
(e) Financial assets			
Other financial assets	8	**175.88**	97.66
(f) Deferred tax assets (net)	22	**–**	–
(g) Other tax assets (net)	9A	**17.24**	13.81
(h) Other non-current assets	9B	**1.10**	1.22
Total non-current assets		**3,227.93**	3,158.12
2 Current assets			
(a) Inventories	10	**934.61**	1,196.96
(b) Financial assets			
(i) Trade receivables	11	**5.64**	12.92
(ii) Cash and cash equivalents	12A	**7.70**	6.57
(iii) Bank balances other than (ii) above	12B	**0.14**	56.23
(iv) Other financial assets	8	**10.10**	45.93
(c) Other current assets	9B	**729.92**	740.87
Total current assets		**1,688.11**	2,059.48
Total assets (1+2)		**4,916.04**	5,217.60
B EQUITY AND LIABILITIES			
1 Equity			
(a) Equity share capital	13	**8,000.00**	7,000.00
(b) Other equity	14	**(5,625.85)**	(4,689.61)
		2,374.15	2,310.39
Total equity		**2,374.15**	2,310.39
LIABILITIES			
2 Non-current liabilities			
(a) Financial liabilities			
(i) Lease liabilities	16	**1,100.86**	1,365.86
(b) Provisions	17	**99.96**	82.25
Total non-current liabilities		**1,200.82**	1,448.11

BALANCE SHEET AS AT 31 MARCH, 2026 (Contd...)

Rs. in lakhs

Particulars	Note No.	As at 31 March, 2026	As at 31 March, 2025
3 **Current liabilities**			
(a) Financial liabilities			
(i) Borrowings	15	**289.12**	731.59
(ii) Lease liabilities	16	**465.01**	118.25
(iii) Trade payables			
(a) total outstanding dues of micro enterprises and small enterprises; and	18	**3.81**	1.81
(b) total outstanding dues of creditors other than micro enterprises and small enterprises	18	**259.29**	264.47
(iv) Other financial liabilities	19	**62.95**	67.75
(b) Other current liabilities	20	**254.39**	268.12
(c) Provisions	17	**6.50**	7.11
Total current liabilities		**1,341.07**	1,459.10
Total equity and liabilities (1+2+3)		**4,916.04**	5,217.60

The accompanying notes 1 to 36 are an integral part of the financial statements

In terms of our report attached
For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Sushma Jaglan
Partner
Membership No: 137783

Place : Mumbai
Date : 14th April, 2026

For and on behalf of the Board of Directors of
Mahindra MSTC Recycling Private Limited
CIN No: U37100MH2016PTC288535

Manobendra Ghoshal
Chairman
DIN : 09762368

Sumit Issar
Director
DIN: 06951249

Prabir Ghoshal
Chief Financial Officer

Pauravi Rao
Company Secretary
ACS - 78196

Place : Mumbai
Date : 14th April, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH, 2026

Rs. in lakhs

Particulars	Note No.	For the year ended 31 March, 2026	For the year ended 31 March, 2025
I INCOME			
Revenue from operations	23	**5,131.85**	3,391.53
Other income	24	**59.75**	74.90
Total income		**5,191.60**	3,466.43
II EXPENSES			
(a) Cost of materials consumed	25a	**3,149.21**	2,329.51
(b) Changes in inventories of finished goods and work-in-progress	25b	**233.86**	(209.45)
(c) Employee benefits expense	26	**476.25**	474.43
(d) Finance costs	27	**204.26**	202.14
(e) Depreciation and amortisation expenses	4 & 6	**626.44**	678.29
(f) Other expenses	28	**1,441.69**	1,187.78
Total expenses		**6,131.71**	4,662.70
III Loss before tax (I - II)		**(940.11)**	(1,196.27)
IV Tax Expense			
(a) Current tax	21	**–**	–
(b) Deferred tax	22	**(1.01)**	(2.52)
Total tax expense		**(1.01)**	(2.52)
V Net Profit/(Loss) after tax (III - IV)		**(939.10)**	(1,193.75)
VI Other comprehensive (loss) / income			
(a) (i) Items that will not be reclassified to profit or loss		**–**	–
(a) Remeasurements of the defined benefit liability / (asset)		**(3.87)**	(9.70)
(ii) Income tax relating to items that will not be reclassified to profit or loss	22	**1.01**	2.52
(b) (i) Items that will be reclassified to profit or loss		**–**	–
(ii) Income tax relating to items that will be reclassified to profit or loss		**–**	–
		2.86	7.18
VII Total comprehensive loss for the year (V + VI)		**(936.24)**	(1,186.57)
Earnings per equity share (of Rs. 10/- each) (not annualised)			
(a) Basic	35	**(1.26)**	(1.80)
(b) Diluted		**(1.26)**	(1.80)

The accompanying notes 1 to 36 are an integral part of the financial statements

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Sushma Jaglan
Partner
Membership No: 137783

Place : Mumbai
Date : 14th April, 2026

For and on behalf of the Board of Directors of
Mahindra MSTC Recycling Private Limited
CIN No: U37100MH2016PTC288535

Manobendra Ghoshal
Chairman
DIN : 09762368

Sumit Issar
Director
DIN: 06951249

Prabir Ghoshal
Chief Financial Officer

Pauravi Rao
Company Secretary
ACS - 78196

Place : Mumbai
Date : 14th April, 2026

STATEMENT OF CHANGES IN EQUITY

A. Equity share capital

For the year ended 31 March, 2026 **Rs. in lakhs**

Particulars	**For the year ended 31 March, 2026**	For the year ended 31 March, 2025
Issued, subscribed and paid up		
Balance at the beginning of the year	**7,000.00**	6,000.00
Changes in equity during the year	**1,000.00**	1,000.00
Balance at the end of the year	**8,000.00**	7,000.00

B. Other equity

For the year ended 31 March, 2026 **Rs. in lakhs**

Particulars	**Retained earnings**	
	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Balance at the beginning of year (A)	**(4,689.61)**	(3,503.04)
Loss for the year (B)	**(939.10)**	(1,193.75)
Other comprehensive (loss) /income (net of taxes) (C)	**2.86**	7.18
Total comprehensive loss for the year (D)=(B)+(C)	**(936.24)**	(1,186.57)
Balance at the end of year (A)+(D)	**(5,625.85)**	(4,689.61)

Nature and purpose of other Equity: Refer Note 14 Other equity

The accompanying notes 1 to 36 are an integral part of the financial statements

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Sushma Jaglan
Partner
Membership No: 137783

Place : Mumbai
Date : 14th April, 2026

For and on behalf of the Board of Directors of
Mahindra MSTC Recycling Private Limited
CIN No: U37100MH2016PTC288535

Manobendra Ghoshal
Chairman
DIN : 09762368

Sumit Issar
Director
DIN: 06951249

Prabir Ghoshal
Chief Financial Officer

Pauravi Rao
Company Secretary
ACS - 78196

Place : Mumbai
Date : 14th April, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH, 2026

Rs. in lakhs

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Cash flow from operating activities		
Loss before tax for the year	**(940.11)**	(1,196.27)
Adjustment for:		
(1) Depreciation and amortisation expenses	**626.44**	678.29
(2) Finance costs	**204.26**	202.14
(3) Interest income & net gain arising on financial assets	**(16.66)**	(16.40)
(4) Gain/Loss on sale of property, plant and equipment (net)	**(5.82)**	(0.35)
(5) Loss allowance for other current assets	**–**	37.38
(6) Property, Plant and Equipment written off	**14.10**	–
	(117.79)	(295.21)
Movements in working capital:		
(1) Decrease/(Increase) in inventories	**262.35**	(747.69)
(2) Decrease/(Increase) in other assets	**(31.32)**	(242.62)
(3) Decrease/(Increase) in trade receivables	**7.28**	10.43
(4) Decrease/(Increase) in trade payables	**(3.18)**	(76.58)
(5) Increase in provisions	**17.10**	7.36
(6) Decrease/(Increase) in other liabilities	**1.79**	122.17
	254.01	(926.93)
Cash (used in)/generated in operations	**136.22**	(1,222.14)
Less: Income tax refund received/(paid) (net)	**24.30**	(8.07)
Net cash (used in)/generated from operating activities	**160.52**	(1,230.21)
Cash flow from investment activities		
(1) Payments for property, plant and equipment	**(154.04)**	(57.55)
(2) Proceeds from disposal of property, plant and equipment	**30.50**	18.75
(3) Bank balances not considered as cash and cash equivalents		
– Placed	**(121.14)**	(911.29)
– Matured	**106.23**	909.08
(4) Interest received	**3.47**	2.96
Net cash used in investment activities	**(134.98)**	(38.05)
Cash flow from financing activities		
(1) Proceeds from issue of equity shares	**1,000.00**	1,000.00
(2) (Repayment)/Proceeds from Short term borrowings (net)	**(442.47)**	731.59
(3) Interest Paid	**(39.26)**	(25.00)
(4) Repayment of the principal portion of the lease liabilities	**(377.95)**	(380.68)
(5) Repayment of the interest portion of the lease liabilities	**(164.72)**	(189.19)
Net cash generated from/(used in) financing activities	**(24.41)**	1,136.72
Net (Decrease) in cash and cash equivalents	**1.13**	(131.54)
Cash and cash equivalents at the beginning of the year	**6.57**	138.11
Cash and cash equivalents at the end of the year	**7.70**	6.57
Reconciliation of cash and cash equivalents with the balance sheet:		
Cash and cash equivalents as per balance sheet	**7.70**	6.57
Balance as per statement of cash flows	**7.70**	6.57

The above Statement of Cash Flow has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'.

The accompanying notes 1 to 36 are an integral part of the financial statements

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Sushma Jaglan
Partner
Membership No: 137783

Place : Mumbai
Date : 14th April, 2026

For and on behalf of the Board of Directors of
Mahindra MSTC Recycling Private Limited
CIN No: U37100MH2016PTC288535

Manobendra Ghoshal
Chairman
DIN : 09762368

Sumit Issar
Director
DIN: 06951249

Prabir Ghoshal
Chief Financial Officer

Pauravi Rao
Company Secretary
ACS - 78196

Place : Mumbai
Date : 14th April, 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH, 2026

1 Corporate information

Mahindra MSTC Recycling Private Limited is a private limited company incorporated in Mumbai, India on 16 March, 2016 under the Companies Act 2013. The registered office of the company is located at Mahindra Towers, P. K. Kurne Chowk, Worli, Mumbai - 400018.

The Company's main activity is carrying on the business of setting up, owning, maintenance and operation of shredding plants and facilities for purchase, storage, collection, segregating, processing, recycling and importing of end of life vehicles and end of life white goods and other materials and sale there from of shredded ferrous and non-ferrous metal scrap and all other types of scrap including E-waste scrap, plastics, rubber, spare parts and any other disposable items, within and outside India.

2 Material accounting policies:

2.1 Statement of Compliance and Basis of preparation and presentation :

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act 2013 (the 'Act') and other relevant provisions of the Act.

All assets and liabilities are classified as current if it is expected to realise or settle within 12 months after the Balance Sheet date.

The financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency. All values are rounded to the nearest Lakhs.

The financial statements were approved by the Board of Directors and authorised for issue on 14th April, 2026

2.2 Use of estimates and judgments:

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Key source of estimation uncertainty: Critical Judgement assumptions at the date of Financial Statements, which may cause a material adjustment to the carrying amount of assets & liabilities within the next financial year are in respect of the below :

1. Useful life of Property, Plant and Equipment (Note 2.3)
2. Recoverability of Deferred Tax Assets (Note 2.13)
3. Employee Benefits and Long Term Incentive Plans (Note 2.10)

2.3 Property, plant & equipment:

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation less accumulated impairment, if any. Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use. The estimated useful lives, residual values, are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the Statement of Profit and Loss.

Depreciation is calculated on Straight Line method over the estimated useful life of all assets. These lives are in accordance with Schedule II to the Companies Act, 2013, other than the following asset class based on the Company's expected usage pattern:

(a) Building - over the lease period
(b) Plant equipments - 5 to 20 years
(c) Furniture and fixtures - 10 years
(d) Office equipments - 5 to 10 years
(e) Electrical installations - 5 to 10 years
(f) Vehicles - 5 years
(g) Computers & data processing units - 3 to 6 years

Advances paid towards the acquisition of property, plant and equipment outstanding at each balance sheet is classified as capital advances and cost of assets not ready for use at the balance sheet date are disclosed under capital work-in-progress.

2.4 Intangible assets:

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment losses. Advances paid towards the acquisition of intangible assets outstanding at each balance sheet is classified as capital advances and cost of assets not ready for use at the balance sheet date are disclosed under Intangible asset under development.

Depreciation is calculated on Straight Line method over the estimated useful life of all assets. These lives are in accordance with Schedule II to the Companies Act, 2013, other than the following asset class based on the Company's expected usage pattern:

(a) Software & Intangible assets - 3 years

2.5 Impairment of assets :

At the end of each reporting period, the Company reviews the carrying amounts of its tangible assets, Intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing the value in use, the estimated future cash flows are discounted at their present value using the pre-tax discount rate that reflects current market assessment of time value of money and the risks specific to the assets for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the Statement of Profit and Loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the Statement of Profit and Loss.

2.6 Inventories :

Inventories are valued at the lower of cost (on weighted average basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary.

Cost comprises of all costs of purchase, conversion and other costs incurred in bringing the inventories to their present location and condition.

Net Realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

Work-in-progress and finished goods include appropriate proportion of overheads and, where applicable, taxes.

2.7 Foreign exchange transactions and translations:

Transactions in currencies other than the Company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary

items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non monetary items that are measured in terms of historical cost in a foreign currency are not retranslated. Exchange differences on monetary items are recognised in the Statement of Profit and Loss in the period in which they arise except for exchange differences on foreign currency borrowings relating to assets under construction for future productive use, which are included in the cost of those assets when they are regarded as an adjustment to interest cost on those foreign currency borrowings.

2.8 Financial assets and Financial liabilities:

Financial instruments:

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the Statement of Profit and Loss.

Financial assets:

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Derecognition of financial assets:

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in the Statement of Profit and Loss if such gain or loss would have otherwise been recognised in the Statement of Profit and Loss on disposal of that financial asset.

Equity instrument:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. Equity instrument issued by the Company are recognised at the proceeds received, net of direct issue costs. Repurchase of the Company's own equity instrument is recognised and deducted directly in equity. No gain or loss is recognised in the Statement of Profit and Loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

Financial liabilities:

All the financial liabilities are subsequently measured at amortised cost using the effective interest method or at fair value through profit and loss.

Derecognition of financial liabilities:

The Company derecognises financial liabilities when, and only when, the Company's obligation are discharged, cancelled or have expired. An exchange between the lender of debt instrument with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the term of an existing liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in the Statement of Profit and Loss.

2.9 Revenue recognition :

Revenue from contracts with customers is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company assesses promises in the contract that are separate performance obligations to which a portion of transaction price is allocated.

Revenue is measured based on the transaction price as specified in the contract with the customer. It excludes taxes or other amounts collected from customers in its capacity as an agent. In determining the transaction price, the Company considers:

Significant financing component - Generally, the Company receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

The accounting policies for specific revenue streams of the company is summarised below:

Sale of goods: Customers obtain control of the goods when the goods are delivered to and have been accepted.

Sale of Services: Service income is recognized over time based on as and when service is performed.

Other operating income : Income from sale of 'Certificate of Deposits' (CODs) is recognised when such CODs are sold on the designated Portal.

Other income:

Interest income is accounted on time proportionate basis.

2.10 Employee benefits :

Retirement benefit costs and termination benefits:

Payment to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the return of plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in the other comprehensive income is reflected immediately in retained earnings and is not reclassified to Statement of profit and loss. Past service cost is recognised in Statement of profit and loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the defined benefit liability or asset. Defined benefit costs are categorised as follows

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- remeasurement

The Company presents the first two components of defined benefit costs in the Statement of Profit and Loss in the line item "Employee benefits expense". Curtailment gains and losses are accounted for as past service cost.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

A liability for the termination benefit is recognised at the earlier of when the entity can no longer withdraw the offer of the termination benefit and when the entity recognises any related restructuring costs.

Short-term and other long-term employee benefits:

A liability is recognised for benefits accruing to the employees in respect of wages and salaries and annual leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange of that service.

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange of related service.

Liabilities recognized in respect of other long-term employee benefits are measured at present value of the estimated future cash outflows expected to be made by the company in respect of services provided by employee upto the reporting date.

2.11 Borrowing costs :

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Interest income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in the Statement of Profit and Loss in the period in which they are incurred.

2.12 Provisions :

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Provisions for the expected cost of warranty obligations are recognised at the time of sale of the relevant products, at the best estimate of the expenditure required to settle the Company's obligation.

2.13 Taxes on income :

Income Tax expense represents the sum of the tax currently payable and deferred tax.

Current Tax:

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred Tax:

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences could be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the year:

Current and deferred tax are recognized in the Statement of Profit and Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

2.14 Cash and cash equivalents:

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value. Bank overdrafts are shown within borrowings in other financial liabilities.

2.15 Cash Flow Statement :

Cash flows are reported using the indirect method, whereby profit/ (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating investing and financing activities of the Company are segregated based on the available information.

2.16 Earnings per share:

Basic earnings per share is computed by dividing the profit/loss after tax by the weighted average number of equity shares outstanding during the year. Weighted average number of shares is the number of equity shares outstanding at the beginning of the period adjusted by the number of equity shares issued during period, multiplied by the time weighting factor. The time weighting factor is the number of days for which the specific shares are outstanding as a proportion of total number of days during the year.

2.17 Leases:

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee:

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property and equipment' and lease liabilities in the statement of financial position.

The Company has elected not to apply the requirements of Ind AS 116 Leases to short-term leases of all assets that have a lease term of 12 months or less and leases for which the underlying asset is of low value. The lease payments associated with these leases are recognized as an expense on a straight-line basis over the lease term.

Operating lease payments are recognized as an expense in the Statement of Profit and Loss on a straight-line basis over the term of the relevant lease.

NOTES FORMING PART OF FINANCIAL STATEMENTS

3 Recent pronouncements:

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively.

Note No. 4 - Property, plant and equipment

Rs. in lakhs

Description of assets	Building (Note 1)	Right of use asset (Leasehold land & building)	Plant equipments	Furniture and fixtures	Office equipments	Electrical installations	Vehicles	Computers & data processing units	Total
I. Cost									
Balance as at 1 April, 2025	**298.08**	**2,435.34**	**1,938.15**	**66.94**	**91.29**	**149.07**	**63.11**	**58.73**	**5,100.71**
Additions/transfer from CWIP during the year	–	656.18	76.23	7.06	7.49	12.28	15.32	11.03	785.59
Disposals during the year	(12.57)	(886.37)	(1.20)	–	(0.21)	–	(24.31)	(0.12)	(924.78)
Balance as at 31 March, 2026	**285.51**	**2,205.15**	**2,013.18**	**74.00**	**98.57**	**161.35**	**54.12**	**69.64**	**4,961.52**
II. Accumulated depreciation									
Balance as at 1 April, 2025	**266.30**	**1,095.01**	**517.38**	**17.91**	**51.24**	**60.13**	**24.78**	**46.38**	**2,079.13**
Depreciation	2.55	431.73	120.89	6.45	12.41	14.47	7.53	8.40	604.43
Disposals during the year	–	(753.90)	–	–	–	–	–	–	(753.90)
Balance as at 31 March, 2026	**268.85**	**772.84**	**638.27**	**24.36**	**63.65**	**74.60**	**32.31**	**54.78**	**1,929.66**
Net carrying amount as at 31 March, 2026	**16.66**	**1,432.31**	**1,374.91**	**49.64**	**34.92**	**86.76**	**21.79**	**14.86**	**3,031.86**
I. Cost									
Balance as at 1 April, 2024	298.08	2,130.53	1,866.18	63.38	83.77	132.38	60.24	57.01	4,691.57
Additions/transfer from CWIP during the year	–	304.81	71.97	3.56	7.52	16.69	28.91	1.72	435.17
Disposals during the year (Note 2)	–	–	–	–	–	–	(26.04)	–	(26.04)
Balance as at 31 March, 2025	298.08	2,435.34	1,938.15	66.94	91.29	149.07	63.11	58.73	5,100.71
II. Accumulated depreciation									
Balance as at 1 April, 2024	263.38	613.77	403.39	11.86	38.13	47.40	20.31	33.49	1,431.73
Depreciation	2.92	481.24	113.99	6.05	13.11	12.73	12.11	12.89	655.04
Eliminated on disposal of assets (Note 2)	–	–	–	–	–	–	(7.64)	–	(7.64)
Balance as at 31 March, 2025	266.30	1,095.01	517.38	17.91	51.24	60.13	24.78	46.38	2,079.13
Net carrying amount as at 31 March, 2025	31.78	1,340.33	1,420.77	49.03	40.05	88.94	38.33	12.35	3,021.58

Note 1: It includes the capital expenditure incurred on leasehold land.

Note 2: Disposal with respect to right of use assets represents expired/terminated leases.

Note No. 5 - Capital-work-in-progress (CWIP)

Rs. in lakhs

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Cost		
Opening balance	**–**	69.36
Additions during the year	**118.08**	3.46
Total additions during the year	**118.08**	72.82
Deletions during the year		
Transfer to property, plant and equipment	**118.08**	–
Deletions during the year	**–**	72.82
Total deletions during the year	**118.08**	72.82
Closing balance	**–**	–

Ageing of capital work in progress:

Rs. in lakhs

Particulars	Amount in CWIP for a period of				
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
As at 31 March, 2026:					
Projects in progress:					
(a) Exceeded cost or overdue	–	–	–	–	–
(b) Other than covered in above (a)	**–**	**–**	**–**	**–**	**–**
Projects temporarily suspended:					
(a) Exceeded cost or overdue	–	–	–	–	–
(b) Other than covered in above (a)	**–**	**–**	**–**	**–**	**–**
Total	**–**	**–**	**–**	**–**	**–**
As at 31 March, 2025:					
Projects in progress					**–**
(a) Exceeded cost or overdue	**–**	**–**	**–**	**–**	**–**
(b) Other than covered in above (a)	**–**	**–**	**–**	**–**	**–**
Projects temporarily suspended:					
(a) Exceeded cost or overdue	**–**	**–**	**–**	**–**	**–**
(b) Other than covered in above (a)	**–**	**–**	**–**	**–**	**–**
Total	**–**	**–**	**–**	**–**	**–**

Note No. 6 - Intangible assets

Rs. in lakhs

Particulars	Software	Website	Total
I. Cost			
Balance as at 1 April, 2025	119.04	3.75	122.79
Additions/transfer from Intangibles assets under development during the year	–	–	–
Balance as at 31 March, 2026	**119.04**	**3.75**	**122.79**
II. Accumulated amortisation			
Balance as at 1 April, 2025	95.19	3.75	98.94
Amortisation	22.00	–	22.00
Balance as at 31 March, 2026	**117.19**	**3.75**	**120.94**
Net carrying amount as at 31 March, 2026	**1.85**	**–**	**1.85**

Rs. in lakhs

Particulars	Software	Website	Total
I. Cost			
Balance as at 1 April, 2024	119.04	3.75	122.79
Additions/transfer from Intangibles assets under development during the year	–	–	–
Balance as at 31 March, 2025	119.04	3.75	122.79
II. Accumulated amortisation			
Balance as at 1 April, 2024	71.94	3.75	75.69
Amortisation	23.25	–	23.25
Balance as at 31 March, 2025	95.19	3.75	98.94
Net carrying amount as at 31 March, 2025	23.85	–	23.85

Note No. 7 - Intangible assets under development

Rs. in lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
Opening balance	**–**	52.03
Additions during the year	**–**	–
Total additions during the year	**–**	52.03
Deletions during the year		
Transfer to intangible assets	**–**	–
Deletions during the year	**–**	52.03
Total deletions during the year	**–**	52.03
Closing balance	**–**	–

Ageing of intangible assets under development :

Rs. in lakhs

	Amount in Intangible assets under development for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
As at 31 March, 2026:					
Projects in progress:					
(a) Exceeded cost or overdue	**–**	**–**	**–**	**–**	**–**
(b) Other than covered in above (a)	**–**	**–**	**–**	**–**	**–**
Projects temporarily suspended:					
(a) Exceeded cost or overdue	**–**	**–**	**–**	**–**	**–**
(b) Other than covered in above (a)	**–**	**–**	**–**	**–**	**–**
Total	**–**	**–**	**–**	**–**	**–**
As at 31 March, 2025:					
Projects in progress					
(a) Exceeded cost or overdue	–	–	–	–	–
(b) Other than covered in above (a)	–	–	–	–	–
Projects temporarily suspended:					
(a) Exceeded cost or overdue	–	–	–	–	–
(b) Other than covered in above (a)	–	–	–	–	–
Total	–	–	–	–	–

Note No. 8 - Other financial assets

Rs. in lakhs

Particulars	As at 31 March, 2026			As at 31 March, 2025		
	Current	**Non-Current**	**Total**	Current	Non-Current	Total
Financial assets at amortised cost						
Security Deposits						
Unsecured, considered good	**10.36**	**104.88**	**115.24**	45.20	97.66	142.86
Other receivables						
From related parties	**–**	**–**	**–**	0.69	–	0.69
Other bank balances						
Deposit with banks with original maturity greater than 12 months - refer note (a)	**–**	**71.00**	**71.00**	–	–	–
Interest receivable						
Interest accrued on deposits	**0.07**	**–**	**0.07**	0.04	–	0.04
Total	**10.10**	**175.88**	**185.98**	45.93	97.66	143.59

(a) Lien has been created on a fixed deposit of Rs 71 lakhs against bank guarantees issued by banks in favour of Transport department.

Note No. 9A - Other tax assets (net)

Rs. in lakhs

Particulars	**As at 31 March, 2026**	As at 31 March, 2025
(i) Income tax assets (net)	**17.24**	13.81
Total	**17.24**	13.81

Note No. 9B - Other assets

Rs. in lakhs

Particulars	As at 31 March, 2026			As at 31 March, 2025		
	Current	**Non-Current**	**Total**	Current	Non-Current	Total
Unsecured, considered good						
(i) Prepayments	**4.68**	**1.10**	**5.78**	16.80	1.22	18.02
(ii) Balances with government authorities (other than income taxes)						–
(a) GST input tax credit	**476.83**	**–**	**476.83**	471.21	–	471.21
Less : Provision made towards unreconciled Input tax credit	**–**	**–**	**–**	(37.38)	–	(37.38)
GST input tax credit (net)	**476.83**	**–**	**476.83**	433.83	–	–
(iii) Other advances						
(a) Defined contribution plan assets receivable in respect of employees transferred to the company	**9.32**	**–**	**9.32**	9.32	–	9.32
(b) Advances to suppliers	**214.19**	**–**	**214.19**	237.99	–	237.99
(c) Advances to employees	**2.78**	**–**	**2.78**	2.43	–	2.43
(d) Other advances to related party	**22.12**	**–**	**22.12**	40.50	–	40.50
Total	**729.92**	**1.10**	**731.02**	740.87	1.22	742.09

Note No. 10 - Inventories

Rs. in lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
(a) Raw material {includes goods-in-transit Nil (2025 : Nil)	**680.51**	707.82
(b) Work-in-progress	**24.25**	16.35
(c) Finished goods	**223.79**	465.55
(d) Stores and spares	**6.06**	7.24
	934.61	**1,196.96**

(a) Raw material comprises of End of life Vehicles (ELVs) and industrial scrap. Work-in-progress comprises of hulk dismantled out of ELVs. Finished goods comprises of processed material i.e. steel scrap, accessories (preowned spare parts), etc.

(b) The cost of inventories recognised as an expense during the year in respect of continuing operations was Rs 3,383.07 lakhs (2025 : Rs 2,120.06 lakhs)

(c) The mode of valuation of inventories has been stated in Note no. 2.6.

Note No. 11 - Trade receivables

Rs. in lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
Trade receivables		
Considered good, Unsecured	**5.64**	12.92
Total	**5.64**	12.92

(a) There are no trade receivables which have significant increase in credit risk or are credit impaired.

Trade receivables ageing schedule:

Rs. in lakhs

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
As at 31 March, 2026							
Undisputed trade receivables — considered good	**–**	**5.43**	**0.21**	**–**	**–**	**–**	**5.64**
Disputed trade receivables — considered good	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Total trade receivables	**–**	**5.43**	**0.21**	**–**	**–**	**–**	**5.64**

Rs. in lakhs

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
As at 31st March, 2025							
Undisputed trade receivables — considered good	–	12.92	–	–	–	–	12.92
Disputed trade receivables — considered good	–	–	–	–	–	–	–
Total trade receivables	–	12.92	–	–	–	–	12.92

Note No. 12 - Cash and bank balances

Rs. in lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
(A) Cash and cash equivalents		
(a) Balances with banks		
With scheduled banks		
(i) Current accounts	**7.70**	6.57
Total cash and cash equivalents	**7.70**	6.57

Rs. in lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
(B) Other bank balances		
(i) Deposit with banks with original maturity greater than 3 months but less than 12 months - refer note (a)	**0.14**	56.23
Total other bank balances	**0.14**	56.23

(a) Lien has been created on a fixed deposit of Rs 0.14 lakhs (2025 : 56.23 Lakhs) against bank guarantees issued by banks in favour of Transport department.

Note No. 13 - Equity share capital

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	Rs. in lakhs	Number of shares	Rs. in lakhs
(a) Authorised				
Equity Shares of Rs.10 each	**8,00,00,000**	**8,000.00**	**7,00,00,000**	7,000.00
	8,00,00,000	**8,000.00**	7,00,00,000	7,000.00
(b) Issued, subscribed and fully paid up				
Equity Shares of Rs.10 each	**8,00,00,000**	**8,000.00**	7,00,00,000	7,000.00
	8,00,00,000	**8,000.00**	7,00,00,000	7,000.00

(i) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the year:

Particulars	For the year ended 31 March, 2026		For the year ended 31 March, 2025	
	Number of shares	Rs. in lakhs	Number of shares	Rs. in lakhs
Equity Shares of Rs. 10 each				
Subscribed and fully paid				
Opening balance	**7,00,00,000**	**7,000.00**	6,00,00,000	6,000.00
Add: Equity shares issued for cash	**1,00,00,000**	**1,000.00**	1,00,00,000	1,000.00
Closing balance	**8,00,00,000**	**8,000.00**	7,00,00,000	7,000.00

(ii) The Company has not allotted any equity shares for consideration other than cash, bonus shares, nor have any shares been bought back during the period of five years immediately preceeding the Balance Sheet date.

(iii) Terms and rights attached to equity shares

The Company has only one class of equity share having a par value of Rs. 10/- per share. Each shareholder has the following voting rights (i) On a show of hands: one vote for a member present in person and (ii) On a poll: in proportion to his share in the paid up equity share capital of the Company. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing annual general meeting, except in case of interim dividend. In the event of winding up, the liquidator may, with the sanction of a special resolution of the Company and any other sanction required by the Act, divide amongst the members, in specie or kind, the whole or any part of the assets of the company, whether they shall consist of property of the same kind or not.

(iv) Details of equity shares held by the holding company:

Particulars	As at 31 March, 2026	As at 31 March, 2025
	Number of shares	Number of shares
Mahindra Accelo Limited (formerly known as Mahindra Intertrade Limited), the holding company	**4,00,00,000**	3,50,00,000

(v) Details of equity shares held by each shareholder holding more than 5% shares:

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	% of holding	Number of shares	% of holding
Mahindra Accelo Limited	**4,00,00,000**	**50.00%**	3,50,00,000	50.00%
MSTC Limited	**4,00,00,000**	**50.00%**	3,50,00,000	50.00%

(vi) Details of equity shares held by promoter and promoter group:

Name of promoter	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares	% of holding	Number of shares	% of holding
Mahindra Accelo Limited	**4,00,00,000**	**50.00%**	3,50,00,000	50.00%
MSTC Limited	**4,00,00,000**	**50.00%**	3,50,00,000	50.00%

(vii) Shareholding of promoters:

As at 31 March 2026

Promoter name	No. of shares at the commencement of the period (in lakhs)	Change during the year	No. of shares at the end of the period (in lakhs)	% of total equity shares	% change during the year
Mahindra Accelo Limited	**350**	**50**	**400**	50%	–
MSTC Limited	**350**	**50**	**400**	50%	–

As at 31 March 2025

Promoter name	No. of shares at the commencement of the period (in lakhs)	Change during the year	No. of shares at the end of the period (in lakhs)	% of total equity shares	% change during the year
Mahindra Accelo Limited	**300**	**50**	**350**	50%	–
MSTC Limited	**300**	**50**	**350**	50%	–

Note No. 14 - Other equity

Rs. in lakhs

Particulars	Retained earnings	
	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Balance at the beginning of year (A)	**(4,689.61)**	(3,503.04)
Loss for the year (B)	**(939.10)**	(1,193.75)
Other comprehensive (loss) / income (net of taxes) (C)	**2.86**	7.18
Total comprehensive loss for the year (D)=(B)+(C)	**(936.24)**	(1,186.57)
Balance at the end of year (A)+(D)	**(5,625.85)**	(4,689.61)

Nature and purpose of other equity:

Retained earnings:

Retained earnings comprises of accumulated balance of profits/(losses) of current and prior years including transfers made to / from other reserves from time to time. The reserve can be utilized or distributed by the Company in accordance with the provisions of the Companies Act, 2013.

Note No. 15 - Borrowings

Rs. in lakhs

Particulars	**As at 31 March, 2026**			As at 31 March, 2025		
	Current	**Non-Current**	**Total**	Current	Non-Current	Total
Unsecured (carried at amortised cost)						
Loans repayable on demand						
From Banks - Cash credit account	**64.12**	**–**	**64.12**	231.59	–	231.59
From Banks - Working Capital Demand Loan	**225.00**	**–**	**225.00**	500.00	–	500.00
Total borrowings	**289.12**	**–**	**289.12**	731.59	–	731.59

Interest on Cash Credit & Working Capital Demand Loan facility is taken for meeting general business requirements and interest is payable at the rate of 7.10%-8.29% (2025 : 8.65%- 9.00%) for Cash Credit and 6.29%-8.29% (2025 : 8.20%- 8.29%) per annum for Working Capital Demand Loan.

Note No. 16 - Lease liabilities

Rs. in lakhs

Particulars	**As at 31 March, 2026**			As at 31 March, 2025		
	Current	**Non-Current**	**Total**	Current	Non-Current	Total
Lease liabilities	**465.01**	**1,100.86**	**1,565.87**	118.25	1,365.86	1,484.11
Total lease liabilities	**465.01**	**1,100.86**	**1,565.87**	118.25	1,365.86	1,484.11

While measuring lease liabilities, Company has discounted lease payments using its incremental borrowing rate of 10.82 % (2025:11.34%) per annum during the year.

Note No. 17 - Provisions

Rs. in lakhs

Particulars	**As at 31 March, 2026**			As at 31 March, 2025		
	Current	**Non-Current**	**Total**	Current	Non-Current	Total
Provision for employee benefits						
Long-term employee benefits						
(i) Provision for gratuity	**–**	**57.47**	**57.47**	–	36.96	36.96
(ii) Provision for compensated absences	**6.50**	**40.43**	**46.93**	7.11	40.08	47.19
(iii) Provision for post retirement medical benefits	**–**	**2.06**	**2.06**	–	5.21	5.21
Total	**6.50**	**99.96**	**106.46**	7.11	82.25	89.36

Note:
The provision for employee benefits includes privileged leave entitlements accrued. The increase in the carrying amount of the provision for the current year results from accrual of the privileged leave entitlements for the current year. For other disclosures, refer note 29.

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has considered restructured compensation of its employees with effect from April 1, 2026, and assessed the impact of the changes, consistent with the Labour Codes, draft rules and FAQs. The Company has provided Rs. 9.83 lakhs as a increase in provision for Gratuity.

The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.

Note No. 18 - Trade payables

Rs. in lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
Trade payables for goods and services		
(a) Micro enterprises and small enterprises	**3.81**	1.81
(b) Other than micro enterprises and small enterprises	**259.29**	264.47
Total	**263.10**	266.28

Note: Dues of micro and small enterprises

Rs. in lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
The amounts remaining unpaid to micro and small suppliers as at the end of the year		
Principal	**3.81**	1.81
Interest due thereon	**–**	–
The amounts of the payments made to micro and small suppliers beyond the appointed day during each accounting year	**–**	–
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act,2006	**–**	–
The amount of interest accrued and remaining unpaid at the end of each accounting year.	**–**	–
The amount of further interest remaining due and payable even in the succeeding years until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under the MSMED Act, 2006	**–**	–

Trade payables ageing schedule:

Rs. in lakhs

Particulars	Not due	Less than 1 year	1 to 2 years	2 to 3 years	More than 3 years	Total
As at March 31, 2026						
Trade payables — MSME	3.81	–	–	–	–	3.81
Trade payables — Others		130.51	–	–	–	130.51
Disputed dues — MSME	–	–	–	–	–	–
Disputed dues — Others	–	–	–	–	–	–
	3.81	130.51	–	–	–	134.32
Accrued expenses	128.78	–	–	–	–	128.78
Total trade payables	**132.59**	**130.51**	**–**	**–**	**–**	**263.10**
As at March 31, 2025						
Trade payables — MSME	1.81	–	–	–	–	1.81
Trade payables — Others		168.84	–	–	–	168.84
Disputed dues — MSME	–	–	–	–	–	–
Disputed dues — Others	–	–	–	–	–	–
	1.81	168.84	–	–	–	170.65
Accrued expenses	95.63	–	–	–	–	95.63
Total trade payables	**97.44**	**168.84**	**–**	**–**	**–**	**266.28**

Note No. 19 - Other financial liabilities

Rs. in lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
Other financial liabilities measured at amortised cost		
(a) Other liabilities		
(i) Creditors for capital supplies/services	**–**	–
(ii) Employee related liabilities	**62.95**	67.75
Total	**62.95**	67.75

Note No. 20 - Other current liabilities

Rs. in lakhs

Particulars	As at 31 March, 2026	As at 31 March, 2025
(a) Advance received from customers	**59.12**	93.50
(b) Others		
(i) Employee recoveries and employer contributions	**4.16**	3.33
(ii) Statutory dues payable	**31.93**	20.92
(iii) GST payable	**148.28**	140.83
(iv) Dealers deposit	**10.90**	3.70
(v) Other Payables	**–**	5.84
Total	**254.39**	268.12

Note No. 21 - Current tax

(a) Income tax recognised in statement of profit and loss

Rs. in lakhs

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Current tax:		
In respect of current year	**–**	–
Deferred tax:		
In respect of taxable temporary differences	**–**	–
In respect of deductible temporary differences	**(1.01)**	(2.52)
	(1.01)	(2.52)
Total	**(1.01)**	(2.52)

(b) Income tax recognised in other comprehensive income

Rs. in lakhs

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
Deferred tax related to items recognised in other comprehensive income during		
Remeasurement of defined obligations	**1.01**	2.52
Total	**1.01**	2.52

Bifurcation of income tax recognised in other comprehensive income into:

Items that will not be reclassified to profit or loss	**1.01**	2.52
Total	**1.01**	2.52

(c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Rs. in lakhs

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
(Loss) before tax	**(543.93)**	(1,196.27)
Income tax expense/benefit calculated at 26% (2025: 26%)	**(141.42)**	(311.03)
Effect of expenses that are non - deductible in determining taxable profit	**–**	–
Effect of unused tax losses for which no deferred tax asset is recognised	**142.43**	313.55
Income tax expense/benefit recognised in statement of profit and loss	**1.01**	2.52

Note:

The tax rate used for the year ended 31 March, 2026 and 31 March 2025 reconciliations above is the corporate tax rate of 26% (including Health and Education cess of 4% respectively) payable by corporate entities in India on taxable profits under Indian Income Tax Laws.

Note No. 22 - Deferred tax

Rs. in lakhs

Particulars	For the year ended 31 March, 2026			
	Opening Balance	Recognised in the Statement of Profit and Loss	Recognised in Other Comprehensive Income (OCI)	Closing Balance
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment	**71.73**	**(2.28)**	**–**	**69.45**
Employee benefits	**0.18**	**–**	**–**	**0.18**
Others	**2.15**	**–**	**–**	**2.15**
Tax effect of items constituting deferred tax assets				
Employee benefits	**–**	**1.07**	**(1.01)**	**0.07**
Carry forward tax losses to the extent of balance in deferred tax liabilities	**(12.46)**	**2.21**	**–**	**(10.25)**
Others	**(61.61)**	**–**	**–**	**(61.61)**
Net deferred tax liabilities/(assets)	**–**	**1.01**	**(1.01)**	**–**

Rs. in lakhs

Particulars	For the year ended 31 March, 2025			
	Opening Balance	Recognised in the Statement of Profit and Loss	Recognised in Other Comprehensive Income (OCI)	Closing Balance
Tax effect of items constituting deferred tax liabilities				
Property, plant and equipment	77.70	(5.97)	–	71.73
Employee benefits	0.18	–	–	0.18
Others	2.15	–	–	2.15
Tax effect of items constituting deferred tax assets				
Employee benefits				
Carry forward tax losses to the extent of balance in deferred tax liabilities	(11.80)	1.87	(2.52)	(12.46)
Others	(68.23)	6.62	–	(61.61)
Net deferred tax liabilities/(assets)	–	2.52	(2.52)	–

Amounts on which deferred tax asset has not been created:

Deferred tax asset have not been recognised in respect of following items, because it is not probable that future taxable profits will be available on which the Company can use the benefit therefrom:

Particulars	As at 31 March, 2026	Rs. in lakhs As at 31 March, 2025
Unused tax losses (revenue in nature) [see expiry years in note below]	**4,433.11**	3,960.80
Unused depreciation losses (will never expire)	**1,562.49**	1,361.67
Total	**5,995.60**	5,322.48

Note : The unreognised tax losses carried forward will expire as follows:

Particulars	As at 31 March, 2026	Rs. in lakhs As at 31 March, 2025
Assessment years		
2026-27	**–**	367.90
2027-28	**582.49**	582.49
2028-29	**194.77**	194.77
2029-30	**–**	–
2030-31	**522.63**	522.63
2031-32	**1,372.00**	1,372.00
2032-33	**1,057.61**	921.02
2033-34	**703.62**	–
Total	**4,433.11**	3,960.80

Note No. 23 - Revenue from operations

Particulars	For the year ended 31 March, 2026	Rs. in lakhs For the year ended 31 March, 2025
Revenue from contracts with customers:		
Sale of goods (refer Note below)	**5,097.18**	3,333.61
Sale of services (refer Note below)	**16.63**	57.92
Other operating Income (refer Note below)	**18.04**	–
Total	**5,131.85**	3,391.53

(a) Revenue from sale of goods mainly comprises of sale of processed material i.e. steel scrap, accessories (preowned spare parts), processed industrial scrap, etc.

(b) The management determines that the segment information reported under Note No. 33 - Segment information is sufficient to meet the disclosure objective with respect to disaggregation of revenue under Ind AS 115 Revenue from contract with Customers. Hence, no separate disclosures of disaggregated revenues are reported.

(c) Other operating income represents revenue recognised on sale of 'Certificate of Deposits' (CODs) during the year.

Note No. 24 - Other income

Particulars	For the year ended 31 March, 2026	Rs. in lakhs For the year ended 31 March, 2025
(a) Interest Income at amortised cost:		
On fixed deposits with banks	**3.50**	2.97
Others	**1.15**	0.61
(b) Interest on discounting of security deposit	**12.01**	12.82
(c) Profit on sale of property, plant and equipment (net)	**5.82**	0.35
(d) Other income including earnest money deposit forfeited	**37.27**	58.15
Total	**59.75**	74.90

Note No 25(a) - Cost of materials consumed

Particulars	For the year ended 31 March, 2026	Rs. in lakhs For the year ended 31 March, 2025
Opening stock	**707.82**	169.54
Add: Purchases	**3,121.90**	2,867.79
	3,829.72	3,037.33
Less: Closing stock	**(680.51)**	(707.82)
Total cost of materials consumed	**3,149.21**	2,329.51

Note No 25(b) - Change in inventories of finished goods and work-in-progress

Particulars	For the year ended 31 March, 2026	Rs. in lakhs For the year ended 31 March, 2025
Inventories at the beginning of the year:		
Finished goods	**465.55**	255.95
Work-in-progress	**16.35**	16.50
	481.90	272.45
Inventories at the end of the year:		
Finished goods	**223.79**	465.55
Work-in-progress	**24.25**	16.35
	248.04	481.90
Net increase / (decrease)	**233.86**	(209.45)

Note No. 26 - Employee benefits expenses

Particulars	For the year ended 31 March, 2026	Rs. in lakhs For the year ended 31 March, 2025
(a) Salaries and wages	**396.19**	400.78
(b) Contribution to provident and other funds	**46.04**	37.26
(c) Post retirement medical benefit expenses	**3.07**	1.67
(d) Staff welfare expenses	**30.95**	34.72
Total	**476.25**	474.43

Note No. 27 - Finance costs

Particulars	For the year ended 31 March, 2026	Rs. in lakhs For the year ended 31 March, 2025
Interest expense on		
(a) Interest expense on lease liabilities	**165.00**	177.14
(b) Interest on Borrowings	**39.26**	25.00
Total	**204.26**	202.14

Analysis of interest expense by category

Particulars	For the year ended 31 March, 2026	Rs. in lakhs For the year ended 31 March, 2025
Interest Expense		
(a) On financial liabilities measured at amortised cost	**204.26**	202.14
Total	**204.26**	202.14

Note No. 28 - Other expenses

Particulars	For the year ended 31 March, 2026	Rs. in lakhs For the year ended 31 March, 2025
(a) Power and fuel	**37.57**	34.87
(b) Rates and taxes	**3.83**	7.47
(c) Security charges	**95.58**	84.15
(d) Insurance charges	**2.26**	3.13
(e) Repairs and maintenance charges	**44.71**	28.54
(f) Rent expenses	**61.19**	44.25
(g) Advertisement expenses	**7.49**	2.47
(h) Auditors' remuneration (refer Note below)	**11.80**	10.12
(i) Directors' fees	**5.20**	6.80
(j) Printing and stationery	**12.00**	4.74
(k) Legal and professional expenses	**528.16**	415.50
(l) Subcontracting and hire charges	**351.05**	235.29
(m) Travelling expenses	**43.74**	40.17
(n) Loss allowance for other current assets	**–**	37.38
(o) Assets written off	**14.09**	–
(p) Other general expenses#	**223.02**	232.90
Total	**1,441.69**	1,187.78

it includes software charges of Rs 93.79 lakhs (2025 : Rs 121.61 lakhs) and housekeeping charges of Rs 42.77 lakhs (2025 : Rs 44.99 lakhs)

Note Particulars	For the year ended 31 March, 2026	Rs. in lakhs For the year ended 31 March, 2025
Payment to Statutory Auditors (excluding GST)		
(a) For audit	**4.50**	4.12
(b) For other services	**6.60**	6.00
(c) For certification services	**0.70**	–
	11.80	10.12

Note No. 29 - Employee benefits

(a) Defined contribution plan:

The Company has recognized, in the statement of profit and loss for the year ended, an amount of Rs 21.18 lakhs (2025: Rs 21.18 lakhs) pertaining to defined contribution plans.

Particulars	For the year ended 31 March, 2026	Rs. in lakhs For the year ended 31 March, 2025
Provident Fund	**13.07**	13.32
Pension Fund	**7.33**	7.86
Total	**20.40**	21.18

(b) Defined benefit plan:

(i) GRATUITY

In accordance with Indian law, the Company operate a scheme of gratuity which is a defined benefit plan. The gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment in accordance with the provisions under the Code on Social Security, 2020 or as per the Company Scheme, as applicable. Vesting occurs upon completion of contractual period of continuous years of service as defined in the Code on Social Security, 2020. The Company manages the plan through a trust.

Governance of plan:

The Company has setup an income tax approved irrevocable trust fund to finance the plan liability. The trustees of the trust fund are responsible for the overall governance of the plan. The plan is funded under Group Gratuity Scheme which is administered by LIC. The Company makes annual contribution to the plan.

Inherent risk

The plan is of a final salary defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, there is a risk for the Company that any adverse salary growth or demographic experience or inadequate returns on underlying plan assets can result in an increase in cost of providing these benefits to employees in future. Since the benefits are lump sum in nature the plan is not subject to any longevity risks.

(b) Defined contribution plan:

Payments made to a defined contribution plan such as Provident Fund and Pension maintained with Government administered Provident Fund Office are charged as an expense in the Statement of Profit and Loss as they fall due.

(ii) POST RETIREMENT MEDICAL BENEFITS

The Company provides post retirement medical cover to select grade of employees to cover the retiring employee and their spouse upto a specified age through mediclaim policy on which the premiums are paid by the Company. The eligibility of the employee for the benefit as well as the amount of medical cover purchased is determined by the grade of the employee at the time of retirement.

Nature of benefits:

The Company operates a defined benefit post-retirement medical plan. The benefits payable to the employees are post their retirement from the Company. The employees do not contribute towards this plan and the full cost of providing these benefits are met by the Company.

Regulatory framework:

There are no minimum funding requirements for such a post-retirement medical plan in India. The Company has chosen not to fund the post-retirement benefit liabilities of the plan but instead carry a provision based on actuarial valuation in its books of accounts.

Governance of plan:

The Company is responsible for the overall governance of the plan. Since the plan is unfunded, the governance of the plan is limited to employees being paid the benefits as per the terms of the plan.

Inherent risk:

The plan is of a defined benefit in nature which is sponsored by the Company and hence it underwrites all the risks pertaining to the plan. In particular, there is a risk for the Company that any adverse increase in healthcare costs or demographic experience can result in an increase in cost of providing these benefits to employees in future. The benefits are also paid post retirement upto a specified age of the beneficiary and plan carries the longevity risks.

Life expectancy:

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

Defined benefit plans – as per actuarial valuation as on 31 March, 2026

Particulars				Rs. in lakhs
	Funded Plan	**Unfunded Plan**	Funded Plan	Unfunded Plan
	Gratuity	**Post retirement medical benefits**	Gratuity	Post retirement medical benefits
	31 March, 2026	**31 March, 2026**	31 March, 2025	31 March, 2025
(i). Expense recognised in the statement of profit and loss for the year ended:				
1. Current service cost	**8.20**	**0.47**	7.85	0.94
2. Interest on net defined benefit (asset)/liability	**2.52**	**0.36**	1.77	0.74
3. Past service cost	**10.52**	**–**	3.25	–
	21.24	**0.82**	12.87	1.68
(ii). Included in other comprehensive income				
1. Return on assets less interest on assets	**3.13**	**–**	(0.44)	**–**
2. Actuarial (Gain)/Loss on account of :				
- Financial assumptions	**0.29**	**0.01**	1.64	0.25
- Experience adjustments	**(4.04)**	**(4.16)**	(3.86)	(6.52)
- Demographic assumptions	**0.20**	**0.17**	**(0.34)**	**(0.43)**
	(0.42)	**(3.98)**	(3.00)	(6.70)
(iii). Net asset/(liability) recognised in the balance sheet as at 31 March				
1. Present value of defined benefit obligation as at 31 March	**85.72**	**2.05**	74.45	5.21
2. Fair value of plan assets as at 31 March	**28.25**	**–**	37.49	**–**
3. Net Funded Obligation	**(57.47)**	**(2.05)**	(36.96)	(5.21)
4. Current portion of the above	**–**	**–**	**–**	**–**
5. Non current portion of the above	**(57.47)**	**(2.05)**	(36.96)	(5.21)
(iv). Change in the obligation during the year ended				
1. Present value of defined benefit obligation at the beginning of the year	**74.45**	**5.21**	62.69	10.23
2. Expenses recognised in statement of profit and loss account				
– Current service Cost	**8.20**	**0.47**	7.85	0.94
– Past service Cost	**10.52**	**–**	3.25	–
– Interest expense (Income)	**5.03**	**0.36**	4.34	0.74
3. Recognised in other comprehensive income				
Remeasurement gains / (losses)				
– Actuarial gain (loss) arising from:				
i. Demographic assumptions	**0.20**	**0.17**	(0.34)	(0.43)
ii. Financial assumptions	**0.29**	**0.01**	1.64	0.25
iii. Experience adjustments	**(4.04)**	**(4.16)**	(3.86)	(6.52)
4. Benefit payments	**(8.93)**	**–**	(1.11)	**–**
5. Impact of liability assumed or (settled)	**–**	**–**	–	–
6. Present value of defined benefit obligation at the end of the year	**85.72**	**2.05**	74.45	5.21
(v). Change in fair value of assets during the year ended				
1. Fair value of plan assets at the beginning of the year	**37.49**	**–**	35.60	–
2. Employer Contributions	**0.30**		–	
3. Expenses recognised in statement of profit and loss account				
– Interest on plan assets	**2.52**	**–**	2.56	–
4. Recognised in other comprehensive income				
Remeasurement gains / (losses)				
– Actual return on plan assets in excess of the expected return	**(3.13)**	**–**	0.44	–
– Others (specify)	–	**–**	–	–
5. Contributions by employer (including benefit payments recoverable)	**–**	**–**	–	–
6. Benefit payments	(8.93)	**–**	(1.11)	–
7. Assets acquired/ (settled)	–	**–**	–	–
8. Fair value of plan assets at the end of the year	**28.25**	**–**	37.49	–
(vi). The major categories of plan assets				
– List the plan assets by category here				
– Insurer managed funds	**28.25**	**NA**	37.49	NA
(vii). Actuarial assumptions				
1. Discount rate	**6.80%**	**6.80%**	6.85%	7.20%
2. Attrition rate	**8.00%**	**8.00%**	8.00%	8.00%
3. Medical premium inflation	**6.85%**	**6.85%**	6.00%	6.00%
4. Rate of increase in compensation levels	**8.00%**	**8.00%**	8.00%	8.00%
5. Mortality table	**IALM(2012-14) ult**	**IALM(2012-14) ult**	IALM(2012-14) ult	IALM(2012-14) ult

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

(viii) Sensitivity analysis:

Gratuity

Gratuity is a lump sum plan and the cost of providing these benefits is typically less sensitive to small changes in demographic assumptions. The key actuarial assumptions to which the benefit obligation results are particularly sensitive to are discount rate and future salary escalation rate. The following table summarizes the impact on the reported defined benefit obligation at the end of the reporting period arising on account of an increase or decrease in the reported assumption by 100 basis points.

These sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analysis.

The sensitivity of the gratuity benefits to changes in the weighted principal assumptions is:

Rs. in lakhs

Principal assumption	Year	Changes in assumption	Impact on defined benefit obligation	
			Increase in assumption	Decrease in assumption
Discount rate	**31 March, 2026**	1%	103.07	118.06
	31 March, 2025	1%	69.94	79.51
Salary growth rate	**31 March, 2026**	1%	117.89	103.09
	31 March, 2025	1%	67.45	58.46

Post retirement medical benefits

The benefit obligation results for the cost of paying future hospitalization premiums to insurance company in future for the employee / beneficiaries during their lifetime is sensitive to discount rate and future increase in healthcare costs.

The following table summarizes the impact on the reported defined benefit obligation at the end of the reporting period arising on account changes in these three key parameters:

These sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analysis.

The sensitivity of the post retirement medical benefit obligation to changes in the weighted principal assumptions is:

Rs. in lakhs

Principal assumption	Year	Changes in assumption	Impact on defined benefit obligation	
			Increase in assumption	Decrease in assumption
Discount rate	**31 March, 2026**	1%	1.79	2.38
	31 March, 2025	1%	8.90	11.83
Medical inflation rate	**31 March, 2026**	1%	2.38	1.78
	31 March, 2025	1%	11.83	8.87

(ix) Expected contributions for the next year:

The expected contribution payable to the plan next year is Rs. 5 lakhs (2025 : Rs 5 lakhs).

(x) Maturity profile:

Gratuity

Rs. in lakhs

Maturity profile of defined benefit obligation:	31 March, 2026	31 March, 2025
Within 1 year	**7.22**	6.54
1 - 2 year	**7.28**	6.64
2 - 3 year	**7.35**	6.68
3 - 4 year	**19.92**	14.74
4 - 5 year	**19.85**	13.73
5 - 10 years	**27.37**	34.53
More than 10 years	**63.08**	43.71

Post retirement medical benefits

Rs. in lakhs

Maturity profile of defined benefit obligation:	31 March, 2026	31 March, 2025
Within 1 year	**–**	–
1 - 2 year	**–**	–
2 - 3 year	**–**	–
3 - 4 year	**–**	–
4 - 5 year	**–**	–
5 - 10 years	**0.62**	1.54
More than 10 years	**5.74**	14.05

Note No. 30 - Related party transactions

Related party transactions as required by IND AS 24 " Related Party Disclosures" are given below.

(A) List of related parties:

Ultimate Holding Company	Mahindra & Mahindra Limited (M&M)
Holding Company	Mahindra Accelo Limited (formerly known as Mahindra Intertrade Limited) (MAL)
Other parties with whom transactions have taken place during the year	
(i) Fellow Subsidiaries	Mahindra Integrated Business Solutions Private Limited (MIBS)
	Mahindra Steel Service Centre Limited (MSSCL)
	Mahindra Logistics Limited (MLL)
	Mahindra First Choice Wheels Limited (MFCWL)
	Mahindra Last Mile Mobility Limited (MLMM)
	NBS International Limited (NBSIL)
(ii) Companies having significant influence	MSTC Limited (MSTC)

(iii) Key Managerial Personnel (KMP)

Mr. Ashish Bhagra, Chief Operating Officer and Manager (upto 14th April 2025)

Mr. Duraiswamy Subramaniam Ramadorai (Independent Director upto 20th June 2025)

Mr. Ajay Mehta (Independent Director)

Mr. Manobendra Ghoshal (Chairman)

Mr. Sumit Issar (Director)

Mr. Vijay Arora (Director)

Ms. Jasmine Kaur (Director)

Mr. Subrata Sarkar (Director)

Mr. Vijay Ganti (Business Head and Manager, w.e.f. 1st October 2025)

Mr. Sunil Mehta(Independent Director w.e.f. 21st June 2025)

(B) Disclosure of transactions (net of duties and taxes) between the Company and related parties during the financial year ended 31 March, 2026:

Rs. in lakhs

	Ultimate Holding Company		**Holding Company**		**A Company having significant influence**		**Fellow Subsidiary**	
	M&M		**MAL**		**MSTC**		**MIBS**	
	31 March, 2026	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025
Issue of equity share capital	**–**	–	**500.00**	500.00	**500.00**	500.00	**–**	–
Purchase of raw material	**79.79**	59.16	**–**	–	**–**	–	**–**	–
Purchase of property, plant and equipment	**46.20**	28.89	**–**	–	**–**	–	**–**	–
Rent paid	**2.89**	2.74	**–**	–	**–**	–	**–**	–
Reimbursement made to related parties	**78.40**	81.54	**–**	–	**–**	–	**–**	–
Reimbursement received from related parties	**0.05**	–	**–**	–	**–**	–	**–**	–
Legal and professional expenses	**11.25**	4.00	**–**	–	**27.93**	35.61	**–**	–
Deputation of key managerial personnel from related parties	**–**	–	**–**	–	**49.43**	32.33	**–**	–
Deputation of personnel from related parties*	**–**	–	**76.01**	30.48	**–**	–	**–**	–
Other expenses	**–**	–	**–**	–	**–**	–	**–**	–
Sale of goods	**–**	–	**–**	–	**–**	–	**–**	–
Payroll processing fees	**–**	–	**–**	–	**–**	–	**0.90**	1.24
Business support (manpower arrangement) charges	**–**	–	**–**	–	**–**	–	**209.98**	162.70

* includes amount paid to Mr. Vijay Ganti

(C) Outstanding receivable from and payable to related parties

Rs. in lakhs

	Ultimate Holding Company		**Holding Company**		**A Company having significant influence**		**Fellow Subsidiary**	
	M&M		**MAL**		**MSTC**		**MIBS**	
	31 March, 2026	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025
Outstanding receivables	**–**	–	**–**	–	**22.12**	40.50	**–**	–
Outstanding payables	**54.56**	55.65	**27.88**	3.01	**–**	3.92	**8.31**	2.33

Rs. in lakhs

	Fellow Subsidiary MSSCL		Fellow Subsidiary MLL		Fellow Subsidiary MFCWL		Fellow Subsidiary MLMM		Fellow Subsidiary NBSIL	
	31 March, 2026	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025
Reimbursement received from related parties	**5.04**	9.18	**–**	–	**–**	–	**–**	–	**–**	–
Reimbursement made to related parties	**–**	–	**–**	–	**–**	–	**–**	–	**–**	5.26
Purchase of raw material	**–**	–	**–**	–	**–**	–	**4.56**	0.28	**0.62**	–
Other expenses	**–**	–	**–**	–	**–**	–	**–**	–	**–**	0.25
Freight charges paid	**–**	–	**2.67**	11.83	**49.39**	–	**–**	–	**–**	–

Rs. in lakhs

	Fellow Subsidiary MSSCL		Fellow Subsidiary MLL		Fellow Subsidiary MFCWL		Fellow Subsidiary MLMM		Fellow Subsidiary NBSIL	
	31 March, 2026	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025
Outstanding receivables	**–**	0.50	**–**	–	**–**	–	**–**	–	**–**	–
Outstanding payables	**–**	–	**–**	0.54	**42.06**	10.31	**5.00**	–	**–**	–

Rs. in lakhs

	KMP Mr. Ashish Bhagra		KMP Mr. Duraiswamy Subramaniam Ramadorai		KMP Mr. Ajay Mehta		KMP Mr. Sunil Mehta	
	31 March, 2026	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025
Sitting fees	**–**	–	**0.60**	2.60	**2.60**	2.60	**1.60**	–
Managerial remuneration (Refer note 2 below)	**14.25**	72.36	**–**	–	**–**	–	**–**	–

Rs. in lakhs

	KMP Mr. Ashish Bhagra		KMP Mr. Duraiswamy Subramaniam Ramadorai		KMP Mr. Ajay Mehta		KMP Mr. Sunil Mehta	
	31 March, 2026	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025	**31 March, 2026**	31 March, 2025
Outstanding receivable	**–**	–	**–**	–	**–**	–	**–**	–
Outstanding payable	**–**	–	**0.20**	0.20	**0.60**	0.60	**0.60**	0.60

Note:

1. Outstanding balances at the year-end are unsecured and interest free and settlement occurs in cash. There have been no guarantees provided or received for any related party receivables or payables.
2. represents Managerial remuneration excludes provision for gratuity, compensated absences and post retirement medical benefits since these are provided on the basis of an actuarial valuation for the Company as a whole.

Note No. 31 - Financial instruments

[I] Capital management

The company's capital management objectives are:

– to ensure the company's ability to continue as a going concern

– to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The capital structure of the Company consists of total equity of the Company.

The Company monitors capital on the basis of the carrying amount of equity less cash and bank balances as presented on the face of Balance Sheet.

The company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

		Rs. in lakhs
	31 March 2026	31 March, 2025
Debt	**289.12**	731.59
Less:- Cash and cash equivalent including current investments	**(7.84)**	(62.80)
Net Debt	**281.28**	668.79
Equity	**2,374.15**	2,310.39
Gearing Ratio	**12%**	29%

[II] Financial risk management framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

(A) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument leading to a financial loss. The Company is exposed to credit risk from its operating activities and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

Trade and other receivables

As at 31 March 2026, the Company had receivables majorly from a single customer. The Company does not expect any credit loss.

Financial instruments and cash deposits:

Credit risk from balances with banks and financial institutions is managed by the Company in accordance with the Company's policy. Investments of surplus funds are made only with banks and within credit limits assigned to each counterparty.

(B) LIQUIDITY RISK

(i) Liquidity risk management

The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

					Rs. in lakhs
	Less than 1 Year	**1-3 Years**	**3-5 Years**	**5 Years and above**	**Total**
Non-derivative financial liabilities					
31 March 2026					
Non-interest bearing	**326.05**	**–**	**–**	**–**	**326.05**
Fixed interest rate instruments	**612.28**	**539.47**	**363.19**	**340.05**	**1,854.99**
Total	**938.33**	**539.47**	**363.19**	**340.05**	**2,181.04**
31 March 2025					
Non-interest bearing	334.03	–	–	–	334.03
Fixed interest rate instruments	1,054.75	539.47	363.19	258.29	2,215.70
Total	1,388.78	539.47	363.19	258.29	2,549.73

(iii) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

					Rs. in lakhs
	Less than 1 Year	**1-3 Years**	**3-4 Years**	**5 Years and above**	**Total**
Non-derivative financial assets					
31 March 2026					
Non-interest bearing	**69.82**	**–**	**62.33**	**18.41**	**150.56**
Fixed interest rate instruments	**0.14**	**–**	**–**	**–**	**0.14**
Total	**69.96**	**–**	**62.33**	**18.41**	**150.70**
31 March 2025					
Non-interest bearing	82.30	–	62.33	18.41	163.04
Fixed interest rate instruments	56.27	–	–	–	56.27
Total	138.57	–	62.33	18.41	219.31

(iv) Financing arrangements

The Company had access to following undrawn borrowing facilities at the end of the reporting period:

		Rs. in lakhs	
		31 March, 2026	31 March, 2025
Bank Overdraft/ WCDL facility			
–	Expiring within one year (Unsecured)	**2,060.88**	268.41
–	Expiring beyond one year	**-**	-
Non-Fund Based facility: (LC, BG, LUT, LER)			
–	Expiring within one year (Secured)	**–**	–
–	Expiring beyond one year (Secured)	**72.00**	50.00

(C) MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

Note No. 32 - Fair value measurement

Fair Valuation Techniques and Inputs used.

This section explains the judgment and estimates made in determining the fair value of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in financials statements. To provide an indication about the reliability of the inputs used in determining the fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standards.

Level 1 inputs

Level 1 inputs are quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date. A quoted market price in an active market provides the most reliable evidence of fair value and is used without adjustment to measure fair value whenever available, with limited exceptions. If an entity holds a position in a single asset or liability and the asset or liability is traded in an active market, the fair value of the asset or liability is measured within Level 1 as the product of the quoted price for the individual asset or liability and the quantity held by the entity, even if the market's normal daily trading volume is not sufficient to absorb the quantity held and placing orders to sell the position in a single transaction might affect the quoted price.

Level 2 inputs

Level 2 inputs are inputs other than quoted market prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 2 inputs include:

- quoted prices for similar assets or liabilities in active markets
- quoted prices for identical or similar assets or liabilities in markets that are not active
- inputs other than quoted prices that are observable for the asset or liability, for example-interest rates and yield curves observable at commonly quoted interval
- implied volatilities
- credit spreads
- inputs that are derived principally from or corroborated by observable market data by correlation or other means ('market-corroborated inputs')

Level 3 inputs

Level 3 inputs are unobservable inputs for the asset or liability. Unobservable inputs are used to measure fair value to the extent that relevant observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date. An entity develops unobservable inputs using the best information available in the circumstances, which might include the entity's own data, taking into account all information about market participant assumptions that is reasonably available.

Rs. in lakhs

Particulars	**Carrying value as at 31 March, 2026**	Carrying value as at 31 March, 2025
Financial assets		
Financial assets carried at Amortised Cost		
– cash and cash equivalents	**7.70**	6.57
– other bank balances	**0.14**	56.23
– trade receivables	**5.64**	12.92
– other receivables	**–**	0.69
– security deposits	**–**	–
– Interest receivable	**0.04**	0.04
Total	**13.52**	76.45
Financial liabilities		
Financial liabilities held at amortised cost		
– Borrowings	**289.12**	731.59
– trade payables	**263.10**	266.28
– lease liabilities	**–**	–
– for capital supplies/services	**–**	–
– employee related liabilities	**62.95**	67.75
Total	**326.05**	1,065.62

Rs. in lakhs

Financial assets/ financial liabilities	**Fair value hierarchy as at 31 March 2026**			
	Level 1	Level 2	Level 3	Total
Financial assets				
Financial assets carried at Amortised Cost				
– cash and cash equivalents	–	**–**	**–**	**–**
– other bank balances	–	**–**	**–**	**–**
– trade receivables	–	**–**	**–**	**–**
– other receivables	–	**–**	**–**	**–**
– security deposits	–	**115.24**	**–**	**115.24**
– Interest receivable	–	**–**	**–**	**–**
Total	**–**	**115.24**	**–**	**115.24**
Financial liabilities				
Financial liabilities held at amortised cost				
– Borrowings	–	**–**	**–**	**–**
– trade payables	–	**–**	**–**	**–**
– lease liability	–	**1,565.87**	**–**	**1,565.87**
– for capital supplies/ services	–	**–**		**–**
– employee related liabilities	–	**–**	**–**	**–**
Total	**–**	**1,565.87**	**–**	**1,565.87**

Rs. in lakhs

Financial assets/ financial liabilities	Fair value hierarchy as at 31 March 2025			
	Level 1	Level 2	Level 3	Total
Financial assets				
Financial assets carried at Amortised Cost				
– cash and cash equivalents	–	–	–	–
– other bank balances	–	–	–	–
– trade receivables	–	–	–	–
– other receivables	–	–	–	–
– security deposits	–	142.86	–	142.86
– Interest receivable	–	–	–	–
Total	–	142.86	–	142.86
Financial liabilities				
Financial liabilities held at amortised cost				
– trade payables	–	–	–	–
– lease liabilities	–	1,484.11	–	1,484.11
– for capital supplies/ services	–	–	–	–
– employee related liabilities	–	–	–	–
Total	–	1,484.11	–	1,484.11

The fair values of the financial assets and financial liabilities included in the level 2 categories above have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparties.

Fair value of financial assets and financial liabilities that are not measured at fair value

The Company considers that the carrying amount of financial assets and financial liabilities recognised in financial statements approximates their fair value.

Note No. 33 - Segment reporting

Segment Information

The Company has identified 'Processing of End of life vehicles (ELVs) and Industrial steel scrap' as its only primary reportable segment. The Chief Operating Officer of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined under Ind AS 108. CODM reviews overall financial information of the Company together for performance evaluation and allocation of resources and does not review any discrete information to evaluate performance of any individual product or geography.

Geographical Information

All customers of the Company are located within India.

The Company operates and has its processing (vehicle recycling) facilities based out at Greater Noida (till October 2025), Chennai, Indore, Ahmedabad, Hyderabad (till October 2025), Guwahati, Bangalore and Kayan (from November 2025) in India.

There was a single customer who was individually contributing to more than 10% of the Company's revenue during the current and previous financial year. Total amount of revenue from such customer for the year ended on 31 March 2026 is Rs. 658.56 lakhs & on 31 March 2025 is Rs. 414.22 lakhs.

Note No. 34 - Commitments (to the extent not provided for)

Rs. in lakhs

Particulars	**For the year ended 31 March, 2026**	For the year ended 31 March, 2025
Commitments:		
Estimated amount of contracts remaining to be executed on capital account and not provided for	**–**	–

Note No. 35 - Earnings per share

Rs. in lakhs

Particulars	**For the year ended 31 March, 2026**	For the year ended 31 March, 2025
(Loss) after tax (Rs. lakhs) (A)	**(939.10)**	(1,193.75)
Weighted average number of shares (B)	**7,47,39,726**	6,62,79,452
Earnings per share [basic / diluted] (Rs.) (A/B)	**(1.26)**	(1.80)
Nominal value of equity share (Rs.)	**10**	10

Note No. 36 - Additional regulatory information:

(a) - Details of struck off companies:

As at 31 March, 2026

The entity has not entered into any such transactions during the year.

As at 31 March, 2025

The entity has not entered into any such transactions during the year.

(b) - Ratios:

Sr. No.	Particulars	**For the year ended 31 March, 2026**	For the year ended 31 March, 2025	Variance (%)	Notes
1	**Current Ratio (times)** Current Assets / Current Liabilities	**1.26**	1.41	–11%	
2	**Debt-Equity Ratio (times)** (Long term Borrowings + Short term Borrowings (including current maturities of long term borrowings) / (Total Equity)	**0.12**	0.32	–	
3	**Debt Service Coverage Ratio (times)** (Profit before interest, tax, depreciation, amortisation, impairments and exceptional items) / (Gross interest for the year + Principal repayments within a year)	**(2.19)**	(20.72)	100%	**1**
4	**Return on Equity** (Net Profit for the year / Total Equity)	**-23.18%**	-49.66%	53%	**2**

Sr. No.	Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025	Variance (%)	Notes
5	**Inventory Turnover (times)** (Cost of materials consumed / Average Inventories for the year)	**2.45**	2.58	-5%	
6	**Trade Receivables Turnover (times)** Revenue from sale of goods and services) / (Average Trade Receivable for the year)	**444.23**	187.04	138%	3
7	**Trade Payables Turnover (times)** (Purchase of goods and services) / (Average Trade Payable for the year)	**11.79**	9.42	25%	4
8	**Net Working Capital Turnover (times)** Revenue from sale of goods and services) / (Working Capital i.e. Current Assets - Current Liabilities)	**11.88**	5.65	110%	5
9	**Net Profit margin (%)** (Net Profit for the year/ Revenue from operations)	**-13.17%**	-35.20%	63%	6
10	**Return on Capital Employed (%)** (Profit before interest and tax / Average Debt and Shareholder Funds for the year)	**-16.95%**	-41.36%	-59%	7
11	**Return on Investment (%)** (Total income from Investment / Average Investment for the year)	**5.50%**	5.39%	2%	

Notes:

1) The Company has reduced debt utilisation during the year & lower losses have been incurred which have improved this ratio
2) There is significant increase in sales volumes and thus it added to overall profitability which improved this ratio
3) Lower Trade receivables with increased revenue during the year which have improved this ratio
4) Significant increase in procurements during the year led to increase in this ratio
5) Ratio has Increased on account of lower net working capital in the current year
6) Increased revenue during the year has led to reduction in loss as compared to previous year
7) Increased investment returns in % terms during the year has led to increase in this ratio as compared to previous year

(c) - Additional regulatory information pursuant to the requirement in Division II of Schedule III to the Companies Act, 2013:

(i) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(ii) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(iii) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(iv) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(v) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

vi) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(vii) The Company has not been declared as wilful defaulter by any bank or financial institution or government or any government authority.

(viii) The Company does not have any borrowings from banks and financial institutions on the basis of security of current assets.

(ix) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year.

The accompanying notes 1 to 36 are an integral part of the financial statements

In terms of our report attached

For B S R & Co. LLP
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Sushma Jaglan
Partner
Membership No: 137783

Place : Mumbai
Date : 14th April, 2026

For and on behalf of the Board of Directors of
Mahindra MSTC Recycling Private Limited
CIN No: U37100MH2016PTC288535

Manobendra Ghoshal
Chairman
DIN : 09762368

Sumit Issar
Director
DIN: 06951249

Prabir Ghoshal
Chief Financial Officer

Pauravi Rao
Company Secretary
ACS - 78196

Place : Mumbai
Date : 14th April, 2026

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MAHINDRA HOLDINGS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Mahindra Holdings Limited (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures

are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors on 01 April 2026 and 02 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company does not have any pending litigations which would impact its financial position.

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 23 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 23 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, we did not come across any instance of audit trail feature being tampered with. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
(Firm's Registration No: 101248W/W-100022)

Venkataramanan Vishwanath
Partner
Membership No: 113156
ICAI UDIN:26113156MQPECX4563

Place: Pune
Date: 20 April 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA HOLDINGS LIMITED FOR THE YEAR ENDED 31 MARCH 2026

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) The Company does not have any Property, Plant and Equipment (including Rights of Use assets) or Intangible assets. Accordingly, clause 3(i) of the Order is not applicable.

(ii) (a) The Company is a Core Investment Company, not requiring registration, as per Reserve Bank of India Act, 1934, primarily engaged in the business of acquisition of shares and other securities within the group. Accordingly, it does not hold any physical inventories. Accordingly, clause 3(ii)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the year. The Company has made investments in companies, in respect of which the requisite information is as below. The Company has not made any investments in firms, limited liability partnership or any other parties.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has not provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the year are not prejudicial to the interest of the Company. Further, the Company has not provided guarantees and security during the year.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the receipts have been regular except for the following:

Name of the entity	Amounts	Due Date	Extent of delay	Re-marks, if any
Mahindra Airways Limited	Principal - Rs 400.00 lakhs Interest - Rs 54.55 lakhs	14 August 2025	159 days	The loan has been repaid on 20 January 2026
Mahindra Airways Limited	Principal - Rs 3,000.00 lakhs Interest- Rs 463.81 lakhs Airways Limited	14 August 2025	229 days	The loan continues to be outstand-ing as at 31 March 2026.

Further, the Company has not given any advance in the nature of loan to any party during the year.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given except an amount of Rs. 3,000 lakhs (principal amount) and Rs 463.81 lakhs (interest) overdue for more than ninety days as at 31 March 2026. In our opinion, reasonable steps have not been taken by the Company for recovery of the principal and interest though it has been represented to us that the Company will take steps for recovery shortly. Further, the Company has not given any advances in the nature of loans to any party during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan or advance in the nature of loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) According to the information and explanations given to us and on the basis of our examination of records of

the Company, in respect of investments made and loans, guarantees and security given by the Company, in our opinion the provisions of Section 185 and 186 of the Companies Act, 2013 ("the Act") have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the operations carried out by Company. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Income-Tax dues have been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Income-Tax dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Income-Tax or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us by the management, the Company did not raise any funds during the year. Accordingly, clause 3(ix)(d) of the Order is not applicable

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) Based on the information and explanations provided to us, the Company does not have a vigil mechanism and is not required to have a vigil mechanism as per the Act or SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) The requirements as stipulated by the provision of Section 177 of the Act are not applicable to the Company. In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 188 of the Act where applicable and details of such transactions has been disclosed in the financial statements as required by the applicable accouting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. However, the Company is exempted from registration as CIC and continues to meet the criteria for such exemption.

(d) According to the information and explanations provided to us, the Group (as defined in the regulations made by the Reserve Bank of India) has more than one CIC as part of the Group. The Group has five CICs as part of the Group

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
(Firm's Registration No: 101248W/W-100022)

Venkataramanan Vishwanath
Partner
Membership No.: 113156
ICAI UDIN:26113156MQPECX4563

Place: Pune
Date: 20 April 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA HOLDINGS LIMITED FOR THE YEAR ENDED 31 MARCH 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Holdings Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No: 101248W/W-100022

Venkataramanan Vishwanath
Partner
Membership No: 113156
ICAI UDIN:26113156MQPECX4563

Place: Pune
Date: 20 April 2026

BALANCE SHEET AS AT 31ST MARCH, 2026

Particulars	Notes	As at 31st March, 2026 Rupees lakhs	As at 31st March, 2025 Rupees lakhs
ASSETS			
I. Financial Assets			
(a) Cash and cash equivalents	**3**	**7.27**	21.99
(b) Bank balances other than (a) above	**3**	**54,510.00**	88,750.00
(c) Investments	**4**	**2,97,211.20**	2,54,776.87
(d) Other financial assets	**5**	**5,335.71**	7,620.13
		3,57,064.18	3,51,168.99
II. Non-Financial Assets			
(a) Current tax assets (net)	**6**	**–**	309.54
(b) Deferred tax assets (net)	**10**	**326.73**	**–**
		326.73	309.54
TOTAL ASSETS		**3,57,390.91**	3,51,478.53
LIABILITIES AND EQUITY			
LIABILITIES			
I. Financial Liabilities			
Payables			
Trade Payables			
(i) Total outstanding dues of micro enterprises and small enterprises	**7**	**–**	–
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	**7**	**3.83**	9.25
		3.83	9.25
II. Non-Financial Liabilities			
(a) Other non financial liabilities	**8**	**0.43**	0.99
(b) Current tax liabilities (net)	**9**	**1,165.23**	–
(b) Deferred tax liabilities (net)	**10**	**–**	860.98
		1,165.66	861.97
III. EQUITY			
(a) Equity share capital	**11**	**2,70,537.17**	2,70,537.17
(b) Other equity	**12**	**85,684.25**	80,070.14
		3,56,221.42	3,50,607.31
TOTAL LIABILITIES AND EQUITY		**3,57,390.91**	3,51,478.53
See accompanying notes to the financial statements	**1 - 24**		

As per our report of even date attached herewith

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

Venkataramanan Vishwanath
Partner
Membership No. 113156

Place: Pune
Date: 20th April, 2026

For and on behalf of the Board of Directors of
Mahindra Holdings Limited
CIN No. U65993MH2007PLC175649

Amarjyoti Barua
Director
DIN.No. 09202472

Zhooben Bhiwandiwala
Chief Executive Officer &
Whole-time Director
DIN.No.00110373

Shriniwas Mantri
Chief Financial Officer

Feroze Baria
Company Secretary
ACS: 11357

Place: Mumbai
Date: 20th April, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

	Particulars	Notes	For the year ended 31st March, 2026 Rupees lakhs	For the year ended 31st March, 2025 Rupees lakhs
(I)	Revenue from operations	**13**	**8,666.45**	11,956.47
(II)	Income from investments related to subsidiaries, associates and joint ventures	**14**	**–**	21,664.70
(III)	Other Income		**–**	296.61
(IV)	**Total income**		**8,666.45**	33,917.78
(V)	**Expenses**			
	Other expenses	**15**	**1,007.02**	786.92
(VI)	**Total Expenses**		**1,007.02**	786.92
(VII)	Profit before tax (IV+VI)		**7,659.43**	33,130.86
(VIII)	**Tax expenses:**			
	Current tax		**(3,152.00)**	(1,608.00)
	Taxes pertaining to prior years		**(2.72)**	25.80
	Deferred tax charged / (credit)		**1,178.00**	(5,694.58)
			(1,976.72)	(7,276.78)
(IX)	Profit for the year (IV+VIII)		**5,682.71**	25,854.08
(X)	**Other comprehensive income/(loss)**			
	(i) Items that will not be reclassified to profit or loss Net gain/(loss) on financial instruments through other comprehensive income		**(67.88)**	373.96
	(ii) Income tax relating to items that will not be reclassified to profit or loss		**(0.72)**	(57.95)
	Total other comprehensive income/(loss)		**(68.60)**	**316.01**
	Total comprehensive income for the year		**5,614.11**	26,170.09
(XII)	Earnings per equity share : (Face Value Rs.10 per share) (Rupees)	**22**		
	Basic		**0.21**	0.96
	Diluted		**0.21**	0.96
	See accompanying notes to the financial statements	**1 - 24**		

As per our report of even date attached herewith

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

Venkataramanan Vishwanath
Partner
Membership No. 113156

Place: Pune
Date: 20th April, 2026

For and on behalf of the Board of Directors of
Mahindra Holdings Limited
CIN No. U65993MH2007PLC175649

Amarjyoti Barua
Director
DIN.No. 09202472

Zhooben Bhiwandiwala
Chief Executive Officer &
Whole-time Director
DIN.No.00110373

Shriniwas Mantri
Chief Financial Officer

Feroze Baria
Company Secretary
ACS: 11357

Place: Mumbai
Date: 20th April, 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2026

	Particulars	For the year ended 31st March, 2026 Rupees lakhs	For the year ended 31st March, 2025 Rupees lakhs
A.	**Cash Flow from operating activities:**		
	Profit before tax	**7,659.43**	33,130.86
	Adjustments for:		
	Profit on sale of non-current investments	**–**	(21,664.68)
	Profit on sale of mutual fund	**(1,608.39)**	(373.08)
	Interest income	**(5,702.16)**	(8,177.33)
	Net gain arising on financial assets at fair value through Profit or loss	**(776.32)**	(3,170.83)
	Operating profit before working capital changes	**(427.44)**	(255.06)
	Changes in Working Capital:		
	Adjustments for:		
	Decrease/(Increase) in Other current assets	**1,067.59**	(4,255.00)
	(Decrease)/Increase before Trade payable and other current liabilities	**(6.00)**	3.50
		1,061.59	(4,251.50)
	Cash generated/used from operations	**634.15**	(4,506.56)
	Income taxes paid (net of refunds)	**(1,661.75)**	(1,740.13)
	Net cash flow used from operating activities (A)	**(1,027.60)**	(6,246.69)
B.	**Cash Flow from investing activities:**		
	Purchase of long term investments - subsidiaries and joint ventures	**(61,348.32)**	(5,000.00)
	Purchase of investments - mutual funds	**(70,850.40)**	(2,018.53)
	Purchase of Certificate of Deposits	**–**	(12,871.21)
	Sale of Certificate of Deposits	**13,500.00**	38,547.28
	Sale of investments - others	**–**	42,538.93
	Sale of investments - mutual funds	**79,207.60**	12,264.77
	Interest received on fixed deposits	**6,264.00**	5,098.09
	Sale/(Purchase) of fixed deposits	**34,240.00**	(88,750.00)
	Net cash generated / (used in) from investing activities (B)	**1,012.88**	(10,190.67)
C.	**Cash Flow from financing activities:**		
	Dividend paid	**–**	**(15,000.00)**
	Net cash generated from financing activities (C)	**–**	**(15,000.00)**
	CHANGES AS NET INCREASE /(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	**(14.72)**	(31,437.36)
	Cash and cash equivalents at the beginning of the year	**21.99**	31,459.35
	Cash and cash equivalents at the end of the year	**7.27**	21.99
	Reconciliation of cash and cash equivalents with statement of financial position		
	Bank balance in current accounts (Refer Note 3)	**7.27**	21.99
	See accompanying notes to the financial statements	**1 - 24**	
	As per our report of even date attached herewith		

Notes:

1. The above Cash Flow Statement has been prepared under the indirect method as set out in "Indian Accounting Standard (Ind AS) 7- Statement of Cash Flows."

As per our report of even date attached herewith

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

Venkataramanan Vishwanath
Partner
Membership No. 113156

Place: Pune
Date: 20th April, 2026

For and on behalf of the Board of Directors of
Mahindra Holdings Limited
CIN No. U65993MH2007PLC175649

Amarjyoti Barua
Director
DIN.No. 09202472

Zhooben Bhiwandiwala
Chief Executive Officer &
Whole-time Director
DIN.No.00110373

Shriniwas Mantri
Chief Financial Officer

Feroze Baria
Company Secretary
ACS: 11357

Place: Mumbai
Date: 20th April, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

(A) Equity Share Capital

	For the year ended 31st March, 2026 Rupees lakhs	For the year ended 31st March, 2025 Rupees lakhs
Issued, Subscribed and paid up:		
Balance as at the beginning of the year	**2,70,537.17**	2,70,537.17
Changes in Equity Share Capital during the year	**–**	–
Balance as at the end of the year	**2,70,537.17**	2,70,537.17

(B) Other Equity

	Reserves and surplus		Items of other comprehensive income	Total
	Special reserve	Retained earnings	Equity instruments through other comprehensive income	
	Rupees lakhs	**Rupees lakhs**	**Rupees lakhs**	**Rupees lakhs**
Balance as at 31st March 2024	502.03	65,628.41	2,769.61	**68,900.05**
Profit for the year	–	25,854.08	–	**25,854.08**
Other comprehensive income (net of tax)	–	–	316.01	**316.01**
Dividend paid on Equity Shares (including tax thereon)	–	(15,000.00)	–	**(15,000.00)**
Balance as at 31st March 2025	502.03	76,482.49	3,085.62	**80,070.14**
Profit for the year	–	5,682.71	–	**5,682.71**
Other comprehensive loss (net of tax)	–		(68.60)	**(68.60)**
Balance as at 31st March 2026	**502.03**	**82,165.20**	**3,017.02**	**85,684.25**

(C) Description of the nature and purpose of Other Equity:

i) **Special reserve:** Special Reserve is created as per section 45-IC of the Reserve Bank of India Act, 1934.

ii) **Retained earnings:** Retained earnings comprises of accumulated balance of profits/(losses) of current and prior years.

As per our report of even date attached herewith

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

Venkataramanan Vishwanath
Partner
Membership No. 113156

Place: Pune
Date: 20th April, 2026

For and on behalf of the Board of Directors of
Mahindra Holdings Limited
CIN No. U65993MH2007PLC175649

Amarjyoti Barua
Director
DIN.No. 09202472

Zhooben Bhiwandiwala
Chief Executive Officer &
Whole-time Director
DIN.No.00110373

Shriniwas Mantri
Chief Financial Officer

Feroze Baria
Company Secretary
ACS: 11357

Place: Mumbai
Date: 20th April, 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

1. Background

Mahindra Holdings Limited ('the Company') is a limited company incorporated in India. The address of its Registered Office and principal activities of the Company are disclosed in the introduction to the Annual Report. The Company is a Core Investment Company, not requiring registration, as per the Reserve Bank of India Act, 1934. The principal activity of the Company is to make investments in group companies.

2. Material Accounting Policies

(a) Statement of compliance and basis of preparation and presentation

These financial statements of Mahindra Holdings Limited have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

These financial statements are presented in Indian Rupees which is also the Company's functional currency.

These are the standalone financial statements of the Company. The Ministry of Corporate Affairs has, vide its Notification G.S.R 742(E) dated 27th July, 2016, exempted a wholly owned subsidiary Company from preparation and presentation of Consolidated Financial Statements provided the Company meets the conditions as mentioned in the said Notification.

Accordingly, the Company has not prepared Consolidated Financial Statements since it has met all requirements mentioned in the aforesaid Notification.

These financial statements have been approved by the Company's Board of Directors and authorised for issue on 20th April 2026.

(b) Basis of measurement

The financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair value.

(c) Measurement of fair value

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has established policies and procedures with respect to the measurement of fair value.

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The Management has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values and assessments that these valuations meet the requirements of Ind AS. The methods used to determine fair value include discounted cashflow analysis, available quoted market prices. All methods of assessing fair value result in general approximation of value and such value may never actually be realised.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

(d) Use of estimates and judgements

The preparation of the financial statements in conformity with Ind AS requires Management to make estimates and assumptions that affect the reported amount of assets and liabilities, revenue and expenses and disclosure of contingent liabilities as on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Fair value of financial assets, liabilities and investments

The Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed for impairment. Fair Value measurement that are based on significant unobservable inputs (Level 3) requires estimates of operating margin, discount rate, future growth rate, terminal values, etc. based on Management's best estimate about future developments.

(e) Financial instruments

Financial assets and financial liabilities are recognised when a company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Classification and subsequent measurement

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales of financial assets that requires delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are subsequently measured at either amortised cost or fair value depending on their respective classification.

On initial recognition, a financial asset is classified as measured at:

- Amortised cost; or
- Fair Value through Other Comprehensive Income (FVTOCI) - equity investment; or
- Fair Value Through Profit or Loss (FVTPL)

Financial assets are not reclassified subsequent to their initial recognition, except if the Company changes its business model for managing financial assets.

Financial assets not classified as measured at amortised cost or FVTOCI are measured at FVTPL.

Financial assets at amortised cost are subsequently measured at amortised cost using effective interest method. The amortised cost is reduced by impairment losses. Interest income and impairment expenses are recognised in profit or loss. Any gain and loss on derecognition is also recognised in profit or loss.

The effective interest method is a method of calculating the amortised cost of allocating interest income over the relevant period.

For equity investments, the Company makes an election on an instrument-by-instrument basis to designate equity investments as

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

measured at FVTOCI. These elected investments are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the reserves. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments. These investments in equity are not held for trading. Instead, they are held for medium or long-term strategic purpose. Upon the application of Ind AS 109, the Company has chosen to designate these investments as at FVTOCI as the Company believes that this provides a more meaningful presentation for medium or long-term strategic investments, than reflecting changes in fair value immediately in profit or loss. Dividend income received on such equity investments are recognised in profit or loss.

Equity investments that are not designated to be measured at FVTOCI are designated to be measured at FVTPL. Subsequent changes in fair value are recognised in profit or loss.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company is recognised at the proceeds received, net of directly attributable transaction costs.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the right to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Impairment of financial assets

The Company applies the Expected Credit Loss (ECL) model for recognising impairment loss on financial assets.

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets.

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery.

(f) Investments in subsidiaries, associates and joint ventures

The Company accounts for its investments in subsidiaries, associates and joint ventures at cost less accumulated impairment, if any.

(g) Revenue recognition

i) Dividend income is accounted for when the right to receive payment is established.

ii) Interest income from financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

(h) Taxation

Current tax

The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period. Current tax assets and current tax liabilities are offset, if entity has a legally enforceable right to set off recognised amounts and intends to settle on net basis or to realise the current tax asset and settle the current tax liabilities simultaneously.

Deferred tax

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities, and the deferred taxes relate to the same taxable entity and the same taxation authority.

Deferred tax assets including that on unused tax losses and unused tax credits are recognised to the extent that it is probable and there is convincing evidence that future taxable income will be available against which the deductible temporary differences could be utilised.

Deferred tax assets and liabilities are not recognised for temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect included in the accounting for the business combination.

(i) Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When provision is measured using the cash flow estimated to settle the present obligation, its carrying amount is the present value of these cash flows (when the effect of the time value of money is material).

Provisions for the expected cost of warranty obligations are recognised at the time of sale of the relevant products, at the best estimate of the expenditure required to settle the Company's obligation. The provisions are reviewed at each Balance Sheet date and adjusted to reflect the current best estimate.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(j) Basic earnings per share is calculated by dividing the net profit and loss for the period attributable to equity shareholders (after deducting attributable taxes) by weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events including a bonus issue.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares, except where the results would be anti-dilutive.

Recent accounting pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.
2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

NOTE 3

Cash and Cash equivalents

Particulars	As at 31st March, 2026 Rupees lakhs	As at 31st March, 2025 Rupees lakhs
Balances with Bank:		
In current accounts	**7.27**	21.99
	7.27	21.99
Other bank balance :		
Fixed deposits with original maturity greater than 3 months but less than 12 months	**54,510.00**	88,750.00
	54,510.00	88,750.00

NOTE 4

Investments

No of shares	Face Value Per Unit Rupees	Particulars	As at 31st March, 2026 Rupees lakhs	As at 31st March, 2025 Rupees lakhs
		(A) Investments in equity instruments unquoted -at cost		
		(i) In subsidiary companies:		
18,30,00,000	10	Mahindra Airways Limited	**18,300.00**	18,300.00
5,14,40,550	10	Mahindra First Choice Wheels Limited	**72,691.52**	72,691.52
42,22,250	$0.001	Bristlecone Worldwide Inc	**14,025.07**	14,025.07
2,66,07,970	10	Gromax Agri Equipment Limited	**1,985.98**	1,985.98
1,15,000	10	Mahindra and Mahindra Contech Limited	**1,421.01**	–
54,740	5	PSL Media & Communications Limited	**87.10**	–
			1,08,510.68	1,07,002.57
		(ii) In associate companies:		
–	10	**(2025: 35,000)** Mahindra Susten Private Limited	**–**	169.79
1,91,928	10	Mahindra eMarket Limited	**1.19**	1.19
			1.19	170.98
		(iii) In Joint Venture Company :		
33,39,47,464	10	**(2025: 273,646,420)** Mahindra Susten Private Limited	**98,567.67**	38,557.67
			98,567.67	38,557.67
		(B) Designated & carried at fair value through other comprehensive income		
		(i) In other entities:		
–	5	**(2025: 19,748) PSL Media & Communications Limited (associate of the holding company)**	**–**	0.01
15,00,000	10	Mahindra Integrated Business Solutions Private Limited (subsidiary of the holding company)	**150.00**	150.00
			150.00	150.01

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

No of shares	Face Value Per Unit Rupees	Particulars	As at 31st March, 2026	As at 31st March, 2025
			Rupees lakhs	Rupees lakhs
		(C) Investments in preference shares unquoted- at cost		
		(i) In subsidiary companies:		
77,75,147	$0.001	Series A Convertible Preference Shares of		
		Bristlecone Worldwide Inc	**25,826.74**	25,826.74
69,20,000	$0.001	Series B Convertible Preference Shares of		
		Bristlecone Worldwide Inc	**22,986.20**	22,986.20
			48,812.94	48,812.94
		(ii) In associate company/ joint venture:		
		0.01% Series A Compulsory Convertible Cumulative Preference Shares of		
1,56,063	10	Aquasail Distribution Company Private Limited	**600.00**	600.00
			600.00	600.00
		(D) Investments in Equity Shares Quoted		
		Designated & carried at fair value through other comprehensive income		
		(i) In other entities:		
1,98,201	5	Tech Mahindra Limited (associate of the holding company)	**2,743.10**	2,810.99
			2,743.10	2,810.99
		(E) Investments in Mutual Funds Quoted:		
		Carried at Fair Value Through Profit or Loss		
		Investments in Mutual Funds		
3812646.008		**(2025: 20,60,265.26)** Aditya Birla Sun Life Money Manager Fund - Growth	**14,951.98**	7,480.13
2,34,79,788.39		Bandhan Mutual Fund - Money Market Fund Growth	**10,251.96**	–
8,842.72		HDFC Money Market Fund-Growth	**528.41**	–
–		**(2025: 48,47,776.87)** ICICI Mutual Fund- Money Market Fund Growth	**–**	18,046.07
1,06,474.78		Kotak Mutual Fund- Money Market Fund Growth	**5,051.87**	–
56,144.78		TATA Mutual Fund- Money Market Fund Growth	**2,778.81**	–
1,63,354.73		**(2025: 6,39,637.77)** UTI Money Market Fund -Growth	**5,335.78**	19,347.49
			38,898.81	44,873.69
		(F) Investments in Certificate of Deposits Quoted :		
		Carried at fair value through other comprehensive income		
		Investments in Certificate of Deposits	**–**	12,871.21
			–	12,871.21
		Less: Allowance for impairment	**(1,073.19)**	(1,073.19)
		Total Investments	**2,97,211.20**	2,54,776.87
		(i) Investment outside of India (A)	**62,838.01**	62,838.01
		(ii) Investment in India (B)	**2,34,373.19**	1,91,938.86
		Total (A+B)	**2,97,211.20**	2,54,776.87

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

NOTE 5

Other financial assets

Particulars	As at 31st March, 2026 Rupees lakhs	As at 31st March, 2025 Rupees lakhs
Interest accrued on fixed deposits	**1,917.58**	3,134.41
Inter-corporate deposit to related parties [Refer note 19 (b)]	**3,000.00**	4,255.00
Interest accrued on Inter-corporate deposits [Refer note 19 (b)]	**418.13**	230.72
	5,335.71	7,620.13

NOTE 6

Current tax assets/liabilities (Net)

Particulars	As at 31st March, 2026 Rupees lakhs	As at 31st March, 2025 Rupees lakhs
Advance Income-tax (net of provision for tax)	**–**	309.54
	–	309.54

NOTE 6 (a)

Current Tax and Deferred Tax

(a) Income Tax recognised in profit or loss

Particulars	For the year ended 31st March, 2026 Rupees lakhs	For the year ended 31st March, 2025 Rupees lakhs
Current tax:		
In respect of current year	**(3,152.00)**	(1,608.00)
In respect of prior year	**(2.72)**	25.80
Deferred tax:		
In respect of current year origination and reversal of temporary differences	**1,178.00**	(5,694.58)
Total income tax expense	**(1,976.72)**	(7,276.78)

(b) Income tax recognised in other comprehensive income

Particulars	For the year ended 31st March, 2026 Rupees lakhs	For the year ended 31st March, 2025 Rupees lakhs
Deferred tax related to items recognised in other comprehensive income during the year	**(0.72)**	(57.95)
Total	**(0.72)**	(57.95)

(c) Reconciliation of estimated income tax at tax rate to income tax expense reported in profit or loss as follows:

Particulars	For the year ended 31st March, 2026 Rupees lakhs	For the year ended 31st March, 2025 Rupees lakhs
Profit before tax	**7,659.43**	33,130.86
Applicable Income tax rate	**25.17%**	25.17%
Expected Income Tax expense	**1,927.72**	8,338.37
Items on which no DTA is created/DTA created at definite rate		
Effect of income exempted from tax/ Non-taxable on completion of condition	**–**	(335.21)
Effect of expenses not deductible in determining taxable income	**226.73**	171.39
Effect of net reversal of provision in respect of prior years and others	**(177.73)**	(25.80)
Effect of income chargeable at specified tax rate	**–**	(871.97)
Income tax expense recognised in profit or loss	**1,976.72**	7,276.78

NOTE 7

Trade payables

Particulars	As at 31st March, 2026 Rupees lakhs	As at 31st March, 2025 Rupees lakhs
(i) Total outstanding dues of micro enterprises and small enterprises	**–**	–
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises	**3.83**	9.25
	3.83	9.25

Note: On the basis of information available with the management, there are no Micro, Small and Medium Enterprises as specified in the Micro, Small and Medium Enterprises Development Act, 2006, to whom the Company owes dues which are outstanding for more than the stipulated period. Accordingly, the disclosures as required by Notification No. GSR 719(E) dated 16 November 2007 are not applicable.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

i) Creditors Ageing schedule for the year ended 31st March, 2026

(Rs. lakhs)

Particulars	Less than 6 months	6 months - 1 year	1 - 2 years	2 - 3 years	more than 3 years	Total
MSME	–	–	–	–	–	–
Others	–	–	–	–	–	–
Disputed dues- MSME	–	–	–	–	–	–
Disputed dues- Others	–	–	–	–	–	–
						–
Accured expenses	–	–	–	–	–	3.83
Total Trade payable	–	–	–	–	–	3.83

ii) Creditors Ageing schedule for the year ended 31st March, 2025

(Rs. lakhs)

Particulars	Less than 6 months	6 Months – 1 year	1-2 year	2-3 Year	More than 3 year	Total
MSME	–	–	–	–	–	–
Others	–	–	–	–	–	–
Disputed dues- MSME	–	–	–	–	–	–
Disputed dues- Others	–	–	–	–	–	–
	–	–	–	–	–	–
Accured expenses		–	–	–	–	9.25
Total Trade payable	–	–	–	–	–	9.25

NOTE 8

Other non financial liabilities

Particulars	As at 31st March, 2026 Rupees lakhs	As at 31st March, 2025 Rupees lakhs
– Statutory dues payables		
Tax deducted at source	**0.43**	0.99
	0.43	0.99

NOTE 9

Income tax liabilities (Net)

Particulars	As at 31st March, 2026 Rupees lakhs	As at 31st March, 2025 Rupees lakhs
Provision for Income-tax (net of advance tax)	**1,165.23**	–
	1,165.23	–

NOTE 10

Deferred Tax (Assets)/Liabilities (Net)

(i) Movement in deferred tax balances

Particulars	For the Year ended 31st March 2026 Opening Balance Rupees lakhs	Charge/ (credit) in Profit or Loss Rupees lakhs	Charge/ (credit) in OCI Rupees lakhs	Closing Balance Rupees lakhs
Tax effect of items constituting deferred tax liabilities				
Fair Value through Other Comprehensive Income financial assets	**272.44**	**–**	**(9.71)**	**262.73**
Tax effect of items constituting deferred tax assets				
On Carry forward long term/short term capital losses	**(858.68)**	**38.00**		**(820.68)**
Others	**1,447.22**	**(1216.00)**		**231.22**
Net deferred tax (assets)/liabilities (net)	**860.98**	**(1,178.00)**	**(9.71)**	**(326.73)**

Note: Net deferred tax assets have been recognised by the Company to the extent that sufficient taxable profit are probable and will be available against which such deferred tax assets can be realised

Particulars	For the Year ended 31st March 2025 Opening Balance Rupees lakhs	Charge/ (credit) in Profit or Loss Rupees lakhs	Charge/ (credit) in OCI Rupees lakhs	Closing Balance Rupees lakhs
Tax effect of items constituting deferred tax liabilities				
Fair Value through Other Comprehensive Income financial assets	214.49	–	57.95	272.44
Tax effect of items constituting deferred tax assets				
On Carry forward long term/short term capital losses	(5,686.92)	4,828.24	–	(858.68)
Others	580.71	866.51		1,447.22
Net deferred tax (assets)/liabilities (net)	(4,891.72)	5,694.75	57.95	860.98

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

NOTE 11

Share capital

Particulars		As at 31st March, 2026 Rupees lakhs	As at 31st March, 2025 Rupees lakhs
Authorised:			
2,75,40,00,000	Ordinary (equity) shares of Rs.10 each with voting rights	**2,75,400.00**	2,75,400.00
20,00,000	preference shares of Rs. 100 each	**2,000.00**	2,000.00
	Total	**2,77,400.00**	2,77,400.00
Issued:			
2,70,53,71,700	Ordinary (equity) shares of Rs.10 each with voting rights	**2,70,537.17**	2,70,537.17
	Total	**2,70,537.17**	2,70,537.17
Subscribed and Fully paid-up:			
2,70,53,71,700	Ordinary equity shares of Rs.10 each with voting rights (All the shares are held by Mahindra & Mahindra Limited (the Holding Company)	**2,70,537.17**	2,70,537.17
	Total	**2,70,537.17**	2,70,537.17

(a) The ordinary equity shares of the Company, having par value of Rs.10 per share, rank pari passu in all respects including voting rights and entitlement to dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

(b) Details of shares held by the holding company:

Particulars	Equity shares with voting rights Number of shares
As at 31st March, 2026	
Mahindra & Mahindra Limited*	**2,70,53,71,700**
As at 31st March, 2025	
Mahindra & Mahindra Limited*	**2,70,53,71,700**

(c) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31st March, 2026 Number of shares held	% holding in that class of shares	As at 31st March, 2025 Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra & Mahindra Limited *	**2,70,53,71,700**	**100%**	2,70,53,71,700	100%

***Includes 6 shares held jointly with its nominees**

(d) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Fresh issue	Closing Balance
Equity shares with voting rights			
Period ended 31st March, 2026			
- Number of shares	**2,70,53,71,700**	**–**	**2,70,53,71,700**
- Amount (Rupees lakhs)	**2,70,537.17**	**–**	**2,70,537.17**
Year ended 31st March, 2025			
- Number of shares	2,70,53,71,700	–	2,70,53,71,700
- Amount (Rupees lakhs)	2,70,537.17	–	2,70,537.17

NOTE 12

Other Equity:

Particulars	Reserves and surplus: Special reserve Rupees lakhs	Reserves and surplus: Retained earnings Rupees lakhs	Items of other comprehensive income: Equity instruments through other comprehensive income Rupees lakhs	Total Rupees lakhs
Balance as at 31st March 2024	502.03	65,628.41	2,769.61	**68,900.05**
Profit for the year	–	25,854.08	–	**25,854.08**
Other comprehensive income (net of tax)	–	–	316.01	**316.01**
Dividend paid on Equity Shares (including tax thereon)	–	(15,000.00)	–	**(15,000.00)**
Balance as at 31st March 2025	502.03	76,482.49	3,085.62	**80,070.14**
Profit for the year	–	5,682.71	–	**5,682.71**
Other comprehensive loss (net of tax)	–	–	(68.60)	**(68.60)**
Balance as at 31st March 2026	502.03	82,165.20	3,017.02	**85,684.25**

(C) Description of the nature and purpose of Other Equity:

i) Special reserve: Special Reserve is created as per section 45-IC of the Reserve Bank of India Act, 1934.

ii) Retained earnings: Retained earings comprises of accumulated balance of profits/(losses) of current and prior years.

NOTE 13

Revenue from Operations:

Particulars	For the year ended 31st March, 2026 Rupees lakhs	For the year ended 31st March, 2025 Rupees lakhs
a) Dividend Income:		
Investments in other companies (Refer note 20)	**239.19**	235.23
b) Profit on sale of mutual fund (net)	**1,608.39**	373.08
c) Interest Income		
Interest on fixed deposits	**5,047.41**	5,684.56
Interest in Inter-corporate deposits (Refer note 20)	**324.91**	256.00
Interest on financial assets at fair value through other comprehensive income	**654.75**	2,220.96
Others	**15.48**	**15.81**
d) Net gain arising on financial assets at fair value through profit & loss	**776.32**	3,170.83
Total	**8,666.45**	11,956.47

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

NOTE 14

Income from investments related to subsidiaries, associates and joint ventures

Particulars	For the year ended 31st March, 2026 Rupees lakhs	For the year ended 31st March, 2025 Rupees lakhs
Gain on sale of New Delhi Centre for Sight Limited	–	21,664.70
Total	–	21,664.70

NOTE 15

Other Expenses:

Particulars	For the year ended 31st March, 2026 Rupees lakhs	For the year ended 31st March, 2025 Rupees lakhs
Payment to statutory auditors:		
For audit fees	**4.25**	4.25
For other services	**0.41**	1.00
Legal and professional charges*	**94.27**	91.49
Directors' commission	**–**	3.45
Corporate Social Responsibility expenses (Refer no 21)	**900.81**	681.00
Directors sitting fees	**0.90**	1.50
Loss on sale of investment	**–**	0.03
Miscellaneous expenses	**6.38**	4.20
Total	**1007.02**	786.92

*includes amount paid to Whole-time director & Chief Executive Officer, Company Secretary and Chief Financial Officer. These are paid by Mahindra and Mahindra Limited and reimbursed by the Company (Refer note 21)

16. Capital management

The Company's capital management strategy is to effectively determine, raise and deploy capital so as to create value for its shareholders by Holding Company.

The Company determines the amount of capital required on the basis of its strategic investment plans. The same is funded through equity capital.

17. Financial risk management framework

The Company's activities expose it to a variety of financial risks namely credit risk, interest risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a Risk Management policy and a program that performs close monitoring of and responding to each risk factors. The ultimate responsibility vests with the Board of Directors.

a) Market risk

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates etc. could affect the Company's income or the value of its holdings of financial instruments including cash flow. The objectives of market risk management is to manage and control market risk exposures within acceptable parameters, while maximising the return.

b) Credit risk

Credit risk refers to the risk that a counterparty will default on its obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The credit risk on liquid funds is limited because the counterparties are Mutual Funds and banks with high credit- ratings assigned by credit- agencies.

c) Liquidity risk

The Board of Directors has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves and banking facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Maturity of financial liabilities

The following Table details the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the Table have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The Table include both interest and principal cash flows.

Rs. lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 Years and above
31st March 2026 Non-interest bearing	3.83	–	–	–
31st March 2025 Non-interest bearing	9.25	–	–	–

d) Interest rate risk

The Company does not have any borrowings and hence, it does not have any interest rate risk.

e) Maturity analysis of assets and liabilities

The below Table shows the maturity analysis of assets and liabilities according to when they are expected to be recovered or settled:

(Rs. lakhs)

Particulars	31st March, 2026		31st March, 2025	
	Within 12 months	After 12 months	Within 12 months	After 12 months
Assets				
Cash and cash equivalents	**7.27**	**–**	21.99	–
Other bank balance	**54,510.00**	**–**	88,750.00	
Investments	**38,898.81**	**2,58,312.39**	57,744.90	1,97,031.97
Other financial assets	**5,335.71**	**_**	7,620.13	-
Total Assets	**98,751.79**	**2,58,312.39**	1,54,137.02	1,97,031.97
Liabilities				
Trade Payables- total outstanding dues of creditors other than micro enterprises and small enterprises	**3.83**	**_**	9.25	–
Other non financial liabilities	**0.43**	**_**	0.99	–
Total liabilities	**4.26**	**_**	10.24	–

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

18. Fair value measurement

a) Fair valuation Techniques and inputs used –recurring items

(Rs. lakhs)

Financial assets/ financial liabilities measured at fair value	Fair value as at		Fair value hierarchy	Valuation technique(s) and key input(s)
	31st March, 2026	31st March, 2025		
Financial assets Investments				
Mutual fund investments	**38,898.81**	44,873.69	Level 1	Net Asset value
Investment in equity instruments -Quoted	**2,743.10**	2,810.99	Level 1	Quoted market price
Investment in Certificate of deposits -Quoted	**–**	12,871.21	Level 1	Net Asset value
Investment in equity instruments -Unquoted	**150.00**	150.01	Level 3	Price of recent transaction.

b) Reconciliation of Level 3 fair value measurements of financial instruments measured at fair value.

(Rs. lakhs)

Particulars	Unquoted equity instruments
Year ended 31st March, 2026	
Opening balance of fair value.....	**150.01**
Transfer of investments.....	**0.01**
Closing balance of fair value	**150.00**
Year ended 31st March, 2025	
Opening balance of fair value.....	150.01
Total gain recognised in other comprehensive income	–
Closing balance of fair value	150.01

19. Segment information

The Company is a Core Investment Company, primarily engaged in the business of acquisition of shares and other securities in group companies. The Company's business activity falls within a single segment and accordingly there is no separate reportable segment as per Ind AS 108.

20. Related Party Transactions

(a) List of Related Parties:

i) Holding Company:
- Mahindra & Mahindra Limited

ii) Related Parties where control exists:

Subsidiary Companies:
- Mahindra First Choice Wheels Limited
- Mahindra Airways Limited
- Bristlecone Worldwide Inc (formerly known as Bristlecone Limited)
- Bristlecone India Limited become Bristlecone India Private Limited (w.e.f 20th January 2026) (wholly owned subsidiary of Bristlecone Worldwide Inc)
- Bristlecone Inc (wholly owned subsidiary of Bristlecone Worldwide Inc)
- Bristlecone UK Limited (wholly owned subsidiary of Bristlecone Worldwide Inc)
- Bristlecone (Malaysia) Sdn Bhd (wholly owned subsidiary of Bristlecone Worldwide Inc)
- Bristlecone Consulting Limited (wholly owned subsidiary of Bristlecone Worldwide Inc)
- Bristlecone International AG (wholly owned subsidiary of Bristlecone Worldwide Inc)
- Bristlecone Middle East DMCC (wholly owned subsidiary of Bristlecone Worldwide Inc)
- Bristlecone (Singapore) Pte Ltd (wholly owned subsidiary of Bristlecone India)
- Bristlecone Gmbh (wholly owned subsidiary of Bristlecone India)
- Bristlecone International Costa Rica Limited (wholly owned subsidiary of Bristlecone India)

iii) Fellow Subsidiary Companies:
- Mahindra Telecom Energy Management Services Private Limited

iv) Name of other related parties where transactions have taken place:

Fellow Subsidiary Companies:
- Mahindra Integrated Business Solutions Private Limited

Associate of Holding Company:
- Tech Mahindra Limited

Directors and KMP of the Company
- Mr. Anand Mahindra
- Mr. Zhooben Bhiwandiwala – Whole-time Director and Chief Executive Officer (KMP)
- Mr. Amarjyoti Barua - Director
- Mr. Puneet Renjhen - Director
- Ms. Bijal Ajinkya – Independent Director
- Mr. Shriniwas Mantri – Chief Financial Officer
- Mr. Feroze Baria – Company Secretary

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(b) Related Party Transactions are as under:

(Rs. lakhs)

Nature of Transaction	Holding Company	Subsidiary Companies	Associate Companies	Associate of Holding Company	Fellow Subsidiary	Joint Venture	KMP
(A) Investments Subscribed/ Purchased:							
(a) Mahindra Susten Private Limited	–	–	–	–	–	60,010.00	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)
(b) Mahindra & Mahindra Contech Ltd	–	1.255.00	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)
(c) PSL Media & Communications Limited	–	87.10	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)
(B) Investments – Sales:							
(c) NBS International Limited$	–	–	–	–	–	–	–
	0.00	(–)	(–)	(–)	(–)	(–)	(–)
(C) Dividend Received:							
(a) Mahindra Integrated Business Solutions Private Limited	–	150.00	–	–	–	–	–
	(–)	(150.00)	(–)	(–)	(–)	(–)	(–)
(b) Tech Mahindra Limited	–	–	–	89.19	–	–	–
	(–)	(–)	(–)	(85.23)	(–)	(–)	(–)
(D) Reimbursement of expenses							
(a) Mahindra & Mahindra Limited	–	–	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)
- Whole-time Director and Chief Executive Officer	60	–	–	–	–	–	–
	(60)	(–)	(–)	(–)	(–)	(–)	(–)
- Chief Financial Officer & Company Secretary	20.44	–	–	–	–	–	–
	(19.39)	(–)	(–)	(–)	(–)	(–)	(–)
- Others	9.16	–	–	–	–	–	–
	(9.09)	(–)	(–)	(–)	(–)	(–)	(–)
(E) Inter-corporate Deposit Given:							
(a) Mahindra Airways Limited	–	–	–	–	–	–	–
	(–)	(4,255.00)	(–)	(–)	(–)	(–)	(–)
(F) Inter-corporate Deposit Repaid:							
(a) Mahindra Airways Limited	–	1,255.00	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)
(G) Interest on Inter-corporate Deposit received (net of TDS)							
(a) Mahindra Airways Limited	–	199.96	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)
(H) Interest Income from Inter-corporate deposit:							
(a) Mahindra Airways Limited	–	324.91	–	–	–	–	–
	(–)	(256.36)	(–)	(–)	(–)	(–)	(–)
(I) Inter-corporate Deposits – outstanding balance							
(a) Mahindra Airways Limited	–	–	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)
- Principal	–	**3,000**	–	–	–	–	–
	(–)	**(4,255)**	(–)	(–)	(–)	(–)	(–)
- Interest	–	**418.13**	–	–	–	–	–
	(–)	**(230.72)**	(–)	(–)	(–)	(–)	(–)
(J) Investments Balances:							
(a) Mahindra First Choice Wheels Limited	–	–	–	–	–	–	–
	(–)	(72,691.52)	(–)	(–)	(–)	(–)	(–)
(b) Mahindra Airways Limited	–	–	–	–	–	–	–
	(–)	(18,300.00)	(–)	(–)	(–)	(–)	(–)
(c) Mahindra Susten Private Limited	–	(–)	–	–	–	98,567.67	–
	(–)	–	(–)	(–)	(–)	(–)	(–)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(Rs. lakhs)

Nature of Transaction	Holding Company	Subsidiary Companies	Associate Companies	Associate of Holding Company	Fellow Subsidiary	Joint Venture	KMP
(d) Mahindra and Mahindra Contech Limited	–	1421.01	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)
(e) PSL Media & Communications Limited	–	87.10	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)
(K) Commission and Director sitting fees	–	–	–	–	–	–	0.90
	(–)	(–)	(–)	(–)	(–)	(–)	(4.95)
(L) Dividend Paid	–	–	–	–	–	–	–
	(15,000.00)	(–)	(–)	(–)	(–)	(–)	(–)
(M) Compensation to KMP and Directors	–	–	–	–	–	–	
	(–)	(–)	(–)	(–)	(–)	(–)	
- Whole-time directors	–	–	–	–	–	–	60.00
	(–)	(–)	(–)	(–)	(–)	(–)	(60.00)
- Company Secretary & Chief Financial Officer	–	–	–	–	–	–	20.44
	(–)	(–)	(–)	(–)	(–)	(–)	(19.39)

$ The amount of transaction is less than Rs.1 lakhs

Note: Previous year's figures are given in brackets.

21. Corporate Social Responsibility (CSR)

Particulars	For the year ended 31 March, 2026	For the year ended 31 March, 2025
(i) Gross Amount required to be spend by the Company during the current year	**900.81**	681.00
(ii) Amount of expenditure incurred during the year on :		
a. Construction /acquisition of any assets	**Nil**	Nil
b. On purpose other than (i) above	**900.81**	681.00
(iii) Shortfall/(excess) of amount for the year	**Nil**	Nil
Total of previous year shortfall/(excess)	**Nil**	Nil
(v) Excess available from the previous year	**Nil**	Nil
(vi) Total Shortfall /(excess for the set off available)	**Nil**	Nil

22. Earnings per share:

Particulars	31st March, 2026	31st March, 2025
Profit after tax for the year (Rs. lakhs)	**5,682.71**	25,854.08
Nominal Value per ordinary equity Share (in Rs.)	**10**	10
Weighted Average number of ordinary equity shares for Basic Earnings per share	**2,70,53,71,700**	2,70,53,71,700
Basic Earnings per equity Share (in Rs.) - (Rounded off)	**0.21**	0.96
Weighted Average number of ordinary equity shares for Diluted Earnings per share	**2,70,53,71,700**	2,70,53,71,700
Diluted Earnings per equity Share (in Rs.) - (Rounded off)	**0.21**	0.96

23. Other matters

Additional regulatory information pursuant to the requirement in Division III of Schedule III to the Companies Act 2013

I. Information with regard to other matters specified in Part II of Schedule III to the Act is either nil or not applicable to the Company for the year.

II. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property.

III. The Company does not have any transactions with struck off companies.

IV. The Company does not have any property, plant and equipment (including right-of- use assets) or intangible assets or both during the current or previous year.

V. The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

VI. The Company has no transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961

VII. (a) The Company to the best of its knowledge and belief, has not advanced any funds or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Company to the best of its knowledge and belief, has not received any funds the from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

VIII. The Company has no borrowings from banks and financial institutions on the basis of security of current assets.

IX. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

X. The Company has complied with the number of layers prescribed under the Companies Act, 2013.

24. I. Disclosure required under Section 186(4) of the Companies Act, 2013 for Loans:

(Rs. lakhs)

Name	**Relationship as per Companies Act, 2013**	**31st March, 2026**	31st March, 2025
Mahindra Airways Limited	Subsidiary of the Company	**3000.00**	4,255.00

Note:

Above inter corporate deposits and loans have been given for general business purposes (including investment purposes).In terms of report attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No. 101248W/W-100022

Venkataramanan Vishwanath
Partner
Membership No. 113156

Place: Pune
Date: 20th April, 2026

For and on behalf of the Board of Directors of
Mahindra Holdings Limited
CIN No. U65993MH2007PLC175649

Amarjyoti Barua
Director
DIN.No. 09202472

Zhooben Bhiwandiwala
Chief Executive Officer &
Whole-time Director
DIN.No.00110373

Shriniwas Mantri
Chief Financial Officer

Feroze Baria
Company Secretary
ACS: 11357

Place: Mumbai
Date: 20th April, 2026

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

Part "A": Subsidiaries

(Rs. in lakhs)

Sl. No.	Particulars	Bristlecone Worldwide, Inc.***	#Bristlecone India Private Limited	*Bristlecone Inc	*Bristlecone UK Limited	*Bristlecone (Malaysia) Sdn Bhd	*Bristlecone Consulting Limited	*Bristlecone International AG	*Bristlecone Middle East DMCC	**Bristlecone (Singapore) Pte Ltd	**Bristlecone Gmbh	*Bristlecone Internacional Costa Rica Sociedad De Responsabilidad Limitada
1	The date since when subsidiary was acquired	27-Sep-18	22-Jan-04	18-May-04	28-May-04	4-May-07	1-Jun-10	21-Jun-11	18-Jul-16	21-Jan-03	9-Dec-03	21-Dec-21
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31-Mar-26	31-Mar-26	31-Mar-26	31-Mar-26	31-Mar-26	31-Mar-26	31-Mar-26	31-Mar-26	31-Mar-26	31-Mar-26	31-Mar-26
3	Reporting Currency	USD	INR	USD	GBP	MYR	CAD	CHF	AED	SGD	EUR	USD
4	Exchange Rate	94.20	1.00	94.20	124.35	23.31	67.62	117.93	25.64	72.95	108.05	94.20
5	Share Capital	18.81	1,904.94	6,453.10	2,201.02	116.56	0.00	117.94	12.82	1,218.34	54.03	94.20
6	Reserves & Surplus	7,478.39	24,428.33	8,758.99	-2,154.21	8.14	462.19	2,974.16	376.29	(20.16)	7,922.60	(143.35)
7	Total Assets	13,681.67	45,687.68	44,719.32	59.15	148.07	609.58	3,555.03	569.59	1,214.66	9,850.78	42.92
8	Total Liabilities & Equity	13,681.67	45,687.68	44,719.32	59.15	148.07	609.58	3,555.03	569.59	1,214.66	9,850.78	42.92
9	Investments	11,420.28	13,748.79	–	–	–	–	–	–	–	–	–
10	Turnover	1,006.51	73,832.14	1,10,504.42	17.27	71.66	907.45	2,703.62	1,365.99	–	10,170.18	–
11	Profit/(Loss) before taxation	1,427.47	7,930.11	12,607.72	0.00	3.26	67.25	(61.66)	85.06	(43.29)	1,364.34	(119.64)
12	Provision for taxation	17.09	(2,033.41)	(3,535.60)	–	–	(18.00)	(0.21)	0.07	0.14	(532.37)	–
13	Profit/(Loss) after taxation	1,444.56	5,896.70	9,072.12	0.00	3.26	49.25	(61.87)	85.13	(43.15)	831.97	(119.64)
14	Proposed Dividend	–	–	–	–	–	–	–	–	–	–	–
15	% of shareholding	94.72%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%	100.00%

Bristlecone India Private Limited, formerly known as Bristlecone India Limited. A subsidiary of Bristlecone Worldwide, Inc.

* A subsidiary of Bristlecone Worldwide, Inc.

**a subsidiary of Bristlecone India

*** Bristlecone Worldwide, Inc. formerly known as Bristlecone Limited

Amarjyoti Barua
Director
DIN.No. 0920472

Zhooben Bhiwandiwala
Chief Executive Officer &
Whole-time Director
DIN.No.00110373

Feroze Baria
Company Secretary
ACS: 11357

Shriniwas Mantri
Chief Financial Officer

Place: Mumbai
Date: 20th April, 2026

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

Part "A": Subsidiaries

(Rs. in lakhs)

Sl. No.	Particulars	Mahindra Airways Limited	Mahindra First Choice Wheels Limited	Gromax Agri Equipment Limited	Mahindra and Mahindra Contech Limited	PSL Media & Communication Limited
1	The date since when subsidiary was acquired	8-Sep-16	18-Nov-16	31-Jan-08	26-Sep-13	26-May-10
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31-Mar-26	31-Mar-26	31-Mar-26	31-Mar-26	31-Mar-26
3	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Indian Subsidiary	Indian Subsidiary	Indian Subsidiary	Indian Subsidiary	Indian Subsidiary
4	Share Capital	18,300.00	9,111.12	5,430.20	15.00	547.00
5	Reserves & Surplus	(1,065.15)	(232.23)	(879.57)	2226.74	27646.00
6	Total Assets	21,285.70	25,078.00	17,685.17	2,335.65	28,349.00
7	Total Liabilities & Equity	21,285.70	25,078.00	17,685.17	2,335.65	28,349.00
8	Investments	22.68	3,523.68	–	787.82	8,599.00
9	Turnover	2,707.96	35,704.53	40,018.49	549.55	1,798.00
10	Profit/(Loss) before taxation	(187.06)	(387.16)	763.72	193.53	1074.00
11	Provision for taxation	–	–	(244.82)	47.26	343.00
12	Profit/(Loss) after taxation	(187.06)	(387.16)	1,008.43	146.27	731.00
13	Proposed Dividend	–	–	–	–	–
14	% of shareholding	100%	56.50%	49%	76.66%	50.05%

$ a subsidiary of Mahindra First Choice Wheels Ltd

Part "B": Associate Companies

(Rs. in lakhs)

Sl. No.	Particulars	Mahindra eMarket Limited	# Aquasail Distribution Company Private Limited
1	Latest audited Balance Sheet Date	31-Mar-26	31-Mar-26
2	Date on which the Associate or Joint Venture was associated or acquired		
3	Share of associates companies held by the company on the year end	24.00%	17.59%
4	No of Equity Share held	1,91,928	1,56,063
5	Amount of Investment in associate companies	1.19	600.00
6	Extent of Holding %	24.00%	17.59%
7	Description of how there is significant influence	–	–
8	Reason why the associate companies is not consolidated	NA	NA
9	Net worth attributable to shareholding as per latest audited Balance Sheet	(27.96)	324.87
10	Profit/(Loss) for the year	(0.73)	(2,080.19)

Amounts are based on unaudited financials.

Amarjyoti Barua
Director
DIN.No. 0920472

Zhooben Bhiwandiwala
Chief Executive Officer &
Whole-time Director
DIN.No.00110373

Feroze Baria
Company Secretary
ACS: 11357

Shriniwas Mantri
Chief Financial Officer

Place: Mumbai
Date: 20th April, 2026

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

Part "C": Joint Ventures

(Rs. in lakhs)

Sl. No.	Particulars	Mahindra Susten Private Limited
1	Latest audited Balance Sheet Date	31-Mar-26
2	Date on which the Associate or Joint Venture was associated or acquired	1-Sep-23
3	Venture was associated or acquired	60.01%
4	No of Equity Share held	33,39,47,464
5	Amount of Investment in Joint Venture	98,567.67
6	Extent of Holding %	60.01%
7	Description of how there is significant influence	–
8	Reason why the joint venture is not consolidated	NA
9	Net worth attributable to shareholding as per latest audited Balance Sheet	1,85,308.99
10	Profit/(Loss) for the year	12,459.63
11	Considered in Consolidation	7,475.78
12	**Not Considered in Consolidation**	**4,983.85**

Amarjyoti Barua
Director
DIN.No. 0920472

Zhooben Bhiwandiwala
Chief Executive Officer &
Whole-time Director
DIN.No.00110373

Feroze Baria
Company Secretary
ACS: 11357

Shriniwas Mantri
Chief Financial Officer

Place: Mumbai
Date: 20th April, 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBER OF MAHINDRA OVERSEAS INVESTMENT COMPANY (MAURITIUS) LTD

Report on the Audit of the Separate Financial Statements

Opinion

We have audited the separate financial statements of **Mahindra Overseas Investment Company (Mauritius) Ltd,** the "Company", which comprise the statement of financial position as at 31 March 2026 and the statement of profit or loss and other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the separate financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 March 2026 and of its financial performance and its cash flows for the period then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB) and the requirements of the Mauritius Companies Act 2001.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (the "IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material Uncertainty Related to Going Concern

We draw attention to Note 20 in the separate financial statements which indicates the existence of a material uncertainty that may cast significant doubt about the Company's ability to continue as a going concern. The directors have assessed that its investment in associate, stated at cost in these separate financial statements, have higher fair value based on available quoted price. Thus, the Company would be able to repay all its liabilities should the need arise. Furthermore, the holding company has undertaken to provide financial support to ensure continuation of the Company's operations. The separate financial statements do not include any adjustments if the going concern basis is no longer appropriate. Our opinion is not modified in respect of this matter.

Other Matter

The supplementary information presented in Indian Rupee in the separate financial statements is solely for the convenience of the users of these separate financial statements. The supplementary information presented in Indian Rupee does not form part of the audited separate financial statements. We have therefore not audited the supplementary information and, accordingly, we do not express an opinion on this supplementary information. This paragraph has no impact on the opinion expressed in this auditors' report.

Information Other than the Separate Financial Statements and Auditors' Report Thereon ("Other Information")

Management is responsible for the Other Information. The Other Information comprises the information included under the Corporate Data and Commentary of Directors sections, but does not include the separate financial statements and our auditors' report thereon.

Our opinion on the separate financial statements does not cover the Other Information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the separate financial statements, our responsibility is to read the Other Information and, in doing so, consider whether the Other Information is materially inconsistent with the separate financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this Other Information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Separate Financial Statements

Management is responsible for the preparation of the separate financial statements in accordance with IFRS Accounting Standards as issued by the IASB, and for such internal control as management determines is necessary to enable the preparation of the separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the separate financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Separate Financial Statements

Our objectives are to obtain reasonable assurance about whether the separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements

can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these separate financial statements.

The Company is licensed as an Authorised Company with the Financial Services Commission of Mauritius (FSC) and by virtue of this status, it does not have an obligation to file audited financial statements with the FSC.

Mahindra and Mahindra Limited, the parent company, is listed in the Republic of India and is required to submit consolidated audited financial statements to the Indian authorities. The Group Auditors of the parent company, in compliance with ISA 600, Special Considerations - Audits of Group Financial Statements (Including the Work of Component Auditors), require an audit to be performed on these separate financial statements and to communicate the results thereon to them. In this context, the directors have voluntarily appointed Grant Thornton to carry out an audit on these separate financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the separate financial statements, including the disclosures, and whether the separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Use of this report

Our report is made solely to the member of the Company as a body in accordance with Section 205 of the Mauritius Companies Act 2001. Our audit work has been undertaken so that we might state to the Company's member those matters we are required to state to it in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's member as a body, for our audit work, for this report, or for the opinion we have formed.

Grant Thornton
Chartered Accountants

K RAMCHURUN, FCCA
Licensed by FRC

Date: 21 April 2026
Ebene 72201, Republic of Mauritius

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2026

	Notes	2026 USD	2026 INR (Note 1)	2025 USD	2025 INR (Note 1)
INCOME					
Realised gain on disposal of investment	9&10	**124,972,358**	**11,771,771,262**	7,516,476	708,014,457
Dividend income		**7,768,962**	**731,797,376**	9,969,031	939,032,875
		132,741,320	**12,503,568,638**	17,485,507	1,647,047,332
EXPENSES					
Professional fees		**187,357**	**17,648,093**	113,679	10,707,993
Audit fees		**25,990**	**2,448,128**	32,003	3,014,523
Bank charges		**20,511**	**1,932,034**	39,749	3,744,157
Licence fees		**237**	**22,324**	512	48,228
		234,095	**22,050,579**	185,943	17,514,901
OPERATING PROFIT		**132,507,225**	**12,481,518,059**	17,299,564	1,629,532,431
Impairment of investments	10	**(29,349,683)**	**(2,764,593,390)**	-	-
Impairment of loan	15(i)	**(26,981,050)**	**(2,541,480,005)**	-	-
Finance income	17.1	**1,345,104**	**126,702,071**	199,947	18,834,008
Finance costs	17.2	**(10,331,966)**	**(973,219,537)**	(15,571,295)	(1,466,738,133)
PROFIT BEFORE TAX		**67,189,630**	**6,328,927,198**	1,928,216	181,628,306
Tax expense	8	**(1,223,704)**	**(115,266,798)**	(1,459,565)	(137,483,725)
PROFIT FOR THE YEAR		**65,965,926**	**6,213,660,400**	468,651	44,144,581
OTHER COMPREHENSIVE INCOME:					
Items that will not be reclassified subsequently to profit or loss					
Fair value loss on financial assets at fair value through other comprehensive income	**11(iii)**	**6,689,421**	**630,110,011**	(4,506,739)	(424,512,280)
Items that will be reclassified subsequently to profit or loss		**–**	**–**	–	–
OTHER COMPREHENSIVE INCOME/ (LOSS) FOR THE YEAR, NET OF TAX		**6,689,421**	**630,110,011**	(4,506,739)	(424,512,280)
TOTAL COMPREHENSIVE INCOME/ (LOSS) FOR THE YEAR		**72,655,347**	**6,843,770,411**	(4,038,088)	(380,367,699)

The notes form an integral part of these separate financial statements.

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2026

	Notes	2026 USD	2026 INR (Note 1)	2025 USD	2025 INR (Note 1)
ASSETS					
Non-current					
Investments in associates	9	**35,082,488**	**3,304,594,957**	78,400,645	7,384,948,756
Investments in subsidiaries	10	**83,622,201**	**7,876,793,223**	76,134,240	7,171,464,737
Financial assets at fair value through other comprehensive income ("FVOCI")	11	**2,430,624**	**228,952,628**	21,244,103	2,001,088,282
Non-current assets		**121,135,313**	**11,410,340,808**	175,778,988	16,557,501,775
Current					
Other receivables	15	**2,771,745**	**261,084,520**	2,747,655	258,815,363
Cash and cash equivalents	12	**22,640,662**	**2,132,637,157**	6,989,287	658,355,889
Current assets		**25,412,407**	**2,393,721,677**	**9,736,942**	**917,171,252**
Total assets		**146,547,720**	**13,804,062,485**	185,515,930	17,474,673,027
EQUITY AND LIABILITIES					
Equity					
Stated capital	13	**472,809,209**	**44,536,263,442**	440,309,209	41,474,925,942
Accumulated losses		**(415,641,653)**	**(39,151,365,503)**	(465,891,965)	(43,884,693,643)
Fair value reserves for financial assets at FVOCI	11	**(5,748,006)**	**(541,433,426)**	(28,153,041)	(2,651,875,697)
Total equity		**51,419,550**	**4,843,464,513**	(53,735,797)	(5,061,643,398)
Liabilities					
Non-current liabilities					
Borrowings	14	**95,006,062**	**8,949,096,010**	239,189,843	22,530,487,261
Current					
Borrowings	8	**75,915**	**7,150,813**	-	-
Accruals	16	**46,193**	**4,351,149**	61,884	5,829,164
Total current liabilities		**122,108**	**11,501,962**	61,884	5,829,164
Total liabilities		**95,128,170**	**8,960,597,972**	239,251,727	22,536,316,425
Total equity and liabilities		**146,547,720**	**13,804,062,485**	185,515,930	17,474,673,027

Approved by the Board of Directors on 16 April 2026 and signed on its behalf by:

Rathee Jugessur
Director

The notes form an integral part of these separate financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

	Stated capital	Accumulated losses	Fair value reserves for financial assets at fair value through other comprehensive income	Total
	USD	USD	USD	USD
Balance at 01 April 2024	440,309,209	(466,360,616)	(23,646,302)	(49,697,709)
Loss for the year	–	468,651	–	468,651
Other comprehensive loss	–	–	(4,506,739)	(4,506,739)
Total comprehensive loss for the year	–	468,651	(4,506,739)	(4,038,088)
Balance at 31 March 2025	440,309,209	(465,891,965)	(28,153,041)	(53,735,797)
Balance at 01 April 2025	**440,309,209**	**(465,891,965)**	**(28,153,041)**	**(53,735,797)**
Issue of shares during the year	**32,500,000**	**–**	**–**	**32,500,000**
Transactions with the shareholder	**32,500,000**	**–**	**–**	**32,500,000**
Reclassified to accumulated losses on disposal/ written off of investments at FVOCI (Note 11)	**–**	**(15,715,614)**	**15,715,614**	**–**
Profit for the year	**–**	**65,965,926**	**–**	**65,965,926**
Other comprehensive income	**–**	**–**	**6,689,421**	**6,689,421**
Total comprehensive income for the year	**–**	**65,965,926**	**6,689,421**	**72,655,347**
Balance at 31 March 2026	**472,809,209**	**(415,641,653)**	**(5,748,006)**	**51,419,550**

	Stated capital	Accumulated losses	Fair value reserves for financial assets at fair value through other comprehensive income	Total
	INR	INR	INR	INR
Balance at 01 April 2024	41,474,925,942	(43,928,838,224)	(2,227,363,417)	(4,681,275,699)
Profit for the year	–	44,144,581	–	44,144,581
Other comprehensive loss	–	–	(424,512,280)	(424,512,280)
Total comprehensive loss for the year	–	44,144,581	(424,512,280)	(380,367,699)
Balance at 31 March 2025	41,474,925,942	(43,884,693,643)	(2,651,875,697)	(5,061,643,398)
Balance at 01 April 2025	**41,474,925,942**	**(43,884,693,643)**	**(2,651,875,697)**	**(5,061,643,398)**
Issue of shares during the year	**3,061,337,500**	**–**	**–**	**3,061,337,500**
Transactions with the shareholder	**3,061,337,500**	**–**	**–**	**3,061,337,500**
Reclassified to accumulated losses on disposal/ written off of investments at FVOCI (Note 11)	**–**	**(1,480,332,261)**	**1,480,332,261**	**–**
Profit for the year	**–**	**6,213,660,400**	**–**	**6,213,660,400**
Other comprehensive income	**–**	**–**	**630,110,011**	**630,110,011**
Total comprehensive income for the year	**–**	**6,213,660,400**	**630,110,011**	**6,843,770,411**
Balance at 31 March 2026	**44,536,263,442**	**(39,151,365,504)**	**(541,433,425)**	**4,843,464,513**

The notes form an integral part of these separate financial statements

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

	Note	2026 USD	2026 INR (Note 1)	2025 USD	2025 INR (Note 1)
Operating activities					
Profit before tax		**67,189,630**	**6,328,927,198**	1,928,216	181,628,306
Adjustments for:					
Impairment of investments		**29,349,683**	**2,764,593,390**	–	–
Impairment of loan		**26,981,050**	**2,541,480,005**	–	–
Interest income		**(697,959)**	**(65,744,248)**	(87,166)	(8,210,601)
Interest expense		**10,315,356**	**971,654,958**	15,275,997	1,438,922,537
Dividend income		**(7,768,962)**	**(731,797,376)**	(9,969,031)	(939,032,875)
Realised gain on disposal of investment		**(124,972,358)**	**(11,771,771,262)**	(7,516,476)	(708,014,457)
Net foreign exchange Differences		**(267,778)**	**(25,223,349)**	50,629	4,768,999
		128,662	**12,119,316**	(317,831)	(29,938,091)
Changes in working capital:					
Change in other receivables and prepayments		**(287)**	**2,465,178**	(17,051)	(1,606,119)
Change in accruals		**(15,691)**	**(1,478,013)**	(23,135)	(2,179,201)
Net cash used in operations		**112,684**	**13,106,481**	(358,017)	(33,723,411)
Interest paid	**19**	**(7,499,137)**	**(706,381,210)**	(16,081,616)	(1,514,807,819)
Interest received		**614,741**	**65,744,248**	–	–
Tax refund		**18,936**	**1,783,677**	37,351	3,518,277
Tax paid		**(1,166,725)**	**(109,899,662)**	(1,496,916)	(141,002,003)
Net cash used in operating activities		**(7,919,501)**	**(735,646,466)**	(17,899,198)	(1,686,014,956)
Investing activities					
Dividends received		**7,768,962**	**731,797,376**	9,969,031	939,032,875
Purchase of investments		**(36,837,644)**	**(3,469,921,877)**	(2,927,740)	(275,778,469)
Proceeds from sale of investments		**193,793,415**	**18,254,370,726**	14,288,076	1,345,865,319
Loans repaid by related companies		**12,344,538**	**–**	–	–
Loans given to related company		**(39,266,173)**	**(2,546,214,340)**	(2,590,038)	(243,968,629)
Net cash from investing activities		**137,803,098**	**12,970,031,885**	18,739,329	1,765,151,096
Financing activities					
Loans repaid to banks	**19**	**(3,700,000)**	**(348,521,500)**	(256,074,401)	(24,120,928,202)
Loans received from banks	**19**	**3,700,000**	**348,521,500**	256,074,401	24,120,928,202
Loan repaid to shareholder		**(147,000,000)**	**(13,846,665,000)**	(240,000,000)	(22,606,800,000)
Loan received from shareholder	**19**	**–**	**–**	237,000,000	22,324,215,000
Issue of shares		**32,500,000**	**3,061,337,500**	–	–
Net cash used in financing activities		**(114,500,000)**	**(10,785,327,500)**	(3,000,000)	(282,585,000)
Net change in cash and cash equivalents		**15,383,597**	**1,449,057,919**	(2,159,869)	(203,448,860)
Cash and cash equivalents, beginning of year		**6,989,287**	**658,355,889**	9,199,785	866,573,748
Exchange differences on cash and cash equivalents		**267,778**	**25,223,349**	(50,629)	(4,768,999)
Cash and cash equivalents, end of year		**22,640,662**	**2,132,637,157**	6,989,287	658,355,889
Cash and cash equivalents made up of:					
Cash at bank	**12**	**22,640,662**	**2,132,637,157**	6,989,287	658,355,889

The notes form an integral part of these separate financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. GENERAL INFORMATION AND STATEMENT OF COMPLIANCE WITH IFRS ACCOUNTING STANDARDS

Mahindra Overseas Investment Company (Mauritius) Ltd, the "Company", was incorporated in the Republic of Mauritius under the Mauritius Companies Act 2001 on 7 December 2004 as a private Company with liability limited by shares and held a Global Business Licence issued by the Financial Services Commission up to 22 March 2021. Pursuant to a Board meeting held on 2 February 2021, the Company sought authorisation from the Financial Services Commission ("FSC") to be converted from a Global Business Licence Company to an Authorised Company. The Company was issued with an authorisation from the FSC to convert into an Authorised Company under Section 71A of the Financial Services Act 2007 on 22 March 2021.

The Company's registered office is at 6th Floor, Two Tribeca, Tribeca Central, Trianon 72261, Republic of Mauritius. The principal purpose of the Company is to act as an investment holding company.

The financial statements have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board ("IASB").

Indian Rupee ("INR") amounts are included solely for convenience. These transactions should not be construed as representations that the USD amounts actually represent or have been or could be converted into INR. As the amounts shown in INR are for convenience only, the rate of USD 1= INR 94.1950 has been used for the purpose of presentation of the INR amounts in the accompanying separate financial statements for the two years ended 31 March 2026 and 31 March 2025.

2. APPLICATION OF NEW AND REVISED STANDARDS

2.1 New and amended Standards that are effective for the current year

The following new and amended Standards is mandatory for the first time for the financial year beginning 01 April 2025:

IAS 21	Lack of Exchangeability (Amendments to IAS 21)

Management has assessed the impact of this revised amendments and concluded that it does not have an impact on these financial statements.

2.2 Standards, amendments and Interpretations to existing Standards that are not yet effective and have not been adopted early by the Company

At the date of authorisation of these financial statements, several new, but not yet effective, Standards, amendments to existing Standards and Interpretations have been published by the IASB. None of these Standards, amendments or Interpretations have been adopted early by the Company.

Management anticipates that all relevant pronouncements, will be adopted in the Company's accounting policies for the first period beginning on or after the effective date of the pronouncement. Information on new Standards, amendments to existing Standards and Interpretations is provided below:

IFRS 9 and IFRS 7	Amendments to the Classification and Measurements of Financial Instruments (Amendments to IFRS 9 and IFRS 7).
Various Standards	Annual Improvements to IFRS Accounting Standards – Volume 11.
IFRS 9 and IFRS 7	Contracts Referencing Nature-Dependent Electricity (Amendments to IFRS 9 and IFRS 7).
IFRS 18	Presentation and Disclosure in Financial Statements.
IFRS 19	Subsidiaries without Public Accountability Disclosure.
IFRS 19	Amendments to IFRS 19 'Subsidiaries without Public Accountability: Disclosures'
IFRS 19	IFRS for SMEs – third edition.
IAS 21	Translation to a Hyperinflationary Presentation Currency (Amendments to IAS 21).

Management have yet to assess the impact of the above Standards, amendments to existing Standards and Interpretations on the Company's financial statements.

3. MATERIAL ACCOUNTING POLICIES

(a) Overall considerations

The material accounting policies that have been used in the preparation of these separate financial statements are summarised below.

(b) Revenue

Dividend income is recognised when the Company's right to receive such dividend is established.

(c) Expenses

All expenses are accounted for in the statement of profit or loss and other comprehensive income on the accrual basis.

(d) Taxation

Tax expense recognised in the statement of profit or loss and other comprehensive income comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current income tax assets and/or liabilities comprise those obligations to, or claims from, fiscal authorities relating to the current or prior reporting periods, that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the separate financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting date.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases.

Corporate Climate Responsibility ("CCR")

The Company is subject to CCR, and the contribution is at the rate of 2% on chargeable income if the revenue of the Company is more than MUR 50 million (equivalent to USD 1.07 million).

(e) Consolidated financial statements

The financial statements are separate financial statements which contain information about Mahindra Overseas Investment Company (Mauritius) Ltd as a company and do not contain consolidated financial information as the parent of a group.

(f) Investment in subsidiary

A subsidiary is an entity over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The Company has majority voting rights in ten unquoted companies at the reporting date and which are considered to be subsidiaries in accordance with IFRS 10, *Consolidated Financial Statements.*

Consolidated financial statements have not been presented as the Company monitors the performance of the subsidiaries on an ongoing basis and their accounts are made available to the Company as and when required. The Company believes that consolidated information would add minimal value and also the costs of providing the information would exceed any benefits therefrom. The investments in the subsidiaries are measured at cost less any impairment charges in these separate financial statements. Impairment charges are recognised in the statement of comprehensive income. On disposal of the investment, the difference between the net disposal proceeds and the carrying amount is charged or credited in the statement of profit or loss and other comprehensive income.

(g) Investment in associate

An associate is an entity over which the Company has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights.

The existence of significant influence by an entity is usually evidenced in one or more of the following ways: (a) representation on the board of directors or equivalent governing body of the investee; (b) participation in policy-making processes, including participation in decisions about dividends or other distributions;

(c) material transactions between the investor and the investee; (d) interchange of managerial personnel; or (e) provision of essential technical information.

Investment in associate is initially shown at cost in these separate financial statements in accordance with IAS 28, *Investments in Associates and Joint Ventures.* Where an indication of impairment exists, the recoverable amount of the investment is assessed. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is charged to the statement of profit or loss and other comprehensive income.

On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of profit or loss and other comprehensive income.

(h) Financial instruments

Recognition and derecognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument and are measured initially at fair value adjusted by transaction costs. Subsequent measurement of financial assets and financial liabilities are described below.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and subsequent measurement of financial assets

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with IFRS 15, all financial assets are initially measured at fair value adjusted for transaction costs, where appropriate.

Financial assets, other than those designated and effective as hedging instruments, are classified into the following categories:

- amortised cost;
- fair value through profit or loss (FVTPL); or
- fair value through other comprehensive income (FVOCI).

In the current year, the Company does not have any financial assets categorised as FVTPL.

The classification is determined by both:

- the Company's business model for managing the financial asset; and
- the contractual cash flow characteristics of the financial asset.

All income and expenses relating to financial assets are recognised in the statement of profit or loss and other comprehensive income.

Subsequent measurement of financial assets

Financial assets at amortised cost

Financial assets are measured at amortised cost using the effective interest method if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Discounting is omitted where the effect of discounting is immaterial. The Company's other receivables and cash and cash equivalents fall into this category of financial instruments.

Financial assets at fair value through other comprehensive income ("FVOCI")

The Company accounts for financial assets at FVOCI if the assets meet the following conditions:

- they are held under a business model whose objective is "hold to collect" the associated cash flows and sell; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Any gains or losses recognised in other comprehensive income (OCI) will be recycled upon derecognition of the asset.

Impairment of financial assets

IFRS 9's impairment requirements use more forward-looking information to recognise expected credit losses – the 'expected credit loss (ECL) model'. For the Company, instruments within the scope of the new requirements included its other receivables.

Recognition of credit losses is no longer dependent on the Company's first identifying a credit loss event. Instead the Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- Financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ("Stage 1"); and
- Financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ("Stage 2").

'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date.

'12-month expected credit losses' are recognized for the first category while 'lifetime expected credit losses' are recognized for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

Classification and subsequent measurement financial liabilities

The Company's financial liabilities include accruals and borrowings.

Financial liabilities are measured subsequently at amortised cost using the effective interest method.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

(i) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank. Cash equivalents are short term, highly liquid investments maturing within 90 days from the date of acquisition that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

(j) Equity

Stated capital is determined using the value of shares that have been issued.

Accumulated losses include all current and prior years' results as disclosed in the statement of profit or loss and other comprehensive income.

(k) Related parties

A related party is a person or company where that person or company has control or joint control of the reporting company; has significant influence over the reporting company; or is a member of the key management personnel of the reporting company or of a parent of the reporting company.

(l) Foreign currency translation

(i) Functional and presentation currency

The financial statements are presented in United States Dollars ("USD"), which is the Company's functional and presentation

currency. The Company has also presented the financial statements in Indian Rupee ('INR") for the convenience of users of financial statements.

(ii) Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency of the Company using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items denominated in foreign currency at year-end exchange rates are recognised in the statement of profit or loss and other comprehensive income.

Non-monetary items are not retranslated at year-end and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

(m) Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation and the amount can be estimated reliably.

Provisions are measured at the estimated expenditure required to settle the present obligation based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. The increase in the provision due to passage of time is recognised as interest expense in the statement of profit or loss and other comprehensive income.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole.

(n) Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the year of the borrowings using the effective interest method.

Fees paid on loan facilities are recognised as transaction costs and amortised over the terms of the borrowings.

(o) Comparatives

Where necessary, comparatives figures have been adjusted to confirm with changes in presentation in the current year.

4. SIGNIFICANT MANAGEMENT JUDGEMENT IN APPLYING ACCOUNTING POLICIES AND ESTIMATION UNCERTAINTY

When preparing the separate financial statements, management undertakes a number of judgements, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses.

Significant management judgements

The following is the significant management judgement in applying the accounting policies of the Company that has the most significant effect on the separate financial statements.

Determination of functional currency

The determination of the functional currency of the Company is critical since recording of transactions and exchange differences arising therefrom are dependent on the functional currency selected. The directors have considered those factors and have determined that the functional currency of the Company is the USD.

Going concern assumption

The directors have exercised significant judgement in assessing that the preparation of these separate financial statements on a going concern basis is appropriate. In making this assessment, the directors have considered the Company's future business projects, future cash flows and future profitability.

In particular, the directors have assessed that its investment in associates, stated at cost in these separate financial statements, has a higher fair value based on available quoted price. The fair value of this investment as at 31 March 2026 is more than the cost by USD 97.01 million. Consequently, the total asset size of the Company is deemed to be USD 243.51 million which is more than the liabilities of USD 95 million (consisting of loan from Mahindra & Mahindra Limited) resulting into a comfortable safety margin of USD 148.51 million. The Company would therefore be able to repay all its liabilities should the need arise.

Investments in associates

The directors have assessed the level of influence that the Company has on CIE Automotive S.A and The East India Company Group Limited and determined that the Company has significant influence even though the shareholdings are below 20% due to the representations on the board of directors and participations in policy-making processes. Consequently, these investments have been classified as associates.

Estimation uncertainty

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may be substantially different.

Impairment of investments in associates and subsidiaries.

In assessing impairment, management estimates the recoverable amount of each asset based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate. The directors have assessed the recoverable amount of the investments and confirmed that the carrying amounts have not suffered any impairment in value at the reporting date.

Impairment losses on financial assets

The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting date.

Fair value of unquoted investments

The Company holds investments that are not quoted on active markets. Fair values of such investments are determined using management's assessment including third party transaction values, earnings, net asset value or discounted cash flow, whichever, is considered to be appropriate. Changes in assumptions about these factors and the method adopted could affect the reported fair values of the financial instruments.

5. FINANCIAL INSTRUMENTS RISK

Risk management objectives and policies

The Company is exposed to various risks in relation to its financial instruments. The main types of risks are market risk, credit risk and liquidity risk.

The Company's financial assets and financial liabilities by category are summarised below.

	2026 USD	**2026 INR (Note 1)**	2025 USD	2025 INR (Note 1)
Financial assets				
Non-current				
Financial assets at fair value through other comprehensive income:				
Investments in quoted and unquoted securities	**2,430,624**	**228,952,628**	21,244,103	2,001,088,282
	2,430,624	**228,952,628**	21,244,103	2,001,088,282
Current				
Financial assets measured at amortised cost:				
Other receivables	**2,752,830**	**259,302,821**	2,729,027	257,060,699
Cash and cash equivalents	**22,640,662**	**2,132,637,157**	6,989,287	658,355,889
	25,393,492	**2,391,939,978**	9,718,314	915,416,588
Total financial assets	**27,824,116**	**2,620,892,606**	30,962,417	2,916,504,870
Financial liabilities				
Financial liabilities measured at amortised cost:				
Non-current				
Borrowings	**95,006,062**	**8,949,096,010**	239,189,843	22,530,487,261
Current				
Accruals	**46,193**	**4,351,149**	61,884	5,829,164
	95,052,255	**8,953,447,159**	239,251,727	22,536,316,425
Total financial liabilities	**95,052,255**	**8,953,447,159**	239,251,727	22,536,316,425

The Company's risks are managed by its Board of Directors and the focus is on securing the Company's short to medium term cash flows by minimising the exposure to financial risks. The Company's investments are managed to generate lasting returns.

The Company does not actively engage in the trading of financial assets and derivatives for speculative purposes. The most significant financial risks to which the Company is exposed to are described below.

(a) Market risk analysis

Market risk is specifically comprised of currency risk and interest rate risk, which result from both its operating and investing activities. The Company is exposed to market risk through its use of financial instruments.

(i) Foreign currency sensitivity

Foreign currency risk, as defined in IFRS 7: *Financial Instruments: Disclosures*, arises as the value of future transactions, recognised monetary assets and monetary liabilities denominated in other currencies fluctuate due to changes in foreign exchange rates.

The currency profile of the Company's financial assets and financial liabilities is as follows:

	Financial assets 2026	**Financial liabilities 2026**	Financial assets 2025	Financial liabilities 2025
	USD	**USD**	USD	USD
United States Dollar (USD)	**21,738,174**	**95,050,946**	4,726,258	239,250,436
Euro (EUR)	**2,732,179**	**1,155**	22,879,610	–
South African Rand (ZAR)	**664,766**	**–**	664,766	–
Indian Rupee (INR)	**274**	**154**	14,578	1,291
Great British Pounds (GBP)	**2,688,723**	**–**	2,677,205	–
	27,824,116	**95,052,255**	30,962,417	239,251,727

	Financial assets 2026	**Financial liabilities 2026**	Financial assets 2025	Financial liabilities 2025
	INR (Note 1)	**INR (Note 1)**	INR (Note 1)	INR (Note 1)
United States Dollar (USD)	**2,047,627,300**	**8,953,323,858**	445,189,872	22,536,194,819
Euro (EUR)	**257,357,601**	**108,795**	2,155,144,865	–
South African Rand (ZAR)	**62,617,633**	**–**	62,617,633	–
Indian Rupee (INR)	**25,809**	**14,506**	1,373,175	121,606
Great British Pounds (GBP)	**253,264,263**	**–**	252,179,325	–
	2,620,892,606	**8,953,447,159**	2,916,504,870	22,536,316,425

The Company's transactions are carried out in the United States Dollar (USD), Euro (EUR), South African Rand (ZAR), Indian Rupee (INR) and Great British Pounds (GBP). Consequently, the Company is exposed to foreign currency risk on its financial liabilities and financial assets denominated in EUR, ZAR, INR and GBP.

The table below illustrates the sensitivity of profit and equity in regard to the Company's financial instruments and the USD/EUR, USD/ZAR, USD/INR and USD/GBP exchange rates "all other things being equal".

It assumes the following percentage changes in the exchange rates:

	2026 % change	2025 % change
EUR	**6%**	–
ZAR	**7%**	3%
INR	**10%**	2%
GBP	**2%**	2%

These percentages have been determined based on the average market volatility in exchange rates in the previous 12 months. The sensitivity analysis is based on the Company's foreign currency financial instruments held at each reporting date.

If the foreign currencies had strengthened by the above percentages, then this would have the following impact on loss and equity:

	Profit and Equity 2026		Profit and Equity 2025	
	USD	**INR (Note 1)**	USD	INR (Note 1)
EUR	**163,861**	**15,434,928**	–	–
ZAR	**46,534**	**4,383,234**	19,943	1,878,531
INR	**12**	**1,130**	292	27,505
GBP	**53,774**	**5,065,242**	53,544	5,043,577

If the foreign currencies had weakened by the above percentages, then this would have the same reverse impact on loss and equity.

(ii) Interest rate sensitivity

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company has interest bearing financial assets and liabilities in the form of loan and borrowings.

The Company is not exposed to changes in market interest rates on its interest-bearing financial liabilities since they have fixed interest rates.

The Company is only exposed to changes in market interest rate on its financial assets bearing variable interest rate as follows:

Loan to Mahindra Racing UK Limited("MRUL")

During the year ended 31 March 2026, the Company provide an Inter Corporate Deposit of GBP 2 million (equivalent to USD 2,640,299) to MRUL. The loan carries interest at Sterling Overnight Index Average ("SONIA") +190 basis points and is receivable within one year.

Loan to Erkunt Sanayi A.S.

During the year ended 31 March 2026, the Company provide an Inter Corporate Deposit of TL 1,200,000,000 (equivalent to USD 26,981,050) to Erkunt Sanayi A.S. which bear interest at a rate of 3.70% (6 months term Secured Overnight Financing rate (SOFR) + 4% p.a.) and is receivable within a period of 3 years. During the year ended 31 March 2026, the directors has fully impaired this amount.

Interest rate sensitivity analysis

The following table illustrates the sensitivity of loss and equity to reasonably possible changes in interest rates of +/- 1% for the years ended 31 March 2026 and 31 March 2025. These changes are considered to be reasonably possible based on observation of current market conditions. The calculations are based on a change in the average market interest rates for each year, and the financial instruments held at each reporting date that are sensitive to changes in interest rates. All other variables are held constant.

The Company is only exposed to change in market interest rates on its financial assets bearing variable interest rate as follows:

A 1% increase in interest rate will have the following impact:

	Profit for the year	**Equity**
	USD	**USD**
At 31 March 2026	**(26,403)**	**(26,403)**
	Profit for the year	**Equity**
	USD	**USD**
At 31 March 2025	(25,900)	(25,900)

	Profit for the year	**Equity**
	INR	**INR**
At 31 March 2026	**(2,487,031)**	**(2,487,031)**
	Profit for the year	**Equity**
	INR	**INR**
At 31 March 2025	(2,439,651)	(2,439,651)

A 1% decrease in interest rate would have the reversed impact.

(iii) Other price sensitivity

The Company is exposed to other price risk in respect of its listed securities. The average volatility observed in the share prices during the year ended 31 March 2026 is shown in the table below:

Name of investee company	**% change in share price 2026**	% change in share price 2025
Zoomcar Holding, Inc.	**–**	5%
Global Dominion Access S.A	**–**	18%
Bird Rides Inc.	**–**	100%
REE Automotive	**77%**	–

	Other comprehensive income and equity		Other comprehensive income and equity	
	2026	**2026**	2025	2025
	USD	**INR**	USD	INR
Increase	**23,085**	**2,174,492**	5,794,560	545,818,579
Decrease	**(23,085)**	**(2,174,492)**	(5,794,560)	(545,818,579)

The listed securities were classified as financial assets at fair value through other comprehensive income and therefore no effect on profit was noted.

(b) Credit risk analysis

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations and arises principally from the Company's receivables from customers. The Company's exposure to credit risk is monitored by management on an ongoing basis. The Company limits its risk by carrying out transactions with related parties. The Company has significant concentration of credit risk as follows.

The Company's exposure to credit risk is limited to the carrying amount of financial assets recognised at the reporting date, as summarised below:

	2026	**2026**	2025	2025
	USD	**INR (Note 1)**	USD	INR (Note 1)
ASSETS				
Non-current				
Financial assets at fair value through other comprehensive income ("FVOCI")	**2,430,624**	**228,952,628**	21,244,103	2,001,088,282
	2,430,624	**228,952,628**	21,244,103	2,001,088,282
Current				
Other receivables	**2,752,830**	**259,302,821**	2,729,027	257,060,698
Cash and cash equivalents	**22,640,662**	**2,132,637,157**	6,989,287	658,355,890
	25,393,492	**2,391,939,978**	9,718,314	915,416,588
Total assets	**27,824,116**	**2,620,892,606**	30,962,417	2,916,504,870

The Company holds investments in both quoted and unquoted companies. The directors have made assessment on the fair value of these investments and recognised a fair value gain of **USD 6,689,421** (loss 2025: USD 4,506,739) in these separate financial statements.

The Company measures credit risk and ECL using probability of default, exposure at default and loss given default. Management considers both historical analysis and forward-looking information in determining any ECL.

The Company has provided an inter Corporate Deposit of GBP 2 million (equivalent to USD 2,640,299) to MRUL which bear interest at a rate of 3 month SONIA + 190 basis points and is receivable within one year. As at reporting date, an amount of USD 2,688,724 (INR 253,264,357), inclusive of interest receivable, was still receivable.

During the year ended 31 March 2026, the Company provide an Inter Corporate Deposit of TL 1,200,000,000 (equivalent to USD 26,981,050) to Erkunt Sanayi A.S. which bear interest at a rate of 3.70% and is receivable within a period of 3 years. Further, during the year ended 31 March 2026, the Company has also recognised an impairment loss of USD 26,981,050 on the same,

The other receivables consist mainly of an amount receivable from MURL amounting to USD 2 million. Management considers the probability of default of the counterparty to be close to zero since the holding company has guaranteed payment of this amount. Consequently, no loss allowance has been recognised based on 12-month ECL.

The credit risk for the bank balances and derivative financial instruments is considered negligible since the counterparties are reputable banks with high quality external credit ratings.

None of the Company's financial assets are secured by collateral or other credit enhancements.

(c) Liquidity risk analysis

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with financial liabilities. Prudent liquidity risk management implies maintaining sufficient cash and the availability of funding from the shareholder.

The Company's main cash inflows are in the form of dividend, interest on loans, proceeds from issue of shares and disposal of investments. The main cash outflows relate to repayment of loans and interest and capital investments.

The Company's liquidity risk is managed by securing credit facilities from financial institutions and also through shares issue. The Company also seeks financial support of its parent company where necessary.

The Company also manages its liquidity needs by carefully monitoring cash inflows and cash outflows due in day-to-day business as well as scheduled debt servicing payments for long-term financial liabilities.

At 31 March 2026, the Company has contractual maturities which are summarised below:

	Current		**Non-current**	
	Within 1 year	**Within 1 year**	**Over 1 year**	**Over 1 year**
	USD	**INR (Note 1)**	**USD**	**INR (Note 1)**
Borrowings	**–**	**–**	**95,006,062**	**8,949,096,010**
Accruals	**46,193**	**4,351,149**	**–**	**–**
Total	**46,193**	**4,351,149**	**95,006,062**	**8,949,096,010**

This compares to the maturity of the Company's financial liabilities in the previous reporting year as follows:

	Current		Non–current	
	Within 1 year	Within 1 year	Over 1 year	Over 1 year
	USD	INR (Note 1)	USD	INR (Note 1)
Borrowings	–	–	239,189,843	22,530,487,261
Accruals	61,884	5,829,164	–	–
Total	61,884	5,829,164	239,189,843	22,530,487,261

(d) Concentration risk analysis

The Company has invested in unlisted companies whose securities are considered to be illiquid. Such illiquidity may adversely affect the ability of the Company to acquire or dispose of such investments. These investments may be difficult to value and to sell or otherwise liquidate and the risk of investing in such companies is much greater than the risk of investing in publicly traded securities. On account of the inherent uncertainty of valuation, the estimated values may differ significantly from the values that would be used had a ready market for the investments existed. However the directors consider these investments to be strategic and the concentration risk is manageable.

6. FAIR VALUE MEASUREMENT

6.1 Fair value measurement of financial instruments

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly; and
- Level 3: unobservable inputs for the asset or liability.

The following table shows the Levels within which the hierarchy of financial assets measured at fair value on a recurring basis at 31 March 2026.

Level 1

	Level 1	**Level 2**	**Level 3**	**Total**
	USD	**USD**	**USD**	**USD**
Financial assets				
Investments at fair value through other comprehensive income	**30,620**	**–**	**2,400,004**	**2,430,624**

	Level 1	**Level 2**	**Level 3**	**Total**
	INR	**INR**	**INR**	**INR**
Financial assets				
Investments at fair value through other comprehensive income	**2,884,251**	**–**	**226,068,377**	**228,952,628**

The following table shows the Levels within which the hierarchy of financial assets measured at fair value on a recurring basis at 31 March 2025:

Level 1

	Level 1	Level 2	Level 3	Total
	USD	USD	USD	USD
Financial assets				
Investments at fair value through other comprehensive income	18,844,099	–	2,400,004	21,244,103

	Level 1	Level 2	Level 3	Total
	INR	INR	INR	INR
Financial assets				
Investments at fair value through other comprehensive income	1,775,019,905	–	226,068,377	2,001,088,282

There were no transfers between Level 1 and Level 2 during the year ended 31 March 2026 and 31 March 2025.

The method used for the purpose of measuring fair values of securities are detailed below:

Quoted company (Level 1)

The listed equity shares are denominated in EURO and USD and are publicly traded on Bolsa de Madrid, New York Stock Exchange and Nasdaq Stock Market. The fair value has been determined by reference to their respective quoted closing prices at the reporting date.

Unquoted company (Level 3)

The fair value of the investment in the unquoted company is determined using management's assessment including third party transaction values, earnings, net asset value or discounted cash flow, whichever, is considered to be appropriate.

Level 3- Fair value measurement

The reconciliation of the carrying amount of financial assets classified within level 3 is as follows:

	2026	**2026**	2025	2025
	USD	**INR**	USD	INR
At 01 April	**2,400,004**	**226,068,377**	2,400,004	226,068,377
Fair value adjustments	**–**	**–**	–	–
At 31 March	**2,400,004**	**226,068,377**	2,400,004	226,068,377

6.2 Fair value measurement of financial instruments not carried at fair value

The Company's other financial assets and liabilities are measured at their carrying amounts, which approximate their fair values.

6.3 Fair value measurement of non-financial assets and non-financial liabilities

The Company's non-financial assets consist of investments in associates, investments in subsidiaries and prepayments. For these non-financial instruments, fair value measurement is not applicable since these are not measured at fair value on a recurring or non-recurring basis in the statement of financial position. At the reporting date, the Company did not have any non-financial liabilities.

7. CAPITAL MANAGEMENT POLICIES AND PROCEDURES

The Company's objectives when managing capital are to safeguard its ability to continue as a going concern in order to provide returns to its member.

In order to maintain or adjust the capital structure, the Company may adjust the dividends paid to its member, buy back shares or issue new shares.

The Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital.

The details of the gearing ratio are disclosed as follows:

	2026 USD	2026 INR (Note 1)	2025 USD	2025 INR (Note 1)
Total borrowings (i)	**95,006,062**	**8,949,096,010**	239,189,843	22,530,487,261
Less: cash and cash equivalents	**(22,640,662)**	**(2,132,637,157)**	(6,989,287)	(658,355,889)
Net debt	**72,365,400**	**6,816,458,853**	232,200,556	21,872,131,372
Total equity	**–**	**–**	–	–
Total capital	**72,365,400**	**6,816,458,853**	232,200,556	21,872,131,372
Gearing ratio (%) (ii)	**100%**	**100%**	100%	100%

(i) Borrowings are long term borrowings as detailed in Note 14.

(ii) The Company was fully geared (2025: 100%) at the reporting date and the directors consider that this level of gearing is necessary taking into account the Company's business activities.

8. TAXATION

(i) Income tax

The Company, has on 22 March 2021, obtained authorisation from the Financial Services Commission to act as an Authorised Company. The Finance (Miscellaneous Provisions) Act 2018 amended the Financial Services Act 2007 to introduce a new type of licence, the "Authorised Company". An Authorised Company is required to have its place of effective management outside of Mauritius. Accordingly, under this new regime, the Company has its control and management in India and it will be deemed to be non-resident for tax purposes in Mauritius. By being non-resident for tax purposes in Mauritius, it will not be subject to tax on its foreign income. On the other hand, the Company will be liable to tax in Mauritius on any local-source income. Furthermore, an Authorised Company is required to file a return of income to the Mauritius Revenue Authority within six months of its accounting year end.

Tax expense recognised in profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Deferred income taxes are calculated using the balance sheet liability method.

At 31 March 2026, the Company have a current tax liability of **USD 75,915** with the Mauritius Tax authority.

Statement of profit or loss and other comprehensive income

	2026 USD	2026 INR (Note 1)	2025 USD	2025 INR (Note 1)
Tax refund during the year (Note 8(iii))	**18,936**	**1,783,677**	**37,351**	**3,518,278**
Tax expense during the year	**(75,915)**	**(7,150,813)**	–	–
Withholding tax (Note 8 (iii))	**(1,166,725)**	**(109,899,662)**	(1,496,916)	(141,002,003)
Tax expense	**(1,223,704)**	**(115,266,798)**	(1,459,565)	(137,483,725)

Movement in current tax liabilities:

	2026 USD	2026 INR (Note 1)	2025 USD	2025 INR (Note 1)
At 01 April	**–**	**–**	**–**	**–**
Provision for tax	**(94,851)**	**(8,934,490)**	(37,351)	(3,518,277)
Tax refund during the year	**18,936**	**1,783,677**	37,351	3,518,277
At 31 Mar	**(75,915)**	**(7,150,813)**	–	–

(ii) Income tax reconciliation

The income tax on the Company's profit before tax differs from the theoretical amount that would arise using the effective tax rate of the Company as follows:

	2026 USD	2026 INR (Note 1)	2025 USD	2025 INR (Note 1)
Profit before tax	**67,189,630**	**6,328,927,198**	1,928,216	181,628,306
Tax calculated at the rate of 15%	**10,078,444**	**949,339,034**	289,232	27,244,208
Items outside taxation scope	**(20,075,422)**	**(1,891,004,375)**	(2,608,523)	(245,709,824)
Non-allowable expenses	**10,045,825**	**946,266,486**	2,319,214	218,458,363
Partly disallowed expenses	**18,349**	**1,728,384**	–	–
Tax loss b/f	**(212)**	**(19,969)**	–	–
Deferred tax not recognised	**–**	**–**	77	7,253
Tax expense	**66,984**	**6,309,560**	–	–
Add: CCR levy	**8,931**	**841,253**	–	–
Tax expense for the year	**75,915**	**7,150,813**	–	–

(iii) Withholding tax

	2026 USD	2026 INR (Note 1)	2025 USD	2025 INR (Note 1)
Withholding tax	**1,166,725**	**109,899,662**	1,496,916	141,002,003
	1,166,725	**109,899,662**	1,496,916	141,002,003

During the year ended 31 March 2026, withholding tax was charged on dividend income amounting to **USD 1,166,725** from CIE Automotive S.A and Global Dominion S.A, both quoted companies incorporated in Spain. Additionally, an amount of **USD 18,936** was refunded in respect of withholding tax on dividend income made in prior years.

(iv) Tax residency and Place of Effective Management ("PoEM")

During the year, the Company has not paid any advance tax in India (2025: USD Nil) and would also submit tax returns in India for the said period by 30 September 2026.

(v) Corporate Climate Responsibility ("CCR")

The Company have chargeable income for the year ended 31 March 2026 and consequently is liable to CCR amounting to USD 8,931 (2025: Nil).

(vi) Deferred tax

Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss or deductible temporary difference will be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Deferred tax liabilities are generally recognised in full, although IAS 12 'Income Taxes' specifies limited exemptions.

Deferred tax is calculated on all temporary differences under the liability method at the rate of 15%.

(vii) Qualified Domestic Minimum Top-Up Tax (QDMTT)

Mauritius has, through the Finance Act 2025, enacted the Qualified Domestic Minimum Top-Up Tax ("QDMTT"), effective as from the year of assessment beginning on or after 01 July 2025.

QDMTT is part of the OECD's Pillar Two Framework whereby its implementation for Mauritius ensures that large Multinational Enterprise groups ("MNE") are subject to a minimum of 15% Effective Tax Rate ("ETR") on profits generated in Mauritius. A domestic top-up tax will be applied to in-scope MNEs having an ETR of less than 15% on a jurisdictional basis. Substance-based carve-outs are available such as payroll costs and tangible business assets and other such costs or incentives as may be prescribed that would exclude profits linked to substance from the calculation of the top-up tax.

The QDMTT applies to resident entities that are part of an MNE group with consolidated annual turnover of at least EUR 750 million in two or more of the four fiscal years preceding the year in question. However, certain entities are excluded, including governmental entities, international organisations, non-profit organisations, pension funds, investment funds, insurance investment entities, real estate investment vehicles and other prescribed entities.

For the year under review, the Company does not meet the relevant requirement for QDMTT.

9. INVESTMENTS IN ASSOCIATES

	2026	2026	2025	2025
	USD	**INR (Note 1)**	USD	INR (Note 1)
(i) At carrying amount:				
Balance at 01 April	**78,400,645**	**7,384,948,756**	78,400,645	7,384,948,756
Disposals during the year	**(166,662,355)**	**(15,698,760,530)**	–	–
Realised gain on disposal of investments	**123,344,198**	**11,618,406,731**	–	–
Balance at 31 March	**35,082,488**	**3,304,594,957**	78,400,645	7,384,948,756

(ii) Details pertaining to the investments are as follows:

Name of investee companies	Class of shares	Country of incorporation	% holding	Carrying amount 2026	Carrying amount 2025
				USD	USD
CIE Automotive S.A.	Equity shares	Spain	3.58%	**35,082,488**	78,400,645
The East India Company Group Limited (Note 9 (vii))	Equity shares	Jersey	18.62%	**15,893,176**	15,893,176
The East India Company Gin (BVI) Limited (Note 9 (vii))	Equity shares	British Virgin Islands	20%	**4,000**	4,000
The East India Company Gin Ltd (Note 9 (iv) & (vii))	Equity shares	The Republic of Singapore	–	**–**	25,992
Accumulated impairment				**(15,897,176)**	(15,923,168)
Total				**35,082,488**	78,400,645

(iii) The Company exercises significant influence with its 20% stake in The East India Company Gin (BVI) Limited. For the remaining investee companies, although the Company has less than 20% shareholdings in these companies, the directors assessed the level of influence that the Company had on them and determined that it has significant influence over these investee companies through its representation on the board of directors and participations in policy-making processes. Consequently, these investments have been classified as associates and accounted at cost in these separate financial statements.

(iv) During the year ended 31 March 2026, the Company disposed of its entire holding in The East India Company Gin Ltd.

(v) At 31 March 2026, the investment in CIE Automotive S.A. had a fair value of USD 132,093,508 based on the closing market price listed on the Madrid Stock Exchange (Bolsa de Madrid), Spain.

(vi) During the year ended 31 March 2026, the directors have assessed the recoverable amounts of the investments in associates and confirm that the carrying amount of these investments have not suffered any impairment.

(vii) The above companies are considered to be associates in accordance with IAS 28, *Investments in Associates and Joint Ventures*. Consequently, as required by IAS 28, the Company should adopt the equity method for these investments. However, these investments have not been equity accounted in these separate financial statements.

10. INVESTMENTS IN SUBSIDIARIES

	2026	2026	2025	2025
	USD	**INR (Note 1)**	USD	INR (Note 1)
Non-current				
Investments in subsidiaries	**83,622,201**	**7,876,793,223**	76,134,240	7,171,464,737

	2026	2026	2025	2025
	USD	**INR (Note 1)**	USD	INR (Note 1)
Unquoted and at carrying amount				
Balance at 01 April	**76,134,240**	**7,171,464,737**	79,978,100	7,533,537,130
Additions during the year (Note 10 (ii))	**36,837,644**	**3,469,921,877**	2,927,740	275,778,469
Disposals during the year (Note 10 (iii))	**(1,628,160)**	**(153,364,531)**	(14,288,076)	(1,345,865,319)
Realised gain on disposal of investment	**1,628,160**	**153,364,531**	7,516,476	708,014,457
Impairment of investments (Note 10 (iv))	**(29,349,683)**	**(2,764,593,391)**	–	–
Balance at 31 March	**83,622,201**	**7,876,793,223**	76,134,240	7,171,464,737

(i) Details pertaining to the investments are as follows:

Name of investee companies	Country of incorporation	% holding	Carrying amount 2026	Carrying amount 2025
			USD	USD
Equity shares				
Mahindra Europe S.r.l	Republic of Italy	100%	**4,136,635**	4,136,635
Mahindra Racing UK Limited	United Kingdom	100%	**1,587,119**	33,700
Mahindra Automotive North America, Inc	United States of America	100%	**199,743,430**	194,343,430
Erkunt Sanayi A.S.	Turkey	75.03%	**43,165,990**	30,384,793
Erkunt Traktor Sanayii A.S.	Turkey	100%	**120,012,958**	102,943,630
Mahindra South East Asia	Thailand	100%	**2,927,740**	2,927,740

Name of investee companies	Country of incorporation	% holding	Carrying amount 2026	Carrying amount 2025
			USD	USD
Accumulated impairment losses (Note 10(iv))	Thailand		**(287,951,671)**	(258,635,688)
Total			**83,622,201**	76,134,240

(ii) During the year under review 31 March 2026, the Company invested in 844,414,166 shares of Erkunt Sanayi A.S equivalent to USD 12,781,197 (INR: 1,203,924,851), 1,300,000 shares of Erkunt Traktor Sanayii A.S equivalent to USD 17,069,328 (INR: 1,607,845,351), 216,000 shares of Mahindra Automotive North America, Inc equivalent to USD 5,400,000 and 20,000 shares of Mahindra Racing UK Limited equivalent to USD 1,587,119 (INR: 149,498,675).

(iii) During the year under review 31 March 2026, the Company has disposed of 20,000 shares of Mahindra Racing UK Limited equivalent to USD 1,628,160 (INR: 153,364,531). Consequently, a realised gain on disposal of USD 1,628,160 (INR: 153,364,531) was accounted in these separate financial statements.

(iv) The directors have assessed the recoverable amounts of the investments in subsidiaries and concluded that these investments have suffered impairment of USD 29,349,683 during the year ended 31 March 2026 (2025: Impairment of USD Nil)

(v) The disposal of the following investment is subject to restriction, as more fully defined in its respective Agreement:

Name of investee companies	Restrictions on disposal of shares
Mahindra Europe S.r.l.	As detailed in the Credit Agreement with EXIM Bank and prior approval of Unicredit Bank and San Paolo Bank have to be obtained before any disposal of shares held.

(vi) The above unquoted companies are considered to be subsidiaries in accordance with *IFRS 10, Consolidated Financial Statements.* Consequently, as required by IFRS 10, the Company should present consolidated financial statements. However, the Company has only prepared separate financial statements as it monitors the performance of its subsidiaries on an ongoing basis and their accounts are made available to the Company as and when required. The Company believes that consolidated information would add minimal value and also the costs of providing the information would exceed any benefits therefrom.

(vii) The proportions of the voting rights in the subsidiaries held directly by the Company do not differ from the proportion of ordinary shares held.

11. FINANCIAL ASSETS AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

	2026 USD	2026 INR (Note 1)	2025 USD	2025 INR (Note 1)
(i) Cost				
Balance at 01 April	**49,397,144**	**4,652,963,979**	49,397,144	4,652,963,979
Disposals during the year	**(34,386,175)**	**(3,239,005,753)**	-	-
Investment written off	**(6,832,339)**	**(643,572,172)**	-	-
Balance at 31 March	**8,178,630**	**770,386,054**	49,397,144	4,652,963,979
(ii) Fair value				
Balance at 01 April	**21,244,103**	**2,001,088,282**	25,750,842	2,425,600,562
Disposals during the year (Note 11(iii))	**(25,502,900)**	**(2,402,245,665)**	–	–
Fair value adjustment for the year	**6,689,421**	**630,110,011**	(4,506,739)	(424,512,280)
Balance at 31 March	**2,430,624**	**228,952,628**	21,244,103	2,001,088,282
(iii) Fair value reserves				
At beginning of the year	**(28,153,041)**	**(2,651,875,697)**	(23,646,302)	(2,227,363,417)
Fair value adjustment for the year	**6,689,421**	**630,110,011**	(4,506,739)	(424,512,280)
Reclassified to accumulated losses:				
-Investment written off (Note 11 (iv))	**6,832,339**	**643,572,172**	–	–
-Disposal of investment (Note 11 (iii))	**8,883,275**	**836,760,088**	–	–
At end of year	**(5,748,006)**	**(541,433,426)**	(28,153,041)	(2,651,875,697)

(ii) Details pertaining to the investments are as follows:

Name of investee companies	Country of incorporation	% holding	2026	2025
			USD	USD
Equity shares				
Mahindra Do Brasil Industrial, Ltd	Brazil	0.10%	**20,000**	20,000
Preference shares/common Stock				
Cleartrip Inc	Cayman Islands	0.74%	**–**	**–**
Cloudleaf, Inc. – Series A Preferred Stock	United States of America	15.13%	**2,030,479**	2,030,479
Cloudleaf, Inc. – Series B Preferred Stock	United States of America	8.31%	**2,389,132**	2,389,132
Avaamo, Inc	United States of America	5.06%	**2,999,998**	2,999,998
Medixine OY	Finland	**1.3%**	**239,020**	239,020
Global Dominion Access S.A (Note 11(vi))	Spain	–	**–**	34,386,175
Bird Rides Inc. Series D-1 Preferred Stock (Note 11(viii))	United States of America	–	**–**	6,832,339
Prana Holdings, Inc (initially acquired at a cost of USD 1,441,607)	United States of America	3.7%	**–**	–
REE Automotive	Israel	–	**500,000**	500,000
Zoomcar Holding, Inc.	United States of America	**0.22%**	**–**	–

Name of investee companies	Country of incorporation	% holding	2026	2025
			USD	USD
Other				
Chartoff – Tempest Productions, LLC	–	–	**1**	1
Fair value reserves			**(5,748,006)**	(28,153,041)
Fair value at 31 March			**2,430,624**	21,244,103

(iii) During the year ended 31 March 2026, the Company sold its entire holding of 6,301,957 in Global Dominion Access S.A for USD 25,502,900 (INR: 2,402,245,665). Consequently, an amount of USD 8,883,275 representing fair value reserve on this investment was transferred to accumulated losses.

(iv) During the year under review, investment in Bird Rides, Inc. was written off in these financial statements since the investee company has already wound up. Consequently, an amount of USD 6,832,339 was transferred to accumulated losses.

12. CASH AND CASH EQUIVALENTS

Cash and cash equivalents consist of the following:

	2026	2026	2025	2025
	USD	**INR (Note 1)**	USD	INR (Note 1)
Cash at bank:				
– USD	**20,993,084**	**1,977,443,548**	4,541,431	427,780,093
– ZAR.....	**664,766**	**62,617,633**	664,766	62,617,633
– EUR	**279,719**	**26,348,131**	1,768,512	166,584,988
– INR.....	**274**	**25,809**	14,578	1,373,175
Short term deposits (Note 12 (i))....	**702,819**	**66,202,036**	–	–
	22,640,662	**2,132,637,157**	6,989,287	658,355,889

(i) The term deposit has been made with HSBC Bank Limited for a period of 90 days. The interest is calculated on a simple interest basis at 3.5%, and the maturity amount will be payable on the maturity date. The term deposit is governed by the terms and conditions agreed upon at the time of deposit, with the interest rate remaining fixed for the duration of the term.

13. STATED CAPITAL

The Company has issued shares to Mahindra & Mahindra Ltd as follows:

	2026		2025	
	No. of Shares	**USD**	No. of Shares	USD
Issued and fully paid:				
868,028,241 (2025: 687,472,686) shares of no par value	**868,028,241**	**472,809,209**	687,472,686	440,309,209

(i) The movement in stated capital was as follows:

	2026	2026	2025	2025
	USD	**INR (Note 1)**	USD	INR (Note 1)
At 01 April	**440,309,209**	**41,474,925,942**	440,309,209	41,474,925,942
Issued during the year	**32,500,000**	**3,061,337,500**	–	–
At 31 March	**472,809,209**	**44,536,263,442**	**440,309,209**	**41,474,925,942**

During the year ended 31 March 2026, 180,555,555 shares of no par value were issued for a total consideration of USD 32,500,000.

(ii) In accordance with the Company's Constitution, the main rights and obligations attached to the ordinary shares are as follows:

- confer to its holder the rights to attend and exercise one vote at meetings of members generally and class meetings of the ordinary shares;
- have a right to receive any dividend or distribution; and
- be entitled, on a winding up, to share in the assets of the Company available for distribution.

14. BORROWINGS

	2026	2026	2025	2025
	USD	**INR (Note 1)**	USD	INR (Note 1)
Non-current				
Loans from holding company (Note 14 (ii))	**95,006,062**	**8,949,096,010**	239,189,843	22,530,487,261
Total	**95,006,062**	**8,949,096,010**	239,189,843	22,530,487,261

(i) The movements during the year on the borrowings was as follows:

	2026	2026	2025	2025
	USD	**INR (Note 1)**	USD	INR (Note 1)
Balance at 01 April	**239,189,843**	**22,530,487,261**	242,995,461	22,888,957,449
Loans repaid during the year:				
Bank of America, N.A	**(3,700,000)**	**(348,521,500)**	(214,304,771)	(20,186,437,904)
Société Générale	**–**	**–**	(41,769,630)	(3,934,490,298)
Mahindra & Mahindra Limited (Note 14(ii))	**(147,000,000)**	**(13,846,665,000)**	(240,000,000)	(22,606,800,000)
Loans received during the year:				
Bank of America, N.A (Note 14 (iii) (a))	**3,700,000**	**348,521,500**	214,304,771	20,186,437,904
Société Générale (Note 14(iii) (b))	**–**	**–**	41,769,630	3,934,490,298
Mahindra & Mahindra Limited (Note 14(ii))	**–**	**–**	237,000,000	22,324,215,000
Interest expense	**10,315,356**	**971,654,958**	15,275,998	1,438,922,631
Interest payments	**(7,499,137)**	**(706,381,209)**	(16,081,616)	(1,514,807,819)
Balance at 31 March	**95,006,062**	**8,949,096,010**	239,189,843	22,530,487,261

(ii) During the year ended 31 March 2026, an amount of USD 147,000,000 was repaid, along with its interest payable, out of the total loan of USD 237,000,000 previously disbursed by Mahindra & Mahindra Ltd. The remaining loan of USD 90,000,000 carries interest at a rate of one-year Secured Overnight Financial Rate ("SOFR") plus 1.25% per annum.

As at 31 March 2026, interest payable amounted to USD 5,006,062 (2025: USD 2,189,738) on the loan.

(iii) Summary of bank borrowings arrangements are as follows:

(a) Loan from Bank of America, N.A ("BOA")

During the year ended 31 March 2026, the Company entered into various short term borrowing facilities with Bank of America ("BOA") via which the Company borrowed **USD 3,700,000.** As at 31 March 2026, the Company has fully repaid the loans amounting to **USD 3,700,000,** including interest payables, towards BOA.

(b) Loan from Société Générale

During the year ended 31 March 2025, the Company entered into a Master Money Market Loan Agreement with Société Générale (the "Lender") via which the Company can borrow an aggregate amount not exceeding EUR 40 million from the Lender. As at 31 March 2025, the Company has fully repaid the loan along with their interest payables towards Société Générale.

15. OTHER RECEIVABLES

	2026	**2026**	2025	2025
	USD	**INR (Note 1)**	USD	INR (Note 1)
Loan receivable (Note 15(ii))	**2,688,723**	**253,264,263**	2,677,204	252,179,231
Receivable from the holding company (Note 15(i))	**12,284**	**1,157,091**	–	–
Prepayments	**18,915**	**1,781,699**	18,628	1,754,665
Deposit	**51,823**	**4,881,467**	51,823	4,881,467
	2,771,745	**261,084,520**	2,747,655	258,815,363

(i) Movements during the year are as follows:

	2026	**2026**	2025	2025
	USD	**INR (Note 1)**	USD	INR (Note 1)
Balance as at 01 April	**2,677,204**	**252,179,231**	–	–
Payment during the year	**(12,344,538)**	**(1,162,793,757)**	–	–
Additions during the year (Note 15(ii), (iii) & (iv))	**39,253,889**	**3,697,520,074**	2,590,038	243,968,630
Interest income during the year	**83,218**	**7,838,720**	87,166	8,210,601
Impairment during the year (Note15(iii))	**(26,981,050)**	**(2,541,480,005)**	–	–
Expenses paid on behalf of Mahindra & Mahindra	**12,284**	**1,157,091**	–	–
	2,701,007	**254,421,354**	2,677,204	252,179,231

(ii) Pursuant to board minute dated 23 September 2024, the Company provided an Inter Corporate Deposit of GBP 2 million (equivalent to USD 2,590,038) to MRUL which bear interest at a rate of 3 month SONIA + 190 basis points and is receivable within one year. During the year ended 31 March 2025,the loan along with its interest receivable was fully received by the Company

During the year ended 31 March 2026, the Company provide an Inter Corporate Deposit of GBP 2 million (equivalent to USD 2,640,299) to MRUL. The loan carries interest at Sterling Overnight Index Average ("SONIA") +190 basis points and is receivable within one year. During the year ended 31 March 2026, interest income amounted to USD 48,425 (INR 4,561,393) and was still receivable at the reporting date.

(iii) Pursuant to a written resolution of directors dated 30 June 2025, the Company provided a loan amounting to EUR 8,500,000 (equivalent to USD 9,632,540), to Mahindra Automative Mauritius Ltd. The loan carries an interest rate of 3.70% per annum amounting to USD 34,794 (2025: Nil). The loan amount was fully received during the year under review.

(iii) During the year ended 31 March 2026, the Company provide an Inter Corporate Deposit of TL 1,200,000,000 (equivalent to USD 26,981,050) to Erkunt Sanayi A.S. which bear interest at a rate of 3.70% and is receivable within a period of 3 years. Based on their assessment, management has recognised an expected credit loss allowance amounting to USD 26,981,050 in these financial statements based on a 12-month ECL.

(iv) It represents expenses paid on behalf of the holding company Mahindra and Mahindra Ltd and the amount is interest free, unsecured and repayable on demand.

(v) Management has assessed the recoverable amount of the other receivables and concluded that the probability of default of the counterparty to be close to zero since the holding company has guaranteed payment of this amount. Consequently, no loss allowance has been recognised based on 12-month ECL.

16. ACCRUALS

	2026	**2026**	2025	2025
	USD	**INR (Note 1)**	USD	INR (Note 1)
Professional fees	**34,193**	**3,220,810**	49,858	4,696,374
Administration fees	**12,000**	**1,130,339**	12,026	1,132,790
	46,193	**4,351,149**	61,884	5,829,164

17. FINANCE INCOME AND FINANCE COSTS

	2026	**2026**	2025	2025
	USD	**INR (Note 1)**	USD	INR (Note 1)
17.1 Finance income				
Interest income	**697,959**	**65,744,248**	87,166	8,210,601
Foreign exchange gains	**647,145**	**60,957,823**	112,781	10,623,407
	1,345,104	**126,702,071**	199,947	18,834,008

	2026	**2026**	2025	2025
	USD	**INR (Note 1)**	USD	INR (Note 1)
17.2 Finance costs				
Interest on borrowings (Note 14 (i))	**10,315,356**	**971,654,958**	15,275,997	1,438,922,537
Foreign exchange losses	**16,610**	**1,564,579**	295,298	27,815,596
	10,331,966	**973,219,537**	15,571,295	1,466,738,133

18. RELATED PARTY TRANSACTIONS

During the year ended 31 March 2026, the Company had transactions with its related parties. The nature, volume of transactions and balances with the related parties are as follows:

Nature of relationship	Nature of transaction	Volume of transactions	Debit/(credit) balances at 31 March 2026	Debit/(credit) balances at 31 March 2025
		USD	**USD**	USD
Subsidiary company	Loan receivable	**11,519**	**2,688,723**	2,677,204
Parent company	Receivable	**12,284**	**12,284**	–
	Loans payable	**(144,183,781)**	**95,006,062**	239,189,843

Nature of relationship	Nature of transaction	Volume of transactions	Debit/(credit) balances at 31 March 2026	Debit/(credit) balances at 31 March 2025
		INR (Note 1)	**INR (Note 1)**	INR (Note 1)
Subsidiary	Loan receivable	**1,085,032**	**253,264,263**	252,179,231
Parent company	Receivable	**1,157,091**	**1,157,091**	–
	Loans payable	**(13,581,391,251)**	**8,949,096,010**	22,530,487,261

The terms and conditions of the balance are stated in Note 14 and 15 to these separate financial statements.

19. RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Net debt reconciliation:

	2026	2025
Net debt	**USD**	USD
Borrowings:		
– Repayable after more than one year	**95,006,062**	239,189,843
	95,006,062	239,189,843

	Borrowings due after more than 1 year	**Borrowings due within 1 year**	**Total**
	USD	**USD**	**USD**
Net debt as at 01 April 2025	**239,189,843**	**–**	**239,189,843**
Cash flows:			
– Interest payments	**(7,499,137)**	**–**	**(7,499,137)**
– Repayment of loans	**(147,000,000)**	**–**	**(147,000,000)**
Non-cash:			
– Interest expense	**10,315,356**	**–**	**10,315,356**
Net debt as at 31 March 2026	**95,006,062**	**–**	**95,006,062**

	Borrowings due after more than 1 year	**Borrowings due within 1 year**	**Total**
	USD	**USD**	**USD**
Net debt as at 01 April 2024	–	242,995,461	242,995,461
Cash flows:			
– Proceeds from loans (net of transaction cost)	237,000,000	256,074,401	493,074,401
– Interest payments	–	(16,081,616)	(16,081,616)
– Repayment of loans	–	(496,074,400)	(496,074,400)
Non-cash:			
Interest expense	2,189,843	13,086,154	15,275,997
Net debt as at 31 March 2025	239,189,843	–	239,189,843

	2026	2025
Net debt	**USD**	USD
Borrowings:		
– Repayable after more than one year	**8,949,096,010**	22,530,487,261
	8,949,096,010	22,530,487,261

	Borrowings due after more than 1 year	**Borrowings due within 1 year**	**Total**
	INR (Note 1)	**INR (Note 1)**	**INR (Note 1)**
Net debt as at 01 April 2025	**22,530,487,261**	**–**	**22,530,487,261**
Cash flows:			
– Interest payments	**(706,381,209)**	**–**	**(706,381,209)**
– Repayment of loans	**(13,846,665,000)**	**–**	**(13,846,665,000)**
Non-cash:			
– Interest expense	**971,654,958**	**–**	**971,654,958**
Net debt as at 31 March 2026	**8,949,096,010**	**–**	**8,949,096,010**

	Borrowings due after more than 1 year	**Borrowings due within 1 year**	**Total**
	INR (Note 1)	**INR (Note 1)**	**INR (Note 1)**
Net debt as at 01 April 2024	–	22,888,957,449	22,888,957,449
Cash flows:			
– Proceeds from loans (net of transaction cost)	22,324,215,000	24,120,928,202	46,445,143,202
– Interest payments	–	(1,514,807,819)	(1,514,807,819)
– Repayment of loans	–	(46,727,728,108)	(46,727,728,108)
Non-cash:			
– Interest expense	206,272,261	1,232,650,276	1,438,922,537
Net debt as at 31 March 2025	22,530,487,261	–	22,530,487,261

20. GOING CONCERN

The separate financial statements have been prepared on the going concern basis which assumes that the Company will continue in operational existence for the foreseeable future. The validity of this assumption depends on the continued financial support of the shareholder.

The Company's accumulated losses amounted to **USD 415,565,738** as at 31 March 2026 (2025: USD 465,891,965) and a positive equity of **USD 51,495,465** as of that date (negative equity 2025: USD 53,735,797).

The directors have assessed that its investment in associate, stated at cost in these separate financial statements, has a higher fair value based on available quoted price. The fair value of this investment as at 31 March 2026 is more than the cost by USD 97.01 million. Consequently, the total asset size of the Company is deemed to be USD 243.51 million which is more than the liabilities of USD 95 million resulting into a comfortable safety margin of USD 148.51 million. The Company would therefore be able to repay all its liabilities should the need arise.

Furthermore, the directors are of the opinion that financial support from the shareholder will be forthcoming over the next twelve months. They, therefore, believe that it is appropriate for the financial statements to be prepared on the going concern basis.

21. EVENTS AFTER THE REPORTING DATE

Pursuant to board resolutions dated 10 April 2026 100% of Company's shareholding in Erkunt Sanayi A.S. (Foundry) has been disposed. In addition, the Company subscribed to 800,000 shares in Erkunt Traktor Sanayii A.S. for an amount of USD17,945,266.94 approved by the Board on 15 April 2026.

22. HOLDING COMPANY

The directors regard Mahindra & Mahindra Ltd, a quoted company on the National Stock Exchange of India, as the Company's holding company.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBER OF Mahindra Automotive Mauritius Ltd.

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying financial statements of **Mahindra Automotive Mauritius Ltd.,** the "Company", which comprise the statement of financial position as at 31 March 2026, and the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policy information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 March 2026 and of its financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB) and as modified by the exemption from consolidation in the Mauritius Companies Act 2001 for companies holding a Global Business Licence and in compliance with the requirements of the Mauritius Companies Act 2001.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (the "IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Matter

The supplementary information presented in Indian Rupee in the financial statements is solely for the convenience of the users of the financial statements. The supplementary information presented in Indian Rupee does not form part of the audited financial statements. We have therefore not audited the supplementary information and, accordingly, we do not express an opinion on this supplementary information. This paragraph has no impact on the audit opinion expressed in this auditors' report.

Information Other than the Financial Statements and Auditors' Report Thereon ("Other Information")

Management is responsible for the Other Information. The Other Information comprises the information included under Corporate Data and Commentary of the Directors sections, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the Other Information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the Other Information and, in doing so, consider whether the Other Information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this Other Information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation of the financial statements in accordance with IFRS Accounting Standards as issued by the IASB as modified by the exemption from consolidation in the Mauritius Companies Act 2001 for companies holding a Global Business Licence and in compliance with the requirements of the Mauritius Companies Act 2001, and for such internal control as management determines is necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Mauritius Companies Act 2001, we report as follows:

- we have no relationship with, or any interests in, the Company other than in our capacity as auditors;
- we have obtained all the information and explanations we have required; and
- in our opinion, proper accounting records have been kept by the Company as far as it appears from our examination of those records.

Use of this Report

Our report is made solely to the member of the Company as a body in accordance with Section 205 of the Mauritius Companies Act 2001. Our audit work has been undertaken so that we might state to the Company's member those matters we are required to state to it in an auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's member as a body, for our audit work, for this report, or for the opinion we have formed.

Grant Thornton
Chartered Accountants

K RAMCHURUN, FCCA
Licensed by FRC

Date: 15 April 2026
Ebene 72201, Republic of Mauritius

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH

	Notes	2026 EUR	2026 INR (Note 1)	2025 EUR	2025 INR (Note 1)
INCOME					
Interest income on bank deposits	14	**16,886**	**1,824,634**	–	–
EXPENDITURE					
Professional fees	11	**40,423**	**4,367,947**	30,396	3,284,471
Audit fees		**5,939**	**641,745**	4,774	515,859
Bank charges		**1,081**	**116,809**	375	40,521
Licence fees		**2,006**	**216,760**	2,155	232,861
Realised loss on foreign exchange		**477**	**51,543**	58	6,267
		49,926	**5,394,804**	37,758	4,079,979
OPERATING LOSS		**(33,040)**	**(3,570,170)**	(37,758)	(4,079,979)
Impairment of investment	10	**(19,200,000)**	**(2,074,675,200)**	(14,400,000)	(1,556,006,400)
Interest expense on borrowings	12	**(29,703)**	**(3,209,587)**	–	–
LOSS BEFORE TAX		**(19,262,743)**	**(2,081,454,957)**	(14,437,758)	(1,560,086,379)
Tax expense	8	**–**	**–**	–	–
LOSS FOR THE YEAR		**(19,262,743)**	**(2,081,454,957)**	(14,437,758)	(1,560,086,379)
OTHER COMPREHENSIVE INCOME:					
Items that will not be reclassified subsequently to profit or loss		**–**	**–**	–	–
Items that will be reclassified subsequently to profit or loss		**–**	**–**	–	–
OTHER COMPREHENSIVE INCOME FOR THE YEAR, NET OF TAX		**–**	**–**	–	–
TOTAL COMPREHENSIVE LOSS FOR THE YEAR		**(19,262,743)**	**(2,081,454,957)**	(14,437,758)	(1,560,086,379)

The notes form an integral part of these financial statements.

STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH

	Notes	2026	2026	2025	2025
		EUR	INR (Note 1)	EUR	INR (Note 1)
ASSETS					
Non-current					
Financial asset at fair value through profit or loss	9	**1**	**108**	1	108
Investments in subsidiary	10	**–**	**–**	–	–
Non-current assets		**1**	**108**	1	108
Current					
Prepayments		**2,594**	**280,297**	2,364	255,444
Cash and cash equivalents	14	**14,253,183**	**1,540,141,942**	18,092	1,954,949
Current assets		**14,255,777**	**1,540,422,239**	20,456	2,210,393
Total assets		**14,255,778**	**1,540,422,347**	20,457	2,210,501
EQUITY AND LIABILITIES					
Equity					
Stated capital	13	**285,205,001**	**30,818,111,588**	251,705,001	27,198,235,588
Accumulated losses		**(270,958,728)**	**(29,278,716,313)**	(251,695,985)	(27,197,261,356)
Total equity		**14,246,273**	**1,539,395,275**	9,016	974,232
Liabilities					
Current liabilities					
Other payables	9	**1**	**108**	1	108
Accruals		**9,504**	**1,026,964**	11,440	1,236,161
Total equity and liabilities		**14,255,778**	**1,540,422,347**	20,457	2,210,501

Approved by the Board of Directors on 13 April 2026 and signed on its behalf by:

Rathee Jugessur
Director

Varshinee Veerahoo
Director

The notes form an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH

	Stated capital	Accumulated losses	Total
	EUR	EUR	EUR
Balance at 01 April 2025	**251,705,001**	**(251,695,985)**	**9,016**
Issue of shares	**33,500,000**	**–**	**33,500,000**
Transactions with the shareholder	**33,500,000**	**–**	**33,500,000**
Loss for the year	**–**	**(19,262,743)**	**(19,262,743)**
Other comprehensive income	**–**	**–**	**–**
Total comprehensive loss for the year	**–**	**(19,262,743)**	**(19,262,743)**
At 31 March 2026	**285,205,001**	**(270,958,728)**	**14,246,273**
Balance at 01 April 2024	237,305,001	(237,258,227)	46,774
Issue of shares	14,400,000	–	14,400,000
Transactions with the shareholder	14,400,000	–	14,400,000
Loss for the year	–	(14,437,758)	(14,437,758)
Other comprehensive income	–	–	–
Total comprehensive loss for the year	–	(14,437,758)	(14,437,758)
At 31 March 2025	251,705,001	(251,695,985)	9,016

The notes form an integral part of these financial statements.

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH

	Stated capital	Accumulated losses	Total
	INR	INR	INR
Balance at 01 April 2025	**27,198,235,588**	**(27,197,261,356)**	**974,232**
Issue of shares	**3,619,876,000**	**–**	**3,619,876,000**
Transactions with the shareholder	**3,619,876,000**	**–**	**3,619,876,000**
Loss for the year	**–**	**(2,081,454,957)**	**(2,081,454,957)**
Other comprehensive income	**–**	**–**	**–**
Total comprehensive loss for the year	**–**	**(2,081,454,957)**	**(2,081,454,957)**
At 31 March 2026	**30,818,111,588**	**(29,278,716,313)**	**1,539,395,275**
Balance at 01 April 2024	25,642,229,188	(25,637,174,977)	5,054,211
Issue of shares	1,556,006,400	–	1,556,006,400
Transactions with the shareholder	1,556,006,400	–	1,556,006,400
Loss for the year	–	(1,560,086,379)	(1,560,086,379)
Other comprehensive income	–	–	–
Total comprehensive loss for the year	–	(1,560,086,379)	(1,560,086,379)
At 31 March 2025	27,198,235,588	(27,197,261,356)	974,232

The notes form an integral part of these financial statements.

STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH

	2026 EUR	2026 INR (Note 1)	2025 EUR	2025 INR (Note 1)
Operating activities				
Loss before tax	**(19,262,743)**	**(2,081,454,957)**	(14,437,758)	(1,560,086,379)
Adjustments for:				
Impairment of investment	**19,200,000**	**2,074,675,200**	14,400,000	1,556,006,400
Interest income on bank deposits	**(16,886)**	**(1,824,634)**	–	–
Interest expense on borrowings	**29,703**	**3,209,587**	–	–
	(49,926)	**(5,394,804)**	(37,758)	(4,079,979)
Changes in working capital:				
Change in prepayments	**(230)**	**(24,853)**	(280)	(30,256)
Change in accruals	**(1,936)**	**(209,197)**	1,240	133,990
Net cash used in operations	**(52,092)**	**(5,628,854)**	(36,798)	(3,976,245)
Investing activity				
Interest received	**16,886**	**1,824,634**	–	–
Investments in subsidiary	**(19,200,000)**	**(2,074,675,200)**	(14,400,000)	(1,556,006,400)
Net cash used in investing activities	**(19,183,114)**	**(2,072,850,566)**	(14,400,000)	(1,556,006,400)
Financing activity				
Proceeds from issue of shares	**33,500,000**	**3,619,876,000**	14,400,000	1,556,006,400
Interest paid	**(29,703)**	**(3,209,587)**	–	–
Net cash from financing activities	**33,470,297**	**3,616,666,413**	14,400,000	1,556,006,400
Net change in cash and cash equivalents	**14,235,091**	**1,538,186,993**	(36,798)	(3,976,245)
Cash and cash equivalents at beginning of the year	**18,092**	**1,954,949**	54,890	5,931,194
Cash at bank at end of the year	**14,253,183**	**1,540,141,942**	18,092	1,954,949
Cash and cash equivalents made up of:				
Cash at bank	**14,253,183**	**1,540,141,942**	18,092	1,954,949

The notes form an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. GENERAL INFORMATION AND STATEMENT OF COMPLIANCE WITH IFRS ACCOUNTING STANDARDS AS ISSUED BY THE INTERNATIONAL ACCOUNTING STANDARDS BOARD ("IASB")

Mahindra Automotive Mauritius Ltd. (the 'Company') was incorporated in the Republic of Mauritius under the Mauritius Companies Act 2001 on 27 August 2018 as a private company with liability limited by shares and holds a Global Business Licence ("GBL") issued by the Financial Services Commission ("FSC"). The Company's registered office is 6th Floor, Two Tribeca, Tribeca Central, Trianon 72261, Republic of Mauritius.

The principal activity of the Company is to hold investments.

The financial statements have been prepared in accordance with IFRS Accounting Standards as issued by the IASB and as modified by the exemption from consolidation in the requirements of the Mauritius Companies Act 2001 for companies holding a Global Business Licence.

Indian Rupee ("INR") amounts are included solely for convenience. These transactions should not be construed as representations that the EUR amounts actually represent or have been or could be converted into INR. As the amounts shown in INR are for convenience only, the rate of EUR 1 = INR 108.06 has been used for the purpose of presentation of the INR amounts in the accompanying financial statements for the year ended 31 March 2026.

2. ADOPTION OF NEW AND AMENDED STANDARDS

2.1 New and amended Standards that are effective for the current year

The following new and amended Standard is mandatory for the first time for the financial year beginning 01 April 2025:

IAS 21	Lack of Exchangeability (Amendments to IAS 21)

Management has assessed the impact of this revised amendment and concluded that it does not have an impact on these financial statements.

2.2 Standards, amendments and Interpretations to existing Standards that are not yet effective and have not been adopted early by the Company

At the date of authorisation of these financial statements, several new, but not yet effective, Standards, amendments to existing Standards and Interpretations have been published by the IASB. None of these Standards, amendments or Interpretations have been adopted early by the Company.

Management anticipates that all relevant pronouncements, will be adopted in the Company's accounting policies for the first period beginning on or after the effective date of the pronouncement. Information on new Standards, amendments to existing Standards and Interpretations is provided below:

IFRS 9 and IFRS 7	Amendments to the Classification and Measurements of Financial Instruments (Amendments to IFRS 9 and IFRS 7).
Various Standards	Annual Improvements to IFRS Accounting Standards – Volume 11.
IFRS 9 and IFRS 7	Contracts Referencing Nature-Dependent Electricity (Amendments to IFRS 9 and IFRS 7).
IFRS 18	Presentation and Disclosure in Financial Statements.
IFRS 19	Subsidiaries without Public Accountability Disclosure.
IFRS 19	Amendments to IFRS 19 'Subsidiaries without Public Accountability: Disclosures'
IFRS 19	IFRS for SMEs – third edition.
IAS 21	Translation to a Hyperinflationary Presentation Currency (Amendments to IAS 21).

Management has yet to assess the impact of the above Standards, amendments to existing Standards and Interpretation on the Company's financial statements.

3. MATERIAL ACCOUNTING POLICIES

3.1 Overall considerations

The financial statements have been prepared using the material accounting policies and measurement bases summarised below.

3.2 Expenses

All expenses are accounted for in the statement of comprehensive income on the accrual basis.

3.3 Revenue recognition

Interest income is recognised on the accrual basis using the effective interest method, unless collectability is in doubt.

3.4 Taxation

Tax expense recognised in the statement of comprehensive income comprises of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current income tax assets and/or liabilities comprise of those obligations to, or claims from, fiscal authorities relating to the current period, that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the financial statements.

Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting date.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases.

A 2% Corporate Climate Responsibility ('CCR') will be levied on chargeable income on companies with a turnover of MUR 50 million, aiming to fund climate change initiatives effective as from 01 July 2024. For the year under review, CCR was not applicable for the Company.

3.5 Financial instruments

Recognition and derecognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instruments.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

Classification and initial measurement of financial assets

Except for those trade receivables that do not contain a significant financing component and are measured at the transaction price in accordance with IFRS 15: *Revenue from Contracts with Customers*, all financial assets are initially measured at fair value adjusted for transaction costs where appropriate.

Financial assets, other than those designated and effective as hedging instruments, are classified into the following categories:

- amortised cost
- fair value through profit or loss (FVTPL)
- fair value through other comprehensive income (FVOCI)

In the current year, the Company does not have any financial assets categorised as FVOCI.

The classification is determined by both:

- the entity's business model for managing the financial asset; and
- the contractual cash flow characteristics of the financial asset.

All income and expenses relating to financial assets are recognised in the statement of comprehensive income.

Subsequent measurement of financial assets

Financial assets at FVTPLv

Financial assets that are held within a different business model other than 'hold to collect' or 'hold to collect and sell' are categorised at fair value through profit and loss. Further, irrespective of business model, financial assets where contractual cash flows are not solely payments of principal and interest are accounted for at FVTPL. All derivative financial instruments fall into this category, except for those designated and effective as hedging instruments, for which the hedge accounting requirements apply.

Assets in this category are measured at fair value with gains or losses recognised in profit or loss. The fair values of financial assets in this category are determined by reference to active market transactions or using a valuation technique where no active market exists.

The Company's financial assets at FVTPL consists of investment in Mahindra South East Asia Limited.

Financial assets at amortised cost

Financial assets are measured at amortised cost using the effective interest method if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Discounting is omitted where the effect of discounting is immaterial. The Company's cash and cash equivalents fall into this category of financial instruments.

Classification and subsequent measurement of financial liabilities

The Company's financial liabilities consist of accruals and other payables.

Financial liabilities are measured subsequently at amortised cost using the effective interest method.

Offsetting financial instruments

Financial assets and liabilities are offset and the net amount reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

3.6 Consolidated financial statements

The financial statements are separate financial statements which contain information about Mahindra Automotive Mauritius Ltd. as an individual company and do not contain consolidated financial information as the parent of a group.

The Company holds a Global Business Licence issued by the Financial Services Commission and has taken advantage of the exemption given in Section 12 of Part 1 of the Fourteenth Schedule of the Mauritius Companies Act 2001 from the requirement to prepare consolidated financial statements as it is a wholly-owned subsidiary of a quoted company incorporated in the Republic of India, Mahindra & Mahindra Limited.

3.7 Investments in subsidiary

A subsidiary is an entity over which the Company has control. The Company controls an entity when the Company is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

Investments in subsidiary is initially shown at cost. Where an indication of impairment exists, the recoverable amount of the investment is assessed. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference is charged to the statement of comprehensive income.

On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to the statement of comprehensive income.

3.8 Cash and cash equivalents

Cash and cash equivalents comprise of cash at bank, term deposit and cash in transit. Cash equivalents include short term, highly liquid investments maturing within 90 days from the date of acquisition that are readily convertible into known amounts of cash and which are subject to an insignificant risk of changes in value.

3.9 Equity

Stated capital is determined using the value of shares that have been issued.

Accumulated losses include all current and prior years' results as disclosed in the statement of comprehensive income.

3.10 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events, and it is probable that an outflow of resources will be required to settle the obligation and the amount can be estimated reliably.

Provisions are measured at the estimated expenditure required to settle the present obligation based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. The increase in the provision due to passage of time is recognised as interest expense in the statement of comprehensive income.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole.

3.11 Related parties

A related party is a person or company where that person or company has control or joint control of the reporting company; has significant influence over the reporting company; or is a member of the key management personnel of the reporting company or of a parent of the reporting company.

3.12 Foreign currency translation

Functional and presentation currency

The financial statements are presented in Euro ("EUR"), which is the Company's functional and presentation currency. The Company has also presented the financial statements in Indian Rupee ("INR") for the convenience of users of financial statements.

Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency of the Company using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the remeasurement of monetary items denominated in foreign currency at year-end exchange rates are recognised in the statement of comprehensive income.

Non-monetary items are not retranslated at year-end and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

3.13 Impairment of investment in subsidiary

At each reporting date, the Company reviews the carrying amounts of its assets to determine whether there is any indication that those assets have suffered any impairment loss. When an indication of impairment loss exists, the carrying amount of the asset is assessed and written down to its recoverable amount.

3.14 Comparatives

Where necessary, comparatives figures have been adjusted to conform with changes in presentation in the current year.

4. SIGNIFICANT MANAGEMENT JUDGEMENT IN APPLYING ACCOUNTING POLICIES AND ESTIMATION UNCERTAINTY

When preparing the financial statements, management undertakes a number of judgements, estimates and assumptions about the recognition and measurement of assets, liabilities, income and expenses.

Significant management judgements

The following are the significant management judgements in applying the accounting policies of the Company that have the most significant effect on the financial statements.

Determination of functional currency

The determination of the functional currency of the Company is critical since recording of transactions and exchange differences arising therefrom are dependent on the functional currency selected. The directors have considered those factors and have determined that the functional currency of the Company is the EUR.

Recognition of deferred tax assets

The extent to which deferred tax assets can be recognised is based on an assessment of the probability of the Company's future taxable income against which the deferred tax assets can be utilised. In addition, significant judgement is required in assessing the impact of any legal or economic limits or uncertainties in various tax jurisdictions.

Going concern assumption

The directors have exercised significant judgement in assessing that the preparation of these financial statements on a going concern basis is appropriate. In making this assessment, the directors have considered the Company's future business projects, future cash flows and future profitability.

Estimation uncertainty

Information about estimates and assumptions that have the most significant effect on recognition and measurement of assets, liabilities, income and expenses is provided below. Actual results may be substantially different.

Impairment of investments in subsidiary

In assessing impairment, management estimates the recoverable amount of each asset based on expected future cash flows and uses an interest rate to discount them. Estimation uncertainty relates to assumptions about future operating results and the determination of a suitable discount rate. The directors have assessed the recoverable amount of the investments and confirmed that the investments in subsidiary has been fully impaired at the reporting date.

5. FINANCIAL INSTRUMENTS RISK

Risk management objectives and policies

The Company is exposed to various risks in relation to its financial instruments. The main types of risks are market risk, credit risk and liquidity risk.

The Company's financial assets and financial liabilities by category are summarised below.

	2026	**2026**	2025	2025
	EUR	**INR**	EUR	INR
ASSETS		**(Note 1)**		(Note 1)
Non-current asset				
Financial asset at fair value through profit or loss	**1**	**108**	1	108
Current				
Cash and cash equivalents	**14,253,183**	**1,540,141,942**	18,092	1,954,949
Total financial asset	**14,253,184**	**1,540,142,050**	18,093	1,955,057
Financial liabilities at amortised cost:				
Current				
Other payables	**1**	**108**	1	108
Accruals	**9,504**	**1,026,964**	11,440	1,236,161
Total financial liabilities	**9,505**	**1,027,072**	11,441	1,236,269

The Board of Directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The Company's risk management policies are established to identify and analyse the risks faced by the Company to set appropriate measures and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and in the Company's activities.

The Company does not actively engage in the trading of financial assets and derivatives for speculative purposes. The most significant financial risks to which the Company is exposed to are described as follows:

5.1 Market risk analysis

The Company is exposed to market risk through its use of financial instruments. Market risk is comprised specifically of currency risk and interest rate risk, which result from both its operating and investing activities.

(i) Foreign currency sensitivity

Foreign currency risk arises when the fair value or future cash flows of a financial instrument fluctuate because of changes in foreign exchange rates.

The Company's financial assets and financial liabilities are not exposed to any foreign currency risk as these are principally denominated in the EURO ("EUR").

(ii) Interest rate sensitivity

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

The Company does not have interest bearing financial asset and financial liabilities and it is therefore not exposed to interest rate on its financial instruments.

5.2 Credit risk analysis

Credit risk is the risk that counterparty fails to discharge an obligation to the Company.

The Company's maximum exposure to credit risk is limited to the carrying amount of financial asset recognised at the reporting date, as summarised below:

	2026	**2026**	2025	2025
	EUR	**INR (Note 1)**	EUR	INR (Note 1)
ASSET				
Non-current asset				
Financial asset at fair value through profit or loss	**1**	**108**	1	108
Current asset				
Cash and cash equivalents	**14,253,183**	**1,540,141,942**	18,092	1,954,949
Total financial assets	**14,253,184**	**1,540,142,050**	18,093	1,955,057

As at 31 March 2026, the Company holds an investment in unquoted company incorporated in the Republic of Thailand and is classified under financial assets at FVTPL. Management has made an assessment on the fair value of this investment and concluded that the cost is the reflection of the fair value of the company as at reporting date.

The credit risk for the bank balance is considered negligible, since the counterparty is a reputable bank with high quality external credit ratings.

None of the Company's financial assets are secured by collateral or other credit enhancements.

5.3 Liquidity risk analysis

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due.

The Company's approach to managing liquidity risk is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The following are the contractual maturities of the Company's financial liabilities:

	2026		2025	
	Less than one year	**Less than one year**	Less than one year	Less than one year
	EUR	**INR**	EUR	INR
		(Note 1)		(Note 1)
Other payables	**1**	**108**	1	108
Accruals	**9,504**	**1,026,964**	11,440	1,236,161
Total	**9,505**	**1,027,072**	11,441	1,236,269

6. FAIR VALUE MEASUREMENT

6.1 Fair value measurement of financial instruments

Financial assets and financial liabilities measured at fair value in the statement of financial position are grouped into three Levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities;

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability either directly or indirectly; and

Level 3: unobservable inputs for the asset or liability.

The following table shows the Levels within the hierarchy of financial assets measured at fair value on a recurring basis at 31 March 2026:

31 March 2026	**Level 1**	**Level 2**	**Level 3**	**Total**
	EUR	**EUR**	**EUR**	**EUR**
Assets				
Investments at FVTPL	**–**	**–**	1	1
31 March 2026	**Level 1**	**Level 2**	**Level 3**	**Total**
	INR	INR	INR	INR
	(Note 1)	**(Note 1)**	**(Note 1)**	**(Note 1)**
Assets				
Investments at FVTPL	**–**	**–**	108	108

31 March 2025	**Level 1**	**Level 2**	**Level 3**	**Total**
	EUR	**EUR**	**EUR**	**EUR**
Assets				
Investments at FVTPL	**–**	**–**	1	1
31 March 2025	**Level 1**	**Level 2**	**Level 3**	**Total**
	INR	INR	INR	INR
	(Note 1)	**(Note 1)**	**(Note 1)**	**(Note 1)**
Assets				
Investments at FVTPL	**–**	**–**	108	108

There were no transfers between Level 1 and Level 2 during the year ended 31 March 2026.

Level 3 fair value reconciliation is shown in Note 9 in these financial statements.

Measurement of fair value of financial instruments

The methods used for the purpose of measuring fair value of security is detailed below:

Unlisted investment (Level 3)

The investment was recently acquired and consequently this investment was valued based on the purchase price since it is a reflection of its fair value.

6.2 Fair value measurement of non-financial instruments

The Company's non-financial assets consist of investments in subsidiary and prepayments for which fair value measurement is not applicable since these are not measured at fair value on a recurring or non-recurring basis in the statement of financial position. At the reporting date, the Company did not have any non-financial liabilities.

7. CAPITAL MANAGEMENT POLICIES AND PROCEDURES

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns to its member.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to its member, buy back shares or issue new shares.

The Company monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. For the years ended 31 March 2025 and 2026, the Company was not geared since it did not have any external borrowings.

8. TAXATION

(i) Income tax

The Company monitors proposed and issued tax laws, regulations and cases to determine the impact on uncertain tax positions. At 31 March 2026, there are no potential subsequent events, other than those described below, that would have a material impact on unrecognised income tax benefits within the next twelve months.

The Company holds a Global Business Licence for the purpose of the Financial Services Act 2007 of Mauritius. Pursuant to the enactment of the Finance Act 2018, with effect as from 01 January 2019, the deemed tax credit has been phased out, through the implementation of a new tax regime. Companies which had obtained their Global Business Licence on or before 16 October 2017, including the Company, have been grandfathered and would benefit from the deemed tax credit regime up to 30 June 2021.

Accordingly, the Company is entitled to a foreign tax credit equivalent to the higher of the actual foreign tax suffered or 80% of the Mauritian tax ("deemed tax credit") on its foreign source income resulting in an effective tax rate on net income of up to 3%, up to 30 June 2021. Further, the Company is exempted from income tax in Mauritius

on profits or gains arising from sale of securities. In addition, there is no withholding tax payable in Mauritius in respect of payments of dividends to the shareholder or in respect of redemptions or exchanges of shares.

Post 30 June 2021 and under the new tax regime and subject to meeting the necessary substance requirements as required under the Financial Services Act 2007 (as amended by the Finance Act 2018) and such guidelines issued by the Financial Services Commission, the Company would be entitled to either (a) a foreign tax credit equivalent to the actual foreign tax suffered on its foreign income against the Company's tax liability computed at 15% on such income, or (b) a partial exemption of 80% of some of the income derived, including but not limited to foreign source dividends or interest income.

Tax expense recognised in profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period. Deferred income taxes are calculated using the balance sheet liability method.

At 31 March 2026, the Company has accumulated tax losses of **EUR 303,365** (2025: EUR 275,074) and is therefore not liable to income tax.

(ii) Deferred tax

Deferred income tax is calculated on all temporary differences under the liability method at the rate of 3%. At 31 March 2026, no deferred tax has been recognised in respect of the accumulated tax losses carried forward as it is not probable that taxable profit will be available in the foreseeable future.

(iii) Income tax reconciliation

The income tax on the Company's loss before tax differs from the theoretical amount that would arise using the effective tax rate of the Company as follows:

	2026	2025
	EUR	EUR
Loss for the year	**(19,262,743)**	(14,437,758)
Tax calculated at the rate of 3%	**–**	–
Tax expense	**–**	–

(iv) Corporate Climate Responsibility (CCR)

A 2% Corporate Climate Responsibility (CCR) will be levied on chargeable income on companies with a turnover over MUR 50 million, aiming to fund climate change initiatives effective as from the year of assessment starting 01 July 2024. For the year under review, CCR was not applicable for the Company (2025: USD Nil).

(v) Qualified Domestic Minimum (QDMTT)

Mauritius has, through the Finance Act 2025, enacted the Qualified Domestic Minimum Top-Up Tax ("QDMTT"), effective as from the year of assessment beginning on or after 1 July 2025.

QDMTT is part of the OECD's Pillar Two Framework whereby its implementation for Mauritius ensures that large Multinational Enterprise groups ("MNE") are subject to a minimum of 15% Effective Tax Rate ("ETR") on profits generated in Mauritius. A domestic top-up tax will be applied to in-scope MNEs having an ETR of less than 15% on a jurisdictional basis. Substance-based carve-outs are available such as payroll costs and tangible business assets and other such costs or incentives as may be prescribed that would exclude profits linked to substance from the calculation of the top-up tax.

The QDMTT applies to resident entities that are part of an MNE group with consolidated annual turnover of at least EUR 750 million in two or more of the four fiscal years preceding the year in question. However, certain entities are excluded, including governmental entities, international organisations, non-profit organisations, pension funds, investment funds, insurance investment entities, real estate investment vehicles and other prescribed entities.

For the year ended 31 March 2025 and 31 March 2026, the Company meets the relevant requirements for QDMTT and it will be assessed if the Company is an in-scope entity for Pillar 2 purposes. A notification will be made to the Mauritius Revenue Authority in due course for the year 31 March 2026 (notification filed within deadline for the year ended 31 March 2025).

9. FINANCIAL ASSET AT FAIR VALUE THROUGH PROFIT OR LOSS

	2026	**2026**	2025	2025
	EUR	**INR (Note 1)**	EUR	INR (Note 1)
As at 01 April	**1**	**108**	-	-
Additions during the year (Note 9 (i))	**–**	**–**	1	108
Carrying amount at 31 March	**1**	**108**	1	108

(i) The details of the Company's investment represent a stake of 0.00001% as per below:

Name of investee company	**Type of investments**	**Country of incorporation**	**Number of units**	**2026 Fair value EUR**
Mahindra South East Asia Limited	Equity	Republic of Thailand	**1**	**1**

Name of investee company	Type of investments	Country of incorporation	Number of units	**2025** Fair value EUR
Mahindra South East Asia Limited	Equity	Republic of Thailand	**1**	**1**

The amount of **EUR 1** relating to investment in Mahindra South East Asia Limited is still due at the reporting date.

10. INVESTMENTS IN SUBSIDIARY

	2026	**2026**	2025	2025
	EUR	**INR (Note 1)**	EUR	INR (Note 1)
(i) Unquoted and at carrying amount				
Additions during the year (Note 10 (iii))	**19,200,000**	**2,074,675,200**	14,400,000	1,556,006,400
Impairment during the year (Note 10 (iv))	**(19,200,000)**	**(2,074,675,200)**	(14,400,000)	(1,556,006,400)
At 31 March	**–**	**–**	–	–

(ii) Details pertaining to the unquoted investments are as follows:

Name of investee company	**Type of investments**	**Carrying amount 2026**	**Cost 2026**	Carrying amount 2025	Cost 2025
		EUR	**EUR**	EUR	EUR
Automobili Pininfarina GmbH*	Equity	**–**	**250,000,000**	–	230,800,000
Automobili Pininfarina GmbH*	Capital contribution	**–**	**20,525,000**	–	20,525,000
		–	**270,525,000**	–	251,325,000

** The Company has 100% holding in Automobili Pininfarina GmbH, a company incorporated in Germany.*

(iii) During the year under review, the Company acquired additional equity shares amounting to **EUR 19,200,000** (2025: EUR 14,400,000) in Automobili Pininfarina GmbH.

(iv) The directors made an assessment on the recoverable amount of the investments in Automobili Pininfarina GmbH and concluded that the carrying amount of these investments were fully impaired at the reporting date.

(v) The Company holds a Global Business Licence issued by the Financial Services Commission and has therefore taken advantage of Section 12 of Part 1 of the Fourteenth Schedule of the Mauritius Companies Act 2001 which dispenses it from presenting consolidated financial statements as it is wholly-owned subsidiary of Mahindra & Mahindra Limited, a company incorporated in the Republic of India.

11. PROFESSIONAL FEES

	2026	**2026**	2025	2025
	EUR	**INR**	EUR	INR
		(Note 1)		(Note 1)
Administration fees and disbursements	**27,050**	**2,922,915**	18,909	2,043,231
Directors' fees	**3,504**	**378,628**	3,281	354,532
Fees for tax filings	**1,588**	**171,593**	1,625	175,591
Secretarial fees	**1,402**	**151,494**	1,434	154,952
Royalties/ trademark fee	**1,081**	**116,808**	1,081	116,809
Professional and legal fees	**4,445**	**480,309**	2,441	263,765
Other expenses	**1,353**	**146,200**	1,625	175,591
	40,423	**4,367,947**	30,396	3,284,471

12. INTEREST EXPENSE ON BORROWINGS

	2026	**2026**	2025	2025
	EUR	**INR**	EUR	INR
		(Note 1)		(Note 1)
Interest expense on borrowings	**29,703**	**3,209,587**	–	–

Pursuant to a written resolution of directors dated 30 June 2025, the Company obtained a loan amounting to EUR 8,500,000, from Mahindra Overseas Investment Company (Mauritius) Ltd. The loan carries an interest rate of 3.70% per annum amounting to **EUR 29,703** (2025: Nil). The loan amount was fully repaid during the year under review.

13. STATED CAPITAL

	2026	**2026**	2025	2025
	EUR	**INR**	EUR	INR
		(Note 1)		(Note 1)
Issued and paid:				
At start of the year	**251,705,001**	**27,198,235,588**	237,305,001	25,642,229,188
Issued during the year (Note 13 (i))	**33,500,000**	**3,619,876,000**	14,400,000	1,556,006,400
At end of the year	**285,205,001**	**30,818,111,588**	251,705,001	27,198,235,588

(i) During the year under review, the Company issued 14,842,121,304,030,268,120,436,900,426 shares of no par value amounting EUR 33,500,000 to Mahindra & Mahindra Limited, a listed company incorporated in the Republic of India.

(ii) As at 31 March 2026, the Company had 14,842,121,809,697,505,109,282,543,523 shares of no par value amounting EUR 285,205,001.

(iii) In accordance with the Company's Constitution, the main rights and obligations attached to the ordinary shares are as follows:

- confer to its holder the rights to attend and exercise one vote at meetings of members generally and class meetings of the ordinary shares;
- have a right to receive any dividend or distribution; and
- and be entitled, on a winding up, to share in the assets of the Company available for distribution.

14. CASH AND CASH EQUIVALENTS

	2026	**2026**	2025	2025
	EUR	**INR**	EUR	INR
		(Note 1)		(Note 1)
Cash at bank	**9,036,297**	**976,426,109**	18,092	1,954,949
Short-term deposit	**5,214,372**	**563,444,181**	–	–
Interest receivable	**2,514**	**271,652**	–	–
	14,253,183	**1,540,141,942**	18,092	1,954,949

The Company has fixed deposit placements with HSBC Bank (Mauritius) Limited as at 31 March 2026 which will be matured within three months and have consequently been classified as "cash and cash equivalents". During the year ended 31 March 2026, the Company has earned interest income of EUR 16,886 (2025: Nil) on its short-term deposit.

15. CONTINGENT LIABILITIES

The Company has no litigation claims outstanding, pending or threatened against it, which could have a material adverse effect on the Company's financial position or results as at 31 March 2026.

16. RELATED PARTY TRANSACTIONS

The Company's related parties include Mahindra & Mahindra Limited (the "Shareholder"), a listed company incorporated in the Republic of India, Automobili Pininfarina GmbH (the "subsidiary"), a company incorporated in Germany and key management personnel.

During the year under review, the Company issued additional shares to its shareholder, Mahindra & Mahindra Limited.

The key management personnel are the directors of the Company namely, Padamnath Somnath Pandit, Shah Ahmud Khalil Peerbocus, Rathee Jugessur and Varshinee Veerahoo. None of the directors of the Company are deemed to have interest in the Service Agreement between the Company and Apex Financial Services (Mauritius) Ltd, the Administrator and Secretary.

17. HOLDING COMPANY

The directors regard Mahindra & Mahindra Limited, a company listed on the National Stock Exchange of India, as the Company's holding company.

18. EVENTS AFTER THE REPORTING DATE

There have been no events after the reporting date which requires disclosure or adjustment to the 31 March 2026 financial statements.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MAHINDRA SUSTEN PRIVATE LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of **Mahindra Susten Private Limited** (the "Company"), which comprise the Standalone Balance Sheet as at 31st March 2026, and the Standalone Statement of Profit and Loss (including Other Comprehensive Income), the Standalone Statement of Cash Flows and the Standalone Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2026, its profit other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's *Responsibility for the Audit of the Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Director's report, but does not include the standalone financial statements and our auditor's report thereon.
- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report, that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account.
   d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
   e) On the basis of the written representations received from the directors as on 31st March 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.

      With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the Company being a private company, section 197 of the Act related to the managerial remuneration is not applicable.
   g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - Refer Note 37 to the financial statements;
      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
      iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the Note 41 to the standalone financial statements no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities Intermediaries, with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company Ultimate Beneficiaries or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
      (b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the Note 41 to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities Funding Parties, with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party Ultimate Beneficiaries or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

The Company has not declared or paid any dividend during the year and has not proposed final dividend for the year.

v. Based on our examination, which included test checks, the Company has used an accounting software system for maintaining its books of account for the financial year ended 31st March, 2026 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software system. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 the Order issued by the Central Government in terms of Section 143(11) of the Act, we give in Annexure B a statement on the matters specified in paragraphs 3 and 4 of the Order.

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Mehul Parekh
(Partner)
(Membership No. 121513)
(UDIN: 26121513ZFQNRN3610)

Place: Mumbai
Date: April 29, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to standalone financial statements of Mahindra Susten Private Limited ("the Company") as at March 31, 2026 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to standalone financial statements based on the internal control with reference to standalone financial statements reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to standalone financial statements.

Meaning of Internal Financial Controls with reference to standalone financial statements

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to standalone financial statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm’s Registration No.117366W/W-100018)

Mehul Parekh
(Partner)
(Membership No. 121513)
(UDIN: 26121513ZFQNRN3610)

Place: Mumbai
Date: April 29, 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report to the members of Mahindra Susten Private Limited of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that:

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, plant and equipment and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(b) The Property, plant and equipment were physically verified during the year by the Management which, in our opinion, provides for physical verification at reasonable intervals. No material discrepancies were noticed on such verification.

(c) The Company does not have any immovable properties and hence reporting under clause 3(i)(c) of the Order is not applicable.

(d) The Company has not revalued any of its property, plant and equipment (including right of use assets) and intangible assets during the year.

(e) No proceedings have been initiated during the year or are pending against the Company as at March 31, 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) (a) The inventories were physically verified during the year by the Management at reasonable intervals. In our opinion and according to the information and explanations given to us, the coverage and procedure of such verification by the Management is appropriate having regard to the size of the Company and nature of its operations and discrepancies of 10% or more in the aggregate for each class of inventories noticed on such physical verification of inventories when compared with books of account, have been properly dealt with in the books of account.

(b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, at points of time during the year, from banks or financial institutions on the basis of security of current assets. In our opinion and according to the information and explanations given to us, the quarterly returns or statements comprising stock statements filed by the Company with such banks or financial institutions are in agreement with the unaudited books of account of the Company of the respective quarters.

(iii) The Company has made investment in, granted loans and stood guarantee during the year. The Company has not granted any advance in the nature of loan or provided any security during the year.

(a) Details of loans granted and guarantees provided by the Company are given below:

Rs. in Lakhs

Particulars	Loans	Guarantees
A. Aggregate amount granted/provided during the year:		
- Subsidiaries	58,519.20	21,896.54
- Others	–	–
B. Balance outstanding as at balance sheet date in respect of above cases:		
- Subsidiaries	1,13,091.12	85,224.48
- Others	–	–

(b) The investments made, guarantees provided and the terms and conditions of the grant of all the above-mentioned loans and guarantees provided, during the year are, in our opinion, not prejudicial to the Company's interest.

(c) In respect of loans granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated in respect of inter-corporate deposits given to subsidiaries aggregating Rs. 21,340.60 lakhs as on March 31, 2026. In respect of long-term loans given to subsidiaries aggregating to Rs.91,750.52 lakhs as on March 31, 2026, the Principal amounts are repayable after servicing senior secured debts of the respective subsidiaries but not beyond 20 years from the respective drawdown and interest is payable annually after the moratorium period of initial 3 years and until the loans are repaid by the respective subsidiaries. Repayment of principal and receipts of interest of these long-term loans were not due during the year as per above stipulation.

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) During the year an intercorporate deposit of Rs. 30 lakhs fell due from a subsidiary and a fresh intercorporate deposit of Rs. 35 lakhs was granted to the same subsidiary to settle the dues of existing intercorporate deposit given to the subsidiary during the prior year. The details of such intercorporate deposit that fell due and granted during the year are stated below:

Name of the party	Aggregate amount of overdues of existing loans settled by fresh loans (INR in lakhs)	Percentage of the aggregate to the total loans or advances in the nature of loans granted during the year
Illuminate Hybren Private Limited	30.00	0.06%

(f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

(iv) The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted, investments made and guarantees and securities provided, as applicable.

(v) The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) The maintenance of cost records has been specified by the Central Government under section 148(1) of the Companies Act, 2013. We have broadly reviewed the books of account maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Companies Act, 2013, and are of the opinion that, prima facie, the prescribed cost records have been made and maintained by the Company. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

(vii) In respect of statutory dues:

(a) Undisputed statutory dues, including Goods and Service tax, Provident Fund, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues applicable to the Company have been regularly deposited by it with the appropriate authorities. We have been informed that the provisions of the Employees' State Insurance Act, 1948 are not applicable to the Company.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Income-tax, Sales Tax, Service Tax, duty of Custom, duty of Excise, Value Added Tax, cess and other material statutory dues in arrears as at March 31, 2026 for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub-clause (a) which have not been deposited as on March 31, 2026 on account of disputes are given below:

Nature of Statute	Nature of dues	Forum Pending	Period to which the amount relates	Amount involved (in Rs. Lakhs)	Amount Unpaid (in Rs. Lakhs)
Rajasthan Entry Tax	Entry Tax	Appellate Authority	2012-2013	722.04	722.04
Central Sales Tax Act,1956	Sales Tax	Tribunal	2015-2016 2016-2017 2017-2018	556.18	347.40
Central Sales Tax Act,1956	Sales Tax	Commissioner (Appeals)	2014-2015 2015-2016 2016-2017 2017-2018	1,146.45	416.03
Goods and Service Tax Act, 2017	Goods and Service Tax	Commissioner (Appeals)	2017-2018 2018-2019 2019-2020 2020-2021 2021-2022 2022-2023	10,554.73	10,124.74
Goods and Service Tax Act, 2017	Goods and Service Tax	Tribunal	2017-2018 2018-2019 2019-2020	3,828.96	3,448.81

Nature of Statute	Nature of dues	Forum Pending	Period to which the amount relates	Amount involved (in Rs. Lakhs)	Amount Unpaid (in Rs. Lakhs)
Goods and Service Tax Act, 2017	Goods and Service Tax	High Court	2017-2018 2018-2019	3,326.13	2,437.40
Income Tax Act, 1961	Income Tax	Commissioner (Appeals)	2012-2013 2013-2014 2016-2017 2020-2021 2021-2022 2023-2024	6252.12	5976.52

(viii) There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) (a) The Company has not taken any loans or other borrowings from any lender. Hence reporting under clause (ix)(a), of the Order is not applicable to the Company.

(b) The Company has not been declared willful defaulter by any bank or financial institution or government or any government authority.

(c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause (ix)(c) of the Order is not applicable.

(d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have, not been used during the year for long-term purposes by the Company.

(e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries.

(f) The Company has not raised any loans during the year and hence reporting on clause (ix)(f) of the Order is not applicable.

(x) (a) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause (x)(a) of the Order is not applicable.

(b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause (x)(b) of the Order is not applicable to the Company.

(xi) (a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

(b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and upto the date of this report.

(c) As represented to us by the Management, there were no whistle blower complaints received by the Company during the year.

(xii) The Company is not a Nidhi Company and hence reporting under clause (xii) of the Order is not applicable.

(xiii) In our opinion, the Company is in compliance with section 188 of the Companies Act, where applicable for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards. The Company is a private company and hence the provisions of section 177 of the Companies Act, 2013 are not applicable to the Company.

(xiv) (a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business.

(b) We have considered, the internal audit reports issued to the Company during the year and covering the period upto 31 March 2026.

(xv) In our opinion, during the year, the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi)(a), (b) and (c) of the Order is not applicable.

(d) The Group has more than one CIC as part of the group. There are five CIC forming part of the Group.

(xvii) The Company has not incurred cash losses during the financial year covered by our audit and immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors of the Company during the year.

(xix) On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of

financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) (a) The Company has fully spent the required amount towards corporate social responsibility (CSR) and there are no unspent CSR amount for the year requiring a transfer to a fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx) of the order is not applicable for the year.

(b) In respect of ongoing projects, the company does not have any unspent Corporate Social Responsibility (CSR) amount as at the end of the previous financial year and also at the end of the current financial year. Hence, reporting under this clause is not applicable for the year.

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No.117366W/W-100018)

Mehul Parekh
(Partner)
(Membership No. 121513)
(UDIN: 26121513ZFQNRN3610)

Place: Mumbai
Date: April 29, 2026

CIN no :U74990MH2010PTC207854

STANDALONE BALANCE SHEET AS AT 31 MARCH 2026

INR (In Lakhs)

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I ASSETS			
NON-CURRENT ASSETS			
(a) Property, plant and equipment	4	**672.20**	620.30
(b) Right-of-use assets	5	**418.25**	465.92
(c) Intangible assets	7	**72.48**	71.31
(d) Intangible assets under development	8	**86.63**	112.28
(e) Financial assets			
(i) Investments	9A	**89,857.51**	69,218.10
(ii) Trade Receivables	15	**1,320.92**	1,320.92
(iii) Loans	10	**1,08,008.12**	54,988.91
(iv) Other financial assets	11	**10,658.34**	3,092.19
(f) Income tax assets (net)	12	**1,053.26**	2,126.13
(g) Other non-current assets	13	**4,709.45**	2,284.64
TOTAL NON-CURRENT ASSETS		**2,16,857.17**	1,34,300.71
CURRENT ASSETS			
(a) Inventories	14	**189.65**	211.77
(b) Financial assets			
(i) Investments	9B	**25,158.14**	26,566.48
(ii) Trade receivables	15	**62,186.91**	10,150.54
(iii) Cash and cash equivalents	16	**4,928.09**	213.64
(iv) Bank balances other than (iii) above	16	**–**	17,200.00
(v) Loans	10	**5,083.00**	30.00
(vi) Other financial assets	11	**5,274.30**	5,564.50
(c) Other current assets	13	**12,842.90**	10,313.11
Non-current assets classified as held for sale	38	**–**	945.48
TOTAL CURRENT ASSETS		**1,15,663.00**	71,195.52
TOTAL ASSETS		**3,32,520.16**	2,05,496.22
II EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	17	**55,648.64**	39,092.34
(b) Other equity	18	**2,53,148.21**	1,48,926.55
TOTAL EQUITY		**3,08,796.85**	1,88,018.89
LIABILITIES			
NON-CURRENT LIABILITIES			
(a) Financial liabilities			
(i) Lease liabilities	6	**155.69**	297.55
(ii) Other financial liabilities	19	**–**	58.24
(b) Provisions	20	**3,303.63**	3,211.55
(c) Deferred tax liabilities (net)	12	**4,185.39**	2,543.79
TOTAL NON-CURRENT LIABILITIES		**7,644.71**	6,111.13
CURRENT LIABILITIES			
(a) Financial liabilities			
(i) Lease liabilities	6	**335.53**	265.83
(ii) Trade payables:	21		
- Total outstanding dues of micro and small enterprises		**2,172.06**	1,765.22
- Total outstanding dues of creditors other than micro and small enterprises		**11,884.17**	7,593.08
(iii) Other financial liabilities	19	**87.93**	61.61
(b) Provisions	20	**429.24**	1,078.78
(c) Other current liabilities	22	**1,169.67**	601.68
TOTAL CURRENT LIABILITIES		**16,078.60**	11,366.20
TOTAL EQUITY AND LIABILITIES		**3,32,520.16**	2,05,496.22

The accompanying material accounting policy & notes form an integral part of the Standalone Financial Statements 1-45

In terms of our report attached.
For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No.117366W/W-100018

Mehul Parekh
Partner
Membership No. 121513

Place : Mumbai
Date : 29th April, 2026

For and on behalf of the Board of Directors

Ramesh Iyer
Chairman & Non-Executive Director
DIN: 00220759

Rakesh Khaitan
Chief Financial Officer

Place : Mumbai
Date : 17th April, 2026

Avinash Rao
Managing Director & Chief Executive Officer
DIN: 08249182

Dhara Modi Lobo
Company Secretary
ACS: 31725

STATEMENT OF STANDALONE PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

INR (In Lakhs)

Particulars	Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
Continuing operations			
I Revenue from operations	23	**73,350.30**	35,404.42
II Other income	24	**29,760.45**	15,497.66
III Total Income (I + II)		**1,03,110.75**	50,902.08
IV Expenses			
(a) Cost of materials consumed	25	**63,655.13**	31,540.43
(b) Employee benefits expense	26	**7,853.86**	5,416.42
(c) Finance costs	27	**483.65**	522.73
(d) Depreciation and amortisation expense	4,5,7	**607.36**	428.91
(e) Other expenses	28	**3,971.61**	3,921.48
Total Expenses		**76,571.61**	41,829.97
V Profit before tax (III - IV)		**26,539.14**	9,072.11
VI Tax Expense	12		
(a) Current tax		**4,140.13**	1,436.47
(b) Deferred tax		**1,636.43**	1,167.46
Tax Expense		**5,776.56**	2,603.93
VII Profit from continuing operations (VII - VIII)		**20,762.58**	6,468.18
VIII Other comprehensive income/loss		**(15.38)**	9.68
Items that will not be reclassified to profit / (Loss) :			
(i) Remeasurements of the defined benefit liabilities/(asset)		**(20.55)**	12.94
(ii) Income tax relating to remeasurement of defined benefit plan		**5.17**	(3.26)
IX Total comprehensive income for the year (VII + VIII)		**20,777.96**	6,458.49
X Earnings per equity share of Rs. 10 each: (for continuing operation):			
(1) Basic (In INR)	29	**4.18**	1.65
(2) Diluted (In INR)	29	**4.18**	1.65
The accompanying material accounting policy & notes form an integral part of the Standalone Financial Statements	1-45		

In terms of our report attached.
For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No.117366W/W-100018

Mehul Parekh
Partner
Membership No. 121513

Place : Mumbai
Date : 29th April, 2026

For and on behalf of the Board of Directors

Ramesh Iyer
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Avinash Rao
Managing Director & Chief Executive Officer
DIN: 08249182

Rakesh Khaitan
Chief Financial Officer

Dhara Modi Lobo
Company Secretary
ACS: 31725

Place : Mumbai
Date : 17th April, 2026

STATEMENT OF STANDALONE CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

INR (In Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
Profit before tax for the year	**26,539.14**	9,072.11
Adjustments for:		
Finance costs	**483.65**	522.73
Interest income	**(9,370.48)**	(7,665.44)
Dividend income	**(5,396.59)**	(4,138.30)
Net gain on sale of current investments	**(2,748.50)**	(1,437.49)
MTM on InvIT investments	**(10,718.40)**	(730.80)
Loss / (Gain) on disposal of property, plant and equipment	**–**	(4.16)
Loss / (Gain) on disposal of asset held for sale	**275.66**	–
Depreciation and amortisation expense - continued operation	**607.36**	428.91
Net unrealised foreign exchange loss / (Gain)	**(44.47)**	3.37
Provision for Warranty (net of reversal)	**(476.74)**	–
Provision for ECL/Bad Debts	**258.76**	–
Inventory W/off	**33.79**	–
Provision for Impairment of asset held for sale	**–**	200.00
Liability no longer required written back	**(214.63)**	(1,167.28)
Operating loss before working capital changes	**(771.45)**	(4,916.35)
Movements in working capital:		
(Increase) in trade and other receivables	**(52,295.13)**	(12,567.33)
(Increase)/Decrease in inventories	**(11.67)**	50.61
(Increase) in financial and other assets	**(4,310.45)**	(5,682.53)
Increase in trade and other payables	**4,717.53**	4,092.35
Decrease in provisions	**(195.75)**	(1,060.82)
Increase/(Decrease) in financial and other liabilities	**750.70**	(1.04)
Cash generated from operations	**(51,344.77)**	(15,168.76)
Income taxes paid (net of refunds)	**(3,067.27)**	(23.97)
Net cash used in from operating activities	**(55,183.49)**	(20,109.08)
Cash flows from investing activities		
Payments for purchase of property, plant and equipment (including capital advances)	**(332.13)**	(580.61)
Proceeds from disposal of property, plant and equipment	**0.07**	3.59
Proceeds from disposal of asset held for sale	**669.82**	–
Redemption of fixed deposits (net)	**17,200.00**	60,303.00
Redemption of mutual funds (net)	**4,156.84**	17,665.01
Inter corporate deposit (ICD) given to Subsidiaries	**(58,519.21)**	(69,975.00)
Repayment of ICD from Subsidiaries	**580.00**	19,104.00
Interest received	**1,335.88**	5,364.21

STATEMENT OF STANDALONE CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUE)

INR (In Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Dividend received	**5,396.59**	4,138.30
Investments in equity Shares of a subsidiary	**(9,921.01)**	(16,439.00)
Net cash (used)/generated from investing activities	**(39,433.15)**	19,583.50
Cash flows from financing activities		
Repayment of lease liabilities	**(372.35)**	(260.65)
Interest paid	**(296.56)**	(317.08)
Proceeds from issue of Equity shares	**1,00,000.00**	–
Net cash generated/(used) from financing activities	**99,331.09**	(577.73)
Net increase/(decrease) in cash and cash equivalents	**4,714.45**	(1,103.31)
Cash and cash equivalents at the beginning of the year	**213.64**	1,316.95
Cash and cash equivalents at the end of the year	**4,928.09**	213.64

In terms of our report attached.
For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No.117366W/W-100018

Mehul Parekh
Partner
Membership No. 121513

Place : Mumbai
Date : 29th April, 2026

For and on behalf of the Board of Directors

Ramesh Iyer
Chairman & Non-Executive Director
DIN: 00220759

Avinash Rao
Managing Director & Chief Executive Officer
DIN: 08249182

Rakesh Khaitan
Chief Financial Officer

Dhara Modi Lobo
Company Secretary
ACS: 31725

Place : Mumbai
Date : 17th April, 2026

STATEMENT OF STANDALONE CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUE)

Changes in liabilities arising from financing activities

Reconciliation between opening and closing balances for liabilities arising from financing activities :-

As at 31 March 2026

Particulars	Opening	Cash in flows	Cash outflows	New Leases	Reclassification of long term liability	Other	Closing
Lease liabilities	**563.38**	**–**	**(372.35)**	**262.12**	**–**	**38.07**	**491.22**
Total liabilities from financing activities	**563.38**	**–**	**(372.35)**	**262.12**	**–**	**38.07**	**491.22**

As at 31 March 2025

Particulars	Opening	Cash in flows	Cash outflows	New Leases	Reclassification of long term liability	Other	Closing
Lease liabilities	670.06	–	(260.65)	116.21	–	37.76	563.38
Total liabilities from financing activities	670.06	–	(260.65)	116.21	–	37.76	563.38

The accompanying material accounting policy & notes form an integral part of the Standalone Financial Statements

The above Standalone Statement of Cash Flows have been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows.

In terms of our report attached.
For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No.117366W/W-100018

Mehul Parekh
Partner
Membership No. 121513

Place : Mumbai
Date : 29th April, 2026

For and on behalf of the Board of Directors

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DIN: 08249182

Rakesh Khaitan
Chief Financial Officer

Dhara Modi Lobo
Company Secretary
ACS: 31725

Place : Mumbai
Date : 17th April, 2026

STATEMENT OF CHANGES IN EQUITY AS ON 31 MARCH 2026

A. Equity Share Capital

INR (In Lakhs)

Details	No. of shares	For the year ended 31 March 2026	No. of shares	For the year ended 31 March 2025
Balance at the beginning of the Year	39,09,23,456	39,092.34	39,09,23,456	39,092.34
Shares issued	16,55,62,901	16,556.30	–	–
Balance at the end of the year	**55,64,86,357**	**55,648.64**	**39,09,23,456**	**39,092.34**

B. Other Equity

INR (In Lakhs)

	Reserves and surplus				
Particulars	**Capital reserve**	**Securities premium**	**Retained earnings**	**Other Comprehensive Income (Remeasurements of defined benefit plans)**	**Total**
Balance at 31 March, 2024	(6,321.83)	32,676.25	1,16,046.79	66.84	1,42,468.05
Profit for the year	–	–	6,468.18	–	6,468.18
Other Comprehensive income for the year	–	–		(9.68)	(9.68)
Total comprehensive income for the year	–	–	6,468.18	(9.68)	6,458.50
Balance at 31 March, 2025	(6,321.83)	32,676.25	1,22,514.97	57.16	1,48,926.55
Profit for the year	**–**	**–**	**20,762.58**		**20,762.58**
Other Comprehensive loss for the year	**–**	**–**	**–**	**15.38**	**15.38**
On account of rights issue	**–**	**83,443.70**	**–**	**–**	**83,443.70**
Total comprehensive income for the year	**–**	**83,443.70**	**20,762.58**	**15.38**	**1,04,221.66**
Balance at 31 March, 2026	**(6,321.83)**	**1,16,119.95**	**1,43,277.55**	**72.54**	**2,53,148.21**

The accompanying material accounting policy & notes form an integral part of the Standalone Financial Statements.

In terms of our report attached.
For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No.117366W/W-100018

Mehul Parekh
Partner
Membership No. 121513

Place : Mumbai
Date : 29th April, 2026

For and on behalf of the Board of Directors

Ramesh Iyer
Chairman & Non-Executive Director
DIN: 00220759

Avinash Rao
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DIN: 08249182

Rakesh Khaitan
Chief Financial Officer

Dhara Modi Lobo
Company Secretary
ACS: 31725

Place : Mumbai
Date : 17th April, 2026

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Corporate information

Mahindra Susten Private Limited ('the Company') is a company limited by shares, incorporate and domiciled in India. The Company is a joint venture entity between Mahindra Holdings Limited and 2452991 ONTARIO LIMITED, having CIN U74990MH2010PTC207854 and registered office located at Mumbai. The Company is engaged in the business of providing services in the areas of engineering, procurement, and construction of power plants in renewable energy and sale of power.

2. Statement of compliance

The accompanying standalone financial statements of the Company which comprise the Balance Sheet as at 31 March, 2026, the Statement of Profit and Loss, the Statement of Cash Flows and the Statement of Changes in Equity for the year ended 31 March, 2026, and a summary of the material accounting policies and other explanatory information (together hereinafter referred to as "Standalone Financial Statements") have been prepared in accordance with the Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015, as amended from time to time, the provisions of the Companies Act, 2013 ("the Act") to the extent notified, and other accounting principles generally accepted in India .

The standalone financial statements were authorised for issue in accordance with a resolution of the Board of Directors on 17 April 2026.

3. Material Accounting Policies and Accounting Judgments and Estimates

a) Basis of Preparation and presentation of Financial Statements

The standalone financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair value at the end of each reporting period, as explained in the accounting policies given below which are consistently followed. Presentation requirements of Division II of Schedule III to the Companies Act, 2013, "as amended," as applicable to the Standalone Financial Statements have been followed. The Standalone Financial Statements are presented in Indian Rupees (''INR'') in lakhs rounded off to two decimal places as permitted by Schedule III to the Companies Act, 2013.

Current and Non-current classification

The Company presents assets and liabilities in the balance sheet based on current / noncurrent classification.

An asset is classified as current when it satisfies any of the following criteria:

(i) it is expected to be realised in, or is intended for sale or consumption in, the Company's normal operating cycle; or

(ii) it is expected to be realised within twelve months from the reporting date; or

(iii) it is held primarily for the purposes of being traded; or

(iv) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is classified as current when it satisfies any of the following criteria:

(v) it is expected to be settled in the Company's normal operating cycle; or

(vi) it is due to be settled within twelve months from the reporting date; or

(vii) it is held primarily for the purposes of being traded; or

(viii) the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current.

The operating cycle is the time between the acquisition of assets for processing and their realisation in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

b) Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Key sources of estimation uncertainty for the year ending 31 March 2026:

(i) Evaluation of percentage of completion :

Determination of revenue under percentage of completion method necessarily involves making estimates, some of which are of a technical nature, concerning, where relevant, the percentage of completion, costs to completion, the expected revenue from the project or activity and foreseeable losses to completion. Estimates of project income, as well as project costs, are reviewed periodically. The effect of changes, if any, to estimates is recognised in the standalone financial statements for the year in which such changes are determined.

(ii) Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the company and their ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

(iii) Measurement of defined benefit obligations and other employee benefit obligations:

The Company's net obligation in respect of gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any plan assets is deducted.

Compensated absences which are not expected to occur within twelve months after the end of the year in which the employee renders the related services are recognised as a liability at the present value.

The present value of the obligation is determined based on actuarial valuation at the balance sheet date by an independent actuary using the Projected Unit Credit Method. The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan, are based on the market yields on Government securities as at the balance sheet date.

(iv) Provision for obsolete inventory:

The Company reviews its inventory to assess loss on account of obsolescence on a regular basis. In determining whether provision for obsolescence should be recorded in the standalone statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is any future salability of the product, including demand forecasts and shelf life of the product. Te provision for obsolescence of inventory is based on the ageing and past consumption of the inventory.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(v) Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

As a practical expedient, the Company uses the previous year impairment loss as allowance on the portfolio of trade receivables. At reporting date, the previous year observed default rates are updated and changes in the forward-looking estimates are analyzed. ECL impairment loss allowance (or reversal) during the period is recognised as other expense in the Statement of Profit & Loss.

(vi) Impairment losses on investment:

The Company reviews its carrying value of investments carried at amortised cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

(vii) Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognised where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past event whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

(viii) Provision for product warranty:

The warranty provision represents management's best estimate of the Company's liability under warranties granted on products, based on prior experience and industry averages. Presently, company creates provision based on management's estimates on individual EPC contracts.

Material Accounting policies

c) Revenue Recognition:

Revenue is recognised when control of the goods or services are transferred to the customer at an amount that reflects the consideration to which the company expects to be entitled in exchange for those goods or services. Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes and duty. The Company assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements

(i) EPC Contracts

Revenue from EPC contracts, where the outcome can be estimated reliably, is recognised under the percentage of completion method by reference to the stage of completion of the contract activity, hence revenue is recognized over the period. The stage of completion is measured by calculating the proportion that costs incurred to date bear to the estimated total costs of a contract. Determination of revenues under the percentage of completion method necessarily involves making estimates by the management.

When the Company satisfies a performance obligation by delivering the promised goods or services it creates a contract asset based on the amount of consideration to be earned by the performance. Where the amount of consideration received from a customer exceeds the amount of revenue recognised this gives rise to a contract liability.

Any variations in contract work, claims, incentive payments are included in the transaction price if it is highly probable that a significant reversal of revenue will not occur once associated uncertainties are resolved.

Consideration is adjusted for the time value of money if the period between the transfer of goods or services and the receipt of payment exceeds twelve months and there is a significant financing benefit either to the customer or the Company.

d) Property plant and equipment and Intangible Assets:

(i) Property plant and equipment:

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalized in accordance with the Ind AS 23. All repair and maintenance costs are recognised in the Statement of Profit and Loss as incurred.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives or as prescribed in schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment – Plant	15 Years
Office equipment	5 Years
Furniture and fixtures	10 Years
Lease hold improvements	5 years or period of lease whichever is lower
Vehicles	8 Years

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Vehicles	4 Years
ROU Building	3 to 5 Years

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognised in the statement of profit or loss.

(ii) Intangible Assets:

Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortization is recognised on a straight-line basis over their estimated useful lives.

The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Estimated useful lives of the intangible assets are as follows,

Type of assets	Useful life
Computer software	3 Years

Internally generated intangible assets

Expenditure on research activities is recognised as an expense in the period in which it is incurred.

An internally generated intangible asset arising from development (or from the development phase of an internal project) is recognised if, and only if, all of the following have been demonstrated:

- the technical feasibility of completing the intangible asset so that it will be available for use or sale;
- the intention to complete the intangible asset and use or sell it;
- the ability to use or sell the intangible asset;
- how the intangible asset will generate probable future economic benefits;
- the availability of adequate technical, financial and other resources to complete the development and to use or sell the intangible asset; and
- the ability to measure reliably the expenditure attributable to the intangible asset during its development.

The amount initially recognised for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognised, development expenditure is recognised in profit or loss in the period in which it is incurred.

Subsequent to initial recognition, internally-generated intangible assets are reported at cost less accumulated amortization and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

(iii) Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required,. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

e) Borrowing Costs

Borrowing costs are interest and other costs incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalized as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

f) Inventories:

Inventories are stated at lower of cost and net realizable value.

Cost of raw materials includes all costs of purchase, conversion and other direct attributable costs incurred for bringing the items to their present location and condition and is determined using the weighted average cost method.

The cost of contracts work in progress comprises costs directly attributable to the specific contracts and related overheads.

Traded goods costs includes cost of purchase and other costs incurred in bringing the inventories to their present location and condition. Cost is determined on weighted average basis.

Net realizable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

g) Foreign Currency:

Foreign currency transactions

Initial Recognition

The company's financial statements are presented in Indian Rupee, which is also the company's functional currency. All transactions that are not denominated in the Company's functional currency are foreign currency transactions. These transactions are initially recorded in the functional currency by applying the appropriate daily rate which best approximates the actual rate of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognised in the standalone statement of profit and loss.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Measurement of foreign currency items at the reporting date

Monetary items denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Nonmonetary items that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognised in the standalone statement of profit and loss

h) Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

i) Investments

Investments in subsidiary

Investments in equity shares of subsidiaries are recorded at cost and reviewed for impairment at each reporting date. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. On disposal of investments in subsidiaries, the difference between net disposal proceeds and the carrying amounts are recognised in Statement of Profit and Loss.

Investments that are readily realizable and intended to be held for not more than a year from the date of acquisition are classified as current investments. All other investments are classified as long-term investments. Any reductions in the carrying amount and any reversals of such reductions are charged or credited to the standalone statement of profit and loss. Cost of investments include acquisition charges such as brokerage, fees and duties.

j) Employee Benefits:

(i) Short term employee benefit

All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. These benefits include short term compensated absences such as paid annual leave. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognised as an expense during the period. Benefits such as salaries and wages, etc. and the expected cost of the bonus / ex-gratia are recognised in the period in which the employee renders the related service.

(ii) Post employment employee benefits

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the company in respect of services provided by employees up to the reporting date.

a) Defined Contribution schemes

The Company's contributions to the Provident Fund and Employee's State Insurance Fund are charged to the Statement of Profit and Loss in the year when the contribution to the respective funds are due.

b) Defined benefits plans

The Company provides for gratuity, a defined benefit plan (the "Gratuity Plan") covering eligible employees in accordance with the Payment of Gratuity Act, 1972. The Gratuity Plan provides a lump sum payment to vested employees at retirement, death, incapacitation or termination of employment, of an amount based on the respective employee's salary and the tenure of employment. The Company's liability is actuarially determined (using the Projected Unit Credit method) at the end of each year.

For defined benefit plan, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Re-measurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Re-measurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss.

k) Stock appreciation rights (SARs)/cash based Long term incentive scheme (LTI)

For cash-settled share-based payments and cash based Long term incentive scheme, a liability is recognized for the services availed, measured initially at the fair value of the liability. At the end of each reporting period until the liability is settled, and at the date of the settlement, the fair value of the liability is remeasured, with any changes in fair value recognized in the Statement of Profit and Loss for the year.

l) Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognised in the standalone statement of profit and loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognised in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognised, are reviewed at each reporting date and are recognised/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

m) Provisions and Contingent Liabilities :

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

Onerous contracts

A contract is considered to be onerous when the expected economic benefits to be derived by the Company from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before such a provision is made, the Company recognises any impairment loss on the assets associated with that contract.

n) Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in the statement of profit or loss.

(i) Financial assets

All financial assets by regular way of purchases or sales are recognised and derecognised on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured at either amortised cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Investments in debt / equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognised when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognising impairment loss on financial assets measured at amortised cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable.

The application of simplified approach does not require the Company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognising impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below:

- Financial assets measured at amortised cost, contractual revenue receivables and lease receivable , ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset’s carrying amount and the sum of the consideration received and receivable is recognised in profit or loss, if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

(ii) Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any interest paid on the financial liability and is included in the ‘Other income' line item.

Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in 'Other income'.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and/or payable is recognised in profit or loss.

Derivative financial instruments

The Company enters into a derivative financial instruments to manage its exposure to foreign exchange rate risks through foreign exchange forward contracts.

Derivatives are initially recognised at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedging relationship and the nature of the hedged item.

o) Cash and Cash Equivalents

Cash and cash equivalents for the purpose of Cash Flow Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

p) Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and,

Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

q) Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

r) Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the standalone financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

s) Leases

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognised right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and restoration cost, less any lease incentives received. The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any.The lease liability is initially measured at amortised cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

t) Recent Accounting Pronouncements

The Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under the Companies (Indian Accounting Standards) Rules, as issued from time to time.

In May 2025, MCA notified amendments to **Ind AS 21 – The Effects of Changes in Foreign Exchange Rates,** applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact on its financial statements.

In August 2025, MCA notified the following amendments to:

Ind AS 1 – Presentation of Financial Statements, applicable w.e.f. April 1, 2025 the amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date, and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Ind AS 7 – Statement of Cash Flows and Ind AS 107 – Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025; the amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact on its financial statements.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 4 - Property, plant and equipment

INR (In Lakhs)

Description of Assets	Buildings - Leasehold Improvements	Plant and Equipment	Computers	Office Equipment	Furniture and Fixtures	Vehicles	Total
I. Cost							
Balance as at 1 April 2025	149.11	146.72	219.56	762.34	81.78	35.57	1,395.08
Additions	-		128.44	191.78	0.11	-	320.33
Disposals, transfers and adjustments	-		(1.33)	-	-	-	(1.33)
Balance as at 31 March 2026	**149.11**	**146.72**	**346.67**	**954.12**	**81.89**	**35.57**	**1,714.08**
II. Accumulated depreciation							
Balance as at 1 April 2025	77.93	98.84	199.08	341.60	42.04	15.29	774.78
Depreciation expense for the year	28.33	4.37	85.83	131.77	15.43	2.63	268.36
Disposals, transfers and adjustments	-		(1.26)	-	-	-	(1.26)
Balance as at 31 March 2026	**106.26**	**103.21**	**283.65**	**473.37**	**57.47**	**17.92**	**1,041.88**
III. Net carrying amount (I-II)	**42.85**	**43.51**	**63.02**	**480.75**	**24.42**	**17.65**	**672.20**

INR (In Lakhs)

Description of Assets	Buildings - Leasehold Improvements	Plant and Equipment	Computers	Office Equipment	Furniture and Fixtures	Vehicles	Total
I. Cost							
Balance as at 1 April 2024	149.11	215.36	292.59	477.55	80.32	13.99	1,228.92
Additions	–	–	62.25	383.14	1.59	21.58	468.56
Disposals, transfers and adjustments	–	(68.64)	(135.29)	(98.35)	(0.13)	–	(302.40)
Balance as at 31 March 2025	149.11	146.72	219.56	762.34	81.78	35.57	1,395.08
II. Accumulated depreciation							
Balance as at 1 April 2024	49.60	165.25	274.83	364.60	26.85	13.30	894.43
Depreciation expense for the year	28.33	12.88	52.56	70.43	15.25	1.99	181.44
Disposals, transfers and adjustments	–	(79.29)	(128.31)	(93.43)	(0.06)	–	(301.09)
Balance as at 31 March 2025	77.93	98.84	199.08	341.60	42.04	15.29	774.78
III. Net carrying amount (I-II)	71.18	47.89	20.47	420.74	39.74	20.28	620.30

Note:- The Company has not revalued its Property, Plant & Equipment during the year.

Note No. 5 - Right-of-use assets

INR (In Lakhs)

Right of use of asset	Vehicle	Building	Total
I. Cost			
Balance as at 1 April 2025	141.36	830.58	971.94
Additions	61.05	201.07	262.12
Disposals	(28.14)	–	(28.14)
Balance as at 31 March 2026	**174.27**	**1,031.65**	**1,205.92**
II. Accumulated depreciation			
Balance as at 1 April 2025	**60.09**	**445.93**	**506.02**
Charge for the year	41.81	260.91	302.72
Disposals	(21.07)	–	(21.07)
Balance as at 31 March 2026	**80.83**	**706.84**	**787.67**
III. Net carrying amount (I-II)	**93.44**	**324.81**	**418.25**

INR (In Lakhs)

Right of use of asset	Vehicle	Building	Total
I. Cost			
Balance as at 1 April 2024	126.27	756.02	882.29
Additions	41.65	74.56	116.21
Disposals	(26.56)	–	(26.56)
Balance as at 31 March 2025	**141.36**	**830.58**	**971.94**
II. Accumulated depreciation			
Balance as at 1 April 2024	43.78	269.84	313.62
Charge for the year	32.42	176.09	208.51
Disposals	(16.11)	–	(16.11)
Balance as at 31 March 2025	**60.09**	**445.93**	**506.02**
III. Net carrying amount (I-II)	**81.27**	**384.65**	**465.92**

Notes :

(i) The lease term of the car is 3 to 5 years. The Company does not have an option to purchase the car at the end of lease term.

(ii) The lease tenure for building is from 3 to 5 years.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 6 Lease liabilities

INR (In Lakhs)

Movement in Lease Liabilities	For the year ended 31 March 2026	For the year ended 31 March 2025
Balance at the beginning of the year	**563.38**	670.06
Additions (refer note 5)	**262.12**	116.21
Finance cost for the year (refer note 27)	**46.13**	50.08
Deletions	**(8.06)**	(12.32)
Payment of lease liabilities	**(372.35)**	(260.65)
Total	**491.22**	**563.38**

Amounts recognised in profit and loss	For the year ended 31 March 2026	For the year ended 31 March 2025
– Depreciation expense on right-of-use assets (refer note 5)	**302.72**	208.51
– Interest expense on lease liabilities (refer note 27)	**46.13**	50.08

The total cash outflow for leases amount to Rs. 372.35 (2024-25: Rs. 260.65).

The Maturity analysis of Lease Liability is presented in Note 30

INR (In Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Non Current	**155.69**	297.55
Current	**335.53**	265.83

Note No. 7 - Intangible assets

INR (In Lakhs)

Description of Assets	Computer Software
I. Cost	
Balance as at 1 April 2025	146.55
Additions	37.45
Balance as at 31 March 2026	**184.00**
II. Accumulated depreciation	
Balance as at 1 April 2025	75.24
Amortisation expense for the year	36.28
Balance as at 31 March 2026	**111.52**
III. Net carrying amount (I-II)	**72.48**

INR (In Lakhs)

Description of Assets	Computer Software
I. Cost	
Balance as at 1 April 2024	146.55
Additions	-
Balance as at 31 March 2025	**146.55**
II. Accumulated depreciation	
Balance as at 1 April 2024	36.28
Amortisation expense for the year	38.96
Balance as at 31 March 2025	**75.24**
III. Net carrying amount (I-II)	**71.31**

Note No. 8 - Intangible assets under development

INR (In Lakhs)

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Project in progress (as at 31 March 2026)	**–**	**86.63**			**86.63**
Project in progress (as at 31 March 2025)	**112.28**	**–**	**–**	**–**	**112.28**

Note :-

There are no intangible assets under development (ITUD), whose completion is overdue or has exceeded its cost compared to its original plan.

Note No. 9A - Non Current Investments

INR (In Lakhs)

Particular	As at 31 March 2026		As at 31 March 2025	
	No. Of Shares	Amounts	No. Of Shares	Amounts
A. Investment in Subsidiaries in equity instrument measured at cost less impairments, if any				
Unquoted Investments (fully paid up)	**1,70,67,230**	**26,521.01**	1,00,60,000	16,600.00
Total A	**1,70,67,230**	**26,521.01**	1,00,60,000	16,600.00
B. Investment in equity instruments of other entity measured at fair value through profit or loss				
Unquoted Investments (fully paid up)	**2,010**	**0.50**	2,010	0.50
Total B	**2,010**	**0.50**	2,010	0.50

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

INR (In Lakhs)

Particular	As at 31 March 2026		As at 31 March 2025	
	No. Of Shares	**Amounts**	No. Of Shares	Amounts
C. Investment in units of Invit measured at fair value through profit or loss				
Quoted Investments (fully paid up) (refer note below)	**4,87,20,000**	**63,336.00**	4,87,20,000	52,617.60
Total C	**4,87,20,000**	**63,336.00**	4,87,20,000	52,617.60
TOTAL INVESTMENTS CARRYING VALUE (A) + (B) + (C)	**6,57,89,240**	**89,857.51**	5,87,82,010	69,218.10

INR (In Lakhs)

List of entities	Face Value Per Share	As at 31 March 2026		As at 31 March 2025	
		No. Of Shares	**Amounts**	No. Of Shares	Amounts
(a) Subsidiaries					
1. Furies Solren Private Limited	₹ 10	**2,00,000**	**20.00**	2,00,000	20.00
2. Gelos Solren Private Limited	₹ 10	**22,19,630**	**7,137.98**	2,00,000	20.00
3. Hazel Hybren Private Limited	₹ 10	**2,00,000**	**20.00**	2,00,000	20.00
4. Illuminate Hybren Private Limited (Formerly Known As Icarus Hybren Private Limited)	₹ 10	**2,00,000**	**20.00**	2,00,000	20.00
5. Jade Hybren Private Limited	₹ 10	**2,00,000**	**20.00**	2,00,000	20.00
6. Kyros Hybren Private Limited	₹ 10	**2,00,000**	**20.00**	2,00,000	20.00
7. Layer Hybren Private Limited	₹ 10	**2,00,000**	**20.00**	2,00,000	20.00
8. Martial Solren Private Limited	₹ 10	**69,10,000**	**16,285.00**	69,10,000	16,285.00
9. Migos Hybren Private Limited	₹ 10	**2,00,000**	**20.00**	2,00,000	20.00
10. Neon Hybren Private Limited	₹ 10	**51,87,600**	**2,823.03**	**2,00,000**	**20.00**
11. Orion Hybren Private Limited	₹ 10	**2,00,000**	**20.00**	**2,00,000**	**20.00**
12. Pulse Hybren Private Limited	₹ 10	**2,00,000**	**20.00**	**2,00,000**	**20.00**
13. Quest Hybren Private Limited	₹ 10	**2,00,000**	**20.00**	**2,00,000**	**20.00**
14. Rhyme Hybren Private Limited	₹ 10	**1,50,000**	**15.00**	**1,50,000**	**15.00**
15. Steer Hybren Private Limited	₹ 10	**1,50,000**	**15.00**	**1,50,000**	**15.00**
16. Target Hybren Private Limited	₹ 10	**1,50,000**	**15.00**	1,50,000	15.00
17. Ultrogen Hybren Private Limited	₹ 10	**1,50,000**	**15.00**	1,50,000	15.00
18. Velos Hybren Private Limited	₹ 10	**1,50,000**	**15.00**	1,50,000	15.00
Total investment in Subsidiaries - subtotal (a)		**1,70,67,230.00**	**26,521.01**	1,00,60,000.00	16,600.00
(b) Others					
The Zoroastrian Co-operative Bank Limited	₹ 10	**2,010**	**0.50**	2,010	0.50
Total investment in Other entity- subtotal (b)		**2,010**	**0.50**	2,010	0.50
(c) Investment in units of Invit					
1. Sustainable Energy Infra Trust (SEIT)	₹ 100	**4,87,20,000**	**63,336.00**	4,87,20,000	52,617.60
Total investment in units of Invit- subtotal (c)		**4,87,20,000**	**63,336.00**	4,87,20,000	52,617.60
Total investment (a + b + c)		**6,57,89,240**	**89,857.51**	5,87,82,010	69,218.10

Note no. 9B Current Investments

INR (In Lakhs)

Particular	As at 31 March 2026	As at 31 March 2025
Quoted Investments at fair value through profit or loss		
In Mutual Funds	**25,158.14**	26,566.48
TOTAL	**25,158.14**	26,566.48

INR (In Lakhs)

Particular	As at 31 March 2026	As at 31 March 2025
Quoted Investments		
Aggregate book value	**88,494.14**	79,184.08
Aggregate market value	**88,494.14**	79,184.08
Unquoted Investments		
Aggregate carrying value	**26,521.51**	16,600.50

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 10. - Loans

INR (In Lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Unsecured, considered good				
Loans to related parties (refer note 34)	**5,083.00**	**1,08,008.12**	30.00	54,988.91
TOTAL	**5,083.00**	**1,08,008.12**	30.00	54,988.91

(10.1) Contractual amounts of loans outstanding given to Related Parties

Refer Note 30 for disclosures related to credit risk, impairment under expected credit loss model and related financial instrument disclosures.

Unsecured loan given to related parties includes

INR (In Lakhs)

List of entities	Rate of Interest (%)	As at 31 March 2026	As at 31 March 2025
Subsidiaries			
1. Martial Solren Private Limited (Sub-ordinate debt given for renewable energy project , repayable after servicing of senior secured debts not beyond 20 years)	11.50	**32,080.00**	27,080.00
2. Martial Solren Private Limited (For general business purpose, repayable at the end of 1 year from date of drawdown of each tranche)	11.00	**150.00**	–
3. Furies Solren Private Limited (Sub-ordinate debt given for renewable energy project , repayable after servicing of senior secured debts not beyond 20 years)	11.50	**15,100.00**	10,810.00
4. Hazel Hybren Private Limited (Sub-ordinate debt given for renewable energy project , repayable after servicing of senior secured debts not beyond 20 years)	11.50	**28,955.60**	8,233.00
5. Jade Hybren Private Limited (For general business purpose, repayable at the end of 2 years from date of drawdown of each tranche)	11.00	**4,046.30**	500.00
6. Gelos Solren Private Limited (Sub-ordinate debt given for Open Access Project , repayable after servicing of senior secured debts not beyond 20 years)	11.50	**11,184.92**	2,565.92
7. Gelos Solren Private Limited (For general business purpose, repayable at the end of 2 years from date of drawdown of each tranche)	11.00	**6,695.00**	–
8. Illuminate Hybren Private Limited (For general business purpose, repayable at the end of 2 years from date of drawdown of each tranche)- (Formerly Known As Icarus Hybren Private Limited)	11.00	**4,275.00**	585.00
9. Layer Hybren Private Limited (For general business purpose, repayable at the end of 2 years from date of drawdown of each tranche)	11.00	**5,394.30**	3,358.00
10. Migos Hybren Private Limited (For general business purpose, repayable at the end of 2 years from date of drawdown of each tranche)	11.00	**930.00**	520.00
11. Neon Hybren Private Limited (Sub-ordinate debt given for renewable energy project , repayable after servicing of senior secured debts not beyond 20 years)	11.50	**1,545.00**	1,500.00
12. Pulse Hybren Private Limited (Sub-ordinate debt given for renewable energy project , repayable after servicing of senior secured debts not beyond 20 years)	11.50	**375.00**	–
13. Quest Hybren Private Limited (Sub-ordinate debt given for renewable energy project , repayable after servicing of senior secured debts not beyond 20 years)	11.50	**635.00**	–
14. Orion Hybren Private Limited (Sub-ordinate debt given for renewable energy project , repayable after servicing of senior secured debts not beyond 20 years)	11.50	**1,725.00**	–
TOTAL		**1,13,091.12**	55,151.92

Note No. 11. - Other financial assets

INR (In Lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Financial assets				
a) Security Deposits	**–**	**173.48**	10.00	106.00
b) Interest accrued on loans and deposits	**667.56**	**10,478.09**	264.65	2,979.42
c) Due from related parties	**40.31**	**–**	1,008.90	–
d) Unbilled Revenue	**4,542.51**	**–**	4,280.95	–
e) Bank deposits (earmarked balance against government authorities)	**–**	**6.77**	–	6.77
Financial Assets measured at Fair Value				
(a) Derivative financial instruments				
Foreign currency forward contracts	**23.92**	**–**	**–**	**–**
TOTAL	**5,274.30**	**10,658.34**	5,564.50	3,092.19

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 12 - Current Tax and Deferred Tax

(i) Income tax recognised in profit or loss

INR (In Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Current Tax:		
In respect of current year		
Current Tax	**4,101.87**	**1,960.32**
In respect of prior years	**38.26**	**(523.85)**
In respect of current year	**1,636.43**	1,167.46
Deferred Tax	**1,636.43**	1,167.46
Total income tax expense	**5,776.56**	**2,603.93**

(ii) Income tax recognised in other Comprehensive income

INR (In Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Remeasurement of defined benefit obligations not reclassified to profit or loss	**5.17**	(3.26)
Total	**5.17**	(3.26)

(iii) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

INR (In Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
i) Profit before tax continuing operations	**26,539.14**	9,072.11
ii) Profit before tax discontinued operations	**–**	**–**
iii) Profit before tax (i) + (ii)	**26,539.14**	9,072.11
iv) Corporate tax rate as per Income tax Act, 1961	**25.17%**	25.17%
v) Tax on accounting profit (v) = (iii) X (iv)	**6,679.37**	2,283.27
Effect of expenses that is non-deductible in determining taxable profit	**23.53**	104.70
Income taxable at lower rate	**(1,164.88)**	(79.42)
Effect of change in rate of tax	**–**	936.04
Adjustments in respect of prior years	**200.27**	(116.81)
vi) Total effect of Tax adjustment	**5,738.30**	3,127.78
vii) Adjustments recognised in the current year in relation to the tax of prior years	**38.26**	(523.85)
viii) Tax expense recognised during the year (vi + vii)	**5,776.56**	2,603.93

(iv) The details of Non-current/Current tax assets/(liabilities)

INR (In Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Current Tax Assets		
Income Tax (net of provisions as at March 31, 2026 - Rs. 13,151.14 lakhs; as at March 31, 2025 9,011.01 lakhs)	**1,053.26**	2,126.13
Total	**1,053.26**	2,126.13

(v) Movement in deferred tax balances

INR (In Lakhs)

Particulars	For the Year ended 31 March 2026					
	Opening Balance	Recognised in profit and Loss	Effect of Demerger	Change in tax rate (Refer Note below)	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax liabilities						
Property, plant and equipment and intangible assets	**(1.88)**	**(17.58)**	**–**	**–**	**–**	**(19.46)**
Investment revaluation	**4,784.71**	**1,634.85**	**–**	**–**	**–**	**6,419.56**
Unwinding of Financial liability	**(33.48)**	**33.48**	**–**	**–**	**–**	**(0.00)**
	4,749.35	**1,650.75**	**–**	**–**	**–**	**6,400.10**
Tax effect of items constituting deferred tax assets						
Employee Benefits	**559.93**	**139.31**	**–**	**–**	**(5.17)**	**694.07**
Provisions	**1,533.34**	**(89.78)**	**–**	**–**	**–**	**1,443.56**
Unwinding of Financial assets	**0.42**	**(0.09)**	**–**	**–**	**–**	**0.33**
Other Financial Assets	**24.26**	**(5.92)**	**–**	**–**	**–**	**18.34**
Demerger related expenses	**87.61**	**(29.20)**	**–**	**–**	**–**	**58.41**
	2,205.56	**14.32**	**–**	**–**	**(5.17)**	**2,214.71**
Net deferred tax liabilities	**(2,543.79)**	**(1,636.43)**	**–**	**–**	**(5.17)**	**(4,185.39)**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

INR (In Lakhs)

Particulars	For the Year ended 31 March 2025					
	Opening Balance	Recognised in profit and Loss	Effect of Demerger	Change in tax rate (Refer Note below)	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax liabilities						
Property, plant and equipment and intangible assets	15.39	(17.27)	–	–	–	(1.88)
Investment revaluation	3,744.17	104.50	–	936.04	–	4,784.71
Unwinding of Financial liability	(0.00)	(33.48)	–	–	–	(33.48)
	3,759.56	53.75	–	936.04	–	4,749.35
Tax effect of items constituting deferred tax assets						
Employee Benefits	355.95	200.72	–	–	3.26	559.93
Provisions	1,997.60	(464.26)	–	–	–	1,533.34
Unwinding of Financial assets	1.64	(1.22)	–	–	–	0.42
Other Financial Assets	24.78	(0.52)	–	–	–	24.26
Demerger related expenses	–	(29.20)	116.81	–	–	87.61
	2,379.97	(294.48)	116.81	–	3.26	2,205.56
Net deferred tax liabilities	(1,379.59)	(348.23)	116.81	(936.04)	3.26	(2,543.79)

Note: During the previous financial year, there has been a change in tax rate for long term capital gains to 12.5% plus applicable surcharge and cess amounting to 14.30% (previous year 11.44%) under section 112 of the Income Tax Act. The resultant impact on the profit for the year is Rs. (936.04) lakhs.

Note No. 13 - Other assets

INR (In Lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
(a) Balances with government authorities (Sales tax and Goods & service tax)	**7,577.29**	**2,720.45**	5,619.50	2,284.64
(b) Other advances				
- Advances to suppliers	**5,055.76**	**1,989.00**	4,651.55	–
- Advances to employees	**10.59**		6.78	
(c) Prepaid Expense	**124.69**	**–**	13.97	–
(d) Other assets	**74.57**	**–**	21.31	**–**
Total	**12,842.90**	**4,709.45**	10,313.11	2,284.64

Note No. 14 - Inventories

INR (In Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Stores and pump including spares	**189.65**	211.77
Total Inventories	**189.65**	211.77

Note No. 15 - Trade receivables

INR (In Lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non- Current	Current	Non- Current
– Related Parties	**62,147.26**	**-**	9,653.68	-
– Others	**39.65**	**1,320.92**	496.86	1,320.92
Total	**62,186.91**	**1,320.92**	10,150.54	1,320.92

INR (In Lakhs)

Particulars	Outstanding as at 31st March 2026 from due date of payment						
	Not Due	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Trade receivables							
- Undisputed Trade receivables - considered good	**26,371.21**	**35,449.10**	**121.99**	**244.62**	**–**	**1,320.92**	**63,507.83**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

INR (In Lakhs)

Particulars	Outstanding as at 31st March 2026 from due date of payment						
	Not Due	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
- Undisputed Trade receivables - Credit Impaired.....	–	–	–	268.85	–	194.54	463.39
Less: Allowance for expected credit loss	–	–	–	(268.85)	–	(194.54)	(463.39)
TOTAL.....	26,371.21	35,449.10	121.99	244.62	–	1,320.92	63,507.83

INR (In Lakhs)

Particulars	Outstanding as at 31st March 2025 from due date of payment						
	Not Due	Less than 6 months	6 Months - 1 year	1-2 Years	2-3 Years	More than 3 Years	Total
Trade receivables							
- Undisputed Trade receivables - considered good..	–	9,616.51	226.27	17.27	1,269.31	342.10	11,471.46
- Undisputed Trade receivables - Credit Impaired....	–	–	–	–	54.46	157.17	211.63
Less: Allowance for expected credit loss	–	–	–	–	(54.46)	(157.17)	(211.63)
TOTAL.....	–	9,616.51	226.27	17.27	1,269.31	342.10	11,471.46

Movement in allowance for expected credit loss

INR (In Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
At the beginning of year.....	**211.63**	211.63
Provision during the year	**251.76**	–
Less : Provision reversal.....	**–**	–
Less : Allowance provided earlier written off.....	**–**	–
At the end of the year.....	**463.39**	211.63

1: No trade or other receivables are due from directors or other officers of the Company either severally or jointly with any other person. Further, no trade or other receivables are due from firms or private companies respectively in which any director is a partner, a director or a member.

2: The credit period given to customers range from 15 days to 90 days.

3: Refer Note 30 - Financial Instruments - for disclosures related to credit risk, allowance for trade receivables under expected credit loss model and other disclosure.

Note No. 16 Cash and cash equivalents

INR (In Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Cash and cash equivalents		
Balances with banks.....	**268.30**	213.64
Fixed deposits with original maturity of less than 3 months.....	**4,659.79**	–
Total Cash and cash equivalents.....	**4,928.09**	213.64
Bank balance other than cash and cash equivalents		
Bank deposit with original Maturity greater than 3 months but less than 12 months	**–**	17,200.00
Total Bank balance other than cash and cash equivalents	**–**	17,200.00

Note No. 17 - Equity share capital

INR (In Lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of Shares	Value of shares	No. of Shares	Value of shares
Authorised Share Capital:				
Equity shares of Rs 10 each....	**60,00,00,000**	**60,000.00**	50,00,00,000	50,000.00
Issued, Subscribed and Fully Paid up:				
Equity shares of Rs. 10 each ...	**55,64,86,357**	**55,648.64**	39,09,23,456	39,092.34
Total.....	**55,64,86,357**	**55,648.64**	39,09,23,456	39,092.34

Note:-

(i) The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the annual general meeting.

(ii) During the year, the company has issued via rights issue to its existing shareholders in equal proportion to their current holdings.(including 6 nominee shareholders)

(iii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iv) This includes 6 equity shares held as nominee by an individual on behalf of the Mahindra Holdings Limited.

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period.

Particulars	Opening Balance	Shares issued during the year	Closing Balance
Equity Shares			
Year ended 31 March 2026			
No. of Shares.....	**39,09,23,456**	**16,55,62,901.00**	**55,64,86,357**
Amount (In Lakhs).....	**39,092.34**	**16,556.30**	**55,648.64**
Year Ended 31 March 2025			
No. of Shares.....	39,09,23,456	–	39,09,23,456
Amount (In Lakhs).....	39,092.34	–	39,092.34

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ii) Details of shares held by the holding company:

Particulars	No. of Shares Equity Shares with Voting rights
As at 31 March 2026	
Mahindra Holdings Limited	**33,39,47,464**
2452991 ONTARIO LIMITED	**22,25,38,893**
As at 31 March 2025	
Mahindra Holdings Limited	23,45,93,167
2452991 ONTARIO LIMITED	15,63,30,289

(iii) Details of shares held by each shareholder holding more than 5% shares:

	As at 31 March 2026		As at 31 March 2025	
Class of shares/Name of shareholder	**Number of shares held**	**% holding**	Number of shares held	% holding
Equity shares with voting rights				
Mahindra Holdings Limited (Refer note below)	**33,39,47,464**	**60%**	23,45,93,167	60%
2452991 ONTARIO LIMITED	**22,25,38,893**	**40%**	15,63,30,289	40%
Total	**55,64,86,357**	**100%**	39,09,23,456	100%

(iv) Details of shares held by promoter:

	As at 31 March 2026			As at 31 March 2025		
Name of Promoter	**Number of shares held**	**% holding**	% change during the year	Number of shares held	% holding	% change during the year
Mahindra Holdings Limited	**33,39,47,464**	**60%**	0.00%	23,45,93,167	60%	0.00%

Note No. 18 - Other Equity:

INR (In Lakhs)

(i) Securities Premium	**As at 31 March 2026**	As at 31 March 2025
Balance as at beginning of the year	**32,676.25**	32,676.25
On account of rights issue	**83,443.70**	–
Balance at end of the year	**1,16,119.95**	32,676.25

Note:
Securities premium is used to record the excess of the amount received over the face value of the shares. This reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

INR (In Lakhs)

(ii) Retained earnings	**As at 31 March 2026**	As at 31 March 2025
Balance as at beginning of the year	**1,22,572.13**	1,16,113.63
Profit for the year	**20,762.58**	6,468.18
Other Comprehensive income/(loss) for the year	**15.38**	**(9.68)**
Balance at end of the year	**1,43,350.09**	1,22,572.13

Note:
Retained earnings comprise Balanceof accumulated (undistributed) profit and loss at each year end

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

INR (In Lakhs)

(iii) Capital reserve	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the year	**(6,321.83)**	(6,321.83)
During the year	**-**	-
Balance as at end of the year	**(6,321.83)**	(6,321.83)

Note No. 19 - Other Financial Liabilities

INR (In Lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	**Current**	Non-Current
Financial Liabilities measured at Fair Value				
(i) Derivative financial instruments	**–**	**–**	3.37	–
Foreign currency forward contracts				
(ii) Cash settled share based payments (Refer Note 33)	**87.93**	**–**	58.24	58.24
Total Other Financial Liabilities	**87.93**	**–**	61.61	58.24

Note No. 20 - Provisions

INR (In Lakhs)

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	**Current**	Non-Current
(a) Provision for employee benefits				
(1) Leave Encashment	**66.01**	**247.65**	57.80	228.36
(2) Gratuity (refer note no. 32)	**–**	**231.67**	–	253.99
(b) Other Provisions				
(1) Warranty	**363.23**	**2,824.31**	1,020.98	2,729.20
Total Provisions	**429.24**	**3,303.63**	1,078.78	3,211.55

Details of movement in Other Provisions is as follows:

INR (In Lakhs)

Particulars	Warranty claims
Balance at 1 April 2024	4,776.65
Additional provisions recognised	–
Amounts used during the year	(246.84)
Unused amounts reversed during the year	(929.82)
Discounting of Warranty liability for current year	–
Unwinding of discount and effect of changes in the discount rate	150.19
Balance at 31 March 2025	**3,750.18**
Balance at 1 April 2025	**3,750.18**
Additional provisions recognised	461.35
Amounts used during the year	(189.89)
Unused amounts reversed during the year	(938.09)
Discounting of Warranty liability for current year	(31.59)
Unwinding of discount and effect of changes in the discount rate	135.58
Balance at 31 March 2026	**3,187.54**

Warranty Claims:
Provision for warranty represents present value of management's best estimate of the future outflow of economic benefits that will be required in respect of product provided by Company, the estimated cost of which is accrued at the time of sale. Management estimates the related provision for future warranty claims based on historical warranty claim information and is adjusted regularly to reflect new information. The products are generally covered under a warranty period up to 5 years. It is expected that most of these costs may be incurred in the next five financial years.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 21 - Trade payables

INR (In Lakhs)

Particulars	Outstanding as at 31st March 2026 from due date of payment						As at 31 March 2026
	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total	
Undisputed							
- Total outstanding dues of micro and small enterprises	**2,172.06**	**-**	**-**	**-**	**-**	**2,172.06**	**2,172.06**
- Total outstanding dues of creditors other than micro and small enterprises	**9,942.15**	**1,671.96**	**69.36**	**8.88**	**191.82**	**11,884.17**	**11,884.17**
Total trade payables	**12,114.21**	**1,671.96**	**69.36**	**8.88**	**191.82**	**14,056.23**	**14,056.23**

INR (In Lakhs)

Particulars	Outstanding as at 31st March 2025 from due date of payment						As at 31 March 2025
	Not Due	Less than 1 Year	1-2 Years	2-3 Years	More than 3 Years	Total	
Undisputed							
- Total outstanding dues of micro and small enterprises	1,732.11	33.11	-	-	-	1,765.22	1,765.22
- Total outstanding dues of creditors other than micro and small enterprises	4,636.76	2,737.95	14.01	28.95	175.41	7,593.08	7,593.08
Total trade payables	6,368.88	2,771.06	14.01	28.95	175.41	9,358.30	9,358.30

Note

Micro, Small and Medium enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the MSMED Act") are given below :

INR (In Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Dues remaining unpaid at the end of each accounting year for micro and small enterprises		
– Principal	**2,172.06**	1,732.11
– Interest on the above	**-**	-
(b) Interest paid in terms of Section 16 of the MSMED Act along with the amount of payment made to the supplier beyond the appointed day during the year		
– Principal paid beyond the appointed date	**–**	–
– Interest paid in terms of Section 16 of the MSMED Act	**–**	–
(c) Amount of interest due and payable for the period of delay on payments made beyond the appointed	**–**	–
day during the year	**–**	–
(d) Further interest due and payable even in the succeeding years, until such date when the interest dues	**–**	–
as above are actually paid to the small enterprises	**–**	–
(e) Amount of interest accrued and remaining unpaid		

Note No. 22 - Other current liabilities

INR (In Lakhs)

Particulars	As at 31 March 2026	As at 31 March 2025
Current		
a. Advances received from customers	**985.51**	510.59
b. Statutory dues (Goods & service tax (GST), Tax deducted at Source, Provident Fund, Profession Tax, Labour Welfare Fund.	**143.16**	72.09
c. Others	**41.00**	**19.00**
Total Other Liabilities	**1,169.67**	601.68

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 23 - Revenue from operations

The following is an analysis of the Company's revenue for the year.

Particulars	For the year ended 31 March 2026	INR (In Lakhs) For the year ended 31 March 2025
(a) Revenue from Engineering, Procurement and constructions contracts	**72,983.96**	34,739.01
(b) Sale of power	**–**	0.37
(c) Other operating revenue:		
(i) Scrap sales	**102.80**	67.02
(ii) Shared service income	**263.54**	598.02
Total Revenue from Operations	**73,350.30**	35,404.42

Note:

A. The Company presently recognises its revenue from contract with customer from Engineering, Procurement and Constructions contracts & sale of power over a period of time.

Particulars	For the year ended 31 March 2026	INR (In Lakhs) For the year ended 31 March 2025
Over a period of time	**73,247.50**	35,337.40
At a point in time	**102.80**	67.02
Total	**73,350.30**	35,404.42

B. Reconciliation of Contract Assets & Contract Liabilities:

Particulars	For the year ended 31 March 2026	INR (In Lakhs) For the year ended 31 March 2025
Contract Assets		
Unbilled Receivable		
At the beginning of the year	**4,280.95**	128.55
Less: Bill during the year	**(72,722.40)**	(30,586.98)
Add: Revenue recognised during the year	**72,983.96**	34,739.38
At the end of the year	**4,542.51**	4,280.95
Contract Liability		
Advance from customer		
At the beginning of the year	**510.59**	550.31
Addition/(applied) during the year	**474.92**	(39.70)
At the end of the year	**985.51**	510.59

C. Reconciliation of revenue as per Ind AS 115:

Particulars	For the year ended 31 March 2026	INR (In Lakhs) For the year ended 31 March 2025
Revenue from contract with customers	**72,983.96**	34,739.38

Note No. 24 - Other income

Particulars	For the year ended 31 March 2026	INR (In Lakhs) For the year ended 31 March 2025
(a) Financial instruments measured at amortised cost:		
Interest income		
(i) Bank deposits	**131.73**	4,462.89
(ii) Other financial assets measured at amortised cost	**9,105.75**	3,202.55
(b) Financial instruments measured at FVTPL:		
(i) Fair valuation gain on financial assets designated as at FVTPL	**10,718.40**	730.80
(ii) InvIT dividend	**5,396.59**	4,138.30
(iii) Realized gain on sale of mutual fund investments (net)	**2,209.75**	1,437.49
(iv) Unrealized gain/(loss) on mutual fund investments (net)	**538.75**	–
(c) Provision no longer required written back:		
(i) Warranty provision	**938.09**	929.82
(ii) Others	**214.63**	237.46
(d) Other non-operating income:		
(i) Profit on sale of PPE	**–**	4.16
(ii) Miscellaneous Income	**332.74**	354.19
(iii) Insurance claim	**129.55**	–
(iv) Gain on foreign currency transactions	**44.47**	–
Total Other Income	**29,760.45**	15,497.66

Note No. 25 - Cost of materials consumed

Particulars	For the year ended 31 March 2026	INR (In Lakhs) For the year ended 31 March 2025
Opening stock	**211.77**	262.38
Add: Purchases	**63,633.01**	31,489.82
	63,844.78	31,752.20
Less: Closing stock	**189.65**	211.77
Cost of materials consumed	**63,655.13**	31,540.43

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 26 - Employee benefits expense

INR (In Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Salaries and wages, including bonus	**7,256.63**	4,907.37
(b) Contribution to provident and other funds (refer note 32)	**273.73**	179.98
(c) Defined benefit plans	**139.43**	98.05
(d) Staff welfare expenses	**184.07**	231.02
Total employee benefit expense	**7,853.86**	5,416.42

Note:- There is an additional impact of Rs. 61.02 lakhs in the Standalone Statement of Profit and Loss on account of New Labour Code 2020.

Note No. 27 - Finance costs

INR (In Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest and finance charges on financial liability measured at amortised cost		
(a) Interest expense on borrowings	**7.62**	1.13
(b) Interest expense on lease liabilities	**46.13**	50.08
(c) Bank charges	**288.94**	315.95
(d) Unwinding of provisions	**140.96**	155.57
Total finance costs	**483.65**	522.73

Note No. 28 - Other expenses

INR (In Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Warranty expenses (net) [refer Note 20]	**461.35**	–
Legal and other professional services	**1,134.27**	1,019.36
Rent including lease rentals	**4.80**	238.16
Insurance	**126.02**	104.43
Repairs and maintenance - others	**222.15**	199.74
Advertisement	**85.13**	60.37
Travelling and conveyance expenses	**456.84**	277.76
Loss on foreign currency transactions	**–**	3.40
Auditors remuneration and out-of-pocket expenses (excluding taxes)		
Statutory audit fees	**22.50**	18.50
Certification and other services	**6.55**	0.35
Out of pocket expenses	**0.85**	0.70
Communication expenses	**41.09**	51.87
CSR expenses [refer CSR note below]	**93.51**	77.52
Printing and stationary	**26.08**	15.84
Software expenses	**97.40**	76.26
Training	**134.78**	90.85
Research and development	**30.34**	107.96
Wind Mast and Data procurement charges	**–**	1,108.00
Bad debts written off	**7.00**	10.29
Provision for expected credit loss	**251.76**	–
Provision for impairment	**–**	200.00
Loss on Sale of asset held for sale	**275.66**	–
Bid processing charges	**172.12**	157.32
Miscellaneous expenses	**321.41**	102.80
Total Other Expenses	**3,971.61**	3,921.48

Note: Details of CSR Expenditure

INR (In Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(i) Amount required to be spent by Company	**93.51**	77.52
(ii) Amount of expenditure incurred	**93.51**	77.52
(iii) Nature of CSR Activities		
Promoting gender equality, empowering women,	**–**	–
Rural Development	**–**	–
Promotion of Education , Special education and Education of the girl child	**93.51**	77.52
Healthcare including preventive health care	**–**	–
Sanitation & contribution to Swacch Bharat Kosh	**–**	–

Note No. 29 - Earnings per equity share

Basic earnings per share - Continuing operations

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

INR (In Lakhs)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit for the year attributable to owners of the Company (INR in Lakhs)	**20,762.58**	6,468.18
Weighted average number of equity shares (in Lakhs)	**4,961.58**	3,909.23
Basic and diluted earnings per share from continuing operations (INR)	**4.18**	**1.65**

Note:

The Company does not have any dilutive / potential dilutive instruments

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 30 – Financial Instruments

Capital management

The company do not have borrowings and manages its capital through equity share capital.

Categories of financial assets and financial liabilities as at 31 March 2026

INR (In Lakhs)

Particulars	Amortised Costs	FVTPL	Total
Non-current Assets			
Investments	**–**	**63,336.50**	**63,336.50**
Trade Receivables	**1,320.92**		**1,320.92**
Loans	**1,08,008.12**	**–**	**1,08,008.12**
Other Financial Assets	**10,658.34**	**–**	**10,658.34**
Current Assets			
Investments	**–**	**25,158.14**	**25,158.14**
Trade Receivables	**63,507.83**	**–**	**63,507.83**
Cash and Cash Equivalents	**4,928.09**	**–**	**4,928.09**
Other Bank Balances	**–**	**–**	**–**
Loans	**5,083.00**	**–**	**5,083.00**
Other Financial Assets	**5,250.38**	**23.92**	**5,274.30**
Non-current Liabilities			
Lease liabilities	**155.69**	**–**	**155.69**
Other Financial Liabilities	**–**	**–**	**–**
Current Liabilities			
Trade Payables	**14,056.23**	**–**	**14,056.23**
Lease liabilities	**335.53**	**–**	**335.53**
Other Financial Liabilities	**–**	**87.93**	**87.93**

Categories of financial assets and financial liabilities as at 31 March 2025

INR (In Lakhs)

Particulars	Amortised Costs	FVTPL	Total
Non-current Assets			
Investments	–	52,618.10	52,618.10
Trade Receivables	1,320.92	–	1,320.92
Loans	54,988.91	–	54,988.91
Other Financial Assets	3,092.19	–	3,092.19
Current Assets			
Investments	–	26,566.48	26,566.48
Trade Receivables	11,471.46	–	11,471.46
Cash and Cash Equivalents	213.64	–	213.64
Other Bank Balances	17,200.00	–	17,200.00
Loans	30.00	–	30.00
Other Financial Assets	5,564.50	–	5,564.50
Non-current Liabilities			
Lease liabilities	297.55	–	297.55
Other Financial Liabilities	–	58.24	58.24
Current Liabilities			
Trade Payables	11,123.52	–	11,123.52
Lease liabilities	265.83	–	265.83
Other Financial Liabilities	–	61.61	61.61

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk . In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay, resulting in financial loss to the Company. The Company provides EPC services for the power plants mainly for its subsidiaries and accordingly the credit risk is minimal.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Trade receivables consist of customers, spread across diverse geographical areas in the country. Ongoing credit evaluation is performed on the financial condition of accounts receivable.

The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings assigned by international credit-agencies.

The Company applies the simplified approach to providing for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The Company based on its assessment has created provision of Rs. 251.76 lakhs (March 31, 2025 : Nil) in the statement of profit and loss.

LIQUIDITY RISK

(i) Liquidity risk management

The management of the Company has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

The contractual maturity is based on the earliest date on which the Company may be required to pay.

Particulars	Less than 1 Year	1 Years to 5 Years	5 years and above	INR (In Lakhs) Total
Non derivative financial instruments				
As at 31 March 2026				
Trade Payables	**14,056.23**	**–**	**–**	**14,056.23**
Lease liabilities	**335.53**	**155.69**	**–**	**491.22**
Lease liabilities - Interest	**26.89**	**10.37**	**–**	**37.26**
Total	**14,418.65**	**166.06**	**–**	**14,584.72**
Non derivative financial instruments				
As at 31 March 2025				
Trade Payables	11,123.52	–	–	11,123.52
Lease liabilities	265.83	297.55	–	563.38
Lease liabilities - Interest	35.82	19.19	–	55.01
Total	11,455.17	316.74	–	11,771.91

(iii) Financing arrangements

The Company had access to following undrawn borrowing facilities at the end of the reporting period:

Particulars	INR (In Lakhs) As at 31 March 2026	As at 31 March 2025
Secured Bank Overdraft facility		
– Expiring within one year	**22,500.00**	22,500.00
– Expiring beyond one year	**–**	–
	22,500.00	22,500.00

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

All such transactions are carried out within the guidelines set by the Board of Directors

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

As an estimation of the approximate impact of price risk, with respect to investments in mutual funds and Invit units; the Company has calculated the impact as follows:

For mutual funds a 1% increase in NAV may lead to an additional gain of Rs. 251.58 lakhs. (P.Y. Rs. 265.66 lakhs). A 1% decrease may have led to equal but opposite effect.

For invit units a 1% increase in market price may lead to an additional gain of Rs. 633.36 lakhs. (P.Y. Rs. 526.18 lakhs). A 1% decrease may have led to equal but opposite effect.

Currency Risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Company's exposure to currency risk relates primarily to the Company's operating activities when transactions are denominated in a different currency from the Company's functional currency.

The Company hedges its foreign currency risk by entering into forward contracts. Company does not have unhedged foreign currency exposures.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.The company does not have any exposure in relation to interest rate risk as the loans given by the Company carry fixed interest rates.

Note No. 31 - Fair Value Measurement

Fair Value Hierarchy

This section explains the judgements and estimates made in determining the fair values of the financial instruments that are:

(a) Recognised and measured at fair value.

(b) Measured at amortised cost for which fair values are disclosed in the Standalone Financial Statements.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into three levels prescribed under the accounting standard.

Fair Valuation Techniques and Inputs used - recurring Items

INR (In Lakhs)

Financial assets/ financial liabilities measured at Fair value	Fair value as at		Level	Valuation technique's and key input's
	As at 31 March 2026	As at 31 March 2025		
Financial assets				
Investments				
1) Investments in Sustainable Energy Infra Trust	**63,336.50**	52,618.10	1	Quoted market price
2) Mutual fund investments	**25,158.14**	26,566.48	2	Net Asset Value
3) Forward Contracts	**23.92**	–	2	Discounted cash flow. Future cash flows are estimated based on forward exchange rates (from observable forward exchange rate at the end of the reporting period) and contract forward rate that reflects the credit risk of various counter parties.
Total financial assets	**88,494.64**	79,184.58		
Financial Liabilities				
1) Cash settled share based payments	**87.92**	116.48	2	Black & Scholes valuation
2) Forward Contracts	**–**	3.37	2	Discounted cash flow. Future cash flows are estimated based on forward exchange rates (from observable forward exchange rate at the end of the reporting period) and contract forward rate that reflects the credit risk of various counter parties.
Total financial liabilities	**87.92**	**119.85**		

1. There were no transfers between level 1 and level 2 for recurring fair value measurements during the year.

Details of outstanding forward exchange contracts that are not accounted as hedges

Particulars	As At 31 March 2026		As At 31 March 2025	
	Notional value#	**Carrying amount of hedging instrument included in Other financial liabilities**	Notional value#	Carrying amount of hedging instrument included in Other financial liabilities
Buy Currency				
– USD	**8.76**	**23.92**	1.58	3.37

Note:- The Company has taken hedge against foreign currency transactions but has not accounted as hedges.

Note No. 32 - Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund and Other funds aggregating INR 273.73 Lakhs (2025: INR 179.98 Lakhs) has been recognised in the Standalone Statement of Profit and Loss under the head Employee Benefits expense. (Refer note no 26)

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested, it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund.

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Asset volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bonds discount rate, this will create or increase a deficit. The defined benefit plans hold a significant proportion of equity type assets, which are expected to outperform government bonds in the long-term while providing volatility and risk in the short-term.

As the plans mature, the Company intends to reduce the level of investment risk by investing more in assets that better match the liabilities.

However, the Company believes that due to the long-term nature of the plan liabilities and the strength of the supporting group, a level of continuing equity type investments is an appropriate element of the Company's long term strategy to manage the plans efficiently.

Changes in bond yields

A decrease in government bond yields will increase plan liabilities, although this is expected to be partially offset by an increase in the value of the plans' bond holdings and interest rate hedging instruments.

Inflation risk

Some of the Company's pension obligations are linked to inflation, and higher inflation will lead to higher liabilities (although, in most cases,

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

caps on the level of inflationary increases are in place to protect the plan against extreme inflation). The plans hold a significant proportion of assets in index linked gilts, together with other inflation hedging instruments and also assets which are more loosely correlated with inflation. However an increase in inflation will also increase the deficit to some degree.

Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

	Valuation as at	
	As at 31 March 2026	As at 31 March 2025
Discount rate(s).....	**6.80%**	6.75%
Expected rate(s) of salary increase	**14.27%**	13.50%
Attrition rate.....	**22.00%**	18.50%

Particulars	**Funded Plan** Gratuity	INR (In Lakhs) Funded Plan Gratuity
	31 March 2026	31 March 2025
Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
Service Cost:		
Current Service Cost	**81.22**	56.82
Past service cost	**61.02**	–
Net interest expense	**17.04**	13.35
Components of defined benefit costs recognised in profit or loss	**159.28**	70.17
Remeasurement on the net defined benefit liability		
Return on plan assets (excluding amount included in net interest expense)	**(8.97)**	(3.69)
Actuarial (gains) and loss arising form changes in financial assumptions	**10.44**	(1.67)
Actuarial (gains) and loss arising form experience adjustments	**(13.47)**	12.24
Actuarial (gains) and loss arising from changes in demographics	**(8.55)**	6.06
Components of defined benefit costs recognised in other comprehensive income	**(20.55)**	12.94
Total	**138.73**	83.11

Particulars	**Funded Plan** Gratuity	INR (In Lakhs) Funded Plan Gratuity
	31 March 2026	31 March 2025
I. Net Asset/(Liability) recognised in the Balance Sheet as at end of the year		
1. Present value of defined benefit obligation as at end of the year	**574.23**	479.99
2. Fair value of plan assets as at end of the year	**342.56**	226.00
3. Net defined benefit liability / (asset) recognized in balance sheet (refer note 20)	**231.67**	253.99
4. Current portion of the above	**–**	–
5. Non current portion of the above	**231.67**	253.99

Particulars	**Funded Plan** Gratuity	INR (In Lakhs) Funded Plan Gratuity
	31 March 2026	31 March 2025
II. Change in the obligation during the year		
1. Present value of defined benefit obligation at the beginning of the year	**479.99**	369.54
2. Add/(Less) on account of Scheme of Arrangement/Business Transfer		
3. *Expenses Recognised in Statement of Profit and Loss*		
- Current Service Cost	**81.22**	56.82
- Past Service Cost	**61.02**	–
- Interest Expense (Income)	**29.14**	23.62
4. *Recognised in Other Comprehensive Income Remeasurement (gains) / losses*		
- Actuarial (Gain) Loss arising from:		
i. Demographic Assumptions	**(8.55)**	6.06
ii. Financial Assumptions	**10.44**	(1.67)
iii. Experience Adjustments	**(13.47)**	12.24
5. Benefit payments	**(40.61)**	(11.09)
6. Liabilities assumed / (settled)	**(24.96)**	24.47
7. Present value of defined benefit obligation at the end of the year	**574.23**	479.99
III. Change in fair value of assets during the year ended		
1. Fair value of plan assets at the beginning of the year	**226.00**	174.09
2. Employer Contributions	**136.10**	49.05
3. Interest on plan assets	**12.10**	10.26
Remeasurement due to:		
- Actual return on plan assets	**8.97**	3.69
4. Benefits paid	**(40.61)**	(11.09)
5. Asset acquired/ (*settled)	**–**	–
6. Fair value of plan assets at the end of the year	**342.56**	226.00
IV. The Major categories of plan assets		
- List the plan assets by category here		
Insured Funds	LIC investments	LIC investments
V. Actuarial assumptions		
1. Discount rate	6.80%	6.75%
2. Attrition rate	22.00%	18.50%

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Principal assumption		**Changes in assumption**	**INR (In Lakhs) Impact on defined benefit obligation** Increase in assumption	Decrease in assumption
	31 March 2026	**1.00%**	**549.42**	**601.18**
Discount rate...	31 March 2025	1.00%	459.10	502.87
	31 March 2026	**1.00%**	**589.47**	**559.03**
Salary growth rate	31 March 2025	1.00%	493.68	466.11

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous period.

Maturity profile of defined benefit obligation:

	31 March 2026	31 March 2025
Within 1 year	**112.26**	113.35
1 – 2 year	**96.57**	73.16
2 – 3 year	**98.56**	63.63
3 – 4 year	**82.24**	77.15
4 – 5 year	**78.49**	52.11
5 – 10 years	**192.65**	161.17
10 years & above	**156.36**	149.38

The weighted average duration of the defined benefit obligation as at 31 March 2026 is 4.50 years (2025: 4.84 years)

INR (In Lakhs)

	Period Ended				
VIII. Experience Adjustments :	**31 March 2026**	**31 March 2025**	31 March 2024	31 March 2023	31 March 2022
			Gratuity		
1. Defined Benefit Obligation					
2. Fair value of plan assets	**–**	–	–	–	–
3. Surplus/(Deficit)	**–**	–	–	–	–
4. Experience adjustment on plan liabilities [Gain/(Loss)]	**13.47**	(12.24)	(26.00)	9.08	(3.35)
5. Experience adjustment on plan assets [Gain/(Loss)]	**–**	–	–	–	–

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Note No. 33 - Cash based Long Term Incentive Scheme

In accordance with the directions and approval of the Nomination and Remuneration Committee of the Company, the Company shall grant units to eligible Employees/ Directors that will be settled in cash subject to terms and conditions outlined herewith. Units granted would vest over a period of three years, or such period as stipulated by the Nomination and Remuneration Committee, from the date of grant. Upon vesting of units eligible employees are entitled to earn cash benefits as prescribed.

One unit shall be entitled to a cash benefit which would be the difference between the Fair Value of one fully-paid Equity Share of the Company on the exercise date less the Face Value of the Equity Share of the Company on the grant date. Provided, however, that once units have vested, an eligible employee will have the option to exercise the same within a maximum period of 5 years from the vesting date during such periods of time as determined by the Company.

Once units are vested and exercised by an employee, the Company would, within a period of 90 days from the exercise date, compute the cash benefit due in respect of those units and pay the same to the employee after deducting the applicable income tax at source. The latest available Fair Value of the Company's Equity Share would be considered for computing the said cash benefit.

If an eligible employee fails to exercise the units within a period of 5 years as aforesaid , the unexercised units will lapse and the Company's liability for such unexercised units will cease.

Details of Long term incentives outstanding as on 31 March 2026

Particulars	**Number of units**	**Grant date**	**Expiry date**	**Expiry price (in Rs.)**	**Fair value at grant date (in Rs.)**
Cash Settled					
F'24 Grants	1,14,018	25-10-2023	31-10-2028	10	49.33

The fair value at grant date is as per the black & scholes option pricing model

Details of Long term incentives outstanding as on 31 March 2025

Particulars	**Number of units**	**Grant date**	**Expiry date**	**Expiry price (in Rs.)**	**Fair value at grant date (in Rs.)**
Cash Settled					
F'24 Grants	2,64,803	25-10-2023	31-10-2028	10	43.99

Movement in Cash based Long term incentives scheme

Particulars	**For the year ended 31 March 2026**	For the year ended 31 March 2025
1 The number of units outstanding at the beginning of the year.	2,64,803	3,81,937
2 Granted during the year		–
3. Forfeited during the year	(1,17,833)	–
4. Exercised during the year	(32,952)	(1,17,134)
5. The number of units outstanding at the end of the year.	1,14,018	2,64,803

The total exercisable number of units at the end of the year is 1,14,018 (2025: 2,64,803)

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Cash based Long term incentive units

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
1. Share price (In Rs.)	**57.80**	51.71
2. Exercise price (In Rs.)	**10**	10
3. Expected volatility (weighted-average)	**46.10%**	50.60%
4. Expected life (weighted average)	**2.59**	3.59
5. Expected dividends yield	**–**	–
6. Risk- free interest rate (based on government bonds)	**6.29%**	6.63%

Note No. 34 - Related Party Transactions

List of related parties with whom transactions have taken place during the year

Relationships:	Name:
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	Ontrario Teacher's Pension Plan Board
Joint Venturer	Mahindra Holdings Limited
	2452991 ONTARIO LIMITED
Subsidiaries	1. Martial Solren Private Limited
	2. Furies Solren Private Limited
	3. Gelos Solren Private Limited
	4. Hazel Hybren Private Limited
	5. Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited)
	6. Jade Hybren Private Limited
	7. Kyros Hybren Private Limited
	8. Layer Hybren Private Limited
	9. Migos Hybren Private Limited
	10. Neon Hybren Private Limited (from 3rd May 2024)
	11. Orion Hybren Private Limited (from 3 May 2024)
	12. Pulse Hybren Private Limited (from 3 May 2024)
	13. Quest Hybren Private Limited (from 3 May 2024)
	14. Rhyme Hybren Private Limited (from 13 December 2024)
	15. Steer Hybren Private Limited (from 29 November 2024)
	16. Target Hybren Private Limited (from 6 December 2024)
	17. Ultrogen Hybren Private Limited (from 29 December 2024)
	18. Velos Hybren Private Limited (from 9 December 2024)
Venture Group Co	1. Bristlecone India Private Limited
	2. Mahindra Integrated Business Solutions Private Limited
	3. Mahindra Logistics Limited
	4. NBS International Limited
	5. Mahindra Holidays & Resorts India Limited
Relationships:	**Name:**
	6. Mahindra & Mahindra Financial Services Limited
	7. Mahindra Solarize Private Limited
	8. Mahindra Teqo Private Limited
	9. Mahindra Accelo Limited (formerly known as Mahindra Intertrade Limited)
	10. Mahindra Powerol Limited
	11. Mahindra Lifespace Developers Limited
	12. Mahindra First Choice Wheels Limited
	13. Mahindra Sustainable Energy Private Limited (Formely known as Mahindra Telecom Energy Management Service Private Limited)
	14. Marvel Solren Private Limited
	15. Tech Mahindra Ltd
Associate Related Party (from 10 Jan 2024)	1. Sustainable Energy Infra Trust (from 10 January, 2024)
	2. Green Energy Infra Project Managers Private Limited (from 10 January, 2024)
	3. Sustainable Energy Infra Investment Managers Private Limited (from 10 January, 2024)
Key Managerial Persons (KMP)	**Managing Director:**
	1. Avinash Rao (appointed w.e.f. September 24, 2025)
	2. Deepak Thakur (cease w.e.f. July 31, 2025)
	Executive Director/Chief Executive Officer
	1. Avinash Rao (appointed w.e.f. September 24, 2025)
	2. Deepak Thakur (cease w.e.f. July 31, 2025)
	Chief Financial Officer
	1. Avinash Bapat (cease w.e.f. 30 April 2024)
	2. Rakesh Khaitan (appointed w.e.f. 1 May 2024)
	Non Executive Director:
	1. Ramesh Iyer (appointed as chairman w.e.f 22 March 2023)
	2. Amit Sinha (appointed w.e.f. 28 July, 2021)
	3. Puneet Renjhen (appointed w.e.f. 22 April, 2022)
	4. Debapratim Hajara (appointed w.e.f. 22 December 2022)
	5. Bruce Ross Crane (appointed w.e.f. 22 December 2022)
	6. Saurabh Rastogi (appointed w.e.f. 17 April 2024)
	7. Amarjyoti Barua (appointed w.e.f. 17 May 2024)
	Company Secretary
	1. Mandar Joshi (cease w.e.f. 19 Feburary 2026)
	2. Dhara Modi Lobo (appointed w.e.f. 17 April 2026)
	Independent Director
	1. Anjali Gupta (appointed w.e.f. February 25, 2023)
	2. Diwakar Gupta (appointed w.e.f. 21 October, 2020)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Details of transaction between the Company and its related parties are disclosed below:

INR (In Lakhs)

Nature of transactions with Related Parties	For the year ended	Joint Venturer	Ultimate Joint Venturer	Subsidiaries	Joint Venture Group Co	KMP of the Company	Fellow Subsidiaries	Other related parties	Total
Revenue from EPC Contracts & support services	**31-Mar-26**	**–**	**–**	**73,018.28**	**89.06**	**–**	**–**	**–**	**73,107.34**
	31-Mar-25	–	0.37	34,664.93	103.29	–	–	–	34,768.59
Purchase of goods	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	–	–	–	–	–	–	–	–
Sale of plant, property and other assets	**31-Mar-26**	**–**	**2.14**	**–**	**–**	**–**	**–**	**–**	**2.14**
	31-Mar-25	–	–	–	–	–	–	–	–
Receiving of services	**31-Mar-26**	**–**	**–**	**–**	**174.19**	**–**	**–**	**–**	**174.19**
	31-Mar-25	–	10.86	–	209.21	–	–	–	220.07
Loans given	**31-Mar-26**	**–**	**–**	**58,519.20**	**–**	**–**	**–**	**–**	**58,519.20**
	31-Mar-25	–	–	69,975.00	–	–	–	–	69,975.00
Loans given refunded	**31-Mar-26**	**–**	**–**	**580.00**	**–**	**–**	**–**	**–**	**580.00**
	31-Mar-25	–	–	19,104.00	–	–	–	–	19,104.00
Interest income	**31-Mar-26**	**–**	**–**	**9,068.42**	**–**	**–**	**–**	**–**	**9,068.42**
	31-Mar-25	–	–	3,338.65	–	–	–	–	3,338.65
Dividend income	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**	**5,396.59**	**5,396.59**
	31-Mar-25	–	–	–	–	–	–	4,138.30	4,138.30
Investment in Equity Shares	**31-Mar-26**	**–**	**–**	**9,921.01**	**–**	**–**	**–**	**–**	**9,921.01**
	31-Mar-25	–	–	16,439.00	–	–	–	–	16,439.00
Equity contribution to the Company	**31-Mar-26**	**1,00,000.00**	**–**	**–**	**–**	**–**	**–**	**–**	**1,00,000.00**
	31-Mar-25	–	–	–	–	–	–	–	–

INR (In Lakhs)

Nature of transactions with Related Parties	For the year ended	Ultimate Holding and Parent Company	Ultimate Joint Venturer	Subsidiaries	Joint Venture Group Co	KMP of the Company	Fellow Subsidiaries	Other related parties	Total
Guarantee given	**31-Mar-26**	**–**	**–**	**21,896.54**	**–**	**–**	**–**	**–**	**21,896.54**
	31-Mar-25	–	–	1,02,761.48	–	–	–	–	1,02,761.48
Commission to non executive director	**31-Mar-26**	**–**	**–**	**–**	**–**	**18.15**	**–**	**–**	**18.15**
	31-Mar-25	–	–	–	–	11.00	–	–	11.00
Sitting fees to non executive director	**31-Mar-26**	**–**	**–**	**–**	**–**	**15.40**	**–**	**–**	**15.40**
	31-Mar-25	–	–	–	–	8.00	–	–	8.00
Remuneration to KMP	**31-Mar-26**	**–**	**–**	**–**	**–**	**661.64**	**–**	**–**	**661.64**
	31-Mar-25	–	–	–	–	475.46	–	–	475.46
Reimbursement	**31-Mar-26**	**–**	**657.49**	**838.01**	**392.41**	**–**	**–**	**–**	**1,887.91**
	31-Mar-25	–	760.82	1,448.50	305.78	–	–	–	2,515.10

INR (In Lakhs)

Nature of Balances with Related Parties	Balance as on	Joint Venturer	Ultimate Joint Venturer	Subsidiaries	Joint Venture Group Co	KMP of the Company	Fellow Subsidiaries	Other related parties	Total
Trade Receivable (including unbilled)	**31-Mar-26**	**–**	**–**	**66,166.16**	**590.70**	**–**	**–**	**–**	**66,756.86**
	31-Mar-25	–	–	13,222.31	430.19	–	–	–	13,652.50
Trade payables	**31-Mar-26**	**–**	**92.55**	**328.12**	**288.09**	**–**	**–**	**–**	**708.76**
	31-Mar-25	–	42.21	–	56.40	–	–	–	98.61
Dues from Related Parties	**31-Mar-26**	**–**	**–**	**–**	**40.31**	**–**	**–**	**–**	**40.31**
	31-Mar-25	–	–	1,008.90	–	–	–	–	1,008.90
Investments in Equity Shares	**31-Mar-26**	**–**	**–**	**26,521.01**	**–**	**–**	**–**	**–**	**26,521.01**
	31-Mar-25	–	–	16,600.00	–	–	–	52,617.60	69,217.60
Advances received from customer	**31-Mar-26**	**–**	**–**	**990.79**	**–**	**–**	**–**	**–**	**990.79**
	31-Mar-25	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Loans & advances given	**31-Mar-26**	**–**	**–**	**1,13,091.12**	**–**	**–**	**–**	**–**	**1,13,091.12**
	31-Mar-25	–	–	55,151.92	–	–	–	–	55,151.92
Guarantee given	**31-Mar-26**	**–**	**–**	**85,224.48**	**–**	**–**	**–**	**–**	**85,224.48**
	31-Mar-25	–	–	1,15,608.48	–	–	–	–	1,15,608.48
Guarantee Taken	**31-Mar-26**	–	–	–	39.24	–	–	–	39.24
	31-Mar-25	–	–	–	39.24	–	–	–	39.24
Interest Receivable	**31-Mar-26**	**–**	**–**	**11,134.78**	**–**	**–**	**–**	**–**	**11,134.78**
	31-Mar-25	–	–	2,979.42	–	–	–	–	2,979.42

Notes :

1) All outstanding balances are unsecured.

2) Above inter corporate deposits and loans have been given for renewable energy projects and general business purposes (including investment purposes) and guarantees have been given against their borrowing obligation which have been taken for general corporate purpose.

3) Investment Made to Subsidiaries are disclosed under note no 9A.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 35 - Segment Information:

(a) Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company. The Company operates only in one segment viz. Engineering, Procurement and Construction services (EPC).

(b) Information about major customers:
Revenue from customers with more than 10% total revenue from EPC business for FY 2025-26 is as follows :-
Martial Solren Private Limited : 29,744.50 lakhs

Gelos Solren Private Limited : 28,248.01 lakhs

Hazel Hybren Private Limited: 10,031.63 lakhs

Revenue from customers with more than 10% total revenue from EPC business for FY 2024-25 is as follows :-
Martial Solren Private Limited : 33,566.22 lakhs

(c) Geographical Information:
The Company's operations is confined within India. Accordingly there are no reportable geographical segments.

Note No. 36 Key ratios

Financial ratios

Particulars	Numerator	Denominator	Numerator	Denominator	2025-26	2024-25	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Asset	Current Liabilities	1,15,663	16,079	**7.19**	6.26	15%	No major variance
Return on Equity Ratio	Net Profit after taxes	Average Shareholder's Equity	20,763	2,48,408	**0.08**	0.04	139%	Increase is mainly on account of profit for the year due to higher operational margins, treasury income and MTM Gain on Invit investment.
Inventory turnover ratio	Cost of goods sold	Average inventory	63,655	201	**317.16**	133.04	138%	Increase is mainly on account of increase in COGS for execution of projects
Trade receivables turnover ratio	Net Sales	Average Trade Receivable	73,350	36,169	**2.03**	5.36	(62%)	Decrease is on account of increase in sales due to projects executed during the year.
Trade payables turnover ratio	Net Credit Purchases	Average Trade Payable	63,633	11,504	**5.53**	3.99	39%	Increase is mainly on account of increase in COGS for execution of projects
Net Capital turnover ratio	Net Sales	Average Working Capital = avg (Current assets - Current Liabilities)	73,350	79,707	**0.92**	0.39	138%	Increase is on account of increase in revenue and average debtors due to execution of projects during the year.
Net Profit ratio	Net Profit	Net Sales	20,763	73,350	**0.28**	0.18	55%	Increase on account of MTM Gain and treasury income
Return on capital employed	Earning before Finance cost and Taxes	Capital Employed = Net worth + Total Debt + Lease liability	27,023	3,09,288	**0.09**	0.05	72%	Increase on account of increase in PAT due to better profitability, MTM Gain and treasury income.

Note :- Current year and previous year ratios are calculated considering continuing operations.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 37 - Contingent liabilities and commitments

INR (In Lakhs)

Contingent liabilities	As at 31 March 2026	As at 31 March 2025
(a) Direct tax matters	**5,867.04**	5,851.98
(b) Indirect Tax matters:		–
(i) Central Sales tax and Value added tax matters	**1,343.39**	**158.82**
(ii) Goods & Service Tax matters	**7,756.77**	**6,752.79**
Total	**14,967.20**	**12,763.59**

Note :- (i) The Company vide Right of First Offer Agreement ('ROFO Agreement') dated December 12, 2023 with an Investment Infrastructure Trust, listed in India, have agreed to make an irrevocable invitation of offer to the Trust for acquisition of all (not in part) securities in one or more Special Purpose Vehicle entities identified in the ROFO Agreement, subject to lock-in-period, if any, to enable the Trust to have the first right to purchase assets acquired, developed and / or maintained by the Company for the period of 9 years from the Trust Listing Date.

Commitments

Note:- The Company has extended unconditional financial support to its subsidiaries as below:-

(i) Furies Solren Private Limited
(ii) Hazel Hybren Private Limited
(iii) Illuminate Hybren Private Limited
(iv) Jade Hybren Private Limited
(v) Layer Hybren Private Limited
(vi) Migos Hybren Private Limited
(vii) Quest Hybren Private Limited

Note No. 38 - Relationship with Struck off Companies

Note:- There are no transactions with Struck off companies during the year.

Note No. 39

The Company had procured land parcel in the Tumkur district in Karnataka admeasuring 66.8 acres in concurrence with ITC Limited for development of 10 Mega Watts Open Access solar Power project in Karnataka. Since the contract for Engineering, Procurement and Services with ITC Limited has been cancelled, the Company had sought to explore the option of sale of the said land parcel. During the year the Company has sold the land parcel to ITC limited. The difference between the carrying value and sale consideration received has been recognized in the Standalone Statement of Profit and Loss.

Note No. 40 - Disclosure required under Section 186(4) of the Companies Act, 2013

1) Loans, Guarantees and Investment given on behalf of subsidiary

INR (In Lakhs)

Particulars	Investment	Loans	Guarantee
Aggregate amount granted / provided during the year:	9,921.01	58,519.20	21,896.53
Balance outstanding as at balance sheet date in respect of above cases:	26,521.01	1,13,091.12	85,224.48

2) Guarantees given on behalf of subsidaries

INR (In Lakhs)

Particulars	2025-26	2024-25
Furies Solren Private Limited	**22,950.00**	25,950.00
Hazel Hybren Private Limited	**9,335.00**	9,335.00
Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited)	**10,818.40**	13,818.40
Jade Hybren Private Limited	**7,900.00**	7,900.00
Kyros Hybren Private Limited	**3,000.00**	3,000.00
Layer Hybren Private Limited	**4,000.00**	6,784.00
Martial Solren Private Limited	**2,571.08**	24,171.08
Migos Hybren Private Limited	**8,850.00**	8,850.00
Orion Hybren Private Limited	**7,900.00**	7,900.00
Pulse Hybren Private Limited	**3,950.00**	3,950.00
Quest Hybren Private Limited	**3,950.00**	3,950.00
	85,224.48	1,15,608.48

3) Investment Made in Subsidiaries are disclosed under note 9A.

4) Unsecured Loans given are disclosed under note 10.

Note No. 41

Other Statutory Information

(i) The Company do not have any Benami property, where any proceeding has been initiated or pending against the company for holding any Benami property

(ii) The Company have not traded or invested in Crypto currency or Virtual Currency during the financial year.

(iii) The Company does not have any transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.)

(iv) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period

(v) The Company have not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall: (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(vi) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or (b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

(vii) The Company is not declared wilful defaulter by and bank or financials institution or lender during the year

Note no. 42

Safeguard Duty (SGD) was imposed by the Government of India on 30 July 2018 on solar modules procured from China. However, such imposition was challenged by some developers in the Orissa High Court and hence, provisional assessment of modules without payment of SGD was allowed by the Government of India. Subsequently, the Supreme Court lifted the stay on imposition of SGD. Accordingly, the Ministry of Finance issued instructions to complete final assessment of all previous provisional assessments and collect the SGD amount.

The final assessment has not been completed yet. However, as per the provisional assessment, the department of customs has raised a total demand of Rs. 1,724 lakhs (principal) and 1,069 lakhs (interest). Hindustan Zinc Limited (HZL) paid the principal component to the Company, which was deposited by the Company with the department. The interest component is yet to be paid.

HZL had filed a separate petition in the Rajasthan High Court since the project was for captive use. The petition is currently listed for hearing. A stay petition seeking interim stay on demand for interest on delayed payment of safeguard duty on imported solar cells was also filed by HZL However, the said interim application has been dismissed by Rajasthan High Court on 11.07.2023. As a result, the final assessment has not been completed and payment of SGD will depend on the outcome of HZL's petition.

As per the terms agreed between the Company and HZL, if SGD is imposed, the

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

same shall be paid by HZL. The Company has also taken written undertaking from HZL that HZL shall pay the SGD, on first demand, along with default interest, if any, without prejudice to the ongoing writ petition before the Rajasthan High Court.

HZL has filed an appeal before the Supreme Court against Union of India (Ministry of Finance, Ministry of Commerce & Industry Department and Principal Commissioner of Customs, Mundra) and the Company, against the interim order passed by Rajasthan High Court on 11.07.2023, seeking a stay on the interest component of Rs. 1,069 lakhs imposed on the safeguard duty. No specific allegations have been levied against the Company.

The matter was last listed for hearing on 12.12.2024 wherein the appeal was admitted by the Supreme Court. The Supreme Court has imposed an interim stay on the interest component of Rs. 1,069 lakhs until the case achieves finality. This is because HZL (through the Company) has already deposited the principal component of customs duty and the subject matter is also pending for adjudication before various High Courts in India.

The Company has recognised a receivable of Rs 1,320.92 lakhs from HZL and accordingly create a payable in books of the same amount to pay this liability as and when the litigation settles.

The Company believes there will not be any impact on its future profitability basis the outcome of litigation between HZL and Principal of customs.

Note No. 43

The Company uses an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the accounting software. Further no instance of audit trail feature being tampered with was noted in respect of the accounting software and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

Note No. 44

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 45

The financial statements for the year ended 31st March 2026 were approved by the Board of Directors and authorised for issue on 17 April, 2026.

In terms of our report attached.
For Deloitte Haskins & Sells LLP
Chartered Accountants
Firm's Registration No.117366W/W-100018

Mehul Parekh
Partner
Membership No. 121513

Place : Mumbai
Date : 29th April, 2026

For and on behalf of the Board of Directors

Ramesh Iyer
Chairman & Non-Executive Director
DIN: 00220759

Avinash Rao
Managing Director & Chief Executive Officer
DIN: 08249182

Rakesh Khaitan
Chief Financial Officer

Dhara Modi Lobo
Company Secretary
ACS: 31725

Place : Mumbai
Date : 17th April, 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF MIGOS HYBREN PRIVATE LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Migos Hybren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

  Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us,

the Company has not paid any remuneration to its directors during the year.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656APECHY7245

Place: Mumbai
Date: April 13, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Migos Hybren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656APECHY7245

Place: Mumbai
Date: April 13, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company does not have property, plant and equipment and intangible asset. Accordingly, the reporting under Clauses 3(i)(a) to 3(i)(d) of the Order is not applicable to the Company.

   (b) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Goods and Services Tax and Income-tax have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, no funds have been raised on short term basis during the year.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way

of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 2.50 lakhs during the current financial year and Rs. 27.85 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656APECHY7245

Place: Mumbai
Date: April 13, 2026

BALANCE SHEET AS AT 31 MARCH 2026

CIN : U35106MH2023PTC415521

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I ASSETS			
1 NON-CURRENT ASSETS			
(a) Capital Work-in-Progress	3	172.42	9.72
(b) Right-of-use Assets	4	92.79	-
(c) Other Non-Current Assets	5	792.00	504.00
TOTAL NON-CURRENT ASSETS		**1,057.21**	**513.72**
2 CURRENT ASSETS			
(a) Financial Assets			
(i) Cash and Cash Equivalents	6	7.89	7.05
TOTAL CURRENT ASSETS		7.89	7.05
TOTAL ASSETS		**1,065.10**	**520.77**
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share Capital	7	20.00	20.00
(b) Other Equity	8	(32.10)	(29.60)
TOTAL EQUITY		**(12.10)**	**(9.60)**
2 NON-CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	9	930.00	520.00
(ii) Lease Liabilities	10	66.23	-
(ii) Other Financial Liabilities	11	67.13	9.28
TOTAL NON-CURRENT LIABILITIES		**1,063.36**	**529.28**
3 CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Lease Liabilities	10	9.13	-
(ii) Trade Payables	12		
- Total Outstanding Dues of Micro Enterprises and Small Enterprises;		–	–
- Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		0.94	0.52
(b) Other Current Liabilities	13	3.77	0.57
TOTAL CURRENT LIABILITIES		**13.84**	**1.09**
TOTAL LIABILITIES		**1,077.20**	**530.37**
TOTAL EQUITY AND LIABILITIES		**1,065.10**	**520.77**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Pramod Kalyanshetti
Director
DIN: 10855393

Deven Maskara
Director
DIN: 09213702

Place: Mumbai
Date: 13 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
I Revenue from operations		–	–
II Other income	14	–	–
Total income		**–**	**–**
III Expenses			
(a) Finance Costs	15	–	0.59
(b) Depreciation and Amortisation Expense	16	–	–
(b) Other Expenses	17	2.50	27.26
Total expenses		**2.50**	**27.85**
IV Loss before tax (I+II-III)		**(2.50)**	**(27.85)**
V Tax expense			
(a) Current tax		–	–
(b) Deferred tax		–	–
Total tax expense		–	–
VI Loss after tax for the year (IV-V)		**(2.50)**	**(27.85)**
VII Other comprehensive income			
A (I) Items that will not be reclassified to profit or loss		–	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		–	–
B (I) Items that may be reclassified to profit or loss		–	–
(ii) Income tax on items that may be reclassified to profit or loss		–	–
VIII Total Comprehensive Income for the year		**(2.50)**	**(27.85)**
IX Earnings per equity share (Face value of Share Rs. 10 each)			
(a) Basic (in Rupees)	18	(1.25)	(13.92)
(b) Diluted (in Rupees)	18	(1.25)	(13.92)

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Pramod Kalyanshetti
Director
DIN : 10855393

Deven Maskara
Director
DIN: 09213702

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
Loss before tax	(2.50)	(27.85)
Adjustments for:		
Finance costs	–	0.59
Interest unwinding on lease liability	–	–
Depreciation of property, plant and equipment	–	–
Operating loss before working capital changes	**(2.50)**	**(27.26)**
Movements in working capital:		
(Increase)/decrease in other financial assets	–	0.43
Increase in trade and other payables	0.42	0.04
Increase in other liabilities	3.20	0.45
Cash (used in) operations	**1.12**	**(26.34)**
Income taxes paid		–
Net cash generated from (used in) operating activities (A)	**1.12**	**(26.34)**
Cash flows from investing activities		
Purchase of property, plant and equipments (including capital work in-progress and capital advances)	(390.91)	(504.44)
Net cash (used in) investing activities (B)	**(390.91)**	**(504.44)**
Cash flows from financing activities		
Proceeds from borrowings from Related Party	410.00	520.00
Payment of lease liability	(19.38)	–
Finance Costs	–	(0.59)
Net cash generated from financing activities (C)	**390.62**	**519.41**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	0.83	(11.37)
Cash and cash equivalents at the beginning of the reporting year	7.05	18.42
Cash and cash equivalents at the end of the reporting year	**7.88**	**7.05**

Note:

1. The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".
2. Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cashflows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Reconciliation of movement of liabilities to cash flow arising from financial liabilities

Particulars	Lease Arrangement	Interest accrued	Borrowings
Balance as on 01 April 2024	–	–	–
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	520.00
Payment of lease liability	–	–	–
Total changes from financing cash flows	**–**	**–**	**520.00**
Other changes			
Liability-related			
New leases	–	–	–
Interest expense	–	10.30	–
Tax deducted at source	–	(1.03)	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2025	**–**	**9.28**	**520.00**
Balance as on 01 April 2025	–	9.28	520.00
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	410.00
Payment of lease liability	(19.38)	–	–
Total changes from financing cash flows	**(19.38)**	**9.28**	**930.00**
Other changes			
Liability-related			
New leases	93.32	–	–
Interest expense	1.42	64.28	–
Tax deducted at source	–	(6.43)	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2026	**75.37**	**67.13**	**930.00**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Pramod Kalyanshetti
Director
DIN : 10855393

Deven Maskara
Director
DIN: 09213702

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

A. Equity Share Capital

As at 31 March 2026

Particular		
Balance at the beginning of the current reporting year	**Changes in equity share capital during the current reporting year**	**Balance at the end of the current reporting year**
20.00	–	20.00

As at 31 March 2025

Particular		
Balance at the beginning of the current reporting year	**Changes in equity share capital during the current reporting year**	**Balance at the end of the current reporting year**
20.00	–	20.00

B. Other Equity

As at 31 March 2026

Particular	Retained Earnings	Total
Balance at the beginning of the current reporting year	(29.60)	(29.60)
Total Comprehensive Income for the current reporting year	(2.50)	(2.50)
Balance at the end of the current reporting year	(32.10)	(32.10)

As at 31 March 2025

Particular	Retained Earnings	Total
Balance at the beginning of the current reporting year	(1.75)	(1.75)
Total Comprehensive Income for the current reporting year	(27.85)	(27.85)
Balance at the end of the current reporting year	(29.60)	(29.60)

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Pramod Kalyanshetti
Director
DIN: 10855393

Deven Maskara
Director
DIN: 09213702

Place: Mumbai
Date: 13 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Migos Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN- U35106MH2023PTC415521. and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 13 April 2026.

2.(A) Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2.(B) Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation and presentation of Financial Statementas

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- it is expected to be realized within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- it is expected to be settled in the Company's normal operating cycle; or
- it is due to be settled within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets Useful life

ROU Land Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ► In the principal market for the asset or liability, or
- ► In the absence of a principal market, in the most advantageous market for the asset or liability
- ► The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

o. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 3 - Capital Work-In-Progress

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	9.72	–
Additions during the reporting year	162.70	9.72
Transfer to Plant, Property and Equipment	–	–
Balance at the end of the period/year	**172.42**	**9.72**

Ageing of capital work in progres

As at 31 March 2026

	Amount in Capital work-in-progress for a period of				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	162.70	9.72	–	–	172.42
Total	**162.70**	**9.72**	**–**	**–**	**172.42**

As at 31 March 2025

	Amount in Capital work-in-progress for a period of				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	9.72	–	–	–	9.72
Total	**9.72**	–	**–**	**–**	**9.72**

Notes:

1) There has been no over due in completion of capital work in progess or capital work in progress cost does not exceed as compared to its original plan during the reporting year.

2) There has been no temporary suspension of any activity during the reporting year.

Note No. 4 - Right-of-use Assets (ROU) - Land

Description of Assets	Land
I. Gross Carrying Amount	
Balance as at 1 April 2025	**–**
Additions during the year	**93.31**
Balance as at 31 March 2026	**93.31**
II. Accumulated amortisation	
Balance as at 1 April 2025	**–**
Amortisation for the year*	**0.52**
Balance as at 31 March 2026	**0.52**
III. Net carrying amount (I-II)	**92.79**

* Capitalised during the year relating to capital projects in progress.

Note No. 5 - Other Non - Current Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Capital advances	792.00	504.00
	792.00	**504.00**

Note No. 6 - Cash and Cash Equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks:		
On current accounts	7.89	7.05
Fixed deposits with maturity of less than 3 months	–	–
Total	**7.89**	**7.05**

Note No. 7 - Equity Share Capital

	As at 31 March 2026		As at 31 March 2025	
Particulars	No. of shares	Value of shares	No. of shares	Value of shares
Authorised:				
Equity shares of Rs. 10 each with voting rights	2,00,000	20.00	2,00,000	20.00
Issued, subscribed and fully paid up:				
Equity shares of Rs. 10 each with voting rights	2,00,000	20.00	2,00,000	20.00
Total	**2,00,000**	**20.00**	**2,00,000**	**20.00**

Note:

(i) The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the annual general meeting.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares held as nominee by an individual on behalf of Mahindra Susten Private Limited.

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period/year.

Particulars	Opening Balance	Changes during the period/ year	Closing Balance
Equity Shares with Voting rights			
For the year ended 31 March 2026			
No. of Shares	2,00,000	–	2,00,000
For the period ended 31 March 2025			
No. of Shares	2,00,000	–	2,00,000

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	As at 31 March 2026 Equity Shares with Voting rights	As at 31 March 2025 Equity Shares with Voting rights
Equity shares with voting rights		
Mahindra Susten Private Limited	2,00,000	2,00,000

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2026 Number of shares held	% holding in that class of shares	As at 31 March 2025 Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Susten Private Limited	2,00,000	100.00%	2,00,000	100.00%

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Shareholding of Promoters as under:

Shares held by promoters as at 31 March 2026

Promoter name	No. of Shares	% of total shares	% change during the year
Mahindra Susten Private Limited	2,00,000	100.00%	0.00%

Shares held by promoters as at 31 March 2025

Promoter name	No. of Shares	% of total shares	% change during the period
Mahindra Susten Private Limited	2,00,000	100.00%	100.00%

Note No. 8 - Other Equity

(i) Retained Earnings

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the period/year	(29.60)	(1.75)
Loss for the period/year	(2.50)	(27.85)
Balances as at end of the period/year	**(32.10)**	**(29.60)**

Note : Note : Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 9 - Non-Current Borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured Borrowings		
Borrowings from Related Party	930.00	520.00
Total	**930.00**	**520.00**

Note: 1. The Company has taken unsecured loan from Mahindra Susten Private Limited (the Holding Company) aggregating amounting upto INR 930.00 lakhs (31 March 2025: 520 lakhs) at 11.00% p.a. with a tenure of 2 years from the date of drawdown of each tranche.

Note No. 10 - Lease Liability

Particulars	As at 31 March 2026		As at 31 March 2026	
	Current	Non-Current	Current	Non-Current
Lease Liability (Refer note 22)	9.13	66.23	–	–
Total	**9.13**	**66.23**	**–**	**–**

Note No. 11 - Other Financial Liabilities

Particulars	As at 31 March 2026		As at 31 March 2026	
	Current	Non-Current	Current	Non-Current
Interest accrued but not due on borrowings	–	67.13	–	**9.28**
Total	**–**	**67.13**	**–**	**9.28**

Note No. 12 - Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises;	–	–
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	0.94	0.52
Total	**0.94**	**0.52**

For amounts pertaining to related parties from above Trade Payables refer note 24

As at 31 March 2026

Particulars	Outstanding for following periods from due date					
	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	–	–	–	–	–	–
(ii) Others	0.94	–	–	–	–	0.94
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	**0.94**	**–**	**–**	**–**	**–**	**0.94**

As at 31 March 2025

Particulars	Outstanding for following periods from due date					
	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	–	–	–	–	–	–
(ii) Others	0.52	–	–	–	–	0.52
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	**0.52**	**–**	**–**	**–**	**–**	**0.52**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

Particulars	As at 31 March 2026	As at 31 March 2025
a) Principal amount remaining unpaid to any supplier as at the end of the year.	–	–
Interest due thereon remaining unpaid to any supplier as at the end of the year.	–	–
b) Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the	–	–
Interest paid as per section 16 of the MSMED Act, 2006	–	–
Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c) Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	–	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting year,	–	–
e) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 13 - Other Current Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory Dues	3.77	0.57
Total	**3.77**	**0.57**

Note No. 14 - Other Income

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest on Fixed deposits	0.02	–
Less: Amounts adjsuted against cost of borrowings capitalised	(0.02)	–
Total	**–**	**–**

Note No. 15 - Finance Cost

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest expense on Lease liabilities	1.42	–
Interest expense on borrowings	74.00	10.30
Less: Amounts included in the cost of qualifying assets	**(75.42)**	**(9.72)**
Total	**–**	**0.59**

Note No. 16 - Depreciation and Amortisation

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Amortisation of right-of-use assets (refer note)	0.52	–
Less : Amortisation cost on ROU capitalised during the year	(0.52)	–
	–	**–**

Note No. 17 - Other Expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Bid Processing Fees	–	23.60
Auditors remuneration		
- Statutory Audit Fees	0.79	0.59
Professional Fees	1.68	2.59
Miscellaneous Expenses	0.03	0.48
Total	**2.50**	**27.26**

Note No. 18 - Earnings per Share

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	(1.25)	(13.92)
Diluted earnings per share having a face value of Rs. 10 each	(1.25)	(13.92)

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Loss for the period/year attributable to owners of the Company	(2.50)	(27.85)
Weighted-average number of equity shares (basic)	200,000	200,000
Weighted-average number of equity shares (diluted)	200,000	200,000
Basic earnings per share having a face value of Rs. 10 each	(1.25)	(13.92)
Diluted earnings per share having a face value of Rs. 10 each	(1.25)	(13.92)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 19 - Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

There is no change in the overall capital risk management strategy of the Company compared to last year.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt in Rupees (₹ In Lakhs) (A) (Refer note)	930.00	520.00
Equity in Rupees (₹ In Lakhs) (B)	(12.10)	(9.60)
Debt Equity Ratio (A/B)	**(76.86)**	**(54.19)**

Note : Debt includes Inter coporate deposits (ICD) as described in Note no 9

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	7.89	–	–	**7.89**
Non-current Liabilities				
Borrowings from a related party	930.00	–	–	**930.00**
Other Financial Liabilities	67.13	–	–	**67.13**
Current Liabilities				
Trade Payables	0.94	–	–	**0.94**

As at 31 March 2025

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	7.05	–	–	**7.05**
Non-current Liabilities				
Borrowings from a related party	520.00	–	–	**520.00**
Other Financial Liabilities	9.28	–	–	**9.28**
Current Liabilities				
Trade Payables	0.52	–	–	**0.52**

** FVOCI: Fair Value Through Other Comprehensive Income/Expense
* FVTPL: Fair Value Through Profit and Loss

Financial Risk Management Framework

Financial Risk Management Framework
The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and longterm funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Maturity of Financial liabilities

Particulars	Less than 1 year	1-3 years	3 years to 5 years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Trade Payable	0.94	–	–	–	**0.94**
Interest accrued but not due	–	67.13	–	–	**67.13**
Borrowings	–	–	–	930.00	**930.00**
Total	**0.94**	**67.13**	**–**	**930.00**	**998.06**
As at 31 March 2025					
Non-derivative financial liabilities					
Trade Payable	0.52	–	–	–	**0.52**
Interest accrued but not due	**9.28**	**–**	**–**	**–**	**9.28**
Borrowings	**–**	**–**	**–**	**520.00**	**520.00**
Total	**9.80**	**–**	**–**	**520.00**	**529.80**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

(iii) Maturities of financial assets

The Company has insignificant financial assets with contractual maturity.

Maturity of Financial assets

Particulars	Less than 1 year	1-3 years	3 years to 5 years	5 years and above	Total
Non-derivative financial assets					
As at 31 March 2026					
Fixed interest rate instruments	7.89	–	–	–	**7.89**
Total	**7.89**	**–**	**–**	**–**	**7.89**
As at 31 March 2025					
Non-derivative financial assets					
Fixed interest rate instruments	7.05	–	–	–	**7.05**
Total	**7.05**	**–**	**–**	**–**	**7.05**

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

The Company is not exposed to interest risk as this borrowings are at fixed rate.

Note No. 20 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note No. 21 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the year ending 31 March 2026.

Note 22- Disclosure pursuant to Ind AS 116

A) Below are the carrying amount of lease liabilities and the movement during the year:

Particulars	As at 31 March 2026	As at 31 March 2025
Opening	–	–
Additions	93.32	–
Accretion of interest	1.42	–
Payments	(19.38)	–
Closing	75.36	–

B) Below is the breakup of Current and Non current lease liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	9.13	–
Non current lease liabilities	66.23	–
Total	**75.36**	**–**

C) Details of amount recognised in profit and loss:

Amounts recognised in profit and loss	As at 31 March 2026	As at 31 March 2025
Amortisation expense on right-of-use assets	–	–
Interest expense on lease liabilities	–	–
Total	**–**	**–**

D) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

Particulars	As at 31 March 2026	As at 31 March 2025
Less than 1 year	9.14	–
1 year - 3 years	20.14	–
3 years - 5 years	20.75	–
5 years and above	25.33	–

E) The total cash outflow for leases during the year amount to INR 19.38 lakhs (31 March 2025: Nil)

Note No. 23 - Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	0.57	6.48	-91%	The decrease is primarily due to recognition of lease liabilities.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	(76.86)	(54.19)	42%	Increase in the borrowings is leading to worsing the ratio for the year
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	NA	(46.39)	NA	NA
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	0.23	(6.44)	-104%	The decrease in Loss After Tax is primarily attributable to bid processing fees incurred during the previous year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	(0.00)	(0.05)	-95%	The decrease in expenses and increase in borrowing attributing to decrease in the ratio
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA

Note No. 24 - Related Party Transactions

Relationships:	**Name:**
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Holding Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited
	Gelos Solren Private Limited
	Hazel Hybren Private Limited
	Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited)
	Jade Hybren Private Limited
	Kyros Hybren Private Limited
	Layer Hybren Private Limited
	Martial Solren Private Limited
	Orion Hybren Private Limited
	Neon Hybren Private Limited
	Rhyme Hybren Private Limited
	Pulse Hybren Private Limited
	Quest Hybren Private Limited
	Steer Hybren Private Limited
	Target Hybren Private Limited
	Ultrogen Hybren Private Limited
	Velos Hybren Private Limited
Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors**
	Deven Maskara
	Joseph Rao (appointed w.e.f. 2 April, 2025)
	Anita Halbe (ceased w.e.f. close of business hours on 1 April, 2025)
	Pramod Kalyanshetti (appointed w.e.f. 15 Oct, 2025)
	Deepak Thakur (ceased w.e.f. close of business hours on 31 July, 2025)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	For the period ended	Amount	Related Party
Equity Share Capital Subscription	Tuesday, 31 March 2026	–	Holding Company
	31 March 2025	20.00	
Intercorporate Deposit received	Tuesday, 31 March 2026	410.00	Holding Company
	31 March 2025	520.00	
Receiving of Service	Tuesday, 31 March 2026	–	Ultimate Joint Venturer
	31 March 2025	0.94	
Reimbursement	Tuesday, 31 March 2026	288.00	Holding Company
	31 March 2025	–	
Interest Accrued On Inter Corporate Deposit	Tuesday, 31 March 2026	64.28	Holding Company
	31 March 2025	10.30	

Nature of Balances with Related Parties	For the period/year ended	Amount	Related Party
Subordinated Debt Outstanding	Tuesday, 31 March 2026	930.00	Holding Company
	31 March 2025	520.00	
Interest Accrued on Intercorporate Deposit	Tuesday, 31 March 2026	67.13	Holding Company
	31 March 2025	9.27	

Notes :

1) All outstanding balances are unsecured.
2) Loans taken are disclosed under note 9.

Note No 25 : Current Tax and Deferred Tax

1. Current tax expenses (provision for Tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.
2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No 26 : Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

Note No. 27 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period/year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period/year.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the period/year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 28

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 29

The financial statements have been approved for issue by Company's Board of Directors on 13 April, 2026.

The accompanying Notes are an integral part of the financial statements

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In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date :13 April 2026

For and on behalf of the Board of Directors

Pramod Kalyanshetti
Director
DIN : 10855393

Deven Maskara
Director
DIN: 09213702

Place: Mumbai
Date :13 April 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF

LAYER HYBREN PRIVATE LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Layer Hybren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656WWDYNI3988

Place: Mumbai
Date: April 13, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Layer Hybren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656WWDYNI3988

Place: Mumbai
Date: April 13, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   According to the information and explanations given to us, the Company does not have intangible asset.

   (b) Property, plant and equipment have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment.

   (c) According to the information and explanations given to us, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Goods and Services Tax and Income-tax have generally been regularly deposited during the year by the Company with the appropriate authorities, though there have been slight delays in a few cases. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, no funds have been raised on short-term basis during the year.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

    (d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 7.31 lakhs during the current financial year

and Rs. 180.45 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656WWDYNI3988

Place: Mumbai
Date: April 13, 2026

BALANCE SHEET AS AT 31ST MARCH, 2026
CIN : U35106MH2023PTC414783

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
I ASSETS			
1 NON-CURRENT ASSETS			
(a) Property, plant and equipment	3	**171.90**	–
(b) Capital Work-in-Progress	4	**4,872.79**	3,621.19
(c) Right-of-use Assets	5	**1,663.84**	–
(d) Other Non-Current Assets	6	**84.82**	–
TOTAL NON-CURRENT ASSETS		**6,793.35**	3,621.19
2 CURRENT ASSETS			
(a) Financial Assets			
- Cash and Cash Equivalents	7	**77.19**	69.70
TOTAL CURRENT ASSETS		**77.19**	69.70
TOTAL ASSETS		**6,870.54**	3,690.89
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity share capital	8	**20.00**	20.00
(b) Other equity	9	**(195.10)**	(187.79)
TOTAL EQUITY		**(175.10)**	(167.79)
2 NON-CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	10	**5,394.30**	3,358.00
(ii) Lease Liabilities	11	**859.67**	–
(iii) Other Financial Liabilities	12	**527.58**	124.25
TOTAL NON-CURRENT LIABILITIES		**6,781.55**	3,482.25
3 CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Lease Liabilities	11	**118.62**	–
(ii) Trade Payables	13		
- Total Outstanding Dues of Micro Enterprises and Small Enterprises;		**–**	–
- Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		**0.94**	–
(iii) Other Financial Liabilities	12	**37.73**	336.82
(b) Other Current Liabilities	14	**106.80**	39.61
TOTAL CURRENT LAIBILITIES		**264.09**	376.43
TOTAL LAIBILITIES		**7,045.64**	3,858.68
TOTAL EQUITY AND LIABILITIES		**6,870.54**	3,690.89

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

Saurabh Mehta
Director
DIN : 10855394

Deven Maskara
Director
DIN : 09213702

Place: Mumbai
Date: 13 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
I Revenue from Operations		**–**	–
II Other income	15	**–**	–
Total Income		**–**	–
III EXPENSES			
(a) Finance Costs	16	**0.26**	3.77
(b) Depreciation and Amortisation Expense	17	**–**	–
(b) Other Expenses	18	**7.05**	176.68
Total Expenses		**7.31**	180.45
IV Loss before tax (I+II-III)		**(7.31)**	(180.45)
V Tax expense			
(a) Current Tax		**–**	–
(b) Deferred Tax		**–**	–
Total Tax Expense		**–**	–
VI Loss after tax for the year (IV-V)		**(7.31)**	(180.45)
VII Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss		**–**	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
B (i) Items that may be reclassified to profit or loss		**–**	–
(ii) Income tax on items that may be reclassified to profit or loss		**–**	–
VIII Total Comprehensive Income for the year		**(7.31)**	(180.45)
IX Earnings per equity share (Face value of Share Rs. 10 each)			
(a) Basic (in Rupees)	19	**(3.65)**	(90.23)
(b) Diluted (in Rupees)	19	**(3.65)**	(90.23)

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

Saurabh Mehta
Director
DIN : 10855394

Deven Maskara
Director
DIN : 09213702

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
Loss before tax	**(7.31)**	(180.45)
Adjustments for:		
Finance costs	**0.26**	3.77
Operating loss before working capital changes	**(7.05)**	(176.68)
Movements in working capital:		
(Increase)/decrease in other financial assets	**–**	0.43
Increase in other financial liabilities	**0.02**	(124.25)
Increase/(Decrease) in trade and other payables	**0.94**	(1.18)
Increase/(Decrease) in other liabilities	**67.19**	(173.08)
Cash (used in)/generated from operations	**61.10**	(474.76)
Income taxes paid	**–**	–
Net cash generated from operating activities (A)	**61.10**	(474.76)
Cash flows from investing activities		
Purchase of property, plant and equipments (including capital work in-progress, capital advances)	**(1,257.91)**	(3,160.12)
Net cash (used in) investing activities (B)	**(1,257.91)**	(3,160.12)
Cash flows from financing activities		
Proceeds from borrowings from related party	**2,036.30**	3,358.00
Payment of lease liability (including capital advances paid against lease liability)	**(831.74)**	–
Finance costs	**(0.26)**	(3.77)
Net cash generated from financing activities (C)	**1,204.30**	3,354.23
Net increase in cash and cash equivalents (A+B+C)	**7.49**	(280.65)
Cash and cash equivalents at the beginning of the reporting year	**69.70**	350.35
Cash and cash equivalents at the end of the reporting period/year	**77.19**	69.70

Notes:

1. The above Statement of Cash Flows has been prepared under the “Indirect Method” as set out in Indian Accounting Standard-7, “Statement of Cash Flows”.

2. Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cashflows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

RECONCILIATION OF MOVEMENT OF LIABILITIES TO CASH FLOW ARISING FROM FINANCIAL LIABILITIES

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Lease Arrangement	Interest accrued	Borrowings
Balance as on 01 April 2024	–	–	–
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	3,358.00
Payment of lease liability	–	–	–
Total changes from financing cash flows	–	–	3,358.00
Other changes			
Liability-related			
New leases	–	–	–
Interest expense	–	138.06	–
Tax deducted at source	–	(13.81)	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2025	–	124.25	3,358.00
Balance as on 01 April 2025	–	124.25	3,358.00
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	2,036.30
Payment of lease liability	(746.92)	–	–
Total changes from financing cash flows	(746.92)	124.25	5,394.30
Other changes			
Liability-related			
New leases	1,684.48	–	–
Interest expense	40.73	448.13	–
Tax deducted at source	–	(44.81)	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2026	**978.29**	**527.57**	**5,394.30**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date
For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

Saurabh Mehta
Director
DIN : 10855394

Deven Maskara
Director
DIN : 09213702

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

A - Equity Share Capital

As at 31 March 2026

Particular		
Balance at the beginning of the current reporting year	**Changes in equity share capital during the current reporting year**	**Balance at the end of the current reporting year**
20.00	**–**	**20.00**

As at 31 March 2025

Particular		
Balance at the beginning of the current reporting year	Changes in equity share capital during the current reporting year	Balance at the end of the current reporting year
20.00	–	20.00

B. Other Equity

As at 31 March 2026

Particulars	**Retained Earnings**	**Total**
Balance at the beginning of the current reporting year	(187.79)	(187.79)
Total Comprehensive Income for the current reporting year	(7.31)	(7.31)
Balance at the end of the current reporting year	**(195.10)**	**(195.10)**

As at 31 March 2025

Particulars	**Retained Earnings**	**Total**
Balance at the beginning of the current reporting period	(7.34)	(7.34)
Total Comprehensive Income for the current reporting period	(180.45)	(180.45)
Balance at the end of the current reporting period	**(187.79)**	**(187.79)**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date
For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

Saurabh Mehta
Director
DIN : 10855394

Deven Maskara
Director
DIN : 09213702

Place: Mumbai
Date: 13 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Layer Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN- U35106MH2023PTC414783 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 13 April 2026.

2A. Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2B. Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- it is expected to be realized within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- it is expected to be settled in the Company's normal operating cycle; or
- it is due to be settled within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ► In the principal market for the asset or liability, or
- ► In the absence of a principal market, in the most advantageous market for the asset or liability
- ► The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- ► Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- ► Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- ► Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable

The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 3 - Property, Plant and Equipment

Particulars	As at 31 March 2026	As at 31 March 2025
Land Freehold	171.90	–
Total	**171.90**	**–**

Note No. 4 Capital Work-In-Progress

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	3,621.19	–
Additions during the reporting period/year	1,251.60	3,621.19
Transfer to Plant, Property and Equipment	–	–
Balance at the end of the year	**4,872.79**	**3,621.19**

Ageing of capital work in progress

As at 31 March 2026	Amount in Capital work-in-progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in Progress	1,251.60	3,621.19	–	–	4,872.79
Total	**1,251.60**	**3,621.19**	**–**	**–**	**4,872.79**

As at 31 March 2025	Amount in Capital work-in-progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in Progress	3,621.19	–	–	–	3,621.19
Total	**3,621.19**	**–**	**–**	**–**	**3,621.19**

Notes:

1) There has been no over due in completion of capital work in progess or any excess in capital work in progress cost as compared to its original plan during the reporting year.

2) There has been no temporary suspension of any activity during the reporting year.

Note No. 5 - Right-of-use Assets (ROU) - Land

Description of Assets	Land
I. Gross Carrying Amount	
Balance as at 1 April 2025	**–**
Additions during the year	**1,684.48**
Balance as at 31 March 2026	**1,684.48**
II. Accumulated amortisation	
Balance as at 1 April 2025	**–**
Amortisation for the year *	**20.64**
Balance as at 31 March 2026	**20.64**
III. Net carrying amount (I-II)	**1,663.84**

*Capitalised during the year relating to capital projects in progress.

Note No. 6 - Other Non - Current Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Capital advances	**84.82**	–
Total Cash and Cash Equivalents	**84.82**	–

Note No. 7 - Cash and Cash Equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks:		
On current accounts	**1.19**	69.70
Fixed deposit with original maturity less than or equal to 3 months	**76.00**	–
Total Cash and Cash Equivalents	**77.19**	69.70

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 8 - Equity Share Capital

Particulars	As at 31 March, 2026		As at 31 March, 2025	
	No. of shares	**Value of shares**	No. of shares	Value of shares
Authorised:				
Equity shares of Rs 10 each with voting rights	**2,00,000**	**20.00**	2,00,000	20.00
Issued, subscribed and fully paid up:				
Equity shares of Rs 10 each with voting rights	**2,00,000**	**20.00**	2,00,000	20.00
Total	**2,00,000**	**20.00**	2,00,000	20.00

Notes:-

(i) The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the annual general meeting.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares held as nominee by an individual on behalf of Mahindra Susten Private Limited.

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period/year.

Particulars	Opening Balance	Changes during the period	Closing Balance
Equity Shares with Voting rights			
For the period ended 31 March 2026			
No. of Shares	**2,00,000**	**–**	**2,00,000**
For the period ended 31 March 2025			
No. of Shares	**2,00,000**	**–**	**2,00,000**

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	As at 31 March 2026	As at 31 March 2025
Equity shares with voting rights		
Mahindra Susten Private Limited	2,00,000	2,00,000

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2026		As at 31 March, 2025	
	Number of shares held	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Susten Private Limited	**2,00,000**	**100.0%**	2,00,000	100.0%

Shareholding of Promoters as under:

Shares held by promoters as at 31 March 2026

Promoter name	No. of Shares	%of total shares	% change during the year
Mahindra Susten Private Limited	**2,00,000**	**100.00%**	**0.00%**

Shares held by promoters as at 31 March 2025

Promoter name	No. of Shares	%of total shares	% change during the year
Mahindra Susten Private Limited	2,00,000	100.00%	0.00%

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 9- Other Equity

(i) Retained Earnings

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the period/year	**(187.79)**	**(7.34)**
Loss for the period/year	**(7.31)**	(180.45)
Balances as at end of the period/year	**(195.10)**	(187.79)

Note : Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 10 - Non-Current Borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured Borrowings		
- Borrowings from Related Party (Refer note below)	5,394.30	3,358.00
Total Non Current Borrowings	**5,394.30**	**3,358.00**

Note: The Company has availed an Inter coporate deposits from Mahindra Susten Private Limited (the Holding Company) aggregating amounting upto INR 5,394.30 lakhs (31 March 2025: 3,358.00 lakhs) at 11.00 % p.a. with a tenure of 2 years.

Note No. 11 - Lease Liabilities

	As at 31 March, 2026		As at 31 March, 2025	
Particulars	Current	Non-Current	Current	Non-Current
Lease Liability (Refer note 23)	**118.62**	**859.67**	–	–
Total Lease Liabilities	**118.62**	**859.67**	–	–

Note No. 12 - Other Financial Liabilities

	As at 31 March, 2026		As at 31 March, 2025	
Particulars	Current	Non-Current	Current	Non-Current
Other Financial Liabilities Measured at Amortised Cost				
Interest accrued but not due on borrowings	**–**	**527.58**	–	124.25
Creditors for capital goods and services	**37.73**	**–**	336.82	–
Total Other Financial Liabilities	**37.73**	**527.58**	336.82	124.25

Note No. 13 - Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises;	**–**	–
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	**0.94**	–
Total Trade Payables	**0.94**	–

For Amounts pertaining to related parties from above Trade Payables refer note 25

As at 31 March 2026

	Outstanding for following periods from due date					
Particulars	**Unbilled dues**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME	**–**	**–**	**–**	**–**	**–**	**–**
(ii) Others	**0.94**			**–**	**–**	**0.94**
(iii) Disputed dues – MSME	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed dues – Others	**–**	**–**	**–**	**–**	**–**	**–**
Total	**0.94**	**–**	**–**	**–**	**–**	**0.94**

As at 31 March 2025

	Outstanding for following periods from due date					
Particulars	**Unbilled dues**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME	–	–	–	–	–	–
(ii) Others	–	–	–	–	–	–
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	**-**	**-**	**-**	**-**	**-**	**-**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

Particulars	As at 31 March 2026	As at 31 March 2025
a) Principal amount remaining unpaid to any supplier as at the end of the year.	–	–
Interest due thereon remaining unpaid to any supplier as at the end of the year.	–	–
b) Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year.	–	–
Interest paid as per section 16 of the MSMED Act, 2006	–	–
Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c) Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	–	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting year,	–	–
e) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 14 - Other Current Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory Dues	**106.80**	39.61
Total Other Current Liabilities	**106.80**	39.61

Note No. 15 - Other Income

Less: Amounts included in the cost of qualifying assets	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest on Fixed deposits	**0.05**	–
Less: Amounts adjsuted against cost of borrowings capitalised	**(0.05)**	–
Total	**–**	–

Note No. 16 - Finance Cost

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest on		
(a) Interest expense on borrowings	**448.13**	138.06
(b) lease liabilities	**40.73**	–
Less: Amounts included in the cost of qualifying assets	**(488.86)**	(134.29)
(c) Other interest	**0.26**	–
Total Finance Cost	**0.26**	3.77

Note No. 17 - Depreciation and Amortisation

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Amortisation of right-of-use assets (refer note 5)	**20.64**	–
Less : Amortisation cost on ROU capitalised during the year	**(20.64)**	–
Total Depreciation and Amortisation	**–**	–

Note No. 18 - Other Expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Bid Processing Fees	**–**	67.07
(b) Auditors' remuneration		
- Statutory Audit Fees	**0.79**	0.59
(c) Professional Fees	**6.16**	96.14
(d) Travelling Expenses	**–**	10.50
(e) Miscellaneous Expenses	**0.10**	2.38
Total Other Expenses	**7.05**	176.68

Note No. 19 - Earnings per Share

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	**(3.65)**	(90.23)
Diluted earnings per share having a face value of Rs. 10 each	**(3.65)**	(90.23)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Loss for the year attributable to owners of the company	**(7.31)**	(180.45)
Weighted-average number of equity shares (basic)	**2,00,000**	2,00,000
Weighted-average number of equity shares (diluted)	**2,00,000**	2,00,000
Basic earnings per share having a face value of Rs. 10 each	**(3.65)**	(90.23)
Diluted earnings per share having a face value of Rs. 10 each	**(3.65)**	(90.23)

Note 20 - Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

There is no change in the overall capital risk management strategy of the Company compared to last year. The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt in Rupees (₹ In Lakhs) (A) (Refer note)	**5,394.30**	3,358.00
Equity in Rupees (₹ In Lakhs) (B)	**(175.10)**	(167.79)
Debt Equity Ratio (A/B)	**(30.81)**	(20.01)

Note:
Debt includes Inter coporate deposits (ICD) as described in Note no 10

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Non-current Assets				
Cash and Cash Equivalents	**77.19**	**–**	**–**	**77.19**
Non-current Liabilities				
Borrowings from a related party	**5,394.30**	**–**	**–**	**5,394.30**
Other Financial Liabilities	**527.58**	**–**	**–**	**527.58**
Current Liabilities				
Trade Payables	**0.94**	**–**	**–**	**0.94**
Other Financial Liabilities	**37.73**	**–**	**–**	**37.73**

As at 31 March 2025

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Non-current Assets				
Cash and Cash Equivalents	**69.70**	**–**	**–**	**69.70**
Non-current Liabilities				
Borrowings from a related party	**3,358.00**	**–**	**–**	**3,358.00**
Other Financial Liabilities	**124.25**	**–**	**–**	**124.25**
Current Liabilities				
Trade Payables	**–**	**–**	**–**	**–**
Other Financial Liabilities	**336.82**			**336.82**

** FVOCI: Fair Value Through Other Comprehensive Income/ Expense
* FVTPL: Fair Value Through Profit and Loss

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the company, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and longterm funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Trade Payables	0.94	–	–	–	0.94
Other Financial Liabilities	37.73	527.58	–	–	565.30
Borrowings	–	5,394.30	–		5,394.30
Total	**38.66**	**5,921.88**	**–**	**–**	**5,960.54**
As at 31 March 2025					
Non-derivative financial liabilities					
Trade Payables	–	–	–	–	–
Other Financial Liabilities	–	124.25	–	–	124.25
Borrowings	–	3,358.00	–	–	3,358.00
Total	**–**	**3,482.25**	**–**	**–**	**3,482.25**

(iii) Maturities of financial assets

The Company has insignificant financial assets with contractual maturity.

Maturity of Financial assets

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial assets					
Fixed interest rate instruments	77.19	–	–	–	77.19
Total	**77.19**	**–**	**–**	**–**	**77.19**
As at 31 March 2025					
Non-derivative financial assets					
Fixed interest rate instruments	69.70	–	–	–	69.70
Total	**69.70**	**–**	**–**	**–**	**69.70**

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors and Risk.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

The Company is not exposed to interest risk as this borrowings are at fixed rate.

Note 21 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note 22 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the year ending 31 March 2026.

Note 23 - Disclosure pursuant to Ind AS 116

A) Below are the carrying amount of lease liabilities and the movement during the year:

Particulars	As at 31 March 2026	As at 31 March 2025
Opening	**–**	–
Additions	**1,684.48**	–
Accretion of interest	**40.73**	–
Payments	**(746.92)**	–
Closing	**978.29**	–

B) Below is the breakup of Current and Non current lease liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	**118.62**	–
Non current lease liabilities	**859.67**	–
Total	**978.29**	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

C) Details of amount recognised in profit and loss:

Amounts recognised in profit and loss	As at 31 March 2026	As at 31 March 2025
Amortisation expense on right-of-use assets	–	–
Interest expense on lease liabilities	–	–
Total	–	–

D) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

Maturity Analysis	As at 31 March 2026	As at 31 March 2025
Less than 1 year	**118.63**	–
1 year - 3 years	**258.63**	–
3 years - 5 years	**271.94**	–
5 years and above	**329.09**	–

E) The total cash outflow for leases during the year amount to INR 831.74 lakhs (31 March 2025: Nil)

Note 24 - Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	0.29	0.19	58%	The increase is primarily attributable to an decrease in trade payables.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	(30.81)	(20.01)	54%	The increase is primarily attributable to an increase in borrowings.
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	(27.10)	(46.83)	(42%)	The decrease is primarily attributable to the lower professional fees incurred during the year.
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	0.04	2.33	(98%)	The decrease is primarily attributable to the lower professional fees incurred during the year.
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	(0.00)	(0.06)	(98%)	The decrease is primarily attributable to the lower professional fees incurred during the year.
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA

Note No. 25 - Related Party Transactions

Relationships:	Name:
Ultimate Joint Venturer	Mahindra & Mahindra Limited 2452991 Ontario Limited
Parent Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited Gelos Solren Private Limited Hazel Hybren Private Limited Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited) Jade Hybren Private Limited Kyros Hybren Private Limited Rhyme Hybren Private Limited Martial Solren Private Limited Migos Hybren Private Limited Neon Hybren Private Limited Orion Hybren Private Limited Pulse Hybren Private Limited Quest Hybren Private Limited Steer Hybren Private Limited Target Hybren Private Limited Ultrogen Hybren Private Limited Velos Hybren Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Relationships:	**Name:**
Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors** Deven Maskara Joseph Rao (appointed w.e.f. 2 April, 2025) Anita Halbe (ceased w.e.f. close of business hours on 1 April, 2025) Saurabh Mehta (appointed w.e.f. 15 Oct, 2025) Deepak Thakur (ceased w.e.f. close of business hours on 31 July, 2025)

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	**For the period/year ended**	**Amount**	**Related Party**
Equity Share Capital Subscription	31 March 2026	–	Holding Company
	31 March 2025	20.00	
Receiving of Service	31 March 2026	–	Ultimate Joint Venturer
	31 March 2025	0.94	
Reimbursement	31 March 2026		Holding Company
	31 March 2025	336.30	
Intercorporate Deposit received	31 March 2026	2,036.30	Holding Company
	31 March 2025	3,358.00	
Interest Accrued On Inter Corporate Deposit	31 March 2026	448.13	Holding Company
	31 March 2025	138.06	

Nature of Balances with Related Parties	**For the period/year ended**	**Amount**	**Related Party**
Trade and Other Payables	31 March 2026	–	Holding Company
	31 March 2025	336.30	
Intercorporate Deposit payable	31 March 2026	5,394.30	Holding Company
	31 March 2025	3,358.00	
Interest Accrued On Inter Corporate Deposit	31 March 2026	527.58	Holding Company
	31 March 2025	124.26	

Notes :

1) All outstanding balances are unsecured.

2) Loans taken are disclosed under note 10.

Note No 26 : Current Tax and Deferred Tax

1. Current tax expenses (provision for Tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.

2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No 27 : Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

Note No. 28 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the period/year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period/year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period/year.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the period/year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 29

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 30

The financial statements have been approved for issue by Company's Board of Directors on 13 April, 2026.

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN : 10855394

Deven Maskara
Director
DIN : 09213702

Place: Mumbai
Date: 13 April 2026

INDEPENDENT AUDITORS' REPORT

To the members of

Kyros Hybren Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Kyros Hybren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656ZNTXCV5908

Place: Mumbai
Date: April 13, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Kyros Hybren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656ZNTXCV5908

Place: Mumbai
Date: April 13, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company does not have property, plant and equipment and intangible asset. Accordingly, the reporting under Clauses 3(i)(a) to 3(i)(d) of the Order is not applicable to the Company.

   (b) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Goods and Service tax and Income-tax have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) According to the information and explanations given to us, the Company has not obtained any term loan during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, no funds have been raised on short-term basis

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way

of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 2.36 lakhs during the current financial year and Rs. 2.99 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656ZNTXCV5908

Place: Mumbai
Date: April 13, 2026

BALANCE SHEET AS AT 31 MARCH 2026
CIN : U35106MH2023PTC414711

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I ASSETS			
1 NON-CURRENT ASSETS			
(a) Capital Work-in-Progress	3	**10.66**	–
(b) Right-of-use Assets	4	**11.33**	–
TOTAL NON-CURRENT ASSETS		**21.99**	–
2 CURRENT ASSETS			
(a) Financial assets			
(i) Cash and Cash Equivalents	5	**0.34**	15.46
TOTAL CURRENT ASSETS		**0.34**	15.46
TOTAL ASSETS		**22.33**	15.46
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share Capital	6	**20.00**	20.00
(b) Other Equity	7	**(7.50)**	(5.14)
TOTAL EQUITY		**12.50**	14.86
2 NON-CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Lease Liabilities	8	**7.33**	–
TOTAL NON-CURRENT LIABILITIES		**7.33**	–
3 CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Lease Liabilities	8	**1.01**	–
(ii) Trade Payables	9		
– Total Outstanding Dues of Micro Enterprises and Small Enterprises;		**–**	–
– Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		**0.76**	0.52
(b) Other Current Liabilities	10	**0.73**	0.08
TOTAL CURRENT LIABILITIES		**2.50**	0.60
TOTAL LIABILITIES		**9.83**	0.60
TOTAL EQUITY AND LIABILITIES		**22.33**	15.46

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Place: Mumbai
Date: 13 April 2026

Deven Maskara
Director
DIN: 09213702

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
I Revenue from operations		**–**	–
II Other income	11	**–**	–
Total Income		**–**	–
III **Expenses**			
(a) Finance Costs	12	**–**	–
(b) Depreciation and Amortisation Expense	13	**–**	–
(c) Other Expenses	14	**2.36**	2.99
Total Expenses		**2.36**	2.99
IV **Loss Before Tax (I+II-III)**		**(2.36)**	(2.99)
V **Tax Expense**			
(a) Current Tax		**–**	–
(b) Deferred Tax		**–**	–
Total Tax expense		**–**	–
VI **Loss after tax for the year (IV-V)**		**(2.36)**	(2.99)
VII **Other Comprehensive Income**		**–**	–
A (i) Items that will not be reclassified to profit or loss		**–**	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
B (i) Items that may be reclassified to profit or loss		**–**	–
(ii) Income tax on items that may be reclassified to profit or loss		**–**	–
VIII **Total Comprehensive Income for the year**		**(2.36)**	(2.99)
IX **Earnings per equity share (Face value of Share Rs. 10 each)**			
(a) Basic (in Rupees)	15	**(1.18)**	(1.50)
(b) Diluted (in Rupees)	15	**(1.18)**	(1.50)

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Deven Maskara
Director
DIN: 09213702

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
Loss before tax	**(2.36)**	(2.99)
Adjustments for:		
Interest unwinding on lease liability	**–**	–
Interest income	**–**	–
Depreciation and Amortisation Expense	**–**	–
Operating loss before working capital changes	**(2.36)**	(2.99)
Movements in working capital:		
(Increase)/decrease in other assets	**–**	0.43
Increase in trade and other payables	**0.24**	0.04
Increase/(decrease) in other liabilities	**0.65**	(0.10)
Cash (used in) operations	**(1.47)**	(2.62)
Income taxes paid	**–**	–
Net cash (used in) operating activities (A)	**(1.47)**	(2.62)
Cash flows from investing activities		
Purchase of property, plant and equipments (including capital work in-progress and capital advances)	**(10.44)**	–
Net cash (used in)/generated from investing activities (B)	**(10.44)**	–
Cash flows from financing activities		
Payment of lease liabilties	**(3.20)**	–
Net cash generated from financing activities (C)	**(3.20)**	–
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**(15.11)**	(2.62)
Cash and cash equivalents at the beginning of the reporting period/year	**15.46**	18.08
Cash and cash equivalents at the end of the reporting period/year	**0.34**	15.46

Notes

1. The above Statement of Cash Flows has been prepared under the “Indirect Method” as set out in Indian Accounting Standard-7, “Statement of Cash Flows”.
2. Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cashflows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement. The Company does not have any liabilities arising from financing activities except lease liabilities.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Reconciliation of movement of liabilities to cash flow arising from financial liabilities

Particulars	Lease arrangement	Finance cost accrued	Borrowings
Balance as on 1 April 2024	–	–	–
Changes from financing cash flows			
Borrowing from related party	–	–	–
Payment of lease liability	–	–	–
Total changes from financing cash flows	**–**	**–**	**–**
Other changes			
Liability-related			
New leases	–	–	–
Interest expense	–	–	–
Tax deducted at source	–	–	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2025	**–**	**–**	**–**
Balance as on 1 April 2025	–	–	–
Changes from financing cash flows			
Borrowing from related party	–	–	–
Payment of lease liability	(3.20)	–	–
Total changes from financing cash flows	**(3.20)**	**–**	**–**
Other changes			
Liability-related			
New leases	11.39	–	–
Interest expense	0.16	–	–
Tax deducted at source	–	–	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2026	**8.34**	**–**	**–**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Place: Mumbai
Date: 13 April 2026

Deven Maskara
Director
DIN: 09213702

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

A. Equity share capital

As at 31 March 2026

Particulars

Balance at the beginning of the current reporting year	Changes in equity share capital during the current reporting year	Balance at the end of the current reporting year
20.00	–	20.00

As at 31 March 2025

Particulars

Balance at the beginning of the current reporting year	Changes in equity share capital during the current reporting year	Balance at the end of the current reporting year
20.00	–	20.00

B. Other Equity

As at 31 March 2026

Particulars

	Retained Earnings	Total
Balance at the beginning of the current reporting year	(5.14)	(5.14)
Total Comprehensive Income for the current reporting year	(2.36)	(2.36)
Balance at the end of the current reporting year	(7.50)	(7.50)

As at 31 March 2025

Particulars

	Retained Earnings	Total
Balance at the beginning of the current reporting year	(2.15)	(2.15)
Total Comprehensive Income for the current reporting year	(2.99)	(2.99)
Balance at the end of the current reporting year	(5.14)	(5.14)

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Deven Maskara
Director
DIN: 09213702

Place: Mumbai
Date: 13 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Kyros Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN-U35106MH2023PTC414711 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 13 April 2026.

2.(A) Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2.(B) Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation and presentation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- it is expected to be realized within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- it is expected to be settled in the Company's normal operating cycle; or
- it is due to be settled within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

Note No. 3 Capital Work-In-Progress

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	As at 31 March 2026	As at 31 March 2025
Opening Balance	**–**	–
Additions during the reporting period/year	**10.66**	–
Transfer to Plant, Property and Equipment	**–**	–
Closing Balance	**10.66**	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Ageing Schedule of Capital work-in-progress

As at 31 March 2026

	Amount in Capital work-in-progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in Progress	10.66	–	–	–	10.66
Total	10.66	–	–	–	10.66

As at 31 March 2025

	Amount in Capital work-in-progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in Progress	–	–	–	–	–
Total	–	–	–	–	–

Notes:
1) There has been no over due in completion of capital work in progess or capital work in progress cost does not exceed as compared to its original plan during the reporting year.
2) There has been no temporary suspension of any activity during the reporting year.

Note No. 4 - Right of Use (ROU)

Description of Assets	**Land**
I. Gross Carrying Amount	
Balance as at 1 April 2025	**–**
Additions during the year	**11.39**
Balance as at 31 March 2026	**11.39**
II. Accumulated amortisation	
Balance as at 1 April 2025	–
Amortisation for the year *	0.06
Balance as at 31 March 2026	**0.06**
III. Net carrying amount (I-II)	**11.33**

* Capitalised during the year relating to capital projects in progress.

Note No. 5 - Cash and Cash Equivalents

Particulars	**As at 31 March 2026**	As at 31 March 2025
Balances with banks:		
On current accounts	**0.34**	15.46
Total	**0.34**	15.46

Note No. 6 - Equity Share Capital

	As at 31 March 2026		As at 31 March 2025	
Particulars	**No. of shares**	**Value of shares**	No. of shares	Value of shares
Authorised:				
Equity shares of Rs. 10 each with voting rights	**2,00,000**	**20.00**	2,00,000	20.00
Issued, subscribed and fully paid up:				
Equity shares of Rs. 10 each with voting rights	**2,00,000**	**20.00**	2,00,000	20.00
Total	**2,00,000**	**20.00**	2,00,000	20.00

Notes:
(i) The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the annual general meeting.
(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.
(iii) This includes 6 equity shares held as nominee by an individual on behalf of Mahindra Susten Private Limited.

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period/year.

Particulars	**Opening Balance**	**Changes during the period/year**	**Closing Balance**
Equity Shares with Voting rights			
For the year ended 31 March 2026			
No. of Shares	2,00,000	–	2,00,000
For the year ended 31 March 2025			
No. of Shares	–	2,00,000	2,00,000

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	As at 31 March 2026	As at 31 March 2025
Equity shares with voting rights		
Mahindra Susten Private Limited	**2,00,000**	2,00,000

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Susten Private Limited	**2,00,000**	**100.00%**	2,00,000	100.00%

Shareholding of Promoters as under:

Shares held by promoters as at 31 March 2026

Promoter name	No. of Shares	%of total shares	% change during the year
Mahindra Susten Private Limited	2,00,000	100.00%	0.00%

Shares held by promoters as at 31 March 2025

Promoter name	No. of Shares	%of total shares	% change during the year
Mahindra Susten Private Limited	2,00,000	100.00%	0.00%

Note No. 7 - Other Equity

(i) Retained Earnings

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the year	**(5.14)**	(2.15)
Loss for the year	**(2.36)**	(2.99)
Balances as at end of the period/year	**(7.50)**	(5.14)

Note : Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 8 - Lease Liabilities

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
Lease Liability (Refer note 19)	**1.01**	**7.33**	–	–
Total Lease Liabilities	**1.01**	**7.33**	–	–

Note No. 9 - Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises;	**–**	–
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	**0.76**	0.52
Total	**0.76**	0.52

For amounts pertaining to related parties from above Trade Payables refer note 21

As at 31 March 2026

Outstanding for following periods from due date

Particulars	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	–		–	–	–	–
(ii) Others	0.76	–	–	–	–	0.76
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	**0.76**	**–**	**–**	**–**	**–**	**0.76**

As at 31 March 2025

Outstanding for following periods from due date

Particulars	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	–	–	–	–	–	–
(ii) Others	0.52	–	–	–	–	0.52
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	**0.52**	**–**	**–**	**–**	**–**	**0.52**

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

Particulars	As at 31 March 2026	As at 31 March 2025
a) Principal amount remaining unpaid to any supplier as at the end of the year.	**–**	–
Interest due thereon remaining unpaid to any supplier as at the end of the year.	**–**	–
b) Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year.	**–**	–
Interest paid as per section 16 of the MSMED Act, 2006	**–**	–
Payment other than Interest(as per section 16 of the MSMED Act, 2006)	**–**	–
c) Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	**–**	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting year,	**–**	–
e) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	**–**	–

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 10 - Other Current Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory Dues	**0.73**	0.08
Total	**0.73**	0.08

Note No. 11 - Other Income

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest income on Fixed Deposit	**0.01**	–
Less: Amounts adjusted against cost of borrowings capitalised	**(0.01)**	–
Total	**–**	–

Note No. 12 - Finance Costs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Interest unwinding on lease liability	**0.16**	–
Less: Amounts included in the cost of qualifying assets	**(0.16)**	–
Total	**–**	–

Note No. 13 - Depreciation and Amortisation Expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Amortisation of right-of-use assets (refer note 4)	**0.06**	–
Less : Amortisation cost on ROU capitalised during the year	**(0.06)**	
Total	**–**	–

Note No. 14 - Other Expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Auditors remuneration		
– Audit Fees	**0.59**	0.59
Professional Fees	**1.73**	1.88
Miscellaneous Expenses	**0.04**	0.52
Total	**2.36**	2.99

Note No. 15 - Earnings per Share

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	**(1.18)**	(1.50)
Diluted earnings per share having a face value of Rs. 10 each	**(1.18)**	(1.50)

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Loss for the period attributable to owners of the Company	**(2.36)**	(2.99)
Weighted-average number of equity shares (basic)	**2,00,000**	2,00,000
Weighted-average number of equity shares (diluted)	**2,00,000**	2,00,000
Basic earnings per share having a face value of Rs. 10 each	**(1.18)**	(1.50)
Diluted earnings per share having a face value of Rs. 10 each	**(1.18)**	(1.50)

Note 16- Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

There is no change in the overall capital risk management strategy of the Company compared to last year.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Debt-to-equity ratio:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt (A)	**–**	–
Equity (B)	**12.50**	14.86
Debt Equity Ratio (A/B)	**–**	–

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	0.34	–	–	**0.34**
Current Liabilities				
Trade Payables	0.76	–	–	**0.76**

As at 31 March 2025

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	15.46	–	–	**15.46**
Current Liabilities				
Trade Payables	0.52	–	–	**0.52**

** FVOCI: Fair Value Through Other Comprehensive Income/Expense
* FVTPL: Fair Value Through Profit and Loss

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Trade Payables	0.76	–	–	–	**0.76**
Total	**0.76**	**–**	**–**	**–**	**0.76**
As at 31 March 2025					
Non-derivative financial liabilities					
Trade Payables	0.52	–	–	–	**0.52**
Total	**0.52**	**–**	**–**	**–**	**0.52**

(iii) Maturities of financial assets

The Company has insignificant financial assets with contractual maturity.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial assets					
Cash and Cash Equivalents	0.34	–	–	–	**0.34**
Total	**0.34**	**–**	**–**	**–**	**0.34**
As at 31 March 2025					
Non-derivative financial assets					
Cash and Cash Equivalents	15.46	–	–	–	**15.46**
Total	**15.46**	**–**	**–**	**–**	**15.46**

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Note 17 - Fair Value Measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note 18 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the year ending 31 March 2026.

Note 19 - Disclosure pursuant to Ind AS 116

A) Below are the carrying amount of lease liabilities and the movement during the year:

Particulars	As at 31 March 2026	As at 31 March 2025
Opening	**–**	–
Additions	**11.39**	–
Accretion of interest	**0.16**	–
Payments	**(3.20)**	–
Closing	**8.34**	–

B) Below is the breakup of Current and Non current lease liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	**1.01**	–
Non current lease liabilities	**7.33**	–
Total	**8.34**	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

C) Details of amount recognised in profit and loss:

Amounts recognised in profit and loss	**As at 31 March 2026**	As at 31 March 2025
Amortisation expense on right-of-use assets	**–**	–
Interest expense on lease liabilities	**–**	–
Total	**–**	–

D) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

Maturity Analysis	**As at 31 March 2026**	As at 31 March 2025
Less than 1 year	**1.01**	–
1 year - 3 years	**2.37**	–
3 years - 5 years	**2.44**	–
5 years and above	**2.52**	–

E) The total cash outflow for leases during the year amount to INR 3.20 lakhs (31 March 2025: Nil)

Note 20 - Key Ratios

Particulars	**Numerator**	**Denominator**	**As at 31 March 2026**	**As at 31 March 2025**	**% Variance**	**Reason for Variance on Change in ratio in excess of 25% compared to preceding year**
Current Ratio	Current Assets	Current Liabilities	0.14	25.86	(99%)	The decrease is primarily due to recognition of lease liabilities, statutory dues and reduction in cash and cash equivalents.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	NA	NA	NA	NA
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	NA	NA	NA	NA
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	(0.17)	(0.18)	(6%)	NA
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed*	Earnings before interest and taxes	Shareholder’s Equity + Borrowings + DTL	(0.19)	(0.20)	(6%)	NA
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA

Note : * The Company is yet to commence its operation hence reasons for variances for movement in ratios are not applicable.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 21 - Related Party Transactions

Relationships:	**Name:**
Ultimate Joint Venturer	Mahindra & Mahindra Limited 2452991 Ontario Limited
Holding Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited Gelos Solren Private Limited Hazel Hybren Private Limited Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited) Jade Hybren Private Limited Orion Hybren Private Limited Layer Hybren Private Limited Martial Solren Private Limited Migos Hybren Private Limited Neon Hybren Private Limited Rhyme Hybren Private Limited Pulse Hybren Private Limited Quest Hybren Private Limited Steer Hybren Private Limited Target Hybren Private Limited Ultrogen Hybren Private Limited Velos Hybren Private Limited
Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors** Rakesh Khaitan Deven Maskara Joseph Rao (appointed w.e.f. 2 April, 2025) Anita Halbe (ceased w.e.f. close of business hours on 1 April, 2025)

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	**For the period/year ended**	**Amount**	**Related Party**
Equity Share Capital Subscription	31 March 2026	–	Holding Company
	31 March 2025	–	
Receiving of Service	31 March 2026	–	Ultimate Joint Venturer
	31 March 2025	0.94	

Note No 22 :Current Tax and Deferred Tax

1. Current tax expenses (provision for Tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.
2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No 23 : Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

Note No. 24 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the period/year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period/year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period/year.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the period/year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 25

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 26

The financial statements have been approved for issue by Company's Board of Directors on 13 April, 2026.

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Deven Maskara
Director
DIN: 09213702

Place: Mumbai
Date: 13 April 2026

INDEPENDENT AUDITORS' REPORT

To the members of

Jade Hybren Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Jade Hybren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable

assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

(g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656LDTNRC1035

Place: Mumbai
Date: April 13, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Jade Hybren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656LDTNRC1035

Place: Mumbai
Date: April 13, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company does not have property, plant and equipment and intangible asset. Accordingly, the reporting under Clauses 3(i)(a) to 3(i)(d) of the Order is not applicable to the Company.

   (b) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Goods and Service tax and Income-tax have generally been regularly deposited during the year by the Company with the appropriate authorities, though there have been slight delays in a few cases. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, no funds have been raised on short term basis during the year.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of

initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 502.68 lakhs during the current financial year and Rs. 7.79 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656LDTNRC1035

Place: Mumbai
Date: April 13, 2026

BALANCE SHEET AS AT 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

CIN : U35106MH2023PTC414663

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I ASSETS			
1 NON-CURRENT ASSETS			
(a) Capital Work-in-Progress	3	**3,565.88**	849.53
(b) Right-of-use Assets	4	**421.28**	–
TOTAL NON-CURRENT ASSETS		**3,987.16**	849.53
2 CURRENT ASSETS			
(a) Financial assets			
(i) Cash and Cash Equivalents	5	**15.82**	13.42
(b) Current Tax Assets (Net)	6	**0.01**	–
TOTAL CURRENT ASSETS		**15.83**	13.42
TOTAL ASSETS		**4,002.99**	862.95
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity share capital	7	**20.00**	20.00
(b) Other equity	8	**(512.98)**	(10.30)
TOTAL EQUITY		**(492.98)**	9.70
2 NON-CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	9	**4,046.30**	500.00
(ii) Lease Liabilities	10	**286.81**	–
(iii) Other financial liabilities	12	**117.51**	15.87
TOTAL NON-CURRENT LIABILITIES		**4,450.62**	515.87
3 CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Lease Liabilities	10	**39.58**	–
(ii) Trade Payables	11		
- Total Outstanding Dues of Micro Enterprises and Small Enterprises;		–	–
- Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		**0.98**	0.52
(iii) Other financial liabilities	12	**1.15**	336.30
(b) Other Current Liabilities	13	**3.64**	0.56
TOTAL CURRENT LIABILITIES		**45.35**	337.38
TOTAL LIABILITIES		**4,495.97**	853.25
TOTAL EQUITY AND LIABILITIES		**4,002.99**	862.95

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Deven Maskara
Director
DIN : 09213702

Place: Mumbai
Date: 13 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026
(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Particulars	Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
I Revenue from operations		–	–
II Other income	14	–	–
Total Income		–	–
III Expenses			
(a) Finance Costs	15	**–**	0.00
(b) Depreciation and Amortisation	16	**–**	–
(c) Other expenses	17	**502.68**	7.79
Total expenses		**502.68**	7.79
IV Loss Before Tax (I+II-III)		**(502.68)**	(7.79)
V Tax expense			
(a) Current tax		–	–
(b) Deferred tax		–	–
Total Tax Expense		–	–
VI Loss after tax for the year (IV-V)		**(502.68)**	(7.79)
VII Other Comprehensive Income			–
A (i) Items that will not be reclassified to profit or loss		–	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		–	–
B (i) Items that may be reclassified to profit or loss		–	–
(ii) Income tax on items that may be reclassified to profit or loss		–	–
VIII Total Comprehensive Income for the period/year		**(502.68)**	(7.79)
IX Earnings per equity share (Face value of Share Rs. 10 each)			
(a) Basic (in Rupees)	18	**(251.34)**	(3.89)
(b) Diluted (in Rupees)	18	**(251.34)**	(3.89)

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Deven Maskara
Director
DIN : 09213702

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026
(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
Loss before tax	(502.68)	(7.79)
Operating loss before working capital changes	**(502.68)**	**(7.79)**
Movements in working capital:		
Increase in other Financial liabilities	–	(15.87)
(Increase)/decrease in other financial assets	–	0.43
Increase in trade and other payables	0.46	(0.28)
Increase in other liabilities	3.08	16.22
Cash (used in)/generated from operations	**(499.14)**	**(7.29)**
Income taxes paid	(0.01)	–
Net cash (used in)/generated from operating activities (A)	**(499.15)**	**(7.29)**
Cash flows from investing activities		
Purchase of property, plant and equipment (including capital work in-progress and capital advances)	(2,937.14)	(497.37)
Net cash (used in) investing activities (B)	**(2,937.14)**	**(497.37)**
Cash flows from financing activities		
Proceeds from borrowings from related party	3,546.30	500.00
Payment of lease liability	(107.61)	–
Net cash generated from financing activities (C)	**3,438.69**	**500.00**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	2.40	(4.65)
Cash and cash equivalents at the beginning of the reporting year	13.42	18.07
Cash and cash equivalents at the end of the reporting year	**15.82**	**13.42**

Notes:

1. The above Statement of Cash Flows has been prepared under the “Indirect Method” as set out in Indian Accounting Standard-7, “Statement of Cash Flows”.

2. Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cashflows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Reconciliation of movement of liabilities to cash flow arising from financial liabilities

Particulars	Lease Arrangement	Interest accrued	Borrowings
Balance as on 01 April 2024	–	–	–
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	500.00
Payment of lease liability	–	–	–
Total changes from financing cash flows	–	–	**500.00**
Other changes	–	–	–
Liability-related	–	–	–
New leases	–	–	–
Interest expense	–	17.63	–
Tax deducted at source	–	(1.76)	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2025	–	**15.87**	**500.00**
Balance as on 01 April 2025	–	15.87	500.00
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	3,546.30
Payment of lease liability	(107.61)	–	–
Total changes from financing cash flows	**(107.61)**	**15.87**	**4,046.30**
Other changes			
Liability-related			
New leases	424.79	–	–
Interest expense	9.21	112.93	–
Tax deducted at source	–	(11.29)	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2026	**326.39**	**117.51**	**4,046.30**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Deven Maskara
Director
DIN : 09213702

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026
(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

A. Equity Share Capital

As at 31 March 2026

Particular Balance at the beginning of the current reporting year	Changes in equity share capital during the current reporting year	Balance at the end of the current reporting year
20.00	–	20.00

As at 31 March 2025

Particular Balance at the beginning of the current reporting year	Changes in equity share capital during the current reporting year	Balance at the end of the current reporting year
20.00	–	20.00

B. Other Equity

As at 31 March 2026

Particulars	Retained Earnings	Total
Balance at the beginning of the current reporting year	(10.30)	(10.30)
Total Comprehensive Income for the current reporting year	(502.68)	(502.68)
Balance at the end of the current reporting year	**(512.98)**	**(512.98)**

As at 31 March 2025

Particulars	Retained Earnings	Total
Balance at the beginning of the current reporting year	(2.51)	(2.51)
Total Comprehensive Income for the current reporting year	(7.79)	(7.79)
Balance at the end of the current reporting year	**(10.30)**	**(10.30)**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Deven Maskara
Director
DIN : 09213702

Place: Mumbai
Date: 13 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Jade Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN-U35106MH2023PTC414663 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 13 April 2026.

2. A. Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2 B. Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation and presentation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

(i) Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

(ii) Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

(iii) Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- it is expected to be realized within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- it is expected to be settled in the Company's normal operating cycle; or
- it is due to be settled within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- the Company does not have an unconditional right to defer settlement of the liability for at least twelve months from the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement

of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and

they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable

The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade

receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026
(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Note No. 3 Capital Work-In-Progress

Particulars	As at 31 March 2026	As at 31 March 2025
Opening Balance	849.53	–
Additions during the reporting period/year	2,716.35	849.53
Transfer to Plant, Property and Equipment	–	–
Closing Balance	**3,565.88**	849.53

Ageing of capital work in progress

As at 31 March 2026

Particulars	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	2,716.35	849.53	–	–	3,565.88
Total	**2,716.35**	**849.53**	**–**	**–**	**3,565.88**

As at 31 March 2025

Particulars	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	849.53	–	–	–	849.53
Total	**849.53**	**–**	**–**	**–**	**849.53**

Notes:

1) There has been no over due in completion of capital work in progress or any exceed in capital work in progress cost compared to its original plan during the reporting year.

2) There has been no temporary suspension of any activity during the reporting year.

Note No. 4 - Right of Use (ROU) - Land

Description of Assets	Land
I. Gross Carrying Amount	
Balance as at 1 April 2025	**–**
Additions during the year	**424.79**
Balance as at 31 March 2026	**424.79**
II. Accumulated amortisation	
Balance as at 1 April 2025	**–**
Amortisation for the year *	**3.51**
Balance as at 31 March 2026	**3.51**
III. Net carrying amount (I-II)	**421.28**

*Capitalised during the year relating to capital projects in progress.

Note No. 5 - Cash and Cash Equivalent

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks:		
On current accounts	4.82	13.42
Fixed deposit with original maturity less than or equal to 3 months	11.00	–
Total	**15.82**	**13.42**

Note No. 6 - Current Tax Assets (Net)

Particulars	As at 31 March 2026	As at 31 March 2025
Current tax assets (net of provision for taxation)	0.01	–
Total	**0.01**	**–**

Note No. 7 - Equity Share Capital

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	Value of shares	No. of shares	Value of shares
Authorised:				
Equity shares of Rs 10 each with voting rights	**200,000**	**20.00**	200,000	20.00
Issued, subscribed and fully paid up:				
Equity shares of Rs 10 each with voting rights	**200,000**	**20.00**	200,000	20.00
Total	**200,000**	**20.00**	**200,000**	**20.00**

Notes:-

(i) The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the annual general meeting.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares held as nominee by an individual on behalf of the Mahindra Susten Private Limited.

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period/year.

Particulars	Opening Balance	Changes during the period	Closing Balance
Equity Shares with Voting rights			
For the year ended 31 March 2026			
No. of Shares	200,000	–	200,000
For the period ended 31 March 2025			
No. of Shares	**200,000**	**–**	**200,000**

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

No. of Shares

Particulars	As at 31 March 2026	As at 31 March 2025
Equity shares with voting rights		
Mahindra Susten Private Limited	**200,000**	200,000

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026
(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Susten Private Limited	**200,000**	100.00%	200,000	**100.00%**

Shareholding of Promoters as under:

Shares held by promoters as at 31 March 2026

Promoter name	No. of Shares	%of total shares	% change during the year
Mahindra Susten Private Limited	200,000	100.00%	0.00%

Shares held by promoters as at 31 March 2025

Promoter name	No. of Shares	%of total shares	% change during the year
Mahindra Susten Private Limited	200,000	100.00%	0.00%

Note No. 8- Other Equity

(ii) Retained Earnings

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the period/year	(10.30)	(2.51)
Loss for the period/year	(502.68)	(7.79)
Balances as at end of the period/year	**(512.98)**	**(10.30)**

Note : Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 9 - Non-Current Borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured Borrowings		
Borrowings from Related Party	4,046.30	500.00
Total	**4,046.30**	500.00

Note: The Company has availed an Inter coporate deposits from Mahindra Susten Private Limited (the Holding Company) aggregating amounting upto INR 4,046.30 lakhs (as on 31 March 2025 INR 500.00 lakhs) at 11.00 % p.a. with a tenure of 2 years.

Note No. 10 - Lease Liabilities

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
Lease Liability (Refer note 22)	39.58	286.81	–	–
Total Lease Liabilities	**39.58**	286.81	–	–

Note No. 11 - Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises;	–	–
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	0.98	0.52
Total	**0.98**	**0.52**

For amounts pertaining to related parties from above Trade Payables refer note 24

As at 31 March 2026

Particulars	Outstanding for following periods from due date					
	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	–		–	–	–	–
(ii) Others	0.98	–	–	–	–	0.98
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	0.98	–	–	–	–	0.98

As at 31 March 2025

Particulars	Outstanding for following periods from due date					
	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	–	–	–	–	–	–
(ii) Others	0.52	–	–	–	–	0.52
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	**0.52**	–	–	–	–	**0.52**

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the company:

Particulars	As at 31 March 2026	As at 31 March 2025
a) Principal amount remaining unpaid to any supplier as at the end of the year.	–	–
Interest due thereon remaining unpaid to any supplier as at the end of the year.	–	–
b) Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year.	–	–
Interest paid as per section 16 of the MSMED Act, 2006	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026
(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Particulars	As at 31 March 2026	As at 31 March 2025
Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c) Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	–	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting year,	–	–
e) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 12 - Other Financial Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Interest accrued but not due on borrowings	117.51	15.87
(b) Creditors for capital goods and services	1.15	336.30
Total	**118.66**	352.16

Note No. 13 - Other Current Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory Dues	3.64	0.56
Total	**3.64**	**0.56**

Note No. 14 Other Income

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest on Fixed deposits	**0.11**	–
Less: Amounts adjusted against cost of borrowings capitalised	(0.11)	–
Total	**–**	**–**

Note No. 15 Finance Costs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest expense on		
lease liabilities	**9.21**	**–**
long term borrowings	**112.94**	**–**
Less: Amounts included in the cost of qualifying assets	**(122.15)**	**–**
Other interest*	**–**	0.00
Total	**–**	**0.00**

* (The amount appearing as 0.00 represents Rs. 143. Upon conversion into lakhs, the amount has been rounded off and accordingly appears as 0.00.)

Note No. 16 - Depreciation and Amortisation

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Amortisation of right-of-use assets (refer note 4)	3.51	–
Less : Amortisation cost on ROU capitalised during the year	(3.51)	–
Total Amortisation	**–**	**–**

Note No. 17 - Other Expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Connectivity Returnable Charges	**500.00**	–
Bid Processing Fees	**–**	0.76
Auditors remuneration		
- Audit Fees	**0.84**	0.59
Professional Fees	**1.72**	5.90
Miscellaneous Expenses	**0.12**	0.54
Total	**502.68**	7.79

Note No. 18 - Earnings per Share

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	**(251.34)**	(3.89)
Diluted earnings per share having a face value of Rs. 10 each	**(251.34)**	(3.89)

Earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Loss for the period/year attributable to owners of the Company	**(502.68)**	(7.79)
Weighted-average number of equity shares (basic)	**200,000**	200,000
Weighted-average number of equity shares (diluted)	**200,000**	200,000
Basic earnings per share having a face value of Rs. 10 each	**(251.34)**	(3.89)
Diluted earnings per share having a face value of Rs. 10 each	**(251.34)**	(3.89)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026
(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Note 19- Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

There is no change in the overall capital risk management strategy of the Company compared to last year.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt (A) (Refer Note)	**4,046.30**	500.00
Equity (B)	**(492.98)**	9.70
Debt Equity Ratio (A/B)	**(8.21)**	51.52

Note:

Debt includes Inter coporate deposits (ICD) as described in Note no 9

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	15.82	–	–	**15.82**
Non-current Liabilities				
Borrowings from a related party	4,046.30	–	–	**4,046.30**
Current Liabilities				
Trade Payables	0.98	–	–	**0.98**
Other Financial Liabilities	117.51	–	–	**117.51**

As at 31 March 2025

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	13.42	–	–	**13.42**
Non-current Liabilities				
Borrowings from a related party	500.00	–	–	**500.00**
Current Liabilities				
Trade Payables	0.52	–	–	**0.52**
Other Financial Liabilities	15.87	–	–	**15.87**

****FVOCI: Fair Value Through Other Comprehensive Income**
*** FVTPL: Fair Value Through Profit and Loss**

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and longterm funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Trade Payables	0.98	–	–	–	**0.98**
Borrowings	–	4,046.30	–	–	**4,046.30**
Interest accrued but not due	–	117.51	–	–	**117.51**
Total	**0.98**	**4,163.81**	–	–	**4,164.79**
As at 31 March 2025					
Non-derivative financial liabilities					
Trade Payables	0.52	–	–	–	**0.52**
Borrowings	–	500.00	–	–	**500.00**
Interest accrued but not due	–	15.87	–	–	**15.87**
Total	**0.52**	**515.87**	–	–	**516.39**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026
(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Maturity of Financial assets

The Company has insignificant financial assets with contractual maturity.

Maturity of Financial assets

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial assets					
Fixed interest rate instruments	15.82	–	–	–	15.82
Total	**15.82**	–	–	–	**15.82**
As at 31 March 2025					
Non-derivative financial assets					
Fixed interest rate instruments	13.42	–	–	–	13.42
Total	**13.42**	–	–	–	**13.42**

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

The Company is not exposed to interest risk as this borrowings are at fixed rate.

Note 20 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note 21 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the year ending 31 March 2026.

Note 22- Disclosure pursuant to Ind AS 116

A) Below are the carrying amount of lease liabilities and the movement during the year:

Particulars	As at 31 March 2026	As at 31 March 2025
Opening	**–**	–
Additions	**424.79**	–
Accretion of interest	**9.21**	–
Payments	**(107.61)**	–
Closing	**326.39**	–

B) Below is the breakup of Current and Non current lease liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	**39.58**	–
Non current lease liabilities	**286.81**	–
Total	**326.39**	–

C) Details of amount recognised in profit and loss:

Amounts recognised in profit and loss	As at 31 March 2026	As at 31 March 2025
Amortisation expense on right-of-use assets	–	–
Interest expense on lease liabilities	–	–
Total	–	–

D) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

Maturity Analysis	As at 31 March 2026	As at 31 March 2025
Less than 1 year	**39.58**	–
1 year - 3 years	**85.40**	–
3 years - 5 years	**85.79**	–
5 years and above	**115.62**	–

E) The total cash outflow for leases during the year amount to INR 107.61 lakhs (31 March 2025: Nil)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026
(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Note 23 - Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	0.35	0.04	777%	The increase is primarily attributable to an decrease in trade payables.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	(8.21)	51.52	-116%	The decrease is primarily attributable to an increase in borrowings.
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	NA	(5,445.04)	NA	NA
Return on Equity Ratio*	Profit after tax	Average Shareholder's Equity	2.08	(0.57)	-463%	The increase in Loss after Tax is due to connectivity returnable charges
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed*	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	(0.14)	(0.02)	826%	The increase in Loss after Tax is due to connectivity returnable charges
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA

Note No. 24 - Related Party Transactions

Relationships:	Name:
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Holding Company	Mahindra Susten Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026
(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Relationships:	**Name:**
Fellow Subsidiaries	Furies Solren Private Limited Gelos Solren Private Limited Hazel Hybren Private Limited Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited) Rhyme Hybren Private Limited Kyros Hybren Private Limited Layer Hybren Private Limited Martial Solren Private Limited Migos Hybren Private Limited Neon Hybren Private Limited Orion Hybren Private Limited Pulse Hybren Private Limited Quest Hybren Private Limited Steer Hybren Private Limited Target Hybren Private Limited Ultrogen Hybren Private Limited Velos Hybren Private Limited
Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors** Deven Maskara Rakesh Khaitan Sriram Ramachandran (appointed w.e.f. 1 May, 2024) Avinash Bapat (ceased w.e.f. close of business hours on 30 April, 2024)

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	**For the period/year ended**	**Amount**	**Related Party**
Equity Share Capital Subscription	31 March 2026	–	Holding Company
	31 March 2025	20.00	
Receiving of Service	31 March 2026	–	Ultimate Joint Venturer
	31 March 2025	0.94	
Reimbursement	31 March 2026	–	Holding Company
	31 March 2025	336.30	
Interest expense on inter corporate deposit	31 March 2026	112.94	Holding Company
	31 March 2025	17.63	
Intercorporate deposit received	31 March 2026	3,546.30	Holding Company
	31 March 2025	500.00	

Nature of Balances with Related Parties	**For the period/year ended**	**Amount**	**Related Party**
Trade Payables	31 March 2026	–	Holding Company
	31 March 2025	336.30	
Interest on inter corporate deposit payable	31 March 2026	117.51	Holding Company
	31 March 2025	15.87	
inter corporate deposit Outstanding	31 March 2026	4,046.30	Holding Company
	31 March 2025	500.00	

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026
(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Note No 25 : Current Tax and Deferred Tax

1. Current tax expenses (provision for tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.

2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No 26 : Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

Note No. 27 - Other Statutory Information

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the period/year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period/year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period/year.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the period/year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 28

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 29

The financial statements have been approved for issue by Company's Board of Directors on 13 April, 2026.

The accompanying Notes are an integral part of the financial statements

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In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Deven Maskara
Director
DIN : 09213702

Place: Mumbai
Date: 13 April 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF

FURIES SOLREN PRIVATE LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Furies Solren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements

can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

(g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656YCZLWJ2063

Place: Mumbai
Date: April 13, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Furies Solren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656YCZLWJ2063

Place: Mumbai
Date: April 13, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   According to the information and explanations given to us, the Company does not have intangible asset.

   (b) Property, plant and equipment have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment.

   (c) According to the information and explanations given to us, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Goods and Services Tax and Income-tax have generally been regularly deposited during the year by the Company with the appropriate authorities, though there have been slight delays in a few cases. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, no funds have been raised on short-term basis.

(e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 5.03 lakhs during the current financial year and Rs. 82.23 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656YCZLWJ2063

Place: Mumbai
Date: April 10, 2025

BALANCE SHEET AS AT 31 MARCH 2026
CIN : U35105MH2023PTC404643

(All amounts are in INR lakhs, unless otherwise stated)

INR (₹) Lakhs

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I ASSETS			
1 NON-CURRENT ASSETS			
(a) Property, Plant and Equipment	**3**	**465.22**	**–**
(b) Capital Work-in-Progress	4	**3,724.06**	1,153.52
(c) Right-of-use Assets	5	**2,585.58**	641.17
(d) Other Non-Current Assets	6	**12,121.81**	9,822.35
TOTAL NON-CURRENT ASSETS		**18,896.67**	11,617.04
2 CURRENT ASSETS			
(a) Financial assets			
- Cash and cash equivalents	7	**60.44**	21.46
(b) Current Tax Assets (Net)	**8**	**0.01**	**–**
TOTAL CURRENT ASSETS		**60.45**	21.46
TOTAL ASSETS		**18,957.12**	11,638.50
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity share capital	9	**20.00**	20.00
(b) Other equity	10	**(107.90)**	(102.87)
TOTAL EQUITY		**(87.90)**	(82.87)
2 NON-CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	11	**15,100.00**	10,810.00
(ii) Lease Liabilities	12	**2,028.03**	458.17
(iii) Other Financial Liabilities	13	**1,591.57**	287.33
TOTAL NON-CURRENT LIABILITIES		**18,719.60**	11,555.50
3 CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Lease Liabilities	12	**277.64**	63.22
(ii) Trade Payables	14		
– Total Outstanding Dues of Micro Enterprises and Small Enterprises;		**–**	–
– Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		**0.93**	24.12
(iii) Other Financial Liabilities	13	**6.69**	67.87
(b) Other Current Liabilities	15	**40.16**	10.66
TOTAL CURRENT LIABILITIES		**325.42**	165.87
TOTAL LIABILITIES		**19,045.02**	**11,721.37**
TOTAL EQUITY AND LIABILITIES		**18,957.12**	11,638.50

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For and on behalf of the Board of Directors

For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

Saurabh Mehta
Director
DIN : 10855394

Place: Mumbai
Date: 13 April 2026

Rakesh Khaitan
Director
DIN : 09671089

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

INR (₹) Lakhs

Particulars			Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
I	Revenue from operations			–	–
II	Other income		16	–	–
	Total income			–	–
III	**Expenses**				
	(a) Finance costs		17	**1.31**	11.03
	(b) Depreciation and Amortisation Expense		18	–	3.59
	(c) Other expenses		19	**3.72**	71.20
	Total Expenses			**5.03**	85.82
IV	**Loss Before Tax (I+II-III)**			**(5.03)**	(85.82)
V	**Tax Expense**				
	(a) Current tax			–	–
	(b) Deferred tax			–	–
	Total tax expense			–	–
VI	**Loss after tax for the year (IV-V)**			**(5.03)**	(85.82)
VII	**Other comprehensive income**				
	A (i)	Items that will not be reclassified to profit or loss		–	–
	(ii)	Income tax relating to items that will not be reclassified to profit or loss		–	–
	B (i)	Items that may be reclassified to profit or loss		–	–
	(ii)	Income tax on items that may be reclassified to profit or loss		–	–
VIII	**Total Comprehensive Income for the period/year**			**(5.03)**	(85.82)
IX	**Earnings per equity share (Face value of Share Rs. 10 each)**				
	(a) Basic (in Rupees)		20	**(2.52)**	(42.91)
	(b) Diluted (in Rupees)		20	**(2.52)**	(42.91)

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN : 10855394

Rakesh Khaitan
Director
DIN : 09671089

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

		INR (₹) Lakhs
Particulars	**For the year ended 31 March 2026**	For the year ended 31 March 2025
Cash flows from operating activities		
Loss before tax	**(5.03)**	(85.82)
Adjustments for:		
Finance costs	**1.31**	11.03
Interest on lease liability	**–**	9.85
Depreciation and amortisation expense	**–**	3.59
Operating loss before working capital changes	**(3.72)**	(61.35)
Movements in working capital:		
(Increase)/decrease in other financial assets	**–**	0.30
Increase/ (decrease) in trade and other payables	**(23.19)**	23.59
Increase in other financial liabilities	**(0.01)**	(0.28)
Increase in other liabilities	**29.50**	10.47
Cash (used in)/generated from operations	**2.58**	(27.27)
Income taxes paid	**(0.01)**	–
Net cash generated from operating activities (A)	**2.57**	(27.27)
Cash flows from investing activities		
Purchase of property, plant and equipments (including capital work in-progress, capital advances)	**(3,739.52)**	(10,620.67)
Net cash (used in) investing activities (B)	**(3,739.52)**	(10,620.67)
Cash flows from financing activities:		
Proceeds from borrowings from Related Party	**4,290.00**	10,800.00
Payment of lease liability (including capital advances paid against lease liability)	**(512.76)**	(133.22)
Finance Costs	**(1.31)**	(11.03)
Net cash generated from financing activities (C)	**3,775.93**	10,655.75
Net increase in cash and cash equivalents (A+B+C)	**38.98**	7.81
Cash and cash equivalents at the beginning of the reporting year	**21.46**	13.65
Cash and cash equivalents at the end of the reporting period/year	**60.44**	21.46

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in Inr lakhs, unless otherwise stated)

Note:

1. The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".
2. Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cashflows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

Reconciliation of movement of liabilities to cash flow arising from financial liabilities

Particulars	Finance cost accrued	Lease arrangement	Borrowings
Balance as on 14 June 2024	0.28	–	10.00
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	10,800.00
Payment of lease liability	–	(133.22)	–
Total changes from financing cash flows	**0.28**	(133.22)	10,810.00
Other changes			
Liability-related			
New leases	–	644.76	–
Interest expense	318.94	9.85	–
Tax deducted at source	(31.89)	–	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2025	**287.33**	**521.39**	**10,810.00**
Balance as on 01 April 2025	287.33	521.39	10,810.00
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	4,290.00
Payment of lease liability	–	(412.64)	–
Total changes from financing cash flows	**287.33**	**108.75**	**15,100.00**
Other changes			
Liability-related			
New leases	–	2,009.69	–
Interest expense	2,897.17	187.23	–
Tax deducted at source	(144.92)	–	–
Balance as on 31 March 2026	**3,039.58**	**2,305.67**	**15,100.00**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For and on behalf of the Board of Directors

For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

Saurabh Mehta
Director
DIN : 10855394

Place: Mumbai
Date: 13 April 2026

Rakesh Khaitan
Director
DIN : 09671089

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

A. Equity share capital

As at 31 March 2026

INR (₹) Lakhs

Particulars		
Balance at the beginning of the current reporting year	**Changes in equity share capital during the current reporting year**	**Balance at the end of the current reporting year**
20.00	–	20.00

As at 31 March 2025

INR (₹) Lakhs

Particulars		
Balance at the beginning of the current reporting period	**Changes in equity share capital during the current reporting period**	**Balance at the end of the current reporting period**
20.00	–	20.00

B. Other Equity

As at 31 March 2026

INR (₹) Lakhs

Particulars	Retained Earnings	Total
Balance at the beginning of the current reporting year	(102.87)	(102.87)
Total Comprehensive Income for the current reporting year	(5.03)	(5.03)
Balance at the end of the current reporting year	**(107.90)**	**(107.90)**

As at 31 March 2025

INR (₹) Lakhs

Particulars	Retained Earnings	Total
Balance at the beginning of the current reporting year	(17.05)	(17.05)
Total Comprehensive Income for the current reporting year	(85.82)	(85.82)
Balance at the end of the current reporting year	**(102.87)**	**(102.87)**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN : 10855394

Rakesh Khaitan
Director
DIN : 09671089

Place: Mumbai
Date: 13 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Furies Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN-U35105MH2023PTC404643 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 13 April 2026.

2A. Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2B. Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation and presentation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

(i) Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

(ii) Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

As a practical expedient, the Company uses the previous year impairment loss as allowance on the portfolio of trade receivables. At reporting date, previous year observed default rates are updated and changes in the forward-looking estimates are analyzed. ECL impairment loss allowance (or reversal) during the period is recognized as other expense in the Statement of Profit & Loss.

(iii) Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- it is expected to be realized within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- it is expected to be settled in the Company's normal operating cycle; or
- it is due to be settled within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset’s carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the ‘Other income’ line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the ‘Finance costs’ line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

Note No. 3 Property, plant and equipment

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Land- Freehold	**465.22**	–
Less : Depreciation expense for the year	**–**	–
Total	**465.22**	–

Notes :-

1) Freehold land and plant and equipment have been pledged against the borrowings (Refer note no. 11 Non Current Borrowings).

2) The title deeds of immovable properties included in Property, Plant and Equipment are held in the name of the Company.

Note No. 4 Capital Work-In-Progress

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	**1,153.52**	–
Additions during the reporting year	**2,570.54**	1,153.52
Transfer to Plant, Property and Equipment	**–**	–
Balance at the end of the year	**3,724.06**	1,153.52

Ageing of capital work in progres

As at 31 March 2026

	Amount in Capital work-in-progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in Progress	2,570.54	1,153.52	–	–	3,724.05
Total	**2,570.54**	**1,153.52**	**–**	**–**	**3,724.05**

As at 31 March 2025

	Amount in Capital work-in-progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in Progress	1,153.52	–	–	–	1,153.52
Total	**1,153.52**	**–**	**–**	**–**	**1,153.52**

Notes:

1) There has been no over due in completion of capital work in progess or any exceed in capital work in progress cost compared to its original plan during the reporting year.

2) There has been no temporary suspension of any activity during the reporting period/year.

Note No. 5 - Right of Use (ROU) - Land

Description of Assets	Land
I. Gross Carrying Amount	
Balance as at 1 April 2024	–
Additions during the year	644.76
Balance as at 31 March 2025	**644.76**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Balance as at 1 April 2025	644.76
Additions during the year	2,009.69
Balance as at 31 Mar 2026	**2,654.45**
II. Accumulated amortisation	
Balance as at 1 April 2024	–
Amortisation for the year	3.59
Balance as at 31 March 2025	3.59
Balance as at 1 April 2025	3.59
Amortisation for the year*	65.28
Balance as at 31 Mar 2026	**68.87**
III. Net carrying amount (I-II)	**2,585.58**

*Capitalised during the year relating to capital projects in progress.

Note No. 6 - Other Non - Current Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Capital advances	**12,121.81**	9,822.35
Total Other Non - Current Assets	**12,121.81**	9,822.35

Note No. 7 - Cash and Cash Equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks:		
On current accounts	**5.44**	21.46
Fixed deposit with original maturity less than or equal to 3 months	**55.00**	**–**
Total Cash and Cash Equivalents	**60.44**	21.46

Note No. 8 - Current Tax Assets (Net)

Particulars	As at 31 March 2026	As at 31 March 2025
Current tax assets (net of provision for taxation)	**0.01**	–
Total Current Tax Assets	**0.01**	–

Note No. 9 - Equity Share Capital

	As at 31 March 2026		As at 31 March 2025	
Particulars	No. of shares	Value of shares	No. of shares	Value of shares
Authorised: Equity shares of Rs. 10 each with voting rights	2,00,000	20.00	2,00,000	20.00
Issued, subscribed and fully paid up: Equity shares of Rs. 10 each with voting rights	2,00,000	20.00	2,00,000	20.00
Total	**2,00,000**	**20.00**	2,00,000	20.00

Note:

(i) The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the annual general meeting.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares held as nominee by an individual on behalf of Mahindra Susten Private Limited.

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

Particulars	Opening Balance	Changes during the period/year	Closing Balance
Equity Shares with Voting rights			
For the year ended 31 March 2026			
No. of Shares	2,00,000	–	2,00,000
For the year ended 31 March 2025			
No. of Shares	2,00,000	–	2,00,000

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	As at 31 March 2026	As at 31 March 2025
Equity shares with voting rights		
Mahindra Susten Private Limited	2,00,000	2,00,000

(iii) Details of shares held by each shareholder holding more than 5% shares:

	As at 31 March 2026		As at 31 March 2025	
Class of shares / Name of shareholder	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Susten Private Limited	2,00,000	100.00%	2,00,000	100.00%

Shareholding of Promoters as under:

Shares held by promoters as at 31 March 2026

Promoter name	No. of Shares	%of total shares	% change during the year
Mahindra Susten Private Limited	2,00,000	100.00%	0.00%

Shares held by promoters as at 31 March 2025

Promoter name	No. of Shares	%of total shares	% change during the period
Mahindra Susten Private Limited	2,00,000	100.00%	100.00%

Note No. 10 - Other Equity

(i) Retained Earnings

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the year	**(102.87)**	(17.05)
Loss for the year	**(5.03)**	(85.82)
Balances as at end of the year	**(107.90)**	(102.87)

Note: Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 11 - Non-Current Borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured Borrowings		
Borrowings from Related Party (Refer note below)	**15,100.00**	10,810.00
Total Non-Current Borrowings	**15,100.00**	**10,810.00**

Note: The Company has availed an Subordinated debt from Mahindra Susten Private Limited (the Holding Company) aggregating amounting upto INR 15,100.00 lakhs (31 March 2025: INR 10,810.00 lakhs) at 11.50 % p.a. with a tenure of 20 years.

Note No. 12 - Lease Liabilities

	As at 31 March 2026		As at 31 March 2025	
Particulars	**Current**	**Non-Current**	Current	Non-Current
Lease Liability (Refer note 24)	277.64	2,028.03	63.22	458.17
Total Lease Liabilities	**277.64**	**2,028.03**	63.22	458.17

Note No. 13 - Other Financial Liabilities

	As at 31 March 2026		As at 31 March 2025	
Particulars	**Current**	**Non-Current**	Current	Non-Current
Other Financial Liabilities Measured at Amortised Cost				
(a) Creditors for capital goods and services	6.69	–	67.87	–
(b) Interest accrued but not due on borrowings	–	1,591.57	–	287.33
Total Other Financial Liabilities	**6.69**	**1,591.57**	67.87	287.33

Note No. 14 - Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises;	**–**	–
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	**0.93**	24.12
Total Trade Payables	**0.93**	24.12

For amounts pertaining to related parties from above Trade Payables refer note 26

As at 31 March 2026

	Outstanding for following periods from due date					
Particulars	**Unbilled dues**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME	–	–	–	–	–	–
(ii) Others	0.93	–	–	–	–	0.93
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	**0.93**	**–**	**–**	**–**	**–**	**0.93**

As at 31 March 2025

	Outstanding for following periods from due date					
Particulars	**Unbilled dues**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME	–	–	–	–	–	–
(ii) Others	0.52	23.60	–	–	–	24.12
(iii) Disputed dues – MSME	–	–	–	–	–	
(iv) Disputed dues – Others	–	–	–	–	–	
Total	**0.52**	**23.60**	**–**	**–**	**–**	**24.12**

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

Particulars	As at 31 March 2026	As at 31 March 2025
a) Principal amount remaining unpaid to any supplier as at the end of the year.	–	–
Interest due thereon remaining unpaid to any supplier as at the end of the year.	–	–
b) Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year.	–	–
Interest paid as per section 16 of the MSMED Act, 2006	–	–
Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c) Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	–	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting year,	–	–
e) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 15 - Other Current Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory Dues	**40.16**	10.66
Total Other Current Liabilities	**40.16**	10.66

Note No. 16 - Other Income

Particulars	For the year ended 31 March 2026	As at 31 March 2025
Interest on Fixed deposits	**0.29**	–
Less: Amounts adjusted against cost of borrowings capitalised	**(0.29)**	–
Total Other Income	**–**	–

Note No. 17 - Finance Cost

Particulars	For the year ended 31 March 2026	As at 31 March 2025
Interest on		
(a) Interest expense at amortised cost	1,449.16	1.15
(b) Interest unwinding on lease liability	187.23	9.85
Less: Amounts included in the cost of qualifying assets	(1,635.24)	–
Other interest	0.16	0.03
Total Finance Cost	1.31	11.03

Note No. 18 - Depreciation and Amortisation

Particulars	For the year ended 31 March 2026	As at 31 March 2025
Amortisation of right-of-use assets (refer note 5)	65.28	3.59
Less : Amortisation cost on ROU capitalised during the year	(65.28)	–
Total Amortisation	–	3.59

Note No. 19 - Other Expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Bid Processing Fees	**0.08**	42.71
(b) Auditors remuneration and out-of-pocket expenses (including indirect taxes)		
(i) Statutory Audit Fees	**0.79**	0.59
(ii) For Other services	**-**	0.53
(c) Professional Fees	**2.58**	4.09
(d) Rates and Taxes	**–**	22.69
(e) Miscellaneous Expenses	**0.27**	0.59
Total Other Expenses	**3.72**	71.20

Note No. 20- Earnings per Share

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	(2.52)	(42.91)
Diluted earnings per share having a face value of Rs. 10 each	(2.52)	(42.91)

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Loss for the period/year attributable to owners of the Company	**(5.03)**	(85.82)
Weighted-average number of equity shares (basic)	**2,00,000**	2,00,000
Weighted-average number of equity shares (diluted)	**2,00,000**	2,00,000
Basic earnings per share having a face value of Rs. 10 each	**(2.52)**	(42.91)
Diluted earnings per share having a face value of Rs. 10 each	**(2.52)**	(42.91)

Note 21- Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

There is no change in the overall capital risk management strategy of the Company compared to last year.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt in Rupees (₹ In Lakhs) (A) (Refer note)	15,100.00	10,810.00
Equity in Rupees (₹ In Lakhs) (B)	(87.90)	(82.87)
Debt Equity Ratio (A/B)	**(171.78)**	(130.45)

Note:

Debt includes Subordinated debt (SD) as described in Note no 11

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	60.44	–	–	**60.44**
Non-current Liabilities				
Borrowings from related party	15,100.00	–	–	**15,100.00**
Other Financial Liabilities	1,591.57	–	–	**1,591.57**
Current Liabilities				
Trade Payables	0.93	–	–	**0.93**
Other Financial Liabilities	6.69	–	–	**6.69**

As at 31 March 2025

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	21.46	–	–	**21.46**
Non-current Liabilities				
Borrowings from related party	10,810.00	–	–	**10,810.00**
Other Financial Liabilities	287.33	–	–	**287.33**
Current Liabilities				
Trade Payables	24.12	–	–	**24.12**
Other Financial Liabilities	67.87	–	–	**67.87**

** FVOCI: Fair Value Through Other Comprehensive Income

* FVTPL: Fair Value Through Profit and Loss

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	Carrying Value	Less than 1 year	1–3 years	3 years to 5 years	5 years and above	Total
As at 31 March 2026						
Non-derivative financial liabilities						
Trade Payable	0.93	0.93	–	–	–	**0.93**
Interest accrued but not due	1,591.57	–	1,591.57	–	–	**1,591.57**
Creditors for capital supplies	6.69	6.69	–	–	–	**6.69**
Borrowings	15,100.00	–	–	–	15,100.00	**15,100.00**
Total	**16,699.18**	**7.62**	**1,591.57**	**-**	**15,100.00**	**16,699.19**
As at 31 March 2025						
Trade Payable	**24.12**	24.12	–	–	–	24.12
Interest accrued but not due	287.33	–	287.33	–	–	**287.33**
Creditors for capital supplies	**67.87**	**67.87**	–	–	–	**67.87**
Borrowings	10,810.00	–	–	–	10,810.00	**10,810.00**
Total	**11,189.32**	**91.99**	**287.33**	**–**	**10,810.00**	**11,189.32**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

(iii) Maturities of financial assets

The Company has insignificant financial assets with contractual maturity.

Particulars	Carrying Value	Less than 1 year	1–3 years	3 years to 5 years	5 years and above	Total
As at 31 March 2026						
Non-derivative financial assets						
Fixed interest rate instruments	60.44	60.44	–	–	–	**60.44**
Total	**60.44**	**60.44**	**–**	**–**	**–**	**60.44**
As at 31 March 2025						
Fixed interest rate instruments	21.46	21.46	–	–	–	**21.46**
Total	**21.46**	**21.46**	**–**	**–**	**–**	**21.46**

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

The company is not exposed to interest risk as this borrowings are at fixed rate.

Note 22 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note 23 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the period ending 31 March 2026.

Note No. 24 - Disclosures pursuant to Ind AS 116

A) Below are the carrying amount of lease liabilities and the movement during the year

Particulars	As at 31 March 2026	As at 31 March 2025
Opening	521.39	–
Additions	2,009.69	644.76
Accretion of interest	187.23	9.85
Payments	(412.64)	(133.22)
Closing	2,305.67	521.39

B) Below is the breakup of Current and Non current lease liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	277.64	63.22
Non current lease liabilities	2,028.03	458.17
Total	**2,305.67**	**521.39**

C) Details of amount recognised in profit and loss:

Amounts recognised in profit and loss	As at 31 March 2026	As at 31 March 2025
Amortisation expense on right-of-use assets	65.28	3.59
Interest expense on lease liabilities	187.23	9.85
Less: Amounts included in the cost of qualifying assets	**(252.51)**	**–**
Total	**–**	13.44

D) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

Maturity Analysis	As at 31 March 2026	As at 31 March 2025
Less than 1 year	277.64	–
1 year - 3 years	575.18	128.52
3 years - 5 years	583.82	131.65
5 years and above	869.02	1,971.95

E) The total cash outflow for leases during the year amount to INR 412.64 lakhs (31 March 2025: INR 133.22 lakhs)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note 25- Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	0.19	0.13	44%	The increase is primarily attributable to an increase in creditors for capital goods and services, an increase in trade payables, and the recognition of lease liabilities.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	(171.78)	(130.45)	32%	The increase is on account of subordinated debt obtained from the holding company during the year
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	(2.84)	(6.45)	-56%	NA
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	0.06	2.15	-97%	The increase in Loss After Tax is primarily attributable to higher rent expenses and bid processing fees incurred during the year.
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	(0.00)	(0.01)	-96%	The increase in borrowing is mainly contributing to change in the ratio as compared to last year
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA

Note No. 26 - Related Party Transactions

Relationships:	Name:
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Holding Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Gelos Solren Private Limited
	Hazel Hybren Private Limited
	Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited)
	Jade Hybren Private Limited
	Kyros Hybren Private Limited
	Layer Hybren Private Limited
	Martial Solren Private Limited
	Mega Suryaurja Private Limited
	Neo Solren Private Limited
	Orion Hybren Private Limited
	Rhyme Hybren Private Limited
	Pulse Hybren Private Limited
	Quest Hybren Private Limited
	Steer Hybren Private Limited
	Target Hybren Private Limited
	Ultrogen Hybren Private Limited
	Velos Hybren Private Limited
Venturer Group Co	Mahindra Teqo Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Key Managerial Persons (KMP)	**Directors**
	Rakesh Khaitan
	Saurabh Mehta
	Divya Gulati
	Saurabh Mehta (appointed w.e.f. 15 May, 2025)
	Deepak Thakur (ceased w.e.f. 14 May, 2025)

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	For the period/year ended	Amount	Related Party
Subordinated debt received	31 March 2026	4,290.00	Holding Company
	31 March 2025	10,810.00	
Interest on Subordinated debt	31 March 2026	1,449.16	Holding Company
	31 March 2025	318.93	
Receiving of Service	31 March 2026	–	Ultimate Joint Venturer
	31 March 2025	1.82	
Reimbursement	31 March 2026	42.16	Holding Company
	31 March 2025	20.00	
Availment of Services	31 March 2026	–	Holding Company
	31 March 2025	60.39	

Nature of Balances with Related Parties	For the period/year ended	Amount	Related Party
Subordinated Debt Outstanding	31 March 2026	15,100.00	Holding Company
	31 March 2025	10,810.00	
Interest on Subordinated Debt Outstanding	31 March 2026	1,591.57	Holding Company
	31 March 2025	287.32	
Trade and Other Payables	31 March 2026	6.33	Holding Company
	31 March 2025	91.47	

Notes :

1) All outstanding balances are unsecured.
2) Loans taken are disclosed under note 11.

Note No 27 : Current Tax and Deferred Tax

1. Current tax expenses (provision for tax) have not been recognised as there is no taxable profit to the company for the current year as per applicable Income tax laws.
2. Deferred tax asset has not been recognised since the company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No 28 : Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

Note No. 29 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries."

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries."

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the year.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 30

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 31

The financial statements have been approved for issue by Company's Board of Directors on 13 April, 2026.

In terms of our report of the even date

For B.K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN : 10855394

Rakesh Khaitan
Director
DIN : 09671089

Place: Mumbai
Date: 13 April 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF

GELOS SOLREN PRIVATE LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Gelos Solren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be

expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) With respect to other matters to be included in auditor's report in accordance with the requirements

of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656POADSN7464

Place: Mumbai
Date: April 13, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Gelos Solren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656POADSN7464

Place: Mumbai
Date: April 13, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company does not have property, plant and equipment and intangible asset. Accordingly, the reporting under Clauses 3(i)(a) to 3(i)(d) of the Order is not applicable to the Company.

   (b) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Goods and Services Tax and Income-tax have generally been regularly deposited during the year by the Company with the appropriate authorities, though there have been slight delays in a few cases. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, no funds have been raised on short-term basis.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has made preferential allotment and private placement of shares during the year in compliance with the requirements of Section 62 and Section 42 of the Companies Act, 2013. In our opinion, the funds raised through such preferential allotment and private placement have been fully utilised for the purposes for which they were raised.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 14.82 lakhs during the current financial year and Rs. 238.24 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656POADSN7464

Place: Mumbai
Date: April 13, 2026

BALANCE SHEET AS AT 31 MARCH 2026

CIN : U35105MH2024PTC404642

(All amounts are in INR lakhs, unless otherwise stated)

	Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I	**ASSETS**			
	1 NON-CURRENT ASSETS			
	(a) Capital Work-in-Progress	3	**46,096.98**	403.07
	(b) Right-of-use Assets	4	**7,261.39**	4,527.06
	(c) Other Non-Current Assets	5	**1,992.99**	513.50
	TOTAL NON-CURRENT ASSETS		**55,351.36**	5,443.63
	2 CURRENT ASSETS			
	(a) Financial assets			
	- Cash and Cash Equivalents	6	**25.87**	48.95
	(b) Current Tax Assets (Net)	7	**0.27**	–
	TOTAL CURRENT ASSETS		**26.14**	48.95
	TOTAL ASSETS		**55,377.50**	5,492.58
II	**EQUITY AND LIABILITIES**			
	1 EQUITY			
	(a) Equity Share Capital	8	**299.95**	20.00
	(b) Other Equity	9	**9,184.67**	(387.12)
	TOTAL EQUITY		**9,484.62**	(367.12)
	2 NON-CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Borrowings	10	**17,879.92**	2,565.92
	(ii) Lease Liabilities	11	**232.75**	–
	(ii) Other Financial Liabilities	12	**873.57**	108.90
	TOTAL NON-CURRENT LIABILITIES		**18,986.24**	2,674.82
	3 CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Lease Liabilities	11	**462.14**	3,155.02
	(ii) Trade Payables	13		
	- Total Outstanding Dues of Micro Enterprises and Small Enterprises;		**–**	–
	- Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		**0.98**	0.53
	(iii) Other Financial Liabilities	12	**26,343.86**	10.80
	(b) Other Current Liabilities	14	**99.66**	18.53
	TOTAL CURRENT LIABILITIES		**26,906.64**	3,184.88
	TOTAL LIABILITIES		**45,892.88**	5,859.70
	TOTAL EQUITY AND LIABILITIES		**55,377.50**	5,492.58

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place : Mumbai
Date : 13 April 2026

For and on behalf of the Board of Directors

Deven Maskara
Director
DIN : 09213702

Place : Mumbai
Date : 13 April 2026

Saurabh Mehta
Additional Director
DIN : 10855394

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars			Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
I	Revenue from Operations			**–**	–
II	Other income		15	**–**	–
	Total Income			**–**	–
III	**Expenses**				
	(a)	Finance Costs	16	**0.14**	231.82
	(b)	Depreciation and Amortisation Expense	17	**-**	145.78
	(c)	Other Expenses	18	**14.68**	6.42
	Total Expenses			**14.82**	384.02
IV	**Loss before tax (I-II)**			**(14.82)**	(384.02)
V	**Tax Expense**				
	(a)	Current Tax		**–**	–
	(b)	Deferred Tax		**–**	–
	Total Tax Expense			**–**	–
VI	**Loss after tax for the period/year (IV-V)**			**(14.82)**	(384.02)
VII	**Other Comprehensive Income**			**–**	–
	A	(i) Items that will not be reclassified to profit or loss		**–**	–
		(ii) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
	B	(i) Items that may be reclassified to profit or loss		**–**	–
		(ii) Income tax on items that may be reclassified to profit or loss			
VIII	**Total Comprehensive Income for the period/year**			**(14.82)**	(384.02)
IX	**Earnings per equity share (Face value of Share Rs. 10 each)**				
	(a)	Basic (in Rupees)	19	**(1.45)**	(192.01)
	(b)	Diluted (in Rupees)	19	**(1.45)**	(192.01)

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place : Mumbai
Date : 13 April 2026

For and on behalf of the Board of Directors

Deven Maskara
Director
DIN : 09213702

Saurabh Mehta
Additional Director
DIN : 10855394

Place : Mumbai
Date : 13 April 2026

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	**For the year ended 31 March 2026**	For the year ended 31 March 2025
Cash flows from operating activities		
Loss before tax	**(14.82)**	(384.02)
Adjustments for:		
Finance costs	**0.14**	–
Interest on lease liability	**–**	231.82
Depreciation and amortisation expense	**–**	145.78
Operating loss before working capital changes	**(14.68)**	(6.42)
Movements in working capital:		
(Increase)/decrease in other financial assets	**–**	0.14
Increase in trade and other payables	**0.45**	10.73
Increase in other financial liabilities	**(0.02)**	(11.09)
Increase in other liabilities	**81.13**	18.32
Cash (used in)/generated from operations	**66.86**	11.68
Income taxes paid	**(0.27)**	–
Net cash (used in)/generated from operating activities (A)	**66.59**	11.68
Cash flows from investing activities		
Purchase of property, plant and equipments (including capital work in-progress and capital advances)	**(19,078.35)**	(631.53)
Net cash (used in) investing activities (B)	**(19,078.35)**	(631.53)
Cash flows from financing activities		
Proceeds from issue of equity shares of the Company	**9,866.56**	–
Proceeds from borrowings from Related Party	**15,314.00**	2,389.00
Payment of lease liability	**(6,191.75)**	(1,749.63)
Finance Cost	**(0.14)**	–
Net cash generated from financing activities (C)	**18,988.67**	639.37
Net increase /(Decrease) in cash and cash equivalents (A+B+C)	**(23.09)**	19.52
Cash and cash equivalents at the beginning of the reporting year	**48.95**	29.43
Cash and cash equivalents at the end of the reporting year	**25.87**	48.95

Note:

1. The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".

2. Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cashflows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

Reconciliation of movement of liabilities to cash flow arising from financial liabilities

Particulars	Interest Accrued	Lease arrangement	Borrowings
Balance as on 1 April 2024	**0.30**	**–**	176.92
Changes from financing cash flows			
Proceeds from borrowing from related party	**–**	**–**	2,389.00
Payment of lease liability	**–**	**(1,749.63)**	–
Total changes from financing cash flows	**0.30**	**(1,749.63)**	**2,565.92**
Other changes			
Liability-related			
Interest expense	120.68	4,672.84	–
Tax deducted on source	(12.07)	231.81	–
Balance as on 31 March 2025	**108.92**	**3,155.02**	**2,565.92**
Balance as on 01 April 2025	**108.92**	**3,155**	2,565.92
Changes from financing cash flows			
Proceeds from borrowing from related party	**–**	**–**	15,314.00
Payment of lease liability	–	(5,784.63)	–
Total changes from financing cash flows	**108.92**	**(2,629.61)**	**17,879.92**
Other changes			
Liability-related			
New leases	–	3,104.67	–
Interest expense	981.78	219.83	–
Tax deducted on source	(98.18)	–	–
Balance as on 31 March 2026	**992.52**	**694.89**	**17,879.92**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place : Mumbai
Date : 13 April 2026

For and on behalf of the Board of Directors

Deven Maskara
Director
DIN : 09213702

Saurabh Mehta
Additional Director
DIN : 10855394

Place : Mumbai
Date : 13 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

A. Equity Share Capital

As at 31 March 2026

Particulars	Balance at the beginning of the current reporting year	Changes in equity share capital during the current reporting year	Balance at the end of the current reporting year
	20.00	**279.95**	**299.95**

As at 31 March 2025

Particulars	Balance at the beginning of the current reporting year	Changes in equity share capital during the current reporting year	Balance at the end of the current reporting year
	20.00	**–**	**20.00**

B. Other Equity

As at 31 March 2026

	Reserves and Surplus		
Particulars	**Securities Premium**	**Retained Earnings**	**Total**
Balance at the beginning of the current reporting year	**–**	(387.12)	(387.12)
Total Comprehensive Income for the current reporting year	**9,586.61**	(14.82)	(14.82)
Balance at the end of the current reporting year	**9,586.61**	**(401.94)**	**9,184.67**

As at 31 March 2025

	Reserves and Surplus		
Particulars	**Securities Premium**	**Retained Earnings**	**Total**
Balance at the beginning of the current reporting year	**–**	(3.10)	(3.10)
Total Comprehensive Income for the current reporting year	**–**	(384.02)	(384.02)
Balance at the end of the current reporting year	**–**	**(387.12)**	**(387.12)**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place : Mumbai
Date : 13 April 2026

For and on behalf of the Board of Directors

Deven Maskara
Director
DIN : 09213702

Saurabh Mehta
Additional Director
DIN : 10855394

Place : Mumbai
Date : 13 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Gelos Solren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN-U35105MH2023PTC404642 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 13 April 2026.

2(A) Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2(B) Material Accounting Policy Information and Accounting Judgments and Estimates

a) Basis of Preparation and presentation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

b) Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

(i) Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

(ii) Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

As a practical expedient, the Company uses the previous year impairment loss as allowance on the portfolio of trade receivables. At reporting date, previous year observed default rates are updated and changes in the forward-looking estimates are analyzed. ECL impairment loss allowance (or reversal) during the period is recognized as other expense in the Statement of Profit & Loss.

(iii) Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

c) Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- it is expected to be realized within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- it is expected to be settled in the Company's normal operating cycle; or
- it is due to be settled within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

d) Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. **Sales of Solar Power**

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. **Interest Income**

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. **Verified Carbon Unit (VCU)**

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. **Proceeds under change in law:**

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

e) Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required,. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

f) Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

g) Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

h) Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

i) Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

j) Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

k) Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(i) Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.
Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable
The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/ agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire,

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

(ii) Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

l) Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

m) Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

n) Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

o) Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

p) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

q) Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

Note No. 3 - Capital Work In Progress

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Opening Balance	**403.07**	165.34
Additions during the reporting period	**45,693.91**	237.73
Transfer to Plant, Property and Equipment	**–**	–
Closing Balance	**46,096.98**	403.07

Ageing of capital work in progress

As at 31 March 2026

INR (₹) Lakhs

	Amount in Capital work-in-progress for a period of				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	**45,693.91**	**237.73**	**165.34**	**–**	**46,096.98**
Total	**45,693.91**	**237.73**	**165.34**	**–**	**46,096.98**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

As at 31 March 2025

INR (₹) Lakhs

Particulars	Amount in Capital work-in-progress for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	237.73	165.34	–	–	403.07
Total	**237.73**	**165.34**	**–**	**–**	**403.07**

Notes:

1) There has been no over due in completion of capital work in progess or capital work in progress cost does not exceed as compared to its original plan during the reporting year.

2) There has been no temporary suspension of any activity during the reporting period/year.

Note No. 4 - Right-of-use Asset

Description of Assets	Land
I. Gross Carrying Amount	
Balance as at 1 April 2024	–
Additions during the year	4,672.84
Balance as at 31 March 2025	**4,672.84**
Balance as at 1 April 2025	4,672.84
Additions during the year	3,104.67
Balance as at 31 March 2026	**7,777.51**
II. Accumulated amortisation	
Balance as at 1 April 2024	–
Amortisation expense for the year	145.78
Balance as at 31 March 2025	**145.78**
Balance as at 1 April 2025	145.78
Amortisation for the year *	370.34
Balance as at31 March 2026	**516.12**
III. Net carrying amount (I-II)	**7,261.39**

*Capitalised during the year relating to capital projects in progress.

Note No. 5 - Other Non - Current Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Capital advances	**1,992.99**	513.50
Total Other Non - Current Assets	**1,992.99**	513.50

Note No. 6 - Cash and Cash Equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks:		
On current accounts	**5.87**	48.95
Fixed deposit with original maturity less than or equal to 3 months	**20.00**	–
Total Cash and Cash Equivalents	**25.87**	48.95

Note No. 7 - Current Tax Assets (Net)

Particulars	As at 31 March 2026	As at 31 March 2025
Current tax assets (net of provision for taxation)	**0.27**	–
Total Current Tax Asset (Net)	**0.27**	–

Note No. 8 - Equity Share Capital

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	Value of shares	No. of shares	Value of shares
Authorised:				
Equity shares of Rs. 10 each with voting rights	**1,00,00,000**	**1,000.00**	1,00,00,000	1,000.00
Issued, subscribed and fully paid up:				
Equity shares of Rs. 10 each with voting rights	**29,99,500**	**299.95**	2,00,000	20.00
Total	**29,99,500**	**299.95**	2,00,000	20.00

Note:

(i) The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the annual general meeting.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares held as nominee by an individual on behalf of the Mahindra Susten Limited.

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period.

Particulars	Opening Balance	Changes during the period/year	Closing Balance
Equity Shares with Voting rights			
For the year ended 31 March 2026			
No. of Shares	2,00,000	27,99,500	29,99,500
For the period ended 31 March 2025			
No. of Shares	2,00,000	–	2,00,000

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	As at 31 March 2026	As at 31 March 2025
Equity shares with voting rights		
Mahindra Susten Private Limited	**22,19,630**	2,00,000
Mahindra & Mahindra Limited	**7,79,870**	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Susten Private Limited	**22,19,630**	**74.00%**	2,00,000	100.00%
Mahindra & Mahindra Limited	**7,79,870**	**26.00%**	–	–

Shareholding of Promoters as under:

Shares held by promoters as at 31 March 2026

Promoter name	No. of Shares	% of total shares	% change during the year
Mahindra Susten Private Limited	**22,19,630**	**74.00%**	**1009.82%**
Mahindra & Mahindra Limited	**7,79,870**	**26.00%**	**100.00%**

Shares held by promoters as at 31 March 2025

Promoter name	No. of Shares	%of total shares	% change during the period
Mahindra Susten Private Limited	2,00,000	100.00%	–

Note No. 9 - Other Equity

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the year	**(387.12)**	(3.10)
(i) Securities Premium	**9,586.61**	–
(ii) Loss for the year	**(14.82)**	(384.02)
Balances as at end of the period/year	**9,184.67**	(387.12)

Note : Securities premium is used to record the excess of the amount received over the face value of the shares. This reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 10 - Non-Current Borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured Borrowings		
(a) Borrowings from Related Party (Refer note below)	**17,879.92**	2,565.92
Total Non-Current Borrowings	**17,879.92**	2,565.92

Note:

1. The Company has availed an Subordinated debt from Mahindra Susten Private Limited (the Holding Company) aggregating amounting upto INR 17,879.92 lakhs (31 March 2025: INR 2,565.92 lakhs) at 11.50 % p.a. with a tenure of 20 years.

Note No. 11 - Lease Liabilities

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
Lease Liability (Refer note 22)	**462.14**	**232.75**	3,155.02	–
Total Lease Liabilities	**462.14**	**232.75**	3,155.02	–

Note No. 12 - Other Financial Liabilities

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
Other Financial Liabilities Measured at Amortised Cost				
(a) Interest accrued but not due on borrowings	**118.96**	**873.57**	–	108.90
(b) Creditors for capital goods and services	**26,224.90**	**–**	10.80	–
Total Other Financial Liabilities	**26,343.86**	**873.57**	10.80	108.90

Note No. 13 - Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises;	**–**	–
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	**0.98**	0.53
Total Trade Payables	**0.98**	0.53

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

For Amounts pertaining to related parties from above Trade Payables refer note 25

As at 31 March 2026

	Outstanding for following periods from due date					
Particulars	**Unbilled dues**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed						
(i) MSME	**–**	**–**	**–**	**–**	**–**	**–**
(ii) Others	**0.98**		**–**	**–**	**–**	**0.98**
(iii) Disputed dues – MSME	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed dues – Others	**–**	**–**	**–**	**–**	**–**	**–**
Total	**0.98**	**–**	**–**	**–**	**–**	**0.98**

As at 31 March 2025

	Outstanding for following periods from due date					
Particulars	**Unbilled dues**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed						
(i) MSME	–	–	–	–	–	–
(ii) Others	0.52	0.01	–	–	–	0.53
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	0.52	0.01	–	–	–	0.53

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

Particulars	**As at 31 March 2026**	As at 31 March 2025
a) Principal amount remaining unpaid to any supplier as at the end of the year.	**–**	–
Interest due thereon remaining unpaid to any supplier as at the end of the year.	**–**	–
b) Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year.	**–**	–
Interest paid as per section 16 of the MSMED Act, 2006	**–**	–
Payment other than Interest(as per section 16 of the MSMED Act, 2006)	**–**	–
c) Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	**–**	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting year,	**–**	–
e) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.		

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 14 - Other Current Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory Dues	**99.66**	18.53
Total Other Current Liabilities	**99.66**	18.53

Note No. 15 - Other Income

Particulars	As at 31 March 2026	As at 31 March 2025
Interest on Fixed deposit	**2.83**	–
Less: Amounts adjusted against cost of borrowings capitalised	**(2.83)**	–
Total Other Income	**–**	–

Note No. 16 - Finance Costs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest on		
- Interest unwinding on lease liability	**219.83**	231.81
- long term borrowings	**981.78**	–
Less: Amounts included in the cost of qualifying assets	**(1,201.61)**	–
Other interest	**0.14**	0.01
Total Finance Cost	**0.14**	231.82

Note No. 17 - Depreciation and Amortisation

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Amortisation of right-of-use assets (refer note 4)	**370.34**	**145.78**
Less : Amortisation cost on ROU capitalised during the year	**(370.34)**	**–**
Total Amortisation	**–**	145.78

Note No. 18 - Other Expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Auditors remuneration and out-of-pocket expenses (inculding indirect taxes)		
- Statutory Audit Fees	**0.77**	0.59
(b) Legal and other professional costs	**5.19**	5.49
(c) Stamp Duty	**8.50**	–
(d) Miscellaneous expenses	**0.22**	0.34
Total Other Expenses	**14.68**	6.42

Note No. 19 - Earnings per Share

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	**(1.45)**	(192.01)
Diluted earnings per share having a face value of Rs. 10 each	**(1.45)**	(192.01)

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Loss for the period/year attributable to owners of the Company	**(14.82)**	(384.02)
Weighted-average number of equity shares (basic)	**10,20,675**	2,00,000
Weighted-average number of equity shares (diluted)	**10,20,675**	2,00,000
Basic earnings per share having a face value of Rs. 10 each	**(1.45)**	(192.01)
Diluted earnings per share having a face value of Rs. 10 each	**(1.45)**	(192.01)

Note No. 20 - Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

There is no change in the overall capital risk management strategy of the Company compared to last year.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt in Rupees (₹ In Lakhs) (A) (Refer Note)	**17,879.92**	2,565.92
Equity in Rupees (₹ In Lakhs) (B)	**9,484.62**	(367.12)
Debt Equity Ratio (A/B)	**1.89**	(6.99)

Note:

Debt includes Subordinated debt (SD) as described in Note no 10.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	**25.87**	**–**	**–**	**25.87**
Non-current Liabilities				
Borrowings from related party	**17,879.92**	**–**	**–**	**17,879.92**
Other Financial Liabilities	**873.57**	**–**	**–**	**873.57**
Current Liabilities				
Trade Payables	**0.98**	**–**	**–**	**0.98**
Other Financial Liabilities	**26,343.86**	**–**	**–**	**26,343.86**

As at 31 March 2025

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	48.95	–	–	48.95
Non-current Liabilities				
Borrowings from related party	2,565.92	–	–	2,565.92
Other Financial Liabilities	108.90	–	–	108.90
Current Liabilities				
Trade Payables	0.53	–	–	0.53
Other Financial Liabilities	10.80	–	–	10.80

** FVOCI: Fair Value Through Other Comprehensive Income/ Expense
* FVTPL: Fair Value Through Profit and Loss

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and longterm funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Maturity of Financial liabilities

Particulars	Less than 1 year	1-3 years	3 years to 5 years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Trade Payables	**0.98**	**–**	**–**	**–**	**0.98**
Interest accrued but not due	**118.96**	**873.57**	**–**	**–**	**992.53**
Creditors for capital goods and services	**26,343.86**	**–**	**–**	**–**	**26,343.86**
Borrowings	**–**	**–**	**–**	**17,879.92**	**17,879.92**
Total	**26,463.80**	**873.57**	**–**	**17,879.92**	**45,217.29**
As at 31 March 2025					
Non-derivative financial liabilities					
Trade Payables	0.53	–	–	–	0.53
Interest accrued but not due	–	108.90	–	–	108.90
Creditors for capital goods and services	10.80	–	–	–	10.80
Borrowings	–	–	–	2,565.92	2,565.92
Total	11.33	108.90	–	2,565.92	2,686.15

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

(iii) Maturities of financial assets

The Company has insignificant financial assets with contractual maturity.

Particulars	Less than 1 year	1-3 years	3 years to 5 years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial assets					
Variable interest rate instruments	**25.87**	**–**	**–**	**–**	**25.87**
Total	**25.87**	**–**	**–**	**–**	**25.87**
As at 31 March 2025					
Non-derivative financial assets					
Fixed interest rate instruments	48.95	–	–	–	48.95
Total	48.95	–	–	–	48.95

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

Interest rate risk

The company is not exposed to interest risk as this borrowings are at fixed rate.

Note No. 21 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note No. 22 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the period ending 31 March 2026.

Note No. 23 - Disclosures pursuant to Ind AS 116

A) Below are the carrying amount of lease liabilities and the movement during the period/year

		INR (₹) Lakhs
Particulars	**As at 31 March 2026**	As at 31 March 2025
Opening	**3,155.02**	–
Additions	**3,104.67**	4,672.84
Accretion of interest	**219.83**	231.81
Payments	**(5,784.63)**	(1,749.62)
Closing	**694.89**	3,155.02

B) Below is the breakup of Current and Non current lease liabilities:

		INR (₹) Lakhs
Particulars	**As at 31 March 2026**	As at 31 March 2025
Current lease liabilities	**462.14**	3,155.02
Non current lease liabilities	**232.75**	–
Total	**694.89**	3,155.02

C) Details of amount recognised in profit and loss:

		INR (₹) Lakhs
Amounts recognised in profit and loss	**As at 31 March 2026**	As at 31 March 2025
Amortisation expense on right-of-use assets	**–**	145.78
Interest expense on lease liabilities	**–**	231.81
Total	**–**	377.59

D) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

		INR (₹) Lakhs
Maturity Analysis	**As at 31 March 2026**	As at 31 March 2025
Less than 1 year	**462.14**	3,155.02
1 year - 3 years	**55.05**	–
3 years - 5 years	**57.95**	–
5 years and above	**119.75**	–

E) The total cash outflow for leases during the year amount to INR 5,784.63 lakhs (31 March 2025: INR 1,749.62 lakhs)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note 24 - Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	**0.00**	0.02	-94%	The decrease is primarily attributable to an increase in creditors for capital goods and services.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	**1.89**	(6.99)	-127%	The increase is on account of issue of equity shares during the year.
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	**(104.64)**	(0.03)	377489%	The decrease is mainly due to the interest expense capitalised on lease liabilities during the year.
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	**(0.00)**	2.19	-100%	The decrease is on account of issue of equity shares during the year.
Inventory Turnover Ratio	Revenue from operations	Average Inventory	**NA**	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	**NA**	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	**NA**	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	**NA**	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	**NA**	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	**(0.00)**	(0.07)	-99%	The decrease is on account of issue of equity shares during the year.
Return on Investment	Income from Investments	Average Investments	**NA**	NA	NA	NA

Note No. 25 - Related Party Transactions

Relationships:	Name:
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Parent Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited
	Rhyme Hybren Private Limited
	Hazel Hybren Private Limited
	Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited)
	Jade Hybren Private Limited
	Kyros Hybren Private Limited
	Layer Hybren Private Limited
	Martial Solren Private Limited
	Migos Hybren Private Limited
	Neon Hybren Private Limited
	Rhyme Hybren Private Limited
	Pulse Hybren Private Limited
	Quest Hybren Private Limited
	Steer Hybren Private Limited
	Target Hybren Private Limited
	Ultrogen Hybren Private Limited
	Velos Hybren Private Limited
Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors**
	Deven Maskara
	Divya Gulati
	Saurabh Mehta (appointed w.e.f. 31 July, 2025)
	Mandar Pramod Dixit (appointed w.e.f. 29 December, 2025)
	Deepak Thakur (ceased w.e.f. 31 July 2025)

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	For the period/ year ended	Amount	Related Party
Equity Share Capital Subscription	31 March 2026	7,117.98	Holding Company
	31 March 2025	–	
Equity Share Capital Subscription	31 March 2026	2,748.57	Ultimate Joint Venturer
	31 March 2025	–	
Subordinated debt received	31 March 2026	8,619.00	Holding Company
	31 March 2025	2,565.92	
Inter-Corporate Deposits received	31 March 2026	6,695.00	Holding Company
	31 March 2025	–	
Interest on Subordinated debt	31 March 2026	849.61	Holding Company
	31 March 2025	120.68	
Interest on Inter-Corporate Deposits	31 March 2026	132.18	Holding Company
	31 March 2025	–	

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Nature of transactions with Related Parties	For the period/ year ended	Amount	Related Party
EPC	31 March 2026	28,302.55	Holding Company
	31 March 2025	–	
Availment of Services	31 March 2026	48.97	Holding Company
	31 March 2025	9.16	
Receiving of Service	31 March 2026	–	Ultimate Joint Venturer
	31 March 2025	1.82	
Receiving of Service	31 March 2026	11.13	Holding Company
	31 March 2025	–	
Advance Payment	31 March 2026	536.03	Holding Company
	31 March 2025	–	

Nature of Balances with Related Parties	For the period/ year ended	Amount	Related Party
Subordinated Debt Outstanding	31 March 2026	11,184.92	Holding Company
	31 March 2025	2,565.92	
Inter-Corporate Deposits Outstanding	31 March 2026	6,695.00	Holding Company
	31 March 2025	-	
Inter-Corporate Deposits Outstanding	31 March 2026	118.96	Holding Company
	31 March 2025	-	
Interest on Subordinated Debt Outstanding	31 March 2026	873.57	Holding Company
	31 March 2025	108.90	
Trade Payables & others	31 March 2026	25,807.41	Holding Company
	31 March 2025	10.80	

Notes:

1) All outstanding balances are unsecured.

2) Loans taken are disclosed under note 10.

Note No 26 :Current Tax and Deferred Tax

1. Current tax expenses (provision for tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.

2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No 27 - Contingent liability and commitments

- There are no contingent liabilities as on the balance sheet date.

- The estimated amount of contracts remaining to be executed on capital account and not provided for as at March 31, 2026 is INR 51,090.48 lakhs (March 31, 2025: Nil).

Note No. 28 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries."

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the year.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. - 29

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. - 30

The financial statements have been approved for issue by Company's Board of Directors on 13 April, 2026.

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place : Mumbai
Date : 13 April 2026

For and on behalf of the Board of Directors

Deven Maskara
Director
DIN : 09213702

Place : Mumbai
Date : 13 April 2026

Saurabh Mehta
Additional Director
DIN : 10855394

INDEPENDENT AUDITORS' REPORT

To the members of

Hazel Hybren Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Hazel Hybren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise

professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656DJNEPE3865

Place : Mumbai
Date: April 13, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Hazel Hybren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656DJNEPE3865

Place : Mumbai
Date: April 13, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   According to the information and explanations given to us, the Company does not have intangible asset.

   (b) Property, plant and equipment have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment.

   (c) According to the information and explanations given to us, the title deeds of immovable properties are held in the name of the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Goods and Services Tax and Income-tax have generally been regularly deposited during the year by the Company with the appropriate authorities, though there have been slight delays in a few cases. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, no funds have been raised on short-term basis.

(e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 5.68 lakhs during the current financial year and Rs. 4.58 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656DJNEPE3865

Place : Mumbai
Date: April 13, 2026

BALANCE SHEET AS AT 31 MARCH 2026

CIN : U35105MH2023PTC404100

(All amounts are in INR lakhs, unless otherwise stated)

INR (₹) Lakhs

	Particulars	Note No.	As at 31 March, 2026	As at 31 March, 2025
I	**ASSETS**			
	1 NON-CURRENT ASSETS			
	(a) Property, Plant and Equipment	3	**7,009.18**	–
	(b) Capital Work-in-Progress	4	**24,383.79**	143.59
	(c) Other Non-Current Assets	5	**11,304.68**	8,178.36
	TOTAL NON-CURRENT ASSETS		**42,697.65**	8,321.95
	2 CURRENT ASSETS			
	(a) Financial assets			
	- Cash and cash equivalents	6	**110.54**	9.49
	- Other Financial Assets	7	**0.03**	–
	(b) Other Current assets	8	**302.36**	–
	(c) Current Tax Assets (Net)	9	**0.25**	–
	TOTAL CURRENT ASSETS		**413.19**	9.49
	TOTAL ASSETS		**43,110.84**	8,331.44
II	**EQUITY AND LIABILITIES**			
	1 EQUITY			
	(a) Equity share capital	10	**20.00**	20.00
	(b) Other equity	11	**(59.34)**	(53.66)
	TOTAL EQUITY		**(39.34)**	(33.66)
	2 NON-CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Borrowings	12	**28,955.60**	8,233.00
	(ii) Other Financial Liabilities	13	**1,896.63**	59.43
	TOTAL NON-CURRENT LIABILITIES		**30,852.23**	8,292.43
	3 CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Trade Payables	14		
	- Total Outstanding Dues of Micro Enterprises and Small Enterprises;		**–**	–
	- Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		**1.93**	0.73
	(ii) Other Financial Liabilities	13	**12,151.11**	67.57
	(b) Other Current Liabilities	15	**144.91**	4.37
	TOTAL CURRENT LIABILITIES		**12,297.95**	72.67
	TOTAL LIABILITIES		**43,150.18**	8,365.10
	TOTAL EQUITY AND LIABILITIES		**43,110.84**	8,331.44

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date: 13 April 2026

Rakesh Khaitan
Director
DIN: 09671089

Place : Mumbai
Date: 13 April 2026

Deven Maskara
Director
DIN: 09213702

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

INR (₹) Lakhs

Particulars	Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
I Revenue from operations		**–**	–
II Other income	16	**–**	–
Total income		**–**	–
III Expenses			
(a) Finance costs	17	**0.44**	1.11
(b) Other expenses	18	**5.24**	3.47
Total expenses		**5.68**	4.58
IV Loss before tax (I+II-III)		**(5.68)**	(4.58)
V Tax expense			
(a) Current tax		**–**	–
(b) Deferred tax		**–**	–
Total tax expense		**–**	–
VI Loss after tax for the year (III-IV)		**(5.68)**	(4.58)
VII Other comprehensive income			
A (I) Items that will not be reclassified to profit or loss		**–**	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
B (I) Items that may be reclassified to profit or loss		**–**	–
(ii) Income tax on items that may be reclassified to profit or loss		**–**	–
VIII Total comprehensive income for the year		**(5.68)**	(4.58)
IX Earnings per equity share (Face value of Share Rs. 10 each)			
(a) Basic (in Rupees)	19	**(2.84)**	(2.29)
(b) Diluted (in Rupees)	19	**(2.84)**	(2.29)

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date: 13 April 2026

Rakesh Khaitan
Director
DIN: 09671089

Place : Mumbai
Date: 13 April 2026

Deven Maskara
Director
DIN: 09213702

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
Loss before tax	**(5.68)**	(4.58)
Adjustments for:		
Finance costs	**0.44**	1.11
Operating loss before working capital changes	**(5.24)**	(3.46)
Movements in working capital:		
(Increase)/decrease in other financial assets	**(0.03)**	0.29
(Increase) in other assets	**(302.35)**	–
Increase in trade and other payables	**1.19**	0.21
Increase in other financial liabilities	**774.06**	(59.43)
Increase in other liabilities	**140.54**	62.02
Cash (used in) operations	**608.17**	(0.38)
Income taxes paid	**(0.25)**	–
Net cash from/(used in) operating activities (A)	**607.92**	(0.38)
Cash flows from investing activities		
Purchase of property, plant and equipment's (including capital work in-progress and capital advances)	**(21,229.03)**	(8,194.95)
Net cash (used in) investing activities (B)	**(21,229.03)**	(8,194.95)
Cash flows from financing activities		
Proceeds from borrowings from related party	**20,722.60**	8,201.89
Finance Cost	**(0.44)**	–
Net cash generated from financing activities (C)	**20,722.16**	8,201.89
Net increase in cash and cash equivalents (A+B+C)	**101.05**	6.57
Cash and cash equivalents at the beginning of the reporting year	**9.49**	2.92
Cash and cash equivalents at the end of the reporting year	**110.54**	9.49

Note:

1. The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".
2. Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

RECONCILIATION OF MOVEMENT OF LIABILITIES TO CASH FLOW ARISING FROM FINANCIAL LIABILITIES

INR (₹) Lakhs

Particulars	Interest accrued	Borrowings
Balance as on 01 April 2024	1.55	30.00
Changes from financing cash flows		
Proceeds from borrowing from related party	–	8,203.00
Payment of lease liability	–	–
Total changes from financing cash flows	**1.55**	**8,233.00**
Other changes		
Liability-related		
New leases	–	–
Interest expense	64.31	–
Tax deducted at source	(6.43)	–
Interest paid	–	–
Gain on termination on lease arrangement	–	–
Balance as on 31 March 2025	**59.43**	**8,233.00**
Balance as on 01 April 2025	59.43	8,233.00
Changes from financing cash flows		
Proceeds from borrowing from related party	–	20,722.60
Payment of lease liability	–	–
Total changes from financing cash flows	**59.43**	**28,955.60**
Other changes		
Liability-related		
New leases	–	–
Interest expense	2,041.33	–
Tax deducted at source	(204.13)	–
Interest paid	(0.44)	–
Balance as on 31 March 2026	**1,896.19**	**28,955.60**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date: 13 April 2026

Rakesh Khaitan
Director
DIN: 09671089

Place : Mumbai
Date: 13 April 2026

Deven Maskara
Director
DIN: 09213702

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

A. Equity Share Capital

As at 31 March 2026

INR (₹) Lakhs

Particular		
Balance at the beginning of the current reporting year	**Changes in equity share capital during the current reporting year**	**Balance at the end of the current reporting year**
20.00	**–**	**20.00**

As at 31 March 2025

INR (₹) Lakhs

Particular		
Balance at the beginning of the current reporting year	**Changes in equity share capital during the current reporting year**	**Balance at the end of the current reporting year**
20.00	–	20.00

B. Other Equity

As at 31 March 2026

INR (₹) Lakhs

Particulars	**Retained Earnings**	**Total**
Balance at the beginning of the current reporting year	**(53.66)**	**(53.66)**
Total Comprehensive Income for the current reporting year	**(5.68)**	**(5.68)**
Balance at the end of the current reporting year	**(59.34)**	**(59.34)**

As at 31 March 2025

INR (₹) Lakhs

Particulars	**Retained Earnings**	**Total**
Balance at the beginning of the current reporting year	(49.08)	(49.08)
Total Comprehensive Income for the current reporting year	(4.58)	(4.58)
Balance at the end of the current reporting year	(53.66)	(53.66)

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date: 13 April 2026

Rakesh Khaitan
Director
DIN: 09671089

Place : Mumbai
Date: 13 April 2026

Deven Maskara
Director
DIN: 09213702

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Hazel Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN-U35105MH2023PTC404100 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 13 April 2026.

2. (A) Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2. (B) Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation and presentation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

As a practical expedient, the Company uses the previous year impairment loss as allowance on the portfolio of trade receivables. At reporting date, previous year observed default rates are updated and changes in the forward-looking estimates are analyzed. ECL impairment loss allowance (or reversal) during the period is recognized as other expense in the Statement of Profit & Loss.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- ► it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- ► it is expected to be realized within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- ► it is expected to be settled in the Company's normal operating cycle; or
- ► it is due to be settled within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ► In the principal market for the asset or liability, or
- ► In the absence of a principal market, in the most advantageous market for the asset or liability
- ► The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- ► temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- ► temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- ► taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- ► the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- ► the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable

The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 3 - Property, Plant and Equipment

		INR (₹) Lakhs
Particulars	**As at 31 March 2026**	As at 31 March 2025
Land Freehold	**7,009.18**	–
Total	**7,009.18**	–

Note No. 4 - Capital work-in-progress

		INR (₹) Lakhs
Particulars	**As at 31 March 2026**	As at 31 March 2025
Opening Balance	**143.59**	–
Additions during the reporting year	**24,240.20**	143.59
Transfer to Plant, Property and Equipment	**–**	–
Total	**24,383.79**	143.59

Ageing Schedule of Capital work-in-progress

As at 31 March 2026

	Amount in Capital work-in-progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in Progress	24,240.20	143.59	–	–	24,383.79
Total	**24,240.20**	**143.59**	**–**	**–**	**24,383.79**

As at 31 March 2025

	Amount in Capital work-in-progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in Progress	143.59	–	–	–	143.59
Total	**143.59**	**–**	**–**	**–**	**143.59**

Notes :

1) There has been no over due in completion of capital work in progess or capital work in progress cost does not exceed as compared to its original plan during the reporting year.

2) There has been no temporary suspension of any activity during the reporting year.

Note No. 5 - Other Non - Current Assets

		INR (₹) Lakhs
Particulars	**As at 31 March 2026**	As at 31 March 2025
Capital advances	**11,304.68**	8,178.36
Total Other Non - current assets	**11,304.68**	8,178.36

Note No. 6 - Cash and Cash Equivalent

		INR (₹) Lakhs
Particulars	**As at 31 March 2026**	As at 31 March 2025
Balances with banks:		
On current accounts	**10.54**	9.49
Fixed deposit with original maturity less than or equal to 3 months	**100.00**	–
Total Cash and Cash Equivalent	**110.54**	9.49

Note No. 7 - Other Current Financial Assets

		INR (₹) Lakhs
As at 31 March, 2024	**As at 31 March 2026**	As at 31 March 2025
Interest Accrued on Fixed Deposit	**0.03**	–
Total Other Current Assets	**0.03**	–

Note No. 8 - Other Current Assets

		INR (₹) Lakhs
Particulars	**As at 31 March 2026**	As at 31 March 2025
Prepaid Expenses	**302.37**	–
Total Other Current Assets	**302.37**	–

Note No. 9 - Current Tax Assets (Net)

		INR (₹) Lakhs
Particulars	**As at 31 March 2026**	As at 31 March 2025
Current tax assets (net of provision for taxation)	**0.25**	–
Total Current Tax Assets (Net)	**0.25**	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 10 - Equity Share Capital

INR (₹) Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	**Value of shares**	**No. of shares**	**Value of shares**
Authorised:				
Equity shares of Rs. 10 each with voting rights	**2,00,000**	**20.00**	2,00,000	20.00
Issued, subscribed and fully paid up:				
Equity shares of Rs. 10 each with voting rights	**2,00,000**	**20.00**	2,00,000	20.00
Total	**2,00,000**	**20.00**	2,00,000	20.00

Note:-

(i) The Company has only one class of equity shares having a par value of Rs 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the annual general meeting.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares held as nominee by an individual on behalf of Mahindra Susten Private Limited.

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period/year.

Particulars	Opening Balance	Changes during the period	Closing Balance
Equity Shares with Voting rights			
For the year ended 31 March 2026			
No. of Shares	**2,00,000**	**–**	**2,00,000**
For the year ended 31 March 2025			
No. of Shares	2,00,000	–	2,00,000

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Equity shares with voting rights		
Mahindra Susten Private Limited	**2,00,000**	2,00,000

(iii) Details of shares held by each shareholder holding more than 5% shares:

INR (₹) Lakhs

Class of shares / Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares held	**% holding in that class of shares**	**Number of shares held**	**% holding in that class of shares**
Equity shares with voting rights				
Mahindra Susten Private Limited	**2,00,000**	**100.0%**	**2,00,000**	**100.0%**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Shareholding of Promoters as under:

Shares held by promoters as at 31 March 2026

			INR (₹) Lakhs
Promoter name	**No. of Shares**	**% of total shares**	**% Change during the year**
Mahindra Susten Private Limited	2,00,000	100.00%	0.00%

Shares held by promoters as at 31 March 2025

			INR (₹) Lakhs
Promoter name	No. of Shares	% of total shares	% Change during the year
Mahindra Susten Private Limited	2,00,000	100.00%	0.00%

Note No. 11 - Other Equity

(i) Retained Earnings

		INR (₹) Lakhs
Particulars	**As at 31 March 2026**	As at 31 March 2025
Balances as at beginning of the year	**(53.66)**	(49.08)
Loss for the year	**(5.68)**	(4.58)
Balances as at end of the year	**(59.34)**	(53.66)

Note : Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 12 - Non-Current Borrowings

			INR (₹) Lakhs
Particulars	**Interest Rate**	**As at 31 March 2026**	As at 31 March 2025
Secured Borrowings			
Term loan from Bank (Refer note no. below)	**–**	**–**	–
Unsecured Borrowings			
Borrowings from Related Party (Refer note below)	**11.50%**	**28,955.60**	8,233.00
Total Non-Current Borrowings		**28,955.60**	8,233.00

Note: a) The Company has availed an Subordinated debt from Mahindra Susten Private Limited (the Holding Company) aggregating amounting upto INR 28,955.60 lakhs (31 March 2025: INR 8,233.00 lakhs) at 11.50 % p.a. with a tenure of 20 years.

b) 1. Hazel Hybren Private Limited ("Company/Borrower"), has undertaken to set up, construct, develop, and operate solar power plants with a capacity of 300 Mega Watts ("MWac")/420 ("MWdc") for the supply of solar power located in Village Bangrala, Tehsil Chhatargarh, Dist Bikaner- 334021, State:- Rajasthan.

2. The Company has executed Power Purchase Agreements (PPAs) with NHPC Limited.

3. To part finance the costs of the projects, the Company has availed credit facilities amounting to INR 1025 crores from HDFC Bank Limited ("the Lenders") and has created a security interest in favor of Catalyst Trusteeship Limited, acting as the Security Trustee on behalf of the Lenders.

4. The Company shall repay the loans to HDFC Bank Limited in 75 (Seventy Five) structured quarterly repayment, starting from March 2028 and ending on March 2047. The applicable interest rate on the outstanding facilities is the Spread + Repo (currently 7.55%) and the same will be reset from time to time as per the terms of the financing documents.

5. The said facilities are secured by the following securities, which have been created or are to be created in favor of the Security Trustee, Lenders, or Lenders' Agent:

i.) a first mortgage and charge on all the immovable properties of the Borrower pertaining to the Projects, together with all structures and appurtenances thereon, whether owned or leasehold rights if any (both present and future);

ii.) a first charge by way of hypothecation on all the tangible moveable assets of the Borrower pertaining to the Projects, including but not limited to movable plant and machinery, machinery spares, tools and accessories, inventory, furniture, fixtures, vehicles and all other movable assets pertaining to the Projects both present and future.

iii.) a first charge by way of hypothecation on all current assets and intangibles assets of the Borrower pertaining to the Projects, including but not limited to, book-debts, Receivables, operating cash flows, commissions, revenues of whatsoever nature and wherever arising, goodwill, uncalled capital and undertaking, each pertaining to the Projects, both present and future.

iv.) a first charge by way of hypothecation over all accounts of the Borrower pertaining to the Projects, including but not limited to the Account and the Sub-Accounts (including the DSRA/ IRRA) and in all funds from time to time deposited therein (including the reserves), all non-fund-based reserves.

v.) a first charge by way of hypothecation overall Project Documents, permits, Insurance Contracts/policies and clearance, all the right, title, interest, benefits, claims and demands whatsoever of the Borrower in, to and under all the Project Documents, permits, insurance policy and clearances.

vi.) First ranking Pari-passu pledge over 51% (fifty one percent) Shares of the Borrower, till the Final Settlement Date, subject to section 19(2) & (3) of Banking Regulations Act 1949.

Note No. 13 - Other Financial Liabilities

				INR (₹) Lakhs
	As at 31 March 2026		As at 31 March 2025	
Particulars	**Current**	**Non-Current**	Current	Non-Current
Other Financial Liabilities Measured at Amortised Cost				
Interest accrued but not due on borrowings	**–**	**1,896.63**	–	59.43
Creditors for capital goods and services	**11,377.05**	**–**	67.57	–
Security Deposit	**774.06**	**–**	–	–
Total	**12,151.11**	**1,896.63**	67.57	59.43

Note No. 14 - Trade Payables

INR (₹) Lakhs

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises;	–	–
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	1.93	0.73
Total Trade Payables	**1.93**	0.73

For amounts pertaining to related parties from above Trade Payables refer note 24

As at 31 March 2026

	Outstanding for following periods from due date					
Particulars	**Unbilled dues**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME	–	–	–	–	–	–
(ii) Others	1.93	–	–	–	–	1.93
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	**1.93**	–	–	–	–	**1.93**

As at 31 March 2025

	Outstanding for following periods from due date					
Particulars	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	–	–	–	–	–	–
(ii) Others	0.73	–	–	–	–	0.73
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	0.73	–	–	–	–	0.73

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
a) Principal amount remaining unpaid to any supplier as at the end of the year.	–	–
Interest due thereon remaining unpaid to any supplier as at the end of the year.	–	–
b) Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year.	–	–
Interest paid as per section 16 of the MSMED Act, 2006	–	–
Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c) Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	–	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting year,	–	–
e) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 15 - Other Current Liabilities

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory Dues	**144.91**	4.37
Total Other Current Liabilities	**144.91**	4.37

Note No. 16 - Other Income

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest on Fixed deposits	**2.42**	–
Less: Amounts adjusted against cost of borrowings capitalised	**(2.42)**	–
Total Other Income	**–**	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 17 - Finance Cost

Particulars	For the year ended 31 March 2026	INR (₹) Lakhs For the year ended 31 March 2025
Interest and finance charges on financial liability measured at amortised cost		
(a) Interest expense on borrowings	**2,041.33**	64.30
Less: Amounts included in the cost of qualifying assets	**(2,041.33)**	(63.21)
(b) Other interest	**0.44**	0.01
Total Finance Cost	**0.44**	1.11

Note No. 18 - Other Expenses

Particulars	For the year ended 31 March 2026	INR (₹) Lakhs For the year ended 31 March 2025
(a) Auditors remuneration and out-of-pocket expenses (including indirect taxes)		
- Statutory Audit Fees	**0.84**	0.59
(b) Legal and other professional costs	**4.30**	2.53
(c) Miscellaneous expenses	**0.10**	0.35
Total Other Expenses	**5.24**	3.47

Note No. 19 - Earnings per Share

Particulars	For the year ended 31 March 2026	INR (₹) Lakhs For the year ended 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	**(2.84)**	(2.29)
Diluted earnings per share having a face value of Rs. 10 each	**(2.84)**	(2.29)

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

Particulars	For the year ended 31 March 2026	INR (₹) Lakhs For the year ended 31 March 2025
Loss for the period/year attributable to owners of the Company	**(5.68)**	(4.58)
Weighted-average number of equity shares (basic)	**2,00,000**	2,00,000
Weighted-average number of equity shares (diluted)	**2,00,000**	2,00,000
Basic earnings per share having a face value of Rs. 10 each	**(2.84)**	(2.29)
Diluted earnings per share having a face value of Rs. 10 each	**(2.84)**	(2.29)

Note 20 - Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation. Debt-to-equity ratio are as follows:

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Particulars	As at 31 March 2026	INR (₹) Lakhs As at 31 March 2025
Debt (A) (Refer Note)	**28,955.60**	8,233.00
Equity (B)	**(39.34)**	(33.66)
Debt Equity Ratio (A/B)	**(736.03)**	(244.63)

Note:
Debt includes Subordinated debt (SD) as described in Note no 12

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL*	FVOCI**	INR (₹) Lakhs Total
Current Assets				
Cash and Cash Equivalents	**110.54**	**–**	**–**	**110.54**
Other Financial Assets	**0.03**	**–**	**–**	**0.03**
Non-current Liabilities				
Borrowings	**28,955.60**	**–**	**–**	**28,955.60**
Other Financial Liabilities	**1,896.63**	**–**	**–**	**1,896.63**
Current Liabilities				
Trade Payables	**1.93**	**–**	**–**	**1.93**
Other financial liabilities	**12,151.11**	**–**	**–**	**12,151.11**

As at 31 March 2025

Particulars	Amortised Costs	FVTPL*	FVOCI**	INR (₹) Lakhs Total
Current Assets				
Cash and Cash Equivalents	9.49	–	–	9.49
Other Financial Assets	–	–	–	–
Non-current Liabilities				
Borrowings	8,233.00	–	–	8,233.00
Other Financial Liabilities	59.43	–	–	59.43
Current Liabilities				–
Trade Payables	0.73	–	–	0.73
Other financial liabilities	67.57	–	–	67.57

** FVOCI: Fair Value Through Other Comprehensive Income/ Expense

* FVTPL: Fair Value Through Profit and Loss

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and longterm funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Maturity of Financial liabilities

INR (₹) Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Trade Payables	**1.93**	**–**	**–**	**–**	**1.93**
Other Financial Liabilities	**12,151.11**	**1,896.63**	**–**	**–**	**14,047.74**
Borrowings	**–**	**–**	**–**	**28,955.60**	**28,955.60**
Total	**12,153.04**	**1,896.63**	**–**	**28,955.60**	**43,005.27**

INR (₹) Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2025					
Non-derivative financial liabilities					
Trade Payables	0.73	–	–	–	0.73
Other Financial Liabilities	67.57	59.43	–	–	127.00
Borrowings	–	–	–	8,233.00	8,233.00
Total	68.30	59.43	–	8,233.00	8,360.73

Maturity of Financial assets

The Company has insignificant financial assets with contractual maturity.

Maturity of Financial assets

INR (₹) Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial assets					
Cash and Cash Equivalents	110.54	–	–	–	**110.54**
Other Financial Assets	0.03	–	–	–	**0.03**
Total	110.58	–	–	–	**110.58**
As at 31 March 2025					
Non-derivative financial assets					
Cash and Cash Equivalents	9.49	–	–	–	**9.49**
Other Financial Assets	–	–	–	–	**–**
Total	**9.49**	**–**	**–**	**–**	**9.49**

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

The company is not exposed to interest risk as this borrowings are at fixed rate.

Note 21 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note 22- Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the period ending 31 March 2026.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note 23 - Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	0.03	0.13	-74%	The decrease is primarily attributable to an increase in creditors for capital goods and services.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	(736.03)	(244.63)	201%	The ratio worsened on account of subordinated debt obtained from the holding company during the year.
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	(11.89)	(3.14)	279%	There is decrease in interest charged to statement of profit and loss during the year leading to worsing of the ratio.
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	0.16	0.15	7%	NA
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	(0.00)	(0.00)	-57%	Increase in the borrowing is leading to negative change in the ratio for the year
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA

Note No. 24 - Related Party Transactions

Relationships:	Name:
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Holding Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited
	Gelos Solren Private Limited
	Rhyme Hybren Private Limited
	Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited)
	Jade Hybren Private Limited
	Kyros Hybren Private Limited
	Layer Hybren Private Limited
	Martial Solren Private Limited
	Migos Hybren Private Limited
	Neon Hybren Private Limited
	Orion Hybren Private Limited
	Pulse Hybren Private Limited
	Quest Hybren Private Limited
	Steer Hybren Private Limited
	Target Hybren Private Limited
	Ultrogen Hybren Private Limited
	Velos Hybren Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors** Deven Maskara Rakesh Khaitan Divya Gulati

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	For the period/ year ended	Amount	INR (₹) Lakhs Related Party
Subordinated debt received	31 March 2026	20,722.60	Holding Company
	31 March 2025	8,233.00	
EPC Cost	31 March 2026	10,031.63	Holding Company
	31 March 2025	–	
Receiving of services	31 March 2026	101.69	Holding Company
	31 March 2025	–	
Reimbursement	31 March 2026	24.04	Holding Company
	31 March 2025	60.12	
Availment of services	31 March 2026	–	Ultimate Joint Venturer
	31 March 2025	0.94	
Interest on Subordinated debt	31 March 2026	2,041.33	Holding Company
	31 March 2025	64.30	

Nature of Balances with Related Parties	For the period/ year ended	Amount	INR (₹) Lakhs Related Party
Subordinated Debt Outstanding	31 March 2026	28,955.60	Holding Company
	31 March 2025	8,233.00	
Interest on Subordinated Debt Outstanding	31 March 2026	18.97	Holding Company
	31 March 2025	59.43	
Trade and Other Payables	31 March 2026	7,368.46	Holding Company
	31 March 2025	67.55	

Note No 25 : Current Tax and Deferred Tax

1. Current tax expenses (provision for tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.

2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No 26 : Contingent liability and commitments

- There are no contingent liabilities as on the balance sheet date.

- The estimated amount of contracts remaining to be executed on capital account and not provided for as at March 31, 2026 is INR 40,165.00 lakhs (March 31, 2025: Nil).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 27 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the year.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 28

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 29

The financial statements have been approved for issue by Company's Board of Directors on 13 April, 2026.

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN: 09671089

Place : Mumbai
Date: 13 April 2026

Deven Maskara
Director
DIN: 09213702

INDEPENDENT AUDITORS' REPORT

To the members of

Illuminate Hybren Private Limited (earlier known as "Icarus Hybren Private Limited")

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Illuminate Hybren Private Limited (earlier known as "Icarus Hybren Private Limited") ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be

expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on

the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

(g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656ESXIIX4989

Place: Mumbai
Date: April 13, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Illuminate Hybren Private Limited (earlier known as "Icarus Hybren Private Limited") ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656ESXIIX4989

Place: Mumbai
Date: April 13, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   According to the information and explanations given to us, the Company does not have intangible asset.

   (b) Property, plant and equipment have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment.

   (c) According to the information and explanations given to us, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Goods and Service tax and Income-tax have generally been regularly deposited during the year by the Company with the appropriate authorities, though there have been slight delays in a few cases. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, no funds have been raised on short-term basis.

(e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 4.84 lakhs during the current financial year and Rs. 81.13 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656ESXIIX4989

Place: Mumbai
Date: April 13, 2026

BALANCE SHEET AS AT 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

CIN : U35105MH2023PTC403886

	Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I	**ASSETS**			
	1 NON-CURRENT ASSETS			
	(a) Property, plant and equipment	3	67.06	–
	(b) Capital Work-in-Progress	4	4,140.52	854.70
	(c) Right-of-use Assets	5	166.31	–
	(d) Financial Assets			
	– Other Financial Assets	6	0.70	–
	(e) Other Non-Current Assets	7	86.00	–
	TOTAL NON-CURRENT ASSETS		**4,460.59**	**854.70**
	2 CURRENT ASSETS			
	(a) Financial Assets			
	– Cash and Cash Equivalents	8	9.78	2.30
	(b) Current Tax Assets (Net)	9	0.08	–
	TOTAL CURRENT ASSETS		**9.86**	**2.30**
	TOTAL ASSETS		**4,470.45**	**857.01**
II	**EQUITY AND LIABILITIES**			
	1 EQUITY			
	(a) Equity Share Capital	10	20.00	20.00
	(b) Other Equity	11	(112.59)	(107.74)
	TOTAL EQUITY		**(92.59)**	**(87.74)**
	2 NON-CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Borrowings	12	4,275.00	585.00
	(ii) Other Financial Liabilities	13	254.69	22.04
	TOTAL NON-CURRENT LIABILITIES		**4,529.69**	**607.04**
	3 CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Trade Payables	14		
	– Total Outstanding Dues of Micro Enterprises and Small Enterprises;		–	–
	– Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		1.30	0.73
	(ii) Other Financial Liabilities	13	–	336.30
	(b) Other Current Liabilities	15	32.05	0.68
	TOTAL CURRENT LIABILITIES		**33.35**	**337.71**
	TOTAL LIABILITIES		**4,563.04**	**944.75**
	TOTAL EQUITY AND LIABILITIES		**4,470.45**	**857.01**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place : Mumbai
Date : 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Deven Maskara
Director
DIN : 09213702

Place : Mumbai
Date : 13 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
I Revenue from Operations		–	–
II Other income	16	–	–
Total Income		–	–
III Expenses			
(a) Finance Costs	17	–	1.52
(b) Depreciation and Amortisation Expense	18	–	–
(c) Other Expenses	19	4.84	79.61
Total Expenses		**4.84**	**81.13**
IV Loss before tax (I+II-III)		**(4.84)**	**(81.13)**
V Tax Expense			
(a) Current Tax		–	–
(b) Deferred Tax		–	–
Total tax expense		–	–
VI Loss after tax for the year (IV-V)		**(4.84)**	**(81.13)**
VII Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss		–	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		–	–
B (i) Items that may be reclassified to profit or loss		–	–
(ii) Income tax on items that may be reclassified to profit or loss		–	–
VIII Total Comprehensive Income for the year		**(4.84)**	**(81.13)**
IX Earnings per equity share (Face value of Share Rs. 10 each)			
(a) Basic (in Rupees)	20	(2.42)	(40.56)
(b) Diluted (in Rupees)	20	(2.42)	(40.56)

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place : Mumbai
Date : 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Deven Maskara
Director
DIN : 09213702

Place : Mumbai
Date : 13 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
Loss before tax	(4.84)	(81.13)
Adjustments for:		
Finance costs	–	1.52
Operating loss before working capital changes	**(4.84)**	**(79.61)**
Movements in working capital:		
(Increase)/decrease in other financial assets	(0.70)	0.40
Increase in other financial liabilities	–	(22.04)
Increase/ (Decrease) in trade and other payables	0.56	0.71
Increase in other liabilities	31.38	21.94
Cash (used in)/generated from operations	**26.40**	**(78.60)**
Income taxes paid	(0.08)	–
Net cash (used in)/generated from operating activities (A)	**26.31**	**(78.60)**
Cash flows from investing activities		
Purchase of property, plant and equipments (including capital work in-progress and capital advance)	(3,454.82)	(496.36)
Net cash (used in) investing activities (B)	**(3,454.82)**	**(496.36)**
Cash flows from financing activities		
Proceeds from borrowings from related party	3,690.00	555.00
Payment of lease liability	(254.01)	–
Finance costs	–	(1.52)
Net cash generated from financing activities (C)	**3,435.99**	**553.48**
Net increase/(decrease) in cash and cash equivalents (A+B+C)	7.48	(21.48)
Cash and cash equivalents at the beginning of the reporting year	2.30	23.78
Cash and cash equivalents at the end of the reporting year	**9.78**	**2.30**

Note:

1. The above Statement of Cash Flows has been prepared under the “Indirect Method” as set out in Indian Accounting Standard-7, “Statement of Cash Flows”.

2. Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cashflows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Reconciliation of movement of liabilities to cash flow arising from financial liabilities

Particulars	Lease arrangement	Interest accrued	Borrowings
Balance as on 01 April 2024	–	0.14	30.00
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	555.00
Payment of lease liability	–	–	–
Total changes from financing cash flows	**–**	**0.14**	**585.00**
Other changes			
Liability-related			
New leases	–	–	–
Interest expense	–	24.33	–
Tax deducted at source	–	(2.43)	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2025	**–**	**22.04**	**585.00**
Balance as on 01 April 2025	–	22.04	585.00
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	3,690.00
Payment of lease liability	(254.01)	–	–
Total changes from financing cash flows	**(254.01)**	**22.04**	**4,275.00**
Other changes			
Liability-related			
New leases	254.01	–	–
Interest expense	–	265.25	–
Tax deducted at source	–	(26.53)	–
Interest paid (Amounts included in capital work in-progress under investing acitivities)	–	(6.08)	–
Balance as on 31 March 2026	**–**	**254.69**	**4,275.00**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place : Mumbai
Date : 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Deven Maskara
Director
DIN : 09213702

Place : Mumbai
Date : 13 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

A. Equity Share Capital

As at 31 March 2026

Particulars Balance at the beginning of the current reporting year	Changes in equity share capital during the current reporting year	Balance at the end of the current reporting year
20.00	–	20.00

As at 31 March 2025

Particulars Balance at the beginning of the current reporting year	Changes in equity share capital during the current reporting year	Balance at the end of the current reporting year
20.00	–	20.00

B. Other Equity

As at 31 March 2026

Particulars	Retained Earnings	Total
Balance at the beginning of the current reporting year	(107.74)	(107.74)
Total Comprehensive Income for the current reporting year	(4.84)	(4.84)
Balance at the end of the current reporting year	**(112.59)**	**(112.59)**

As at 31 March 2025

Particulars	Retained Earnings	Total
Balance at the beginning of the current reporting year	(26.62)	(26.62)
Total Comprehensive Income for the current reporting year	(81.13)	(81.13)
Balance at the end of the current reporting year	**(107.74)**	**(107.74)**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place : Mumbai
Date : 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Deven Maskara
Director
DIN : 09213702

Place : Mumbai
Date : 13 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Illuminate Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN-U35105MH2023PTC403886 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 13 April 2026.

2.(A) Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2.(B) Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation and presentation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- it is expected to be realized within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- it is expected to be settled in the Company's normal operating cycle; or
- it is due to be settled within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. **Sales of Solar Power**

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. **Interest Income**

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. **Verified Carbon Unit (VCU)**

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. **Proceeds under change in law:**

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets.

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset’s carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

II. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and,

Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

Note No. 3 - Property, Plant and Equipment

Description of Assets	As at 31 March 2026	As at 31 March 2025
Land- Freehold	67.06	–
Depreciation expense for the year	–	–
Total	**67.06**	**–**

Note No. 4 Capital Work-In-Progress

Particulars	As at 31 March 2026	As at 31 March 2025
Opening Balance	854.70	–
Additions during the reporting period	3,285.82	854.70
Transfer to Plant, Property and Equipment	–	–
Closing Balance	**4,140.52**	**854.70**

Ageing of capital work in progres

As at 31 March 2026

	Amount in Capital work-in-progress for a period of				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	3,285.82	854.70	–	–	4,140.52
Total	**3,285.82**	**854.70**	**–**	**–**	**4,140.52**

As at 31 March 2025

	Amount in Capital work-in-progress for a period of				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	854.70	–	–	–	854.70
Total	**854.70**	**–**	**–**	**–**	**854.70**

Notes:

1) There has been no over due in completion of capital work in progess or capital work in progress cost does not exceed as compared to its original plan during the reporting year.

2) There has been no temporary suspension of any activity during the reporting year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 5 - Right-of-use Assets (ROU) - Land

Description of Assets	Land
I. Gross Carrying Amount	
Balance as on 1 April 2025	–
Additions during the year	168.01
Balance as on 31 March 2026	**168.01**
II. Accumulated amortisation	
Balance as on 1 April 2025	–
Amortisation for the year *	1.70
Balance as on 31 March 2026	**1.70**
III. Net carrying amount (I-II)	**166.31**

*Capitalised during the year relating to capital projects in progress.

Note No. 6 - Other Financial Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Security Deposits	0.70	–
Total	**0.70**	**–**

Note No. 7 - Other Non - Current Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Capital advances	86.00	–
Total	**86.00**	**–**

Note No. 8 - Cash and Cash Equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks:		
On current accounts	9.78	2.30
Fixed deposit with original maturity less than or equal to 3 months	–	–
Total	**9.78**	**2.30**

Note No. 9 - Current Tax Assets (Net)

Particulars	As at 31 March 2026	As at 31 March 2025
Current tax assets (net of provision for taxation)	0.08	–
Total	**0.08**	**–**

Note No. 10 - Equity Share Capital

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	Value of shares	No. of shares	Value of shares
Authorised:				
Equity shares of Rs. 10 each with voting rights	2,00,000	20.00	2,00,000	20.00
Issued, subscribed and fully paid up:				
Equity shares of Rs. 10 each with voting rights	2,00,000	20.00	2,00,000	20.00
Total	**2,00,000**	**20.00**	**2,00,000**	**20.00**

Note:

(i) The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the annual general meeting.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares held as nominee by an individual on behalf of Mahindra Susten Private Limited.

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period/year.

Particulars	Opening Balance	Changes during the period/ year	Closing Balance
Equity Shares with Voting rights			
For the year ended 31 March 2026			
No. of Shares	2,00,000	–	2,00,000
For the year ended 31 March 2025			
No. of Shares	2,00,000	-	2,00,000

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	As at 31 March 2026	As at 31 March 2025
Equity shares with voting rights		
Mahindra Susten Private Limited	2,00,000	2,00,000

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Susten Private Limited	2,00,000	100.00%	2,00,000	100.00%

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Shareholding of Promoters as under:

Shares held by promoters as at 31 March 2026

Promoter name	No. of Shares	%of total shares	% change during the year
Mahindra Susten Private Limited	2,00,000	100.00%	0.00%

Shares held by promoters as at 31 March 2025

Promoter name	No. of Shares	%of total shares	% change during the year
Mahindra Susten Private Limited	2,00,000	100.00%	0.00%

Note No. 11 - Other Equity

(i) Retained Earnings

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the period/year	(107.74)	(26.61)
Loss for the period/year	(4.84)	(81.13)
Balances as at end of the period/year	**(112.59)**	**(107.74)**

Note : Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 12 - Non-Current Borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured Borrowings		
- Borrowings from Related Party (Refer note below)	4,275.00	585.00
Total	**4,275.00**	**585.00**

Note: The Company has taken unsecured loan from Mahindra Susten Private Limited aggregating amounting upto INR 4,275.00 lakhs (31 March 2025: INR 585.00 lakhs) at 11.00 % p.a. with a tenure of 2 years from the date of drawdown of each tranche.

Note No. 13 - Other Financial Liabilities

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
Interest accrued but not due on borrowings	–	254.69	–	22.04
Creditors for capital goods and services	–	–	336.30	–
Total	**–**	**254.69**	**336.30**	**22.04**

Note No. 14 - Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises;	–	–
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	1.30	0.73
Total	**1.30**	**0.73**

For amounts pertaining to related parties from above Trade Payables refer note 25

Of the above, trade payables to related parties (Refer note 25)

As at 31 March 2026

Particulars	Unbilled dues	Outstanding for following periods from due date: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	–	–	–	–	–	–
(ii) Others	1.30	–	–	–	–	1.30
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	**1.30**	**–**	**–**	**–**	**–**	**1.30**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

As at 31 March 2025

	Outstanding for following periods from due date					
Particulars	**Unbilled dues**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME	–	–	–	–	–	–
(ii) Others	0.52	0.21	–	–	–	0.73
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	**0.52**	**0.21**	**–**	**–**	**–**	**0.73**

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

Particulars		**As at 31 March 2026**	**As at 31 March 2025**
a)	Principal amount remaining unpaid to any supplier as at the end of the year.	–	–
	Interest due thereon remaining unpaid to any supplier as at the end of the year.	–	–
b)	Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year.	–	–
	Interest paid as per section 16 of the MSMED Act, 2006	–	–
	Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c)	Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	–	–
d)	The amount of interest accrued and remaining unpaid at the end of each accounting year,	–	–
e)	The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 15 - Other Current Liabilities

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
Statutory Dues	32.05	0.68
Total	**32.05**	**0.68**

Note No. 16 - Other Income

Particulars	**For the year ended 31 March 2026**	**For the year ended 31 March 2025**
Interest on Fixed deposits	0.75	–
Less: Amounts adjusted against cost of borrowings capitalised	(0.75)	–
Total Other Income	**–**	**–**

Note No. 17 - Finance Cost

Particulars	**For the year ended 31 March 2026**	**For the year ended 31 March 2025**
Interest expense on borrowings	265.25	24.32
Less: Amounts included in the cost of qualifying assets	**(265.25)**	**(22.80)**
Other interest*	–	–
Total	**–**	**1.52**

* (The amount appearing as 0.00 represents Rs. 42. Upon conversion into lakhs, the amount has been rounded off and accordingly appears as 0.00.)

Note No. 18 - Depreciation and Amortisation

Particulars	**For the year ended 31 March 2026**	**For the year ended 31 March 2025**
Amortisation of right-of-use assets	1.70	–
Less : Amortisation cost on ROU capitalised during the year	(1.70)	–
Total	**–**	**–**

Note No. 19 - Other Expenses

Particulars	**For the year ended 31 March 2026**	**For the year ended 31 March 2025**
Bid Processing Fees	–	72.83
Rent charges	2.16	–
Auditors remuneration		
(i) Audit Fees	0.79	1.12
(ii) For Other services	–	–
Professional Fees	1.77	5.18
Miscellaneous Expenses	0.12	0.48
Total	**4.84**	**79.61**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 20 - Earnings per Share

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	(2.42)	(40.56)
Diluted earnings per share having a face value of Rs. 10 each	(2.42)	(40.56)

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Loss for the period/year attributable to owners of the Company	(4.84)	(81.13)
Weighted-average number of equity shares (basic)	2,00,000	2,00,000
Weighted-average number of equity shares (diluted)	2,00,000	2,00,000
Basic earnings per share having a face value of Rs. 10 each	(2.42)	(40.56)
Diluted earnings per share having a face value of Rs. 10 each	(2.42)	(40.56)

Note 21- Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

There is no change in the overall capital risk management strategy of the Company compared to last year.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt in Rupees (₹ In Lakhs) (A) (Refer Note)	4,275.00	585.00
Equity in Rupees (₹ In Lakhs) (B)	(92.59)	(87.74)
Debt Equity Ratio (A/B)	**(46.17)**	**(6.67)**

Note:

Debt includes Inter coporate deposits (ICD) as described in Note no 12

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL*	FVOCI*	Total
Non Current Assets				
Other Financial Assets	0.70	–	–	**0.70**
Current Assets				
Cash and Cash Equivalents	9.78	–	–	**9.78**
Non-current Liabilities				
Borrowings	4,275.00	–	–	**4,275.00**
Other Financial Liabilities	254.69	–	–	**254.69**
Current Liabilities				
Trade Payables	1.30	–	–	**1.30**

As at 31 March 2025

Particulars	Amortised Costs	FVTPL*	FVOCI*	Total
Non Current Assets				
Other Financial Assets	–	–	–	**–**
Current Assets				
Cash and Cash Equivalents	2.30	–	–	**2.30**
Non-current Liabilities				
Borrowings	585.00			
Other Financial Liabilities	22.04	–	–	**22.04**
Current Liabilities				
Trade Payables	0.73	–	–	**0.73**

"** FVOCI: Fair Value Through Other Comprehensive Income/ Expense

* FVTPL: Fair Value Through Profit and Loss

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved by the Board of Directors annually.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 Years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Trade Payables	1.30	–	–	–	**1.30**
Other Financial Liabilities	–	254.69	–	–	**254.69**
Borrowings		4,275.00	–	–	**4,275.00**
Total	**1.30**	**4,529.69**	**–**	**–**	**4,530.98**
As at 31 March 2025					
Non-derivative financial liabilities					
Trade Payables	0.73	–	–	–	**0.73**
Other Financial Liabilities	336.30	22.04	–	–	**358.34**
Borrowings	–	585.00	–	–	**585.00**
Total	**337.03**	**607.04**	**–**	**–**	**944.07**

(iii) Maturities of financial assets

The Company has insignificant financial assets with contractual maturity.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial assets					
Fixed interest rate instruments	9.78	–	–	–	**9.78**
Other Financial assets	–	0.70	–	–	**0.70**
Total	**9.78**	**0.70**	**–**	**–**	**10.48**
As at 31 March 2025					
Non-derivative financial assets					
Fixed interest rate instruments	2.30	–	–	–	**2.30**
Other Financial assets	–	–	–	–	**–**
Total	**2.30**	**–**	**–**	**–**	**2.30**

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Note 22 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Interest rate risk

The Company is not exposed to interest risk as this borrowings are at fixed rate.

Note 23 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the period ending 31 March 2026.

Note 24 - Disclosure pursuant to Ind AS 116

A) Below are the carrying amount of lease liabilities and the movement during the year:

Particulars	As at 31 March 2026	As at 31 March 2025
Opening	–	–
Additions	254.01	–
Accretion of interest	–	–
Payments	(254.01)	–
Closing	–	–

B) Below is the breakup of Current and Non current lease liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	–	–
Non current lease liabilities	–	–
Total	–	–

C)Details of amount recognised in profit and loss:

Amounts recognised in profit and loss	As at 31 March 2026	As at 31 March 2025
Amortisation expense on right-of-use assets	–	–
Interest expense on lease liabilities	–	–
Total	–	–

D) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

Maturity Analysis	As at 31 March 2026	As at 31 March 2025
Less than 1 year	–	–
1 year - 3 years	–	–
3 years - 5 years	–	–
5 years and above	–	–

E) The total cash outflow for leases during the year amount to INR 254.00 lakhs (31 March 2025: Nil)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note 24 - Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	0.30	0.01	4248%	The increase is primarily attributable to an decrease in trade payables.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	(46.17)	(6.67)	593%	The ratio is worsened mainly on account of increase in unsecured loan obtained from the holding company during the year.
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	NA	(52.20)	NA	NA
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	0.05	1.72	-97%	The decrease in Loss After Tax is on account of reduction in expenses incurred during the year mainly due to bid processing charges paid last year.
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	(0.00)	(0.16)	-99%	The decrease ratio is attributed to reduction in expenses incurred during the year and increase in borrowings during the year from holding company
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA

Note No. 25 - Related Party Transactions

Relationships:	Name:
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Holding Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited
	Gelos Solren Private Limited
	Hazel Hybren Private Limited
	Orion Hybren Private Limited
	Jade Hybren Private Limited
	Kyros Hybren Private Limited
	Layer Hybren Private Limited
	Martial Solren Private Limited
	Migos Hybren Private Limited
	Neon Hybren Private Limited
	Rhyme Hybren Private Limited
	Pulse Hybren Private Limited
	Quest Hybren Private Limited
	Steer Hybren Private Limited
	Target Hybren Private Limited
	Ultrogen Hybren Private Limited
	Velos Hybren Private Limited
Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors**
	Rakesh Khaitan
	Deven Maskara
	Divya Gulati

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	For the period/year ended	Amount	Related Party
Intercorporate Deposit received	31 March 2026	3,685.00	Holding Company
	31 March 2025	585.00	
Subordinated debt received	31 March 2026	35.00	Holding Company
	31 March 2025	–	
Reimbursement	31 March 2026	0.50	Holding Company
	31 March 2025	336.30	
Receiving of Service	31 March 2026	–	Ultimate Joint Venturer
	31 March 2025	0.94	
Intercorporate Deposit Refund	31 March 2026	30.00	Holding Company
	31 March 2025	–	
Interest on Subordinated debt	31 March 2026	265.23	Holding Company
	31 March 2025	–	
Interest Accrued On Inter Corporate Deposit	31 March 2026	0.05	Holding Company
	31 March 2025	24.32	

Nature of Balances with Related Parties	For the period/year ended	Amount	Related Party
Intercorporate Deposit Outstanding	31 March 2026	4,240.00	Holding Company
	31 March 2025	585.00	
Subordinated debt Outstanding	31 March 2026	35.00	Holding Company
	31 March 2025	–	
Interest Accrued on Intercorporate Deposit	31 March 2026	–	Holding Company
	31 March 2025	22.03	
Interest Accrued on Subordinated debt	31 March 2026	254.67	Holding Company
	31 March 2026	–	
Trade and Other Payables	31 March 2026	–	Holding Company
	31 March 2025	336.30	

Note No 26 : Current Tax and Deferred Tax

1. Current tax expenses (provision for tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.

2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No 27 : Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

Note No. 28 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the period on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 29
Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 30
The financial statements have been approved for issue by Company's Board of Directors on 13 April, 2026.

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place : Mumbai
Date : 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Deven Maskara
Director
DIN : 09213702

Place : Mumbai
Date : 13 April 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF NEON HYBREN PRIVATE LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Neon Hybren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always

detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in

(i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report

that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656GUFBAU5185

Place: Mumbai
Date: April 13, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Neon Hybren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656GUFBAU5185

Place: Mumbai
Date: April 13, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company does not have property, plant and equipment and intangible asset. Accordingly, the reporting under Clauses 3(i)(a) to 3(i)(d) of the Order is not applicable to the Company.

   (b) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Goods and Services Tax and Income-tax have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Provident Fund, Employees' State Insurance,

   Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, no funds have been raised on short term basis during the year.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the

reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 13.41 lakhs during the current financial year and Rs. 9.23 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656GUFBAU5185

Place: Mumbai
Date: April 13, 2026

BALANCE SHEET AS AT 31 MARCH 2026

CIN : U35106MH2024PTC424600

INR (₹) Lakhs

	Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I	**ASSETS**			
1	**NON-CURRENT ASSETS**			
	(a) Capital Work-in-Progress	3	12,608.57	112.79
	(b) Right-of-use Assets	4	1,156.38	–
	(c) Financial Assets			
	(i) Other Financial Assets	5	6.18	–
	(d) Other Non-Current Assets	6	454.76	1,424.11
	TOTAL NON-CURRENT ASSETS		**14,225.89**	**1,536.90**
2	**CURRENT ASSETS**			
	(a) Financial Assets			
	(i) Cash and Cash Equivalents	7	2,021.39	14.54
	(ii) Other Financial Assets	8	24.87	–
	(b) Current Tax Assets (Net)	9	5.02	–
	TOTAL CURRENT ASSETS		**2,051.28**	**14.54**
	TOTAL ASSETS		**16,277.17**	**1,551.44**
II	**EQUITY AND LIABILITIES**			
1	**EQUITY**			
	(a) Equity Share Capital	10	518.76	20.00
	(b) Other Equity	11	2,281.63	(9.23)
	TOTAL EQUITY		**2,800.39**	**10.77**
2	**NON-CURRENT LIABILITIES**			
	(a) Financial Liabilities			
	(i) Borrowings	12	9,995.81	1,500.00
	(ii) Lease Liabilities	13	1,093.05	–
	(iii) Other Financial Liabilities	14	215.55	35.95
	TOTAL NON-CURRENT LIABILITIES		**11,304.41**	**1,535.95**
3	**CURRENT LIABILITIES**			
	(a) Financial Liabilities			
	(i) Lease Liabilities	13	140.76	–
	(ii) Trade Payables	15		
	- Total Outstanding Dues of Micro Enterprises and Small Enterprises;		–	–
	- Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		5.48	0.45
	(iii) Other Financial Liabilities	14	1,997.07	–
	(b) Other Current Liabilities	16	29.06	4.27
	TOTAL CURRENT LIABILITIES		**2,172.37**	**4.72**
	TOTAL LIABILITIES		**13,476.78**	**1,540.67**
	TOTAL EQUITY AND LIABILITIES		**16,277.17**	**1,551.44**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN: 09671089

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

INR (₹) Lakhs

Particulars	Note No.	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
I Revenue from Operations		–	–
II Other Income	17	–	–
Total Income		–	–
III Expenses			
(a) Finance costs	18	0.09	–
(b) Operation and Maintenance Charges	19	4.59	–
(c) Other Expenses	20	8.73	9.23
Total Expenses		**13.41**	**9.23**
IV LOSS BEFORE TAX (I+II-III)		**(13.41)**	**(9.23)**
V Tax Expense			
(a) Current Tax		–	–
(b) Deferred Tax		–	–
Total Tax Expense		–	–
VI Loss after tax for the period/year (III-IV)		**(13.41)**	**(9.23)**
VII Other Comprehensive Income		–	–
A (i) Items that will not be reclassified to profit or loss		–	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		–	–
B (i) Items that may be reclassified to profit or loss		–	–
(ii) Income tax on items that may be reclassified to profit or loss		–	–
VIII Total Comprehensive Income for the period/year		**(13.41)**	**(9.23)**
IX Earnings per equity share (Face value of Share Rs. 10 each)			
(a) Basic (in Rupees)	21	(0.79)	(4.62)*
(b) Diluted (in Rupees)	21	(0.79)	(4.62)*

** not annualised*

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN: 09671089

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Cash flows from operating activities		
Loss before tax	(13.41)	(9.23)
Adjustments for:		
Finance costs	0.09	–
Operating loss before working capital changes	**(13.32)**	**(9.23)**
Movements in working capital:		
(Increase) in other financial assets	(6.18)	–
Increase in trade and other payables	5.03	0.45
Increase in other liabilities	24.79	4.27
Cash generated from operations	**10.32**	**(4.51)**
Income taxes paid	(5.02)	–
Net cash generated from/ (used in) operating activities (A)	**5.30**	**(4.51)**
Net Cash flows from investing activities		
Purchase of property, plant and equipments (including capital work in-progress and capital advances)	(9156.76)	(1500.95)
Net cash (used in) investing activities (B)	**(9156.76)**	**(1500.95)**
Cash flows from financing activities		
Proceeds from issue of equity shares of the Company	2,803.03	20.00
Proceeds from borrowings from bank	8,450.81	1,500.00
Proceeds from borrowings from related party	45.00	–
Payment of lease liability	(140.44)	–
Finance Cost	(0.09)	–
Net cash generated from financing activities (C)	**11,158.31**	**1,520.00**
Net increase in cash and cash equivalents (A+B+C)	2,006.85	14.54
Cash and cash equivalents at the beginning of the reporting period/year	14.54	–
Cash and cash equivalents at the end of the reporting period/year	**2,021.39**	**14.54**

Notes:

1. The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".
2. Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cashflows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

Reconciliation of movement of liabilities to cash flow arising from financial liabilities

Particulars	Lease Arrangement	Interest accrued	Borrowings
Balance as on 3 May 2024	–	–	–
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	1,500.00
Payment of lease liability	–	–	–
Total changes from financing cash flows	**–**	**–**	**1,500.00**
Other changes			
Liability-related			
New leases	–	–	–

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

Particulars	Lease Arrangement	Interest accrued	Borrowings
Interest expense	–	39.94	–
Tax deducted at source	–	(3.99)	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2025	–	35.95	1,500.00
Balance as on 01 April 2025	–	35.95	1,500.00
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	8,495.81
Payment of lease liability	(140.44)	–	–
Total changes from financing cash flows	**(140.44)**	**35.95**	9,995.81
Other changes			
Liability-related			
New leases	1,207.78	–	–
Interest expense	166.47	394.48	–
Tax deducted at source	–	(19.98)	–
Interest paid	–	(191.48)	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2026	1,233.81	**218.97**	**9,995.81**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN: 09671089

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

A. Equity Share Capital

As at 31 March 2026

INR (₹) Lakhs

Particulars		
Balance at the beginning of the current reporting year	**Changes in equity share capital during the current reporting year**	**Balance at the end of the current reporting year**
20.00	498.76	518.76

As at 31 March 2025

INR (₹) Lakhs

Particulars		
Balance at the beginning of the current reporting period	**Changes in equity share capital during the current reporting period**	**Balance at the end of the current reporting period**
–	20.00	20.00

B. Other Equity

As at 31 March 2026

INR (₹) Lakhs

Particulars	Securities Premium	Retained Earnings	Total
Balance at the beginning of the current reporting year	–	(9.23)	(9.23)
Total Comprehensive Income for the current reporting year	2,304.27	(13.41)	2,290.86
Balance at the end of the current reporting year	**2,304.27**	**(22.64)**	**2,281.63**

As at 31 March 2025

INR (₹) Lakhs

Particulars	Securities Premium	Retained Earnings	Total
Balance at the beginning of the current reporting period	–	–	–
Total Comprehensive Income for the current reporting period	–	(9.23)	(9.23)
Balance at the end of the current reporting period	**–**	**(9.23)**	**(9.23)**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN: 09671089

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Neon Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN-U35106MH2024PTC424600 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 13 April 2026.

2.(A) Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2.(B) Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation and presentation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

As a practical expedient, the Company uses the previous year impairment loss as allowance on the portfolio of trade receivables. At reporting date, previous year observed default rates are updated and changes in the forward-looking estimates are analyzed. ECL impairment loss allowance (or reversal) during the period is recognized as other expense in the Statement of Profit & Loss.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- ► it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- ► it is expected to be realized within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- ► it is expected to be settled in the Company's normal operating cycle; or
- ► it is due to be settled within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ► In the principal market for the asset or liability, or
- ► In the absence of a principal market, in the most advantageous market for the asset or liability
- ► The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/ agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 3 - Capital Work-in-Progress

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the period	112.79	–
Additions during the reporting period	12,495.78	112.79
Transfer to Plant, Property and Equipment	–	–
Balance at the end of the period	**12,608.57**	**112.79**

Ageing of capital work in progress

As at 31 March 2026

	Amount in Capital work-in-progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in Progress	12,495.78	112.79	–	–	12,608.57
Total	**12,495.78**	**112.79**	**–**	**–**	**12,608.57**

As at 31 March 2025

	Amount in Capital work-in-progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in Progress	112.79	–	–	–	112.79
Total	**112.79**	**–**	**–**	**–**	**112.79**

Notes:

1) There has been no over due in completion of capital work in progess or capital work in progress cost does not exceed as compared to its original plan during the reporting period/year.

2) There has been no temporary suspension of any activity during the reporting period/year.

Note No. 4 - Right of Use (ROU) - Land

Description of Assets	Land
I. Gross Carrying Amount	
Balance as at 1 April 2025	**–**
Additions during the year	**1,207.78**
Balance as at 31 March 2026	**1,207.78**
II. Accumulated amortisation	
Balance as at 1 April 2025	**–**
Amortisation for the year *	**51.40**
Balance as at 31 March 2026	**51.40**
III. Net carrying amount (I-II)	**1,156.38**

*Capitalised during the year relating to capital projects in progress.

Note No. 5 - Other Non Current Financial Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Security deposits	6.18	–
Total Other financial assets	**6.18**	**–**

Note No. 6 - Other Non - Current Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Capital advances	454.76	1,424.11
Total	**454.76**	**1,424.11**

Note No. 7 - Cash and Cash Equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks:		
On current accounts	6.39	14.54
Fixed deposit with original maturity less than or equal to 3 months	2,015.00	–
Total	**2,021.39**	**14.54**

Note No. 8 - Other Current financial assets

Particulars	As at 31 March 2026	As at 31 March 2025
Interest Accrued on Fixed Deposit	24.87	–
Total	**24.87**	–

Note No. 9 - Current Tax Assets (Net)

Particulars	As at 31 March 2026	As at 31 March 2025
Current tax assets (net of provision for taxation)	5.02	–
Total	**5.02**	–

Note No. 10 - Equity Share Capital

	As at 31 March 2026		As at 31 March 2025	
Particulars	**No. of shares**	**Value of shares**	**No. of shares**	**Value of shares**
Authorised:				
Equity shares of Rs. 10 each with voting rights	80,00,000	800.00	2,00,000	20.00
Issued, subscribed and fully paid up:				
Equity shares of Rs. 10 each with voting rights	51,87,600	518.76	2,00,000	20.00
Adjusted Issued, Subscribed and Paid-up Share Capital	**51,87,600**	**518.76**	**2,00,000**	**20.00**

Notes:-

(i) The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the annual general meeting.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares held as nominee by an individual on behalf of Mahindra Susten Private Limited.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period.

Particulars	Opening Balance	Changes during the period	Closing Balance
Equity Shares with Voting rights			
For the year ended 31 March 2026			
No. of Shares	2,00,000	49,87,600	51,87,600
For the year ended 31 March 2025			
No. of Shares	–	2,00,000	2,00,000

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	As at 31 March 2026	As at 31 March 2025
Equity Shares with Voting rights		
Mahindra Susten Private Limited	51,87,600	2,00,000

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Susten Private Limited	51,87,600	100.00%	2,00,000	100.00%

Shareholding of Promoters as under:

Shares held by promoters as at 31 March 2026

Promoter name	No. of Shares	%of total shares	% Change during the period
Mahindra Susten Private Limited	51,87,600	100.00%	2493.80%

Shares held by promoters as at 31 March 2025

Promoter name	No. of Shares	%of total shares	% Change during the period
Mahindra Susten Private Limited	2,00,000	100.00%	100.00%

Note No. 11- Other Equity

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the period	(9.23)	–
(i) Securities Premium	**2,304.27**	–
(ii) Retained Earnings	(13.41)	(9.23)
Balances as at end of the period	**2,281.63**	**(9.23)**

Notes :-

Securities premium is used to record the excess of the amount received over the face value of the shares. This reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 12 - Borrowings

Particulars	Interest Rate	As at 31 March 2026	As at 31 March 2025
Non Current			
Secured Borrowings			
Term loan from Bank	7.35%	8,500.00	-
Less : Unamortised upfront fee		(49.19)	-
Total Secured Borrowings		**8,450.81**	**-**
Unsecured Borrowings			
Subordinated debt from holding company	11.50%	1,545.00	1,500.00
Total Unsecured Borrowings		**1,545.00**	**1,500.00**
Total Borrowings		**9,995.81**	**1,500.00**

Notes :

1. Neon Hybren Private Limited ("Company/Borrower"), has undertaken to set up, construct, develop, and operate solar power plants with a capacity of 29.70 Mega Watts ("MWac")/44.50 ("MWdc") for the supply of solar power located in Talwandi Saboo, Bathinda District, Punjab, India ("SWARAJ Project").
2. The Company has executed Power Delivery Agreements (PDAs) with Mahindra & Mahindra Limited.
3. To part finance the costs of the Swaraj projects, the Company has availed credit facilities amounting to ₹140 crores from India Exim Bank ("the Lenders") and has created a security interest in favor of Catalyst Trusteeship Limited, acting as the Security Trustee on behalf of the Lenders.
4. The Company shall repay the loans to India Exim Bank in 74 (Seventy Four) structured quarterly Installments, starting from 01.01.2027 and ending on 01.04.2045. The applicable interest rate on the availed or outstanding facilities is the 6 Months MCLR + 30 basis points (bps) as spread. and the same will be reset from time to time as per the terms of the financing documents.
5. The said facilities are secured by the following securities, which have been created or are to be created in favor of the Security Trustee, Lenders, or Lenders' Agent:
   - i.) a first mortgage and charge on all the immovable properties of the Borrower pertaining to the Projects, together with all structures and appurtenances thereon, whether owned or leasehold rights if any (both present and future);
   - ii.) a first charge by way of hypothecation on all the tangible moveable assets of the Borrower pertaining to the Projects, including but not limited to movable plant and machinery, machinery spares, tools and accessories, inventory, furniture, fixtures, vehicles and all other movable assets pertaining to the Projects both present and future.
   - iii.) a first charge by way of hypothecation on all current assets and intangibles assets of the Borrower pertaining to the Projects, including but not limited to, book-debts, Receivables, operating cash flows, commissions, revenues of whatsoever nature and wherever arising, goodwill, uncalled capital and undertaking, each pertaining to the Projects, both present and future.
   - iv.) a first charge by way of hypothecation over all accounts of the Borrower pertaining to the Projects, including but not limited to the Account and the Sub-Accounts (including the DSRA/ IRRA) and in all funds from time to time deposited therein (including the reserves), all non-fund-based reserves.
   - v.) a first charge by way of hypothecation overall Project Documents, permits, Insurance Contracts/policies and clearance, all the right, title, interest, benefits, claims and demands whatsoever of the Borrower in, to and under all the Project Documents, permits, insurance policy and clearances.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 13 - Lease Liabilities

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-Current	As at 31 March 2025 Current	As at 31 March 2025 Non-Current
Lease Liability	140.76	1,093.05	–	–
Total Lease Liabilities	**140.76**	1,093.05	–	–

Note No. 14 - Other Financial Liabilities

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-Current	As at 31 March 2025 Current	As at 31 March 2025 Non-Current
(a) Creditors for capital goods	1,993.65	–	–	–
(b) Interest accrued but not due on borrowings	3.42	215.55	–	35.95
Total	**1,997.07**	215.55	–	35.95

Note No. 15 - Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises;	–	–
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	5.48	0.45
Total	**5.48**	**0.45**

For amounts pertaining to related parties from above Trade Payables refer note 27

As at 31 March 2026

Particulars	Unbilled dues	Outstanding for following periods from due date: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	–	–	–	–	–	–
(ii) Others	5.48	–	–	–	–	5.48
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	5.48	–	–	–	–	5.48

As at 31 March 2025

Particulars	Unbilled dues	Outstanding for following periods from due date: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	–	–	–	–	–	–
(ii) Others	0.45	–	–	–	–	0.45
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	**0.45**	–	–	–	–	**0.45**

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the company:

Particulars	As at 31 March 2026	As at 31 March 2025
a) Principal amount remaining unpaid to any supplier as at the end.	–	–
Interest due thereon remaining unpaid to any supplier as at the end of the period.	–	–
b) Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the period.	–	–
Interest paid as per section 16 of the MSMED Act, 2006	–	–
Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c) Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	–	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting period,	–	–
e) The amount of further interest remaining due and payable even in the succeeding period, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 16 - Other Current Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory Dues	29.06	4.27
Total	**29.06**	**4.27**

Note No. 17 Other Income

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest on Fixed deposits	**52.68**	–
Less: Amounts adjusted against cost of borrowings capitalised	(52.68)	–
Total	**–**	**–**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 18 Finance Cost

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest expense on		
(a) Other interest	**0.09**	**–**
(b) lease liabilities	**166.47**	**–**
(c) Interest expense on borrowings	**199.75**	**–**
Less: Amounts included in the cost of qualifying assets	**(366.22)**	**–**
Total	**0.09**	**–**

Note No. 19 - Depreciation and Amortisation Expense

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Amortisation of right-of-use assets (refer note 4)	**51.40**	–
Less : Amortisation cost on ROU capitalised during the year	**(51.40)**	–
Total	**–**	**–**

Note No. 19 - Operation and Maintenance Charges

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Operation and Maintenance Charges	4.59	–
Total Amortisation	**4.59**	**–**

Note No. 20 - Other Expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Rates & Taxes	**–**	6.28
Auditors remuneration	**–**	**–**
- Statutory Audit Fees	**0.84**	0.50
Professional Fees	**4.52**	1.94
Connectivity Application fees	**2.36**	**–**
Miscellaneous Expenses	**1.01**	0.51
Total	**8.73**	9.23

Note No. 21 - Earnings per Share

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	**(0.79)**	(4.62)*
Diluted earnings per share having a face value of Rs. 10 each	**(0.79)**	(4.62)*

*not annualised

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Loss for the period attributable to owners of the Company	**(13.41)**	(9.23)
Weighted-average number of equity shares (basic)	**1,703,112**	2,00,000
Weighted-average number of equity shares (diluted)	**1,703,112**	2,00,000
Basic earnings per share having a face value of Rs. 10 each	**(0.79)**	(4.62)*
Diluted earnings per share having a face value of Rs. 10 each	**(0.79)**	(4.62)*

*not annualised

Note 22- Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the separate financial statements.

The Company is not subject to externally enforced capital regulation. Debt-to-equity ratio are as follows:

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt (A) (Refer Note)	**9,995.81**	1,500.00
Equity (B)	**2,800.39**	10.77
Debt Equity Ratio (A/B)	**3.57**	139.30

Note:

Debt includes Subordinated debt (SD) as described in Note no 12

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Non Current Assets				
Other financial assets	6.18	–	–	**6.18**
Current Assets				
Cash and Cash Equivalents	2,021.39	–	–	**2,021.39**
Other Financial Assets	**6.18**	–	–	**6.18**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Non-current Liabilities				
Borrowings	**9,995.81**	–	–	**9,995.81**
Other Financial Liabilities	**215.55**	–	–	**215.55**
Current Liabilities				
Trade Payables	**5.48**	–	–	**5.48**
Other financial liabilities	1,997.07	–	–	**1,997.07**

As at 31 March 2025

INR (₹) Thousands

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Non Current Assets				
Other financial assets	–	–	–	–
Current Assets				
Cash and Cash Equivalents	14.54	–	–	**14.54**
Other Financial Assets	–	–	–	–
Non-current Liabilities				
Borrowings	**1,500.00**	–	–	**1,500.00**
Other Financial Liabilities	**35.95**	–	–	**35.95**
Current Liabilities				
Trade Payables	**0.45**	–	–	**0.45**
Other financial liabilities	–	–	–	–

****FVOCI: Fair Value Through Other Comprehensive Income / Expense**
*** FVTPL: Fair Value Through Profit and Loss**

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and longterm funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the discounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

As at 31 March 2026

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
Non-derivative financial liabilities					
Creditors for capital goods	1,993.65	–	–	–	1,993.65
Interest accrued but not due	3.42	215.55	–	–	**218.97**
Borrowings	147.89	705.64	706.49	8,435.79	**9,995.81**
Trade Payables	5.48	–	–	–	**5.48**

As at 31 March 2025

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
Non-derivative financial liabilities					
Interest accrued but not due	35.95	–	–	–	**35.95**
Borrowings	–	–	–	1,500.00	**1,500.00**
Trade Payables	0.45	–	–	–	**0.45**

(iii) Maturities of Financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial assets					
Other Financial Assets	24.87	6.18	–	–	31.04
Cash and Cash Equivalents	2,021.39	–	–	–	2,021.39
As at 31 March 2025					
Non-derivative financial assets					
Cash and Cash Equivalents	14.54	–	–	–	14.54

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

Interest rate sensitivity

The sensitivity analyses below have been determined based on exposure to interest rate for both derivative and non-derivative instruments at the end of reporting period. For floating rate liabilities, analysis is prepared assuming the amount of liability outstanding at the end of the reporting period was outstanding for the whole year. The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

	Currency	Increase / decrease in basis points	Effect on profit before tax
As at 31 March 2026	INR	+100	(84.51)
	INR	(-) 100	84.51
As at 31 March 2025	INR	+100	–
	INR	(-) 100	–

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

Note 23 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note 24 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the period ending 31 March 2026.

Note 25- Disclosure pursuant to Ind AS 116

A) Below are the carrying amount of lease liabilities and the movement during the year:

Particulars	As at 31 March 2026	As at 31 March 2025
Opening	**–**	–
Additions	**1,207.78**	–
Accretion of interest	**166.47**	–
Payments	**(140.44)**	–
Closing	**1,233.81**	–

B) Below is the breakup of Current and Non current lease liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	**140.76**	–
Non current lease liabilities	**1,093.05**	–
Total	**1,233.81**	–

C) Details of amount recognised in profit and loss:

Amounts recognised in profit and loss	As at 31 March 2026	As at 31 March 2025
Amortisation expense on right-of-use assets	–	–
Interest expense on lease liabilities	–	–
Total	–	–

D) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

Maturity Analysis	As at 31 March 2026	As at 31 March 2025
Less than 1 year	**140.76**	–
1 year - 3 years	**299.80**	–
3 years - 5 years	**321.23**	–
5 years and above	**472.03**	–

E) The total cash outflow for leases during the year amount to INR 140.44 lakhs (31 March 2025: Nil)

Note 26 - Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	0.94	3.08	(69%)	The decrease is primarily attributable to an increase in creditors for capital goods and services.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Debt-Equity Ratio	Borrowings	Shareholder's Equity	3.57	139.30	(97%)	The improvement in the ratio is mainly due to increase in subordinated debt obtained from the holding company and borrowings from banks during the year
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	(147.73)	NA	NA	NA
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	(0.01)	(1.71)	(99%)	The increase is on account of issue of equity shares at premium during the year
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder’s Equity + Borrowings + DTL	(0.00)	(0.01)	(83%)	The decreased ratio for the year is on account of subordinated debt obtained from the holding company, borrowings and issue of equity shares.
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 27 - Related Party Transactions

Relationships:	Name:
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Holding Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited Gelos Solren Private Limited Hazel Hybren Private Limited Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited) Jade Hybren Private Limited Kyros Hybren Private Limited Layer Hybren Private Limited Martial Solren Private Limited Migos Hybren Private Limited Orion Hybren Private Limited Rhyme Hybren Private Limited Pulse Hybren Private Limited Quest Hybren Private Limited Steer Hybren Private Limited Target Hybren Private Limited Ultrogen Hybren Private Limited Velos Hybren Private Limited
Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors** Rakesh Khaitan Sriram Ramachandran Joseph Rao (appointed w.e.f. 2 April, 2025) Anita Halbe (ceased w.e.f. close of business hours on 1 April, 2025)

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	For the period ended	Amount	Related Party
Equity Share Capital Subscription	31 March 2026	2803.00	Holding Company
	31 March 2025	20.00	
Subordinated debt received	31 March 2026	545.00	Holding Company
	31 March 2025	1500.00	
Inter-Corporate Deposits received	31 March 2026	50.00	Holding Company
	31 March 2025	–	
Subordinated debt refund	31 March 2026	500.00	Holding Company
	31 March 2025	–	
Inter-Corporate Deposits refund	31 March 2026	50.00	Holding Company
	31 March 2025	–	
Receiving of Service	31 March 2026	14.20	Holding Company
	31 March 2025	–	
Receiving of Service	31 March 2026	–	Ultimate Joint Venturer
	31 March 2025	0.88	
Reimbursement	31 March 2026	9.00	Holding Company
	31 March 2025	–	
Interest on Subordinated debt	31 March 2026	199.55	Holding Company
	31 March 2025	39.94	
Interest on Inter-Corporate Deposits	31 March 2026	0.20	Holding Company
	31 March 2025	–	
EPC cost	31 March 2026	4,819.66	Holding Company
	31 March 2025	–	
Advance payment	31 March 2026	454.76	Holding Company
	31 March 2025	–	

Nature of Balances with Related Parties	For the period/year ended	Amount	Related Party
Subordinated Debt Outstanding	31 March 2026	1,545.00	Holding Company
	31 March 2025	1,500.00	
Interest on Subordinated Debt Outstanding	31 March 2026	215.55	Holding Company
	31 March 2025	35.95	
Trade and other payables	31 March 2026	911.43	Holding Company
	31 March 2025	–	

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No 28 - Current Tax and Deferred Tax

1. Current tax expenses (provision for tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.
2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No 29 - Contingent liability and commitments

- There are no contingent liabilities and commitments as on the balance sheet date.
- The estimated amount of contracts remaining to be executed on capital account and not provided for as at March 31, 2026 is INR 4,438.00 lakhs (March 31, 2025: Nil).

Note No. 30 - Other Statutory Information

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the period.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the period on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 31

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 32

The amount has been rounded off to the nearest INR (₹) in lakhs.

Note No. 33

The financial statements have been approved for issue by Company's Board of Directors on 13 April, 2026..

The accompanying Notes are an integral part of the financial statements

In terms of our report attached

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date : 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Sriram Ramachandran
Director
DIN : 07319032

Place: Mumbai
Date : 13 April 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF ORION HYBREN PRIVATE LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Orion Hybren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.
   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to

the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656ANUPGC5418

Place: Mumbai
Date: April 13, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Orion Hybren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656ANUPGC5418

Place: Mumbai
Date: April 13, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company does not have property, plant and equipment and intangible asset. Accordingly, the reporting under Clauses 3(i)(a) to 3(i)(d) of the Order is not applicable to the Company.

   (b) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Goods and Services Tax and Income-tax have been regularly deposited during the period year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, no funds have been raised on short term basis during the year.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 504.73 lakhs during the current financial year and Rs. 2.71 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656ANUPGC5418

Place: Mumbai
Date: April 13, 2026

BALANCE SHEET AS AT 31 MARCH 2026

CIN : U35106MH2024PTC424601

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I ASSETS			
1 NON-CURRENT ASSETS			
(a) Capital Work-in-Progress	3	**839.84**	–
(b) Right-of-use Assets	4	**1,346.39**	–
(c) Other Non-Current Assets	5	**27.59**	–
TOTAL NON-CURRENT ASSETS		**2,213.82**	–
2 CURRENT ASSETS			
(a) Financial assets			
– Cash and Cash equivalents	6	**137.55**	17.82
– Other Financial Assets	7	**0.02**	–
(b) Current Tax Assets (Net)	8	**0.00**	–
TOTAL CURRENT ASSETS		**137.57**	17.82
TOTAL ASSETS		**2,351.39**	17.82
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share Capital	9	**20.00**	20.00
(b) Other Equity	10	**(507.44)**	(2.71)
TOTAL EQUITY		**(487.44)**	17.29
2 NON-CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	11	**1,725.00**	–
(ii) Lease Liabilities	12	**922.96**	–
(iii) Other financial liabilities	14	**10.40**	–
TOTAL NON-CURRENT LIABILITIES		**2,658.36**	–
3 CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Lease Liabilities	12	**123.41**	–
(ii) Trade Payables	13		
– Total Outstanding Dues of Micro Enterprises and Small Enterprises;		**–**	–
– Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		**0.73**	0.45
(b) Other Current Liabilities	15	**56.33**	0.08
TOTAL CURRENT LIABILITIES		**180.47**	0.53
TOTAL LIABILITIES		**2,838.83**	0.53
TOTAL EQUITY AND LIABILITIES		**2,351.39**	17.82

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN: 09671089

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
I Revenue from Operations		**–**	–
II Other income	16	**–**	–
Total Income		**–**	–
III Expenses			
(a) Finance costs	17	**–**	–
(b) Depreciation and Amortisation	18	**–**	–
(c) Other Expenses	19	**504.73**	2.71
Total Expenses		**504.73**	2.71
IV Loss Before Tax (I+II-III)		**(504.73)**	(2.71)
V Tax expense			
(a) Current Tax		**–**	–
(b) Deferred Tax		**–**	–
Total Tax Expense		**–**	–
VI Loss after tax for the period/year (IV-V)		**(504.73)**	(2.71)
VII Other Comprehensive Income			
A (i) Items that will not be reclassified to profit or loss		**–**	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
B (i) Items that may be reclassified to profit or loss		**–**	–
(ii) Income tax on items that may be reclassified to profit or loss		**–**	–
VIII Total Comprehensive Income for the period/year		**(504.73)**	(2.71)
XI Earnings per equity share (Face value of Share Rs. 10 each)			
(a) Basic (in Rupees)	20	**(252.36)**	(1.35)*
(b) Diluted (in Rupees)	20	**(252.36)**	(1.35)*

** not annualised*

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN: 09671089

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Cash flows from operating activities		
Loss before tax	**(504.73)**	(2.71)
Adjustments for:		
Finance costs	**–**	–
Depreciation of property, plant and equipment	**–**	–
Operating loss before working capital changes	**(504.73)**	(2.71)
Movements in working capital:		
(Increase)/decrease in other financial assets	**(0.02)**	–
(Increase)/decrease in other current assets	**–**	–
Increase in trade and other payables	**0.28**	0.45
Increase in other financial liabilities	**–**	–
Increase in other liabilities	**56.25**	0.08
Cash (used in) operations	**(448.22)**	(2.18)
Income taxes paid	**(0.00)**	–
Net cash (used in) operating activities (A)	**(448.22)**	(2.18)
Cash flows from investing activities		
Purchase of property, plant and equipments (including capital work in-progress and capital advances)	**(809.61)**	–
Net cash (used in)/generated from investing activities (B)	**(809.61)**	0.00
Cash flows from financing activities		
Proceeds from issue of equity shares of the Company	**–**	20.00
Proceeds from borrowings from Related Party	**1,725.00**	–
Payment of lease liability	**(347.44)**	–
Finance Cost	**–**	–
Net cash generated from financing activities (C)	**1,377.56**	20.00
Net increase in cash and cash equivalents (A+B+C)	**119.73**	17.82
Cash and cash equivalents at the beginning of the reporting period/year	**17.82**	–
Cash and cash equivalents at the end of the reporting period/year	**137.55**	17.82

Notes:

1) The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".
2) Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cashflows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN: 09671089

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Reconciliation of movement of liabilities to cash flow arising from financial liabilities

Particulars	Lease arrangement	Finance cost accrued	Borrowings
Balance as on 03 May 2024	–	–	–
Changes from financing cash flows			
Borrowing from related party	–	–	–
Payment of lease liability	–	–	–
Total changes from financing cash flows	**–**	**–**	**–**
Other changes			
Liability-related			
New leases	–	–	–
Interest expense	–	–	–
Tax deducted at source	–	–	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2025	**–**	**–**	**–**
Balance as on 01 April 2025	–	–	–
Changes from financing cash flows			
Borrowing from related party	–	–	1,725.00
Payment of lease liability	(319.86)	–	–
Total changes from financing cash flows	**(319.86)**	**–**	**1,725.00**
Other changes			
Liability-related			
New leases	1,351.84	–	–
Interest expense	14.39	11.55	–
Tax deducted at source	–	(1.16)	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2026	**1,046.37**	**10.40**	**1,725.00**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN: 09671089

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

A. Equity Share Capital

As at 31 March 2026

Particular

Balance at the beginning of the current reporting year	Changes in equity share capital during the current reporting year	Balance at the end of the current reporting year
20.00	–	20.00

As at 31 March 2025

Particular

Balance at the beginning of the current reporting period	Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
–	20.00	20.00

B. Other Equity

As at 31 March 2026

Particulars	Retained Earnings	Total
Balance at the beginning of the current reporting period	(2.71)	(2.71)
Total Comprehensive Income for the current reporting period	(504.73)	(504.73)
Balance at the end of the current reporting period	**(507.44)**	**(507.44)**

As at 31 March 2025

Particulars	Retained Earnings	Total
Balance at the beginning of the current reporting period	–	–
Total Comprehensive Income for the current reporting period	(2.71)	(2.71)
Balance at the end of the current reporting period	**(2.71)**	**(2.71)**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN: 09671089

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Orion Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN-U35106MH2024PTC424601 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 13 April 2026.

2.(A) Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2.(B) Material Accounting Policy Information and Accounting Judgments and Estimates

A. **Basis of Preparation and presentation of Financial Statements**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. **Use of estimates and judgments**

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. **Current and Non-current classification**

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- ► it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- ► it is expected to be realized within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- ► it is expected to be settled in the Company's normal operating cycle; or
- ► it is due to be settled within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards

satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. **Sales of Solar Power**

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. **Interest Income**

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. **Verified Carbon Unit (VCU)**

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. **Proceeds under change in law:**

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/ external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ► In the principal market for the asset or liability, or
- ► In the absence of a principal market, in the most advantageous market for the asset or liability
- ► The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. **Financial assets**

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.
Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognized when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade Receivable
The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/ agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. **Financial liabilities**

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. **Cash and Cash Equivalents**

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. **Earnings Per Share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. **Segment Reporting**

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. **Events after reporting date**

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. **Recent Accounting Pronouncements**

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 3 - Capital Work-In-Progress

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	**–**	–
Additions during the reporting year	**839.84**	–
Transfer to Plant, Property and Equipment	**–**	**–**
Balance at the end of the year	**839.84**	–

Ageing of capital work in progress

As at 31 March 2026

Particulars	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	839.84	–	–	–	839.84
Total	**839.84**	**–**	**–**	**–**	**839.84**

As at 31 March 2025

Particulars	Amount in Capital work-in-progress for a period of				Total
	Less than 1 year	1-2 years	2-3 years	More than 3 years	
Projects in Progress	–	–	–	–	–
Total	**–**	**–**	**–**	**–**	**–**

Notes:

1) There has been no over due in completion of capital work in progess or capital work in progress does not exceed as cost compared to its original plan during the reporting period/year.

2) There has been no temporary suspension of any activity during the reporting period/year.

Note No. 4 - Right of Use (ROU) - Land

Particulars	Land
I. Gross Carrying Amount	
Balance as at 1 April 2025	**–**
Additions during the year	**1,351.84**
Balance as at 31 March 2026	**1,351.84**
II. Accumulated amortisation	
Balance as at 1 April 2025	**–**
Amortisation for the year*	**5.45**
Balance as at 31 March 2026	**5.45**
III. Net carrying amount (I-II)	**1,346.39**

*Capitalised during the year relating to capital projects in progress.

Note No. 5 - Other Non - Current Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Capital advances	27.59	–
Total Other Non - Current Assets	**27.59**	–

Note No. 6 - Cash and Cash Equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks:		
On current accounts	**5.55**	17.82
Fixed deposit with original maturity less than or equal to 3 months	**132.00**	–
Total	**137.55**	17.82

Note No. 7 - Other Financial Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Interest Accrued on Fixed Deposit	**0.02**	**–**
Total	**0.02**	**–**

Note No. 8 - Current Tax Assets (Net)

Particulars	As at 31 March 2026	As at 31 March 2025
Current tax assets (net of provision for taxation)*	**0.00**	**–**
	0.00	**–**

* (The amount appearing as 0.00 represents Rs. 219. Upon conversion into lakhs, the amount has been rounded off and accordingly appears as 0.00.)

Note No. 9 - Equity Share Capital

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	Value of shares	No. of shares	Value of shares
Authorised:				
Equity shares of Rs. 10 each with voting rights	**2,00,000**	**20.00**	2,00,000	20.00
Issued, subscribed and fully paid up:				
Equity shares of Rs. 10 each with voting rights	**2,00,000**	**20.00**	2,00,000	20.00
Total	**2,00,000**	**20.00**	2,00,000	20.00

Notes:-

(i) The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share.

The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the annual general meeting.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares held as nominee by an individual on behalf of Mahindra Susten Private Limited.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period.

Particulars	Opening Balance	Changes during the period	Closing Balance
Equity Shares with Voting rights			
For the year ended 31 March 2026			
No. of Shares	**2,00,000**	**–**	**2,00,000**
For the year ended 31 March 2025			
No. of Shares	–	2,00,000	2,00,000

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	As at 31 March 2026	As at 31 March 2025
Equity shares with voting rights		
Mahindra Susten Private Limited	**2,00,000**	2,00,000

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Susten Private Limited	**2,00,000**	100.00%	**2,00,000**	100.00%

Shareholding of Promoters as under:
Shares held by promoters as at 31 March 2026

Promoter name	No. of Shares	%of total shares	% change during the period
Mahindra Susten Private Limited	2,00,000	100.00%	0.00%

Shares held by promoters as at 31 March 2025

Promoter name	No. of Shares	%of total shares	% change during the period
Mahindra Susten Private Limited	2,00,000	100.00%	100.00%

Note No. 10 - Other Equity

(i) Retained Earnings

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the period	**(2.71)**	–
Loss for the period	**(504.73)**	(2.71)
Balances as at end of the period	**(507.44)**	(2.71)

Note : Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 11 - Non-Current Borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured Borrowings		
Borrowings from Related Party	**1,725.00**	**–**
Total Non-Current Borrowings	**1,725.00**	**–**

Note No. 12 - Lease Liabilities

Particulars	As at 31 March 2026		As at	
	Current	Non-Current	Current	Non – Current
Lease Liability (Refer note 24)	**123.41**	**922.96**	–	–
	123.41	**922.96**	–	–

Note No. 13 - Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises;	**–**	–
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	**0.73**	0.45
Total	**0.73**	0.45

Of Amounts pertaining to related parties from above Trade Payables refer note 26

As at 31 March 2026

Particulars	Outstanding for following periods from due date					
	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	-	-	-	-	-	-
(ii) Others	0.73	-	-	-	-	0.73
(iii) Disputed dues – MSME	-	-	-	-	-	-
(iv) Disputed dues – Others	-	-	-	-	-	-
Total	**0.73**	**-**	**-**	**-**	**-**	**0.73**

As at 31 March 2025

Particulars	Outstanding for following periods from due date					
	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	–	–	–	**–**	–	–
(ii) Others	0.45	–	–	**–**	–	0.45
(iii) Disputed dues – MSME	–	–	–	**–**	–	–
(iv) Disputed dues – Others	–	–	–	**–**	–	–
Total	**0.45**	**–**	**–**	**–**	**–**	**0.45**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

Particulars	As at 31 March 2026	As at 31 March 2025
a) Principal amount remaining unpaid to any supplier as at the end of the period/year.		
Interest due thereon remaining unpaid to any supplier as at the end of the period/year.	–	–
b) Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the period/year.	–	–
Interest paid as per section 16 of the MSMED Act, 2006	–	–
Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c) Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under MSMED Act, 2006.	–	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting period/ year.	–	–
e) The amount of further interest remaining due and payable even in the succeeding period, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 14 - Other Financial Liabilities

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
Other Financial Liabilities Measured at Amortised Cost				
(a) Creditors for capital goods and services	–	–	–	–
(b) Interest accrued but not due on borrowings	–	10.40	–	–
Total Other Financial Liabilities	–	10.40	–	–

Note No. 15 - Other Current Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory Dues	56.33	0.08
Total	56.33	0.08

Note No. 16 - Other Income

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Interest on Fixed deposits	0.04	–
Less: Amounts adjusted against cost of borrowings capitalised	(0.04)	–
Total	–	–

Note No. 17 - Finance Cost

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Interest expense on	–	–
- lease liabilities	14.39	–
- long term borrowings	11.55	–
Less: Amounts included in the cost of qualifying assets	(25.94)	–
Total Finance Cost	–	–

Note No. 18 - Depreciation and Amortisation

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Amortisation of right-of-use assets (refer note 4)	5.45	–
Less : Amortisation cost on ROU capitalised during the year	(5.45)	
Total	–	–

Note No. 19 - Others Expenses

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Auditors remuneration		
- Statutory Audit Fees	0.59	0.50
Professional Fees	1.62	1.95
Rates & Taxes	–	–
Connectivity -Withdrawal Charges	500.00	–
Travel Expenses	2.36	–
Miscellaneous Expenses	0.16	0.26
Total	504.73	2.71

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 20 - Earnings per Share

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	**(252.36)**	(1.35)*
Diluted earnings per share having a face value of Rs. 10 each	**(252.36)**	(1.35)*

*not annualised

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Loss for the period attributable to owners of the Company	**(504.73)**	(2.71)
Weighted-average number of equity shares (basic)	**2,00,000**	2,00,000
Weighted-average number of equity shares (diluted)	**2,00,000**	2,00,000
Basic earnings per share having a face value of Rs. 10 each	**(252.36)**	(1.35)*
Diluted earnings per share having a face value of Rs. 10 each	**(252.36)**	(1.35)*

*not annualised

Note No. 21 - Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the separate financial statements.

The Company is not subject to externally enforced capital regulation. Debt-to-equity ratio are as follows:

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt (A) (Refer note)	1,725.00	-
Equity (B)	(487.44)	17.29
Debt Equity Ratio (A/B)	**(3.54)**	-

Note:

Debt includes Inter coporate deposits (ICD) as described in Note no 11

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	137.55	–	–	137.55
Other Financial Assets	0.02			0.02
Non-current Liabilities				
Borrowings from a related party	1,725.00	–	–	1,725.00
Current Liabilities				
Trade Payables	0.73	–	–	0.73
Other financial liabilities	10.40	–	–	10.40

As at 31 March 2025

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	17.82	–	–	17.82
Other Financial Assets	–			–
Non-current Liabilities				
Borrowings from a related party	–	–	–	–
Current Liabilities				
Trade Payables	0.45	–	–	0.45
Other financial liabilities	–	–	–	–

** FVOCI: Fair Value Through Other Comprehensive Income/ Expenses
* FVTPL: Fair Value Through Profit and Loss

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults.

The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and longterm funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

As at 31 March 2026

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
Non-derivative financial liabilities					
Borrowings from a related party	–	–	–	1,725.00	**1,725.00**
Other Financial Liabilities	–	10.40	–	–	**10.40**
Trade Payables	0.73	–	–	–	**0.73**

As at 31 March 2025

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
Non-derivative financial liabilities					
Borrowings from a related party	–	–	–	–	**–**
Other Financial Liabilities	–	–	–	–	**–**
Trade Payables	0.45	–	–	–	**0.45**

(iii) Maturities of financial assets

The Company has insignificant financial assets with contractual maturity.

As at 31 March 2026

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
Non-derivative financial assets					
Other financial assets	0.02	–	–	–	**0.02**
Cash and Cash Equivalents	137.55	–	–	–	**137.55**

As at 31 March 2025

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
Non-derivative financial assets					
Cash and Cash Equivalents	17.82	–	–	–	**17.82**

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

The Company is not exposed to interest risk as this borrowings are at fixed rate.

Note No. 22 - Fair Value Measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note No. 23 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the period ending 31 March 2026.

Note No. - Disclosure pursuant to Ind AS 116

A) Below are the carrying amount of lease liabilities and the movement during the year:

Particulars	As at 31 March 2026	As at 31 March 2025
Opening	–	–
Additions	**1,351.84**	–
Accretion of interest	**14.39**	–
Payments	**(319.86)**	–
Closing	**1,046.37**	–

B) Below is the breakup of Current and Non current lease liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	123.41	–
Non current lease liabilities	**922.96**	–
Total	**1,046.37**	–

C) Details of amount recognised in profit and loss:

Amounts recognised in profit and loss	As at 31 March 2026	As at 31 March 2025
Amortisation expense on right-of-use assets	–	–
Interest expense on lease liabilities	**–**	–
Total	**–**	–

D) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

Maturity Analysis	As at 31 March 2026	As at 31 March 2025
Less than 1 year	**123.41**	–
1 year - 3 years	**269.22**	–
3 years - 5 years	**265.62**	–
5 years and above	**388.12**	–

E) The total cash outflow for leases during the year amount to INR 347.44 lakhs (31 March 2025: Nil)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note 25 - Key Rat

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	0.76	33.62	-98%	The decrease is primarily attributable to an increase in creditors for interest accrued on borrowings, an increase in Statutory dues, and the recognition of lease liabilities.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	(3.54)	-	NA	NA
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	NA	NA	NA	NA
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	2.15	(0.16)	-1473%	Decrease in the ratio is due to increase in expenses for the year mainly due to connectivity withdrawal charges and negative networth as at the year end
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	(0.41)	(0.16)	161%	Worsening of the ratio is mainly attributed to increase in expenses during the year and increase in borrowings during the year
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA

Note No. 26 - Related Party Transactions

Relationships:	Name:
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Holding Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited Gelos Solren Private Limited Hazel Hybren Private Limited Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited) Jade Hybren Private Limited Kyros Hybren Private Limited Layer Hybren Private Limited Martial Solren Private Limited Migos Hybren Private Limited Neon Hybren Private Limited Rhyme Hybren Private Limited Pulse Hybren Private Limited Quest Hybren Private Limited Steer Hybren Private Limited Target Hybren Private Limited Ultrogen Hybren Private Limited Velos Hybren Private Limited
Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors** Rakesh Khaitan Sriram Ramachandran Joseph Rao (appointed w.e.f. 2 April, 2025) Anita Halbe (ceased w.e.f. close of business hours on 1 April, 2025)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	For the period ended	Amount	Party
	31 March 2026	–	
Equity Share Capital Subscription	31 March 2025	20.00	Holding Company
	31 March 2026	–	
Availment of Service	31 March 2025	0.88	Ultimate Joint Venturer
	31 March 2026	1,725.00	
Subordinated debt received	31 March 2025	–	Holding Company
	31 March 2026	11.55	
Interest on Subordinated debt	31 March 2025	–	Holding Company

Nature of Balances with Related Parties	For the period/year ended	Amount	Party
	31 March 2026	1,725.00	
Subordinated Debt Outstanding	31 March 2025	–	Holding Company
	31 March 2026	10.40	
Interest on Subordinated Debt Outstanding	31 March 2025	–	Holding Company

Note No 27 : Current Tax and Deferred Tax

1. Current tax expenses (provision for tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.
2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No 28 : Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

Note No. 29: Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the period/year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
   (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or
   (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
   (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
   (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries."

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period/year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period/year.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the period/year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 30

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 31

The amount has been rounded off to the nearest INR (₹) in Lakhs.

Note No. 32

The financial statements have been approved for issue by Company's Board of Directors on 13 April, 2026.

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN: 09671089

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF PULSE HYBREN PRIVATE LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Pulse Hybren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to

the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656GCFKOT4203

Place: Mumbai
Date: April 13, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Pulse Hybren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656GCFKOT4203

Place: Mumbai
Date: April 13, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company does not have property, plant and equipment and intangible asset. Accordingly, the reporting under Clauses 3(i)(a) to 3(i)(d) of the Order is not applicable to the Company.

   (b) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Goods and Services Tax and Income-tax have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Provident Fund, Employees' State Insurance, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, no funds have been raised on short term basis during the year.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way

of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 2.23 lakhs during the current financial year and Rs. 2.53 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656GCFKOT4203

Place: Mumbai
Date: April 13, 2026

BALANCE SHEET AS AT 31 MARCH 2026

CIN : U35106MH2024PTC424604

INR (₹) Lakhs

	Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I	**ASSETS**			
1	**NON-CURRENT ASSETS**		**–**	–
	(a) Capital Work-in-Progress	3	**85.78**	–
	(b) Right-of-use Assets	4	**1,692.89**	–
	(c) Other Non Current Assets	5	**66.05**	–
	TOTAL NON-CURRENT ASSETS		**1,844.72**	–
2	**CURRENT ASSETS**			
	(a) Financial Assets			
	- Cash and Cash Equivalents	6	**81.20**	17.99
	- Other Financial Assets	7	**0.01**	–
	TOTAL CURRENT ASSETS		**81.21**	17.99
	TOTAL ASSETS		**1,925.93**	17.99
II	**EQUITY AND LIABILITIES**			
1	**EQUITY**			
	(a) Equity share capital	8	**20.00**	20.00
	(b) Other equity	9	**(4.76)**	(2.53)
	TOTAL EQUITY		**15.24**	17.47
2	**NON-CURRENT LIABILITIES**		**–**	–
	(a) Financial Liabilities			
	(i) Borrowings	10	**375.00**	–
	(ii) Lease Liability	11	**1,226.60**	–
	(iii) Other financial liabilities	13	**2.26**	–
	TOTAL NON-CURRENT LIABILITIES		**1,603.86**	–
3	**CURRENT LIABILITIES**			
	(a) Financial Liabilities			
	(i) Lease Liability	**11**	**169.26**	**–**
	(ii) Trade Payables	12	**–**	–
	- Total Outstanding Dues of Micro Enterprises and Small Enterprises;		**–**	–
	- Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		**0.74**	0.45
	(iii) Other financial liabilities	13	**80.03**	–
	(b) Other Current Liabilities	14	**56.80**	0.07
	TOTAL CURRENT LIABILITIES		**306.83**	0.52
	TOTAL LIABILITIES		**1,910.69**	0.52
	TOTAL EQUITY AND LIABILITIES		**1,925.93**	17.99

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner (Membership No.104656)

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director (DIN: 09671089)

Sriram Ramachandran
Director (DIN: 07319032)

Place: Mumbai
Date: 13 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

INR (₹) Lakhs

Particulars			Note No.	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
I	Revenue from operations			**–**	–
II	Other income		15	**–**	–
	Total income			**–**	–
III	**EXPENSES**				
	(a) Finance costs		16	**–**	–
	(b) Depreciation		17	**–**	–
	(c) Other expenses		18	**2.23**	2.53
	Total expenses			**2.23**	2.53
IV	**Loss Before Tax (I+II-III)**			**(2.23)**	(2.53)
V	**Tax expense**				
	(a) Current tax			**–**	–
	(b) Deferred tax			**–**	–
	Total tax expense			**–**	–
VI	**Loss after tax for the period/year (IV-V)**			**(2.23)**	(2.53)
VII	**Other comprehensive income**				
	A (i)	Items that will not be reclassified to profit or loss		**–**	–
	(ii)	Income tax relating to items that will not be reclassified to profit or loss		**–**	–
	B (i)	Items that may be reclassified to profit or loss		**–**	–
	(ii)	Income tax on items that may be reclassified to profit or loss		**–**	–
VIII	**Total comprehensive income for the period/year**			**(2.23)**	(2.53)
IX	**Earnings per equity share (Face value of Share Rs. 10 each)**				
	(a) Basic (in Rupees)		19	**(1.11)**	(1.27)*
	(b) Diluted (in Rupees)		19	**(1.11)**	(1.27)*

** not annualised*

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner (Membership No.104656)

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director (DIN: 09671089)

Sriram Ramachandran
Director (DIN: 07319032)

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Cash flows from operating activities		
Loss before tax	**(2.23)**	(2.53)
Operating loss before working capital changes	**(2.23)**	(2.53)
Movements in working capital:		
(Increase)/decrease in other financial assets	**(0.01)**	–
Increase in trade and other payables	**0.29**	0.45
Increase in other liabilities	**56.73**	0.07
Cash (used in) operations	**54.78**	(2.01)
Income taxes paid	**–**	–
Net cash generated from (used in) operating activities (A)	**54.78**	(2.01)
Cash flows from investing activities		
Purchase of property, plant and equipments (including capital work in-progress and capital advances)	**18.78**	–
Net cash (used in)/generated from investing activities (B)	**18.78**	–
Cash flows from financing activities		
Proceeds from issue of equity shares of the Company	**–**	20.00
Proceeds from borrowings	**375.00**	–
Payment of lease liability (including capital advances paid against lease liability)	**(385.34)**	–
Net cash generated from financing activities (C)	**(10.34)**	20.00
Net increase in cash and cash equivalents (A+B+C)	**63.22**	17.99
Cash and cash equivalents at the beginning of the reporting period/year	**17.99**	–
Cash and cash equivalents at the end of the reporting period/year	**81.21**	17.99

Note:

1. The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".
2. Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cashflows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

Reconciliation of movement of liabilities to cash flow arising from financial liabilities

INR (₹) Lakhs

Particulars	Lease arrangement	Finance cost accrued	Borrowings
Balance as on 03 May 2024	–	–	–
Changes from financing cash flows			
Borrowing from related party	–	–	–
Payment of lease liability	–	–	–
Total changes from financing cash flows	–	–	–
Other changes			
Liability-related			
New leases	–	–	–
Interest expense	–	–	–
Tax deducted at source	–	–	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2025	–	–	–
Balance as on 01 April 2025	–	–	–
Changes from financing cash flows			
Borrowing from related party	–	–	375.00
Payment of lease liability	(319.30)	–	–
Total changes from financing cash flows	**(319.30)**	**–**	**375.00**
Other changes			
Liability-related			
New leases	1,698.74	–	–
Interest expense	16.44	2.51	–
Tax deducted at source	–	(0.25)	–
Interest paid	–	–	–
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2026	**1,395.88**	**2.26**	**375.00**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner (Membership No.104656)

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director (DIN: 09671089)

Sriram Ramachandran
Director (DIN: 07319032)

Place: Mumbai
Date: 13 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

A. Equity Share Capital

As at 31 March 2026

INR (₹) Lakhs

Particulars	Balance at the beginning of the current reporting year	Changes in equity share capital during the current reporting year	Balance at the end of the current reporting year
	20.00	–	20.00

As at 31 March 2025

Particulars	Balance at the beginning of the current reporting period	Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
	–	20.00	20.00

B. Other Equity

As at 31 March 2026

INR (₹) Lakhs

Particulars	Retained Earnings	Total
Balance at the beginning of the current reporting year	(2.53)	(2.53)
Total Comprehensive Income for the current reporting year	(2.23)	(2.23)
Balance at the end of the current reporting year	**(4.76)**	**(4.76)**

As at 31 March 2025

Particulars	Retained Earnings	Total
Balance at the beginning of the current reporting period	–	–
Total Comprehensive Income for the current reporting period	(2.53)	(2.53)
Balance at the end of the current reporting period	**(2.53)**	**(2.53)**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner (Membership No.104656)

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director (DIN: 09671089)

Sriram Ramachandran
Director (DIN: 07319032)

Place: Mumbai
Date: 13 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Pulse Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN-U35106MH2024PTC424604 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 13 April 2026.

2. (A) Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2. (B) Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation and presentation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- it is expected to be realized within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- it is expected to be settled in the Company's normal operating cycle; or
- it is due to be settled within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition. Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 3 - Capital Work-In-Progress

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the period/year	–	–
Additions during the reporting period/year	85.78	–
Transfer to Plant, Property and Equipment	–	–
Balance at the end of the period/year	**85.78**	–

Ageing of capital work in progress
As at 31 March 2026

Particulars	Amount in Capital work-in-progress for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	85.78	–	–	–	85.78
Total	**85.78**	**–**	**–**	**–**	**85.78**

As at 31 March 2025

Particulars	Amount in Capital work-in-progress for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	–	–	–	–	–
Total	–	–	–	–	–

Notes:

1) There has been no over due in completion of capital work in progess or capital work in progress cost does not exceed as compared to its original plan during the reporting period/year.

2) There has been no temporary suspension of any activity during the reporting period/year.

Note No. 4 - Right of Use (ROU) - Land

Particulars		Land
I.	**Gross Carrying Amount**	
	Balance as at 1 April 2025	–
	Additions during the year	1,698.74
Balance as at 31 March 2026		**1,698.74**
II.	**Accumulated amortisation**	
	Balance as at 1 April 2025	**–**
	Amortisation for the year*	**5.85**
Balance as at 31 March 2026		**5.85**
III.	**Net carrying amount (I-II)**	**1,692.89**

*Capitalised during the year relating to capital projects in progress.

Note No. 5 - Other Non - Current Assets

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Capital advances	**66.05**	–
Total Other Non - Current Assets	**66.05**	–

Note No. 6 - Cash and Cash Equivalents

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks:		
On current accounts	**5.20**	17.99
Fixed deposit with original maturity less than or equal to 3 months	**76.00**	–
Total	**81.20**	17.99

Note No. 7 - Other Current Financial Assets

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Interest Accrued on Fixed Deposit	**0.01**	–
Total	**0.01**	–

Note No. 8 - Equity Share Capital

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	Value of shares	No. of shares	Value of shares
Authorised:				
Equity shares of Rs. 10 each with voting rights	**200,000**	**20.00**	200,000	20.00
Issued, subscribed and fully paid up:				
Equity shares of Rs. 10 each with voting rights	**200,000**	**20.00**	200,000	20.00
Total	**200,000**	**20.00**	200,000	20.00

Notes:-

(i) The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share.

The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the annual general meeting.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares held as nominee by an individual on behalf of Mahindra Susten Private Limited.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period.

INR (₹) Lakhs

Particulars	Opening Balance	Changes during the period	Closing Balance
Equity Shares with Voting rights			
For the year ended 31 March 2026			
No. of Shares	2,00,000	–	2,00,000
For the year ended 31 March 2025			
No. of Shares	2,00,000	–	2,00,000

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Equity shares with voting rights		
Mahindra Susten Private Limited	2,00,000	2,00,000

(iii) Details of shares held by each shareholder holding more than 5% shares:

INR (₹) Lakhs

Class of shares / Name of shareholder	As at 31 March 2026 Number of shares held	As at 31 March 2026 % holding in that class of shares	As at 31 March 2025 Number of shares held	As at 31 March 2025 % holding in that class of shares
Equity shares with voting rights				
Mahindra Susten Private Limited	**200,000**	**100.00%**	200,000	100.00%

Shareholding of Promoters as under:

Shares held by promoters as at 31 March 2026

INR (₹) Lakhs

Promoter name	No. of Shares	%of total shares	% change during the period
Mahindra Susten Private Limited	**200,000**	**100.00%**	**0%**

Shares held by promoters as at 31 March 2025

INR (₹) Lakhs

Promoter name	No. of Shares	%of total shares	% change during the period
Mahindra Susten Private Limited	200,000	100.00%	100.00%

Note No. 9 - Other Equity

(i) Retained Earnings

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the period	(2.53)	–
Loss for the period	(2.23)	(2.53)
Balances as at end of the period	**(4.76)**	(2.53)

Note : Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 10 - Non-Current Borrowings

INR (₹) Lakhs

Particulars	Interest Rate	As at 31 March 2026	As at 31 March 2025
Unsecured Borrowings			
Borrowings from Related Party (Refer note below)	**11.50%**	**375.00**	–
Total Unsecured Borrowings		**375.00**	–
Total Non-Current Borrowings		**375.00**	–

Note: The Company has availed an Subordinated debt from Mahindra Susten Private Limited (the Holding Company) aggregating amounting upto INR 635.00 lakhs (31 March 2025: NIL) at 11.50 % p.a. with a tenure of 20 years.

Note No. 11 - Lease Liabilities

INR (₹) Lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-Current	As at 31 March 2025 Current	As at 31 March 2025 Non-Current
Lease Liability (Refer note 23)	**169.26**	**1,226.60**	–	–
Total Lease Liabilities	**169.26**	**1,226.60**	**–**	**–**

Note No. 12 - Trade Payables

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises;	**–**	–
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	**0.74**	0.45
Total	**0.74**	0.45

For amounts pertaining to related parties from above Trade payables refer note 25

As at 31 March 2026

INR (₹) Lakhs

Particulars	Outstanding for following periods from due date of payment: Unbilled dues	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	**–**	**–**	**–**	**–**	**–**	**–**
(ii) Others	**0.74**	**–**	**–**	**–**	**–**	**0.74**
(iii) Disputed dues – MSME	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed dues – Others	**–**	**–**	**–**	**–**	**–**	**–**
Total	**0.74**	**–**	**–**	**–**	**–**	**0.74**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

As at 31 March 2025

INR (₹) Lakhs

Particulars	Outstanding for following periods from due date					
	Unbilled dues	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	–	–	–	–	–	–
(ii) Others	0.45	–	–	–	–	0.45
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	0.45	–	–	–	–	0.45

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

INR (₹) Lakhs

Particulars		As at 31 March 2026	As at 31 March 2025
a)	Principal amount remaining unpaid to any supplier as at the end of the period.	–	–
	Interest due thereon remaining unpaid to any supplier as at the end of the period.	–	–
b)	Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the period.	–	–
	Interest paid as per section 16 of the MSMED Act, 2006	–	–
	Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c)	Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under MSMED Act, 2006.	–	–
d)	The amount of interest accrued and remaining unpaid at the end of each accounting period,	–	–
e)	The amount of further interest remaining due and payable even in the succeeding period, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 13 - Other Financial Liabilities

INR (₹) Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
(a) Creditors for capital goods	**80.03**	**–**	–	–
(b) Interest accrued but not due on borrowings	**–**	**2.26**	–	–
Total	**80.03**	**2.26**	–	–

Note No. 14 - Other Current Liabilities

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory Dues	**56.80**	0.07
Total	**56.80**	0.07

Note No. 15 - Other Income

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Interest on Fixed deposits	**0.04**	–
Less: Amounts adjusted against cost of borrowings capitalised	**(0.04)**	–
Total	**–**	–

Note No. 16 - Finance Cost

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Interest expense on		
- lease liabilities	**16.42**	–
- long term borrowings	**2.51**	–
Less: Amounts included in the cost of qualifying assets	**(18.94)**	–
	–	–

Note No. 17 - Depreciation and Amortisation

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Amortisation of right-of-use assets (refer note 4)	**5.85**	–
Less : Amortisation cost on ROU capitalised during the year	**(5.85)**	–
	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 18 - Other Expenses

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Auditors remuneration		
- Statutory Audit Fees	**0.59**	0.50
Professional Fees	**1.57**	1.77
Miscellaneous Expenses	**0.07**	0.26
Total	**2.23**	2.53

Note No. 19 - Earnings per Share

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	**(1.11)**	(1.27)*
Diluted earnings per share having a face value of Rs. 10 each	**(1.11)**	(1.27)*

*not annualised

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Loss for the period attributable to owners of the Company	**(2.23)**	(2.53)
Weighted-average number of equity shares (basic)	**200,000**	200,000
Weighted-average number of equity shares (diluted)	**200,000**	200,000
Basic earnings per share having a face value of Rs. 10 each	**(1.11)**	(1.27)*
Diluted earnings per share having a face value of Rs. 10 each	**(1.11)**	(1.27)*

**not annualised*

Note 20 - Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Debt-to-equity ratio:

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Debt (A)	**375.00**	–
Equity (B)	**15.24**	17.47
Debt Equity Ratio (A/B)	**24.61**	–

Note:
Debt includes Subordinated debt (SD) as described in Note no 9

Categories of financial assets and financial liabilities

As at 31 March 2026

INR (₹) Lakhs

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Non Current Assets				
Other Financial Assets	66.05	–	–	**66.05**
Current Assets				
Cash and Cash Equivalents	81.20	–	–	**81.20**
Other Financial Assets	**0.01**	**–**	**–**	**0.01**
Non Current Liabilities				
Borrowings	375.00	–	–	**375.00**
Current Liabilities				
Trade Payables	0.74	–	–	**0.74**
Other financial liabilities	**80.03**	**–**	**–**	**80.03**

As at 31 March 2025

INR (₹) Lakhs

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Non Current Assets				
Other Financial Assets	–	–	–	**–**
Current Assets				
Cash and Cash Equivalents	17.99	–	–	**17.99**
Other Financial Assets	**–**	**–**	**–**	**–**
Non-Current Liabilities				
Borrowings	–	–	–	–
Current Liabilities				
Trade Payables	0.45	–	–	**0.45**
Other financial liabilities	–	**–**	**–**	–

** FVOCI: Fair Value Through Other Comprehensive Income/Expense
* FVTPL: Fair Value Through Profit and Loss

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

INR (₹) Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Borrowings	**–**	**–**	**–**	**375.00**	**375.00**
Trade Payables	**0.74**	**–**	**–**	**–**	**0.74**
Other Financial Liabilities	**80.03**	**2.26**	**–**	**–**	**82.29**
Total	**80.77**	**2.26**	**–**	**375.00**	**458.03**
As at 31 March 2025					
Non-derivative financial liabilities					
Borrowings	–	–	–	–	–
Trade Payables	0.45	–	–	–	0.45
Total	0.45	–	–	–	0.45

(iii) Maturities of financial assets

The Company has insignificant financial assets with contractual maturity.

INR (₹) Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial assets					
Other financial assets	**0.01**	**66.05**	**–**	**–**	**66.06**
Cash and Cash Equivalent	**81.20**	**–**	**–**	**–**	**81.20**
Total	**81.21**	**66.05**	**–**	**–**	**147.26**
As at 31 March 2025					
Non-derivative financial assets					
Cash and Cash Equivalent	17.99	–	–	–	17.99
Total	17.99	–	–	–	17.99

The amounts included above for variable interest rate instruments for both non-derivative financial assets and liabilities is subject to change if changes in variable interest rates differ to those estimates of interest rates determined at the end of the reporting period.

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

The company is not exposed to interest risk as this borrowings are at fixed rate.

Note 21 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note 22 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the year ending 31 March 2026.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note 23 - Disclosure pursuant to Ind AS 116

A) Below are the carrying amount of lease liabilities and the movement during the year:

Particulars	As at 31 March 2026	INR (₹) Lakhs As at 31 March 2025
Opening	**–**	–
Additions	**1,698.74**	–
Accretion of interest	**16.43**	–
Payments	**(319.30)**	–
Closing	**1,395.87**	–

B) Below is the breakup of Current and Non current lease liabilities:

Particulars	As at 31 March 2026	INR (₹) Lakhs As at 31 March 2025
Current lease liabilities	**169.26**	–
Non current lease liabilities	**1,226.61**	–
Total	**1,395.87**	–

C) Details of amount recognised in profit and loss:

Amounts recognised in profit and loss	As at 31 March 2026	INR (₹) Lakhs As at 31 March 2025
Amortisation expense on right-of-use assets	**–**	–
Interest expense on lease liabilities	**–**	–
Total	**–**	–

D) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

Maturity Analysis	As at 31 March 2026	INR (₹) Lakhs As at 31 March 2025
Less than 1 year	**169.26**	–
1 year - 3 years	**375.11**	–
3 years - 5 years	**385.67**	–
5 years and above	**465.82**	–

E) The total cash outflow for leases during the year amount to INR 385.34 lakhs (31 March 2025: Nil)

Note 24 - Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	0.26	34.59	-99%	The decrease is primarily attributable to an increase in creditors for capital goods and services, and the recognition of lease liabilities.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	24.60	NA	NA	NA
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	NA	NA	NA	NA
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	(0.14)	(0.29)	-53%	The decrease in Loss After Tax is primarily attributable to lesser professional fees expenses incurred during the year.
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	(0.01)	(0.14)	-96%	The decrease in Loss before Tax is primarily attributable to lesser professional fees expenses incurred during the year.
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 25 - Related Party Transactions

Relationships:	**Name:**
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Holding Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited Gelos Solren Private Limited Hazel Hybren Private Limited Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited) Jade Hybren Private Limited Kyros Hybren Private Limited Layer Hybren Private Limited Martial Solren Private Limited Migos Hybren Private Limited Neon Hybren Private Limited Orion Hybren Private Limited Rhyme Hybren Private Limited Quest Hybren Private Limited Steer Hybren Private Limited Target Hybren Private Limited Ultrogen Hybren Private Limited Velos Hybren Private Limited
Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors** Rakesh Khaitan Sriram Ramachandran Joseph Rao (appointed w.e.f. 2 April, 2025) Anita Halbe (ceased w.e.f. close of business hours on 1 April, 2025)

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	**For the period ended**	**Amount**	**Related Party**
Equity Share Capital Subscription	31 March 2026	–	Holding Company
	31 March 2025	20.00	
Receiving of Service	31 March 2026	–	Ultimate Joint Venturer
	31 March 2025	0.88	
Subordinated debt received	31 March 2026	375.00	Holding Company
	31 March 2025	–	
Interest received	31 March 2026	2.51	Holding Company
	31 March 2025	–	

Nature of Balances with Related Parties	**For the period/year ended**	**Amount**	**Related Party**
Subordinated Debt Outstanding	31 March 2026	375.00	Holding Company
	31 March 2025	–	
Interest on Subordinated Debt Outstanding	31 March 2026	2.26	Holding Company
	31 March 2025	–	

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No 26 : Current Tax and Deferred Tax

1. Current tax expenses (provision for tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.
2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No 27 : Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

Note No. 28 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the period.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the period on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 29

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 30

The amount has been rounded off to the nearest INR (₹) in lakhs.

Note No. 31

The financial statements have been approved for issue by Company's Board of Directors on 13 April, 2026.

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner (Membership No.104656)

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director (DIN: 09671089)

Sriram Ramachandran
Director (DIN: 07319032)

Place: Mumbai
Date: 13 April 2026

INDEPENDENT AUDITORS' REPORT

To the members of Quest Hybren Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **Quest Hybren Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in

(i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other Legal and Regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

(g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656QFJXMD9559

Place: Mumbai
Date: April 13, 2026

Annexure A to the Independent Auditors' Report

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Quest Hybren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656QFJXMD9559

Place: Mumbai
Date: April 13, 2026

Annexure B to the Independent Auditors' Report

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company does not have property, plant and equipment and intangible asset. Accordingly, the reporting under Clauses 3(i)(a) to 3(i)(d) of the Order is not applicable to the Company.

   (b) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted/ accrued in the books of account in respect of Goods and Services Tax and Income-tax have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, no funds have been raised on short term basis during the year.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures

(fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

    (d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 2.25 lakhs during the current financial year and Rs. 2.53 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656QFJXMD9559

Place: Mumbai
Date: April 13, 2026

Balance Sheet as at 31 March 2026

CIN : U35106MH2024PTC424605

(All amounts are in INR lakhs, unless otherwise stated)

	Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I	**ASSETS**			
	1 NON-CURRENT ASSETS			
	(a) Capital Work-in-Progress	3	**269.77**	–
	(b) Right-of-use Assets	4	**1,396.71**	–
	(c) Other Non-Current Assets	5	**103.29**	–
	TOTAL NON-CURRENT ASSETS		**1,769.77**	–
	2 CURRENT ASSETS			
	(a) Financial Assets			
	(i) Cash and Cash Equivalents	6	**104.86**	17.99
	(ii) Other Financial Assets	7	**0.11**	–
	(b) Current Tax Assets (Net)	8	**0.00**	–
	TOTAL CURRENT ASSETS		**104.97**	17.99
	TOTAL ASSETS		**1,874.74**	17.99
II	**EQUITY AND LIABILITIES**			
	1 EQUITY			
	(a) Equity Share Capital	9	**20.00**	20.00
	(b) Other Equity	10	**(4.78)**	(2.53)
	TOTAL EQUITY		**15.22**	17.47
	2 NON-CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Borrowings	11	**635.00**	–
	(ii) Lease Liabilities	12	**931.26**	–
	(iii) Other financial liabilties	14	**4.33**	–
	TOTAL NON-CURRENT LIABILITIES		**1,570.59**	–
	3 CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Lease Liabilities	12	**138.17**	–
	(ii) Trade Payables	13		
	- Total Outstanding Dues of Micro Enterprises and Small Enterprises;		**–**	–
	- Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		**0.74**	0.45
	(iii) Other financial liabilities	14	**85.56**	–
	(b) Other Current Liabilities	15	**64.46**	0.07
	TOTAL CURRENT LIABILITIES		**288.93**	0.52
	TOTAL LIABILITIES		**1,859.52**	**0.52**
	TOTAL EQUITY AND LIABILITIES		**1,874.74**	17.99

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

Statement of Profit and Loss for the year ended 31 March 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
I Revenue from operations		**–**	–
II Other income	16	**–**	–
Total income		**–**	–
III Expenses			
(a) Finance costs	17	**–**	–
(b) Depreciation	18	**–**	–
(c) Other expenses	19	**2.25**	2.53
Total expenses		**2.25**	2.53
IV Loss Before Tax (I+II-III)		**(2.25)**	(2.53)
V Tax expense			
(a) Current tax		**–**	–
(b) Deferred tax		**–**	–
Total tax expense		**–**	–
VI Loss after tax for the year/period (IV-V)		**(2.25)**	(2.53)
VII Other comprehensive income			
A (i) Items that will not be reclassified to profit or loss		**–**	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
B (i) Items that may be reclassified to profit or loss		**–**	–
(ii) Income tax on items that may be reclassified to profit or loss		**–**	–
VIII Total Comprehensive Income for the year/period		**(2.25)**	(2.53)
IX Earnings per equity share (Face value of Share Rs. 10 each)			
(a) Basic (in Rupees)	20	**(1.12)**	(1.27)*
(b) Diluted (in Rupees)	20	**(1.12)**	(1.27)*

** not annualised*

The accompanying Notes are an integral part of the financial statements

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In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
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Place: Mumbai
Date: 13 April 2026

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Saurabh Mehta
Director
DIN: 10855394

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

Statement of Cash Flows for the year ended 31 March 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Cash flows from operating activities		
Loss before tax	(2.25)	(2.53)
Operating loss before working capital changes	**(2.25)**	(2.53)
Movements in working capital:		
(Increase) in other financial assets	(0.11)	–
Increase in financial liabilities	4.33	–
Increase in trade and other payables	0.29	0.45
Increase in other liabilities	64.39	0.07
Cash (used in) operations	**66.64**	(2.01)
Income taxes paid	**(0.00)**	–
Net cash generated from (used in) operating activities (A)	**66.64**	(2.01)
Cash flows from investing activities	–	–
Purchase of property, plant and equipments (including capital work in-progress and capital advances)	(165.94)	–
Net cash (used in)/generated from investing activities (B)	(165.94)	–
Cash flows from financing activities		
Proceeds from issue of equity shares of the Company	–	20.00
Proceeds from borrowings from Related Party	635.00	–
Repayment of borrowings	–	–
Payment of lease liability	(448.82)	–
Net cash generated from financing activities (C)	**186.18**	20.00
Net increase in cash and cash equivalents (A+B+C)	86.87	17.99
Cash and cash equivalents at the beginning of the reporting year/period	17.99	–
Cash and cash equivalents at the end of the reporting year/period	**104.86**	17.99

Note:

1. The above Statement of Cash Flows has been prepared under the “Indirect Method” as set out in Indian Accounting Standard-7, “Statement of Cash Flows”.

2. Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cashflows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

Reconciliation of movement of liabilities to cash flow arising from financial liabilities

Particulars	Lease arrangement	Finance cost accrued	Borrowings
Balance as on 03 May 2024	–	–	–
Changes from financing cash flows			
Borrowing from related party	–	–	–
Payment of lease liability	–	–	–
Total changes from financing cash flows	–	–	–
Other changes			
Liability-related			
New leases	–	–	–
Interest expense	–	–	–
Tax deducted at source	–	–	–

Statement of Cash Flows for the year ended 31 March 2026

(All amounts are in INR lakhs, unless otherwise stated)

Interest paid	–	–	–
Gain on termination on lease arrangement			
Balance as on 31 March 2025	–	–	–
Balance as on 01 April 2025	–	–	–
Changes from financing cash flows			
Borrowing from related party	–	–	635.00
Payment of lease liability	(345.54)	–	–
Total changes from financing cash flows	**(345.54)**	**–**	**635.00**
Other changes			
Liability-related			
New leases	1,401.71	–	–
Interest expense	13.25	4.81	–
Tax deducted at source	–	(0.48)	–
Interest paid	–	–	–
Gain on termination on lease arrangement			
Balance as on 31 March 2026	**1,069.42**	**4.33**	**635.00**

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

Statement of Changes in Equity for the year ended 31 March 2026

(All amounts are in INR lakhs, unless otherwise stated)

A. Equity Share Capital

As on 31 March 2026

Balance at the beginning of the current reporting period	Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
20.00	–	20.00

As on 31 March 2025

Balance at the beginning of the current reporting period	Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
–	20.00	20.00

B. Other equity

As at 31 March 2026

Particulars	Retained earnings	Total
Balance at the beginning of the current reporting year	(2.53)	(2.53)
Total comprehensive income for the current reporting year	(2.25)	(2.25)
Balance at the end of the current reporting year	**(4.78)**	**(4.78)**

As at 31 March 2025

Particulars	Retained earnings	Total
Balance at the beginning of the current reporting period	–	–
Total Comprehensive Income for the current reporting period	(2.53)	(2.53)
Balance at the end of the current reporting period	**(2.53)**	**(2.53)**

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

Notes to the financial statements for the year ended 31 March 2026

1. Nature of Operations

Quest Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN-U35106MH2024PTC424605 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 13 April 2026.

2A. Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2B. Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation and presentation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- ► it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- ► it is expected to be realized within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- ► it is expected to be settled in the Company's normal operating cycle; or
- ► it is due to be settled within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses

its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/ period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- ► the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- ► the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognized when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does

not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows 'simplified approach' for recognition of impairment loss allowance on Trade Receivable The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

Notes to the financial statements for the year ended 31 March 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note 3- Capital Work-In-Progress

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the period/year	–	–
Additions during the reporting period/year	269.77	–
Transfer to Plant, Property and Equipment	–	–
Balance at the end of the period/year	**269.77**	**–**

Ageing of capital work in progress
As at 31 March 2026

	Amount in Capital work-in-progress for a period of				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	269.77	–	–	–	269.77
Total	**269.77**	**–**	**–**	**–**	**269.77**

As at 31 March 2025

	Amount in Capital work-in-progress for a period of				
Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in Progress	–	–	–	–	–
Total	**–**	**–**	**–**	**–**	**–**

Notes:
1) There has been no over due in completion of capital work in progess or capital work in progress cost does not exceed as compared to its original plan during the reporting year.
2) There has been no temporary suspension of any activity during the reporting year.

Note No. 4 - Right of Use (ROU) - Land

Description of Assets		Land
I.	**Gross Carrying Amount**	
	Balance as at 1 April 2025	–
	Additions during the year	1,401.71
Balance as at 31 March 2026		**1,401.71**
II.	**Accumulated amortisation**	
	Balance as at 1 April 2025	**–**
	Amortisation for the year*	**5.00**
Balance as at 31 March 2026		**5.00**
III.	**Net carrying amount (I-II)**	**1,396.71**

*Capitalised during the year relating to capital projects in progress.

Note No. 5 - Other Non - Current Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Capital advances	**103.29**	–
Total	**103.29**	–

Note No. 6 - Cash and Cash Equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Balances with banks:		
On current accounts	5.86	17.99
Fixed deposit with original maturity less than or equal to 3 months	99.00	–
Total	**104.86**	17.99

Note No. 7 - Other Current Financial Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Financial assets at amortised cost		
Interest Accrued on Fixed Deposit	**0.11**	–
Total	**0.11**	–

Note No. 8- Current Tax Assets (Net)

Particulars	As at 31 March 2026	As at 31 March 2025
Current tax assets (net of provision for taxation)*	**0.00**	–
Total	**0.00**	–

* (The amount appearing as 0.00 represents Rs. 288. Upon conversion into lakhs, the amount has been rounded off and accordingly appears as 0.00.)

Note No. 9 - Equity Share Capital

	As at 31 March 2026		As at 31 March 2025	
Particulars	No. of shares	Value of shares	No. of shares	Value of shares
Authorised:				
Equity shares of Rs. 10 each with voting rights	**2,00,000**	**20.00**	2,00,000	20.00
Issued, subscribed and fully paid up:				
Equity shares of Rs. 10 each with voting rights	**2,00,000**	**20.00**	2,00,000	20.00
Total	**2,00,000**	**20.00**	2,00,000	20.00

Notes:-
(i) The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share.
The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the annual general meeting.
(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.
(iii) This includes 6 equity shares held as nominee by an individual on behalf of Mahindra Susten Private Limited.

Notes to the Financial Statements for the year ended 31 March 2026

(All amounts are in INR lakhs, unless otherwise stated)

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period.

INR (₹) Lakhs

Particulars	Opening Balance	Changes during the period	Closing Balance
Equity Shares with Voting rights			
For the period ended 31 March 2026			
No. of Shares	2,00,000	–	2,00,000
For the period ended 31 March 2025			
No. of Shares	2,00,000	–	2,00,000

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Equity shares with voting rights		
Mahindra Susten Private Limited	2,00,000	2,00,000

(iii) Details of shares held by each shareholder holding more than 5% shares:

INR (₹) Lakhs

Class of shares / Name of shareholder	As at 31 March 2026 Number of shares held	As at 31 March 2026 % holding in that class of shares	As at 31 March 2025 Number of shares held	As at 31 March 2025 % holding in that class of shares
Mahindra Susten Private Limited				
Equity shares of Rs. 10 each with voting rights	**200,000**	**100.00%**	200,000	100.00%

Shareholding of Promoters as under:
Shares held by promoters as at 31 March 2026

INR (₹) Lakhs

Promoter name	No. of Shares	%of total shares	% change during the period
Mahindra Susten Private Limited	**200,000**	**100.00%**	**0.00%**

Shares held by promoters as at 31 March 2025

INR (₹) Lakhs

Promoter name	No. of Shares	%of total shares	% change during the period
Mahindra Susten Private Limited	200,000	100.00%	100.00%

Note No. 10 - Other Equity

(i) Retained Earnings

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the period	(2.53)	–
Loss for the period	(2.23)	(2.53)
Balances as at end of the period	**(4.76)**	(2.53)

Note : Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 11 - Non-Current Borrowings

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured Borrowings		
Borrowings from Related Party (Refer note below)	**635.00**	–
Total Non-Current Borrowings	**635.00**	–

Note: The Company has availed an Subordinated debt from Mahindra Susten Private Limited (the Holding Company) aggregating amounting upto INR 635.00 lakhs (31 March 2025: NIL) at 11.50 % p.a. with a tenure of 20 years.

Note 12- Lease Liabilities

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
Lease Liability (Refer note 24)	**138.17**	**931.26**	–	–
Total Other Income	**138.17**	**931.26**	–	–

Note 13- Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured Borrowings		
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises;	**–**	**–**
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	**0.74**	0.45
Total	**0.74**	0.45

For amounts pertaining to related parties from above Trade Payables (Refer note 26)

As at 31 March 2026

INR (₹) Lakhs

Particulars	Outstanding for following periods from due date of payment: Unbilled dues	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	**–**	**–**	**–**	**–**	**–**	**–**
(ii) Others	**0.74**	**–**	**–**	**–**	**–**	**0.74**
(iii) Disputed dues – MSME	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed dues – Others	**–**	**–**	**–**	**–**	**–**	**–**
Total	**0.74**	**–**	**–**	**–**	**–**	**0.74**

Notes to the Financial Statements for the year ended 31 March 2026

(All amounts are in INR lakhs, unless otherwise stated)

As at 31 March 2025

INR (₹) Lakhs

Particulars	Outstanding for following periods from due date of payment					
	Unbilled dues	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME	–	–	–	–	–	–
(ii) Others	0.45	–	–	–	–	0.45
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	0.45	–	–	–	–	0.45

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

Particulars		**As at 31 March 2026**	As at 31 March 2025
a)	Principal amount remaining unpaid to any supplier as at the end of the period.	–	–
	Interest due thereon remaining unpaid to any supplier as at the end of the period.	–	–
b)	Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the period.	–	–
	Interest paid as per section 16 of the MSMED Act, 2006	–	–
	Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c)	Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under MSMED Act, 2006.	–	–
d)	The amount of interest accrued and remaining unpaid at the end of each accounting period,	–	–
e)	The amount of further interest remaining due and payable even in the succeeding period, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 14 - Other Financial Liabilities

Particulars	**As at 31 March 2026**	As at 31 March 2025
Creditors for capital goods	**85.56**	–
Interest accrued but not due on borrowings	**4.33**	–
Total	**89.89**	–

Note No. 15 - Other Current Liabilities

Particulars	**As at 31 March 2026**	As at 31 March 2025
Statutory Dues	**64.46**	0.07
Total	**64.46**	0.07

Note 16- Other Income

Particulars	**For the year ended 31 March 2026**	**For the period from 03 May 2024 to 31 March 2025**
Interest on Fixed deposit with banks	**0.13**	**–**
Less: Amounts adjsuted against cost of borrowings capitalised	**(0.13)**	**–**
Total Other Income	**–**	**–**

Note 17- Finance Cost

Particulars	**For the year ended 31 March 2026**	**For the period from 03 May 2024 to 31 March 2025**
Interest expense on		
- lease liabilities	**13.25**	**–**
- long term borrowings	**4.81**	**–**
Less: Amounts included in the cost of qualifying assets	**(18.06)**	**–**
Total Finance Cost	**–**	**–**

Note 18- Depreciation and Amortisation

Particulars	**For the year ended 31 March 2026**	**For the period from 03 May 2024 to 31 March 2025**
Amortisation of right-of-use assets (refer note 4)	**5.00**	**–**
Less : Amortisation cost on ROU capitalised during the year	**(5.00)**	**–**
Total	**–**	**–**

Notes to the Financial Statements for the year ended 31 March 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note 19- Other Expenses

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Auditors remuneration		
- Statutory Audit Fees	**0.59**	0.50
Rates and Taxes	**–**	–
Professional Fees	**1.59**	1.77
Miscellaneous Expenses	**0.07**	0.26
Total	**2.25**	2.53

Note 20- Earnings per Share

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	**(1.12)**	**(1.27)***
Diluted earnings per share having a face value of Rs. 10 each	**(1.12)**	**(1.27)***

**not annualised*

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

Particulars	For the year ended 31 March 2026	For the period from 03 May 2024 to 31 March 2025
Loss for the period attributable to owners of the Company	(2.25)	**(2.53)**
Weighted-average number of equity shares (basic)	2,00,000	2,00,000
Weighted-average number of equity shares (diluted)	2,00,000	2,00,000
Basic earnings per share having a face value of Rs. 10 each	(1.12)	(1.27)*
Diluted earnings per share having a face value of Rs. 10 each	(1.12)	(1.27)*
Total	**–**	–

**not annualised*

Note 21- Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Debt-to-equity ratio:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt (A) (Refer note)	**635.00**	**–**
Equity (B)	**15.22**	17.47
Debt Equity Ratio (A/B)	**41.72**	**–**

Note:

Debt includes Subordinated debt (SD) as described in Note no 11

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	**104.86**	**–**	**–**	**104.86**
Other Financial Assets	**0.11**	**–**	**–**	**0.11**
Non-current Liabilities				
Borrowings from related party	**635.00**	**–**	**–**	**635.00**
Current Liabilities				
Trade Payables	**0.74**	**–**	**–**	**0.74**
Other Financial Liabilities	**85.56**	**–**	**–**	**85.56**

As at 31 March 2025

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	17.99	–	–	17.99
Other Financial Assets	–	–	–	–
Non-current Liabilities				
Borrowings from related party	–	–	–	–
Current Liabilities				
Trade Payables	0.45	–	–	0.45
Other Financial Liabilities	–	–	–	–

** FVOCI: Fair Value Through Other Comprehensive Income/Expense

* FVTPL: Fair Value Through Profit and Loss

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the risk management committee annually.

Notes to the Financial Statements for the year ended 31 March 2026

(All amounts are in INR lakhs, unless otherwise stated)

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the company, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and longterm funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	Less than 1 year	1-3 years	3 years to 5 years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Trade Payables	0.74	–	–	–	0.74
Borrowings	–	–	–	635.00	635.00
Creditors for capital goods	85.56	–	–	–	85.56
Interest accrued but not due on borrowings	–	4.33	–	–	4.33
Total	**0.74**	–	–	–	**0.74**
As at 31 March 2025					
Non-derivative financial liabilities					
Trade Payables	0.45	–	–	–	0.45
Total	**0.45**	–	–	–	**0.45**

(iii) Maturities of financial assets

The Company has insignificant financial assets with contractual maturity.

Particulars	Less than 1 year	1-3 years	3 years to 5 years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Fixed interest rate instruments	104.86	–	–	–	104.86
Other financial Assets	0.11	–	–	–	0.11
Total	**104.86**	–	–	–	**104.86**
As at 31 March 2025					
Non-derivative financial liabilities					
Fixed interest rate instruments	17.99	–	–	–	17.99
Total	**17.99**	–	–	–	**17.99**

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

The company is not exposed to interest risk as this borrowings are at fixed rate.

Note 22- Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note 23- Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the year ending 31 March 2026.

Note 24- Disclosures pursuant to Ind AS 116

A) Below are the carrying amount of lease liabilities and the movement during the year

Particulars	As at 31 March 2026	As at 31 March 2025
Opening	**–**	**–**
Additions	**1,401.71**	**–**
Accretion of interest	**13.25**	**–**
Payments	**(345.54)**	**–**
Closing	**1,069.42**	**–**

B) Below is the breakup of Current and Non current lease liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	**138.17**	**–**
Non current lease liabilities	**931.25**	**–**
Total	**1,069.42**	**–**

C) Details of amount recognised in profit and loss:

Amounts recognised in profit and loss	As at 31 March 2026	As at 31 March 2025
Amortisation expense on right-of-use assets	**–**	**–**
Interest expense on lease liabilities	**–**	**–**
Total	**–**	**–**

D) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

Maturity Analysis	As at 31 March 2026	As at 31 March 2025
Less than 1 year	**138.17**	**–**
1 year - 3 years	**306.29**	**–**
3 years - 5 years	**315.04**	**–**
5 years and above	**309.93**	**–**

E) The total cash outflow for leases during the year amount to INR 345.54 lakhs (31 March 2025: NIL)

Notes to the Financial Statements for the year ended 31 March 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note 25 - Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason 1 Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	0.36	34.59	(99)%	The decrease is primarily attributable to an increase in creditors for capital goods and services, an increase in trade payables, and the recognition of lease liabilities.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	41.73	NA	NA	**NA**
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	NA	NA	NA	**NA**
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	(0.14)	(0.29)	-53%	The decrease in Loss After Tax is due to lesser professional fees expenses incurred during the year.
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	(0.00)	**(0.15)**	**(98)%**	The decrease in Loss before Tax is due to lesser professional fees expenses incurred during the year.
Return on Investment	Income from Investments	Average Investments	NA	**NA**	**NA**	NA

Note No. 26 - Related Party Transactions

Relationships:	Name:
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Parent Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited Gelos Solren Private Limited Hazel Hybren Private Limited Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited) Jade Hybren Private Limited Kyros Hybren Private Limited Layer Hybren Private Limited Martial Solren Private Limited Migos Hybren Private Limited Neon Hybren Private Limited Orion Hybren Private Limited Pulse Hybren Private Limited Rhyme Hybren Private Limited Steer Hybren Private Limited Target Hybren Private Limited Ultrogen Hybren Private Limited Velos Hybren Private Limited

Notes to the Financial Statements for the year ended 31 March 2026

(All amounts are in INR lakhs, unless otherwise stated)

Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors** Joseph J. Rao Sriram Ramachandran Saurabh Mehta (appointed w.e.f. 21 August, 2025) Rakesh Khaitan (ceased w.e.f. close of business hours on 21 August, 2025)

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	For the period/year ended	Amount	Related Party
Equity Share Capital Subscription	31 March 2026	–	Holding Company
	31 March 2025	20.00	
Availment of Service	31 March 2026	–	Holding Company
	31 March 2025	0.88	
Subordinated debt received	31 March 2026	635.00	Holding Company
	31 March 2025	–	
Interest on Subordinated debt	31 March 2026	4.81	Holding Company
	31 March 2025	–	

Nature of Balances with Related Parties	For the period/year ended	Amount	Related Party
Subordinated Debt Outstanding	31 March 2026	635.00	Holding Company
	31 March 2025	**–**	
Interest on Subordinated Debt Outstanding	31 March 2026	**4.33**	Holding Company
	31 March 2025	–	

Note No 27 : Current Tax and Deferred Tax

1. Current tax expenses (provision for tax) have not been recognised as there is no taxable profit to the company for the current year as per applicable Income tax laws.
2. Deferred tax asset has not been recognised since the company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No 28 : Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

Note No. 29 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the period.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
   (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or
   (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
   (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
   (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

Notes to the Financial Statements for the year ended 31 March 2026

(All amounts are in INR lakhs, unless otherwise stated)

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the period on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 30

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 31

The amount has been rounded off to the nearest INR (₹) in Lakhs.

Note No. 32

The financial statements have been approved for issue by Company's Board of Directors on 13 April, 2026.

The accompanying Notes are an integral part of the financial statements

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In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 13 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Sriram Ramachandran
Director
DIN: 07319032

Place: Mumbai
Date: 13 April 2026

INDEPENDENT AUDITORS' REPORT

To the members of Rhyme Hybren Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Rhyme Hybren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee

that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

(g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656RSUXSW4385

Place: Mumbai
Date: April 14, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Rhyme Hybren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656RSUXSW4385

Place: Mumbai
Date: April 14, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company does not have property, plant and equipment and intangible asset. Accordingly, the reporting under Clauses 3(i)(a) to 3(i)(d) of the Order is not applicable to the Company.

   (b) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Income-tax have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) According to the information and explanations given to us, the Company has not obtained any term loan during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long-term purposes as at the Balance Sheet date.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has not entered into transaction with related parties during the year. Accordingly, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

    (d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 0.91 lakhs during the current financial year and Rs. 1.14 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656RSUXSW4385

Place: Mumbai
Date: April 14, 2026

BALANCE SHEET AS ON 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

CIN : U35106MH2025PTC436396

	Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I	**ASSETS**			
	1 NON- CURRENT ASSETS			
	(a) Capital work-in-progress	3	**4.72**	–
	TOTAL NON- CURRENT ASSETS		**4.72**	–
	1 CURRENT ASSETS			
	(a) Financial assets			
	(i) Cash and cash equivalents	4	**8.97**	14.42
	TOTAL CURRENT ASSETS		**8.97**	14.42
	TOTAL ASSETS		**13.69**	14.42
II	**EQUITY AND LIABILITIES**			
	1 EQUITY			
	(a) Equity share capital	5	**15.00**	15.00
	(b) Other equity	5A	**(2.05)**	(1.14)
	SUB-TOTAL		**12.95**	13.86
	2 CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Trade Payables	6		
	- Dues to Micro & Small enterprises		**–**	–
	- Dues to creditors other than Micro & Small enterprises		**0.68**	0.50
	(b) Other current liabilities	7	**0.06**	0.06
	TOTAL LIABILITIES		**0.74**	0.56
	TOTAL EQUITY AND LIABILITIES		**13.69**	14.42

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date : 14-04-2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN : 10855394

Pramod P. Kalyanshetti
Director
DIN : 10855393

Place : Mumbai
Date : 14-04-2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Particulars			Note No.	For the year ended 31 March 2026	For the Period from 13 February 2024 to 31 March 2025
I	Revenue from operations			**–**	–
II	Other income		8	**0.33**	–
	Total income			**0.33**	–
II	**Expenses**				
	(a) Finance costs			**–**	–
	(b) Other expenses		9	**1.24**	1.14
	Total expenses			**1.24**	1.14
III	**Loss before tax (I-II)**			**(0.91)**	(1.14)
IV	**Tax expense**				
	(a) Current tax			**–**	–
	(b) Deferred tax			**–**	–
	Total tax expense			**–**	–
V	**Loss after tax (III-IV)**			**(0.91)**	(1.14)
VI	**Other comprehensive income**				
	A (i)	Items that will not be reclassified to profit or loss		**–**	–
	(ii)	Income tax relating to items that will not be reclassified to profit or loss		**–**	–
	(i)	Items that may be reclassified to profit or loss		**–**	–
	(ii)	Income tax on items that may be reclassified to profit or loss		**–**	–
VII	**Total comprehensive income for the period/year**			**(0.91)**	(1.14)
VIII	**Earnings per equity share (Face value of Share Rs.10 each)**		10		
	(a) Basic (in Rupees)			**(0.61)**	(0.76)*
	(b) Diluted (in Rupees)			**(0.61)**	(0.76)*

*not annualised

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date : 14-04-2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN : 10855394

Pramod P. Kalyanshetti
Director
DIN : 10855393

Place : Mumbai
Date : 14-04-2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

Particulars	For the year ended 31 March 2026	For the Period from 13 February 2024 to 31 March 2025
Cash Flows from operating activities		
Loss before tax	(0.91)	(1.14)
Adjustments for:		
Interest income	(0.33)	–
Operating profit before working capital changes	**(1.24)**	(1.14)
Movements in working capital:		
Note:- (Increase)/decrease in other financial assets	–	–
Increase/(decrease) in trade payables	0.18	0.50
Increase/(decrease) in other liabilities	(0.00)	0.06
Cash generated from operations	**0.18**	0.56
Income taxes paid	–	–
Net cash generated from operating activities (A)	**(1.06)**	(0.58)
Cash Flows from investing activites		
Payments for purchase of property, plant and equipment (including capital advances)	(4.72)	–
Interest received	0.33	–
Net cash used in investing activities (B)	(4.39)	–
Cash Flows from financing activities		
Proceeds from issue of equity shares	–	15.00
Net cash used in financing activities	–	15.00
Net increase/(decrease) in cash and cash equivalents	(5.45)	14.42
Cash and cash equivalents at the beginning of the reporting period/year	14.42	–
Cash and cash equivalents at the end of the reporting period/year	**8.97**	14.42

The accompanying notes are an integral part of the financial statements

Note:

The above Statement of Cash Flows has been prepared under the “Indirect Method” as set out in Indian Accounting Standard-7, “Statement of Cash Flows”.

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date : 14-04-2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN : 10855394

Pramod P. Kalyanshetti
Director
DIN : 10855393

Place : Mumbai
Date : 14-04-2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

A. Equity share capital

As on 31 March 2026

Balance at the beginning of the current reporting period	Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
15.00	–	15.00

B. Other equity

As on 31 March 2026

	Reserves and surplus			
For the period ended 31 March 2026	**Securities premium**	**Capital reserve**	**Retained earnings**	**Total**
Balance at the beginning of the current reporting period	–	–	(1.14)	(1.14)
Total comprehensive income for the current reporting period	–	–	(0.91)	(0.91)
Balance at the end of the current reporting period	**–**	**–**	**(2.05)**	**(2.05)**

A. Equity share capital

As on 31 March 2025

Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
15.00	15.00

B. Other equity

As on 31 March 2025

	Reserves and surplus			
For the period ended 31 March 2025	**Securities premium**	**Capital reserve**	**Retained earnings**	**Total**
Total comprehensive income for the current reporting period	–	–	(1.14)	(1.14)
Balance at the end of the current reporting period	**–**	**–**	**(1.14)**	**(1.14)**

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date : 14-04-2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN : 10855394

Pramod P. Kalyanshetti
Director
DIN : 10855393

Place : Mumbai
Date : 14-04-2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Rhyme Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN- U35106MH2024PTC436396 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 14 April 2026.

2. (A) Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2. (B) Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation and presentation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- ► it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- ► it is expected to be realized within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- ► it is expected to be settled in the Company's normal operating cycle; or
- ► it is due to be settled within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ► In the principal market for the asset or liability, or
- ► In the absence of a principal market, in the most advantageous market for the asset or liability
- ► The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- ► the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- ► the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Note No. 3 - Capital Work-in-Progress

Particulars	As at 31 March 2026	As at 31 March 2025
Opening Balance	**–**	–
Additions during the period/year	**4.72**	–
Transfer to Property, Plant and Equipment	**–**	–
Total	**4.72**	–

Ageing Schedule of Capital Work-in-Progress

Particulars	Amount in Capital work-in-progress for a period ended 31 March 2026				
As at 31 Mar 2026	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in Progress	4.72	**–**	–	–	4.72
Total	**4.72**	**–**	**–**	**–**	**4.72**

Note No. 4 - Cash and Cash Equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Cash and cash equivalents		
Balances with banks	8.97	14.42
Total	**8.97**	**14.42**

Note No. 5 - Equity Share Capital

	As at 31 March 2026		As at 31 March 2025	
Particulars	**No. of shares**	**Value of shares**	**No. of shares**	**Value of shares**
Authorised:				
Equity shares of Rs. 10 each with voting rights	**1,50,000**	**15.00**	1,50,000	15.00
Issued, subscribed and fully paid up:				
Equity shares of Rs. 10 each with voting rights	**1,50,000**	**15.00**	1,50,000	15.00
Total	**1,50,000**	**15.00**	**1,50,000**	**15.00**

Note:-

(i) The Company has only one class of equity shares having a par value of Rs 10 each. Each holder of equity shares is entitled to one vote per share.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares held as nominee by an individual on behalf of the Mahindra Susten Private Limited."

(ii) Reconciliation of the number of shares outstanding at the beginning and at the end of the period/year

Particulars	Opening Balance	Changes during the period	Closing Balance
Equity Shares with Voting rights			
For the year ended 31 March 2026			
No. of Shares	**1,50,000**	**–**	**1,50,000**
For the period ended 31 March 2025			
No. of Shares	–	1,50,000	1,50,000

(iii) Details of shares held by the Holding Company:

Particulars	As at 31 March 2026	As at 31 March 2025
Equity Shares with Voting rights		
Mahindra Susten Private Limited	**1,50,000**	1,50,000

(iv) Details of shares held by each shareholder holding more than 5% shares:

	As at 31 March 2026		As at 31 March 2025	
Class of shares / Name of shareholder	**Number of shares held**	**% holding in that class of shares**	**Number of shares held**	**% holding in that class of shares**
Equity shares with voting rights				
Mahindra Susten Private Limited	**1,50,000**	**100.00%**	1,50,000	100.00%

Shareholding of Promoters as under:

Shares held by promoters as at 31 March 2026

Promoter name	No. of Shares	%of total shares
Mahindra Susten Private Limited	**1,50,000**	**100.00%**

Shares held by promoters as at 31 March 2025

Promoter name	No. of Shares	%of total shares
Mahindra Susten Private Limited	1,50,000	100.00%

Note No. 5 A- Other Equity

(ii) Retained Earnings

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the period/year	**(1.14)**	–
Profit/loss for the period/year	**(0.91)**	(1.14)
Balances as at end of the period/year	**(2.05)**	(1.14)

Note :
Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 6 - Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Micro and Small enterprises	–	–
(b) Other than Micro and Small enterprises	0.68	0.50
Total	**0.68**	**0.50**

	Outstanding as at 31 March 2026				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(a) Micro and Small enterprises	–	–	–	–	–
(b) Other than Micro and Small enterprises	0.68	–	–	–	0.68
	0.68	–	–	–	0.68

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

	Outstanding as at 31 March 2025				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(a) Micro and Small enterprises	–	–	–	–	–
(b) Other than Micro and Small enterprises	0.50	–	–	–	0.50
Total	0.50	–	–	–	**0.50**

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
a) Principal amount remaining unpaid to any supplier as at the end of the year.	–	–
Interest due thereon remaining unpaid to any supplier as at the end of the year.	–	–
b) Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year.	–	–
Interest paid as per section 16 of the MSMED Act, 2006	–	–
Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c) Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	–	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting year,	–	–
e) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 7 - Other Current Liabilities

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
Statutory Dues	**0.06**	0.06
Total	**0.06**	0.06

Note No. 8 Other Income

Particulars	**Year ended 31 March 2026**	**For the Period from 13 February 2024 to 31 March 2025**
(a) Interest on Fixed deposits	**0.33**	–
Total	**0.33**	**–**

Note No. 9 - Other Expenses

Particulars	**For the year ended 31 March 2026**	**For the year ended 31 March 2025**
(a) Statutory audit fees	**0.59**	0.50
(b) Legal and professional fees	**0.58**	0.23
(c) Miscellaneous expenses	**0.07**	0.41
Total	**1.24**	1.14

Note No. 10 - Earnings per Share

Particulars	**For the year ended 31 March 2026**	**For the Period from 13 February 2024 to 31 March 2025**
Basic earnings per share having a face value of Rs. 10 each	**(0.61)**	(0.76)*
Diluted earnings per share having a face value of Rs. 10 each	**(0.61)**	(0.76)*

*not annualised

Basic earnings per share

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

Particulars	**For the year ended 31 March 2026**	**For the Period from 13 February 2024 to 31 March 2025**
Loss for the period attributable to owners of the Company	**(0.91)**	(1.14)
Weighted-average number of equity shares (basic)	**150,000**	150,000
Weighted-average number of equity shares (diluted)	**150,000**	150,000
Basic earnings per share having a face value of Rs. 10 each	**(0.61)**	(0.76)*
Diluted earnings per share having a face value of Rs. 10 each	**(0.61)**	(0.76)*

*not annualised

Note 11- Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Debt-to-equity ratio:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt (A)	**–**	–
Equity (B)	**12.95**	13.86
Debt Equity Ratio (A/B)	**–**	–

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	8.97	–	–	**8.97**
Current Liabilities				
Trade Payables	0.68	–	–	**0.68**
Other Financial Liabilities	0.06	–	–	**0.06**

As at 31 March 2025

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	14.42	–	–	**14.42**
Current Liabilities				
Trade Payables	0.50	–	–	**0.50**
Other Financial Liabilities	0.06	–	–	**0.06**

****FVOCI: Fair Value Through Other Comprehensive Income**
*** FVTPL: Fair Value Through Profit and Loss**

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Trade Payables	0.68	–	–	–	**0.68**
Total	**0.68**	**–**	**–**	**–**	**0.68**
As at 31 March 2025					
Non-derivative financial liabilities					
Trade Payables	0.50	–	–	–	**0.50**
Total	**0.50**	**–**	**–**	**–**	**0.50**

(iii) Maturity of Financial assets

The Company does not have any financial asset with contractual maturity as at 31 March 2026 and as at 31 March 2025.

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

The Company is not exposed to interest risk as there are no borrowings.

Note 12 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note 13 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the year ending 31 March 2026.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Note 14 - Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	12.11	25.68	-53%	Reduction in cash due to payment of expenditure towards Consultancy/ Professional fees & CWIP Expense.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	NA	NA	NA	NA
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	NA	NA	NA	NA
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	NA	NA	NA	NA
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	(0.07)	(0.08)	(15%)	NA
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA

Note No. 15 - Related Party Transactions

Relationships:	Name:
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Holding Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited
	Gelos Solren Private Limited
	Hazel Hybren Private Limited
	Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited)
	Jade Hybren Private Limited
	Kyros Hybren Private Limited
	Layer Hybren Private Limited
	Martial Solren Private Limited
	Migos Hybren Private Limited
	Neon Hybren Private Limited
	Orion Hybren Private Limited
	Pulse Hybren Private Limited
	Quest Hybren Private Limited
	Steer Hybren Private Limited
	Target Hybren Private Limited
	Ultrogen Hybren Private Limited
	Velos Hybren Private Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Relationships:	Name:
Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors**
	Deven Maskara
	Pramod P. Kalyanshetti
	Saurabh Mehta

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	For the period ended	Amount	Related Party
Equity Share Capital Subscription	31 March 2026	–	Holding Company
	31 March 2025	15.00	

Note No 16 : Current Tax and Deferred Tax

1. Current tax expenses (provision for tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.

2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No 17 : Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

Note No. 18 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial period/year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period.

(h) The Company does not have any borrowings from bank and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Note No. 19

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

(ii) Maturities of financial liabilities
The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

The amount has been rounded off to the nearest INR (₹) in Lakhs.

Note No. 21

The financial statements have been approved for issue by Company's Board of Directors on 14 April, 2026.

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date : 14-04-2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN : 10855394

Pramod P. Kalyanshetti
Director
DIN : 10855393

Place : Mumbai
Date : 14-04-2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF STEER HYBREN PRIVATE LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Steer Hybren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(iv) The Company has not declared and/or paid any dividend during the year;

(v) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656TPWHKU3022

Place: Mumbai
Date: April 14, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Steer Hybren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656TPWHKU3022

Place: Mumbai
Date: April 14, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company does not have property, plant and equipment and intangible asset. Accordingly, the reporting under Clauses 3(i)(a) to 3(i)(d) of the Order is not applicable to the Company.

   (b) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Income-tax have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) According to the information and explanations given to us, the Company has not obtained any term loan during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long-term purposes as at the Balance Sheet date.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has not entered into transaction with related parties during the year. Accordingly, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

    (d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 0.92 lakhs during the current financial year and Rs. 1.29 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656TPWHKU3022

Place: Mumbai
Date: April 14, 2026

BALANCE SHEET AS AT 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

CIN : U35106MH2024PTC435741

INR (₹) Lakhs

	Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I	**ASSETS**			
	1 CURRENT ASSETS			
	(a) Financial Assets			
	(i) Cash and Cash Equivalents	3	**13.52**	14.26
	SUB-TOTAL		**13.52**	14.26
	TOTAL ASSETS		**13.52**	14.26
II	**EQUITY AND LIABILITIES**			
	1 EQUITY			
	(a) Equity share capital	4	**15.00**	15.00
	(b) Other equity	4A	**(2.21)**	(1.29)
	SUB-TOTAL		**12.79**	13.71
	2 CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Trade Payables	5		
	- Dues to Micro & Small enterprises		**–**	–
	- Dues to creditors other than Micro & Small enterprises		**0.67**	0.48
	(b) Other Current Liabilities	6	**0.06**	0.07
	TOTAL LIABILITIES		**0.73**	0.55
	TOTAL EQUITY AND LIABILITIES		**13.52**	14.26

The accompanying notes 1 to 17 are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 14 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date: 14 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

INR (₹) Lakhs

Particulars	Note No.	For the year ended 31 March 2026	For the Period from 29 November 2024 to 31 March 2025
I Revenue from operations		**–**	–
I Other income	7	**0.31**	–
Total income		**0.31**	–
II EXPENSES			
(a) Finance costs		**–**	–
(b) Other expenses	**8**	**1.23**	1.29
Total expenses		**1.23**	1.29
III PROFIT /(LOSS) BEFORE TAX (I-II)		**(0.92)**	(1.29)
IV Tax expense			
(a) Current tax		**–**	–
(b) Deferred tax		**–**	–
Total tax expense		**–**	–
V Loss after tax (III-IV)		**(0.92)**	(1.29)
VI Other comprehensive income			
A (I) Items that will not be reclassified to profit or loss		**–**	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
B (I) Items that may be reclassified to profit or loss		**–**	–
(ii) Income tax on items that may be reclassified to profit or loss		**–**	–
VII Total comprehensive income for the period/year		**(0.92)**	(1.29)
VIII Earnings per equity share (Face value of Share Rs.10 each)	9		
(a) Basic (in Rupees)		**(0.61)**	(0.86)*
(b) Diluted (in Rupees)		**(0.61)**	(0.86)*
** not annualised*			

The accompanying notes 1 to 17 are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 14 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date: 14 April 2026

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the Period from 29 November 2024 to 31 March 2025
Cash Flows from operating activities		
Loss before tax	**(0.92)**	(1.29)
Adjustments for:		
Interest income	**(0.31)**	–
Operating profit before working capital changes	**(1.23)**	(1.29)
Movements in working capital:		
(Increase)/decrease in other assets	**–**	–
Increase/(decrease) in trade and other payables	**0.19**	0.48
Increase/(decrease) in other liabilities	**(0.01)**	0.07
Cash generated from operations	**0.18**	0.55
Income taxes paid	**–**	–
Net cash used in operating activities (A)	**(1.05)**	(0.74)
Cash flows from investing activities		
Interest received	**0.31**	–
Net cash generated from investing activities (B)	**0.31**	–
Cash Flows from financing activities		
Proceeds from issue of equity shares	**–**	15.00
Net cash used in financing activities	**–**	15.00
Net increase/(decrease) in cash and cash equivalents	**(0.74)**	14.26
Cash and cash equivalents at the beginning of the reporting period/year	**14.26**	–
Cash and cash equivalents at the end of the reporting period/year	**13.52**	14.26

Note:
The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".

The accompanying notes 1 to 17 are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 14 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date: 14 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

A. Equity Share Capital

As on 31 March 2026

Balance at the beginning of the current reporting period	Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
15.00	–	15.00

B. Other Equity

As on 31 March 2026

	Reserves and surplus			INR (₹) Lakhs
Particulars	**Securities premium**	**Capital reserve**	**Retained earnings**	**Total**
Balance at the beginning of the current reporting period	–	–	(1.29)	(1.29)
Total Comprehensive Income for the current reporting period	–	–	(0.92)	(0.92)
Balance at the end of the current reporting period	–	–	**(2.21)**	**(2.21)**

A. Equity Share Capital

As on 31 March 2025

Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
15.00	15.00

B. Other Equity

	Reserves and surplus			INR (₹) Lakhs
For the period ended 31 March 2025	**Securities premium**	**Capital reserve**	**Retained earnings**	**Total**
Total Comprehensive Income for the current reporting period	-	-	(1.29)	(1.29)
Balance at the end of the current reporting period	-	-	**(1.29)**	**(1.29)**

The accompanying notes 1 to 17 are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 14 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date: 14 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Steer Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN-U35106MH2024PTC435741 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 14 April 2026.

2.(A) Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2.(B) Material Accounting Policy Information and Accounting Judgments and Estimates

A. **Basis of Preparation and presentation of Financial Statements**

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. **Use of estimates and judgments**

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. **Current and Non-current classification**

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- ► it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- ► it is expected to be realized within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- ► it is expected to be settled in the Company's normal operating cycle; or
- ► it is due to be settled within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

D. **Revenue Recognition**

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. **Leases:**

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent

that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. **Taxes on Income:**

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. **Provisions and Contingent Liabilities:**

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. **Financial Assets and Financial Liabilities**

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income' line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable

The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/ agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset’s carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. **Financial liabilities**

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. **Cash and Cash Equivalents**

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. **Earnings Per Share**

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. **Segment Reporting**

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. **Events after reporting date**

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. **Recent Accounting Pronouncements**

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Note No. 3 - Cash and Cash Equivalents

		INR (₹) Lakhs
Particulars	**As at 31 March 2026**	As at 31 March 2025
Cash and cash equivalent		
Balances with banks	**3.21**	14.26
Fixed deposits with maturity of less than 3 months	**10.31**	–
Total	**13.52**	14.26

Note No. 4 - Equity Share Capital

				INR (₹) Lakhs
	As at 31 March 2026		As at 31 March 2025	
Particulars	**No. of shares**	**Value of shares**	No. of shares	Value of shares
Authorised:				
Equity shares of Rs 10 each with voting rights	**1,50,000.00**	**15.00**	1,50,000.00	15.00
Issued, subscribed and fully paid up:				
Equity shares of Rs 10 each with voting rights	**1,50,000.00**	**15.00**	1,50,000.00	15.00
Total	**1,50,000.00**	**15.00**	1,50,000.00	15.00

Note:-

(i) The Company has only one class of equity shares having a par value of Rs 10 each. Each holder of equity shares is entitled to one vote per share.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares jointly held by Mahindra Susten Private Limited (Holding Company) and individuals.

(ii) Reconciliation of the number of shares outstanding at the beginning and at the end of the period/year

Particulars	**Opening Balance**	**Changes during the period**	**Closing Balance**
Equity Shares with Voting rights			
For the year ended 31 March 2026			
No. of Shares	**1,50,000**	**–**	**1,50,000**

Particulars	**Opening Balance**	**Changes during the period**	**Closing Balance**
Equity Shares with Voting rights			
For the year ended 31 March 2025			
No. of Shares	–	1,50,000	1,50,000

(iii) Details of shares held by the holding company:

Particulars	**No. of shares Equity shares with voting rights**
As on 31 March 2026	
Mahindra Susten Private Limited	**1,50,000**

Particulars	**No. of shares Equity shares with voting rights**
As on 31 March 2025	
Mahindra Susten Private Limited	1,50,000

(iv) Details of shares held by each shareholder holding more than 5% shares:

	As on 31 March 2026		As on 31 March 2025	
Class of shares / Name of shareholder	**Number of shares held**	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Susten Private Limited	**1,50,000**	**100.00%**	1,50,000	100.00%

Shareholding of Promoters as under:

Shares held by promoters as on as on 31 March 2026

Promoter name	**No. of Shares**	**% of total shares**
Mahindra Susten Private Limited	1,50,000	100.00%

Shares held by promoters as on as on 31 March 2025

Promoter name	**No. of Shares**	**% of total shares**
Mahindra Susten Private Limited	1,50,000	100.00%

Note No. 4A - Other Equity

(ii) Retained Earnings

		INR (₹) Lakhs
Particulars	**As at 31 March 2026**	As at 31 March 2025
Balances as at beginning of the period/year	**(1.29)**	–
Profit/loss for the period/year	**(0.92)**	(1.29)
Balances as at end of the period/year	**(2.21)**	(1.29)

Note : Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 5 - Trade Payables

		INR (₹) Lakhs
Particulars	**As at 31 March 2026**	As at 31 March 2025
Micro and Small enterprises		
(a) Micro and Small enterprises	**–**	–
(b) Other than Micro and Small enterprises	**0.67**	0.48
Total	**0.67**	0.48

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

INR (₹) Lakhs

Particulars	Outstanding as at 31 March 2026				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(a) Micro and Small enterprises	–	–	–	–	–
(b) Other than Micro and Small enterprises	0.67	–	–	–	0.67

INR (₹) Lakhs

Particulars	Outstanding as at 31 March 2025				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(a) Micro and Small enterprises	–	–	–	–	–
(b) Other than Micro and Small enterprises	0.48	–	–	–	0.48

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the company:

Particulars		As at 31 March 2026	As at 31 March 2025
a)	Principal amount remaining unpaid to any supplier as at the end of the period/year.	–	–
	Interest due thereon remaining unpaid to any supplier as at the end of the period/year.	–	–
b)	Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the period/year.	–	–
	Interest paid as per section 16 of the MSMED Act, 2006	–	–
	Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c)	Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under MSMED Act, 2006.	–	–
d)	The amount of interest accrued and remaining unpaid at the end of each accounting period/year.	–	–
e)	The amount of further interest remaining due and payable even in the succeeding period, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 6 - Other Current Liabilities

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory Dues	**0.06**	0.07
Total	**0.06**	0.07

Note No. 7 - Other Income

INR (₹) Lakhs

Particulars	Year ended 31 March 2026	For the period from 29 November 2024 to 31 March 2025
Interest On Fixed Deposit	**0.31**	–
Total	**0.31**	–

Note No. 8 - Other expenses

INR (₹) Lakhs

Particulars	Year ended 31 March 2026	For the period from 29 November 2024 to 31 March 2025
(a) Professional services	**0.59**	0.50
(b) Legal and Professional Fees	**0.57**	0.37
(c) Other Expenses	**0.07**	0.42
Total	**1.23**	1.29

Note No. 9 - Earnings per Share

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the Period from 29 November 2024 to 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	**(0.61)**	(0.86)*
Diluted earnings per share having a face value of Rs. 10 each	**(0.61)**	(0.86)*

**not annualised*

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the period from 29 November 2024 to 31 March 2025
Loss for the period/year attributable to owners of the Company	**(0.92)**	(1.29)
Weighted-average number of equity shares (basic)	**1,50,000**	1,50,000
Weighted-average number of equity shares (diluted)	**1,50,000**	1,50,000

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the period from 29 November 2024 to 31 March 2025
	INR (₹) Lakhs	
Basic earnings per share having a face value of Rs. 10 each	**(0.61)**	(0.86)*
Diluted earnings per share having a face value of Rs. 10 each	**(0.61)**	(0.86)*

**not annualised*

Note 10 - Financial Instruments

Capital management

'The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

'The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

'The Company is not subject to externally enforced capital regulation.

'Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Debt Equity Ratio:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt (A)	**–**	–
Equity (B)	**12.79**	13.71
Debt Equity Ratio (A/B)	**–**	–

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL	FVOCI	Total
			INR (₹) Lakhs	
Current Assets				
Cash and cash equivalents	13.52	–	–	**13.52**
Other Financial Assets	–	–	–	
Non-current Liabilities				
Borrowings from related party	–	–	–	**–**
Current Liabilities				
Trade Payables	0.67	–	–	**0.67**
Other Financial Liabilities	0.06	–	–	**0.06**

As at 31 March 2025

Particulars	Amortised Costs	FVTPL	FVOCI	Total
			INR (₹) Lakhs	
Current Assets				
'Trade Receivables	–	–	–	**–**
Cash and Cash Equivalents	14.26	–	–	**14.26**
Other Financial Assets	–	–	–	**–**
Non-current Liabilities				
Borrowings from related party	–	–	–	**–**
Current Liabilities				
Trade Payables	0.48	–	–	**0.48**
Other Financial Liabilities	0.07	–	–	**0.07**

** FVOCI: Fair Value Through Other Comprehensive Income/Expense
* FVTPL: Fair Value Through Profit and Loss

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

INR (₹) Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Trade Payables	0.67	–	–	–	**0.67**
Borrowings	–	–	–	–	**–**
Creditors for capital goods	–	–	–	–	**–**
Interest accrued but not due on borrowings	–	–	–	–	**–**
Total	0.67	–	–	–	**0.67**
As at 31 March 2025					
Non-derivative financial liabilities					
Trade Payables	0.48	–	–	–	**0.48**
Total	0.48	–	–	–	**0.48**

(iii) Maturities of financial assets

The Company does not have any financial asset with contractual maturity as at 31 March 2026 and as at 31 March 2025.

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

The Company is not exposed to interest risk as there are no borrowings.

Note 11 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note 12 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the year ending 31 March 2026.

Note 13 - Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	**18.52**	25.50	(27.37)%	Reduction in cash due to payment of expenditure towards Consultancy/ Professional fees.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	**NA**	NA	NA	NA
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	**NA**	NA	NA	NA
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	**NA**	NA	NA	NA
Inventory Turnover Ratio	Revenue from operations	Average Inventory	**NA**	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	**NA**	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	**NA**	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	**NA**	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	**NA**	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	**(0.07)**	(0.07)	1.59%	NA
Return on Investment	Income from Investments	Average Investments	**NA**	NA	NA	NA

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Note No. 14 - Related Party Transactions

Relationships:	Name:
Ultimate Joint Venture	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Parent Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited Gelos Solren Private Limited Hazel Hybren Private Limited Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited) Jade Hybren Private Limited Kyros Hybren Private Limited Layer Hybren Private Limited Martial Solren Private Limited Migos Hybren Private Limited Neon Hybren Private Limited Orion Hybren Private Limited Pulse Hybren Private Limited Quest Hybren Private Limited Rhyme Hybren Private Limited Target Hybren Private Limited Ultrogen Hybren Private Limited Velos Hybren Private Limited
Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors** Deepaksingh Thakur Pramod P. Kalyanshetti Saurabh Mehta

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	For the period ended	Amount	Party
Equity Share Capital Subscription	**31 March 2026**	–	Holding Company
	31 March 2025	15.00	

Note No. 15 – Current Tax and Deferred Tax

1. Current tax expenses (provision for tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.
2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No. 16 – Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

Note No. 17 – Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the period/year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
   (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or
   (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
   (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
   (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the period/year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 18

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 19

The amount has been rounded off to the nearest INR (₹) in Lakhs.

Note No. 20

The financial statements have been approved for issue by Company's Board of Directors on 14 April, 2026.

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 14 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date: 14 April 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF TARGET HYBREN PRIVATE LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Target Hybren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.
   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements

of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656XRZXNS9214

Place: Mumbai
Date: April 14, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **Target Hybren Private Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656XRZXNS9214

Place: Mumbai
Date: April 14, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company does not have property, plant and equipment and intangible asset. Accordingly, the reporting under Clauses 3(i)(a) to 3(i)(d) of the Order is not applicable to the Company.

   (b) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Income-tax have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the period in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the period. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) According to the information and explanations given to us, the Company has not obtained any term loan during the period. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long-term purposes as at the Balance Sheet date.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the period. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the period. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the period, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistle blower complaints were received by the Company during the period.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has not entered into transaction with related parties Accordingly, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the period and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi) (a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

    (d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 0.94 lakhs during the current financial year and Rs. 1.11 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the period. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial period. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656XRZXNS9214

Place: Mumbai
Date: April 14, 2026

BALANCE SHEET AS ON 31 MARCH 2026

CIN : U35106MH2025PTC436142

(All Amount are in INR lakhs, unless otherwise stated)

	Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I	**ASSETS**			
	1 CURRENT ASSETS			
	(a) Financial assets			
	(i) Cash and cash equivalents	3	**13.70**	14.46
	SUB-TOTAL		**13.70**	14.46
	TOTAL ASSETS		**13.70**	14.46
II	**EQUITY AND LIABILITIES**			
	1 EQUITY			
	(a) Equity share capital	4	**15.00**	15.00
	(b) Other equity	4A	**(2.05)**	(1.11)
	SUB-TOTAL		**12.95**	13.89
	2 CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Trade Payables	5		
	- Dues to Micro & Small enterprises		**–**	–
	- Dues to creditors other than Micro & Small enterprises		**0.69**	0.50
	(b) Other Current Liabilities	6	**0.06**	0.06
	TOTAL LIABILITIES		**0.75**	0.56
	TOTAL EQUITY AND LIABILITIES		**13.70**	14.46

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date : 14 April 2026

Saurabh Mehta
Director
DIN: 10855394

Place: Mumbai
Date : 14 April 2026

Pramod P. Kalyanshetti
Director
DIN: 10855393

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended 31 March 2026	For the Period from 6 January 2024 to 31 March 2025
I Revenue from operations		**–**	–
II Other income	7	**0.31**	–
Total income		**0.31**	–
II Expenses			
(a) Finance costs		**–**	–
(b) Other expenses	8	**1.25**	1.11
Total expenses		**1.25**	1.11
III Loss before tax (I-II)		**(0.94)**	(1.11)
IV Tax expense			
(a) Current tax		**–**	–
(b) Deferred tax		**–**	–
Total tax expense		**–**	–
V Loss after tax (III-IV)		**(0.94)**	(1.11)
VI Other comprehensive income		**–**	–
A (I) Items that will not be reclassified to profit or loss		**–**	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
B (I) Items that may be reclassified to profit or loss		**–**	–
(ii) Income tax on items that may be reclassified to profit or loss		**–**	–
VII Total comprehensive income for the period/year		**(0.94)**	(1.11)
VIII Earnings per equity share (Face value of Share Rs.10 each)	9		
(a) Basic (in Rupees)		**(0.63)**	(0.74)*
(b) Diluted (in Rupees)		**(0.63)**	(0.74)*
* not annualised			

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date : 14 April 2026

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date : 14 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the Period from 6 January 2024 to 31 March 2025
Cash Flows from operating activities		
Loss before tax	**(0.94)**	(1.11)
Adjustments for:		
Interest income	**(0.31)**	–
Operating profit before working capital changes	**(1.25)**	(1.11)
Movements in working capital:		
Increase/(decrease) in trade payables	**0.19**	0.50
Increase/(decrease) in other liabilities	**–**	0.06
Cash generated from operations	**0.19**	0.56
Income taxes paid	**–**	–
Net cash used in operating activities (A)	**(1.06)**	(0.54)
Cash Flows from investing activities		
Interest received	**0.31**	–
Net cash generated from investing activities (B)	**0.31**	–
Cash Flows from financing activities		
Proceeds from issue of equity shares	**–**	15.00
Net cash used in financing activities	**–**	15.00
Net increase/(decrease) in cash and cash equivalents	**(0.74)**	14.46
Cash and cash equivalents at the beginning of the reporting period/year	**14.46**	–
Cash and cash equivalents at the end of the reporting period/year	**13.70**	14.46

The accompanying notes are an integral part of the financial statements

Note:
The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date : 14 April 2026

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date : 14 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

A. Equity Share Capital

As on 31 March 2026

Balance at the beginning of the current reporting period	Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
15.00	–	15.00

B. Other equity

As on 31 March 2026

Particulars	Reserves and Surplus			
	Securities Premium	Capital Reserve	Retained Earnings	Total
Balance at the beginning of the current reporting period	-	-	(1.11)	(1.11)
Total comprehensive income for the current reporting period	-	-	(0.94)	(0.94)
Balance at the end of the current reporting period	**-**	**-**	**(2.05)**	**(2.05)**

A. Equity Share Capital

As on 31 March 2025

Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
15.00	15.00

B. Other equity

As on 31 March 2025

Particulars	Reserves and Surplus			
	Securities Premium	Capital Reserve	Retained Earnings	Total
Total comprehensive income for the current reporting period	–	–	(1.11)	(1.11)
Balance at the end of the current reporting period	**–**	**–**	**(1.11)**	**(1.11)**

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date : 14 April 2026

Saurabh Mehta
Director
DIN: 10855394

Place: Mumbai
Date : 14 April 2026

Pramod P. Kalyanshetti
Director
DIN: 10855393

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Target Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN-U35106MH2024PTC436142 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 14 April 2026.

2. (A) Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2 (B) Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation and presentation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- it is expected to be realized within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- it is expected to be settled in the Company's normal operating cycle; or
- it is due to be settled within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable

The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

Note No. 3 - Cash and cash equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Cash and cash equivalents		
Balances with banks	3.39	14.46
Fixed deposits with maturity of less than 3 months	10.31	-
Total	**13.70**	14.46

Note No. 4 - Equity Share Capital

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	Value of shares	No. of shares	Value of shares
Authorised:				
Equity shares of Rs 10 each with voting rights	**150,000**	**15.00**	150,000	15.00
Issued, subscribed and fully paid up:				
Equity shares of Rs 10 each with voting rights	**150,000**	**15.00**	150,000	15.00
Total	**150,000**	**15.00**	150,000	15.00

Note:-

(i) The Company has only one class of equity shares having a par value of Rs 10 each. Each holder of equity shares is entitled to one vote per share.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares jointly held by Mahindra Susten Private Limited (Holding Company) and individuals.

(ii) Reconciliation of the number of shares outstanding at the beginning and at the end of the period/year

Particulars	Opening Balance	Changes during the period	Closing Balance
Equity Shares with voting rights			
For the period ended 31 March 2026			
No. of Shares	1,50,000	–	1,50,000

Particulars	Opening Balance	Changes during the period	Closing Balance
Equity Shares with voting rights			
For the period ended 31 March 2025			
No. of Shares	–	1,50,000	1,50,000

(iii) Details of shares held by the Holding Company:

Particulars	No. of Shares Equity shares with voting rights
As on 31 March 2026	
Mahindra Susten Private Limited	1,50,000

Particulars	No. of Shares Equity shares with voting rights
As on 31 March 2025	
Mahindra Susten Private Limited	1,50,000

(iv) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As on 31 March 2026 Number of shares held	 % holding in that class of shares
Equity shares with voting rights		
Mahindra Susten Private Limited	1,50,000	100.00%

Class of shares / Name of shareholder	As on 31 March 2025 Number of shares held	 % holding in that class of shares
Equity shares with voting rights		
Mahindra Susten Private Limited	1,50,000	100.00%

Shareholding of Promoters as under:

Shares held by promoters as on as on 31 March 2026

Promoter name	No. of Shares	% of total shares
Mahindra Susten Private Limited	1,50,000	100.00%

Shares held by promoters as on as on 31 March 2025

Promoter name	No. of Shares	% of total shares
Mahindra Susten Private Limited	1,50,000	100.00%

Note No. 4 A- Other equity

(ii) Retained Earnings

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the period/year	**(1.11)**	–
Profit/loss for the period/year	**(0.94)**	(1.11)
Balances as at end of the period/year	**(2.05)**	(1.11)

Note : Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Note No. 5 - Trade payables

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Micro and Small enterprises	–	–
(b) Other than Micro and Small enterprises	0.69	0.50
Total	**0.50**	0.50

Outstanding as at 31 March 2026

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(a) Micro and Small enterprises	**–**	**–**	**–**	**–**	
(b) Other than Micro and Small enterprises	**0.69**	**–**	**–**	**–**	**0.69**

Outstanding as at 31 March 2025

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(a) Micro and Small enterprises	–	–	–	–	
(b) Other than Micro and Small enterprises	0.50	–	–	–	0.50

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).
This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

Particulars		As at 31 March 2026	As at 31 March 2025
a)	Principal amount remaining unpaid to any supplier as at the end of the period/year.	–	–
	Interest due thereon remaining unpaid to any supplier as at the end of the period/year.	–	–
b)	Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the period/year.	–	–
	Interest paid as per section 16 of the MSMED Act, 2006	–	–
	Payment other than Interest (as per section 16 of the MSMED Act, 2006)	–	–
c)	Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under MSMED Act, 2006.	–	–
d)	The amount of interest accrued and remaining unpaid at the end of each accounting period,	–	–
e)	The amount of further interest remaining due and payable even in the succeeding period, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 6 - Other current liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory dues	0.06	0.06
Total	**0.06**	0.06

Note no. 7 Other Income

Particulars	Year ended 31 March 2026	For the Period from 6 January 2024 to 31 March 2025
Interest On Fixed Deposit	**0.31**	–
Total	**0.31**	–

Note No. 8 - Other expenses

Particulars	For the year ended 31 March 2026	For the Period from 6 January 2024 to 31 March 2025
(a) Professional services	**0.59**	0.59
(b) Legal and professional fees	**0.63**	0.16
(c) Miscellaneous expenses	**0.03**	0.36
Total	**1.25**	1.11

Note No. 9 - Earnings per share

Particulars	For the year ended 31 March 2026	For the Period from 6 January 2024 to 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	**(0.63)**	(0.74)*
Diluted earnings per share having a face value of Rs. 10 each	**(0.63)**	(0.74)*

**not annualised*

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

Particulars	For the year ended 31 March 2026	For the Period from 6 January 2024 to 31 March 2025
Loss for the period attributable to owners of the Company	**(0.94)**	(1.11)
Weighted-average number of equity shares (basic)	**150,000**	150,000
Weighted-average number of equity shares (diluted)	**150,000**	150,000
Basic earnings per share having a face value of Rs. 10 each	**(0.63)**	(0.74)*
Diluted earnings per share having a face value of Rs. 10 each	**(0.63)**	(0.74)*

**not annualised*

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Note 10 - Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt (A)	–	–
Equity (B)	12.95	13.89
Debt Equity Ratio (A/B)	–	–

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	13.70	–	–	13.70
Other Financial Assets	–	–	–	
Non-current Liabilities				
Borrowings from related party	–	–	–	–
Current Liabilities				
Trade Payables	0.69	–	–	0.69
Other Financial Liabilities	0.06	–	–	0.06

As at 31 March 2025

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	14.46	–	–	14.46
Other Financial Assets	–	–	–	–
Non-current Liabilities				
Borrowings from related party	–	–	–	–
Current Liabilities				
Trade Payables	0.50	–	–	0.50
Other Financial Liabilities	0.06	–	–	0.06

** FVOCI: Fair Value Through Other Comprehensive Income/Expense

* FVTPL: Fair Value Through Profit and Loss

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	Less than 1 year	1-3 years	3 years to 5 years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Trade Payables	0.69	–	–	–	0.69
Borrowings	–	–	–	–	–
Creditors for capital goods	–	–	–	–	–
Interest accrued but not due on borrowings	–	–	–	–	–
Total	0.69	–	–	–	0.69
As at 31 March 2025					
Non-derivative financial liabilities					
Trade Payables	0.50	–	–	–	0.50
Total	0.50	–	–	–	0.50

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

(iii) Maturities of financial assets

The Company does not have any financial asset with contractual maturity as at 31 March 2026 and as at 31 March 2025.

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

The company is not exposed to interest risk as there are no borrowings.

Note 11 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note 12 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the year ending 31 March 2026.

Note 13- Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	18.37	25.76	(28.68%)	Reduction in cash due to payment of expenditure towards Consultancy/Professional fees.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	NA	NA	NA	NA
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	NA	NA	NA	NA
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	NA	NA	NA	NA
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	-0.07	-0.08	-8.44%	NA
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA

Note No. 14 - Related Party Transactions

Relationships:	Name:
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Parent Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited
	Gelos Solren Private Limited
	Hazel Hybren Private Limited
	Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited)
	Jade Hybren Private Limited
	Kyros Hybren Private Limited
	Layer Hybren Private Limited
	Martial Solren Private Limited
	Migos Hybren Private Limited

Relationships:	Name:
	Neon Hybren Private Limited
	Orion Hybren Private Limited
	Pulse Hybren Private Limited
	Quest Hybren Private Limited
	Rhyme Hybren Private Limited
	Steer Hybren Private Limited
	Ultrogen Hybren Private Limited
	Velos Hybren Private Limited
Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors**
	Deven Maskara
	Pramod P. Kalyanshetti
	Saurabh Mehta

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	For the period ended	Amount	Related
Equity Share Capital Subscription	**31 March 2026**	**–**	Holding Company
	31 March 2025	15.00	

Note No 15 : Current Tax and Deferred Tax

1. Current tax expenses (provision for tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.
2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No 16 : Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

Note No. 17 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the period/year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
   (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or
   (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
   (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
   (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period/year.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the period/year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 18

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 19

The amount has been rounded off to the nearest INR (₹) in Lakhs.

Note No. 20

The financial statements have been approved for issue by Company's Board of Directors on 14 April, 2026.

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

For and on behalf of the Board of Directors

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date : 14 April 2026

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date : 14 April 2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF ULTROGEN HYBREN PRIVATE LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **Ultrogen Hybren Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic

decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report

that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656BMQVKM6093

Place: Mumbai
Date: April 14, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Ultrogen Hybren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656BMQVKM6093

Place: Mumbai
Date: April 14, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company does not have property, plant and equipment and intangible asset. Accordingly, the reporting under Clauses 3(i)(a) to 3(i)(d) of the Order is not applicable to the Company.

   (b) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Income-tax have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) According to the information and explanations given to us, the Company has not obtained any term loan during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long-term purposes as at the Balance Sheet date.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has not entered into transaction with related parties during the year. Accordingly, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

    (d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 0.94 lakhs during the current financial year and Rs. 0.99 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656BMQVKM6093

Place: Mumbai
Date: April 14, 2026

BALANCE SHEET AS ON 31 MARCH 2026

CIN : U35106MH2024PTC437269

(All Amount are in INR lakhs, unless otherwise stated)

	Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I	**ASSETS**			
	1 CURRENT ASSETS			
	(a) Financial assets			
	(i) Cash and cash equivalents	3	**13.81**	**14.58**
	SUB-TOTAL		**13.81**	**14.58**
	TOTAL ASSETS		**13.81**	**14.58**
II	**EQUITY AND LIABILITIES**			
	1 EQUITY			
	(a) Equity share capital	4	**15.00**	**15.00**
	(b) Other equity	4A	**(1.93)**	**(0.99)**
	SUB-TOTAL		**13.07**	**14.01**
	2 CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Trade Payables	5		
	- Dues to Micro & Small enterprises		**–**	**–**
	- Dues to creditors other than Micro & Small enterprises		**0.68**	**0.50**
	(b) Other Current Liabilities	6	**0.06**	**0.07**
	TOTAL LIABILITIES		**0.74**	**0.57**
	TOTAL EQUITY AND LIABILITIES		**13.81**	**14.58**

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date : 14-04-2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date : 14-04-2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Particulars	Note No.	For the year ended 31 March 2026	For the Period from 29 January 2024 to 31 March 2025
I Revenue from operations		–	–
II Other income		0.31	
Total income		0.31	–
II EXPENSES			
(a) Finance costs		–	–
(b) Other expenses	7	1.25	0.99
Total		1.25	0.99
III Loss before tax (I-II)		(0.94)	(0.99)
(a) Current tax		–	–
(b) Deferred tax		–	–
Total tax expense		–	–
V Loss after tax (III-IV)		(0.94)	(0.99)
VI Other comprehensive income		–	–
A (I) Items that will not be reclassified to profit or loss		–	–
(ii) Income tax relating to items that will not be reclassified to profit or loss		–	–
B (I) Items that may be reclassified to profit or loss		–	–
(ii) Income tax on items that may be reclassified to profit or loss		–	–
VII Total comprehensive income for the period/year		(0.94)	(0.99)
VIII Earnings per equity share (Face value of Share Rs.10 each)	8		
(a) Basic (in Rupees)		(0.63)	(0.66)*
(b) Diluted (in Rupees)		(0.63)	(0.66)*

** not annualised*

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date : 14-04-2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date : 14-04-2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the Period from 29 January 2024 to 31 March 2025
Cash flows from operating activities		
Loss before tax	**(0.94)**	**(0.99)**
Adjustments for:		
Interest income	**(0.31)**	**–**
Operating profit before working capital changes	**(1.25)**	**(0.99)**
Movements in working capital:		
Increase/(decrease) in trade payables	**0.19**	**0.50**
Increase/(decrease) in other liabilities	**(0.01)**	**0.07**
Cash generated from operations	**0.18**	**0.57**
Income taxes paid	**–**	**–**
Net cash used in operating activities (A)	**(1.08)**	**(0.42)**
Cash Flows from investing activities		
Interest received	**0.31**	**–**
Net cash generated from investing activities (B)	**0.31**	**–**
Cash Flows from financing activities		
Proceeds from issue of equity shares	**–**	**15.00**
Net cash used in financing activities	**–**	**15.00**
Net increase/(decrease) in cash and cash equivalents	**(0.76)**	**14.58**
Cash and cash equivalents at the beginning of the reporting period/year	**14.58**	**–**
Cash and cash equivalents at the end of the reporting period/year	**13.81**	**14.58**

The accompanying notes are an integral part of the financial statements

Note:

The above Statement of Cash Flows has been prepared under the “Indirect Method” as set out in Indian Accounting Standard-7, “Statement of Cash Flows”.

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date : 14-04-2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date : 14-04-2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(All Amount are in INR lakhs, unless otherwise stated)

A. Equity Share Capital

As on 31 March 2026

Balance at the beginning of the current reporting period	Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
15.00	–	15.00

B. Other equity

As at 31 March 2026

	Reserves and Surplus			
Particulars	**Securities premium**	**0.68**	**Retained earnings**	**Total**
Balance at the beginning of the current reporting period	**–**	**–**	**(0.99)**	**(0.99)**
Total comprehensive income for the current reporting period	**–**	**–**	**(0.94)**	**(0.94)**
Balance at the end of the current reporting period	**–**	**–**	**(1.93)**	**(1.93)**

A. Equity Share Capital

As on 31 March 2025

Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
15.00	15.00

B. Other equity

As at 31 March 2025

	Reserves and Surplus			
Particulars	**Securities premium**	**0.68**	**Retained earnings**	**Total**
Total comprehensive income for the current reporting period	–	–	(0.99)	(0.99)
Balance at the end of the current reporting period	–	–	(0.99)	(0.99)

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date : 14-04-2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date : 14-04-2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

1. Nature of Operations

Ultrogen Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN- U35106MH2024PTC437269 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 14 April 2026.

2.(A) Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2.(B) Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation presentation Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- ► it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- ► it is expected to be realized within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- ► it is expected to be settled in the Company's normal operating cycle; or
- ► it is due to be settled within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:
Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ► In the principal market for the asset or liability, or
- ► In the absence of a principal market, in the most advantageous market for the asset or liability
- ► The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Note No. 3 - Cash and Cash Equivalent

(All Amount are in INR lakhs, unless otherwise stated)

Particulars	As at 31 March 2026	As at 31 March 2025
Cash and cash equivalents		
Balances with banks	**3.51**	14.58
Fixed deposits with maturity of less than 3 months	**10.30**	**–**
Total	**13.81**	**14.58**

Note No. 4 - Equity share capital

(All Amount are in INR lakhs, unless otherwise stated)

	As at 31 March 2026		As at 31 March 2025	
Particulars	**No. of shares**	**Value of shares**	No. of shares	Value of shares
Authorised:				
Equity shares of Rs. 10 each with voting rights	**1,50,000**	**15.00**	1,50,000	15.00
Issued, subscribed and fully paid up:				
Equity shares of Rs. 10 each with voting rights	**1,50,000**	**15.00**	1,50,000	15.00
Total	**1,50,000**	**15.00**	1,50,000	15.00

Note: (i) The Company has only one class of equity shares having a par value of Rs 10 each. Each holder of equity shares is entitled to one vote per share.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares jointly held by Mahindra Susten Private Limited (Holding Company) and individuals.

(ii) Reconciliation of the number of shares outstanding at the beginning and at the end of the period.

Particulars	Opening Balance	Changes during the period	Closing Balance
Equity Shares with Voting rights			
For the period ended 31 March 2026			
No. of Shares	**1,50,000**	**–**	**1,50,000**

Particulars	Opening Balance	Changes during the period	Closing Balance
Equity Shares with Voting rights			
For the period ended 31 March 2025			
No. of Shares	–	1,50,000	1,50,000

(iii) Details of shares held by the Holding Company:

Particulars	No. of shares Equity shares with voting rights
As on 31 March 2026	
Mahindra Susten Private Limited	**1,50,000**

(All Amount are in INR lakhs, unless otherwise stated)

Particulars	No. of shares Equity shares with voting rights
As on 31 March 2025	
Mahindra Susten Private Limited	1,50,000

(iv) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2026 Number of shares held	% holding in that class of shares
Equity shares with voting rights		
Mahindra Susten Private Limited	**1,50,000**	**100.00%**

Class of shares / Name of shareholder	As at 31 March 2025 Number of shares held	% holding in that class of shares
Equity shares with voting rights		
Mahindra Susten Private Limited	1,50,000	100.00%

Shareholding of Promoters as under:
Shares held by promoters as at 31 March 2026

Promoter name	No. of Shares	% of total shares
Mahindra Susten Private Limited	**1,50,000**	**100.00%**

Shares held by promoters as at 31 March 2025

Promoter name	No. of Shares	% of total shares
Mahindra Susten Private Limited	1,50,000	100.00%

Note No. 4 A - Other equity

(i) Retained Earnings

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the period/year	**(0.99)**	–
Profit/loss for the period/year	**(0.94)**	(0.99)
Balances as at end of the period	**(1.93)**	(0.99)

Note : Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Note 5 - Trade Payables

(All Amount are in INR lakhs, unless otherwise stated)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Micro and Small enterprises	–	–
(b) Other than Micro and Small enterprises	0.68	0.50
Total	**0.68**	0.50

(All Amount are in INR lakhs, unless otherwise stated)

	Outstanding as at 31 March 2026				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(a) Micro and Small enterprises	–	–	–	–	–
(b) Other than Micro and Small enterprises	0.68	–	–	–	0.68
Total	–	–	–	–	0.68

As at 31 March 2025

(All Amount are in INR lakhs, unless otherwise stated)

	Outstanding as at 31 March 2025				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(a) Micro and Small enterprises	–	–	–	–	–
(b) Other than Micro and Small enterprises	0.50	–	–	–	0.50
Total	–	–	–	–	0.50

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

(All Amount are in INR lakhs, unless otherwise stated)

Particulars		As at 31 March 2026	As at 31 March 2025
a)	Principal amount remaining unpaid to any supplier as at the end of the period/year.	–	–
	Interest due thereon remaining unpaid to any supplier as at the end of the period/year.	–	–
b)	Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the period/year.	–	–
	Interest paid as per section 16 of the MSMED Act, 2006	–	–
	Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c)	Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under MSMED Act, 2006.	–	–
d)	The amount of interest accrued and remaining unpaid at the end of each accounting period/year.	–	–
e)	The amount of further interest remaining due and payable even in the succeeding period, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 6 - Other Current Liabilities

(All Amount are in INR lakhs, unless otherwise stated)

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory dues	0.06	0.07
Total	**0.06**	**0.07**

Note No. 7 - Other Income

(All Amount are in INR lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the Period from 29 January 2024 to 31 March 2025
Interest On Fixed Deposit	0.31	–
Total	**0.31**	**–**

Note No. 8 - Other Expenses

(All Amount are in INR lakhs, unless otherwise stated)

Particulars		For the year ended 31 March 2026	For the Period from 29 January 2024 to 31 March 2025
(a)	Statutory audit fees	0.59	0.50
(b)	Legal and professional fees	0.60	0.35
(c)	Miscellaneous expenses	0.06	0.14
Total		**1.25**	**0.99**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Note No. 9 - Earnings per Share

(All Amount are in INR lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the Period from 29 January 2024 to 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	**(0.63)**	(0.66)*
Diluted earnings per share having a face value of Rs. 10 each	**(0.63)**	(0.66)*

**not annualised*

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

(All Amount are in INR lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the Period from 29 January 2024 to 31 March 2025
Loss for the period/year attributable to owners of the Company	**(0.94)**	(0.99)
Weighted-average number of equity shares (basic)	**1,50,000**	1,50,000
Weighted-average number of equity shares (diluted)	**1,50,000**	1,50,000
Basic earnings per share having a face value of Rs. 10 each	**(0.63)**	(0.66)*
Diluted earnings per share having a face value of Rs. 10 each	**(0.63)**	(0.66)*

Note 10 - Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Debt-to-equity ratio:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt (A)	–	–
Equity (B)	13.07	14.01
Debt Equity Ratio (A/B)	**–**	**–**

Categories of financial assets and financial liabilities

As at 31 March 2026

(All Amount are in INR lakhs, unless otherwise stated)

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	13.81	–	–	**13.81**
Other Financial Assets	–	–	–	**–**
Non-current Liabilities				
Borrowings from related party	–	–	–	**–**
Current Liabilities				
Trade Payables	**0.68**	–	–	**0.68**
Other Financial Liabilities	0.06	–	–	0.06

As at 31 March 2025

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and Cash Equivalents	14.58	–	–	14.58
Other Financial Assets	–	–	10.30	10.30
Non-current Liabilities				
Borrowings from related party	–	–	–	–
Current Liabilities				
Trade Payables	0.50	–	–	0.50
Other Financial Liabilities	0.07	–	–	0.07

"** FVOCI: Fair Value Through Other Comprehensive Income/Expense

* FVTPL: Fair Value Through Profit and Loss"

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

(ii) Maturities of financial liabilities

(All Amount are in INR lakhs, unless otherwise stated)

Particulars	Less than 1 year	1-3 years	3 years to 5 years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Trade Payables	0.68	–	–	–	0.68
Borrowings	–	–	–	–	–
Creditors for capital goods	–	–	–	–	–
Interest accrued but not due on borrowings	–	–	–	–	–
Total	**0.68**	–	–	–	**0.68**
As at 31 March 2025					
Non-derivative financial liabilities					
Trade Payables	0.50	–	–	–	0.50
Total	**0.50**	–	–	–	**0.50**

(iii) Maturities of financial assets

The Company does not have any financial asset with contractual maturity as at 31 March 2026 and as at 31 March 2025.

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

The Company is not exposed to interest risk as there are no borrowings.

Note 11 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note 12 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the year ending 31 March 2026.

Note 13 - Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason 1 Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	18.72	25.50	-27%	Reduction in cash due to payment of expenditure towards Consultancy/ Professional fees.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	NA	NA	NA	NA
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	NA	NA	NA	NA
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	NA	NA	NA	NA
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	0.68	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	Average Trade Payables	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	-0.07	-0.07	2%	NA
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA

Note No. 14 - Related Party Transactions

Relationships:	Name:
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Holding Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited Gelos Solren Private Limited Hazel Hybren Private Limited Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited) Jade Hybren Private Limited Kyros Hybren Private Limited Layer Hybren Private Limited Martial Solren Private Limited Migos Hybren Private Limited Orion Hybren Private Limited Pulse Hybren Private Limited Quest Hybren Private Limited Rhyme Hybren Private Limited Steer Hybren Private Limited Target Hybren Private Limited Velos Hybren Private Limited
Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors** Deepaksingh Thakur Pramod P. Kalyanshetti Saurabh Mehta

Details of transaction between the Company and its related parties are disclosed below:

(All Amount are in INR lakhs, unless otherwise stated)

Nature of transactions with Related Parties	For the period/year ended	Amount	Party
Equity Share Capital Subscription	31 March 2026	–	Holding Company
	31 March 2025	15.00	

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Note No 15 - Current Tax and Deferred Tax

1. Current tax expenses (provision for tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.

2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established.

Note No. 16 - Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

Note No. 17 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.
(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the period/year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries."

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries."

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period/year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period/year.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the period/year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 18

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 19

The amount has been rounded off to the nearest INR (₹) in Lakhs.

Note No. 20

The financial statements have been approved for issue by Company's Board of Directors on 14 April, 2026.

The accompanying Notes are an integral part of the financial statements

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In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date : 14-04-2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date : 14-04-2026

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF VELOS HYBREN PRIVATE LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Velos Hybren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656EHDPQK4011

Place: Mumbai
Date: April 14, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Velos Hybren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656EHDPQK4011

Place: Mumbai
Date: April 14, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company does not have property, plant and equipment and intangible asset. Accordingly, the reporting under Clauses 3(i)(a) to 3(i)(d) of the Order is not applicable to the Company.

   (b) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Income-tax have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) According to the information and explanations given to us, the Company has not obtained any term loan during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long-term purposes as at the Balance Sheet date.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has not entered into transaction with related parties during the year. Accordingly, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the period and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 0.91 lakhs during the current financial year and Rs. 1.10 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656EHDPQK4011

Place: Mumbai
Date: April 14, 2026

BALANCE SHEET AS AT 31 MARCH 2026

CIN : U35106MH2024PTC436204

INR (₹) Lakhs

	Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I	**ASSETS**			
1	**CURRENT ASSETS**			
	(a) Financial Assets			
	(i) Cash and Cash Equivalents	3	**13.74**	14.48
	SUB-TOTAL		**13.74**	14.48
	TOTAL ASSETS		**13.74**	14.48
II	**EQUITY AND LIABILITIES**			
1	**EQUITY**			
	(a) Equity share capital	4	**15.00**	15.00
	(b) Other equity	4A	**(2.01)**	(1.10)
	SUB-TOTAL		**12.99**	13.90
2	**CURRENT LIABILITIES**			
	(a) Financial Liabilities			
	(i) Trade Payables	5		
	- Dues to Micro & Small enterprises;		**–**	–
	- Dues to creditors other than Micro & Small enterprises		**0.69**	0.50
	(b) Other Current Liabilities	6	**0.06**	0.08
	TOTAL LIABILITIES		**0.75**	0.58
	TOTAL EQUITY AND LIABILITIES		**13.74**	14.48

The accompanying notes are an integral part of the financial statements

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In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 14 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date: 14 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

INR (₹) Lakhs

	Particulars	Note No.	For the year ended 31 March 2026	For the Period from 9 January 2024 to 31 March 2025
I	Revenue from operations		**-**	-
II	Other income	7	**0.30**	-
	Total income		**0.30**	-
II	**EXPENSES**			
	(a) Finance costs		**-**	-
	(b) Other expenses	8	**1.21**	1.10
	Total expenses		**1.21**	1.10
III	**Loss before tax (I-II)**		**(0.91)**	(1.10)
IV	**Tax expense**			
	(a) Current tax		**-**	-
	(b) Deferred tax		**-**	-
	Total tax expense		**-**	-
V	**Loss after tax (III-IV)**		**(0.91)**	(1.10)
VI	**Other comprehensive income**		**-**	-
	A (I) Items that will not be reclassified to profit or loss		**-**	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss		**-**	-
	(I) Items that may be reclassified to profit or loss		**-**	-
	(ii) Income tax on items that may be reclassified to profit or loss		**-**	-
VII	**Total comprehensive income for the period/year**		**(0.91)**	(1.10)
VIII	**Earnings per equity share (Face value of Share Rs.10 each)**	9		
	(a) Basic (in Rupees)		**(0.61)**	(0.73)*
	(b) Diluted (in Rupees)		**(0.61)**	(0.73)*

* not annualised

The accompanying Notes 1 to 17 to are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 14 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date: 14 April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the Period from 9 January 2024 to 31 March 2025
Cash flows from operating activities		
Loss before tax	**(0.91)**	(1.10)
Adjustments for:		
Interest income	**(0.30)**	-
Operating profit before working capital changes	**(1.22)**	(1.10)
Movements in working capital:		
(Increase)/decrease in other financial assets	**-**	-
Increase/(decrease) in trade payables	**0.19**	0.50
Increase/(decrease) in other liabilities	**(0.02)**	0.08
Cash generated from operations	**0.17**	0.58
Income taxes paid	**-**	-
Net cash used in operating activities (A)	**(1.05)**	(0.52)
Cash Flows from investing activities		
Interest received	**0.30**	-
Net cash generated from investing activities (B)	**0.30**	-
Cash Flows from financing activities		
Proceeds from issue of equity shares	**-**	15.00
Net cash used in financing activities	**-**	15.00
Net increase/(decrease) in cash and cash equivalents	**(0.74)**	14.48
Cash and cash equivalents at the beginning of the reporting period/year	**14.48**	-
Cash and cash equivalents at the end of the reporting period/year	**13.74**	14.48

The accompanying notes are an integral part of the financial statements

Note:

The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 14 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date: 14 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

A. Equity Share Capital

As at 31 March 2026

INR (₹) Lakhs

Particular Balance at the beginning of the current reporting period	Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
15.00	-	15.00

B. Other Equity

As at 31 March 2026

INR (₹) Lakhs

Particulars	Reserves and surplus			Total
	Securities premium	Capital reserve	Retained earnings	
Balance at the beginning of the current reporting period	-	-	(1.10)	(1.10)
Total comprehensive income for the current reporting period	-	-	(0.91)	(0.91)
Balance at the end of the current reporting period	**-**	**-**	**(2.01)**	**(2.01)**

A. Equity Share Capital

As on 31 March 2025

INR (₹) Lakhs

Particular Changes in equity share capital during the current reporting period	Balance at the end of the current reporting period
15.00	15.00

B. Other Equity

As on 31 March 2025

INR (₹) Lakhs

Particulars	Reserves and surplus			Total
	Securities premium	Capital reserve	Retained earnings	
Total comprehensive income for the current reporting period	-	-	(1.10)	(1.10)
Balance at the end of the current reporting period	**-**	**-**	**(1.10)**	**(1.10)**

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 14 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date: 14 April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

1. Nature of Operations

Velos Hybren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN- U35106MH2024PTC436204 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 14 April 2026.

2.(A) Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2.(B) Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation and presentation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- it is expected to be realized within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- it is expected to be settled in the Company's normal operating cycle; or
- it is due to be settled within twelve months from the reporting date; or
- it is held primarily for the purposes of being traded; or
- the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. **Sales of Solar Power**

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. **Interest Income**

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. **Verified Carbon Unit (VCU)**

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. **Proceeds under change in law:**

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land	Lease Period (typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable

The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents

Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. Events after reporting date

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

Note No. 3 - Cash and Cash Equivalent

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Cash and cash equivalent		
Balances with banks	**3.43**	14.48
Fixed deposits with maturity of less than 3 months	**10.31**	–
Total	**13.74**	14.48

Note No. 4 - Equity Share Capital

INR (₹) Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	**Value of shares**	No. of shares	Value of shares
Authorised:				
Equity shares of Rs 10 each with voting rights	**1,50,000**	**15.00**	1,50,000	15.00
Issued, subscribed and fully paid up:				
Equity shares of Rs 10 each with voting rights	**1,50,000**	**15.00**	1,50,000	15.00
Total	**1,50,000**	**15.00**	1,50,000	15.00

Note:-

(i) The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares jointly held by Mahindra Susten Private Limited (Holding Company) and individuals.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 31 MARCH 2026

(ii) Reconciliation of the number of shares outstanding at the beginning and at the end of the period/year

Particulars	Opening Balance	Changes during the year	Closing Balance
Equity Shares with Voting rights			
For the period ended 31 March 2026			
No. of Shares	**1,50,000**	**–**	**1,50,000**

Particulars	Opening Balance	Changes during the period	Closing Balance
Equity Shares with Voting rights			
For the period ended 31 March 2025			
No. of Shares	–	1,50,000	1,50,000

(iii) Details of shares held by the holding company:

Particulars	No. of shares Equity shares with voting rights
As on 31 March 2026	
Mahindra Susten Private Limited	**1,50,000**

Particulars	No. of shares Equity shares with voting rights
As on 31 March 2025	
Mahindra Susten Private Limited	**1,50,000**

(iv) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2026 Number of shares held	% holding in that class of shares
Equity shares with voting rights		
Mahindra Susten Private Limited	**1,50,000**	**100.00%**

Class of shares / Name of shareholder	As on 31 March 2025 Number of shares held	% holding in that class of shares
Equity shares with voting rights		
Mahindra Susten Private Limited	1,50,000	100.00%

Shareholding of Promoters as under:

Shares held by promoters as at 31 March 2026

Promoter name	No. of Shares	% of total shares
Mahindra Susten Private Limited	**1,50,000**	**100.00%**

Shares held by promoters as at 31 March 2025

Promoter name	No. of Shares	% of total shares
Mahindra Susten Private Limited	1,50,000	100.00%

Note No. 4 A - Other Equity

(i) Retained Earnings

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balances as at beginning of the period/year	**(1.10)**	–
Profit/loss for the period/year	**(0.91)**	(1.10)
Balances as at end of the period/year	**(2.01)**	(1.10)

Note : Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 5 - Trade Payables

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Micro and Small enterprises	**–**	–
(b) Other than Micro and Small enterprises	**0.69**	0.50
Total	**0.69**	0.50

INR (₹) Lakhs

Outstanding as at 31 march 2026

	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(a) Micro and Small enterprises	**–**	**–**	**–**	**–**	**–**
(b) Other than Micro and Small enterprises	**0.69**	**–**	**–**	**–**	**0.69**

INR (₹) Lakhs

Outstanding as at 31 March 2025

	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(a) Micro and Small enterprises	–	–	–	–	–
(b) Other than Micro and Small enterprises	0.50	–	–	–	0.50

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

Particulars	As at 31 March 2026	As at 31 March 2025
a) Principal amount remaining unpaid to any supplier as at the end of the period/year.	–	–
Interest due thereon remaining unpaid to any supplier as at the end of the period/year.	–	–
b) Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the period/year.	–	–
Interest paid as per section 16 of the MSMED Act, 2006	–	–
Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c) Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period/year) but without adding the interest specified under MSMED Act, 2006.	–	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting period/year.	–	–
e) The amount of further interest remaining due and payable even in the succeeding period, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 6 - Other Current Liabilities

INR (₹) Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory Dues	**0.06**	0.08
Total	**0.06**	0.08

Note No. 7 - Other Income

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the Period from 9 January 2024 to 31 March 2025
Interest On Fixed Deposit	**0.30**	–
Total	**0.30**	–

Note No. 8 - Other Expenses

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the Period from 9 January 2024 to 31 March 2025
(a) Statutory audit fees	**0.59**	0.50
(b) Legal and professional fees	**0.58**	0.24
(c) Miscellaneous expenses	**0.04**	0.36
Total	**1.21**	1.10

Note No. 9 - Earnings per Share

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the Period from 9 January 2024 to 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	**(0.61)**	(0.73)*
Diluted earnings per share having a face value of Rs. 10 each	**(0.61)**	(0.73)*

*not annualised

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

INR (₹) Lakhs

Particulars	For the year ended 31 March 2026	For the Period from 9 January 2024 to 31 March 2025
Loss for the period attributable to owners of the Company	**(0.91)**	(1.10)
Weighted-average number of equity shares (basic)	**1,50,000**	1,50,000
Weighted-average number of equity shares (diluted)	**1,50,000**	1,50,000
Basic earnings per share having a face value of Rs. 10 each	**(0.61)**	(0.73)*
Diluted earnings per share having a face value of Rs. 10 each	**(0.61)**	(0.73)*

**not annualised*

Note 10 - Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt (A)	–	–
Equity (B)	12.99	13.90
Debt Equity Ratio (A/B)	–	–

Categories of financial assets and financial liabilities

As at 31 March 2026

INR (₹) Lakhs

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and cash equivalents	13.74	–	–	13.74
Security deposit	–	–	–	
Non-current Liabilities				
Borrowings from related party	–	–	–	–
Current Liabilities				
Trade Payables	0.69	–	–	0.69
Other Financial Liabilities	0.06	–	–	0.06

As at 31 March 2025

INR (₹) Lakhs

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Current Assets				
Cash and cash equivalents	14.48	–	–	14.48
Security deposit	–	–	–	–
Non-current Liabilities				
Borrowings from related party	–	–	–	–
Current Liabilities				
Trade Payables	0.50	–	–	0.50
Other Financial Liabilities	0.08	–	–	0.08

**FVOCI: Fair Value Through Other Comprehensive Income/Expense
* FVTPL: Fair Value Through Profit and Loss

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Maturity of Financial assets

INR (₹) Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above	Total
As at 31 March 2026					
Non-derivative financial liabilities					
Trade Payables	0.69	–	–	–	0.69
Borrowings	–	–	–	–	–
Creditors for capital goods	–	–	–	–	–
Interest accrued but not due on borrowings	–	–	–	–	–
Total	0.69	–	–	–	0.69
As at 31 March 2025					
Non-derivative financial liabilities					
Trade Payables	0.50	–	–	–	0.50
Total	0.50	–	–	–	0.50

(iii) Maturities of financial assets

The Company does not have any financial asset with contractual maturity as at 31 March 2026 and as at 31 March 2025.

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

The Company is not exposed to interest risk as there are no borrowings.

Note 11 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note 12 - Segment Information

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

The Company is yet to commence operations hence no operating or geographic segment are identified by CODM for the year ending 31 March 2026.

Note 13 - Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	18.43	25.10	(26.60)%	Reduction in cash due to payment of expenditure towards Consultancy/ Professional fees.
Debt-Equity Ratio	Borrowings	Shareholder's Equity	NA	NA	NA	NA
Debt Service Coverage Ratio	Earnings before interest, taxes, depreciation	Interest & Principal Payment	NA	NA	NA	NA
Return on Equity Ratio	Profit after tax	Average Shareholder's Equity	NA	NA	NA	NA
Inventory Turnover Ratio	Revenue from operations	Average Inventory	NA	NA	NA	NA
Trade Receivables Turnover Ratio	Revenue from operations	Average Trade Receivables	NA	NA	NA	NA
Trade Payables Turnover Ratio	Net Credit Purchases	0.30	NA	NA	NA	NA
Net Capital Turnover Ratio	Revenue from operations	Working Capital	NA	NA	NA	NA
Net Profit Ratio	Net Profit	Revenue from operations	NA	NA	NA	NA
Return on Capital Employed	Earnings before interest and taxes	Shareholder’s Equity + Borrowings + DTL	(0.07)	(0.08)	(11.63)%	NA
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA

Note : The Company has been incorporated in the current financial year hence preceeding years figures and variances for movement in ratios are not applicable.

Note No. 14 - Related Party Transactions

Relationships:	**Name:**
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Parent Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited Gelos Solren Private Limited Hazel Hybren Private Limited Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited) Jade Hybren Private Limited Kyros Hybren Private Limited Layer Hybren Private Limited Martial Solren Private Limited Migos Hybren Private Limited Neon Hybren Private Limited Orion Hybren Private Limited Pulse Hybren Private Limited Quest Hybren Private Limited Rhyme Hybren Private Limited Steer Hybren Private Limited Target Hybren Private Limited Ultrogen Hybren Private Limited
Venturer Group Co	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Directors** Sriram Ramachandran Pramod P. Kalyanshetti Saurabh Mehta

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	For the period ended	Amount	INR (₹) Lakhs Related Party
Equity Share Capital Subscription	31 March 2026	–	Holding Company
	31 March 2025	**15.00**	

Note No 15 - Current Tax and Deferred Tax

1. Current tax expenses (provision for tax) have not been recognised as there is no taxable profit to the Company for the current year as per applicable Income tax laws.
2. Deferred tax asset has not been recognised since the Company has not commenced its operations thereby reasonable certainity about it's utilisation is not established. Note No 16 – Contingent liability and commitments

Note No 16 - Contingent liability and commitments

There are no contingent liabilities and commitments as on the balance sheet date.

Note No. 17 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the period/year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period/year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company does not have any subsidiaries. Accordingly, provisions of clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017, is not applicable.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the period/year.

(h) The Company does not have any borrowings from banks and financial institutions.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the period/year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 18

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. 19

The amount has been rounded off to the nearest INR (₹) in Lakhs.

Note No. 20

The financial statements have been approved for issue by Company's Board of Directors on 14 April, 2026.

The accompanying Notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 14 April 2026

For and on behalf of the Board of Directors

Saurabh Mehta
Director
DIN: 10855394

Pramod P. Kalyanshetti
Director
DIN: 10855393

Place: Mumbai
Date: 14 April 2026

INDEPENDENT AUDITORS' REPORT

To the members of Martial Solren Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Martial Solren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive loss, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.
   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      (i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656SLOOCP7019

Place: Mumbai,
Date: April 16, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Martial Solren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656SLOOCP7019
Place: Mumbai,
Date: April 16, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   According to the information and explanations given to us, the Company does not have intangible assets.

   (b) Property, plant and equipment have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment.

   (c) According to the information and explanations given to us, the title deeds of immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) are held in the name of the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Goods and Services Tax and Income-tax have generally been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, no funds have been raised on short term basis during the year.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business. We have considered the Internal Audit report of the Company issued till date for the period under audit.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

    (d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses lakhs during the current financial year and has incurred cash losses of Rs. 990.04 lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing

and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656SLOOCP7019

Place: Mumbai,
Date: April 16, 2026

BALANCE SHEET AS AT 31 MARCH 2026
CIN: U40108MH2020PTC344712

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I ASSETS			
1 NON-CURRENT ASSETS			
(a) Property, Plant and Equipment	**3**	**1,89,410.94**	31,290.78
(b) Capital Work-in-Progress	**4**	**–**	95,056.08
(c) Right-of-use Assets	**5**	**3,980.57**	1,934.31
(d) Financial Assets			
– Other Financial Assets	**6**	**30.58**	10.58
(e) Deferred Tax Asset	**28**	**852.72**	35.54
(f) Other Non-Current Assets	**7**	**658.73**	14,186.28
TOTAL NON-CURRENT ASSETS		**1,94,933.55**	1,42,513.57
2 CURRENT ASSETS			
(a) Financial Assets			
(i) Trade Receivables	**8**	**1,231.79**	12.69
(ii) Cash and Cash Equivalents	**9**	**7,774.85**	8,278.50
(iii) Other financial assets	**10**	**2,346.55**	267.13
(b) Other Current Assets	**11**	**158.77**	41.52
(c) Current Tax Assets (Net)	**12**	**62.34**	22.25
TOTAL CURRENT ASSETS		**11,574.30**	8,622.09
TOTAL ASSETS		**2,06,507.85**	1,51,135.66
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share Capital	**13**	**691.00**	691.00
(b) Other Equity	**14**	**12,642.51**	14,354.22
TOTAL EQUITY		**13,333.51**	15,045.22
2 NON-CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	**15**	**1,51,883.29**	1,11,232.90
(ii) Lease Liabilities	**16**	**1,905.15**	1,129.37
(iii) Other Financial Liabilities	**17**	**5,454.61**	2,641.87
TOTAL NON-CURRENT LIABILITIES		**1,59,243.05**	1,15,004.14
3 CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	**18**	**4,337.50**	–
(ii) Lease Liabilities	**16**	**247.63**	152.06
(iii) Trade Payables	**19**		
-Total Outstanding Dues of Micro Enterprises and Small Enterprises;		**–**	–
-Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises		**447.48**	904.33
(iv) Other Financial Liabilities	**17**	**28,425.82**	19,849.52
(b) Other Current Liabilities	**20**	**472.86**	180.40
TOTAL CURRENT LIABILITIES		**33,931.29**	21,086.30
TOTAL LIABILITIES		**1,93,174.34**	1,36,090.44
TOTAL EQUITY AND LIABILITIES		**2,06,507.85**	1,51,135.66

The accompanying notes are an integral part of the Financial Statements

In terms of our report of the even date

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 16 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Place: Mumbai
Date: 16 April 2026

Deven Maskara
Director
DIN : 09213702

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars		Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
I	Revenue from Operations	21	**11,776.12**	265.06
II	Other Income	22	**380.03**	6.79
III	**Total Income (I + II)**		**12,156.15**	271.85
IV	**Expenses**			
	(a) Finance Costs	23	**8,108.60**	322.11
	(b) Depreciation and Amortisation Expense	24	**4,592.07**	202.67
	(c) Operation and Maintenance Charges	25	**523.07**	5.00
	(d) Other Expenses	26	**1,461.30**	934.78
	Total Expenses		**14,685.04**	1,464.56
V	**Loss Before Tax**		**(2,528.89)**	(1,192.71)
VI	**Tax Expense**			
	(a) Current tax	28	**–**	–
	(b) Deferred tax	28	**(817.18)**	(35.54)
	Total Tax Expense		**(817.18)**	(35.54)
VII	**Loss after tax for the year (V -VI)**		**(1,711.71)**	(1,157.17)
VIII	**Other Comprehensive Income**			
	A (i) Items that will not be reclassified to profit or loss		**–**	–
	(ii) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
	B (i) Items that may be reclassified to profit or loss		**–**	–
	(ii) Income tax on items that may be reclassified to profit or loss		**–**	–
IX	**Total Comprehensive Income for the year (VII+ VIII)**		**(1,711.71)**	(1,157.17)
X	**Earnings per equity share (Face value of Share Rs. 10 each)**			
	(a) Basic (in Rupees)	27	**(24.77)**	(16.75)
	(b) Diluted (in Rupees)	27	**(24.77)**	(16.75)

The accompanying notes are an integral part of the Financial Statements

In terms of our report of the even date

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 16 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Place: Mumbai
Date: 16 April 2026

Deven Maskara
Director
DIN : 09213702

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities		
Loss before tax for the year	**(2,528.89)**	(1,192.71)
Adjustments for:		
Finance costs	**7,841.31**	208.77
Interest on lease liability	**243.72**	108.34
Depreciation and amortisation expense	**4,592.07**	202.67
Other Income	**(380.03)**	–
Operating loss before working capital changes	**9,768.18**	(672.93)
Movements in working capital:		
(Increase) Trade and other receivables	**(1,219.09)**	(12.69)
(Increase) in other financial assets	**(2,099.42)**	(277.63)
(Increase) in other assets	**(117.25)**	(41.52)
Increase in trade and other payables	**(456.85)**	901.88
Increase in other financial liabilities	**(314.95)**	216.19
Increase in other liabilities	**292.47**	158.12
Cash generated from operations	**5,853.09**	271.41
Income taxes paid	**(147.17)**	(22.25)
Income tax refund	**112.96**	–
Net cash generated from/(Used in) operating activities (A)	**5,818.88**	249.16
Net cash flow from investing activities		
Purchase of property, plant and equipments (including capital work in-progress and capital advances)	**(44,266.42)**	(1,14,717.65)
Interest on Fixed deposit	**374.14**	–
Net cash flow (used in) investing activities (B)	**(43,892.28)**	(1,14,717.65)
Cash flows from financing activities		
Proceeds from issue of equity instruments of the Company	**–**	16,284.00
Proceeds from long term borrowings	**44,987.89**	84,152.90
Proceeds from long term borrowings from related party	**–**	23,053.00
Repayment of inter corporate deposit from related party	**–**	(7.00)
Payment of lease liability (including capital advances paid against lease liability)	**(2,031.75)**	(654.78)
Finance costs	**(5,386.40)**	(208.77)
Net cash generated from financing activities (C)	**37,569.74**	1,22,619.36
Net increase/(decrease) in cash and cash equivalents (A+B+C)	**(503.66)**	8,150.87
Cash and cash equivalents at the beginning of the year	**8,278.51**	127.64
Cash and cash equivalents at the end of the year	**7,774.85**	8,278.51

The above Cash Flow Statement has been prepared under the "indirect method" as set out in 'Indian Accounting Standard (Ind AS) 7 - Statement of Cash Flows'.

Notes:

1. The above Statement of Cash Flows has been prepared under the "Indirect Method" as set out in Indian Accounting Standard-7, "Statement of Cash Flows".
2. Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cashflows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Interest accrued	Lease arrangement	Borrowings
Balance as on 01 April 2024	**92.12**	**307.15**	**4,034.00**
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	1,07,198.90
Payment of lease liability	–	(654.77)	–
Total changes from financing cash flows	92.12	(347.62)	1,11,232.90
Other changes			
Liability-related			
New leases	–	1,520.71	–
Interest expense	4,039.21	108.34	–
Tax deducted at source	(247.15)	–	–
Interest paid	(1,273.79)	–	–
Balance as on 31 March 2025	**2,610.39**	**1,281.42**	**1,11,232.90**
Balance as on 01 April 2025	**2,610.39**	**1,281.42**	**1,11,232.90**
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	44,987.89
Payment of lease liability	–	(1,602.21)	–
Total changes from financing cash flows	**2,610.39**	**(320.79)**	**1,56,220.79**
Other changes			
Liability-related			
New leases	–	2,229.85	–
Interest expense	12,317.55	243.72	–
Tax deducted at source	(348.69)	–	–
Interest paid	(8,737.14)	–	–
Balance as on 31 March 2026	**5,842.11**	**2,152.78**	**1,56,220.79**

The accompanying notes are an integral part of the Financial Statements

In terms of our report of the even date

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 16 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Deven Maskara
Director
DIN : 09213702

Place: Mumbai
Date: 16 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

A. Equity share capital

As at 31 March 2026

Balance at the beginning of the current reporting year	Changes in equity share capital during the current reporting year	Balance at the end of the current reporting year
691.00	**–**	**691.00**

As at 31 March 2025

Balance at the beginning of the current reporting year	Changes in equity share capital during the current year	Balance at the end of the current reporting year
1.00	**690.00**	**691.00**

B. Other Equity

As at 31 March 2026

	Reserves and Surplus		
Particulars	**Reserves and Surplus**	**Retained Earnings**	**Total**
Balance at the beginning of the current reporting year	15,594.00	(1,239.78)	14,354.22
Issue of Equity Shares	–	–	–
Total Comprehensive Income for the current year	–	(1,711.71)	(1,711.71)
Balance at the end of the current reporting Year	**15,594.00**	**(2,951.49)**	**12,642.51**

As at 31 March 2025

	Reserves and Surplus		
Particulars	**Securities Premium**	**Retained Earnings**	**Total**
Balance at the beginning of the current reporting year	–	(82.61)	(82.61)
Issue of Equity Shares	15,594.00	–	15,594.00
Total Comprehensive Income for the current year	–	(1,157.17)	(1,157.17)
Balance at the end of the current reporting year	**15,594.00**	**(1,239.78)**	**14,354.22**

The accompanying notes are an integral part of the Financial Statements

In terms of our report of the even date

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 16 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Place: Mumbai
Date: 16 April 2026

Deven Maskara
Director
DIN : 09213702

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Martial Solren Private Limited ('the Company') is a company limited by shares, incorporated, and domiciled in India, having CIN-U40108MH2020PTC344712 and is a wholly owned subsidiary of Mahindra Susten Private Limited.

The registered office of the Company is located at Mahindra Towers, Dr. G. M. Bhosale Marg, Worli, Mumbai 400 018 India. The Company is engaged in the business as a producer and distributor of electricity through renewable Energy sources. The Company is in the process of bidding for tender to set up Renewable Energy power plant.

The financial statements were authorized for issue in accordance with a resolution of the Board of Directors on 16 April 2026.

2. (A) Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') (as amended from time to time) and other relevant provisions of the Act.

2. (B) Material Accounting Policy Information and Accounting Judgments and Estimates

A. Basis of Preparation and presentation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013(as amended, Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair values at the end of each reporting period, as stated in the accounting policies below.

The Company has prepared the financial statements on the basis that it will continue to operate as a going concern.

B. Use of estimates and judgments

In applying the Company's accounting policies which are described in notes below, the directors are required to make judgements that have a significant impact on the amounts recognized and to make estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources.

The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Assumptions and estimation uncertainties that have a significant risk of resulting in an adjustment in the year ending 31 March 2026 are as follows:

I. Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of the Company and its ability to utilize tax assets. The Company reviews its deferred income tax assets at every reporting year end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

II. Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be recorded in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

As a practical expedient, the Company uses the previous year impairment loss as allowance on the portfolio of trade receivables. At reporting date, previous year observed default rates are updated and changes in the forward-looking estimates are analyzed. ECL impairment loss allowance (or reversal) during the period is recognized as other expense in the Statement of Profit & Loss.

III. Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past events whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Current and Non-current classification

The Schedule III to the Act requires assets and liabilities to be classified as either current or non-current. An asset is treated as current when it is either:

- ► it is expected to be realized in, or is intended for sale or consumption in, the Company's normal operating cycle; or
- ► it is expected to be realized within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► It is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months after the reporting date

All other assets are classified as non-current.

A liability is current when:

- ► it is expected to be settled in the Company's normal operating cycle; or
- ► it is due to be settled within twelve months from the reporting date; or
- ► it is held primarily for the purposes of being traded; or
- ► the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

Operating Cycle

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle

D. Revenue Recognition

Revenue is recognized when control of the goods including power generation services are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation by the Company. The Group assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

i. Sales of Solar Power

Revenue is recognised over time for each period based on the volume of solar power supplied to the Customer as per the terms stated in the PPA at the metering point of the Customer.

ii. Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

iii. Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

iv. Proceeds under change in law:

As per term of power purchase agreement (PPA), the Company has right to claim certain safeguard duty and Goods and Services Tax under the change in law clause. Such revenue is recognised over the tenure of the PPA once such claim is agreed by the customers and there is no uncertainty regarding ultimate collection of safeguard duty income.

E. Property plant and equipment and Intangible Assets:

Property plant and equipment

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23. All repair and maintenance costs are recognized in the Statement of Profit and Loss as incurred.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in the statement of profit or loss.

Depreciation

Depreciation commences when an asset is ready for its intended use. Freehold land and assets held for sale are not depreciated.

Depreciation on other tangible assets is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values (residual value is considered at 5% of the original cost of the assets) over their useful lives or as prescribed in Schedule II to the Companies Act 2013 whichever is higher. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Type of assets	Useful life
Plant and equipment	25 Years

Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors or when the annual impairment testing of the asset is required. An impairment loss is recognised wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

F. Leases:

Right-of-use Assets

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes right-of-use assets (ROU) at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

incurred, lease payments made at or before the commencement date, less any lease incentives received and estimate of costs to dismantle. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

Type of assets	Useful life
ROU Land Lease Period	(typically, 25-30 Years)

In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

G. Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

H. Fair value measurement

The Company measures financial instruments, such as derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability
- The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

I. Taxes on Income:

Income tax comprises current and deferred tax. Income taxes are recognized in the statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting and tax reporting purposes and the corresponding amounts used for tax base. Deferred tax is also recognized in respect of carried forward tax losses and the carry forward of unused tax credits.

Deferred tax is not recognized for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity for the assessment year, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

J. Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of an outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

K. Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in the statement of profit or loss.

I. Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- ► the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- ► the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of the cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL. The Company follows ‘simplified approach’ for recognition of impairment loss allowance on Trade Receivable

The application of a simplified approach does not require the Company to track changes in credit risk. Rather, it recognizes impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition.

For recognition of impairment loss on other financial assets and risk exposure, the company determines whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, lifetime ECL is used. If, in a subsequent period, the credit quality of the instrument improves such that there is no longer a significant increase in credit risk since initial recognition, then the entity reverts to recognizing impairment loss allowance based on 12-month ECL.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial instrument. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/ agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

As a practical expedient, the Company uses a provision matrix to determine impairment loss allowance on portfolio of its trade receivables. The provision matrix is based on its historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates. At every reporting date, the historically observed default rates are updated and changes in the forward-looking estimates are analyzed

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income/ expense in the statement of profit and loss (P&L). The balance sheet presentation for various financial instruments is described below

- ► Financial assets measured at amortized cost, contractual revenue receivables and lease receivable, ECL is presented as an allowance, i.e., as an integral part of the measurement of those assets in the balance sheet. The allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- ► Loan contract & financial guarantee contract, ECL is presented as a provision in the balance sheet, i.e. as a liability.

For assessing increase in credit risk and impairment loss, the Company combines financial instruments on the basis of shared credit risk characteristics with the objective of facilitating an analysis that is designed to enable significant increases in credit risk to be identified on a timely basis.

Derecognition of financial assets
The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

II. Financial liabilities
All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any interest paid on the financial liability and is included in the 'Other income' line item.

Financial liabilities subsequently measured at amortized cost
Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities
The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

L. Cash and Cash Equivalents
Cash and cash equivalents for the purpose of the Cash Flows Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

M. Earnings Per Share
Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and, Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

N. Segment Reporting
Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company.

O. Events after reporting date
Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

P. Rounding of amounts
All amounts disclosed in the financial statements and notes have been rounded off to the nearest INR in Lakhs as per the requirement of Schedule III, unless otherwise stated.

Q. Recent Accounting Pronouncements
Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 3 – Property, Plant and Equipment

Description of Assets		Land-Freehold	Plant and Equipment	Total
I.	**Gross Carrying Amount**			
	Balance as at 1 April 2024	–	–	–
	Additions during the year (Refer Note below)	4,496.22	26,946.05	31,442.27
	Balance as at 31 March 2025	**4,496.22**	**26,946.05**	**31,442.27**
	Balance as at 1 April 2025	4,496.22	26,946.05	31,442.27
	Additions during the year (Refer Note below)	2,829.48	1,59,714.54	1,62,544.02
	Balance as at 31 March 2026	**7,325.70**	**1,86,660.59**	**1,93,986.29**
II.	**Accumulated depreciation**			
	Balance as at 1 April 2024	–	–	–
	Depreciation expense for the year	–	151.49	151.49
	Balance as at 31 March 2025	**–**	**151.49**	**151.49**
	Balance as at 1 April 2025	–	151.49	151.49
	Depreciation expense for the year	–	4,423.86	4,423.86
	Balance as at 31 March 2026	**–**	**4,575.35**	**4,575.35**
III.	**Net carrying amount (I-II)**	**7,325.70**	**1,82,085.24**	**1,89,410.94**

Note:

1) Freehold land and plant and equipment have been pledged against the borrowings (Refer note no. 15 Non Current Borrowings).

Note No. 4 – Capital Work-in-Progress

Particulars	As at 31 March 2026	As at 31 March 2025
Opening Balance	**95,056.08**	660.27
Additions during the reporting period	**64,658.46**	1,21,341.86
Transfer to Plant, Property and Equipment	**1,59,714.54**	26,946.05
Total	**–**	95,056.08

Note No. 5 – Right-of-use Assets (ROU) - Land

Description of Assets		ROU – Land
I.	**Gross Carrying Amount**	
	Balance as at 1 April 2024	466.49
	Additions during the year	1,520.71
	Balance as at 31 March 2025	**1,987.20**
	Balance as at 1 April 2025	**1,987.20**
	Additions during the year	**2,229.85**
	Balance as at 31 March 2026	**4,217.05**
II.	**Accumulated amortisation**	
	Balance as at 1 April 2024	1.71
	Amortisation for the year	51.18
	Balance as at 31 March 2025	**52.89**
	Balance as at 1 April 2025	52.89
	Amortisation for the year	183.59
	Balance as at 31 March 2026	**236.48**
III.	**Net carrying amount (I-II)**	**3,980.57**

Note No. 6 – Other Financial Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Security deposits	**30.58**	10.58
Total Other financial assets	**30.58**	10.58

Note No. 7 - Other Non - Current Assets

Particulars	As at 31 March 2026	As at 31 March 2025
Capital advances (Refer note below)	**658.73**	14,186.28
Total Other Non - Current Assets	**658.73**	14,186.28

Note: All other Non - Current assets are secured against the borrowings. (Refer Note no. 15 Non-Current Borrowings).

Note No. 8 – Trade Receivables

Particulars	As at 31 March 2026	As at 31 March 2025
Trade receivables		
Undisputed Trade receivables - considered good	**1,231.79**	12.69
Total Trade Receivables	**1,231.79**	12.69

Note: All Trade receivable are charged against the borrowings. (Refer Note no. 15 Non-Current Borrowings).

Ageing of trade receivables

As at 31 March 2026

	Outstanding for following periods from due date of payment						
Particulars	Not due	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Total
Undisputed Trade receivables — considered good	1,231.79	–	–	–	–	–	1,231.79

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

As at 31 March 2025

	Outstanding for following periods from due date of payment						
Particulars	**Not due**	**Less than 6 months**	**6 months -1 year**	**1-2 Years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed Trade receivables — considered good	–	12.69	–	–	–	–	12.69

Note No. 9 – Cash and Cash Equivalents

Particulars	**As at 31 March 2026**	As at 31 March 2025
Balances with banks:		
On current accounts	**433.62**	478.50
Fixed deposit with original maturity less than or equal to 3 months	**7,341.23**	7,800.00
Total Cash and cash equivalents	**7,774.85**	8,278.50
Other Bank Balances		
Earmarked Balance with Bank	**–**	–
Bank deposit with original Maturity greater than 3 months but less than 12 months	**–**	–
Total Other Bank balances	**7,774.85**	8,278.50

Note : All Cash and cash equivlents are secured against the borrowings. (Refer Note no. 15 Non-Current Borrowings).

Note No. 10 – Other Current financial assets

Particulars	**As at 31 March 2026**	As at 31 March 2025
Financial assets at amortised cost		
Unbilled Receivable	**2,294.36**	255.93
Interest Accrued on Fixed Deposit	**52.19**	11.20
Total Other Current financial assets	**2,346.55**	267.13

Note : All other Current Financial assets are secured against the borrowings. (Refer Note no. 15 Non-Current Borrowings).

Note No. 11 – Other Current Assets

Particulars	**As at 31 March 2026**	As at 31 March 2025
Prepaid Expenses	**158.77**	41.53
Total Other Current Assets	**158.77**	41.53

Note No. 12 – Current Tax Assets (Net)

Particulars	**As at 31 March 2026**	As at 31 March 2025
Current tax assets (net of provision for taxation)	**62.34**	22.25
Total Current Tax Asset (Net)	**62.34**	22.25

Note No. 13 – Equity Share Capital

Particulars	**As at March 31, 2026**		As at 31 March 2025	
	No. of shares	**Value of shares**	No. of shares	Value of shares
Authorised:				
Equity shares of Rs. 10 each with voting rights	**1,00,00,000**	**1,000.00**	1,00,00,000	1,000.00
Issued and Subscribed:				
Equity shares of Rs. 10 each with voting rights	**69,10,000**	**691.00**	69,10,000	691.00
Total Equity share capital	**69,10,000**	**691.00**	69,10,000	691.00

Note:

(i) The Company has only one class of equity shares having a par value of Rs. 10 each. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the Board of Directors is subject to approval of the Shareholders in the annual general meeting.

(ii) In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amount, in proportion to the shareholding.

(iii) This includes 6 equity shares held as nominee by an individual on behalf of Mahindra Susten Private Limited.

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period.

Particulars	**Opening Balance**	**Fresh Issue**	**Closing Balance**
Equity Shares with Voting rights			
For the year ended 31 March 2026			
No. of Shares	69,10,000	–	69,10,000
For the year ended 31 March 2025			
No. of Shares	10,000	69,00,000	69,10,000

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
Mahindra Susten Private Limited		
- Equity shares with voting Rights (No. of shares)	69,10,000	69,10,000

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/ Name of shareholder	**As at 31 March 2026**		As at 31 March 2025	
	Number of shares held	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Susten Private Limited	**69,10,000**	**100%**	69,10,000	100%

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Shareholding of Promoters as under:

Shares held by promoters as at 31 March 2026

Promoter name	No. of Shares	% of total shares	% change during the year
Equity shares with voting rights	69,10,000	100.00%	0.00%

Shares held by promoters as at 31 March 2025

Promoter name	No. of Shares	% of total shares	% change during the year
Equity shares with voting rights	69,10,000	100.00%	69000%

Note No. 14 – Other Equity

Particulars	As at March 31, 2026	As at 31 March 2025
(i) Securities Premium	**15,594.00**	15,594.00
(ii) Retained Earnings	**(2,951.49)**	(1,239.78)
Total Other Equity	**12,642.51**	14,354.22

Securities premium is used to record the excess of the amount received over the face value of the shares. This reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

Retained earnings comprise balances of accumulated (undistributed) profit and loss at each year end.

Note No. 15 – Non Current Borrowings

Particulars	Interest Rate	As at 31 March 2026	As at 31 March 2025
Secured Borrowings			
Term loan from Bank (Refer note no. below)	**7.30% -7.60%**	**1,23,990.79**	84,152.90
Less : Current maturities of long term debt		**(4,187.50)**	-
Total Secured Borrowings		**1,19,803.29**	84,152.90
Unsecured Borrowings			
Subordinated debt from holding company	**11.50%**	**32,080.00**	27,080.00
Total Unsecured Borrowings		**32,080.00**	27,080.00
Total Non-Current Borrowings		**1,51,883.29**	1,11,232.90

Note :

1. Martial Solren Private Limited ("Company/Borrower"), has undertaken to set up, construct, develop, and operate solar power plants with a capacity of 200 Mega Watts ("MWac") for the supply of solar power to Rajasthan Urja Vikas and IT Services Limited at Village Chhattargarh, Tehsil Chhattargarh, District Bikaner, in the state of Rajasthan, India ("RUVNL Project"), and a 200 MW solar power project for the supply of solar power to Gujarat Urja Vikas Nigam Limited at Village Modarsumba, Muloj, Dholvani, Taluka Modasa, and Village Kunol, Vaniyawada, Gokhchuvan, Taluka Meghraj, District Aravalli, in the state of Gujarat, India ("GUVNL Project").
2. The Company has executed Power Purchase Agreements (PPAs) with Rajasthan Urja Vikas and IT Services Limited ("RUVITL") and Gujarat Urja Vikas Nigam Limited ("GUVNL").
3. To part finance the costs of the RUVNL and GUVNL projects, the Company has availed credit facilities amounting to INR 1,448 crores from HDFC Bank Limited and Axis Bank Limited ("the Lenders") and has created a security interest in favor of Axis Trustee Services Limited, acting as the Security Trustee on behalf of the Lenders.
4. The Company shall repay the loans to Axis Bank Limited in 55 (fifty-five) structured quarterly Installments, starting from 30.09.2025 and ending on 31.03.2039. The applicable interest rate on the availed or outstanding facilities is the REPO Rate + 210 basis points (bps) as spread. and the same will be reset from time to time as per the terms of the financing documents.
5. The Company shall repay the loans to HDFC Bank Limited in 72 (seventy-two) structured quarterly Installments, starting from 30.06.2026 and ending on 31.03.2044. The applicable interest rate on the availed or outstanding facilities is the REPO Rate + 205 basis points (bps) as spread. and the same will be reset from time to time as per the terms of the financing documents.
6. The said facilities are secured by the following securities, which have been created or are to be created in favor of the Security Trustee, Lenders, or Lenders' Agent:
   i. a first mortgage and charge on all the immovable properties of the Borrower pertaining to the Projects, together with all structures and appurtenances thereon, whether owned or leasehold rights if any (both present and future);
   ii. a first charge by way of hypothecation on all the tangible moveable assets of the Borrower pertaining to the Projects, including but not limited to movable plant and machinery, machinery spares, tools and accessories, inventory, furniture, fixtures, vehicles and all other movable assets pertaining to the Projects both present and future.
   iii. a first charge by way of hypothecation on all current assets and intangibles assets of the Borrower pertaining to the Projects, including but not limited to, book-debts, Receivables, operating cash flows, commissions, revenues of whatsoever nature and wherever arising, goodwill, uncalled capital and undertaking, each pertaining to the Projects, both present and future.
   iv. a first charge by way of hypothecation over all accounts of the Borrower pertaining to the Projects, including but not limited to the Account and the Sub-Accounts (including the DSRA/ IRRA) and in all funds from time to time deposited therein (including the reserves), all non-fund-based reserves.
   v. a first charge by way of hypothecation overall Project Documents, permits, Insurance Contracts/policies and clearance, all the right, title, interest, benefits, claims and demands whatsoever of the Borrower in, to and under all the Project Documents, permits, insurance policy and clearances.
   vi. First ranking Pari-passu pledge over 51% (fifty one percent) Shares of the Borrower, till the Final Settlement Date, subject to section 19(2) & (3) of Banking Regulations Act 1949.
7. The Company has availed a Subordinated debt from Mahindra Susten Private Limited (the holding Company), wherein INR 15,132.00 lakhs (31 March 2025: INR 10,132.00 lakhs) as part of promoter contribution for Rajasthan Urja Vikas And IT Services Limited in Rajasthan, India and INR 16,948.00 lakhs (31 March 2025: INR 16,948.00 lakhs) as part of promoter contribution for Gujarat Urja Vikas Nigam Limited in Gujarat, India.

Note No. 16 – Lease liabilities

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
Lease Liability (Refer note 32)	**247.63**	**1,905.15**	152.06	1,129.38
Total Lease liabilities	**247.63**	**1,905.15**	152.06	1,129.38

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 17 – Other Financial Liabilities

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Other Financial Liabilities Measured at Amortised Cost				
(a) Creditors for capital goods	**28,027.77**	**–**	19,555.50	–
(b) Interest accrued but not due	**387.50**	**5,454.61**	294.02	2,316.37
(c) Advance to customers	**10.55**	**–**	–	–
(d) Security Deposit	**–**	**–**	–	325.50
Total Other Financial Liabilities	**28,425.82**	**5,454.61**	19,849.52	2,641.87

Note No. 18 – Short-Term Borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Unsecured Borrowings:		
Loan from related party (Refer note below)	**150.00**	–
Current maturities of long-term debt	**4,187.50**	–
Total Short-Term Borrowings	**4,337.50**	–

Note: The Company had taken unsecured loan from Mahindra Susten Private Limited at 11.00 % p.a.

Note No. 19 – Trade Payables

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Total Outstanding Dues of Micro Enterprises and Small Enterprises;	**–**	–
(b) Total Outstanding Dues of Creditors other than Micro Enterprises and Small Enterprises	**447.46**	904.33
Total Trade Payables	**447.46**	904.33

For Amounts pertaining to related parties from above Trade Payables refer note 34

As at 31 March 2026

	Outstanding for following periods from due date					
Particulars	**Unbilled dues**	**Less than 1 year**	**1–2 years**	**2–3 years**	**More than 3 years**	**Total**
Undisputed						
(i) MSME	–	–	–	–	–	–
(ii) Others	264.01	183.46	–	–	–	447.46
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	**264.01**	**183.46**	**–**	**–**	**–**	**447.46**

As at 31 March 2025

	Outstanding for following periods from due date					
Particulars	**Unbilled dues**	**Less than 1 year**	**1–2 years**	**2–3 years**	**More than 3 years**	**Total**
Undisputed						
(i) MSME	–	–	–	–	–	–
(ii) Others	902.89	0.97	0.47	–	–	904.33
(iii) Disputed dues – MSME	–	–	–	–	–	–
(iv) Disputed dues – Others	–	–	–	–	–	–
Total	**902.89**	**0.97**	**0.47**	**–**	**–**	**904.33**

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

Particulars	As at 31 March 2026	As at 31 March 2025
a) Principal amount remaining unpaid to any supplier as at the end of the year.	–	–
Interest due thereon remaining unpaid to any supplier as at the end of the year.	–	–
b) Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year.	–	–
Interest paid as per section 16 of the MSMED Act, 2006	–	–
Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c) Amount of interest due and payable for the year of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	–	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting year,	–	–
e) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 20 – Other Current Liabilities

Particulars	As at 31 March 2026	As at 31 March 2025
Statutory dues	**472.86**	180.39
Total Other Current Liabilities	**472.86**	180.39

Note No. 21 – Revenue from Operations

The following is an analysis of the company's revenue for the year.

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
A Revenue from Contracts with Customers		
Sale of solar energy	**11,865.09**	268.62
Less :- DSM (Derivation Settlement Mechanism) Charges	**(88.97)**	(3.56)
B Other operating revenues		
Sales - Miscellaneous Services	**–**	–
Total of revenue from operations (A+B)	**11,776.12**	265.06

Notes:

A. Disaggregated revenue information:

The Company's revenue is from only sale of solar energy

B. Reconciliation of contract assets & contract liabilities:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Contract assets		
Unbilled receivable		
At the beginning of the year	**–**	–
Less: Bill during the year	**(11,865.09)**	(268.62)
Add: Revenue recognised during the year	**11,865.09**	268.62
At the end of the year	**–**	–
Contract liability	**–**	–

C. Reconciliation of revenue as per Ind AS 115:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue as per contracted prices	**11,865.09**	268.62
Less: Adjustment of pertaining to revenue from sale	**–**	–
Revenue from contract with customers	**11,865.09**	268.62

Note No. 22 – Other Income

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest income on financial assets at amortised cost	**374.14**	6.79
Interest on Fixed deposits	**526.68**	–
Less: Amounts adjusted against cost of borrowings capitalised	**(152.54)**	–
Interest on Income tax Refund	**5.89**	–
	380.03	6.79

Note No. 23 – Finance Cost

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Interest on		
Interest expense on borrowings	**12,367.86**	4,046.43
Interest unwinding on lease liability	**273.59**	108.34
Less: Amounts included in the cost of qualifying assets	**(4,556.42)**	(3,837.65)
(b) Other Interest	**0.78**	4.99
(c) Bank charges	**22.79**	–
Total Finance Cost	**8,108.60**	322.11

Note No. 24 – Depreciation and Amortisation

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Depreciation on property, plant and equipment (refer note 3)	**4,423.85**	151.49
(b) Amortisation of right-of-use assets (refer note 5)	**183.59**	51.18
Less: Amortisation cost on ROU capitalised during the year	**(15.37)**	–
Total Depreciation and Amortisation	**4,592.07**	202.67

Note No. 25 – Operation and Maintenance Charges

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Operation and Maintenance Charges	**523.07**	5.00
Total Operation and Maintenance Charges	**523.07**	5.00

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 26 – Other Expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Insurance Charges	**200.44**	7.21
(b) QCA (Qualified Coordinating Agency) Fees	**9.69**	0.45
(c) Rates and Taxes	**245.61**	20.18
(d) Auditors remuneration and out-of-pocket expenses (inculding indirect taxes)		
(i) Statutory Audit Fees	**2.68**	1.00
(ii) For other services	**0.18**	–
(iii) Out of pocket expense	**–**	–
(e) Legal and Other Professional Costs	**124.59**	10.27
(f) Registration and Documentation Charges	**32.73**	1.45
(g) Liquidated Damages Charges	**826.63**	893.33
(h) Miscellaneous expenses	**18.75**	0.88
Total Other Expenses	**1,461.30**	934.78

Note No. 27 – Earnings per Share

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Basic earnings per share having a face value of Rs. 10 each	**(24.77)**	(16.75)
Diluted earnings per share having a face value of Rs. 10 each	**(24.77)**	(16.75)

Earnings Per Share (EPS)

The calculation of EPS has been based on the following profit attributable to equity shareholders and weighted-average number of equity shares outstanding.

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Loss for the year attributable to owners of the Company	(1,711.71)	(1,157.17)
Weighted-average number of equity shares (basic)	69,10,000	69,10,000
Weighted-average number of equity shares (diluted)	69,10,000	69,10,000
Basic earnings per share having a face value of Rs. 10 each	(24.77)	(16.75)
Diluted earnings per share having a face value of Rs. 10 each	(24.77)	(16.75)

Note No. 28 – Current Tax and Deferred Tax

(a) Income tax recognised in Statement of Profit and Loss:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Deferred Tax:		
In respect of current year	**808.55**	19.79
In respect of prior years	**8.62**	15.76
Total income tax expense	**817.18**	35.54

(b) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Loss before tax from continuing operations	**(2,528.89)**	(1,192.71)
Corporate tax rate as per Income tax Act, 1961	**25.17**	25.17
Income tax expense calculated at 25.17%	**(636.47)**	(300.18)
Effect of expenses that is non-deductible in determining taxable profit	**(189.33)**	280.39
Total effect of Tax adjustment	**(825.80)**	(19.79)
Adjustments recognised in the current year in relation to the tax of prior years	**8.62**	(15.76)
Income tax expense recognised In profit and loss statement	**(817.18)**	(35.54)

(c) Movement in deferred tax balances:

As at 31 March 2026

Particulars	Opening Balance	Recognised in profit and Loss	Closing balance
Tax effect of items constituting deferred tax liabilities			
Property, Plant and Equipment	**(1,318.23)**	**(12,507.21)**	**(13,825.44)**
Right-of-use Assets	**7.85**	**–**	**7.85**
	(1,310.38)	**(12,507.21)**	**(13,817.59)**
Tax effect of items constituting deferred tax assets			
Carryforward Tax Losses	**1,345.92**	**13,324.38**	**14,670.31**
	1,345.92	**13,324.38**	**14,670.31**
Net Deferred Tax Asset	**35.54**	**817.18**	**852.72**

As at 31 March 2025

Particulars	Opening Balance	Recognised in profit and Loss	Closing balance
Tax effect of items constituting deferred tax liabilities			
Property, Plant and Equipment	–	(1,318.23)	(1,318.23)
Right-of-use Assets		7.85	7.85
	–	(1,310.38)	(1,310.38)
Tax effect of items constituting deferred tax assets			
Carryforward Tax Losses	–	1,345.92	1,345.92
	–	1,345.92	1,345.92
Net Deferred Tax Asset	–	35.54	35.54

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

(d) Detail of Brought forward losses is produced as under:

Assessment year	Business Losses	Unabsorbed Depreciation	Total
2023-24	3.19	–	3.19
2024-25	56.21	–	56.21
2025-26	–	5,254.07	5,254.07
2026-27 (Provisional)	–	52,976.02	52,976.02
Total	**59.40**	**58,230.09**	**58,289.49**

Note No. 29 – Financial Instruments

Capital management

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary. There is no change in the overall capital risk management strategy of the Company compared to last year.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt in Rupees (₹ In Lakhs) (A) (Refer note)	**1,56,220.79**	1,11,232.90
Equity in Rupees (₹ In Lakhs) (B)	**13,333.51**	15,045.22
Debt Equity Ratio (A / B)	**11.72**	7.39

Note:

Debt includes Term loan from bank & Subordinated debt (SD) as described in Note no 15.

Categories of financial assets and financial liabilities

As at 31 March 2026

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Non-current Assets				
Other Financial Assets	**30.58**	**–**	**–**	**30.58**
Current Assets				
Trade Receivables	**1,231.79**	**–**	**–**	**1,231.79**
Cash and Cash Equivalents	**7,774.85**	**–**	**–**	**7,774.85**
Other Financial Assets	**2,346.55**	**–**	**–**	**2,346.55**
Non-current Liabilities				
Borrowings from Banks and Financial institutions	**1,19,803.29**	**–**	**–**	**1,19,803.29**
Borrowings from a related party	**32,080.00**	**–**	**–**	**32,080.00**
Other Financial Liabilities	**5,454.61**	**–**	**–**	**5,454.61**
Current Liabilities				
Short term borrowing	**4,337.50**	**–**	**–**	**4,337.50**
Trade Payables	**447.48**	**–**	**–**	**447.48**
Other Financial Liabilities	**28,425.82**	**–**	**–**	**28,425.82**

As at 31 March 2025

Particulars	Amortised Costs	FVTPL*	FVOCI**	Total
Non-Current Assets				
Other Financial Assets	10.58	–	–	10.58
Current Assets				
Trade Receivables	12.69	–	–	12.69
Cash and Cash Equivalents	8,278.50	–	–	8,278.50
Other Financial Assets	267.13	–	–	267.13
Non-current Liabilities				
Borrowings from Banks and Financial institutions	84,152.90	–	–	84,152.90
Borrowings from a related party	27,080.00	–	–	27,080.00
Other Financial Liabilities	2,641.87	–	–	2,641.87
Current Liabilities				
Short term borrowing	–	–	–	–
Trade Payables	904.33	–	–	904.33
Other Financial Liabilities	19,849.52	–	–	19,849.52

** FVOCI: Fair Value Through Other Comprehensive Income/ Expense

* FVTPL: Fair Value Through Profit and Loss

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management:

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterpaty limits that are reviewed and approved by the Board of Directors annually.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the discounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	Carrying Value	Less than 1 year	1–3 years	3 years to 5 years	5 years and above	Total
As at 31 March 2026						
Non-derivative financial liabilities						
Trade Payable	447.47	447.47	–	–	–	447.47
Interest accrued but not due	5,842.11	387.50	5,454.61	–	–	5,842.11
Creditors for capital supplies	28,027.77	28,027.77	–	–	–	28,027.77
Fixed interest rate instruments	1,56,220.79	4,311.13	8,692.31	9,934.07	1,33,283.29	1,56,220.79
Total	**1,90,538.15**	**33,421.51**	**14,685.95**	**10,520.50**	**1,34,062.96**	**1,92,690.93**
As at 31 March 2025						
Non-derivative financial liabilities						
Trade Payable	904.33	904.33	–	–	–	904.33
Interest accrued but not due	2,610.39	294.02	2,316.37	–	–	2,610.39
Creditors for capital supplies	19,555.50	19,555.50	–	–	–	19,555.50
Security Deposits	325.50	325.50	–	–	–	325.50
Fixed interest rate instruments	1,11,232.90	–	–	–	1,11,232.90	1,11,232.90
Total	1,34,628.62	21,139.03	2,469.75	249.14	1,12,052.13	1,35,910.04

(iii) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Particulars	Carrying Value	Less than 1 year	1–3 years	3 years to 5 years	5 years and above	Total
As at 31 March 2026						
Non-derivative financial assets						
Trade receivable	1,231.79	1,231.79	–	–	–	1,231.79
Interest accrued on fixed deposits	52.19	52.19	–	–	–	52.19
Balances in current accounts	433.62	433.62	–	–	–	433.62
Fixed interest rate instruments	7,341.23	7,341.23	–	–	–	7,341.23
Security Deposits	30.58	–	30.58	–	–	30.58
Total	**9,089.40**	**9,058.82**	**30.58**	**–**	**–**	**9,089.40**
As at 31 March 2025						
Non-derivative financial assets						
Trade receivable	12.69	12.69	–	–	–	12.69
Interest accrued on fixed deposits	11.20	11.20	–	–	–	11.20
Balances in current accounts	478.50	478.50	–	–	–	478.50
Fixed interest rate instruments	7,800.00	7,800.00	–	–	–	7,800.00
Security Deposits	10.58	–	10.58	–	–	10.58
Total	8,312.97	8,558.32	10.58	–	–	8,568.90

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. All such transactions are carried out within the guidelines set by the Board of Directors.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

Interest rate sensitivity

The sensitivity analyses below have been determined based on exposure to interest rate for both derivative and non-derivative instruments at the end of reporting period. For floating rate liabilities, analysis is prepared assuming the amount of liability outstanding at the end of the reporting period was outstanding for the whole year.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

	Currency	Increase / decrease in basis points	Effect on profit before tax
As at 31 March 2026	INR	+100	(1,198.03)
	INR	(-) 100	1,198.03
As at 31 March 2025	INR	+100	(841.53)
	INR	(-) 100	841.53

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

Note No. 30 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note No. 31 - Segment Information

(a) Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company. The Company operates only in one segment viz. sale of solar energy.

(b) Information about major customers: Revenue on sale of electricity from state DISCOMS- Gujarat Urja Vikas Nigam Limited ("GUVNL") with which Company has entered into a Power Purchase Agreement, accounts for more than 10% of revenue.

(c) Geographical Information: The Company's operations is majorly confined within India. Accordingly there are no reportable geographical segments.

Note No. 32 – Disclosures pursuant to Ind AS 116

A) Below are the carrying amount of lease liabilities and the movement during the year:

Particulars	As at 31 March 2026	As at 31 March 2025
Opening	**1,281.42**	307.15
Additions	**2,229.85**	1,520.71
Accretion of interest	**243.72**	108.34
Payments	**(1,602.21)**	(654.77)
Closing	**2,152.78**	1,281.42

B) Below is the breakup of Current and Non current lease liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	**247.63**	152.06
Non current lease liabilities	**1,905.15**	1,129.37
Total	**2,152.78**	1,281.42

C) Details of amount recognised in profit and loss:

Amounts recognised in profit and loss	As at 31 March 2026	As at 31 March 2025
Amortisation expense on right-of-use assets	**168.22**	51.18
Interest expense on lease liabilities	**243.72**	108.34
Total	**411.94**	159.52

D) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

Maturity Analysis	As at 31 March 2026	As at 31 March 2025
Less than 1 year	**247.63**	59.68
1 year - 3 years	**539.04**	153.38
3 years - 5 years	**586.44**	249.14
5 years and above	**779.67**	819.23

E) The total cash outflow for leases during the year amount to INR 1,602.22 lakhs (31 March 2025: INR 654.77 lakhs)

Note No. 33 – Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	0.34	0.41	-17%	NA
Debt Equity Ratio	Borrowings	Shareholder's Equity	11.72	7.39	58%	The increase is mainly attributable to the borrowings during the year.
Debt Service Coverage ratio	Earnings before interest, taxes, depreciation and ammortisation	Interest & Principal Payment	1.25	(2.07)	-160%	The increase is mainly attributable to the increase in revenue during the year.
Return on Equity Ratio	Profit after taxes	Average Shareholder's Equity	(0.12)	(0.15)	-22%	NA
Inventory turnover ratio	Cost of goods sold	Average Inventory	NA	NA	NA	NA
Trade receivables turnover ratio	Revenue from operations	Average Trade Receivable	18.93	41.76	-55%	The decrease is mainly attributable to the increase in trade receivables during the year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Trade payables turnover ratio	Purchases	Average Trade Payables	NA	NA	NA	NA
Net Captial turnover ratio	Revenue from operations	Average Working Capital	NA	NA	NA	NA
Net Profit ratio	Profit after taxes	Revenue from operations	(0.15)	(4.37)	-97%	The increase is mainly attributable to the increase in revenue during the year.
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA
Return on capital employed*	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	0.03	(0.01)	-577%	The increase is mainly attributable to the increase in revenue during the year.

Note No. 34 – Related Party Transactions

Relationships:	**Name:**
Ultimate Joint Venturer	Mahindra & Mahindra Limited
	2452991 Ontario Limited
Holding Company	Mahindra Susten Private Limited
Fellow Subsidiaries	Furies Solren Private Limited
	Gelos Solren Private Limited
	Hazel Hybren Private Limited
	Illuminate Hybren Private Limited (Formerly known as Icarus Hybren Private Limited)
	Jade Hybren Private Limited
	Kyros Hybren Private Limited
	Layer Hybren Private Limited
	Orion Hybren Private Limited
	Migos Hybren Private Limited
	Neon Hybren Private Limited
	Rhyme Hybren Private Limited
	Pulse Hybren Private Limited
	Quest Hybren Private Limited
	Steer Hybren Private Limited
	Target Hybren Private Limited
	Ultrogen Hybren Private Limited
	Velos Hybren Private Limited
	Mahindra Teqo Private Limited
Key Managerial Persons (KMP)	**Non Executive Directors**
	Sriram Ramachandran
	Rakesh Khaitan
	Deven Murarilal Maskara

Details of transaction between the Company and its related parties are disclosed below:

Nature of transactions with Related Parties	For the year ended	Parent Company	Ultimate Holding Company	Fellow Subsidiary
	31 March 2026	–	–	–
Equity Share Capital Subscription	31 March 2025	16,284.00	–	–
	31 March 2026	30,246.67	–	–
EPC Cost	31 March 2025	33,905.13	–	–
	31 March 2026	5,000.00	–	–
Subordinated Debt taken	31 March 2025	42,150.00	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Nature of transactions with Related Parties	For the year ended	Parent Company	Ultimate Holding Company	Fellow Subsidiary
	31 March 2026	–	–	–
Subordinated Debt Paid	31 March 2025	19,097.00	–	–
	31 March 2026	150.00	–	–
Intercorporate deposit taken	31 March 2025	–	–	–
	31 March 2026	–	–	–
Intercorporate deposit repaid	31 March 2025	7.00	–	–
	31 March 2026	3,478.39	–	–
Interest expense on suboridinated debt	31 March 2025	2,471.39	–	–
	31 March 2026	8.54	–	–
Interest on Inter Corporate Deposit	31 March 2025	0.08	–	–
	31 March 2026	328.12	–	–
Reimbursement on behalf of the party	31 March 2025	–	–	–
	31 March 2026	436.63	–	–
Operation and Maintenance charges	31 March 2025	–	–	–
	31 March 2026	176.74	–	–
Advance payment	31 March 2025	–	–	–
	31 March 2026	47.46	–	436.63
Availment of Services	31 March 2025	189.83	1.82	–
	31 March 2026	97.22	–	–
Reimbursement	31 March 2025	357.74	–	–
	31 March 2026	7.69	–	–
Interest payable on Inter Corporate Deposit	31 March 2025	–	–	–
	31 March 2026	5,446.92	–	–
Interest payable on suboridinated debt	31 March 2025	2,316.37	–	–
	31 March 2026	150.00	–	–
Inter Corporate Deposit outstanding	31 March 2025	–	–	–
	31 March 2026	32,080.00	–	–
Subordinated debt outstanding	31 March 2025	27,080.00	–	–
	31 March 2026	27,712.09	–	181.44
Trade and other payables	31 March 2025	12,035.83	–	–

Notes :

1) All outstanding balances are unsecured.

2) Loans taken are disclosed under note 15.

Note No. 35 – Commitment and Contingent Liability

- There are no contingent liabilities as on the balance sheet date.
- The estimated amount of contracts remaining to be executed on capital account and not provided for as at March 31, 2026 is INR 1,498.93 lakhs (March 31, 2025: Nil).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts are in INR lakhs, unless otherwise stated)

Note No. 36 – Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number o Layers) Rules, 2017.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the year.

(h) The Company does not have transactions with any struck off entity.

(i) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

(j) The Corporate social responsibility (CSR) u/s 135 of Companies Act, 2013 is not applicable.

Note No. – 37

Previous year figures have been re-grouped / re-classified, to the extent necessary, to conform to current year's classifications All the numbers have been rounded off to nearest Lakhs.

Note No. – 38

The financial statements have been approved for issue by Company's Board of Directors on 16 April, 2026.

The accompanying notes are an integral part of the Financial Statements

In terms of our report of the even date

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place: Mumbai
Date: 16 April 2026

For and on behalf of the Board of Directors

Rakesh Khaitan
Director
DIN : 09671089

Place: Mumbai
Date: 16 April 2026

Deven Maskara
Director
DIN : 09213702

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
MAHINDRA TEQO PRIVATE LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **Mahindra Teqo Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures, but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate

to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.
   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      (i) The Company does not have any pending litigations which would impact its financial position;
      (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
      (iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested

(either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and /or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656
UDIN: 26104656HFFJTS7603

Place : Mumbai
Date : April 16, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Mahindra Teqo Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656
UDIN: 26104656HFFJTS7603

Place : Mumbai
Date : April 16, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

   (b) Property, plant and equipment have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment.

   (c) According to the information and explanations given to us, there are no immovable properties that are held in the name of the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the inventory comprising of materials which will be used in the projects have been physically verified by the management during the year. In our opinion, the coverage and procedure of such verification by the management is appropriate and no discrepancy of 10% or more was noticed on such verification between the physical inventory and the book records.

   (b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from bank on the basis of security of current assets during the year. The stock statements filed by the Company with bank on a monthly basis are in agreement with the unaudited books of account as certified by the management.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services tax, Provident fund, Employees' State Insurance,Income-tax, Cess have generally been regularly deposited during the year by the Company with the appropriate authorities, though there have been slight delays in a few cases. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales Tax, Service Tax, Duty of Customs, Duty of Excise and Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services tax, Provident fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) According to the information and explanations given to us, the Company has not obtained any term loan during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates

or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the period. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business. We have considered the Internal Audit reports of the Company issued till date for the period under audit.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding or associate company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

    (d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. (a) According to the information and explanations given to us, in respect of other than ongoing projects, the Company has no unspent amount that needs to be transferred to a Fund specified in Schedule VII to the Act in compliance with second proviso to sub-section (5) of Section 135 of the Act.

    (b) According to the information and explanations given to us, in respect of ongoing projects, the Company has no unspent amount which needs to be transferred to a special account in compliance with sub-section (6) of Section 135 of the Act.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No.104656
UDIN: 26104656HFFJTS7603

Place : Mumbai
Date : April 16, 2026

BALANCE SHEET AS AT 31 MARCH, 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
I ASSETS			
1 NON-CURRENT ASSETS			
(a) Property, Plant and Equipment	**4**	**2,304.22**	1,957.97
(b) Intangible Assets	**5**	**1,079.94**	152.40
(c) Intangible Assets under Development	**6**	**2,959.33**	2,300.67
(d) Deferred Tax Assets	**13**	**279.36**	81.21
SUB-TOTAL		**6,622.85**	4,492.25
2 CURRENT ASSETS			
(a) Financial Assets			
(i) Trade Receivables	**7**	**6,815.16**	5,876.36
(ii) Cash and Cash Equivalents	**8**	**713.16**	214.58
(iii) Other Financial Assets	**9**	**1,556.31**	1,569.02
(b) Inventories	**11**	**3,992.43**	3,403.57
(c) Current Tax Asset (Net)		**379.19**	201.86
(b) Other Current Assets	**10**	**11.58**	14.93
SUB-TOTAL		**13,467.83**	11,280.32
TOTAL ASSETS		**20,090.68**	15,772.57
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share Capital	**12**	**12.50**	12.50
(b) Other Equity		**8,825.62**	8,034.01
SUB-TOTAL		**8,838.12**	8,046.51
2 LIABILITIES			
NON CURRENT LIABILITIES			
(a) Financial Liabilities			
Lease Liabilities	**16**	**886.13**	553.01
Other Financial Liabilities	**16**	**148.05**	274.88
(b) Provisons	**18**	**242.03**	89.37
SUB-TOTAL		**1,276.21**	917.26
CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Borrowings	**14**	**4,950.00**	1,850.00
(ii) Lease Liabilities	**16**	**566.30**	388.63
(iii) Trade Payables	**15**		
(A) Trade Payable-MSME		**638.24**	603.44
(B) Trade Payable-Other than MSME		**2,830.30**	3,296.54
(iv) Other Financial Liabilities	**16**	**412.52**	166.63
(b) Provisions	**18**	**344.26**	293.77
(c) Other Current Liabilities	**17**	**234.73**	209.79
SUB-TOTAL		**9,976.35**	6,808.80
TOTAL LIABILITIES		**11,252.56**	7,726.06
TOTAL EQUITY AND LIABILITIES		**20,090.68**	15,772.57

The accompanying notes are an integral part of the Financial Statements

In terms of our report attached.
For B K Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date : 16th April 2026

For and on behalf of the Board of Directors
Mahindra Teqo Private Limited

Mr. Avinash Rao
Director
DIN: 08249182

Place : Mumbai
Date : 16th April 2026

Mr. Avinash Bapat
Director
DIN: 09179587

Mr. Ankit Jain
CEO

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Particulars		Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
I	Revenue from Operations	**19**	**26,076.89**	22,303.97
II	Other Income	**20**	**4.64**	4.74
III	**Total Revenue**		**26,081.53**	22,308.71
IV	**Expenses**			
	Direct Expenses	**21**	**12,898.60**	11,699.21
	Employee benefit expense	**22**	**9,631.16**	7,169.76
	Finance costs	**23**	**317.15**	273.92
	Depreciation and amortisation expense	**24**	**1,022.97**	761.86
	Other expenses	**25**	**1,300.99**	1,084.47
V	**Total Expenses**		**25,170.87**	20,989.22
VI	**Profit before tax (III-V)**		**910.66**	1,319.49
VII	**Tax Expense**			
	Current tax	**13**	**325.25**	386.00
	Deferred tax	**13**	**(198.15)**	(119.24)
VIII	**Total tax expense**		**127.10**	266.76
IX	**Profit after tax from continuing operations (VI - VIII)**		**783.56**	1,052.73
X	**Other comprehensive income**			
	Items that will not be reclassified to profit or loss	**28**	**10.74**	(29.20)
	Income tax relating to items that will not be reclassified to profit or loss	**13**	**(2.70)**	7.35
	Items that will be reclassfied to profit or loss		**–**	–
	Income tax on items that may be reclassified to profit or loss		**–**	–
	Total Other comprehensive income		**8.04**	(21.85)
XI	**Total comprehensive income for the period (IX + X)**		**791.60**	1,030.88
XII	**Earnings per equity share:**			
	(a) Basic	**26**	**626.85**	842.18
	(b) Diluted	**26**	**626.85**	842.18

The accompanying notes are an integral part of the Financial Statements

In terms of our report attached.
For B K Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date : 16th April 2026

For and on behalf of the Board of Directors
Mahindra Teqo Private Limited

Mr. Avinash Rao
Director
DIN: 08249182

Place : Mumbai
Date : 16th April 2026

Mr. Avinash Bapat
Director
DIN: 09179587

Mr. Ankit Jain
CEO

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Particulars	Note No.	For the year ended 31 March 2026	For the year ended 31 March 2025
Cash flows from operating activities			
Profit before tax for the year		**910.66**	1,319.49
Adjustments for:			
Depreciation of property, plant & equipment and right of use assets		**929.57**	664.96
Amortisation of intangible assets		**93.40**	96.91
Interest expense and other finance costs		**317.15**	273.92
Allowance for trade and other receivables		**41.74**	119.14
Provision for gratuity expense		**90.21**	19.17
Cash flows from operating activities before changes in working capital		**2,382.73**	2,493.59
Changes in working Capital:			
(Increase)/decrease in trade receivables		**(938.81)**	(1,419.37)
(Increase)/decrease in Inventories		**(588.86)**	(1,082.23)
(Increase)/decrease in Other Financial Assets		**12.71**	(116.41)
(Increase)/decrease in Other Current Assets		**3.35**	(135.12)
Increase/(decrease) in trade and other payables		**(431.44)**	22.38
Increase/(decrease) in provisions		**120.98**	159.81
(Increase)/decrease in Other Current Financial Liabilities		**150.37**	324.37
(Increase)/decrease in Other Current Liabilities		**24.94**	40.52
Payment of lease liabilities		**–**	(165.24)
Cash generated from operations		**735.98**	122.29
Income taxes paid		**(496.05)**	(492.34)
Net cash (used in) / generated from operating activities		**239.94**	(370.05)
Cash flows from investing activities		**–**	–
Payments to acquire property, plant and equipment		**(133.02)**	(178.24)
Payments to acquire Intangible assets		**(1.77)**	(4.38)
Additions to intangible assets under development		**(1,677.84)**	(1,054.55)
Net cash (used in) by investing activities		**(1,812.63)**	(1,237.17)
Cash flows from financing activities			
Repayment of borrowings from bank		**–**	(700.00)
Borrowings from related party		**3,100.00**	1,850.00
Interest expenses on borrowings		**(27.55)**	(34.12)
Interest expenses on inter-company deposits		**(141.97)**	(74.55)
Payment of lease liabilities (ROU)		**(796.71)**	(388.27)
Sales & lease back (S&LB) amount received		**193.80**	–
Payment of lease liabilities (S&LB)		**(256.29)**	(214.20)
Net cash generated from financing activities		**2,071.28**	438.86
Net increase in Cash and Cash Equivalents		**498.58**	(1,168.36)
Cash and Cash Equivalents at the beginning of the year		**214.58**	1,382.94
Cash and Cash Equivalents at the end of the year		**713.16**	214.58

Notes:

1. The above Statement of Cash Flows has been prepared under the “Indirect Method” as set out in Indian Accounting Standard-7, “Statement of Cash Flows”.
2. Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cashflows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Reconciliation of movement of liabilities to cash flow arising from financial liabilities

Particulars	Leases	Interest accrued	Borrowings
Balance as on 01 April 2024	1,230.16	–	700.00
Changes from financing cash flows			
Proceeds from borrowing from related party	–	–	1,150.00
Payment of lease liability	(602.47)	–	–
Total changes from financing cash flows	**627.69**	**–**	1,850.00
Other changes			
Liability-related			
New leases	590	–	–
Interest expense	165.24	74.55	34.12
Tax deducted at source	–	7.46	–
Interest paid	–	(65.54)	(34.12)
Gain on termination on lease arrangement	–	–	–
Balance as on 31 March 2025	**1,383.16**	**1.56**	1,850.00
Balance as on 01 April 2025	1,383.16	1.56	1,850.00
Changes from financing cash flows			
Proceeds from borrowing from related party (Net)	–	–	3,100.00
Payment of lease liability	(1,053.00)	–	–
Total changes from financing cash flows	**330.16**	**1.56**	4,950.00
Other changes			
Liability-related			
New leases	1,310.93	–	–
Interest expense	221.55	318.33	–
Tax deducted at source	–	–	
Interest paid	–	(169.52)	–
Gain on termination on lease arrangement	–	–	
Balance as on 31 March 2026	**1,862.64**	**150.37**	4,950.00

The accompanying notes are an integral part of the Financial Statements

In terms of our report attached.
For B K Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date : 16th April 2026

For and on behalf of the Board of Directors
Mahindra Teqo Private Limited

Mr. Avinash Rao
Director
DIN: 08249182

Place : Mumbai
Date : 16th April 2026

Mr. Avinash Bapat
Director
DIN: 09179587

Mr. Ankit Jain
CEO

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

A. Equity Share Capital

Particulars	As at 31 March 2026	As at 31 March 2025
Balance as at the beginning of the year	12.50	12.50
Changes in equity share capital during the year	–	–
Balance as at the end of the year	**12.50**	**12.50**

B. Other Equity

Particulars	Items of Other Comprehensive Income (Remeasurements of defined benefit plans)	Reserves and Surplus		Total
		Retained Earnings	Securities Premium	
As at 1st April 2025	**(0.96)**	**4,537.47**	**3,497.50**	**8,034.01**
Profit for the year	–	783.56	–	783.56
Other comprehensive income/ (loss)	8.04	–	–	8.04
Total Income for the year	**7.08**	**5,321.03**	**3,497.50**	**8,825.61**
Shares allotted	–	–	–	–
As at 31 March 2026	**7.08**	**5,321.03**	**3,497.50**	**8,825.62**

Closing as per actuarial report

INR in Lakhs

Particulars	Items of Other Comprehensive Income (Remeasurements of defined benefit plans)	Reserves and Surplus		Total
		Retained Earnings	Securities Premium	
As at 1st April 2024	**20.89**	**3,484.75**	**3,497.50**	**7,003.14**
Profit for the year	–	1,052.72	–	1,052.72
Other comprehensive income/ (loss)	(21.85)	–	–	(21.85)
Total Comprehensive Income for the year	**(0.96)**	**4,537.47**	**3,497.50**	**8,034.01**
Shares allotted	–	–	–	–
As at 31st March 2025	**(0.96)**	**4,537.47**	**3,497.50**	**8,034.01**

1. Securities premium: Securities premium reserve is used to record the premium on issue of shares.

2. Retained earnings: Retained earnings comprises of accumulated balance of profits/(losses) of current and prior years including transfers made to / from other reserves from time to time. The reserve can be utilized or distributed by the Company in accordance with the provisions of the Companies Act, 2013.

The accompanying notes are an integral part of the Financial Statements

In terms of our report attached.
For B K Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date : 16th April 2026

For and on behalf of the Board of Directors
Mahindra Teqo Private Limited

Mr. Avinash Rao
Director
DIN: 08249182

Place : Mumbai
Date : 16th April 2026

Mr. Avinash Bapat
Director
DIN: 09179587

Mr. Ankit Jain
CEO

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Nature of Operations

Mahindra Teqo Private Limited ('the Company') is a company limited by shares, incorporated and domiciled in India, having CIN as U40100MH2016PTC271679 and it is a subsidiary of Mahindra Sustainable Energy Private Limited. Its ultimate holding Company is Mahindra and Mahindra Limited. The Company offers turnkey asset management solutions which helps the Renewable Energy asset owners to maximize returns through Performance enhancement services (Operation & Maintenance, Technical due diligence, Remote monitoring and analysis).

Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

2. Significant Accounting Policies and Accounting Judgments and Estimates

A. Basis of Preparation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the financial statements

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair value as explained in the accounting policies below.

The financial statements were approved for issue by the Board of Directors on 16th April 2026.

B. Use of estimates and judgments

The preparation of the financial statements in accordance with Ind AS requires use of judgements, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognized prospectively.

Assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March 2026 are as follows:

(i) Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of applicable operating business segments and their ability to utilise any recorded tax assets. The Company reviews its deferred income tax assets at every reporting year/ period end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

(ii) Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be reported in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

(iii) Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past event whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Other Significant Accounting Policies:

Current versus Non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

a) Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss. A trade receivable without a significant financing component is initially measured at the transaction price.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets.

Classification of financial assets

On initial recognition, a financial asset is classified as measured at

- Amortized cost;
- FVOCI – debt investment;
- FVOCI – equity investment; or
- FVTPL.

Financial assets are not reclassified subsequent to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

Instruments that meet the following conditions are subsequently measured at amortized cost (except for that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

The classification of debt instrument as amortised cost or FVTOCI is based on the business model and cash flow characteristics of such instrument.

On initial recognition of an equity investment that is not held for trading, the Company may irrevocably elect to present subsequent changes in the investment's fair value in OCI (designated as FVOCI– equity investment). This election is made on an investment- by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Business model assessment

The Company makes an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of the assets;
- how the performance of the portfolio is evaluated and reported to the Company's management;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL

Financial assets: Assessment whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Company considers the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable interest rate features;
- prepayment and extension features; and
- terms that limit the Company's claim to cashflows from specified assets (e.g. non- recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the pre payment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a significant discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment featureis in significant at initial recognition.

Effective interest method

The effective interest method is a method of calculating the amortized cost of assets and of allocating interest income over the relevant period. The effective interest rate is the rate that

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the assets, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Financial assets at fair value through profit or loss (FVTPL)

Investments in debt / equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other income' line item. Dividend on financial assets at FVTPL is recognized when the Company's right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Financial assets at amortised cost:

These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in the standalone statement of profit and loss. Any gain or loss on derecognition is recognised in the standalone statement of profit and loss.

Debt investments at FVOCI:

These assets are subsequently measured at fair value. Interest income under the effective interest method, foreign exchange gains and losses and impairment are recognised in the standalone statement of profit and loss. Other net gains and losses are recognized in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to the standalone statement of profit and loss.

Equity investments at FVOCI:

These assets are subsequently measured at fair value. Dividends are recognised as income in the standalone statement of profit and loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are not reclassified to the standalone statement of profit and loss.

Impairment of financial assets

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, and other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

For investments, company reviews its carrying value of investments carried at cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted in the statement of profit and loss.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

recognized in profit or loss on disposal of that financial asset.

Financial liabilities

Financial liabilities subsequently measured at Fair value

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading or it is a derivative (that does not meet hedge accounting requirements) or it is designated as such on initial recognition.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re-measurement recognized in profit or loss.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortized cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortized cost of the instruments and are recognized in profit or loss.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognized in profit or loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

b) Property plant and equipment:

(i) Property plant and equipment:

Property, plant and equipment is stated at cost less accumulated depreciation and accumulated impairment losses, if any Cost includes purchase price (net of trade discount and rebates) and any directly attributable cost of bringing the asset to its working condition for its intended use and for qualifying assets, borrowing costs capitalised in accordance with Ind AS 23.

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

The Company identifies and determines cost of each component part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset having useful life that is materially different from that of the remaining asset. These components are depreciated over their useful lives, the remaining asset is depreciated over the life of the principal asset. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognized in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in the statement of profit or loss as and when incurred.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset are derecognised when replaced All other repairs and maintenance are charged to profit and loss during the reporting period in which they are incurred.

Depreciation is recognised so as to depreciate the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. Management reviews the useful lives and residual values of property, plant and equipment and intangible assets, at least once a year and any changes could affect the depreciation rates prospectively and hence the asset carrying values.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in profit or loss

Asset class	Useful Life
Office Equipment	5 yrs
Furniture & Fixtures	10 yrs
Vehicles	8 yrs
Computer	3 yrs

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ii) Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

(iii) Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset or cash-generating unit exceeds its recoverable amount. The recoverable amount is the greater of the asset's or cash-generating unit's net selling price and value in use.

In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset or cash-generating unit in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

c) Borrowing Costs:

Borrowing costs directly attributable to the acquisition, construction or production of an asset are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

d) Foreign Exchange Transactions:

Initial Recognition

All transactions that are not denominated in the Company's functional currency are foreign currency transactions. These transactions are initially recorded in the functional currency by applying the appropriate daily rate which best approximates the actual rate of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the standalone statement of profit and loss.

Measurement of foreign currency items at the reporting date

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Nonmonetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognized in the standalone statement of profit and loss

e) Intangible assets

Intangible assets are initially recognised at cost.

Intangible assets with definite useful lives are amortised on a straight line basis so as to reflect the pattern in which the asset's economic benefits are consumed.

Intangible assets under development

The Company expenses costs incurred during research phase to profit or loss in the year in which they are incurred. Development phase expenses are initially recognised as intangible assets under development until the development phase is complete, upon which the amount is capitalised as intangible asset.

Intangible assets

i) Technical Knowhow

The expenditure incurred is amortised over the estimated period of benefit, commencing with the year of purchase of the technology.

ii) Development Expenditure

The expenditure incurred on technical services and other project/product related expenses are amortised over the estimated period of benefit, not exceeding 60 months.

iii) Brand license fee

The expenditure incurred is amortised over the period of relevant licence fee or the estimated period of benefit, whichever is lower.

iv) Software Expenditure

The expenditure incurred is amortised over five financial years equally commencing from the year in which the expenditure is incurred.

v) Others

The expenditure incurred is amortised over the estimated period of benefit.

The amortisation period for intangible assets with finite useful lives are reviewed annually and changes in expected useful lives are treated as changes in estimates.

Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognized in statement of profit and loss when the asset is derecognized.

f) Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

g) Inventories

Inventories comprise all costs of purchase, conversion and other costs incurred in bringing the inventories to their present location and condition.

Raw materials and bought out components are valued at the lower of cost or net realisable value. Cost is determined on the basis of the weighted average method.

Finished goods produced, stock in trade, manufactured components and work-in-progress are carried at cost or net realisable value whichever is lower.

Stores, spares and tools other than obsolete and slow moving items are carried at cost. Obsolete and slow moving items are valued at cost or estimated net realisable value, whichever is lower.

h) Leases:

As per Ind As 116 at inception of contract, the Company assesses whether the Contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. At inception or on reassessment of a contract that contains a lease component, the Company allocates consideration in the contract to each lease component on the basis of their relative standalone price.

As a lessee:

i) Right-of-use assets:

The Company recognized right-of-use assets at the commencement date of the lease. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognized, initial direct costs incurred, lease payments made at or before the commencement date less any lease incentives received and estimate of costs to dismantle. Right of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets. The Company presents right-to-use assets that do not meet the definition of investment property in 'Property, plant and equipment'.

ii) Lease liabilities:

At the commencement date of the lease, the Company recognized lease liabilities measured at the present value of lease payments to be made over the lease term. In calculating the present value of lease payments, the Company generally uses its incremental borrowing rate at the lease commencement date if the discount rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. The carrying amount is remeasured when there is a change in future lease payments arising from a change in index or rate. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments or a change in the assessment of an option to purchase the underlying asset. The Company presents lease liabilities under financial liabilities in the Balance Sheet.

iii) Short term leases and leases of low value of assets:

The Company applies the short-term lease recognition exemption to its short-term leases. It also applies the lease of low value assets recognition exemption that are considered to be low value. Lease payments on short-term leases and leases of low value assets are recognized as expense on a straight-line basis over the lease term.

i) Taxes:

Income tax comprises current and deferred tax. It is recognized in the standalone statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognized in respect of carried forward tax losses and tax credits.

Deferred tax is not recognized for:

– temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;

– temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

– taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, deferred tax are also recognised in other comprehensive income or directly in equity respectively.

Where deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

j) Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for. When the Company expects some or all of a provision to be reimbursed for example, under an insurance contract, the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of profit and loss net of any reimbursement.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

Onerous contracts

A contract is considered to be onerous when the expected economic benefits to be derived by the Company from the contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision for an onerous contract is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before such a provision is made, the Company recognizes any impairment loss on the assets associated with that contract.

k) Cash and Cash Equivalents:

Cash and cash equivalent in the balance sheet comprise cash at banks and on hand and short-term deposits, other short-term highly liquid investments with original maturities of three months or less with subject to an insignificant risk of changes in value.

For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts/cash credits from banks as they are considered an integral part of the Company's cash management

l) Earnings Per Share:

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and,

Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

m) Revenue Recognition:

The Company has adopted Ind AS 115, Revenue from Contracts with Customers,. The Company has applied the following accounting policy for revenue recognition:

Revenue from contracts with customers:

The Company recognizes revenue from contracts with customers based on a five step model as set out in Ind AS 115:

Step 1. Identify the contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2. Identify the performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer

Step 3. Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Step 4. Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5. Recognize revenue when (or as) the entity satisfies a performance obligation

The Company satisfies a performance obligation and recognizes revenue over time, if one of the following criteria is met:

– The customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs; or

– The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or

– The Company's performance does not create an asset with an alternative use to the Company and the entity has an enforceable right to payment for performance completed to date.

If control is not transferred over time as above, the entity considers the same as transferred at a point in time

For contracts where control is transferred at a point in time, the Company considers the following indicators of the transfer of control of the asset to the customer

- When the entity obtains a present right to payment for the asset.
- When the entity transfers legal title of the asset to the customer.
- When the entity transfers physical possession of the asset to the customer.
- When the entity transfers significant risks and rewards of ownership of the asset to the customer
- When the customer has accepted the asset

Determination of percentage of completion

The Company uses the proportionate completion method for recognition of revenue, accounting for unbilled revenue/ unearned revenue and contract cost thereon for its turnkey contracts. The percentage of completion is measured by reference to the stage of the projects and contracts determined based on the proportion of contract costs incurred for work performed to date bear to the estimated total contract costs. Use of the proportionate completion method requires the Company to estimate the efforts or costs expended to date as a proportion of the total efforts or costs to be expended. Significant assumptions are required in determining the stage of completion, the extent of the contract cost incurred, the estimated total contract revenue and contract cost and the recoverability of the contracts. These estimates are based on events existing at the end of each reporting date.

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes and duty. The Company assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

Sales of goods

An entity shall recognize revenue when (or as) the entity satisfies a performance obligation by transferring a promised good or service (ie an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset.

Operation and maintenance income

The Company recognises revenue from Operations and Maintenance services using the time-elapsed measure of progress i.e. input method on a straight line basis.

Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably

Contract assets

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

n) Events after reporting date:

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the standalone financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

3. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorization of these financial statements, the Company has not applied the following new amendment to IND AS that has been issued but is not yet effective:

Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods

Note No. 4 - Property, Plant and Equipment

Particulars	As at 31 March 2026	As at 31 March 2025
(a) Owned assets	**409.89**	587.47
(b) Right of use assets	**1,894.33**	1,370.50
Total Trade Receivables	**2,304.22**	1,957.97

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

	Owned Assets					
Description of Assets	**Plant and Equipment**	**Office Equipment**	**Computers &EDP**	**Furniture and Fixtures**	**Vehicles**	**Total**
Cost						
Balance as at 1 April 2024	766.55	8.86	23.09	9.76	83.88	892.14
Additions during the year	73.30	5.63	33.52	3.70	65.21	181.37
Transferred to Sales & Lease back	–	–	–	–	–	–
Balance as at 31 March 2025	**839.85**	**14.49**	**56.61**	**13.46**	**149.10**	**1,073.52**
Balance as at 1 April 2025	839.85	14.49	56.61	13.46	149.10	1,073.51
Additions during the year	94.06	3.96	16.22	–	18.80	133.04
Deletion during the year	–	–	–	–	–	–
Transferred to Sales & Lease back	(123.86)	–	(40.34)	–	–	(164.20)
Balance as at 31 March 2026	**810.05**	**18.45**	**32.49**	**13.46**	**167.90**	**1,042.35**
Accumulated depreciation & impairment						
Balance as at 1 April 2024	273.88	3.01	8.61	3.29	18.13	306.92
Depreciation expense for the year	276.24	2.06	25.64	8.87	20.09	332.90
Transferred to Sales & Lease back	(126.15)	–	(16.71)	(6.96)	(3.96)	(153.78)
Balance as at 31 March 2025	**423.97**	**5.07**	**17.54**	**5.20**	**34.26**	**486.04**
Balance as at 1 April 2025	423.97	5.07	17.54	5.20	34.26	486.04
Depreciation expense for the year	276.89	3.14	35.40	9.13	27.53	352.09
Deletion during the year	–	–	–	–	–	–
Transferred to Sales & Lease back	(163.12)	–	(31.69)	(6.90)	(3.96)	(205.67)
Balance as at 31 March 2026	**537.74**	**8.21**	**21.25**	**7.43**	**57.83**	**632.46**

Net carrying amount as at 31 March 2025	415.88	9.42	39.07	8.26	114.84	587.48
Net carrying amount as at 31 March 2026	272.31	10.24	11.24	6.03	110.07	409.89

	Sales & Lease Back (ROU)					ROU Assets					
Description of Assets	**Plant and Equipment**	**Computers &EDP**	**Furniture and Fixtures**	**Vehicles**	**Subtotal (a)**	**Lease-Plant and Equip-ment**	**Lease-Computers &EDP**	**Lease-Vehicles**	**Building - Leasehold**	**Subtotal (b)**	**Total**
Cost											
Balance as at 1 April 2024	678.73	117.33	42.26	26.83	865.15	557.04	145.28	47.80	257.84	1,007.96	1,900.10
Additions during the year	–	–	–	–	–	508.90	12.07	13.48	–	534.45	534.45
Transferred to Sales & Lease back	–	–	–	–	–	–	–	–	–	–	–
Balance as at 31 March 2025	**678.73**	**117.33**	**42.26**	**26.83**	**865.15**	**1,065.94**	**157.35**	**61.28**	**257.84**	**1,542.41**	**2,434.55**
Balance as at 1 April 2025	678.73	117.33	42.26	26.83	865.15	1,065.94	157.35	61.28	257.84	1,542.41	2,407.56
Additions during the year	123.86	–	40.34	–	164.20	978.88	79.59	91.27	–	1,149.74	1,313.95
Deletion during the year	–	–	–	–	–	–	–	(6.96)	–	(6.96)	(6.96)
Balance as at 31 March 2026	**802.59**	**117.33**	**82.60**	**26.83**	**1,029.35**	**2,044.82**	**236.94**	**145.59**	**257.84**	**2,685.19**	**3,714.54**
Accumulated depreciation & impairment											
Balance as at 1 April 2024	248.42	65.39	14.07	6.58	334.46	91.37	27.34	12.22	85.87	216.80	551.26
Depreciation expense for the year	126.14	16.70	6.95	3.95	153.74	192.95	39.76	13.48	85.87	332.07	485.81
Deletion during the year	–	–	–	–	–	–	–	–	–	–	–
Balance as at 31 March 2025	**374.56**	**82.09**	**21.02**	**10.53**	**488.20**	**284.32**	**67.10**	**25.70**	**171.74**	**548.86**	
Balance as at 1 April 2025	374.56	82.09	21.02	10.53	488.20	284.32	67.10	25.70	171.74	548.86	1,037.06
Depreciation expense for the year	163.12	31.69	6.90	3.96	205.67	409.98	51.65	29.74	86.10	577.48	783.15
Deletion during the year	–	–	–	–	–	–	–	–	–	–	–
Balance as at 31 March 2026	**537.68**	**113.78**	**27.92**	**14.49**	**693.87**	**694.30**	**118.75**	**55.44**	**257.84**	**1,126.34**	**1,820.21**
Net carrying amount as at 31st March, 2025	**304.17**	**35.24**	**21.24**	**16.30**	**376.95**	**781.62**	**90.25**	**35.58**	**86.10**	**993.55**	**1,370.50**
Net carrying amount as at 31st March, 2026	**264.91**	**3.55**	**54.68**	**12.34**	**335.48**	**1,350.52**	**118.19**	**90.15**	**0.00**	**1,558.85**	**1,894.33**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Note No. 5 - Other Intangible Assets

Particulars	Software	Total
Cost		
Balance as at 1 April 2024	523.37	523.37
Additions during the year	4.38	4.38
Balance as at 31 March 2025	**527.75**	**527.75**
Balance as at 1 April 2025	527.75	527.75
Additions during the year	1,020.95	1,020.95
Balance as at 31 March 2026	**1,548.70**	**1,548.70**
Accumulated amortisation & impairment		
Balance as at 1 April 2024	278.45	278.45
Amortisation expense for the year	96.91	96.91
Balance as at 31 March 2025	**375.36**	**375.36**
Balance as at 1 April 2025	375.36	375.36
Amortisation expense for the year	93.40	93.40
Balance as at 31 March 2026	**468.76**	**468.76**
Net carrying amount as at 31st March 2025	**152.40**	**152.40**
Net carrying amount as at 31st March 2026	**1,079.94**	**1,079.94**

Note No. 6 - Intangible Assets under Development

Particulars	As at 31 March 2026	As at 31 March 2025
Opening Balance	**2,300.67**	1,246.12
Additions during the year:		
Addition during the period	**1,417.25**	1,025.01
Interest Capitalisation	**260.59**	29.54
Total Additions	**1,677.84**	1,054.55
Deletions during the year:		
Transfer to Intangible Asset	**1,019.18**	–
Total Deletions	**1,019.18**	–
Closing Balance	**2,959.33**	2,300.67

Ageing of intangible assets under development

Particulars	Amount in Intangible assets under development for a period of				
As at 31 March 2026	Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
Projects in Progress	1,362.27	851.38	387.48	358.20	2,959.33
Total	**1,362.27**	**851.38**	**387.48**	**358.20**	**2,959.33**
As at 31 March 2025					
Projects in Progress	1,054.55	698.12	548.00	–	2,300.67
Total	1,054.55	698.12	548.00	–	2,300.67

Intangible assets under development completion schedule

Particulars	To be completed in				
As at 31 March 2026	Less than 1 year	1-2 Years	2-3 years	More than 3 years	Total
TeqoOS (CMMS)	1,363.02				1,363.02
Teqolytics (Advance analytics)	–	824.02			824.02
TeqoNoc (RMS)	–	772.29			772.29
	1,363.02	1,596.31			2,959.33

Note No. 7 - Trade receivables

Particulars	As at 31 March 2026	As at 31 March 2025
Trade receivables		
(a) Unsecured, undisputed - considered good	**6,815.16**	5,876.36
(b) Unsecured, undisputed - credit impaired	**329.38**	287.65
Less: Loss allowance	**(329.38)**	(287.65)
Total Trade Receivables	**6,815.16**	5,876.36
Of the above, Trade Receivable from		
Related Parties	**279.47**	84.85
Others	**6,535.69**	5,791.51
TOTAL	**6,815.16**	5,876.36

Note:

All the Sundry Debtors have been charged against Working Capital Demand Loan (WCDL) taken from Bank.

There are no debts due by directors or other officers of the Company or any of them either severally or jointly with any other person or debts due by firms or private companies respectively in which any director is a partner or a director or a member

Trade Receivables ageing schedule

Particulars	Outstanding for following periods from due date of payment					
As at 31 March 2026	Less than 6 months incl Not Due	6 months - 1 year	1-2 Years	2-3 years	More than 3 years	Total
Undisputed Trade receivables — considered good Secured	6,007.98	695.63	99.50	–	12.05	6,815.16
Undisputed Trade receivables — considered good Unsecured						
(ii) Undisputed Trade Receivables — which have significant increase in credit risk						
(iii) Undisputed Trade Receivables — credit impaired	32.29	141.57	92.79	–	62.73	329.38
less: Allowance for excected credit loss	(32.29)	(141.57)	(92.79)	–	(62.73)	(329.38)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Particulars	Outstanding for following periods from due date of payment					
As at 31 March 2025	Less than 6 months incl Not Due	6 months - 1 year	1-2 Years	2-3 years	More than 3 years	Total
Undisputed Trade receivables — considered good Secured	5,205.59	561.37	94.90	8.76	5.74	5,876.36
Undisputed Trade receivables — considered good Unsecured						
(ii) Undisputed Trade Receivables — which have significant increase in credit risk						
(iii) Undisputed Trade Receivables — credit impaired	9.07	25.36	146.02	61.80	45.40	287.65
less: Allowance for excected credit loss	(9.07)	(25.36)	(146.02)	(61.80)	(45.40)	(287.65)

Note No. 8 - Cash and Cash Equivalents

Particulars	As at 31 March 2026	As at 31 March 2025
Current Account	**713.16**	214.58
Total Cash and cash equivalent	**713.16**	214.58

Note:
All cash and cash equivalents have been charged against WCDL taken from Bank

Note No. 9 - Other Financial Assets

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non Current	Current	Non Current
(i) Security Deposits for Rent	**128.43**	**–**	76.24	–
(ii) Security Deposit -Mvat Registration	**0.03**	**–**	0.03	–
(iii) Tender Deposit	**1.24**		–	–
(iv) Other advances	**–**	**–**	3.44	–
(v) Other Receivable	**13.73**	**–**	13.73	–
(vi) Other Security Desposit	**25.00**	**–**	–	–
(vii) Investment in FD	**2.00**	**–**	102.00	–
(viii) Unbilled Revenue	**1,385.88**		1,373.58	
Total Other Financial Assets	**1,556.31**	**–**	1,569.02	–

Note:
All Other Financial Assets have been charged agaisnt WCDL taken from Bank

Note No. 10 - Other Assets

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non Current	Current	Non Current
(i) Balances with government authorities (other than income taxes)	**7.06**	**–**	11.85	–
(ii) Other Balances	**4.52**	**–**	3.08	–
Total Other Assets	**11.58**	**–**	14.93	**–**

Note:
All Other Assets have been charged against WCDL taken from Bank

Note No. 11 - Inventories

Particulars	As at 31 March 2026	As at 31 March 2025
Tools & Spares	3,992.43	3,403.57
Total	**3,992.43**	3,403.57

Note:
The inventory is valued at cost or net realisable value whichever is lower.
All Inventories have been charged against WCDL taken from Bank.

Note No. 12 - Equity Share Capital

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	Value of shares	No. of shares	Value of shares
Authorised:				
Equity shares of INR 10 each with voting rights	**1,25,000**	**12.50**	1,25,000	12.50
Issued, Subscribed and Fully Paid:				
Equity shares of INR 10 each with voting rights	**1,25,000**	**12.50**	1,25,000	12.50
Total Equity Share Capital	**1,25,000**	**12.50**	1,25,000	12.50

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period;

Particulars	Opening Balance	Fresh Issue	Bonus shares	ESOP	Other Changes	Closing Balance
Equity Shares with Voting rights						
Period Ended 31 March 2026						
No. of Shares	**1,25,000**	**–**	**–**	**–**	**–**	**1,25,000**
Amount in INR Lakhs	**12.50**	**–**	**–**	**–**	**–**	**12.50**
Equity Shares with Voting rights						
Period Ended 31 March 2025						
No. of Shares	1,25,000	–	–	–	–	1,25,000
Amount in INR Lakhs	12.50	–	–	–	–	12.50

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	No. of Shares		
	Equity Shares with Voting rights	Equity Shares with Differential Voting rights	Others
As at 31 March 2026			
Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Private Limited) (Holding Company)	**1,00,000**	–	–
As at 31 March 2025			
Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Private Limited) (Holding Company)	1,00,000	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra Sustainable Energy Private Limited (Holding Company)	1,00,000	80%	1,00,000	80%
Ontario Limited	25,000	20%	25,000	20%

As at 31 March 2026
It includes 1 equity share held as nominee by an individual on behalf of the Holding Company (Mahindra Sustainable Energy Private Limited) (1 Equity share with Mr Jignesh Parikh).

As at 31 March 2025
It includes 1 equity share held as nominee by an individual on behalf of the Holding Company (Mahindra Sustainable Energy Private Limited) (1 Equity share with Mr Jignesh Parikh).

Shares held by promoters as at 31 March 2026

Promoter Name	No. of Shares	% of total shares	% Change during the year
Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Private Limited)	**1,00,000**	**80%**	**0%**

Shares held by promoters as at 31 March 2025

Promoter Name	No. of Shares	% of total shares	% Change during the year
Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Private Limited)	1,00,000	80%	0%

(iv) Detail of the rights, preferences and restrictions attached to equity shares

The Company has only one class of Equity Share, having a par value of Rs. 10/-. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amount. The distribution will be in proportion to number of equity shares held by the shareholders

Note No. 13 - Current Tax and Deferred Tax

(a) Income Tax recognised in profit or loss

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Current Tax:		
In respect of current year	**325.25**	386.00
Deferred Tax:		
In respect of current year	**(198.15)**	(119.24)
Total income tax expense	**127.10**	266.76

(b) Income tax recognised in other comprehensive income

Particulars	March 31, 2026		
	Before tax	Tax benefit	Net of tax
Items that will not be reclassified to Standalone statement of profit or loss			
Remeasurement gain on post employment defined benefit plan	**10.74**	**(2.70)**	**8.04**
Items that will be reclassified to Standalone statement of profit or loss	**–**	**–**	**–**

Particulars	March 31, 2025		
	Before tax	Tax benefit	Net of tax
Items that will not be reclassified to Standalone statement of profit or loss			
Remeasurement gain on post employment defined benefit plan	(29.20)	7.35	(21.85)
Items that will be reclassified to Standalone statement of profit or loss	–	–	–

(c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Particulars		Year ended 31 March 2026	Year ended 31 March 2025
i)	Profit before tax for the year	**910.66**	1,319.49
ii)	Corporate tax rate as per Income tax Act, 1961	**25.168%**	25.168%
iii)	Tax on accounting profit (iii) = (i) X (ii)	**229.20**	332.09
	Effect of expenses that is non-deductible in determining taxable profit	**6.28**	6.12
	Changes in deductible temporary differences	**(108.38)**	(71.45)
iv)	**Total effect of Tax adjustment**	**127.10**	266.76
v)	Adjustments recognised in the current year in relation to the current tax of prior years	**–**	–
vi)	**Tax expense recognised during the year (vi)=(iv)+(v)**	**127.10**	266.76
vii)	**Effective tax rate**	**13.96%**	20.22%

(d) Movement in deferred tax balances

For the year ended 31st March 2026

Particulars	Opening balance	Recognized in OCI	Recognized in P&L	Closing balance
Tax effect of items constituting deferred tax liabilities:				
Property, Plant and Equipment	(17.98)	–	(31.92)	(49.90)
Tax effect of items constituting deferred tax assets:				
Provision for Gratuity	(10.42)	(2.70)	(59.85)	(72.97)
Provision for Compensated Absences	(16.80)	–	(11.54)	(28.34)
Leases	(3.13)	–	11.11	7.98
MSME expenses Disallowance	(32.88)	–	(20.28)	(53.16)
Provision for Doubtful Debts	–	–	(82.97)	(82.97)
Net Deferred Tax (Asset)/Liabilities	**(81.21)**	**(2.70)**	**(198.15)**	**(279.36)**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

For the year ended 31st March 2025

Particulars	Opening balance	Recognized in OCI	Recognized in P&L	Closing balance
Tax effect of items constituting deferred tax liabilities:				
Property, Plant and Equipment	6.69	–	(24.67)	(17.98)
Tax effect of items constituting deferred tax assets:				
Provision for Gratuity	1.44	7.35	(19.21)	(10.42)
Provision for Compensated Absences	(10.03)	–	(6.77)	(16.80)
Leases	32.59	–	(35.70)	(3.13)
MSME expenses Disallowance	–	–	(32.88)	(32.88)
Net Deferred Tax (Asset)/Liabilities	**30.68**	**7.35**	**(119.24)**	**(81.21)**

Note No. 14 -Current Borrowings

Particulars	As at 31 March 2026	As at 31 March 2025
Measured at amortised cost		
A. Secured Borrowings:		
(a) Working Capital Demand Loan (WCDL) (Refer note)	**–**	**–**
Total Secured Borrowings	**–**	**–**
B. Unsecured Borrowings		
(a) Loans from related parties (Refer note)	**4,950.00**	1,850.00
Total Unsecured Borrowings	**4,950.00**	1,850.00
Total Borrowings	**4,950.00**	1,850.00

Notes :

The Company has availed working capital demand loan from Axis Bank Limited which is charged against entire Current assets (Current and Future).

The Company has availed inter corporate deposit from Mahindra and Mahindra Limited (Ultimate Holding Company) aggregating upto INR 4,950.00 lakhs (P.Y. INR 1,850.00 lakhs) at 8.00% p.a. payable on demand.

Note No. 15 - Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
Total outstanding dues of Micro enterprises and small enterprises	**638.24**	603.44
Total outstanding dues of creditors other than Micro enterprises and small enterprises	**2,830.30**	3,296.54
Total Trade payables	**3,468.54**	3,899.98

Notes:

(1) Trade Payables are payables in respect of the amount due on account of goods purchased or services received in the normal course of business.

(2) Refer note 32 for Trade payables pertaining to related parties.

As at 31 March 2026

Particulars	Outstanding for following periods from date of transaction				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) MSME	400.31	–	–	–	400.31
ii) Others	2,830.30	–	–	–	2,830.30
iii) Disputed dues-MSME	237.93	–	–	–	237.93
iv) Disputed dues-Others		–	–	–	–

As at 31 March 2025

Particulars	Outstanding for following periods from date of transaction				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
i) MSME				–	–
ii) Others	2,375.54	12.16	908.84	–	3,296.54
iii) Disputed dues-MSME	564.29	4.72	34.43	–	603.44
iv) Disputed dues-Others				–	–

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

Particulars	As at 31 March 2026	As at 31 March 2025
a) Principal amount remaining unpaid to any supplier as at the end of the period.	**638.24**	603.44
Interest due thereon remaining unpaid to any supplier as at the end of the period.	**–**	–
b) Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the period.		
Interest paid as per section 16 of the MSMED Act, 2006.		
Payment other than Interest(as per section 16 of the MSMED Act, 2006)	**–**	**–**
c) Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the period) but without adding the interest specified under MSMED Act, 2006.	**–**	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting period,	**–**	–
e) The amount of further interest remaining due and payable even in the succeeding period, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	**–**	–

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 16 - Lease Liabilties & Other Financial Liabilities

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non Current	Current	Non Current
Lease Liability	**566.30**	**886.13**	388.63	553.01
Sale & leaseback liability	**262.15**	**148.05**	166.63	274.88
Interest accrued and due on borrowings	**150.37**	**–**	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

A) Below are the carrying amount of lease liabilities and the movement during the year:

Particulars	As at 31 March 2026	As at 31 March 2025
Opening	**1,383.16**	1,230.16
Additions	**1,310.93**	590.23
Accretion of interest	**221.55**	165.24
Payments	**(1053.01)**	(602.47)
Closing	**1,862.63**	1,383.16

B) Below is the breakup of Current and Non current lease liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	**828.45**	555.26
Non current lease liabilities	**1,034.18**	827.89

C) Details of amount recognised in profit and loss:

Amounts recognised in profit and loss	As at 31 March 2026	As at 31 March 2025
Amortisation expense on right-of-use assets	**783.15**	485.81
Interest expense on lease liabilities	**221.55**	165.24
Total	**1,004.70**	651.05
- Expense relating to variable lease payments not included in the measurement of the lease liability	**–**	–
- Income from sub-leasing right-of-use assets	**–**	–

The total cash outflow for leases amount to Rs. 1053.01 lakhs (2024-25: Rs.604.47 lakhs).

D) The following table set outs maturity analysis of lease liability to be paid after the reporting date:

Maturity Analysis	As at 31 March 2026	As at 31 March 2025
Less than 1 year	**828.45**	555.26
1 year - 3 years	**1,034.18**	827.89
3 years - 5 years	**–**	–
5 years and above	**–**	–

E) The lease rental expense under non cancellable operaing lease arrangement entered during the year ending on March 31st 2026 2044.81 lacs, for previous year Nil

The following is the cashflows of operating lease on an undiscounted basis:

	As at 31 March 2026	As at 31 March 2025
Less than one year	**408.96**	–
Greater than one year but not greater than five year	**613.44**	–

Note No. 17 - Other Liabilities

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non Current	Current	Non Current
TDS	**17.85**	**–**	49.58	–
Staff Recoveries	**146.47**	**–**	89.80	–
Other Provisions	**70.41**	**–**	70.41	–
TOTAL OTHER LIABILITIES	**234.73**	**–**	209.79	–

Note No. 18 - Provisions

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non Current	Current	Non Current
A) Provision for employee benefits				
i. Post employment benefits				
Provision for Gratuity (Refer note 28)	**–**	**163.67**	–	41.40
ii. Other employment benefits				
Provision for Compensated Absences	**34.26**	**78.36**	18.77	47.97
Provision for Bonus	**310.00**	**–**	275.00	–
Total Provisions	**344.26**	**242.03**	293.77	89.37

Movement In Provision

Particulars	Provision for Bonus	Provision for Compensated Absences
Balance as at 1 April 2025	275.00	66.74
Additions during the year	310.00	112.62
Deletion during the year	(275.00)	(66.74)
Balance as at 31 March 2026	**310.00**	**112.62**

Particulars	Provision for Bonus	Provision for Compensated Absences
Balance as at 1 April 2024	144.68	42.93
Additions during the year	275.00	66.74
Deletion during the year	(144.68)	(42.93)
Balance as at 31 March 2025	275.00	66.74

Note No. 19 – Revenue from Operations

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Revenue from rendering of services	**26,076.89**	22,303.97
(b) Other operating revenue	**–**	–
Total Revenue from Operations	**26,076.89**	22,303.97

The Company's revenue is from only one segment i.e Renewable Asset Management

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

B. Reconciliation of Contract Assets & Contract Liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
Contract Assets		
Unbilled Revenue		
At the beginning of the year	**1,373.31**	1,016.90
Less: Bill during the year	**(26,064.33)**	(21,947.56)
Add: Revenue recognised during the year	**26,076.89**	22,303.97
At the end of the year	**1,385.87**	1,373.31

Particulars	As at 31 March 2026	As at 31 March 2025
Contract Liability		
Deferred Revenue		
At the beginning of the year	**–**	11.25
Less: Revenue recognised during the year	**–**	(11.25)
Add: Bill During the Year	**–**	**–**
At the end of the year	**–**	11.25

C. Reconciliation of revenue as per Ind AS 115:

Particulars	As at 31 March 2026	As at 31 March 2025
Revenue as per contracted prices	**26,076.89**	22,303.97
Less: Adjustment of revenue pertaining to Revenue from sale	**–**	–
Revenue from contract with customers	**26,076.89**	22,303.97

Note No. 20 - Other Income

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest income on security deposit	**3.65**	3.26
Interest on Fixed Deposit	**0.57**	1.48
Gain on termination of lease	**0.42**	-
Total Other Income	**4.64**	4.74

Note No. 21 - Direct Expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Project Expenses for services rendered towards site operations & maintenance	**12,898.60**	11,699.21
Total Direct Expense	**12,898.60**	11,699.21

Note:
The expenses incurred are direct expenses on-site for rendering of site activities as per agreed terms and scope of contract. These services (module cleaning, site security, vegetation treatment, plant maintenance) are sub-contracted to vendors.

Note No. 22 - Employee Benefit Expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Salaries and wages	**9,125.74**	6,915.94
(b) Contribution to provident and other funds	**267.53**	134.38
(c) Staff welfare expenses	**237.89**	119.44
Total Employee Benefit Expense	**9,631.16**	7,169.76

Note No. 23 - Finance Cost

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Interest expense on WCDL	**27.55**	34.12
(b) Interest expense on ICDs	**68.06**	74.55
(c) Interest on Lease liabilities	**221.54**	165.24
Total Finance costs	**317.15**	273.91

Note No. 24 - Depreciation and amortisation expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Depreciation on property, plant and equipment	**352.08**	332.89
Depreciation on Right-of-use asset	**577.49**	332.07
Amortisation of intangible asset	**93.40**	96.91
Total Employee Benefit Expense	**1,022.97**	761.87

Note No. 25 - Other Expenses

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
(a) Rent, Rates and taxes	**364.97**	2.93
(b) Corporate social responsibility (CSR) Expenses (refer note below)	**24.92**	24.33
(c) Auditors remuneration and out-of-pocket expenses		
(i) As Auditors- statutory audit fees	**2.70**	2.50
(d) Other expenses		
(1) Professional & Legal Fees	**206.55**	386.50
(2) Travelling & Conveyance expenses	**185.34**	141.49
(3) Provision for Doubtful Debts	**41.74**	119.14
(4) Insurance expenses	**206.01**	105.34
(5) Software Charges	**26.91**	138.07
(6) Miscellaneous expenses	**241.85**	134.17
(7) Liquidated Damages	**–**	30.00
Total Other Expenses	**1,300.99**	1,084.47

Note : Details of CSR Expenditure

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Gross amount required to be spent by the Company during the year based on 2% of average net profits	**24.27**	24.20
ii) Amount of expenditure incurred	**24.92**	24.33
iii) Nature of CSR activities		
Promoting Girls Education	**12.50**	12.10
Aganwadi Development in Rural Area	**11.80**	7.52
Women Empowerment	**–**	1.49
Installation solar streetlights where no electricity	**–**	2.20
School Development in Rural Area	**0.62**	**1.02**
iv) Amount paid to related party from CSR	**–**	–
v) Unspent amount at the end of the year	**–**	–

Amount recognised as expense in profit or loss is INR 24.92 lakhs (2025: INR 24.33 lakhs). Further, the Company does not wish to carry forward any excess amount spent during the year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Note No. 26 - Earnings per Share

Basic earnings per share has been computed by dividing net income by the weighted average number of shares outstanding during the year. Diluted earnings per share has been computed using the weighted average number of shares and dilutive potential shares, except where the result would be antidilutive.

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Profit for the year (in INR lakhs)	**783.56**	1,052.73
Weighted average number of Ordinary (Equity) Shares used in computing Basic and Diluted EPS	**1,25,000**	1,25,000
Basic Earnings per share (Rs.) (Face value of Rs. 5 per share)	**626.85**	842.18
Diluted Earnings per share (Rs.)	**626.85**	842.18

Note No. 27 - Capital Management

The Company's capital management objectives are:

- to ensure the Company's ability to continue as a going concern.

- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of the Balance Sheet.

The Company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

Debt-to-equity ratio as of 31 March 2026 and 31 March 2025 is as follows:

Particulars	As at 31 March 2026	As at 31 March 2025
Debt (A) in INR Lakhs	**4,950.00**	1,850.00
Equity (B) in INR Lakhs	**8,838.12**	8,046.51
Debt Equity Ratio (A / B)	**0.56**	0.23

Note No. 28 - Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund aggregating INR 109.76 Lakhs (Previous Year: INR 71.74 Lakhs) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Code on Social Security, 2020 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

Changes in bond yields

A decrease in government bond yields will increase plan liabilities, although this is expected to be partially offset by an increase in the value of the plans' bond holdings and interest rate hedging instruments.

Inflation risk

Some of the Company's pension obligations are linked to inflation, and higher inflation will lead to higher liabilities (although, in most cases, caps on the level of inflationary increases are in place to protect the plan against extreme inflation). The plans hold a significant proportion of assets in index linked gilts, together with other inflation hedging instruments and also assets which are more loosely correlated with inflation. However an increase in inflation will also increase the deficit to some degree.

Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

A. Details of defined benefit plans as per actuarial valuation are as below:

Particulars	2026	2025
i. Amounts recognised in profit or loss		
Current Service Cost	**39.27**	19.17
Past service cost	**50.93**	–
Interest expenses (net)	**3.90**	(1.21)
Total amount included in employee benefits expense	**94.10**	17.96
ii. Amounts recognised in other comprehensive income		
a) Return on plan assets (excluding amount included in net interest expense/income)	**(1.01)**	0.67
b) Remeasurement (gains)/losses:		
Actuarial (gains)/losses arising from changes in -		
- financial assumptions	**2.30**	2.66
- demographic assumptions	**–**	–
- experience adjustments	**(12.03)**	25.87
Total amount recognised in other comprehensive income	**(10.74)**	29.20
iii. Changes in the defined benefit obligation		
Opening defined benefit obligation	**121.63**	76.83
Current Service Cost	**39.27**	19.17
Past Service Cost	**50.93**	–
Interest Expense	**8.93**	5.00
Remeasurements (gains)/ losses arising from changes in:		
- financial assumptions	**2.30**	2.66
- demographic assumptions	**–**	–
- experience adjustments	**(12.03)**	25.87
Benefits paid	**–**	(7.90)
Liabilities assumed / (settled)	**38.91**	–
Closing defined benefit obligation	**249.94**	121.63
iv. Changes in fair value of plan assets during the year		
Opening fair value of plan assets	**80.23**	82.58
Interest income	**5.03**	6.20
Return on plan assets excluding interest income	**1.01**	(0.68)
Contribution by employer	**–**	0.02
Benefits paid	**–**	(7.89)
Assets acquired/(settled)*	**–**	–
Closing fair value of plan assets #	**86.27**	80.23
*On account of inter group transfer # Plan Assets are with the Insurer Managed Funds		
v. Net defined benefit obligation		
Defined benefit obligation	**249.94**	121.63
Fair value of plan assets	**86.27**	80.23
Surplus/(Deficit)	**163.67**	41.40
Current portion of the above	**–**	–
Non current portion of the above	**163.67**	41.40

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

B. The principal assumptions used in determining gratuity obligations for the Company's plans are shown below:

Particulars	2026	2025
Mortality table	**IALM (2012-14)**	IALM (2012-14)
Discount rate	**6.50%**	6.70%
Salary escalation rate	**8.00%**	8.00%

The discount rate is based on the prevailing market yields of Indian government securities as at 31 March 2026 for the estimated term of the obligations.

The estimates of future salary increases considered takes into account the inflation, seniority, promotion and other relevant factors.

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

C. Sensitivity analysis

The sensitivity analysis of significant actuarial assumption as of end of reporting period is shown below

	Pre-tax impact (decrease) / increase in liability	
Particulars	**2026**	**2025**
Discount rate:		
Decrease by 100 basis points	**4.87%**	4.69%
Increase by 100 basis points	**-4.44%**	-4.27%
Future salary increase:		
Decrease by 100 basis points	**-3.46%**	-4.08%
Increase by 100 basis points	**4.87%**	4.26%

These sensitivities have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous periods in the methods and assumptions used in preparing the sensitivity analyses.

D. Maturity analysis

The following payments are expected contributions to the defined benefit plan in future years:

Particulars	2026	2025
Upto 1 year	**52.01**	32.40
1 - 2 year	**47.48**	18.02
2 - 3 year	**38.77**	17.55
3 - 4 year	**36.73**	14.88
4 - 5 year	**27.81**	15.51
5 - 10 years	**29.90**	29.90
10 years & above	**45.86**	45.86

The weighted average duration of the defined benefit obligation as at 31 March 2026 is 4.65 years (as at 31 march 2024 - 5.10 years)

Note:

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes")- consolidating 29 existing labour laws

In accordance with the new Labour Codes, the Company has currently estimated the incremental impact on retiral benefits to be Rs.50.93 Lakhs for the Company.

The Company continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications/ additional guidance from authorities and will continue to assess the accounting implications, basis such developments/ guidance.

Note No. 29 - Fair Value Measurement

Fair value of financial assets and financial liabilities that are not measured at fair value

Particulars	As at 31 March 2026		As at 31 March 2025	
	Carrying value	Fair value	Carrying value	Fair value
Financial assets				
Financial assets carried at Amortised Cost:				
(i) Trade Receivables	**6,815.16**	**6,815.16**	5,876.36	5,876.36
(ii) Other Financial Assets	**1,556.31**	**1,556.31**	1,569.02	1,569.02
Total	**8,371.47**	**8,371.47**	7,445.38	7,445.38
Financial liabilities				
Financial liabilities held at amortised cost:				
(i) Borrowings	**4,950.00**	**4,950.00**	1,850.00	1,850.00
(ii) Lease Liabilities	**1,452.43**	**1,452.43**	388.63	388.63
(iii) Trade Payables	**3,468.54**	**3,468.54**	3,899.98	3,899.98
(iv) Other Financial Liabilities	**560.57**	**560.57**	166.63	166.63
Total	**10,431.55**	**10,431.55**	6,305.24	6,305.24

Fair value hierarchy as at 31 Mar 2026

	Level 1	Level 2	Level 3	Total
Financial assets				
Financial assets carried at Amortised Cost:				
(i) Trade Receivables	–	–	6,815.16	6,815.16
(ii) Other Financial Assets	–	–	1,556.31	1,556.31
Total	–	–	8,371.47	8,371.47
Financial liabilities				
Financial Instruments not carried at Fair Value				
(i) Borrowings	–	–	4,950.00	4,950.00
(ii) Lease Liabilities	–	–	1,452.43	1,452.43
(iii) Trade Payables	–	–	3,468.54	3,468.54
(iv) Other Financial Liabilities	–	–	560.57	560.57
Total	–	–	10,431.55	10,431.55

Fair value hierarchy as at 31 March 2025

	Level 1	Level 2	Level 3	Total
Financial assets				
Financial assets carried at Amortised Cost:				
(i) Trade Receivables	–	–	5,876.36	5,876.36
(ii) Other Financial Assets	–	–	1,569.02	1,569.02
Total	–	–	7,445.38	7,445.38
Financial liabilities				
Financial Instruments not carried at Fair Value:				
(i) Borrowings	–	–	1,850.00	1,850.00
(ii) Lease Liabilities	–	–	388.63	388.63
(iii) Trade Payables	–	–	3,899.98	3,899.98
(iv) Other Financial Liabilities	–	–	166.63	166.63
Total	–	–	6,305.24	6,305.24

The carrying values of the financial assets and liabilities measured at amortised cost are reasonable approximation of their fair values.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Note No. 30 - Financial Instruments

Financial Risk Management Framework

In the course of its business, the Company is exposed to certain financial risks namely credit risk, interest risk, currency risk, market risk & liquidity risk. These financial risks are managed in accordance with the Company's risk management policy which has been approved by its Board of Directors.

1. Market Risk Management

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates etc. could affect the Company's income or the value of its holdings of financial instruments including cash flow. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while maximising the return.

(a) Currency Risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Company's exposure to currency risk relates primarily to the Company's operating activities and borrowings when transactions are denominated in a different currency from the Company's functional currency.

The Company manages its foreign currency risk by hedging transactions that are expected to occur

(b) Interest rate risk

The company is not exposed to interest risk as borrowings are at fixed rate.

2. Credit Risk Management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed and approved by the risk management committee annually.

(a) Trade receivables and unbilled revenue

The Company applies the simplified approach to provide for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The Company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company. Forward-looking information (including macroeconomic information) has been incorporated into the determination of expected credit losses.

The credit period for Trade receivables ranges from 15 days to 45 days.

Reconciliation of loss allowance for Trade Receivables:

Particulars	For the period ended 31 March 2026	For the period ended 31 March 2025
Balance as at beginning of the year	**287.65**	168.51
Additions during the year	**41.74**	119.14
Amounts written off during the year	**–**	–
Amount of loss reversed/written back	**–**	–
Balance as at end of the year	**329.39**	287.65

In respect of other financial assets, the maximum exposure to credit risk at the end of the reporting period is the carrying amount of each class of financial assets.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the company, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

Particulars	Less than 1 Year	1 Year to 3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2026				
(i) Borrowings	4,950.00	–	–	–
(ii) Lease Liabilities	566.30	886.13	–	–
(iii) Trade Payables	–	–	–	–
(iv) Other Financial Liabilities	560.57	148.05	–	–
Total	**6,076.87**	**1,034.18**	**–**	**–**
As at 31 March 2025				
(i) Borrowings	1,850.00	–	–	–
(ii) Lease Liabilities	388.63	553.01	–	–
(iii) Trade Payables	–	–	–	–
(iv) Other Financial Liabilities	166.63	274.88	–	–
Total	**2,405.26**	**827.89**	**–**	**–**

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. Derivatives are only used for economic hedging purposes and not as speculative investments. All such transactions are carried out within the guidelines set by the Board of Directors and Risk Management Committee.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Note No. 31 - Key Ratios

Particulars	Numerator	Denominator	2025-26	2024-25	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	1.35	1.66	-19%	NA
Debt Equity Ratio	Borrowings	Shareholder's Equity	0.56	0.23	144%	Increased due to higher borrowings during the year while shareholders' equity remained largely unchanged.
Debt Service Coverage ratio	Earnings before interest, taxes, depreciation and ammortisation (EBITDA)	Interest & Principal Payment	0.45	1.11	-59%	Declined due to lower EBITDA and higher debt servicing obligations arising from increased borrowings.
Return on Equity Ratio	Profit after taxes	Average Shareholder's Equity	9.4%	21.4%	-56%	The reduction is mainly on account of a substantial decrease in profit after tax during FY 2025-26, while the average shareholders' equity base remained largely unchanged.
Contribution margin ratio	Contribution	Revenue from operations	19.91%	20.18%	-1%	NA
EBIDTA	Earnings before interest, Depreciation and taxes (EBIT)	Revenue from operations	8.63%	10.56%	-18%	NA
Net Profit ratio	Profit after taxes	Revenue from operations	3.04%	4.62%	-34%	The reduction is mainly attributable to lower operating profitability and higher finance costs associated with increased borrowings during the year.
Return on capital employed	Earnings before interest and taxes	Average Shareholder's Equity + Borrowings	10.37%	23.92%	-57%	Decreased due to reduction in EBIT along with an increase in capital employed driven by higher borrowings.

Note No. 32 - Related Party Transactions

Ultimate Holding Company (UHC)	Mahindra & Mahindra Limited
Holding Company	Mahindra Sustainable Energy Private Limited
Fellow subsidiary	Mahindra Integrated Business Solutions Private Limited
Fellow subsidiary	Mahindra Solarize Private Limited
Joint Venture of UHC	Mahindra Susten Private Limited
Joint Venture of UHC	MMFSL
Joint Venture of UHC	Marvel Solren Private Limited
Fellow subsidiary	Bristlecone India Limited
Fellow subsidiary	Mahindra Intertrade Limited
Fellow subsidiary	Tech Mahindra Limited
Fellow subsidiary	Mahindra Holidays & Resorts India Limited
Joint Venture of UHC	Mahindra World City (Jaipur) Limited
Joint Venture of UHC	Martial Solren Private Limited
Fellow subsidiary	M.I.T.R.A Agro Equipments Private Limited
Fellow subsidiary	Resurgence Solarize Urja Private Limited

Details of transaction between the Company and its related parties are disclosed below:

Particulars	For the year ended	Ultimate Holding Company	Parent Company	Joint venture	Fellow Subsidiary
Nature of transactions with Related Parties					
ICD Taken	**31st Mar 2026**	**5,000.00**	**–**		**–**
	31st Mar 2025	3,850.00	–		–
ICD Repayment	**31st Mar 2026**	**1,850.00**	**–**		**–**
	31st Mar 2025	2,000.00		500.00	–
Rendering of services / goods	**31st Mar 2026**	**30.15**	**–**	**685.39**	**278.35**
	31st Mar 2025	0.74	–	277.37	48.79
Receiving of services / goods	**31st Mar 2026**	**484.68**	**14.70**	**–**	**380.44**
	31st Mar 2025	276.03	21.17	269.19	19.20
Lease expenses	**31st Mar 2026**	**–**	**–**	**27.73**	**–**
	31st Mar 2025	–	–	12.67	–
Interest on ICD	**31st Mar 2026**	**328.44**	**–**	**–**	**–**
	31st Mar 2025	74.55	–	–	–
Payment of Interest on ICD	**31st Mar 2026**	**157.74**	**–**	**–**	**–**
	31st Mar 2025	65.54	–	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(ALL AMOUNTS ARE IN INR LAKHS, UNLESS OTHERWISE STATED)

Particulars	For the year ended	Ultimate Holding Company	Parent Company	Joint venture	Fellow Subsidiary
Trade Receivables	**31st Mar 2026**	**1.62**		**521.03**	**26.35**
	31st Mar 2025	8.07		91.60	26.31
Trade Payable	**31st Mar 2026**	**657.16**	**17.05**	**498.42**	**6.43**
	31st Mar 2025	110.00	25.10	445.12	4.95
ICD Payable	**31st Mar 2026**	**4,950.00**			
	31st Mar 2025	4,950.00	–	–	–
Interest on ICD Payable	**31st Mar 2026**	**150.37**	**–**	**–**	**–**
	31st Mar 2025	1.56	–	–	–

Note No. 33 - Contingent liabilities and commitments

Contingent liabilities (to the extent not provided for)	As at 31 March 2026	As at 31 March 2025
Contingent liabilities		
(a) Bank Guarantees	1,306.51	1,159.00

Note No 34 : Capital commitments

There are no capital commitments as on the balance sheet date.

Note No. 35 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or
  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:
  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(f) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the year.

(h) The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was obtained.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 36

The amounts are been mention in INR Lakhs and has been rounded off to the nearest Rupees and previous years amount has been reclassified/regrouped where ever required.

Note No. 37

The financial statements have been approved for issue by Company's Board of Directors on 16 April 2026

The accompanying notes are an integral part of the Financial Statements

In terms of our report attached.
For B K Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656

Place : Mumbai
Date : 16th April 2026

For and on behalf of the Board of Directors
Mahindra Teqo Private Limited

Mr. Avinash Rao
Director
DIN: 08249182

Place : Mumbai
Date : 16th April 2026

Mr. Avinash Bapat
Director
DIN: 09179587

Mr. Ankit Jain
CEO

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF MARVEL SOLREN PRIVATE LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Marvel Solren Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profits and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion

on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) With respect to other matters to be included in auditor's report in accordance with the requirements of Section 197(16) of the Act, as amended, we report that in our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.
   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      (i) The Company does not have any pending litigations which would impact its financial position;
      (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
      (iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
      (b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person or entity, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise,

that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared and/or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656TFBBSP6582

Place: Mumbai
Date: April 17, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Marvel Solren Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656TFBBSP6582

Place: Mumbai
Date: April 17, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in Clause 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   According to the information and explanations given to us, the Company does not have intangible assets.

   (b) Property, plant and equipment have been physically verified by the management during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment.

   (c) According to the information and explanations given to us, the title deeds of immovable properties are held in the name of the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not have inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of Goods and Services Tax and Income-tax have generally been regularly deposited during the year by the Company with the appropriate authorities, though there have been slight delays in a few cases. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting

under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a willful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) According to the information and explanation given to us, the Company has not obtained any term loan during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, The Company has not raised funds on short term basis during the year.

   (e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

    (d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
UDIN: 26104656TFBBSP6582

Place: Mumbai
Date: April 17, 2026

BALANCE SHEET AS ON 31ST MARCH, 2026

CIN U74120MH2015PTC269074

(INR In Lakhs)

	Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
I	**ASSETS**			
1	**NON-CURRENT ASSETS**			
	(a) Property, Plant and Equipment	4	**9,697.67**	10,536.62
	(b) Financial Assets			
	(i) Other financial assets	8	**5.72**	5.72
	(c) Other Current Assets	5	**131.04**	104.76
	TOTAL NON-CURRENT ASSETS		**9,834.43**	10,647.10
2	**CURRENT ASSETS**			
	(a) Financial Assets			
	(i) Trade receivables	6	**92.42**	99.37
	(ii) Cash and cash equivalents	7	**143.55**	766.08
	(iii) Other bank balances	7 (a)	**476.65**	537.98
	(iv) Other financial assets	8	**173.64**	208.09
	(b) Current Tax Assets	**9**	**7.57**	4.40
	TOTAL CURRENT ASSETS		**893.83**	1,615.92
	TOTAL ASSETS		**10,728.26**	12,263.02
II	**EQUITY AND LIABILITIES**			
	1 EQUITY			
	(a) Equity share capital	10	**2,781.60**	2,781.60
	(b) Other equity	10	**2,838.92**	2,724.05
	TOTAL EQUITY		**5,620.52**	5,505.65
	LIABILITIES			
	2 NON-CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Borrowings	11	**4,013.86**	5,770.60
	(b) Deferred Tax Liabilities (Net)	5	**175.57**	122.46
	TOTAL NON-CURRENT LIABILITIES		**4,189.43**	5,893.06
	3 CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Borrowings	12	**748.38**	710.53
	(ii) Trade payables			
	(a) Total outstanding dues to Micro & Small enterprises		**–**	–
	(b) Total outstanding dues to creditors other than Micro & Small enterprises	13	**163.77**	139.23
	(iii) Other financial liabilities	14	**–**	0.07
	(b) Other Current Liabilities	15	**6.16**	14.48
	TOTAL CURRENT LIABILITIES		**918.31**	864.31
	TOTAL LIABILITIES		**5,107.74**	6,757.37
	TOTAL EQUITY AND LIABILITIES		**10,728.26**	12,263.02

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
Place: Mumbai
Date : 17 April, 2026

For and on behalf of the Board of Directors

Avinash Rao
Director
DIN: 06939592

Sriram Ramachandran
Director
DIN: 07319032

Amit Gaikwad
Chief Financial Officer
PAN : ALZPG4283F
Place: Mumbai
Date : 17 April, 2026

Nitika Rathi
Company Secretary
Membership No. A44048

Shamindrajeet Singh
Manager

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

CIN U74120MH2015PTC269074

(INR In Lakhs)

Particulars		Note No.	Year ended 31st March 2026	Year ended 31st March 2025
I	Revenue from operations	16	**1,917.91**	2,075.74
II	Other Income	17	**129.89**	59.93
III	**Total Income (I + II)**		**2,047.80**	2,135.67
IV	**Expenses**			
	(a) Employee benefit expense	18	**–**	41.96
	(b) Finance costs	19	**552.36**	647.64
	(c) Depreciation expense	4	**840.56**	897.06
	(d) Other expenses	20	**486.90**	448.48
	Total Expenses		**1,879.82**	2,035.14
V	**(Loss)/profit before tax (III-IV)**		**167.98**	100.53
VI	**Tax Expense**			
	(a) Current tax		**–**	**(0.89)**
	(b) Minimum Alternate Tax		**26.28**	**16.78**
	(c) Minimum Alternate Tax (Credit)		**(26.28)**	**(13.40)**
	(d) Deferred Tax	5	**53.11**	**51.13**
	Total tax expense		**53.11**	53.62
VII	**(Loss)/Profit after tax for the year (V - VI)**		**114.87**	46.91
VIII	**Other comprehensive income**		**–**	–
	(a) (i) Items that will not be reclassified to profit or loss			
	(a) Changes in revaluation surplus		**–**	–
	(b) Remeasurements of the defined benefit liabilities / (asset)		**–**	–
IX	**Total comprehensive income for the year (VII + VIII)**		**114.87**	46.91
X	**Earnings per equity share (Face value of Share Rs. 10 each)**			
	(a) Basic (in Rupees)	21	**0.41**	0.17
	(b) Diluted (in Rupees)	21	**0.41**	0.17

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
Place: Mumbai
Date : 17 April, 2026

For and on behalf of the Board of Directors

Avinash Rao
Director
DIN: 06939592

Sriram Ramachandran
Director
DIN: 07319032

Amit Gaikwad
Chief Financial Officer
PAN : ALZPG4283F
Place: Mumbai
Date : 17 April, 2026

Nitika Rathi
Company Secretary
Membership No. A44048

Shamindrajeet Singh
Manager

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2026

CIN U74120MH2015PTC269074

(INR In Lakhs)

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
Cash flows from operating activities		
(Loss)/Profit before tax for the year	**167.98**	100.53
Adjustments for:		
Finance costs recognised in profit or loss	**552.36**	647.64
Investment income recognised in profit or loss	**(59.25)**	(59.93)
Depreciation expense recognised in profit or loss	**840.56**	897.06
Movements in working capital:		
Increase in trade and other receivables	**6.94**	120.20
(Increase)/Decrease in financial and other assets	**(21.83)**	(1.64)
Increase/(Decrease) in trade and other payables	**24.54**	43.72
(Decrease)/Increase in other liabilities	**(8.37)**	29.59
Cash generated from operations	**1,502.93**	1,777.18
Income taxes paid	**26.83**	18.58
Net Cash Flow generated from operating activities	**1,529.76**	1,795.75
Cash Flows from investing activities		
Additions to Earmarked Balance	**61.33**	(1.20)
Interest received	**59.25**	59.93
Payments to acquire PPE	**(1.61)**	(5.24)
Net Cash Flows used in investing activities	**118.96**	53.49
Cash Flows from financing activities		
Proceeds from / (Repayment of) borrowings	**(1,718.89)**	(645.26)
Interest paid	**(552.36)**	(647.64)
Net Cash Flows generated from financing activities	**(2,271.25)**	(1,292.90)
Net Increase/(Decrease) in Cash and Cash Equivalents	**(622.52)**	556.34
Cash and cash equivalents at the beginning of the year	**766.07**	209.73
Cash and cash equivalents at the end of the year	**143.55**	766.07

Notes:

1. The above Statement of Cash Flows has been prepared under the “Indirect Method” as set out in Indian Accounting Standard-7, “Statement of Cash Flows”.

2. Ind AS 7 requires the entity to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cashflows and non-cash changes, suggesting inclusion of a reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities, to meet the disclosure requirement.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2026

CIN U74120MH2015PTC269074

Reconciliation of movement of liabilities to cash flow arising from financial liabilities

(INR In Lakhs)

Particulars	Lease arrangement	Interest accrued	Borrowings
Balance as on 01 April 2024	–	–	7,126.39
Changes from financing cash flows			
Borrowing from related party	–	–	(645.26)
Payment of lease liability	–	–	–
Total changes from financing cash flows	**–**	**–**	**6,481.13**
Other changes			
Liability-related			
New leases	–	–	–
Interest expense	–	–	–
Tax deducted at source	–	–	–
Interest paid	–	–	–
Gain on termination on lease arrangement			
Balance as on 31 March 2025	**–**	**–**	**6,481.13**
Balance as on 01 April 2025	**–**	**–**	**6,481.13**
Changes from financing cash flows			
Borrowing from related party	–	–	(1,718.89)
Payment of lease liability	–	–	–
Total changes from financing cash flows	**–**	**–**	**4,762.24**
Other changes			
Liability-related			
New leases	–	–	–
Interest expense	–	–	–
Tax deducted at source	–	–	–
Interest paid	–	–	–
Gain on termination on lease arrangement			
Balance as on 31 March 2026	**–**	**–**	**4,762.24**

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
Place: Mumbai
Date : 17 April, 2026

For and on behalf of the Board of Directors

Avinash Rao
Director
DIN: 06939592

Sriram Ramachandran
Director
DIN: 07319032

Amit Gaikwad
Chief Financial Officer
PAN : ALZPG4283F
Place: Mumbai
Date : 17 April, 2026

Nitika Rathi
Company Secretary
Membership No. A44048

Shamindrajeet Singh
Manager

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

A. Equity share capital

(i) Current reporting year

(INR In Lakhs)

Balance at the beginning of the current reporting year	Changes in equity share Capital during current year	Balance at the end of the current reporting period
2,781.60	–	2,781.60

(ii) Previous reporting year

(INR In Lakhs)

Balance at the beginning of the previous reporting year	Changes in equity share Capital during previous year	Balance at the end of the previous reporting period
2,781.60	–	2,781.60

B. Other Equity

(i) Current reporting year

As on 31st March 2026

(INR In Lakhs)

Particulars	Share application money pending allotment	Securities premium	Retained earnings	Total
Balance at the beginning of the current reporting year.....	**–**	**2,521.75**	**202.30**	**2,724.05**
Total Comprehensive Income for the current year.....	**–**	**–**	**114.87**	**114.87**
Balance at the end of the current reporting year	**–**	**2,521.75**	**317.17**	**2,838.92**

(ii) Previous reporting year

As on 31st March 2025

(INR In Lakhs)

Particulars	Share application money pending allotment	Securities premium	Retained earnings	Total
Balance at the beginning of the current reporting year.....	–	2,521.75	155.39	2,677.14
Total Comprehensive Income for the current year.....	–	–	46.91	46.91
Balance at the end of the current reporting year	–	2,521.75	202.30	2,724.05

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
Place: Mumbai
Date : 17 April, 2026

For and on behalf of the Board of Directors

Avinash Rao
Director
DIN: 06939592

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PAN : ALZPG4283F
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Date : 17 April, 2026

Nitika Rathi
Company Secretary
Membership No. A44048

Shamindrajeet Singh
Manager

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Nature of Operations

Marvel Solren Private Limited ('the Company') is a company limited by shares, incorporated and domiciled in India. The Company is engaged in the business as a producer and distributor of solar power by using solar cells, photo voltaic cells, wafers, photo voltaic solar modules, photo voltaic solar system/sub system, tracker or fixed tilt, concentrated solar power and to provide related services.

The holding company is Mahindra Sustainable Energy Private Limited.

Statement of compliance

The accompanying financial statements have been prepared in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) (Amendment) Rules, 2016 notified under Section 133 of the Companies Act, 2013, (the 'Act') and other relevant provisions of the Act.

1. Material Accounting Policies and Accounting Judgments and Estimates

A. Basis of Preparation of Financial Statements

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the financial statements.

The financial statements have been prepared on a historical cost basis, except for certain financial assets and liabilities measured at fair value.

B. Use of estimates and judgments

The preparation of the financial statements in accordance with Ind AS requires use of judgements, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. The actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revision to accounting estimates are recognized prospectively.

Assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ended 31 March, 2026 are as follows:

(i) Recoverability of deferred tax assets:

In determining the recoverability of deferred income tax assets, the Company primarily considers current and expected profitability of applicable operating business segments and their ability to utilize any recorded tax assets. The Company reviews its deferred income tax assets at every reporting year/ period end, taking into consideration the availability of sufficient current and projected taxable profits, reversals of taxable temporary differences and tax planning strategies.

(ii) Impairment losses on financial assets:

The Company reviews its financial assets to assess impairment at regular intervals. The Company's credit risk is primarily attributable to its financial assets. In determining whether impairment losses should be reported in the statement of profit and loss, the Company makes judgments as to whether there is any observable data indicating that there is a measurable decrease in the estimated future cash flows. Accordingly, an allowance for expected credit loss is made where there is an identified loss event or condition which, based on previous experience, is evidence of a reduction in the recoverability of the cash flows.

(iii) Estimation of provisions and contingencies:

Provisions are liabilities of uncertain amount or timing recognized where a legal or constructive obligation exists at the balance sheet date, as a result of a past event, where the amount of the obligation can be reliably estimated and where the outflow of economic benefit is probable. Contingent liabilities are possible obligations that may arise from past event whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events which are not fully within the control of the Company. The Company exercises judgement and estimates in recognizing the provisions and assessing the exposure to contingent liabilities relating to pending litigations. Judgement is necessary in assessing the likelihood of the success of the pending claim and to quantify the possible range of financial settlement. Due to this inherent uncertainty in the evaluation process, actual losses may be different from originally estimated provision.

C. Other Material Accounting Policies: Current versus Non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-current classification. An asset is treated as current when it is:

- Expected to be realized or intended to be sold or consumed in normal operating cycle
- Held primarily for the purpose of trading
- Expected to be realized within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current. A liability is current when:

- It is expected to be settled in normal operating cycle
- It is held primarily for the purpose of trading
- It is due to be settled within twelve months after the reporting period, or
- In case of liability, the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

The Company classifies all other liabilities as non-current.

Deferred tax assets and liabilities are classified as non-current assets or liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

a) Financial Assets and Financial Liabilities

Financial assets and financial liabilities are recognized when the Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

Financial assets

All financial assets by regular way of purchases or sales are recognized and derecognized on a trade date basis. Regular way of purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

All recognized financial assets are subsequently measured at either amortized cost or fair value, depending on the classification of the financial assets.

Classification of financial assets

Instruments that meet the following conditions are subsequently measured at amortized cost (except for that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Effective interest method

The effective interest method is a method of calculating the amortized cost of a assets and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the assets, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for instruments other than those financial assets classified as at FVTPL. Interest income is recognized in profit or loss and is included in the “Other income” line item.

Financial assets at fair value through profit or loss (FVTPL)

Investments in debt / equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on re-measurement recognized in profit or loss. The net gain or loss recognized in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognized when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, debt instruments at FVTOCI, lease receivables, trade receivables, and other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights for each category of receivable. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract/agreement and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets). The Company estimates cash flows by considering all contractual/ agreed terms of the financial instrument (for example, prepayment, extension, call and similar options) through the expected life of that financial instrument.

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition. If the credit risk on a financial instrument has not increased significantly since initial recognition, the Company measures the loss allowance for that financial instrument at an amount equal to 12-month expected credit losses. 12-month expected credit losses are portion of the life-time expected credit losses and represent the lifetime cash shortfalls that will result if default occurs within the 12 months after the reporting date and thus, are not cash shortfalls that are predicted over the next 12 months.

If the Company measured loss allowance for a financial instrument at lifetime expected credit loss model in the previous period, but determines at the end of a reporting period that the credit risk has not increased significantly since initial recognition due to improvement in credit quality as compared to the previous period, the Company again measures the loss allowance based on 12-month expected credit losses.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 11 and Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

For investments, company reviews its carrying value of investments carried at cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted in the statement of profit and loss.

Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of that financial asset to another party.

On derecognition of a financial asset in its entirety, the difference between the asset’s carrying amount and the sum of the consideration received and receivable is recognized in profit or loss, if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

Financial liabilities

All financial liabilities are subsequently measured at amortized cost using the effective interest method or at FVTPL.

Financial liabilities at FVTPL are stated at fair value, with any gains or losses arising on re- measurement recognized in profit or loss.

Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortized cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortized cost of the instruments and are recognized in profit or loss.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period. For financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognized in profit or loss.

Derecognition of financial liabilities

The Company derecognizes financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognized and the consideration paid and/or payable is recognized in profit or loss.

Derivative financial instruments

The Company enters into a variety of derivative financial instruments to manage its exposure to interest rate and foreign exchange rate risks, including foreign exchange forward contracts, interest rate swaps and cross currency swaps.

Derivatives are initially recognized at fair value at the date the derivative contracts are entered into and are subsequently remeasured to their fair value at the end of each reporting period. The resulting gain or loss is recognized in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedging relationship and the nature of the hedged item.

b) Property plant and equipment:

(i) Property plant and equipment:

Properties in the course of construction for production, supply or administrative purposes are carried at cost, less any recognized impairment loss. Cost includes professional fees and, for qualifying assets, borrowing costs capitalized in accordance with the Company's accounting policy. Such properties are classified to the appropriate categories of property, plant and equipment when completed and ready for intended use. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

Freehold land is stated at the cost of acquisition and is not depreciated.

Depreciation on tangible assets in respect of assets awarded in a competitive bid have been depreciated based on the useful lives of the assets on a straight line method.

Estimated useful life of the assets considered is 10 to 25 years.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds (net of expenses incurred in connection with the sale) and the carrying amount of the asset and is recognized in profit or loss.

(ii) Capital work in progress and Capital advances:

Assets under construction includes the cost of property, plant and equipment that are not ready to use at the balance sheet date. Advances paid to acquire property, plant and equipment before the balance sheet date are disclosed under other non-current assets. Assets under construction are not depreciated as these assets are not yet available for use.

(iii) Impairment:

The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use.

In assessing value in use, the Company makes a reasonable estimate of the value in use.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset in prior years. A reversal of an impairment loss is recognized immediately in profit or loss.

c) Borrowing Costs:

Borrowing costs directly attributable to the acquisition, construction or production of an asset are capitalized as part of the cost of the asset. All other borrowing costs are expensed in the period in which they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing costs.

d) Foreign Exchange Transactions: Initial Recognition

All transactions that are not denominated in the Company's functional currency are foreign currency transactions.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

These transactions are initially recorded in the functional currency by applying the appropriate daily rate which best approximates the actual rate of the transaction. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the standalone statement of profit and loss.

Measurement of foreign currency items at the reporting date

Monetary assets and liabilities denominated in foreign currencies are translated into the functional currency at the exchange rate at the reporting date. Nonmonetary assets and liabilities that are measured at fair value in a foreign currency are translated into the functional currency at the exchange rate when the fair value was determined. Non-monetary assets and liabilities that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Exchange differences are recognized in the standalone statement of profit and loss.

e) Fair value measurement

The Company measures financial instruments, such as, derivatives at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- ► In the principal market for the asset or liability, or
- ► In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorized within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- ► Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- ► Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- ► Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognized in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorization (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

f) Segment information:

Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company. The Company operates only in one segment viz. sale of solar energy.

g) Taxes:

Income tax comprises current and deferred tax. It is recognized in the standalone statement of profit and loss except to the extent that it relates to a business combination or to an item recognized directly in equity or in other comprehensive income.

On 30th March, 2019, MCA has issued amendment regarding the income tax Uncertainty over Income Tax Treatments. The notification clarifies the recognition and measurement requirements when there is uncertainty over income tax treatments. In assessing the uncertainty, an entity shall consider whether it is probable that a taxation authority will accept the uncertain tax treatment. This notification is effective for annual reporting periods beginning on or after April 1, 2019. As per the Company's assessment, there are no material uncertainties over income tax treatments.

Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using applicable tax rates (and tax laws) enacted or substantially enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognized amounts, and it is intended to realize the asset and settle the liability on a net basis or simultaneously.

Minimum Alternative Tax ('MAT')

Minimum Alternative Tax ('MAT') under the provisions of the Income-tax Act, 1961 is recognized as current tax in the standalone statement of profit and loss. The credit available under the Act in respect of MAT paid is recognized as a deferred tax asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognized as an deferred tax asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

Deferred tax

Deferred tax is recognized in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognized in respect of carried forward tax losses and tax credits.

Deferred tax is not recognized for:

- – temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of the transaction;
- – temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- – taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognized to the extent that it is probable that future taxable profits will be available against

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

which they can be used. The existence of unused tax losses is strong evidence that future taxable profit may not be available. Therefore, in case of a history of recent losses, the Company recognizes a deferred tax asset only to the extent that it has sufficient taxable temporary differences or there is convincing other evidence that sufficient taxable profit will be available against which such deferred tax asset can be realized. Deferred tax assets – unrecognized or recognized, are reviewed at each reporting date and are recognized/ reduced to the extent that it is probable/ no longer probable respectively that the related tax benefit will be realized.

Deferred tax is measured at the tax rates that are expected to apply to the year/period when the asset is realized or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realized simultaneously.

h) Provisions and Contingent Liabilities:

A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows (representing the best estimate of the expenditure required to settle the present obligation at the balance sheet date) at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost. Expected future operating losses are not provided for.

A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is a possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

i) Cash and Cash Equivalents:

Cash and cash equivalents for the purpose of Cash Flow Statements include cash in hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

j) Government Grant:

Government grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognized as income in equal amounts over the expected useful life of the related asset and are presented in the balance sheet by setting up the grant as deferred income. Such grant is not reduced from the value of assets.

When the Company receives grants of non-monetary assets, the asset and the grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset i.e. by equal annual instalments. When loans or similar assistance are provided by governments or related institutions, with an interest rate below the current applicable market rate, the effect of this favourable interest is regarded as a government grant. The loan or assistance is initially recognized and measured at fair value and the government grant is measured as the difference between the initial carrying value of the loan and the proceeds received. The loan is subsequently measured as per the accounting policy applicable to financial liabilities.

k) Earnings Per Share:

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period and,

Diluted earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period adjusted for the effects of dilutive options.

l) Revenue Recognition:

The Company has adopted Ind AS 115, Revenue from Contracts with Customers, with effect from 1 April 2018. The Company has applied the following accounting policy for revenue recognition:

Revenue from contracts with customers:

The Company recognizes revenue from contracts with customers based on a five step model as set out in Ind AS 115:

Step 1. Identify the contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2. Identify the performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer a good or service to the customer.

Step 3. Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or services to a customer, excluding amounts collected on behalf of third parties.

Step 4. Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5. Recognize revenue when (or as) the entity satisfies a performance obligation.

The Company satisfies a performance obligation and recognizes revenue over time, if one of the following criteria is met:

- The customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs; or
- The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- The Company's performance does not create an asset with an alternative use to the Company and the entity has an enforceable right to payment for performance completed to date.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Revenue Towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration an account of various discounts and schemes offered by the Company as part of the Contract.

The Company assesses its revenue arrangements against specific criteria to determine if it is acting as principal or agent. The Company has concluded that it is acting as a principal in all of its revenue arrangements.

The accounting policies for the specific revenue streams of the Company is:

Sales of goods

An entity shall recognize revenue when (or as) the entity satisfies a performance obligation by transferring a promised good or service (ie an asset) to a customer. An asset is transferred when (or as) the customer obtains control of that asset.

Verified Carbon Unit (VCU)

The Company accrues carbon emission reduction income in the period when it is reasonably certain that the Company will be able to comply with the conditions necessary to obtain such carbon emission reduction.

Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

Insurance Claims

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect ultimate collection.

m) Events after reporting date:

Where events occurring after the balance sheet date provide evidence of conditions that existed at the end of the reporting period, the impact of such events is adjusted with the standalone financial statements. Otherwise, events after the balance sheet date of material size or nature are only disclosed.

2. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2026, MCA has notified new amendment related to classification of liability into current & non-current in the case of a covenant breach exits on or before reporting date, but it is effective from 01st April 2026.

As per this "Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment."

The Company has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Note No. 4 – Property, Plant and Equipment

(INR In Lakhs)

Description of Assets	Land-Freehold	Plant and Equipment	Total
I. Gross Carrying Amount			
Balance as at 1st April 2025	721.75	14,452.78	15,174.53
Additions during the year	–	1.62	1.62
Deletions during the year	–	–	–
As at 31st March, 2026	**721.75**	**14,454.40**	**15,176.15**
II. Accumulated depreciation			
Balance as at 1st April 2025	–	4,637.92	4,637.92
Depreciation expense for the year	–	840.56	840.56
As at 31st March, 2026	**–**	**5,478.48**	**5,478.48**
III. Net carrying amount (I–II)	**721.75**	**8,975.92**	**9,697.67**

Description of Assets	Land-Freehold	Plant and Equipment	Total
I. Gross Carrying Amount			
Balance as at 1st April 2024	721.75	14,447.54	15,169.29
Additions during the year	–	5.24	5.24
Deletions during the year	–	–	–
As at 31st March, 2025	**721.75**	**14,452.78**	**15,174.53**
II. Accumulated depreciation			
Balance as at 1st April 2024	–	3,740.86	3,740.86
Depreciation expense for the year	–	897.06	897.05
As at 31st March, 2025	**–**	**4,637.92**	**4,637.91**
III. Net carrying amount (I–II)	**721.75**	**9,814.85**	**10,536.62**

Note :-

(1) Plant and Equipment have been charged against the borrowings. (Refer Note No. 11 Non Current Borrowings).

Note No. 5 – Current Tax and Deferred Tax

(a) Income Tax recognised in profit or loss **(INR In Lakhs)**

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Current Tax:		
Minimum alternate tax for the year	**28.04**	16.78
Excess MAT Provision reversed during the year pertaining to earlier year	**(1.76)**	**–**
Minimum alternate tax credit entitlement (Net)	**(26.28)**	(13.40)
Excess IT Provision	**–**	**(0.89)**
Deferred Tax:		
In respect of current period origination	**53.11**	51.13
Total Income Tax Expense	**53.11**	53.62

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(b) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

(INR In Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
i) Profit before tax for the year	**167.98**	100.53
ii) Corporate tax rate as per Income tax Act, 1961	**16.69%**	16.69%
iii) Tax on accounting profit (iii) = (i) X (ii)	**28.04**	16.78
Effect of income that is exempt from taxation	**–**	–
Effect of expenses that is non-deductible in determining taxable profit	**–**	–
iv) Total effect of tax adjustment	**28.04**	16.78
v) Adjustments recognised in the current year in relation to the MAT of earlier years	**–**	–
vi) Tax expense recognised during the year (vi)=(iv)+(v)	**28.04**	16.78

(a) Movement in deferred tax balances

(INR In Lakhs)

	Year ended 31st March, 2026		
Particulars	**Opening Balance**	**Recognised in Profit and Loss**	**Closing Balance**
Tax effect of items constituting deferred tax liabilities			
Property, Plant and Equipment	**(1,698.27)**	**2.26**	**(1,696.01)**
	(1,698.27)	**2.26**	**(1,696.01)**
Tax effect of items constituting deferred tax assets			
Carry forward Tax Losses	**1,575.81**	**(55.37)**	**1,520.44**
Net Deferred Tax (Asset)/ Liabilities	**122.46**	**(53.11)**	**175.57**
MAT Credit	**104.76**	**26.28**	**131.04**

(INR In Lakhs)

	Year ended 31st March, 2025		
Particulars	Opening Balance	Recognised in Profit and Loss	Closing Balance
Tax effect of items constituting deferred tax liabilities			
Property, Plant and Equipment	(1,463.45)	(234.82)	(1,698.27)
	(1,463.45)	(234.82)	(1,698.27)
Tax effect of items constituting deferred tax assets			
Carry forward Tax Losses	1,396.11	179.70	1,575.81
Net Deferred Tax (Asset)/Liabilities.....	(67.34)	(55.12)	(122.46)
MAT Credit	91.36	13.40	104.76

Note No. 6 – Trade Receivables

(INR In Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Trade receivables		
Undisputed trade receivables - considered good	**92.42**	99.37
Disputed trade receivables - which has significant increase	**–**	–
Disputed trade receivables - credit impaired	**–**	–
Total Trade Receivables	**92.42**	99.37

Note:
(1) All trade receivable are charged against the borrowings. (Refer Note no. 11 Non-Current Borrowings).

Trade Receivables ageing schedule
As at 31st March, 2026

(INR In Lakhs)

Particulars	Outstanding for following periods from due date of payment				
As at 31st March, 2026	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Undisputed trade receivables – considered good	**92.42**	**–**	**–**	**–**	**92.42**

As at 31st March, 2025

(INR In Lakhs)

Particulars	Outstanding for following periods from due date of payment				
As at 31st March, 2025	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed trade receivables – considered good	99.37	–	–	–	99.37

Note No. 7 – Cash and Cash Equivalents

(INR In Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Cash and Cash Equivalents		
(a) Balances with banks	**38.34**	175.57
(b) Fixed deposit with original maturity less than or equal to 3 months	**105.21**	590.51
Total Cash and Cash Equivalents	**143.55**	766.08

Note:
All other Cash and cash equivalents are charged against the borrowings. (Refer Note no. 11 Non-Current Borrowings).

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 7(a) – Other Bank Balances

(INR In Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Other Bank Balances		
Earmarked balance with bank - for debt service reserve account	**476.65**	537.98
Total Other Bank Balances	**476.65**	537.98

Note:
All other Bank balances are charged against the borrowings. (Refer Note no. 11 Non-current borrowings).

Note No. 8 – Other Financial Assets

(INR In Lakhs)

Particulars	As at 31st March, 2026 Current	As at 31st March, 2026 Non–Current	As at 31st March, 2025 Current	As at 31st March, 2025 Non–Current
Financial assets at amortised cost				
a) Unbilled revenue	**173.64**	**–**	208.09	–
b) Deposit	**–**	**5.72**	–	5.72
Total Other Financial Assets	**173.64**	**5.72**	208.09	5.72

Note No. 9 – Other Current Assets

(INR In Lakhs)

Particulars	As at 31st March, 2026 Current	As at 31st March, 2026 Non–Current	As at 31st March, 2025 Current	As at 31st March, 2025 Non–Current
Prepaid expenses	**7.57**	**–**	–	–
Advance to vendor	**–**	**–**	4.40	–
Total Other Current Assets	**7.57**	**–**	4.40	–

Note:
All other current assets are charged against the borrowings. (Refer note no. 11 Non-current borrowings).

Note No. 10 – Equity Share Capital

(INR In Lakhs)

Particulars	As at 31st March, 2026 No. of shares	As at 31st March, 2026 Share Capital	As at 31st March, 2025 No. of shares	As at 31st March, 2025 Share Capital
Authorised:				
Equity shares of INR.10 each with voting rights	**300.00**	**3,000.00**	300.00	3,000.00
Total Authorized share capital	**300.00**	**3,000.00**	300.00	3,000.00
Issued, Subscribed and Fully Paid:				
Equity shares of INR.10 each with voting rights	**278.16**	**2,781.60**	278.16	2,781.60
Total Equity share capital	**278.16**	**2,781.60**	278.16	2,781.60

Notes:

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period.

(INR In Lakhs)

Particulars	Opening Balance	Fresh Issue	Bonus	ESOP	Other Changes	Closing Balance
(a) Equity Shares with Voting rights						
Year ended 31st March, 2026						
No. of Shares	**278.16**	**–**	**–**	**–**	**–**	**278.16**
Amount in INR	**2,781.60**	**–**	**–**	**–**	**–**	**2,781.60**
Year ended 31st March, 2025						
No. of Shares	278.16	–	–	–	–	278.16
Amount in INR	2,781.60	–	–	–	–	2,781.60

(ii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	No. of Shares: Equity Shares with Voting rights	No. of Shares: Equity Shares with Differential Voting rights	No. of Shares: Others
Year ended 31st March, 2026			
Mahindra Sustainable Energy Private Limited	278.16	–	–
Year ended 31st March, 2025			
Mahindra Sustainable Energy Private Limited	278.16	–	–

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/Name of shareholder	As at 31st March, 2026 Number of shares held	As at 31st March, 2026 % holding in that class of shares	As at 31st March, 2025 Number of shares held	As at 31st March, 2025 % holding in that class of shares
Equity shares with voting rights				
Mahindra Sustainable Energy Private Limited	278.16	100%	278.16	100%

Shareholding of Promoters is as under

Promoter name	Shares held by promoters as at 31st March, 2026 No. of Shares	% of total shares	% Change of during the year 31st March, 2026
Mahindra Sustainable Energy Private Limited	**278.16**	**100%**	**100%**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Shares held by promoters as at 31st March, 2025

Promoter name	No. of Shares	%of total shares	% Change of during the year 31st March, 2025
Mahindra Sustainable Energy Private Limited	278.16	100%	100%

Note-
It includes 1 equity share held by an indiviudal on behalf of the Holding Company (Mahindra Sustainable Energy Private Limited jointly holds 1 Equity share with Sumeet Maheshwari, Feroze Hoshang Baria, Anita Anant Halbe, Brijbala Mohanlal Batwal, Jignesh Ashok Parikh, Narayan Shankar).

Other Equity	As at 31st March, 2026	As at 31st March, 2025
(i) Securities Premium	**2,521.75**	2,521.75
(ii) Retained Earnings	**317.17**	202.30
Total Other Equity	**2,838.92**	2,724.05

Note:
Securities premium is used to record the excess of the amount received over the face value of the shares. This reserve will be utilised in accordance with the provisions of the Companies Act, 2013.

Note No. 11 – Non–Current Borrowings

(INR In Lakhs)

Particulars	Rate of Interest	Maturity	As at 31st March, 2026	As at 31st March, 2025
Measured at amortised cost				
Secured Borrowings:				
Term Loans from Banks (MICR-6 M is 8.30% and spread is 0.25%) (Earlier MICR-6 M is 8.70% and spread is 0.25%)	8.55%	To be repaid by 30/03/2032	**2,706.08**	3,334.67
Term Loans from Banks (MICR-6 M is 8.30% and spread is 0.25%) (Earlier MICR-6 M is 8.70% and spread is 0.25%)	8.55%	–	**–**	607.10
Term Loans from Banks (MICR-6 M is 8.30% and spread is 0.25%) (Earlier MICR-6 M is 8.70% and spread is 0.25%)	8.55%	To be repaid by 31/12/2032	**1,307.78**	1,828.83
Total Non-Current Borrowings			**4,013.86**	5,770.60

Notes:

(1) The Company is engaged in the business of operating solar power project; The term loan from Bank is repayable.
   i) Starting from 30 June 2019 and ending on 30 March 2032.
   ii) Starting from 30 December 2019 and Repayment on 06 February 2026.
   iii) Starting from 30 September 2021 and ending on 30 December 2032.

(2) The loan amount is secured by:
   (a) First charge on all present and future tangible moveable assets, intangible assets, current assets including receivables.
   (b) First charge on all present and future immovable properties, both freehold and leasehold.
   (c) First charge on all the borrowers bank accounts including escrow account and any other reserve and other bank accounts.
   (d) First charge on all the rights, title interest, benefits, claims and demands whatsoever of the borrower in:
      i) Project agreements
      ii) the clearances subject to applicable law
      iii) any letter of credit, guarantee, performance bond, corporate guarantee, bank guarantees or warranty provided by any party.
   (e) Assignment of insurance policies relating to the project, right, titles, permits/approvals. Clearances and interests to the company.
   (f) Pledge of shares held by shareholders in the borrower representing 30% of the total paid up equity share capital.

(3) The Company have to maintain a debt service reserve account with a minimum balance equal to total amount of schedules interest fees and principal due within next quarter.

Note No. 12 – Current Borrowings

(INR In Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Current maturities of long-term debt	**748.38**	710.54
Total Current Borrowings	**748.38**	710.54

Note No. 13 – Trade Payables

(INR In Lakhs)

	As at 31st March, 2026		As at 31st March, 2025	
Particulars	Current	Non–Current	Current	Non–Current
(a) Micro and small enterprises	**–**	**–**	–	–
(b) Other than Micro and small enterprises	**163.77**	**–**	139.23	–
Total Trade Payables	**163.77**	**–**	139.23	–

Trade Payable ageing schedule

(INR In Lakhs)

As at 31st March, 2026

Particulars	Outstanding for following periods from date of transaction				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Other than Micro and small enterprises	**163.77**	**–**	**–**	**–**	**163.77**

As at 31st March, 2025

Particulars	Outstanding for following periods from date of transaction				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Other than Micro and small enterprises	139.23	–	–	–	139.23

Due to micro and medium enterprises - As per micro, small and medium Enterprises Development Act, 2006 ('MSMED' Act).

This information has been determined to the extent such parties have been identified on the basis of information available with the Company:

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(INR In Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
a) Principal amount remaining unpaid to any supplier as at the end of the year.	–	–
Interest due thereon remaining unpaid to any supplier as at the end of the year.	–	–
b) Amount of interest paid by the buyer under MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during the year.	–	–
Interest paid as per section 16 of the MSMED Act, 2006	–	–
Payment other than Interest(as per section 16 of the MSMED Act, 2006)	–	–
c) Amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under MSMED Act, 2006.	–	–
d) The amount of interest accrued and remaining unpaid at the end of each accounting year.	–	–
e) The amount of further interest remaining due and payable even in the succeeding period, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006.	–	–

On the basis of information and records available with the Company, the above disclosures are made in respect of the amounts due to micro and small enterprises, who have registered with the relevant competent authorities.

Note No. 14 – Other Financial Liabilities

(INR In Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Other Financial Liabilities Measured at Amortised Cost		
(a) Interest accrued on loan	**0.00**	0.07
Total Other Financial Liabilities	**0.00**	0.07

Note No. 15 – Other Current Liabilities

(INR In Lakhs)

Particulars	As at 31st March, 2026	As at 31st March, 2025
Statutory dues payable		
(a) Other than income taxes	**4.05**	2.74
(b) Income tax liabilities	**2.12**	2.51
(c) Advance to customer	**–**	9.23
Total Other Current Liabilities	**6.16**	14.48

Note No. 16 – Revenue from Operations

(INR In Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Revenue from sale of solar power	**1,917.91**	2,075.74
Total Revenue from Operations	**1,917.91**	2,075.74

Note:

A. Disaggregated Revenue Information:

The Company's revenue is from only one segment i.e Sale of Solar Power.

B. Reconciliation of Contract Assets & Contract Liabilities:

(INR In Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Contract Assets		
Unbilled Receivable		
At the beginning of the year	**208.09**	257.75
Less: Bill during the year	**1,952.36**	2,125.41
Add: Revenue recognised during the year	**1,917.91**	2,075.74
At the end of the year	**173.64**	208.09
Contract Liability	**–**	**–**

C. Reconciliation of revenue as per Ind AS 115:

(INR In Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Revenue as per contracted prices	**1,917.91**	2,075.74
Less: Adjustment of revenue pertaining to Revenue from sale	**–**	**–**
Revenue from contract with customers	**1,917.91**	**2,075.74**

Note No. 17 – Other Income

(INR In Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Interest Income	**59.25**	44.40
Other (Sale of i-RECs)	**–**	–
Other Income - Insurance Claim	**70.64**	15.45
Interest on Refund-Income Tax	**–**	0.07
Total Other Income	**129.89**	59.93

Note No. 18 – Employee Benefit Expense

(INR In Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Salaries and wages	**–**	41.96
Total Employee Benefit Expense	**–**	41.96

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 19 – Finance Cost

(INR In Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Interest expense	**552.36**	647.64
Total Finance Cost	**552.36**	647.64

Note No. 20 – Other Expenses

(INR In Lakhs)

Particulars			Year ended 31st March, 2026	Year ended 31st March, 2025
(a)	Insurance		**20.93**	27.20
(b)	Repairs and maintenance – Machinery		**202.54**	228.66
(c)	Travelling and Conveyance Expenses		**2.64**	1.92
(d)	Auditors remuneration and out-of-pocket expenses			
	(i)	Statutory audit fees	**1.75**	1.77
	(ii)	Tax audit fees	**1.00**	1.00
(e)	Other expenses			
	(i)	Legal and other professional costs	**181.79**	153.85
	(ii)	Bank Charges	**0.04**	0.03
	(iii)	Miscellaneous expenses	**76.21**	34.05
Total Other Expenses			**486.90**	448.47

Note No. 21 – Earnings per Share

(INR In Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
	Per Share	Per Share
Basic Earnings per share	**0.41**	0.17
Total basic earnings per share	**0.41**	0.17
Diluted Earnings per share	**0.41**	0.17
Total diluted earnings per share	**0.41**	0.17

Basic & diluted earning per share

The earnings and weighted average number of ordinary shares used in the calculation of basic & diluted earnings per share are as follows:

(INR In Lakhs)

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
Profit for the year attributable to owners of the Company (INR lakhs)	**114.87**	46.91
Less: Preference dividend and tax thereon	**–**	**–**
Profit for the year used in the calculation of basic earnings per share (INR lakhs)	**114.87**	46.91
Profits used in the calculation of basic and diluted earnings per share from continuing operations (INR lakhs) (i)	**114.87**	46.91
Weighted average number of equity shares (used for calculation of basic and diluted earning per share) (ii)	**2,78,16,000**	2,78,16,000
Earning per share from continuing operations - Basic & diluted (i/ii)	**0.41**	0.17

Note No. 22 – Financial Instruments

The Company manages capital risk in order to maximize shareholders' profit by maintaining sound/optimal capital structure through monitoring of financial ratios, such as debt-to-equity ratio and net borrowings-to-equity ratio on a monthly basis and implements capital structure improvement plan when necessary. There is no change in the overall capital risk management strategy of the Company compared to last year.

The Company uses debt ratio as a capital management index and calculates the ratio as total liabilities divided by total equity. Total liabilities and total equity are based on the amounts stated in the separate financial statements.

The Company is not subject to externally enforced capital regulation.

Debt-to-equity ratio as of 31st March, 2026 and 31st March, 2025 is as follows:

	31st March, 2026	31st March, 2025
Debt (A)	**4,762**	6,481
Equity (B)	**5,621**	5,506
Debt Equity Ratio (A / B)	**0.85**	1.18

Categories of financial assets and financial liabilities

As at 31st March, 2026 (INR In Lakhs)

	Amortised Costs	FVTPL*	FVOCI**	Total
Non-current Assets				
Other Financial Assets				
- Non Derivative Financial Assets	5.72	–	–	**5.72**
Current Assets				
Trade receivables	92.42	–	–	**92.42**
Cash and bank balances	**620.20**	**–**	**–**	**620.20**
Other financial assets				**–**
- Non derivative financial assets	**173.64**	**–**	**–**	**173.64**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

As at 31st March, 2026 **(INR In Lakhs)**

	Amortised Costs	FVTPL*	FVOCI**	Total
Non-Current Liabilities				**–**
Borrowings from banks	4,013.86	–	–	**4,013.86**
Current Liabilities				**–**
Borrowings from banks	748.38	–	–	**748.38**
Trade payables	163.77	–	–	**163.77**
Other financial liabilities	–	–	–	**–**

Categories of financial assets and financial liabilities

As at 31st March, 2025 **(INR In Lakhs)**

	Amortised Costs	FVTPL*	FVOCI**	Total
Non-current Assets				
Other Financial Assets				
- Non Derivative Financial Assets	5.72	–	–	**5.72**
Current Assets				
Trade receivables	99.37	–	–	**99.37**
Cash and bank balances	**1,304.06**	**–**	**–**	**1,304.06**
Other financial assets				
- Non derivative financial assets	**208.09**	**–**	**–**	**208.09**
Non-Current Liabilities				
Borrowings from banks	5,770.60	–	–	**5,770.60**
Current Liabilities				
Borrowings from banks	710.53	–	–	**710.53**
Trade payables	139.23	–	–	**139.23**
Other financial liabilities	0.07	–	–	**0.07**

** FVOCI: Fair Value Through Other Comprehensive Income/Expense
* FVTPL: Fair Value Through Profit and Loss

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk, currency risk, interest rate risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has entered into a Power Purchase Agreement with the various companies in various states and it believes that it is a solvent debt and hence the risk is minimal.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the management of the Company, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment years. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(INR In Lakhs)

Particulars	Less than 1 Year	1 Year– 3 Years	3 Years to 5 Years	5 years and above
31st March, 2026				
Non-derivative financial liabilities				
Non-interest bearing	**163.77**	**–**	**–**	**–**
Variable interest rate instruments	**748.38**	**2,159.91**	**1,648.29**	**205.66**
Fixed interest rate instruments	**–**	**–**	**–**	**–**
Total	**912.15**	**2,159.91**	**1,648.29**	**205.66**
31st March, 2025				
Non-derivative financial liabilities				
Non-interest bearing	139.30	–	–	–
Variable interest rate instruments	710.53	2,285.24	1,785.14	1,700.22
Fixed interest rate instruments	–	–	–	–
Total	**849.83**	**2,285.24**	**1,785.14**	**1,700.22**

(iii) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

(INR In Lakhs)

Particulars	Less than 1 Year	1 Year- 3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial assets				
31st March, 2026				
Trade receivables	**92.42**	**–**	**–**	**–**
Cash and Bank balances	**620.20**	**–**	**–**	**–**
Other financial assets	**179.36**	**–**	**–**	**–**
	891.99	**–**	**–**	**–**
31st March, 2025				
Trade receivables	99.37	–	–	–
Cash and Bank balances	1,304.06	–	–	–
Other financial assets	213.81	–	–	–
	1,617.23	**–**	**–**	**–**

The amounts included above for variable interest rate instruments for both non-derivative financial assets and liabilities is subject to change if changes in variable interest rates differ to those estimates of interest rates determined at the end of the reporting period.

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. Derivatives are only used for economic hedging purposes and not as speculative investments. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Currency Risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Company's/ Company's exposure to currency risk relates primarily to the Company's operating activities and borrowings when transactions are denominated in a different currency from the Company's functional currency.

The Company manages its foreign currency risk by hedging the transactions at the time the Company enters into a contract with its customers by passing the exchange risk to the customer. The foreign currency borrowings are entirely hedged for the entire period of the borrowing.

When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure. For hedges of forecast transactions the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting receivable or payable that is denominated in the foreign currency.

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

Interest rate sensitivity

"The sensitivity analyses below have been determined based on exposure to interest rate for both derivative and non-derivative instruments at the end of reporting period. For floating rate liabilities, analysis is prepared assuming the amount of liability outstanding at the end of the reporting period was outstanding for the whole year.

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected, after the impact of hedge accounting. With all other variables held constant, the Company's profit before tax is affected through the impact on floating rate borrowings, as follows:

(INR In Lakhs)

	Currency	Increase / decrease in basis points	Effect on profit before tax
31st March, 2026	INR	+100	(40.14)
	INR	(-) 100	40.14
31st March, 2025	INR	+100	(57.71)
	INR	(-) 100	57.71

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

Note No. 23 - Fair value measurement

There are no financial assets or financial liabilities which are carried at fair value.

Note No. 24 - Segment Information

(a) Operating segments are reported in a manner consistent with internal reporting provided to the Chief Operating Decision Maker (CODM) of the Company. The CODM is responsible for allocating resources and assessing performances of the operating segments of the Company

(b) Geographical Information:

The Company's operations is majorly confined within India. Accordingly there are no reportable geographical segments.

Note No. 25 - Key Ratios

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Current Ratio	Current Assets	Current Liabilities	0.97	1.87	-48%	The decrease is mainly attributable to the outflow of cash and bank balances during the year.
Debt Equity Ratio	Borrowings	Shareholder's Equity	0.85	1.20	-29%	The decrease is mainly attributable to the repayment of borrowings during the year.
Debt Service Coverage ratio	Earnings before interest, taxes, depreciation and ammortisation	Interest & Principal Payment	2.83	1.21	133%	The increase is mainly attributable to the increase in other income during the year.
Return on Equity Ratio	Profit after taxes	Average Shareholder's Equity	0.02	0.01	142%	The increase is mainly attributable to the increase in other income during the year.
Inventory turnover ratio	Cost of goods sold	Average Inventory	NA	NA	NA	NA
Trade receivables turnover ratio	Revenue from operations	Average Trade Receivable	20.00	20.89	-4%	NA
Trade payables turnover ratio	Purchases	Average Trade Payables	NA	NA	NA	NA
Net Captial turnover ratio	Revenue from operations	Average Working Capital	NA	NA	NA	NA
Net Profit ratio	Profit after taxes	Revenue from operations	0.06	0.05	24%	NA

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Particulars	Numerator	Denominator	As at 31 March 2026	As at 31 March 2025	% Variance	Reason for Variance on Change in ratio in excess of 25% compared to preceding year
Return on Investment	Income from Investments	Average Investments	NA	NA	NA	NA
Return on capital employed*	Earnings before interest and taxes	Shareholder's Equity + Borrowings + DTL	0.07	0.02	305%	The increase is mainly attributable to the increase in other income during the year.

Note No. 26 – Related Party Transactions

Relationships:	**Name:**
Ultimate Holding Company	Mahindra & Mahindra Limited
Immediate Holding Company	Mahindra Sustainable Energy Private Limited (Formerly known as Mahindra Telecom Energy Management Services Limited)
Fellow Subsidiaries	Mahindra Teqo Private Limited
	Mahindra Susten Private Limited
	Tech Mahindra Limited
	Mahindra EPC Irrigation Limited
	Mahindra & Mahindra Limited - SBU Division
	Mahindra & Mahindra Limited - M&M-AD
	Mahindra & Mahindra Limited - M&M-TD
	Mahindra Steel Service Centre Limited
	Mahindra Susten Private Limited

Details of transaction between the Company and its related parties are disclosed below:

(INR In Lakhs)

Nature of transactions with Related Parties	**For the year ended**	**Ultimate Holding Company**	**Immediate Holding Company**	**Fellow Subsidiaries**
Nature of transactions with Related Parties				
Sale of goods	**31-Mar-26**	**–**	**–**	**1,519.36**
	31-Mar-25	–	–	1,597.82
Purchase of plants and equipments	**31-Mar-26**	**–**	**–**	**–**
	31-Mar-25	–	–	–
Receiving of services	**31-Mar-26**	**0.01**	**0.13**	**309.56**
	31-Mar-25	2.22	–	312.05

(INR In Lakhs)

Nature of transactions with Related Parties	**For the year ended**	**Ultimate Holding Company**	**Parent Company**	**Fellow Subsidiaries**
Trade receivable	**31-Mar-26**	**–**	**–**	**44.86**
	31-Mar-25	–	–	53.22
Trade payable	**31-Mar-26**	**0.01**	**0.13**	**132.82**
	31-Mar-25	–	–	88.70
Other financial liabilities	**31-Mar-26**	**–**	**–**	**–**
	31-Mar-25	–	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 27 - Commitment and Contingent Liability

– There are no contingent liabilities as on the balance sheet date.

– There are no commitment as on the balance sheet date.

Note No. 28 - Other Statutory Informations

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

  (i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

  (ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(f) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the year.

(h) The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was obtained.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 29

The amount has been rounded off to nearest INR in Lakhs and previous years amount has been reclassified/regrouped where ever required.

Note No. 30

The financial statements have been approved for issue by Company's Board of Directors on 17 April 2026

The accompanying notes are an integral part of the financial statements

In terms of our report of the even date

For B. K. Khare & Co.
Chartered Accountants
Firm registration No. 105102W

Vikram Kumtakar
Partner
Membership No. 104656
Place: Mumbai
Date : 17 April, 2026

For and on behalf of the Board of Directors

Avinash Rao
Director
DIN: 06939592

Sriram Ramachandran
Director
DIN: 07319032

Amit Gaikwad
Chief Financial Officer
PAN : ALZPG4283F
Place: Mumbai
Date : 17 April, 2026

Nitika Rathi
Company Secretary
Membership No. A44048

Shamindrajeet Singh
Manager

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF

MAHINDRA ADVANCED TECHNOLOGIES LIMITED

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the standalone financial statements of Mahindra Advanced Technologies Limited (the "Company") which comprise the standalone balance sheet as at 31 March 2026, and the standalone statement of profit and loss (including other comprehensive income), standalone statement of changes in equity and standalone statement of cash flows for the period beginning 07th April 2025 to 31st March 2026 ("the period"), and notes to the standalone financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its loss and other comprehensive income, changes in equity and its cash flows for the period ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Standalone Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the standalone financial statements.

Management's and Board of Directors' Responsibilities for the Standalone Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of standalone financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c. The standalone balance sheet, the standalone statement of profit and loss (including other comprehensive income), the standalone statement of changes in equity and the standalone statement of cash flows dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors as on 1 April 2026 and 8 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company does not have any pending litigations which would impact its financial position.

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d. (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 23(d) to the standalone financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 23(e) to the standalone financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the period.

f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the period for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the Company has not paid any remuneration to its directors during the period. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Deepesh Sharma
Partner
Membership No.: 505725
ICAI UDIN:26505725WAYMKQ8682

Place: Gurugram
Date: 21 April 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF MAHINDRA ADVANCED TECHNOLOGIES LIMITED FOR THE PERIOD ENDED 31 MARCH 2026

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i)(a) (A) The Company did not have any Property, Plant and Equipment during the period. Accordingly, clause 3(i)(a)(A) of the Order is not applicable to the company.

(B) The Company did not have any intangible assets during the period. Accordingly, clause 3(i)(a)(B) of the Order is not applicable to the Company.

(i)(b) The Company did not have any property, plant and equipment during the period. Accordingly, clause 3(i)(b) of the Order is not applicable to the Company.

(c) The company did not have any immovable property. Accordingly, clause 3(i)(c) of the Order is not applicable to the Company.

(d) The Company did not have any property, plant and equipment and intangible assets during the period. Accordingly, clause 3(i)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The company did not have any inventory during the period. Accordingly, clause 3(ii)(a) of the Order is not applicable to the company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the period. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the period. The Company has made investments in companies, in respect of which the requisite information is as below. The Company has not made any investments in firms, limited liability partnership or any other parties.

(a) According to the information and explanations given to us, the Company has not provided Loans or provided advances in the nature of loans, or stood guarantee, or provided security to any entity. Accordingly, clause (iii)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the period are not prejudicial to the interest of the Company. The Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the period.

(c) According to the information and explanations given to us, the Company has not provided loans or advances in the nature of loans to any party during the period. Accordingly, clause (iii)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us, the Company has not provided loans or advances in the nature of loans to any party during the period. Accordingly, clause (iii)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us the Company has not provided loans or provided advances in the nature of loans to any party during the period. Accordingly, clause (iii)(e) of the Order is not applicable to the Company.

(f) According to the information and explanations given to us the Company has not provided loans or provided advances in the nature of loans either repayable on demand or without specifying any term or period of repayment to any party during the period. Accordingly, clause (iii)(f) of the Order is not applicable to the Company.

(iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the products manufactured by it and services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the period since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the period.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the period. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the standalone financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the period on the pledge of securities held in its subsidiaries (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any private placement of shares or fully or partly convertible debentures during the period. In our opinion, in respect of preferential allotment of equity shares made during the period, the Company has duly complied with the requirements of Section 42 and Section 62 of the Act. The proceeds from issue of equity shares have been used for the purposes for which the funds were raised.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the period.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the standalone financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered

into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us by the management of the Company, the Group (as per the provisions of the Core investment Companies (Reserve Bank) Directions, 2016) has five CIC (which are exempted or not registered with Reserve Bank of India as being Systemically Important CIC). We have not, however, separately evaluated whether the information provided by the management is accurate and complete.

(xvii) The Company has incurred cash losses of Rs. 288.98 Lakhs in the current financial period.

(xviii) There has been no resignation of the statutory auditors during the period. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Deepesh Sharma
Partner
Membership No.: 505725
ICAI UDIN:26505725WAYMKQ8682

Place: Gurugram
Date: 21 April 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE STANDALONE FINANCIAL STATEMENTS OF MAHINDRA ADVANCED TECHNOLOGIES LIMITED FOR THE PERIOD ENDED 31 MARCH 2026

Report on the internal financial controls with reference to the aforesaid standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Advanced Technologies Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the standalone financial statements of the Company for the period ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Deepesh Sharma
Partner
Membership No.: 505725
ICAI UDIN:26505725WAYMKQ8682

Place: Gurugram
Date: 21 April 2026

BALANCE SHEET AS AT MARCH 31, 2026

(ALL AMOUNTS IN RUPEES LAKHS, UNLESS OTHERWISE STATED)

Amount in Rs. Lakhs

Particulars	Note No.	As at March 31, 2026
ASSETS		
1 NON-CURRENT ASSETS		
(a) Financial assets		
Investments	4	68,031.73
(b) Other tax assets (net)	5	1.74
Total non-current assets		**68,033.47**
2 CURRENT ASSETS		
(a) Financial Assets		
(i) Cash and cash equivalents	6	100.50
(ii) Other financial assets	7	0.24
(b) Other current assets	8	0.07
Total current assets		**100.81**
TOTAL ASSETS		**68,134.28**
EQUITY AND LIABILITIES		
1 EQUITY		
(a) Equity share capital	9	1,36,116.04
(b) Other equity		(67,992.80)
Total equity		**68,123.24**
2 LIABILITIES		
CURRENT LIABILITIES		
(a) Financial liabilities		
(i) Trade payables		
(A) total outstanding dues of micro enterprises and small enterprises; and		9.90
(B) total outstanding dues of creditors other than micro enterprises and small enterprises	10	–
(b) Other Current liabilities	11	1.14
Total current liabilities		**11.04**
TOTAL EQUITY AND LIABILITIES		**68,134.28**

The accompanying notes are an integral part of the financial statements 1 to 29

Material Accounting Policies 3

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 101248W/ W-100022

Deepesh Sharma
Partner
Membership No.: 505725
Place: Gurugram
Date: April 21, 2026

For and on behalf of the **Board of Directors of Mahindra Advanced Technologies Limited**

Vinod Kumar Sahay
Director
DIN : 07884268

Manaswini Goel
Whole-time Director & Chief Financial Officer
DIN : 08142619

Vandana Das
Company Secretary
ACS No. 53952

Place: Mumbai
Date: April 21, 2026

STATEMENT OF PROFIT AND LOSS FOR THE PERIOD APRIL 7, 2025 TO MARCH 31, 2026

(ALL AMOUNTS IN RUPEES LAKHS, UNLESS OTHERWISE STATED)

Amount in Rs. Lakhs

Particulars	Note No.	For the period April 7, 2025 to March 31, 2026
Revenue from operations		–
Other income	12	31.12
Total income		**31.12**
EXPENSES		
Other expenses	13	320.10
Total expenses		**320.10**
Loss before tax		**(288.98)**
Tax Expense		
Current tax		–
Deferred tax	28	–
Total tax expense		**–**
Loss for the period		**(288.98)**
Other comprehensive income		**–**
Total comprehensive income for the period		**(288.98)**
Earnings per share (Face value of Rs 10 per share) (in Rs.)		
- Basic earnings per share (in Rs.)	14	(0.04)
- Diluted earnings per share (in Rs.)	14	(0.04)

The accompanying notes are an integral part of the financial statements 1 to 29

Material Accounting Policies 3

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 101248W/ W-100022

Deepesh Sharma
Partner
Membership No.: 505725
Place: Gurugram
Date: April 21, 2026

For and on behalf of the **Board of Directors of Mahindra Advanced Technologies Limited**

Vinod Kumar Sahay
Director
DIN : 07884268

Manaswini Goel
Whole-time Director & Chief Financial Officer
DIN : 08142619

Vandana Das
Company Secretary
ACS No. 53952

Place: Mumbai
Date: April 21, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD APRIL 7, 2025 TO MARCH 31, 2026

(ALL AMOUNTS IN RUPEES LAKHS, UNLESS OTHERWISE STATED)

a. Equity share capital

Amount in Rs. Lakhs

Particulars	Amount
Balance as at April 7, 2025	**–**
Issue of equity share capital during the period	1,36,116.04
Balance as at March 31, 2026	**1,36,116.04**

b. Other Equity

	Reserve and surplus		
Particulars	**Capital Reserve**	**Retained earnings**	**Total**
Balance as at April 7, 2025	**–**	**–**	**–**
Loss for the period	–	(288.98)	(288.98)
Other comprehensive income for the period	–	–	–
Total comprehensive income for the period	**–**	**(288.98)**	**(288.98)**
Transactions with owners of the Company			
Contributions and distributions			
Capital Reserve on shareswap for investments in subsidiaries	(67,703.82)	–	(67,703.82)
Total transactions with owners of the Company	**(67,703.82)**	**–**	**(67,703.82)**
Balance as at March 31, 2026	**(67,703.82)**	**(288.98)**	**(67,992.80)**

Capital reserve: Negative capital reserve represents the amount of consideration paid, in form of Company's own equity shares, over and above net assets acquired in subsidiaries. Refer Note No. 9.

Retained earnings: Retained earnings comprises of accumulated balance of loss of current period.

The accompanying notes are an integral part of the financial statements 1 to 29

Material Accounting Policies 3

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 101248W/ W-100022

Deepesh Sharma
Partner
Membership No.: 505725
Place: Gurugram
Date: April 21, 2026

For and on behalf of the **Board of Directors of Mahindra Advanced Technologies Limited**

Vinod Kumar Sahay
Director
DIN : 07884268

Manaswini Goel
Whole-time Director & Chief Financial Officer
DIN : 08142619

Vandana Das
Company Secretary
ACS No. 53952

Place: Mumbai
Date: April 21, 2026

STATEMENT OF CASH FLOWS FOR THE PERIOD APRIL 7, 2025 TO MARCH 31, 2026

(ALL AMOUNTS IN RUPEES LAKHS, UNLESS OTHERWISE STATED)

Particulars	Amount in Rs. Lakhs For the period April 7, 2025 to March 31, 2026
CASH FLOW FROM OPERATING ACTIVITIES	
Loss before tax	(288.98)
Adjustments for:	
Interest income on bank deposits	(17.42)
Net gain on disposal of investments carried at fair value through profit or loss	(13.70)
	(320.10)
Movements in working capital:	
(Increase) in other assets	(0.07)
Increase in trade and other payables	9.90
Increase in other liabilities	1.14
CASH (USED) IN OPERATING ACTIVITIES	**(309.13)**
Income taxes paid (net of refund)	(1.74)
NET CASH (USED) IN OPERATING ACTIVITIES (A)	**(310.87)**
CASH FLOWS FROM INVESTING ACTIVITIES:	
Interest income	17.18
Investments in subsidiary companies	(13,919.51)
Proceed from sale of current investment	3,888.70
Acquisition of current investment	(3,875.00)
NET CASH (USED) IN INVESTING ACTIVITIES (B)	**(13,888.63)**
CASH FLOWS FROM FINANCING ACTIVITIES:	
Issue of equity share capital	14,300.00
NET CASH GENERATED FROM FINANCING ACTIVITIES (C)	**14,300.00**
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	100.50
Cash and cash equivalents at the beginning of the period	–
Cash and cash equivalents at the end of the period (Refer Note No: 6)	**100.50**

STATEMENT OF CASH FLOWS FOR THE PERIOD APRIL 7, 2025 TO MARCH 31, 2026 (Contd.)

Explanatory notes to the Statement of Cash Flows:

a) The cash flows from operating activities section in statement of cash flows from operating activities has been prepared in accordance with 'Indirect method' as set out in the Ind AS - 7 'Statement of Cash Flows', as notified under Section 133 of the Companies Act 2013, read with the relevant rules thereunder.

b) Figures in bracket indicate cash outflow.

The accompanying notes are an integral part of the financial statements	1 to 29
Material Accounting Policies	3

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 101248W/ W-100022

Deepesh Sharma
Partner
Membership No.: 505725
Place: Gurugram
Date: April 21, 2026

For and on behalf of the **Board of Directors of Mahindra Advanced Technologies Limited**

Vinod Kumar Sahay
Director
DIN : 07884268

Manaswini Goel
Whole-time Director & Chief Financial Officer
DIN : 08142619

Vandana Das
Company Secretary
ACS No. 53952

Place: Mumbai
Date: April 21, 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD APRIL 7, 2025 TO MARCH 31, 2026

1. Company overview

Mahindra Advanced Technologies Limited is a public limited company incorporated on April 7, 2025 under the Companies Act, 2013 ("the Act"). The Company is a subsidiary of Mahindra & Mahindra Limited. The Company will strive to be a leading player providing integrated, innovative and advanced technologies in the area of security solutions. The address of company's registered office is Mahindra Tower, Worli Rd. No 13, P B Marg, Worli, Mumbai, 400018.

2. Basis of preparation and presentation

2.1 Statement of Compliance

The financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') notified under the Companies ('Indian Accounting Standards') Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 ("the Act").

The financial statements were approved for issue by the Board of Directors of the Company on April 21, 2026.

Details of the Company's material accounting policies are included in Note 3.

2.2 Functional and presentation currency

This financial information is presented in Indian Rupees (₹), and are rounded to two decimal places of lakhs, which is also the functional and presentation currency of the Company.

2.3 Basis of measurement

The financial information has been prepared on the historical cost basis.

2.4 Use of judgements and estimates

In preparing these financial information, management has made judgements and estimates that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

2.5 Current/non-current classification

Based on time involved between the acquisition of assets for processing and their realization in cash and cash equivalents, the company has identified twelve months as its operating cycle for determining current and non-current classification of assets and liabilities in the balance sheet.

3 Material Accounting Policies

3.1 Earnings per share

i. Basic Earnings Per Share

Basic earnings per share is calculated by dividing the profit (or loss) attributable to the owners of the Company by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (if any).

ii. Diluted Earnings Per Share

Diluted earnings per share is computed by dividing the profit (considered in determination of basic earnings per share) after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share adjusted for the weighted average number of equity shares that would have been issued upon conversion of all dilutive potential equity shares

3.2 Cash and cash equivalents

Cash and cash equivalents comprises of cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

3.3 Interest Income

Interest income is recognised on time proportion basis taking into account the amount outstanding and the applicable interest rates and is disclosed in "other income".

3.4 Cash flow statement

Cash flows are reported using the indirect method, whereby profit before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

3.5 Financial instruments

i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD APRIL 7, 2025 TO MARCH 31, 2026

Financial assets other than trade receivables includes investment in mutual funds, bank deposits, security deposits, interest receivables, loans to related parties and other receivables.

The Company's financial liabilities include borrowings, trade and other payables, security deposits received, capital creditors, interest payables, accrued salaries and benefit and other deposits.

ii. Classification and subsequent measurement

On initial recognition, a financial asset is classified as measured at:

– amortised cost;

– Fair value through Other Comprehensive Income ('FVOCI') – debt investment;

– FVOCI – equity investment; or

– Fair value through Profit and Loss ('FVTPL')

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

– it is held within a business model whose objective is to hold assets to collect contractual cash flows; and

– its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

– it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and

– its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets – Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Financial liabilities – Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

iii. Derecognition

Financial assets

The Company derecognises a financial asset when:

– the contractual rights to the cash flows from the financial asset expire; or

– it transfers the rights to receive the contractual cash flows in a transaction in which either:

  • substantially all of the risks and rewards of ownership of the financial asset are transferred; or

  • the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Company enters into transactions whereby it transfers assets recognised on its Balance Sheet but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD APRIL 7, 2025 TO MARCH 31, 2026

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Balance Sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

3.6 Impairment of financial and non-financial assets

i. Financial instruments and contract assets

The Company recognises loss allowances for expected credit loss (ECLs) on financial assets measured at amortised cost.

ii. Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets (other than inventories, contract assets and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or Cash Generating Units ('CGUs'). Corporate assets are allocated to CGUs being tested considering a reasonable basis of allocation.

The recoverable amount of an individual asset or CGU is the greater of its value in use and its fair value less costs of disposal. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognised in profit or loss. Carrying amounts of the assets in the CGU are reduced on a pro rata basis.

The Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

3.7 Income tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in Other comprehensive income.

The Company has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

i. Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date.

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

ii. Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

– temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and at the time of transaction

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD APRIL 7, 2025 TO MARCH 31, 2026

a) affects neither accounting nor taxable profit or loss and b) does not give rise to equal taxable and deductible temporary difference;

– temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and

– taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for Company. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

4.1 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.
2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.
3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD APRIL 7, 2025 TO MARCH 31, 2026

(ALL AMOUNTS IN RUPEES LAKHS, UNLESS OTHERWISE STATED)

Note No. 4 :- Non Current Investments

Particulars	Amount in Rs. Lakhs As at March 31, 2026
Investments measured at amortised cost - Unquoted	
Investments in Subsidiary Companies	
Mahindra Telephonics Integration Systems Limited	452.90
[50,784,313 shares of face value of Rs. 10 per share]	
Mahindra Emirates Vehicle Armouring FZ-LLC	3,366.48
[8,800 shares of face value of AED 1,000 per share]	
Mahindra Defence Systems Limited	64,212.35
[18,110,255 shares of face value of Rs. 10 per share]	
Aggregate carrying value of unquoted non-current investment in Subsidiary Companies	**68,031.73**

Note No. 5 :- Other Tax Assets (Net)

Particulars	Amount in Rs. Lakhs As at March 31, 2026
Unsecured, considered good, unless otherwise stated	
Tax deducted at source receivable	1.74
	1.74

Note No. 6 :- Cash And Cash Equivalents

Particulars	Amount in Rs. Lakhs As at March 31, 2026
Balances with bank	
- On current account	20.50
- Deposits with original maturity of less than three months	80.00
	100.50

Note No. 7 :- Other Financial Assets

Particulars	Amount in Rs. Lakhs As at March 31, 2026
Unsecured, considered good, unless otherwise stated	
Interest accrued on bank deposits	0.24
	0.24

Refer Note No. 15:- Financial Instruments for information about the Company's exposure to credit and market risks, and fair value measurement.

Note No. 8 :- Other Assets

Particulars	Amount in Rs. Lakhs As at March 31, 2026
Unsecured, considered good, unless otherwise stated	
Balances with government authorities	0.07
	0.07

Note No. 9 :- Equity Share Capital

Particulars	Amount in Rs. Lakhs As at March 31, 2026	
	Number of Shares (Absolute terms)	Amount
a) Authorised		
Equity shares of Rs.10 each	**1,70,00,00,000**	**1,70,000.00**
b) Issued, subscribed and fully paid up		
Equity shares of Rs.10 each fully paid up	**1,36,11,60,400**	**1,36,116.04**

Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

A. Reconciliation of the equity shares outstanding at the beginning and at the end of the period

Particulars	Amount in Rs. Lakhs As at March 31, 2026	
	Number of Shares (Absolute terms)	Amount
Shares outstanding at the beginning of the period	–	–
Add: Fresh issue of equity shares during the period	1,36,11,60,400	1,36,116.04
Shares outstanding at the end of the period	1,36,11,60,400	1,36,116.04

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD APRIL 7, 2025 TO MARCH 31, 2026

(ALL AMOUNTS IN RUPEES LAKHS, UNLESS OTHERWISE STATED)

B. Shareholders holding more than 5% of the Equity Shares in the Company

Particulars	Amount in Rs. Lakhs As at March 31, 2026 Number of Shares (Absolute terms)	% of total shares
Mahindra & Mahindra Limited (Holding company) jointly with its nominees^	1,36,11,60,400	100%

C. Disclosure of change in equity shareholding of promoters

Particulars	Amount in Rs. Lakhs As at March 31, 2026 Number of Shares (Absolute terms)	% of total shares	% change during the period
Mahindra & Mahindra Limited (Holding company) jointly with its nominees^	**1,36,11,60,400**	**100%**	NA

^includes six shares held by six individuals (one share held by each individual) as nominee shareholders of Mahindra & Mahindra Limited.

D. 'During the period ended March 31, 2026, the Company issued 12,181 Lakhs equity shares of face value Rs. 10 each at an issue price of Rs. 10 per share to its Holding Company, Mahindra & Mahindra Limited.

The aforesaid equity shares were issued as consideration other than cash, pursuant to the acquisition of 100% equity interest in Mahindra Defence Systems Limited ("MDSL") under a share swap arrangement. Prior to the acquisition, MDSL was a wholly owned subsidiary of Mahindra & Mahindra Limited. No cash consideration was involved in the transaction.

The transaction has been accounted for in accordance with the relevant applicable accounting standards. The acquisition of investment in MDSL was undertaken based on a fair value determined by management using an independent valuation. The investment in MDSL has been recorded at the net book value of MDSL as at 31 March 2025. The difference between the fair value of the investment and the net book value of the net assets acquired has been recognised in Capital Reserve.

E. There were no buy back of shares, issue of shares by way of bonus shares or issue of shares pursuant to a contract without payment being received in cash during the period other than as disclosed above.

Note No. 10 - Trade Payables

Particulars	Amount in Rs. Lakhs As at March 31, 2026
Total outstanding dues of micro enterprise and small enterprises (Refer Note No. 17)	9.90
Total outstanding dues of creditors other than micro enterprises and small enterprises	–
	9.90
Of the above, trade payables to related parties are as below:	
- Trade payables due to related parties (Refer Note No. 16)	–
	–

Refer Note No. 15 :- Financial Instruments for disclosures related to ageing, credit risk and related financial instrument disclosures.

Note No. 11 :- Other liabilities

Particulars	Amount in Rs. Lakhs As at March 31, 2026
Statutory liabilities	
Tax deducted at source	1.14
	1.14

Note No. 12 - Other income

Particulars	Amount in Rs. Lakhs For the period April 7, 2025 to March 31, 2026
Interest income on bank deposits	17.42
Net gain on disposal of investments carried at fair value through profit or loss	13.70
	31.12

Note No. 13 - Other expenses

Particulars	Amount in Rs. Lakhs For the period April 7, 2025 to March 31, 2026
Rates and taxes	300.72
Legal and professional fees*	18.45
Miscellaneous expenses (Refer Note No. 16)	0.93
	320.10
*Includes payment to auditors :-	
As auditor:	
Statutory Audit (exclusive of goods and services tax)	9.50
Certification	3.50
Out of pocket expenses	0.65
	13.65

Note No. 14 - Earning per share (EPS)

Particulars	Amount in Rs. Lakhs For the period April 7, 2025 to March 31, 2026
Profit for the period attributable to owners of the Company	
Profit attributable to equity holders of the Company	(288.98)
Weighted average number of equity shares	
Weighted average number of equity shares in calculating EPS (absolute number)	79,11,67,136
Basic and Diluted earnings per share	
(a) Basic earnings per share (in Rs. and not annualised)	(0.04)
(b) Diluted earnings per share (in Rs. and not annualised)	(0.04)
Nominal Value per share	
Equity shares (in Rs.)	10.00

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD APRIL 7, 2025 TO MARCH 31, 2026

(ALL AMOUNTS IN RUPEES LAKHS, UNLESS OTHERWISE STATED)

Note No. 15 - Financial Instruments

a) The following methods and assumptions were used to estimate the fair values:

The following table shows the carrying amounts of financial assets and financial liabilities.

	Amount in Rs. Lakhs			
Particulars	**Amortised cost**	**Fair value through profit and loss**	**Fair value through other comprehensive income**	**Total**
Financial assets (non-current)	68,031.73	–	–	68,031.73
Investments (Refer Note below)				
Financial assets (current)				
Cash and cash equivalents	100.50	–	–	100.50
Other financial assets				
- Interest accrued on bank deposits	0.24	–	–	0.24
Financial liabilities (current)				
Trade payables	9.90	–	–	9.90

Note : Investment in equity shares of subsidiaries amounting Rs 68,031.73 lakhs being carried at cost and is tested for impairment.

b) Fair value hierarchy

The fair value of financial Instruments as referred to in note (a) above has been classified into three category depending on the inputs used in valuation technique. The hierarchy gives the highest priority to quoted price in active markets for identical assets or liabilities [Level 1 measurements] and lowest priority to unobservable inputs [Level 3 measurements].

The categories used are as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

No Financial assets or liabilities measured at fair value as at March 31, 2026.

Financial assets and liabilities which are measured at amortised cost for which fair values are disclosed:

	As at March 31, 2026			
Particulars	**Level 1**	**Level 2**	**Level 3**	**Total**
Financial assets (non-current)				
Investments #	–	–	–	–
Financial assets (current)				
Cash and cash equivalents*	–	–	–	–
Bank balances other than cash and cash equivalents*	–	–	–	–
Other financial assets	–	–	–	–
– Interest accrued on bank deposits*	–	–	–	–
Financial liabilities (current)				
Trade payables	–	–	–	–

Investment in subsidiaries (under Ind AS 27) are carried at cost.

* The carrying amounts of cash and cash equivalents, bank balances other than cash and cash equivalents and other current financial assets which comprise of interest accrued on bank deposits, trade payables approximates the fair values, due to their short-term nature.

Transfers between Levels 1, Level 2 and Level 3

There has been no transfer between level 1, level 2 and level 3 for the period ended March 31, 2026.

c) Financial Risk Management Framework

The Company's activities may be exposed it to market risk, liquidity risk, credit risk and interest risk. This note explains the source of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

The Company's Board of Directors has overall responsibility for the establishment and oversight of the company's risk management framework.

The Company has exposure to the following risks arising from financial instruments:

– credit risk
– liquidity risk
– market risk
– currency risk
– price risk

The Company's risk management is carried out by an internal department under the supervision of Chief Financial Officer of the Company. The treasury department identifies and evaluates financial risks. The board of directors provides oversees overall risk management, as well as policies covering specific areas, such as interest rate risk, liquidity risk etc.

The Board of Directors of the Company oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

(i) Credit risk management

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The maximum exposure to credit risk is represented by the total carrying amount of these financial assets in the Balance Sheet.

	Amount in Rs. Lakhs
Particulars	**As at March 31, 2026**
Cash and cash equivalents	100.50
Other financial assets	**0.24**

Expected credit losses for financial assets other than trade receivables

The Company maintains its cash and cash equivalents and bank deposits with reputed banks. The credit risk on these instruments is limited because the counterparties are bank with high credit ratings assigned by domestic credit rating agencies. Hence, the credit risk associated with cash and cash equivalent and bank deposits is relatively low.

(ii) Liquidity Risk

(I) Liquidity risk management

Liquidity risk is the risk that the Company will encounter difficulty in meeting its obligations associated with financial liabilities. The investment philosophy of the Company is capital preservation and liquidity in preference to returns. The Company consistently generates sufficient cash flows from operations and has access to multiple sources of funding to meet the financial obligations and maintain adequate liquidity for use. The Company manages liquidity risk by maintaining adequate reserve, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Maturities of financial liabilities

The following tables details the Company's remaining contractual maturity for its financial liabilities with agreed repayment periods. The

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD APRIL 7, 2025 TO MARCH 31, 2026

(ALL AMOUNTS IN RUPEES LAKHS, UNLESS OTHERWISE STATED)

amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

As at March 31, 2026

Particulars	Contractual cash flows: 6 months or less	6–12 months	Between 1 and 2 years	Between 2 and 5 years	More than 5 Years	Total
Trade payables	9.90	–	–	–	–	9.90
Total	**9.90**	**–**	**–**	**–**	**–**	**9.90**

Ageing of trade payable are mentioned below:

As at March 31,2026

Particulars	Outstanding for following periods from due date of payment: Unbilled	Not Due	Less than one year	1-2 years	2-3 years	More than 3 years	Total
MSME	9.90	–	–	–	–	–	9.90
Others	–	–	–	–	–	–	–
Disputed dues-MSME	–	–	–	–	–	–	–
Disputed dues-others	–	–	–	–	–	–	–
Total	**9.90**	**–**	**–**	**–**	**–**	**–**	**9.90**

(iii) Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises one type of risk: currency risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

(iv) Price risk

The Company invests in mutual funds which are susceptible to market price risk arising from uncertainties about future values of the investment securities. In order to manage its price risk arising from investments, the Company diversifies its portfolio in accordance with the limits set by the risk management policies.

Foreign currency risk

Currency risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Exposure arises primarily due to exchange rate fluctuations between the functional currency and other currencies from the Company's operating, investing and financing activities. The Company undertakes transactions denominated in foreign currency (mainly US Dollar ('USD'), British pound sterling ('GBP') and Euro ('EUR')) which are subject to the risk of exchange rate fluctuations. Considering the low volume of foreign currency transactions, the Company's exposure to foreign currency risk is limited hence the Company does not use any derivative instruments to manage its exposure.

There are no carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the period.

Note No. 16 - Related Party Transactions

A) Names of related parties where transactions have taken place during the period

(a) Holding company
Mahindra & Mahindra Limited (M&M)

(b) Subsidiary
Mahindra Telephonics Integrated Systems Limited (wholly-owned Subsidiary w.e.f. August 29, 2025) Mahindra Emirates Vehicle Armouring FZ-LLC (holding 88% of the paid-up share capital w.e.f. July 7, 2025)

Mahindra Defence Systems Limited (wholly-owned Subsidiary w.e.f. September 01, 2025)

(c) Fellow subsidiary
Mahindra Defence Systems Limited (till August 31, 2025)

(d) KMP	Nature of Relationship
Mrs. Manaswini Goel	Whole-time Director & Chief Financial Officer (w.e.f. June 6, 2025)
Mrs. Vandana Das	Company Secretary (w.e.f. July 15, 2025)

B) Details of transactions with above related parties

Nature of transactions	For the period April 7, 2025 to March 31, 2026: Holding company	Fellow Subsidiary	Subsidiary	Key Managerial Person
Other transactions				
Miscellaneous expenses	–	–	0.37	–
Acquisition of investments in subsidiary companies	54,112.22	3,819.38	10,100.13	–
Equity share capital issued	1,36,116.04	–	–	–

Note No. 17 :- Disclosure as per Micro, Small and Medium Enterprises Development Act, 2006 (MSMED)

Micro, Small and Medium enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period are given below:

Particulars	Amount in Rs. Lakhs: For the period April 7, 2025 to March 31, 2026
(a) Amount payable to supplier under MSMED (suppliers) as at the end of period	
– Principal	9.90
– Interest due there on	–
(b) Amount of payment by the buyer to the supplier beyond the appointed day during the period under MSMED Act, 2006	
– Principal	–
– Interest due there on	–
(c) Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the period) but without adding the interest specified under the MSMED Act, 2006)	–
(d) The amount of interest accrued and remaining unpaid at the end of accounting period	–
(e) The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act 2006.	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD APRIL 7, 2025 TO MARCH 31, 2026

(ALL AMOUNTS IN RUPEES LAKHS, UNLESS OTHERWISE STATED)

Note No. 18 :- The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

Note No. 19 :- There are no amounts that are due to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 2013 and rules made thereunder.

Note No. 20 :- **Contingent liabilities, commitments and other claims**

(a) There are no claims against the company not acknowledged as debts.

(b) There are no commitments of the Company as at the end of period.

Note No. 21 :- Struck off companies

During the period, the Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

Note No. 22 :- Additional regulatory information

(a) The Company has not undrawn any limits from banks/ FI on the basis of security of current asset.

(b) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(c) The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(d) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

  ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(e) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

  i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

  ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(f) The Company has not entered into any scheme of arrangement which has an accounting impact on current period.

(g) The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(h) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial period.

(i) The Company does not have property, plant and equipment (including right-of-use assets) or intangible assets or both during the period.

(j) The Company has not created any charge as at March 31, 2026.

(k) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(l) The Company has not granted any loans to the promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person which are repayable on demand or without specifying any terms or period of repayments as at March 31, 2026.

Note No. 23 :- Capital management

The primary objective of the Company's capital management is to safeguard the Company's ability to continue as a going concern, maintain a strong credit rating and a healthy capital ratio to support the business and to enhance shareholder value. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and business strategies to maintain or adjust the capital structure, issue new shares or raise and repay debts. The Company's capital management objectives, policies or processes were unchanged during the period.

The Company monitors capital using 'total debt to total capital' and 'net debt to total capital' ratios. These ratios are as follows:

Debt equity ratio

	Amount in Rs. Lakhs
Particulars	**As at March 31, 2026**
Total debt	–
Net debt	–
Total equity	
Total capital(based on total debt)	68,123.24
Total capital(based on net debt)	68,123.24
Net debt to equity ratio	NA
Total debt to total capital (based on total debt) ratio (%)	NA
Net debt to total capital (based on net debt) ratio (%)	NA

Note No. 24 - Ratios as required by Schedule III to the Companies Act, 2013.

S. No.	Particulars	Numerator	Denominator	March 31, 2026
1	Current ratio	Current assets	Current liabilities	9.13
2	Return on equity ratio	Profit for the period	Total equity	-0.85%
3	Return on capital employed	Profit before tax + finance costs	Capital Employed = Total Equity	-0.42%

* Debt- equity ratio, Debt service coverage ratio, Inventory turnover ratio, Trade receivable turnover ratio, Trade payable turnover ratio, Net capital turnover ratio, Net profit ratio and Return on investment as required by Schedule III are not applicable.

Note No. 25 :- **Subsequent events**

There were no subsequent events for the company post period ended March 31, 2026 which require adjustments in these financial statements.

Note No. 26 :- An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available.

The Company has not commenced its operations during the period and is not engaged in any business activity that would result in revenue generation or incurrence of operating expenses attributable to specific segments. Accordingly, the Company does not have any reportable operating segments as defined under Ind AS 108.

Note No. 27 :- The Company is in the process of establishing a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under Sections 92-92F of the Income-tax Act, 1961. During the period, Company has not entered into any international transactions with the associated enterprises accordingly, transfer pricing legislation under Section 92-92F of the Income-tax Act, 1961 will not have any impact on the financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD APRIL 7, 2025 TO MARCH 31, 2026

(ALL AMOUNTS IN RUPEES LAKHS, UNLESS OTHERWISE STATED)

Note No. 28 :- Deferred Tax

Movement in deferred tax assets / (liabilities) balances

Particulars	Opening balance	Deferred tax not recog-nised	Recog-nised in profit or loss	Recog-nised in OCI	Closing balance
Losses incurred by the entity for the period					
April 7, 2025 to March 31, 2026	–	72.73	–	–	**–**
Particulars	**–**	**72.73**	**–**	**–**	**–**

In accordance with the principles laid down under Ind AS 12 – Income Taxes, deferred tax assets are recognized for all deductible temporary differences and unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and tax losses can be utilized.

The Company has incurred a loss during the current period. However, no deferred tax asset has been recognized on the tax loss for the period, in view of the uncertainty regarding the availability of future taxable profits against which such losses can be adjusted. The Company will continue to assess the recognition of deferred tax assets at each reporting date and recognize them when it becomes probable that future taxable profits will be available

Note No. 29 :- The Company was incorporated on April 7, 2025. Therefore, these are the first financial statements of the Company, and the comparative information for the corresponding previous period is not applicable.

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 101248W/ W-100022

Deepesh Sharma
Partner
Membership No.: 505725
Place: Gurugram
Date: April 21, 2026

For and on behalf of the **Board of Directors of Mahindra Advanced Technologies Limited**

Vinod Kumar Sahay
Director
DIN : 07884268

Manaswini Goel
Whole-time Director & Chief Financial Officer
DIN : 08142619

Vandana Das
Company Secretary
ACS No. 53952

Place: Mumbai
Date: April 21, 2026

ANNEXURE

FORM NO. AOC.1

Statement containing salient features of the financial statement of Subsidiaries/associate companies/joint ventures
(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs. in Lakhs)

Sl. No.	Particulars	Details
1	Name of the subsidiary	Mahindra Defence Systems Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31 March 2026
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Reporting Currency -Rupees, Exchange Rate - NA
4	Share capital	1,811.03
5	Reserves & surplus	64,741.61
6	Total assets	1,60,746.55
7	Total Liabilities	1,60,746.55
8	Investments	8,594.37
9	Turnover	80,558.93
10	Profit before taxation	4,428.88
11	Provision for taxation	833.02
12	Profit after taxation	3,595.86
13	Proposed Dividend	2,897.64
14	% of shareholding	100%

Sl. No.	Particulars	Details
1	Name of the subsidiary	Mahindra Telephonics Integrated Systems Limited
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31 March 2026
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Reporting Currency -Rupees, Exchange Rate - NA
4	Share capital	5,078.43
5	Reserves & surplus	(4,007.15)
6	Total assets	10,680.45
7	Total Liabilities	10,680.45
8	Investments	122.71
9	Turnover	4,504.27
10	Profit before taxation	620.66
11	Provision for taxation	NIL
12	Profit after taxation	620.66
13	Proposed Dividend	NIL
14	% of shareholding	100%

Sl. No.	Particulars	Details
1	Name of the subsidiary	Mahindra Emirates Vehicle Armouring FZ – LLC
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31 March 2026
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Reporting Currency -AED, Exchange Rate – 25.6485
4	Share capital	2,564.85
5	Reserves & surplus	2,336.90
6	Total assets	11,086.40
7	Total Liabilities	11,086.40
8	Investments	6.64
9	Turnover	12,343.48
10	Profit before taxation	1,034.60
11	Provision for taxation	119.01
12	Profit after taxation	915.59
13	Proposed Dividend	NIL
14	% of shareholding	88%

Sl. No.	Particulars	Details
1	Name of the subsidiary	Mahindra Armored Vehicles Jordan – LLC*
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31 March 2026
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	Reporting Currency -JD, Exchange Rate – 132.8565
4	Share capital	6.64
5	Reserves & surplus	237.73
6	Total assets	407.25
7	Total Liabilities	407.25
8	Investments	NIL
9	Turnover	2,413.02
10	Profit before taxation	10.76
11	Provision for taxation	NIL
12	Profit after taxation	10.76
13	Proposed Dividend	NIL
14	% of shareholding	88%

* Mahindra Armored Vehicles Jordan – LLC, a wholly owned subsidiary of Mahindra Emirates Vehicle Armouring FZ – LLC and is a stepdown subsidiary of the Company.

Notes: The following information shall be furnished at the end of the statement:

1. Names of subsidiaries which are yet to commence operations: NIL
2. Names of subsidiaries which have been liquidated or sold during the year: NIL

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	
1. Latest audited Balance Sheet Date	NA
2. Shares of Associate/Joint Ventures held by the company on the year end	
No.	NA
Amount of Investment in Associates/Joint Venture	NA
Extend of Holding %	NA
3. Description of how there is significant influence	NA
4. Reason why the associate/joint venture is not consolidated	NA
5. Net worth attributable to Shareholding as per latest audited Balance Sheet	NA
6. Profit / Loss for the year	
i. Considered in Consolidation	NA
ii. Not Considered in Consolidation	NA

1. Names of associates or joint ventures which are yet to commence operations: NIL
2. Names of associates or joint ventures which have been liquidated or sold during the year: NIL

For and on behalf of the **Board of Directors of**
Mahindra Advanced Technologies Limited

Vinod Kumar Sahay
Director
DIN : 07884268

Manaswini Goel
Whole-time Director & Chief Financial Officer
DIN : 08142619

Vandana Das
Company Secretary
ACS No. : 53952

Place: Mumbai
Date: April 21, 2026

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF
MAHINDRA DEFENCE SYSTEMS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Mahindra Defence Systems Limited (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors as on 1 April 2026, 4 April 2026 and 8 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its financial statements - Refer Note 44 to the financial statements.

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d. (i) The management has represented that, to the best of it's knowledge and belief, as disclosed in the Note 51 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of it's knowledge and belief, as disclosed in the Note 51 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The final dividend paid by the Company during the year, in respect of the same declared for the previous year, is in accordance with Section 123 of the Act to the extent it applies to payment of dividend.

As stated in Note 54 to the financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend declared is in accordance with Section 123 of the Act to the extent it applies to declaration of dividend.

f. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a

feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, we did not come across any instance of the audit trail feature being tampered with. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid and payable by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid and payable to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

FOR **B S R & CO. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Deepesh Sharma
Partner
Membership No.: 505725
ICAI UDIN:26505725RDJZEM6071

PLACE: Gurugram
DATE: 21 APRIL 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA DEFENCE SYSTEMS LIMITED FOR THE YEAR ENDED 31 MARCH 2026

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified in a phased manner over a period of two years. In accordance with this programme, certain property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company, except for the following which are not held in the name of the Company:

Description of property	Gross carrying value	Held in the name of	Whether promoter, director or their relative or employee	Period held from	Reason for not being held in the name of the Company. Also indicate if in dispute
Freehold land located at Prithla	INR 836.42 Lakhs	Mahindra Defence Land Systems Private Limited	No	From 01 January 2017 appointed as per the approved Scheme of Amalgamation (The Scheme)	The title deed have been transferred to and vested in the Company, pursuant to the Scheme of Amalgamation of Defence Land Systems India Limited (formerly Mahindra Defence Land Systems Private Limited) with the Company in an earlier year.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year. For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit subsequent evidence of receipts has been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of examination of records of the Company, the Company has not provided any guarantee or security or granted any advances in nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. The Company has made investments in other parties and granted unsecured loans to company during the year, details of loan is stated in sub-clause (a) below. The Company has not made investment in companies, firms and limited liability partnerships during the year and the Company has not granted any loans, secured or unsecured to firms, limited liability partnerships or any other parties during the year.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has provided loans to company as below:

(Rs. in Lakhs)

Particulars	Loans
Aggregate amount during the year – Fellow Subsidiary	5,700
Balance outstanding as at balance sheet date – Fellow Subsidiary	5,250

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made and the terms and conditions of the grant of loans during the year are not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in the case of loans given, in our opinion the repayment of principal and payment of interest has been stipulated and the repayments or receipts have been regular. Further, the Company has not given any advance in the nature of loan to any party during the year.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no overdue amount for more than ninety days in respect of loans given. Further, the Company has not given any advances in the nature of loans to any party during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same parties.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, in respect of investments made and loans, guarantees and security given by the Company, in our opinion the provisions of Section 185 and 186 of the Companies Act, 2013 ("the Act") have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have generally been regularly deposited by the Company with the appropriate authorities, though there have been slight delays in a few cases of Income Tax and Goods and services Tax.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Services Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Income-Tax and others which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount (Rs. in lakhs)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	10.45	Financial year 2017-18	Commissioner of Income Tax (Appeals)
Goods and Services Tax Act, 2017	Goods and Services Tax	57.28	Financial year 2022-23	Joint Commisioner-Jaipur, Rajasthan
Goods and Services Tax Act, 2017	Goods and Services Tax	1.45	Financial year 2020-21	Assistant Commissioner,Division-Faridabad, Palwal
Goods and Services Tax Act, 2017	Goods and Services Tax	198.75	Financial year 2019-20 to 2020-21	Office of Additional Commissioner, Pune, Maharashtra
Goods and Services Tax Act, 2017	Goods and Services Tax	687.86	Financial year 2020-2021 to 2024-2025	Principal Commissioner, Palwal
Maharashtra Municipal Corporation Act, 1949	Local Body Tax	67.02	Financial year 2013-14, 201415 and 2015-16	Pimpri Chinchwad Municipal Corporation, Maharashtra

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries as defined under the Act.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) We have taken into consideration the whistle blower complaints received by the Company during the year while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us by the management of the Company, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has five CIC (which are exempted or not registered with Reserve Bank of India as being Systemically Important CIC). We have not, however, separately evaluated whether the information provided by the management is accurate and complete.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) In our opinion and according to the information and explanations given to us, there is no unspent amount under sub-section (5) of Section 135 of the Act pursuant to any project. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

FOR **B S R & CO. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Deepesh Sharma
Partner
Membership No.: 505725
ICAI UDIN:26505725RDJZEM6071

PLACE: Gurugram
DATE: 21 APRIL 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA DEFENCE SYSTEMS LIMITED FOR THE YEAR ENDED 31 MARCH 2025

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Defence Systems Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

FOR **B S R & CO. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Deepesh Sharma
Partner
Membership No.: 505725
ICAI UDIN:26505725RDJZEM6071

PLACE: Gurugram

DATE: 21 APRIL 2026

BALANCE SHEET AS AT MARCH 31, 2026

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Note	As at March 31, 2026	As at March 31, 2025
ASSETS			
1 Non-current assets			
(a) Property, Plant and equipment	5	**15,183.90**	12,007.63
(b) Capital Work-in-Progress	8	**531.26**	2,936.72
(c) Right of use assets	6	**–**	61.95
(d) Intangible assets	9	**1,498.13**	1,540.95
(e) Intangible assets under development	10	**3,057.52**	8,843.85
(f) Financial assets			
(i) Investments	11	**–**	–
(ii) Trade receivables	12 & 39	**1,904.24**	5,313.89
(iii) Other financial assets	15	**60.35**	99.46
(g) Deferred tax assets (net)	16	**1,985.13**	1,528.54
(h) Other Tax Assets (net)	16A	**526.23**	766.71
(i) Other non-current assets	17	**4,693.29**	9,409.07
Total Non-current Assets		**29,440.05**	42,508.77
2 Current assets			
(a) Inventories	18	**36,094.56**	24,108.11
(b) Financial assets			
(i) Investments	13	**8,594.37**	6,903.89
(ii) Trade receivables	12 & 39	**55,152.25**	38,563.33
(iii) Cash and cash equivalents	19	**7,357.16**	6,823.21
(iv) Bank balances other than (iii) above	20	**31.95**	30.70
(v) Loans	14	**5,250.00**	2,100.00
(vi) Other financial assets	15	**276.38**	752.70
(c) Other current assets	17	**18,549.83**	13,335.93
Total Current Assets		**131,306.50**	92,617.87
Assets held-for-sale	7	**–**	2,290.47
Total Assets		**160,746.55**	137,417.11
EQUITY AND LIABILITIES			
1 Equity			
(a) Equity share capital	21	**1,811.03**	1,672.37
(b) Other equity		**64,741.61**	52,439.85
Total Equity		**66,552.64**	54,112.22
2 Liabilities			
Non-current liabilities			
(a) Financial Liabilities			
(i) Lease Liabilities	47	**–**	15.46
(ii) Other Financial Liabilities	24	**26.77**	26.77
(b) Provisions	22	**2,411.63**	2,196.60
(c) Other non current Liabilities	26	**15,206.48**	20,854.72
Total Non-current Liabilities		**17,644.88**	23,093.55
Current liabilities			
(a) Financial liabilities			
(i) Borrowings	23	**41,100.00**	24,500.00
(ii) Lease Liabilities	47	**–**	57.37
(iii) Trade payables			
(A) total outstanding dues of micro enterprises and small enterprises; and	25 & 39	**4,371.12**	2,405.10
(B) total outstanding dues of creditors other than micro enterprises and small enterprises		**15,545.56**	19,283.56
(iv) Other financial liabilities	24	**2,599.20**	3,032.29
(b) Other current liabilities	26	**11,010.75**	9,699.39
(c) Provisions	22	**1,922.40**	1,233.63
Total Current Liabilities		76,549.03	60,211.34
Total Liabilities		**94,193.91**	83,304.89
Total Equity and Liabilities		**160,746.55**	137,417.11
The accompanying notes forming part of the financial statements	1 to 56		
Material Accounting Policies	3		

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 101248W/ W-100022

Deepesh Sharma
Partner
Membership No.: 505725

Place : Gurugram
Date : April 21, 2026

For and on behalf of the **Board of Directors of Mahindra Defence Systems Limited**

Vinod Kumar Sahay
Director
DIN: 07884268

Manaswini Goel
Director
DIN: 08142619

Mukul Verma
Chief Financial Officer
PAN : AAXPV0241R

Vandana Das
Company Secretary
ACS No. 53952

Place : Mumbai
Date : April 21, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Note	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from operations	27	**80,558.93**	96,017.21
Other income	28	**2,335.20**	3,249.22
Total Income		**82,894.13**	99,266.43
Expenses			
Cost of materials consumed	29	**63,205.44**	63,560.66
Changes in inventories of finished goods, stock-in-trade and work-in-progress	30	**(15,127.21)**	(28.41)
Employee benefits expense	31	**9,940.45**	9,095.78
Finance costs	32	**1,955.30**	1,571.74
Depreciation and amortisation expense	33	**2,690.40**	2,133.02
Subcontracting and service charges		**7,137.22**	4,622.24
Other expenses	34	**8,663.65**	9,456.22
Total expenses		**78,465.25**	90,411.25
Profit before tax		**4,428.88**	8,855.18
Tax expense			
Current tax	35	**1,289.18**	2,330.00
Deferred tax	35	**(456.16)**	(447.13)
Total tax expense		**833.02**	1,882.87
Profit for the year		**3,595.86**	6,972.31
Other comprehensive income			
Items that will not be reclassified to profit or loss:			
Remeasurements gain/(loss) of the defined benefit plans	38	**(1.74)**	(10.44)
Income tax relating to these items	35	**0.44**	2.63
Total other comprehensive income/(expense) for the year		**(1.30)**	(7.81)
Total comprehensive income for the year		**3,594.56**	6,964.50
Earnings per share (Face value of Rs 10 per share) (in Rs.)			
– Basic earnings per share (in Rs.)	37	**20.64**	41.69
– Diluted earnings per share (in Rs.)	37	**20.64**	41.69
The accompanying notes forming part of the financial statements	1 to 56		
Material Accounting Policies	3		

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 101248W/ W-100022

Deepesh Sharma
Partner
Membership No.: 505725

Place : Gurugram
Date : April 21, 2026

For and on behalf of the **Board of Directors of Mahindra Defence Systems Limited**

Vinod Kumar Sahay
Director
DIN: 07884268

Manaswini Goel
Director
DIN: 08142619

Mukul Verma
Chief Financial Officer
PAN : AAXPV0241R

Vandana Das
Company Secretary
ACS No. 53952

Place : Mumbai
Date : April 21, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Cash flows from operating activities		
Profit before tax	**4,428.88**	8,855.18
Adjustments for:		
Interest income under the effective interest method on bank deposits	**(4.93)**	(5.67)
Interest on loans to related parties	**(270.76)**	(233.91)
Net loss/(gain) on sale of property, plant and equipment (net)	**384.19**	(1,520.22)
Net gain on disposal /fair valuation of investments carried at fair value through profit or loss	**(209.66)**	(207.80)
Net gain on disposal of investments carried at amortised cost	**(1,528.91)**	–
Dividend	**–**	(499.25)
Depreciation and amortisation expense	**2,690.40**	2,133.02
Excess provision / liabilities, no longer required written back	**(76.19)**	(52.63)
Provision for loss allowance on trade receivables	**20.99**	371.66
Finance costs	**1,954.09**	1,571.74
	7,388.10	10,412.12
Movements in working capital:		
(Increase) in trade receivables	**(13,200.26)**	(20,250.64)
(Increase)/Decrease in inventories	**(11,986.45)**	5,137.16
(Increase)/Decrease in other assets	**1.52**	402.64
Decrease in other financial assets	**625.93**	285.84
(Decrease)/Increase in trade and other payables	**(1,771.98)**	7,702.03
Increase in provisions	**902.06**	1,396.25
(Decrease) in other liabilities	**(4,447.09)**	(10,175.96)
Cash (used) in operating activities	**(22,488.17)**	(5,090.56)
Income taxes paid (Net of refund)	**(1,048.70)**	(2,883.73)
Net cash (used) in operating activities (A)	**(23,536.87)**	(7,974.29)
Cash flows from investing activities		
Acquisition of property, plant and equipment, intangible assets, capital work-in-progress and capital advances	**1,092.72**	(5,440.28)
Proceeds from sale of property, plant and equipment	**70.16**	1,637.74
Proceeds from sale of non-current investments	**3,819.38**	–
Proceeds from fresh issue of equity shares	**10,100.13**	–
Dividend Income	**–**	499.25
Interest income	**165.19**	194.27
Bank deposits placed during the year	**(31.94)**	(30.70)
Bank deposits matured during the year	**30.70**	86.03
Proceed from current investment	**63,158.47**	32,425.53
Acquisition of current investment	**(64,639.29)**	(34,115.00)
Inter corporate deposit given	**(5,700.00)**	(3,390.00)
Inter corporate deposit refunded	**2,550.00**	3,290.00
Net cash generated from/ (used in) by investing activities (B)	**10,615.52**	(4,843.16)
Cash flows from financing activities		
Proceeds from borrowings	**43,900.00**	30,950.00
Repayment of borrowings	**(27,300.00)**	(14,450.00)
Interest paid (Refer Note (b))	**(1,817.60)**	(629.72)
Dividends paid (Refer Note No. 53)	**(1,254.27)**	(1,254.27)
Principal payment of lease liabilities	**(72.83)**	(46.31)
Net cash generated from financing activities (C)	**13,455.30**	14,569.70
Net increase in cash and cash equivalents (A+B+C)	**533.95**	1,752.25
Cash and cash equivalents at the beginning of the year	**6,823.21**	5,070.96
Cash and cash equivalents at the end of the year (Refer Note No: 19)	**7,357.16**	6,823.21

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026 (CONT...)

Explanatory notes to the Statement of Cash Flows:

a) The cash flows from operating activities section in statement of cash flows from operating activities has been prepared in accordance with 'Indirect method' as set out in the Ind AS - 7 'Statement of Cash Flows', as notified under Section 133 of the Companies Act 2013, read with the relevant rules thereunder.

b) Interest paid includes the interest portion of the lease liabilities.

c) Figures in bracket indicate cash outflow.

d) The following is the movement in lease liabilities:

Particulars	**For the year ended March 31, 2026**	For the year ended March 31, 2025
Balance at the beginning of the year	**72.83**	119.14
Additions	**–**	–
Finance costs accrued during the year	**2.77**	8.98
Payment of lease liabilities and finance cost accrued during the year	**(75.60)**	(55.29)
Balance at the end of the year	**–**	72.83

e) The following is the movement in borrowings taken:

Particulars	**For the year ended March 31, 2026**	For the year ended March 31, 2025
Balance at the beginning of the year	**24,500.00**	8,000.00
Additions	**43,900.00**	30,950.00
Payment of borrowings and finance cost accrued during the year	**(27,300.00)**	(14,450.00)
Balance at the end of the year	**41,100.00**	24,500.00

The accompanying notes forming part of the financial statements	1 to 56
Material Accounting Policies	3

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 101248W/ W-100022

Deepesh Sharma
Partner
Membership No.: 505725

Place : Gurugram
Date : April 21, 2026

For and on behalf of the **Board of Directors of Mahindra Defence Systems Limited**

Vinod Kumar Sahay
Director
DIN: 07884268

Manaswini Goel
Director
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Mukul Verma
Chief Financial Officer
PAN : AAXPV0241R

Vandana Das
Company Secretary
ACS No. 53952

Place : Mumbai
Date : April 21, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

a. Equity share capital

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Amount
Balance as at April 1, 2025	1,672.37
Changes in equity share capital during the year	138.66
Balance as at March 31, 2026	**1,811.03**
Balance as at April 1, 2024	1,672.37
Changes in equity share capital during the year	–
Balance as at March 31, 2025	**1,672.37**

b. Other Equity

(All amounts in Rs. Lakhs, unless otherwise stated)

	Reserves and Surplus			
Particulars	Capital Reserve	Securities premium	Retained earnings	Total
Balance as at April 1, 2025	**2,412.24**	**27,622.68**	**22,404.93**	**52,439.85**
Profit for the year	–	–	3,595.86	3,595.86
Other comprehensive income/(expense) for the year	–	–	(1.30)	(1.30)
Total Comprehensive Income for the year	–	–	3,594.56	3,594.56
Transactions with owners of the Company				
Contributions and distributions				
Securities premium on issue of fresh equity shares	**–**	**9,961.47**	**–**	**9,961.47**
Dividends	**–**	**–**	**(1,254.27)**	**(1,254.27)**
Total transactions with owners of the Company	**–**	**9,961.47**	**(1,254.27)**	**8,707.20**
Balance as at March 31, 2026	**2,412.24**	**37,584.15**	**24,745.22**	**64,741.61**

Previous year

(All amounts in Rs. Lakhs, unless otherwise stated)

	Reserves and Surplus			
Particulars	Capital Reserve	Securities premium	Retained earnings	Total
Balance as at April 1, 2024	**2,412.24**	**27,622.68**	**16,694.70**	**46,729.62**
Profit for the year	–	–	6,972.31	6,972.31
Other comprehensive income/(expense) for the year	–	–	(7.81)	(7.81)
Total Comprehensive Income for the year	–	–	6,964.50	6,964.50
Transactions with owners of the Company				
Contributions and distributions				
Dividends	**–**	**–**	**(1,254.27)**	**(1,254.27)**
Total transactions with owners of the Company	**–**	**–**	**(1,254.27)**	**(1,254.27)**
Balance as at March 31, 2025	**2,412.24**	**27,622.68**	**22,404.93**	**52,439.85**

Capital reserve: This reserve represents reserve recognised on amalgamation of the erstwhile Defence Land Systems India Limited with the Company being the difference between Company's investment value and share capital of the transferor Company.

Securities premium: Securities premium is used to record the premium received on issue of shares. It is utilised in accordance with the provisions of the Companies Act, 2013.

Retained earnings: Retained earnings comprises of accumulated balance of profits/(losses) of current and prior years including transfers made to / from other reserves from time to time. The reserve can be utilised or distributed by the Company in accordance with the provisions of the Companies Act, 2013.

The accompanying notes forming part of the financial statements	1 to 56
Material Accounting Policies	3

As per our report of even date attached
For **B S R & Co. LLP**
Chartered Accountants
ICAI Firm registration number: 101248W/ W-100022

Deepesh Sharma
Partner
Membership No.: 505725

Place : Gurugram
Date : April 21, 2026

For and on behalf of the **Board of Directors of Mahindra Defence Systems Limited**

Vinod Kumar Sahay
Director
DIN: 07884268

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Chief Financial Officer
PAN : AAXPV0241R

Vandana Das
Company Secretary
ACS No. 53952

Place : Mumbai
Date : April 21, 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

1. Company overview

Mahindra Defence Systems Limited is a public limited company incorporated on July 30, 2012 under the Companies Act, 1956 ("the Act"). The Company is a subsidiary of Mahindra Advanced Technologies Limited. The Company is engaged in design, development, manufacture, supply, dealing, operating, trading, overhaul, repair, maintenance and service of all kinds of defence vehicle and other defence equipment including training to armed forces people through specific equipments. The Company is also engaged in business of consultancy, training, implementation, management, maintenance and audit in the areas of information security, physical security, homeland security, critical infrastructure security, IT systems & network security, applications security, web & software security, change management & training, business continuity, disaster recovery, governance, loss prevention, fraud risk management, forensics, third party assessment and other allied areas with the objective of derisking the business and mitigation of loss arising from such security risks. The address of company's registered office is Mahindra Towers, P.K. Kurne Chowk, Dr. G.M. Bhosale Marg, Worli, Mumbai-400018 and the address of its corporate office is Mahindra Towers, 1st Floor, 2-A, Bhikaji Cama Place, New Delhi- 110066.

2. Basis of preparation and presentation

2.1 Statement of Compliance

The financial statements have been prepared in accordance with Indian Accounting Standards ('Ind AS') notified under the Companies ('Indian Accounting Standards') Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 ("the Act").

The financial statements were approved for issue by the Board of Directors of the Company on April 21, 2026.

Details of the Company's material accounting policies are included in Note 3.

2.2 Functional and presentation currency

These financial statements are presented in Indian Rupees (₹), and are rounded to two decimal places of lakhs, which is also the functional and presentation currency of the Company.

2.3 Basis of measurement

The financial statements have been prepared on the historical cost basis except certain financial assets and liabilities that are measured at fair value or at amortized cost. Refer Note 39.

2.4 Use of judgements and estimates

In preparing these financial statements, management has made judgements and estimates that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Judgments

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following note:

- Note 3.11 - Judgement required to whether an arrangement contains a lease or to ascertain lease classification

Assumption and estimation uncertainties

Information about assumptions and estimation uncertainties at the reporting date that have a significant risk of resulting in a material adjustment to the carrying amounts of assets and liabilities within the next financial year is included in the following notes:

- Note 3.2 - Measurements of defined benefit obligations: Key actuarial assumptions
- Note 3.5 and 3.6 - Measurement of useful life and residual values of property, plant and equipment and useful life of intangible assets
- Note 2.5 and 3.7 - Fair value measurement of financial instruments
- Note 3.9 and 3.10 - Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources
- Note 3.8 - Impairment of financial and non-financial assets
- Note 3.1 - Expected cost of completion of contracts

2.5 Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. The finance team has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values and reports directly to the Company's Chief Financial Officer.

The management of the Company regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of the Accounting Standards, including the level in the fair value hierarchy in which the valuations should be classified.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows.

- Level 1 — Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 — Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3 — Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

The Company recognise transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in Note 38.

2.6 Current/non-current classification

Based on time involved between the acquisition of assets for processing and their realization in cash and cash equivalents, the company has identified twelve months as its operating cycle for determining current and non-current classification of assets and liabilities in the balance sheet.

3. Material Accounting Policies

3.1 Revenue recognition

i. Revenue from sale of goods

Revenue from sale of goods is recognised when control of the goods being sold is transferred to customers and there are no longer any unfulfilled obligations. The performance obligations

in contract with customers are fulfilled at the time of dispatch, delivery or upon formal customer acceptance depending on delivery terms agreed with the customer. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price allocated to that performance obligation. Revenue excludes taxes or duties collected on behalf of the government.

Depending on the terms of the contract, which differs from contract to contract, the goods are sold on a reasonable credit term.

ii. Revenue from rendering of services

Revenue from contracts with customers is recognised when a performance obligation is satisfied by transfer of promised services to a customer.

For performance obligation satisfied over time, the revenue recognition is done by measuring the progress towards complete satisfaction of performance obligation. The progress is measured in terms of a proportion of actual cost incurred to date, to the total estimated cost attributable to the performance obligation.

The Company transfers control of a good or service over time and therefore satisfies a performance obligation and recognises revenue over a period of time if one of the following criteria is met:

(a) the customer simultaneously consumes the benefit of the Company's performance or

(b) the customer controls the asset as it is being created/ enhanced by the Company's performance or

(c) there is no alternative use of the asset and the Company has either explicit or implicit right of payment considering legal precedents.

In all other cases, performance obligation is considered as satisfied at a point in time.

iii. Revenue from turnkey project related activity

Contract revenue is recognised over time to the extent of performance obligation satisfied and control is transferred to the customer. Contract revenue is recognised at allocable transaction price which represents the cost of work performed on the contract plus proportionate margin, using the percentage of completion method. Percentage of completion is the proportion of cost of work performed to date, to the total estimated contract costs.

For contracts where the aggregate of contract cost incurred to date plus recognised profits (or minus recognised losses as the case may be) exceeds the progress billing, the surplus is shown as contract asset and termed as "Contract assets". For contracts where progress billing exceeds the aggregate of contract costs incurred to date plus recognised profits (or minus recognised losses, as the case may be), the surplus is shown as contract liability and termed as "Deferred revenue". Amounts received before the related work is performed are disclosed in the Balance Sheet as contract liability and termed as "Advances from customer". The amounts billed and unbilled on customer for work performed and are unconditionally due for payment i.e. only passage of time is required before payment falls due, are disclosed in the Balance Sheet as trade receivables. The amount of retention money held by the customers pending completion of performance milestone is disclosed as part of contract asset and is reclassified as trade receivables when it becomes due for payment.

iv. Transaction price

The revenue is recognised to the extent of transaction price allocated to the performance obligation satisfied. Transaction price is the amount of consideration to which the Company expects it to be entitled in exchange for transferring goods or services to a customer excluding amounts collected on behalf of a third party. The Company includes variable consideration as part of transaction price when there is a basis to reasonably estimate the amount of the variable consideration and when it is probable that a significant reversal of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is resolved.

Variable consideration is estimated using the expected value method or most likely amount as appropriate in a given circumstance. Payment terms agreed with a customer are as per business practice and the financing component, if significant, is separated from the transaction price and accounted as interest income.

Costs to obtain a contract which are incurred regardless of whether the contract was obtained are charged off in statement of profit and loss immediately in the period in which such costs are incurred. Incremental costs of obtaining a contract, if any, and costs incurred to fulfill a contract are amortised over the period of execution of the contract in proportion to the progress measured in terms of a proportion of actual cost incurred to date, to the total estimated cost attributable to the performance obligation.

Revenue includes adjustments made towards liquidated damages wherever applicable. Escalation and other claims, which are not ascertainable/acknowledged by customers are not taken into account.

v. Significant financing component

Advances received towards execution of defence related projects are not considered for determining significant financing component since the difference between the promised consideration and the cash selling price of the good or service arises for reasons other than the provision of finance to either the customer or the Company. The objective is to provide the contracting parties with protection from the other party failing to adequately complete some or all of its obligations under the contract. In respect of other contracts, the existence of significant financing component is reviewed on a case to case basis.

vi. Disaggregation of revenue

The Company disaggregates revenue from contracts with customers by primary geographical market, major products and timing of revenue recognition. Refer Note 48.

3.2 Employee benefits

i. Short-term employee benefits

Short-term employee benefits are measured on an undiscounted basis and expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus, if the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

ii. Defined contribution plan

A defined contribution plan is a post-employment benefit plan where the Company's legal or constructive obligation is limited to the amount that it contributes to a separate legal entity. The Company makes specified monthly contributions towards government administered provident fund scheme.

Obligations for contributions to defined contribution plan are expensed as an employee benefits expense in the Statement of Profit and Loss in period in which the related service is provided by the employee. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

iii. Defined benefit plan

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, discounting that amount and deducting the fair value of any plan assets.

The calculation of defined benefit obligations is performed annually by a qualified actuary using the projected unit credit method. When the calculation results in a potential asset for

the Company, the recognised asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan ('the asset ceiling'). To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurements of the net defined benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest), are recognised immediately in Other Comprehensive Income ('OCI'). The Company determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate determined by reference to market yields at the end of the reporting period on government bonds. This rate is applied on the net defined benefit liability (asset), both as determined at the start of the annual reporting period, taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognised in profit or loss.

When the benefits of a plan are changed or when a plan is curtailed, the resulting change in benefit that relates to past service ('past service cost' or 'past service gain') or the gain or loss on curtailment is recognised immediately in profit or loss. The Company recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs.

iv. Other long-term employee benefits - compensated absences

Accumulated absences expected to be carried forward beyond twelve months is treated as long-term employee benefit for measurement purposes. The Company's net obligation in respect of other long-term employee benefit of accumulating compensated absences is the amount of future benefit that employees have accumulated at the end of the year. That benefit is discounted to determine its present value. The obligation is measured annually by a qualified actuary using the projected unit credit method. Remeasurements are recognised in profit or loss in the period in which they arise.

The obligations are presented as current liabilities in the Balance Sheet if the Company does not have an unconditional right to defer the settlement for at least twelve months after the reporting date.

v. Termination benefits

Termination benefits are expensed at the earlier of when the Company can no longer withdraw the offer of those benefits and when the Company recognises costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date, then they are discounted.

3.3 Income tax

Income tax expense comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in Other comprehensive income.

The Company has determined that interest and penalties related to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore accounted for them under Ind AS 37 Provisions, Contingent Liabilities and Contingent Assets.

i. Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date.

Current tax assets and liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

ii. Deferred tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and at the time of transaction a) affects neither accounting nor taxable profit or loss and b) does not give rise to equal taxable and deductible temporary difference;
- temporary differences related to investments in subsidiaries, associates and joint arrangements to the extent that the Company is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

Deferred tax assets are recognised for unused tax losses, unused tax credits and deductible temporary differences to the extent that it is probable that future taxable profits will be available against which they can be used. Future taxable profits are determined based on the reversal of relevant taxable temporary differences. If the amount of taxable temporary differences is insufficient to recognise a deferred tax asset in full, then future taxable profits, adjusted for reversals of existing temporary differences, are considered, based on the business plans for Company. Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefit will be realised; such reductions are reversed when the probability of future taxable profits improves.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

3.4 Inventories

Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the moving weighted average formula and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their present location and condition. In the case of raw materials and stock-in-trade, cost comprises of cost of purchase. In the case of finished goods and work in progress, cost includes an appropriate share of production overheads based on normal operating capacity.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale.

The net realisable value of work-in-progress is determined with reference to the selling prices of related finished goods. Raw materials, components and other supplies held for use in the production of finished goods are not written down below cost except in cases when a decline in the price of materials indicates that the cost of the finished goods shall exceed the net realisable value.

The comparison of cost and net realisable value is made on an item-by-item basis.

Provision for obsolescence and slow-moving inventory is made based on management's best estimates of net realisable value of such inventories. Obsolete and slow-moving items are valued at cost or estimated net realisable value, whichever is lower.

3.5 Property, plant and equipment

i. Recognition and measurement

The cost of an item of property, plant and equipment shall be recognised as an asset if, and only if it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably.

Items of property, plant and equipment (including capital-work-in progress) are measured at cost, which includes capitalised borrowing costs, less accumulated depreciation and any accumulated impairment losses. Freehold land is carried at historical cost less any accumulated impairment losses.

Cost of an item of property, plant and equipment comprises its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials and direct labour, any other costs directly attributable to bringing the item to working condition for its intended use, and estimated costs of dismantling and removing the item and restoring the site on which it is located.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in Statement of Profit and Loss.

ii. Subsequent expenditure

Subsequent expenditure is recognized only if it is probable that the future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably.

iii. Depreciation

Depreciation is calculated on the cost of items of property, plant and equipment less their estimated residual values using the straight-line method over their estimated useful lives and is generally recognised in the Statement of Profit and Loss. Freehold land is not depreciated.

Depreciation on property, plant and equipment is provided on straight line basis using the lives as mentioned below:

Asset category	Management's estimate of useful life considered by (Years)	Useful life as per Schedule II to the Companies Act, 2013 (Years)
Buildings	3-30	30
Plant and Equipment	2-15	15
Furniture and Fixtures	2-10	10
Office Equipment	2-5	5
Vehicles	3-5	8
Computers	2-6	3

Depreciation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate. Based on technical evaluation and consequent advice, the management believes that its estimates of useful lives as given above best represent the period over which management expects to use these assets. Residual value of an asset is not more than five percent of the original cost of the asset.

Depreciation on additions/(disposals) is provided on a pro-rata basis i.e. from/ (upto) the date on which asset is ready for use/ (disposed off).

iv. Capital advances

Advances paid towards the acquisition of property, plant and equipment, outstanding at each balance sheet date is classified as capital advances under "other assets".

v. Capital work-in-progress

Cost of property, plant and equipment not ready for use as at the reporting date are disclosed as capital work-in-progress.

vi. De-recognition

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised.

vii. Transition to Ind AS

The cost property, plant and equipment at April 1, 2016, the Company's date of transition to Ind AS, was determined with reference to its carrying value recognised as per the previous GAAP (deemed cost), as at the date of transition to Ind AS.

3.6 Intangible Assets

i. Recognition and measurement

Intangible assets that are acquired are recognised only if it is probable that the expected future economic benefits that are attributable to the asset will flow to the Company and the cost of assets can be measured reliably. The intangible assets are recorded at cost of acquisition including incidental costs related to acquisition and are carried at cost less accumulated amortisation and impairment losses, if any.

ii. Subsequent expenditure

Subsequent costs are capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure on intangible assets is recognized in the Statement of Profit and Loss, as incurred.

iii. Internally generated intangible assets - research and development expenditure

Expenditure on research activities is recognised in profit or loss as incurred.

Development expenditure is capitalised as part of the cost of the resulting intangible asset only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable and the Company intends to and has sufficient resources to complete development and to use or sell the asset. Otherwise, it is recognised in profit or loss as incurred. Subsequent to initial recognition, development expenditure is measured at cost less accumulated amortisation and any accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

iv. Amortization and useful lives of intangible assets

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values using the straight-line method over their estimated useful lives and is generally recognised in depreciation and amortisation in Statement of Profit and Loss. Residual value of software is nil and for product design and prototypes residual values is value committed by a third party to purchase the asset at the end of its useful life.

The estimated useful lives are as follows:

Asset category	Management's estimate of useful life considered by (Years)
Computer software	3-5
Product design and prototypes	3-5

Amortisation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

v. Derecognition

An item of intangible assets is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on de-recognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the Statement of Profit and Loss when the asset is derecognised.

vi. Transition to Ind AS

As permitted by Ind AS 101, the Company, on transition to Ind AS, had elected to continue with the carrying value under previous GAAP for all of its intangible assets and use that as its deemed cost.

vii. Intangible asset under development

Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as intangible assets under development.

3.7 Financial instruments

i. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

Financial assets other than trade receivables includes investment in mutual funds, bank deposits, security deposits, interest receivables, loans to related parties and other receivables.

The Company's financial liabilities include borrowings, trade and other payables, security deposits received, capital creditors, interest payables, accrued salaries and benefit and other deposits.

ii. Classification and subsequent measurement

On initial recognition, a financial asset is classified as measured at:

– amortised cost;

– Fair value through Other Comprehensive Income ('FVOCI') – debt investment;

– FVOCI – equity investment; or

– Fair value through Profit and Loss ('FVTPL')

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

– it is held within a business model whose objective is to hold assets to collect contractual cash flows; and

– its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions and is not designated as at FVTPL:

– it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and

– its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all investments in mutual funds (Refer Note 39). On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI or at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets – Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Financial liabilities – Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

iii. Derecognition

Financial assets

The Company derecognises a financial asset when:

– the contractual rights to the cash flows from the financial asset expire; or

– it transfers the rights to receive the contractual cash flows in a transaction in which either:

  • substantially all of the risks and rewards of ownership of the financial asset are transferred; or

  • the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Company enters into transactions whereby it transfers assets recognised on its Balance Sheet but retains either all or substantially all of the risks and rewards of the transferred assets. In these cases, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in profit or loss.

iv. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the Balance Sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

3.8 Impairment of financial and non-financial assets

i. Financial instruments and contract assets

The Company recognises loss allowances for expected credit loss (ECLs) on financial assets measured at amortised cost;

The Company measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-month ECLs:

– debt securities that are determined to have low credit risk at the reporting date; and

– other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables and loans are always measured at an amount equal to lifetime ECLs.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within 12 months after the reporting date (or a shorter period if the expected life of the instrument is less than 12 months).

In all cases, the maximum period considered when estimating expected credit losses is the maximum contractual period over which the Company is exposed to credit risk.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and informed credit assessment, that includes forward-looking information.

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 365 days past due.

The Company considers a financial asset to be in default when:

– the debtor is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held); or

– the financial asset is more than 365 days past due.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive).

ECLs are discounted at the effective interest rate of the financial asset.

Credit-impaired financial assets

At each reporting date, the Company assesses whether financial assets carried at amortised cost and debt securities at FVOCI are credit impaired. A financial asset is 'credit-impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

– significant financial difficulty of the debtor;

– a breach of contract such as a default or being more than 365 days past due;

– the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;

– it is probable that the debtor will enter bankruptcy or other financial reorganisation; or

– the disappearance of an active market for a security because of financial difficulties.

Presentation of allowance for ECL in the Balance Sheet

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. For debt securities at FVOCI, the loss allowance is charged to Statement of Profit and Loss and is recognised in OCI.

Write-off

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. For customers, the Company individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Company expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

ii. Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets (other than inventories, contract assets and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or Cash Generating Units ('CGUs'). Corporate assets are allocated to CGUs being tested considering a reasonable basis of allocation.

The recoverable amount of an individual asset or CGU is the greater of its value in use and its fair value less costs of disposal. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognised in profit or loss. Carrying amounts of the assets in the CGU are reduced on a pro rata basis.

The Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such

a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

3.9 Provisions (other than employee benefits)

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Expected future operating losses are not provided for.

Where the Company expects some or all of the expenditure required to settle a provision will be reimbursed by another party, the reimbursement is recognized when, and only when, it is virtually certain that reimbursement will be received if the entity settles the obligation. The reimbursement is treated as a separate asset.

Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognized as finance cost.

Provision for warranties

The estimated liability for product warranties is recorded when products are sold. These estimates are established using historical information on the nature, frequency, average cost of warranty claims and management estimates regarding possible future incidence based on corrective actions on product failures. The timing of outflows will vary as and when warranty claim will arise. Provision for warranties is determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

3.10 Contingent liabilities and assets

i. Contingent liabilities

Contingent liability is a possible obligation arising from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity or a present obligation that arises from past events but is not recognized because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation or the amount of the obligation cannot be measured with sufficient reliability. The Company does not recognize a contingent liability but discloses its existence in the consolidated financial statements.

ii. Contingent assets

Contingent asset is not recognised in consolidated financial statements since this may result in the recognition of income that may never be realised. However, when the realisation of income is virtually certain, then the related asset is not a contingent asset and is recognized.

Provisions, contingent liabilities and contingent assets are reviewed at each Balance Sheet date.

3.11 Leasing

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

As a lessee

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices.

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

The Company determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

– fixed payments, including in-substance fixed payments;

– variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

– amounts expected to be payable under a residual value guarantee; and

– the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use assets that do not meet the definition of investment property as a separate line item 'Right of use assets' under non-current assets and lease liabilities separately in the Balance Sheet within 'Financial Liabilities'.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Company recognises the lease payments associated with these leases as an expense in profit or loss on a straight-line basis over the lease term.

As a lessor

At inception or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Company makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Company considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

Rental income from operating leases is generally recognised on a straight-line basis over the term of the relevant lease as part of 'other income'. Where the rentals are structured solely to increase in line with expected general inflation to compensate for the companies expected inflationary cost increases, such increases are recognized in the year in which such benefits accrue.

The Company applies the derecognition and impairment requirements in Ind AS 109 to the net investment in the lease. The Company further regularly reviews estimated unguaranteed residual values used in calculating the gross investment in the lease.

3.12 Earnings per share

i. Basic Earnings Per Share

Basic earnings per share is calculated by dividing the profit (or loss) attributable to the owners of the Company by the weighted average number of equity shares outstanding during the year. The weighted average number of equity shares outstanding during the year is adjusted for bonus issue, bonus element in a rights issue to existing shareholders, share split and reverse share split (consolidation of shares).

ii. Diluted Earnings Per Share

Diluted earnings per share is computed by dividing the profit (considered in determination of basic earnings per share) after considering the effect of interest and other financing costs or income (net of attributable taxes) associated with dilutive potential equity shares by the weighted average number of equity shares considered for deriving basic earnings per share adjusted for the weighted average number of equity shares that would have been issued upon conversion of all dilutive potential equity shares.

3.13 Cash and cash equivalents

Cash and cash equivalents comprises of cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

3.14 Cash flow statement

Cash flows are reported using the indirect method, whereby profit before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

3.15 Investment in subsidiaries

Investment in subsidiaries (under Ind AS 27) are carried at cost, less any impairment in the value of investment, in these financial statements.

3.16 Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker is considered to be the Chairman and Managing Director who makes strategic decisions and is responsible for allocating resources and assessing performance of the operating segments.

3.17 Foreign currency transactions

Initial Recognition

Transactions in foreign currencies are recorded at the rate of exchange prevailing on the date of transaction.

Conversion

Monetary asset and liabilities denominated in foreign currencies are translated at the functional currency at rates of exchange on the reporting date.

Treatment of exchange differences

Exchange difference on restatement of all other monetary items is recognised in the Statement of Profit and Loss. Other non-monetary items like property, plant and equipment are carried in terms of historical cost using the exchange rate at the date of transaction initial recognition.

3.18 Assets held for sale

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset (or disposal group) is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset (or disposal group) and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

3.19 Dividend Income and Interest Income

Dividend income is recognised in profit or loss on the date on which the Company's right to receive payment is established.

Interest income is recognised on time proportion basis taking into account the amount outstanding and the applicable interest rates and is disclosed in "other income".

3.20 Borrowing Costs

Borrowing costs are interest and other costs (including exchange differences relating to foreign currency borrowings to the extent that they are regarded as an adjustment to interest costs) incurred in connection with the borrowing of funds. Borrowing costs directly attributable to acquisition or construction of an asset which necessarily take a substantial period of time to get ready for their intended use are capitalised as part of the cost of that asset. Other borrowing costs are recognised as an expense in the period in which they are incurred.

4.1. Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces

   guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Note No: 5 - Property, plant and equipment

(All amounts in Rs. Lakhs, unless otherwise stated)

Description of Assets	Land- Free Hold	Buildings*	Plant and equipment	Office equipment	Computers	Furniture and Fixtures	Vehicles	Total
I. Cost or deemed cost								
Balance as at April 1, 2025	5,252.58	4,448.09	5,626.17	605.00	759.40	290.10	986.72	17,968.06
Additions	–	3,022.10	1,892.76	63.46	184.51	198.23	–	5,361.06
Disposal/write off	–	(647.15)	(488.56)	(31.54)	(55.33)	(99.41)	(295.25)	(1,617.24)
Balance as at March 31, 2026	**5,252.58**	**6,823.04**	**7,030.37**	**636.92**	**888.58**	**388.92**	**691.47**	**21,711.88**
II. Accumulated depreciation								
Balance as at April 1, 2025	–	1,251.51	3,121.93	242.57	573.63	194.49	576.30	5,960.43
Depreciation expense for the year	–	238.93	1,160.14	93.32	73.38	27.55	137.62	1,730.94
Eliminated on disposal/write off	–	(332.03)	(434.14)	(28.68)	(52.56)	(92.23)	(223.75)	(1,163.39)
Balance as at March 31, 2026	**–**	**1,158.41**	**3,847.93**	**307.21**	**594.45**	**129.81**	**490.17**	**6,527.98**
III. Net carrying amount (I-II)	**5,252.58**	**5,664.63**	**3,182.44**	**329.71**	**294.13**	**259.11**	**201.30**	**15,183.90**

* Part of building measuring 12,200 Sq Ft out of total area of 5,85,827 Sq Ft is leased out.

(All amounts in Rs. Lakhs, unless otherwise stated)

Description of Assets	Land- Free Hold	Buildings*	Plant and equipment	Office equipment	Computers	Furniture and Fixtures	Vehicles	Total
I. Cost or deemed cost								
Balance as at April 1, 2024	5,252.58	2,793.48	4,962.28	310.07	764.19	314.00	1,127.10	15,523.70
Additions	–	1,654.61	840.87	308.36	96.06	22.65	58.23	2,980.78
Disposal/write off	–	–	(176.98)	(13.43)	(100.85)	(46.55)	(198.61)	(536.42)
Balance as at March 31, 2025	5,252.58	4,448.09	5,626.17	605.00	759.40	290.10	986.72	17,968.06
II. Accumulated depreciation								
Balance as at April 1, 2024	–	1,120.98	2,427.50	180.51	561.57	221.18	529.28	5,041.02
Depreciation expense for the year	–	130.53	847.40	77.28	107.75	15.25	160.10	1,338.31
Eliminated on disposal/write off	–	–	(152.97)	(15.22)	(95.69)	(41.94)	(113.08)	(418.90)
Balance as at March 31, 2025	–	1,251.51	3,121.93	242.57	573.63	194.49	576.30	5,960.43
III. Net carrying amount (I-II)	5,252.58	3,196.58	2,504.24	362.43	185.77	95.61	410.42	12,007.63

* Part of building measuring 12,000 Sq Ft out of total area of 2,61,274 Sq Ft is leased out.

The details of immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) whose title deeds are not held in the name of the Company is given below:

Description of property	As at the balance sheet date		Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/ director/ employee of promoter/ director	Property held since which date	Reason for not being held in name of Company
	Gross carrying value (Rs. lakhs)	Carrying value in the financial statements (Rs. lakhs)				
Freehold land located at Prithla	836.42	836.42	Mahindra Defence Land Systems Private Limited	No	From January 01, 2017 appointed date as per the approved scheme of Amalgamation (the Scheme)	The title deed have been transferred to and vested in the Company, pursuant to the Scheme of Amalgamation of Defence Land Systems India Limited (formerly Mahindra Defence Land Systems Private Limited) with the Company in an earlier year.

Note No: 6 - Right of use assets

(All amounts in Rs. Lakhs, unless otherwise stated)

Description of Assets	Amount	Description of Assets	Amount
I. Gross carrying amount		**I. Gross carrying amount**	
Balance as at April 1, 2025	**148.68**	Balance as at April 1, 2024	148.68
Additions	**–**	Additions	–
Disposal/write-off	**(37.17)**		–
Balance as at March 31, 2026	**111.51**	**Balance as at March 31, 2025**	**148.68**
II. Accumulated amortisation		**II. Accumulated amortisation**	
Balance as at April 1, 2025	**86.73**	Balance as at April 1, 2024	37.17
Amortisation expense for the year	**24.78**	Amortisation expense for the year	49.56
Balance as at March 31, 2026	**111.51**	**Balance as at March 31, 2025**	**86.73**
III. Net carrying amount (I-II)	**–**	**III. Net carrying amount (I-II)**	**61.95**

Note No: 7 - Assets & Liabilities classified as held for sale

On February 4, 2025, the Board of Directors, as part of restructuring, has proposed divestment of the entire stake held by the company in Mahindra Telephonics Integrated Systems Limited (MTISL) and Mahindra Emirates Vehicle Armouring FZ LLC (MEVA) to the New Company proposed to be incorporated as a Wholly Owned Subsidiary by the holding company "Mahindra and Mahindra Limited" (M&M).

At 31 March 2025, the assets held for sale was stated at the lower of its carrying amount or fair value less costs to sell and comprised the following assets and liabilities.

In current year, the Company sold the entire stake held in Mahindra Telephonics Integrated Systems Limited (MTISL) and Mahindra Emirates Vehicle Armouring FZ LLC (MEVA) to Mahindra Advanced Technologies Limited (MATL).

Refer Note No. 11 and 28 for details.

Assets & liabilities held for sale are -

Particulars	As at March 31, 2026	As at March 31, 2025
Investments in Subsidiary Companies		
Mahindra Telephonics Integration Systems Limited	**–**	2,590.00
Less : Aggregate amount of impairment in value of investment	**–**	(2,590.00)
Mahindra Emirates Vehicle Armouring FZ-LLC	**–**	2,290.47
Assets held for sale	**–**	2,290.47

Note No: 8 - Capital work- in-progress

(All amounts in Rs. Lakhs, unless otherwise stated)

Description of Assets	Total	Description of Assets	Total
Balance as at April 1, 2025	**2,936.72**	**Balance as at April 1, 2024**	1,973.80
Additions	**3,077.37**	Additions	3,762.11
Capitalised	**(5,429.10)**	Capitalised	(2,799.19)
Transferred	**(53.73)**	Transferred	–
Balance as at March 31, 2026	**531.26**	**Balance as at March 31, 2025**	**2,936.72**

(a) Capital work-in-progress Ageing Schedule

Balance as at March 31, 2026	**Amount in Capital work-in-progress for a period of**				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	521.13	10.13	–	–	531.26

Balance as at March 31, 2025	**Amount in Capital work-in-progress for a period of**				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	2,812.16	124.56	–	–	2,936.72

(b) There were no projects in respect of which the completion is overdue or has exceeded its cost compared to its original plan as at March 31, 2026 and March 31, 2025.

Note No: 9 - Intangible assets

Description of assets	Software	Product design and prototypes (Note 1 Below)	Total
I. Cost			
Balance as at April 1, 2025	339.82	6,400.62	**6,740.44**
Additions	37.96	854.40	**892.36**
Disposal/Write -offs	–	(39.33)	**(39.33)**
Balance as at March 31, 2026	**377.78**	**7,215.69**	**7,593.47**
II. Accumulated amortisation			
Balance as at April 1, 2025	150.19	5,049.30	**5,199.49**
Amortisation expense for the year	80.19	854.49	**934.68**
Eliminated on disposal of assets	–	(38.83)	**(38.83)**
Balance as at March 31, 2026	**230.38**	**5,864.96**	**6,095.34**
III. Net carrying amount (I-II)	**147.40**	**1,350.73**	**1,498.13**

(All amounts in Rs. Lakhs, unless otherwise stated)

Description of assets	Software	Product design and prototypes (Note 1 Below)	Total
I. Cost or deemed cost			
Balance as at April 1, 2024	161.29	6,388.11	**6,549.40**
Additions	178.53	12.51	**191.04**
Disposal/Write-offs	–	–	**–**
Balance as at March 31, 2025	**339.82**	**6,400.62**	**6,740.44**
II. Accumulated amortisation			
Balance as at April 1, 2024	134.59	4,319.75	**4,454.34**
Amortisation expense for the year	15.60	729.55	**745.15**
Eliminated on disposal of assets	–	–	**–**
Balance as at March 31, 2025	**150.19**	**5,049.30**	**5,199.49**
III. Net carrying amount (I-II)	**189.63**	**1,351.32**	**1,540.95**

Note 1: Product design and prototypes includes specified projects with net carrying amount as at March 31, 2026 Rs. 817.39 Lakhs with a remaining amortisation period of less than 1 year and Rs 251.45 Lakhs with a remaining amortisation period of more than 1 year but less than 3 years and Rs. 281.89 Lakhs with a remaining amortisation period of more than 3 years (Previous year Product design and prototypes includes specified projects with net carrying amount as at March 31, 2025 Rs 27.75 Lakhs with a remaining amortisation period of less than 1 year and Rs 1,195.16 Lakhs with a remaining amortisation period of more than 1 year but less than 3 years and Rs. 128.41 with a remaining amortisation period of more than 3 years).

Note No : 10 - Intangible assets under development **(All amounts in Rs. Lakhs, unless otherwise stated)**

Description of Assets	Total	Description of Assets	Total
Balance as at April 1, 2025 #	**8,843.85**	**Balance as at April 1, 2024 #**	**7,131.20**
Additions	2,437.52	Additions	1,903.69
Capitalised*	(36.56)	Capitalised*	(191.04)
Transferred **	(8,187.29)	Transferred **	–
Balance as at March 31, 2026 #	**3,057.52**	**Balance as at March 31, 2025 #**	**8,843.85**

The above includes eligible design and prototype related development expenditure with respect to specified projects. On capitalisation, the same would be amortised over 3 to 5 years based on economic benefits expected from its use.

* During the year Rs Nil Lakhs (Previous Year Rs. 12.51 Lakhs) capitalised in Product design and prototypes and Rs 36.56 Lakhs (Previous Year Rs 178.53 Lakhs) in Software.

** During the year, the Company reviewed the intended use of certain assets which were under development (Intangibles Assets under Development). These assets were previously classified as Intangible Asset under Development (IAUD), as these were intended to be used by the Company for production of goods/rendering of services in near future.

Subsequently, based on a change in management's intention, it was decided that the assets would be sold upon completion instead of being used internally. Accordingly, from the date of change in intention, the said portion no longer met the criteria for classification as an intangible asset under development.
In line with the applicable accounting principles, the Company has reclassified the relevant costs from IAUD to Inventory (Work in Progress) with effect from the date when the intention to sell was established.

(a) Intangible assets under development ageing schedule

Balance as at March 31, 2026	**Amount in Intangible under development for a period of**				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	2,211.83	845.69	–	–	3,057.52
Projects temporarily suspended	–	–	–	–	–

Balance as at March 31, 2025	Amount in Intangible under development for a period of				
Particulars	Less than 1 year	1–2 years	2–3 years	More than 3 years	Total
Projects in progress	1,708.53	6,073.30	1,062.02	–	8,843.85
Projects temporarily suspended	–	–	–	–	–

(b) There were no projects in respect of which the completion is overdue or has exceeded its cost compared to its original plan as at March 31, 2026 and March 31, 2025.

Note No : 11 Non Current Investments **(All amounts in Rs. Lakhs, unless otherwise stated)**

Particulars	**As at March 31, 2026**	As at March 31, 2024
Investments measured at amortised cost - Unquoted		
Investments in Subsidiary Companies		
Mahindra Telephonics Integration Systems Limited (March 31, 2025: 50,784,313 shares at par value of ₹ 10 per share)]	**–**	2,590.00
Less : Aggregate amount of impairment in value of investment	**–**	(2,590.00)
Mahindra Emirates Vehicle Armouring FZ-LLC (March 31, 2025: 8,800 shares at par value AED 1,000 per share)]	**–**	2,290.47
Aggregate Carrying Value of Unquoted Non-Current Investment in Subsidiary Companies	**–**	2,290.47
Less: Investments classified as held for sale (Refer Note No. 7)	**–**	2,290.47
	–	**–**

Note No : 12 Trade receivables **(All amounts in Rs. Lakhs, unless otherwise stated)**

	As at March 31, 2026		As at March 31, 2025	
Particulars	**Current**	**Non–Current**	Current	Non–current
Trade receivables				
Trade receivable considered good- unsecured	**55,152.25**	**1,904.24**	38,563.33	5,313.89
Trade receivables - credit impaired	**1,081.56**	**–**	1,068.51	–
Total trade receivables	**56,233.81**	**1,904.24**	39,631.84	5,313.89
Less : Loss allowance	**1,081.56**	**–**	1,068.51	–
	55,152.25	**1,904.24**	38,563.33	5,313.89

(i) The movement in the loss allowance in respect of trade receivables during the year is as follows:

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	**As at March 31, 2026**	As at March 31, 2025
Balance at beginning of the year	**1,068.51**	736.39
Add: Remeasurement of loss allowance/created during the year	**20.99**	371.66
Less: Amounts written off	**(7.94)**	(39.54)
Balance at end of the year	**1,081.56**	1,068.51

Refer Note No. 39 :- Financial Instruments for disclosures related to ageing, credit risk, impairment under expected credit loss model and related financial instrument disclosures.

Note No : 13 Current Investments **(All amounts in Rs. Lakhs, unless otherwise stated)**

Particulars	As at March 31, 2026	As at March 31, 2025
Investments mandatorily at fair value through profit and loss - Quoted		
ABSL Liquid Fund Direct Plan Growth- 359,748 units (previous year 689,068 units)	**1,601.06**	2,883.47
ABSL Overnight Fund Direct Plan Growth- 50,541 units (previous year 50,981 units)	**736.25**	704.11
ICICI Prudential Liquid Fund Direct Plan Growth- 984,705 units (previous year 863,858 units)	**2,383.64**	3,316.31
ABSL Money Manager Fund Direct Plan Growth- 306,032 units (previous year NIL units)	**1,200.16**	–
ICICI Prudential Overnight Fund Direct Plan Growth- 101,494 units (previous year NIL units)	**1,473.10**	–
ICICI Prudential Money Market Fund Direct Plan Growth- 298,533 units (previous year NIL units)	**1,200.16**	–
	8,594.37	6,903.89
Aggregate market value of quoted investments	**8,594.37**	6,903.89

Refer Note No: 39 - Financial Instruments for disclosures related to ageing, credit risk, impairment under expected credit loss model and related financial instrument disclosures.

Note No : 14 Loans **(All amounts in Rs. Lakhs, unless otherwise stated)**

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured considered good unless otherwise stated (at amortised cost)		
Loans to related parties (Refer Note No. 40)	**5,250.00**	2,100.00
	5,250.00	2,100.00

Loans to related parties (for working capital purpose) are bearing interest of 7.10% to 8.00% (previous year 8.00% to 9.25%) and are for short term duration of less than twelve months (previous year nine months to twelve months). No loans are due from directors or other officers of the Company or any of them either severally or jointly with any other person.

Refer Note No. 39 :- Financial Instruments for disclosures related to ageing, credit risk, impairment under expected credit loss model and related financial instrument disclosures.

Note No : 15 Other financial assets **(All amounts in Rs. Lakhs, unless otherwise stated)**

	As at March 31, 2026		As at March 31, 2025	
Particulars	**Current**	**Non-current**	Current	Non-current
Unsecured, considered good, unless otherwise stated				
Security deposits	**13.44**	**60.35**	42.57	99.46
Bank deposits with original maturity more than 12 months	**–**	**–**	1.10	–
Interest accrued on bank deposits	**–**	**–**	2.24	–
Interest accrued on loan to related party (Refer Note No 40 and 14)	**193.02**	**–**	80.28	–
Other receivables	**69.92**	**–**	626.51	–
	276.38	**60.35**	752.70	99.46

Refer Note No. 39 :- Financial Instruments for information about the Company's exposure to credit and market risks, and fair value measurement.

Note No : 16 Deferred tax assets (Net) **(All amounts in Rs. Lakhs, unless otherwise stated)**

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax assets		
Property, plant and equipment and intangible assets (net)	**525.57**	330.88
Employee related provisions and liabilities	**439.90**	296.28
Provision for loss allowance on trade receivables	**272.21**	268.92
Provision for warranty and provision for inventory	**747.45**	632.46
Total deferred tax assets (A)	**1,985.13**	1,528.54
Deferred tax liabilities	**–**	–
Net deferred tax assets (A - B)	**1,985.13**	1,528.54

Note No : 16A Other tax assets (net) **(All amounts in Rs. Lakhs, unless otherwise stated)**

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good, unless otherwise stated		
Advance tax (net of provision of tax Rs. 1,289.18 lakhs) (previous year Rs. 2,330.00 lakhs)	**526.23**	766.71
	526.23	766.71

Note No : 17 Other assets **(All amounts in Rs. Lakhs, unless otherwise stated)**

	As at March 31, 2026		As at March 31, 2025	
Particulars	**Current**	**Non-Current**	Current	Non-current
Unsecured, considered good, unless otherwise stated				
Balances with government authorities	**12,607.30**	**–**	11,071.07	–
Contract fulfillment Costs	**–**	**–**	–	187.27
Prepaid expenses	**325.89**	**59.79**	509.05	78.14
Advances to suppliers	**4,933.58**	**4,633.50**	1,570.36	9,143.66
Capital advances	**683.06**	**–**	183.42	–
Others	**–**	**–**	2.03	–
	18,549.83	**4,693.29**	13,846.05	9,172.80

Note No : 18 Inventories **(All amounts in Rs. Lakhs, unless otherwise stated)**

Particulars	As at March 31, 2026	As at March 31, 2025
Raw materials {includes stock in transit of Rs. 170.34 Lakhs (previous year Rs. 1,673.43 Lakhs)}*	**18,240.43**	21,300.15
Work in progress	**17,182.82**	2,549.13
Finished goods {includes stock in transit of Rs. NIL Lakhs (previous year NIL Lakhs)}	**541.53**	48.01
Stores and spares	**–**	12.37
Loose tools	**129.78**	198.45
	36,094.56	24,108.11

* Net of provision for inventory Rs. 684.89 lakhs (previous year Rs. 181.65 lakhs)

Note No : 19 Cash and cash equivalents (All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with bank		
– On current account	**5,807.16**	523.21
– Deposits with original maturity of less than three months	**1,550.00**	6,300.00
Cash on hand*	**–**	–
	7,357.16	6,823.21

* Cash on hand as at March 31, 2026 in absolute number is Rs. 100 (March 31, 2025 Rs. 100).

Note No. 20 :- Bank balances other than cash and cash equivalents

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Deposits with banks with original maturity of more than three months but less than twelve months*	**31.95**	30.70
	31.95	30.70

* Deposits with original maturity of more than three months but less than twelve months of Rs. 31.95 lakhs (March 31, 2025: Rs. 30.70 lakhs) is restricted in nature which is security for bids submitted.

Note No : 21 Equity share capital **(All amounts in Rs. Lakhs, unless otherwise stated)**

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of Shares (Absolute terms)	Amount	Number of Shares (Absolute terms)	Amount
a) Authorised				
Equity shares of Rs. 10 each	**315,000,000**	**31,500.00**	315,000,000	31,500.00
b) Issued, subscribed and fully paid up				
Equity shares of Rs. 10 each fully paid up	**18,110,255**	**1,811.03**	16,723,655	1,672.37

Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting. In the event of liquidation of the Company, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

A. Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026		As at March 31, 2025	
	Number of Shares	Amount	Number of Shares	Amount
Shares outstanding at the beginning of the year	**16,723,655**	**1,672.37**	16,723,655	1,672.37
Add: Fresh issue of equity shares during the year	**1,386,600**	**138.66**	–	–
Shares outstanding at the end of the year	**18,110,255**	**1,811.03**	16,723,655	1,672.37

B. Shareholders holding more than 5% of the Equity Shares in the Company

Particulars	As at March 31, 2026		As at March 31, 2025	
Mahindra Advanced Technologies Limited (Holding company) jointly with its nominees^	18,110,255	100%	–	–
Mahindra & Mahindra Limited (Ultimate Holding company) jointly with its nominees	–	–	16,723,655	100%

C. Disclosure of change in equity shareholding of promoters

Particulars	As at March 31, 2026		% change during the year
	Number of Shares	% of total shares	
Mahindra Advanced Technologies Limited (Holding company) jointly with its nominees^	18,110,255	100%	100%

Particulars	As at March 31, 2025		% change during the year
	Number of Shares	% of total shares	
Mahindra & Mahindra Limited (Ultimate Holding company) jointly with its nominees	16,723,655	100%	–

^ includes six shares held by six individuals (one share held by each individual) as nominee shareholders of Mahindra Advanced Technologies Limited.

D. There were no shares which were issued for consideration other than cash during the period of five years immediately preceding the reporting date.

E. There were no buy back of shares, issue of shares by way of bonus shares or issue of shares pursuant to a contract without payment being received in cash during the previous 5 years.

Note No : 22 Provisions **(All amounts in Rs. Lakhs, unless otherwise stated)**

	As at March 31, 2026		As at March 31, 2025	
Particulars	**Current**	**Non–current**	Current	Non–current
(i) Provision for employee benefits				
– Net defined benefit liability- Gratuity (Refer Note No. 38)	**105.03**	**1,217.27**	61.30	746.79
– Liability for compensated absences (Refer Note No. 38)	**42.77**	**304.26**	37.60	265.64
Total provisions for employee benefits (A)	**147.80**	**1,521.53**	98.90	1,012.43
(ii) Other provisions				
– Provision for warranties (Refer footnote (i) below)	**1,774.60**	**890.10**	1,134.73	1,184.17
Total other provisions (B)	**1,774.60**	**890.10**	1,134.73	1,184.17
Total Provisions(A+B)	**1,922.40**	**2,411.63**	1,233.63	2,196.60

(i) Details of movement in provision for warranties

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	**As at March 31, 2026**	As at March 31, 2025
Balance at beginning of the year	**2,318.90**	1,071.15
– Provisions made during the year	**1,019.41**	1,510.82
– Provisions used during the year	**(673.61)**	(263.07)
Balance at the end of the year	**2,664.70**	2,318.90

Provision for warranty represent the present value of managements best estimate of the future outflow of economic benefits that will be required under the Company's obligations for warranties. The estimate has been made based on historical warranty trends and may vary as a result of new materials, altered manufacturing process or other events. It is expected that most of these costs will be incurred in the next financial year and all will have been incurred within three years after the reporting date. Assumptions used to calculate the provision for warranties were based on current sales levels and current information available about returns based on the three-year warranty period for all products sold. Further, specific warranty related cases identified are also covered.

Note No: 23 - Borrowings

Particulars	**As at March 31, 2026**	As at March 31, 2025
Borrowings from Ultimate Holding Company (Refer Note No. 40)	**41,100.00**	24,500.00
	41,100.00	24,500.00

Borrowings from related parties (for working capital purpose) are bearing interest of 6.79% to 8.09% (previous year 7.41% to 8.09%) and are for short term durations of less than twelve months (previous year for less than twelve months). No borrowings are taken from directors or other officers of the Company or any of them either severally or jointly with any other person.

Refer Note No. 39 :- Financial Instruments for disclosures related to ageing, credit risk, impairment under expected credit loss model and related financial instrument disclosures.

Note No. 24 :- Other financial liabilities **(All amounts in Rs. Lakhs, unless otherwise stated)**

	As at March 31, 2026		As at March 31, 2025	
Particulars	**Current**	**Non-current**	Current	Non-current
Capital creditors	**2.98**	**–**	386.16	–
Interest accrued but not due on borrowings	**1,132.55**	**–**	996.06	–
Security deposits received	**6.00**	**26.77**	3.50	26.77
Employee related payable	**1,393.71**	**–**	1,489.93	–
Other Deposits	**63.96**	**–**	156.64	–
	2,599.20	**26.77**	3,032.29	26.77

Refer Note No. 39 :- Financial Instruments for information about the Company's exposure to liquidity risks and market risk.

Note No: 25 - Trade payables **(All amounts in Rs. Lakhs, unless otherwise stated)**

Particulars	As at March 31, 2026	As at March 31, 2025
Total outstanding dues of micro enterprise and small enterprises (Refer Note No. 41)	**4,371.12**	2,405.10
Total outstanding dues of creditors other than micro enterprises and small enterprises	**15,545.56**	19,283.56
	19,916.68	21,688.66
Of the above, trade payables to related parties are as below:		
– Trade payables due to related parties (Refer Note No. 40)	**1,279.98**	2,323.88
	1,279.98	2,323.88

Refer Note No. 39 :- Financial Instruments for disclosures related to ageing, credit risk and related financial instrument disclosures.

Note No: 26 - Other liabilities **(All amounts in Rs. Lakhs, unless otherwise stated)**

	As at March 31, 2026		As at March 31, 2025	
Particulars	**Current**	**Non-current**	Current	Non-current
Advances received from customers (Refer Note No. 48)	**10,364.15**	**15,206.48**	9,354.49	20,854.72
Statutory liabilities				
Tax deducted at source	**592.00**	**–**	218.71	–
Others (includes provident fund & other statutory liabilities)	**54.60**	**–**	126.19	–
	11,010.75	**15,206.48**	9,699.39	20,854.72

Note No: 27 Revenue from operations

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from contracts with customers		
Sale of goods	**62,692.22**	77,317.07
Sale of services		
Operation and maintenance, training and support services	**15,128.61**	12,830.31
Turnkey contracts services	**2,596.51**	5,760.55
Other operating Revenue		
Sale of scrap	**136.27**	109.27
Duty drawback and other export incentives	**5.32**	–
Others	**–**	0.01
	80,558.93	96,017.21

Refer Note No 48: Disclosures as per Ind AS 115 for information about disaggregation of revenue by primary geographical market, major products and service lines and timing of revenue recognition. The table also includes a reconciliation of the disaggregated revenue with the Company's reportable segments.

Note No: 28 - Other income

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income on:		
Bank deposits	**4.93**	5.67
Loans to related parties (Refer Note No. 40)	**270.76**	233.91
Interest on Income tax refund	**19.49**	–
Dividend	**–**	499.25
Service charges recovered	**108.90**	103.12
Net gain on foreign currency transactions	**–**	36.87
Other non-operating income		
Rental income (Refer Note No. 47)	**30.61**	28.80
Net gain on disposal /fair valuation of investments carried at fair value through profit or loss	**209.66**	207.80
Net gain on disposal of investments carried at amortised cost	**1,528.91**	–
Net gain on sale/disposal of property, plant and equipment	**–**	1,520.22
Excess provision for liabilities, no longer required written back	**76.19**	52.63
Miscellaneous income	**85.75**	560.95
Total	**2,335.20**	3,249.22

Note No: 29 Cost of materials consumed

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventory of materials at the beginning of the year	**21,300.15**	26,459.27
Add: Purchases (net of returns)	**60,145.72**	58,401.54
Less: Inventory of materials at the end of the year	**18,240.43**	21,300.15
Total	**63,205.44**	63,560.66

Note No: 30 - Changes in inventories of finished goods, stock-in-trade and work-in-progress

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventories at the end of the year:		
Finished goods	**541.53**	48.01
Work-in-progress	**17,182.82**	2,549.13
	17,724.35	2,597.14
Inventories at the beginning of the year:		
Finished goods	**48.01**	1,232.91
Work-in-progress	**2,549.13**	1,335.82
	2,597.14	2,568.73
(Increase) in inventories of finished goods, stock-in-trade and work-in-progress	**(15,127.21)**	(28.41)

Note No: 31 Employee benefits expense

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries, wages and bonus	**8,559.42**	8,187.31
Contributions to provident and other funds	**398.81**	391.58
Expenses related to provision for gratuity	**572.06**	155.78
Staff welfare expenses	**410.16**	361.11
	9,940.45	9,095.78

Refer Note No. 38 - Employee benefits for more details.

Note No: 32 Finance costs

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest on borrowings	**1,887.41**	1,543.71
Interest on delayed payments to micro enterprises and small enterprises	**62.65**	17.07
Interest on delayed payments of statutory dues	**1.26**	1.98
Interest others	**1.21**	–
Interest on lease liabilities (Refer Note No 47)	**2.77**	8.98
	1,955.30	1,571.74

Note No: 33 Depreciation and amortisation expense

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation on property, plant and equipment (Refer Note No. 5)	**1,730.94**	1,338.31
Amortisation on right-of-use assets (Refer Note No. 6)	**24.78**	49.56
Amortisation of intangible assets (Refer Note No. 9)	**934.68**	745.15
	2,690.40	2,133.02

Note No: 34 Other expenses

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Consumption of stores and spare parts	**142.05**	124.22
Consumption of tools	**131.28**	61.44
Power and fuel	**371.13**	295.60
Rent (Refer Note No. 47)	**244.13**	543.44
Rates and taxes	**80.44**	536.30
Repairs and maintenance		
– building	**135.94**	125.55
– plant and equipment	**1,974.88**	1,769.90
– others	**101.65**	92.54
Insurance	**373.91**	257.11
Legal and professional fees*	**516.60**	649.20
Travelling and conveyance	**886.39**	762.15
Printing and stationery	**33.78**	41.52
Communication	**35.55**	39.95
Software charges	**47.32**	51.80
Advertising and sales promotion	**62.22**	131.02

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net loss on sale/disposal of property, plant and equipment	**384.19**	–
Freight outward	**250.98**	550.13
Provision for loss allowance on trade receivables	**20.99**	371.66
Warranty	**1,019.41**	1,510.82
Net loss on foreign currency transaction and translation	**414.42**	–
Bank charges	**122.95**	112.12
Development and testing charges	**681.63**	839.13
Expenditure on corporate social responsibility (Refer Note No 46)	**141.50**	166.00
Miscellaneous expenses	**490.31**	424.62
	8,663.65	9,456.22

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
* Includes payment to auditors :-		
As auditor:		
Statutory Audit	63.87	59.40
Certification	1.75	1.75
Reimbursement of expenses	6.39	7.29
	72.01	68.44

Note No. 35 - Income Tax

Amounts recognised in statement of profit or loss:

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Current tax		
Current year	**1,289.18**	2,330.00
Current tax (A)	**1,289.18**	2,330.00
Deferred tax		
Attributable to-		
Origination and reversal of temporary differences	**(456.16)**	(447.13)
Deferred tax credit (B)	**(456.16)**	(447.13)
Total (A + B)	**833.02**	1,882.87

Amounts recognised in other comprehensive income

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Remeasurement of defined benefits obligations	**0.44**	2.63

Movement in deferred tax assets/(liabilities) balances

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Net balance April 1, 2025	Deferred tax not recognised	Recognised in profit or loss	Recognised in OCI	Net balance March 31, 2026
Property, plant and equipment and intangible assets (net)	**330.88**	**–**	**194.69**	**–**	**525.57**
Employee related provisions and liabilities	**296.28**	**–**	**143.18**	**0.44**	**439.90**
Provision for loss allowance on trade receivables	**268.92**	**–**	**3.29**	**–**	**272.21**
Provision for warranty and provision for inventory	**632.46**	**–**	**114.99**	**–**	**747.45**
Deferred tax assets / (liabilities) (net)	**1,528.54**	**–**	**456.15**	**0.44**	**1,985.13**
Deferred tax liabilities					**–**
Deferred tax assets					**1,985.13**
Deferred tax asset recognised					**1,985.13**

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Net balance April 1, 2024	Deferred tax not recognised	Recognised in profit or loss	Recognised in OCI	Net balance March 31, 2025
Property, plant and equipment and intangible assets (net)	255.85	–	75.03	–	330.88
Employee related provisions and liabilities	256.40	–	37.25	2.63	296.28
Provision for loss allowance on trade receivables	185.33	–	83.59	–	268.92
Provision for warranty and provision for inventory	333.03	–	299.43	–	632.46
Assets held for sale	48.17	–	(48.17)	–	–
Deferred tax assets / (liabilities) (net)	1,078.78	–	447.13	2.63	1,528.54
Deferred tax liabilities					–
Deferred tax assets					1,528.54
Deferred tax asset recognised					1,528.54

Reconciliation of effective tax rate:

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	**For the year ended March 31, 2026**	For the year ended March 31, 2025
Profit before tax	**4,428.88**	8,855.18
Income tax expense calculated at 25.168% (Previous year : 25.168%)	**1,114.66**	2,228.67
Effect of income exempt from taxation	**(2.31)**	(127.83)
Effect of taxation on sale of land	**–**	(173.95)
Effect of taxation on sale of non current investments	**(384.80)**	–
Effect of expenses non deductible in determining taxable profits	**57.51**	48.95
Others	**47.96**	(92.97)
Income tax expense recognised in profit or loss	**833.02**	1,882.87

Note No: 36 - Segment information

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Company's other components, and for which discrete financial information is available. All operating segments' operating results are reviewed regularly by the Company's Managing Director ('MD') and Chairman to make decisions about resources to be allocated to the segments and assess their performance.

For management purposes, the Company is organised into business units based on its products and services to the customer and has two reportable segments, as follows:

– Defence and homeland security

– Non Defence

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	**For the year ended March 31, 2026**			For the year ended March 31, 2025		
	Defence and homeland security	**Non-defence**	**Total**	Defence and homeland security	Non-defence	Total
External revenue	**76,849.93**	**3,567.41**	**80,417.34**	95,275.69	632.24	95,907.93
Segment profit before tax	**5,655.18**	**224.16**	**5,879.34**	10,508.44	(519.90)	9,988.54
Depreciation and amortisation	**2,609.11**	**62.10**	**2,671.21**	2,029.94	84.07	2,114.01
Other material items of income and expense and non-cash items:						
Segment assets	**135,464.26**	**1,965.26**	**137,429.52**	118,162.87	488.70	118,651.57
Segment liabilities	**47,190.09**	**2,989.84**	**50,179.93**	55,839.94	300.51	56,140.45

Reconciliations of information on reportable segments to the amounts reported in the financial statements:

(All amounts in Rs. Lakhs, unless otherwise stated)

(i) Profit before tax	**For the year ended March 31, 2026**	For the year ended March 31, 2025
Total profit before tax for reportable segments	**5,879.34**	9,988.54
Other corporate expenses	**–**	(508.25)
Unallocated income		
Finance income	**275.69**	239.58
Interest on Income tax refund	**19.49**	–
Dividend Income	**–**	499.25
Net gain on disposal / fair valuation of investments carried at fair value through profit or loss	**209.66**	207.80
Interest expense on lease liabilities	**(2.77)**	(8.98)
Finance costs	**(1,952.53)**	(1,562.76)
Profit before tax	**4,428.88**	8,855.18

(All amounts in Rs. Lakhs, unless otherwise stated)

(ii) Assets	For the year ended March 31, 2026	For the year ended March 31, 2025
Total assets for reportable segments	**137,429.52**	118,651.57
Other unallocated amounts		
Unallocable assets	**20,805.67**	16,470.29
Deferred tax assets	**1,985.13**	1,528.54
Current tax assets	**526.23**	766.71
Total assets	**160,746.55**	137,417.11

(All amounts in Rs. Lakhs, unless otherwise stated)

(iii) Liabilities	For the year ended March 31, 2026	For the year ended March 31, 2025
Total liabilities for reportable segments	**50,179.93**	56,140.45
Other unallocated amounts		
Unallocable liabilities	**44,013.98**	27,164.44
Total liabilities	**94,193.91**	83,304.89

Addition to non current assets

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Defence and homeland security	**6,238.12**	5,732.74
Non-defence	**7.20**	100.49
Unallocable assets	**3.60**	14.16
Total addition to non current assets	**6,248.92**	5,847.39

Depreciation and Amortisation

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Reportable segments	**2,671.21**	2,114.01
Depreciation on unallocated assets	**19.19**	19.01
Total depreciation and amortisation	**2,690.40**	2,133.02

Geographic information

The defence and homeland security and non-defence are managed from India and operating manufacturing facilities and sales offices are located in India. The geographic information analyses the Company's revenue and non-current assets by the Company's country of domicile i.e. India. In presenting the geographic information, segment revenue has been based on the geographic location of customers and segment assets were based on the geographic location of the assets.

(All amounts in Rs. Lakhs, unless otherwise stated)

(i) Revenue	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from external customers		
India	**79,707.76**	95,697.24
Outside India	**851.17**	319.97
Total revenue	**80,558.93**	96,017.21

(All amounts in Rs. Lakhs, unless otherwise stated)

(ii) Non-current assets	For the year ended March 31, 2026	For the year ended March 31, 2025
India	**29,440.05**	40,218.30
Outside India	**–**	2,290.47
Total non-current assets	**29,440.05**	42,508.77

Revenue from major products and services

The following is an analysis of the Company's revenue from continuing operations from its major products and services:

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of goods	**62,692.22**	77,317.07
Sale of services		
Operation and maintenance, training and support services	**15,128.61**	12,830.31
Turnkey contracts services	**2,596.51**	5,760.55
Total	**80,417.34**	95,907.93

The revenues from single customer exceeding 10% or more of entity's revenue is as under:

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
External Customers		
Customer 1	**36,401.52**	61,927.64
Customer 2	**11,520.03**	–
Total	**47,921.55**	61,927.64

Note No: 37 Earnings per share (EPS)

Basic EPS amounts are calculated by dividing the profit for the year attributable to equity holders of the Company by the weighted average number of equity shares outstanding during the year.

Diluted EPS amounts are calculated by dividing the profit attributable to equity holders by the weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Profit for the year attributable to owners of the Company		
Profit attributable to equity holders of the Company	**3,595.86**	6,972.31
Weighted average number of equity shares (absolute figure)		
Weighted average number of equity shares in calculating EPS	**17,422,653**	16,723,655

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Basic and Diluted earnings per share		
(a) Basic earnings per share (in Rs.)	**20.64**	41.69
(b) Diluted earnings per share (in Rs.)	**20.64**	41.69
Nominal Value per share		
Equity shares (in Rs.)	**10.00**	10.00

Note No. 38 - Employee benefits

(a) Defined Contribution Plan

The Company makes contributions, determined as a specified percentage of employee salaries, in respect of qualifying employees towards provident fund and employee state insurance scheme which are defined contribution plans. The Company has no obligations other than to make the specified contributions. The contributions are charged to the statement of profit and loss as they accrue. The amount recognised as an expense towards contribution to provident and other funds for the year aggregated to Rs. 398.81 Lakhs (Previous year: Rs. 391.58 Lakhs).

(b) Defined Benefit Plans:

(i) Gratuity (unfunded)

The Company has a gratuity plan covering qualifying employees. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

These plans typically expose the Company to actuarial risks such as: investment risk, interest rate risk, longevity risk, mortality & disability risk and salary risk.

Investment risk

The present value of the defined benefit plan liability (denominated in Indian Rupee) is calculated using a discount rate which is determined by reference to market yields at the end of the reporting period on government bonds.

Interest rate risk

The defined benefit obligation calculated uses a discount rate based on government bonds. If bond yields fall, the defined benefit obligation will tend to increase.

Longevity risk

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and after their employment. An increase in the life expectancy of the plan participants will increase the plan's liability.

Mortality & disability risk

Actual deaths & disability cases proving lower or higher than assumed in the valuation can impact the liabilities.

Salary Risk

Higher than expected increases in salary will increase the defined benefit obligation.

Defined benefit plans

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Unfunded Plans Gratuity	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Amounts recognised in total comprehensive income in respect of these defined benefit plans are as follows:		
Service cost	**523.39**	114.25
Net interest expense	**55.92**	47.20
Components of defined benefit costs recognised in profit or loss	**579.31**	161.45
Remeasurement on the net defined benefit liability		
Actuarial (gains)/loss arising from changes in financial assumptions	**(60.14)**	11.23
Actuarial (gains)/loss arising from experience adjustments	**61.88**	(0.79)
Actuarial (gains)/loss arising from demographic adjustments	**–**	–
Components of defined benefit costs recognised in other comprehensive income	**1.74**	10.44
I. Net Asset/(Liability) recognised in the Balance Sheet at the end of the year		
1. Present value of defined benefit obligation at the end of the year	**1,322.30**	808.09
2. Fair value of plan assets at the end of the year	**–**	–
3. Surplus/(deficit)	**(1,322.30)**	(808.09)
4. Current portion of the above	**105.03**	61.30
5. Non current portion of the above	**1,217.27**	746.79
II. Change in the obligation during the year		
1. Present value of defined benefit obligation at the beginning of the year	**808.09**	663.87
2. Acquisition adjustment	**–**	–
3. Expenses recognised in Statement of Profit and Loss		
– Current service cost	**133.45**	114.25
– Past service cost including curtailment cost	**389.94**	–
– Interest expense / (income)	**55.92**	47.20
4. Recognised in Other Comprehensive Income		
Remeasurement gains / (losses)		
– Actuarial gain/(loss) arising from:		
i. Demographic assumptions	**–**	–
ii. Financial assumptions	**(60.14)**	11.23
iii. Experience adjustments	**61.88**	(0.79)
5. Benefit payments	**(66.84)**	(27.67)
Present value of defined benefit obligation at the end of the year	**1,322.30**	808.09

The principal assumptions (demographic and financial) used for the purposes of the actuarial valuations were as follows :-

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Unfunded plans Gratuity	
	For the year ended March 31, 2026	For the year ended March 31, 2025
Actuarial assumptions		
1. Discount rate	**7.54%**	6.92%
2. Salary Increase*	**10.00**	10.00
3. Attrition rate		
Up to 30 years	**21.00**	21.00
31 to 44 years	**20.00**	20.00
above 44 years	**5.00**	5.00
4. In service mortality	**100% of IALM (2012-14)**	100% of IALM (2012-14)

* The estimate of future salary increase, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors such as supply and demand in the employment market.

The sensitivity of the defined benefit obligation to changes in the weighted principal assumption is:

(All amounts in Rs. Lakhs, unless otherwise stated)

Principal assumption		Changes in assumption	Increase in assumption	Decrease in assumption
Discount rate	**2026**	**1.00%**	**(88.79)**	**99.84**
	2025	1.00%	(56.94)	64.39
Salary growth rate	**2026**	**1.00%**	**96.54**	**(87.66)**
	2025	1.00%	61.88	(55.93)

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous period.

Maturity profile of defined benefit obligation:

	As at March 31, 2026	As at March 31, 2025
Within 1 year	**105.03**	61.30
1 - 2 year	**144.75**	53.78
2 - 3 year	**107.40**	65.29
3 - 4 year	**105.94**	50.48
4 - 5 year	**113.58**	52.99
5 - 6 years	**77.65**	54.70
6 years onwards	**667.95**	469.55
	1,322.30	808.09

(ii) Compensated absences (unfunded)

The leave obligations cover the Company's liability for sick and earned leaves. The Company does not have an unconditional right to defer settlement for the obligation shown as current provision. However based on past experience, the Company does not expect all employees to take the full amount of accrued leave or require payment within the next 12 months, therefore based on the independent actuarial report, only a certain amount of provisions has been recognised in the statement of profit and loss. Amount of Rs. 82.61 Lakhs (March 31, 2025: Rs. 74.92 Lakhs) has been recognised in the Statement of Profit and Loss.

Particulars	**As at March 31, 2026**	As at March 31, 2025
Current	**42.77**	37.60
Non-current	**304.26**	265.64
	347.03	303.24

(iii) On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws.

The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has considered restructured compensation of its employees with effect from April 1, 2026, and assessed the impact of the changes, consistent with the Labour Codes, draft rules, FAQs and legal opinion. The Company has presented such incremental impact as part of "Expenses related to provision for gratuity" in Note 31 in the financial statements for the year ended March 31, 2026. The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.

Note No: 39 - Financial Instruments

a) The following methods and assumptions were used to estimate the fair values :

The following table shows the carrying amounts of financial assets and financial liabilities.

As at March 31, 2026

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Amortised cost	Fair value through profit and loss	Fair value through other comprehensive income	Total
Financial assets (non-current)				
Trade receivables	**1,904.24**	**–**	**–**	**1,904.24**
Other financial assets				
– Security deposits	**60.35**	**–**	**–**	**60.35**
Financial assets (current)				
Investments	**–**	**8,594.37**	**–**	**8,594.37**
Trade receivables	**55,152.25**	**–**	**–**	**55,152.25**
Cash and cash equivalents	**7,357.16**	**–**	**–**	**7,357.16**
Other bank balances	**31.95**	**–**	**–**	**31.95**
Loans	**5,250.00**	**–**	**–**	**5,250.00**
Other financial assets				
– Security deposits	**13.44**	**–**	**–**	**13.44**
– Interest accrued on loan to related party	**193.02**	**–**	**–**	**193.02**
– Other receivables	**69.92**	**–**	**–**	**69.92**
Financial liabilities (non-current)				
Other financial liabilities				
– Security deposits received	**26.77**	**–**	**–**	**26.77**
Financial liabilities (current)				
Borrowings	**41,100.00**	**–**	**–**	**41,100.00**

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Amortised cost	Fair value through profit and loss	Fair value through other comprehensive income	Total
Trade payables	**19,916.68**	**–**	**–**	**19,916.68**
Other financial liabilities				
– Interest accrued but not due on borrowings	**1,132.55**	**–**	**–**	**1,132.55**
– Security deposits received	**6.00**	**–**	**–**	**6.00**
– Employee related payable	**1,393.71**	**–**	**–**	**1,393.71**
– Other deposits	**63.96**	**–**	**–**	**63.96**

(All amounts in Rs. Lakhs, unless otherwise stated)

As at March 31, 2025

Particulars	Amortised cost	Fair value through profit and loss	Fair value through other comprehensive income	Total
Financial assets (non-current)				
Trade receivables	5,313.89	–	–	5,313.89
Other financial assets				
– Security deposits	99.46	–	–	99.46
Financial assets (current)				
Investments	–	6,903.89	–	6,903.89
Trade receivables	38,563.33	–	–	38,563.33
Cash and cash equivalents	6,823.21	–	–	6,823.21
Other bank balances	30.70	–	–	30.70
Loans	2,100.00	–	–	2,100.00
Other financial assets				
– Security deposits	42.57	–	–	42.57
– Interest accrued on bank deposits	2.24	–	–	2.24
– Interest accrued on loan to related party	80.28	–	–	80.28
– Other receivable	626.51	–	–	626.51
Financial liabilities (non-current)				
Lease Liabilities	15.46	–	–	15.46
Other financial liabilities				
– Security deposits received	26.77	–	–	26.77
Financial liabilities (current)				
Borrowings	24,500.00	–	–	24,500.00
Lease Liabilities	57.37	–	–	57.37
Trade payables	21,688.66	–	–	21,688.66
Other financial liabilities				
– Capital creditors	386.16	–	–	386.16
– Interest accrued but not due on borrowings	996.06	–	–	996.06
– Security deposits received	3.50	–	–	3.50
– Employee related payable	1,489.93	–	–	1,489.93
– Other Deposits	156.64	–	–	156.64

Note : Investment in equity shares of subsidiaries amounting Rs Nil Lakhs (previous year Rs 2,290.47 Lakhs) (net of impairment loss) being carried at cost and is tested for impairment.

Refer Note No. 7.

b) Fair value hierarchy

The fair value of financial Instruments as referred to in note (a) above has been classified into three category depending on the inputs used in valuation technique. The hierarchy gives the highest priority to quoted price in active markets for identical assets or liabilities [Level 1 measurements] and lowest priority to unobservable inputs [Level 3 measurements].

The categories used are as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

Financial assets and liabilities measured at fair value as at March 31, 2026

Particulars	Level 1	Level 2	Level 3	Total
Investments				
Investment in mutual funds	8,594.37	–	–	8,594.37
	8,594.37	–	–	8,594.37

Financial assets and liabilities measured at fair value as at March 31, 2025

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Level 1	Level 2	Level 3	Total
Investments				
Investment in mutual funds	6,903.89	–	–	6,903.89
	6,903.89	–	–	6,903.89

Financial assets and liabilities which are measured at amortised cost for which fair values are disclosed:

As at March 31, 2026

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Level 1	Level 2	Level 3	Total
Financial assets (non-current)				
Investments #	–	–	–	–
Trade receivables *	–	–	–	–
Other financial assets				
– Security deposits^	–	–	–	–
Financial assets (current)				
Investments#	–	–	–	–
Trade receivables*	–	–	–	–
Cash and cash equivalents*	–	–	–	–
Other bank balances*	–	–	–	–
Loans*	–	–	–	–
Other financial assets	–	–	–	–
– Security deposits*	–	–	–	–
– Interest accrued on bank deposits*	–	–	–	–
– Interest accrued on loan to related party*				
– Bank deposits*	–	–	–	–
– Other receivable*	–	–	–	–
Financial liabilities (non-current)				

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Level 1	Level 2	Level 3	Total
– Lease Liabilities**	–	–	–	–
Other financial liabilities				
– Security deposits received^	–	–	–	–
Financial liabilities (current)				
– Trade payables*	–	–	–	–
– Lease Liabilities**	–	–	–	–
Other financial liabilities				
– Capital creditors*	–	–	–	–
– Employee related payable*	–	–	–	–
– Others*	–	–	–	–

As at March 31, 2025

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Level 1	Level 2	Level 3	Total
Financial assets (non-current)				
Investments #	–	–	–	–
Trade receivables *	–	–	–	–
Other financial assets				
– Security deposits^	–	–	–	–
Financial assets (current)				
Investments#	–	–	–	–
Trade receivables*	–	–	–	–
Cash and cash equivalents*	–	–	–	–
Other bank balances*	–	–	–	–
Loans*	–	–	–	–
Other financial assets				
– Security deposits^	–	–	–	–
– Interest accrued on bank deposits*	–	–	–	–
– Interest accrued on loan to related party*				
– Bank deposits*	–	–	–	–
– Other receivable*	–	–	–	–
Financial liabilities (non-current)				
Other financial liabilities				
– Security deposits received^	–	–	–	–
Financial liabilities (current)				
Trade payables	–	–	–	–
Lease liabilities**				
Other financial liabilities				
– Capital creditors*	–	–	–	–
– Employee related payable*	–	–	–	–
– Others*	–	–	–	–

(i) Investment in subsidiaries (under Ind AS 27) are carried at cost.

Investment in mutual funds are measured at fair value through profit and loss. There fair value has been determined on the basis of market rate as on reporting date.

* The carrying amounts of trade receivables, cash and cash equivalents, other bank balances, loans, other current financial assets which comprise of security deposits receivable, interest on bank deposits, bank deposits, other receivable, short term borrowings, trade payables, lease liabilities, other current financial liabilities which comprise of security deposits received, capital creditors, employee related payables and others approximates the fair values, due to their short-term nature.

^ Non-current trade receivable do not contain significant financing component as the cash difference between the promised consideration and the cash selling price of the good or service arises for reasons other than the provision of finance. The other non-current financial assets represents security deposits paid which is paid to electricity department for procuring electricity services and non-current security deposit as clubbed in financial liabilities represents deposits received from customer, the carrying values of which approximates the fair values as on the reporting date.

** The lease liabilities represent non-current and current lease liabilities the carrying value of which approximates the fair values as on the reporting date.

Valuation process and technique used to determine fair value

The fair value of investments in mutual fund units is based on the net asset value (NAV) as stated by the issuers of these mutual fund units in the published statement as at the Balance Sheet date.

Transfers between Levels 1, Level 2 and Level 3

There has been no transfer between level 1, level 2 and level 3 for the years ended March 31, 2026 and March 31, 2025.

c) Financial Risk Management Framework

The Company's activities may be exposed it to market risk, liquidity risk, credit risk and interest risk. This note explains the source of risk which the entity is exposed to and how the entity manages the risk and the related impact in the financial statements.

The Company's Board of Directors has overall responsibility for the establishment and oversight of the company's risk management framework.

The Company has exposure to the following risks arising from financial instruments:

- credit risk
- liquidity risk
- market risk
- currency risk
- price risk

The Company's risk management is carried out by an internal department under the supervision of Chief Financial Officer of the Company. The treasury department identifies and evaluates financial risks. The board of directors provides oversees overall risk management, as well as policies covering specific areas, such as interest rate risk, liquidity risk etc.

The Board of Directors of the Company oversees how management monitors compliance with the Company's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

(i) Credit risk management

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The maximum exposure to credit risk is represented by the total carrying amount of these financial assets in the Balance Sheet.

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	**As at March 31, 2026**	As at March 31, 2025
Trade receivables	**57,056.49**	43,877.22
Loans	**5,250.00**	2,100.00
Cash and cash equivalents	**7,357.16**	6,823.21
Other bank balances	**31.95**	30.70
Other financial assets	**336.73**	852.16

Ageing analysis of trade receivables (as on the balance sheet date considered from the due date) are as under :

(All amounts in Rs. Lakhs, unless otherwise stated)

As at March 31, 2026	**Outstanding for following periods from due date of payment**							
Particulars	**Unbilled**	**Not due**	**Less than 6 months**	**6 months-1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) Undisputed trade receivables-considered good	4,133.33	49,908.18	2,230.57	122.77	660.92	0.62	0.10	57,056.49
(ii) Undisputed trade receivables -which have significant increase in credit risk	–	–	–	–	–	–	–	–
(iii) Undisputed trade receivables-credit impaired	–	–	6.85	–	144.70	369.17	560.84	1,081.56
(iv) Disputed trade receivables-Considered good	–	–	–	–	–	–	–	–
(v) Disputed trade receivables-which have significant increase in credit risk	–	–	–	–	–	–	–	–
(vi) Disputed trade receivables-credit impaired	–	–	–	–	–	–	–	–
Gross receivable	**4,133.33**	**49,908.18**	**2,237.42**	**122.77**	**805.62**	**369.79**	**560.94**	**58,138.05**
Less : Allowance for excepted credit loss	–	–	6.85	–	144.70	369.17	560.84	1,081.56
Net receivable	**4,133.33**	**49,908.18**	**2,230.57**	**122.77**	**660.92**	**0.62**	**0.10**	**57,056.49**

Non current receivable of Rs 1,904.24 Lakhs are not due or unbilled as the case maybe as on the balance sheet date. These receivables will be due for payment on various dates ranging from one year to five years from the balance sheet date.

(All amounts in Rs. Lakhs, unless otherwise stated)

As at March 31, 2025	Outstanding for following periods from due date of payment							
Particulars	Unbilled	Not due	Less than 6 months	6 months-1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed trade receivables-Considered good	3,143.97	33,893.62	6,434.96	214.32	190.35	–	–	43,877.22
(ii) Undisputed Trade Receivables-which have significant increase in credit risk	–	–	–	–	–	–	–	–
(iii) Undisputed Trade Receivables-Credit impaired	–	–	–	–	540.08	157.77	370.66	1,068.51
(iv) Disputed Trade Receivables-Considered good	–	–	–	–	–	–	–	–
(v) Disputed Trade Receivables-which have significant increase in credit risk	–	–	–	–	–	–	–	–
(vi) Disputed Trade Receivables-credit impaired	–	–	–	–	–	–	–	–
Gross Receivable	3,143.97	33,893.62	6,434.96	214.32	730.43	157.77	370.66	44,945.73
Less: Allowance for excepted credit loss	–	–	–	–	540.08	157.77	370.66	1,068.51
Net Receivable	3,143.97	33,893.62	6,434.96	214.32	190.35	–	–	43,877.22

Non current receivable of Rs 5,313.89 Lakhs are not due or unbilled as the case maybe as on the balance sheet date. These receivables will be due for payment on various dates ranging from one year to five years from the balance sheet date.

Expected credit losses for financial assets other than trade receivables

The Company maintains its cash and cash equivalents and bank deposits with reputed banks. The credit risk on these instruments is limited because the counterparties are bank with high credit ratings assigned by domestic credit rating agencies. Hence, the credit risk associated with cash and cash equivalent and bank deposits is relatively low.

Loan comprises loans given to related parties, which are short term in nature and hence credit risk associated with such amount is also relatively low.

Mutual funds investments are measured at mark to market hence, the credit risk associated with these investments already considered in valuation as on reporting date.

Security deposits are given for operational activities of the Company and will be returned to the Company as per the contracts with respective vendors. These security deposits carry very minimal credit risk based on the financial position of parties and Company's historical experience of dealing with the parties.

Expected credit losses for trade receivables

Credit risks related to receivables is managed as per the Company's policy, procedures and control relating to customer credit risk management. Outstanding customer receivables are regularly monitored.

An impairment analysis is performed at each reporting date on trade receivables by using lifetime expected credit losses as per simplified approach wherein the weighted average loss rates are analysed from the historical trend of defaults relating to each business segment. Such provision matrix has been considered to recognize lifetime expected credit losses on trade receivables.

The Company evaluates the concentration of risk with respect to trade receivables as low, since its customers are government and credit risk associated with them are low and there is no reasonable expectation of loss of recovery.

(ii) Liquidity Risk

(I) Liquidity risk management

Liquidity risk is the risk that the Company will encounter difficulty in meeting its obligations associated with financial liabilities. The investment philosophy of the Company is capital preservation and liquidity in preference to returns. The Company consistently generates sufficient cash flows from operations and has access to multiple sources of funding to meet the financial obligations and maintain adequate liquidity for use. The Company manages liquidity risk by maintaining adequate reserve, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Maturities of financial liabilities

The following tables details the Company's remaining contractual maturity for its financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	**Contractual cash flows**					
	6 months or less	**6–12 months**	**Between 1 and 2 years**	**Between 2 and 5 years**	**More than 5 Years**	**Total**
As at March 31, 2026						
Short-Term Borrowings	41,100.00	–	–	–	–	41,100.00
Lease Liabilities	–	–	–	–	–	–
Trade payables	19,916.68	–	–	–	–	19,916.68
Other financial liabilities	2,599.20	–	–	–	–	2,599.20
Total	63,615.88	–	–	–	–	63,615.88

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	**Contractual cash flows**					
	6 months or less	**6–12 months**	**Between 1 and 2 years**	**Between 2 and 5 years**	**More than 5 Years**	**Total**
As at March 31, 2025						
Short-Term Borrowings	24,500.00	–	–	–	–	24,500.00
Lease Liabilities	30.48	31.22	15.61	–	–	77.31
Trade payables	21,688.66	–	–	–	–	21,688.66
Other financial liabilities	3,032.29	–	–	–	–	3,032.29
Total	49,251.43	31.22	15.61	–	–	49,298.26

Ageing of trade payable are mentioned below:

(All amounts in Rs. Lakhs, unless otherwise stated)

As at March 31, 2026	**Outstanding for following periods from due date of payment**						
Particulars	**Unbilled**	**Not Due**	**Less than one year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
MSME	**–**	**4,019.66**	**335.16**	**16.30**	**–**	**–**	**4,371.12**
Others	**2,916.32**	**6,072.34**	**5,373.25**	**505.89**	**551.66**	**126.10**	**15,545.56**
Disputed dues- MSME	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Disputed dues- others	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Total	**2,916.32**	**10,092.00**	**5,708.41**	**522.19**	**551.66**	**126.10**	**19,916.68**

(All amounts in Rs. Lakhs, unless otherwise stated)

As at March 31, 2025	Outstanding for following periods from due date of payment						
Particulars	Unbilled	Not Due	Less than one year	1-2 years	2-3 years	More than 3 years	Total
MSME	–	803.72	1,234.27	367.11	–	–	2,405.10
Others	4,398.66	870.68	12,906.55	815.52	117.58	174.57	19,283.56
Disputed dues- MSME	–	–	–	–	–	–	–
Disputed dues- others	–	–	–	–	–	–	–
Total	4,398.66	1,674.40	14,140.82	1,182.63	117.58	174.57	21,688.66

(iii) Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises one type of risk: currency risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

(iv) Price risk

The Company invests in mutual funds which are susceptible to market price risk arising from uncertainties about future values of the investment securities. In order to manage its price risk arising from investments, the Company diversifies its portfolio in accordance with the limits set by the risk management policies.

Foreign currency risk

Currency risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. Exposure arises primarily due to exchange rate fluctuations between the functional currency and other currencies from the Company's operating, investing and financing activities. The Company undertakes transactions denominated in foreign currency (mainly US Dollar ('USD'), British pound sterling ('GBP') and Euro ('EUR')) which are subject to the risk of exchange rate fluctuations. Considering the low volume of foreign currency transactions, the Company's exposure to foreign currency risk is limited hence the Company does not use any derivative instruments to manage its exposure.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows.

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Currency	As at March 31, 2026 Amount in INR	As at March 31, 2025 Amount in INR
Trade receivables	USD	**578.21**	896.46
Trade receivables	EUR	**21.89**	–
Trade payables	USD	**935.76**	1,350.05
Trade payables	EUR	**2,947.57**	898.24
Trade payables	GBP	**7,017.40**	94.29
Total		**11,500.83**	3,239.04

Of the above foreign currency exposures, the following exposures are not hedged by a derivative:

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Currency	As at March 31, 2026 Amount in INR	As at March 31, 2025 Amount in INR
Trade receivables	USD	**578.21**	896.46
Trade receivables	EUR	**21.89**	–
Trade payables	USD	**935.76**	1,350.05
Trade payables	EUR	**2,947.57**	898.24
Trade payables	GBP	**7,017.40**	94.29
Total		**11,500.83**	3,239.04

Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD, EUR, GBP exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Company's exposure to foreign currency changes for all other currencies is not material.

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	Currency	Change in rate	Effect on profit before tax	Effect on other components of equity
As at March 31, 2026	**USD**	**+10%**	**(35.76)**	**(26.76)**
	USD	**-10%**	**35.76**	**26.76**
	EUR	**+10%**	**(292.57)**	**(218.93)**
	EUR	**-10%**	**292.57**	**218.93**
	GBP	**+10%**	**(701.74)**	**(525.13)**
	GBP	**-10%**	**701.74**	**525.13**
As at March 31, 2025	USD	+10%	(45.36)	(33.94)
	USD	-10%	45.36	33.94
	EUR	+10%	(89.82)	(67.22)
	EUR	-10%	89.82	67.22
	GBP	+10%	(9.43)	(7.06)
	GBP	-10%	9.43	7.06

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk because the exposure at the end of the reporting period does not reflect the exposure during the year.

Note No: 40 - Related Party Transactions

A) Names of related parties where transactions have taken place during the year

(a) Ultimate Holding company
Mahindra & Mahindra Limited (M&M) w.e.f. September 01, 2025

(b) Holding company
Mahindra & Mahindra Limited (M&M) till August 31, 2025
Mahindra Advance Technolgies Limited (MATL) w.e.f. September 01, 2025

(c) Subsidiary
Mahindra Telephonics Integrated Systems Limited (MTIS) till August 27, 2025
Mahindra Emirates Vehicle Armouring FZ-LLC (MEVA) till July 07, 2025

(d) Significant influence exercise by holding company
Tech Mahindra Limited

(e) Fellow subsidiary
Mahindra Life Space Developers Limited
Mahindra & Mahindra Financial Services Limited
Mahindra Integrated Business Solutions Private Limited
Mahindra Logistic Limited
Mahindra Holiday & Resorts India Limited
Mahindra Heavy Engines Limited
NBS International Limited
Mahindra Last Mile Mobility Limited
Mahindra Two Wheelers Limited
Mahindra Aerostructures Private Limited
Mahindra Solarize Private Limited
Lord Freight (India) Private Limited
Mahindra Telephonics Integrated Systems Limited, w.e.f. from August 28, 2025
Mahindra Emirates Vehicle Armouring FZ-LLC, w.e.f. from July 08, 2025

(f) KMP

	Nature of Relationship
Mr. Vinod Kumar Sahay	Managing Director w.e.f. January 23, 2024 till July 16, 2025
	Director w.e.f. July 17, 2025
Mr Raveeswaran Nagarajan	Whole-time Director w.e.f July 16, 2024 till October 29, 2025
Mr. Sukhvindar Hayer	Director till April 30, 2024
Mr. Devendra Bhatnagar	Director till March 31, 2025
Mrs. Seema Bangia	Director till April 30, 2024
Mr. Mukul Verma	Chief Financial Officer
Mr. Ashvin Patni	Company Secretary till July 3, 2025
Mrs. Vandana Das	Company Secretary w.e.f. October 20, 2025

B) Details of transactions with above related parties

(All amounts in Rs. Lakhs, unless otherwise stated)

	For the year ended March 31, 2026							For the year ended March 31, 2025				
Nature of transactions	**M&M**	**MATL**	**MTIS**	**MEVA**	**Other Fellow Subsidiaries**	**Significant influence exercise by holding company**	Key Managerial Personnel	M&M	Fellow Subsidiaries	Significant influence exercise by holding company	Subsidiary (MTIS+MEVA)	Key Managerial Personnel
Purchases												
Purchase of goods	**1,507.47**	**–**	**–**	**–**	**38.00**	**–**	–	1,016.07	20.30	–	–	–
Purchase of service	**1,071.46**	**–**	**–**	**–**	**948.06**	**–**	–	2,105.82	972.57	–	–	–
Purchase of property, plant & equipment	**–**	–	–	–	–	–	–	0.39	–	–	–	–
Revenue												
Sale of service	**15.46**			**31.04**		**15.37**		76.63	2.58	6.55	118.12	–
Rental income	**–**	**0.37**	**30.24**	**–**	**–**	**–**	–	–	–	–	28.80	–
Interest income	**–**	**–**	**270.76**	**–**	**–**	**–**	–	–	–	–	233.91	–
Other income (including fees received for corporate guarantee)	**–**	**–**	**77.00**	**31.90**	**–**	**–**	–	–	–	–	14.00	–
Key management personnel compensation												
Short term employee benefits	**–**	**–**	**–**	**–**	**–**	**–**	303.55	–	–	–	–	390.78
Post-employment benefits	**–**	**–**	**–**	**–**	**–**	**–**	51.10	–	–	–	–	6.81
Other transactions												
Dividend paid	**1,254.27**	**–**	**–**	**–**	**–**	**–**	–	1,254.27	–	–	–	–
Dividend received	**–**	**–**	**–**	**–**	**–**	**–**	–	–	–	–	499.25	–
Reimbursement of expenses paid	**611.93**	**–**	**–**	**–**	**2.56**	**–**	–	182.42	–	–	–	–
Reimbursement of expenses received	**–**	**–**	**–**	**–**	**6.55**	**–**	–	51.13	–	–	–	–
Interest expense	**1,863.37**	**–**	**–**	**–**	**–**	**–**	–	1,494.64	29.24	–	–	–
Inter corporate loan received	**43,900.00**	**–**	**–**	**–**	**–**	**–**	–	29,500.00	1,450.00	–	–	–
Inter corporate loan paid back	**27,300.00**	**–**	**–**	**–**	**–**	**–**	–	13,000.00	1,450.00	–	–	–
Inter corporate loan given	**–**	**–**	**5,700.00**	**–**	**–**	**–**	–	–	–	–	3,390.00	–
Inter corporate loan received back	**–**	**–**	**2,550.00**	**–**	**–**	**–**	–	–	–	–	3,290.00	–
Deputation of personnel from related parties	**27.50**	**–**	**–**	**–**	**–**	**–**	–	20.90	–	–	–	–
Other expenses	**32.68**	**–**	**–**	**–**	**101.83**	**–**	–	36.95	59.84	–	–	–
Investment Sold	**–**	**3,819.38**	**–**	**–**	**–**	**–**	–	–	–	–	–	–
Issue of Equity Share Capital (including Share premium)	**–**	**10,100.13**	**–**	**–**	**–**	**–**	–	–	–	–	–	–
Outstanding balances as at the year end												
Trade receivables	**–**	**–**	**–**	**8.37**	**–**	**–**	–	1.18	–	124.91	7.23	–
Other receivables	**–**	**–**	**31.50**	**–**	**–**	**–**	–	–	–	–	599.75	–
Advance to vendors	**–**	**–**	**–**	**–**	**–**	**–**	–	11.35	–	–	–	–
Trade payables	**656.91**				**90.59**	**532.48**	–	1,585.78	205.10	533.00	–	–
Employee related payable	**–**	**–**	**–**	**–**	**–**	**–**	160.64	–	–	–	–	96.37
Inter corporate loan outstanding given	**–**	**–**	**5,250.00**	**–**	**–**	**–**	–	–	–	–	2,100.00	–
Inter corporate interest receivable	**–**	**–**	**193.02**	**–**	**–**	**–**	–	–	–	–	80.28	–
Inter corporate loan outstanding taken	**41,100.00**	**–**	**–**	**–**	**–**	**–**	–	24,500.00	–	–	–	–
Inter corporate interest payable	**1,132.55**	**–**	**–**	**–**	**–**	**–**	–	995.80	–	–	–	–
Corporate guarantee given	**–**	**–**	**6,700.00**	**–**	**–**	**–**	–	–	–	–	6,700.00	–
Letter of comfort received	**65,000.00**	**–**	**–**	**–**	**–**	**–**	–	65,000.00	–	–	–	–

Note No. 41 :- Disclosure as per Micro, Small and Medium Enterprises Development Act, 2006 (MSMED)

Micro, Small and Medium enterprises have been identified by the Company on the basis of the information available. Total outstanding dues of Micro and Small enterprises, which are outstanding for more than the stipulated period are given below:

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars		**For the year ended March 31, 2026**	For the year ended March 31, 2025
(a)	Amount payable to supplier under MSMED (suppliers) as at the end of year		
	– Principal	**4,371.12**	2,405.10
	– Interest due there on	**–**	0.03
(a)	Amount of payment by the buyer to the supplier beyond the appointed day during the year under MSMED Act, 2006		
	– Principal	**3,445.90**	3,445.90
	– Interest due there on	**62.65**	17.04
(c)	Amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006)	**–**	–
(d)	The amount of interest accrued and remaining unpaid at the end of accounting year	**162.50**	178.99
(e)	The amount of further interest remaining due and payable even in the succeeding year, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of MSMED Act 2006.	**–**	–

Note No: 42 :- The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

Note No: 43 :- There are no amounts that are due to be transferred to Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 2013 and rules made thereunder.

Note No. 44 :- Contingent liabilities, commitments and other claims

(a) Claims against the company not acknowledged as debts

(i) Claims made by Tax Authorities

Name of the statute	Nature of the dues	**As at March 31, 2026**	**As at March 31, 2025**	**Period to which amount relates**	**Forum where dispute is pending**
Income Tax Act, 1961	Income Tax	**116.69**	116.69	Financial year 2019-20	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	**10.45**	10.45	Financial year 2017-18	Commissioner of Income Tax (Appeals)
Customs Act, 1962	Integrated Goods and Services Tax	687.86	–	Period from July 1, 2020 to October 7, 2024	Principal Commissioner, Palwal

(ii) Claims made by others

Name of the statute	Nature of the dues	**As at March 31, 2026**	**As at March 31, 2025**	**Period to which amount relates**	**Forum where dispute was pending**
Micro, Small and Medium Enterprises Development Act, 2006	Interest and penalty	–	104.87	Financial year 2019-20 to 2021-22	District Court, Pune
Maharashtra Municipal Corporation, 1949	Interest and penalty	–	67.01	Financial year 2013-14 to 2015-16	Pimpri Chinchwad Municipal Corporation, Maharashtra

(b) Commitments

Particulars	**As at March 31, 2026**	As at March 31, 2025
Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	**2,844.50**	2,447.57

(c) The Company has guaranteed to banker of a fellow subsidiary amounting to Rs. 6,700 lakhs (previous year Rs. 6,700 lakhs).

Notes

(i) Pending resolution of the respective proceedings, it is not practicable for the Company to estimate the timings of cash outflows, if any, in respect of the above as it is determinable only on receipt of judgements/decisions pending with various forums/authorities.

(ii) The amount indicated as contingent liability or claim against the company reflects the basic value including any interest/penalty.

(iii) The Company has reviewed all its pending litigations and proceedings and has adequately provided for where provisions are required and disclosed as contingent liabilities where applicable, in its financial statements. The Company does not expect the outcome of these proceedings to have a materially adverse effect on its financial position. The Company does not expect any reimbursements in respect of the above contingent liabilities.

Note No: 45 - Research and development expenditure

(i) Debited to Statement of Profit and Loss - Rs. 938.34 lakhs (previous year Rs 736.86 lakhs) (excluding depreciation and amortisation of Rs. 35.45 lakhs) (previous year: Rs. 40.78 lakhs)

(ii) Capitalization of assets and development work in progress (Net) - Rs. NIL lakhs (previous year: Rs. NIL lakhs)

Note No: 46 - Corporate Social Responsibility (CSR)

As per section 135 of the Companies Act, 2013, a Corporate Social Responsibility (CSR) Committee has been formed by the Company to monitor the CSR related activities.

(All amounts in Rs. Lakhs, unless otherwise stated)

		For the year ended March 31, 2026	For the year ended March 31, 2025
(i)	Amount required to be spent by the Company during the year (Rs. in lakhs)	**138.08**	165.55
(ii)	Amount of expenditure incurred (Rs. in lakhs)		
	(a) Construction/acquisition of any assets	**–**	–
	(b) On purpose other than (a) above	**141.50**	166.00
(iii)	Shortfall at the end of the year	**–**	–
(iv)	Total of the previous year shortfall	**–**	–
(v)	Reason for shortfall	**NA**	NA
(vi)	Nature of CSR activities*	**Refer below**	Refer below
(vii)	Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately	**NA**	NA

* The area for CSR activities includes projects like education, woman economic empowerment and rural development such as safe drinking water, health and education etc

Note No: 47 Leases

The Company as a lessee

The Company has taken certain office space and factory premises on lease.

The following is the movement in lease liabilities:

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	**For the year ended March 31, 2026**	For the year ended March 31, 2025
Balance at the beginning of the year	**72.83**	119.14
Addition during the year	**–**	–
Finance cost accured during the year	**2.77**	8.98
Payment of lease liabilities	**(75.60)**	(55.29)
Balance at the end of the year	**–**	72.83

The following is the break up of current and non current lease liabilities:

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	**As at March 31, 2026**	As at March 31, 2025
Current	**–**	57.37
Non-Current	**–**	15.46
Total	**–**	72.83

Maturity analysis of lease liabilities:

The following are the remaining contractual maturities of lease liabilities at the reporting date. The contractual cash flow amounts are gross and undiscounted.

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	**As at March 31, 2026**	As at March 31, 2025
Within one year	**–**	61.70
Later than one year but less than five years	**–**	15.61
Later than five years	**–**	–
Total	**–**	77.31

Rental expenses recorded for short-term and low value leases during the year ended March 31, 2026 is Rs. 244.13 Lakhs (March 31, 2025: Rs. 543.44 Lakhs).

Company as lessor

The Company has entered into operating lease arrangement for premises. The arrangement is cancellable in nature and range between one to five years. Lease rental income earned by the Company is set out in Note 28 as 'Rental income'. The future minimum lease receivables under cancellable operating lease is as under:

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	**As at March 31, 2026**	As at March 31, 2025
Within one year	**31.83**	30.24
Later than one year but less than five years	**68.35**	100.09
Later than five years	**–**	–
Total	**100.18**	**130.33**

Note No: 48 - Revenue from operations: disclosures as per Ind AS 115

1. Disaggregation of revenue from contracts with customers

(a) Major products/service lines

In the following table, revenue from contracts with customers is disaggregated by primary geographical market, major products and timing of revenue recognition. The Company has performed a disaggregated analysis of revenues considering the nature, amount, timing and uncertainty. The table also includes a reconciliation of the disaggregated revenue with the Company's reportable segments.

(Amount in Rs. Lakhs)

Particulars	For the year ended March 31, 2026			For the year ended March 31, 2025		
	Defence	Non-Defence	Total Amount	Defence	Non-Defence	Total Amount
Sale of manufactured goods						
Armoured vehicle including specialist vehicles	**42,837.20**	**–**	**42,837.20**	66,442.83	–	66,442.83
Naval torpedo and decoy launcher	**15,481.41**	**–**	**15,481.41**	2,944.58	–	2,944.58
Spares	**4,373.61**	**–**	**4,373.61**	7,929.66	–	7,929.66
Sale of services			**–**			
Operation and maintenance of Emergency Response System	**3,545.87**	**–**	**3,545.87**	3,437.99	–	3,437.99
Training service	**7,639.68**	**–**	**7,639.68**	8,612.99	–	8,612.99
Consultancy services	**–**	**3,566.19**	**3,566.19**	–	632.24	632.24
Support services	**31.74**	**–**	**31.74**	29.00	–	29.00
Others	**345.13**	**–**	**345.13**	118.09	–	118.09
Turnkey contracts revenue	**2,596.51**	**–**	**2,596.51**	5,760.55	–	5,760.55
Other operating revenues:						
Sale of scrap	**136.27**	**–**	**136.27**	109.27	–	109.27
Duty drawback and other export incentives	**5.32**	**–**	**5.32**	–	–	–
Others	**–**	**–**	**–**	0.01	–	0.01
Total	**76,992.74**	**3,566.19**	**80,558.93**	95,384.97	632.24	96,017.21

(b) Timing of revenue recognition

Particulars	For the year ended March 31, 2026			For the year ended March 31, 2025		
	Defence	Non-Defence	Total Amount	Defence	Non-Defence	Total Amount
Products transferred at a point in time	**62,692.22**	**–**	**62,692.22**	77,317.07	–	77,317.07
Products and services transferred over time	**14,158.93**	**3,566.19**	**17,725.12**	17,958.62	632.24	18,590.86

(c) Primary geographical markets

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year ended March 31, 2026			For the year ended March 31, 2025		
	Defence	Non-Defence	Total Amount	Defence	Non-Defence	Total Amount
India	**76,196.35**	**3,511.41**	**79,707.76**	95,072.17	625.07	95,697.24
Outside India	**796.39**	**54.78**	**851.17**	312.80	7.17	319.97

2. Reconciliation of revenue recognised with contract price :

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	For the year Ended March 31, 2026			For the year Ended March 31, 2025		
	Defence	Non-Defence	Total Amount	Defence	Non-Defence	Total Amount
Revenue as per contracted price	**79,559.93**	**3,566.19**	**83,126.12**	99,649.78	632.24	100,282.02
Adjustment for :						
Liquidated Damages	**(2,708.78)**	**–**	**(2,708.78)**	(4,374.09)	(6.99)	(4,381.08)
Total revenue from contracts with customers	**76,851.15**	**3,566.19**	**80,417.34**	95,275.69	625.25	95,900.94

3. Contract balances:

(i) Movement in contract balances during the year: **(Amount in Rs. Lakhs)**

Particulars	Opening as on April 1, 2025	Closing as on March 31, 2026	Net increase/ (decrease)	Reference
Advance received from customers	30,209.21	25,570.63	(4,638.58)	Note a
Receivables, which are included in 'trade receivables'	43,877.22	57,056.49	13,179.27	Note b

Note a: Advance received from customers relates to the money received in advance ahead of the performance obligation to be fulfilled in future. Reduction in advance to customer represents fulfilment of contractual obligation and invoicing to the customer. Major part of advance from customer pertains from defence business.

Note b: Trade receivables represent the amount for which performance obligation has been fulfilled and revenue recognized but the money is receivable from customer.

4. Unsatisfied contract value

Total performance obligation remaining unsatisfied as on March 31, 2026 with timelines within which it is expected to recognize revenue.

(Amount in Rs. Lakhs)

Performance obligation	0-1 Year	1-3 Year	3-5 year	More than 5 years	Total
Unsatisfied performance obligation as on March 31, 2026*	76,311.43	119,528.64	11,688.03	8,871.52	216,399.62
Unsatisfied performance obligation as on March 31, 2025*	58,697.60	113,926.14	45,902.11	10,258.19	228,784.04

* Represent unsatisfied performance obligation for major contracts entered with the customer which is to be satisfied in future as per the terms of the contract.

Note No: 49 - Disclosure required under Section 186(4) of the Companies Act, 2013

Particulars	Loan to related parties (Refer Note No. 40)	Guarantee for related parties (Refer Note No. 40)
	Mahindra Telephonics Integrated Systems Limited	Mahindra Telephonics Integrated Systems Limited
Balance as at April 1, 2024	2,000.00	**7,500.00**
Loan/guarantee granted during the period	3,390.00	–
Loan repaid during the year/guarantee discharge during the period	(3,290.00)	(800.00)
Balance as at March 31, 2025	**2,100.00**	**6,700.00**
Loan/guarantee granted during the year	5,700.00	–
Loan repaid during the year/guarantee discharge during the year	(2,550.00)	**–**
Balance as at March 31, 2026	**5,250.00**	**6,700.00**

The Company's policy is to provide financial guarantees only for subsidiaries' liabilities. As at March 31, 2026 and March 31, 2025, the Company has issued a guarantee to certain banks in respect of credit facilities granted to subsidiary (Fellow subsidiary w.e.f. August 28, 2025).

Note No: 50 - Struck off companies

During the year, the Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

Note No: 51 - Additional regulatory information

(a) The Company has undrawn limits from banks/ FI on the basis of security of current asset. The quarterly returns or statements viz. Financial report filed by the Company with such banks are in agreement with the unaudited books of account of the Company for the said period.

(b) The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

(c) The Company has complied with the number of layers prescribed under the Companies Act, 2013.

(d) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

  i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

  ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.

(e) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

  i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

  ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(f) The Company has not entered into any scheme of arrangement which has an accounting impact on current or previous financial year. (Refer Note No. 55)

(g) The Company has not any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961)

(h) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(i) The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

(j) The Company had charge against limit sanctioned by HDFC bank worth Rs. 4,600 lakhs, they were satisfied in pursuance of merger of limits of Mahindra Defence System Limited with Mahindra Land System Limited on April 6, 2017. The registration of satisfaction of such charges was completed as at March 31, 2025.

(k) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

(l) The Company has not granted any loans to the promoters, directors, KMPs and the related parties (as defined under Companies Act, 2013), either severally or jointly with any other person which are repayable on demand or without specifying any terms or period of repayments as at March 31, 2026 (as at March 31, 2025: Nil).

Note No: 52 - Capital management

The primary objective of the Company's capital management is to safeguard the Company's ability to continue as a going concern, maintain a strong credit rating and a healthy capital ratio to support the business and to enhance shareholder value. The Company manages its capital structure and makes adjustments to it in light of changes in economic conditions and business strategies to maintain or adjust the capital structure, issue new shares or raise and repay debts. The Company's capital management objectives, policies or processes were unchanged during the year.

The Company monitors capital using 'total debt to total capital' and 'net debt to total capital' ratios. These ratios are as follows:

Debt equity ratio

(All amounts in Rs. Lakhs, unless otherwise stated)

Particulars	As at March 31, 2026	As at March 31, 2025
Total debt	**41,100.00**	8,119.14
Net debt*	**33,742.84**	3,048.18
Total equity :		
Total capital(based on total debt)	**107,652.64**	56,521.13
Total capital(based on net debt)	**100,295.48**	51,450.17
Net debt to equity ratio	**0.31:1**	0.05:1
Total debt to total capital (based on total debt) ratio (%)	**0.38:1**	0.14:1
Net debt to total capital (based on net debt) ratio (%)	**0.34:1**	0.06:1

*** Total debt less cash and cash equivalents if negative then restricted to nil.**

Note No. 53 :- Proposed dividend

The Board of Directors in meeting held on April 21, 2026 has recommended a final dividend of Rs 16 (previous year Rs.7.50) per equity share of Rs. 10 each aggregating to Rs. 2,897.64 Lakhs (previous year Rs.1,254.27 lakhs) for the financial year ended March 31, 2026. Recommendation is subject to the approval of shareholders at the ensuing Annual General Meeting.

Note No: 54 - Ratios as required by Schedule III to the Companies Act, 2013:

S.No	Particulars	Numerator	Denominator	March 31, 2026	March 31, 2025	Variance	Reason for variance (exceeding 25%)
1	Current ratio	Current assets	Current liabilities	1.72	1.54	12%	NA
2	Debt- equity ratio	Total borrowings	Shareholders' funds	0.62	0.45	38%	Due to loan obtained from the Ultimate Holding Company during the year.
3	Debt service coverage ratio	Profit before tax + Depreciation and amortisation expense + Finance costs - Other income	Finance costs+Borrowings repayments+Lease repayments	0.24	1.12	-79%	Due to loan obtained from the Ultimate Holding Company during the year.
4	Return on equity ratio	Profit for the year	Average total equity	6%	14%	-57%	Primarily on account of decrease in profit after tax during the year.
5	Inventory turnover ratio	Cost of materials consumed + Purchases of stock-in-trade + Changes in inventories of finished goods and work-in-progress	Average inventory	1.61	2.39	-33%	Primarily on account of decrease in revenue during the year.
6	Trade receivable turnover ratio	Revenue from operations	Average trade receivables	1.60	2.83	-43%	Primarily on account of increase in trade receivables during the year.
7	Trade payable turnover ratio	Purchases (net of returns) + Purchases of stock-in-trade + Subcontracting Charges + Other expenses	Average trade payables	3.61	4.00	-10%	NA
8	Net capital turnover ratio	Revenue from operations	Total current assets – current liabilities	1.47	2.96	-50%	Due to loan obtained from the Ultimate Holding Company during the year.
9	Net profit ratio	Profit for the year	Revenue from Operations	4%	7%	-43%	Primarily on account of decrease in profit after tax during the year.
10	Return on capital employed	Profit before tax + finance costs	Average Capital Employed = Total Equity +Total Borrowings-Other intangible assets	7%	18%	-61%	Primarily on account of decrease in profit after tax during the year.
11	Return on investment	Income generated from investments	Average investments	18%	9%	100%	Primarily on account of sale of investments in subsidiaries during the year.

Note No. 55 :- Merger of Mahindra Defence Systems Limited & Mahindra Telephonics Integrated Systems Limited

On 27 March 2023, the Board of Directors of the Company had approved composite scheme of amalgamation and arrangement amongst Mahindra Telephonics Integrated Systems Limited (also referred to as MTIS) ('Transferor Company') and Mahindra Defence Systems Limited ('Transferee Company') with proposed appointed date of April 1, 2023. The Company filed the Scheme before National Company Law Tribunal (NCLT) on May 5, 2023 and the Scheme was approved by NCLT subject to certain approvals from government authorities.

On March 20, 2024 the Company filed request for extension with NCLT for implement of the scheme.

Further, the company has withdrawn the request for merger on August 16, 2024 and the same has been approved by NCLT on September 19, 2024.

Note No: 56 - Subsequent events

There were no subsequent events for the company post reporting year ended 31 March 2026.

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
ICAI Firm registration number: 101248W/ W-100022

Deepesh Sharma
Partner
Membership No.: 505725

Place : Gurugram
Date : April 21, 2026

For and on behalf of the **Board of Directors of Mahinda Defence Systems Limited**

Vinod Kumar Sahay
Director
DIN: 07884268

Manaswini Goel
Director
DIN : 08142619

Mukul Verma
Chief Financial Officer
PAN : AAXPV0241R

Vandana Das
Company Secretary
ACS No. 53952

Place : Mumbai
Date : April 21, 2026

ANNEXURE

FORM NO. AOC.1

Statement containing salient features of the financial statement of Subsidiaries/associate companies/joint ventures (Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Part "A": Subsidiaries

(Information in respect of each subsidiary to be presented with amounts in Rs. in Lakhs)

Sl. No.	Particulars	Details
1	Name of the subsidiary	NA
2	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	NA
3	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	NA
4	Share capital	NA
5	Reserves & surplus	NA
6	Total assets	NA
7	Total Liabilities	NA
8	Investments	NA
9	Turnover	NA
10	Profit before taxation	NA
11	Provision for taxation	NA
12	Profit after taxation	NA
13	Proposed Dividend	NA
14	% of shareholding	NA

Notes: The following information shall be furnished at the end of the statement:

1. 1.Names of subsidiaries which are yet to commence operations: NIL
2. Names of subsidiaries which have been liquidated or sold during the year:
   a. Mahindra Telephonics Integrated Systems Limited
   b. Mahindra Emirates Vehicle Armouring FZ – LLC
   c. Mahindra Armored Vehicles Jordan – LLC*

* Mahindra Armored Vehicles Jordan – LLC is a wholly owned subsidiary of Mahindra Emirates Vehicle Armouring FZ – LLC and was a stepdown subsidiary of the Company.

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	
1. Latest audited Balance Sheet Date	NA
2. Shares of Associate/Joint Ventures held by the company on the year end	
No.	NA
Amount of Investment in Associates/Joint Venture	NA
Extend of Holding %	NA
3. Description of how there is significant influence	NA
4. Reason why the associate/joint venture is not consolidated	NA
5. Net worth attributable to Shareholding as per latest audited Balance Sheet	NA
6. Profit / Loss for the year	
i. Considered in Consolidation	NA
ii. Not Considered in Consolidation	NA

1. Names of associates or joint ventures which are yet to commence operations: NIL
2. Names of associates or joint ventures which have been liquidated or sold during the year: NIL

For and on behalf of the **Board of Directors of**
Mahindra Defence Systems Limited

Vinoy Kumar Sahay
Director
DIN : 07884268

Manaswini Goel
Director
DIN : 08142619

Mukul Verma
Chief Financial Officer
PAN : AAXPV0241R

Vandana Das
Company Secretary
ACS No. 53952

Place: Mumbai
Date: April 21, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Mahindra Telephonics Integrated Systems Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Mahindra Telephonics Integrated Systems Limited (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors as on 1 April 2026, 4 April 2026 and 8 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company does not have any pending litigations which would impact its financial position.

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d. (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 37(vi) to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 37(vii) to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account, which have a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, we did not come across any instance of the audit trail feature being tampered with. Additionally, where audit trail (edit log) facility was enabled and operated in the previous years, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the Company has not paid any remuneration to its directors during the year. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Deepesh Sharma
Partner
Membership No.: 505725
ICAI UDIN: 26505725YMJJMZ5239

Place: Gurugram
Date: 21 April 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA TELEPHONICS INTEGRATED SYSTEMS LIMITED FOR THE YEAR ENDED 31 MARCH 2026

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified annually. In accordance with this programme, all property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

(c) The Company does not have any immovable property (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee). Accordingly, clause 3(i)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership or any other parties during the Company has made investments in other parties, in respect of which the requisite information is as below. The Company has not made any investments in Companies, firms and limited liability partnership.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has not provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to companies, firms, limited liability partnership or any other parties. Accordingly, clause 3(iii)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made by the Company during the year are, prima facie, not prejudicial to the interest of the Company.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any loans or advances in the nature of loans. Accordingly, clauses 3(iii)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any loans or advances in the nature of loans. Accordingly, clauses 3(iii)(d) of the Order is not applicable.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any loans or advances in the nature of loans. Accordingly, clauses 3(iii)(e) of the Order is not applicable.

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any loans or advances in the nature of loans. Accordingly, clauses 3(iii)(f) of the Order is not applicable.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods (and/or services provided by it) and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) is not applicable.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies (as defined under the Act).

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) The requirements as stipulated by the provisions of Section 177 of the Companies Act, 2013 are not applicable to the Company. According to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 188 of the Companies Act, 2013 where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us by the management of the Company, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has five CIC (which are exempted or not registered with Reserve Bank of India as being Systemically important CIC). We have not, however, separately evaluated whether the information provided by the management is accurate and complete.

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Deepesh Sharma
Partner
Membership No.: 505725
ICAI UDIN: 26505725YMJJMZ5239

Place: Gurugram
Date: 21 April 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA TELEPHONICS INTEGRATED SYSTEMS LIMITED FOR THE YEAR ENDED 31 MARCH 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Telephonics Integrated Systems Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Deepesh Sharma
Partner
Membership No.: 505725
ICAI UDIN: 26505725YMJJMZ5239

Place: Gurugram
Date: 21 April 2026

BALANCE SHEET AS AT 31 MARCH 2026

(All amounts in Indian ₹ Lacs, unless otherwise stated)

	Notes	As at 31 March 2026	As at 31 March 2025
ASSETS			
Non-current assets			
Property, plant and equipment	3	**243.88**	287.21
Capital work-in-progress	3A	**693.11**	693.11
Right-of-use assets	3	**81.80**	109.07
Intangible assets	4	**39.40**	56.39
Financial assets	5		
– Other financial assets		**21.00**	19.24
Other non-current assets	6	**258.40**	428.01
Total non-current assets		**1,337.59**	1,593.03
Current assets			
Inventories	7	**190.72**	184.71
Financial assets	8		
– Investments	8A	**122.71**	803.04
– Trade receivables	8B	**8,027.94**	3,983.23
– Cash and cash equivalents	8C	**23.85**	56.83
– Other financial assets	8D	**678.01**	218.93
Other current assets	9	**299.63**	499.44
Total current assets		**9,342.86**	5,746.18
Total assets		**10,680.45**	7,339.21
EQUITY AND LIABILITIES			
Equity			
Equity share capital	10	**5,078.43**	5,078.43
Other equity	10A	**(4,007.15)**	(4,625.53)
Equity attributable to equity shareholders		**1,071.28**	452.90
Liabilities			
Non-current liabilities			
Financial liabilities			
– Lease liabilities	11	**62.27**	87.18
Provisions	12	**73.05**	57.98
Other non-current liabilities	13	**469.69**	704.53
Total non-current liabilities		**605.01**	849.69
Current liabilities			
Financial liabilities			
– Borrowings	14	**5,250.00**	2,100.00
– Lease liabilities		**24.91**	21.34
– Trade payables			
Total outstanding dues of micro enterprises and small enterprises; and		**18.72**	14.64
Total outstanding dues of creditors other than micro enterprises and small enterprises		**2,583.92**	2,574.42
– Other financial liabilities		**207.06**	95.28
Other current liabilities	16	**918.22**	1,229.94
Provisions	15	**1.34**	1.00
Total current liabilities		**9,004.17**	6,036.62
Total equity and liabilities		**10,680.45**	7,339.21
Summary of material accounting policies	2		
The accompanying notes form an integral part of financial statements.	1-38		

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Deepesh Sharma
Partner
Membership no. : 505725

Place: Gurugram
Date: 21 April 2026

For and on behalf of the Board of Directors of
Mahindra Telephonics Integrated Systems Limited

Vinod Kumar Sahay	**Mukul Verma**
Director	Director
DIN: 07884268	DIN: 02428217
Arun Gupta	**Ranju Ramdhan Chauhan**
CFO	Company Secretary
	ACS: 78305
Date: 21 April 2026	*Place: Mumbai*

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in Indian ₹ Lacs, unless otherwise stated)

Particulars	Notes	For the year ended 31 March 2026	For the year ended 31 March 2025
Revenue from operations	17	**4,504.27**	6,330.95
Other income	18	**11.59**	23.97
Total income		**4,515.86**	6,354.92
Expenses			
Costs of materials consumed	19	**3,096.83**	4,921.35
Employee benefit expenses	20	**202.02**	194.83
Finance cost	21	**299.84**	301.87
Depreciation and amortization expense	22	**89.52**	103.78
Other expenses	23	**207.39**	292.90
Total expenses		**3,895.60**	5,814.73
Profit before tax		**620.26**	540.19
Tax expense			
Current tax		**–**	–
Deferred tax		**–**	–
Profit for the year		**620.26**	540.19
Other comprehensive income			
Items that will not to be reclassified to profit or loss:			
Remeasurements of defined benefit plans		**(1.88)**	1.90
Other comprehensive income for the year, net of tax		**(1.88)**	1.90
Total comprehensive income for the year, net of tax		**618.38**	542.09
Earnings per equity share (Face value of share Rs 10 each)			
Basic earnings per share ₹		**1.22**	1.06
Diluted earnings per share ₹		**1.22**	1.06
Summary of material accounting policies	2		
The accompanying notes form an integral part of financial statements.	1-38		

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Deepesh Sharma
Partner
Membership no. : 505725

Place: Gurugram
Date: 21 April 2026

For and on behalf of the Board of Directors of
Mahindra Telephonics Integrated Systems Limited

Vinod Kumar Sahay
Director
DIN: 07884268

Mukul Verma
Director
DIN: 02428217

Arun Gupta
CFO

Ranju Ramdhan Chauhan
Company Secretary
ACS: 78305

Date: 21 April 2026 *Place: Mumbai*

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

A. Equity share capital

(All amounts in Indian ₹ Lacs, unless otherwise stated)

	Notes	Nos.	Amount
Equity shares of ₹ 10 each fully paid up	10		
As at 01 April 2024		50,784,313	5,078.43
Issued during the year		–	–
As at 31 March 2025		50,784,313	5,078.43
Issued during the year		–	–
As at 31 March 2026		**50,784,313**	**5,078.43**

B. Other equity

(Amount in Rs. Lakhs)

	Reserves and surplus		
Particulars	**Securities premium**	**Retained earnings**	**Total**
As at 01 April 2024	217.92	(5,385.54)	(5,167.62)
Profit for the year	–	540.19	540.19
Other comprehensive income	–	1.90	1.90
As at 31 March 2025	217.92	(4,843.45)	(4,625.53)
Profit for the year	–	620.26	620.26
Other comprehensive income	–	(1.88)	(1.88)
As at 31 March 2026	**217.92**	**(4,225.07)**	**(4,007.15)**

Summary of material accounting policies 2

The accompanying notes form an integral part of financial statements. 1-38

As per our report of even date attached

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Deepesh Sharma
Partner
Membership no. : 505725

Place: Gurugram
Date: 21 April 2026

For and on behalf of the Board of Directors of
Mahindra Telephonics Integrated Systems Limited

Vinod Kumar Sahay
Director
DIN: 07884268

Mukul Verma
Director
DIN: 02428217

Arun Gupta
CFO

Ranju Ramdhan Chauhan
Company Secretary
ACS: 78305

Date: 21 April 2026 *Place: Mumbai*

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in Indian ₹ Lacs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
A. Cash flows from operating activities		
Profit before tax	**620.26**	540.19
Adjustments for:		
Depreciation and amortisation expense	**89.52**	103.78
Interest income on bank deposits	**(0.13)**	(15.25)
Unwinding of discount on security deposits	**(1.93)**	(1.60)
Net gain on disposal /fair valuation of investments carried at fair value through profit or loss	**(8.98)**	(3.04)
Loss on sale of property, plant and equipment	**0.18**	0.93
Finance costs	**299.84**	291.21
Government grants	**(0.51)**	(0.51)
	998.25	915.71
Movements in Working Capital:		
Increase in trade payables	**13.58**	1,096.72
Increase/(decrease) in short-term and long-term provisions	**13.53**	(5.17)
(Decrease) in other current and non-current liability	**(546.06)**	(632.43)
(Decrease)/increase in other current financial liabilities	**(0.96)**	40.49
(Increase)/decrease in inventories	**(6.01)**	109.41
(Increase) in trade receivables	**(4,044.71)**	(11.41)
(Increase)/decrease in other non-current and current financial assets	**(458.91)**	30.40
decrease in other non current assets	**169.61**	571.08
Decrease in other current assets	**204.82**	974.80
Cash (used in)/generated from operating activities	**(3,656.86)**	3,089.60
Income taxes paid (net of refunds)	**(5.01)**	3.40
Net cash flow (used in)/from operating activities (A)	**(3,661.87)**	3,093.00
B. Cash flows from investing activities		
Acquisition of property, plant and equipment (including intangible assets)	**(2.11)**	(823.01)
Proceeds from sale of property, plant and equipment	**–**	18.87
Proceed from current investment	**1,224.31**	300.00
Acquisition of current investment	**(535.00)**	(1,100.00)
Interest income on bank deposits	**0.13**	15.25
Net cash flow generated from investing activities (B)	**687.33**	(1,588.89)
C. Cash flows from financing activities		
Proceeds from borrowings	**5,700.00**	3,390.00
Repayment of borrowings	**(2,550.00)**	(4,482.09)
Finance cost paid (including lease)	**(187.10)**	(327.38)
Lease payment on account of lease liabilities	**(21.34)**	(27.81)
Net cash flows generated from financing activities (C)	**2,941.56**	(1,447.28)
Net decrease in cash and cash equivalents (A+B+C)	**(32.98)**	56.83
Cash and cash equivalents at the beginning of the year	**56.83**	–
Cash and cash equivalents at the end of the year	**23.85**	56.83

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026 (CONTD).

(All amounts in Indian ₹ Lacs, unless otherwise stated)

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Components of cash and cash equivalents		
Balance with bank		
– On current account	**23.85**	56.83
– Fixed deposits with original maturity of less than three months	**–**	–
	23.85	**56.83**

Notes:

1. The above statement of cash flows has been prepared under the 'Indirect Method' as set out in Ind AS 7, as notified under the section 133 of the Companies Act, 2013.
2. As per Ind AS 7, the Company is required to provide disclosures that enable users of financial statements to evaluate changes in liabilities arising from financing activities, including both changes arising from cash flows and non-cash changes. The Company did not have any impact on the statement of cash flows.

Reconciliation between the opening and closing balance in the Balance Sheet for liabilities arising from financial activities as follows:

Particulars	As at 31 March 2026		As at 31 March 2025	
	Borrowings	Lease liabilities	Borrowings	Lease liabilities
Opening balance as at beginning of the year	**2,100.00**	**108.52**	3,192.09	–
Proceeds	**5,700.00**	**–**	3,390.00	126.66
Repayments	**(2,550.00)**	**(21.34)**	(4,482.09)	(18.14)
Closing balance as at end of the year	**5,250.00**	**87.18**	**2,100.00**	**108.52**

Summary of material accounting policies	2
The accompanying notes form an integral part of financial statements.	1-38

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Deepesh Sharma
Partner
Membership no. : 505725

Place: Gurugram
Date: 21 April 2026

For and on behalf of the Board of Directors of
Mahindra Telephonics Integrated Systems Limited

Vinod Kumar Sahay
(Director)
DIN: 07884268

Ranju Ramdhan Chauhan
Company Secretary
ACS: 78305

Arun Gupta
CFO

Mukul Verma
Director
DIN: 02428217

Date: 21 April 2026 *Place: Mumbai*

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(All amounts in Indian ₹ Lacs, unless otherwise stated)

1 Corporate Information

Mahindra Telephonics Integrated Systems Limited ("the Company") is a public Company domiciled in India and incorporated under the provisions of the Companies Act, 1956 having its registered office at Mumbai City, Maharashtra - 400018.

The Company is engaged in the business of designing, developing, manufacturing, marketing, selling, final assembly, integration testing, maintenance, repair, overhauling, re-engineering, after sale services, dealing, operating, trading and export in defence and non-defence products and systems, assemblies, sub-assemblies, parts, components, accessories, fitments to any and all such devices/equipments, electronic systems and sub systems to be used by a variety of end user segments.

The financial statements were authorised for issue in accordance with resolution of the Board of Directors on 21 April 2026.

1.01 Basis of preparation

These financial statements comply in all material aspects with Indian Accounting Standards (IND-AS) notified under Section 133 of the Companies Act, 2013, relevant provisions of the Companies Act, 2013 ("the Act') and other accounting principles generally accepted in India. Financial statements have been prepared on a historical cost basis, except for the following assets and liabilities which have been measured at fair value:

- Certain financial assets and liabilities measured at fair value (refer accounting policy regarding financial instruments).
- Net defined benefit (asset)/ liability- Fair value of plan assets less present value of defined benefit obligations.

1.02 Functional and presentation currency

These financial statements are presented in Indian rupees (₹), which is also the Company's functional currency. All amounts have been rounded-off to the nearest lacs up to two place of decimal, unless otherwise indicated.

1.03 Current versus non-current classification

Based on time involved between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has identified twelve months as its operating cycle for determining current and non-current classification of assets and liabilities in the balance sheet.

2 Material Accounting Policies

2.01 Use of estimates

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amount of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Assumptions and estimation uncertainties

Information about significant areas of estimation/uncertainty and judgements in applying accounting policies that have the most significant effect on the financial statements are as follows:-

Note 2.08-: Measurement of defined benefit obligations: key actuarial assumptions;

Note 2.02 and 2.03: Measurement of useful life and residual values of property, plant and equipment and useful life of intangible assets;

Note 2.05: Fair value measurement of financial instruments;

Note 2.13-: Judgement required to ascertain lease classification

Note 2.11 and 31-: Judgement required to recognition of deferred tax assets: availability of future taxable profit against which deductible temporary differences and tax losses carried forward can be utilised

2.02 Property, Plant and Equipment

Property, plant and equipment including capital work in progress is stated at cost, net of accumulated depreciation and accumulated impairment losses, if any. The cost comprises of purchase price, taxes, duties, freight and other incidental expenses directly attributable and related to acquisition and installation of the concerned assets and are further adjusted by the amount of GST credit availed wherever applicable. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their respective useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred. The present value of the expected cost for the decommissioning of an asset after its use is included in the cost of the respective asset if the recognition criteria for a provision are met.

An item of property, plant and equipment and any significant part initially recognised is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the income statement when the asset is derecognised.

Capital work- in- progress includes cost of property, plant and equipment under installation / under development as at the balance sheet date.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year end and adjusted prospectively, if appropriate.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values over their estimated useful lives and is generally recognised in the statement of profit and loss**.** The residual value are not more than 5% of the original cost of assets.

Depreciation on property, plant & equipment is provided on pro-rata basis on straight-line method using the useful lives of the assets estimated by management and in the manner prescribed in Schedule II of the Companies Act 2013. The useful life of Property, Plant and Equipment are as follows:

Assets	Useful life (in years)
Plant and Equipment:	15
Office Equipment (clubbed under plant and equipment):	5
Computers and Peripherals	3
Mobile Phones (clubbed under computer and peripherals):	2
Furniture and Fixtures:	10
Vehicles:	5
Electric Installation:	10

Vehicles and mobile phones are depreciated over the estimated useful lives of 5 years and 2 years, respectively, which are lower than those indicated in Schedule II. On the basis of technical assessment made by the management, it believes that the useful lives as given above best represent the period over which the assets are expected to be used.

Leasehold improvements are depreciated on straight line basis over the remaining lease agreement period.

2.03 Intangible assets

Separately acquired intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Internally generated intangibles, excluding capitalised development cost, are not capitalised and the related expenditure is reflected in Statement of Profit and Loss in the period in which the expenditure is incurred. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives are amortised over their useful economic lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method for an intangible asset with a finite useful life is reviewed at least at the end of each reporting period. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the Statement of Profit and Loss in the expense category consistent with the function of the intangible assets.

Gains or losses arising from disposal of the intangible assets are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the statement of profit and loss when the assets are disposed off.

Intangible assets with finite useful life are amortised on a straight line basis over their estimated useful life as follows:

Assets	Useful life (in years)
Software	5 - 10

2.04 Foreign currencies

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency').

Foreign currency transactions are recorded on initial recognition in the functional currency, using the exchange rate prevailing at the date of transaction.

Measurement of foreign currency items at the balance sheet date

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date.

Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates at the dates of the initial transaction/ Non-monetary item measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

Exchange differences

Exchange differences arising on settlement or translation of monetary items are recognised as income or expense in the period in which they arise with the exception of exchange differences on gain or loss arising on translation of non-monetary items measured at fair value which is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e., translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

2.05 Financial instruments

a. Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Company become a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus or minus, for an item not at fair value through profit and loss (FVTPL), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

b. Classification and subsequent measurement

Financial assets

On initial recognition, a financial asset is classified as measured at

- amortised cost;
- FVTPL

Financial assets are not reclassified subsequently to their initial recognition, except if and in the period the Company changes its business model for managing financial assets.

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

– the asset is held with in a business model whose objective is to hold assets to collect contractual cash flows; and

– the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All financial assets not classified as measured at amortised cost as described above are measured at FVTPL. On initial recognition, the Company may irrecoverably designate a financial asset that otherwise meets the requirement to be measured at amortised cost as at FVTPL if doing so eliminate or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets: Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost at effective interest rate. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairments are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Financial liabilities:

Financial liabilities are classified as measure at cost amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, or it is a derivative and it is designated as such on initial recognition. Financial liabilities at FVTPL and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

c. Derecognition

Financial assets

The company derecognises a financial asset when the contractual rights to cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfer assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not recognised.

Financial liabilities

The company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The company also derecognises a financial liability when its terms are modified and then cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and the new financial liability with modified terms is recognised in profit or loss.

d. Offsetting

Financial asset and financial liabilities are offset and net amount presented in the balance sheet when and only when the Company has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

(All amounts in Indian ₹ Lacs, unless otherwise stated)

2.06 Inventories

a) Basis of valuation:

i) Inventories are valued at lower of cost and net realisable value after providing cost of obsolescence, if any. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected to be sold at or above cost. The comparison of cost and net realisable value is made on an item-by-item basis.

b) Method of Valuation:

i) **Cost of raw materials and components** has been determined by using moving average basis and comprises all costs of purchase, duties, taxes (other than those subsequently recoverable from tax authorities) and all other costs incurred in bringing the inventories to their present location and condition.

ii) Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and estimated costs necessary to make the sale.

2.07 Government Grants

Government Grants are recognised at their fair value when there is reasonable assurance that the grant will be received and all the attached conditions will be complied with.

When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

When the Company receives grants of non-monetary assets, the asset and grant are recorded at fair value amounts and released to profit or loss over the expected useful life in a pattern of consumption of the benefit of the underlying asset.

2.08 Employee benefits

A Short-term obligations

Liabilities for salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognised in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled.

B Other long-term employee benefit obligations

The liabilities for earned leave and sick leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured as the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligation. Remeasurements as a result of experience adjustments and changes in actuarial assumptions are recognised in statement of profit and loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

C Post-employment obligations

The Company operates the following post-employment schemes:

(a) defined benefit plan such as gratuity and post-employment medical benefit liability; and

(b) defined contribution plan such as provident fund.

Defined benefit plans

The liability or asset recognised in the balance sheet in respect of gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognised in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in statement of profit and loss as past service cost.

Defined contribution plan

The Company pays provident fund contributions to publicly administered provident funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognised as employee benefit expense when they are due.

2.09 Revenue Recognition

The Company earns revenue primarily from sale of goods and rendering of maintenance services.

Revenue is recognised upon transfer of control of promised goods or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

– Revenue from the sale of goods is recognised at the point in time when control is transferred to the customer.

– Revenue from services is recognised in accordance with the terms of contract when the services are rendered and the related costs are incurred.

Revenue is measured based on the transaction price, which is the consideration as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

Project work in progress includes cost incurred in fulfilling contract with customer(s) recognised in accordance with principals of Ind AS 115 - Revenue from contract with customers.

Interest income is recognised on time proportion basis taking into account the amount outstanding and the applicable interest rates and is disclosed in "other income".

2.10 Earnings / (Loss) Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. The weighted average number of equity shares outstanding during the period is adjusted for events such as bonus issue, bonus element in a rights issue, share split, and reverse share split (consolidation of shares) that have changed the number of equity shares outstanding, without a corresponding change in resources.

For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effect of all potentially dilutive equity shares.

2.11 Taxes

Tax expense for the year comprises of current tax and deferred tax.

Current Tax

Current income tax, assets and liabilities are measured at the amount expected to be paid to or recovered from the taxation authorities in accordance with the Income Tax Act, 1961 enacted in India by using tax rates and the tax laws that are enacted at the reporting date.

Current income tax relating to item recognised outside the statement of profit and loss is recognised outside profit or loss (either in other comprehensive income or equity). Current tax items are recognised in correlation to the underlying transactions either in OCI or directly in equity.

Deferred Tax

Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax assets and liabilities are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside the statement of profit and loss is recognised outside the statement of profit and loss (either in other comprehensive income or in equity). Deferred tax items are recognised in correlation to the underlying transaction either in OCI or direct in equity.

2.12 Impairment of non- financial assets

The Company assesses, at each reporting date, whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs of disposal and its value in use. Recoverable amount is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or Company's assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used. Impairment losses including impairment on inventories, are recognised in the statement of profit and loss. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

2.13 Leases

The Company's lease asset classes primarily consist of leases for buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (i) the contract involves the use of an identified asset (ii) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (iii) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of-use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates in the country of domicile of these leases. Lease liabilities are remeasured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

2.14 Borrowing Costs

Borrowing cost includes interest and other costs incurred in connection with the borrowing of funds and charged to Statement of Profit and Loss on the basis of effective interest rate (EIR) method. Borrowing cost also includes exchange differences to the extent regarded as an adjustment to the borrowing cost.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the respective asset. All other borrowing costs are recognised as expense in the period in which they occur.

2.15 Provisions and Contingent Liabilities

Provisions

A provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases, where there is a liability that cannot be recognised because it cannot be measured reliably. The Company does not recognise a contingent liability but discloses its existence in the financial statements unless the probability of outflow of resources is remote.

Provisions, contingent liabilities, contingent assets and commitments are reviewed at each balance sheet date.

(All amounts in Indian ₹ Lacs, unless otherwise stated)

2.16 Fair value measurement

The Company measures financial instruments at fair value at each balance sheet date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

(i) In the principal market for asset or liability, or

(ii) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible by the Company.

The fair value of an asset or liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non- financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1- Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2- Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3- Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the Company has determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.17 Cash and Cash Equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to insignificant risk of changes in value.

2.18 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker is considered to be the Board of Directors who makes strategic decisions and is responsible for allocating resources and assessing performance of the operating segments.

2.19 Recent pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.
2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.
3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

3. Property, plant and equipment including right-of-use of assets

Particular	Plant and Equipment	Computers and Peripherals	Furniture and Fixtures	Leasehold Improvements	Electric Installations	Vehicles	Total	Right-of-use of assets	Grand Total
Cost									
As at 31 March 2024	406.97	65.04	64.10	156.21	84.79	62.97	840.08	594.71	1,434.79
Additions	127.77	2.13	–	–	–	–	129.90	136.33	266.23
Disposals	(1.59)	(6.78)	(3.82)	–	–	(27.62)	(39.81)	(594.71)	(634.52)
As at 31 March 2025	533.15	60.39	60.28	156.21	84.79	35.35	930.17	136.33	1,066.50
Additions	–	2.03	0.08	–	–	–	2.11	–	2.11
Disposals/write off	(3.51)	–	–	–	–	–	(3.51)	–	(3.51)
As at 31 March 2026	**529.64**	**62.42**	**60.36**	**156.21**	**84.79**	**35.35**	**928.77**	**136.33**	**1,065.10**

(All amounts in Indian ₹ Lacs, unless otherwise stated)

Particular	Plant and Equipment	Computers and Peripherals	Furniture and Fixtures	Leasehold Improvements	Electric Installations	Vehicles	Total	Right-of-use of assets	Grand Total
Accumulated Depreciation									
As at 31 March 2024	266.75	55.46	53.30	134.64	74.56	18.73	603.44	594.71	1,198.15
Depreciation	29.26	2.70	4.80	10.55	5.66	6.56	59.53	27.26	86.79
Disposals/write off	(1.51)	(6.44)	(3.45)	–	–	(8.61)	(20.01)	(594.71)	(614.72)
As at 31 March 2025	294.50	51.72	54.65	145.19	80.22	16.68	642.96	27.26	670.22
Depreciation	32.66	1.74	2.67	1.87	0.25	6.07	45.26	27.27	72.53
Disposals/write off	(3.33)	–	–	–	–	–	(3.33)	–	(3.33)
As at 31 March 2026	**323.83**	**53.46**	**57.32**	**147.06**	**80.47**	**22.75**	**684.89**	54.53	739.42
Carrying amount									
As at 31 March 2026	**205.81**	**8.96**	**3.04**	**9.15**	**4.32**	**12.60**	**243.88**	**81.80**	**325.68**
As at 31 March 2025	**238.65**	**8.67**	**5.63**	**11.02**	**4.57**	**18.67**	**287.21**	**109.07**	**396.28**

Note : a) All movable Property, plant and equipment are under first pari-passu hypothecation charge for working capital limits obtained from HDFC bank and Axis bank. Refer note 23 (C).

3A. Capital work-in-progress

Description of Assets	Total	Description of Assets	Total
Balance as at April 1, 2025	**693.11**	**Balance as at April 1, 2024**	**–**
Additions	–	Additions	693.11
Capitalised	–	Capitalised	–
Expensed off	–	Expensed off	–
Balance as at March 31, 2026	**693.11**	**Balance as at March 31, 2025**	**693.11**

(a) Capital work-in-progress Ageing Schedule

Balance as at March 31, 2026	Amount in capital work-in-progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	–	693.11	–	–	693.11

Balance as at March 31, 2025	Amount in capital work-in-progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	693.11	–	–	–	–

There were no projects in respect of which the completion is overdue or has exceeded its cost compared to its original plan as at March 31, 2026 and March 31, 2025.

4. Intangibles assets

Particular	Computer software
Cost	
As at 31 March 2024	173.34
Additions	–
Deletions/Transfer	–
As at 31 March 2025	**173.34**
Additions	–
Deletions/Transfer	–
As at 31 March 2026	**173.34**

Particular	Computer software
Accumulated Amortisation	
As at 31 March 2024	99.96
Amortisation	16.99
As at 31 March 2025	**116.95**
Amortisation	16.99
As at 31 March 2026	**133.94**
Carrying amount	
As at 31 March 2026	**39.40**
As at 31 March 2025	**56.39**

5 Non-current financial assets - Other financial assets

(Unsecured considered good, unless stated otherwise)

	As at 31 March 2026	As at 31 March 2025
Security deposit - Others	**0.55**	0.55
Security deposit to related parties (refer note 28)	**20.45**	18.69
	21.00	19.24

6 Other Non-Current assets

(Unsecured considered good, unless stated otherwise)

	As at 31 March 2026	As at 31 March 2025
Project work in progress	**258.40**	428.01
	258.40	428.01

(All amounts in Indian ₹ Lacs, unless otherwise stated)

7 Inventories
(Valued at lower of cost and net realisable value)

	As at 31 March 2026	As at 31 March 2025
Raw materials and components	**190.72**	184.71
	190.72	184.71

Notes:

a) **Inventories are hypothecated against working capital limits from HDFC bank and Axis bank. Refer note 24 (C)**

8 Current financial assets
(Unsecured, unless stated otherwise)

	As at 31 March 2026	As at 31 March 2025
(A) Investments		
Investments mandatorily at fair value through profit and loss - Quoted		
ABSL Liquid Fund Direct Plan Growth- 12,667.777 units (previous year 119,933.353 units)	**56.38**	502.19
ABSL Overnight Fund Direct Plan Growth- 14.365 units (previous year 14.365 units)	**0.21**	0.20
ICICI Prudential Liquid Fund Direct Plan Growth- 16,218.255 units (previous year 78,314.249 units)	**66.12**	300.64
	122.71	803.04

Refer Note No: 30 - Financial Instruments for disclosures related to ageing, credit risk, impairment under expected credit loss model and related financial instrument disclosures.

(B) Trade receivables

	As at 31 March 2026	As at 31 March 2025
Trade receivables considered good - unsecured	**8,027.94**	3,983.23
Trade receivables - credit impaired	**–**	–
Total Trade receivables	**8,027.94**	3,983.23
Less : Loss allowances	**–**	–
	8,027.94	3,983.23

Notes:

a) Trade receivables are non-interest bearing.

b) Trade receivables are hypothecated against working capital limits from HDFC bank and Axis Bank. Refer note 24 (C)

c) Refer note 34 for ageing analysis for trade receivables.

(C) Cash and cash equivalents

	As at 31 March 2026	As at 31 March 2025
Balance with bank		
- On current account	**23.85**	56.83
	23.85	56.83

(D) Other financial asset
(Unsecured considered good, unless stated otherwise)

	As at 31 March 2026	As at 31 March 2025
Security deposit - Others	**1.50**	1.50
Other receivables	**676.51**	217.43
	678.01	218.93

9 Other Current assets
(Unsecured considered good, unless stated otherwise)

	As at 31 March 2026	As at 31 March 2025
Advances other than capital advances		
Advances to Others :		
Suppliers	**15.11**	53.65
Project work in progress	**261.03**	428.00
Advance tax (Net of provision for income tax of Rs. Nil, 31 March 2025- Rs Nil)	**13.03**	8.02
Prepaid expenses - others	**10.46**	9.77
	299.63	499.44

10. Share capital

	As at 31 March 2026	As at 31 March 2025
Authorised shares (Nos.)		
59,000,000 equity shares of Rs 10 each (31 March 2025: 59,000,000)	**5,900.00**	5,900.00
	5,900.00	5,900.00
Issued, subscribed and fully paid up shares (Nos.)		
50,784,313 Equity shares of Rs 10 each (31 March 2025: 50,784,313)	**5,078.43**	5,078.43
	5,078.43	5,078.43

10.1 Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period

	Nos.	Amount
Outstanding as on 1 April 2024	50,784,313	5,078.43
Issued during the year	–	–
Outstanding as at 31 March 2025	**50,784,313**	**5,078.43**
Issued during the year	–	–
Outstanding as at 31 March 2026	**50,784,313**	**5,078.43**

10.2 Rights, preferences and restrictions attached to Equity Shares

The Company has only one class of equity shares par value of Rs.10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holder of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion of number of equity shares held by shareholders.

(All amounts in Indian ₹ Lacs, unless otherwise stated)

10.3 Details of shareholders holding more than 5% shares in the Company

	Nos.	% of Holdings
As at 31 March 2025		
Mahindra Defence Systems Limited, jointly held with its nominees	50,784,313	100.00%
As at 31 March 2026		
Mahindra Advanced Technolgies Limited, jointly held with its nominees	**50,784,313**	**100.00%**

10.4 Details of shares held by promoters

	As at 31 March 2026	As at 31 March 2025
Mahindra Defence Systems Limited		
No. of shares	**–**	50,784,313
% of total shares	**–**	100.00%
% change during the year	100.00%	–
Mahindra Advanced Technolgies Limited		
No. of shares	**50,784,313**	–
% of total shares	**100.00%**	–
% change during the year	100.00%	–

10.5 Details of shares held by holding company

	As at 31 March 2026	As at 31 March 2025
Mahindra Defence Systems Limited		
No. of shares	**–**	50,784,313
% of holding	**–**	100.00%
Mahindra Advanced Technolgies Limited		
No. of shares	**50,784,313**	–
% of holding	**100.00%**	–

10.6 There are no shares which are issued for consideration other than cash during the period of five years immediately preceding the reporting date.

10.7 There were no buy back of shares, issue of shares by way of bonus shares or issue of shares pursuant to a contract without payment being received in cash during the previous 5 years.

10A Other equity

		Amounts
(a)	**Securities Premium**	
	As at 1 April 2024	217.92
	Add/Less : Movements during the year	–
	As at 31 March 2025	**217.92**
	Add/Less : Movements during the year	–
	As at 31 March 2026	**217.92**
(b)	**Retained earnings**	
	As at 1 April 2024	(5,385.54)
	Profit for the year	540.19
	Items of other comprehensive income recognised directly in retained earnings	1.90
	As at 31 March 2025	**(4,843.45)**
	Profit for the year	620.26
	Items of other comprehensive income recognised directly in retained earnings	(1.88)
	As at 31 March 2026	**(4,225.07)**
	Total	**(4,007.15)**

Nature and Purpose of reserves

Securities premium is used to record the premium on issue of shares. It is utilised in accordance with the provisions of Companies Act, 2013.

11 Non - Current financial liabilities

	As at 31 March 2026	As at 31 March 2025
Lease Liabilities (refer note 25A)	**62.27**	87.18
	62.27	87.18

12 Provisions - Non-current

	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits		
Gratuity (refer note 26)	**59.90**	46.39
Compensated absences	**13.15**	11.59
	73.05	57.98

13 Other non-current liabilities

	As at 31 March 2026	As at 31 March 2025
Advance received from customers	**469.69**	704.53
	469.69	704.53

14 Current financial liabilities

		As at 31 March 2026	As at 31 March 2025
(A)	**Borrowings**		
	Loans repayable on demand		
	Working capital demand loan/cash credit from banks (secured)	**–**	–
	Inter-Corporate Deposits from related parties (unsecured) - Refer note 28	**5,250.00**	2,100.00
	(A)	**5,250.00**	2,100.00

Note:

The details and nature of securities provided in respect of secured working capital demand loans/cash credit from bank are as below:

Working capital limits from HDFC bank and Axis bank are secured by way of: First pari-passu hypothecation charge over stock, book debts and moveable Property, plant and equipment.

(All amounts in Indian ₹ Lacs, unless otherwise stated)

Further, this working capital limits from HDFC bank and Axis bank are also secured by way of Corporate Guarantee of Rs 6,700 (31 March 2025: Rs 6,700) provided by Mahindra Defence Systems Limited.

The details of repayment terms and rate of interest in respect of secured working capital demand loans/cash credit accounts from banks are as below:

– Repayable on demand

– Interest rate 7.00 % p.a to 8.50 % pa

No borrowings are taken from directors or other officers of the Company or any of them either severally or jointly with any other person.

The Company has taken inter-corporate borrowings from its related party (for working capital purpose) at the interest rate of 7.00 % p.a. to 8.50 % p.a. Refer below table for terms related to repayment.(Refer Note 28)

Particulars	Date of Disbursement	Date of Maturity	Amount Outstanding
Outstanding as on 31 March 2026			
Tranche 9	**28-May-25**	**27-May-26**	**600.00**
Tranche 10	**30-Jul-25**	**29-Jul-26**	**1,200.00**
Tranche 11	**20-Aug-25**	**19-Aug-26**	**1,250.00**
Tranche 12	**17-Dec-25**	**16-Dec-26**	**950.00**
Tranche 13	**6-Jan-26**	**5-Jan-27**	**1,250.00**
		Total	**5,250.00**
Outstanding as on 31 March 2025			
Tranche 6	1-Aug-25	31-Jul-25	1,200.00
Tranche 8	8-Jan-25	7-Jan-26	900.00
		Total	**2,100.00**

		As at 31 March 2026	As at 31 March 2025
(B) Lease Liabilities (refer note 25)		**24.91**	21.34
	(B)	**24.91**	21.34

	As at 31 March 2026	As at 31 March 2025
(C) Trade payables		
Total Outstanding dues of Micro enterprises and small enterprises	**18.72**	14.64
Total Outstanding dues of Creditors other than Micro enterprises and small enterprises	**2,583.92**	2,574.42
(C)	**2,602.64**	2,589.06
Of the above, trade payables from related parties are as below:		
Trade payables due to related parties (Refer Note 28)	**58.37**	597.49

Notes:

a) Refer note 34 for ageing analysis for trade payables.

b) **Disclosure as required under the Micro, Small and Medium Enterprises Development Act, 2006 (MSMED Act, 2006) based on the information available with the Company is as follows:**

This information has been determined to the extent such parties have been identified on the basis of information available with the Company.

		As at 31 March 2026	As at 31 March 2025
a)	The amounts remaining unpaid to suppliers as at the end of the year :		
	– Principal	**18.72**	**14.64**
	– Interest	**–**	**–**
	The amount of payments made to micro and small suppliers beyond the appointed day during the accounting year.	**–**	–
b)	The amount of interest paid by the buyer as per the MSMED Act, 2006.	**–**	–
c)	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006.	**–**	–
d)	The amount of interest accrued and remaining unpaid at the end of year.	**–**	–
e)	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the MSMED Act, 2006.	**–**	–

		As at 31 March 2026	As at 31 March 2025
(D)	**Other financial liabilities**		
	Interest accrued on borrowings (Refer Note 28)	**193.02**	80.28
	Employee related liabilities	**14.04**	15.00
	(D)	**207.06**	95.28

15 Provision - Current

	As at 31 March 2026	As at 31 March 2025
Provision for employee benefits		
Gratuity (refer note 26)	**0.86**	0.59
Compensated absences	**0.48**	0.41
	1.34	1.00

16 Other current liabilities

	As at 31 March 2026	As at 31 March 2025
Statutory dues payable	**345.18**	312.59
Advance received from customers	**469.69**	812.16
Deferred income	**103.35**	105.19
	918.22	1,229.94

(All amounts in Indian ₹ Lacs, unless otherwise stated)

17 Revenue from operations

	For the year ended 31 March 2026	For the year ended 31 March 2025
Sale of goods	**3,954.61**	6,008.60
Sale of services	**549.66**	322.35
Revenue recognised in statement of profit and loss	**4,504.27**	6,330.95
Revenue disaggregation by geography is as follows :		
Outside India	**367.42**	385.14
India	**4,136.85**	5,945.81
	4,504.27	6,330.95
Revenue disaggregation by type of customers is as follows :		
Government	**4,097.55**	5,899.36
Non-government	**406.72**	431.59
	4,504.27	6,330.95
Timing of Recognition		
At a point in time	**4,136.85**	6,091.32
Over time	**367.42**	239.63
	4,504.27	6,330.95

Major Customer:

During the period, the Company has earned revenue from one individual customer (31 March 2025: one individual customers) exceeding 10% of total revenue amounting to Rs 3,915.31 (31 March 2025: Rs 5,816.57).

Contract balances	As at 31 March 2026	As at 31 March 2025
Trade receivables (refer note 8)	**8,027.94**	3,983.23
Project work in progress * (refer note 9 and note 6)	**519.43**	856.01
Contract liabilities (refer note 13 and 16)	**939.37**	1,516.69

* Project work in progress includes cost incurred in fulfilling contract with customer(s) recognised in accordance with principals of Ind AS 115 - Revenue from contract with customers.

18 Other income

	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest income on financial assets carried at amortised cost		
– bank deposits	**0.13**	15.25
– security deposits	**1.93**	1.60
Interest income on income tax refund	**–**	0.46
Net gain on disposal /fair valuation of investments carried at fair value through profit or loss	**8.98**	3.04
Gain on foreign exchange fluctuation (net)	**–**	1.48
Government grants	**0.51**	0.51
Miscellaneous income	**0.04**	1.63
	11.59	23.97

19 Costs of materials consumed

	For the year ended 31 March 2026	For the year ended 31 March 2025
Raw materials and components consumed	**3,096.83**	4,921.35
	3,096.83	4,921.35

20 Employee benefit expenses

	For the year ended 31 March 2026	For the year ended 31 March 2025
Salaries, wages and bonus	**162.70**	159.41
Contribution to provident and other funds (refer note 26)	**10.65**	11.30
Gratuity expense (refer note 26)	**16.64**	8.87
Staff welfare expenses	**12.03**	15.25
	202.02	194.83

21 Finance costs

	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest on :		
Bank borrowings (refer note 14A)	**6.18**	43.00
Inter-corporate deposits (refer note 14A)	**270.76**	234.21
Lease liability	**8.90**	10.66
Facilitation fees for corporate guarantee	**14.00**	14.00
	299.84	301.87

22 Depreciation and amortisation expense

	For the year ended 31 March 2026	For the year ended 31 March 2025
Depreciation on property, plant and equipment (refer note 3)	**45.26**	59.52
Depreciation on right-of-use assets (refer note 3)	**27.27**	27.27
Amortisation of intangible assets (refer note 4)	**16.99**	16.99
	89.52	103.78

23 Other expenses

	For the year ended 31 March 2026	For the year ended 31 March 2025
Shared service charges	**64.08**	61.44
Travelling and conveyance	**15.08**	73.82
Rent (refer note 25)	**9.47**	6.05

(All amounts in Indian ₹ Lacs, unless otherwise stated)

	For the year ended 31 March 2026	For the year ended 31 March 2025
Rates and taxes	**1.68**	21.16
Legal and professional (refer below note)	**25.21**	36.54
Sales promotion	**0.31**	0.87
Insurance	**14.38**	10.64
Printing and stationery	**1.93**	3.88
Telecommunication cost	**1.72**	2.03
Power and fuel	**–**	0.82
Repairs and maintenance		
- Others	**41.07**	33.29
Security expenses	**13.18**	17.73
Freight outward	**6.41**	11.62
Loss on foreign exchange fluctuation (net)	**0.89**	–
Bank charges	**11.37**	11.59
Loss on sale of property, plant and equipment	**0.18**	0.93
Miscellaneous expenses	**0.43**	0.49
Total	**207.39**	292.90

Payment to auditor (included in legal and professional)

As auditor		
Audit fee	**12.70**	12.10
Reimbursement of expenses	**0.50**	1.04
	13.20	13.14

24 COMMITMENTS AND CONTINGENCIES

(A) Contingent liabilities (to the extent not provided for)

There is no contingent liability as at 31 March 2026 and 31 March 2025.

(B) Commitments

	For the year ended 31 March 2026	For the year ended 31 March 2025
Estimated amount of capital contracts remaining to be executed and not provided for (net of advances)	**1,411.78**	1,195.80
	1,411.78	1,195.80

(C) Undrawn committed borrowing facility

(i) The Company has working capital credit facilities amounting to Rs. 6,700.00 (31 March 2025: Rs 6,700.00) from HDFC bank and Axis bank. Of this, the Company has utilised Rs 3,510.63 for Bank Guarantee/Letter of Credit and balance Rs 3,189.37 is undrawn as at 31 March 2026 (Company had utilised Rs 5,024.63 and balance Rs 1,675.37 was undrawn as at 31 March 2025).

(ii) Working capital limits from HDFC bank and Axis bank are secured by way of: First pari-passu hypothecation charge over stock, book debts and moveable Property, plant and equipment.

Working capital limits from HDFC bank and Axis bank are also secured by way of Corporate Guarantee of Rs 6,700.00 (31 March 2025: Rs 6,700.00) provided by Mahindra Defence Systems Limited. Refer Note 14(A)

25 Leases

Lease liabilities under IND AS 116 - Company as lessee

i) The Company has taken building premises on lease.

ii) The following is the movement in right-of-use assets during the year:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Balance at the beginning of the year	**109.06**	
Amortisation during the year	**27.27**	27.27
Additions to right-of-use assets	**–**	136.33
Balance at the end of the year	**81.79**	109.06

iii) The following is the movement in lease liabilities during the year:

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Balance at the beginning of the year	**108.52**	–
Addition during the year	**–**	126.66
Finance cost accrued during the year	**8.90**	10.66
Payment of lease liabilities	**(30.24)**	(28.80)
Balance at the end of the year	**87.18**	108.52

iv) The following is the break-up of current and non-current lease liabilities as at year end:

Particulars	As at 31 March 2026	As at 31 March 2025
Current lease liabilities	**24.91**	21.34
Non-current lease liabilities	**62.27**	87.18
Total	**87.18**	108.52

v) Amounts recognised in profit or loss

Particulars	For the year ended 31 March 2026	For the year ended 31 March 2025
Interest expense on lease liabilities	**8.90**	10.66
Expenses relating to leases of low-value assets	**9.47**	6.05

vi) Cash outflow for leases - 31 March 2026: Rs 30.24 (31 March 2025: Rs 28.80)

vii) Maturity analysis of lease liabilities - Refer note 29 - Liquidity Risk (Other non-current financial liabilities)

26. Disclosures pursuant to Ind AS - 19 "Employee Benefits" are given below : **Contribution to Defined Contribution Plan, recognised as expense for the year is as under:**

	For the year ended 31 March 2026	For the year ended 31 March, 2025
Employer's Contribution towards Provident Fund (PF)	**8.25**	8.21
Employer's Contribution towards Labour welfare fund	**0.20**	0.20
	8.45	8.41

(All amounts in Indian ₹ Lacs, unless otherwise stated)

Defined Benefit Plan

The Company provides for gratuity for employees in India as per the Payment of Gratuity Act, 1972. Employees who are in continuous service for a period of 5 years are eligible for gratuity. Every employee is entitled to the benefit equivalent to 15 days of total basic salary last drawn for each completed year of service.

The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognized past service costs and the fair value of any plan assets are deducted. The calculation of the Company's obligation under the plan is performed annually at the balance sheet date by a qualified actuary using the projected unit credit method.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at balance sheet date:

		Gratuity	
		For the year ended 31 March 2026	For the year ended 31 March 2025
a)	**Reconciliation of opening and closing balances of Defined Benefit obligation**		
	Defined Benefit obligation at the beginning of the year	**46.97**	50.46
	Interest Expense	**3.25**	3.59
	Current Service Cost	**5.74**	5.28
	Past Service Cost	**6.77**	
	Benefit paid	**(3.86)**	(10.46)
	Remeasurement of (Gain)/loss in other comprehensive income		
	Actuarial changes arising from changes in demographic assumptions	**–**	–
	Actuarial changes arising from changes in financial assumptions	**(6.87)**	1.60
	Actuarial changes arising from changes in experience adjustments	**8.75**	(3.50)
	Defined Benefit obligation at year end	**60.75**	46.97
b)	**Net defined benefit asset/ (liability) recognised in the balance sheet**		
	Fair value of plan assets	**–**	–
	Present value of defined benefit obligation	**(60.75)**	(46.97)
	Amount recognised in Balance Sheet- Asset/(Liability)	**(60.75)**	(46.97)
c)	**Net defined benefit expense (Recognised in the Statement of Profit and Loss for the year)**		
	Current Service Cost	**5.74**	5.28
	Past Service Cost	**6.77**	–
	Net Interest Cost	**3.25**	3.59
	Net defined benefit expense debited to Statement of Profit and Loss	**15.76**	8.87
d)	**Remeasurement (gain)/ loss recognised in other comprehensive income**		
	Actuarial changes arising from changes in demographic assumptions	**–**	–
	Actuarial changes arising from changes in financial assumptions	**(6.87)**	1.60
	Actuarial changes arising from changes in experience adjustments	**8.75**	(3.50)
	Return on Plan assets excluding interest income	**–**	–
	Recognised in other comprehensive income	**1.88**	(1.90)
e)	**Principal assumptions used in determining defined benefit obligation**	**As at 31 March 2026**	As at 31 March 2025
	Mortality Table (LIC)	**2012–14**	2012–14
		(Ultimate)	(Ultimate)
	Discount rate (per annum)	**7.54%**	6.92%
	Salary Escalation/ Future medical cost increase	**10.00%**	10.00%
	Attrition Rate		
	Upto 30 years	**3.00%**	3.00%
	Upto 31 years to 44 years	**2.00%**	2.00%
	Above 44 years	**1.00%**	1.00%

(All amounts in Indian ₹ Lacs, unless otherwise stated)

f) Quantitative sensitivity analysis for significant assumptions is as below:

	31 March 2026	31 March 2025
Increase/(decrease) on present value of defined benefits obligations at the end of the year		
Discount Rate		
Increase by 1.00%	**(9.46)**	(8.09)
Decrease by 1.00%	**13.02**	8.54
Salary Increase		
Increase by 1.00%	**11.90**	8.39
Decrease by 1.00%	**(9.99)**	(7.99)

g) Maturity profile of defined benefit obligation

	31 March 2026	31 March 2025
Within the next 12 months (next annual reporting period)	**0.86**	0.59
Between 1 and 2 years	**1.26**	0.99
Between 2 and 5 years	**3.29**	2.79
Over 5 years	**55.34**	42.60
Total expected payments	**60.75**	46.97

h) The estimates of rate of escalation in salary considered in actuarial valuation are after taking into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is as certified by the actuary.

i) Discount rate is based on the prevailing market yields of Indian Government securities as at the balance sheet date for the estimated term of the obligations.

j) The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

k) **Components of Other Comprehensive Income (OCI)**

	For the year ended 31 March 2026	For the year ended 31 March 2025
Re-measurement gains/(losses) on defined benefit plans	**(1.88)**	1.90
	(1.88)	1.90

l) On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws.

The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has considered restructured compensation of its employees with effect from April 1, 2026, and assessed the impact of the changes, consistent with the Labour Codes, draft rules, FAQs and legal opinion. The Company has presented such incremental impact as part of "Gratuity Expenses " in Note 20 in the financial statements for the year ended March 31, 2026. The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.

27 Segment Information

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. The Company's chief operating decision maker is the Board of Directors and the Company has only one reportable business segment i.e. defence sector.

Accordingly, the disclosure requirements of Ind AS 108 are not applicable.

Entity wide disclosure details as per Ind AS 108 on Operating segments are given below:

Information about geographical areas :

The following table shows the distribution of the Company's operating revenue by geographical location of customers, regardless of where the goods were produced/services were rendered from:

Particulars		**Year ended 31 March, 2026**	Year ended 31 March 2025
Revenue from operations	India	**4,136.85**	5,945.81
	Outside India	**367.42**	385.14

The following table shows the carrying amounts of non-current segment assets by geographical area in which the assets are located:

Particulars		**Year ended 31 March, 2026**	Year ended 31 March 2025
Non-current assets*	India	**1,337.59**	1,593.03
	Outside India	**–**	–

*** Non-current assets**

Particulars	**Year ended 31 March, 2026**	Year ended 31 March 2025
India		
Property, plant and equipment	**243.88**	287.21
Right-of-use assets	**81.80**	109.07
Intangible assets	**39.40**	56.39
Financial assets	**21.00**	19.24
Other non-current assets	**258.40**	428.01
Outside India	**–**	–
Total	**1,337.59**	1,593.03

Information about major customers:

Major individual customer with whom revenue exceeds more than 10% of the Company's revenue:

Particulars	**For the year ended 31 March 2026**	For the year ended 31 March 2025
Customer 1	**367.42**	14.98
Customer 2	**3,915.31**	5,816.57

(All amounts in Indian ₹ Lacs, unless otherwise stated)

28 Related party transactions

The related parties as per the terms of Ind AS-24,"Related Party Disclosures", as amended are disclosed below:-

(A) List of Related parties

(i) Related parties and nature of related party relationships where control exists*

Ultimate Holding Company

Mahindra & Mahindra Limited (M&M)

Holding Company

Mahindra Defence Systems Limited (MDSL), India) till 27 August,2025

Mahindra Advance Technologies Limited (MATL), India) w.e.f. 28 August,2025

(ii) Related parties and nature of related party relationships with whom transactions have taken place

Fellow Subsidiary

Mahindra Integrated Business Solutions Private Limited (MIBL)

Key management personnel

1	Mr. Jayantaraj Chatterjee (JC)	Chief Executive Officer (CEO) till 04 May, 2024
2	Mr. Raveeswaran Nagarajan (RN)	Managing Director (MD) with effect from 17 July, 2024 till 29 October,2025
3	Mr. Rajiv Gupta	Whole Time Director w.e.f 19 January,2026
4	Mr. Arun Gupta (AG)	Chief Financial Officer (CFO)
5	Mr. Ashvin Patni (AP)	Company Secretary (CS) till 03 July,2025
6	Ranju Ramdhan Chauhan	Company Secretary (CS) w.e.f. 20 October,2025

(B) Transactions during the year

For the year ended 31 March 2026

Particulars	**MDSL**	**M&M**	**MIBL**	**KMP**
Payment of lease liabilities	**30.24**	**–**	**–**	**–**
Shared service charges **	**63.00**	**–**	**1.08**	**–**
Interest on Inter Corporate Deposits	**270.75**	**–**	**–**	**–**
Facilitation fees for corporate guarantee ***	**14.00**	**–**	**–**	**–**
Inter Corporate Deposits taken	**5,700.00**	**–**	**–**	**–**
Inter Corporate Deposits repaid	**2,550.00**	**–**	**–**	**–**
Key managerial personnel			**–**	
Short-term Employee benefits	**–**	**–**	**–**	**–**
Total	**8,628.00**	**–**	**1.08**	**–**

** net of Goods and Services tax and applicable cess

*** The finance cost represents facilitation fees for a corporate guarantee amounting to Rs. 6,700 provided by Mahindra Defence Systems Limited to Axis Bank and HDFC Bank on behalf of the Company for sanction of working capital limits.

For the year ended 31 March 2025

Particulars	MDSL	M&M	MIBL	KMP
Payment of lease liabilities	28.80	–	–	–
Shared service charges **	60.00	–	1.08	–
Interest on Inter Corporate Deposits	233.91	–	–	–
Facilitation fees for corporate guarantee ***	14.00	–	–	–
Inter Corporate Deposits taken	3,390.00	–	–	–
Inter Corporate Deposits repaid	3,290.00	–	–	–
Key managerial personnel				
Short-term Employee benefits	–	–	–	0.50
Total	7,016.72	–	1.08	0.50

** net of Goods and Services tax and applicable cess

*** The finance cost represents facilitation fees for a corporate guarantee amounting to Rs. 6,700 provided by Mahindra Defence Systems Limited to Axis Bank and HDFC Bank on behalf of the Company for sanction of working capital limits.

(All amounts in Indian ₹ Lacs, unless otherwise stated)

Balance as at year end

Particulars	As at 31 March 2026				As at 31 March 2025			
	Trade payables*	**Security deposits**	**Borrowings**	**Other current financial liabilities**	Trade payables*	Security deposits	Borrowings	Other current financial liabilities
MDSL	**58.27**	**26.76**	**5,250.00**	**193.02**	597.39	26.76	2,100.00	80.28
MIBL	**0.10**	**–**	**–**	**–**	0.10	–	–	–
M&M	**–**	**–**	**–**	**–**	–	–	–	–
Total	**58.37**	**26.76**	**5,250.00**	**193.02**	**597.49**	**26.76**	**2,100.00**	**80.28**

* Including accruals

29 Fair value measurements

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

Financial instruments by category	Carrying Value		Fair Value	
	As at 31 March 2026	As at 31 March 2025	**As at 31 March 2026**	As at 31 March 2025
Financial assets at amortised cost				
Current Investment	**122.71**	–	**–**	–
Trade receivables	**8,027.94**	3,983.23	**–**	–
Cash and cash equivalents	**23.85**	56.83	**–**	–
Bank balances other than cash and cash equivalents above	**–**	–		
Other financial assets (current)	**678.01**	218.93	**–**	–
Other financial assets (non-current)	**21.00**	19.24	**–**	–
	8,873.51	4,278.23	**–**	–
Financial Liabilities at amortised cost				
Borrowings	**5,250.00**	2,100.00	**–**	–
Lease liabilities	**87.18**	108.52	**–**	–
Trade Payables	**2,602.64**	2,589.06	**–**	–
Other financial liabilities	**207.06**	95.28	**–**	–
	8,146.88	4,892.86	**–**	–

This section explains the judgments and estimates made in determining the fair values of the financial instruments that are:

a. Recognised and measured at fair value and

b. measured at amortised cost and for which fair values are disclosed in the financial statements.

To provide an indication about the reliability of the inputs used in determining fair value, the Company has classified its financial instruments into the three levels prescribed under the indian accounting standard 113.

Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities,

Level 2: other techniques for which all inputs that have a significant effect on the recorded fair value are observable, either directly or indirectly,

Level 3: techniques that use inputs that have a significant effect on the recorded fair value that are not based on observable market data.

Quantitative disclosures of fair value measurement hierarchy for assets as on 31 March 2026

	Carrying Value	**Fair Value**		
Assets carried at amortised cost for which fair value are disclosed	**31 March 2026**	Level 1	Level 2	Level 3
Other financial assets	**21.00**	–	–	21.00

Quantitative disclosures of fair value measurement hierarchy for assets as on 31 March 2025

	Carrying Value	**Fair Value**		
Assets carried at amortised cost for which fair value are disclosed	31 March 2025	Level 1	Level 2	Level 3
Other financial assets	19.24	–	–	19.24

Note : The management assessed that cash and cash equivalents, bank balance other than cash and equivalent, trade receivables, trade payables, borrowings and other financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

30 Financial risk management objectives and policies

The Company's principal financial liabilities comprise of trade payables, borrowings and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets includes security deposits given for rental properties taken on lease and equipment leases, trade and other receivables, and cash and cash equivalents that are derived directly from its operations.

The Company's financial risk management is an integral part of how to plan and execute its business strategies. The Company is exposed market risk, credit risk and liquidity risk.

The Company's senior management oversees the management of these risks. The senior professionals working to manage the financial risks and the appropriate financial risk governance framework for the Company are

accountable to the Board of Directors. This process provides assurance to Company's senior management that the Company's financial risk-taking activities are governed by appropriate policies and procedures and that financial risk are identified, measured and managed in accordance with Company policies and Company risk objective.

The Board of Directors reviews and agrees policies for managing each of these risks which are summarised as below:

(a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprises three types of risk: currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity price risk. Since its nature of business does not involve commodities, it is not exposed to interest rates risk and other price risk. Financial instruments affected by market risks include interest rate risk, deposits and foreign currency receivables and payables. The sensitivity analysis in the following sections relate to the position as at 31 March 2026. The analysis excludes the impact of movements in market variables on: the carrying values of gratuity and other post-retirement obligations, provisions, and the non-financial assets and liabilities. The sensitivity of the relevant profit and loss item is the effect of the assumed changes in the respective market risks. This is based on the financial assets and financial liabilities held as of 31 March 2026.

(i) Foreign Currency Risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in foreign currency). Foreign currency exchange rate exposure is party balanced by purchasing of goods from the respective countries. The Company evaluates exchange rate exposure arising from foreign currency transactions and follows establish risk management policies and plan the purchases and sales in manner with similar credit period and payment period that results in a natural hedge and cover risk arising due to volatility in the foreign currency risk.

Foreign currency risk sensitivity

The following table analyzes foreign currency risk from financial instruments as of 31 March 2026 and 31 March 2025:

(INR in Lacs)

	As at 31 March 2026			As at 31 March 2025		
Particulars	**USD**	**EUR**	**Total**	USD	EUR	Total
Trade Receivables	**39.23**	**–**	**39.23**	33.96	–	33.96
Trade Payable	**–**	**2,489.42**	**2,489.42**	–	1,893.24	1,893.24
Total	**39.23**	**2,489.42**	**2,528.65**	33.96	1,893.24	1,927.20

Foreign Currency Sensitivity

(INR in Lacs)

Effect in INR	Profit/(loss) before tax for the year ended 31 March 2026		Profit/(loss) before tax for the year ended 31 March 2025	
1% movement	**Strengthening**	**Weakening**	Strengthening	Weakening
USD	**0.39**	**(0.39)**	0.34	(0.34)
EUR	**24.89**	**(24.89)**	18.93	(18.93)
	25.29	**(25.29)**	19.27	(19.27)

(ii) Interest Rate Risk

Interest rate is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is not exposed to the risk of changes in market interest rates since the Company's investment in fixed deposits with bank are carried at amortised cost. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's secured loan from bank with fixed interest rate.

The Company evaluates the interest rates in the market on a regular basis to explore the option of refinancing of borrowings. Moreover, the Company's current borrowings are linked to fixed interest rates, thereby resulting in the carrying value of such borrowings approximates fair value.

The Company does not account for any fixed-rate financial assets or financial liabilities, at FVTPL, and the Company does not designate derivatives (interest rate swaps) as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rates at the reporting date would not affect profit or loss.

The interest rate profile of the Company's interest-bearing financial instruments is as follows:

	As at 31 March 2026	As at 31 March 2025
Fixed rate instruments		
Working capital demand loan/cash credit from banks (secured)	**–**	–
Inter-corporate deposits (unsecured)	**5,250.00**	2,100.00

In order to optimize the Company's position with regard to interest income and interest expenses and to manage the interest rate risk, the finance department undertakes the interest risk management exercise from time to time.

Sensitivity analysis

The below mentioned table demonstrates the sensitivity to a reasonably possible change in interest rates, with all variables held constant, (through the impact on floating rate loan)

	Impact on profit after tax / other equity	
	As at 31 March 2026	As at 31 March 2025
Interest rates - increase by 50 bps	**26.25**	10.50
Interest rates - decrease by 50 bps	**(26.25)**	(10.50)

(b) Credit Risk

Credit Risk is the risk that the counter party will not meet its obligation under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks, foreign exchange transactions and other financial instruments.

(i) Trade Receivables

Currently, the Company is primarily engaged in supplying goods to Telephonics Corporation which was one its shareholder till 17 June 2022. Further, for unrelated parties, the customer credit risk is managed by the Company's established policy, procedures and control relating to customer credit risk management.

Lifetime expected credit loss are the expected credit losses resulting from all possible default events over the expected life of a financial instrument.

Management believes that the unimpaired amounts that are 6 months past due date are still collectible in full. The Company considers the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period.

To assess whether there is a significant increase in credit risk the Company compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information. Considering the above factors the trade receivables continue to have a negligible credit risk on initial recognition and thereafter on each reporting date.

(All amounts in Indian ₹ Lacs, unless otherwise stated)

The impairment provisions for financial assets disclosed above are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

(ii) Financial instruments and cash deposits

Credit risk from balances with banks is managed by the Company with the its treasury policy. Investments of surplus funds are made in bank deposits and other risk free securities. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments. The Company's maximum exposure to credit risk for the components of the balance sheet at 31 March 2026 is the carrying amounts. The Company's maximum exposure relating to financial is noted in liquidity table below. Trade Receivables and other financial assets are written off when there is no reasonable expectation of recovery, such as debtor failing to engage in the repayment plan with the Company.

	As at 31 March 2026	As at 31 March 2025
Financial assets		
Current Investments	**122.71**	803.04
Trade Receivables	**8,027.94**	3,983.23
Cash and cash equivalents	**23.85**	56.83
Other financial assets (non-current)	**21.00**	19.24
Other financial assets (current)	**678.01**	218.93
	8,897.36	5,138.10

Credit risk on cash and cash equivalents and bank deposits is limited as the Company generally invests in deposits with banks with high credit ratings assigned by domestic credit rating agencies.

The ageing analysis of trade receivables (gross of provision) has been considered from the date the invoice falls due

Particulars	**As at 31 March 2026**	As at 31 March 2025
Neither past due nor impaired	**53.01**	49.49
0 to 180 days due past due date	**4,041.26**	3,933.74
More than 180 days past due date	**3,933.67**	–
Total Trade Receivables (gross of provision)	**8,027.94**	3,983.24

The following table summarises the change in loss allowance measured using the life time expected credit loss model:-

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	**–**	159.63
Provision during the year	**–**	–
Bad debts written off	**–**	(159.63)
Balance at the end of the year	**–**	–

(c) Liquidity risk

Liquidity risk is defined as the risk that the Company will not be able to settle or meet its obligations on time or at reasonable price. The Company's objective is to at all times maintain optimum levels of liquidity to meet its cash and liquidity requirements. The Company closely monitors its liquidity position and deploys a robust cash management system. It maintains adequate source of financing through the use of short term bank deposits and current account with bank. Processes and policies related to such risks are overseen by senior management. Management monitors the Company's liquidity position through rolling forecasts on the basis of expected cash flows.

Maturity profile of financial liabilities

The table below provides the details regarding the remaining contractual maturities of financial liabilities at the reporting date based on contractual undiscounted payments.

As at 31 March 2026	**Less than 1 year**	**1 to 5 years**	**Total**
Borrowings	**5,250.00**	**–**	**2,100.00**
Lease liabilities	**24.91**	**62.27**	**108.52**
Trade Payables	**2,602.64**		**2,589.06**
Other current financial liabilities	**207.06**	**–**	**95.28**

As at 31 March 2025	Less than 1 year	1 to 5 years	Total
Borrowings	2,100.00	–	2,100.00
Lease liabilities	21.34	87.18	108.52
Trade Payables	2,589.06	–	2,589.06
Other current financial liabilities	95.28	–	95.28

31 Capital Management

For the purposes of Company's capital management, capital includes equity attributable to the equity holders of the Company and all other equity reserves. The primary objective of the Company's capital management is to ensure that it maintains an efficient capital structure and maximise shareholder value. The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders or issue new shares. The Company is not subject to any externally imposed capital requirements. No changes were made in the objectives, policies or processes for managing capital during the year ended 31 March 2026 and 31 March 2025.

The Company monitors capital using gearing ratio, which is net payables (including borrowings) divided by total capital plus net payables (including borrowings).

Particulars	**31 March 2026**	31 March 2025
Borrowings and lease liabilities (net of cash and cash equivalent)	**5,313.33**	2,100.00
Net Debt	**5,313.33**	2,100.00
Equity	**1,071.28**	452.90
Total Capital	**1,071.28**	452.90
Capital and Net Debt	**6,384.61**	2,552.90
Gearing ratio	**83.22%**	82.26%

(All amounts in Indian ₹ Lacs, unless otherwise stated)

32. Income Taxes

		For the year ended 31 March 2026	For the year ended 31 March 2025
A	**Amount recognised in Statement of Profit and Loss**		
	Current tax		
	Current period (a)	–	–
	Deferred tax asset (net) (b)		
	Deferred tax asset (net)	–	–
	Tax expense	–	–
B	**Income tax recognised in other comprehensive income**		
	Remeasurements of defined benefit liability/(asset)		
	Before tax	**(1.88)**	1.90
	Tax (expense)/ benefit	**–**	–
	Net of tax	**(1.88)**	1.90
C	**Reconciliation of effective tax rate**		
	Profit before tax	**620.26**	540.19
	Enacted tax rates in India	**26.00%**	26.00%
	Computed tax expense	**161.27**	140.45
	Timing differences	**6.60**	(2.17)
	Tax on carried forward losses	**(167.87)**	(138.28)
	Income tax expense	**–**	–

		As at 31 March 2026	As at 31 March 2025
D	**Income tax assets and income tax liabilities**		
	Advance tax	**13.03**	8.02
		13.03	8.02
E	**Deferred tax assets (net)**		
	Deferred tax assets on account of:		
	Provision for employee benefits	**19.34**	15.33
	Carry forward business losses and unabsorbed depreciation	**638.17**	774.59
	Property plant and equipment	**4.62**	(3.00)
	Total deferred tax asset (A)	**662.12**	786.93
	Deferred tax liabilities on account of:		
	Property plant and equipment	**–**	–
	Total deferred tax liabilities (B)	**–**	–
	Net deferred tax assets /(liabilities) (A)-(B)	**662.12**	786.93
	Deferred tax assets recognised	**–**	**–**

The Company has significant unabsorbed depreciation and carry forward losses. Further, there exists no convincing evidence that sufficient taxable profit will be available against which such deferred tax assets can be realised. Accordingly, the Company has not recognised deferred tax assets in the books of account.

F Movement of temporary differences

	As at 31 March 2024	Temporary Difference	Carry forward business losses and Unabsorbed depreciation	As at 31 March 2025	Temporary Difference	Carry forward business losses and Unabsorbed depreciation	**As at 31 March 2026**
Property plant and equipment	(0.07)	(2.93)	–	(3.00)	7.62	–	**4.62**
Provision for employee benefits	17.17	(1.84)	–	15.33	4.01	–	**19.34**
Loss allowances on trade receivables	41.50	(41.50)	–	–	–	–	**–**
Carry forward business losses and unabsorbed depreciation	919.26	–	(144.66)	774.59	–	(136.43)	**638.17**
	977.87	(46.27)	(144.66)	786.93	11.62	(136.43)	**662.12**

Tax losses and tax credits for which no deferred tax asset was recognised expire as follows:

Particulars	Expiry date	**As at 31 March 2026**	Expiry date	As at 31 March 2025
Business Loss				
FY 2016-17	31-Mar-25	**–**	31-Mar-25	–
FY 2017-18	31-Mar-26	**–**	31-Mar-26	–
FY 2018-19	31-Mar-27	**–**	31-Mar-27	507.41
FY 2019-20	31-Mar-28	**607.02**	31-Mar-28	608.62
FY 2020-21	31-Mar-29	**162.97**	31-Mar-29	162.97
FY 2021-22	31-Mar-30	**534.64**	31-Mar-30	534.64
FY 2022-23	31-Mar-31	**185.52**	31-Mar-31	185.52
FY 2023-24	31-Mar-32	**120.55**	31-Mar-32	120.55
		1,610.70		2,119.70
Unabsorbed Depreciation carried forward indefinitely		**859.50**		859.50
Total		**2,470.20**		2,979.21

(All amounts in Indian ₹ Lacs, unless otherwise stated)

33 Earnings per share

a) Basic Earnings per share

	As at 31 March 2026	As at 31 March 2025
Numerator for earnings per share		
Profit/(Loss) after taxation	**620.26**	540.19
Denominator for earnings per share		
Weighted number of equity shares outstanding during the year	**50,784,313**	50,784,313
Earnings per share- Basic (one equity share of Rs 10 each)	**1.22**	1.06

The Company does not have any potential equity shares which have a dilutive impact on earnings per share, accordingly, basic and dilutive earnings per share are same.

34 Ageing analysis of Trade receivables is as follows :-

As at 31 March 2026

			Outstanding for following periods from due date of payment					
Particulars	**Unbilled**	**Not due**	**Less than 6 months**	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) Undisputed Trade receivables considered good	**13.75**	**39.26**	**4,041.26**	**–**	**3,933.67**	**–**	**–**	**8,027.94**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(iii) Undisputed Trade Receivables credit impaired	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed Trade Receivables considered good	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(v) Disputed Trade Receivables – which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(vi) Disputed Trade Receivables credit impaired	**–**	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Total	**13.75**	**39.26**	**4,041.26**	**–**	**3,933.67**	**–**	**–**	**8,027.94**

As at 31 March 2025

			Outstanding for following periods from due date of payment					
Particulars	Unbilled	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables considered good	13.75	35.74	3,933.74	–	–	–	–	3,983.23
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–	–	–
(iii) Undisputed Trade Receivables credit impaired	–	–	–	–	–	–	–	–
(iv) Disputed Trade Receivables considered good	–	–	–	–	–	–	–	–
(v) Disputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–	–	–
(vi) Disputed Trade Receivables credit impaired	–	–	–	–	–	–	–	–
Total	**13.75**	**35.74**	**3,933.74**	**–**	**–**	**–**	**–**	**3,983.23**

35 Ageing analysis of Trade payables is as follows :-

As on 31 March 2026

			Outstanding for following periods from due date of payment				
Particulars	**Unbilled dues**	**Not due**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME	**–**	**18.72**	**–**	**–**	**–**	**–**	**18.72**
(ii) Others	**25.45**	**2,523.45**	**35.02**	**–**	**–**	**–**	**2,583.92**
(iii) Disputed dues – MSME	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed dues - Others	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Total	**25.45**	**2,542.17**	**35.02**	**–**	**–**	**–**	**2,602.64**

(All amounts in Indian ₹ Lacs, unless otherwise stated)

As on 31 March 2025

Particulars	Unbilled dues	Not due	Outstanding for following periods from due date of payment: Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) MSME	–	14.64	–	–	–	–	14.64
(ii) Others	75.34	1,892.52	125.87	480.69	–	–	2,574.42
(iii) Disputed dues – MSME	–	–	–	–	–	–	–
(iv) Disputed dues - Others	–	–	–	–	–	–	–
Total	**75.34**	**1,907.16**	**125.87**	**480.69**	**–**	**–**	**2,589.06**

36 Analytical ratios

Ratio	Numerator	Denominator	Current Year	Previous Year	% variance	Reason for variance
Current Ratio	Total current assets	Total current liabilities	1.04	0.95	-9%	
Debt-equity ratio	Total debt	Total equity	4.98	4.88	-2%	
Debt service coverage ratio	Earnings available for debt service = Loss for the year + non-cash operating expenses + interest + other non-cash adjustments	Debt service = Interest +Lease Payments + Principal repayments	0.25	0.19	-32%	The decline in the ratio is mainly due to higher debt servicing requirements consequent to increased borrowings during the year.
Return on equity ratio	Profit / Loss for the year	Average total equity	81%	297%	73%	The variation is primarily driven by changes in profitability during the year compared to the previous period.
Inventory turnover ratio	Cost of material consumed	Average inventory	16.50	20.56	20%	
Trade receivable turnover ratio	Revenue from operations	Average trade receivables	0.75	1.59	53%	The decline in turnover is due to an increase in trade receivables coupled with a decrease in revenue from operations during the year.
Trade payables turnover ratio	Cost of material consumed + Other expenses	Average trade payables	1.27	2.56	50%	The change is attributable to a reduction in cost of materials consumed and an increase in average trade payables during the year.
Net capital turnover ratio	Revenue from operations	Working capital = Total current assets - Total current liabilities	13.30	(21.80)	161%	The significant variation is due to an increase in working capital during the year, including a shift from negative to positive working capital.
Net profit ratio	Profit / Loss for the year	Revenue from operations	14%	9%	61%	The improvement in net profit ratio is primarily due to higher profitability during the year.
Return on capital employed	Profit / Losses before tax and finance cost	Tangible Net Worth + Total Debt	14%	32%	-55%	The decrease in the ratio is due to lower operating returns relative to capital employed during the year.
Return on investment	Income generated from invested funds	Average investments	N.A.	N.A.	N.A.	The ratio is not applicable as the Company did not hold any investments during the year.

37 Other statutory information

i During the year, the Company has not entered into any transactions with companies struck off under section 248 of the Companies Act, 2013 or section 560 of Companies Act, 1956.

ii The Company has not traded or invested in Crypto currency or Virtual Currency during the year.

iii The Company does not have any such transaction which is not recorded in the books of account that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

iv The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property.

v No scheme of arrangement has been approved by the competent authority in term of Section 230 to 237 of the Company Act, 2013,

(All amounts in Indian ₹ Lacs, unless otherwise stated)

vi The Company has not advanced or loaned or invested funds to any other person or entity, including foreign entities (intermediaries) with the understanding that the intermediary shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company(ultimate beneficiaries) or

(b) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

vii The Company has not received any fund from any person or entity, including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Company shall:

(a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(b) provide any guarantee, security or the like on behalf of the ultimate beneficiaries.

viii The Company has not revalued its property, plant and equipment (including right-of-use assets) or intangible assets or both during the current or previous year.

ix The Company has not been declared a willful defaulter by any bank or financial institution or government or government authority.

x The Company has complied with the number of layers prescribed under the Companies Act, 2013.

xi The Company has borrowings from banks on the basis of security of current assets and all immovable Property, plant and equipment. The quarterly returns or statements of current assets filed by the Company with banks and financial institutions are in agreement with the books of accounts.

xii The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

xiii The title deeds/legal ownership of immovable properties as disclosed in the financial statements are held in the name of the Company.

xiv During the year the Company has not granted any loans or advances in nature of loans to Promoters, Directors, KMPs and other related parties.

xv The Company does not have any investment property.

38 The Company is in the process of establishing a comprehensive system of maintenance of information and documents as required by the transfer pricing legislation under Sections 92-92F of the Income-tax Act, 1961. During the period, Company has not entered into any international transactions with the associated enterprises accordingly, transfer pricing legislation under Section 92-92F of the Income-tax Act, 1961 will not have any impact on the financial statements.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Deepesh Sharma
Partner
Membership no. : 505725

Place: Gurugram
Date: 21 April 2026

For and on behalf of the Board of Directors of
Mahindra Telephonics Integrated Systems Limited

Vinod Kumar Sahay	**Mukul Verma**
Director	Director
DIN: 07884268	DIN: 02428217
Arun Gupta	**Ranju Ramdhan Chauhan**
CFO	Company Secretary
	ACS: 78305
Date: 21 April 2026	*Place: Mumbai*

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of
Mahindra Emirates Vehicle Armouring FZ-LLC
Ras Al Khaimah, UNITED ARAB EMIRATES

Report on the Audit of the Separate Financial Statements

Opinion

We have audited the separate financial statements of Mahindra Emirates Vehicle Armouring FZ - LLC (the Company), which comprise the separate statement of financial position as at 31 March 2026, and the separate statement of profit or loss and other comprehensive income, separate statement of changes in equity and separate statement of cash flows for the year then ended, and notes to the separate financial statements, including material accounting policy information.

In our opinion, the accompanying separate financial statements present fairly, in all material respects, the unconsolidated financial position of the Company as at 31 March 2026 and its unconsolidated financial performance and its unconsolidated cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Separate Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the separate financial statements in the United Arab Emirates, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of Matters

We draw attention to:

i) Note 2 to the separate financial statements which states that the Company has presented these financial statements as separate financial statements under International Accounting Standard (IAS) 27 wherein investment in subsidiary is carried at cost without consolidating the financial results of the subsidiary.

ii) Note 3.4 to the separate financial statements which states that the INR amounts in the accompanying separate financial statements are presented as supplementary information solely for the convenience of users of the separate financial statements. Such supplementary information does not form part of the separate financial statements. We have not audited this supplementary information and, accordingly, we do not express an opinion on this supplementary information.

Our opinion is not modified in respect of the above matters.

Other Information

The Board of Directors and management is responsible for the other information. The other information comprises the directors' report, which we obtained prior to the date of this auditor's report. The other information does not include the separate financial statements and our auditor's report thereon.

Our opinion on the separate financial statements does not cover the other information and we do not express any form of assurance or conclusion thereon.

In connection with our audit of the separate financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the separate financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information obtained up to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Separate Financial Statements

Management is responsible for the preparation and fair presentation of the separate financial statements in accordance with IFRS Accounting Standards as issued by the IASB and their preparation in compliance with the applicable provisions of the UAE Federal Decree Law No. (32) of 2021 (as amended) and for such internal control as management determines is necessary to enable the preparation of separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the separate financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Separate Financial Statements

Our objectives are to obtain reasonable assurance about whether the separate financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if,

individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these separate financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the separate financial statements, including the disclosures, and whether the separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Report on Other Legal and Regulatory Requirements

Further, as required by the UAE Federal Decree Law No. (32) of 2021 (as amended), we report that for the year ended 31 March 2026:

1. we have obtained all the information and explanations we considered necessary for the purposes of our audit;
2. the separate financial statements have been prepared and comply, in all material respects, with the applicable provisions of the UAE Federal Decree Law No. (32) of 2021 (as amended);
3. the Company has maintained proper books of account;
4. the financial information included in the Directors' report is consistent with the books of account of the Company;
5. the Company has not purchased or invested in shares or stocks during the year ended 31 March 2026;
6. note 10 to the financial statements discloses material related party transactions and balances and the terms under which they were conducted; and
7. based on the information that has been made available to us, nothing has come to our attention which causes us to believe that the Company has contravened during the financial year ended 31 March 2026 with any of the applicable provisions of the UAE Federal Decree Law No. 32 of 2021 (as amended) or its Memorandum and Articles of Association, which would materially affect its activities or its unconsolidated financial position as at 31 March 2026.

Saju Augustine FCA
Reg. No : 136
Kreston Menon Chartered Accountants

Ras Al Khaimah
13 April 2026

SEPARATE STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2026

	Notes	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Assets					
Non-current assets					
Property and equipment	5	**1,544,230**	**39,607,181**	1,368,529	31,873,038
Right-of-use assets	6	**2,294,791**	**58,857,944**	2,799,955	65,210,951
Investment in subsidiary	7	**25,900**	**664,296**	25,900	603,211
Total non-current assets		**3,864,921**	**99,129,421**	4,194,384	97,687,200
Current assets					
Inventories	8	**14,438,105**	**370,315,737**	20,158,554	469,492,723
Trade and other receivables	9	**19,746,966**	**506,480,059**	18,292,942	426,042,619
Due from related party	10.b	**360,491**	**9,246,053**	1,166,157	27,159,797
Cash and bank balances	11	**4,813,859**	**123,468,263**	401,382	9,348,187
Total current assets		**39,359,421**	**1,009,510,112**	40,019,035	932,043,326
Total assets		**43,224,342**	**1,108,639,533**	44,213,419	1,029,730,526
Equity and liabilities					
Equity					
Share capital	12	**10,000,000**	**256,485,000**	10,000,000	232,900,000
Statutory reserve	13	**2,299,159**	**58,969,979**	1,942,182	45,233,418
Retained earnings		**6,812,085**	**174,719,760**	3,599,291	83,827,486
Total equity		**19,111,244**	**490,174,739**	15,541,473	361,960,904
Liabilities					
Non-current liabilities					
Provision for employees' end of service benefits	14	**1,837,753**	**47,135,606**	1,575,356	36,690,040
Lease liabilities	15	**2,772,065**	**71,099,309**	3,282,981	76,460,627
Total non-current liabilities		**4,609,818**	**118,234,915**	4,858,337	113,150,667
Current liabilities					
Trade and other payables	16	**18,360,030**	**470,907,231**	19,388,555	451,559,446
Due to related parties	10.c	**34,250**	**878,462**	179,040	4,169,842
Borrowings	17	**–**	**–**	3,530,557	82,226,673
Lease liabilities	15	**645,007**	**16,543,462**	715,457	16,662,994
Provision for tax	25.b	**463,993**	**11,900,724**	–	–
Total current liabilities		**19,503,280**	**500,229,879**	23,813,609	554,618,955
Total liabilities		**24,113,098**	**618,464,794**	28,671,946	667,769,622
Total equity and liabilities		**43,224,342**	**1,108,639,533**	44,213,419	1,029,730,526

The accompanying notes form an integral part of these financial statements.

The report of the independent auditor is set forth as an integral part of these financial statements.

Authorised for issue by the Board of Directors on 13 April 2026.

For and on behalf of the board of Mahindra Emirates Vehicle Armouring

Engineer Esmaeel Hasan Esmaeel	
Mohammed Al blooshi	Director
Rajiv Gupta	Director & CEO
Johnmon Xavier	CFO

Place: Ras al khaimah
Date: 13 April, 2026

SEPARATE STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MARCH 2026

	Notes	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Revenue	18	**48,125,559**	**1,234,348,400**	44,298,863	1,031,720,519
Cost of revenue	19	**(38,715,534)**	**(992,995,374)**	(35,250,893)	(820,993,299)
Gross profit		**9,410,025**	**241,353,026**	9,047,970	210,727,220
Other income	20	**663,157**	**17,008,982**	42,229	983,513
Administrative expenses	21	**(5,182,479)**	**(132,922,812)**	(5,000,722)	(116,466,813)
Selling expenses	22	**(631,621)**	**(16,200,131)**	(371,364)	(8,649,069)
Profit from operating activities		**4,259,082**	**109,239,065**	3,718,113	86,594,851
Interest income		**13,080**	**335,482**	16,219	377,741
Finance costs	23	**(238,398)**	**(6,114,552)**	(578,504)	(13,473,358)
Profit before tax		**4,033,764**	**103,459,995**	3,155,828	73,499,234
Income tax	25.a	**(463,993)**	**(11,900,724)**	–	–
Profit for the year		**3,569,771**	**91,559,271**	–	–
Other comprehensive income		**–**	**–**	–	–
Total comprehensive income for the year		**3,569,771**	**91,559,271**	3,155,828	73,499,234

The accompanying notes form an integral part of these financial statements.

The report of the independent auditor is set forth as an integral part of these financial statements.

SEPARATE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

	Share capital AED	Statutory reserve AED	Retained earnings AED	Total AED
Balance at 1 April 2024	10,000,000	1,626,599	3,259,046	14,885,645
Total comprehensive income for the year	_	_	3,155,828	3,155,828
Transfer to statutory reserve	_	315,583	(315,583)	_
Dividend paid (Note 26)	_	_	(2,500,000)	(2,500,000)
Balance at 31 March 2025	**10,000,000**	**1,942,182**	**3,599,291**	**15,541,473**
Total comprehensive income for the year	_	_	3,569,771	3,569,771
Transfer to statutory reserve	_	356,977	(356,977)	_
Balance at 31 March 2026	**10,000,000**	**2,299,159**	**6,812,085**	**19,111,244**

The accompanying notes form an integral part of these financial statements.

The report of the independent auditor is set forth as an integral part of these financial statements.

Unaudited Supplementary Information (refer note 3.4)

	Share capital INR	Statutory reserve INR	Retained earnings INR	Total INR
Balance at 1 April 2024	227,000,000	36,923,797	73,980,343	337,904,140
Total comprehensive income for the year	–	–	73,499,234	73,499,234
Transfer to statutory reserve	–	7,349,928	(7,349,928)	–
Dividend paid (Note 26)	–	–	(58,225,000)	(58,225,000)
Effects of foreign exchange differences	5,900,000	959,693	1,922,837	8,782,530
Balance at 31 March 2025	**232,900,000**	**45,233,418**	**83,827,486**	**361,960,904**
Total comprehensive income for the year	–	–	91,559,271	91,559,271
Transfer to statutory reserve	–	9,155,925	(9,155,925)	–
Effects of foreign exchange differences	23,585,000	4,580,636	8,488,928	36,654,564
Balance at 31 March 2026	**256,485,000**	**58,969,979**	**174,719,760**	**490,174,739**

The accompanying notes form an integral part of these financial statements.

The report of the independent auditor is set forth as an integral part of these financial statements.

SEPARATE STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Cash flows from operating activities				
Profit before tax	**4,033,764**	**103,459,995**	3,155,828	73,499,234
Adjustments for:				
Depreciation of right-of-use assets	**505,164**	**12,956,700**	505,163	11,765,247
Finance costs	**238,398**	**6,114,552**	578,504	13,473,358
Depreciation of property and equipment	**587,880**	**15,078,240**	546,487	12,727,682
Provision for employees' end of service benefits	**305,798**	**7,843,260**	297,515	6,929,124
(Reversal of excess provision)/Provision for slow moving inventories	**(6,916)**	**(177,385)**	73,586	1,713,818
Remission of liabilities	**(530,768)**	**(13,613,403)**	–	–
Gain on disposal of property and equipment	**(15,452)**	**(396,321)**	–	–
Reversal of excess provision for expense	**–**	**–**	(31,852)	(741,833)
Interest income	**(13,080)**	**(335,482)**	(16,219)	(377,741)
Allowance for impairment of trade receivables	**228,460**	**5,859,656**	78,102	1,818,996
Operating cash flows before changes in working capital	**5,333,248**	**136,789,812**	5,187,114	120,807,885
Decrease/(increase) in inventories	**5,727,365**	**146,898,321**	(11,400,367)	(265,514,547)
(Increase) in trade and other receivables	**(1,682,484)**	**(43,153,191)**	(7,837,850)	(182,543,527)
Decrease in due from related party	**805,666**	**20,664,124**	7,811,955	181,940,432
(Decrease)/increase in trade and other payables	**(497,757)**	**(12,766,720)**	6,099,755	142,063,294
(Decrease)/increase in due to related parties	**(144,790)**	**(3,713,646)**	2,639	61,462
Cash generated from/(used in) operations	**9,541,248**	**244,718,700**	(136,754)	(3,185,001)
Employees' end of service benefits paid	**(43,401)**	**(1,113,171)**	(163,282)	(3,802,838)
Net cash generated from/(used in) operating activities	**9,497,847**	**243,605,529**	(300,036)	(6,987,838)
Cash flows from investing activities				
Purchase of property and equipment	**(763,581)**	**(19,584,697)**	(220,052)	(5,125,011)
Proceeds from disposal of property and equipment	**15,452**	**396,321**	–	–
Decrease/(increase) in fixed deposits	**84,703**	**2,172,505**	(44,894)	(1,045,581)
Interest income	**13,080**	**335,482**	16,219	377,741
Net cash (used in) investing activities	**(650,346)**	**(16,680,389)**	(248,727)	(5,792,852)
Cash flows from financing activities				
(Decrease)/increase in borrowings	**(3,530,557)**	**(90,553,491)**	3,530,557	82,226,673
Interest paid on lease liabilities	**(206,684)**	**(5,301,135)**	(238,728)	(5,559,975)
Interest paid on borrowings	**(31,714)**	**(813,417)**	(339,776)	(7,913,383)
Repayment of lease liabilities	**(581,366)**	**(14,911,165)**	(492,577)	(11,472,118)
Dividend paid	**–**	**–**	(2,500,000)	(58,225,000)
Net cash (used in) financing activities	**(4,350,321)**	**(111,579,208)**	(40,524)	(943,803)
Net increase/(decrease) in cash and cash equivalents	**4,497,180**	**115,345,932**	(589,287)	(13,724,493)
Cash and cash equivalents at beginning of year	**64,895**	**1,511,405**	654,182	14,849,931
Effects of foreign exchange differences	**–**	**153,044**	–	385,967
Cash and cash equivalents at end of year (Note 11)	**4,562,075**	**117,010,381**	64,895	1,511,405

The accompanying notes form an integral part of these financial statements.

The report of the independent auditor is set forth as an integral part of these financial statements.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. GENERAL INFORMATION :

Mahindra Emirates Vehicle Armouring FZ - LLC (the Company) is a Free Zone Limited Liability Company registered with Ras Al Khaimah Economic Zone (RAKEZ), Ras Al Khaimah, United Arab Emirates. The registered office address of the Company is P.O. Box. 39893, RAKEZ, Ras Al Khaimah, United Arab Emirates and principal place of business is located in Ras Al Khaimah, UAE. The Company has a branch registered in the emirate of Dubai.

The Company has a wholly owned subsidiary - Mahindra Armored Vehicles Jordan LLC (the Subsidiary), in Aqaba, Jordan.

The principal activities of the Company are trading & assembling of automobiles, specialised vehicles, auto spare parts & components, auto accessories, tyres & rims and manufacturing of vehicle bodies & vehicle upholstery services.

2. PRESENTATION OF SEPARATE FINANCIAL STATEMENTS OF PARENT COMPANY :

These financial statements are presented as separate financial statements wherein investment of the Company in its subsidiary is carried at cost without consolidating the financial results of the Subsidiary. The Company also prepares consolidated financial statements that comply with International Financial Reporting Standards. In these separate financial statements, investment in subsidiary is accounted for as explained in note 3.8.

3. SUMMARY OF MATERIAL ACCOUNTING POLICY INFORMATION :

3.1 Basis of preparation

The separate financial statements have been prepared on the historical cost basis. The separate financial statements are presented in Arab Emirates Dirhams (AED) and all values are rounded to the nearest AED. The principal accounting policies adopted are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

3.2 Statement of compliance

The separate financial statements of the Company have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IASB).

3.3 Application of new and revised IFRS Accounting Standards

In the current year, the Company has applied the following amendment to IFRS Accounting Standards issued by the IASB, which is mandatorily effective for an accounting period that begins on or after 1 April 2025. Its application has not had any material impact on the disclosures or on the amounts reported in these separate financial statements.

Amendments to IAS 21- Lack of Exchangeability

The following Standards, amendments thereto and interpretations have been issued prior to 31 March 2026 but have not been applied in these separate financial statements as their effective dates of application are for future periods. It is anticipated that their application in the relevant accounting periods will have impact only on disclosures within the separate financial statements.

Amendments to IFRS 9 and IFRS 7: Disclosures Regarding the Classification and Measurement of Financial Instruments - 1 January 2026

Annual Improvements to IFRS Accounting Standards - Volume 11: Amendments to IFRS 1, IFRS 7,

IFRS 9, IFRS 10, and IAS 7 - 1 January 2026

IFRS 18: Presentation and Disclosure in Financial Statements - 1 January 2027

IFRS 19: Subsidiaries without Public Accountability: Disclosures - 1 January 2027

Amendment to IAS 21 - Translation to a Hyperinflationary Presentation Currency - 1 January 2027

3.4 Convenience translation

In addition to presenting the separate financial statements in AED, supplementary information in INR has been presented for the convenience of users of the separate financial statements. All amounts are translated from AED to INR at the closing exchange rate at 31 March 2025 of INR 25.6485 (31 March 2025: INR 23.2900) to AED 1.

3.5 Foreign currencies

(a) Functional and presentation currency

The separate financial statements are prepared and the items included in the separate financial statements are measured using the currency of the primary economic environment in which the Company operates ('the functional currency'). The separate financial statements are presented in AED, which is the Company's functional and presentation currency.

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of outstanding amounts of such transactions and from the re-translation of monetary assets and liabilities denominated in foreign currencies at the end of the reporting period are recognised in the profit or loss. At the end of each reporting period, monetary items denominated in foreign currencies are re-translated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are re-translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions.

3.6 Property and equipment

Property and equipment is stated at cost less accumulated depreciation and identified impairment losses, if any. Cost includes expenditure that is directly attributable to the acquisition of the items including installation costs. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance expenses are charged to the profit or loss during the reporting period in which they are incurred.

The depreciation is calculated on a straight-line basis over the estimated useful lives of the assets, as follows;

	Years
Leasehold improvements	10
Machinery and equipment	7 - 8
Prototype	4
Furniture and equipment	4
Motor vehicles	4

In the case of leasehold improvements, it is assumed that the lease will continue to be renewed over the useful life.

The assets' residual values and useful lives are reviewed at the end of the reporting period, with the effect of any changes in estimates adjusted on a prospective basis. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

The gains or losses arising on the disposal or retirement of an item of property and equipment is determined by comparing the disposal proceeds with the carrying amount of the asset and is recognised in the profit or loss.

3.7 Leases

The Company as lessee

The Company assesses whether a contract is or contains a lease, at inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

Lease liabilities are measured at the present value of the contractual payments due to the lessor over the lease term, with the discount rate determined by reference to the rate inherent in the lease unless (as is typically the case) this is not readily determinable, in which case the Company's incremental borrowing rate on commencement of the lease is used. Variable lease payments are only included in the measurement of the lease liability if they depend on an index

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

or rate. In such cases, the initial measurement of the lease liability assumes the variable element will remain unchanged throughout the lease term. Other variable lease payments are expensed in the period to which they relate.

On initial recognition, the carrying value of the lease liability also includes:

– amounts expected to be payable under any residual value guarantee;

– the exercise price of any purchase option granted in favour of the Company if it is reasonably certain to assess that option;

– any penalties payable for terminating the lease, if the term of the lease has been estimated on the basis of termination option being exercised.

Right-of-use assets are initially measured at the amount of the lease liability, reduced for any lease incentives received, and increased for:

– lease payments made at or before commencement of the lease;

– initial direct costs incurred; and

– the amount of any provision recognised where the Company is contractually required to dismantle, remove or restore the leased asset.

Subsequent to initial measurement, lease liabilities increase as a result of interest charged at a constant rate on the balance outstanding and are reduced for lease payments made. Right-of-use assets are amortised on a straight-line basis over the remaining term of the lease or over the remaining economic life of the asset if, rarely, this is judged to be shorter than the lease term.

When the Company revises its estimate of the term of any lease (because, for example, it re-assesses the probability of a lease extension or termination option being exercised), it adjusts the carrying amount of the lease liability to reflect the payments to make over the revised term, which are discounted using a revised discount rate.

The carrying value of lease liabilities is similarly revised when the variable element of future lease payments dependent on a rate or index is revised, except the discount rate remains unchanged. In both cases an equivalent adjustment is made to the carrying value of the right-of-use asset, with the revised carrying amount being amortised over the remaining (revised) lease term. If the carrying amount of the right-of-use asset is adjusted to zero, any further reduction is recognised in profit or loss.

When the Company renegotiates the contractual terms of a lease with the lessor, the accounting depends on the nature of the modification:

– if the renegotiation results in one or more additional assets being leased for an amount commensurate with the standalone price for the additional rights-of-use obtained, the modification is accounted for as a separate lease in accordance with the above policy.

– in all other cases where the renegotiation increases the scope of the lease (whether that is an extension to the lease term, or one or more additional assets being leased), the lease liability is remeasured using the discount rate applicable on the modification date, with the right-of-use asset being adjusted by the same amount.

– if the renegotiation results in a decrease in the scope of the lease, both the carrying amount of the lease liability and right-of-use asset are reduced by the same proportion to reflect the partial or full termination of the lease with any difference recognised in profit or loss. The lease liability is then further adjusted to ensure its carrying amount reflects the amount of the renegotiated payments over the renegotiated term, with the modified lease payments discounted at the rate applicable on the modification date. The right-of-use asset is adjusted by the same amount.

For contracts that both convey a right to the Company to use an identified asset and require services to be provided to the Company by the lessor, the Company has elected to account for the entire contract as a lease, i.e. it does not allocate any amount of the contractual payments to, and account separately for, any services provided by the supplier as part of the contract.

3.8 Investment in subsidiary

Subsidiaries are entities (including structured entities) controlled by the Company. Control is achieved when the Company has power over the investee; is exposed, or has rights to variable returns from its involvement with the investee; and has the ability to use its power to affect its returns. The Company reassesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements if control listed.

When the Company has less than a majority of voting rights of an investee, it has power over the investee when the voting rights are sufficient to give it practical ability to direct the relevant activities of the investee unilaterally. The Company considers all relevant facts and circumstances in assessing whether or not the Company's voting rights in an investee are sufficient to give it power.

Investment in subsidiary is stated at cost less identified impairment losses, if any.

3.9 Inventories

Inventories are valued at the lower of cost and net realisable value. Cost is determined on a weighted average cost basis and comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing them to their present location and condition. Net realisable value represents the estimate of the selling price in the ordinary course of business, less all estimated costs to completion and costs necessary to make the sale.

Costs incurred in bringing each item to its present location and condition are accounted for as follows:

Steel & carpets and others	– purchase cost
Vehicles	– cost of direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity but excluding borrowing costs.

3.10 Impairment of tangible and right-of-use assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and right-of-use assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in the profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in the profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as revaluation increase.

3.11 Financial instruments

Financial assets and financial liabilities are recognised in the Company's separate statement of financial position when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities (unless it is a trade receivable without a significant financing component that is initially measured at the transaction price) are initially measured at fair value plus or minus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition.

Financial assets

A financial asset is classified as measured at: amortised cost; fair value through other comprehensive income ("FVTOCI") – debt investment; fair value through other comprehensive income ("FVTOCI") – equity investment; or fair value through profit or loss ("FVTPL"). The classification of financial assets is generally based on the business model in which a financial asset is managed and its contractual cash flow characteristics.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

– it is held within a business model whose objective is to hold assets to collect contractual cash flows; and

– its contractual terms give rise on specified dates to cash flows that are; solely; payments of principal and interest on the outstanding principal amount.

All financial assets of the Company are classified as and are subsequently measured at amortised cost using the effective interest method and is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment losses are recognised in profit or loss.

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

Financial liabilities

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognized in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognized in profit or loss.

All financial liabilities of the Company are classified as and are subsequently measured at amortised cost using the effective interest method.

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. The difference between the carrying amount of the financial liability derecognised and the sum of consideration paid and payable is recognised in profit or loss.

3.12 Impairment of financial assets

'Expected Credit Loss' (ECL) model requires considerable judgement in selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period. The Company records an allowance for ECLs for all financial assets at amortised cost, debt investments at FVTOCI, but not to investments in equity instruments.

The Company measures impairment allowances using general or simplified approach as considered appropriate. Loss allowances are measured on either of the following bases:

12 month ECLs: these are ECLs that result from possible default within 12 months after the reporting date; and

Lifetime ECLs: these are ECLs that result from all possible default events over the expected life of a financial instrument.

ECLs under the general approach are a probability weighted estimate of credit losses which are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive. The shortfall is then discounted at an approximation to the asset's original effective interest rate.

ECLs under the standard's simplified approach are calculated based on lifetime expected credit losses. The Company has established a provision matrix that is based on the Company's historical credit loss experience, adjusted for forward-looking factors specific to the financial assets and the economic environment.

The Company considers a financial asset in default when contractual payments are past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by Company.

3.13 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand and bank deposits free of encumbrance with a maturity date of three months or less from the date of deposit and other short-term highly liquid investments with a maturity date of three months or less from the date of investment, net of temporary bank overdrafts.

3.14 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation; and a reliable estimate can be made of the amount of the obligation. The expense relating to any provision is recognised in the profit or loss, net of any reimbursement.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. Provisions are not recognised for future operating losses.

3.15 Provision for employees' benefits

Provision for employees' end of service benefits is made in accordance with the UAE labour laws, and is based on current remuneration and periods of service at the end of the reporting period.

Provision is made for the estimated liability for employees' entitlement to annual leave as a result of services rendered by the employees up to the end of the reporting period. The provision relating to annual leave is disclosed as a current liability, while the provision relating to employees' end of service benefits is disclosed as a non-current liability.

3.16 Income tax

The income tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

Current tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to tax authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date, in the United Arab Emirates.

Current tax relating to items recognised directly in equity is recognised in equity and not in the separate statement of profit or loss. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax assets and liabilities are measured using enacted or substantively enacted income tax rates as at the reporting date that are anticipated to apply to taxable income in the years in which temporary differences are anticipated to be recovered or settled. Changes to these balances are recognized in the separate statement of profit or loss or in other comprehensive income in the period they occur.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered. Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

3.17 Revenue recognition

Revenue is recognised when a customer obtains control of the goods or services. Determining the timing of the transfer of control, at a point in time or over time, requires judgement. The Company recognises revenue from sale of goods or rendering of services based on a five-step model as set out below:

Step 1. Identify the contract(s) with a customer: A contract is defined as an agreement between two or more parties that creates enforceable rights and obligations and sets out the criteria for every contract that must be met.

Step 2. Identify the performance obligations in the contract: A performance obligation is a promise in a contract with a customer to transfer goods or rendering of services to the customer.

Step 3. Determine the transaction price: The transaction price is the amount of consideration to which the Company expects to be entitled in exchange for transferring promised goods or rendering of services to a customer, excluding amounts collected on behalf of third parties.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

Step 4. Allocate the transaction price to the performance obligations in the contract: For a contract that has more than one performance obligation, the Company will allocate the transaction price to each performance obligation in an amount that depicts the amount of consideration to which the Company expects to be entitled in exchange for satisfying each performance obligation.

Step 5. Recognise revenue when (or as) the Company satisfies a performance obligation.

The Company satisfies a performance obligation and recognises revenue over time, if one of the following criteria is met:

1. The customer simultaneously receives and consumes the benefits provided by the Company's performance as the Company performs; or
2. The Company's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
3. The Company's performance does not create an asset with an alternative use to the Company and the Company has an enforceable right to payment for performance completed to date.

For performance obligations where one of the above conditions are not met, revenue is recognised at the point in time at which performance obligation is satisfied.

When the Company satisfies a performance obligation by delivering the promised goods or rendering the promised services, it creates a contract asset based on the amount of consideration earned by the performance. Where the amount of consideration received from a customer exceeds the amount of revenue recognised, this gives rise to a contract liability.

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment and excluding taxes and duty.

Sale of goods

Revenue from sale of armoured vehicles and accessories is recognized at the point in time when control of the goods is transferred to the customer, generally on delivery of goods and issuance of the invoices to customers.

Storage income

Storage income is recognised over time on a straight line basis over the agreed storage period.

Interest income

Interest income is accrued on a time basis, by reference to the principal outstanding and effective interest rate applicable.

4. CRITICAL ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS:

The preparation of the Company's separate financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenue, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. Actual results may differ from these estimates.

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below;

a) Estimated useful life of property and equipment

Management assigns useful lives and residual values to property & equipment based on the intended use and the economic lives of those assets. Subsequent changes in circumstances could result in the actual useful lives or residual values differing from initial estimates. Where management determines that the useful life or residual value of an asset requires amendment, the net book amount in excess of the residual value is depreciated over the revised remaining useful life.

b) Impairment of non-financial assets

Assessments of net recoverable amounts of property & equipment, right-of-use assets and other non-financial assets are based on assumptions regarding future cash flows expected to be received from the related assets.

c) Inventory provisions

The Company reviews the carrying amounts of the inventories at the end of the reporting period and assesses the likely realization proceeds taken into account, the age of inventory, estimated future demand for various items in the inventory, and physical damage etc. Based on the assessment, adequate provisions are made as at the end of the reporting period.

d) Business model assessment

Classification and measurement of financial assets depends on the results of the Solely Payments of Principal and Interest (SPPI) and the business model test. The Company determines the business model at a level that reflects how groups of financial assets are managed together to achieve a particular business objective. This assessment includes judgement reflecting all relevant evidence including how the performance of the assets is evaluated and their performance measured, the risks that affect the performance of the assets and how these are managed and how the managers of the assets are compensated.

The Company monitors financial assets measured at amortised cost or fair value through other comprehensive income that are derecognised prior to their maturity to understand the reason for their disposal and whether the reasons are consistent with the objective of the business for which the asset was held. Monitoring is part of the Company's continuous assessment of whether the business model for which the remaining financial assets are held continues to be appropriate and if it is not appropriate whether there has been a change in business model and so a prospective change to the classification of those assets.

e) Significant increase in credit risk

ECLs are measured as an allowance equal to 12-month ECL for stage 1 assets, or lifetime ECL for stage 2 or stage 3 assets. An asset moves to stage 2 when its credit risk has increased significantly since initial recognition. IFRS 9 does not define what constitutes a significant increase in credit risk. In assessing whether the credit risk of an asset has significantly increased the Company takes into account qualitative and quantitative reasonable and supportable forward-looking information.

f) Calculation of loss allowance

When measuring ECL the Company uses reasonable and supportable forward-looking information, which is based on assumptions for the future movement of different economic drivers and how these drivers will affect each other.

Loss given default is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, taking into account cash flows from collateral and integral credit enhancements.

Probability of default constitutes a key input in measuring ECL. Probability of default is an estimate of the likelihood of default over a given time horizon, the calculation of which includes historical data, assumptions and expectations of future conditions.

g) Lease term and useful lives of right-of-use assets

The Company's management determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

h) Provision for warranties

In respect of sale of goods, the estimated liability for product warranties is recorded when products are sold. These estimates are established using historical information on the nature, frequency and average cost of warranty claims and management estimates regarding possible future incidence based on corrective actions on product failures (except warranties backed by the supplier).

5. PROPERTY AND EQUIPMENT :

Movement in property and equipment are detailed on page number 43.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

6. RIGHT-OF-USE ASSETS :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Cost				
Balance at beginning of year	**5,830,933**	**135,802,429**	5,830,933	132,362,179
Effects of foreign exchange differences	**–**	**13,752,255**	–	3,440,250
Balance at end of year	**5,830,933**	**149,554,684**	5,830,933	135,802,429
Accumulated depreciation				
Balance at beginning of year	**3,030,978**	**70,591,478**	2,525,815	57,336,000
Charge for the year	**505,164**	**12,956,700**	505,163	11,765,247
Effects of foreign exchange differences	**–**	**7,148,562**	–	1,490,231
Balance at end of year	**3,536,142**	**90,696,740**	3,030,978	70,591,478
Net book amount	**2,294,791**	**58,857,944**	2,799,955	65,210,951

Right-of-use assets represents long term usage rights of leased warehouses located in Al Hamra Free Zone, Ras Al Khaimah and are depreciated on a straight line basis over its estimated useful life. The depreciation charge has been allocated in the separate statement of profit or loss and other comprehensive income are as detailed below:

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Cost of revenue (Note 19)	**252,582**	**6,478,349**	404,130	9,412,188
Administrative expenses (Note 21)	**252,582**	**6,478,349**	101,033	2,353,059
	505,164	**12,956,698**	505,163	11,765,247

7. INVESTMENT IN SUBSIDIARY :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Mahindra Armored Vehicles (Jordan) LLC	**25,900**	**664,296**	25,900	603,211

Mahindra Armored Vehicles (Jordan) LLC (the Subsidiary), is a Limited Liability Company incorporated in Jordan and the Company is holding 100% of its share capital. The principal activities of the Subsidiary are manufacturing, armoring and sale of armored vehicles, bullet-proof vehicles, security vehicles, military vehicles, cash in transit vehicles, police vehicles, ambulance & special-purpose vehicles.

8. INVENTORIES :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Vehicles	**12,542,888**	**321,706,264**	17,549,470	408,727,157
Steel and carpets	**1,366,840**	**35,057,396**	2,068,365	48,172,221
Others	**774,711**	**19,870,175**	793,969	18,491,538
	14,684,439	**376,633,835**	20,411,804	475,390,916
Less: Provision for slow moving inventories	**(246,334)**	**(6,318,098)**	(253,250)	(5,898,193)
	14,438,105	**370,315,737**	20,158,554	469,492,723

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

a. Movement of the provision for slow moving inventories is as follows:

	31.03.2026 AED	**Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR**	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Balance at beginning of year	**253,250**	**5,898,193**	179,664	4,078,373
(Excess provision reversed)/provision made during the year (Note 19)	**(6,916)**	**(177,385)**	73,586	1,713,818
Effects of foreign exchange differences	**–**	**597,316**	–	106,002
Balance at end of year	**246,334**	**6,318,124**	253,250	5,898,193

9. TRADE AND OTHER RECEIVABLES :

	31.03.2026 AED	**Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR**	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Trade receivables	**7,967,879**	**204,364,145**	11,024,981	256,771,807
Allowance for impairment of trade receivables	**(527,214)**	**(13,522,248)**	(298,754)	(6,957,981)
	7,440,665	**190,841,897**	10,726,227	249,813,826
Advance to suppliers	**11,425,252**	**293,040,576**	6,459,767	150,447,973
Refundable deposits	**507,613**	**13,019,512**	617,030	14,370,629
Prepayments	**226,552**	**5,810,719**	172,966	4,028,378
VAT receivable[1]	**77,224**	**1,980,680**	249,988	5,822,221
Advance to employees	**69,660**	**1,786,675**	66,964	1,559,592
	19,746,966	**506,480,059**	18,292,942	426,042,619

Trade receivables which are neither past due nor impaired amounted to AED 1,406,927/- equivalent to INR 36,085,568/- (2025: AED 9,879,171/- equivalent to INR 230,085,892/-).

An age analysis of trade receivables that were past due but not impaired is as follows:

	31.03.2026 AED	**Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR**	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Upto 30 days past due	**–**	**–**	10,793	251,369
31 - 60 days past due	**–**	**–**	–	–
61 - 90 days past due	**–**	**–**	–	–
91 - 180 days past due	**305,025**	**7,823,434**	278,481	6,485,822
Over 180 days past due	**5,728,713**	**146,932,895**	557,782	12,990,743
Total	**6,033,738**	**154,756,329**	847,056	19,727,934

An analysis of trade receivables considered to be impaired due to non-recovery or perceived difficulty in recovery is discussed as follows:

	31.03.2026 AED	**Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR**	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Gross value	**527,214**	**13,522,248**	298,754	6,957,981
Allowance	**(527,214)**	**(13,522,248)**	(298,754)	(6,957,981)
Carrying value	**–**	**–**	–	–

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

a. Movement in the allowance for impairment of trade receivables is as follows:

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Balance at beginning of year	**298,754**	**6,957,981**	220,652	5,008,800
Allowance made during the year (Note 22)	**228,460**	**5,859,656**	78,102	1,818,996
Effects of foreign exchange differences	**–**	**704,611**	–	130,185
Balance at end of year	**527,214**	**13,522,248**	298,754	6,957,981

The following table provides information about the ECLs for trade receivables as at 31 March 2026:

	Weighted average loss rate %	Gross carrying amount AED	Loss allowance AED	Unaudited Supplementary Information (refer note 3.4) Loss allowance INR
Current (not past due)	**0.000%**	**1,406,927**	**24**	**616**
Upto 30 days past due	**0.000%**	**–**	**–**	**–**
31 - 60 days past due	**0.000%**	**–**	**–**	**–**
61 - 90 days past due	**0.000%**	**–**	**–**	**–**
91 - 180 days past due	**0.000%**	**305,025**		
Over 180 days past due	**8.427%**	**6,255,927**	**527,190**	**13,521,632**
		7,967,879	**527,214**	**13,522,248**

The following table provides information about the ECLs for trade receivables as at 31 March 2025:

	Weighted average loss rate %	Gross carrying amount AED	Loss allowance AED	Unaudited Supplementary Information (refer note 3.4) Loss allowance INR
Current (not past due)	0.000%	9,879,426	256	5,962
Upto 30 days past due	0.000%	10,795	1	23
31 - 60 days past due	0.000%	–	–	–
61 - 90 days past due	0.000%	–	–	–
91 - 180 days past due	4.119%	290,445	11,964	278,642
Over 180 days past due	33.937%	844,315	286,533	6,673,354
		11,024,981	298,754	6,957,981

[1] Value Added Tax (VAT) receivable represents net VAT amount receivable from the U.A.E. Federal Tax Authority against the input tax charged by the suppliers on their taxable supplies to the Company in excess of the output tax charged to the customers on its taxable supplies to the customers as per the Federal Decree Law No. 8 of 2017 on Value Added Tax and its Executive Regulations.

10. RELATED PARTY TRANSACTIONS AND BALANCES :

Related parties include the shareholders, key management personnel, fellow subsidiaries, associates, joint ventures, directors and entities which are controlled directly or indirectly by the shareholders or directors or over which they exercise significant management influence. Balances and transactions between the Company and its related parties are described below. Transactions with related parties were entered into on terms agreed by the management.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

a. During the year, the Company entered into the following transactions with related parties:

	31.03.2026 AED	**Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR**	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Revenue (Note 18)	**5,157,789**	132,289,551	**5,147,993**	119,896,757
Cost of revenue (Note 19)	**2,380,201**	61,048,585	**190,255**	4,431,039
Legal and professional charges (Note 21)	**40,000**	1,025,940	**–**	–
Marketing & technical support	**261,177**	6,698,798	**295,447**	6,880,961
Key management remuneration	**1,382,520**	35,459,564	**1,159,030**	26,993,809

Key management remuneration represents the compensation paid or payable to key management for employee services. Key management represents the Director & CEO and CFO of the Company and the remuneration is included in employee costs allocated to administrative expenses in the statement of profit or loss and other comprehensive income. The compensation of key management for the period is shown in below:

	31.03.2026 AED	**Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR**	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Short-term benefits	**1,107,140**	**28,396,480**	981,405	22,856,922
End of service benefits	**70,175**	**1,799,883**	58,375	1,359,554
Other benefits	**205,205**	**5,263,200**	119,250	2,777,333
	1,382,520	**35,459,563**	1,159,030	26,993,809

The following related party balances were outstanding at the end of the reporting period:

	31.03.2026 AED	**Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR**	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
b. **Due from related party:**				
Mahindra Armored Vehicles (Jordan) LLC, Jordan	**360,491**	**9,246,053**	1,166,157	27,159,797

	31.03.2026 AED	**Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR**	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
c. **Due to related parties:**				
Mahindra & Mahindra Limited, India	**–**	**–**	20,817	484,828
Mahindra Defence Systems Limited, India	**32,647**	**837,347**	156,958	3,655,552
Mahindra Integrated Business Solutions Pvt Ltd., India	**1,603**	**41,115**	1,265	29,462
	34,250	**878,462**	179,040	4,169,842

Related party balances are unsecured and are expected to be settled by cash. No expense has been recognised in the current or prior years for bad and doubtful debts in respect of the amounts owed by related parties.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

11. CASH AND BANK BALANCES :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Cash at bank:				
Current accounts	**4,562,075**	**117,010,381**	64,895	1,511,405
Fixed deposits	**251,784**	**6,457,882**	336,487	7,836,782
Cash and bank balances	**4,813,859**	**123,468,263**	401,382	9,348,187
Less : Fixed deposits with original maturity period of more than three months	**(251,784)**	**(6,457,882)**	(336,487)	(7,836,782)
Cash and cash equivalents	**4,562,075**	**117,010,381**	64,895	1,511,405

12. SHARE CAPITAL :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Authorised, issued and fully paid;				
10,000 (2025: 10,000) ordinary shares of AED 1,000/- each	**10,000,000**	**256,485,000**	10,000,000	232,900,000

13. STATUTORY RESERVE :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Balance at beginning of year	**1,942,182**	**45,233,418**	1,626,599	36,923,797
Transferred during the year	**356,977**	**9,155,925**	315,583	7,349,928
Effects of foreign exchange differences	**–**	**4,580,636**	–	959,693
Balance at end of year	**2,299,159**	**58,969,979**	1,942,182	45,233,418

In accordance with the Company's memorandum of association, the Company has established a statutory reserve by transferring 10% of net profit for each year until the reserve equals 50% of the issued share capital. This reserve is not available for distribution except as stipulated by the Law.

14. PROVISION FOR EMPLOYEES' END OF SERVICE BENEFITS :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Balance at beginning of year	**1,575,356**	**36,690,040**	1,441,123	32,713,491
Provision made during the year (Note 24)	**305,798**	**7,843,260**	297,515	6,929,124
Payments during the year	**(43,401)**	**(1,113,171)**	(163,282)	(3,802,838)
Effects of foreign exchange differences	**–**	**3,715,477**	–	850,263
Balance at end of year	**1,837,753**	**47,135,606**	1,575,356	36,690,040

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

15. LEASE LIABILITIES :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Balance at beginning of year	**3,998,438**	**93,123,621**	4,491,015	101,946,041
Interest charged for the year (Note 23)	**206,684**	**5,301,135**	238,728	5,559,975
Repayments during the year	**(788,050)**	**(20,212,300)**	(731,305)	(17,032,093)
Effects of foreign exchange differences	**–**	**9,430,315**	–	2,649,698
Balance at end of year	**3,417,072**	**87,642,771**	3,998,438	93,123,621
Presented in the statement of financial position as:				
Non-current	**2,772,065**	**71,099,309**	3,282,981	76,460,627
Current	**645,007**	**16,543,462**	715,457	16,662,994
	3,417,072	**87,642,771**	3,998,438	93,123,621

16. TRADE AND OTHER PAYABLES :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Trade payables	**1,262,582**	**32,383,334**	3,473,696	80,902,380
Advance from customers	**15,008,810**	**384,953,464**	14,396,466	335,293,693
Accruals for employees' benefits	**855,832**	**21,950,807**	700,817	16,322,028
Other payables	**346,468**	**8,886,386**	165,163	3,846,646
Accrued expenses	**886,338**	**22,733,240**	652,413	15,194,699
	18,360,030	**470,907,231**	19,388,555	451,559,446

17. BORROWINGS :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Trust receipts	**–**	**–**	1,554,000	36,192,660
Bank overdraft	**–**	**–**	1,976,557	46,034,013
	–	**–**	3,530,557	82,226,673

Bank facilities granted to the Company are secured by cash collateral in the form of fixed deposit receipts, comfort letters issued by shareholders, possessory pledge of machinery & equipment & inventories and assignment of receivables in favour of the bank.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

18. REVENUE :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Revenue from:				
Sale of armoured vehicles and accessories	**48,125,559**	**1,234,348,400**	44,136,711	1,027,943,999
Storage income	**–**	**–**	162,152	3,776,520
	48,125,559	**1,234,348,400**	44,298,863	1,031,720,519
Analysis of revenue is as follows:				
Related parties (Note 10.a)	**5,157,789**	**132,289,551**	5,147,993	119,896,757
Others	**42,967,770**	**1,102,058,849**	39,150,870	911,823,762
	48,125,559	**1,234,348,400**	44,298,863	1,031,720,519

19. COST OF REVENUE :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Purchases	**26,827,088**	**688,074,567**	40,816,402	950,614,003
Employee costs (Note 24.a)	**2,922,822**	**74,966,000**	2,686,386	62,565,930
Clearing and forwarding	**1,459,722**	**37,439,680**	1,714,544	39,931,730
Other direct costs	**1,377,773**	**35,337,811**	889,829	20,724,117
Depreciation of right-of-use assets (Note 6)	**252,582**	**6,478,349**	404,130	9,412,188
Depreciation of property and equipment (Note 5)	**155,098**	**3,978,031**	66,383	1,546,060
(Reversal of excess provision)/provision for slow moving inventories (Note 8.a)	**(6,916)**	**(177,385)**	73,586	1,713,818
Changes in inventories	**5,727,365**	**146,898,321**	(11,400,367)	(265,514,547)
	38,715,534	**992,995,374**	35,250,893	820,993,299

The above purchases include purchases from related parties amounting to AED 2,380,201/- equivalent to INR 61,048,585/- (2025: AED 190,255/- equivalent to INR 4,431,039/-) (Note 10.a).

20. OTHER INCOME :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Remission of liabilities	**530,768**	**13,613,403**	–	–
Foreign currency exchange gain	**115,237**	**2,955,656**	–	–
Gain on disposal of property and equipment	**15,452**	**396,321**	–	–
Other miscellaneous	**1,700**	**43,602**	10,377	241,680
Reversal of excess provision for expenses	**–**	**–**	31,852	741,833
	663,157	**17,008,982**	42,229	983,513

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

21. ADMINISTRATIVE EXPENSES :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Employee costs (Note 24.a)	**3,679,324**	**94,369,142**	3,592,899	83,678,618
Depreciation of property and equipment (Note 5)	**432,782**	**11,100,209**	480,104	11,181,622
Depreciation of right-of-use assets (Note 6)	**252,582**	**6,478,349**	101,033	2,353,059
Office expenses	**215,841**	**5,535,998**	200,011	4,658,256
Legal and professional charges	**216,251**	**5,546,514**	110,296	2,568,794
Utilities	**46,040**	**1,180,857**	9,692	225,727
Communication	**95,158**	**2,440,660**	72,618	1,691,273
Insurance	**40,349**	**1,034,891**	99,506	2,317,495
Bank charges	**78,561**	**2,014,972**	111,217	2,590,244
Repairs and maintenance	**30,985**	**794,719**	11,662	271,608
Travelling	**81,290**	**2,084,967**	157,815	3,675,511
Operating lease charges	**11,129**	**285,442**	7,785	181,313
Other expenses	**2,187**	**56,092**	5,395	125,649
Foreign currency exchange loss	**–**	**–**	40,689	947,644
	5,182,479	**132,922,812**	5,000,722	116,466,813

Legal and professional charges include service received from a related party amounting to AED 40,000/- equivalent to INR 1,025,940/- (2025: Nil) (Note 10.a).

22. SELLING EXPENSES :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Business travelling	**279,214**	**7,161,420**	164,616	3,833,907
Allowance for impairment of trade receivables (Note 9.a)	**228,460**	**5,859,656**	78,102	1,818,996
Advertisement & business promotion	**113,807**	**2,918,979**	64,957	1,512,849
Other expenses	**10,140**	**260,076**	63,689	1,483,317
	631,621	**16,200,131**	371,364	8,649,069

23. FINANCE COSTS :

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Interest on:				
Lease liabilities (Note 15)	**206,684**	**5,301,135**	238,728	5,559,975
Borrowings	**31,714**	**813,417**	339,776	7,913,383
	238,398	**6,114,552**	578,504	13,473,358

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

24. EMPLOYEE COSTS :

	31.03.2026 AED	**Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR**	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Salaries and allowances	**4,579,494**	**117,457,152**	4,489,192	104,553,282
End of service benefits (Note 14)	**305,798**	**7,843,260**	297,515	6,929,124
Other benefits	**1,716,854**	**44,034,730**	1,492,578	34,762,142
	6,602,146	**169,335,142**	6,279,285	146,244,548

The employee costs have been allocated in the separate statement of profit or loss and other comprehensive income as follows:

	31.03.2026 AED	**Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR**	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Cost of revenue (Note 19)	**2,922,822**	**74,966,000**	2,686,386	62,565,930
Administrative expenses (Note 21)	**3,679,324**	**94,369,142**	3,592,899	83,678,618
	6,602,146	**169,335,142**	6,279,285	146,244,548

25. INCOME TAX :

Management has assessed that the Company meets the criteria to be treated as a Qualifying Free Zone Person under the UAE Corporate Tax Law and is therefore eligible for a 0% corporate tax rate on its qualifying taxable income.

However, effective 1 January 2025, the UAE introduced the Domestic Minimum Top-up Tax (DMTT) as part of the implementation of the OECD's Pillar Two global tax framework. The Company forms part of Multinational Enterprises (MNEs) Group which falls within the scope of the DMTT regime based on the applicable revenue threshold and hence the Company has recognized current income tax expense to ensure compliance with the 15% global minimum effective tax rate requirement.

		31.03.2026 AED	**Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR**	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
a.	Tax expense for the year	**463,993**	**11,900,724**	–	–
b.	Provision for tax	**463,993**	**11,900,724**	–	–
c.	Reconciliation of effective tax rate				
	Profit before tax	**4,033,764**	**103,459,995**	3,155,828	73,499,234
	Tax using the Company's domestic tax rate at 0%	**–**	**–**	–	–
	Domestic Minimum Top-up Tax at 15%	**605,065**	**15,518,999**	–	–
	Tax effect of: Substance based income exclusion	**(141,072)**	**(3,618,285)**	–	–
	Current tax expense	**463,993**	**11,900,714**	–	–
	Effective tax rate(%)	**11.50%**	**11.50%**	0.00%	0.00%

26. DIVIDEND :

During the previous financial year, dividend of AED 2,500,000/- equivalent to INR 58,225,000/- was paid to the shareholders.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

27. FINANCIAL INSTRUMENTS :

The net carrying amounts of financial assets and financial liabilities at the end of the reporting period are classified as follows:

	31.03.2026 AED	**Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR**	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Financial assets - At amortised cost :				
Trade and other receivables (excluding prepayments and advance to suppliers)	**8,095,162**	**207,628,764**	11,660,209	271,566,268
Due from related party	**360,491**	**9,246,053**	1,166,157	27,159,797
Cash and bank balances	**4,813,859**	**123,468,263**	401,382	9,348,187
Total	**13,269,512**	**340,343,080**	13,227,748	308,074,252
Financial liabilities - At amortised cost :				
Trade and other payables (excluding advance from customers)	**3,351,220**	**85,953,767**	4,992,089	116,265,753
Due to related parties	**34,250**	**878,462**	179,040	4,169,842
Borrowings	**–**	**–**	3,530,557	82,226,673
Lease liabilities	**3,417,072**	**87,642,771**	3,998,438	93,123,621
Total	**6,802,542**	**174,475,000**	12,700,124	295,785,889

Details of the material accounting policy information and methods adopted, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised, in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 3 to the separate financial statements.

28. CAPITAL RISK MANAGEMENT :

The Company manages its capital to ensure that the Company will be able to continue as a going concern while providing maximum return to stakeholders through the optimisation of the debt and equity balance and to maintain an optimal capital structure to reduce the cost of capital. The Company's overall strategy on capital risk management remains unchanged from the previous year.

The capital structure of the Company consists of equity funds as presented in the separate statement of financial position. Debt comprises total amounts owing to third parties and related party, net of cash and bank balances.

29. FINANCIAL RISK MANAGEMENT :

Financial risk factors

The Company's activities expose it to a variety of financial risks: market risk, credit risk and liquidity risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

Risk management is carried out by the Company's management. The management identifies and evaluates financial risks on regular basis to minimise the adverse impact over the Company's operation.

(a) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises: interest rate risk and currency risk. The Company's activities are exposed primarily to the financial risks of changes in foreign currency exchange rates and interest rates.

(i) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities, when revenue or expense are denominated in a different currency from the Company's functional currency which is AED. The Company manages the risks through regular monitoring of the currency markets to determine appropriate action to minimise the exposure to the foreign currency risk.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

Financial assets and financial liabilities are denominated in the AED or US Dollars except for the following:

		Unaudited Supplementary Information (refer note 3.4)		Unaudited Supplementary Information (refer note 3.4)
	31.03.2026 AED	**31.03.2026 INR**	31.03.2025 AED	31.03.2025 INR
Trade receivables				
Euro	**5,388,800**	**138,214,637**	5,142,080	119,759,043

		Unaudited Supplementary Information (refer note 3.4)		Unaudited Supplementary Information (refer note 3.4)
	31.03.2026 AED	**31.03.2026 INR**	31.03.2025 AED	31.03.2025 INR
Advance to suppliers				
Pound Sterling	**11,836**	**303,576**	–	–
Trade payables				
Euro	**–**	**–**	1,356,750	31,598,708
Pound Sterling	**–**	**–**	57,564	1,340,666
	–	**–**	1,414,314	32,939,374

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates is limited to its interest bearing assets and liabilities.

The Company has interest bearing liabilities as disclosed in Notes 15 and 17. The interest rates on these liabilities are at commercial rates which are generally obtained in UAE.

The Company's sensitivity to interest rates has not changed significantly from the prior year.

(b) Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities (primarily for trade receivables and committed transactions) and from its financing activities, including deposits with banks, foreign exchange transactions and other financial instruments.

The Company deals only with highly reputed local and international banks. In respect of major customers, credit risk is managed by assessing the credit quality of these major customers, taking into account their financial position, past experience and other factors including regular follow up.

Of the trade receivables balance of AED 7,967,879/- equivalent to INR 204,364,145/- (2025: AED 11,024,981/- equivalent to INR 256,771,807/-) at the end of the period, AED 7,935,086/- equivalent to INR 203,523,053/- (2025: AED 9,879,426/- equivalent to INR 230,091,832/-) is due from three (2025: two) customers (customers with more than 10% of total balance have been considered).

Significant concentration of credit risk by geography is as follows:

		Unaudited Supplementary Information (refer note 3.4)		Unaudited Supplementary Information (refer note 3.4)
	31.03.2026 AED	**31.03.2026 INR**	31.03.2025 AED	31.03.2025 INR
UAE	**1,172,152**	**30,063,941**	1,134,760	26,428,560
Other countries	**6,795,727**	**174,300,204**	9,890,221	230,343,247
	7,967,879	**204,364,145**	11,024,981	256,771,807

(c) Liquidity risks

Liquidity risk refers to the risk that an entity will encounter difficulty in meeting obligations associated with its financial liabilities at maturity date.

The Company manages the liquidity risk through risk management framework for the Company's short, medium and long-term funding and liquidity management requirements by maintaining adequate reserves, sufficient cash and bank balances to ensure funds are available to meet its commitments for liabilities as they fall due.

The table analyses the Company's remaining contractual maturity for its financial liabilities based on the remaining period at the end of the reporting period to the contractual maturity date. The amounts disclosed in the table (except for lease liabilities) are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant. The contractual maturity is based on the earliest date on which the Company may be required to pay.

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Less than 1 year				
Trade and other payables (excluding advance from customers) (Note 16)	**3,351,220**	**85,953,767**	4,992,089	116,265,753
Due to related parties (Note 10.c)	**34,250**	**878,462**	179,040	4,169,842
Borrowings (Note 17)	**–**	**–**	3,530,557	82,226,673
Lease liabilities (Note 15)	**645,007**	**16,543,462**	715,457	16,662,994
	4,030,477	**103,375,691**	9,417,143	219,325,262
Between 1 to 2 years				
Lease liabilities	**707,014**	**18,133,847**	623,140	14,512,931
Between 2 to 5 years				
Lease liabilities	**2,065,051**	**52,965,462**	2,361,789	55,006,066
More than 5 years				
Lease liabilities	**–**	**–**	298,052	6,941,631
Total	**6,802,542**	**174,475,000**	12,700,124	295,785,890

30. FAIR VALUE :

The fair value of a particular asset or liability is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair values of the financial assets and liabilities approximate their carrying amounts as reflected in these separate financial statements.

31. COMMITMENTS AND CONTINGENCIES :

Details of the commitments and outstanding contingent liabilities of the Company which are in the normal course of the business activities are as discussed as follows.

31.1 Operating lease arrangements

The Company has entered into commercial leases of certain offices and other business related premises. These leases have an average life of one to ten years and the Company does not have an option to purchase the leased properties at the expiry of the lease period. The Company has recognised right-of-use assets and corresponding lease liabilities with respect to all lease arrangements in which it is the lessee, except for short-term leases and leases of low value assets.

31.2 Capital commitments

Except for the ongoing service commitments in the normal course of business against which no loss is expected, there has been no other known capital commitments on the Company's account.

31.3 Contingent liabilities

As at the end of the reporting period, the following contingent liabilities were outstanding:

	31.03.2026 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2026 INR	31.03.2025 AED	Unaudited Supplementary Information (refer note 3.4) 31.03.2025 INR
Financial guarantee	**25,244**	**647,470**	23,665	551,158
Performance guarantees	**74,419**	**1,908,735**	74,419	1,733,219
	99,663	**2,556,205**	98,084	2,284,377

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

32. IMPACT OF GEOPOLITICAL TENSIONS :

Geopolitical tensions in the Middle East region escalated during the last quarter of the current financial year and continue to impact the regional economic environment. Management is closely monitoring the situation and assessing the potential implications on the Company's operations, including the following:

- disruption to regional supply chains and logistics
- volatility in energy and commodity prices
- potential economic slowdown in the region
- counterparty and credit risk exposure
- possible regulatory or sanctions-related restrictions

The Company has operations, customers, and suppliers located within the Middle East region. As a result of the evolving geopolitical situation, the Company has experienced certain disruptions in its export and import activities; however, such disruptions have not had a material adverse impact on the Company's operations or financial position as at the reporting date and the date of authorisation of these separate financial statements.

Management has assessed the potential implications on the Company's liquidity, supply chain continuity, and customer demand and concluded that no material financial impact requiring adjustment or additional provision has arisen as at the reporting date. The Company will continue to monitor developments closely and take appropriate actions as necessary to mitigate potential risks. Based on the forecasts prepared and the mitigating actions implemented, management also believes that the going concern assessment for the Company is appropriate.

Property and equipment
(Ref. Note 5 on page 24)

	Leasehold improvements AED	Machinery and equipment AED	Prototype AED	Furniture and equipment AED	Motor vehicles AED	Total AED
Cost						
At 1 April 2024	1,166,809	1,963,748	3,797,240	889,042	543,366	8,360,205
Additions	–	83,674	–	32,664	103,714	220,052
At 31 March 2025	1,166,809	2,047,422	3,797,240	921,706	647,080	8,580,257
Additions	–	311,500	–	47,903	404,178	763,581
Write-offs	–	(205,707)	(896,117)	(272,653)	–	(1,374,477)
Disposals	–	–	(260,996)	–	(203,749)	(464,745)
At 31 March 2026	1,166,809	2,153,215	2,640,127	696,956	847,509	7,504,616
Accumulated depreciation						
At 1 April 2024	1,166,809	1,865,037	2,437,489	758,115	437,791	6,665,241
Charge for the year	–	28,911	388,500	52,474	76,602	546,487
At 31 March 2025	1,166,809	1,893,948	2,825,989	810,589	514,393	7,211,728
Charge for the year	–	49,275	388,500	56,671	93,434	587,880
Adjustment on write-offs	–	(205,707)	(896,117)	(272,653)	–	(1,374,477)
Adjustment on disposals	–	–	(260,996)	–	(203,749)	(464,745)
At 31 March 2026	1,166,809	1,737,516	2,057,376	594,607	404,078	5,960,386
Net book amount						
At 31 March 2026	–	415,699	582,751	102,349	443,431	1,544,230
At 31 March 2025	–	153,474	971,251	111,117	132,687	1,368,529

Unaudited Supplementary Information (refer note 3.4)

	Leasehold improvements INR	Machinery and equipment INR	Prototype INR	Furniture and equipment INR	Motor vehicles INR	Total INR
Cost						
At 1 April 2024	26,486,565	44,577,080	86,197,347	20,181,254	12,334,408	189,776,654
Additions	–	1,948,767	–	760,745	2,415,499	5,125,011
Effect of foreign exchange differences	688,417	1,158,611	2,240,372	524,535	320,586	4,932,521
At 31 March 2025	27,174,982	47,684,458	88,437,719	21,466,534	15,070,493	199,834,186
Additions	–	7,989,508	–	1,228,630	10,366,559	19,584,697
Write-offs	–	(5,276,076)	(22,984,057)	(6,993,130)	–	(35,253,263)
Disposals	–	–	(6,694,156)	–	(5,225,856)	(11,920,012)
Effect of foreign exchange differences	2,751,919	4,828,845	8,955,791	2,173,844	1,526,138	20,236,537
At 31 March 2026	29,926,901	55,226,735	67,715,297	17,875,878	21,737,334	192,482,145

NOTES TO THE SEPARATE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026 (CONTINUED)

	Leasehold improvements INR	Machinery and equipment INR	Prototype INR	Furniture and equipment INR	Motor vehicles INR	Total INR
Accumulated depreciation						
At 1 April 2024	26,486,565	42,336,341	55,331,001	17,209,210	9,937,855	151,300,973
Charge for the year	–	673,337	9,048,165	1,222,119	1,784,061	12,727,682
Effect of foreign exchange differences	688,417	1,100,372	1,438,119	447,288	258,297	3,932,493
At 31 March 2025	27,174,982	44,110,050	65,817,285	18,878,617	11,980,213	167,961,148
Charge for the year	–	1,263,832	9,964,445	1,453,519	2,396,444	15,078,240
Adjustment on write-offs	–	(5,276,076)	(22,984,057)	(6,993,130)	–	(35,253,263)
Adjustment on disposals	–	–	(6,694,156)	–	(5,225,856)	(11,920,012)
Effect of foreign exchange differences	2,751,919	4,466,874	6,665,092	1,911,771	1,213,195	17,008,851
At 31 March 2026	29,926,901	44,564,680	52,768,609	15,250,777	10,363,996	152,874,964
Net book amount						
At 31 March 2026	–	10,662,055	14,946,688	2,625,101	11,373,338	39,607,181
At 31 March 2025	–	3,574,408	22,620,434	2,587,917	3,090,280	31,873,038

Leasehold improvements represent the cost of interior works (fully depreciated) carried out at the Company's leased premises.

The depreciation charge has been allocated in the separate statement of profit or loss and other comprehensive income as follows:

		Unaudited Supplementary Information (refer note 3.4)		Unaudited Supplementary Information (refer note 3.4)
	31.03.2026 AED	**31.03.2026 INR**	31.03.2025 AED	31.03.2025 INR
Cost of revenue (Note 19)	**155,098**	**3,978,031**	66,383	1,546,060
Administrative expenses (Note 21)	**432,782**	**11,100,209**	480,104	11,181,622
	587,880	**15,078,240**	546,487	12,727,682

INDEPENDENT AUDITOR'S REPORT

TO THE PARTNER'S:
MAHINDRA ARMORED VEHICLES JORDAN
A LIMITED LIABILITY COMPANY
AQABA - JORDAN

Opinion

We have audited the financial statements of **MAHINDRA ARMORED VEHICLES JORDAN LLC.** which comprise the statement of financial position as at 31, March 2026 and comprehensive income statement, statement of Changes in equity, statement of cash flows for the then ended, and a summary of significant accounting policies and other explanatory notes.

In our opinion, the financial statements present fairly, in all material respects the financial position as at 31, March 2026 and of its financial performance and its cash flows for the then year ended accordance with International Financial Reporting Standards.

Basis Opinion

We conducted our audit in accordance with International Auditing Standards. Our responsibility in accordance with those standards have been mentioned more clearly in our report in "Auditor's Responsibility on the Audit of Financial Statements" paragraph.

We are independent of the company and in accordance with the requirements of The International Ethics Standards Board for Accountants (IESBA) "Code of Ethics for Professional Accountants" relevant to our audit conducted of the financial statements, and that we have fulfilled the ethical responsibilities in accordance with those requirements.

We believe that the audit evidence that we have obtained is sufficient and appropriate to provide a basis for our opinion.

Management's responsibility and those responsible for governance to the financial statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards.

This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Those who responsible for governance are responsible for monitoring the financial reporting process in the company.

Auditor's Responsibility on the Audit of Financial Statements

Our objective is to obtain reasonable assurance that the financial statements as a whole are free from material misstatement, whether due to fraud or error, and issue an auditor's report which includes our opinion.

Reasonable assurance is high level of assurance, but our audit in accordance with International Auditing Standards does not always guarantee the discovery of substantially errors, even if they exist.

Errors can arise from fraud or by error, and is considered essential if they are individually or cumulative may affect the economic decisions of users of financial statements reasonably.

As part of the audit process in accordance with International Auditing Standards, we exercise professional judgment and maintain the application of the principle of professional skepticism in all aspects of the audit, in addition to:

- Identify and assess material misstatement of the financial statements of risk, whether due to fraud or error, as well as the design and implementation of audit procedures that respond to those risks, and obtaining sufficient and appropriate audit evidence to provide a basis for our opinion. The risk of non-discovery material misstatement resulting from fraud is higher than of the error risk, and that fraud may include collusion and fraud, or deliberate deletion and misrepresentations, or bypass the internal control systems.
- Get an understanding of internal control systems relevant to the work for the purpose of checking design audit procedures that are appropriate in the circumstances, and not for the purpose of expressing an opinion on the effectiveness of internal control systems in the company.
- Evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates and related notes prepared by the management of the relationship.
- Conclude on the appropriateness of management's use of going concern basis in accounting, based on the audit evidence obtained, whether there is presence of non-substantial uncertainties relevant to events or conditions that may cast significant doubt about the company's ability to continuity. If we conclude that there are no lack of substantial uncertainty, we are required to draw attention in the audit report to the relevant information contained in the financial statements notes, or if the disclosure of this information is not sufficient, we will modify our opinion, the conclusions based on the audit evidence obtained them until the date of the audit report. However, it may cause future events or conditions in the company ceased to continue as a going concern.
- The overall presentation, structure and content of financial statements, including notes and whether the financial statements represent transactions and events are to achieve equitable offer.
- We have communicated with those responsible for governance with respect to the scope and timing of the planned audit and observations important including audit any significant deficiencies in internal control system identified during our audit.

Report on Other Regulatory Requirements

The Company MAHINDRA ARMORED VEHICLES JORDAN Co. For the fiscal year 31st March, 2026 maintains proper accounting records and the financial statements and the financial information presented in the Board of Directors' report are in agreement therewith. We recommend approving these financial statements.

Orbit Bureau
Member of DFK International

Mahmoud Sheeha
License No. (1145)

Amman – Jordan
13 April 2026

STATEMENT OF FINANCIAL POSITION AS AT 31 MARCH 2026

EXHIBIT (A)

	Notes	31.03.2026	31.03.2025
ASSETS:		**JD**	JD
Currents Assets:			
Cash & cash equivalents	8	**22,206**	5,456
Inventories		**217,084**	588,287
Other debit balances	9	**47,316**	43,638
Total Currents Assets		**286,606**	637,381
Non-Current Assets:			
Property, plant & Equipment	10	**19,927**	38,438
Total Non-Current Assets		**19,927**	38,438
Total Assets		**306,533**	675,819
LIABILITIES AND EQUITY			
Current liabilities			
Due to a related party		**69,593**	225,127
Other credit balances		**53,006**	274,855
Total Current Liabilities		**122,599**	499,982
Equity			
Capital		**5,000**	5,000
Statutory reserve		**5,000**	5,000
Retained earnings		**165,837**	50,872
Profit of the year - Exhibit (B)		**8,097**	114,965
Total Shareholders Equity		**183,934**	175,837
Total Liabilities & Shareholders Equity		**306,533**	675,819

Authorised for issue on 13 April 2026

For and on behalf of the Board

Rajiv Gupta - Chairman

Johnmon Xavier - Director

The accompanying notes constitute an integral part of these financial statements

COMPREHENSIVE STATEMENT FOR THE YEAR ENDED 31 MARCH 2026 EXHIBIT (B)

Description	Notes	31.03.2026	31.03.2025
		JD	JD
Revenues		**1,816,264**	3,467,687
Cost of revenues	12	**(1,439,367)**	(2,918,142)
Gross profit		**376,897**	549,545
General and administrative expenses	13	**(355,527)**	(416,578)
Depreciation expense		**(18,511)**	(18,626)
Other Income		**5,238**	624
Profit of the year - Exhibit (A)		**8,097**	114,965

The accompanying notes constitute an integral part of these financial statements

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026 JD EXHIBIT (C)

Description	Capital	Statutory Reserve	Retained Earnings	Total
Balance as at 31 March 2024	**5,000**	**5,000**	**50,872**	**60,872**
Total comprehensive income for the year	–	–	114,965	114,965
Balance as at 31 March 2025	**5,000**	**5,000**	**165,837**	**175,837**
Total comprehensive income for the year	–	–	8,097	8,097
Balance as at 31 March 2026	**5,000**	**5,000**	**173,934**	**183,934**

The accompanying notes constitute an integral part of these financial statements

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026 EXHIBIT (D)

Description	31.03.2026	31.03.2025
	JD	JD
Cash flow from operations:		
Profit for the year	**8,097**	114,965
Non-monetary items:		
Depreciation expense	**18,511**	18,626
Profit before changes in working capital items	**26,608**	133,591
Change in current assets and liabilities:		
(Increase) decrease in current assets		
Inventories	**371,203**	1,305,062
Other debit balances	**(3,678)**	24,366
Increase (decrease) in current liabilities:		
Due to a related party	**(155,534)**	(1,508,099)
Other credit balances	**(221,849)**	44,682
Net cash flows from operating activities	**(9,858)**	(133,989)
Net Cash flows from operating activities	**16,750**	(398)
Cash flows provided by investing activities:		
Purchase of fixed assets	**–**	(2,200)
Net Cash (used in) investing activities	**–**	(2,200)
Cash flows provided by financing activities:		
Net cash provided by financing Activities	**–**	–
Cash at the beginning of reporting	**5,456**	8,054
Increase in cash	**16,750**	(2,598)
Cash at the ending of reporting period	**22,206**	5,456

The accompanying notes constitute an integral part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS

1. General:

A - Foundation:

MAHINDRA ARMORED VEHICLES JORDAN Was Established On March 31,2019 As A LIMITED LIABILITY COMPANY In Accordance With The Aqaba Special Economic Zone Law No. (31) And Its Amendments, with a paid – up capital of JD 5,000 and it is registered under number (1219041105).

The company is located in South Aqaba Investment Park, Aqaba – Jordan.

The company is 100% owned by mahindra emirates vehicle armouring FZ- LLC.

The accompanying financial statements have been approved by the board of directors on 13 April 2026

B - Company Objectives:

The most important purpose of the company are:

The company main activities are manufacturing

- sales of armored vehicles
- bullet – proof vehicles
- security vehicles
- military vehicles cash in transit vehicles
- ambulances and special – purpose vehicles.
- In addition to the goals mentioned in the articles of association

2. Basis of Preparation:

- The financial statements have been prepared in accordance with International Financial Reporting Standards.
- These financial statements have been prepared on the basis that the company is continuing in the foreseeable future and in accordance with the historical cost basis except the financial assets that have presented at fair value through income and through other comprehensive income and any other items at fair value on the financial statements in accordance with international standards.
- These financial statements have been prepared on the accrual basis of accounting and whereby the recognition of the impact of financial transactions and other events when they occur, regardless of payment or cash receipt and therefore are recorded accounting records for the periods to which they relate (except the statement of cash flows).
- The accounting policies adopted in the financial statements are consistent with the accounting policies of the previous financial years.

3. Functional and presentation currency:

The financial statements have been presented in Jordanian dinars, which is the functional currency of the Company and all amounts in the financial statements have been rounded to the nearest JD unless otherwise indicated.

New standards or amendments	Application date
Loss Contracts (A contract in which the total cost required to fulfill the contract higher than the economic benefit that can be obtained from it) – the cost of performing the contract (Amendments to International Accounting Standards No. 37)	January 1, 2024
Annual Amendments to International Financial Reporting Standards 2018-2020	January 1, 2024
Property and equipment: obtained prior to intended or intended use Property and equipment are amendments to IAS 16	January 1, 2024

B - New and amended International Financial Reporting Standards issued but not yet effective:

A number of new standards, amendments to standards and interpretations that have been issued but not yet effective and not applied when preparing these financial statements:

New standards or amendments	Application date
IFRS 17 Insurance Contracts, Including Amendments for the Initial Application of IFRS 17and IFRS 9 Comparative Information	January 1, 2025
Definition of Accounting Estimates - Amendments to the Accounting Standard International 8 Accounting Policies, Changes in Accounting Estimates and Errors	January 1, 2025
Disclosure of accounting policies (amendments to International Accounting Standard 1 and Statement of Practice of International Financial Reporting Standards 2)	January 1, 2025
arising deferred tax assets and liabilities For a single transaction (amendments to IAS 12).	January 1, 2025
Lease obligations in sale and lease back (Amendments to the standard International Accounting No. 16	January 1, 2026

The management does not expect that there will be a material impact upon the application of these new standards and amendment.

4. The principal accounting policies adopted:

Property and equipment

Property and equipment are stated at cost less accumulated depreciation and accumulated impairment in value if any.

The carrying values of property and equipment are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable. If any such indication exists and where the carrying values exceed the estimated recoverable amount, the assets are written down to their recoverable amounts.

The useful life and depreciation method are reviewed periodically to ensure that the method and period of depreciation are consistent with expected pattern of economic benefits from items of property and equipment.

Inventories

Inventories are stated at the lower of cost or net realizable value. Finished goods (vehicles) and raw materials costs are determined using the weighted average method. Net realizable value represents the estimated selling price less all estimated completion costs and costs to be Incurred in marketing, selling and distribution.

Accounts Receivable

Accounts receivable are stated at net realizable value after deducting a provision for expected credit loss.

A provision for doubtful debts is booked when there is objective evidence that the Company will not be able to recover whole or part of the due amounts at the end of the year. When the Company collects previously written-off debts, it

recognizes the collected amounts in other revenues in the statement of income and comprehensive Income. Furthermore, revenue and commission from doubtful debts are suspended and recognized as revenue upon collection.

Moreover, debts are written-off when they become uncollectible or are derecognized.

Financial Instruments

Financial assets and financial liabilities are recognized in the Company's statement of financial position when the Company becomes a party to the contractual provisions of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on Initial recognition.

NOTES TO THE FINANCIAL STATEMENTS

Financial Assets

Financial assets are recognised in the Company's statement of financial position when the Company becomes a party to the contractual provisions of the instrument. Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or Issue of financial assets (except for financial assets at fair value through statement of profit or loss and other comprehensive income) are added to or deducted from the fair value of the financial assets, as appropriate, on initial recognition.

All recognised financial assets are measured subsequently in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification of Financial Assets

Debt instruments that meet the following conditions are measured subsequently at amortised cost:

The financial asset Is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows;

The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

All other financial assets are measured at fair value.

Impairment of Financial Assets

The Company recognises a loss allowance for expected credit losses on trade receivables. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

For all other financial instruments, the Company recognises lifetime expected credit losses when there has been a significant increase in credit risk since initial recognition. Lifetime expected credit losses represent the expected credit losses that will result from all possible default events over the expected life of a financial instrument.

Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, bank balances. With an original maturity of three months or less.

Accounts payable and accruals

Liabilities are recognized for amounts to be paid in the future for goods or services received, whether billed by the supplier or not.

Offsetting

Financial assets and financial liabilities are offset and presented on a net basis in the statement of financial position only when the Company currently has a legally enforceable right to offset the recognized amounts and intends either to settle them on a net basis or to realize the asset and settle the liability simultaneously.

Provisions

Provisions are recognized when the Company has liabilities as of the date of the statement of financial position arising from previous events, settlement of the liabilities is probable and the liabilities can be reliably measured.

Warranty Provision

Warranty provision is recognized for 1% of total cost of armor-related items installed, and conversion-related custom workmanship, including transparent armor, for the period of 2 years or 20,000km, whichever comes first.

Provision for slow-moving inventory

Management estimates the provision for slow-moving and obsolete inventories on the basis of prior experience, physical condition and expected future use of such inventory in conformity with International Financial Reporting Standards (IFRSs).

Revenue Recognition

Revenue is measured based on the consideration to which the Company expects to be entitled in exchange for transferring goods or services to customer, excluding amounts collected on behalf of third parties. Revenue is adjusted for expected discounts and volume discounts, which are estimated based on the historical data or forecast and projection. The Company recognizes revenue when it transfer control over goods or services to its customer.

The Company is involved in the sale of goods in the form of armored vehicles. Revenue is recognized at point in time when control of the goods has transferred, being when the goods have been shipped to customer's specific location. Following delivery, the customer has full control over the goods, and the primary responsibility of the goods and bears the risk of obsolescence and loss in relation to the goods. A receivable is recognised by the entity when the goods are delivered to the customer as this represents the point in time at which the right to consideration becomes unconditional, as only the passage of time is required before payment is due.

Revenue represents the invoiced value of goods sold during the year, net of discounts and returns. Revenue from the sale of goods is recognised when all the following conditions are satisfied:

The Company has transferred to the buyer the significant risk and rewards of ownership of the goods;

The Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;

The amount of revenue can be measured reliably; It is probable that the economic benefits associated with the transaction will flow to the entity: and

The costs incurred or to be incurred in respect of the transaction can be measured reliably.

Finance cost

Interest on bank overdrafts is recognized as an expense in the period in which it is incurred, which covers the grace period if any.

Income Tax

Income tax expenses represent accrued taxes and deferred taxes.

Income tax expenses are accounted for on the basis of taxable income. Moreover, income subject to tax differs from income declared in the financial statements because the latter includes non-taxable revenue or non-deductible tax expenses in the current year but deductible in subsequent years, accumulated losses acceptable by the tax authorities, as well as unallowable and nontaxable items.

Taxes are calculated on the basis of the tax rates prescribed according to the prevailing laws, regulations, and instructions in Jordan.

Deferred taxes are taxes expected to be paid or recovered as a result of temporary timing differences between the value of the assets and liabilities in the financial statements and the value of the taxable amount. Moreover, deferred taxes are calculated according to the tax rates expected to be applied upon the settlement of tax liability and the realization of the deferred tax assets.

Deferred tax assets or liabilities are reviewed as the statement of financial position date and are reduced in case they are expected not to be utilized, upon the settlement of tax, wholly or partially.

Foreign currencies

Monetary assets and liabilities denominated in foreign currencies are translated to Jordanian Dinars using the Central Bank of Jordan average exchange rates prevailing at the reporting of date. Foreign currency transactions during the year are recorded using exchanger rates that are effective at the date of the each transaction. Foreign exchange gains or losses are recorded in the statement of comprehensive income.

Related parties transactions

The company enters into transactions with related parties i.e., major shareholders, directors and key management personnel of the company, and companies which they are principle owner.

Pricing policies and terms of these transactions with related parties are approved by the company's management.

NOTES TO THE FINANCIAL STATEMENTS

Related parties details are as follows:

Description	31.03.2026	31.03.2025
	JD	JD
Mahindra Emirates Vehicle Armoring	**69,593**	225,127

Fair value

Fair value represents the closing market price (Assets Purchasing / Liabilities Selling) of financial assets and derivatives on the date of the financial statements.

In case declared market, prices do not exist active trading of some financial assets and derivatives is not available or the market is inactive fair value is estimated by one of several methods including the following:

- Comparison with the fair value of another financial asset with similar terms and conditions.
- Analysis of the present value of expected future cash flows for similar instruments.
- Adoption of the option pricing models.
- Evaluation of long-term assets and liabilities that bear no interest through discounting cash flows and Amortising premium / discount using the effective interest rate method within interest revenue / expense in the statement of income.

The valuation methods aim to provide a fair value reflecting the market's expectations taking into consideration the market expected risks and expected benefits when the value of the financial assets. When the financial assets fair value can't be reliably measured, they are stated at cost less any impairment.

5. Use Of Estimates:

The preparation of financial statements and implementation of accounting policies requires company management to make judgments and estimates that depend on future conditions that may affect the reported amounts of assets and liabilities and disclosure of contingent liabilities, as they may affect the revenues and expenses and allowances and accumulated variable in the fair value and, in particular requires the Company's management issuance of important provisions to estimate the amounts of future cash flows, times, taking into account that the estimates and judgments made by management, which depend on future conditions based on assumptions and multiple factors involving varying degrees of judgment and uncertainty and therefore the future actual results may differ from the actual results due changes in future conditions and based on the above, we believe that our estimates are reasonable within the financial statements and detailed as follows

- The company prepare an estimate useful lives of intangible assets and calculating the annual depreciation based on these estimates are recorded any losses on those assets decline in the income statement.
- The company is dedicated to taking the interview doubtful debts after studying the viability of the debt for collection.
- The company loads the fiscal year, including its own income tax expense and in accordance with the laws and regulations in force.
- The company's provision for cases filed against it take, depending on the reasonable estimates of the company's lawyer.

6. Financial Instruments and Risk management

Risk management is how to deal with the conditions of uncertainty and contain risk assessments facing the facility and the development of policies and strategies internal to deal with these risks allowing the facility up on the competition and achieve its objectives, in addition to dealing with the fundamental risks in the framework of Activity its normal as an entity to reap revenues mainly to do its operational activities and its business is exposed mainly to the following risks:

Interest rate risk

The company is exposed to interest rate risk on its interest-bearing assets and liabilities such as due to banks. The sensitivity of the income statement is the effect of the assumed changes in interest rates on the company profit for one year, based on the floating rate financial assets held at 31 December.

Exchange rate risk:

The exchange rate risk is result of the fluctuation of the value of financial instruments due to fluctuations in foreign currency exchange rates, the key processes in the company are in Jordanian Dinars and believes the company's management that the exchange rate risk lies in dealing in foreign currencies except the US dollar that the dinar Jordanian (the functional currency of the company) fixed to the US dollar, and therefore do not represent any significant risk.

Market risk:

Market risk is the risk that the fair value of the cash flows of financial instruments arising from the possibility of future changes in market prices as the change in exchange rates, interest rates and prices of equity instruments.

Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. The company is exposed to credit risk on its bank balance and accounts receivable as reflected in the statement of financial position.

Liquidity risk

It is associated with the possibility that facing the established difficulty in providing the necessary funds to meet its financial obligations at maturity Risk to avoid such risks, the company has diversified its sources of funding and management of assets and adapt the schedule and keep an adequate balance of cash and cash equivalents.

Capital risk management:

The company's capital managed in the manner that maintains the rights of partners to ensure the continuity of the company and meet its obligations to third parties and that the preservation of capital ratios to maximize property rights and to support the company's activity and keep track of the company to maintain a reasonable rate of debt relative to equity and policy Investment in assets provides an acceptable return for partners.

7. Comparative Figures:

Some of comparative figures of the previous year were re-tabulated to confirm with the comparative figures of the present year.

8. Cash & cash equivalents:

Description	31.03.2026	31.03.2025
	JD	JD
Current accounts at bank	**22,206**	5,456
Total	**22,206**	5,456

9. Other debit balances:

Description	31.03.2026	31.03.2025
	JD	JD
Employee receivable	**7,995**	5,098
Prepaid expenses	**16,544**	14,633
Refundable Deposits	**22,777**	23,907
Total	**47,316**	43,638

NOTES TO THE FINANCIAL STATEMENTS

10. Property, plant & Equipment:

This Item Consists of:

Description	Machinery & equipment	Furnitures & Decorations	Computers	Total
	JD	**JD**	**JD**	**JD**
At 31/3/2025	**127,143**	**81,386**	**2,137**	**210,666**
Additions	–	–	–	–
At 31/3/2026	**127,143**	**81,386**	**2,137**	**210,666**
Accumulated Depreciation:				
At 31/3/2025	**89,425**	**81,385**	**1,418**	**172,228**
Depreciation	18,164	–	347	18,511
At 31/3/2026	**107,589**	**81,385**	**1,765**	**190,739**
Book Value As:				
At 31/3/2026	**19,554**	**1**	**372**	**19,927**
At 31/3/2025	**53,796**	**1**	**1,067**	**54,864**

11. Tax Position

The Company is located within Aqaba Special Economic Zone in Aqaba - The Hashemite Kingdom of Jordan (ASEZA). The Company is exempted from sales and income tax as per article No. 14 of the Investment Law.

In the opinion of the management and the tax advisor, there is no need to record income tax provision.

On January 12, 2025, the tax department conducted a review of the company's tax files for the years 2019 and 2021, which resulted in a total tax claim amounting to JOD 19,543.

The company has submitted formal objections to these claims:

The 2019 tax currently under review by the court.

The 2021 tax claim is still pending review by the Income and Sales Tax Department.

12. Cost of revenue:

Description	31.03.2026	31.03.2025
	JD	JD
Beginning inventory	**588,287**	1,893,349
Purchases	**1,045,384**	1,522,066
Other direct costs	**22,780**	91,014
Cost of goods available for sale	**1,656,451**	3,506,429
Ending inventory	**(217,084)**	(588,287)
Total	**1,439,367**	2,918,142

13. General and administrative expenses:

Description	31.03.2026	31.03.2025
	JD	JD
Salaries and employees benefits	**192,873**	221,698
Social Security contribution	**20,550**	22,813
Medical insurance	**20,275**	11,666
Marketing expenses	**358**	718
Rent	**53,962**	55,582
Travel and Conveyance	**40,037**	48,573
Professional fees	**5,500**	5,450
Bank charges	**1,270**	1,860
Other	**6,790**	16,791
Electricity	**11,396**	10,049
Hospitality	**930**	4,252
Insurance	**956**	15,701
Communication	**630**	1,425
Total	**355,527**	416,578

14. Legal Cases

As per the letter received from the company lawyer, case No. (3/2025) has been filed against the Income and Sales Tax department at tax court of first instance at the subject "claim prevention" with amount of (JOD 19,543) for the financial years 2019 and 2021. The case is still pending before the courts.

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF MAHINDRA FIRST CHOICE WHEELS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Mahindra First Choice Wheels Limited (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its loss and other comprehensive loss, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.

- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. A. As required by Section 143(3) of the Act, we report that:

   a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.

   d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

   e. On the basis of the written representations received from the directors as on 01 April 2026, 06 April 2026 and 07 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   f. the details relating to the maintenance of accounts and other matters connected therewith are as stated in the paragraph 2A(b) above.

   g. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

   B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

   a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its financial statements - Refer Note 25 to the financial statements.

   b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

   c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

   d. (i) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 36a to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

   (ii) The management has represented that, to the best of their knowledge and belief, as disclosed in the Note 36b to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise,

that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the respective software. Further, where audit trail (edit log) facility was enabled and operated throughout the year for the accounting software, we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. With respect to the matter to be included in the Auditor's Report under Section 197(16) of the Act:

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Kaushal Mehta
Partner
Membership No.: 118321
ICAI UDIN:26118321UYXHZC6931

Place: Mumbai
Date: 14 April 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA FIRST CHOICE WHEELS LIMITED FOR THE YEAR ENDED 31 MARCH 2026

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified during the year. In accordance with this programme, all property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancies were noticed on such verification.

(c) The Company does not have any immovable property (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee). Accordingly, clause 3(i)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, has been physically verified by the management during the year. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided any guarantee or security or granted any secured and unsecured loan or advances in the nature of loans, secured or unsecured, to companies, firms, limited liability partnerships or any other parties during the year. The Company has made investments in other parties. The Company has not made any investments in or granted any unsecured loan to Companies, firms and limited liability partnership during the year.

(a) Based on the audit procedures carried on by us and as per the information and explanations given to us the Company has not provided loans or provided advances in the nature of loans, or stood guarantee, or provided security to any other entity.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the terms and conditions of the investments made are, not prejudicial to the interest of the Company. The Company has not provided any guarantee or security or granted any advances in the nature of loans during the year.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any secured and unsecured loans, advance in the nature of loan to any party during the year. Accordingly, clause 3(iii)(c) is not applicable to the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any secured and unsecured loans, advance in the nature of loan to any party during the year. Accordingly, clause 3(iii)(d) is not applicable to the Company.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there is no loan granted falling due during the year, which has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to same party. Further, the Company has not given any advance in the nature of loans to any party during the year.

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA FIRST CHOICE WHEELS LIMITED FOR THE YEAR ENDED 31 MARCH 2026 (CONTD...)

(f) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment.

(iv) According to the information and explanations given to us and on the basis of our examination of records of the Company, the Company has neither made any investments nor has it given loans or provided guarantee or security and therefore the relevant provisions of Sections 185 and 186 of the Companies Act, 2013 ("the Act") are not applicable to the Company. Accordingly, clause 3(iv) of the Order is not applicable.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the products traded by it and services provided by it. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, or other statutory dues have been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax and Income- Tax which have not been deposited on account of any dispute are as follows:

Name of the statute	Nature of the dues	Amount (Rs. in Lakhs)*	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Income Tax	59.20	AY 2013-14 & AY 2018-19	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	1.12	AY 2018-19	Income tax Officer
The Maharashtra Value Added Tax Act, 2002	Value Added Tax	*53.13	FY 2005-06 to FY 2007-08, FY 2009-10 to FY 2010-11	Maharashtra Sales Tax Tribunal
The Central Sales Tax Act, 1956	Central Sales Tax	*91.94	FY 2005-06 to FY 2007-08, FY 2009-10 to FY 2010-11	Maharashtra Sales Tax Tribunal
The Maharashtra Value Added Tax Act, 2002	Value Added Tax	*641.14	FY 2008-09 & FY 2016-17 & FY 2012-13	Joint Commissioner of Sales Tax (Appeals)
The Goods and Services Tax, 2017	Goods and Services Tax	*74.20	FY 2017-18	Appellate Authority, Commissioner (GST)
The Goods and Services Tax, 2017	Goods and Services Tax	*100.92	FY 2019-20	Appellate Authority, Commissioner (GST)
The Goods and Services Tax, 2017	Goods and Services Tax	*188.58	FY 2020-21	Appellate Authority, Commissioner (GST)
The Goods and Services Tax, 2017	Goods and Services Tax	*4.21	FY 2022-23	Appellate Authority, Commissioner (GST)
The Goods and Services Tax, 2017	Goods and Services Tax	*127.63	FY 2021-22	Assistant and Deputy Commissioner (GST)

* Note : The Amount mentioned above is net off amount deposited under protest.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA FIRST CHOICE WHEELS LIMITED FOR THE YEAR ENDED 31 MARCH 2026 (CONTD...)

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) The Company has not raised any funds on short term basis. Accordingly, clause 3(ix)(d) of the Order is not appicable

(e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) is not applicable.

(f) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) is not applicable.

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, considering the principles of materiality outlined in Standards on Auditing, we report that no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) Establishment of vigil mechanism is not mandated for the Company. We have taken into consideration the whistle blower complaints received under the vigil mechanism established voluntarily by the Company during the year and shared with us while determining the nature, timing and extent of our audit procedures.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) In our opinion and according to the information and explanations given to us, the transactions with related parties are in compliance with Section 177 and 188 of the Act, where applicable, and the details of the related party transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us, the Group (as per the provisions of the Core Investment Companies (Reserve Bank) Directions, 2016) has more than one CIC as part of the Group. The Group has four CICs as part of the Group.

(xvii) The Company has not incurred cash losses in the current financial year. However, there was a cash loss Rs 1,286.35 lakhs in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA FIRST CHOICE WHEELS LIMITED FOR THE YEAR ENDED 31 MARCH 2026 (CONTD...)

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Kaushal Mehta
Partner
Membership No.: 118321
ICAI UDIN:26118321UYXHZC6931

Place: Mumbai
Date: 14 April 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA FIRST CHOICE WHEELS LIMITED FOR THE YEAR ENDED 31 MARCH 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra First Choice Wheels Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Kaushal Mehta
Partner
Membership No.: 118321
ICAI UDIN:26118321UYXHZC6931

Place: Mumbai
Date: 14 April 2026

CIN: U64200MH1994PLC083996

BALANCE SHEET AS AT 31 MARCH 2026

(Currency : Indian rupees in lakhs)	Note No.	31 March 2026	31 March 2025
ASSETS			
NON-CURRENT ASSETS			
Property, plant and equipment	3	**1,378.57**	1,310.46
Goodwill	4	**3,141.05**	3,141.05
Other intangible assets	4A	**1,283.97**	1,738.58
Intangible assets under development	4B	**36.88**	32.58
Financial assets			
(i) Loans	6	**319.56**	319.56
(ii) Other financial assets	7	**181.59**	191.97
Income tax assets (net)		**1,604.72**	1,470.49
Other non-current assets	8	**134.76**	137.95
Total non-current assets		**8,081.10**	8,342.64
CURRENT ASSETS			
Inventories		**–**	3.45
Financial assets			
(i) Investments	5	**3,523.68**	3,371.98
(ii) Trade receivables	9	**9,907.99**	8,160.06
(iii) Cash and cash equivalents	10	**804.31**	1,089.10
(iv) Bank balances other than (iii) above	10	**596.15**	310.00
(v) Loans	6	**–**	0.72
(vi) Other financial assets	7	**65.88**	70.02
Other current assets	8	**2,098.89**	3,062.77
Total current assets		**16,996.90**	16,068.10
TOTAL ASSETS		**25,078.00**	24,410.74
EQUITY AND LIABILITIES			
EQUITY			
Equity share capital	11	**9,111.12**	9,111.12
Other equity			
Equity component	12A	**–**	–
Reserves and Surplus	12B	**(179.26)**	199.24
Items of other comprehensive income	12C	**(52.97)**	25.39
Equity attributable to owners of the company		**8,878.89**	9,335.75
LIABILITIES			
NON-CURRENT LIABILITIES			
Financial liabilities			
(i) Lease liabilities	34	**812.45**	800.43
(ii) Other financial liabilities	13	**308.91**	308.91
Provisions	14	**1,357.77**	1,099.88
Deferred tax liabilities (Net)	15	**–**	–
Total non-current liabilities		**2,479.13**	2,209.22
CURRENT LIABILITIES			
Financial liabilities			
(i) Lease liabilities	34	**499.34**	427.13
(ii) Trade payables			
(a) Total outstanding dues of Micro Enterprises and Small Enterprises	16	**59.59**	101.15
(b) Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises	16	**8,290.73**	7,403.20
(iii) Other financial liabilities	13	**3,378.83**	3,440.26
Other current liabilities	17	**1,179.80**	1,198.27
Provisions	14	**311.69**	295.76
Total current liabilities		**13,719.98**	12,865.77
Total liabilities		**16,199.11**	15,074.99
TOTAL EQUITY AND LIABILITIES		**25,078.00**	24,410.74

The accompanying notes 1 to 37 are an integral part of the Financial Statements

In terms of our report attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Kaushal Mehta
Partner
Membership number: 118321

Place : Mumbai
Date : 14 April,2026

For and on behalf of the Board of Directors of
Mahindra First Choice Wheels Limited

Mohammed Turra
Managing Director & Chief Executive Officer
DIN: 08736844

Amit Kumar Sinha
Director
DIN: 09127387

Ankit Dhanuka
Chief Financial Officer
PAN: AIGPD3029A

Deepak Modi
Company Secretary
Membership number: A25419

Place : Mumbai
Date : 14 April,2026

CIN: U64200MH1994PLC083996

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(Currency : Indian rupees in lakhs)	Note No.	31 March 2026	31 March 2025
INCOME			
Revenue from operations	18	**35,327.21**	30,978.09
Other income	19	**377.32**	340.90
Total Income		**35,704.53**	31,318.99
EXPENSES			
Purchases of stock-in-trade		**–**	811.77
Changes in inventories of stock-in-trade	20	**3.45**	1.45
Employee benefits expense	21	**8,974.91**	7,916.96
Finance costs	22	**89.92**	103.10
Depreciation and amortisation expense	3 & 4	**1,172.24**	1,198.64
Other expenses	23	**25,851.17**	23,166.88
Total Expenses		**36,091.69**	33,198.80
(Loss) before tax		**(387.16)**	(1,879.81)
Tax Expense			
Deferred tax	15	**–**	–
Total tax expense		**–**	–
(Loss) for the year		**(387.16)**	(1,879.81)
Other comprehensive income/(loss)			
Items that will not be reclassified to profit or loss and its related income tax		**–**	–
(i) Remeasurements of the defined benefit liabilities (assets)		**(78.36)**	(54.66)
Total other comprehensive income/(loss)		**(78.36)**	(54.66)
Total comprehensive (loss) for the year		**(465.52)**	(1,934.47)
Earnings per equity share:			
(Face value Rs. 10/- per share) (Rupees)			
Basic and Diluted	24	**(0.42)**	(2.06)

The accompanying notes 1 to 37 are an integral part of the Financial Statements

In terms of our report attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Kaushal Mehta
Partner
Membership number: 118321

Place : Mumbai
Date : 14 April,2026

For and on behalf of the Board of Directors of
Mahindra First Choice Wheels Limited

Mohammed Turra
Managing Director & Chief Executive Officer
DIN: 08736844

Amit Kumar Sinha
Director
DIN: 09127387

Ankit Dhanuka
Chief Financial Officer
PAN: AIGPD3029A

Deepak Modi
Company Secretary
Membership number: A25419

Place : Mumbai
Date : 14 April,2026

CIN: U64200MH1994PLC083996

STATEMENT OF CHANGES IN EQUITY AS AT 31 MARCH 2026

(Currency : Indian rupees in lakhs)

A (i) Equity share capital

	31 March 2026	31 March 2025
Issued, subscribed and paid up		
Balance as at the beginning of the year	**9,111.12**	9,054.62
Add: Equity shares issued during the year	**–**	–
Conversion of NCCCPS into Equity shares	**–**	56.50
Balance as at the end of the year	**9,111.12**	9,111.12
(ii) Preference share capital		
Balance as at the beginning of the year	**–**	1,260.00
Add: NCCCPS issued during the year	**–**	–
Less: Conversion of NCCCPS into Equity shares	**–**	1,260.00
Balance as at the end of the year	**–**	–

B. Other Equity

	Reserves and Surplus			**Non Cumulative Compulsory Convertible Preference Shares (NCCCPS)**	**Items of other comprehensive income Remeasurements of the defined benefit obligations**	**Total**
	Retained Earnings	**Securities Premium**	**Share options outstanding account**			
Balance as at 31 March 2024	(49,369.67)	50,139.21	131.88	1,260.00	80.05	2,241.47
(Loss) for the year	(1,879.81)	–	–	–	–	(1,879.81)
Remeasurements of the defined benefit plans	–	–	–	–	(54.66)	(54.66)
Total Comprehensive income for the year	(1,879.81)	–	–	–	(54.66)	(1,934.47)
Share based payment to employees	–	–	(25.87)	–	–	(25.87)
Adjustment in pursuant with merger scheme (Refer note 12B)	42,820.63	(42,820.63)	–	–	–	–
Conversion of NCCCPS into Equity shares during the year	–	1,203.50	–	(1,260.00)	–	(56.50)
Balance as at 31 March 2025	(8,428.85)	8,522.08	106.01	–	25.39	224.63
(Loss) for the year	(387.16)	–	–	–	–	(387.16)
Remeasurements of the defined benefit plans	–	–	–	–	(78.36)	(78.36)
Total Comprehensive income for the year	**(387.16)**	**–**	**–**	**–**	**(78.36)**	**(465.52)**
Share based payment to employees	–	–	8.66	–	–	8.66
Balance as at 31 March 2026	**(8,816.01)**	**8,522.08**	**114.67**	**–**	**(52.97)**	**(232.23)**

The accompanying notes 1 to 37 are an integral part of the Financial Statements

In terms of our report attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Kaushal Mehta
Partner
Membership number: 118321

Place : Mumbai
Date : 14 April,2026

For and on behalf of the Board of Directors of
Mahindra First Choice Wheels Limited

Mohammed Turra
Managing Director & Chief Executive Officer
DIN: 08736844

Amit Kumar Sinha
Director
DIN: 09127387

Ankit Dhanuka
Chief Financial Officer
PAN: AIGPD3029A

Deepak Modi
Company Secretary
Membership number: A25419

Place : Mumbai
Date : 14 April,2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026

(Currency : Indian rupees in lakhs)	**31 March 2026**	31 March 2025
A. Cash flows from operating activities		
(Loss) before tax	**(387.16)**	(1,879.81)
Adjustments for:		
Finance costs - Interest on lease asset	**89.92**	103.10
Interest income	**(147.28)**	(97.83)
(Gain) / Loss on property, plant and equipment sold/scrapped/written off (net)	**(5.91)**	8.27
Net gain recorded in profit or loss on sale of Mutual Funds	**(178.73)**	(205.95)
Bad debts written off	**41.15**	370.22
Allowance for expected credit losses (net)	**255.47**	86.33
Allowance for doubtful advances (net)	**(337.56)**	1,499.89
Depreciation and amortisation expense	**1,172.24**	1,198.64
Share based payment expenses	**8.66**	(25.87)
Total	**897.96**	2,936.80
Operating cash inflows	**510.80**	1,056.99
Movements in working capital:		
(Increase) / Decrease in trade receivables	**(1,706.97)**	1,007.44
Decrease in inventories	**3.45**	1.45
Decrease in other assets	**976.06**	3,649.78
Increase / (Decrease) in trade payables	**845.97**	(4,979.77)
Increase in provisions	**195.46**	36.87
Decrease in other current liabilities	**(65.86)**	(1,887.69)
	248.11	(2,171.92)
Cash flows generated / (used in) from operations	**758.91**	(1,114.93)
Income taxes refund (net)	**(134.23)**	30.39
Net cash flows generated / (used in) from operating activities (A)	**624.68**	(1,084.54)
B. Cash flows from investing activities		
Inter corporate deposits matured	**–**	3,500.00
Payments to acquire mutual funds	**(18,509.07)**	(7,212.03)
Proceeds on sale of mutual funds	**18,536.10**	4,617.87
Bank deposits placed	**(959.19)**	(414.98)
Bank deposits matured	**676.50**	207.04
Interest received	**150.06**	342.41
Payments to acquire property, plant and equipment and other intangible assets	**(275.91)**	(184.86)
Proceeds from sale of property, plant and equipment	**16.55**	5.29
Net cash flows (used in) / generated from investing activities (B)	**(364.96)**	860.74

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MARCH 2026 (CONTD...)

(Currency : Indian rupees in lakhs)	**31 March 2026**	31 March 2025
C. Cash flows from financing activities		
Payment of lease liabilities (including interest)	**(544.51)**	(556.58)
Net cash flows (used) in financing activities (C)	**(544.51)**	(556.58)
Net Decrease in cash and cash equivalents (A+B+C)	**(284.79)**	(780.38)
Cash and cash equivalents at the beginning of the year	**1,089.10**	1,869.48
Cash and cash equivalents at the end of the year	**804.31**	1,089.10

Notes to the statement of cash flows:

(a) The above Cash Flow statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard (Ind AS) 7 - "Statement of Cash Flows".

	31 March 2026	31 March 2025
(b) Cash and cash equivalents		
Components of cash and cash equivalents:-		
Cash on hand	**0.01**	0.06
Balance with banks:		
In current accounts	**804.30**	1,089.04
Balances as per statement of cash flows	**804.31**	1,089.10

The accompanying notes 1 to 37 are an integral part of the Financial Statements

In terms of our report attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Kaushal Mehta
Partner
Membership number: 118321

Place : Mumbai
Date : 14 April,2026

For and on behalf of the Board of Directors of
Mahindra First Choice Wheels Limited

Mohammed Turra
Managing Director & Chief Executive Officer
DIN: 08736844

Amit Kumar Sinha
Director
DIN: 09127387

Ankit Dhanuka
Chief Financial Officer
PAN: AIGPD3029A

Deepak Modi
Company Secretary
Membership number: A25419

Place : Mumbai
Date : 14 April,2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

1. Corporate information:

The financial statements comprise financial statements of Mahindra First Choice Wheels Limited ("the Company" or "MFCWL") for the year ended 31 March 2026. The Company is an unlisted Public Company domiciled in India.

Mahindra First Choice Wheels Limited is principally engaged in services led business which includes providing vehicle inspection & valuation services, yard management services, providing online pricing guidance and enabling franchisees by facilitating them to procure & sell used vehicles.

2. Material Accounting Policies:

2.1 Statement of Compliance:

These financial statements of the Company have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 ("the Act") and other relevant provisions of the Act.

2.2 Basis of preparation and presentation:

These financial statements of the Company have been prepared on the historical cost basis except for certain financial instruments that are measured at fair values at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs for the asset or liability that are not based on observable market data.

2.3 Business combinations:

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at fair value on acquisition date and the amount of any non-controlling interests in the acquiree. Acquisition-related costs are expensed as incurred.

At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their acquisition date fair values. For this purpose, the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable.

When the Company acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances, and pertinent conditions as at the acquisition date.

2.4 Goodwill:

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to each of the Company's cash-generating units that is expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

Estimated impairment of goodwill

The Company tests annually goodwill for any impairment, in accordance with the above accounting policy. The recoverable amount of cash generating units is determined based on value-in-use calculations. These calculations require the use of estimates.

2.5 Revenue recognition:

Sale of goods:

The Company recognizes revenue from sale of goods measured at the fair value of the consideration received or receivable, upon satisfaction of performance obligation which is at a point in time when control of the goods is transferred to the customer, generally on delivery of the goods. Depending on the terms of the contract, which differs from contract to contract, the goods are sold on are as on able credit term. As per the terms of the contract, consideration that is variable, according to Ind AS 115, is estimated at contract inception and updated thereafter at each reporting date or until crystallisation of the amount.

Sale of Services:

i) Franchise fee - The Company recognizes revenue from the date of activation of the dealer's account on receipt of security deposit.

ii) Commission Income - The Company recognizes revenue on receipt of seller's confirmation for auction.

iii) Vehicle valuation fee - The Company recognizes revenue on release of valuation report.

iv) Inspection Fee - The Company recognizes revenue on release of inspection report.

v) Yard Management fees - The Company recognizes revenue on accrual basis of entry of the vehicle in the yard.

vi) Other Operating Income:

- Warranty income - The Company recognizes revenue on sale of warranty product of a third-party warranty service provider, with no obligations to the Company. A part of warranty income related to road side assistance is deferred over the period of warranty with the Company being the primary obligor.
- Registration Income – The Company recognizes revenue over the term of registration.

- Others – The Company recognizes revenue on satisfaction of performance obligation towards rendering of such services.

Significant financing component - Generally, the Company receives short-term advances from its customers. Using the practical expedient in Ind AS 115, the Company does not adjust the promised amount of consideration for the effects of a significant financing component if it expects, at contract inception, that the period between the transfer of the promised good or service to the customer and when the customer pays for that good or service will be one year or less.

Unbilled revenue:

Revenue wherein services are performed but billing yet to be done is recognized as an unbilled revenue.

2.6 Dividend and interest income:

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably).

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.7 Operating lease rental income:

The income arising from operating leases is accounted on a straight-line basis over the lease terms.

The Company's policy for recognition of revenue from operating leases is described in Note No.- 2.15 below.

2.8 Foreign currencies:

In preparing the financial statements, transactions in currencies other than the entity's functional currency (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

2.9 Employee benefits:

a) Short term employee benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

b) Post-employment benefits

i) Defined Contribution Plan: Provident and Family Pension Fund

The eligible employees of the Company are entitled to receive post-employment benefits in respect of provident and family pension fund, in which both employees and the Company make monthly contributions at a specified percentage of the employees' eligible salary (currently 12% of employees' eligible salary). The contributions are made to Regional Provident Fund Commissioner. Provident Fund and Family Pension Fund are classified as Defined Contribution Plans as the Company has no further obligations beyond making the contribution. The Company's contributions to Defined Contribution Plan are charged to the statement of profit and loss as incurred.

ii) Defined Benefit Plan: Gratuity (unfunded)

The Company has an obligation towards gratuity, a defined benefit retirement plan covering eligible employees. The plan provides a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days salary payable for each completed year of service or part thereof in excess of six months. Vesting occurs upon completion of five years of service. The Company accounts the gratuity benefits payable in future based on an independent external actuarial valuation carried out at the end of the year which is determined using the Projected Unit Credit method. Actuarial gains and losses are recognised in the Other Comprehensive Income. Past service cost is recognised immediately to the extent that the benefits are already vested.

c) Other long-term employment benefits – Compensated Absences

The Company provides for encashment of leave or leave with pay subject to certain rules. The employees are entitled to accumulate leave subject to certain limits for future encashment/ availment. The Company makes provision for compensated absences based on an independent external actuarial valuation carried out at the end of the year.

2.10 Share-based payment arrangements:

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

2.11 Taxation:

a) Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

b) Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

2.12 Property, plant and equipment:

Property, plant and equipment are stated at cost less depreciation and impairment losses, if any. Costs comprise purchase price net of any trade discounts and rebates and other taxes (other than those subsequently recoverable from the tax authorities), any directly attributable expenditure on making the asset ready for its intended use and other incidental expenses directly attributable to acquisition of assets up to the date the asset is ready for its intended use.

Depreciation is recognised so as to write off the cost of assets (other than freehold land and properties under construction) less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

Estimated useful life of the assets are given below:

- Leasehold improvements over the period of the lease.
- Office equipment - 2 to 5 years.
- Furniture & Fixtures - 1 to 10 years.
- Computers and servers - 3 to 8 years.
- Vehicles - 3 years for used vehicles or 5 years for new vehicles.
- Plant and equipment - 5 to 15 years.
- Electrical Fitting - 2 to 5 years.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.13 Intangible assets:

a) Intangible assets acquired separately:

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

b) Intangible assets under development:

The Company capitalise costs incurred during IT Development phase, such expenses are initially recognised as intangible assets under development until the development phase is complete, upon which the amount is capitalised as intangible asset.

The expenditure incurred is amortised over the estimated period of benefit. The amortisation period for intangible assets with finite useful lives are reviewed annually and changes in expected useful lives are treated as changes in estimates.

c) Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

d) Useful lives of intangible assets:

Estimated useful lives of the intangible assets are as follows:

Software	5 years
Website	5 years
Non-Compete Fees	Contractual Terms
Market Information	Contractual Terms
Customer Relationships	7 years
Service Provider Contracts and intellectual property	3 years

2.14 Impairment of tangible and intangible assets other than goodwill:

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, these assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

2.15 Leases:

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116 and this may require significant judgment. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate.

The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly.

The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used.

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

The Company as a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and restoration cost, less any lease incentives received.

The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any.

The lease liability is initially measured at amortised cost at the present value of the future lease payments. When a lease liability is remeasured, the corresponding adjustment of the lease liability is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

2.16 Inventories:

Inventories beyond 90 days from the date of valuation or purchase are valued at Cost or Net Realisable Value whichever is lower.

2.17 Provisions and Contingencies:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received, and the amount of the receivable can be measured reliably.

2.18 Financial Instruments

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. A trade receivable without a significant financing component is initially measured at the transaction price. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2.19 Financial assets

All regular way purchases or sales of financial assets are recognised and de-recognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Financial assets are subsequently measured at fair value.

A financial asset is held for trading if:

- it has been acquired principally for the purpose of selling it in the near term; or
- on initial recognition, it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument or a financial guarantee

Impairment of financial assets

The Company applies the Expected Credit Loss (ECL) model for recognising impairment loss on trade receivables wherein the Company measures the loss allowance at an amount equal to lifetime expected credit losses. With respect to other financial assets, the Company provides for loss allowance based on its assessment of credit risk considering the recoverability. Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities under the Company's recovery procedures, taking into account legal advice where appropriate. Any recoveries made are recognised in profit or loss.

De-recognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Group currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

2.20 Financial liabilities and equity instruments

a) **Classification as debt or equity**

Debt and equity instruments issued by a Company entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

b) **Equity instruments**

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Company are recognised at the proceeds received, net of direct issue costs.

c) **Financial liabilities**

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

De-recognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired. An exchange between with a lender of debt instruments with substantially different terms is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. Similarly, a substantial modification of the terms of an existing financial liability (whether or not attributable to the financial difficulty of the debtor) is accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable is recognised in profit or loss.

2.21 Cash and cash equivalents:

Cash and cash equivalents in the balance sheet comprise cash on hand, cheques and drafts on hand, balance with banks in current accounts and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of change in value.

2.22 Earnings Per Share:

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period. Earnings considered in ascertaining the Company's earnings per share is the net profit for the period after deducting preference dividends, if any, for the period. The weighted average number of equity shares outstanding during the period and for all periods presented is adjusted for events, such as bonus shares, sub-division of shares etc. that have changed the number of equity shares outstanding, without a corresponding change in resources. For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted average number of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares. Diluted earnings per share reflects the potential dilution that could occur if securities or other contracts to issue equity shares were exercised or converted during the year.

2.23 Use of estimates and judgments:

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

Key sources of estimation uncertainty at the date of financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of useful lives of property, plant and equipment, intangible assets, fair value of financial assets/liabilities and impairment of investments.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

(i) Useful lives of property, plant and equipment and intangible assets – refer note 2.12

(ii) Fair value of financial assets and liabilities and investments – refer note 2.19 and 2.20

(iii) Goodwill - refer note 2.4

Recent Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.

Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and require companies to disclose that they have applied the relief. This relief is immediate and applies retrospectively. The amendments also require companies to provide new disclosures to compensate for potential loss of information resulting from the relief. Such disclosures are to be provided for annual reporting periods beginning on or after April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

3. Property, plant and equipment

(Currency : Indian rupees in lakhs)

Carrying Amount of:	**As at 31 March 2026**	As at 31 March 2025
Improvements to Leasehold Property	**6.26**	7.45
Office Equipment	**50.43**	44.59
Furniture and Fixtures	**29.43**	31.06
Electrical Fittings	**1.09**	1.69
Computers	**76.16**	72.28
Vehicles	**23.82**	29.10
Total - (a)	**187.19**	186.17
Right-of-use asset	**1,191.38**	1,124.29
Total	**1,378.57**	1,310.46

(a) Property, plant and equipment (owned)

Description of Assets	**Improvements to Leasehold Property**	**Office Equipment**	**Furniture and Fixtures**	**Electrical Fittings**	**Computers**	**Vehicles**	**Total**
Cost							
Balance as at 31 March 2024	**56.17**	**143.12**	**34.50**	**4.35**	**928.07**	**120.61**	**1,286.82**
Additions during the year	5.14	32.16	6.94	–	1.76	30.36	76.35
Disposal during the year	–	51.01	0.66	1.20	181.76	41.05	275.67

(Currency : Indian rupees in lakhs)

Description of Assets	Improvements to Leasehold Property	Office Equipment	Furniture and Fixtures	Electrical Fittings	Computers	Vehicles	Total
Balance as at 31 March 2025	**61.31**	**124.27**	**40.78**	**3.15**	**748.07**	**109.92**	**1,087.50**
Additions during the year	–	22.07	4.23	–	41.28	18.58	86.16
Disposal during the year	–	9.65	3.87	–	60.33	52.34	126.19
Balance as at 31 March 2026	**61.31**	**136.69**	**41.14**	**3.15**	**729.02**	**76.16**	**1,047.47**
Accumulated depreciation							
Balance as at 31 March 2024	**53.37**	**115.93**	**6.63**	**2.00**	**742.29**	**89.70**	**1,009.92**
Depreciation expense for the year	0.49	12.02	3.39	0.60	105.71	27.47	149.68
Disposal during the year	–	48.27	0.30	1.14	172.21	36.35	258.27
Balance as at 31 March 2025	**53.86**	**79.68**	**9.72**	**1.46**	**675.79**	**80.82**	**901.33**
Depreciation expense for the year	1.19	14.40	3.85	0.60	34.35	16.75	71.14
Disposal during the year	–	7.82	1.86	–	57.28	45.23	112.19
Balance as at 31 March 2026	**55.05**	**86.26**	**11.71**	**2.06**	**652.86**	**52.34**	**860.28**
Net carrying amount as at 31 March 2025	7.45	44.59	31.06	1.69	72.28	29.10	186.17
Net carrying amount as at 31 March 2026	**6.26**	**50.43**	**29.43**	**1.09**	**76.16**	**23.82**	**187.19**

(b) Right of use assets

Description of Assets	Property	Vehicles	Total
Balance as at 31 March 2024	3,029.34	115.12	3,144.46
Additions during the year	270.58	35.77	306.35
Disposal during the year	–	19.56	19.56
Balance as at 31 March 2025	**3,299.92**	**131.33**	**3,431.25**
Additions during the year	513.87	31.12	544.99
Disposal during the year	–	12.65	12.65
Balance as at 31 March 2026	**3,813.79**	**149.80**	**3,963.59**
Accumulated depreciation			
Balance as at 31 March 2024	**1,779.43**	**36.65**	**1,816.08**
Depreciation expense for the year	463.91	36.75	500.66
Disposal during the year	–	9.78	9.78
Balance as at 31 March 2025	**2,243.34**	**63.62**	**2,306.96**
Depreciation expense for the year	443.23	31.86	475.09
Disposal during the year	–	9.84	9.84
Balance as at 31 March 2026	**2,686.57**	**85.64**	**2,772.21**
Net carrying amount as at 31 March 2025	**1,056.58**	**67.71**	**1,124.29**
Net carrying amount as at 31 March 2026	**1,127.22**	**64.16**	**1,191.38**

4. Goodwill

	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	**3,141.05**	3,141.05
Balance at the end of the year	**3,141.05**	3,141.05

The Company tests goodwill on an annual basis to ascertain whether there is an indication that the CGU to which the goodwill has been allocated may be impaired. The goodwill impairment test is performed at the level of the CGU that benefit from the synergies of the acquisition and which represents the lowest level at which goodwill is monitored for internal management purposes. The recoverable amount is determined based on higher of value-in-use and fair value less cost of disposal. Where there is no basis for making a reliable estimate of the price at which an orderly transaction to sell the asset would take place between market participants at the measurement date under current market conditions, the recoverable amount is determined by value-in-use. In determining the value-in-use, cash flow projections approved by appropriate level of management are considered. In circumstances where a reliable value-in-use estimate is difficult to make whereas market value of the asset or the CGU or group of CGUs is readily available, the latter is used for the determination of recoverable amount with appropriate adjustments, where applicable. Apart from the observable market information, significant management estimates and judgments are used to determine the recoverable amounts based on value-in-use.

(Currency : Indian rupees in lakhs)

Key assumptions used for determination of value-in-use amount includes estimated growth rates (including terminal growth rates), margins and discount rates. Cash flow projections are considered for next 3-5 years and represent management's best estimate about future developments with due consideration for past performance. Cash flows beyond the five-year period are extrapolated using terminal growth rates.

The value-in-use calculation for the year used discount rates of 12.6% and terminal growth of 5%.

No impairment was identified in FY 2025-26 (FY2024-25: Nil)

4A. Other intangible assets

Carrying Amount of:	**As at 31 March 2026**	As at 31 March 2025
Computer Software	**2.80**	15.70
Websites	**1,281.17**	1,722.85
Non-Compete Fees	**–**	–
Customer Relationships	**–**	–
Service Provider Contracts	**–**	0.01
Acquisition of service contracts and Intellectual Property	**–**	–
Trade Mark	**–**	–
Copy Rights	**–**	–
Total	**1,283.97**	1,738.58

Description of Assets	**Computer Software**	**Websites**	**Non-Compete Fees**	**Customer Relationships**	**Service Provider Contracts**	**Acquisition of service contracts and Intellectual Property**	**Trade Mark**	**Copy Rights**	**Total**
Cost									
Balance as at 31 March 2024	186.98	3,102.49	3.17	145.00	25.00	33.50	10.00	10.00	3,516.14
Additions during the year	2.13	357.18	–	–	–	–	–	–	359.31
Disposal during the year	22.31	161.31	–	–	–	–	10.00	10.00	203.62
Balance as at 31 March 2025	**166.80**	**3,298.36**	**3.17**	**145.00**	**25.00**	**33.50**	**–**	**–**	**3,671.83**
Additions during the year	0.22	171.21	–	–	–	–	–	–	171.43
Disposal during the year	–	–	–	–	–	–	–	–	–
Balance as at 31 March 2026	**167.02**	**3,469.57**	**3.17**	**145.00**	**25.00**	**33.50**	**–**	**–**	**3,843.26**
Accumulated amortisation expenses									
Balance as at 31 March 2024	**163.85**	**1,198.07**	**3.17**	**145.00**	**24.99**	**33.50**	**10.00**	**10.00**	**1,588.58**
Amortisation expense during the year	9.56	538.75	–	–	–	–	–	–	548.31
Disposal during the year	22.31	161.31	–	–	–	–	10.00	10.00	203.62
Balance as at 31 March 2025	**151.10**	**1,575.51**	**3.17**	**145.00**	**24.99**	**33.50**	**–**	**–**	**1,933.27**
Amortisation expense during the year	13.12	612.89	–	–	0.01	0.01	–	–	626.03
Disposal during the year	–	–	–	–	–	0.01	–	–	0.01
Balance as at 31 March 2026	**164.22**	**2,188.40**	**3.17**	**145.00**	**25.00**	**33.50**	**–**	**–**	**2,559.29**
Net carrying amount as at 31 March 2025	**15.70**	**1,722.85**	**–**	**–**	**0.01**	**–**	**–**	**–**	**1,738.56**
Net carrying amount as at 31 March 2026	**2.80**	**1,281.17**	**–**	**–**	**–**	**–**	**–**	**–**	**1,283.97**

4B. Intangible assets under development

Carrying amount of:	**As at 31 March 2026**	As at 31 March 2025
Intangible assets under development	**36.88**	32.58
Total	**36.88**	32.58

(Currency : Indian rupees in lakhs)

Intangible assets under development (IAUD) Ageing Schedule

As at 31 March 2026	Amount in IAUD for a period of				
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
Projects in progress	**36.88**	**–**	**–**	**–**	**36.88**

As at 31 March 2025	Amount in IAUD for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Projects in progress	15.76	16.82	–	–	32.58

5. Investments

	31 March 2026			31 March 2025		
	Number of units	**Non-current**	**Current**	Number of units	Non-current	Current
A. Fair Value through Profit and Loss						
Quoted Investments in Mutual funds Carried at FVTPL						
HDFC Liquid Fund - Growth	**13,203**	**–**	**706.17**	26,465	–	1,333.85
SBI Liquid Fund - Growth	**17,992**	**–**	**766.32**	27,114	–	1,088.83
ICICI Prudential Liquid Fund - Growth	**1,68,035**	**–**	**677.95**	1,86,021	–	707.42
Nippon India Liquid Fund - Growth	**–**	**–**	**–**	3,859	–	241.88
Axis Liquid Fund - Growth	**23,339**	**–**	**708.67**	–	–	–
Aditya Birla Sun Life Liquid Fund - Regular Growth	**1,51,276**	**–**	**664.57**	–	–	–
	3,73,845	**–**	**3,523.68**	2,43,459	–	3,371.98
Other disclosures						
Aggregate amount of unquoted investments	**–**	**–**	**–**	–	–	–
Aggregate amount of quoted investments	**–**	**–**	**3,523.68**	–	–	3,371.98
Aggregate Market value of quoted investments	**–**	**–**	**3,523.68**	–	–	3,371.98
Aggregate amount of impairment in the value of investments	**–**	**–**	**–**	–	**–**	–

Note:
Refer Note 26 and 28 for disclosures related to liquidity risk and related financial instrument disclosures.

6. Loans

	31 March 2026		31 March 2025	
	Non-current	**Current**	Non-current	Current
Loans to related parties				
Unsecured, considered good				
Employee Stock Option Scheme Trust	**319.56**	**–**	319.56	–
Loans to employees				
Unsecured, considered good	**–**	**–**	–	0.72
	–	**–**	–	0.72
	319.56	**–**	319.56	0.72

Except for above loans, there are no loans due by directors or other officers of the Company or any of them severally or jointly with other persons or amounts due by firms or private Companies in which any director is a partner or a director or a member.

Refer note 26 for disclosures related to credit risk, impairment under expected credit loss model and related financial instrument disclosures.

7. Other financial assets

	31 March 2026		31 March 2025	
	Non-Current	**Current**	Non-Current	Current
Security Deposits				
Unsecured, considered good	**176.28**	**64.51**	183.21	65.17
Doubtful	**0.29**	**–**	0.29	–
Less: Allowance for doubtful advances	**(0.29)**	**–**	(0.29)	–
	176.28	**64.51**	183.21	65.17
Financial assets at amortised cost:				
Bank Deposits with more than 12 months maturity	**5.31**	**–**	8.76	–
Interest accrued but not due	**–**	**1.37**	–	4.15
Other financial assets*				
Unsecured, considered good	**–**	**–**	–	0.70
Doubtful	**–**	**1,460.14**	–	1,461.49
Less: Allowance for doubtful advances	**–**	**(1,460.14)**	–	(1,461.49)
	–	**–**	–	0.70
	181.59	**65.88**	191.97	70.02

Refer Note 26 for disclosures related to credit risk, impairment under expected credit loss model and related financial instrument disclosures.

* Includes trade financing to select dealers with a return commensurate with performance.

(Currency : Indian rupees in lakhs)

8. Other non financial assets

	31 March 2026		31 March 2025	
	Non-Current	**Current**	Non-Current	Current
Balance with Government authorities (other than income taxes)	**98.61**	**–**	98.61	–
Advances to Suppliers*				
Considered good	**–**	**589.83**	–	1,471.46
Doubtful	**–**	**3,349.02**	–	3,685.22
Less: Allowance for doubtful advances	**–**	**(3,349.02)**	–	(3,685.22)
	–	**589.83**	–	1,471.46
Prepaid Expenses	**36.15**	**201.62**	37.25	119.11
Deferred Expenses	**–**	**–**	2.09	29.63
Goods and Services Tax (GST)	**–**	**1,307.44**	–	1,442.57
TOTAL	**134.76**	**2,098.89**	137.95	3,062.77

* The above included an amount of Rs.1,078.01 lakhs (As at 31 March 2025 - Rs. 1,085.33 lakhs) made to bulk buyers for purchase of vehicles which was not received. Pursuant to this aforesaid misappropriation and considering the related uncertainties, the Company had provided an amount of Rs.1,078.01 lakhs. The Company during the current year recovered an amount of Rs.7.32 lakhs.

9. Trade receivables

	31 March 2026	31 March 2025
Unsecured, considered good	**9,907.99**	8,160.06
Doubtful	**2,280.56**	2,025.08
Less: Allowance for expected credit loss	**(2,280.56)**	(2,025.08)
	9,907.99	8,160.06
Dues from related parties	**549.07**	269.62

Except for above dues from related parties, there are, no trade or other receivables due from directors or other officers of the Company either severally or jointly with any other person and no trade or other receivable due from firms or private companies respectively in which any director is a partner or a director or a member. For terms and conditions relating to related party receivables, refer Note 29.

As at 31 March 2026	**Outstanding for following periods from date of invoice**						
	Unbilled	**Less than 6 months**	**6 months - 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) Undisputed Trade receivables – considered good	**8,064.51**	**1,674.84**	**168.64**	**–**	**–**	**–**	**9,907.99**
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	**–**	**78.07**	**257.28**	**429.78**	**293.06**	**1,222.37**	**2,280.56**
(iii) Undisputed Trade Receivables – credit impaired	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed Trade Receivables– considered good	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(v) Disputed Trade Receivables – which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(vi) Disputed Trade Receivables – credit impaired	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Trade Receivables Ageing Schedule FY26	**8,064.51**	**1,752.91**	**425.92**	**429.78**	**293.06**	**1,222.37**	**12,188.55**

As at 31 March 2025	Outstanding for following periods from date of invoice						
	Unbilled	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	6,613.67	1,252.04	294.35	–	–	–	8,160.06
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	–	–	150.92	651.87	597.57	624.72	2,025.08
(iii) Undisputed Trade Receivables – credit impaired	–	–	–	–	–	–	–
(iv) Disputed Trade Receivables– considered good	–	–	–	–	–	–	–
(v) Disputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–	–
(vi) Disputed Trade Receivables – credit impaired	–	–	–	–	–	–	–
Trade Receivables Ageing Schedule FY25	**6,613.67**	**1,252.04**	**445.27**	**651.87**	**597.57**	**624.72**	**10,185.14**

Refer Note 26 for disclosures related to credit risk, impairment of trade receivables under expected credit loss model and related disclosures.

(Currency : Indian rupees in lakhs)

10. Cash and bank balances

	31 March 2026	31 March 2025
Cash and cash equivalents		
Balances with banks		
– In current accounts	**804.30**	1,089.04
Cash on hand	**0.01**	0.06
	804.31	1,089.10
Other bank balances		
Balances with Banks:		
– Fixed deposits with original maturity greater than 3 months but less than 12 months	**596.15**	310.00
	596.15	310.00

11. Equity share capital

	31 March 2026		31 March 2025	
	Number of shares	Amount	Number of shares	Amount
Authorised:				
Number of Equity shares of face value Rs. 10 each	**9,55,00,000**	**9,550.00**	9,55,00,000	9,550.00
Number of Preference shares of face value Rs. 10 each	**7,50,00,000**	**7,500.00**	7,50,00,000	7,500.00
Issued, subscribed and paid up:				
Number of Equity shares of face value Rs. 10 each fully paid up	**9,40,41,553**	**9,404.16**	9,34,76,531	9,347.66
Add: Conversion of NCCCPS into Equity shares during the year	**–**	**–**	5,65,022	56.50
	9,40,41,553	**9,404.16**	9,40,41,553	9,404.16
Equity Shares				
Less: Equity shares of Rs. 10 each fully paid up issued to ESOP Trust constituted under the Employees' Stock Option Scheme (ESOS) but not yet allotted to employees	**29,30,401**	**293.04**	29,30,401	293.04
	9,11,11,152	**9,111.12**	9,11,11,152	9,111.12
Total Equity Share Capital	**9,11,11,152**	**9,111.12**	9,11,11,152	9,111.12
0.001% Non-Cumulative Compulsorily Convertible Preference Shares ('NCCCPS') of Rs. 10 each issued and fully paid	**–**	**–**	1,26,00,000	1,260.00
Add: Issued during the year	**–**	**–**	–	–
Less: Conversion of NCCCPS into Equity shares during the year	**–**	**–**	1,26,00,000	1,260.00
	–	**–**	–	–

Note:

The reduction of Rs. 293.04 lakhs (29,30,401 Equity shares of Rs. 10/- each), (As at 31 March 2025 – Rs. 293.04 lakhs (29,30,401 equity shares of Rs. 10/- each)) held by ESOS Trust as per the Employee Stock Option Scheme (ESOS).

For details of shares reserved for issue under the Share based payment plan of the company, Refer Note No.- 21A.

(i) Reconciliation of the number of equity shares outstanding at the beginning and at the end of the year

	31 March 2026		31 March 2025	
	Number of shares	Amount	Number of shares	Amount
Issued, subscribed and paid up:				
Equity Share Capital				
Balance at the beginning of the year	**9,40,41,553**	**9,404.16**	9,34,76,531	9,347.66
Add: Conversion of NCCCPS into Equity shares during the year	**–**	**–**	5,65,022	56.50
Adjusted Issued, Subscribed and Paid up share capital	**9,40,41,553**	**9,404.16**	9,40,41,553	9,404.16

Terms/ rights attached to equity shares:

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts, if any. The distribution will be in proportion to the number of equity shares held by the shareholders.

Terms/ rights attached to Preference Shares

During the previous year, the Company had Non cumulatative Compulsarily Convertiable preference shares having par value of Rs. 10 per share.

Conversion: The Complusorily Convertible preference Shares had been converted into Equity Shares during the previous year. The conversion was mandatorily made on the earlier of i) next round of external investment in the Company or ii) end of 24 months from the date of allotment of NCCCPS. The Conversion was made at a price/rate which was at 10% discount to the value per share as per the valuation at the time of such fund infusion, subject to necessary compliances under FEMA and also subject to minimum floor price of Rs. 223 per NCCCPS. Since there had not been any next round of fund infusion by an external investment within the period of 24 months, the NCCCPS had been mandatorily converted into Equity Shares at the minimum floor price of Rs. 223/- (Rupees Two Hundred and Twenty three) per NCCCPS (including a premium of Rs. 213 per share).

Dividend: The holders of the NCCCPs carried a non-cumulative dividend at the fixed rate of 0.001% per year, out of the profits of the Company.

(ii) Details of shares held by the holding company and the ultimate holding company

	Number of Shares Equity Shares with Voting rights As at 31 March 2026	Number of Shares Equity Shares with Voting rights As at 31 March 2025
Mahindra Holdings Limited, Holding Company	**5,14,40,556**	5,14,40,556

(iii) The details of shares held by each shareholder holding more than 5% shares:

Equity Shares	31 March 2026		31 March 2025	
Name of the shareholder	No. of shares	% held	No. of shares	% held
Mahindra Holdings Limited	**5,14,40,556**	**54.70%**	5,14,40,556	54.70%
PHI Management Solutions Pvt Ltd	**1,61,84,054**	**17.21%**	1,61,84,054	17.21%
Valiant Mauritius Partners FDI Limited	**1,09,28,388**	**11.62%**	1,09,28,388	11.62%
Manheim Export SARL	**76,24,037**	**8.11%**	76,24,037	8.11%

(Currency : Indian rupees in lakhs)

(iv) Shares reserved for issue under ESOP options:

ESOPs administered under two schemes by a Trust and the Company, have been granted to certain executives and senior employees which will vest in a period of time ranging from 36 months to 60 months from date of grant. The share option outstanding account is used to recognise the value of equity-settled share-based payments provided to employees, including key management personnel, as part of their remuneration.

For details of shares reserved for issue under the Share based payment plan of the Company, please refer note 21A.

(v) Details of shares held by promoters:

As at 31 March 2026

Promoter Name	Instrument	No of shares	% of Total Shares	% Change during the year
Mahindra Holdings Limited, Holding Company	**Equity Shares**	**5,14,40,556**	**54.70%**	**0.00%**

As at 31 March 2025

Promoter Name	Instrument	No of shares	% of Total Shares	% Change during the year
Mahindra Holdings Limited, Holding Company	Equity Shares	5,14,40,556	54.70%	1.11%

12. Other equity

	31 March 2026	31 March 2025
12A) Equity component of compound financial instruments		
Equity component of Non-Cumulative Compulsorily Convertible Preference Shares (NCCCPS)	**–**	1,260.00
Less: Conversion of NCCCPS into Equity shares	**–**	1,260.00
Total	**–**	–

12B) Reserves and Surplus	**31 March 2026**	31 March 2025
Retained earnings	**(8,816.01)**	(8,428.85)
Securities premium	**8,522.08**	8,522.08
Share option outstanding account	**114.67**	106.01
Total	**(179.26)**	199.24

Retained earnings

Balance as at the beginning of the year	**(8,428.85)**	(49,369.67)
(Loss) for the year	**(387.16)**	(1,879.81)
Transfer to Share premium account*	**–**	42,820.63
Balance at the end of year	**(8,816.01)**	(8,428.85)

Securities premium

Balance as at the beginning of the year	**8,522.08**	50,139.21
Shares issue at premium	**–**	1,203.50
Transfer to retained earning*	**–**	(42,820.63)
Balance as at the end of the year	**8,522.08**	8,522.08

Securities premium is received pursuant to the further issue of equity shares at a premium net of the share issue expenses. This is a non-distributable reserve except for the following instances where the share premium account may be applied;

i) towards the issue of unissued shares of the Company to the members of the Company as fully paid bonus shares;

ii) for the purchase of its own shares or other securities;

iii) in writing off the preliminary expenses of the Company;

iv) in writing off the expenses of, or the commission paid or discount allowed on, any issue of shares or debentures of the Company; and

v) in providing for the premium payable on the redemption of any redeemable preference shares or of any debentures of the Company.

* The retained earnings of the Company as on the appointed date being adjusted against the credit balance in the securities premium account per the scheme approved by NCLT during the previous year.

Share option outstanding account

	31 March 2026	31 March 2025
Balance as at the beginning of the year	**106.01**	131.88
Add:- (forfeiture)/allotment of shares by ESOP Trust to employees	**8.66**	(25.87)
Balance at the end of year	**114.67**	106.01

The above reserve relates to share options granted by the Company to its employees under its Employee Share Option Plan (ESOP). Further information about share-based payments to its employees is set out in note 21A.

Equity-settled share-based payments to employees and others providing similar services are measured at the fair value of the equity instruments at the grant date. The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company's revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the share option outstaning account.

12C) Items of other comprehensive income

	31 March 2026	31 March 2025
Equity instruments at fair value through other comprehensive income	**–**	–
Remeasurements of the defined benefit plans	**(52.97)**	25.39
Total other equity	**(52.97)**	25.39

This reserve represents the cumulative gains arising on the revaluation of equity instruments measured at fair value through other comprehensive income. (FVOCI)

Remeasurements of the defined benefit plans

	31 March 2026	31 March 2025
Balance as at the beginning of the year	**25.39**	80.05
Remeasurements of the defined benefit plans	**(78.36)**	(54.66)
Balance at the end of year	**(52.97)**	25.39

This reserve represents the cumulative gains arising on remeasurement of the employee's defined benefit plan.

13. Other financial liabilities

	31 March 2026		31 March 2025	
	Non-Current	**Current**	Non-Current	Current
Other financial liabilities measured at amortised cost				
Security Deposits*	**–**	**1,767.45**	–	1,942.12

(Currency : Indian rupees in lakhs)

	31 March 2026		31 March 2025	
	Non-Current	**Current**	Non-Current	Current
Monies adjusted from share capital and reserves and surplus on account of shares held by ESOP trust	**308.91**	**–**	308.91	–
Capital creditors	**–**	**11.21**	–	25.24
Other employee related liabilities	**–**	**691.51**	–	658.34
Other advances	**–**	**835.54**	–	814.56
Other liabilities	**–**	**73.12**	–	–
Total other financial liabilities	**308.91**	**3,378.83**	308.91	3,440.26

Note:

* Deposits are re-payable on demand.

Refer Note 26 for disclosures related to liquidity risk and related financial instrument disclosures.

14. Provisions

	31 March 2026		31 March 2025	
	Non-Current	**Current**	Non-Current	Current
Provision for employee benefits				
– Compensated absences	**498.55**	**154.50**	444.21	160.25
– Gratuity (Refer Note 27)	**859.22**	**157.19**	655.67	135.51
Total provisions	**1,357.77**	**311.69**	1,099.88	295.76

15. Deferred tax liablities (net)

(i) Movement of Deferred Tax

	31 March 2026		
	As at beginning of the year	**Reversed during the year**	**As at end of the year**
Tax effect of items constituting deferred tax liabilities on account of Business combination	**–**	**–**	**–**

(i) Movement of Deferred Tax

	31 March 2025		
	As at beginning of the year	Reversed during the year	As at end of the year
Tax effect of items constituting deferred tax liabilities on account of Business combination	–	–	–

ii) Deferred tax assets have not been recognised in respect of following items, as it is not probable that future taxable profit will be available against which the Company can utilise the benefit therefrom.

	31 March 2026	31 March 2025
Unabsorbed depreciation	**4,165.85**	5,472.01
Unabsorbed business losses (refer details below)	**19,007.98**	21,392.81
Provision for doubtful debt and advances	**7,090.00**	7,172.09
Provision for retirement benefits	**1,669.46**	1,395.64
Pertains to Property plants & equipment and Intangibles	**(143.28)**	189.01

The unrecognised tax losses carried forward expire as follows:

Expiry Year	**31 March 2026**	31 March 2025
Financial year 2025-2026	**–**	2,191.97
Financial year 2026-2027	**772.83**	772.83
Financial year 2027-2028	**783.77**	903.23
Financial year 2028-2029	**70.29**	465.49
Financial year 2029-2030	**528.96**	2,178.99
Financial year 2030-2031	**9,947.04**	12,456.56
Financial year 2031-2032	**405.47**	1,202.98
Financial year 2032-2033	**6,096.68**	1,220.76
Financial year 2033-2034	**402.94**	–
Total	**19,007.98**	21,392.81

The income tax expense for the year can be reconciled to the accounting Loss as follows :

	31 March 2026	31 March 2025
Loss before tax	**(387.16)**	(1,879.81)
Income tax expense calculated at 25.168%	**(97.44)**	(488.75)
Effect of expenses that is non-deductible in determining taxable profit	**–**	–
Effect of unused tax losses for which no deferred tax asset is recognised	**97.44**	488.75
	97.44	488.75
Income tax expense recognised in Statement of Profit and Loss	**–**	–

16. Trade payables

	31 March 2026	31 March 2025
Total outstanding dues of micro enterprises and small enterprises (Refer note 30)	**59.59**	101.15
Total outstanding dues of creditors other than micro enterprises and small enterprises	**8,290.73**	7,403.20
Total Trade Payables	**8,350.32**	7,504.35

Refer Note 26 for disclosures related to liquidity risk and related financial instrument disclosures.

	Outstanding for following periods from date of invoice					
As at 31 March 2026	**Not Due**	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) Total Outstanding dues of Micro enterprises and Small Enterprises	**–**	**59.59**	**–**	**–**	**–**	**59.59**
(ii) Total outstanding dues of Creditors other than Micro enterprises and Small Enterprises	**5,749.35**	**2,078.55**	**43.98**	**64.05**	**354.80**	**8,290.73**
(iii) Disputed dues of Micro enterprises and Small Enterprises	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed dues of Creditors other than Micro enterprises and Small Enterprises	**–**	**–**	**–**	**–**	**–**	**–**
Trade Payables Ageing Schedule FY26	**5,749.35**	**2,138.14**	**43.98**	**64.05**	**354.80**	**8,350.32**

(Currency : Indian rupees in lakhs)

As at 31 March 2025	Outstanding for following periods from date of invoice					
	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Total Outstanding dues of Micro enterprises and Small Enterprises	–	101.15	–	–	–	101.15
(ii) Total outstanding dues of Creditors other than Micro enterprises and Small Enterprises	5,202.19	1,772.45	64.68	351.14	12.75	7,403.20
(iii) Disputed dues of Micro enterprises and Small Enterprises	–	–	–	–	–	–
(iv) Disputed dues of Creditors other than Micro enterprises and Small Enterprises	–	–	–	–	–	–
Trade Payables Ageing Schedule FY25	5,202.19	1,873.60	64.68	351.14	12.75	7,504.35

17. Other current liabilities

		31 March 2026	31 March 2025
Contract liabilities		**610.69**	691.17
Government dues			
i)	Provident fund	**74.53**	62.44
ii)	Employees' state insurance and Profession tax	**2.07**	1.91
iii)	Tax deducted at source	**306.95**	270.50
iv)	Goods and Services Tax (GST)	**134.96**	121.64
v)	Others	**50.60**	50.60
		569.11	507.09
Total other liabilities		**1,179.80**	1,198.26

18. Revenue from operations

	31 March 2026	31 March 2025
Revenue from contract with customers:-		
Sale of products	**2.16**	622.23
Sale of services	**34,233.13**	29,183.73
Other operating revenues	**1,091.92**	1,172.13
	35,327.21	30,978.09

The management determines that the segment information reported under Note 18 above Segment information is sufficient to meet the disclosure objective with respect to disaggregation of revenue under Ind AS 115 Revenue from contract with customers.

Reconciliation of revenue from sale of products	**31 March 2026**	31 March 2025
Revenue as per contracted price	**2.16**	622.23
Sales returns	**–**	–
Rebates/ Discounts	**–**	–
Sale of products	**2.16**	622.23

Contract Balances	**31 March 2026**	31 March 2025
Contract assets	**–**	–
Contract Liabilities (Note 17)	**610.69**	691.17

Significant changes in contract assets and liabilities during the year	**31 March 2026**	31 March 2025
Revenue recognised that was included in the contract liability balance at the beginning of the year	**691.17**	819.67
Sale of services comprises of:		
– Franchisee fees	**1,752.95**	1,595.93
– Commission income	**2,887.99**	2,568.72
– Vehicle valuation fees	**9,955.18**	9,224.02
– Vehicle preinspection fees	**1,998.49**	1,857.83
– Yard management parking fees	**13,673.95**	10,025.56
– Indian blue book income	**1,257.05**	1,473.03
– Advertisement revenue	**1,551.61**	1,442.86
– Consultancy and other affiliate income	**11.32**	18.53
– Others services	**1,144.59**	977.25
Revenue from rendering of services	**34,233.13**	29,183.73
Other operating revenues comprises of:		
– Warranty income	**771.64**	699.30
– Forfeiture of Earnest Money Deposits collected	**320.28**	472.83
Other operating revenues	**1,091.92**	1,172.13

19. Other income

	31 March 2026	31 March 2025
Interest Income (On financial assets measured at amortised cost)		
– Bank deposits	**62.45**	29.86
– Income tax refund	**43.23**	–
– Others	**41.61**	67.97
Operating lease rental income	**44.90**	22.49
Gain on sale / discardment of property, plant and equipment	**5.91**	–
Net gain recorded in profit or loss on sale of mutual funds	**178.73**	205.95
Sale of scrap	**0.49**	**14.63**
Total other income	**377.32**	340.90

20. Changes in inventories of stock-in-trade

	31 March 2026	31 March 2025
Opening Stock-in-trade	**3.45**	4.90
Closing Stock-in-trade	**–**	3.45
Changes in inventories of stock-in-trade	**3.45**	1.45

21. Employee benefits expense

	31 March 2026	31 March 2024
Salaries and wages, including bonus* (Refer Note 27)	**8,125.40**	7,212.85
Contribution to provident and other funds (Refer Note 27)	**476.73**	391.55
Share based payments to employees (see Note 21A)	**77.27**	(25.87)
Staff welfare expenses	**295.51**	338.43
Total Employee benefits expense	**8,974.91**	7,916.96

(Currency : Indian rupees in lakhs)

* On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has assessed and disclosed the incremental impact of these changes on the best information available and consistent with the guidance provided by the Institute of Chartered Accountants of India.

Considering the regulatory-driven and non-recurring nature of this impact, the Company has presented such incremental impact under employee benefit expenses amounting to Rs. 94.28 lakhs in the financial statement for the year ended 31 March 2026. The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.

21A Employee share option plan of the company

1.1. Details of the employees share option plan of the Company

Mahindra First Choice Wheels Limited has share option schemes under which the employees have an option to subscribe for the Company's shares which have been granted to certain executives and senior employees. The share-based payment reserve is used to recognise the value of equity-settled share-based payments provided to employees, including key management personnel, as part of their remuneration.

Each employee share option converts into the equity share of the Company on exercise. No amounts are paid or payable by the recipient on receipt of the option. The options carry neither rights to dividends nor voting rights. Options may be exercised at any time from the date of vesting to the date of expiry.

The number of options granted is calculated in accordance with the performance-based formula approved by shareholders at the previous annual general meeting and is subject to approval by the remuneration committee. The formula rewards executives and senior employees to the extent of the Company's and the individual's achievement judged against both qualitative and quantitative criteria from various financial and customer service measures.

The Company has framed an Equity settled "Employee Stock Option Scheme (ESOS), 2010" for its employees. It has a trust viz. Mahindra First Choice Wheels Limited Employees' Stock Option Trust" (ESOS trust), which would hold the shares for the benefit of the eligible employees, including Directors of the Company and its subsidiaries. In addition to the above, the Company has also settled "Employee Stock Option Scheme (ESOS), 2015" for its employees.

The following share-based payment arrangements were in existence during the current and prior years.

21A Employee share option plan of the company (outstanding)

Options series	Number	Grant date	Expiry date	Exercise price	Fair value at grant date (Rs. per option)
1	7,17,655	04-Oct-10	03-Oct-15	10	0.70
2	2,80,023	31-Aug-12	30-Aug-17	10	2.46
3	6,01,781	25-Apr-13	20-Apr-18	10	2.93
4	70,043	02-Sep-13	01-Sep-18	10	2.93
5	6,39,328	30-Jul-15	29-Jul-20	10	0.69
6	71,010	27-Jan-16	26-Jan-21	10	0.69
7	1,50,837	25-Oct-16	24-Oct-21	10	1.25
8	11,311	25-Jan-17	24-Jan-22	10	1.25
9	16,805	27-Jul-17	26-Jul-22	10	2.41
10	2,21,310	16-Oct-17	15-Oct-22	10	2.41
11	2,28,138	15-Oct-18	14-Oct-23	10	2.49
12	61,348	16-Jan-19	16-Jan-24	10	2.49
13	1,43,857	21-Oct-19	21-Oct-24	10	4.14
14	44,015	09-Dec-19	03-Feb-25	10	4.14
15	17,227	19-Oct-20	19-Oct-25	10	4.04
16	96,881	20-Jan-21	20-Jan-26	10	4.04
17	30,059	19-Jan-21	20-Jan-22	10	4.04
18	19,830	29-Apr-21	29-Apr-26	10	7.79
19	1,63,358	22-Jul-21	22-Jul-26	10	7.76
20	41,849	28-Jan-22	28-Jan-27	10	15.04
21	3,27,141	29-Apr-22	06-May-27	10	3.73
22	1,34,459	28-Feb-23	28-Feb-28	10	9.46

1.2 Fair value of share options granted in the year

	Option series																					
Inputs into the model	**1**	**2**	**3**	**4**	**5**	**6**	**7**	**8**	**9**	**10**	**11**	**12**	**13**	**14**	**15**	**16**	**17**	**18**	**19**	**20**	**21**	**22**
Grant date share price (Rs.)	**5/-**	**8/-**	**9/-**	**9/-**	**5/-**	**5/-**	**6/-**	**6/-**	**8/-**	**8/-**	**7/-**	**7/-**	**8/-**	**8/-**	**8/-**	**8/-**	**8/-**	**8/-**	**8/-**	**8/-**	**8/-**	**8/-**
Exercise price (Rs.)	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-	10/-
Expected volatility	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5	0.5
Option life (Years)	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	5	1	5	5	5	5.5	5.5
Dividend yield	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%	5%
Risk-free interest rate	7.64%-8.38%	8.16%-8.36%	8%	8%	8%	8%	8%	8%	8%	8%	8%	8%	6.25%	6.25%	5.96%-6.08%			6.14%-6.77%			7.39%-7.46%	

1.3 Movements in share options during the year

The following reconciles share options outstanding at the beginning and end of the year :

	31 March 2026		31 March 2025	
	Number of options	**Weighted average exercise price**	Number of options	Weighted average exercise price
Balance at beginning of the year	**40,88,265**	**Rs. 10**	41,93,246	Rs. 10
Granted during the year	**–**	**–**	–	–
Forfeited during the year	**–**	**–**	1,04,981	–
Exercised during the year	**–**	**–**	–	–
Lapsed/expired during the year	**–**	**–**	–	–
Balance at end of the year	**40,88,265**	**Rs. 10**	40,88,265	Rs. 10

All outstanding options are exercisable at the end of the respective reporting period.

1.4 Share options outstanding at the end of the year

The share option outstanding at the end of the year had weighted average exercise price of Rs.10 (as at 31 March 2025: Rs. 10), and the weighted average remaining contractual life of 22 months (as at 31 March 2025: 22 months).

22. Finance cost

	31 March 2026	31 March 2025
Interest expense		
– On leased assets	**89.92**	103.10
Total Finance cost	**89.92**	103.10

(Currency : Indian rupees in lakhs)

23. Other Expenses

	31 March 2026	31 March 2025
Power and fuel	**34.88**	50.21
Repairs and maintenance - others	**68.89**	61.34
Rent - yards	**11,001.84**	8,243.57
Rent- others	**136.40**	124.26
Rates and taxes	**2.17**	1.66
Warranty related expenses	**223.87**	231.48
Vehicle valuation expenses	**4,715.28**	4,355.63
Preinspection expenses	**1,704.74**	1,552.72
Business support expenses	**664.72**	676.67
Production, consultancy expenses	**567.57**	446.36
Field Inspection expenses	**7.85**	–
Printing and stationary	**4.98**	3.73
Office expenses	**57.19**	60.93
Bad debts written off (net)	**41.15**	370.22
Information technology costs	**2,191.77**	1,805.24
Internet charges	**44.36**	32.09
Communication charges	**80.03**	106.82
Insurance charges	**105.30**	86.76
Allowance for expected credit losses (net)	**255.47**	86.33
Allowance for doubtful advances (net) (refer note 7 and 8)	**(337.56)**	1,499.89
Auditor's remuneration and out-of-pocket expenses (See Note below)	**41.46**	40.00
Director sitting fees	**7.60**	5.60
Professional fees	**1,377.99**	1,167.13
Advertisement, promotion and selling expenses	**551.76**	697.33
Travelling expenses	**938.39**	797.45
Loss on sale / discardment of property, plant and equipment	**–**	8.27
Miscellaneous expenses	**1,363.07**	655.19
Total Other Expenses	**25,851.17**	23,166.88

Note:

Auditor's remuneration and out-of-pocket expenses details:		
Audit Fees	**38.00**	38.00
Reimbursement of expenses	**3.46**	2.00
Total	**41.46**	**40.00**

24. Earnings per share

Basic and Diluted Earnings Per Share

Particulars	**Year ended 31 March 2026 Per Share**	Year ended 31 March 2025 Per Share
Basic and Diluted (loss) per share (Rs.)	**(0.42)**	(2.06)

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

	31 March 2026	31 March 2025
Loss for the year	**(387.16)**	(1,879.81)
Weighted average number of equity shares used in the calculation of basic and diluted earnings per share.	**9,11,11,152**	**9,10,75,548**
Basic (loss) per share (Rs.)	**(0.42)**	**(2.06)**
Weighted average number of equity shares for the purpose of dilutive earnings per share	**9,11,11,152**	9,10,75,548
Diluted (loss) per share (Rs.) #	**(0.42)**	(2.06)

The effect of conversion of 0.001% non-cumulative compulsorily convertible preference shares ('NCCCPS') being anti-dilutive, had not been considered for the purpose of computing diluted loss per share during the previous year.

25. Contingent liabilities and commitments

Claims against the Company not acknowledged as debts comprise of:

Demands raised by Income tax department where the Company is in appeal	**60.31**	60.31
Demand raised by VAT & GST Department where the Company is in appeal	**1,231.21**	1,227.14
Total	**1,291.52**	1,287.45

Note: In respect of above items, till the matters are finally decided, the financial effect cannot be ascertained.

26. Financials Instruments

Capital management

The company's capital management objectives are:
- to ensure the company's ability to continue as a going concern
- to maximise the shareholders value.

The company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

Categories of financial assets and financial liabilities

31 March 2026

Particulars	**Amortised Cost**	**Fair value through Profit or loss**	**Fair Value through other comprehensive income**	**Total**
Non-current Financial Assets				
Loans	**319.56**	**–**	**–**	**319.56**
Bank deposits with more than 12 months maturity	**5.31**	**–**	**–**	**5.31**
Security Deposits	**176.28**	**–**	**–**	**176.28**
Current Financial Assets				
Investments	**–**	**3,523.68**	**–**	**3,523.68**
Trade receivables	**9,907.99**	**–**	**–**	**9,907.99**
Cash and Cash equivalents	**804.31**	**–**	**–**	**804.31**
Bank balances other than cash and cash equivalents	**596.15**	**–**	**–**	**596.15**
Security Deposits	**64.51**	**–**	**–**	**64.51**
Other financial assets	**1.37**	**–**	**–**	**1.37**
Non-current Financial Liabilities				
Other Financial Liabilities				
Lease Liability	**812.45**	**–**	**–**	**812.45**
Shares held by ESOS trust	**308.91**	**–**	**–**	**308.91**

(Currency : Indian rupees in lakhs)

Particulars	31 March 2026 Amortised Cost	Fair value through Profit or loss	Fair Value through other comprehensive income	Total
Current Financial Liabilities				
Lease Liability	**499.34**	**–**	**–**	**499.34**
Trade payables	**8,350.33**	**–**	**–**	**8,350.33**
Other financial liabilities				
Deposits received from dealers	**1,767.45**	**–**	**–**	**1,767.45**
Capital creditors	**11.21**	**–**	**–**	**11.21**
Other employee related liabilities	**691.51**	**–**	**–**	**691.51**
Other advances	**835.54**	**–**	**–**	**835.54**
Other liabilities	**73.12**	**–**	**–**	**73.12**

Particulars	31 March 2025 Amortised Cost	Fair value through Profit or loss	Fair Value through other comprehensive income	Total
Non-current Financial Assets				
Loans	319.56	–	–	319.56
Bank deposits with more than 12 months maturity	8.76	–	–	8.76
Security Deposits	183.21	–	–	183.21
Current Financial Assets				
Investments	–	3,371.98	–	3,371.98
Trade receivables	8,160.06	–	–	8,160.06
Cash and Cash equivalents	1,089.10	–	–	1,089.10
Bank balances other than cash and cash equivalents	310.00	–	–	310.00
Security Deposits	65.17	–	–	65.17
Loans	0.72	–	–	0.72
Other financial assets	4.85	–	–	4.85
Non-current Financial Liabilities				
Other Financial Liabilities				
Lease Liability	800.43	–	–	800.43
Shares held by ESOS trust	308.91	–	–	308.91
Current Financial Liabilities				
Lease Liability	427.13			427.13
Trade payables	7,504.35	–	–	7,504.35
Other financial liabilities				
Deposits received from dealers	1,942.12	–	–	1,942.12

Particulars	31 March 2025 Amortised Cost	Fair value through Profit or loss	Fair Value through other comprehensive income	Total
Capital creditors	25.24	–	–	25.24
Other employee related liabilities	658.34	–	–	658.34
Other advances	814.56	–	–	814.56

CREDIT RISK

(i) Credit risk management

Credit Risk refers to the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collateral, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company's exposure are continuously monitored.

Trade Receivables

The Company applies the simplified approach to providing for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The Company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company. Forward-looking information (including macroeconomic information) has been incorporated into the determination of expected credit losses. The Company has taken security deposits which are considered as collateral and these are considered in determination of expected credit losses, where applicable.

In respect of other financial assets, the maximum exposure to credit risk at the end of the reporting period is the carrying amount of each class of financial assets.

Reconciliation of loss allowance provision for Trade receivables

Particulars	31 March 2026	31 March 2025
Balance as at beginning of the year	**2,025.08**	1,938.75
Provision for doubtful debts for the year	**296.62**	456.55
Amounts written off during the year as uncollectible	**(41.15)**	(370.22)
Balance at end of the year	**2,280.55**	2,025.08

MARKET RISK

Market risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises two types of risk namely: currency risk and interest rate risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimizing the return.

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which provides guidance for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by efficient management of surplus cash and by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturity profile of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay.

The contractual maturity is based on the earliest date on which the Company may be required to pay.

(Currency : Indian rupees in lakhs)

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial liabilities				
31 March 2026				
Non-interest bearing				
- Trade payable for goods and services	**8,350.33**	**–**	**–**	**–**
- Security Deposit	**1,767.45**	**–**	**–**	**–**
- Lease liabilities	**499.34**	**797.84**	**14.62**	**–**
- Capital creditors	**11.21**	**–**	**–**	**–**
- Shares held by ESOS trust	**–**	**–**	**–**	**308.91**
- Other employee related liabilities	**691.51**	**–**	**–**	**–**
- Others	**835.54**	**–**	**–**	**–**
- Other liabilities	**73.12**	**–**	**–**	**–**
Total	**12,228.50**	**797.84**	**14.62**	**308.91**
31 March 2025				
Non-interest bearing				
- Trade payable for goods and services	7,504.35	–	–	–
- Security Deposit	1,942.12	–	–	–
- Lease liabilities	427.13	619.86	180.57	–
- Capital creditors	25.24	–	–	–
- Shares held by ESOS trust	–	–	–	308.91
- Other employee related liabilities	658.34	–	–	–
- Others	814.56	–	–	–
Total	11,371.74	619.86	180.57	308.91

27. Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund and other funds aggregating Rs. 476.73 lakhs (31 March 2025: Rs. 391.55 lakhs) has been recognised in the Statement of Profit and Loss.

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Asset volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bonds discount rate, this will create or increase a deficit.

Changes in bond yields

A decrease in government bond yields will increase plan liabilities.

Inflation risk

Some of the Company's pension obligations are linked to inflation, and higher inflation will lead to higher liabilities. Thus, an increase in inflation will also increase the deficit to some extent.

Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

	Valuation as at	
	31 March 2026	31 March 2025
Discount rate(s)	**6.50%**	6.80%
Expected rate(s) of salary increase	**8.00%**	8.50%

	Funded Plan - Gratuity	
	31 March 2026	31 March 2025
Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
I. Amounts recognised in profit or loss		
Current Service Cost	**151.62**	125.89
Past service cost	**94.28**	–
Net interest expense	**53.13**	44.82
Total amount included in employee benefit expense	**299.03**	170.71
II. Amounts recognised in other comprehensive income		
Remeasurement (gain)/losses:		
Actuarial (gain)/losses arising from changes in -		
– financial assumptions	**(8.87)**	36.29
– experience adjustments	**75.36**	36.00
– demographic adjustments	**11.87**	(17.63)
Total amount recognised in other comprehensive income	**78.36**	54.66
III. Changes in the net obligation		
1. Defined benefit obligation		
Opening defined benefit obligation	**791.18**	659.80
Current service cost	**151.62**	125.89
Past service cost	**94.28**	–
Interest expense	**53.13**	44.82
Remeasurement gains/(losses) arising from changes in -		
i. Demographic Assumptions	**11.87**	(17.63)
ii. Financial Assumptions	**(8.87)**	36.29
iii. Experience Adjustments	**75.36**	33.42
Benefits paid	**(147.17)**	(71.69)
Impact of liability assumed or (settled)	**–**	(19.73)
Closing defined benefit obligation	**1,021.40**	791.18

(Currency : Indian rupees in lakhs)

		Funded Plan - Gratuity	
		31 March 2026	31 March 2025
2.	**Fair value of plan assets**	**(5.00)**	–
	Net defined benefit obligation	**1,016.40**	791.18
	Current portion of the above	**157.19**	135.51
	Non-Current portion of the above	**859.21**	655.67
IV.	**Actuarial assumptions**		
1.	Discount rate	**6.50%**	6.80%
2.	Attrition rate		
	Age in Years 21-44	**19.00%**	22.00%
	Age in Years 45-59	**14.00%**	14.00%

SENSITIVITY ANALYSIS

	31 March 2026		31 March 2025	
	Discount Rate	**Salary Escalation Rate**	Discount Rate	Salary Escalation Rate
Impact of increase in 100 bps on Defined Benefit obligation	**(5.26%)**	**5.21%**	(4.97%)	4.98%
Impact of decrease in 100 bps on Defined Benefit obligation	**5.82%**	**(4.90%)**	5.48%	(4.69%)

The above sensitivities analysis have been calculated to show the movement in defined benefit obligation in isolation and assuming there are no other changes in market conditions at the accounting date. There have been no changes from the previous period in the methods and assumptions used in preparing the sensitivity analysis.

PROJECTED PLAN CASH FLOW

The table below shows the expected cash flow profile of the benefits to be paid to the current membership of the plan based on past service of the employees as at the valuation date.

Maturity Profile	**31 March 2026**	31 March 2025
Expected Benefits for Year 1	**162.19**	135.51
Expected Benefits for Year 2	**158.29**	128.97
Expected Benefits for Year 3	**142.31**	121.03
Expected Benefits for Year 4	**131.57**	105.20
Expected Benefits for Year 5	**126.13**	90.97
Expected Benefits for Year 6	**102.47**	85.74
Expected Benefits for Year 7	**99.67**	68.24
Expected Benefits for Year 8	**92.54**	69.48
Expected Benefits for Year 9	**65.99**	61.03
Expected Benefits for Year 10 and above	**481.17**	338.34

The weighted average duration of the defined benefit obligation as at 31 March 2026 is 5.52 years (31 March 2025: 5.21 years)

Experience Adjustments:	**Year Ended**		
	2026	2025	2024
	Gratuity		
1. Defined Benefit Obligation	**1,021.40**	791.18	659.79
2. Fair value of plan assets	**(5.00)**	–	–
3. Surplus/(Deficit)	**1,016.40**	791.18	659.79
4. Experience adjustment on plan liabilities [(Gain)/Loss]	**75.36**	33.42	(50.89)
5. Experience adjustment on plan assets [Gain/(Loss)]	**–**	–	–

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

28. Fair Value Measurement

Fair Valuation Techiques and Inputs used - Recurring Items

	Fair value as at					
Financial assets/ financial liabilities	**31 March 2026**	31 March 2025	**Fair value hierarchy**	**Valuation technique(s) and key input(s)**	**Significant unobservable input(s)**	**Relationship of unobservable inputs to fair value and sensitivity**
1) Mutual Fund Investments (Quoted)	**3,523.68**	3,371.98	Level 1	Quoted bid prices in an active market	–	–

Fair value of financial assets and financial liabilities that are not measured at fair value i.e. measured using amortised cost

The carrying value of other financial assets and liabilities represent reasonable estimate of fair value.

Fair Valued Hierarchy as at 31 March 2026

	Level 1	**Level 2**	**Level 3**	**Total**
Financial assets				
Current Financials Assets carried at Fair value				
– Current Investments	**3,523.68**	**–**	**–**	**3,523.68**
Total	**3,523.68**	**–**	**–**	**3,523.68**

(Currency : Indian rupees in lakhs)

	Level 1	Level 2	Level 3	Total
Fair Valued Hierarchy as at 31 March 2025				
	Level 1	Level 2	Level 3	Total
Financial assets				
Current Financials Assets carried at Fair value				
– Current Investments	3,371.98	–	–	3,371.98
Total	3,371.98	–	–	3,371.98

29. Related Party Transactions:

List of Related Parties and Relationships:

Mahindra & Mahindra Limited	Ultimate Holding Company
Mahindra Holdings Limited	Holding Company
Mahindra & Mahindra Financial Services Limited	Fellow Subsidiary Company
Mahindra Integrated Business Solutions Private Limited (Formerly known as Mahindra BPO Services Private Limited)	Fellow Subsidiary Company
NBS International Limited	Fellow Subsidiary Company
Mahindra Rural Housing Finance Limited	Fellow Subsidiary Company
Mahindra Holiday & Resorts India Limited	Fellow Subsidiary Company
Mahindra Lifespace Developers Limited	Fellow Subsidiary Company
Mahindra Emarket Limited	Fellow Subsidiary Company
Mahindra Accelo Limited(Intertrade)	Fellow Subsidiary Company
Phi Advisors Private Limited	A private company in which a director or manager or his relative is a member or director
MFCWL Employees Stock Option Trust	ESOS Trust Company
Mahindra MSTC Recycling Private Limited	Fellow Subsidiary Company
Tech Mahindra Limited	Associates
Classic Legends Private Limited	Fellow Associate
Mahindra Last Mile Mobility Limited	Fellow Subsidiary Company
Mahindra Two Wheelers Limited	Fellow Subsidiary Company
Mahindra Susten Private Limited	JV of Holding Company
Mahindra Electric Automobile Limited	Fellow Subsidiary Company
Asahi India Glass Limited	A private company in which a director or manager or his relative is a member or director
Mahindra First Choice Wheels Employee Group Gratuity Fund	Trust
Key Management Personnel (KMP)	
Rajeev Dubey (Upto 27th July,2024)	Non Independent Non Executive Chairman
Dr. Narendra Mairpady (Upto 17th September,2025)	Independent Director
Sonu Bhasin	Independent Director
Amit Kumar Sinha	Non Independent Non Executive Director
Ramesh Iyer	Non Independent Non Executive Director
Sanjay Labroo	Non Independent Non Executive Director
Anupam Thareja	Non Independent Non Executive Director
Rob Huting	Non Independent Non Executive Director
Christopher Hansen	Non Independent Non Executive Director
Jyotin Kantilal Mehta (w.e.f. 18th September,2025)	Non Independent Non Executive Director
Vishal Agarwal (Upto 28th February,2026)	Chief Financial Officer
Mohammed Turra	Managing Director & Chief Executive Officer
Shreekrushna Joshi (w.e.f. 15th April,2025 upto 01st October,2025)	Company Secretary
Deepak Shivkumar Modi (w.e.f. 22nd January,2026)	Company Secretary

Details of transaction between the company and other related parties are disclosed below:

	31 March 2026	31 March 2025
Trade payables		
Ultimate holding company	**36.67**	200.07
Fellow Subsidiary Companies		
Mahindra Integrated Business Solutions Private Limited	**–**	2.14
A private company in which a director or manager or his relative is a member or director		
Phi Advisors Private Limited	**13.50**	54.00
Trade Receivables		
Ultimate holding company	**98.12**	18.24
Fellow Subsidiary Companies		
Mahindra & Mahindra Financial Services Limited	**312.24**	196.80
Mahindra Electric Automobile Limited	**53.83**	–
Mahindra Rural Housing Finance Limited	**1.17**	1.18
Mahindra MSTC Recycling Private Limited	**42.06**	10.31
Mahindra Emarket Limited	**40.89**	41.37
Classic Legends Private Limited	**0.13**	1.52
NBS International Limited	**0.64**	0.19
Loans		
Trust		
MFCWL Employees Stock Option Trust	**319.56**	319.56
Purchases		
Ultimate holding company	**–**	3.22
Fellow subsidiary companies		

(Currency : Indian rupees in lakhs)

	31 March 2026	31 March 2025
Mahindra & Mahindra Financial Services Limited	**7.74**	26.56
Mahindra Rural Housing Finance Limited	**10.84**	–
Reimbursement of Cost		
Ultimate holding company	**24.58**	59.92
Fellow subsidiary companies		
Mahindra Emarket Limited	**–**	35.60
Mahindra & Mahindra Financial Services Limited	**102.49**	48.62
Mahindra Last Mile Mobility Limited	**–**	15.57
Mahindra Holiday & Resorts India Limited	**16.64**	129.55
Mahindra Accelo Limited	**–**	4.78
Tech Mahindra Limited	**5.91**	5.13
Mahindra Rural Housing Finance Limited	**9.58**	–
Mahindra Lifespace Developers Limited	**10.87**	–
Amortisation and Finance Cost		
Fellow subsidiary companies		
Mahindra & Mahindra Financial Services Limited	**27.74**	28.03
Repairs and Maint. Expenses		
Fellow subsidiary companies		
NBS International Limited	**1.13**	1.12
Contribution made during the year		
Trust		
Mahindra First Choice Wheels Employee Group Gratuity Fund	**5.00**	–
Professional Fees		
Ultimate holding company	**678.14**	757.01
Fellow subsidiary companies		
Mahindra Integrated Business Solutions Private Limited	**209.39**	51.24
A private company in which a director or manager or his relative is a member or director		
Phi Advisors Private Limited	**50.00**	62.50
Income from Services		
Ultimate holding company	**1,095.07**	931.81
Fellow Subsidiary Companies		
Mahindra & Mahindra Financial Services Limited	**2,446.00**	2,374.79
Mahindra Electric Automobile Limited	**384.18**	120.83
NBS International Limited	**7.24**	7.00
Mahindra MSTC Recycling Private Limited	**49.39**	–
Mahindra Rural Housing Finance Limited	**12.63**	12.21
Mahindra Susten Private Limited	**5.72**	22.49
Classic Legends Pvt Limited	**11.46**	15.15
Mahindra Last Mile Mobility Limited	**27.66**	7.70
A private company in which a director or manager or his relative is a member or director		
Asahi India Glass Limited	**10.00**	–
Key Management Personnel Remuneration (inclusive of long term employment benefits)		
Managing Director & CEO; Chief Financial Officer; Company Secretary	**466.40**	562.57
Reimbursement of expense	**5.54**	5.73
Director Sitting Fees		
Narendra Mairpady	**1.70**	3.10
Rajeev Dubey	**–**	0.60
Sonu Bhasin	**3.20**	1.90
Jyotin Kantilal Mehta	**1.70**	–
Ramesh Iyer	**1.00**	–

(All transactions with related parties disclosed above for FY 25-26 are exclusive of taxes)

30. Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

	31 March 2026	31 March 2025
i. The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier at the end of each accounting year	**59.59**	101.15
ii. The amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act, 2006 (27 of 2006), along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	**–**	–
iii. The amount of interest due and payable for the period of delay in making payment (which has been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006	**–**	–
iv. The amount of interest accrued and remaining unpaid at the end of each accounting year	**–**	–
v. The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues above are actually paid to the small enterprise, for the purpose of disallowance of a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act, 2006	**–**	–
vi. Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.	**–**	–

31. BUSINESS COMBINATION

Business combination under common control entities :

Business combination involving companies in which all the combining companies are ultimately controlled by the same holding party, both prior and after the business combination are treated as per the pooling of interest method.

The pooling of interest method involves the following:

(i) The assets and liabilities of the combining entities are reflected at their carrying amounts.

(ii) No adjustments are made to reflect fair values, or recognise any new assets or liabilities.

(iii) The financial information in the financial statements in respect of prior periods are restated as if the business combination had occurred from the beginning of the preceding period in the financial statements, irrespective of the actual date of the combination.

The identity of the reserves is preserved, and they appear in the financial statements of the transferee company in the same form in which they appeared in the financial statements of the transferor company. The difference, if any, between the consideration and the amount of share capital of the transferor company is transferred to capital reserve.

(Currency : Indian rupees in lakhs)

Merger of Fifth Gear Ventures Limited ("FGVL")

The Company had acquired 100% of the shareholding of FGVL by entering in a share purchase agreement executed on 17th January 2020. As a result of this acquisition, Goodwill was recognised amounting to Rs. 3,028.05 lakhs.

FGVL was engaged in the business of operating an automotive web for car and bike for retail sale as well as comparison services worldwide. The Board of Directors of the Company had approved The Composite Scheme of Amalgamation and Arrangement ("Scheme") on 24th January 2024 subject to the approval of Hon'ble National Company Law Tribunal (NCLT), Mumbai Bench. An application was filed with NCLT on 23rd February 2024. The appointed date of merger was 1st April 2024.

The Scheme submitted by the Company was approved by NCLT by its order dated 11 February, 2025. The Scheme was made effective on 15th March 2025 with the Company filing INC-28 with the Registrar of Companies.

The merger had been accounted for using the pooling of interest method under Ind AS 103 – Business Combinations. All identified assets acquired, and liabilities assumed on the date of merger were recorded at their carrying value. The merger had been accounted for in the books of accounts as if business combination had occured from the beginning of Financial Year 2024 in accordance with IND AS 103.

32. Ratio Analysis

Sr No	Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for Variance
1	Current Ratio	Current Assets	Current Liabilities	1.2	1.3	-1%	–
2	Debt-Equity Ratio	Total Debt	Shareholder's Equity	Not applicable, since company does not have any borrowings.			
3	Debt Service Coverage Ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses	Debt service = Interest & Lease Payments + Principal Repayments	Not applicable, since company does not have any borrowings.			
4	Return on Equity Ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	-4%	-18%	-78%	The variance is primarily attributable due to a significant reduction in operational losses during the year.
5	Inventory Turnover Ratio	Cost of goods sold	Average Inventory	2.00	194.78	-99%	The variance reflects the discontinuation of the inventory-based business in past periods, resulting in minimal inventory transactions in the current period.
6	Trade Receivables Turnover Ratio	Net credit sales = Gross credit sales - sales return	Average Trade Receivable	3.91	3.21	22%	–
7	Trade Payables Turnover Ratio	Net credit purchases = Gross credit purchases - purchase return	Average Trade Payables	3.26	2.40	36%	The growth in Yard Management Services business has increased the share of creditors, leading to an upward trend in the ratio.
8	Net Capital Turnover Ratios	Net sales = Total sales - sales return	Working capital = Current assets – Current liabilities	10.78	9.67	11%	–
9	Net Profit/ Loss Ratio	Net Profit/ Loss	Net sales = Total sales - sales return	-1%	-6%	-83%	The variance is driven by increased in operating income, improved margins and effective cost optimization initiatives.
10	Return on Capital Employeed Ratio	Loss before interest and taxes	Capital Employed = Tangible Net Worth+Total Debt-Deferre Tax Liability	-3%	-19%	-82%	The improvement is attributable to a reduction in operating losses during the year.
11	Return on Investment Ratio	Net Loss (+/-) Non Trade Adjustment (Not Depreciation)+Interest on Long Term Debts+Provision for Tax-Interest/Dividend from Non Trade Investments	Capital Employed = Tangible Net Worth+Total Debt-Deferre Tax Liability	-6%	-21%	-71%	The change is primarily due to a decline in operating losses.

33. Struck-off Companies details:

Name of struck off Company	Nature of transactions with struck-off Company	Balance outstanding as at 31st Mar 2026	Balance outstanding as at 31st Mar 2025	Relationship with the struck off company, if any, to be disclosed
Aris Capital Private Limited	Receivables	–	0.05	Not Applicable
Gansai Martech Private Limited	Payables	**(0.02)**	–	Not Applicable
M.G.B.Mobiles Limited	Payables	**(0.03)**	–	Not Applicable
Retona Motors Private Limited	Payables	–	(0.98)	Not Applicable
Auto Risk Management Services Private Limited	Payables	–	1.70	Not Applicable
Ayushman Infotech Private Limited	Payables	–	1.58	Not Applicable
Corgence Solution Private Limited	Payables	–	(1.62)	Not Applicable
G3 Motors Limited	Payables	–	4.76	Not Applicable

(Currency : Indian rupees in lakhs)

34. Reconciliation of movement in borrowings to cash flows from financing activities

	31 March 2026	31 March 2025
Opening balance		
Non-current lease liabilities	**800.43**	978.08
Current lease liabilities	**427.13**	410.25
Total opening balance	**1,227.56**	1,388.34
The movement in Lease liabilities (Non-current and Current) is as follows :		
Repayment of lease liabilities	**(544.51)**	(556.58)
Additions in lease liabilities (including interest thereon)	**634.91**	409.41
Deletions in lease liabilities	**(6.17)**	(13.62)
Closing balance	**1,311.79**	1,227.56
Non-current lease liabilities	**812.45**	800.43
Current lease liabilities	**499.34**	427.13

35. Segment Information

The Company is engaged in providing various value added services to their customers in the used vehicle segment. The information reported to the Chief Operating Decision Maker (CODM) primarily revolves around the revenue generated by each area of business, while he evaluates operational performance on an overall company basis, both from cost and profitability perspectives. Similarly the Board reviews the results from an organizational perspective as well.

Manpower, which is a critical resource, is fungible between the areas of business to maximize effectiveness. Similarly, the Company leverages its product and service delivery structures for offering a suite of services to its customers across all areas of business. Additionally, there are costs incurred towards advertisement, which is another major cost driver, such that its impact permeates across all areas of the Company's. Thus, considering the high interchangeability of its resources and processes for delivering its objective of serving the used car eco market and the fact that its results are reviewed at an organizational level, the company is a single operating segment.

36. Other matters

(a) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) No funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(d) The Company does not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period.

(e) The Company has not traded or invested in crypto currency or virtual currency during the financial year.

(f) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

(g) The Company has complied with the number of layers prescribed under clause 87 of section 2 of the Companies Act, 2013 read with Companies (restriction on number of layers) Rules, 2017.

37. Significant events after the reporting period

There are no significant events after the reporting period, that require adjustments or disclosures in the standalone financial statements as on the balance sheet date.

The accompanying notes 1 to 37 are an integral part of the Financial Statements

In terms of our report attached
For **B S R & Co. LLP**
Chartered Accountants
Firm Registration No. 101248W/W-100022

Kaushal Mehta
Partner
Membership number: 118321

Place : Mumbai
Date : 14 April,2026

For and on behalf of the Board of Directors of
Mahindra First Choice Wheels Limited

Mohammed Turra
Managing Director & Chief Executive Officer
DIN: 08736844

Amit Kumar Sinha
Director
DIN: 09127387

Ankit Dhanuka
Chief Financial Officer
PAN: AIGPD3029A

Deepak Modi
Company Secretary
Membership number: A25419

lace : Mumbai
Date : 14 April,2026

INDEPENDENT AUDITORS' REPORT

To the Members of
Mahindra Integrated Business Solutions Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Mahindra Integrated Business Solutions Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policy information and other explanatory information in which are incorporated the returns for the year ended on that date audited by the branch auditors of the Company's branches located at Michigan, USA and Banbury, UK.

In our opinion and to the best of our information and according to the explanations given to us, and based on the consideration of reports of the branch auditors on separate financial statements of the branches referred to in the Other Matters section below, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and the audit evidence obtained by the branch auditors in terms of their reports referred to in the Other Matters section below, is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors are responsible for the other information. The other information comprises the Directors Report and the related annexures, but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The

risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(I) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the Company and its branches to express an opinion on the Financial Statements. We are responsible for the direction, supervision and performance of the audit of the Financial Statements of such entities or business activities included in the Financial Statements of which we are the independent auditors. For the other entities or business activities included in the Financial Statements, which have been audited by the branch auditors, such branch auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

We did not audit the Financial Statements of two branches included in the Financial Statements of the Company whose Financial Statements reflect total assets of Rs. 21,642 Lakhs as at March 31, 2026 and total revenue of Rs. 31,708 Lakhs for the year ended on that date, as considered in the Financial Statements. The financial statements of these branches have been audited by the branch auditors and other auditors whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosures included in respect of these branches and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid branches, is based solely on the report of such branch auditors.

Our opinion on the Financial Statements and our report on Other Legal and Regulatory Requirements below is not modified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company and its branches so far as it appears from our examination of those books and the reports of the branch auditors and proper returns adequate for the purposes of our audit have been received from the branches not visited by us.
   (c) The reports on the accounts of the branch offices of the Company audited under Section 143(8) of the Act by branch auditors have been sent to us and have been properly dealt with by us in preparing this report.
   (d) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (e) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (f) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (g) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

(h) In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provision of Section 197 of the Act.

(i) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(es), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(es), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

(v) The dividend declared and paid during the year by the Company is in compliance with Section 123 of the Act;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403IFGPPI8511
Place: Mumbai
Date: April 17, 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Mahindra Integrated Business Solutions Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B.K. Khare & Co.**
Chartered Accountants
Firm's Registration No. 105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403IFGPPI8511
Place: Mumbai
Date: April 17, 2026

ANNEXURE B TO THE AUDITOR'S REPORT

[Referred to in paragraph 1 under **Report on Other Legal and Regulatory Requirements section** of our report of even date]

i. (a) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

(b) The Company has a regular programme for physical verification of its property, plant and equipment by which the property, plant and equipment are verified by the management according to a phased programme designed to cover all the items over a period of 3 years. In our opinion, this periodicity of the physical verification is reasonable having regard to the size of the Company and nature of its property, plant and equipment. In accordance with the programme, the Company has physically verified certain property, plant and equipment during the year and no material discrepancies were noticed on such verification.

(c) According to the information and explanations given to us and based on the audit procedures performed by us, the title deeds of immovable properties are held in the name of the Company.

(d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) during the year.

(e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. (a) Company is into service industry and does not hold any inventory, hence, reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

iii. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

iv. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

v. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

vii. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax and Cess have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax and other material statutory dues.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute. According to the information and explanations given to us and records of the Company examined by us, the particulars of dues of Service tax which have not been deposited as on March 31, 2026 on account of disputes are as under:

Name of Statute	Nature of Dues	Amount (Rs. in Lakhs)	Period to which the Amount relates	Forum where dispute is pending
Central Goods and Service Tax Act, 2017	Demand of service tax due to absence of supporting documents	19.36	FY 2014-15	CGST and Central excise Mumbai Appellate Tribunal

viii. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

ix. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) The Company has not raised any term loans during the year. Hence, reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us, the Company has not availed any loans or borrowings during the year. Accordingly, the reporting under Clause 3(ix)(d) of the Order is not applicable to the Company.

(e) According to the information and explanations given to us, the Company does not have any subsidiaries, associates or joint ventures. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

x. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

xii. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act.

xiv. (a) In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the Internal Audit reports of the Company issued till date for the period under audit.

xv. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

xvi. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us and the audit procedures performed by us, we report that the Group has 5 Core Investment Companies.

xvii. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

xix. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

xx. (a) According to the information and explanations given to us, in respect of other than ongoing projects, the Company has no unspent amount that needs to be transferred to a Fund specified in Schedule VII to the Act in compliance with second proviso to sub-section (5) of Section 135 of the Act.

(b) According to the information and explanations given to us, in respect of ongoing projects, the Company has no unspent amount which needs to be transferred to a special account in compliance with sub-section (6) of Section 135 of the Act.

For **B. K. Khare and Co.**
Chartered Accountants
Firm's Registration Number 105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403IFGPPI8511
Place: Mumbai
Date: April 17, 2026

BALANCE SHEET AS AT MARCH 31, 2026

Rupees lakhs

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
I ASSETS			
NON-CURRENT ASSETS			
(a) Property, Plant and Equipment	4	**2,436.87**	3,012.98
(b) Capital Work-in-Progress	28	**–**	65.00
(c) Intangible assets	5	**225.23**	62.34
(d) Financial Assets			
(i) Other Financial Assets	6	**255.66**	284.26
(e) Deferred Tax Assets (Net)	8	**534.39**	527.42
(f) Income Tax assets (net)		**2,529.78**	853.18
(g) Other Non-current Assets	7	**21.48**	22.33
SUB-TOTAL		**6,003.41**	4,827.51
CURRENT ASSETS			
(a) Financial Assets			
(i) Investments	9	**3,674.35**	2,573.66
(ii) Trade Receivables	10	**11,834.58**	11,003.05
(iii) Cash and Cash Equivalents	11	**5,673.69**	4,505.90
(iv) Other Bank Balances	11	**2,291.45**	3,960.64
(v) Other Financial Assets	6	**261.02**	321.06
(b) Other Current Assets	7	**2,031.36**	555.02
SUB-TOTAL		**25,766.45**	22,919.33
TOTAL ASSETS		**31,769.86**	27,746.84
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share Capital	12	**977.95**	977.95
(b) Other Equity		**21,025.29**	19,507.03
SUB-TOTAL		**22,003.24**	20,484.98
LIABILITIES			
2 NON-CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Lease liabilities	13	**919.36**	1,173.38
(b) Provisions	14	**624.05**	369.66
SUB-TOTAL		**1,543.40**	1,543.04
3 CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Trade Payables	15		
Total outstanding dues of Micro and small Enterprises		**1.50**	0.77
Total outstanding dues of creditors other than Micro and small Enterprises (including acceptances)		**2,784.97**	2,195.58
(ii) Lease Liability	13	**574.36**	623.83
(iii) Other Financial Liabilities	13	**–**	–
(b) Provisions	14	**410.90**	256.75
(c) Other Current Liabilities	16	**4,451.49**	2,641.89
SUB-TOTAL		**8,223.22**	5,718.83
TOTAL		**31,769.86**	27,746.84

The accompanying notes 1 to 34 are an integral part of the Financial Statements
In terms of the report of the event date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403

Place: Mumbai
Date: 17th April 2026

For and on behalf of the Board of Directors

Rohit Thakur
Director
DIN No.02314996

Divya Gulati
Director
DIN No.10210021

Jaydip Dhar
COO

Riten Chakrabarty
CFO

Place: Mumbai
Date: 17th April 2026

STATEMENT OF PROFIT AND LOSS FOR FY 2025-26

Rupees lakhs

Particulars	Note No.	For the Year 2025-26	For the Year 2024-24
Continuing Operations			
I Revenue from operations	17	**67,255.34**	65,776.53
II Other Income	18	**306.30**	491.00
III **Total Revenue (I + II)**		**67,561.65**	66,267.53
IV **EXPENSES**			
(a) Employee benefit expense	19	**41,335.70**	35,430.44
(b) Finance costs	20	**96.68**	126.39
(c) Depreciation and amortisation expense	21	**1,211.32**	1,213.20
(d) Other expenses	22	**21,608.48**	26,355.73
V **Total Expenses**		**64,252.18**	63,125.76
VI **Profit/(loss) before exceptional items and tax (III - V)**		**3,309.47**	3,141.77
VII **Exceptional Item (Refer note 27)**		**(75.52)**	–
VIII **Profit/(loss) before tax (VII - VIII)**		**3,233.95**	3,141.77
Tax Expense			
(1) Current tax	23	**846.51**	639.44
(2) Deferred tax	23	**(32.59)**	151.28
IX **Total tax expense**		**813.92**	790.72
X **Profit/(loss) after tax from continuing operations (IX - X)**		**2,420.03**	2,351.05
XI Discontinued Operations			
(1) Profit/(loss) from discontinued operations		**–**	–
(2) Tax Expense of discontinued operations		**–**	–
XII **Profit/(loss) after tax from discontinued operations**		**–**	–
XIII **Profit/(loss) for the period (X + XII)**		**2,420.03**	2,351.05
XIV **Other comprehensive income**		**76.19**	1.55
A (i) Items that will not be recycled to profit or loss			
(a) Remeasurements of the defined benefit liabilities/(asset)		**101.81**	2.08
(ii) Income tax relating to items that will not be reclassified to profit or loss		**(25.62)**	(0.52)
XV **Total comprehensive income for the period (XIII + XIV)**		**2,496.21**	2,352.60
XVI **Earnings per equity share:**			
(1) Basic	24	**25.52**	24.06
(2) Diluted	24	**25.52**	24.06

The accompanying notes 1 to 34 are an integral part of the Financial Statements

In terms of the report of the event date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403

Place: Mumbai
Date: 17th April 2026

For and on behalf of the Board of Directors

Rohit Thakur
Director
DIN No.02314996

Divya Gulati
Director
DIN No.10210021

Jaydip Dhar
COO

Riten Chakrabarty
CFO

Place: Mumbai
Date: 17th April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR 2025-26

Rupees lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Cash flow from operating activities		
Profit after tax	**2,420.03**	2,351.05
Adjustments for:		
Income tax expenses	**813.92**	790.72
Finance cost	**114.33**	126.39
Interest income recognised in profit or loss	**(145.60)**	(181.36)
Income from MF	**(150.22)**	(74.89)
Depreciation and amortisation expenses	**1,211.32**	1,213.20
(Profit)/Loss on sale of assets	**8.26**	0.08
Old balance Writeoff & Other Non Cash Adjustment	**25.50**	–
Write back of liabilities	**–**	–
Operating profit before working capital changes	**4,297.53**	4,225.19
Movements in working capital:		
(Increase)/Decrease in trade and other receivables	**(2,251.75)**	(1,092.43)
(Decrease)/Increase in trade and other payables	**2,808.17**	(1,113.95)
Cash generated from operations	**4,853.95**	2,018.81
Income taxes paid	**(2,523.11)**	491.63
Net cash generated by operating activities	**2,330.84**	2,510.44
Cash flow from investing activities		
Maturity/(Investments) of Fixed Deposits	**1,669.18**	(190.97)
Proceeds from disposal of Mutual Fund investments	**(950.47)**	(1,370.80)
Proceeds from disposal of property, plant & equipment	**2.47**	2.00
Payments for acquisition of property, plant & equipment and intangible assets	**(429.28)**	(289.42)
Payments for acquisition of CWIP	**–**	(60.30)
Interest received	**169.75**	150.34
Net cash (used in)/generated by investing activities	**461.65**	(1,759.16)
Cash flow from financing activities		
Interest paid on borrowings	**–**	–
Transfer from/To General Reserve	**–**	–
Proceeds from borrowings	**–**	–
Dividends paid	**(977.95)**	(977.95)
Repayments of lease liabilities (including interest thereon)	**(646.75)**	(667.30)
Net cash used in financing activities	**(1,624.70)**	(1,645.25)
Net increase in cash and cash equivalents	**1,167.79**	(893.96)
Cash and cash equivalents at the beginning of the year	**4,505.90**	5,399.86
add acquisition date balance		–
add Exchange Gain/(loss)	–	–
Cash and cash equivalents at the end of the year	**5,673.69**	4,505.90

The accompanying notes 1 to 34 are an integral part of the Financial Statements

In terms of the report of the event date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403

Place: Mumbai
Date: 17th April 2026

For and on behalf of the Board of Directors

Rohit Thakur
Director
DIN No.02314996

Divya Gulati
Director
DIN No.10210021

Jaydip Dhar
COO

Riten Chakrabarty
CFO

Place: Mumbai
Date: 17th April 2026

SEGMENT REPORTING FOR THE YEAR 2025-26

Rs. In lakhs

Sr. No.	Particulars	For the year 2025-26 Revenue (INR Lakhs)	% of revenue	For the year 2024-25 Revenue (INR Lakhs)	% of revenue
1	Segmental Revenue from operations				
	India	35,551	52.9%	31,153	47.4%
	United States of America	14,398	21.4%	22,486	34.2%
	United Kingdom	17,306	25.7%	12,138	18.5%
	Revenue from operations	**67,255**	**100%**	65,777	100%
2	Segment results	**Margin (INR Lakhs)**	**Margin %**	Margin (INR Lakhs)	Margin %
	India	847	19.6%	759	18.8%
	United States of America	968	22.5%	1,273	31.5%
	United Kingdom	2,496	57.9%	2,003	49.6%
	Total	**4,311**	**100%**	4,035	100%
3	Unallocable expenses (net)*	–		–	
	Other Income	306		446	
	Finance costs	97		126	
	Depreciation & amortisation expense	1,211		1,213	
	Profit before tax	**3,309**		3,142	

4	Segment Revenue- Geography-wise	For the year 2025-26 Revenue (INR Lakhs)	% of revenue	For the year 2024-25 Revenue (INR Lakhs)	% of revenue
	India	35,845	53.1%	31,363	47.4%
	United States of America	14,501	21.5%	22,619	34.2%
	United Kingdom	17,216	25.5%	12,241	18.5%
	Rest of the world (ROW)	–		–	
	Revenue from operations	**67,562**	**100.0%**	66,223	100.0%

The accompanying notes 1 to 34 are an integral part of the Financial Statements

In terms of the report of the event date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403

Place: Mumbai
Date: 17th April 2026

For and on behalf of the Board of Directors

Rohit Thakur
Director
DIN No.02314996

Divya Gulati
Director
DIN No.10210021

Jaydip Dhar
COO

Riten Chakrabarty
CFO

Place: Mumbai
Date: 17th April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

A. Equity share capital

(1) As at 31 March 2026

Rupees lakhs

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
977.95	–	977.95	–	977.95

Shares held by Promoters at the end of the year

Promoters Name	No. of shares	% of total Shares	% Change during the year
Mahindra & Mahindra Ltd	8,279,511	84.66	–
Mahindra Holdings Limited	1,500,000	15.34	–

(2) As at 31 March 2025

Balance at the beginning of the current reporting period	Changes in Equity Share Capital due to prior period errors	Restated balance at the beginning of the current reporting period	Changes in equity share capital during the current year	Balance at the end of the current reporting period
977.95	–	977.95	–	977.95

Shares held by Promoters at the end of the year

Promoters Name	No. of shares	% of total Shares	% Change during the year
Mahindra & Mahindra Ltd	8,279,511	84.66	–
Mahindra Holdings Limited	1,500,000	15.34	–

	Rupees lakhs	India	US Branch	UK Branch
As at 31 March 2024	977.95	150.00	827.95	–
Changes in equity share capital during the year	–	–	–	–
As at 31 March 2025	977.95	150.00	827.95	–
Changes in equity share capital during the year	–	–	–	–
As at 31 March 2026	977.95	150.00	827.95	–

The accompanying notes 1 to 34 are an integral part of the Financial Statements

In terms of the report of the event date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403

Place: Mumbai
Date: 17th April 2026

For and on behalf of the Board of Directors

Rohit Thakur
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Divya Gulati
Director
DIN No.10210021

Jaydip Dhar
COO

Riten Chakrabarty
CFO

Place: Mumbai
Date: 17th April 2026

STATEMENT OF CHANGES IN OTHER EQUITY FOR THE YEAR ENDED MARCH 31, 2026

B. Other Equity

Rupees lakhs

Particulars	Reserves and Surplus			Items of other comprehensive income		Total
	Retained Earnings	General Reserve	Capital Reserve	Remeasurements of the defined benefit liabilities/ (asset)	Foreign currency translation reserve	
As at 31 March 2024	5,752.78	12,359.18	–	20.42	–	18,132.38
Profit / (Loss) for the period	2,351.05	–	–	1.55	–	2,352.60
Other Comprehensive Income / (Loss)	–	–	–	–	–	–
Total Comprehensive Income for the year	2,351.05	–	–	1.55	–	2,352.60
Movement	–	–	–	–	–	–
Issue of shares	–	–	–	–	–	–
Dividend paid on Equity Shares	(977.95)	–	–	–	–	(977.95)
Dividend Distribution Tax	–	–	–	–	–	–
As at 31 March 2025	7,125.87	12,359.18	–	21.98	–	19,507.03
Profit / (Loss) for the period	2,420.03	–	–	76.19	–	2,496.21
Other Comprehensive Income / (Loss)	–	–	–	–	–	–
Total Comprehensive Income for the year	2,420.03	–	–	76.19	-	2,496.21
Movement	–	–	–	–	–	–
Issue of shares	–	–	–	–	–	–
Dividend paid on Equity Shares	(977.95)	–	–	–	–	(977.95)
Dividend Distribution Tax	–	–	–	–	–	–
As at 31 March 2026	**8,567.95**	**12,359.18**	**–**	**98.16**	**–**	**21,025.29**

The accompanying notes 1 to 34 are an integral part of the Financial Statements

In terms of the report of the event date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403

Place: Mumbai
Date: 17th April 2026

For and on behalf of the Board of Directors

Rohit Thakur
Director
DIN No.02314996

Divya Gulati
Director
DIN No.10210021

Jaydip Dhar
COO

Riten Chakrabarty
CFO

Place: Mumbai
Date: 17th April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No.

1 Company overview

Mahindra Integrated Business Solutions Private Limited is a Private Limited Company incorporated and domiciled in India on 18th January 2011 and it started its operations from 1st May 2011. The Company's registered office is at Mumbai, Maharashra, India. These financial statements correspond to the stand alone financial statments of the Company. The Company is rendering back office accounting & payroll services. Currently though a captive service provider, it intends to extend the services to corporate sector at large. During the year the Company has started rendering new activities in Customer Retention, renewal and verification, KYC fulfillment, setting up and re-organising and customer inward call center.

The immediate parent Company and ultimate parent Company is Mahindra & Mahindra Limited, a company incorporated in India.

2 Statement of compliance and basis for preparation

a. These financial statements have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

b. Functional and presentation currency

These financial statements are presented in Indian Rupees ('INR' or 'Rupees') which is also the Company's functional currency. All amounts are rounded-off to the nearest crore / lakhs, unless otherwise indicated.

c. Basis of measurement

The financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair values.

d. Use of judgements and estimates

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income, expenses and the disclosures of contingent assets and liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Following are areas that involved a higher degree of estimate and judgement or complexity in determining the carrying amount of some assets and liabilities.

- useful life of property, plant and equipment and intangible assets
- estimation of define benefit obligation
- provision for warranty claims
- Fair value of Financial assets, liabilities and investment
- income taxes - current and deferred taxes
- fair value of unlisted securities
- impairment of trade receivables

Detailed information about each of these estimates and judgements that have a significant risk of resulting in material adjustment within the next financial year is included in relevant notes for the above items.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

e. Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The Chief Financial Officer and persons entrusted have overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values and assessments that these valuations meet the requirements of Ind AS. The methods used to determine fair value include discounted cashflow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may never actually be realised.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilties.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

f. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

3 Significant accounting policies

a. Operating Cycle :

Assets and Liabilities are classified as Current or Non – Current as per the provisions of the Schedule III notified under the Companies Act, 2013 and Company's normal operating cycle. Based on the nature of business and its activities, the Company has ascertained its operating cycle as twelve months for the purpose of Current & Non – Current classification of Assets & Liabilities.

b. Property, plant and equipment:

i. Property, plant and equipment are carried at their original cost less accumulated depreciation and accumulated impairment losses.

ii. Depreciation is recognised so as to write off the cost of assets less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

The estimated useful life used to determine depreciation is:

Building	24 - 30 years
Leasehold improvements	3 – 15 years or the lease period
Machinery & equipment	3 - 10 years
Furniture & fixtures	5 - 10 years
Computers	3 - 5 years
Vehicles	5 years

iii. An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

c. Intangible Assets:

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period,

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses. The useful life considered for assets in this class is 3 - 5 years.

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

d. Impairment of tangible and intangible assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs of disposal and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

e. Investments:

Investment held as long-term investments are stated at cost comprising of acquisition and incidental expenses less permanent diminution in value, if any. Current investments are valued at the lower of cost and fair value.

f. Revenue Recognition:

i. Contracts with customers are recognized when the agreement is legally enforceable and collection of consideration is probable. At contract inception, the Company assesses the promised goods or services to identify distinct performance obligations. Each promise is evaluated to determine whether it is capable of being distinct and separately identifiable in the context of the contract. Where such goods or services are not distinct, they are combined and accounted for as a single performance obligation.

ii. Revenue is measured based on the transaction price specified in the contract. The transaction price is allocated to each identified performance obligation based on their relative standalone selling prices. Standalone selling prices are determined using observable prices where available; where not directly observable, they are estimated using appropriate methods such as the expected cost-plus margin approach or the residual method, as applicable.

iii. Revenue is recognized on actual efforts incurred (such as resource utilization) in satisfying the performance obligation, or at a point in time upon achievement of specified contractual milestones, in accordance with the terms of the contract.

iv. Represents revenue recognized for services rendered but not yet billed as of the reporting date. Such amounts are classified as a financial asset when the right to consideration is unconditional.

v. In the event of a contract modification, revenue is recognized in accordance with the revised terms agreed between the Company and the customer, based on the nature and scope of the modification.

vi. Revenue is recognized only when the consideration can be measured reliably and it is probable that the associated economic benefits will flow to the Company. Where such conditions are not met, revenue recognition is deferred until the uncertainty is resolved.

vii. Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding.

g. Employee Benefits:

Retirement benefit costs and termination benefits

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

For defined benefit retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method. Re-measurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- re-measurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries, annual leave and sick leave in the period the related service is rendered at the undiscounted amount of the benefits expected to be paid in exchange for that service.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

h. Taxes on Income:

Tax expense comprises of both current and deferred tax only.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period. Provision for Current tax is measured at the amount computed under the Income Tax Act, 1961, or Book Profit computed under section 115JB, whichever is higher, and correspondingly set-off available under section 115JAA is credited to the Statement of Profit & Loss of the financial year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

MAT credit is recognised as an asset only when, and to the extent, there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in Guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of credit to the Statement of Profit and Loss and shown as MAT Credit Entitlement. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent that there is no longer convincing evidence to the effect that Company will pay normal income tax during the specified period.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively.

i. Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

i. For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.

ii. Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognised in other comprehensive income.

For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income.

Foreign currency transactions related to the Company and its branches are initially recorded at the rates prevailing on the date of the transaction. At the balance sheet date, foreign currency monetary items are reported using the closing rate. Exchange gains and losses arising on settlement and restatement are recognized in the Statement of profit and loss. Non-monetary items which are carried at historical cost denominated in foreign currency are reported using the exchange rate at the date of the transaction

j. Financial instruments

Financial assets and financial liabilities are recognised when a Company entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, other contractual rights to receive cash and other financial asset.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls).

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost using the effective interest method or at FVTPL.

Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Company derecognises financial liabilities when, and only when, the Company's obligations are discharged, cancelled or have expired.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

k. Leasing

The Company evaluates if an arrangement qualifies to be a lease as per the requirements of Ind AS 116. The Company also uses significant judgement in assessing the lease term (including anticipated renewals) and the applicable discount rate. To assess whether a contract conveys the right to control the use of an identified asset, the company assesses whether:

(1) the contract involves the use of an identified asset

(2) the company has substantially all of the economic benefits from use of the asset throughout the period of the lease, and

(3) the company has the right to direct the use of the asset throughout the period of use. The Company determines the lease term as the non-cancellable period of a lease, together with both periods covered by an option to extend or terminate the lease if the Company is reasonably certain based on relevant facts and circumstances that the option to extend or terminate will be exercised. If there is a change in facts and circumstances, the expected lease term is revised accordingly. The discount rate is generally based on the interest rate specific to the lease being evaluated or if that cannot be easily determined the incremental borrowing rate for similar term is used. The Company has not to recognized right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessee

The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and restoration cost, less any lease incentives received. The right-of-use assets are subsequently depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. In addition, the right-of-use asset is reduced by impairment losses, if any. The lease liability is initially measured at amortized cost at the present value of the future lease payments. A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

For Operating Leases, rental expense from the operating lease is generally recognized on a straight line basis over the term of the relevant lease.

l. Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

m. Government incentive

The Branch receives incentives in the form of reimbursement of expenses incurred under the New Jobs Training Program agreement with Oakland Community College. These grants are netted off against the training expenses in the statement of income when there is a reasonable assurance that all grant conditions have been complied with and the grant will be received.

3.1 Pursuant to acquisition of US Branch from Mahindra Vehicle Manufacturing Limited w.e.f. January 1, 2022, the amounts pertaining to year from April 2020 to March 2021 includes amounts for 3 Months from January 2021 to March 2021 related to US Branch operations. UK branch has started their operations from October 2021. Accordingly, no amount related to UK Branch was included in amounts for the year from April 2020 to March 2021. Consequently, the amounts for the year from April 2020 to March 2021 are not comparable to amounts for the year from April 2021 to March 2022.

3.2 **Segment Reporting** - The CEO & MD of the Company has been identified as the Chief Operating Decision Maker (CODM) as defined by Ind AS 108, Operating Segments. The CODM evaluates the Company's performance and allocates resources based on an analysis of various performance indicators by geography. Accordingly, segment information has been presented for geography. Each segment item is presented at the measure used to report to the CODM for the purposes of making decisions about allocating resources to the segment and assessing its performance. CODM does not review assets and liabilities at reportable segments level, hence Management believes that it is currently not practicable to provide disclosure of assets by geographical location.

3.3 **Recent Accounting Pronouncements**

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

3.4 Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period, adjusted for bonus elements in equity shares, if any, issued during the period.

Diluted EPS is computed by dividing the net profit after tax by the weighted average number of equity shares considered for deriving basic EPS and also weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

Note No. 4 Property, Plant and Equipment

Property, plant and equipment comprise of owned and leased assets.

		Rupees lakhs	
Particulars		**As at March 31, 2026**	As at March 31, 2025
(a)	Property, Plant and Equipment Owned	**1,004.34**	1,235.15
(b)	Right of Use asset	**1,432.52**	1,777.82
Total		**2,436.86**	3,012.98

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 4 (a) Property, Plant and Equipment Owned

Rupees lakhs

Particulars	Land – Freehold	Buildings	Leasehold Improvements	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
Cost								
Balance as at March 31, 2025	**–**	**–**	**758.98**	**2,874.00**	**311.80**	**633.47**	**175.22**	**4,753.47**
Ind	–	–	–	361.55	107.42	33.19	0.00	502.16
US	–	–	–	1,589.37	–	398.01	144.00	2,131.38
UK	–	–	758.98	923.08	204.39	202.27	31.22	2,119.93
Additions	**–**	**–**	**–**	**243.20**	**23.78**	**10.92**	**–**	**277.90**
Ind	–	–	–	86.99	13.36	7.10	–	107.45
US	–	–	–	50.65	–	0.01	–	50.66
UK	–	–	–	105.56	10.42	3.80	–	119.79
Disposals	**–**	**–**	**–**	**(310.20)**	**(44.29)**	**(41.05)**	**–**	**(395.54)**
Ind	–	–	–	(121.58)	(41.08)	(0.93)	–	(163.59)
US	–	–	–	(181.07)	–	(40.12)	–	(221.19)
UK	–	–	–	(7.54)	(3.21)	–	–	(10.76)
Balance as at March 31, 2026	**–**	**–**	**758.98**	**2,807.00**	**291.29**	**603.33**	**175.22**	**4,635.83**
Ind	–	–	–	326.96	79.70	39.36	0.00	446.02
US	–	–	–	1,458.95	–	357.90	144.00	1,960.85
UK	–	–	758.98	1,021.10	211.60	206.07	31.22	2,228.96
Accumulated depreciation								
Balance as at March 31, 2025	**–**	**0**	**379.28**	**2,290.67**	**180.54**	**521.42**	**146.41**	**3,518.32**
Ind	–	–	–	253.14	96.10	27.35	–	376.60
US	–	0	–	1,581.65	–	392.87	142.19	2,116.71
UK	–	–	379.28	455.87	84.43	101.21	4.22	1,025.01
Additions	**–**	**–**	**143.81**	**257.05**	**42.38**	**43.84**	**7.74**	**494.81**
Ind	–	–	–	55.17	3.49	2.74	–	61.40
US	–	–	–	11.91	–	2.43	1.81	16.16
UK	–	–	143.81	189.96	38.88	38.67	5.93	417.25
Disposals	**–**	**–**	**–**	**(299.77)**	**(40.97)**	**(40.90)**	**–**	**(381.64)**
Ind				(115.50)	(39.46)	(0.78)	–	(155.74)
US				(181.07)	–	(40.12)	–	(221.19)
UK				(3.20)	(1.51)	–	–	(4.71)
Balance as at March 31, 2026	**–**	**0.00**	**523.10**	**2,247.94**	**181.94**	**524.36**	**154.15**	**3,631.49**
Ind	–	–	–	192.81	60.14	29.30	–	282.26
US	–	0.00	–	1,412.49	–	355.18	144.00	1,911.68
UK	–	–	523.10	642.64	121.80	139.88	10.15	1,437.55
Net carrying amount								
As at March 31, 2025	**–**	**(0.00)**	**379.70**	**583.34**	**131.27**	**112.04**	**28.81**	**1,235.15**
Ind	–	–	–	108.41	11.31	5.84	0.00	125.57
US	–	(0.00)	–	7.72	–	5.14	1.81	14.67
UK	–	–	379.70	467.21	119.96	101.06	27.00	1,094.92
As at March 31, 2026	**–**	**(0.00)**	**235.89**	**559.06**	**109.35**	**78.97**	**21.07**	**1,004.34**
Ind	–	–	–	134.15	19.55	10.06	0.00	163.76
US	–	(0.00)	–	46.46	–	2.72	(0.00)	49.17
UK	–	–	235.89	378.46	89.80	66.19	21.07	791.41

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 4 (b) Right of use Assets

Rupees lakhs

Particulars	Land	Buildings	Plant and Equipment	Office Equipment	Furniture and Fixtures	Vehicles	Total
Cost							
Balance as at March 31, 2025	**–**	**2,424.76**	**0.00**	**292.53**	**807.90**	**141.17**	**3,666.36**
Ind	–	1,004.40	–	–	–	102.47	1,106.87
US	–	(0.00)	0.00	292.53	807.90	38.70	1,139.13
UK	–	1,420.36	–	–	–	–	1,420.36
Additions	**–**	**536.95**	**–**	**–**	**–**	**0.05**	**537.00**
Ind	–	536.95	–	–	–	0.05	537.00
US	–		–	–	–	–	–
UK	–	–	–	–	–	–	–
Disposals	**–**	**(743.05)**	**–**	**(47.86)**	**–**	**–**	**(790.92)**
Ind	–	(743.05)	–		–	–	(743.05)
US	–	–	–	(47.86)	–	–	(47.86)
UK	–	–	–	–	–	–	–
Balance as at March 31, 2026	**–**	**2,218.66**	**0.00**	**244.66**	**807.90**	**141.22**	**3,412.45**
Ind	–	798.30	–	–	–	102.52	900.82
US	–	(0.00)	0.00	244.66	807.90	38.70	1,091.26
UK	–	1,420.36	–	–	–	–	1,420.36
Accumulated depreciation							
Balance as at March 31, 2025	**–**	**1,241.58**	**(0.00)**	**99.06**	**490.15**	**57.76**	**1,888.54**
Ind	–	506.27	–	–	–	42.14	548.42
US	–	0.00	(0.00)	99.06	490.15	15.62	604.82
UK	–	735.30	–	–	–	–	735.30
Additions	**–**	**490.00**	**–**	**75.21**	**53.72**	**44.11**	**663.04**
Ind	–	205.93	–	–	–	25.25	231.17
US	–	–	–	75.21	53.72	18.87	147.80
UK	–	284.07	–				284.07
Disposals	**–**	**(523.79)**	**–**	**(47.86)**	**–**	**–**	**(571.66)**
Ind	–	(523.79)	–	–	–	–	(523.79)
US	–	–	–	(47.86)	–	–	(47.86)
UK	–	–	–	–	–	–	–
Balance as at March 31, 2026	**–**	**1,207.79**	**(0.00)**	**126.40**	**543.87**	**101.87**	**1,979.93**
Ind	–	188.41	–	–	–	67.39	255.80
US	–	0.00	(0.00)	126.40	543.87	34.48	704.75
UK	–	1,019.37	–	–	–	–	1,019.37
Net Carrying Amount							
As at March 31, 2025	**–**	**1,183.18**	**0.00**	**193.47**	**317.75**	**83.41**	**1,777.82**
Ind	–	498.13	–	–	–	60.33	558.46
US	–	(0)	0.00	193.47	317.75	23.09	534.31
UK	–	685.06	–	–	–	–	685.06
As at March 31, 2026	**–**	**1,010.88**	**0.00**	**118.26**	**264.03**	**39.35**	**1,432.52**
Ind	–	609.90	–	–	–	35.13	645.03
US	–	(0)	0.00	118.26	264.03	4.22	386.51
UK	–	400.99	–	–	–	–	400.99

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 5 Other Intangible Assets

Rupees lakhs

Particulars	Computer Software	Total
Cost		
Balance as at March 31, 2025	**189.76**	**189.76**
Ind	129.19	129.19
US	60.57	60.57
UK	–	–
Additions	**216.39**	**216.39**
Ind	216.39	216.39
US	–	–
UK	–	–
Disposals	**(6.07)**	**(6.07)**
Ind	(6.07)	(6.07)
US	–	–
UK	–	–
Balance as at March 31, 2026	**400.08**	**400.08**
Ind	339.51	339.51
US	60.57	60.57
UK	–	–
Accumulated Amortisation		
Balance as at March 31, 2025	**127.42**	**127.42**
Ind	119.21	119.21
US	8.22	8.22
UK	–	–
Additions	**53.47**	**53.47**
Ind	33.31	33.31
US	20.16	20.16
UK	–	–
Disposals	**(6.04)**	**(6.04)**
Ind	(6.04)	(6.04)
US		–
UK	–	–
Balance as at March 31, 2026	**174.85**	**174.85**
Ind	146.48	146.48
US	28.37	28.37
UK	–	–
Net Carrying Amount		
As at March 31, 2025	**62.33**	**62.33**
Ind	9.98	9.98
US	52.35	52.35
UK	–	–
As at March 31, 2026	**225.23**	**225.23**
Ind	193.03	193.03
US	32.20	32.20
UK	–	–

Note:
Amortisation of the assets are done in a span of 5 years from the date of acquisition.

Note No. 6 Other Financial Assets

Rupees lakhs

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non – Current	Current	Non – Current
Financial assets at amortised cost				
(a) Security Deposits	**–**	**255.66**	–	284.26
(b) Interest accrued on Fixed Deposits	**53.69**	**–**	90.28	–
(c) Unbilled Debtors	**207.33**	**–**	230.78	
Total	**261.02**	**255.66**	321.06	284.26

Note No. 7 Other assets (Non Financial)

Rupees lakhs

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non – Current	Current	Non – Current
(a) Advances other than capital advances				
(i) Prepaid rent	**–**	**21.48**	–	22.33
(ii) Prepaid expenses	**162.30**	**–**	142.81	–
(iii) VAT Receivable	**215.84**	**–**	112.50	–
(iv) Advance to Suppliers	**895.81**	**–**	188.63	–
(v) Others	**757.41**	**–**	111.09	–
Total	**2,031.36**	**21.48**	555.02	22.33

Note No. 8 Current Tax and Deferred Tax

(i) Movement in deferred tax balances

Rupees lakhs

Particulars	As at 31 March, 2026			
	Opening Balance	Recognised in profit and Loss	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax liabilities				
on remeasurements of the defined benefit plans	**0.68**	**–**	**25.62**	**26.31**
	0.68	**–**	**25.62**	**26.31**
Tax effect of items constituting deferred tax assets				
Employee Benefits	**511.20**	**(466.66)**		**44.54**
Property, Plant and Equipment and Intangible assets	**12.02**	**488.73**		**500.75**
Other Temporary Differences	**4.88**	**10.52**		**15.40**
	528.10	**32.59**	**–**	**560.69**
Net Tax Asset (Liabilities)	**527.42**	**32.59**	**(25.62)**	**534.39**

Rupees lakhs

Particulars	As at March 31, 2025			
	Opening Balance	Recognised in profit and Loss	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax liabilities				
on remeasurements of the defined benefit plans	0.16	–	0.52	0.68
	0.16	–	0.52	0.68
Tax effect of items constituting deferred tax assets				

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Rupees lakhs

	As at March 31, 2025			
Particulars	Opening Balance	Recognised in profit and Loss	Recognised in OCI	Closing Balance
Employee Benefits	514.67	(3.47)		511.20
Property, Plant and Equipment and Intangible assets	92.89	(80.87)		12.02
Other Temporary Differences	71.83	(66.95)		4.88
	679.38	(151.28)	–	528.10
Net Tax Asset (Liabilities)	679.22	(151.28)	(0.52)	527.42

Note No. 9 Investments

Rupees lakhs

	As at March 31, 2026		As at March 31, 2025	
Particular	**Amounts* Current**	**Amounts* Non – Current**	Amounts* Current	Amounts* Non – Current
Designated as Fair Value Through Profit and Loss				
I. Quoted Investments				
Investments in Mutual Funds	**3,674.35**	**–**	2,573.66	–
Total	**3,674.35**	**–**	2,573.66	–
Aggregate amount of quoted investments	**3,674.35**	**–**	2,573.66	–
Aggregate amount of market value of investments	**3,674.35**	**–**	2,573.66	–
TOTAL INVESTMENT CARRYING VALUE	**3,674.35**	**–**	2,573.66	–

Note No. 10 Trade Receivable

Rupees lakhs

	As at March 31, 2026		As at March 31, 2025	
Particulars	**Current**	**Non-Current**	Current	Non-Current
(a) Trade receivables considered good - Secured	**–**			
(b) Trade receivables considered good - Unsecured	**11,834.58**	**–**	11,003.05	–
(c) Trade receivables which have significant increase in credit risk				
(d) Trade receivables - credit impaired.	**35.07**		23.19	**–**
Less: Provision for doubtful debt	**(35.07)**		(23.19)	–
Total	**11,834.58**	**–**	**11,003.05**	–
Of the above, trade receivables from:				
- Related Parties	**11,758.74**		10,775.86	–
- Others	**75.84**		227.19	–
Total	**11,834.58**	**–**	11,003.05	–

Note No. 11 Cash and Bank Balances

Rupees lakhs

Particulars	**As at 31 March 2026**	As at 31 March 2025
Cash and cash equivalents		
(a) Balances with banks	**5,673.69**	4,505.90
(b) Funds in Transit	**–**	**–**
Total Cash and cash equivalent	**5,673.69**	4,505.90
Other Bank Balances		
(a) Balances with Banks:		
(i) Fixed Deposits with maturity greater than 3 months	**2,291.45**	3,960.64
Total Other Bank balances	**2,291.45**	3,960.64

Reconciliation of Cash and Cash Equivalents

Rupees lakhs

Particulars	**As at 31 March 2026**	As at 31 March 2025
Total Cash and Cash Equivalents as per Balance Sheet	**5,673.69**	4,505.90
Add: Bank Overdraft	**–**	–
Add: Cash and bank balances included in a disposal group held for sale	**–**	–
Total Cash and Cash Equivalents as per Statement of Cashflow	**5,673.69**	4,505.90

Note No. 12 Equity Share Capital

	As at March 31, 2026		As at March 31, 2025	
Particulars	**No. of shares**	**Value**	No. of shares	Value
Authorised:				
Equity shares of Rs. 10 each with voting rights	**1,00,00,000**	**1,000.00**	1,00,00,000	1,000.00
Issued, Subscribed and Fully Paid:				
Equity shares of Rs. 10 each with voting rights	**97,79,511**	**977.95**	97,79,511	977.95
Total	**97,79,511**	**977.95**	97,79,511	977.95

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the period.

Particulars	Opening Balance	Fresh Issue	Closing Balance
Equity Shares with Voting rights			
Period Ended March 31, 2026			
No. of Shares	**97,79,511**	**–**	**97,79,511**
Amount	**977.95**	**–**	**977.95**
Year Ended March 31, 2025			
No. of Shares	97,79,511	–	97,79,511
Amount	977.95	–	977.95

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having par value of Rs. 10 per share. Each holder of equity share is entitled to one vote per share. The company declares and pays dividend in Indian Rupees. The dividend proposed by Board of Direcors is subject to approval of the shareholders in the ensuing annual general meeting. Further, the Board of Directors may also announce an interim dividend which would need to be confirmed by the shareholders at the forthcoming Annual General Meeting. In the event of liquidation, the shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholdings.

(ii) There is only one class of Equity shares valued at Rs. 10 and there are no preference shares.

(iii) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	No of shares		
	Equity Shares with Voting rights	**Equity Shares with Differential Voting rights**	**Others**
As at March 31, 2026			
Mahindra & Mahindra Ltd	**82,79,511**	**–**	**–**
Mahindra Holdings Limited	**15,00,000**	**–**	**–**
As at March 31, 2025			
Mahindra & Mahindra Ltd	82,79,511	–	–
Mahindra Holdings Limited	15,00,000	–	–

(iv) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	**As at March 31, 2026**		As at March 31, 2025	
	Number of shares held	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra & Mahindra Ltd	**82,79,511**	**84.66**	82,79,511	84.66
Mahindra Holdings Limited	**15,00,000**	**15.34**	15,00,000	15.34

(v) Shareholding of Promoters

Shares held by Promoters at the end of the year			% Change during the year
Promoters Name	**No. of Shares**	% of total Shares	
As at 31 March 2026			
Mahindra & Mahindra Ltd	**82,79,511**	84.66	
Mahindra Holdings Limited	**15,00,000**	15.34	
As at 31 March 2025			
Mahindra & Mahindra Ltd	**82,79,511**	84.66	
Mahindra Holdings Limited	**15,00,000**	15.34	

Note No. 13 Other Financial Liabilities

Rupees lakhs

Particulars	**As at March 31, 2026**	As at March 31, 2025
Other Financial Liabilities Measured at Amortised Cost		
Non-Current		
(a) Lease liability	**919.36**	1,173.38
	919.36	1,173.38
Current		
(a) Current maturities of finance lease obligations	**574.36**	623.83
(c) Other liabilities	**–**	
	574.36	623.83
Total other financial liabilities	**1,493.72**	1,797.22

Note No. 14 Provisions

Rupees lakhs

Particulars	**As at March 31, 2026**		As at March 31, 2025	
	Current	**Non-Current**	Current	Non-Current
(a) Provision for employee benefits				
(1) Long-term Employee Benefits	**–**	**624.05**	–	369.66
(2) Short-term Employee Benefits	**410.90**	**–**	256.75	–
Total Provisions	**410.90**	**624.05**	256.75	369.66

Note No. 15 Trade Payables

Particulars	**As at March 31, 2026**		As at March 31, 2025	
	Current	**Non-Current**	Current	Non-Current
(a) (i) Trade payable - Micro and small enterprises	**1.50**	**–**	0.77	–
(ii) Trade payable - Other than micro and small enterprises	**1,163.78**	**–**	768.05	–
(iii) Others - Accrued Expenses	**1,621.19**	**–**	1,427.52	–
Total Trade Payables	**2,786.47**	**–**	2,196.35	–

Note No. 16 Other Liabilities

Particulars	**As at March 31, 2026**		As at March 31, 2025	
	Current	**Non-Current**	Current	Non-Current
(a) Statutory dues	**2,012.78**	**–**	822.94	–
(b) Salary & Wages Payable	**2,244.61**	**–**	1,780.40	–
(c) Others	**194.10**	**–**	38.56	–
Total Other Liabilities	**4,451.49**	**–**	2,641.89	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

FY 2025-26

(i) Debtors Ageing Schedule

Where no due date of payment is specified

(Note 10)

	Particulars	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months – 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	Undisputed Trade receivables – considered good	11,834.58	–	–	–	–	11,834.58
(ii)	Undisputed Trade Receivables – considered doubtful	–	–	–	–	–	–
(iii)	Disputed Trade Receivables considered good	–	–	–	–	–	–
(iv)	Disputed Trade Receivables considered doubtful	–	–	–	–	–	–
	Total	**11,834.58**	–	**–**	**–**	**–**	**11,834.58**

(ii) Creditors Ageing schedule

Where no due date of payment is specified

(Note 15)

	Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	MSME	1.50	–	–	–	1.50
(ii)	Others	2,581.51	97.65	59.33	46.48	2,784.97
(iii)	Disputed dues – MSME	–	–	–	–	–
(iv)	Disputed dues - Others	–	–	–	–	–
	Total	**2,583.00**	**97.65**	**59.33**	**46.48**	**2,786.47**

FY 2024-25

(i) Debtors Ageing Schedule

Where no due date of payment is specified

(Note 10)

	Particulars	Outstanding for following periods from due date of payment					
		Less than 6 months	6 months – 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	Undisputed Trade receivables – considered good	9,472.89	1,530.16	–	–	–	11,003.05
(ii)	Undisputed Trade Receivables – considered doubtful	–	–	–	–	–	–
(iii)	Disputed Trade Receivables considered good	–	–	–	–	–	–
(iv)	Disputed Trade Receivables considered doubtful	–	–	–	–	–	–
	Total	**9,472.89**	**1,530.16**	**–**	**–**	**–**	**11,003.05**

(ii) Creditors Agening schedule

Where no due date of payment is specified

(Note 15)

	Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
(i)	MSME	0.77	–	–	–	0.77
(ii)	Others	2,169	13.00	12.66	0.62	2,195.58
(iii)	Disputed dues – MSME	–	–	–	–	–
(iv)	Disputed dues - Others	–	–	–	–	–
	Total	**2,170.07**	**13.00**	**12.66**	**0.62**	**2,196.35**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 17 Revenue from Operations

Rupees lakhs

Particulars	For the Year 2025-26	For the Year 2024-25
(a) Revenue from rendering of services	**67,255.34**	65,776.53
(b) Revenue from Sale	**–**	–
Total Revenue from Operations	**67,255.34**	65,776.53

Note No. 18 Other Income

Rupees lakhs

Particulars	For the Year 2025-26	For the Year 2024-25
(a) Interest Income		
(1) On Fixed Deposits with Bank	**133.15**	169.70
(2) On Income tax refund	**–**	142.90
(b) Income from Mutual Fund		
(1) MTM Gain	**128.69**	72.22
(2) Sale of MF	**21.52**	2.67
(c) Profit on sale of capital assets (net of loss on assets sold / scrapped / written off)	**–**	
(d) Net Gain on foreign currency transactions net off Derivative gain/loss (other than considered as finance costs)	**10.49**	44.76
(e) Income from sub-lease	**–**	–
(f) Other income	**–**	47.10
(g) Interest Income on Security Deposit - Ind AS adjustment	**12.44**	11.66
Total Other Income	**306.30**	491.00

Note No. 19 Employee Benefits Expense

Rupees lakhs

Particulars	For the Year 2025-26	For the Year 2024-25
(a) Salaries and wages, including bonus	**36,408.33**	31,952.79
(b) Contribution to provident and other funds	**3,169.78**	2,478.50
(c) Gratuity expense	**454.04**	88.98
(d) Gratuity Expense - Interest Unwinding	**17.03**	12.73
(e) Leave salary	**1,050.61**	777.96
(f) Training	**28.88**	21.70
(g) Staff welfare expenses	**282.56**	97.78
Total Employee Benefit Expense	**41,411.23**	35,430.44

Note No. 20 Finance Costs

Rupees lakhs

Particulars	For the Year 2025-26	For the Year 2024-25
(a) Ind AS: Interest Expense on Security Deposit	**11.83**	11.69
(b) Ind AS 116: Interest Expense	**84.85**	114.70
Total Finance Costs	**96.68**	126.39

Note No. 21 Depreciation and amortisation expense

Rupees lakhs

Particulars	For the Year 2025-26	For the Year 2024-25
(a) Depreciation on tangible assets	**494.81**	496.83
(b) Depreciation on Right of Use of assets	**663.04**	690.91
(c) Amortisation on intangible assets	**53.46**	25.47
Total depreciation and Amortisation Expenses	**1,211.32**	1,213.20

Note No. 22 Other Expenses

Rupees lakhs

Particulars	For the Year 2025-26	For the Year 2024-25
(a) Power & Fuel	**177.15**	183.23
(b) Rent including lease rentals	**327.18**	494.99
(c) Rates and taxes	**222.07**	61.95
(d) Insurance	**619.60**	696.92
(e) Travelling and Conveyance Expenses	**4,164.58**	4,036.32
(f) Net loss on foreign currency transactions net off Derivative gain/loss (other than considered as finance costs)	**–**	–
(g) Auditors remuneration and out-of-pocket expenses		
(i) As Auditors	**47.96**	48.10
(ii) For Taxation matters	**–**	–
(iii) For Other services	**2.54**	1.02
(h) Other expenses		
(i) Legal and other professional costs	**7,513.51**	13,734.65
(ii) Postage, Telephone and Communication	**252.26**	268.98
(iii) IT Expenses	**750.11**	829.54
(iv) Service contracted	**3,236.22**	2,307.79
(v) Stores consumed	**3,558.78**	2,990.46
(vi) R&D cost	**22.11**	194.85
(vii) Commission to directors	**11.00**	7.58
(viii) Directors Fees - Board/Committee Meeting	**7.60**	9.20
(ix) Loss on sale of capital assets (net of Profit on assets sold / scrapped / written off)	**8.26**	0.08
(x) Miscellaneous expenses	**687.55**	490.09
Total Other Expenses	**21,608.48**	26,355.73

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 23 Current Tax and Deferred Tax

(a) Income Tax recognised in profit or loss

Rupees lakhs

Particulars	For the Year 2025-26	For the Year 2024-25
Current Tax:		
In respect of current year	**846.51**	639.44
In respect of prior years		–
Deferred Tax:	**846.51**	639.44
In respect of current year origination and reversal of temporary differences	**(32.59)**	151.28
Others		
Total income tax expense on continuing operations	**813.92**	790.72

(b) Income tax recognised in other Comprehensive income

Rupees lakhs

Particulars	For the Year 2025-26	For the Year 2024-25
Deferred Tax :		
Related to items recognised in other comprehensive income during the year:		
Remeasurement of defined benefit obligaitons	**25.62**	0.52
Total income tax expense on continuing operations	**25.62**	0.52

(c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Rupees lakhs

Particulars	For the Year 2025-26	For the Year 2024-25
Profit before tax from continuing operations	**3,233.95**	3,141.77
Applicable Tax Rate	**25.17%**	25.17%
Expected income tax expenses	**813.92**	790.72
Effect of income that is exempt from taxation	**(2.22)**	–
Effect of expenses that is non-deductible in determining taxable profit	**–**	–
Others	**–**	–
	811.70	790.72
Adjustments recognised in the current year in relation to the current tax of prior years	**–**	–
	811.70	790.72
Total income tax expense reported	**813.92**	790.72

Note No. 23 Deferred Tax Assets (Net)

Rupees in lakhs

Particulars	For the Year ended March 31, 2026			
	Opening Balance	Recognised in profit and Loss	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax Liability				
on remeasurements of the defined benefit plans	0.68	–	25.62	26.31
	0.68	**–**	**25.62**	**26.31**
Tax effect of items constituting deferred tax assets				
Employee Benefits	511.20	(466.66)	–	44.54
Property, Plant and Equipment and Intangible assets	12.02	488.73	–	500.75
Other Temporary Differences	4.88	10.52	–	15.40
	528.10	32.59	–	560.69
Net Tax Asset (Liabilities)	**527.42**	**32.59**	**(25.62)**	**534.39**

Rupees in lakhs

Particulars	For the Year ended March 31, 2025			
	Opening Balance	Recognised in profit and Loss	Recognised in OCI	Closing Balance
Tax effect of items constituting deferred tax liabilities				
on remeasurements of the defined benefit plans	0.16	–	0.52	0.68
	0.16	**–**	**0.52**	**0.68**
Tax effect of items constituting deferred tax assets				
Employee Benefits	514.67	(3.47)	–	511.20

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Rupees in lakhs

Particulars	For the Year ended March 31, 2025			
	Opening Balance	Recognised in profit and Loss	Recognised in OCI	Closing Balance
Property, Plant and Equipment and Intangible assets	92.89	(80.87)	–	12.02
Other Temporary Differences	71.83	(66.95)	–	4.88
	679.38	(151.28)	–	528.10
Net Tax Asset (Liabilities)	**679.22**	**(151.28)**	**(0.52)**	**527.42**

Note No. 24 Earnings per share

Rupees lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
	Per Share	Per Share
Basic Earnings per share		
From continuing operations	**25.52**	24.06
From discontinuing operations		–
Total basic earnings per share	**25.52**	24.06
Diluted Earnings per share		
From continuing operations	**25.52**	24.06
From discontinuing operations		–
Total diluted earnings per share	**25.52**	24.06
Net Profit After Tax including Total comprehensive income for the period	**2,496.21**	2,352.60
Weighted Average no. of Shares	**97.795**	97.795

Note No. 25 Financial Instruments

Capital management

The company's capital management objectives are:

– to ensure the company's ability to continue as a going concern

– to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The company monitors capital on the basis of the carrying amount of equity less cash and cash equivalents as presented on the face of the statement of financial position.

The capital structure is monitored on the basis of net debt to equity of the Company.

Rupees lakhs

	March 31, 2026	March 31, 2025
Equity	**22,003.24**	20,484.98
Net Debt	**–**	–
Less: Cash and cash equivalents	**5,673.69**	4,505.90
Net Debt		
Total Capital	**16,329.55**	**15,979.08**

Categories of financial assets and financial liabilities

As at March 31, 2026

Rupees lakhs

	Amortised Costs	FVTPL	FVOCI	Total
Non-current Assets				
Other Financial Assets				
- Security deposits	**255.66**			**255.66**
	255.66			**255.66**
Current Assets				
Investments		**3,674.35**		**3,674.35**
Trade Receivables	**11,834.58**			**11,834.58**
Other Bank Balances	**2,291.45**			**2,291.45**
Other Financial Assets				
- Interest accrued on FD	**53.69**			**53.69**
- Unbilled Debtors	**207.33**			**207.33**
Current Liabilities				
Borrowings	**–**			
Trade Payables	**2,786.47**			**2,786.47**

As at March 31, 2025

Rupees lakhs

	Amortised Costs	FVTPL	FVOCI	Total
Non-current Assets				
Other Financial Assets				
- Security deposits	284.26			284.26
	284.26	**–**	**–**	**284.26**
Current Assets				
Investments		2,573.66		2,573.66
Trade Receivables	11,003.05			11,003.05
Other Bank Balances	3,960.64			3,960.64
Other Financial Assets				
- Interest accrued on Fixed Deposits	90.28			90.28
- Unbilled Debtors	230.78			
	15,284.75	**2,573.66**	**–**	**17,627.63**
Current Liabilities				
Borrowings				
Trade Payables	2,196.35			2,196.35

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties and obtaining sufficient collatarel, where appropriate, as a means of mitigating the risk of financial loss from defaults. The Company only transacts with entities that are rated the equivalent of investment grade and above. This information is supplied by independent rating agencies where available and, if not available, the Company uses other publicly available financial information and its own trading records to rate its major customers. The Company's exposure and credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

The Company applies the simplified approach to providing for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company and individual receivable specific provision where applicable.

There is no change in estimation techniques or significant assumptions during the reporting period.

The loss allowance provision is determined as follows:

As at March 31, 2026 — Rupees lakhs

Particulars	Less than 6 months past due	More than 6 months past due	Total
Expected loss rate	0.0%	-100.0%	-0.3%
Gross carrying amount	11,799.51	35.07	11,834.58
Loss allowance provision	–	(35.07)	(35.07)

As at March 31, 2025 — Rupees lakhs

Particulars	Less than 6 months past due	More than 6 months past due	Total
Expected loss rate	0.0%	-100.0%	-0.2%
Gross carrying amount	10,979.86	23.19	11,003.05
Loss allowance provision	–	(23.19)	(23.19)

Reconciliation of loss allowance provision for Trade Receivables

Particulars	Rupees lakhs	
	31-Mar-26	31-Mar-25
Balance as at beginning of the year	**35.07**	23.19
Impairment losses recognised in the year based on lifetime expected credit losses	**–**	–
Amounts written off during the year as uncollectible	**–**	–
Amounts recovered during the year	**–**	–
Impairment losses reversed / written back	**–**	–
Balance at end of the year	**35.07**	23.19

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company may be required to pay.

Rupees lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
Non-derivative financial liabilities				
31-Mar-26				
Trade Payables	2,786.47	–	–	–
Finance Lease	574.36	919.36		
Total	**3,360.83**	**919.36**	**–**	**–**
31-Mar-25				
Trade Payables	2,196.35	–	–	–
Finance Lease	623.83	1,173.38		
Total	2,820.18	1,173.38	–	–

(iii) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Rupees lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
	INR	**INR**	**INR**	**INR**
Non-derivative financial assets				
31-Mar-26				
Non-current Assets				
Other Financial Assets				
– Security deposits		**255.66**	**–**	**–**
Current Assets				
Investments	**3,674.35**	**–**	**–**	**–**
Trade Receivables	**11,834.58**	**–**	**–**	**–**
Other Bank Balances	**2,291.45**	**–**	**–**	**–**
Other Financial Assets		**–**	**–**	**–**
– Interest accrued on Fixed Deposits	**53.69**	**–**	**–**	**–**
– Unbilled Debtors	**207.33**			
Total	**18,061.40**	**255.66**	**–**	**–**
31-Mar-25				
Non-current Assets				
Other Financial Assets				
– Security deposits		284.26	–	–
Current Assets				

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Rupees lakhs

Particulars	Less than 1 Year INR	1-3 Years INR	3 Years to 5 Years INR	5 years and above INR
Investments	2,573.66	–	–	–
Trade Receivables	11,003.05	–	–	–
Other Bank Balances	3,960.64	–	–	–
Other Financial Assets				
– Interest accrued on Fixed Deposits	90.28	–	–	–
– Unbilled Debtors	230.78			
Total	17,858.41	284.26	–	–

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk mainly comprises currency risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. The Company uses derivatives to manage market risks. Derivatives are only used for economic hedging purposes and not as speculative investments. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Currency Risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Company's / Company's exposure to currency risk relates primarily to the Company's operating activities when transactions are denominated in a different currency from the Company's functional currency.

The Company manages its foreign currency risk by hedging transactions that are expected to occur within a maximum 12 month period for hedges of forecasted sales and purchases.

When a derivative is entered into for the purpose of being a hedge, the Company negotiates the terms of those derivatives to match the terms of the hedged exposure. For hedges of forecast transactions the derivatives cover the period of exposure from the point the cash flows of the transactions are forecasted up to the point of settlement of the resulting receivable or payable that is denominated in the foreign currency.

The carrying amounts of the Company's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are as follows.

Rupees lakhs

Particulars	Currency	31-Mar-26	31-Mar-25
Trade Receivables	USD	**80.59**	15.62
	GBP	**0.79**	0.79
	AUD	**-**	1.35
Trade Payables	USD	**–**	–
	AUD	**–**	–
Other Financial Assets	USD	**–**	0
	AUD	**–**	–
Other Financial Liabilities	USD	**–**	0
	AUD	**–**	–

Of the above foreign currency exposures, the following exposures are not hedged by a derivative:

Rupees lakhs

Particulars	Currency	31-Mar-26	31-Mar-25
Trade Receivables	USD	**80.59**	15.62
	GBP	**0.79**	0.79
	AUD	**–**	1.35
Trade Payables	USD	**–**	–
	AUD	**–**	–
Other Financial Assets	USD	**–**	0
	AUD	**–**	–
Other Financial Liabilities	USD	**–**	0
	AUD	**–**	–

Foreign Currency Sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD and AUD exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities. The Company's exposure to foreign currency changes for all other currencies is not material.

Rupees lakhs

Particulars	Currency	Change in rate	Effect on profit before tax	Effect on pre-tax equity
31-Mar-26	USD	+10%	8.06	8.06
	USD	-10%	(8.06)	(8.06)
	GBP	+10%	0.08	0.08
	GBP	-10%	(0.08)	(0.08)
	AUD	+10%	–	–
	AUD	-10%	–	–
31-Mar-25	USD	+10%	1.56	1.56
	USD	-10%	(1.56)	(1.56)
	GBP	+10%	0.08	0.08
	GBP	-10%	(0.08)	(0.08)
	AUD	+10%	0.14	0.14
	AUD	-10%	(0.14)	(0.14)

Note No. 26 Fair Value Measurement

Fair Valuation Techniques and Inputs used - recurring Items

Rupees lakhs

Financial assets/ financial liabilities measured at Fair value	Fair value as at	Fair value as at	Fair value hierarchy*	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship of unobservable inputs to fair value and sensitivity
	31-Mar-26	31-Mar-25				
Financial assets						
Investments						
1) Equity investments						
2) Mutual fund investments	3,674.35	2,573.66	Level 1	As declared from the fund houses	N.A.	N.A.
Total financial assets	**3,674.35**	2,573.66				

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

There were no transfers between level 1, level 2 and level 3 for recurring fair value measurements during the year.

Fair value of financial assets and financial liabilities that are not measured at fair value

Rupees lakhs

Fair value hierarchy as at 31 March 2026

Particulars	Carrying amount	Fair value	Level 1	Level 2	Level 3	Total
Financial assets						
Financial assets carried at Amortised Cost						
– trade and other receivables	**11,834.58**	**11,834.58**	**–**	**11,834.58**	**–**	**11,834.58**
– deposits and similar assets	**255.66**	**255.66**	**–**	**255.66**	**–**	**255.66**
– Others	**261.02**	**261.02**	**–**	**261.02**	**–**	**261.02**
Total	**12,351.26**	**12,351.26**	**–**	**12,351.26**	**–**	**12,351.26**
Financial liabilities						
Financial Instruments not carried at Fair Value						
– trade and other payables	**2,786.47**	**2,786.47**	**–**	**2,786.47**	**–**	**2,786.47**
Total	**9,564.79**	**9,564.79**	**–**	**9,564.79**	**–**	**9,564.79**

Rupees lakhs

Fair value hierarchy as at 31 March 2025

Particulars	Carrying amount	Fair value	Level 1	Level 2	Level 3	Total
Financial assets						
Financial assets carried at Amortised Cost						
– trade and other receivables	11,003.05	11,003.05	–	11,003.05	–	11,003.05
– deposits and similar assets	284.26	284.26	–	284.26	–	284.26
– Others	321.06	321.06	–	321.06	–	321.06
Total	11,608.37	11,608.37	–	11,608.37	–	11,608.37
Financial liabilities						
Financial Instruments not carried at Fair Value						
– trade and other payables	2,196.35	2,196.35	–	2,196.35	–	2,196.35
Total	9,412.02	9,412.02	–	9,412.02	–	9,412.02

Note No. 27 Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund, Superannuation Fund and ESIC aggregating Rs. 1739.54 Lacs (2025 : Rs. 1639.11 Lacs) has been recognised in the Statement of Profit or Loss for period ended March 31, 2026 under the head Employee Benefits Expense.

The Company has voluntary contributed in 401(k) retirement plans covering substantially all the employees of US branch. The Branch may make annual contributions to the plans equal to a uniform percentage of participant compensation. The cost of the Branch's contributions charged to expense related to 401(k) contributions was Rs 35.04 lacs for the period ended March 31, 2026. (2025 :Rs.9.58 Lacs)

The Company has contributed towards workplace pension plans covering substantially all the employees of UK branch. The cost of the Branch's contributions charged to expense related to employee was Rs 111.58 lacs for the period ended March 31, 2026. (2025 :Rs.303.72 Lacs)

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund.

Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

Asset volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bonds discount rate, this will create or increase a deficit. The defined benefit plans hold a significant proportion of equity type assets, which are expected to outperform government bonds in the long-term while providing volatility and risk in the short-term.

As the plans mature, the Company intends to reduce the level of investment risk by investing more in assets that better match the liabilities.

However, the Company believes that due to the long-term nature of the plan liabilities and the strength of the supporting group, a level of continuing equity type investments is an appropriate element of the Company's long term strategy to manage the plans efficiently.

Changes in bond yields

A decrease in government bond yields will increase plan liabilities, although this is expected to be partially offset by an increase in the value of the plans' bond holdings and interest rate hedging instruments.

Inflation risk

Some of the Company's pension obligations are linked to inflation, and higher inflation will lead to higher liabilities (although, in most cases, caps on the level of inflationary increases are in place to protect the plan against extreme inflation). The plans hold a significant proportion of assets in index linked gilts, together with other inflation hedging instruments and also assets which are more loosely correlated with inflation. However an increase in inflation will also increase the deficit to some degree.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

	Valuation as at	
	31-Mar-26	31-Mar-25
Discount rate(s)	**6.85%**	6.70%
Expected rate(s) of salary increase	**7.60%**	8.50%

Defined benefit plans – as per actuarial valuation on 31st March, 2026

Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:

Particulars		Rupees lakhs Funded Plan Gratuity **2026**	2025
I	**Expenses recognised in statement of profit and loss for the year**		
	Current Service Cost	**81.43**	54.00
	* Past service cost and (gains)/losses from settlements	**239.20**	–
	Net interest expense	**17.03**	12.73
	Components of defined benefit costs recognised in profit or loss	**337.67**	66.73
II	**Recognised in Other comprehensive income for the year**		
	Remeasurement on the net defined benefit liability		
	Return on plan assets (excluding amount included in net interest expense)	**(6.69)**	(18.81)
	Actuarial gains and loss arising form changes in financial assumptions	**(41.49)**	15.64
	Actuarial gains and loss arising form experience adjustments	**(6.66)**	1.10
	Actuarial gains and loss arising form changes in demographic assumptions	**(46.98)**	–
	Components of defined benefit costs recognised in other comprehensive income	**(101.81)**	(2.08)
	Total	**235.86**	64.65
III	**Net Asset/(Liability) recognised in the Balance Sheet as at 31st March**		
	1 Present value of defined benefit obligation as at 31st March	**671.35**	429.44
	2 Fair value of plan assets as at 31st March	**367.28**	251.85
	3 Surplus/(Deficit)	**304.07**	177.59
	4 Current portion of the above	**–**	–
	5 Non current portion of the above	**304.07**	177.59
IV	**Change in the obligation during the year ended 31st March**		
	1 Present value of defined benefit obligation at the beginning of the year	**429.44**	388.48
	2 Add/(Less) on account of Scheme of Arrangement/Business Transfer		
	3 *Expenses Recognised in Profit and Loss Account*		
	- Current Service Cost	**81.43**	54.00
	- Past Service Cost	**239.20**	–
	- Interest Expense (Income)	**31.30**	25.36
	4 *Recognised in Other Comprehensive Income*		
	Remeasurement gains / (losses)		
	- Actuarial Gain (Loss) arising from:		
	i. Demographic Assumptions	**(46.98)**	–
	ii. Financial Assumptions	**(41.49)**	15.64
	iii. Experience Adjustments	**(6.66)**	1.10
	5 Benefit payments	**(14.90)**	(55.13)
	6 Others (Specify)	**–**	–
	7 Present value of defined benefit obligation at the end of the year	**671.35**	429.44
V	**Change in fair value of assets during the year ended 31st March**		
	1 Fair value of plan assets at the beginning of the year	**251.85**	201.70
	2 Add/(Less) on account of Scheme of Arrangement/Business Transfer		
	3 *Expenses Recognised in Profit and Loss Account*		
	- Expected return on plan assets	**14.27**	12.64
	4 *Recognised in Other Comprehensive Income*		
	Remeasurement gains / (losses)		
	- Actual Return on plan assets in excess of the expected return	**6.69**	18.81
	- Others (specify)		
	5 Contributions by employer (including benefit payments recoverable)	**109.38**	73.84
	6 Benefit payments	**(14.90)**	(55.13)
	7 Fair value of plan assets at the end of the year	**367.28**	251.85
VI	**The Major categories of plan assets**		
	- List the plan assets by category here		
	Insurer Managed Fund	**367.28**	251.85
VII	**Actuarial Assumptions**		
	1 Discount rate	**6.85%**	6.70%
	2 Expected rate of return on plan assets	**6.85%**	6.70%

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

VIII The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Principal assumption		Changes in assumption	Impact on defined benefit obligation	
			Increase in assumption	Decrease in assumption
Discount rate	**2026**	**1.00%**	**-5.39%**	**6.08%**
	2025	1.00%	-7.04%	8.12%
Salary growth rate	**2026**	**1.00%**	**5.58%**	**-5.22%**
	2025	1.00%	7.72%	-6.86%

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance sheet.

The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous period.

The Company expects to contribute Rs. 1,00,00,000 to the gratuity trusts during the next financial year.

IX Maturity profile of defined benefit obligation:

	2026	2025
Within 1 year	**166.33**	91.54
1 - 2 year	**85.17**	37.39
2 - 3 year	**55.51**	40.53
3 - 4 year	**82.44**	27.50
4 - 5 year	**75.09**	39.23
above 5 years	**638.72**	579.70

X Plan Assets

The fair value of Company's pension plan asset as of 31 March 2026 and 2025 by category are as follows:

	2026	2025
Asset category		
Deposits with Insurance companies	**367.28**	251.85
	100%	100%

The Company's policy is driven by considerations of maximizing returns while ensuring credit quality of the debt instruments. The asset allocation for plan assets is determined based on investment criteria prescribed under the Indian Income Tax Act, 1961, and is also subject to other exposure limitations. The Company evaluates the risks, transaction costs and liquidity for potential investments. To measure plan asset performance, the Company compares actual returns for each asset category with published benchmarks.

The weighted average duration of the defined benefit obligation as at 31 March 2026 is 5.71 years (2025: 7.57 years)

The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

The current service cost and the net interest expense for the year are included in the employee benefits expense in profit or loss of the expense for the year.

In February 2019, Supreme Court of India in its judgement clarified the applicability of allowances that should be considered to measure obligations under Employees Provident Fund Act, 1952. The Company has been legally advised that there are interpretative challenges on the application of judgement retrospectively and as such does not consider there is any probable obligations for past periods. Accordingly, based on legal advice the Company has made a provision for provident fund contribution from the date of Supreme Court order.

* On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes")- consolidating 29 existing labour laws.

In accordance with the new Labour Codes, the Company has estimated the incremental impact on gratuity to be Rs. 75.52 lacs (Past service cost is Rs. 239.20 lacs out of which Rs. 163.68 lacs is charged to clients) (Previous year Rs. Nil) for the Company which is disclosed as "Exceptional item" in the Statement of Profit and Loss (including Other Comprehensive Income) for the year ended March 31, 2026.

The Group continues to monitor developments on the Rules to be notified by regulatory authorities, including clarifications/ additional guidance from authorities and will continue to assess the accounting implications, basis such developments/ guidance.

Note No. 28 Fair Value Measurement

(a) CWIP aging schedule

CWIP	**Amount in CWIP for a period of**				**Total**
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 Years**	
Projects in progress	–	–	–	–	–
Projects temporarily suspended	–	–	–	–	–

As on the date of the balance sheet, there are no capital work-in-progress projects whose completion is overdue or has exceeded the cost, based on approved plan

Note No. 29 Related Party Transactions

Name of the parent Company	Mahindra & Mahindra Limited
Name of the Ultimate Holding Company	Mahindra & Mahindra Limited
Fellow Subsidiary:	
AUTOMOBILI PININFARINA GMBH	NBS INTERNATIONAL LIMITED
BRISTLECONE INDIA LIMITED	MAHINDRA & MAHINDRA CONTECH LIMITED
GROMAX AGRI EQUIPMENT LIMITED	MUMBAI MANTRA MEDIA LIMITED
MAHINDRA ACCELO LIMITED (FORMERLY KNOWN AS MAHINDRA INTERTRADE LIMITED)	SUNRISE INITIATIVES TRUST
MAHINDRA AGRI SOLUTIONS LIMITED	MAHINDRA MIDDLEEAST ELECTRICAL STEEL SERVICE CENTRE
MAHINDRA AIRWAYS LIMITED	MAHINDRA MSTC RECYCLING PRIVATE LIMITED
MAHINDRA AND MAHINDRA FINANCIAL SERVICES LIMITED	MAHINDRA INSURANCE BROKERS LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

MAHINDRA AUTO STEEL PRIVATE LIMITED	MAHINDRA LIFESPACE DEVELOPERS LIMITED
MAHINDRA AUTOMOTIVE AUSTRALIA PTY. LIMITED	MAHINDRA LAST MILE MOBILITY LIMITED
MAHINDRA AUTOMOTIVE NORTH AMERICA INC.	MAHINDRA ELECTRIC AUTOMOBILE LIMITED
MAHINDRA DEFENCE SYSTEMS LIMITED	MAHINDRA RURAL HOUSING FINANCE LIMITED
MAHINDRA EMIRATES VEHICLE ARMOURING FZ-LLC	MAHINDRA SOLARIZE PRIVATE LIMITED
MAHINDRA EPC IRRIGATION LIMITED	MAHINDRA STEEL SERVICE CENTRE LIMITED
MAHINDRA FIRST CHOICE WHEELS LIMITED	MAHINDRA SUSTEN PRIVATE LIMITED
MAHINDRA HOLDINGS LIMITED	MAHINDRA TELEPHONICS INTEGRATED SYSTEMS LIMITED
MAHINDRA HOLIDAYS AND RESORTS INDIA LIMITED	MAHINDRA TEQO PRIVATE LIMITED
MAHINDRA HZPC PRIVATE LIMITED	MAHINDRA USA INC.
Associate Of M & M	
TECH MAHINDRA FOUNDATION	PSL MEDIA & COMMUNICATIONS LIMITED
SUSTAINABLE ENERGY INFRA INVESTMENT MANAGERS PRIVATE LIMITED	GREEN ENERGY INFRA PROJECT MANAGERS PRIVATE LIMITED
SWARAJ ENGINES LIMITED	TECH MAHINDRA LIMITED
MAHINDRA RACING UK LIMITED	
Joint Venture	
THE INDIAN AND EASTERN COMPANY	
Joint Venture of Holding Company (M&M)	
Carnot Technologies Private Limited	**MAHINDRA MANULIFE INVESTMENT MANAGEMENT PRIVATE LIMITED**
CLASSIC LEGENDS PRIVATE LIMITED	**MAHINDRA MANULIFE TRUSTEE PRIVATE LIMITED**
M.I.T.R.A AGRO EQUIPMENTS PRIVATE LIMITED	**MAHINDRA SUMMIT AGRISCIENCE LIMITED**
MAHINDRA AEROSTRUCTURES PRIVATE LIMITED	**MAHINDRA WORLD CITY (JAIPUR) LIMITED**
MAHINDRA HAPPINEST DEVELOPERS LIMITED	**MAHINDRA WORLD CITY DEVELOPERS LIMITED**
MAHINDRA HOMES PRIVATE LIMITED	**MAHINDRA INDUSTRIAL PARK PRIVATE LIMITED**
MAHINDRA INDUSTRIAL PARK CHENNAI LIMITED	
Directors	**KMP**
NEERA SAGGI	JAYDIP DHAR
RAHUL ASTHANA	RITEN CHAKRABARTY
SANJAY JOGLEKAR	
VINAY DESHPANDE	
DIVYA GULATI	
ROHIT THAKUR	
Others	
MAHINDRA EDUCATION SOCIETY, MAHINDRA ACADEMY	ASTRA SOLREN PRIVATE LIMITED
M & M CJP EMPLOYEES COOP CANTEEN SOC LTD	BRIGHTSOLAR RENEWABLE ENERGY PRIVATE LIMITED
M & M LTD TRACTOR DIV EMPLOYEE CO-OP CANTEEN SOC LTD	EMERGENT SOLREN PRIVATE LIMITED
MAHINDRA & MAHINDRA CO-OPERATIVE	MEGASOLIS RENEWABLES PRIVATE LIMITED (FORMERLY KNOWN AS MAHINDRA RENEWABLES PRIVATE LIMITED)
MEGA SURYAURJA PRIVATE LIMITED	NEO SOLREN PRIVATE LIMITED
Note: Relationship As Per Companies Act for below parties :	
I. Subsidiary of a holding company to which it is also a subsidiary	
Carnot Technologies Private Limited	SWARAJ ENGINES LIMITED
CLASSIC LEGENDS PRIVATE LIMITED	PSL MEDIA & COMMUNICATIONS LIMITED
M.I.T.R.A AGRO EQUIPMENTS PRIVATE LIMITED	MAHINDRA MANULIFE INVESTMENT MANAGEMENT PRIVATE LIMITED
MAHINDRA AEROSTRUCTURES PRIVATE LIMITED	MAHINDRA MANULIFE TRUSTEE PRIVATE LIMITED
MAHINDRA HAPPINEST DEVELOPERS LIMITED	MAHINDRA SUMMIT AGRISCIENCE LIMITED
MAHINDRA HOMES PRIVATE LIMITED	MAHINDRA WORLD CITY (JAIPUR) LIMITED
MAHINDRA INDUSTRIAL PARK CHENNAI LIMITED	MAHINDRA WORLD CITY DEVELOPERS LIMITED
MAHINDRA INDUSTRIAL PARK PRIVATE LIMITED	
II. Private Company in which a Director / Manager is a Director	
GREEN ENERGY INFRA PROJECT MANAGERS PRIVATE LIMITED	

Details of transaction between the Company and its related parties are disclosed below:

					Rupees lakhs
Particulars	**For the year ended**	**Ultimate Holding Company**	**Parent Company**	**Fellow subsidiaries**	**Others**
Nature of transactions with related parties					
Rendering of services	March 31, 2026	31,827.54	–	34,403.97	436.72
	March 31, 2025	22,615.39	–	42,576.80	24.73
Sale of Assets	March 31, 2026	–	–	–	–
	March 31, 2025	–	–	8.64	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

					Rupees lakhs
Particulars	**For the year ended**	**Ultimate Holding Company**	**Parent Company**	**Fellow subsidiaries**	**Others**
Sale of goods	March 31, 2026	–	–	–	–
	March 31, 2025	–	–	–	–
Receiving of services	March 31, 2026	–	–	4,988.05	–
	March 31, 2025	14.00	–	11,820.47	–
Lease expenses	March 31, 2026	152.11	–	32.24	–
	March 31, 2025	152.43	–	31.35	–
Purchase of goods	March 31, 2026	–	–	103.63	–
	March 31, 2025	–	–	–	–
Purchase of property and other assets	March 31, 2026	–	–	–	–
	March 31, 2025	–	–	–	–
Loans taken / (repaid)	March 31, 2026	–	–	–	–
	March 31, 2025	–	–	–	–
Interest Paid on Borrowings	March 31, 2026	–	–	–	–
	March 31, 2025	–	–	–	–
Dividend paid	March 31, 2026	827.95	–	150.00	–
	March 31, 2025	827.95	–	150.00	–
Issue of shares	March 31, 2026	–	–	–	–
	March 31, 2025	–	–	–	–
Reimbursement of expenses made to parties	March 31, 2026	1,053.78	–	296.27	0.18
	March 31, 2025	817.17	–	704.95	0.05
Reimbursement of expenses made by parties	March 31, 2026	26.06	–	5.68	–
	March 31, 2025	–	–	52.00	–
Others	March 31, 2026	–	–	–	–
	March 31, 2025	–	–	–	–

Details of transaction between the Company and its related parties are disclosed below: **Rupees lakhs**

Particulars	**For the year ended**	**Directors**	**KMP**
Sitting Fee paid during the year	March 31, 2026	7.60	–
	March 31, 2025	9.20	–
Commission paid during the year	March 31, 2026	10.00	–
	March 31, 2025	10.00	–
Other Remuneration paid during the year	March 31, 2026	–	193.51
	March 31, 2025	–	201.90

Details of outstanding balances with related parties

Particulars	**Balance as on**	**Ultimate Holding Company**	**Parent Company**	**Fellow subsidiaries**	**Others**
Trade Receivable	March 31, 2026	3,627.64	–	8,111.65	19.45
	March 31, 2025	2,149.76	–	8,625.25	0.85
Trade Payable	March 31, 2026	158.84	–	150.66	–
	March 31, 2025	55.23	–	446.93	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

					Rupees lakhs
Particulars	**For the year ended**	**Ultimate Holding Company**	**Parent Company**	**Fellow subsidiaries**	**Others**
Loans & advances taken	March 31, 2026	–	–	–	–
	March 31, 2025	–	–	–	–
Other balances (Interest accrued but not due on Borrowing)	March 31, 2026	–	–	–	–
	March 31, 2025	–	–	–	–

Note No. 30 - Ratios

	Ratios	Description of Ratios	As at 31 March 2026	As at 31 March 2025	Variance (%)	Explanation for Change in ratio by more than 25% compared to previous year
1	Current ratio	Current Asset/ Current Liability	3.13	4.01	(21.82)	
2	Debt Equity Ratio	Lease liability/ Total Equity	0.07	0.09	22.62	
3	Debt Service coverage Ratio	Earning available for debt Service/ Debt Service	5.76	5.53	4.22	
4	Return on Equity Ratio	Profit after Tax/ Total Equity	11.00	11.48	(4.17)	
5	Inventory Turnover ratio	NA	–	–	–	
6	Trade Receivables turnover ratio	Turnover/ Trade Receivables	5.68	5.98	4.94	
7	Trade payables turnover ratio	Total Purchase cost/ Trade Payables	22.59	28.13	(19.70)	
8	Net capital turnover ratio	Turnover/ (Total Asset - Current & Non Current Liabilities)	3.06	3.21	(4.81)	
9	Net profit ratio	Net profit After Tax/ Turnover	0.04	0.04	0.67	
10	Return on Capital employed	EBIT/ Capital Employed	15.48	15.95	(2.97)	
11	Return on investment	(Interest Income+Dividend received)/ Closing Balance of Investment	4.75	3.74	26.90	More Investments in MF

Note No. 31 Other Statutory Information's

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the year.

(h) The Company does not have transactions with any struck off entity.

(i) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note No. 32 Leases

The Company has entered into non cancellable operating lease agreements related to facility, office equipment, machinery and equipment and vehicles with varying terms.

Non-lease components

Leases that contain non-lease components are accounted for as a single component and recorded on the balance sheet for certain asset classes including equipment. Non-lease components include, but are not limited to, common area maintenance and service arrangements.

The Company has used the following policies and/or assumptions in evaluating the lease population.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Lease determination:

The Company considers a contract to be or to contain a lease if the contract conveys the right to control the use of identified property and equipment (an identified asset) for a period of time in exchange for consideration.

Discount rate:

When the lease contracts do not provide a readily determinable implicit rate, the Company uses the estimated incremental borrowing rate based on information available at the inception of the lease. The discount rate is determined by asset class.

Variable payments:

The Company includes payments that are based on an index or rate within the calculation of right of use leased assets and lease liabilities, initially measured at the lease commencement date. There are variable payments origination fees for office equipment, machinery and equipment and therefore are not treated as a part of lease payments.

Purchase options:

Certain leases include options to purchase the office equipment. The depreciable life of assets is limited by the expected lease term unless there is a transfer of title or purchase option reasonably certain of exercise.

Renewal options:

Most leases include one or more options to renew, with renewal terms that can extend the lease term from one or more years. The exercise of lease renewal options is at the Company's sole discretion.

Residual value guarantees, restrictions, or covenants:

The lease agreements do not contain any material residual value guarantees or material restrictive covenants.

Short-term leases:

Leases with an initial term of 12 months or less are not recorded on the balance sheet; the Company recognizes lease expense for these leases on a straight-line basis over the lease term and expense the associated operating lease costs to other expenses in Profit and loss account.

The table below presents the classification of leasing assets and liabilities

	Rupees in lakhs	
Particulars	**As at March 31, 2026**	As at March 31, 2025
Assets		
Right-of-use of assets	**1,432.52**	1,777.82
Liabilities		
Current Lease liabilities	**574.36**	623.83
Non-current lease liabilities	**919.36**	1,173.38

The table below presents the classification of lease related expenses as reported in the Profit and loss account

	Rupees in lakhs	
Particulars	**For the Year 2025-26**	For the Year 2024-22
Rent Expenses	**646.75**	667.30

Note No. 33 Additional Disclosures

Revenue from Operations

Change in contract assets (Unbilled)

	Rupees lakhs	
Particulars	**For the year ended March 31, 2026**	For the year ended March 31, 2025
Balance at the beginning of the year	**230.78**	104.52
Less : Invoices raised during the year from opening balance	**151.41**	104.52
Add : Revenue recognized excluding amounts billed during the year	**127.96**	230.78
Add/(Less) : Translation differences	**–**	–
Balance at the end of the year (Refer Note 6)	**207.33**	**230.78**

Note No. 34 Additional Disclosures

Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

	Rupees lakhs	
Particulars	**For the year ended March 31, 2026**	For the year ended March 31, 2025
(i) Principal amount remaining unpaid to MSME suppliers	**1.50**	0.77
(ii) Interest due on unpaid principal amount to MSME suppliers	**0.62**	2.18
(iii) The amount of interest paid along with the amounts of the payment made to the MSME suppliers beyond the appointed day	**–**	–
(iv) The amount of interest due and payable for the year (without adding the interest under MSME Development Act)	**–**	–
(v) The amount of interest accrued and remaining unpaid	**0.62**	2.18
(vi) The amount of interest due and payable to be disallowed under Income Tax Act, 1961	**0.62**	2.18

Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

Comparatives

The figures for previous year have been regrouped wherever necessary to conform to current year's classification.

In terms of the report of the event date

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403

Place: Mumbai
Date: 17th April 2026

For and on behalf of the Board of Directors

Rohit Thakur
Director
DIN No.02314996

Divya Gulati
Director
DIN No.10210021

Jaydip Dhar
COO

Riten Chakrabarty
CFO

Place: Mumbai
Date: 17th April 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of **Mahindra eMarket Limited**

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying Financial Statements of Mahindra eMarket Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Materiality Uncertainty Related to Going Concern

We draw attention to Note 25 in the financial statements which describes the conditions and event that indicate material uncertainty relating to the Company's ability to continue as going concern and management plan to mitigate the same. Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other Legal and Regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to the Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the Financial Statements.

   (g) The Company has not paid/provided any remuneration to managerial personnel as defined in the Act. Accordingly, the provisions of Section 197 of the

Act related to the managerial remuneration are not applicable to the Company.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses and

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The Company has not declared or paid any dividend during the year.

vi. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm's Registration No. 105102W

Shirish Rahalkar
Partner
Membership No. 111212
UDIN: 26111212JVJVWR1671

Place: Mumbai
Date: 10 April 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date.

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Mahindra eMarket Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm's Registration No. 105102W

Shirish Rahalkar
Partner
Membership No. 111212
UDIN: 26111212JVJVWR1671

Place: Mumbai
Date: 10 April 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

i. a) According to the information and explanations given to us, the Company does not hold any property, plant and equipment. Accordingly, the reporting under Clause 3(i)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us, the Company does not hold any property, plant and equipment. Accordingly, the reporting under Clause 3(i)(b) of the Order is not applicable to the Company.

c) According to the information and explanations given to us, the Company has no immoveable properties registered in its name. Accordingly, the reporting under Clause 3(i)(c) of the Order is not applicable to the Company.

d) According to the information and explanations given to us, the Company does not have any Property, plant and equipment, hence reporting under this clause is not applicable.

e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. a) The Company is in the business of rendering services and consequently, does not hold any inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

iii. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

iv. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

v. According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under, where applicable. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government has not prescribed the maintenance of cost records under subsection (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

vii. a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Income-tax, and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Cess and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of undisputed statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and any other material statutory dues as at 31 March 2026, which have not been deposited with the appropriate authorities on account of any dispute.

viii. According to the information and explanations given to us, there are no transactions not recorded in the books

of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

ix. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any term loans during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

e) The Company does not have any subsidiaries or associates and hence the reporting under Clause (ix) (e) of the Order is not applicable to the Company.

f) The Company does not have any subsidiaries or associates and hence the reporting under Clause (ix) (f) of the Order is not applicable to the Company.

x. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

xi. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

xii. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

xiv. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act.

xv. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding, or subsidiary company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

xvi. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi) of the Order is not applicable to the Company.

b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

d) Based on the information and explanations given to us, we report that the Group has five Core Investment Companies.

xvii. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs 3.09 lakhs in the current financial year. The Company had incurred cash losses of Rs. 2.29 Lakhs the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

xix. As more fully explained in Note 25 to the financial statements and according to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, we are of the opinion that a material uncertainty exists as on the date of the audit report that the Company would be capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date.

xx. According to the information and explanations given to us, the provisions of section 135 of the Act is not applicable to the company and hence reporting under the provisions of clause (XX) (a) and (b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm's Registration No. 105102W

Shirish Rahalkar
Partner
Membership No. 111212
UDIN: 26111212JVJVWR1671

Place: Mumbai
Date: 10 April 2026

BALANCE SHEET AS AT 31ST MARCH 2026

Amount in Lakhs

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
I ASSETS			
CURRENT ASSETS			
(b) Financial Assets			
(ii) Trade Receivables	3	**–**	1.42
(iii) Cash and Cash Equivalents	4	**0.77**	2.61
(iv) Other Bank Balances	4	**56.00**	57.25
(c) Other Current Assets	5	**16.97**	16.13
SUB-TOTAL		**73.74**	77.41
TOTAL ASSETS		**73.74**	77.41
II EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	6	**79.97**	79.97
(b) Other Equity	7	**(196.48)**	(193.45)
SUB-TOTAL		**(116.51)**	(113.48)
LIABILITIES			
CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Trade Payables			
- dues of micro enterprises and small enterprises			
- dues of creditors other than micro enterprises and small enterprises	8	**175.12**	175.83
(b) Provisions	9	**15.46**	15.25
(c) Other Current Liabilities	10	**(0.32)**	(0.18)
SUB-TOTAL		**190.26**	190.90
TOTAL LIABILITIES		**73.74**	77.41

The accompanying notes are an integral part of the Financial Statements

In terms of our report attached

For B. K. KHARE & Co.
Chartered Accountants
(Firm Registration Number: 105102W)

Shirish Rahalkar
Partner
Membership No. 111212

Place: Mumbai
Date: 10th April 2026

For and on behalf of the Board of Directors

Mahindra EMarket Limited

ASHUTOSH PANDEY
Director
DIN: 08166731

NOZAR BHARUCHA
Director
DIN: 03315303

Place: Mumbai
Date: 10th April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2026

Amount in Lakhs

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
Continuing Operations			
I Revenue from operations	11	**–**	–
II Other Income	12	**3.77**	4.75
III Total Revenue (I + II)		**3.77**	4.75
IV EXPENSES			
Finance costs	13	**0.10**	0.10
Other expenses	14	**6.70**	9.07
Total Expenses (IV)		**6.80**	9.17
V Profit before tax (III - IV)		**(3.03)**	(4.42)
VI Tax Expense			
(1) Current tax		**–**	–
(2) Income Tax Adjustment of earlier years		**–**	–
Total tax expense (VI)		**–**	–
VII Profit for the year (V-VI)		**(3.03)**	(4.42)
VIII Profit from continuing operations for the year attributable to:			
Owners of the Company		**(3.03)**	(4.42)
IX Other comprehensive income		**–**	–
A (i) Items that will not be reclassified to profit or loss			
- Remeasurements of the defined benefit liabilities / (asset)			
(ii) Income tax relating to items that will not be reclassified to profit or loss			
X Total comprehensive income for the year (VII+IX)		**(3.03)**	(4.42)
XI Earnings per equity share (for continuing operation):			
(1) Basic	15	**(0.38)**	(0.55)
(2) Diluted	15	**(0.38)**	(0.55)

The accompanying notes are an integral part of the Financial Statements

In terms of our report attached

For B. K. KHARE & Co.
Chartered Accountants
(Firm Registration Number: 105102W)

Shirish Rahalkar
Partner
Membership No. 111212

Place: Mumbai
Date: 10th April 2026

For and on behalf of the Board of Directors

Mahindra EMarket Limited

ASHUTOSH PANDEY
Director
DIN: 08166731

NOZAR BHARUCHA
Director
DIN: 03315303

Place: Mumbai
Date: 10th April 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH 2026

Amount in Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Cash flows from operating activities		
Profit before tax for the year	**(3.03)**	(4.42)
Adjustments for:		
Depreciation and amortisation of non-current assets	**–**	**–**
Interest Income	**–**	**–**
	(3.03)	(4.42)
Movements in working capital:		
(Increase)/decrease in trade and other receivables	**1.42**	5.06
(Increase)/decrease in other assets	**(0.83)**	(3.28)
Increase/(decrease) in provision & Other Liabilities	**0.06**	(35.54)
Increase/(decrease) in trade and other payables	**(0.71)**	35.89
	(0.06)	2.13
Cash generated from operations	**(3.09)**	(2.29)
Income taxes paid /adjustment	**–**	**–**
Net cash generated by operating activities	**(3.09)**	(2.29)
Cash flows from investing activities		
Acquisition of assets	**–**	–
Sale of Asset	**–**	–
Investment in / (Withdrawl) of Fixed Deposits with Bank	**(1.25)**	(2.75)
Net cash used in investing activities	**(1.25)**	(2.75)
Cash flows from financing activities	**–**	–
Net cash used in financing activities	**–**	–
Net increase/(decrease) in cash and cash equivalents	**(1.84)**	0.44
Cash and cash equivalents at the beginning of the year	**2.61**	2.17
Effects of exchange rate changes on the balance of cash held in foreign currencies	**–**	–
Cash and cash equivalents at the end of the year	**0.77**	2.61

The accompanying notes are an integral part of the Financial Statements

In terms of our report attached

For B. K. KHARE & Co.
Chartered Accountants
(Firm Registration Number: 105102W)

Shirish Rahalkar
Partner
Membership No. 111212

Place: Mumbai
Date: 10th April 2026

For and on behalf of the Board of Directors

Mahindra EMarket Limited

ASHUTOSH PANDEY
Director
DIN: 08166731

NOZAR BHARUCHA
Director
DIN: 03315303

Place: Mumbai
Date: 10th April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

1 Corporate information:

Mahindra eMarket Limited is a public limited company incorporated in Mumbai, India under the Companies Act 2013. The company is engaged, inter-alia, deals in automobile business through their online e-commerce portal.

2 Material Accounting Policies followed by the Company:

2.1 Statement of compliance and basis of preparation and presentation of financial statements:

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting Standards) Rules 2016.

All assets and liabilities are classified as current if it is expected to realise or settle within 12 months after the Balance Sheet date.

The financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency.

The financial statements were authorized for issue by the Company's Board of Directors on 10th April 2026.

2.2 Financial Assets and Financial Liabilities:

Financial Instruments:

Financial assets and financial liabilities are recognised when a Company becomes a party to the contractual provisions of the instruments. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition.

Financial Assets:

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace. All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Financial Liabilities and Equity Instruments:

Equity instruments issued by the Company are classified as equity in accordance with the substance of the contractual agreements and the definitions of an equity instrument.

Equity Instrument:

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. Equity instruments issued by the Company are recognized at the proceeds received, net of direct issue costs.

Financial Liabilities:

All the financial liabilities are subsequently measured at either amortised cost using the effective interest method or at fair value through profit and loss, depending on the classification of the financial liabilities.

2.3 Property, plant and equipment:

Property, plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and accumulated impairment, if any. Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use.

Depreciation is provided on straight-line basis for property, plant and equipment so as to expense the depreciable amount, i.e. the cost less estimated residual value, over its estimated useful lives. The estimated useful lives and residual values are reviewed annually and the effect of any changes in estimate is accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the Statement of Profit and Loss.

2.4 Inventories:

Inventories comprise all costs of purchase, conversion and other costs incurred in bringing the inventories to their present location and condition.

Stores, spares and tools other than obsolete and slow-moving items are carried at cost. Obsolete and slow-moving items are valued at cost or estimated net realizable value, whichever is lower.

2.5 Leases:

Ind AS 116 sets out the principles for the recognition, measurement, presentation and disclosure of leases for both lessees and lessors. It introduces a single, on balance sheet lessee accounting model for lessees. A lessee recognises right-of-use asset representing its right to use the underlying asset and a lease liability representing its obligation to make lease payments. The standard also contains enhanced disclosure requirements for lessees.

Ind AS 116 substantially carries forward the lessor accounting requirements in Ind AS 17. The amendment is effective for annual periods beginning on or after 01st April 19.

2.6 Revenue Recognition:

In view of INDAS 115, Revenue is recognized upon transfer of control of promised products or services to customers in an amount that reflects the consideration the Company expects to receive in exchange for those products or services. To recognize revenues, Company apply the following five step approach:

(1) identify the contract with a customer

(2) identify the performance obligations in the contract

(3) determine the transaction price

(4) allocate the transaction price to the performance obligations in the contract

(5) recognize revenues when a performance obligation is satisfied.

The Company applies judgement to determine whether each product or services promised to a customer are capable of being distinct, and are distinct in the context of the contract, if not, the promised product or services are combined and accounted as a single performance obligation. The Company allocates the arrangement consideration to separately identifiable performance obligation based on their selling price.

2.7 Provisions:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

2.8 Taxes on Income:

Income tax expense represents the sum of the tax currently payable and deferred tax.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2026

Current tax

The tax currently payable is based on taxable profit for the period. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax assets and liabilities are recognized for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases. Deferred tax assets are recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences could be utilized.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the year:

Current and deferred tax are recognized in the Statement of Profit or Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

2.9 Measurement of fair values:

The company's accounting policies and disclosures require the measurement of fair values. In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date.

Fair values are categorized into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilities.

Level 2: Inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

2.10 Use of estimates and judgements:

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognized in the period in which the estimate is revised and future periods affected.

2.11 Cash and cash equivalents:

Cash comprises demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.12 Cash flow statement:

Cash flows are reported using the indirect method, whereby profit / (loss) before tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

2.13 Earnings per share:

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the period.

Note No. 3 - Trade receivables

Amount in Lakhs

	As at 31st March 2026		As at 31st March 2025	
Particulars	**Current**	**Non Current**	Current	Non Current
Trade receivables				
(a) Secured, considered good	–	–	–	–
(b) Unsecured, considered good	–	–	1.42	–
(c) Doubtful	–	–	–	–
Less: Allowance for Credit Losses	–	–	–	–
TOTAL	–	–	1.42	–
Of the above, trade receivables from:				
- Related Parties	–		1.42	–
- Others	–	–	–	–
TOTAL	–	–	1.42	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Trade Receivables Ageing Schedule F26

Amount in Lakhs

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	–	–	–	–	–	–
(ii) Undisputed Trade Receivables – which have significant increase in credit risk						
(iii) Undisputed Trade Receivables – credit impaired						
(iv) Disputed Trade Receivables – considered good						
(v) Disputed Trade Receivables – which have significant increase in credit risk						
(vi) Disputed Trade Receivables – credit impaired						

Trade Receivables Ageing Schedule F25

Amount in Lakhs

Particulars	Outstanding for following periods from due date of payment					
	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	–	1.42	–	–	–	1.42
(ii) Undisputed Trade Receivables – which have significant increase in credit risk						
(iii) Undisputed Trade Receivables – credit impaired						
(iv) Disputed Trade Receivables – considered good						
(v) Disputed Trade Receivables – which have significant increase in credit risk						
(vi) Disputed Trade Receivables – credit impaired						

Note No. 4 - Cash and Bank Balances

Amount in Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Cash and cash equivalents		
(a) Balances with banks	**0.77**	2.61
(b) Cash on hand	**–**	–
Other Bank Balances		
(a) Balances with banks		
- Fixed Deposits maturing within 12 months from the reporting date	**56.00**	57.25
Total Cash and cash equivalent	**56.77**	59.86

Note No. 5 - Other Current Assets

Amount in Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Advances receivable in cash or kind		
(i) Other advances	**–**	
(ii) Balances with government authorities (other than income taxes)	**16.97**	16.13
Nodal balance for Advance	**–**	–
Other Happycard balance	**–**	–
Prepaid Expenses	**–**	–
Prepaid Rent on Security Deposits		
Unbilled Revenue	**–**	–
Advance to Vendor		
Total	**16.97**	16.13

Note No.6 - Equity Share Capital

Amount in Lakhs

Particulars	As at 31st March 2026		As at 31st March 2025	
	No. of shares	Amount	No. of shares	Amount
Authorised:				
Equity shares of 10 each with voting rights	**10,00,000**	**100.00**	10,00,000	100.00
Issued, Subscribed and Fully Paid:				
Equity shares of 10 each with voting rights	**7,99,700**	**79.97**	7,99,700	79.97
Total	**7,99,700**	**79.97**	7,99,700	79.97

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

Particulars		Opening Balance	Closing Balance
(a) Equity Shares with Voting rights*			
Year Ended 31 March 2026			
	No. of Shares	**7,99,700**	**7,99,700**
	Amount	**79.97**	**79.97**
Year Ended 31 March 2025			
	No. of Shares	7,99,700	7,99,700
	Amount	79.97	79.97

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(ii) Details of shares held by the holding company, the ultimate holding company, subsidiaries and associates:

Particulars	No. of Shares Equity Shares with Voting rights
As at 31st March 2026	**7,99,700**
As at 31st March 2025	7,99,700

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31st March 2026 Number of shares held	 % holding in that class of shares	As at 31st March 2025 Number of shares held	 % holding in that class of shares
Equity shares with voting rights				
Mahindra & Mahindra Limited	**3,59,860**	**45.00%**	3,59,860	45.00%
Mahindra Holdings Limited	**1,91,928**	**24.00%**	1,91,928	24.00%
Mahindra & Mahindra Contech Limited	**2,47,907**	**31.00%**	2,47,907	31.00%

Note No. 7 Statement Of Changes In Equity

A. Equity share capital	**Rupees**
As at 31 March 2026	**7,99,700**
Changes in equity share capital during the year	–
As at 31 March 2025	7,99,700

B. Other Equity

Amount in Lakhs

	Reserves & Surplus				
Particulars	**Securities Premium Reserve**	**General Reserve**	**Retained Earnings**	**Other Comprehensive Income**	**Total**
As at 31 March 2025			(178.03)		(178.03)
Profit / (Loss) for the year			(4.42)		(4.42)
Other Comprehensive Income for the year				–	–
Total Comprehensive Income for the year	–	–	(4.42)	–	(4.42)
Dividend paid on Equity Shares			–		–
Transfers to Reserves			–		–
Transfers from retained earnings			–		–
As at 31 March 2025	–	–	(182.45)	–	(182.45)
As at 31 March 2025			(193.45)		(193.45)
Profit / (Loss) for the year			**(3.03)**		**(3.03)**
Other Comprehensive Income for the year					**–**
Total Comprehensive Income for the year	**–**	**–**	**(3.03)**	**–**	**(3.03)**

Amount in Lakhs

	Reserves & Surplus				
Particulars	**Securities Premium Reserve**	**General Reserve**	**Retained Earnings**	**Other Comprehensive Income**	**Total**
Dividend paid on Equity Shares			**–**		**–**
Dividend Distribution Tax			**–**		
Transfers to Reserves			**–**		**–**
Transfers from retained earnings			**–**		**–**
As at 31 March 2026	**–**	**–**	**(196.48)**	**–**	**(196.48)**

Note No. 8 - Trade Payables

Amount in Lakhs

Particulars	As at 31st March 2026 Current	 Non Current	As at 31st March 2025 Current	 Non Current
Trade payable - Micro and small enterprises	**–**	**–**	–	–
Trade payable - Other than micro and small enterprises	**175.12**		175.83	
Total Trade Payables	**175.12**	**–**	175.83	–

Trade Payables Ageing Schedule F26

Amount in Lakhs

	Outstanding for following periods from due date of payment				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME					
(ii) Others	–	47.73	8.24	119.15	175.12
(iii) Disputed dues – MSME					
(iv) Disputed dues – Others					

Trade Payables Ageing Schedule F25

Amount in Lakhs

	Outstanding for following periods from due date of payment				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
(i) MSME					
(ii) Others	48.44	8.24	9.75	109.40	175.83
(iii) Disputed dues – MSME					
(iv) Disputed dues – Others					

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 9 - Provisions

Amount in Lakhs

Particulars	As at 31st March 2026 Current	Non-Current	As at 31st March 2025 Current	Non-Current
Provision for employee benefits				
Compensated Absences	**–**		–	
Gratuity	**–**	**–**	–	–
Other Provision				
Provision for Expenses	**15.46**	**–**	15.25	–
Total Provisions	**15.46**	**–**	15.25	–

Note 10 - Other Liabilities

Amount in Lakhs

Particulars	As at 31st March 2026 Current	Non-Current	As at 31st March 2025 Current	Non-Current
a. Advances received from customers	**–**	**–**	–	–
b. Lease Liability	**–**	**–**	–	–
c. Statutory dues				
Taxes payable (other than income taxes)	**–**	**–**		–
Employee Recoveries and Employer Contributions	**–**	**–**	–	–
d. Other Payables	**(0.32)**	**–**	(0.18)	–
TOTAL OTHER LIABILITIES	**(0.32)**	**–**	(0.18)	–

Note No. 11 - Revenue from Operations

Amount in Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
(a) Revenue from sale of products	**–**	–
(b) Revenue from rendering of services	**–**	–
(c) Revenue from License Fees	**–**	–
Total Revenue from Operations	**–**	–

Note No. 12 - Other Income

Amount in Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
(a) Other Operating income	**–**	–
(b) Other income	**3.77**	4.75
Total Other Income	**3.77**	4.75

Note 13 - Finance Cost

Amount in Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
	–	–
- Bank Charges	**0.10**	0.10
	–	–
Total finance costs	**0.10**	0.10

Note 14 - Other Expenses

Amount in Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Legal and other professional costs	**2.44**	1.95
Auditors remuneration	**–**	–
- For Statutory Audit	**2.00**	2.00
- For Taxation matters	**–**	–
Recruitment Charges	**–**	–
Other Expense	**2.23**	5.10
Bad Debts Written off	**–**	–
Rates & Taxes	**0.03**	0.03
Total Other Expenses	**6.70**	9.07

Note No. 15 - Earnings per Share

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
	Per Share	Per Share
Basic Earnings per share		
From continuing operations	**(0.38)**	(0.55)
From discontinuing operations	**–**	–
Total basic earnings per share	**(0.38)**	(0.55)
Diluted Earnings per share		
From continuing operations	**(0.38)**	(0.55)
From discontinuing operations	**–**	–
Total diluted earnings per share	**(0.38)**	(0.55)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Basic and Diluted earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Profit / (loss) for the year attributable to owners of the Company	**(3.03)**	(4.42)
Less: Preference dividend and tax thereon		
Profit / (loss) for the year used in the calculation of basic earnings per share	**(3.03)**	(4.42)
Profit for the year on discontinued operations used in the calculation of basic earnings per share from discontinued operations		
Profits used in the calculation of basic earnings per share from continuing operations	**(3.03)**	(4.42)
Weighted average number of equity shares	**7.997**	7.997
Earnings per share from continuing operations - Basic and Diluted	**(0.38)**	(0.55)

Profit reconciliation for the calculation of Basic and Diluted earning per share

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Profit / (loss) for the year used in the calculation of basic earnings per share	**(3.03)**	(4.42)
Add: Interest expense and exchange fluctuation on convertible bonds (net) - adjusted for attributable taxes	**–**	–
Profit / (loss) for the year used in the calculation of diluted earnings per share	**(3.03)**	(4.42)
Profit for the year on discontinued operations used in the calculation of diluted earnings per share from discontinued operations	**–**	–
Profits used in the calculation of diluted earnings per share from continuing operations	**(3.03)**	(4.42)

Note No. 16 - Financial Instruments

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk and liquidity risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties. The Company's exposure are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties.

The Company applies the simplified approach to providing for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company and individual receivable specific provision where applicable. Forward-looking information (including macroeconomic information) has been incorporated into the determination of expected credit losses.

There is no change in estimation techniques or significant assumptions during the reporting period.

The loss allowance provision is determined as follows:

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by continuosly monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

To the extent that interest flows are floating rate, the undiscounted amount is derived from interest rate curves at the end of the reporting period. The contractual maturity is based on the earliest date on which the Company may be required to pay.

Particulars	1-3 Years	3 Years to 5 Years	5 years and above
	INR	INR	INR
Non-derivative financial liabilities			
31-Mar-26	**175.12**		
Non-interest bearing			
Non-derivative financial liabilities			
31-Mar-25			
Non-interest bearing	175.83		

(iv) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Particulars	1-3 Years	3 Years to 5 Years	5 years and above
	INR	INR	INR
Non-derivative financial assets			
31-Mar-26			
Non-interest bearing	**0.77**		
Fixed interest rate instruments			
Total			
Non-derivative financial assets			
31-Mar-25			
Non-interest bearing	4.03		
Fixed interest rate instruments			
Total			

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 17 - Fair Value Measurement

Fair value of financial assets and financial liabilities that are not measured at fair value

Amount in Lakhs

Particulars	31-Mar-26 Carrying amount	31-Mar-26 Fair value	31-Mar-25 Carrying amount	31-Mar-25 Fair value
Financial assets				
Financial assets carried at Amortised Cost				
– loans to related parties				
– trade and other receivables	**–**	**–**	1.42	1.42
Financial liabilities				
Financial liabilities held at amortised cost				
– loans from related parties				
– trade and other payables	**175.12**		175.83	
Total	**175.12**		177.25	

	Fair value hierarchy as at 31 March 2026			
	Level 1	**Level 2**	**Level 3**	**Total**
Financial assets				
Financial assets carried at Amortised Cost				
– loans to related parties				
– trade and other receivables		**–**		**–**
Total		**–**		**–**
Financial liabilities				
Financial Instruments not carried at Fair Value				
– loans from related parties				
– trade and other payables		**175.12**		**175.12**
Total		**175.12**		**175.12**

	Fair value hierarchy as at 31 March 2025			
	Level 1	Level 2	Level 3	Total
Financial assets				
Financial assets carried at Amortised Cost				
– loans to related parties				
– trade and other receivables		1.42		1.42
Total		1.42		1.42

	Fair value hierarchy as at 31 March 2025			
	Level 1	Level 2	Level 3	Total
Financial liabilities				
Financial Instruments not carried at Fair Value				
– loans from related parties				
– trade and other payables		175.83		175.83
Total		175.83		175.83

The fair values of the financial assets and financial liabilities included in the level 2 and level 3 categories above have been determined accordaance with the generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparties.

Note No. 18 - Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Amount in Lakhs

Particulars	**As at 31st March, 2026**	As at 31st March, 2025
(i) the principal amount and the interest due theron remaining unpaid to any supplier as at the end of each accounting year		
Principal	**NIL**	NIL
Interest	**NIL**	NIL
(ii) the amount of interest paid by the buyer in terms of section 16 of the Micro, Small and Medium Enterprises Development Act,2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year	**NIL**	NIL
(iii) the amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act,2006	**NIL**	NIL
(iv) the amount of interest accrued and remaining unpaid at the end of each accounting year	**NIL**	NIL
(v) the amount of further interest remaining due and payable even in succeeding years, until such date when the interest dues as above are actually paid to the small enterprise, for the purpose of disallowance as a deductible expenditure under section 23 of the Micro, Small and Medium Enterprises Development Act,2006	**NIL**	NIL

Dues to micro and small enterprises have been determined to the extent such parties have been identified on the basis of information collected by the management.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 19 - Related Party Transactions

Name of the ultimate parent Company Mahindra & Mahindra Ltd

Name of the parent Company Mahindra Holdings Ltd

Name of the fellow subsidiary Company Fifth Gear Ventures Limited

Mahindra Integrated Business Solutions Pvt Ltd, Mahindra First Choice Wheels Limited

Details of transaction between the Company and its related parties are disclosed below:

						Amount in Lakhs	
Particulars	**For the year ended**	**Parent Company**	**Entities having joint control/ significant influence over Company**	**Fellow Subsidiaries**	**Associates**	**Joint ventures**	**KMP of the Company and KMP of parent Company**
Nature of transactions with Related Parties							
Sale of goods	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	–	–	–	–	–	–
Purchase of goods	**31-Mar-26**	**–**	**–**	**–**	**–**	**–**	**–**
	31-Mar-25	–	–	–	–	–	–
Rendering of services	**31-Mar-26**			**–**	**–**	**–**	**–**
	31-Mar-25	–		–	–	–	–
Receiving of services	**31-Mar-26**	**1.00**		**–**	**–**	**–**	**–**
	31-Mar-25	1.00		–	–	–	–

Nature of Balances with Related Parties	**Balance as on**	**Parent Company**	**Entities having joint control/ significant influence over Company**	**Subsidiaries**	**Associates**	**Joint ventures**	**KMP of the Company and KMP of parent Company**
Other payables	**31-Mar-26**	**134.08**		**40.88**	**–**	**–**	**–**
	31-Mar-25	134.08		40.88	–	–	–
Other receivables	**31-Mar-26**	**–**	**–**		**–**		**–**
	31-Mar-25	–		1.42	–	–	–

Information of transaction and balances outstanding with related parties (secured/ unsecured/ nature of consideration for settlement of dues etc.)

Note No. 20 - Disclosures under Ind AS 115

Country-wise break up of Revenue **Amount in Lakhs**

Country	**Revenue from contracts with customers (Ind AS 115)**	**Revenue from operations from other than customers**	**Total Revenue from Operations**	**Other Income**	**Total Income**
India - 31st March, 2026	**–**	**–**	**–**	**3.77**	**3.77**
India - 31st March, 2025	–	–	–	4.75	4.75

Breakup of Revenue into contracts entered in previous year and in current year

	Amount in Lakhs	
Particulars	**As at 31st March, 2026**	As at 31st March, 2025
Revenue from PO/ contract / agreement entered into previous year	**–**	–
Revenue from New PO/ contract / agreement entered into current year	**–**	–
Total revenue recognised during the year	**–**	–

Reconciliation of revenue from contract with customer

	Amount in Lakhs	
Particulars	**As at 31st March, 2026**	As at 31st March, 2025
Revenue from contract with customer as per the contract price	**–**	–
Total revenue recognised during the year	**–**	–

Revenue to be recognised for performance obligation(s) not satisfied or partially satisfied at the end of the current year in respect of contracts with customer that are in place at the end of reporting year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 21 - Segment Reporting

The company business activity falls within a single business segment. All other activities of the company revolve around its main business. Hence, there are no separate reportable primary segments.

Note No. 22 - Analytical ratios

Sr. No.	Ratio	Numerator	Denominator	Current Period	Previous Period	% Variance	Reason for Variance
1	Debt Service Coverage Ratio	NA	79.97	**NA**	**NA**	**NA**	All the Variances are due to NIL Operating Income from NIL for 2025-26 to NIL for the year 2024-25
2	Return on Equity	PBT	Average Capital + Average Reserves	**0.016**	**0.042**	**-8933%**	
3	Inventory Turnover Ratio	Revenue from Operations	Inventory	**0.00**	**0.00**	**0%**	
4	Trade receivable turnover ratio	Revenue from Operations	Average Receivables	**0.00**	**1.51**	**-151%**	
5	Trade Payable Turnover ratio	Revenue from Operations	Average Payables	**0.00**	**0.04**	**-4%**	
6	Net Capital turnover ratio	Revenue from Operations	Total Assets Less Current Liab	**0.00**	**(0.05)**	**5%**	
7	Net profit ratio	PBT	Revenue from Operations		**0.00**	**0%**	
8	Return on Capital Employed	PBT+Finance Cost	Total Assets Less Current Liab		**0.00**	**0%**	
9	Return on Investment	PBT	Investments		**0.00**	**0%**	

Note No. 23 - The Company has used certain significant accounting estimates which have been disclosed in the financial statements.

These includes fair valuation of financial and non-financial assets and liabilities, going concern assessment etc. requiring significant management judgement in estimating the same.

Note No. 24 - As per Section 135 of the Companies Act 2013, the Company needs to spend 2% of its average net profit for the immediately preceding three financial years on Corporate Social Responsibility (CSR) activities. For the year 2025-26, the CSR activities was not applicable to the company as it didn't satisfied any of the criteria for applicability of CSR activities.

During the period, the Company has incurred an expenditure of Rs. NIL Lakhs (31 March 2026: Rs. NIL) towards CSR activities which includes contribution / donations made to the trusts which are engaged in activities prescribed under section 135 of the Companies Act, 2013 read with Schedule VII to the said Act and expense of Rs. NIL (31 March 2025: Rs. NIL Lakhs) towards the CSR activities undertaken by the Company.

Detail of amount spent towards CSR activities:

a) Gross amount required to be spent by the Company during the period is Rs. NIL (31 March 2025: Rs. NIL).

b) Amount spent by the Company during the period:

Amount in Lakhs

	For the year Ended 31 March 2026			For the year Ended 31 March 2025		
Particulars	**In cash**	**Yet to be paid in cash**	**Total**	In Cash	Yet to be paid in cash	Total
i) Construction/acquisition of any asset						
ii) On purpose other than (i) above	**NIL**			NIL		

Note No.25 - Going Concern

The accumulated losses of the Company as on 31 March 2026 exceeds the paid-up share capital of the Company. Though the sources of Revenue are limited in the present day scenario, the Company does not intend to wind up its operations. The Company is exploring some business opportunities and may consider restructuring with support from its parent companies.

In the opinion of the management, the Company will be able to continue as a going concern for the foreseeable future. Having regard to the above, the accounts are prepared on a going concern basis.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No.26 - Inventories

The company during the year had no closing inventory as on 31st March, 2026

Note No.27 - Contingent Liabilities

The Company has gone in Appeal against the GST Authorities and hopeful of getting a favourable order. In case the Order is not favourable to the Company there will be a liability to pay a sum of Rs.24.57 Lacs excluding any interest and penalty thereon.

Note No.28 - Regrouping

Previous period's figures are regrouped / reclassified wherever necessary to conform with those of the current year.

For and on behalf of the Board of Directors

Mahindra EMarket Limited

For B. K. KHARE & Co.
Chartered Accountants
(Firm Registration Number: 105102W)

Shirish Rahalkar
Partner
Membership No. 111212

Place: Mumbai
Date: 10th April 2026

ASHUTOSH PANDEY
Director
DIN: 08166731

Place: Mumbai
Date: 10th April 2026

NOZAR BHARUCHA
Director
DIN: 03315303

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF MAHINDRA AIRWAYS LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **Mahindra Airways Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors are responsible for the other information. The other information comprises the Directors' Report and the related annexures, but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those

risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure B. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) The Company has not paid/provided any remuneration to managerial personnel as defined in the Act. Accordingly, the provisions of Section 197 of the Act related to the managerial remuneration are not applicable to the Company.

   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

      (i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances; nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) contain any material misstatement;

(v) The Company has not declared/paid/declared and paid any dividend during the year; and

(vi) Based on our examination which included test checks, the Company has used accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Shirish Rahalkar
Partner
Membership No. 111212
UDIN: 26111212MFVJRF8037

Place: Mumbai
Date: 13 April 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

1. (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   (B) According to the information and explanations given to us, the Company does not have any intangible assets. Accordingly, the reporting under Clause 3(i)(a)(B) of the Order is not applicable to the Company.

   (b) The Company has a regular programme for physical verification of its property, plant and equipment by which the property, plant and equipment are verified by the management according to a phased programme designed to cover all the items every year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. In accordance with the programme, the Company has physically verified all of its property, plant and equipment during the year and no material discrepancies were noticed on such verification.

   (c) According to the information and explanations given to us, the Company does not have any immovable properties. Accordingly, the reporting under Clause 3(i)(c) of the Order is not applicable to the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its property, plant and equipment or both during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company is in the business of rendering services and consequently does not hold any inventory during the year. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services tax, Provident Fund, Labour welfare fund, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of undisputed statutory dues in respect of Goods and Services tax, Provident Fund, Labour welfare fund, Income-tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services tax, Provident Fund, Labour welfare fund, Income-tax, Cess and other material statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender.

   (b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any term loans during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

   (e) The Company does not have any subsidiaries, joint ventures or associates. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. (a) In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

    (b) We have considered the Internal Audit reports of the Company issued till date for the period under audit.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

    (d) Based on the information and explanations given to us, we report that the Group has five Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year. The Company has incurred a cash loss of Rs. 652.11 Lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Shirish Rahalkar
Partner
Membership No. 111212
UDIN: 26111212MFVJRF8037

Place: Mumbai
Date: 13 April 2026

Annexure B to the Independent Auditors' Report

[Referred to in paragraph 2(f) under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Mahindra Airways Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Shirish Rahalkar
Partner
Membership No. 111212
UDIN: 26111212MFVJRF8037

Place: Mumbai
Date: 13 April 2026

BALANCE SHEET AS AT 31ST MARCH, 2026

Rs. In Lakhs

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
A ASSETS			
Non-Current Assets			
(a) Property, Plant and Equipment	3	**19,238.23**	20,185.37
(b) Other Financial Assets	4	**42.91**	27.15
Total Non-Current Assets		**19,281.14**	20,212.52
Current Assets			
(a) Financial Assets			
(i) Fixed deposit in Bank	5	**–**	–
(ii) Investments	6	**22.68**	492.26
(iii) Trade Receivables	7	**994.95**	706.74
(iv) Cash and Cash Equivalents	8	**48.73**	7.80
(v) Other Finacial Assets		**–**	–
(b) Current Tax Assets (Net)	9	**37.67**	15.72
(c) Other Current Assets	10	**900.52**	1,119.80
Total Current Assets		**2,004.56**	2,342.32
Total Assets		**21,285.70**	22,554.84
B EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	11	**18,300.00**	18,300.00
(b) Other Equity	12	**(1,065.15)**	(878.10)
Total Equity		**17,234.85**	17,421.90
Liabilities			
Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	13	**3,000.00**	4,255.00
(ii) Trade Payables	14		
- dues of micro enterprises and small enterprises		**–**	3.41
- dues of creditors other than micro enterprises and small enterprises		**106.93**	111.24
(iii) Other financial liabilities	15	**418.13**	230.73
(b) Provisions	16	**–**	–
(c) Other Current Liabilities	17	**525.79**	532.55
Total Current Liabilities		**4,050.85**	5,132.94
Total Equity and Liabilities		**21,285.70**	22,554.84

The accompanying notes are an integral part of the financial statements

In terms of our report attached

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No.105102W

Shirish Rahalkar
Partner
Membership No. 111212

Place: Mumbai
Date : 13th April, 2026

For and behalf of the Board of Directors

Mahindra Airways Limited

Ruzbeh Irani
Director
DIN: 01831944

Abhaya Mahajan
Director
DIN: 08322044

Shriniwas Mantri
Chief Financial Officer

Feroze Baria
CS - A11357

Place: Mumbai
Date : 13th April, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED ON 31ST MARCH, 2026

Rs. In Lakhs

Particulars	Note No.	For the period ended 31st March, 2026	For the year ended 31st March, 2025
I Revenue from operations	**18**	**2,692.99**	1,424.14
II Other Income	**19**	**14.97**	10.38
III Total Revenue (I + II)		**2,707.96**	1,434.52
IV EXPENSES			
(a) Employee Benefits Expense	**20**	**127.35**	48.70
(b) Finance Cost	**21**	**324.91**	170.50
(c) Depreciation & Amortisation Expense	**3**	**980.77**	415.93
(d) Other Expenses	**22**	**1,461.99**	895.76
Total Expenses		**2,895.02**	1,530.89
V Profit/(loss) before tax (III - IV)		**(187.06)**	(96.37)
VI Tax Expense			
(a) Current tax		**–**	–
(b) Deferred tax		**–**	–
(c) Short/(Excess) provision for tax relating to prior year (net)		**–**	–
Total tax expense		**–**	–
VII Profit/(loss) for the year (V - VI)		**(187.06)**	(96.37)
VIII Other comprehensive income		**–**	–
Total comprehensive loss for the year (VII+VIII)		**(187.06)**	(96.37)
IX Earnings per equity share:	**23**		
Basic		**(0.10)**	(0.05)
Diluted		**(0.10)**	(0.05)

The accompanying notes are an integral part of the financial statements

In terms of our report attached

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No.105102W

Shirish Rahalkar
Partner
Membership No. 111212

Place: Mumbai
Date : 13th April, 2026

For and behalf of the Board of Directors

Mahindra Airways Limited

Ruzbeh Irani
Director
DIN: 01831944

Abhaya Mahajan
Director
DIN: 08322044

Shriniwas Mantri
Chief Financial Officer

Feroze Baria
CS - A11357

Place: Mumbai
Date : 13th April, 2026

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH, 2026

Rs. In Lakhs

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
A Cash flows from operating activities		
Loss before tax for the year	**(187.06)**	(96.37)
Adjustments for:		
Profit on sale of Mutual Fund	**(9.81)**	(3.06)
Net (gain)/loss arising on financial assets mandatorily measured at fair value through profit or loss	**(3.61)**	(7.26)
Depreciation and amortisation of non-current assets	**980.77**	415.93
Interest on Income Tax Refund	**(1.55)**	
Interest on Fixed Deposits with Banks		(0.06)
	778.74	309.17
Movements in working capital:		
(Increase)/decrease in trade and other receivables	**(288.21)**	(706.74)
Increase/(decrease) in other financial liabilities	**187.40**	230.73
(Increase)/decrease in Other assets	**(15.77)**	(25.99)
(Increase)/decrease in other current assets	**219.28**	(1,083.97)
Decrease in trade and other payables	**(7.72)**	109.72
Increase/(decrease) in provisions	**–**	(1.53)
Decrease/(increase) in tax assets	**(21.95)**	(15.41)
(Decrease)/increase in other liabilities	**(6.76)**	531.92
Cash generated from operations	**66.28**	(961.28)
Income taxes paid	**–**	–
Net cash generated by operating activities	**845.02**	(652.11)
B Cash flows from investing activities		
Investment in Bank deposits	**0.00**	23.00
Payments to acquire capital assets	**(33.64)**	(8,136.29)
Interest on Income Tax Refund	**1.55**	0.06
(Purchase)/Sale of Investment Mutual Fund (Net)	**483.00**	(481.94)
Net cash (used in)/generated by investing activities	**450.91**	(8,595.17)
C Cash flows from financing activities		
Proceeds from issue of equity instruments of the Company	**–**	5,000.00
Proceeds from ICD	**(1,255.00)**	4,255.00
Net cash (used in)/generated by financing activities	**(1,255.00)**	9,255.00
Net increase in cash and cash equivalents	**40.93**	7.72
Cash and cash equivalents at the beginning of the year	**7.80**	0.08
Cash and cash equivalents at the end of the year	**48.73**	7.80

The accompanying notes are an integral part of the financial statements

In terms of our report attached

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No.105102W

Shirish Rahalkar
Partner
Membership No. 111212

Place: Mumbai
Date : 13th April, 2026

For and behalf of the Board of Directors

Mahindra Airways Limited

Ruzbeh Irani
Director
DIN: 01831944

Abhaya Mahajan
Director
DIN: 08322044

Shriniwas Mantri
Chief Financial Officer

Feroze Baria
CS - A11357

Place: Mumbai
Date : 13th April, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

In ₹ In Lakhs

Particulars	Equity Share Capital	Reserve & Surplus		Total equity attributable to equity holders of the Company
		Securities Premium	Retained Earnings	
Balance as on April 1, 2024	13,300	–	(782)	12,518
Profit for the year			(96)	(96)
Shares issued during the year	5,000			5,000
Remeasurement gain/(loss) on the net defined benefit liability/asset, net of tax	–			–
Balance as on March 31, 2025	18,300	–	(878)	17,422
Profit for the year			(187)	(187)
Remeasurement gain/(loss) on the net defined benefit liability/asset, net of tax	–			–
Balance as on March 31, 2026	**18,300**	**–**	**(1,065)**	**17,235**

The accompanying notes form an integral part of the financial statements

In terms of our report attached

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No.105102W

Shirish Rahalkar
Partner
Membership No. 111212

Place: Mumbai
Date : 13th April, 2026

For and behalf of the Board of Directors

Mahindra Airways Limited

Ruzbeh Irani
Director
DIN: 01831944

Abhaya Mahajan
Director
DIN: 08322044

Shriniwas Mantri
Chief Financial Officer

Feroze Baria
CS - A11357

Place: Mumbai
Date : 13th April, 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

1. General Information

Mahindra Airways Limited is a Limited Company incorporated and domiciled in India. The Company's registered office is at Mahindra Towers, Pandurang Budhkar Marg, Nr. Doordarshan Kendra, Worli, Mumbai - 400018, Maharashtra, India. These financial statements correspond to the financial statements of the Company. The Company is primarily involved in Providing Aircraft Chartering Services under Non-Scheduled Operators Permit (NSOP) issued by Director General Civil Aviation.

2. Significant Accounting Policies

a. Statement of compliance and basis of preparation

These financial statements of Mahindra Airways Limited have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

These are the standalone financial statement of the Company. The Ministry of Corporate Affairs has, vide its Notification G.S.R 742(E) dated 27th July, 2016, exempted a wholly owned subsidiary Company from preparation and presentation of Consolidated Financial Statements provided the Company meets the conditions as mentioned in the said Notification

Accordingly, the Company has not prepared Consolidated Financial Statements since it has met all requirements mentioned in the aforesaid Notification.

These financial statements have been approved by the Company's Board of Directors and authorised for issue on 13th April 2026.

b. Functional and presentation currency

These financial statements are presented in Indian Rupees ('INR' or 'Rs.') which is also the Company's functional currency. All amounts are rounded-off to the nearest lakhs, unless otherwise indicated.

c. Basis of measurement

The financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair values.

d. Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has established policies and procedures with respect to the measurement of fair values.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilities.

Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the asset or liability that are not based on observable market data (unobservable inputs).

e. Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

f. Cash Flow statement

Cash flows are reported using the indirect method, whereby profit/(loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

g. Property, Plant and equipment

Property, Plant and equipment are stated at cost of acquisition or construction less accumulated depreciation and accumulated impairment, if any.

Cost includes financing cost relating to borrowed funds attributable to the construction or acquisition of qualifying tangible assets upto the date the assets are ready for use.

Depreciation is provided on straight line basis for property, plant and equipment so as to expense the depreciable amount, i.e. the cost less estimated residual value, over its estimated useful lives. The estimated useful lives and residual values are reviewed annually and the effect of any changes in estimate is accounted for on a prospective basis.

When an asset is scrapped or otherwise disposed off, the cost and related depreciation are removed from the books of account and resultant profit or loss, if any, is reflected in the Statement of Profit and Loss.

The management's estimate of useful lives are in accordance with Schedule II to the Companies Act, 2013, other than the following asset classes, based on the Company's expected usage pattern supported by technical assessment:

Asset Class	Useful Lives
Aircraft	20 years
Furniture & Fixture	10 years
Office Equipment	5 Years
Computer	3 years

Assets costing less than or equal to Rs. 5,000 are depreciated fully in the year of purchase.

h. Impairment of Assets

The Company assesses at each Balance Sheet date whether there is any indication that an asset or a group of assets (cash generating unit) may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset or a group of assets. The recoverable amount of the asset (or where applicable, that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

Value in use is the present value of estimated future cash flow expected to arise from the continuing use of the assets and from its disposal at the end of its useful life.

If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.

i. Revenue Recognition

The Company has applied Ind AS 115 'Revenue from Contracts with customers' ("hereinafter referred to as Ind AS 115") effective from 01 April 2018, using modified retrospective approach for the purpose of transition. Accordingly, comparatives for the previous period have not been restated. The application of Ind AS 115 did not have any material impact on the financial results of the Company.

- **Service Income**

  Income from Chartering Services are recognised on satisfaction of performance obligation towards rendering of such services.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

- **Interest income**

  Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

- **Dividend Income**

  Dividend from investments are recognised in profit or loss when the right to receive payment is established.

j. Investments

Investments are classified under Non-current and current categories.

Non-current Investments' are carried at acquisition /amortized cost. A provision is made for diminution other than temporary on an individual basis.

Current Investments' are carried at fair value on an individual basis.

k. Employee Benefits

Defined Contribution schemes

Company's contributions to the Provident Fund are charged to the Statement of Profit and Loss of the year when the contributions to the respective funds are due.

l. Taxation

Current tax

Current tax is determined as the amount of tax payable in respect of taxable income for the year. The Company's current tax is calculated using tax rate that have been enacted and substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax liability or asset is recognized for timing differences between the profits/losses offered for income tax and profits/losses as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax asset are recognised to the extent that it is probable that future taxable income will be available against which the deductible temporary difference could be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

m. Financial instruments

Financial assets and financial liabilities are recognised when a group entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

n. Investments in equity instruments at FVTOCI

On initial recognition, the Company can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

A financial asset is held for trading if:

– it has been acquired principally for the purpose of selling it in the near term; or

– on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking.

The Company has equity investments which are not held for trading. The Company has elected the FVTOCI irrevocable option for these investments.

Dividend on these investments in equity instruments are recognised in profit or loss when the Company's right to receive the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably. Dividends recognised in profit or loss are included in the 'Other income' line item.

o. Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

p. Provisions and Contingencies

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present values and are determined based on management estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimates.

Contingent liabilities are disclosed in respect of possible obligations that have arisen from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of future events not wholly within the control of the Company.

q. Use of judgements and estimates

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income, expenses and the disclosures of contingent assets and liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to estimates are recognised prospectively.

Following are areas that involved a higher degree of estimate and judgement or complexity in determining the carrying amount of some assets and liabilities.

- useful life of property, plant and equipment
- estimation of defined benefit obligation
- income taxes - current and deferred taxes
- fair value of unlisted securities

Detailed information about each of these estimates and judgements that have a significant risk of resulting in material adjustment within the next financial year is included in relevant notes for the above items.

Estimates and judgements are evaluated based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 3 - Tangible Assets

Rs. In Lakhs

Description of Assets	Aircraft	Computer & Accessories	Furniture and Fixtures	Office Equipment	Total
I. Gross Carrying Amount					
Balance as at 01st April, 2025	20,599.11	2.26	0.18	0.49	20,602.04
Additions	30.69	0.46	–	2.48	33.64
Disposals	–	–	–	–	–
Balance as at 31st March, 2026	**20,629.81**	**2.72**	**0.18**	**2.97**	**20,635.67**
II. Accumulated depreciation and impairment					
Balance as at 1st April, 2025	415.51	1.12	0.04	0.01	416.68
Depreciation expense for the year	979.75	0.54	0.01	0.46	980.77
Balance as at 31st March, 2026	**1,395.26**	**1.67**	**0.06**	**0.47**	**1,397.45**
III. Net carrying amount (I-II)	**19,234.55**	**1.05**	**0.12**	**2.50**	**19,238.23**

Rs. In Lakhs

Description of Assets	Aircraft	Computer & Accessories	Furniture and Fixtures	Office Equipment	Total
I. Gross Carrying Amount					
Balance as at 01st April, 2024	–	0.74	0.18	–	0.92
Additions	20,599.11	1.51	–	0.49	20,601.12
Disposals	–	–	–	–	–
Balance as at 31st March, 2025	**20,599.11**	**2.26**	**0.18**	**0.49**	**20,602.04**
II. Accumulated depreciation and impairment					
Balance as at 01st April, 2024	–	0.71	0.04	–	0.75
Depreciation expense for the year	415.51	0.41	–	0.01	415.93
Eliminated on disposal of assets					–
Impairment losses recognised in profit or loss					–
Balance as at 31st March, 2025	**415.51**	**1.12**	**0.04**	**0.01**	**416.68**
III. Net carrying amount (I-II)	**20,183.60**	**1.14**	**0.14**	**0.48**	**20,185.37**

Note: The depreciation methods used and the useful lives or the depreciation rates used are disclosed in Note. 2 (g).

Note No. 4 - Non current Financial assets

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Advance	**–**	–
Security Deposits	**42.91**	27.15
Total	**42.91**	27.15

Note No. 5 - Other Financial Assets

Rs. In Lakhs

Particulars	As at 31st March 2026		As at 31st March 2025	
	Current	Non- Current	Current	Non-Current
Deposit with bank less than 3 months maturity	**–**	**–**	–	–
Total	**–**	**–**	–	–

Note No. 6 - Investments

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Investments in Mutual Funds Quoted :		
Carried at fair value through profit or loss		
Investments in mutual funds	**–**	–
Aditya Birla Sun Life Liquid Fund - Growth	**22.68**	492.26
Total	**22.68**	492.26

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 7 - Trade Receivables

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Trade Receivables		
Unsecured, considered good more than 6 months	**–**	–
Unsecured, considered good	**994.95**	706.74
Unsecured, considered Doubtful	**–**	–
Total	**994.95**	706.74

Ageing of Trade Receivables

Rs. In Lakhs

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
As at 31st March 2026							
Undisputed trade receivables — considered good	**–**	**994.95**	**–**	**–**	**–**	**–**	**994.95**
Undisputed trade receivables — credit impaired	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Disputed Trade Receivables — considered good	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Disputed trade receivables — credit impaired	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Total	**–**	**994.95**	**–**	**–**	**–**	**–**	**994.95**
As at 31st March, 2025							
Undisputed trade receivables — considered good	–	706.74	–	–	–	–	706.74
Undisputed trade receivables — credit impaired	–	–	–	–	–	–	–
Disputed Trade Receivables — considered good	–	–	–	–	–	–	–
Disputed trade receivables — credit impaired	–	–	–	–	–	–	–
Total	–	706.74	–	–	–	–	706.74

Note No. 8 - Cash and Bank Balances

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Cash and cash equivalents		
Balances with banks in current account	**48.73**	7.80
Total	**48.73**	7.80

Note No. 9 - Current Tax Assets (Net)

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Current Tax:		
Others		
Balance with Government Authority		
ii. TDS receivable	**37.67**	15.71
Total	**37.67**	15.71

Note No. 10 - Other current assets

Rs. In Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
Advance to Suppliers	**–**	**–**	1.68	–
Interest accrued on fixed deposits	**–**	**–**	–	–
Advances to employees	**0.00**	**–**	–	–
Prepaid expenses	**78.46**	**–**	20.87	–
GST Receivable	**822.06**		1097.25	
Total	**900.52**	**–**	1,119.80	–

Note No. 11 - Equity Share Capital

a. Details of authorised, issued and subscribed share capital

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Authorised Capital		
21,65,00,000 (**2024: 13,65,00,000**) Equity Shares of Rs.10/- each	**21650.00**	21650.00
Issued, subscribed and paid up		
18,30,00,000 (**2024: 13,30,00,000**) Equity Shares of Rs.10/- each, fully paid up	**18300.00**	18300.00
	18300.00	18300.00

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

b. The Equity Shares have rights, preferences and restrictions which are in accordance with the provisions of the Companies Act, 2013

c. Details of shares held by the holding company, its subsidiaries and associates:

Name of Shareholder	Relationship	As at 31st March 2026 No of Equity shares held	As at 31st March 2025 No of Equity shares held
Mahindra Holdings Limited	Holding Company	**18,30,00,000**	18,30,00,000

d. Details of shares held by shareholders holding more than 5% of the aggregate shares of the Company.

Name of Shareholder	As at 31st March 2026 No of Equity shares held	Percentage holding	As at 31st March 2025 No of Equity shares held	Percentage holding
Mahindra Holdings Limited	**18,30,00,000**	**100%**	18,30,00,000	100%

e. Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Equity Shares Number	Equity Shares Rupees lakhs	Preference Shares Number	Preference Shares Rupees lakhs
Balance as at the beginning of the year	**18,30,00,000**	**18,300**	**–**	**–**
Shares Issued during the year	**–**	**–**	**–**	**–**
Shares bought back during the year	**–**	**–**	**–**	**–**
Shares issued and subscribed at the end of the year	**18,30,00,000**	**18,300**	**–**	**–**

f. For a period of five years immediately preceding the date as at which the Balance Sheet is prepared, there have been no shares allotted as fully paid up pursuant to contract(s) without payment being received in cash. There have been no shares bought back or issued by way of bonus shares.

Note No. 12 - Other Equity

Rs. In Lakhs

	Reserves and Surplus Retained Earnings	Total
Balance as at 31st March, 2024	(781.73)	(781.73)
Loss for the year	(96.37)	(96.37)
Balance as at 31st March, 2025	(878.10)	(878.10)
Loss for the year	(187.06)	(187.06)
Balance as at 31st March, 2026	**(1,065.15)**	**(1,065.15)**

Note No. 13 - Borrowings

Rs. In Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Inter Company Deposit	**3,000.00**	4,255.00
Term Loan	**–**	–
Total	**3,000.00**	4,255.00

1) The Company has availed unsecured loans from related parties during FY25 of 42.55 Cr, out of which 12.55 Cr has been repaid during F26. The purpose of these loans are for funding the working capital requirements and clearing trade payable.

2) The term of these loans are from 30th May 2024 until the date on which the outstanding amounts under the loan together with all accrued interest, charges, costs, default interest etc. (as applicable) is repaid by the company to the related parties.

Note No. 14 - Trade Payables

Rs. In Lakhs

Particulars	As at 31st March 2026 Current	As at 31st March 2026 Non Current	As at 31st March 2025 Current	As at 31st March 2025 Non Current
(i) Total outstanding dues of micro and small enterprises	**–**	**–**	3.41	–
(ii) Total outstanding dues Less than six Months of creditors other than micro and small enterprises	**106.92**	**–**	111.24	–
Total	**106.92**	**–**	114.65	–

Ageing of Trade Payables

Rs. In lakhs

Particulars	Outstanding for following periods from due date of payment: Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at 31st March, 2026						
Trade Payables						
MSME	**–**	**–**	**–**	**–**	**–**	**–**
Others	**–**	**106.92**	**–**	**–**	**–**	**106.92**
Disputed dues — MSME	**–**	**–**	**–**	**–**	**–**	**–**
Disputed dues — Others	**–**	**–**	**–**	**–**	**–**	**–**
Total	**–**	**106.92**	**–**	**–**	**–**	**106.92**
As at 31st March, 2025						
Trade Payables						
MSME	–	–	–	–	–	–
Others	–	3.41	–	–	–	3.41
Disputed dues — MSME	–	111.24	–	–	–	111.24
Disputed dues — Others	–	–	–	–	–	–
Total	–	114.65	–	–	–	114.65

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 15 - Current other financial liabilities

Particulars	As at 31st March 2026	As at 31st March 2025
Financial liabilities measured at amortized cost		
Interest Accrued on Term Loan	**418.13**	230.73
Others	**–**	–
Total	**418.13**	230.73

Note No. 16 - Provisions

Rs. In Lakhs

Particulars	As at 31st March 2026 Current	Non-Current	As at 31st March 2025 Current	Non-Current
Other Provisions	**–**	**–**	–	–
Total	**–**	**–**	–	–

Note No. 17 - Other Current Liabilities

Rs. In Lakhs

Particulars	As at 31st March 2026 Current	Non-Current	As at 31st March 2025 Current	Non-Current
Statutory dues				
– taxes payable	**25.79**	**–**	32.55	–
Security deposits from Customer	**500.00**	**–**	500.00	–
Total	**525.79**	**–**	532.55	–

Note No. 18 - Revenue from Operations

Rs. In lakhs

Particulars	For the period ended 31st March, 2026	For the year ended 31st March, 2025
(a) Revenue from rendering of services	**2,692.99**	1,424.14
Total	**2,692.99**	1,424.14

Note No. 19 - Other Income

Rs. In lakhs

Particulars	For the period ended 31st March, 2026	For the year ended 31st March, 2025
(1) On equity investments	**–**	–
(a) Amount written back	**–**	–
(a) Interest Income on fixed deposit	**–**	0.06
(b) Profit on sale of MF	**9.81**	3.06
(c) Net gain arising on fair value changes for MF	**3.61**	7.26
(d) Interest on Income tax Refund	**1.55**	–
Total	**14.97**	10.38

Note No. 20 - Finance cost

Rs. In lakhs

Particulars	For the period ended 31st March, 2026	For the year ended 31st March, 2025
(a) Interest expenses	**324.91**	170.50
Total	**324.91**	170.50

Note No. 21 - Employees Benefit Expense

Rs. In lakhs

Particulars	For the period ended 31st March, 2026	For the year ended 31st March, 2025
(a) Salaries and wages, including Bonus	**118.50**	45.93
(b) Contribution to provident and other funds	**4.74**	2.26
(c) Staff welfare expenses	**4.10**	0.50
Total	**127.35**	48.70

Note No. 22 - Other Expenses

Rs. In Lakhs

Particulars	For the period ended 31st March, 2026	For the year ended 31st March, 2025
(a) Professional Fees	**633.28**	309.10
(b) Rent	**50.89**	51.17
(c) Rate and Taxes	**3.49**	81.86
(d) Miscelleneous expenses	**9.52**	4.21
(e) Trademark License Fees	**1.00**	1.00
(f) Printing & Stationery	**0.43**	1.68
(g) Postage and telephone	**22.67**	18.54
(h) Travelling and Conveyance Expenses	**64.21**	45.48
(i) Repairs and maintenance - Others	**-**	0.28
(j) Repairs and maintenance - Aircraft	**74.87**	98.15
(k) Bank Charges	**0.24**	0.22
(l) Hire & service charges	**226.24**	148.95
(m) Insurance	**76.02**	0.57
(n) Membership & Subscription	**51.63**	17.05
(o) Power & Fuel	**246.80**	116.79
(p) Amounts paid/payable to Statutory Auditors		
(i) Audit Fees	**0.70**	0.70
Total	**1,461.99**	895.76

Note No. 23 - Earnings per Share (EPS)

Rs. In Lakhs

Particulars	For the period ended 31st March, 2026	For the year ended 31st March 2025
Profit/(Loss) for the year	**(187.06)**	(96.37)
Weighted Average number of equity shares for Basic Earnings per share	**18,30,00,000**	18,30,00,000
Basic & Diluted Earnings per share	**(0.10)**	(0.05)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 24 - Related Party Transactions
Party with whom transactions have taken place during the year

Relationship	Name of the Company
The Ultimate Holding Company	Mahindra & Mahindra Limited
The Parent Company	Mahindra Holdings Limited
The Fellow Subsidiary	Mahindra Integrated Business Solutions Pvt. Ltd.
Key managerial personnel	Mr. Nitin Rajaram Nisal
Director of the Ultimate Holding company	Mr. Anand Mahindra

Details of transaction between the Company and its related party are disclosed below:

Rs. In Lakhs

Particulars	For the period ended	The Ultimate Holding Company	The Parent Company	The Fellow Subsidiary	Key managerial personnel	Director of the Ultimate Holding company
Nature of transactions with Related Party						
Contribution of equity to the company	March 31, 2026	–	–	–	–	–
	March 31, 2025	–	5,000.00	–	–	–
Services rendered	March 31, 2026	2,638.67	–	–	–	54.31
	March 31, 2025		–	–	–	–
Professional Fees/Reimbursement of Expenses	March 31, 2026	19.82	–	14.14		
	March 31, 2025	10.64	–	10.73	–	–
Royalty	March 31, 2026	1.00	–	–		
	March 31, 2025	1.00	–	–	–	–
Rent	March 31, 2026	50.89	–	–	–	
	March 31, 2025	50.89	–	–	–	–
Remuneration of KMP/Manager	March 31, 2026	–	–	–	2.50	
	March 31, 2025	–	–	–	10.00	–
Security Deposit	March 31, 2026	–	–	–	–	
	March 31, 2025	500.00	–	–	–	
Inter Company Deposits Repaid	March 31, 2026	–	1,255.00	–	–	–
	March 31, 2025	–	–	–	–	–
Interest Expense - ICD	March 31, 2026	–	324.91	–	–	–
	March 31, 2025	–	170.50		–	–

Rs. In Lakhs

Nature of Balances with Related Parties	Balance as on	The Ultimate Holding Company	The Parent Company	The Fellow Subsidiary	Key managerial personnel	Director of the Ultimate Holding company
Trade Payables	March 31, 2026	–	–	1.25	–	–
	March 31, 2025	–	–	–	–	–
Trade Receivables	March 31, 2026	994.95	–	–	–	–
	March 31, 2025	706.75	–	–	–	–
Inter Company Deposit	March 31, 2026	–	3,000.00	–	–	–
	March 31, 2025	–	4,255.00	–	–	–
Interest Payable on ICD	March 31, 2026	–	418.13	–	–	–
	March 31, 2025	–	230.73	–	–	–
Security Deposit	March 31, 2026	500.00	–	–	–	–
	March 31, 2025	500.00	–	–	–	–

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 25 - Financial Instruments

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) Credit risk management

Credit risk arises when a counterparty defaults on its contractual obligations to pay, resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy group companies. However company continuosly monitors the outstanding receivable from these companies.

LIQUIDITY RISK

Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves and banking facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

The following table details the Company's / Company's liquidity analysis for its financial instruments.

Particulars	Less than 1 Year INR	1-3 Years INR	3 Years to 5 Years INR	5 years and above INR
Financial instruments				
31st March, 2026				
Non-interest bearing	**48.73**	–	–	–
Fixed interest rate instruments	–	–	–	–
Total	**48.73**	–	–	–
31st March, 2025				
Non-interest bearing	**7.80**	–	–	–
Fixed interest rate instruments	**0.00**	–	–	–
Total	**7.80**	–	–	–

MARKET RISK

Market risk is the risk that changes in market prices such as foreign exchange rates, interest rates etc. could affect the Company's income or the value of its holdings of financial instruments including cash flow. The objectives of market risk management is to manage and control market risk exposures within acceptable parameters, while maximising the return

INTEREST RATE RISK

The Company uses a mix of cash and borrowings to manage the liquidity & fund requirements of its day-to-day operations. Further, certain interest bearing liabilities carry variable interest rates.

Note No. 26 - Fair Value Measurement

Fair value of financial assets and financial liabilities that are not measured at fair value.

This section explains the judgement and estimates made in determining the fair value of the financial instruments that are (a) recognised and measured at fair value and (b) measured at amortised cost and for which fair value are disclosed in financials statements. To provide an indication about the reliability of the inputs used in determining the fair value, the Company has classified its financial instruments into the three levels prescribed under the accounting standards.

Level 1 Inputs:

Level 1 inputs are quoted prices in active markets for identical assets or liabilities that the entity can access at the measurement date. A quoted market price in an active market provides the most reliable evidence of fair value and is used without adjustment to measure fair value whenever available, with limited exceptions. If an entity holds a position in a single asset or liability and the asset or liability is traded in an active market, the fair value of the asset or liability is measured within Level 1 as the product of the quoted price for the individual asset or liability and the quantity held by the entity, even if the market's normal daily trading volume is not sufficient to absorb the quantity held and placing orders to sell the position in a single transaction might affect the quoted price.

Level 2 Inputs:

Level 2 inputs are inputs other than quoted market prices included within level 1 that are observable for the asset or liability, either directly or indirectly.

Level 2 inputs include:

- quoted prices for similar assets or liabilities in active markets
- quoted prices for identical or similar assets or liabilities in markets that are not active
- inputs other than quoted prices that are observable for the asset or liability, for example-interest rates and yield curves observable at commonly quoted interval
- implied volatilities
- credit spreads
- inputs that are derived principally from or corroborated by observable market data by correlation or other means ('market-corroborated inputs')

Level 3 Inputs

Level 3 inputs are ubobservable inputs for the asset or liability. Unobservable inputs are used to measure fair value to the extent that relevant observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measuremnet date. An entity develops unobservable inputs using the best information available in the circumstances, which might include the entity's own data, taking into account all information about market participation assumptions that is reasonably available.

Fair value of financial assets and financial liabilities that are not measured at fair value

	Fair value hierarchy as at 31 March 2026			
	Level 1	Level 2	Level 3	Total
Financial assets				
Financial assets carried at Amortised Cost				
– Investments	–	22.68	–	22.68
– Cash & cash equivalents	–	48.73	–	48.73
– Other bank balances	–	–	–	–
– Trade & other receivables	–	994.95	–	994.95
Total	–	1,066.37	–	1,066.37
Financial liabilities				
Financial liabilities held at Amortised Cost				
– Loans from related parties	–	3,000.00	–	3,000.00
– Trade and other payables	–	106.93	–	106.93
– Current other financial liabilities	–	918.13	–	918.13
Total	–	4,025.06	–	4,025.06

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

	Fair value hierarchy as at 31 March 2025			
	Level 1	Level 2	Level 3	Total
Financial assets				
Financial assets carried at Amortised Cost				
– Investments	–	492.26	–	492.26
– Cash & cash equivalents	–	7.80	–	7.80
– Other bank balances	–	–	–	–
– Trade & other receivables	–	706.74	–	706.74
Total	–	1,206.80	–	1,206.80
Financial liabilities				
Financial liabilities held at Amortised Cost				
– Loans from related parties	–	4,255.00	–	4,255.00
– Trade and other payables	–	114.65	–	114.65
– Current other financial liabilities	–	730.73	–	730.73
Total	–	5,100.38	–	5,100.38

The fair values of the financial assets and financial liabilities included in the level 2 and level 3 categories above have been determined in accordance with generally accepted pricing models based on a discounted cash flow analysis, with the most significant inputs being the discount rate that reflects the credit risk of counterparties.

Note 27 - The Company has used certain significant accounting estimates which have been disclosed in the financial statements.

Note 28 - Other Information

Any other information required by Schedule III other than those mentioned above are either nil or not applicable to the Company.

Note 29 - Previous period's figures are regrouped / reclassified wherever necessary to conform with those of the current year

Note 30 - PY Ratios traced through PY Signed Financials

Particulars		FY 2025-26	Ratio	FY 2024-25	Ratio	Reason
Current Ratio	Current Assets	2,004.56		2,342.32		
	Current Liabilities	4,050.85	0.49	5,132.94	0.46	
Debt – Equity Ratio	Total Debt	4,050.85		5,132.94		
	Shareholder's Equity	17,234.85	0.24	17,421.90	0.29	
Debt Service Coverage Ratio	Earnings available for debt service	1,103.65		479.68		
	Debt Service	3,324.91	0.33	4,511.36	0.11	
Return on Equity	Net Profits after taxes	-187.06		-96.37		
	Average Shareholder's Equity	17,328.37	-0.01	14,970.09	-0.01	
Trade Receivable Turnover Ratio	Net Credit Sales	2,692.99	2.71	1,424.14	2.02	
	Average Accounts Receivable	994.95		706.74		
Trade Payable Turnover Ratio	Net Credit Purchases	1,461.99		836.21		
	Average Trade Payables	110.79	13.20	59.79	13.99	
Net (working) Capital Turnover Ratio	Net Sales	2,692.99		1,424.14		
	Average Working Capital	-2,046.29	-1.32	-2,790.62	-0.51	
Net Profit Ratio	Net Profit after tax	-187.06		-96.37		
	Net Sales	2,692.99	-0.07	1,424.14	-0.07	
Return on Capital employed Ratio	Earning before interest and taxes	137.86		74.12		
	Capital Employed	17,234.84	0.01	17,421.90	0.00	

Note 31 - Contingent Liabilities And Commitments

There is no Contingent Liabilities And Commitments.

In terms of our report attached

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No.105102W

Shirish Rahalkar
Partner
Membership No. 111212

Place: Mumbai
Date : 13th April, 2026

For and behalf of the Board of Directors

Mahindra Airways Limited

Ruzbeh Irani
Director
DIN: 01831944

Abhaya Mahajan
Director
DIN: 08322044

Shriniwas Mantri
Chief Financial Officer

Feroze Baria
CS - A11357

Place: Mumbai
Date : 13th April, 2026

STANDALONE INDEPENDENT AUDITOR'S REPORT
To The Members of Mahindra Logistics Limited

Report on the Audit of the Standalone Financial Statements

Opinion

We have audited the accompanying standalone financial statements of Mahindra Logistics Limited (the "Company"), which comprise the Balance Sheet as at 31 March 2026, and the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Cash Flows and the Statement of Changes in Equity for the year ended on that date, and notes to the financial statements, including a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit, other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing ("SA"s) specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matter described below to be the key audit matter to be communicated in our report.

Key Audit Matter	Auditor's Response
Impairment of Investment in Subsidiary The Company has investment in unquoted equity instruments of subsidiary – MLL Express Services Private Limited ("MESPL"). The investment is accounted for at cost, less impairment. If triggers for impairment exist on the balance sheet date, the recoverable amounts of the above investments are estimated in order to determine the extent of the impairment loss, if any. Determination of triggers for impairment in value of these investments and recoverable amount, involves significant estimates and judgements, including the cash flow projections and sensitivity analysis of the key assumptions. (Refer note 2.10, 3 (a)(v) and 7 of the standalone financial statements)	Principal Audit procedures performed: • Evaluated the design & implementation and tested the operating effectiveness of internal controls implemented by the Company relating to identification of impairment indicators and determination of recoverable value of investment in subsidiary; • Evaluated the objectivity, competency and independence of the specialist engaged by the Company and reviewed the valuation report issued by such specialist; • Engaged internal fair valuation expert to test the appropriateness of the management's underlying assumptions such as weighted average cost of capital, terminal growth rate considered and appropriateness of the valuation model used; • Assessed the appropriateness of the forecasted projections of Revenue and EBITDA within the budgeted period based on understanding of the business and sector experience; • Performed a sensitivity analysis in relation to weighted average cost of capital; and • Evaluated the adequacy of the disclosures made in the standalone financial statements.

Information Other than the Financial Statements and Auditor's Report Thereon

- The Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Board's Report, Annexures to Board's Report, Management Discussions and Analysis, Corporate Governance Report and Business Responsibility and Sustainability Report but does not include the consolidated financial statements, standalone financial statements and our auditor's report thereon.
- Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.
- In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.
- If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Board of Directors for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including Ind AS specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a

going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the Audit of the Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls with reference to standalone financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the standalone financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the standalone financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143(3) of the Act, based on our audit we report that:
   a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
   d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act.
   e) On the basis of the written representations received from the directors as on 31 March 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   f) With respect to the adequacy of the internal financial controls with reference to standalone financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to standalone financial statements.
   g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act.
   h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:
   i)
      i. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements - Refer Note 38 to the standalone financial statements;
      ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
      iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
      iv. (a) The Management has represented that, to the best of its knowledge and belief, as disclosed in the note 39(i) to the standalone financial statements no funds have been advanced or loaned or invested

(either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, as disclosed in the note 39(i) to the standalone financial statements, no funds have been received by the Company from any persons or entities, including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(c) Based on the audit procedures performed that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with section 123 of the Act, as applicable.

As stated in note 16 to the standalone financial statements, the Board of Directors of the Company has proposed final dividend for the year which is subject to the approval of the members at the ensuing Annual General Meeting. Such dividend proposed is in accordance with section 123 of the Act, as applicable.

vi. Based on our examination, which included test checks, the Company has used accounting software system for maintaining its books of account for the financial year ended 31 March 2026 which have the feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software system. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with and the audit trail has been preserved by the Company as per the statutory requirements for record retention.

2. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure B" a statement on the matters specified in paragraphs 3 and 4 of the Order.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Mehul Parekh
Partner
Membership No. 121513
UDIN: 26121513DZIWUP1616

Place: Mumbai
Date: 23 April 2026

ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 1 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Report on the Internal Financial Controls with reference to standalone financial statements under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

We have audited the internal financial controls with reference to standalone financial statements of Mahindra Logistics Limited (the "Company") as at 31 March 2026 in conjunction with our audit of the standalone Ind AS financial statements of the Company for the year ended on that date.

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's management and Board of Directors are responsible for establishing and maintaining internal financial controls with reference to standalone financial statements based on the internal control with reference to standalone financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to standalone financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls with reference to standalone financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to standalone financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to standalone financial statements and their operating effectiveness. Our audit of internal financial controls with reference to standalone financial statements included obtaining an understanding of internal financial controls with reference to standalone financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to standalone financial statements.

Meaning of Internal Financial Controls with Reference to Standalone Financial Statements

A company's internal financial control with reference to standalone financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles.

A company's internal financial control with reference to standalone financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Standalone Financial Statements

Because of the inherent limitations of internal financial controls with reference to standalone financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to standalone financial statements to future periods are subject to the risk that the internal financial control with reference to standalone financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us the Company has, in all material respects, an adequate internal financial controls with reference to standalone financial statements and such internal financial controls with reference to standalone financial statements were operating effectively as at 31 March 2026, based on the criteria for internal financial control with reference to standalone financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Mehul Parekh
Partner
Membership No. 121513
UDIN: 26121513DZIWUP1616

Place: Mumbai
Date: 23 April 2026

ANNEXURE "B" TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

In terms of the information and explanations sought by us and given by the Company and the books of account and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that-

(i) Property, Plant and Equipment:

a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment, capital work-in-progress and relevant details of right-of-use assets.

(B) The Company has maintained proper records showing full particulars of intangible assets.

b) The Company has a program of verification of property, plant, and equipment, capital work-in-progress and right-of-use assets so to cover all the items once every three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain Property, Plant and Equipment were due for verification during the year and were physically verified by the Management during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

c) Based on our examination of the registered sale deed provided to us, we report that, the title deeds of all the immovable properties, (other than immovable properties where the Company is the lessee and the lease agreements are duly executed in favour of the Company) disclosed in the standalone financial statements included in property, plant and equipment and capital work-in progress are held in the name of the Company as at the balance sheet date.

d) The Company has not revalued any of its property, plant, and equipment (including Right of Use assets) and intangible assets during the year.

e) No proceedings have been initiated during the year or are pending against the Company as at 31 March 2026 for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended in 2016) and rules made thereunder.

(ii) Inventory:

a) The Company does not have any inventory and hence reporting under clause 3(ii)a of the Order is not applicable.

b) According to the information and explanations given to us, at any point of time of the year, the Company has not been sanctioned any working capital facility from banks or financial institutions on the basis of security of current assets, and hence reporting under clause 3(ii)(b) of the Order is not applicable.

(iii) Loans, Investments etc:

(a) The Company has made investments in and granted loans during the year. Details of loans granted are given below:

Particulars	Loans (₹ in Crores)
Aggregate amount granted / provided during the year:	
- Subsidiary Company	7.24
- Others (Employees)	2.50
Balance outstanding as at balance sheet date in respect of above case:*	
- Subsidiary Company	7.24
- Others (Employees)	1.76

* The amounts reported are at gross amounts, without considering provisions made.

The Company has not provided any advances in the nature of loan, guarantee or security to any other entity during the year.

(b) The investments made and terms and conditions of the grant of above-mentioned loan granted during the year are, in our opinion, not prejudicial to the Company's interest.

(c) In respect of loan granted by the Company, the schedule of repayment of principal and payment of interest has been stipulated and the repayments of principal amounts and receipts of interest are regular as per stipulation.

(d) According to information and explanations given to us and based on the audit procedures performed, in respect of loans granted by the Company, there is no overdue amount remaining outstanding as at the balance sheet date.

(e) No loan granted by the Company which has fallen due during the year, has been renewed or extended or fresh loans granted to settle the overdues of existing loans given to the same parties.

(f) According to information and explanations given to us and based on the audit procedures performed, the Company has not granted any loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence, reporting under clause 3(iii)(f) is not applicable.

(iv) Section 185 and 186:

The Company has complied with the provisions of Sections 185 and 186 of the Companies Act, 2013 in respect of loans granted and investments made, as applicable. The Company has not provided guarantees or securities during the year.

(v) Public Deposits:

The Company has not accepted any deposit or amounts which are deemed to be deposits. Hence, reporting under clause 3(v) of the Order is not applicable.

(vi) Cost Records:

Having regard to the nature of the Company's business / activities, reporting under clause 3(vi) of the Order is not applicable.

(vii) Statutory Dues:

According to the information and explanations given to us, in respect of statutory dues:

a) Undisputed statutory dues, including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, cess, and other material statutory dues applicable to the Company have generally been regularly deposited by it with the appropriate authorities in all cases during the year.

There were no undisputed amounts payable in respect of Goods and Service tax, Provident Fund, Employees' State Insurance, Income-tax, cess, and other material statutory dues in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

b) Details of statutory dues referred to in sub-clause (a) which have not been deposited as on 31 March 2026 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount (₹ In Cr.)^
Telangana Value Added Tax	Value Added Tax	The Telangana VAT Appellate Tribunal	2015-16 to 2017-18	7.75
Service Tax Laws	Service Tax	Commissioner Customs, Central Excise and Service Tax, Nagpur	2008-09 to 2009-10	4.01
Goods and Service Tax Act	Goods and Service Tax	Commissioner of Appeals	2017-18 to 2023-24	213.63
Income Tax	Income Tax	High Court, Bombay	2017-18	3.12

^ Net of Rs. 21.80 Crores paid under protest.

(viii) Undisclosed Income:

There were no transactions relating to previously unrecorded income that were surrendered or disclosed as income in the tax assessments under the Income Tax Act, 1961 (43 of 1961) during the year.

(ix) Borrowings:

a) In our opinion, the Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

b) The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

c) The Company has not taken any term loan during the year and there are no unutilised term loans at the beginning of the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.

d) On an overall examination of the financial statements of the Company, funds raised on short-term basis have not been used during the year for long-term purposes by the Company.

e) On an overall examination of the financial statements of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries, associates or joint ventures.

(x) Issue of Securities:

a) In our opinion, money raised by way of rights issue of equity shares during the year have been, applied by the Company for the purposes for which they were raised, other than temporary deployment pending application of proceeds. The Company has not raised money by way of initial public offer/ further public offer through debt instruments during the year and hence reporting under clause 3(x)(a) of Order is not applicable to the Company.

b) During the year the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable to the Company.

(xi) Fraud:

a) To the best of our knowledge, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

b) To the best of our knowledge, no report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government, during the year and up to the date of this report.

c) We have taken into consideration the whistle blower complaints received by the Company during the year and provided to us, when performing our audit.

(xii) Nidhi Company:

The Company is not a Nidhi Company and hence reporting under clause 3(xii) of the Order is not applicable.

(xiii) Related Parties:

In our opinion, the Company is in compliance with Section 177 and 188 of the Companies Act 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.

(xiv) Internal Audit:

a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.

b) We have considered, the internal audit reports issued to the Company during the year and covering the period up to 31 March 2026 for the period under audit.

(xv) Non-Cash Transactions:

In our opinion during the year the Company has not entered into any non-cash transactions with any of its directors or persons connected with such directors and hence provisions of section 192 of the Companies Act, 2013 are not applicable to the Company.

(xvi) 45-IA:

a) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Hence, reporting under clause 3(xvi) (a), (b) and (c) of the Order is not applicable.

b) The Group has more than one CIC as part of the group. There are five CIC forming part of the group.

(xvii) Cash Loss:

The Company has not incurred cash losses during the financial year covered by our audit and the immediately preceding financial year.

(xviii) Resignation of Statutory Auditors:

There has been no resignation of the statutory auditors of the Company during the year.

(xix) Ability to pay Liabilities:

On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) CSR unspent amount:

The Company has fully spent the required amount towards Corporate Social Responsibility (CSR) and there is no unspent CSR amount for the year requiring a transfer to a Fund specified in Schedule VII to the Companies Act or special account in compliance with the provision of sub-section (6) of section 135 of the said Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable for the year.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

Mehul Parekh
Partner
Membership No. 121513
UDIN: 26121513DZIWUP1616

Place: Mumbai
Date: 23 April 2026

Standalone Balance Sheet as at 31 March 2026

₹ in Crores

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
ASSETS			
I Non-Current Assets			
(a) Property, Plant and Equipment	4	**260.75**	228.91
(b) Right of Use Asset	4	**516.89**	362.56
(c) Net Investment in Lease	34	**0.76**	9.47
(d) Capital Work-in-Progress	5	**6.16**	45.76
(e) Other Intangible Assets	6	**0.05**	0.86
(f) Financial Assets			
(i) Investments	7	**735.11**	418.99
(ii) Loans	8	**7.24**	–
(iii) Other Financial Assets	9	**54.12**	44.15
(g) Deferred Tax Assets (Net)	10	**40.20**	33.01
(h) Income Tax Assets (Net)	11	**113.81**	46.82
(i) Other non-current assets	12	**38.80**	33.68
Total Non-Current Assets		**1,773.89**	**1,224.21**
II Current Assets			
(a) Financial Assets			
(i) Investments	7	**120.08**	–
(ii) Trade Receivables	13	**509.65**	461.81
(iii) Cash and Cash Equivalents	14 (i)	**61.91**	43.36
(iv) Bank Balances other than (iii) above	14 (ii)	**89.91**	0.03
(v) Loans	8	**1.76**	4.40
(vi) Other Financial Assets	9	**379.98**	488.43
(b) Other Current Assets	12	**97.27**	96.05
Total Current Assets		**1,260.56**	**1,094.08**
Total Assets		**3,034.45**	**2,318.29**
EQUITY AND LIABILITIES			
Equity			
(a) Equity Share Capital	15	**99.22**	72.13
(b) Other Equity	16	**1,377.17**	627.12
Total Equity		**1,476.39**	**699.25**
Liabilities			
I Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	17	**–**	150.00
(ii) Lease Liabilities	34	**397.51**	282.94
(iii) Other Financial Liabilities	18	**–**	0.44
(b) Provisions	19	**11.77**	13.06
(c) Other Non-Current Liabilities	20	**–**	2.72
Total Non-Current Liabilities		**409.28**	**449.16**
II Current Liabilities			
(a) Financial Liabilities			
(i) Lease Liabilities	34	**161.48**	126.84
(ii) Trade Payables			
a) Due to Micro and Small Enterprises	21	**156.47**	145.91
b) Other than Micro and Small Enterprises	21	**753.38**	803.78
(iii) Other Financial Liabilities	18	**36.24**	56.90
(b) Provisions	19	**4.19**	4.44
(c) Current Tax Liabilities (Net)	11	**3.65**	3.65
(d) Other Current Liabilities	20	**33.37**	28.36
Total Current Liabilities		**1,148.78**	**1,169.88**
Total Equity And Liabilities		**3,034.45**	**2,318.29**

The accompanying notes 1 to 39 are an integral part of the Financial Statements.

In terms of our report attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No: 117366W/W-100018

Mehul Parekh
Partner
Membership No: 121513

Place: Mumbai
Date: 23 April 2026

For and on behalf of the Board of Directors

Mahindra Logistics Limited

Anish Shah
Chairman
DIN: 02719429

Hemant Sikka
Managing Director & CEO
DIN: 00922281

Isha Dalal
Chief Financial Officer
Place: Mumbai
Date: 23 April 2026

Jignesh Parikh
Company Secretary
Membership No: ACS20413

Standalone Statement of Profit and Loss for the year ended 31 March 2026

₹ in Crores

	Particulars	Note No.	Year ended 31 March 2026	Year ended 31 March 2025
I	Revenue from operations	22	**5,671.98**	5,012.56
II	Other Income	23	**11.50**	11.30
III	**Total Income (I + II)**		**5,683.48**	5,023.86
IV	**EXPENSES**			
	(a) Operating Expenses	24	**4,863.56**	4,302.46
	(b) Employee benefits expense	25	**325.01**	292.81
	(c) Finance costs	26	**59.13**	54.31
	(d) Depreciation and amortisation expense	27	**242.35**	196.05
	(e) Other expenses	28	**130.47**	120.05
	Total Expenses		**5,620.52**	4,965.68
V	**Profit before exceptional items and tax (III - IV)**		**62.96**	58.18
VI	**Exceptional items gain/(loss)**	29	**(4.76)**	–
VII	**Profit before tax (V + VI)**		**58.20**	58.18
VIII	**Tax Expense**			
	(a) Current tax	30	**22.37**	19.04
	(b) Deferred tax	30	**(7.19)**	(4.36)
	Total Tax Expense		**15.18**	14.68
IX	**Profit After Tax (VII - VIII)**		**43.02**	43.50
X	**Other comprehensive income**			
	Items that will not be reclassified to profit or loss			
	(a) Remeasurements of the defined benefit plans - Gains/(Losses)		**1.67**	0.53
	(b) Income tax relating to items that will not be reclassified to profit or loss		**(0.42)**	(0.14)
	Total Other comprehensive income		**1.25**	0.39
XI	**Total comprehensive income for the year (IX + X)**		**44.27**	43.89
XII	**Earnings per equity share (face value ₹ 10/- per share)**			
	(a) Basic (in ₹)	31	**4.78**	5.80
	(b) Diluted (in ₹)	31	**4.78**	5.80

The accompanying notes 1 to 39 are an integral part of the Financial Statements.

In terms of our report attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No: 117366W/W-100018

Mehul Parekh
Partner
Membership No: 121513

Place: Mumbai
Date: 23 April 2026

For and on behalf of the Board of Directors

Mahindra Logistics Limited

Anish Shah
Chairman
DIN: 02719429

Hemant Sikka
Managing Director & CEO
DIN: 00922281

Isha Dalal
Chief Financial Officer
Place: Mumbai
Date: 23 April 2026

Jignesh Parikh
Company Secretary
Membership No: ACS20413

Standalone Statement of Changes in Equity for the year ended 31 March 2026

(A) Equity Share Capital

₹ in Crores

Particulars	Number of shares	Equity share capital
Balance as at 01 April 2024	7,20,36,151	72.04
Changes in Equity Share Capital due to prior period errors	–	–
Restated balance at the beginning of the current reporting period	7,20,36,151	72.04
Changes in equity share capital during the year:		
Exercise of Employee Stock Options	95,319	0.09
Balance as at 31 March 2025	**7,21,31,470**	**72.13**
Balance as at 01 April 2025	**7,21,31,470**	**72.13**
Changes in Equity Share Capital due to prior period errors	**–**	**–**
Restated balance at the beginning of the current reporting period	**7,21,31,470**	**72.13**
Changes in equity share capital during the year:		
Exercise of Employee Stock Options	41,712	0.04
Fresh Issue during the year	2,70,49,301	27.05
Balance as at 31 March 2026	**9,92,22,483**	**99.22**

(B) Other Equity

₹ in Crores

Particulars	Reserves & Surplus			
	Securities premium	Equity-settled employee benefits reserve	Retained earnings	Total
Balance as at 01 April 2024	128.05	6.82	468.54	603.41
Changes in Equity Share Capital due to prior period errors	–	–	–	–
Restated balance at the beginning of the current reporting period	**128.05**	**6.82**	**468.54**	**603.41**
– Share based payment to employees	–	(2.17)	–	(2.17)
– Exercise of Employee stock options	3.27	(3.27)	–	–
– Dividend paid on Equity Shares	–	–	(18.01)	(18.01)
Total Comprehensive income for the year				
– Profit for the year	–	–	43.50	43.50
– Actuarial gain transferred to retained earnings	–	–	0.39	0.39
Balance as at 31 March 2025	**131.32**	**1.38**	**494.42**	**627.12**
Balance as at 01 April 2025	**131.32**	**1.38**	**494.42**	**627.12**
Changes in Equity Share Capital due to prior period errors	**–**	**–**	**–**	**–**
Restated balance at the beginning of the current reporting period	**131.32**	**1.38**	**494.42**	**627.12**
– Share based payment to employees	**–**	**5.46**	**–**	**5.46**
– Exercise of Employee stock options	**1.68**	**(1.68)**	**–**	**–**
– On Fresh issue of shares	**722.22**	**–**	**–**	**722.22**
– Share issue expenses	**(3.87)**	**–**	**–**	**(3.87)**
– Dividend paid on Equity Shares	**–**	**–**	**(18.03)**	**(18.03)**
Total Comprehensive income for the year				
– Profit for the year	**–**	**–**	**43.02**	**43.02**
– Actuarial gain transferred to retained earnings	**–**	**–**	**1.25**	**1.25**
Balance as at 31 March 2026	**851.35**	**5.16**	**520.66**	**1,377.17**

The accompanying notes 1 to 39 are an integral part of the Financial Statements.

In terms of our report attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No: 117366W/W-100018

Mehul Parekh
Partner
Membership No: 121513

Place: Mumbai
Date: 23 April 2026

For and on behalf of the Board of Directors

Mahindra Logistics Limited

Anish Shah
Chairman
DIN: 02719429

Hemant Sikka
Managing Director & CEO
DIN: 00922281

Isha Dalal
Chief Financial Officer
Place: Mumbai
Date: 23 April 2026

Jignesh Parikh
Company Secretary
Membership No: ACS20413

Standalone Statement of Cash Flow for the year ended 31 March 2026

Particulars	Year ended 31 March 2026	₹ in Crores Year ended 31 March 2025
A. CASH FLOWS FROM OPERATING ACTIVITIES:		
Profit before exceptional items and tax	**62.96**	58.18
Adjustments for:		
Net (gain)/loss on disposal of property, plant and equipment	**2.45**	0.27
Expected credit loss recognised on trade receivables/advances	**21.15**	7.24
Provision no longer required written back	**(0.02)**	(0.16)
Depreciation and amortisation expense	**242.35**	196.05
Finance Cost	**59.13**	54.31
Unrealised gain on reversal of Right of Use Assets	**(14.44)**	(1.33)
Interest income on financial assets carried at amortised cost	**(9.29)**	(3.55)
Commission on corporate Guarantee	**(0.31)**	(1.20)
Rental income on Sub-Lease	**9.11**	8.68
Finance income on net investment in lease	**(0.40)**	(1.08)
Profit on sale of mutual funds	**(0.42)**	(0.07)
Share based payment expenses	**4.93**	(2.63)
	314.24	256.53
Operating profit before working capital changes	**377.20**	314.71
Changes in:		
Trade and other receivables	**22.53**	(22.24)
Trade and other payables and provisions	**(54.04)**	60.68
Cash generated from operations	**345.69**	353.15
Income tax refund / (paid) (Net)	**(89.79)**	28.35
Net cash flow generated from operating activities	**255.90**	381.50
B. CASH FLOWS FROM INVESTING ACTIVITIES:		
Payment to acquire current investments	**(1,053.00)**	(67.00)
Proceeds from sale of current investments	**933.36**	67.07
Investment in Subsidiaries	**(316.12)**	(85.00)
Investment in Joint Venture	**–**	(2.00)
Loan given	**(9.74)**	–
Loan received back	**5.14**	–
Bank deposits matured/(placed) (Net)	**(89.88)**	(0.01)
Interest received	**4.49**	0.15
Commission received on corporate guarantee	**0.31**	1.20
Earmarked balances	**(0.02)**	–
Payment to acquire property, plant and equipment & other intangible assets including CWIP	**(77.13)**	(143.49)
Proceeds from disposal of property, plant and equipment	**1.12**	2.99
Net cash used in investing activities	**(601.47)**	(226.09)

Standalone Statement of Cash Flow for the year ended 31 March 2026

Particulars	Year ended 31 March 2026	₹ in Crores Year ended 31 March 2025
C. CASH FLOWS FROM FINANCING ACTIVITIES:		
Issue of Share Capital	**27.09**	0.08
Share premium received	**722.22**	–
Share issue expenses	**(3.87)**	–
Proceeds from short term borrowings (net)	**–**	(82.00)
Repayment of long term borrowings	**(150.00)**	–
Proceeds from long term borrowings	**–**	150.00
Interest paid on borrowing	**(11.91)**	(18.07)
Payment of leases	**(201.38)**	(159.36)
Dividend paid	**(18.03)**	(18.01)
Net cash flow generated from/ (used in) financing activities	**364.12**	(127.36)
Net Increase/(decrease) in cash and cash equivalents (A + B + C)	**18.55**	28.05
Cash and cash equivalents at the beginning of the year	**43.36**	15.31
Cash and cash equivalents at the end of the year	**61.91**	43.36
Components of cash and cash equivalents		
Cash on hand	**0.36**	0.39
With Banks - in Current account / Balance in Cash Credit Accounts / Bank deposits with original maturity of less than 3 months at inception / Cheques or drafts on hand	**61.55**	42.97
	61.91	43.36

Notes:

1. The above Cash Flow Statement has been prepared under the Indirect Method set out in IND AS 7 - Statement of Cash flows.

The accompanying notes 1 to 39 are an integral part of the Financial Statements.

In terms of our report attached

For **Deloitte Haskins & Sells LLP**
Chartered Accountants
Firm Registration No: 117366W/W-100018

Mehul Parekh
Partner
Membership No: 121513

Place: Mumbai
Date: 23 April 2026

For and on behalf of the Board of Directors

Mahindra Logistics Limited

Anish Shah
Chairman
DIN: 02719429

Hemant Sikka
Managing Director & CEO
DIN: 00922281

Isha Dalal
Chief Financial Officer
Place: Mumbai
Date: 23 April 2026

Jignesh Parikh
Company Secretary
Membership No: ACS20413

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

1. Corporate information

Mahindra Logistics Limited is a public company limited by shares incorporated in India on 24 August 2007 under the Companies Act, 1956. Its Parent & Ultimate Holding Company is Mahindra & Mahindra Limited. The address of its registered office is disclosed in the introduction to the Annual Report. The Company is a 3PL service provider mainly engaged in transportation, warehousing, supply chain management and people logistics services. CIN of the Company is L63000MH2007PLC173466.

The Financial Statements for the year ended 31 March 2026 are approved for issue in accordance with a resolution of the directors on 23 April 2026.

The Financial Statements are presented in Rupees (₹) in crores.

2. Material accounting policies

2.1. Basis of accounting

The Financial Statements have been prepared in accordance with Indian Accounting Standard as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013 (the 'Act'). The Financial Statements are standalone or separate Financial Statements.

The Financial Statements have been prepared on accrual basis and the historical cost basis as a going concern except for certain financial instruments that are measured at fair values or at amortised cost, wherever applicable, at the end of reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in this financial statement is determined on such basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The Financial Statements are prepared in Indian Rupee (₹) and denominated in crores.

The principal accounting policies are set out below.

2.2. Revenue recognition

2.2.1. Rendering of services

Incomes from services rendered are recognised on the completion of the services as per the terms of contract. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts offered by the Company as part of the contract, to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

2.2.2. Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.3. Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the lessor has a substantive substitution right, then the asset is not identified
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company as a lessee has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:
  a) the Company as a lessee has the right to operate the asset; or
  b) the Company as a lessee designed the asset in a way that predetermines how and for what purpose it will be used.

This policy is applied to the contracts entered into, or modified, on or after 1 April 2019.

As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;

  The amount expected to be payable by the lessee under residual value guarantees; The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the Balance Sheet.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

It is re-measured whenever:

- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease, by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

The Company recognises lease payments received under operating leases as income on a straight- line basis over the lease term as part of 'other income'.

2.4. Employee benefits

2.4.1. Retirement benefit costs and termination benefits

i. Defined Contribution Plan:

Company's contributions paid/payable during the year to the Superannuation Fund, Employees State Insurance Corporation, Provident Fund and Labour Welfare Fund are recognised in the Statement of Profit and Loss.

ii. Defined Benefits Plan:

For defined retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income in the period in which they occur. Remeasurement recognised in Other Comprehensive Income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Net interest expense or income is recognized within finance costs.

Defined benefit costs are categorised as follows:

a. Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);

b. Net interest expense or income; and

c. Remeasurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

2.4.2. Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

2.5. Share-based payment arrangements

Equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date. Details regarding the determination of the fair value of equity-settled share-based transactions are set out in note no. 25.

The fair value determined at the grant date of the equity-settled share-based payments is expensed on a straight-line basis over the vesting period, based on the Company's estimate of equity instruments that will eventually vest, with a corresponding increase in equity. At the end of each reporting period, the Company revises its estimate of the number of equity instruments expected to vest. The impact of the revision of the original estimates, if any, is recognised in profit or loss such that the cumulative expense reflects the revised estimate, with a corresponding adjustment to the equity-settled employee benefits reserve.

2.6. Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.6.1. Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'Profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.6.2. Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2.6.3. Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively.

2.7. Property, Plant and Equipment

All items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition is inclusive of purchase price, levies and any directly attributable cost of bringing the assets to its working condition for the intended use. Subsequent costs are included in the asset's carrying amount or recognised as separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the company and cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to Statement of Profit and Loss during the reporting period in which they are incurred.

Depreciation on tangible assets is charged by the Straight Line Method (SLM) in accordance with the useful lives specified in Part – C of Schedule II of the Companies Act, 2013 on a pro-rata basis except in the case of:

i. Items of Plant and Equipment (including Office Equipment and Furniture and Fixtures) individually costing more than Rs. 5,000 - over their useful lives ranging from 2 years to 10 years as estimated by the company and also based on the contractual arrangements wherever applicable.

ii. Items of Plant and Equipment (including Office Equipment and Furniture and Fixtures) individually costing less than ₹ 5,000 shall be depreciated over a period of 1 year.

iii. Mobile Phones (included in Office Equipment) in 2 years.

iv. Vehicles ranging from 3 to 6 years.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.8. Other Intangible Assets

2.8.1. Other intangible assets acquired separately

The useful lives of other intangible assets are assessed as either finite or infinite. Other intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

2.8.2. Useful lives of other intangible assets

The expenditure incurred is amortised over three financial years equally commencing from the year in which the expenditure is incurred. Certain other intangible assets are amortized over a period of 36 months.

2.9. Impairment of tangible and intangible assets

The management of the Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the management estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and recognised in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed, and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. A reversal of an impairment loss is recognised immediately in profit or loss.

2.10. Impairment of investments

The Company assesses impairment of investments in subsidiaries and joint ventures which are recorded at cost. At the time when there are any indications that such investments have suffered a loss, if any, is recognised in the statement of Profit and Loss. The recoverable amount requires estimates of operating margin, discount rate, future growth rate, terminal values, etc. based on management's best estimate.

2.11. Provisions, Contingent Liabilities & Contingent assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent Assets

A contingent asset is disclosed where an inflow of economic benefits is probable.

2.12. Financial instruments

Financial assets and financial liabilities are recognised when a company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2.13. Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a settlement date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

2.13.1. Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

i. the financial asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and

ii. the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For the impairment policy on financial assets measured at amortised cost, refer note no 2.13.4

Investments in subsidiaries: All investments in subsidiaries are valued at cost.

All other financial assets are subsequently measured at fair value.

2.13.2. Amortized Cost & Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

2.13.3. Financial assets at Fair value through Profit and Loss

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in Other Comprehensive Income for investments in equity instruments which are not held for trading.

A financial asset that meets the amortised cost criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other Income’ line item.

2.13.4. Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets).

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition.

2.13.5. Significant increase in credit risk

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

2.14. Financial liabilities and equity instruments

2.14.1. Classification as debt or equity

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

2.14.2. Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a company entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company’s own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company’s own equity instruments.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

2.14.3. Financial liabilities

All financial liabilities are subsequently measured at amortised cost using effective interest rate.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the amortized cost of financial liability.

2.15. Exceptional Items

An item of income or expense which by its size, type or incidence is material & requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and disclosed as such in the Financial Statements.

2.16. Earnings Per Share:

Basic and diluted earnings per share is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of Equity Shares outstanding during the year, in accordance with Ind AS 33.

3 (a). CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Company's accounting policies, which are described in Note 2, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(i) Useful lives of Property, Plant and Equipment

As described in note 2.7 above, the Company reviews the estimated useful lives of Property, Plant and Equipment at the end of each annual reporting period.

(ii) Defined Benefit Plans

The cost of the defined benefit plans and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making assumptions that may differ from actual developments in the future. These include the determination of discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(iii) Fair Value of financial assets and liabilities and investments

The Company measures certain financial assets and liabilities on fair value basis at each Balance Sheet date or at the time they are assessed for impairment. Fair value measurement that are based on significant unobservable inputs (Level 3) requires estimates of operating margin, discount rate, future growth rate, terminal values etc. based on management's best estimate about future developments.

(iv) Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by lease basis and there by assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

(v) Impairment of Investment in Subsidiary

The investments in subsidiaries are carried at cost and was tested for impairment in accordance with provisions applicable to impairment of non-financial assets.

The recoverable amount is determined based on value in use. The determination of recoverable amount involves significant judgements such as future projection of revenue, EBITDA (earnings before interest, taxes, depreciation, and amortisation), weighted average cost of capital and terminal growth. The recoverable amount is significantly dependent on achievement of revenue growth and any change in revenue growth projection could have an impact on recoverable value. Based on the above, no impairment was identified as of 31 March 2025 as the recoverable amount is higher than carrying value.

(vi) Trade receivables

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company has considered subsequent recoveries, past trends, credit risk profiles of the customers based on their industry, macroeconomic forecasts and internal and external information available to estimate the probability of default in future.

The Company writes off a trade receivables amount when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery.

3 (b). RECENT ACCOUNTING PRONOUNCEMENTS

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards.

The Ministry of Corporate Affairs (MCA) has notified the Companies (Indian Accounting Standards) Amendment Rules, 2025 and the Companies (Indian Accounting Standards) Second Amendment Rules, 2025 during FY 25-26.

i. Ind AS 1
ii. Ind AS 7
iii. Ind AS 107
iv. Ind AS 12
v. Ind AS 21

The adoption of above new and revised Ind AS did not have any material impact on the disclosures or on the amounts reported in the financial statements.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 4 - Property, Plant and Equipment

As at 31 March 2026

₹ in Crores

Description of Assets	Property, Plant and Equipment						Right of Use Assets		
	Land - Freehold	Plant and Equipment	Office Equipment	Furniture & Fixtures	Vehicles	Total	Building	Vehicles	Total
A. Cost									
Balance as at 1 April 2025	1.91	156.42	81.34	143.21	66.53	449.41	663.29	–	663.29
a) Additions	–	36.56	13.31	41.91	13.01	104.79	369.60	0.74	370.34
b) Less: Disposals / adjustments	–	(5.32)	(6.42)	(4.03)	(5.42)	(21.19)	(171.36)	–	(171.36)
Balance as at 31 March 2026	**1.91**	**187.66**	**88.23**	**181.09**	**74.12**	**533.01**	**861.53**	**0.74**	**862.27**
B. Accumulated depreciation/amortisation									
Balance as at 1 April 2025	–	71.82	53.69	59.90	35.09	220.50	300.73	–	300.73
a) Depreciation/amortisation expense	–	23.13	11.15	23.00	12.11	69.39	171.98	0.17	172.15
b) Less: Disposals / adjustments	–	(4.36)	(5.78)	(2.85)	(4.64)	(17.63)	(127.50)	–	(127.50)
Balance as at 31 March 2026	–	90.59	59.06	80.05	42.56	272.26	345.21	0.17	345.38
C. Net carrying amount as at 31 March 2026 (A-B)	**1.91**	**97.07**	**29.17**	**101.04**	**31.56**	**260.75**	**516.32**	**0.57**	**516.89**

As at 31 March 2025

₹ in Crores

Description of Assets	Property, Plant and Equipment						Right of Use Assets		
	Land - Freehold	Plant and Equipment	Office Equipment	Furniture & Fixtures	Vehicles	Total	Building	Vehicles	Total
A. Cost									
Balance as at 1 April 2024	1.91	126.21	71.27	102.95	55.34	357.68	568.90	–	568.90
a) Additions	–	36.43	12.57	43.21	11.29	103.50	169.90	–	169.90
b) Less: Disposals / adjustments	–	(6.23)	(2.50)	(2.96)	(0.10)	(11.79)	(75.51)	–	(75.51)
Balance as at 31 March 2025	**1.91**	**156.41**	**81.34**	**143.20**	**66.53**	**449.39**	**663.29**	**–**	**663.29**
B. Accumulated depreciation/amortisation									
Balance as at 1 April 2024	–	58.29	45.12	41.74	22.90	168.05	236.59	–	236.59
a) Depreciation/amortisation expense	–	18.03	10.62	20.04	12.26	60.95	128.90	–	128.90
b) Less: Disposals / adjustments	–	(4.50)	(2.05)	(1.89)	(0.08)	(8.52)	(64.76)	–	(64.76)
Balance as at 31 March 2025	–	71.82	53.69	59.89	35.08	220.48	300.73	–	300.73
C. Net carrying amount as at 31 March 2025 (A-B)	**1.91**	**84.59**	**27.65**	**83.31**	**31.45**	**228.91**	**362.56**	**–**	**362.56**

Notes:

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
1) The estimated amount of contracts remaining to be executed on capital account and not provided for	**9.98**	17.95
2) The Company has not revalued its property, plant and equipment (including right of use assets) during the current or previous year.		

Note No. 5 - Capital Work-in-Progress

(i) Capital Work-in-Progress Ageing
As at 31 March 2026

₹ in Crores

Particulars	Amount in Capital Work-in-Progress for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	Total
Projects in Progress	**5.74**	**0.42**	**–**	**–**	**6.16**

As at 31 March 2025

₹ in Crores

Particulars	Amount in Capital Work-in-Progress for a period of				
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	Total
Projects in Progress	45.76	–	–	–	45.76

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

(ii) Project wise breakup of Capital Work-in-Progress
As at 31 March 2026

₹ in Crores

Particulars	To be completed in				
	Less than 1 year	**1-2 years**	**2-3 years**	**More than 3 Years**	**Total**
Projects in Progress					
Supply Chain Management	**6.16**	**–**	**–**	**–**	**6.16**

As at 31 March 2025

₹ in Crores

Particulars	To be completed in				
	Less than 1 year	1-2 years	2-3 years	More than 3 Years	Total
Projects in Progress					
Supply Chain Management	45.76	–	–	–	45.76

As on the date of balance sheet, there are no capital work-in-progress projects whose completion is overdue or has exceeded the cost compared to its original plan.

Note No. 6 - Other Intangible Assets

As at 31 March 2026

₹ in Crores

Particulars	**As at 31 March 2026**	As at 31 March 2025
Computer Software		
A. Cost		
a) Balance as at 1 April	**35.71**	35.56
b) Additions	**0.00**	0.15
c) Less: Disposals / adjustments	–	–
Balance as at 31 March	**35.71**	35.71
B. Accumulated amortisation		
a) Balance as at 1 April	**34.85**	28.65
b) Amortisation expense	**0.81**	6.20
c) Less: Disposals / adjustments	–	–
Balance as at 31 March	**35.66**	34.85
C. Net carrying amount as at the end of the period (A-B)	**0.05**	0.86

Note:
1) The Company has not revalued its other intangible assets during the current or previous year.

Note No. 7 - Investments

₹ in Crores

Particulars	**As at 31 March 2026**			As at 31 March 2025		
	Quantity	**Current**	**Non-Current**	Quantity	Current	Non-Current
I. Cost						
Unquoted Investments (fully paid)						
Investments in Subsidiaries						
i) Equity Shares of 2x2 Logistics Private Limited of ₹ 10 each fully paid up	**49,55,500**	**–**	**4.96**	49,55,500	–	4.96
ii) Equity Shares of Lords Freight (India) Private Limited of ₹ 10 each fully paid up	**23,62,509**	**–**	**16.70**	23,40,009	–	16.45
iii) Equity Shares of MLL Express Services Private Limited of ₹ 10 each fully paid up	**59,68,30,018**	**–**	**550.10**	28,29,70,018	–	236.25
iv) Equity Shares of MLL Mobility Private Limited of ₹ 10 each fully paid up	**6,40,369**	**–**	**86.60**	6,40,369	–	86.60
v) Equity Shares of V-Link Freight Services Private Limited of ₹ 10 each fully paid up	**30,20,000**	**–**	**3.02**	10,00,000	–	1.00
vi) Zipzap Logistics Private Limited						
a) Equity Shares of ₹ 1 each fully paid up	**43,972**	**–**	**29.43**	43,972	–	29.43
b) Series A 0.0001 % Compulsorily Convertible Cumulative Preference Shares of ₹ 100 each fully paid up	**63,200**	**–**	**42.30**	63,200	–	42.30
Total		**–**	**733.11**		–	416.99

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

₹ in Crores

Particulars	As at 31 March 2026 Quantity	Current	Non-Current	As at 31 March 2025 Quantity	Current	Non-Current
Investments in Joint Venture						
i) Equity Shares of Seino MLL Logistics Private Limited of ₹ 10 each fully paid up	**20,00,000**	**–**	**2.00**	20,00,000	–	2.00
Total		**–**	**2.00**		–	2.00
Total Unquoted Investments		**–**	**735.11**		–	418.99
Total investments carried at cost		**–**	**735.11**		–	418.99
II. Fair value through profit and loss (FVTPL)						
Quoted Investments (fully paid)						
Investments in Mutual Funds		120.08	**–**		–	–
Total Quoted Investments		**120.08**	**–**		–	–
Total investments carried at FVTPL		**120.08**	**–**		–	–
Total investments carrying value (I) + (II)		**120.08**	**735.11**		–	418.99
Other disclosures						
Aggregate amount of quoted investments		120.08	–		–	–
Aggregate amount of Market value of investments		120.08	–		–	–
Aggregate amount of unquoted investments		–	735.11		–	418.99
Aggregate amount of impairment in value of investments		–	–		–	–

₹ in Crores

Name of Investees	Principal Place of Business	Ownership Interest As at 31 March 2026	As at 31 March 2025
2x2 Logistics Private Limited	Mumbai	55.00%	55.00%
Lords Freight (India) Private Limited	Mumbai	100.00%	99.05%
MLL Express Services Private Limited	Gurgaon	100.00%	100.00%
MLL Mobility Private Limited	Mumbai	100.00%	100.00%
V-Link Freight Services Private Limited	Mumbai	100.00%	100.00%
Zipzap Logistics Private Limited	Hyderabad	64.10%	64.10%
Seino MLL Logistics Pvt Ltd	Gurgaon	50.00%	50.00%

(a) MLL Global Logistics Limited, a wholly owned subsidiary of the Company which was incorporated in United Kingdom, had obtained the consent of its shareholders on 4 March 2025 for its voluntary dissolution and had made an application for strike-off and dissolution with the Registrar of Companies, United Kingdom. MLL Global Logistics Limited has been dissolved on 10 June 2025.

(b) On 18 August 2025, the Company acquired 26,38,60,000 equity shares of ₹ 10 each fully paid pursuant to the rights offer made by MLL Express Services Private Limited amounting to ₹ 263.86 crores for cash consideration.

(c) On 18 August 2025, the Company acquired 20,20,000 equity shares of ₹ 10 each fully paid pursuant to the rights offer made by V-Link Freight Services Private Limited amounting to ₹ 2.02 crores for cash consideration.

(d) On 3 November 2025, the Company acquired 5,00,00,000 equity shares of ₹ 10 each fully paid pursuant to the rights offer made by MLL Express Services Private Limited amounting to ₹ 50.00 crores for cash consideration.

(e) On 11 November 2025, the Company acquired the balance stake of 0.95% (22,500 equity shares) in Lords Freight (India) Private Limited ('Lords'), pursuant to Share Purchase Agreement entered on 28 October 2025. Post this acquisition, Lords has become wholly owned subsidiary of the Company w.e.f. 11 November 2025.

(f) The Company agreed to provide necessary financial support to subsidiary companies to enable them to continue their operations on a going concern basis covering the period upto 31 March 2027.

(g) **Impairment testing of subsidiaries**

The Company has made long term strategic investments in Express business (MLL Express Services Private Limited, "MESPL"), which has incurred losses owing to expenses for building the market share and scaling the operations. The Company carried out an impairment assessment basis fair value of the entity determined by a valuer using discounted future cash flows approach ("DCF"). The recoverable amount is determined based on value in use. The determination of recoverable amount involves significant judgements such as future projection of revenue, EBITDA (earnings before interest, taxes, depreciation, and amortisation), weighted average cost of capital and terminal growth on the current and anticipated market conditions along with the actions planned by the management and approved by the Audit Committee and the Board have been considered for this evaluation. Based on the above, no impairment was identified as of 31 March 2026 as the recoverable amount is higher than carrying value. The recoverable amount is significantly dependent on achievement of revenue growth and any change in revenue growth projection could have an impact on recoverable value. Based on the sensitivity analysis performed by the management a 0.5% to 2% decrease in the weighted average growth in tonnage reduces the recoverable value by ₹ 12 Crores to ₹ 49 Crores which does not result in an impairment of the asset's carrying amount.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 8 - Loans

₹ in Crores

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Loans to related parties				
a) Secured, considered good	**–**	**7.24**	–	–
b) Unsecured, considered good	**–**	**–**	4.40	–
Loan to employees				
a) Unsecured, considered good	**1.76**	**–**	–	–
Total	**1.76**	**7.24**	**4.40**	–

Note:

a. Loans given to employees as per the Company's policy are not considered for the purposes of disclosure under Section 186(4) of the Companies Act, 2013.

b. Loan to Subsidiary is granted for a period of 3 years for capital expenditure for purchase of vehicles/fleets. Loan is secured and repayable in three years from the date of loan given. Interest is charged at a floating rate of 3 months treasury bill plus 278 bps with a reset every 30 June and 31 December of the year. During FY26, interest rate charged is 8.05% p.a. (2025: Fixed 8.00% p.a.) Loan has been utilized for the purpose it was granted.

₹ in Crores

Particulars	As at 31 March 2026		As at 31 March 2025	
	Maximum amount outstanding during the year	**Amount Outstanding**	Maximum amount outstanding during the year	Amount Outstanding
Loan to Subsidiary				
2 x 2 Logistics Private Limited	**8.64**	**7.24**	4.40	4.40

Note No. 9 - Other financial assets

₹ in Crores

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Financial assets at amortised cost - unsecured considered good				
a) Security Deposits				
i. Unsecured, considered good	**18.08**	**54.08**	23.50	41.40
ii. Doubtful	**1.61**	**–**	1.38	–
Less: Allowance for Losses	**(1.61)**	**–**	(1.38)	–
Total	**18.08**	**54.08**	23.50	41.40
b) Bank Deposit				
Under lien for more than 12 months of original maturity	–	**0.01**	–	0.01
Total	**–**	**0.01**	–	0.01
c) Other items				
i. Interest Accrued	**0.72**	**–**	0.02	–
ii. Accrued Sales	**377.47**	**–**	474.49	–
iii. National Saving Certificates*	**–**	**0.03**	–	0.02
iv. Premium receivable on financial guarantee contracts	**–**	**–**	0.74	2.72
v. Other Receivables	**2.53**	**–**	2.78	–
Less: Allowance for Losses	**(18.82)**	**–**	(13.10)	–
Total	**361.90**	**0.03**	464.93	2.74
Total (a+b+c)	**379.98**	**54.12**	488.43	44.15

* Includes encumbered securities which is restricted on their use or sale of the securities.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Accrued Sales ageing from transaction date:

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
Less than 6 Months	**329.25**	422.69
6 Months to 1 year	**13.11**	20.02
1 to 2 Year	**10.19**	8.97
2 to 3 Years	**3.89**	5.35
More than 3 Years	**21.03**	17.46
	377.47	474.49
Less: Allowance for Losses	**(18.82)**	(13.10)
Total	**358.65**	461.39

Note No. 10: Deferred Tax Assets (Net)

Movement in deferred tax balances

Year ended 31 March 2026

₹ in Crores

Particulars	Opening Balance	Recognised in Profit and Loss	Closing Balance
A. Tax effect of items constituting deferred tax assets			
a) Allowances on Property, Plant and Equipment and Intangible Assets	**8.92**	**2.07**	**10.99**
b) Provision for employee benefits	**4.41**	**(0.39)**	**4.02**
c) Provisions and allowances for credit losses	**8.34**	**2.85**	**11.19**
d) Share based payments	**0.35**	**0.95**	**1.30**
e) Leases	**9.85**	**1.74**	**11.59**
f) Others	**1.93**	**(0.01)**	**1.92**
Total	**33.80**	**7.21**	**41.01**
B. Tax effect of items constituting deferred tax liabilities			
a) VAT allowance	**0.79**	**–**	**0.79**
b) Mutual Funds	**–**	**0.02**	**0.02**
Total	**0.79**	**0.02**	**0.81**
Net Tax Asset/(Liabilities)	**33.01**	**7.19**	**40.20**

Year ended 31 March 2025

₹ in Crores

Particulars	Opening Balance	Recognised in Profit and Loss	Closing Balance
A. Tax effect of items constituting deferred tax assets			
a) Allowances on Property, Plant and Equipment and Intangible Assets	5.67	3.25	8.92
b) Provision for employee benefits	4.55	(0.14)	4.41
c) Provisions and allowances for credit losses	7.41	0.93	8.34
d) Share based payments	1.72	(1.37)	0.35
e) Leases	8.15	1.70	9.85
f) Others	1.93	(0.01)	1.93
Total	29.46	4.36	33.80
B. Tax effect of items constituting deferred tax liabilities			
a) VAT allowance	0.79	–	0.79
Total	0.79	–	0.79
Net Tax Asset/(Liabilities)	28.65	4.36	33.01

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 11 - Income Tax Assets & Liabilities (Net)

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
Non-Current Income Tax Assets (Net)		
Advance Income Tax / TDS Receivable (Net)	**113.81**	46.82
Total	**113.81**	46.82
Current Tax Liabilities (net)		
Current Tax Liabilities (net)	**3.65**	3.65
Total	**3.65**	3.65

Note No. 12 – Other Assets

₹ in Crores

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
I Capital advances				
a) Unsecured considered good	**–**	**9.96**	–	8.94
Total (A)	**–**	**9.96**	–	8.94
II Advances other than capital advances				
a) Advances to suppliers - considered good	**54.06**	**–**	36.03	–
b) Advances to suppliers – considered doubtful	**0.99**	**–**	0.99	–
c) Balances with government authorities (other than income taxes)	**37.40**	**28.20**	55.08	24.21
d) Prepaid Expenses	**4.59**	**0.64**	4.12	0.53
e) Advances to employees (refer note below)	**1.22**	**–**	0.82	–
Total (B)	**98.26**	**28.84**	97.04	24.74
Total (A+B)	**98.26**	**38.80**	97.04	33.68
Less: Allowances for credit losses	**(0.99)**	**–**	(0.99)	–
Total (C)	**(0.99)**	**–**	(0.99)	–
Total (A+B+C)	**97.27**	**38.80**	96.05	33.68

Notes:

Advances given to employees are as per Company's policy and are not required to be disclosed u/s 186(4) of Companies Act 2013.

Note No. 13 – Trade receivables

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
	Current	Current
a) Trade Receivables considered good - Secured	**–**	–
b) Trade Receivables considered good - Unsecured	**509.65**	461.81
c) Trade Receivable which have significant increase in credit risk	**–**	–
d) Undisputed Trade Receivable - Credit Impaired	**9.87**	6.53
e) Disputed Trade Receivable - Credit Impaired	**13.18**	11.15
	532.70	479.49
Less: Allowance for Credit Losses	**(23.05)**	(17.68)
Total	**509.65**	461.81

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Trade Receivable ageing as at 31 March 2026

₹ in Crores

Particulars	Outstanding for following period from due date of payment						Total
	Not Due	less than 6 Months	6 Months to 1 year	1 to 2 Year	2 to 3 Years	More than 3 Years	
a) Undisputed Trade Receivable - Considered Good	**306.40**	**171.80**	**22.06**	**8.07**	**0.55**	**0.77**	**509.65**
b) Undisputed Trade Receivable - which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**	**–**
c) Undisputed Trade Receivable - Credit Impaired	**–**	**–**	**5.15**	**3.07**	**0.44**	**1.21**	**9.87**
d) Disputed Trade Receivable - Considered Good	**–**	**–**	**–**	**–**	**–**	**–**	**–**
e) Disputed Trade Receivable - which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**	**–**
f) Disputed Trade Receivable - Credit Impaired	**–**	**–**	**–**	**6.06**	**2.26**	**4.86**	**13.18**
Total Trade Receivables							**532.70**
Less: Allowance for Expected Credit Losses							(23.05)
Total							**509.65**

Trade Receivable ageing as at 31 March 2025

₹ in Crores

Particulars	Outstanding for following period from due date of payment						Total
	Not Due	less than 6 Months	6 Months to 1 year	1 to 2 Year	2 to 3 Years	More than 3 Years	
a) Undisputed Trade Receivable - Considered Good	264.23	166.62	17.40	8.42	2.18	2.96	461.81
b) Undisputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	–
c) Undisputed Trade Receivable - Credit Impaired	–	–	2.94	1.52	0.73	1.34	6.53
d) Disputed Trade Receivable - Considered Good	–	–	–	–	–	–	–
e) Disputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	–
f) Disputed Trade Receivable - Credit Impaired	–	0.00	1.24	2.74	2.74	4.43	11.15
Total Trade Receivables							479.49
Less: Allowance for Expected Credit Losses							(17.68)
Total							461.81

Notes:

i) Refer Note 32 (iii) for disclosures related to credit risk, impairment of trade receivables under expected credit loss model and related disclosures.

ii) The Company applies the simplified approach to provide for expected credit losses prescribed by IND AS 109, which permits the use of the lifetime expected credit loss provision for all trade receivables. The Company has expected credit losses based on a provision matrix which uses historical credit loss experience of the Company.

Note No. 14 - Cash and Bank balances

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
I Cash and cash equivalents		
a) Balances with banks	**9.55**	22.97
b) Cash on hand	**0.36**	0.39
c) Bank deposits with original maturity of less than 3 months at inception	**52.00**	20.00
Total	**61.91**	43.36
II Other Bank Balances		
Earmarked balances with banks - unpaid dividend accounts	**0.02**	0.03
Other bank balances (refer Note 15 (vi))	**0.02**	
Fixed Deposits with original maturity greater than 3 months but less than 12 months	**89.87**	–
Total	**89.91**	0.03

Note:

Cash Credit facilities carries interest based on applicable rate plus agreed spreads and/or negotiated rates. The rates of interest during the year ranged between 8.50% to 9.40% p.a.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 15 - Equity Share Capital

₹ in Crores

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	**Amount**	No. of shares	Amount
I Authorised:				
Equity shares of ₹ 10 each with voting rights	**20,00,00,000**	**200.00**	10,50,00,000	105.00
Total	**20,00,00,000**	**200.00**	10,50,00,000	105.00
II Issued, Subscribed and Fully Paid:				
Equity shares of ₹ 10 each with voting rights	**9,92,22,483**	**99.22**	7,21,31,470	72.13
Total	**9,92,22,483**	**99.22**	7,21,31,470	72.13

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

₹ in Crores

Particulars	Opening Balance	Fresh Issue	Other Changes	Closing Balance
Equity Shares with Voting rights				
Year Ended 31 March 2026				
No. of Shares	7,21,31,470	2,70,91,013	–	9,92,22,483
Amount (₹ in Crores)	72.13	27.09	–	99.22
Year Ended 31 March 2025				
No. of Shares	7,20,36,151	95,319	–	7,21,31,470
Amount (₹ in Crores)	72.04	0.09	–	72.13

(ii) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the board of directors and approved by the shareholders in the annual general meeting is paid in Indian rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shares held by Holding Company / and their Subsidiaries

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
Holding Company		
– Mahindra & Mahindra Limited	**5,91,12,927**	4,18,12,257

(iv) Details of shares held by each shareholder holding more than 5% shares:

₹ in Crores

Class of shares / Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares held	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
– Mahindra & Mahindra Limited	**5,91,12,927**	**59.58%**	4,18,12,257	57.97%
– Nippon Life India Trustee Limited	**54,01,192**	**5.44%**	39,28,140	5.45%

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

(v) Shareholding of Promoters / Promoter Group:

Promoter name	No. of Shares	% of total shares	% Change during the year
Mahindra & Mahindra Limited			
As at 31 March 2026	**5,91,12,927**	**59.58%**	**1.61%**
As at 31 March 2025	**4,18,12,257**	**57.97%**	**(0.07%)**

Notes:

i) Above list certified by Registrar and Share Transfer Agent.

ii) For details of shares reserved for issuance under options, please refer note no. 25.

(vi) Status of utilization of the Rights issue proceeds in relation to the objects of the issue as per Letter of Offer :

Sr. No.	Objects as per Letter of Offer	Amount as proposed in the Letter of Offer	Amount Utilised during the year	Amount Unutilised as on 31 March 2026	Remarks
1	Repayment and/or prepayment, in full or part, of all or a portion of certain borrowings availed by our Company and certain Subsidiaries.	556.30	557.93	–	Since the actual spending on issue expenses was lower than the estimate provided in the Offer Document by ₹1.63 crore, the unutilised amount has been utilised towards repayment of working capital demand loan in accordance with the offer document in FY26.
2	Issue related expenses	6.20	4.57	–	
3	General Corporate Purpose (GCP)	186.77	100.77	86.00	Utilization towards GCP shall be to drive the business growth including (i) strategic initiatives, (ii) funding growth opportunities, (iii) strengthening marketing capabilities and brand building exercises; (iv) meeting ongoing general corporate exigencies and contingencies; (v) capital expenditure; (vi) meeting working capital requirements; (vii) expenses of the company; and (viii) any other purpose as permitted by applicable laws and as approved by board or a duly appointed committee thereof, subject to meeting regulatory requirements and obtaining necessary approvals/ consents, as applicable. MLL's management will have flexibility in utilizing the proceeds earmarked for GCP.
Total		**749.27**	**663.27**	**86.00**	

Deployment of unutilized proceeds

Sr. No.	Type of instrument and name of the entity invested in	Amount invested	Maturity date	Earning	Return on Investment (%)
1	Fixed Deposit with Kotak Mahindra Bank	89.87	28 August 2026	3.89	6.25% quarterly payout
	Less: Earnings on Fixed Deposit	3.89			
	Net unutilized proceeds	85.98			
2	Kotak Mahindra Bank Monitoring Account	0.02	NA	NA	NA
Total Unutilized proceeds		**86.00**			

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 16 – Other Equity

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
Securities premium reserve	**851.35**	131.32
Equity-settled employee benefits reserve	**5.16**	1.38
Retained earnings	**520.66**	494.42
Total	**1,377.17**	627.12

Movement in Reserves

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
(A) Securities Premium Reserve		
Balance as at the beginning of the Year	**131.32**	128.05
Add: Additions on fresh issue of shares	**722.22**	–
Add: Exercise of Employee stock options	**1.68**	3.27
Less: Share issue expenses	**(3.87)**	–
Balance as at the end of the Year	**851.35**	131.32
(B) Equity-settled Employee benefits reserve		
Balance as at the beginning of the year	**1.38**	6.82
Add: Share based payment to employees	**5.46**	(2.17)
Less: Exercise of Employee stock options	**(1.68)**	(3.27)
Balance as at the end of the year	**5.16**	1.38
(C) Retained Earnings		
Balance as at the beginning of the year	**494.42**	468.54
Add: Profit for the year	**43.02**	43.50
Add: Actuarial gain/(loss) for the year	**1.25**	0.39
Less: Payment of dividend	**(18.03)**	(18.01)
Balance as at the end of the year	**520.66**	494.42

Nature and purpose of other reserves:

Securities Premium Reserve:

Securities premium account is created when shares are issued at premium. The reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

Equity-settled employee benefits reserve:

Equity settled employee benefit reserve represents reserve towards the premium for the equity shares to be issued against the options granted.

Retained Earnings:

Retained earnings represents the accumulated surplus. The reserve can be distributed/utilised by the Company in accordance with the Companies Act, 2013.

In respect of the current year, the Board has proposed a final dividend of ₹ 2.50 per equity share of the Company. Dividend will be payable subject to the approval of the Members at the ensuing Annual General Meeting and deduction of tax at source to those Members whose names appear in the Register of Members / List of beneficial owners as on Record date and has not been included as a liability in these financial statements. The total estimated equity dividend to be paid is ₹ 24.81 Crores. The payment of this dividend will not have any tax consequences for the Company.

In the month of July 2025, final dividend of ₹ 2.50 per share (total dividend ₹ 18.03 Crores) was paid to the Members of the Company in compliance with requirements of the Companies Act, 2013.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 17 – Borrowings

₹ in Crores

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Unsecured Borrowings				
a) Loan from Holding Company	**–**	**–**	–	150.00
Total Unsecured Borrowings	**–**	**–**	–	150.00
Total Borrowings	**–**	**–**	–	150.00

Note:

i) Unsecured borrowing from holding company is in the nature of inter corporate deposit repayable with a tenure of upto two years and carries floating interest rate of 3 months GoI T-bill + 175 bps with resets on 30 June and 31 December current interest ranging from 8.20% to 8.22%. The maximum balance outstanding during the year is ₹ 150 crores (Previous year ₹ 150 crores)

Note No. 18 – Other Financial Liabilities

₹ in Crores

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
a) Security Deposits	**9.20**	**–**	8.48	–
b) Creditors for Capital Supplies/Services	**5.35**	**–**	12.79	–
c) Interest Accrued but not due	**–**	**–**	–	0.44
d) Unclaimed Dividend	**0.02**	**–**	0.03	–
e) Salary / wages payables	**21.67**	**–**	35.60	–
Total	**36.24**	**–**	56.90	0.44

Note:

There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund.

Note No. 19 – Provisions

₹ in Crores

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Provision for employee benefits				
Provision for Compensated absences	**4.19**	**11.77**	4.44	13.06
Total	**4.19**	**11.77**	4.44	13.06

Note:

The provision for employee benefits includes annual leave and vested long service leave entitlements accrued and gratuity liability for the employees. For other disclosures refer note no. 35 - employee benefits.

Note No. 20 – Other Non-Current Liabilities

₹ in Crores

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Advances received from customers	**2.49**	**–**	1.65	–
Statutory dues (other than income taxes)				
a) Taxes Payable	**19.49**	**–**	20.08	–
b) Employee Liabilities	**2.26**	**–**	2.32	–
Post - Employment Benefit-Gratuity Liability	**9.13**	**–**	3.58	–
Financial guarantee contracts	**–**	**–**	0.73	2.72
Total	**33.37**	**–**	28.36	2.72

Note:

For disclosures related to employee benefits, refer note 35.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 21 – Trade Payables

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
	Current	Current
Total outstanding dues of micro enterprises and small enterprises	**156.47**	145.91
Total outstanding dues other than micro enterprises and small enterprises:		
– Trade payable - Other than Micro and small enterprises (includes Outstanding dues of Medium enterprises)	**753.38**	803.78
Total	**909.85**	949.69

Trade Payable ageing as at 31 March 2026

₹ in Crores

	Outstanding for following periods from due date of payment				
Particulars	**Less Than 1 year**	**1 to 2 years**	**2 to 3 years**	**More Than 3 years**	**Total**
(i) MSME	**153.88**	**1.91**	**0.65**	**0.03**	**156.47**
(ii) Others	**711.80**	**20.77**	**16.47**	**4.34**	**753.38**
(iii) Disputed Dues - MSME	**–**	**–**	**–**	**–**	**–**
(iv) Disputed Dues - Others	**–**	**–**	**–**	**–**	**–**
Total	**865.68**	**22.68**	**17.12**	**4.37**	**909.85**

Trade Payable ageing as at 31 March 2025

₹ in Crores

	Outstanding for following periods from due date of payment				
Particulars	Less Than 1 year	1 to 2 years	2 to 3 years	More Than 3 years	Total
(i) MSME	145.11	0.77	0.03	0.00	145.91
(ii) Others	766.69	31.20	3.28	2.61	803.78
(iii) Disputed Dues - MSME	–	–	–	–	–
(iv) Disputed Dues - Others	–	–	–	–	–
Total	911.80	31.97	3.31	2.61	949.69

Notes:

i) Trade Payables are payables in respect of the amount due on account of goods purchased or services availed in the normal course of business.

ii) Micro, Small & Medium enterprises have been identified by the Company on the basis of the information available with the Company. Total outstanding dues of Micro and Small enterprises, which are outstanding and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the Act") are given below. This has been relied upon by the auditors.

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
a) Dues remaining unpaid		
– Principal	**154.62**	144.22
– Interest on the above	**0.01**	0.01
b) Interest paid in terms of section 16 of the Act along with the amount of payment made to the supplier beyond appointed day during the year-		
– Principal paid beyond the appointed date	**5.71**	47.22
– Interest paid in terms of section 16 of the Act	**–**	–
c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**0.14**	1.24
d) Further interest due and payable even in succeeding years, until such date when the interest due as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under section 23 of the Act	**–**	–
e) Amount of interest accrued and remaining unpaid at the end of accounting year	**1.85**	1.70

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 22 - Revenue from Operations

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Revenue from rendering of services	**5,671.98**	5,012.56
Total	**5,671.98**	5,012.56

A. Continent-wise break up of Revenue

Year ended 31 March 2026

₹ in Crores

Country	Revenue from contracts with customers	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
India	**5,671.98**	**–**	**5,671.98**	**11.50**	**5,683.48**
Total	**5,671.98**	**–**	**5,671.98**	**11.50**	**5,683.48**

Year ended 31 March 2025

₹ in Crores

Country	Revenue from contracts with customers	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
India	5,012.56	–	5,012.56	11.30	5,023.86
Total	5,012.56	–	5,012.56	11.30	5,023.86

B. Reconciliation of revenue from contract with customer

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from contract with customer as per the contract price	**5,854.58**	5,140.48
Adjustments made to contract price on account of :-		
a) Trade discounts, volume rebates, returns etc.	**(183.36)**	(128.12)
b) Recognition of revenue from contract liability out of opening balance	**0.76**	0.20
Revenue from contract with customer as per the Statement of Profit and Loss	**5,671.98**	5,012.56

C. Break-up of Provision for Expected Credit Losses recognised in P&L

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Expected Credit loss recognised during the year on trade receivables	**11.09**	3.69

D. Movement of Contract Assets and Contract Liabilities

Movement of Contract Assets

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening Balance	**474.49**	431.88
Additions during the year	**342.34**	442.71
Reclassification Adjustments:		
– Reclass of opening balances of contract assets to trade receivables	**(439.35)**	(400.10)
Closing Balance	**377.47**	474.49

Movement of Contract Liabilities

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening Balance	**1.65**	1.18
Additions during the year	**1.60**	0.67
Reclassification Adjustments:		
– Reclass of opening balances of contract liabilities to revenue	**(0.76)**	(0.20)
Closing Balance	**2.49**	1.65

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 23 - Other Income

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Interest Income		
(i) Financial assets carried at amortised cost	**9.29**	3.55
(ii) Finance Income on Net investment in Lease	**0.40**	1.08
(iii) Other Assets	**0.00***	4.47
b) Miscellaneous Income		
(i) Net gain arising on financial assets carried at FVTPL	**0.42**	0.07
(ii) Provision no longer required written back	**0.02**	0.16
(iii) Other non-operating income	**1.37**	1.97
Total	**11.50**	11.30

Notes:

1) Other non-operating income mainly includes commission on corporate guarantee, sale of scrap, etc.
2) The amount represents a net gain on investment in the listed mutual funds, comprising of an increase in fair value of ₹ 0.08 Crores (2025: Nil)
3) The Company has not traded or invested in crypto currency during the current or previous year.

* Amount represents less than ₹ 50,000.

Note No. 24 - Operating Expenses

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Freight & Other Related Expenses	**3,960.37**	3,510.01
Labour & Other Related Expenses	**740.32**	627.04
Rent	**10.59**	31.61
Warehouse & Other Related Expenses	**85.56**	78.70
Hire & Service Charges	**19.99**	17.58
Power & Fuel	**32.56**	28.62
Repairs Machinery	**12.42**	7.65
Repairs Building	**1.75**	1.25
Total	**4,863.56**	4,302.46

Note No. 25 - Employee Benefits Expense

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Salaries and wages, including bonus	**275.04**	253.21
b) Contribution to provident and other funds	**12.29**	12.79
c) Gratuity	**5.19**	3.85
d) Share based payment expenses (net of recovery)	**4.93**	(2.63)
e) Staff welfare expenses	**27.55**	25.59
Total	**325.01**	292.81

Notes:

i) Salaries and wages includes salaries, wages, bonus, compensated absences and all other amounts payable to employees in respect of services rendered as per their employment terms under a contract of service.

ii) Contribution to provident fund and other funds includes contributions to other funds like superannuation fund, ESIC, etc. pertaining to employees.

iii) Share based payment

The Company has in force three Employee Stock Option schemes under the provisions of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021:

Mahindra Logistics Limited – Key Executive Stock Option Scheme, 2012 ("KESOS 2012"), Mahindra Logistics Employee Restricted Stock Unit Plan 2018 ("RSU Plan 2018") and Mahindra Logistics Limited - Performance Stock Unit Plan 2025 ("PSU Plan 2025")

Each option carries with it the right to purchase one equity share of the Company at the exercise price determined by the Company under the respective schemes at the time of grant. The vesting pattern of the schemes is in a graded manner as per the vesting criteria approved by the Nomination and Remuneration Committee of the Board ("NRC") for each grant.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

During the financial year under review, in accordance with the RSU Plan 2018 as approved by the Shareholders vide special resolutions dated 2 August 2018, the NRC granted 2,74,596 Restricted Stock Units ("RSUs") to the eligible employees of the Company which vests on the expiry of 12 months, 24 months, 36 months, 48 months and 60 months from the grant date.

During the financial year under review, in accordance with the PSU Plan 2025 as approved by the Shareholders vide special resolutions dated 21 July 2025, the NRC granted 1,70,836 Performance Stock Units ("PSUs") to the eligible employees of the Company and its subsidiary company which vests on the expiry of 12 months, 24 months, 36 months from the grant date.

All the PSUs granted under the MLL PSU Plan 2025 to the PSU Grantee shall vest subject to achievement of specified performance conditions. The performance conditions will be linked to Corporate Performance indicators such as such as consolidated revenue, profit before tax, free cash flow, Sustainability & Digital Maturity (any or in combination of or all of it).

The RSUs & PSUs upon vesting, basis the vesting criteria approved by the NRC, are exercisable over a period of one year/ five years respectively, from the date of vesting.

No new grants were made in KESOS Scheme 2012 during the year under review and all the options vested under the said scheme have been exercised in full until previous years.

iv) Information in respect of options outstanding:

₹ in Crores

Particulars	Grant Date	Expiry Date	Fair value at Grant Date	No of options outstanding Year ended 31 March 2026	No of options outstanding Year ended 31 March 2025
Equity Settled at exercise price of ₹ 10 each					
i. Restricted Stock Units	01-02-2023	01-11-2026	455.45	**–**	10,123
ii. Restricted Stock Units	23-10-2023	01-11-2026	367.34	**–**	13,646
iii. Restricted Stock Units	23-10-2023	01-11-2027	365.97	**10,533**	13,648
iv. Restricted Stock Units	01-11-2024	01-11-2026	397.38	**–**	19,460
v. Restricted Stock Units	01-11-2024	01-11-2027	395.86	**14,746**	18,888
vi. Restricted Stock Units	01-11-2024	01-11-2028	394.31	**14,747**	18,890
vii. Restricted Stock Units	22-07-2025	22-07-2027	387.67	**54,919**	–
viii. Restricted Stock Units	22-07-2025	21-07-2028	385.75	**54,919**	–
ix. Restricted Stock Units	22-07-2025	22-07-2029	383.83	**54,919**	–
x. Restricted Stock Units	22-07-2025	22-07-2030	381.88	**54,919**	–
xi. Restricted Stock Units	22-07-2025	22-07-2031	379.29	**54,920**	–
xii. Performance Stock Units	01-11-2025	01-11-2031	332.78	**55,475**	–
xiii. Performance Stock Units	01-11-2025	01-11-2032	330.88	**55,475**	–
xiv. Performance Stock Units	01-11-2025	01-11-2033	328.94	**55,491**	–

v) Movement in Share Options

₹ in Crores

Particulars	Year ended 31 March 2026 Restricted Stock Units (Nos)	Year ended 31 March 2026 Performance Stock Units (Nos)	Year ended 31 March 2026 Weighted average exercise price	Year ended 31 March 2025 Number of Shares (RSU)	Year ended 31 March 2025 Weighted average exercise price
a) Outstanding at the beginning of year	**94,655**	**–**	**10.00**	2,93,208	10.00
b) Granted during the year	**2,74,596**	**1,70,836**	**10.00**	57,238	10.00
c) Lapsed during the year	**12,917**	**4,395**	**10.00**	1,60,472	10.00
d) Exercised during the year	**41,712**	**–**	**10.00**	95,319	10.00
e) Outstanding at the end of the year	**3,14,622**	**1,66,441**	**10.00**	94,655	10.00
f) Exercisable at the end of the year	**–**	**–**	**–**	–	–
g) Remaining contractual life (no. of days)	**–**	**–**	**1,077**	–	851

vi) The inputs used in the measurement of the fair values at grant date of the employee stock option plans (ESOPs) were as follows.

₹ in Crores

Particulars / Grant Date	01-02-2023 RSU (i)	23-10-2023 RSU (ii)	23-10-2023 RSU (iii)	01-11-2024 RSU (iv)	01-11-2024 RSU (v)
Share price at grant date	470.00	381.20	381.20	410.35	410.35
Fair value at Grant Date	455.45	367.34	365.97	397.38	395.86
Exercise price	10.00	10.00	10.00	10.00	10.00
Expected volatility (weighted-average)	43.65%	37.57%	41.56%	30.72%	35.28%
Expected life / Option Life (weighted-average)	3.75	3.03	4.03	2.00	3.00
Expected dividends yield	0.40%	0.52%	0.52%	0.52%	0.52%

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Risk-free interest rate (based on government bonds)	7.22%	7.55%	7.52%	6.81%	6.86%

₹ in Crores

Particulars / Grant Date	01-11-2024 RSU (vi)	22-07-2025 RSU (vii)	22-07-2025 RSU (viii)	22-07-2025 RSU (ix)	22-07-2025 RSU (x)
Share price at grant date	410.35	401.55	401.55	401.55	401.55
Fair value at Grant Date	394.31	387.67	385.75	383.83	381.88
Exercise price	10.00	10.00	10.00	10.00	10.00
Expected volatility (weighted-average)	36.86%	33.90%	32.23%	36.50%	37.42%
Expected life / Option Life (weighted-average)	4.00	2.00	3.00	4.00	5.00
Expected dividends yield	0.52%	0.62%	0.62%	0.62%	0.62%
Risk-free interest rate (based on government bonds)	6.88%	5.78%	5.93%	6.08%	6.13%

Particulars / Grant Date	22-07-2025 RSU (xi)	01-11-2025 PSU (xii)	01-11-2025 PSU (xiii)	01-11-2025 PSU (xiv)
Share price at grant date	401.55	354.20	354.20	354.20
Fair value at Grant Date	379.29	332.78	330.88	328.94
Exercise price	10.00	10.00	10.00	10.00
Expected volatility (weighted-average)	39.35%	39.47%	38.28%	37.83%
Expected life / Option Life (weighted-average)	6.00	6.00	7.00	8.00
Expected dividends yield	0.62%	0.71%	0.71%	0.71%
Risk-free interest rate (based on government bonds)	6.31%	6.60%	6.72%	6.79%

vii) The fair value of the employee share options has been measured using the Black-Scholes Option Pricing Model. Service and non-market performance conditions attached to the arrangements were not taken into account in measuring fair value.

viii) Expected volatility has been based on an evaluation of annual volatility of peer company prevailing in the year of grant.

ix) The expected life used in the model has been adjusted based on the management's best estimates for the effects of non-transferability, exercise restrictions and behavioural considerations.

Note No. 26 - Finance Costs

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Interest expense on financial instruments designated at amortised cost	**11.47**	18.37
b) Interest expense on lease liability	**47.20**	34.54
c) Interest on delayed payment of statutory dues	**0.30**	0.15
d) Interest to MSME Vendors and others	**0.16**	1.25
Total	**59.13**	54.31

Note No. 27 - Depreciation and Amortisation Expense

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Depreciation on Property, Plant and Equipment	**69.39**	60.95
b) Amortisation on Right-of-use asset	**172.15**	128.90
c) Amortisation on Intangible Assets	**0.81**	6.20
Total	**242.35**	196.05

Note No. 28 - Other Expenses

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Rent including lease rentals	**19.99**	18.95
b) Legal and Other professional costs	**37.74**	38.13
c) Hire and service charges	**4.77**	4.58
d) Travelling and Conveyance expense	**12.89**	13.40
e) Bad debts	**7.14**	2.67
Less: Adjusted against expected credit loss allowance	**(5.33)**	(1.68)
f) Expected credit loss allowance on receivables	**16.42**	5.37

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Particulars	Year ended 31 March 2026	₹ in Crores Year ended 31 March 2025
g) Advances written off	**2.69**	0.85
Less: Adjusted against expected credit loss allowance	**(1.38)**	(0.31)
h) Impairment allowance on advances	**1.61**	0.34
i) Contributions towards Corporate Social Responsibility (CSR) (refer note below)	**1.62**	1.45
j) Advertisement	**1.04**	2.75
k) Net loss on sale of property, plant and equipments	**2.45**	0.27
l) Repairs and Maintenance:	**6.95**	7.89
i) Buildings	**(0.01)**	0.03
ii) Machinery	**0.10**	0.12
iii) Others	**6.86**	7.74
m) Payment to Statutory auditors	**0.71**	0.71
i) As Auditors	**0.67**	0.68
ii) For Other services	**0.02**	0.01
iii) For Reimbursement of expenses	**0.02**	0.02
n) Miscellaneous expense	**21.16**	24.68
Total	**130.47**	120.05

Note:

Contributions towards Corporate Social Responsibility (CSR) under section 135 of the Companies Act, 2013 ₹ 1.62 Crores (2025 : ₹ 1.45 Crores).

Particulars	Year ended 31 March 2026	₹ in Crores Year ended 31 March 2025
(i) Amount required to be spent by the company during the year	**1.57**	1.42
(ii) Amount of expenditure incurred	**1.62**	1.45
(iii) Shortfall at the end of the year	**–**	–
(iv) Total of previous years shortfall	**–**	–
(v) Reason for shortfall	**NA**	NA
(vi) Nature of CSR activities		
a) Building Communities	**0.51**	0.18
b) Girl child education	**0.81**	0.71
c) Skill Development	**0.30**	0.42
d) Sustainability	**–**	–
e) Restoring Environment	**–**	0.14
(vii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	**NA**	NA

Note No. 29 - Exceptional items gain/(loss)

On 21 November 2025, the Government of India notified the four Labour Codes-the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes") - consolidating 29 existing labour laws.

In accordance with the new Labour Codes, the Company has currently estimated the incremental impact on retiral benefits to be ₹ 4.76 crores. This has been presented under "Exceptional Items" in the Standalone Statement of Profit and Loss.

Note No. 30 - Current and Deferred Tax

(a) Income Tax recognised in Profit & Loss

Particulars	Year ended 31 March 2026	₹ in Crores Year ended 31 March 2025
A. Current Tax:		
a) In respect of current year	**21.73**	19.45
b) In respect of prior years	**0.64**	(0.41)
Total	**22.37**	19.04
B. Deferred Tax:		
a) In respect of current year	**(7.19)**	(4.36)
Total	**(7.19)**	(4.36)
Total (A+B)	**15.18**	14.68

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

(b) Income tax recognised in Other Comprehensive Income

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. Current Tax:		
Remeasurement of defined benefit obligations	**(0.42)**	(0.14)
Total	**(0.42)**	(0.14)
B. Deferred Tax:	**–**	–
Total	**–**	–
Classification of income tax recognised in other comprehensive income		
Income taxes related to items that will not be reclassified to profit or loss	**(0.42)**	(0.14)
Total	**(0.42)**	(0.14)

(c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit Before tax	**58.20**	58.18
Applicable Income tax rate#	**25.17%**	25.17%
Expected Income tax expense	**14.64**	14.64
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of expenses/provisions not deductible in determining taxable profit	**(0.10)**	0.45
Effect of net addition / (reversal) of provision in respect of prior years	**0.64**	(0.41)
Income tax expense recognised in profit or loss	**15.18**	14.68

Notes:

The tax rate used in reconciliations above is the corporate tax rate of 22% (plus surcharge and cess as applicable) on taxable profits under Income Tax Act, 1961.

(d) Amounts on which deferred tax asset has not been created and related expiry period

₹ in Crores

Particulars	As at 31 March 2026
(i) Unused tax losses (revenue in nature)	
Expiry period	
Up to Five Years	**–**
More than Five Years	**–**
No Expiry Date	**–**
Total	**–**
(ii) Unused tax losses (capital in nature)	
Expiry period	
Up to Five Years	**–**
More than Five Years	**4.96**
No Expiry Date	**–**
Total	**4.96**

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 31 - EARNINGS PER SHARE

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. Basic Earnings Per Share (in ₹) (face value ₹ 10/- per share)	**4.78**	5.80
B. Diluted Earnings Per Share (in ₹) (face value ₹ 10/- per share)	**4.78**	5.80

Notes:

i) Earnings Per Share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit for the period attributable to owners of the Company	**43.02**	43.50
Profit for the period used in the calculation of basic earnings per share	**43.02**	43.50
Weighted average number of equity shares outstanding for Basic EPS	**8,99,73,659**	7,49,39,939
Weighted average number of equity shares outstanding for diluted EPS	**9,00,38,289**	7,49,71,474
Earnings per share from continuing operations - Basic (in ₹)	**4.78**	5.80
Earnings per share from continuing operations - Diluted (in ₹)	**4.78**	5.80

ii) Reconciliation of weighted average number of equity shares

The weighted average number of equity shares for the purpose of diluted earnings per share reconciles to the weighted average number of equity shares used in the calculation of basic earnings per share as follows:

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Weighted average number of equity shares used in the calculation of Basic EPS	**8,99,73,659**	7,49,39,939
b) Add: Dilutive impact of potential equity shares on account of ESOPs and RSUs	**64,630**	31,535
Weighted average number of equity shares used in the calculation of Diluted EPS	**9,00,38,289**	7,49,71,474
Earnings per share from continuing operations - Diluted (in ₹)	**4.78**	5.80

Earnings per share for the previous year have been retrospectively adjusted for effects of rights issue during the year.

Note No. 32 - FINANCIAL INSTRUMENTS

i) Capital Management Policy

a) The Company's capital management objectives are:

- to ensure the Company's ability to continue as a going concern.
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

b) For the purpose of Company's capital management, capital includes issued share capital, equity as well as preference, all other Equity reserves and Borrowings. The Company monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial position. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

c) Net debt and Equity is given in the table below:

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
A. Equity	**1,476.39**	699.25
B. Borrowing	**–**	150.00
C. Cash and Cash Equivalents	**(61.91)**	(43.36)
D. Net Debt (B+C)	**–**	106.64
E. Net Debt to Equity Ratio (D/A)	**–**	15.25%

Note:

The above capital management disclosures are based on the information provided internally to key management personnel.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

ii) Categories of financial assets and financial liabilities

₹ in Crores

Particulars	As at 31 March 2026			
	Amortised Costs	FVTPL	FVOCI	Total
A. Non-current Assets				
a) Investments	**735.11**	**–**	**–**	**735.11**
b) Loans	**7.24**	**–**	**–**	**7.24**
c) Other Financial Assets	**54.12**	**–**	**–**	**54.12**
Total	**796.47**	**–**	**–**	**796.47**
B. Current Assets				
a) Investments	**–**	**120.08**	**–**	**120.08**
b) Trade Receivables	**509.65**	**–**	**–**	**509.65**
c) Cash and Bank Balances	**151.82**	**–**	**–**	**151.82**
d) Loans	**1.76**	**–**	**–**	**1.76**
e) Other Financial Assets	**379.98**	**–**	**–**	**379.98**
Total	**1,043.20**	**120.08**	**–**	**1,163.28**
C. Non-current Liabilities				
a) Borrowings	**–**	**–**	**–**	**–**
b) Lease Liabilities	**397.51**	**–**	**–**	**397.51**
c) Other Financial Liabilities	**–**	**–**	**–**	**–**
Total	**397.51**	**–**	**–**	**397.51**
D. Current Liabilities				
a) Lease Liabilities	**161.48**	**–**	**–**	**161.48**
b) Trade Payables	**909.84**	**–**	**–**	**909.84**
c) Other Financial Liabilities	**36.24**	**–**	**–**	**36.24**
Total	**1,107.57**	**–**	**–**	**1,107.56**

₹ in Crores

Particulars	As at 31 March 2025			
	Amortised Costs	FVTPL	FVOCI	Total
A. Non-current Assets				
a) Investments	**418.99**	**–**	**–**	**418.99**
b) Loans	**–**	**–**	**–**	**–**
c) Other Financial Assets	**44.15**	**–**	**–**	**44.15**
Total	**463.14**	**–**	**–**	**463.14**
B. Current Assets				
a) Trade Receivables	**461.81**	**–**	**–**	**461.81**
b) Cash and Bank Balances	**43.39**	**–**	**–**	**43.39**
c) Loans	**4.40**	**–**	**–**	**4.40**
d) Other Financial Assets	**488.43**	**–**	**–**	**488.43**
Total	**998.03**	**–**	**–**	**998.03**

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

₹ in Crores

Particulars	As at 31 March 2025			
	Amortised Costs	FVTPL	FVOCI	Total
C. Non-current Liabilities				
a) Borrowings	**150.00**	**–**	**–**	**150.00**
b) Lease Liabilities	**282.94**	**–**	**–**	**282.94**
c) Other Financial Liabilities	**0.44**			**0.44**
Total	**433.38**	**–**	**–**	**433.38**
D. Current Liabilities				
a) Borrowings	**–**	**–**	**–**	**–**
b) Lease Liabilities	**126.84**	**–**	**–**	**126.84**
c) Trade Payables	**949.69**	**–**	**–**	**949.69**
d) Other Financial Liabilities	**56.90**	**–**	**–**	**56.90**
Total	**1,133.43**	**–**	**–**	**1,133.43**

iii) Financial Risk Management Framework

The group's activities expose it to a variety of financial risks: credit risk and liquidity risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

a) Credit risk management

Trade receivables and deposits

(i) Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties. The Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends and analysis of historical bad debts and ageing of accounts receivable. Credit exposure is controlled by counterparty credit period which is monitored through an approved policy.

(ii) Trade receivables consist of a large number of customers, spread across diverse industries and places across India.

(iii) Apart from one large customer of the company, the Company does not have significant credit risk exposure to any single customer. Concentration of credit risk related to a single company did not exceed 15% of trade receivables at the end of the year.

(iv) The group applies the simplified approach to provide for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The Company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company and individual receivable specific provision where applicable.

(v) There is no change in estimation techniques or significant assumptions during the reporting year.

(vi) The loss allowance for trade receivables using expected credit loss for different ageing periods is as follows:

₹ in Crores

Particulars	Not Due	Less than 6 months past due	More than 6 months past due	Total
As at 31 March 2026				
a) Gross carrying amount	**306.40**	**171.80**	**54.50**	**532.70**
b) Loss allowance provision	**–**	**–**	**–**	**23.05**
As at 31 March 2025				
a) Gross carrying amount	264.23	166.62	48.64	479.49
b) Loss allowance provision	–	–	–	17.68

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

(vii) Reconciliation of loss allowance provision for Trade Receivables

₹ in Crores

Particulars		As at 31 March 2026	As at 31 March 2025
a)	Balance as at beginning of the year	**17.68**	14.09
b)	Additions during the year	**10.70**	5.27
c)	Amount written off during the year	**(5.33)**	–
d)	Impairment losses reversed / written back	**–**	(1.68)
e)	Balance at end of the year	**23.05**	17.68

(viii) During the year, the Company has written off ₹ 7.14 Crores (Previous year ₹ 2.67 Crores) of trade receivables and ₹ 1.61 Crores (Previous year ₹ 0.34 Crores) advances given. These trade receivables and deposits are not subject to enforcement activity.

Cash and Cash equivalents

As at 31 March 2026, the Company holds cash and cash equivalents of ₹ 61.91 Crores (As at 31 March 2025 & ₹ 43.36 Crores). The cash and cash equivalents are held with banks with good credit rating.

b) Liquidity risk management

(i) The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

(ii) Maturities of financial liabilities

Table showing maturity profile of financial liabilities

₹ in Crores

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2026				
Non-derivative financial liabilities				
a) Trade Payables	**909.84**	**–**	**–**	**–**
b) Lease Liabilities	**200.37**	**287.13**	**149.93**	**12.85**
c) Security Deposits	**9.20**	**–**	**–**	**–**
d) Creditors for capital supplies	**5.35**	**–**	**–**	**–**
e) Salary / wages payable	**21.67**	**–**	**–**	**–**
f) Unclaimed Dividend	**0.02**	**–**	**–**	**–**
Total	**1,146.45**	**287.13**	**149.93**	**12.85**

₹ in Crores

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2025				
Non-derivative financial liabilities				
a) Trade Payables	949.69	–	–	–
b) Borrowings	–	150.00	–	–
c) Lease Liabilities	146.44	202.35	100.62	24.11
d) Security Deposits	8.48	–	–	–
e) Creditors for capital supplies	12.79	–	–	–
f) Interest Accrued but not due	–	0.44	–	–
g) Salary / wages payable	35.60	–	–	–
h) Other liabilities	0.03	–	–	–
Total	1,153.03	352.79	100.62	24.11

The above table details the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows.

The contractual maturity is based on the earliest date on which the Company may be required to pay.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

(iii) Financing arrangements

The Company has access to following undrawn borrowing facilities at the end of the reporting year:

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
a) Unsecured Cash Credit facility		
(Includes working capital demand loan, Short term loan and overdraft, bank guarantee*)		
– Expiring within one year	**348.58**	348.50

* This limit is sub-limit of cash credit facility.

Note: The quarterly statements of current assets filed by the Company with banks are in agreement with the books of accounts.

(iv) Maturities of financial assets

Table showing maturity profile of financial assets

₹ in Crores

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2026				
A. Non-derivative financial assets				
a) Trade Receivables	**509.65**	**–**	**–**	**–**
b) Security Deposits	**15.24**	**15.99**	**44.03**	**10.01**
c) Others	**344.70**	**18.00**	**3.89**	**4.36**
As at 31 March 2025				
A. Non-derivative financial assets				
a) Trade Receivables	**461.81**	**–**	**–**	**–**
b) Security Deposits	**23.50**	**13.43**	**18.41**	**9.56**
c) Others	**469.33**	**1.34**	**1.11**	**0.30**

The above table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

c) Market Risk Management

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Currency Risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Company's exposure to currency risk relates primarily to the Company's operating activities when transactions are denominated in a different currency from the Company's functional currency.

₹ in Crores

Particulars	Currency	As at 31 March 2026	As at 31 March 2025
Trade payables	**USD**	**0.00**	**0.08**

Interest Risk

The following tables demonstrate the sensitivity to a reasonably possible change in interest rates, with all other variables held constant.

₹ in Crores

Particulars	Name of borrowing	Minimum rate of interest	Maximum rate of interest	Loan amount outstanding	Increase in Base Rate (p.a.)	Sensitivity Impact on P&L (pre-tax)	Decrease in Base Rate (p.a.)	Sensitivity Impact on P&L (pre-tax)
Year ended 31 March 2026	Inter corporate deposit from Holding Company	–	–	–	–	–	–	–
Year ended 31 March 2025	Inter corporate deposit from Holding Company	8.20%	8.22%	150.00	1.00%	(1.50)	1.00%	1.50

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 33 - Fair Value Measurement

a) Fair Valuation Techniques and Inputs used - recurring items

₹ in Crores

Financial assets/ financial liabilities measured at Fair value	Fair value As at 31 March 2026	Fair value As at 31 March 2025	Fair value hierarchy	Valuation technique(s) and key input(s)
Financial assets				
Investments				
Mutual fund investments	120.08	–	Level 1	Quoted Market Prices

As at the reporting date, the Company does not have any financial liability measured at fair values.

a) Fair value of financial assets and financial liabilities that are measured at amortised cost:

₹ in Crores

Particulars	Carrying amount
As at 31 March 2026	
A) Financial assets	
a) Financial assets carried at Amortised Cost	
i) Loans	**9.00**
ii) Trade and other receivables	**509.65**
iii) Deposits given	**72.16**
iv) Fixed Deposits	**0.01**
v) Cash and cash equivalents	**61.91**
vi) Bank Balances Other than above	**89.91**
vii) Others	**361.93**
Total	**1,104.57**
B) Financial liabilities	
a) Financial liabilities held at Amortised cost	
i) Lease Liabilities	**559.00**
ii) Security deposits taken	**9.20**
iii) Trade and other payables	**909.84**
iv) Creditors for capital supplies	**5.35**
vii) Unclaimed Dividend	**0.02**
ix) Other Financial liabilities	**21.67**
Total	**1,505.08**

₹ in Crores

Particulars	Carrying amount
As at 31 March 2025	
A) Financial assets	
a) Financial assets carried at Amortised Cost	
i) Loans	4.40
ii) Trade and other receivables	461.81
iii) Deposits given	64.90
iv) Fixed Deposits	0.01
v) Cash and cash equivalents	43.36
vi) Bank Balances Other than above	0.03
vii) Others	467.67
Total	1,042.18

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

₹ in Crores

Particulars	Carrying amount
B) Financial liabilities	
a) Financial liabilities held at Amortised cost	
i) Lease Liabilities	409.78
ii) Security deposits taken	8.48
iii) Trade and other payables	949.69
iv) Creditors for capital supplies	12.79
v) Interest Accrued	0.44
vi) Unclaimed Dividend	0.03
vii) Borrowings	150.00
ix) Other financial liabilities	35.60
Total	1,566.81

Note No. 34 - Leases

Operating Lease

Following are the changes in the carrying value of right of use assets:

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Balance as at 1 April	**362.56**	332.31
Additions	**370.34**	169.90
Disposals	**(43.86)**	(10.75)
Amortisation expense	**(172.15)**	(128.90)
Balance as at 31 March	**516.89**	362.56

The following is the movement in lease liabilities:

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Lease liabilities recognised at 1 April	**409.78**	381.77
Additions	**360.80**	164.69
Finance cost accrued	**47.20**	34.54
Deletions	**(57.42)**	(11.86)
Payment of lease liabilities	**(201.36)**	(159.36)
Balance as at 31 March	**559.00**	409.78

The following is the break-up of current and non-current lease liabilities:

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Non-current lease liabilities	**397.52**	282.94
Current lease liabilities	**161.48**	126.84
Total	**559.00**	409.78

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Less than one year	**200.37**	146.44
One to Three years	**287.13**	202.35
Three to five years	**149.93**	100.62
More than five years	**12.85**	24.11
Total undiscounted lease liabilities at Balance sheet date	**650.29**	473.53

Rental expense recorded for short-term leases was ₹ 45.02 Crores (Previous Year: ₹ 50.56 Crores) for the year ended Year ended 31 March 2026.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

The following is the movement in the net investment in sublease of ROU asset during the year:

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Net investment in sublease in ROU recognised at 1 April	**9.47**	17.07
Additions	**–**	–
Finance Income on net investment in sublease in ROU	**0.40**	1.08
Deletions	**–**	–
Rental Income on net investment in sublease in ROU	**(9.11)**	(8.68)
Balance as at 31 March	**0.76**	9.47

The table below provides details regarding the contractual maturities of net investment in sublease of ROU asset on an undiscounted basis:

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Less than one year	**0.76**	9.11
One to Three years	**–**	0.76
Total	**0.76**	9.87

Amounts recognised in Statement of Profit and Loss

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest on lease liabilities	**47.20**	34.54
Interest income on sub-leasing right of use asset	**(0.40)**	(1.08)
Expense relating to short term leases	**45.02**	50.56
Expense relating to low value leases	**17.23**	16.41
Amortisation on right of use asset	**172.15**	128.90
Amounts recognised in Statement of Profit and Loss	**281.19**	229.33

Amounts recognised in Statement of cash flows

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Total cash outflows for leases	**(201.38)**	(159.36)

Note No. 35 - Employee Benefits

a) Defined Contribution Plan

The Company's contribution to Provident Fund, superannuation Fund and other funds aggregating ₹ 12.29 Crores (2025: ₹ 12.79 Crores) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

b) Defined Benefit Plans:

Gratuity

a) The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Group scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the Group Gratuity Scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund.

b) Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

(1) Asset volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bonds discount rate, this will create or increase a deficit. The funds of the defined benefit plans are held with LIC.

As the plans mature, the Company intends to reduce the level of investment risk by investing more in assets that better match the liabilities.

(2) Change in bond yields

A decrease in government bond yields will increase plan liabilities.

(3) Inflation risk

Defined benefit obligations are linked to inflation, and higher inflation will lead to higher liabilities (although caps on the level of inflationary increases are in place to protect the plan against extreme inflation).

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

(4) Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Group's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

c) Significant Actuarial Assumptions

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

₹ in Crores

Particulars	Funded Plan - Gratuity	
	As at 31 March 2026	As at 31 March 2025
a) Discount rate(s)	6.80%	6.50%
b) Expected rate(s) of salary increase	7.00%	7.00%
c) Mortality rate during employment	100% of IALM 2012-14	100% of IALM 2012-14

d) Defined benefit plans – as per actuarial valuation

₹ in Crores

Particulars	Funded Plan – Gratuity	
	As at 31 March 2026	As at 31 March 2025
I. Amounts recognised In profit and loss		
a) Current Service Cost	**5.78**	3.67
b) Past service cost and (gains)/losses from settlements	**3.84**	–
c) Net interest expense	**0.32**	0.18
Components of defined benefit costs recognised in profit and loss	**9.94**	3.85
In Comprehensive Income		
Remeasurement on the net defined benefit liability		
a) Return on plan assets (excluding amount included in net interest expense)	**(0.08)**	(0.40)
b) Actuarial (gains)/loss arising from changes in financial assumptions	**(0.52)**	1.04
c) Actuarial (gains)/loss arising from changes in demographic assumptions	**–**	(0.40)
d) Actuarial (gains)/loss arising from experience adjustments	**(1.07)**	(0.77)
Components of defined benefit costs recognised in Other Comprehensive Income	**(1.67)**	(0.53)
Total	**8.27**	3.32
II. Net Asset/(Liability) recognised in the Balance Sheet as at 31 March		
a) Present value of defined benefit obligation	**(34.57)**	(27.13)
b) Fair value of plan assets	**25.44**	23.56
c) Surplus/(Deficit)	**(9.13)**	(3.57)
d) Current portion of the above	**(9.13)**	(3.58)
III. Change in the obligation during the year ended 31 March		
a) Present value of defined benefit obligation at the beginning of the year	**27.14**	24.81
b) Transfer within group	**1.15**	0.23
c) *Expenses Recognised in Profit and Loss Account*		
– Current Service Cost	**5.78**	3.67
– Past Service Cost	**3.84**	–
– Interest Expense (Income)	**1.85**	1.77
d) *Recognised in Other Comprehensive Income*		
Remeasurement (gains) / losses		
– Actuarial (Gains) / Loss arising from:		
i. Financial Assumptions	**(0.52)**	1.04
ii. Demographic Assumptions	**–**	(0.40)
iii. Experience Adjustments	**(1.07)**	(0.77)
e) Benefit payments	**(3.60)**	(3.22)
f) Present value of defined benefit obligation at the end of the year	**34.57**	27.13

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

₹ in Crores

Particulars	Funded Plan – Gratuity	
	As at 31 March 2026	As at 31 March 2025
IV. Change in fair value of assets during the year ended 31 March		
i) Fair value of plan assets at the beginning of the year	**23.56**	22.34
ii) *Expenses Recognised in Profit and Loss Account*		
– Expected return on plan assets	**1.53**	1.60
iii) *Recognised in Other Comprehensive Income*		
Remeasurement (gains) / losses		
– Actual Return on plan assets in excess of the expected return	**0.08**	0.40
iv) Contributions by employer (including benefit payments recoverable)	**3.88**	2.44
v) Benefit payments	**(3.60)**	(3.22)
vi) Fair value of plan assets at the end of the year	**25.44**	23.56
V. The Major categories of plan assets		
– Insurance Funds	**25.44**	23.56
VI. Actuarial assumptions		
a) Discount rate	**6.80%**	6.50%
b) Expected rate of return on plan assets	**6.50%**	6.50%
c) Attrition rate	**18.00%**	18.00%

e) The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

₹ in Crores

Principal assumption		Impact on defined benefit obligation			
		As at 31 March 2026		As at 31 March 2025	
	Changes in assumption	**Increase in assumption**	**Decrease in assumption**	Increase in assumption	Decrease in assumption
a) Discount rate	1.00%	**33.06**	**36.22**	25.80	28.62
b) Salary growth rate	1.00%	**36.23**	**33.01**	28.55	25.82
c) Attrition rate	1.00%	**34.46**	**34.68**	27.02	27.27
d) Mortality rate	10.00%	**34.57**	**34.57**	27.14	27.14

Notes:

i) The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance Sheet.

ii) The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous year.

iii) The weighted average duration of the defined benefit obligation as at as at 31 March 2026 is 4 years.

f) Maturity profile of defined benefit obligation:

The tables include both discounted value as well as unwinding of interest.

₹ in Crores

Particulars	**2026**	2025
Within 1 year	**8.59**	**4.72**
1-2 years	**5.07**	**4.27**
2-3 years	**6.10**	**3.92**
3-4 years	**4.04**	**3.82**
4-5 years	**3.58**	**3.20**
6-10 years	**12.30**	**11.01**
More than 10 years	**10.04**	**9.35**

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

g) Plan Assets

The fair value of Company's plan asset by category are as follows:

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
Asset category:		
Deposits with Insurance companies	**25.44**	23.56
	100%	100%

h) Experience Adjustments:

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
	Gratuity				
1. Defined Benefit Obligation	**(34.57)**	(27.13)	(24.81)	(23.59)	(23.11)
2. Fair value of plan assets	**25.44**	23.56	22.34	20.92	18.02
3. Surplus/(Deficit)	**(9.13)**	(3.57)	(2.47)	(2.67)	(5.09)
4. Experience adjustment on plan liabilities [(Gain)/Loss]	**(1.07)**	(0.77)	(0.62)	(0.49)	1.69
5. Experience adjustment on plan assets [Gain/(Loss)]	**0.08**	0.40	0.30	0.25	(0.01)

i) The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

j) The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

k) The current service cost and the net interest expense for the year are included in the employee benefits expense in profit or loss of the expense for the year.

Note No. 36 - Related Party Transactions

i) List of Related Parties:

(a) Related Parties where control exists:	
Holding Company	Mahindra & Mahindra Limited
Subsidiaries	
1	2 X 2 Logistics Private Limited
2	Lords Freight (India) Private Limited
3	MLL Express Services Private Limited
4	MLL Mobility Private Limited
5	V-Link Freight Services Private Limited
6	Zipzap Logistics Private Limited
(b) Other parties with whom transactions have taken place during the year:	
(i) Joint Venture	Seino MLL Logistics Private Limited (w.e.f. 23 October 2024)
(ii) Fellow Subsidiaries	
1	Gromax Agri Equipment Limited
2	Mahindra Accelo Limited (formerly known as Mahindra Intertrade Limited)
3	Mahindra Defence Systems Limited
4	Mahindra Solarize Private Limited
5	Mahindra Heavy Engines Limited (merged with Mahindra and Mahindra Limited w.e.f. 6 June 2024)
6	Mahindra Holidays And Resorts India Limited
7	Mahindra Integrated Business Solutions Private Limited
8	Mahindra MSTC Recycling Private Limited
9	Mahindra Two Wheelers Limited (merged with Mahindra and Mahindra Limited w.e.f. 6 June 2024)
10	NBS International Limited
11	Mahindra Last Mile Mobility Limited
12	Mahindra Electric AutoMobile Limited
13	Swaraj Engines Limited
14	Mahindra & Mahindra Financial Services Limited

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

(iii)	**Other Related Parties**	
	a) Associate of Holding Company	
	1	Brainbees Solutions Limited
	2	CIE Automotive India Limited
	3	Mahindra University (ceased to be a Related Party w.e.f 26 December 2025)
	4	Golde Pune Automotive India Private Limited
	b) Joint Venture of Holding Company	
	1	Classic Legends Private Limited
	c) Post Employment Benefit Plan	
	1	Mahindra Logistics Limited Gratuity Scheme
	2	Mahindra Logistics Superannuation Scheme

(iv) Key Management Personnel (KMP):

Sr. No.	Name of KMP	Designation
1	Dr. Anish Shah	Chairman & Non-Executive Director
2	Mr. Rampraveen Swaminathan	Managing Director & CEO (upto 4 May 2025)
3	Mr. Hemant Sikka	Additional Director, Managing Director & CEO (Designate) from 22 April 2025 to 4 May 2025. Managing Director & CEO w.e.f. 5 May 2025
4	Mr. Naveen Raju	Non-Executive Director
5	Ms. Malvika Sinha	Independent Director
6	Mr. Darius Pandole	Independent Director
7	Mr. Ranu Vohra	Independent Director
8	Ms. Avani Davda	Independent Director
9	Mr. Dhananjay Mungale	Independent Director (upto 21 July 2025)
10	Mr. Ameet Hariani	Independent Director

ii) Details of transactions between the Company and its related parties are disclosed below:

₹ in Crores

Particulars	Year	Holding Company	Subsidiaries	Fellow Subsidiary	Joint Venture	Other related parties
Nature of transactions with Related Parties						
a) Purchase of PPE and other assets	31 March 2026	5.56	–	–	–	–
	31 March 2025	0.22	0.03	–	–	–
b) Rendering of services	31 March 2026	3,498.69	3.54	314.90	–	17.02
	31 March 2025	2,986.91	6.63	172.15	–	11.85
c) Availment of services	31 March 2026	1.94	206.80	0.22	–	0.19
	31 March 2025	1.88	148.66	0.17	–	0.13
d) Reimbursements made to parties	31 March 2026	11.42	1.19	–	–	–
	31 March 2025	8.50	1.26	0.01	–	0.06
e) Reimbursements received from parties	31 March 2026	1.81	17.89	0.12	0.10	–
	31 March 2025	0.70	14.33	–	0.05	–
f) Sale of PPE and other assets	31 March 2026	0.05	–	–	0.02	–
	31 March 2025	–	0.04	–	–	–
g) Inter-corporate deposits taken	31 March 2026	–	–	–	–	–
	31 March 2025	150.00	–	–	–	–
h) Interest Income on inter-corporate deposits given	31 March 2026	–	0.31	–	–	–
	31 March 2025	–	0.35	–	–	–
i) Interest expense on inter-corporate deposits taken	31 March 2026	4.76	–	–	–	–
	31 March 2025	0.49	–	–	–	–

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

₹ in Crores

Particulars	Year	Holding Company	Subsidiaries	Fellow Subsidiary	Joint Venture	Other related parties
j) Dividend Paid	31 March 2026	10.45	–	–	–	–
	31 March 2025	10.45	–	–	–	–
k) Purchase of Investment in Subsidiaries	31 March 2026	–	315.88	–	–	–
	31 March 2025	–	85.00	–	–	–
l) Corporate Guarantee Commission received	31 March 2026	–	0.31	–	–	–
	31 March 2025	–	1.20	–	–	–
m) Inter-corporate deposits given - refunded	31 March 2026	–	4.40	–	–	–
	31 March 2025	–	–	–	–	–
n) Inter-corporate deposits taken - refunded	31 March 2026	150.00	–	–	–	–
	31 March 2025	–	–	–	–	–
o) Issue of shares under Rights Issue	31 March 2026	479.23	–	–	–	–
	31 March 2025	–	–	–	–	–
p) Loans/Deposits given	31 March 2026	–	7.24	–	–	–
	31 March 2025	–	–	–	–	–
q) Contribution to Gratuity Fund	31 March 2026	–	–	–	–	3.58
	31 March 2025	–	–	–	–	2.44
Balances Outstanding with Related Parties						
a) Trade payables	31 March 2026	5.32	25.36	0.03	–	0.06
	31 March 2025	2.25	28.83	0.05	–	0.08
b) Trade receivables	31 March 2026	344.05	13.88	40.28	0.02	4.94
	31 March 2025	334.02	1.88	25.69	0.06	5.00
c) Other receivables	31 March 2026	–	–	–	–	–
	31 March 2025	–	–	–	–	–
d) Inter Corporate Deposits receivable	31 March 2026	–	7.24	–	–	–
	31 March 2025	–	4.40	–	–	–
e) Inter Corporate Deposits payable	31 March 2026	–	–	–	–	–
	31 March 2025	150.00	–	–	–	–
f) Interest payable on loan	31 March 2026	–	–	–	–	–
	31 March 2025	0.44	–	–	–	–
g) Provision of bad & doubtful debts related to amount due from related parties	31 March 2026	1.87	–	–	–	0.45
	31 March 2025	1.87	–	–	–	0.45

iii) Details of transactions between Major parties $

₹ in Crores

Nature of transactions with Related Parties	Year	Holding Company	Subsidiaries	Fellow Subsidiary	Joint Venture	Other related parties
a) Purchase of PPE and other assets						
Mahindra & Mahindra Limited	31 March 2026	5.56	–	–	–	–
	31 March 2025	0.22	–	–	–	–
MLL Mobility Private Limited	31 March 2026	–	–	–	–	–
	31 March 2025	–	0.03	–	–	–
b) Rendering of services						
Mahindra & Mahindra Limited	31 March 2026	3,498.69	–	–	–	–
	31 March 2025	2,986.91	–	–	–	–

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

₹ in Crores

Nature of transactions with Related Parties	Year	Holding Company	Subsidiaries	Fellow Subsidiary	Joint Venture	Other related parties
Mahindra Heavy Engines Limited	31 March 2026	–	–	–	–	–
	31 March 2025	–	–	2.72	–	–
Classic Legends Private Limited	31 March 2026	–	–	–	–	0.16
	31 March 2025	–	–	–	–	0.00
CIE Automotive India Limited	31 March 2026	–	–	–	–	11.86
	31 March 2025	–	–	–	–	11.08
Golde Pune Automotive India, Private Limited	31 March 2026					5.00
	31 March 2025					0.77
Mahindra Two Wheelers Limited	31 March 2026	–	–	–	–	–
	31 March 2025	–	–	0.96	–	–
Zipzap Logistics Private Limited	31 March 2026	–	2.88	–	–	–
	31 March 2025	–	6.63	–	–	–
Mahindra Last Mile Mobility Limited	31 March 2026	–	–	196.87	–	–
	31 March 2025	–	–	147.40	–	–
Mahindra Electric Automobile Limited	31 March 2026			91.02		
	31 March 2025			10.00		
MLL Express Services Private Limited	31 March 2026	–	0.66	–	–	–
	31 March 2025	–	–	–	–	–
c) Availment of services						
Mahindra & Mahindra Limited	31 March 2026	1.94	–	–	–	–
	31 March 2025	1.88	–	–	–	–
2 X 2 Logistics Private Limited	31 March 2026	–	109.92	–	–	–
	31 March 2025	–	84.98	–	–	–
Zipzap Logistics Private Limited	31 March 2026	–	73.90	–	–	–
	31 March 2025	–	54.05	–	–	–
NBS International Limited	31 March 2026	–	–	0.02	–	–
	31 March 2025	–	–	0.06	–	–
Mahindra Holidays And Resorts India Limited	31 March 2026	–	–	–	–	–
	31 March 2025	–	–	0.10	–	–
Mahindra & Mahindra Financial Services Limited	31 March 2026	–	–	0.20	–	–
	31 March 2025	–	–	0.02	–	–
Mahindra University	31 March 2026	–	–	–	–	0.19
	31 March 2025	–	–	–	–	0.13
MLL Mobility Private Limited	31 March 2026	–	13.31	–	–	–
	31 March 2025	–	4.62	–	–	–
MLL Express Services Private Limited	31 March 2026	–	9.67	–	–	–
	31 March 2025	–	5.01	–	–	–
d) Reimbursements made to parties						
Mahindra & Mahindra Limited	31 March 2026	11.42	–	–	–	–
	31 March 2025	8.50	–	–	–	–
MLL Express Services Private Limited	31 March 2026	–	0.58	–	–	–
	31 March 2025	–	0.58	–	–	–
Tech Mahindra Limited	31 March 2026	–	–	–	–	–
	31 March 2025	–	–	–	–	0.06
Lords Freight (India) Private Limited	31 March 2026	–	0.21	–	–	–
	31 March 2025	–	–	–	–	–

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

₹ in Crores

Nature of transactions with Related Parties	Year	Holding Company	Subsidiaries	Fellow Subsidiary	Joint Venture	Other related parties
Mahindra & Mahindra Financial Services Limited	31 March 2026	–	–	–	–	–
	31 March 2025	–	–	0.01	–	–
Zipzap Logistics Private Limited	31 March 2026	–	0.36	–	–	–
	31 March 2025	–	0.62	–	–	–
e) Reimbursements received from parties						
Mahindra & Mahindra Limited	31 March 2026	1.81	–	–	–	–
	31 March 2025	0.70	–	–	–	–
Lords Freight (India) Private Limited	31 March 2026	–	3.68	–	–	–
	31 March 2025	–	2.88	–	–	–
MLL Mobility Private Limited	31 March 2026	–	3.03	–	–	–
	31 March 2025	–	1.88	–	–	–
MLL Express Services Private Limited	31 March 2026	–	10.47	–	–	–
	31 March 2025	–	8.90	–	–	–
Mahindra & Mahindra Financial Services Limited	31 March 2026	–	–	0.06	–	–
	31 March 2025	–	–	–	–	–
Mahindra Last Mile Mobility Limited	31 March 2026	–	–	0.07	–	–
	31 March 2025	–	–	–	–	–
Seino MLL Logistics Private Limited	31 March 2026	–	–	–	0.10	–
	31 March 2025	–	–	–	0.05	–
f) Sale of PPE and other assets						
Mahindra & Mahindra Limited	31 March 2026	0.05	–	–	–	–
	31 March 2025	–	–	–	–	–
Seino MLL Logistics Private Limited	31 March 2026	–	–	–	0.02	–
	31 March 2025	–	–	–	–	–
MLL Express Services Private Limited	31 March 2026	–	–	–	–	–
	31 March 2025	–	0.04	–	–	–
g) Loans / Deposits given						
2 X 2 Logistics Private Limited	31 March 2026	–	7.24	–	–	–
	31 March 2025	–	–	–	–	–
h) Loans / Deposits taken						
Mahindra & Mahindra Limited	31 March 2026	–	–	–	–	–
	31 March 2025	150.00	–	–	–	–
i) Interest expenses on inter-corporate deposits taken						
Mahindra & Mahindra Limited	31 March 2026	4.76	–	–	–	–
	31 March 2025	0.49	–	–	–	–
j) Interest Income on inter-corporate deposits given						
2 X 2 Logistics Private Limited	31 March 2026	–	0.31	–	–	–
	31 March 2025	–	0.35	–	–	–
k) Dividend paid						
Mahindra & Mahindra Limited	31 March 2026	10.45	–	–	–	–
	31 March 2025	10.45	–	–	–	–
l) Purchase of Investment in Subsidiaries Company						
MLL Express Services Private Limited	31 March 2026	–	313.86	–	–	–
	31 March 2025	–	85.00	–	–	–
m) Corporate Guarantee Commission income						
MLL Express Services Private Limited	31 March 2026	–	0.31	–	–	–
	31 March 2025	–	1.20	–	–	–

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

₹ in Crores

Nature of transactions with Related Parties	Year	Holding Company	Subsidiaries	Fellow Subsidiary	Joint Venture	Other related parties
n) Loans/Deposits taken - refunded						
Mahindra & Mahindra Limited	31 March 2026	150.00	–	–	–	–
	31 March 2025	–	–	–	–	–
o) Loans/Deposits given - refunded						
2 X 2 Logistics Private Limited	31 March 2026	–	4.40	–	–	–
	31 March 2025	–	–	–	–	–
p) Issue of shares under Rights Issue						
Mahindra & Mahindra Limited	31 March 2026	479.23	–	–	–	–
	31 March 2025	–	–	–	–	–
q) Contribution to Gratuity Fund						
Mahindra Logistics Limited Gratuity Scheme	31 March 2026	–	–	–	–	3.58
	31 March 2025	–	–	–	–	2.44

$ Major parties denote entities accounting for 10% or more of the aggregate for that category of transaction during respective year.

iv) Compensation of Key Managerial Personnel

The remuneration of directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends. The separate actuarial valuation figures are not available for key managerial personnel.

The remuneration key managerial personnel during the year was as follows:

₹ in Crores

Name of KMP	Year	Short-term employee benefits	Perquisite value of ESOPs exercised	Sitting Fees	Commission
Mr. Hemant Sikka	31 March 2026	11.86*	–	–	–
	31 March 2025	–	–	–	–
Mr. Rampraveen Swaminathan	31 March 2026	1.65^	–	–	–
	31 March 2025	4.08	1.89	–	–
Ms. Malvika Sinha	31 March 2026	–	–	0.14	0.09
	31 March 2025	–	–	0.09	0.07
Mr. Darius Pandole	31 March 2026	–	–	0.19	0.13
	31 March 2025	–	–	0.11	0.07
Mr. Ranu Vohra	31 March 2026	–	–	0.20	0.13
	31 March 2025	–	–	0.13	0.07
Ms. Avani Davda	31 March 2026	–	–	0.17	0.09
	31 March 2025	–	–	0.08	0.07
Mr. Dhananjay Mungale	31 March 2026	–	–	0.09	0.10
	31 March 2025	–	–	0.10	0.07
Mr. Ameet Hariani	31 March 2026	–	–	0.15	0.09
	31 March 2025	–	–	0.07	0.07

*Remuneration is in the capacity of Managing Director & CEO and includes Rs. 7.57 cr as perquisite value of M&M ESOP's exercised.

^includes Gratuity of Rs. 0.41 cr.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

v) Disclosure required under section 186(4) of the Companies Act, 2013

₹ in Crores

Name	Year ended 31 March 2026	Year ended 31 March 2025
a. Loans/Deposits Given		
2 X 2 Logistics Private Limited#	**7.24**	4.40
b. Corporate Guarantee Given		
MLL Express Services Private Limited	**–**	140.00

Above inter corporate loan has been given for capital expenditure for purchase of vehicles/ fleets @ 8.05%

Notes:

a) All the outstanding balances, whether receivables or payables are unsecured.

b) Related party transactions were made on terms equivalent to those that prevail in arm's length transactions are made only if such terms can be substantiated.

c) The loans to related parties are not in the nature of repayable on demand or without specifying any terms or period of repayment.

d) Amount of all the transactions reported above are excluding GST and including accrued sales / accrued expenses, as applicable.

e) Amount of trade receivables and trade payables including accrued sales / accrued expenses, as applicable.

Note No. 37 - Ratios

₹ in Crores

S No.	Particulars	Numerator	Denominator	31 March 2026	31 March 2025	% variance
1	Current Ratio	Current Assets	Current Liabilities	1.10	0.94	17.34%
2	Debt-equity Ratio	Borrowings	Total Equity	–	0.21	-100.00%
3	Debt service coverage Ratio	Profit before other income, interest, tax, depreciation, amortisation and impairments	Interest + outstanding current borrowing & current lease liability	1.58	1.64	-3.82%
4	Return on equity	Profit After Tax	Average Shareholder's Equity	3.95%	6.33%	-37.51%
5	Inventory Turnover Ratio	NA	NA	NA	NA	NA
6	Trade receivables turnover ratio	Net Credit Sales	Average Trade Receivables and Accrued Sales	6.33	5.42	16.91%
7	Trade payables turnover ratio	Purchases of Services & Other Expenses	Average Trade payables	5.35	4.69	14.09%
8	Net capital turnover ratio	Revenue from Operations	Average Working Capital	315.29	(46.23)	-782.04%
9	Net profit ratio	Net Profit after tax	Revenue from Operations	0.76%	0.87%	-12.60%
10	Return on capital employed	Profit before interest and tax (excluding interest on leases)	Average (Total Equity + Total Debt)	6.44%	9.70%	-33.62%
11	Return on investment	NA	NA	NA	NA	NA

Explanation for change in the ratios by more than 25% :

(i) Debt-equity Ratio: The Debt–Equity Ratio is Nil as at the year-end owing to the repayment of all outstanding borrowings during the year.

(ii) Return on Equity: Return on Equity declined from 6.33% to 3.95% primarily due to an increase in average shareholders' equity pursuant to a rights issue undertaken during the year, resulting in a lower return on a higher equity base.

(iii) Net capital turnover ratio: The Net Capital Turnover Ratio improved during the year due to an increase in average working capital, driven by higher current assets, including mutual fund investments, and a reduction in current liabilities.

(iv) Return on capital employed: The decline in ROCE is mainly attributable to an expansion in the average capital employed base consequent to an increase in equity and reduction in borrowings during the year.

NOTES TO THE STANDALONE FINANCIAL STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 38 - Contingent Liabilities and Commitments

Contingent Liabilities

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Contingent liabilities (to the extent not provided for)		
Claims against the group not acknowledged as debt		
a) VAT	**20.97**	22.77
b) Service Tax	**4.01**	3.85
c) Income Tax	**3.12**	3.12
d) GST	**222.21**	151.09
e) Corporate Guarantee for Subsidiary	**–**	140.00
f) Other Matters	**17.06**	13.43

Notes:

i) The Company does not expect any payout in respect of the above contingent liabilities.

ii) It is not practicable to estimate the timings of cash outflows, if any, in respect of matters at (a) to (d) above, pending resolution of appellate/court proceedings.

Note No. 39 - Additional Regulatory Information

i) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries") with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any parties (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

ii) Outstanding Balance with struck off companies :

₹ in Crores

Name of the Struck off Company	Nature of transaction	Relationship with the struck off company	Balance as on 31 March 2026
	NIL		

iii) The Company did not have any charges or satisfaction which were yet to be registered with ROC beyond the statutory period.

iv) The Company did not have any transaction which had not been recorded in the books of account that had been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

For and on behalf of the Board of Directors

Mahindra Logistics Limited

Anish Shah
Chairman
DIN: 02719429

Hemant Sikka
Managing Director & CEO
DIN: 00922281

Isha Dalal
Chief Financial Officer
Place: Mumbai
Date: 23 April 2026

Jignesh Parikh
Company Secretary
Membership No: ACS20413

INDEPENDENT AUDITORS' REPORT

To the members of **2 X 2 LOGISTICS PRIVATE LIMITED**

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **2 X 2 Logistics Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon. This other information is expected to be made available to us after the date of this auditors' report.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the above information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those

risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) The Company has not paid/provided any remuneration to managerial personnel as defined in the Act. Accordingly, the provisions of Section 197 of the Act related to managerial remuneration are not applicable to the Company.

   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

      (i) The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements – Refer Note 35 to the Financial Statements;

      (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

      (iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including

foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) above contain any material misstatement;

(v) The Company has not declared/paid/declared and paid any dividend during the year; and

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656AKTBGW5422

Place: Mumbai
Date: April 17, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   (B) According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

   (b) The Company has a regular programme for physical verification of its property, plant and equipment by which the property, plant and equipment are verified by the management annually. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. In accordance with the programme, the Company has physically verified its entire property, plant and equipment during the current year and no material discrepancies were noticed on such verification.

   (c) The Company does not hold any immovable property and hence reporting under Clause 3(i)(c) of the Order is not applicable to the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended) and rules made thereunder.

2. (a) The Company is in the business of rendering services and consequently, does not hold any inventory. Accordingly, the reporting under Clause 3(ii) (a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from bank on the basis of security of current assets. The Company has filed monthly returns or statements with such banks, which are in agreement with the unaudited books of account. Further, the Company is yet to submit the returns/statements for the month ended March 31, 2026 to the bank and hence reporting under clause 3(ii)(b) of the Order to the extent it relates to the last quarter of the financial year is not applicable.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of undisputed statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) Details of statutory dues referred to in sub clause (a) above which have not been deposited as on March 31, 2026 on account of disputes are given below:

Name of the statute	Nature of dues	Forum where dispute is pending	Period to which the amount relates	Amount Involved (in Lakhs)	Amount of Deposit (in Lakhs)	Net Amount (in Lakhs)
Goods and Services Tax Act, 2017	Tax, Interest and Penalty	Appellate Authorities in the State of Maharashtra	2019-2020	41.49	3.77	37.72

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans taken have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

   (e) The Company does not have any subsidiaries, joint ventures or associates. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India.

Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has five Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. As at Balance Sheet date, the Company does not have any amount remaining unspent under Section 135(5) of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656AKTBGW5422

Place: Mumbai
Date: April 17, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of 2 X 2 Logistics Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656AKTBGW5422

Place: Mumbai
Date: April 17, 2026

STANDALONE BALANCE SHEET AS AT 31ST MARCH 2026

Rs. In Lakhs

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
Assets			
I Non-Current Assets			
(a) Property, Plant and Equipment	**4**	**4,164.08**	2,657.81
(b) Capital Work-in-Progress	**5**	**1,245.02**	**–**
(c) Other Intangible Assets	**6**	**–**	**–**
(d) Financial Assets			
(i) Other Financial Assets	**8**	**9.77**	9.46
(e) Deferred Tax Assets (Net)	**9**	**–**	**–**
(f) Income Tax Assets (Net)	**10**	**125.10**	210.31
(g) Other non-current assets	**11**	**61.34**	-
Total Non-Current Assets		**5,605.31**	2,877.58
II Current Assets			
(a) Financial Assets			
(i) Trade Receivables	**7**	**706.31**	1,228.38
(ii) Cash and Cash Equivalents	**12**	**1,313.72**	632.43
(iii) Other Financial Assets	**8**	**365.24**	406.13
(b) Other Current Assets	**11**	**690.23**	437.35
Total Current Assets		**3,075.50**	2,704.29
Total Assets		**8,680.81**	5,581.87
Equity And Liabilities			
Equity			
(a) Equity Share Capital	**13**	**901.00**	901.00
(b) Other Equity	**14**	**1,789.27**	347.32
Total Equity		**2,690.27**	1,248.32
Liabilities			
I Non-Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	**15**	**4,169.52**	2,247.10
(ii) Other Financial Liabilities	**16**	**–**	–
(b) Provisions	**17**	**17.31**	13.22
(c) Deferred tax liabilities (Net)	**9**	**300.73**	134.71
(d) Other Non-Current Liabilities	**18**	**–**	–
Total Non-Current Liabilities		**4,487.56**	2,395.03

STANDALONE BALANCE SHEET AS AT 31ST MARCH 2026 (contd.)

Rs. In Lakhs

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
II Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	**15**	**906.78**	1,420.62
(ii) Trade Payables			
a) Due to Micro and Small Enterprises	**19**	**0.02**	2.00
b) Other than Micro and Small Enterprises	**19**	**425.56**	402.76
(iii) Other Financial Liabilities	**16**	**149.62**	50.32
(b) Provisions	**17**	**4.17**	3.25
(c) Other Current Liabilities	**18**	**16.83**	59.57
Total Current Liabilities		**1,502.98**	1,938.52
Total Equity And Liabilities		**8,680.81**	5,581.87

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place : Mumbai
Date : 17 April 2026

For and on behalf of the Board of Directors

2 X 2 Logistics Private Limited

Isha Dalal
Non-Executive Director
DIN: 09247780

Place : Mumbai
Date : 17 April 2026

Nitin Kishan Singhal
Non-Executive Director
DIN: 00255702

Place : Mumbai
Date : 17 April 2026

STANDALONE STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2026

Rs. In Lakhs

Particulars		Note No.	Year ended 31st March 2026	Year ended 31st March 2025
I	Revenue from operations	20	**11,120.60**	8,507.46
II	Other Income	21	**39.76**	169.17
III	**Total Income (I + II)**		**11,160.36**	8,676.63
IV	**EXPENSES**			
	(a) Operating Expenses	22	**8,057.74**	6,094.91
	(b) Employee benefits expense	23	**136.22**	107.30
	(c) Finance costs	24	**328.24**	340.79
	(d) Depreciation and amortisation expense	25	**608.76**	329.87
	(e) Other expenses	26	**94.93**	49.28
	Total Expenses		**9,225.89**	6,922.15
V	**Profit before exceptional items and tax (III - IV)**		**1,934.47**	1,754.48
VI	**Exceptional items**	27	**(4.68)**	–
VII	**Profit before tax (V + VI)**		**1,929.79**	1,754.48
VIII	**Tax Expense**		**–**	–
	(a) Current tax	28	**322.78**	–
	(b) Deferred tax	28	**165.78**	531.64
	Total Tax Expense		**488.56**	531.64
IX	**Profit After Tax (VII - VIII)**		**1,441.23**	1,222.84
X	**Other comprehensive income**			
	Items that will not be reclassified to profit or loss			
	(a) Remeasurements of the defined benefit plans - Gains/(Losses)		**0.96**	0.67
	(b) Income tax relating to items that will not be reclassified to profit or loss		**(0.24)**	(0.17)
	Total Other comprehensive income		**0.72**	0.50
XI	**Total comprehensive income for the year (IX + X)**		**1,441.95**	1,223.34
XII	**Earnings per equity share (face value Rs.10/- per share)**			
	(a) Basic (in Rs.)	29	**16.00**	13.57
	(b) Diluted (in Rs.)	29	**16.00**	13.57

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place : Mumbai
Date : 17 April 2026

For and on behalf of the Board of Directors

2 X 2 Logistics Private Limited

Isha Dalal
Non-Executive Director
DIN: 09247780

Place : Mumbai
Date : 17 April 2026

Nitin Kishan Singhal
Non-Executive Director
DIN: 00255702

Place : Mumbai
Date : 17 April 2026

STANDALONE STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH 2026

(A) Equity Share Capital **Rs. In Lakhs**

Particulars	Number of Shares	Equity share capital
Balance as at 1st April,2024	90,10,000	901.00
Changes in Equity Share Capital due to prior period errors	–	–
Restated balance at the beginning of the current reporting period	90,10,000	901.00
Changes in equity share capital during the year	–	–
Balance as at 31st March 2025	**90,10,000**	**901.00**
Balance as at 1st April, 2025	90,10,000	901.00
Changes in Equity Share Capital due to prior period errors	–	–
Restated balance at the beginning of the current reporting period	90,10,000	901.00
Changes in equity share capital during the year	–	–
Balance as at 31st March 2026	**90,10,000**	**901.00**

(B) Other Equity **Rs. In Lakhs**

Particulars	Reserves & Surplus	Total
	Retained earnings	
Balance as at 01 April 2024	(876.02)	(876.02)
Changes in Equity Share Capital due to prior period errors	–	–
Restated balance at the beginning of the current reporting period	(876.02)	(876.02)
Total Comprehensive income for the year		
- Profit for the year	1,222.84	1,222.84
- Actuarial loss transferred to retained earnings	0.50	0.50
Balance as at 31st March 2025	347.32	347.32
Balance as at 1st April, 2025	347.32	347.32
Changes in Equity Share Capital due to prior period errors	–	–
Restated balance at the beginning of the current reporting period	347.32	347.32
Total Comprehensive income for the year		
- Profit for the year	1,441.23	1,441.23
- Actuarial gain transferred to retained earnings	0.72	0.72
Balance as at 31st March 2026	**1,789.27**	**1,789.27**

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place : Mumbai
Date : 17 April 2026

For and on behalf of the Board of Directors

2 X 2 Logistics Private Limited

Isha Dalal
Non-Executive Director
DIN: 09247780

Place : Mumbai
Date : 17 April 2026

Nitin Kishan Singhal
Non-Executive Director
DIN: 00255702

Place : Mumbai
Date : 17 April 2026

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2026

Rs. In Lakhs

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
A. CASH FLOWS FROM OPERATING ACTIVITIES:		
Profit before tax	**1,929.79**	1,754.48
Adjustments for:		
Net (profit)/loss on disposal of property, plant and equipment	**(3.09)**	(152.41)
Bad debts written off	**10.25**	–
Depreciation and amortisation expense	**608.76**	329.87
Finance Cost	**328.24**	340.43
Interest income on financial assets carried at amortised cost	**(7.84)**	–
Exceptional Item Labour code impact	**4.68**	–
	941.00	517.89
Operating profit before working capital changes	**2,870.79**	2,272.37
Changes in:		
Trade and other receivables	**299.52**	(251.14)
Trade and other payables and provisions	**(14.69)**	142.24
Cash generated from operations	**3,155.62**	2,163.47
Income tax refund/(paid) (net)	**(237.58)**	(31.95)
Net cash flow generated from operating activities	**2,918.04**	2,131.52
B. CASH FLOWS FROM INVESTING ACTIVITIES:		
Interest income on financial assets carried at amortised cost	**7.84**	–
Payment to acquire property, plant and equipment & other intangible assets including CWIP	**(3,292.42)**	(3,212.87)
Proceeds from disposal of property, plant and equipment	**3.90**	193.04
Net cash used in investing activities	**(3,280.68)**	(3,019.83)
C. CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds/ (repayment) of short term borrowings (Net)	**–**	(1,043.33)
Repayment of long term borrowings	**(1,438.22)**	(435.13)
Proceeds from long term borrowings	**2,330.80**	3,302.85
Inter Corporate Deposit received	**1,316.00**	–
Inter Corporate Deposit repaid	**(800.00)**	–
Interest paid on borrowing	**(364.65)**	(303.65)
Net cash from financing activities	**1,043.93**	1,520.74
Net increase/(decrease) in cash and cash equivalents (A + B + C)	**681.29**	632.43

STANDALONE CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2026 (contd.)

Rs. In Lakhs

Particulars	Year ended 31st March 2026	Year ended 31st March 2025
Cash and cash equivalents at the beginning of the year	**632.43**	0.01
Cash and cash equivalents at the end of the year	**1,313.72**	632.43
Components of cash and cash equivalents		
Cash on hand	**–**	0.00
With Banks - in Current account / Balance in Cash Credit Accounts / Bank deposits with original maturity of less than 3 months at inception / Cheques or drafts on hand	**1,313.72**	632.43
	1,313.72	632.43

Note:

1 The above Cash Flow Statement has been prepared under the Indirect Method set out in IND AS 7 - Statement of Cash flows.

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place : Mumbai
Date : 17 April 2026

For and on behalf of the Board of Directors

2 X 2 Logistics Private Limited

Isha Dalal
Non-Executive Director
DIN: 09247780

Place : Mumbai
Date : 17 April 2026

Nitin Kishan Singhal
Non-Executive Director
DIN: 00255702

Place : Mumbai
Date : 17 April 2026

NOTES ACCOMPANYING FINANCIAL STATEMENTS

1. Corporate Information

2 X 2 Logistics Private Limited is a deemed public limited company incorporated on 22nd October 2012 under the Companies Act, 1956. The Company is engaged in providing logistics services to its customers. The financial statements for the period ended 31st March 2026 were approved for issue in accordance with a resolution of the directors on 17th April, 2026.

2(A). Material accounting policies

2.1 Basis of Accounting

The financial statements have been prepared in accordance with the provisions of Companies Act, 2013 and the Ind AS notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016, specified under Section 133 of the Act. The financial statements are separate financial statements.

2.2 Basis of preparation and presentation

The financial statements have been prepared on accrual basis and the historical cost basis as a going concern except for certain financial instruments that are measured at fair values or at amortised cost, wherever applicable, at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in this financial statement is determined on such basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 17, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly: and
- Level 3 inputs are unobservable inputs for the asset or liability.

The financial statements are prepared in Indian Rupee(INR) and denominated in lakhs. The principal accounting policies are set out below.

2.3 Non-current assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.
Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

2.4 Revenue recognition

2.4.1 Rendering of services

Incomes from logistics services rendered are recognised on the completion of the services as per the terms of contract. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts offered by the Company as part of the contract, to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

2.4.2 Dividend income

Dividend income from investments is recognised when the right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

2.4.3 Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.5 Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the lessor has a substantive substitution right, then the asset is not identified
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company as a lessee has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:
  a) the Company as a lessee has the right to operate the asset; or
  b) the Company as a lessee designed the asset in a way that predetermines how and for what purpose it will be used.

This policy is applied to contracts entered into, or modified, on or after 1st April, 2019.

As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful

life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;

  The amount expected to be payable by the lessee under residual value guarantees; The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the balance sheet.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

It is re -measured whenever :

- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).

A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease, by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

The Company recognises lease payments received under operating leases as income on a straight- line basis over the lease term as part of 'other income'.

2.6 Borrowing costs

Borrowing Cost that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are charged to revenue in the year of incurrence.

2.7 Employee benefits

2.7.1 Retirement benefit costs and termination benefits

i. Defined Contribution Plan:

Company's contributions paid/payable during the year to the Superannuation Fund, ESIC, Provident Fund and Labour Welfare Fund are recognised in the Statement of Profit and Loss.

ii. Defined Benefits Plan:

For defined retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognised in other comprehensive income in the period in which they occur. Remeasurement recognised in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

- service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);
- net interest expense or income; and
- remeasurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

2.7.2 Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

2.8 Share Based Payments arrangements

Equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date.

2.9 Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.9.1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items

that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.9.2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

2.9.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax and deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

2.10 Property, plant and equipment

All fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition is inclusive of purchase price, levies and any directly attributable cost of bringing the assets to its working condition for the intended use. Subsequent costs are included in the assets carrying amount or recognised as separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the company and cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to Statement of profit and loss during the reporting period in which they are incurred.

Depreciation on tangible assets is charged by the Straight Line Method (SLM) in accordance with the useful lives specified in Part – C of Schedule II of the Companies Act, 2013 on a pro-rata basis except for following assets in case of:

i. Certain items of Plant & Machinery individually costing more than Rs. 5,000 - over their useful lives ranging from 2 years to 10 years as estimated by the company and also based on the contractual arrangements wherever applicable.

ii. Certain items of Plant & Machinery individually costing less than Rs. 5,000 shall be depreciated over a period of 1 year.

iii. Horse portion of a Vehicle is depreciated over five years based on the management experience of handling similar kind of asset.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss.

2.11 Intangible assets

2.11.1 Intangible assets acquired separately

The useful lives of intangible assets are assessed as either finite or infinite. Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

2.11.2 Useful lives of intangible assets

The expenditure incurred is amortised over three financial years equally commencing from the year in which the expenditure is incurred.

2.12 Impairment of tangible and intangible assets

The Management of the Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the management estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and recognised in the Statement of Profit and Loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. A reversal of an impairment loss is recognised immediately in profit or loss.

2.13 Provisions, Contingent Liabilities & Contingent assets

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent Assets

A contingent asset is disclosed where an inflow of economic benefits is probable.

2.14 Financial instruments

Financial assets and financial liabilities are recognised when a company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2.15 Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a settlement date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

2.15.1 Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For the impairment policy on financial assets measured at amortised cost, refer Note 2.15.4

All other financial assets are subsequently measured at fair value.

2.15.2 Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

2.15.3 Financial assets at Fair value through Profit and loss

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in other comprehensive income for investments in equity instruments which are not held for trading.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other income’ line item. Dividend on financial assets at FVTPL is recognised when the Company’s right to receive the dividends is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be measured reliably.

2.15.4 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets).

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition.

Significant increase in credit risk

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are

within the scope of Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

2.15.5 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other comprehensive income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in other comprehensive income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in other comprehensive income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

2.16 Financial liabilities and equity instruments

2.16.1 Classification as debt or equity

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

2.16.2 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a company entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.16.3 Financial liabilities

All financial liabilities are subsequently measured at amortised cost or at FVTPL.

i. Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

- it has been incurred principally for the purpose of repurchasing it in the near term; or
- on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or
- it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognised by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

- such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;
- the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or
- it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

ii. Financial liabilities subsequently measured at amortised cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

2.17 Segment Accounting:

The Company has single reportable segment "Supply chain management" for the purpose of Segment reporting.

2.18 Exceptional Items:

An item of income or expense which by its size, type or incidence is material & requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and disclosed as such in the financial statements.

2.19 Earnings Per Share:

Basic and diluted earnings per share is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of Equity Shares outstanding during the year, in accordance with IND AS 33.

2(B). Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(i) Useful lives of Property, plant and equipment

As described in note 2.10 above, the Company reviews the estimated useful lives of property, plant and equipment at the end of each annual reporting period.

(ii) Defined Benefit Plans:

The cost of the defined benefit plans and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making assumptions that may differ from actual developments in the future. These include the determination of discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(iii) Fair Value of financial assets and liabilities and investments

The Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed for impairment. Fair value measurement that are based on significant unobservable inputs (Level 3) requires estimates of operating margin, discount rate, future growth rate, terminal values etc. based on management's best estimate about future developments.

(iv) Leases

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by lease basis and there by assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

(v) Trade receivables

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company has considered subsequent recoveries, past trends, credit risk profiles of the customers based on their industry, macroeconomic forecasts and internal and external information available to estimate the probability of default in future.

3 Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 4 - Property, Plant and Equipment

As at 31 March 2026

Description of Assets	Plant and Equipment	Office Equipment	Computer	Furniture & Fixtures	Vehicles	Rs. In Lakhs Total
A. Cost						
Balance as at 1 April 2025	2.43	6.54	2.93	2.24	6,395.98	6,410.12
a) Additions	–	0.98	–	–	2,114.86	2,115.84
b) Addition on business combination	–	–	–	–	–	–
c) Less: Disposals / adjustments	–	–	–	–	(16.24)	(16.24)
Balance as at 31 March 2026	**2.43**	**7.52**	**2.93**	**2.24**	**8,494.60**	**8,509.72**
B. Accumulated depreciation/amortisation						
Balance as at 1 April 2025	2.31	6.04	2.78	1.86	3,739.32	3,752.31
a) Depreciation/amortisation expense for the year	–	0.16	–	0.18	608.41	608.76
b) Add: Addition on business combination	–	–	–	–	–	–
c) Less: Disposals / adjustments	–	–	–	–	(15.43)	(15.43)
Balance as at 31 March 2026	**2.31**	**6.20**	**2.78**	**2.05**	**4,332.30**	**4,345.64**
C. Net carrying amount as at 31 March 2026 (A-B)	**0.12**	**1.32**	**0.15**	**0.20**	**4,162.30**	**4,164.08**

As at 31 March 2025

Description of Assets	Plant and Equipment	Office Equipment	Computer	Furniture & Fixtures	Vehicles	Rs. In Lakhs Total
A. Cost						
Balance as at 1 April 2024	6.01	6.27	2.93	2.24	4,394.26	4,411.72
a) Additions	–	0.27	–	–	2,751.48	2,751.75
b) Addition on business combination	–	–	–	–	–	–
c) Less: Disposals / adjustments	(3.58)	–	–	–	(749.76)	(753.34)
Balance as at 31 March 2025	**2.43**	**6.54**	**2.93**	**2.24**	**6,395.98**	**6,410.13**
B. Accumulated depreciation/amortisation						
Balance as at 1 April 2024	2.63	5.96	2.67	1.65	4,122.24	4,135.16
a) Depreciation/amortisation expense for the year	0.11	0.09	0.11	0.21	329.35	329.87
b) Add: Addition on business combination	–	–	–	–	–	–
c) Less: Disposals / adjustments	(0.44)	–	–	–	(712.28)	(712.71)
Balance as at 31 March 2025	**2.31**	**6.04**	**2.78**	**1.86**	**3,739.32**	**3,752.32**
C. Net carrying amount as at 31 March 2025 (A-B)	**0.12**	**0.50**	**0.15**	**0.38**	**2,656.66**	**2,657.81**

Notes:

1)

Particulars	As at 31 March 2026	Rs. In Lakhs As at 31 March 2025
i) The estimated amount of contracts remaining to be executed on capital account and not provided for	183.99	–
ii) Carrying amount of assets pledged to secure borrowings (Refer note 15)		
a) Vehicles	4,162.30	–
b) Office Equipment	–	–
c) Furniture and Fixtures	–	–
d) Plant and Equipment	–	–
e) Computer	–	–

2) The Company has not revalued its property, plant and equipment (including right of use assets) during the current or previous year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 5 - Capital Work-in-Progress

(i) Capital Work-in-Progress Ageing
As at 31 March 2026

Rs. In Lakhs

	Amount in Capital Work-in-Progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 Years**	**Total**
Projects in Progress	**1,245.02**	**–**	**–**	**–**	**1,245.02**

As at 31 March 2025

	Amount in Capital Work-in-Progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 Years**	**Total**
Projects in Progress	–	–	–	–	–

(ii) Projectwise breakup of Capital Work-in-Progress
As at 31 March 2026

	To be completed in				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 Years**	**Total**
Projects in Progress					
Supply Chain Management	**1,245.02**	**–**	**–**	**–**	**1,245.02**
Total	**1,245.02**	**–**	**–**	**–**	**1,245.02**

As at 31 March 2025

	To be completed in				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 Years**	**Total**
Projects in Progress					
Supply Chain Management	**–**	**–**	**–**	**–**	**–**
Total	**–**	**–**	**–**	**–**	**–**

Note No. 6 - Other Intangible Assets

As at 31 March 2026

Rs. In Lakhs

Particulars	**As at 31 March 2026**	**As at 31 March 2025**
Computer Software		
A. Cost		
a) Balance as at 1 April 2025	0.51	0.51
b) Additions	–	–
c) Less: Disposals / adjustments	–	–
Balance as at 31 March 2026	**0.51**	**0.51**
B. Accumulated amortisation		
a) Balance as at 1 April 2025	0.51	0.51
b) Amortisation expense for the year	–	–
c)Less: Disposals / adjustments	–	–
Balance as at 31 March 2026	**0.51**	**0.51**
C. Net carrying amount as at the end of the year (A-B)	**–**	**–**

Note:
1) The Company has not revalued its other intangible assets during the current or previous year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 7 - Trade Receivables

Rs. In Lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2025 Current
a) Trade Receivables considered good - Secured	**–**	–
b) Trade Receivables considered good - Unsecured	**706.31**	1,228.38
c) Trade Receivable which have significant increase in credit risk	**–**	–
d) Undisputed Trade Receivable - Credit Impaired	**–**	–
e) Disputed Trade Receivable - Credit Impaired	**–**	–
	706.31	1,228.38
Less: Allowance for Credit Losses	**–**	–
Total	**706.31**	1,228.38

Trade Receivable ageing as at 31 March 2026

Rs. In Lakhs

Particulars	Outstanding for following period from due date of payment						
	Not Due	Less than 6 Months	6 Months to 1 year	1 to 2 Year	2 to 3 Years	More than 3 Years	Total
a) Undisputed Trade Receivable - Considered Good	587.44	118.87	–	–	–	–	**706.31**
b) Undisputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	–
c) Undisputed Trade Receivable - Credit Impaired	–	–	–	–	–	–	–
d) Disputed Trade Receivable - Considered Good	–	–	–	–	–	–	–
e) Disputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	–
f) Disputed Trade Receivable - Credit Impaired	–	–	–	–	–	–	–
Total Trade Receivables							**706.31**
Less: Allowance for Expected Credit Losses							–
Total							**706.31**

Trade Receivable ageing as at 31 March 2025

Rs. In Lakhs

Particulars	Outstanding for following period from due date of payment						
	Not Due	Less than 6 Months	6 Months to 1 year	1 to 2 Year	2 to 3 Years	More than 3 Years	Total
a) Undisputed Trade Receivable - Considered Good	828.08	400.29	–	–	–	–	**1,228.38**
b) Undisputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	–
c) Undisputed Trade Receivable - Credit Impaired	–	–	–	–	–	–	–
d) Disputed Trade Receivable - Considered Good	–	–	–	–	–	–	–
e) Disputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	–
f) Disputed Trade Receivable - Credit Impaired	–	–	–	–	–	–	–
Total Trade Receivables							**1,228.38**
Less: Allowance for Expected Credit Losses							–
Total							**1,228.38**

Notes:

i) Refer Note 30 (iii) for disclosures related to credit risk, impairment of trade receivables under expected credit loss model and related disclosures.

ii) The Company applies the simplified approach to provide for expected credit losses prescribed by IND AS 109, which permits the use of the lifetime expected credit loss provision for all trade receivables. The Company has expected credit losses based on a provision matrix which uses historical credit loss experience of the Company.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 8 - Other Financial Assets

Rs. In Lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-Current	As at 31 March 2025 Current	As at 31 March 2025 Non-Current
Financial assets at amortised cost - considered good				
a) Security Deposits				
i. Unsecured, considered good	**–**	**9.77**	–	9.46
Less: Allowance for Losses	**–**	**–**	–	–
Total	**–**	**9.77**	–	9.46
b) Other items				
i. Accrued Sales	**364.30**	**–**	404.76	–
ii. Other Receivables	**0.94**	**–**	1.37	–
Less: Allowance for Losses	**–**	**–**	–	–
Total	**365.24**	**–**	406.13	–
Total (a+b)	**365.24**	**9.77**	406.13	9.46

Accrued Sales ageing from transaction date:

Rs. in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Less than 6 Months	**355.01**	404.76
6 Months to 1 year	**9.29**	–
1 to 2 Year	**–**	–
2 to 3 Years	**–**	–
More than 3 Years	**–**	–
	364.30	404.76
Less: Allowance for Losses	**–**	–
Total	**364.30**	404.76

Note No. 9 - Deferred Tax Assets/Liabilities (Net)

Movement in deferred tax balances

Year ended 31 March 2026

Rs. In Lakhs

Particulars	Opening Balance	Acquired in Business Combination	Recognised in profit and Loss	Recognised in OCI	Closing Balance
A. Tax effect of items constituting deferred tax liabilities					
a) VAT allowance	–	–	–	–	–
Transfer from Deferred Tax Asset					
b) Allowances on Property, Plant and Equipment and Intangible Assets	171.37	–	134.78	–	306.14
c) Provision for employee benefits	(4.36)	–	(1.29)	0.24	(5.41)
d) Income tax Loss	(32.03)	–	32.03	–	(0.00)
e) Others	(0.26)	–	0.26	–	0.00
Total	**134.71**	**–**	**165.78**	**0.24**	**300.73**
B. Tax effect of items constituting deferred tax assets					
Total	**–**	**–**	**–**	**–**	**–**
Net Tax Asset/(Liabilities) (B-A)	**(134.71)**	**–**	**(165.78)**	**(0.24)**	**(300.73)**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 9 - Deferred Tax Assets/Liabilities (Net) (contd.)

Year ended 31 March 2025

Rs. In Lakhs

Particulars	Opening Balance	Acquired in Business Combination	Recognised in profit and Loss	Recognised in OCI	Closing Balance
A Tax effect of items constituting deferred tax liabilities					
a) Allowances on Property, Plant and Equipment and Intangible Assets	–	–	171.37	–	171.37
b) Provision for employee benefits	–	–	(4.53)	0.17	(4.36)
c) Income tax Loss	–	–	(32.03)	–	(32.03)
d) Others	–	–	(0.26)	–	(0.26)
Total	**–**	**–**	**134.55**	**0.17**	**134.71**
B Tax effect of items constituting deferred tax assets					
a) Allowances on Property, Plant and Equipment and Intangible Assets	(3.01)	–	3.01	–	–
b) Provision for employee benefits	4.53	–	(4.53)	–	–
c) Income tax Loss	337.18	–	(337.18)	–	–
d) Minimum Alternate Tax Credit	58.40	–	(58.40)	–	–
Total	**397.10**	**–**	**(397.10)**	**–**	**–**
Net Tax Asset/(Liabilities) (B-A)	**397.10**	**–**	**(531.64)**	**(0.17)**	**(134.71)**

Note No. 10 - Income Tax Assets & Liabilities (Net)

Rs. In Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Non Current Income Tax Assets (Net)		
Advance Income Tax/TDS Receivable (Net)	**125.10**	210.31
Total	**125.10**	210.31

Note No. 11 - Other Assets

Rs. In Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non- Current	Current	Non- Current
I Capital advances				
a) Considered Good	**–**	**61.34**	–	–
Total (A)	**–**	**61.34**	–	–
II Advances other than capital advances				
a) Advances to suppliers - considered good	**465.26**	**–**	381.60	–
b) Balances with government authorities (other than income taxes)	**109.33**	**–**	–	–
c) Prepaid Expenses	**115.64**	**–**	55.75	–
Total (B)	**690.23**	**–**	437.35	–
Total (A+B)	**690.23**	**61.34**	437.35	–
Less: Allowances for credit losses	**–**	**–**	–	–
Total (C)	**–**	**–**	–	–
Total (A+B+C)	**690.23**	**61.34**	437.35	–

Note No. 12 - Cash and Bank balances

Rs. In Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Cash and cash equivalents		
a) Balances with banks	**313.45**	632.23
b) Cheques, drafts on hand	**2.27**	0.21
c) Bank deposits with original maturity of less than 3 months at inception	**998.00**	–
	1,313.72	632.43

Notes:

i) Cash Credit facilities are repayable on demand and carry interest based on applicable rate plus agreed spreads and/or negotiated rates. The rates of interest during the year was 9.45%

ii) Fixed deposits of Rs. 9,98,00,000 were made on 30th March, 2026, at an interest rate of 3.5% for a tenure of 7 days.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 13 - Equity Share Capital

Rs. in Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	**Amount**	No. of shares	Amount
I Authorised:				
Equity shares of Rs.10 each with voting rights	**1,00,00,000**	**1,000.00**	1,00,00,000	1,000.00
Total	**1,00,00,000**	**1,000.00**	1,00,00,000	1,000.00
II Issued, Subscribed and Fully Paid:				
Equity shares of Rs.10 each with voting rights	**90,10,000**	**901.00**	90,10,000	901.00
Total	**90,10,000**	**901.00**	90,10,000	901.00

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

Particulars		Opening Balance	Fresh Issue	Other Changes	Closing Balance
Equity Shares with Voting rights					
Year Ended 31 March 2026					
	No. of Shares	**90,10,000**	**–**	**–**	**90,10,000**
	Amount (Rs. in Lakhs)	**901.00**	**–**	**–**	**901.00**
Year Ended 31 March 2025					
	No. of Shares	90,10,000	–	–	90,10,000
	Amount (Rs. in Lakhs)	901.00	–	–	901.00

(ii) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the board of directors and approved by the shareholders in the annual general meeting is paid in Indian rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shares held by Holding Company / and their Subsidiaries

Particulars	**As at 31 March 2026**	As at 31 March 2025
Holding Company		
- Mahindra Logistics Limited	**49,55,500**	49,55,500

(iv) Details of shares held by each shareholder holding more than 5% shares:

	As at 31 March 2026		As at 31 March 2025	
Class of shares/ Name of shareholder	**Number of shares held**	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
- Mahindra Logistics Limited	**49,55,500**	**55.00%**	49,55,500	55.00%
- IVC Logistics Limited	**40,54,500**	**45.00%**	40,54,500	45.00%

(v) Shareholding of Promoters / Promoter Group:

As at 31 March 2026

Promoter name	No. of Shares	% of total shares	% Change during the year
Mahindra Logistics Limited	**49,55,500**	**55.00%**	**0.00%**
IVC Logistics Limited	**40,54,500**	**45.00%**	**0.00%**
Total	**90,10,000**	**100.00%**	**0.00%**

As at 31 March 2025

Promoter name	No. of Shares	% of total shares	% Change during the year
Mahindra Logistics Limited	49,55,500	55.00%	0.00%
IVC Logistics Limited	40,54,500	45.00%	0.00%
Total	**90,10,000**	**100.00%**	**0.00%**

Note:

i) Above list certified by Registrar and Share Transfer Agent.

Note No. 14 - Other Equity

Rs. in Lakhs

Particulars	**As at 31 March 2026**	As at 31 March 2025
Retained earnings	**1,789.27**	347.32
Total	**1,789.27**	347.32

Movement in Reserves

Rs. in Lakhs

Particulars	**As at 31 March 2026**	As at 31 March 2025
(A) Retained Earnings		
Balance as at the beginning of the period	**347.32**	(876.02)
Add: Profit for the period	**1,441.23**	1,222.84
Add: Actuarial gain/(loss) for the period	**0.72**	0.50
Balance as at the end of the period	**1,789.27**	347.32

Nature and purpose of other reserves:

Retained earnings:

Retained earnings represents the accumulated surplus. The reserve can be distributed/utilised by the Company in accordance with the Companies Act, 2013.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 15 - Borrowings

Rs. In Lakhs

Particulars	Note No.	As at 31 March 2026 Current	As at 31 March 2026 Non- Current	As at 31 March 2025 Current	As at 31 March 2025 Non- Current
I Secured Borrowings					
a) Term Loan					
From Banks	**(i)**	**–**	**2,853.52**	–	2,247.10
b) Deposits		**–**	**–**	–	–
c) Loan from related party	**(ii)**	**–**	**1,316.00**	–	–
d) Current maturities of long-term debt -Secured					
Term Loans from Banks	**(i)**	**906.78**	**–**	620.62	–
Total Secured Borrowings		**906.78**	**4,169.52**	620.62	2,247.10
II Unsecured Borrowings					
a) Current maturities of long-term debt -Unsecured					
Loans and advances/ICDs from related parties	**(iii)**	**–**	**–**	800.00	–
Total Unsecured Borrowings		**–**	**–**	800.00	–
Total Borrowings (I + II)		**906.78**	**4,169.52**	1,420.62	2,247.10

Notes:

i) Term Loan of Rs. 28.54 crores (Previous year Rs. 22.47 crores) is secured by way of hypothecation of the related vehicles and are repayable over five years equal monthly installments. The rate of interest applicable ranges from 8.05% to 8.82% p.a.

ii) Secured borrowing were obtained from both Holding Company and Investor Company for capital expenditure for purchase of vehicles/fleets are in the nature of an inter-corporate borrowing, repayable within a tenure of up to three years. It carries interest at a floating rate linked to the 3-month T-bill plus 278 basis points, with resets on 30 June and 31 December. The loan is secured by way of hypothecation of the related vehicles. During FY26, interest rate charged is 8.05% p.a. (2025: Fixed 8.00% p.a.). Loan has been utilized for the purpose it was granted.

iii) Unsecured loan obtained by way of Inter corporate borrowing from the investors of the Company in the ratio of their shareholding. Loan has been taken in the year 2022 and is paid back to the lenders within 3 years from the date of first disbursement. ICD taken at 8% interest p.a.

Rs. In Lakhs

iv) **Particulars**	As at 31 March 2026 **Maximum amount outstanding during the year**	As at 31 March 2026 **Amount Outstanding**	As at 31 March 2025 Maximum amount outstanding during the year	As at 31 March 2025 Amount Outstanding
Loan from Holding/Investor Company				
Mahindra Logistics Limited	**864**	**724**	440	440
IVC Logistics Limited..	**652**	**592**	360	360

Rs. in Lakhs

v) **Changes in liabilities from financing activities**	**For the year ended 31 March, 2026**	For the year ended 31 March, 2025
Borrowings (Term loan and Inter corporate deposits)		
Opening Balance	**3,667.72**	1,843.33
Borrowings taken during the year	**3,646.80**	3,302.85
Finance cost	**327.87**	340.43
Repayment of borrowings during the year	**(2,238.22)**	(1,478.46)
Payment of interest during the year	**(364.65)**	(303.65)
Accrued interest adjustment	**36.78**	(36.78)
Closing Balance	**5,076.30**	3,667.72

Note No. 16 - Other Financial Liabilities

Rs. In Lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non- Current	As at 31 March 2025 Current	As at 31 March 2025 Non- Current
a) Creditors for Capital Supplies/Services	**129.77**	**–**	**–**	–
b) Interest Accrued but not due	**–**	**–**	**36.78**	–
c) Salary / wages payables	**19.85**	**–**	**13.54**	–
Total	**149.62**	**–**	**50.32**	–

Note No. 17 - Provisions

Rs. in Lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non- Current	As at 31 March 2025 Current	As at 31 March 2025 Non- Current
Provision for employee benefits				
Provision for Compensated absences	**1.23**	**4.11**	1.22	4.24
Post-Employment Benefit - Gratuity Liability	**2.94**	**13.20**	2.03	8.98
Total	**4.17**	**17.31**	3.25	13.22

Note:

The provision for employee benefits includes annual leave and vested long service leave entitlements accrued and gratuity liability for the employees. For other disclosures refer note no. 32- employee benefits.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 18 - Other liabilities

Rs. in Lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-Current	As at 31 March 2025 Current	As at 31 March 2025 Non-Current
Advances received from customers	**11.74**	**–**	–	–
Statutory dues (other than income taxes)				
a) Taxes Payable	**4.20**	**–**	58.95	–
b) Employee Liabilities	**0.89**	**–**	0.62	–
Total	**16.83**	**–**	59.57	–

Note No. 19 - Trade Payables

Rs. in Lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2025 Current
Total outstanding dues of micro enterprises and small enterprises	**0.02**	2.00
Total outstanding dues other than micro enterprises and small enterprises:		
– Trade payable - Other than Micro and small enterprises (includes Outstanding dues of Medium enterprises)	**425.56**	402.76
Total	**425.58**	404.76

Trade Payable ageing as at 31 March 2026

Rs. In Lakhs

Particulars	Outstanding for following periods from due date of payment: Less Than 1 year	1 to 2 years	2 to 3 years	More Than 3 years	Total
i) MSME	–	–	–	–	–
ii) Others	425.56	–	–	–	425.56
iii) Disputed Dues - MSME	0.02	–	–	–	0.02
iv) Disputed Dues - Others	–	–	–	–	–
Total	425.58	–	–	–	**425.58**

Trade Payable ageing as at 31 March 2025

Particulars	Outstanding for following periods from due date of payment: Less Than 1 year	1 to 2 years	2 to 3 years	More Than 3 years	Total
i) MSME	1.95	–	–	–	1.95
ii) Others	402.76	–	–	–	402.76
iii) Disputed Dues - MSME	0.05	–	–	–	0.05
iv) Disputed Dues - Others	–	–	–	–	–
Total	404.76	–	–	–	**404.76**

Notes:

i) Trade Payables are payables in respect of the amount due on account of goods purchased or services availed in the normal course of business.

ii) Micro, Small & Medium enterprises have been identified by the Company on the basis of the information available with the Company. Total outstanding dues of Micro and Small enterprises, which are outstanding and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the Act") are given below. This has been relied upon by the auditors.

Rs. in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
a) Dues remaining unpaid		
- Principal	**0.02**	2.00
- Interest on the above	**–**	–
b) Interest paid in terms of section 16 of the Act along with the amount of payment made to the supplier beyond appointed day during the year-		
- Principal paid beyond the appointed date	**16.18**	–
- Interest paid in terms of section 16 of the Act	**–**	–
c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**0.31**	–
d) Further interest due and payable even in succeeding years, until such date when the interest due as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under section 23 of the Act	**–**	–
e) Further interest due and payable even in succeeding years, until such date when the interest due as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under section 23 of the Act	**–**	–
f) Amount of interest accrued and remaining unpaid at the end of accounting year	**0.31**	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 20 - Revenue from operations

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Revenue from rendering of services	**11,120.60**	8,507.46
Total	**11,120.60**	8,507.46

A. Continent-wise break up of Revenue

Year ended 31 March 2026

Rs. in Lakhs

Country	Revenue from contracts with customers	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
India	11,120.60	–	11,120.60	39.76	11,160.36
Total	**11,120.60**	**–**	**11,120.60**	**39.76**	**11,160.36**

Year ended 31 March 2025

Rs. in Lakhs

Country	Revenue from contracts with customers	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
India	8,507.46	–	8,507.46	169.17	8,676.63
Total	**8,507.46**	**–**	**8,507.46**	**169.17**	**8,676.63**

B. Reconciliation of revenue from contract with customer

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from contract with customer as per the contract price	**11,203.73**	8,594.67
Adjustments made to contract price on account of :-		
a) Trade discounts, volume rebates, returns etc.	**(83.13)**	(87.20)
Revenue from contract with customer as per the Statement of Profit and Loss	**11,120.60**	8,507.46

C. Movement of Contract Assets and Contract Liabilities

Movement of Contract Assets

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening Balance	**404.76**	347.05
Additions during the year	**5,881.61**	6,332.96
Reclassification Adjustments:		
– Reclass of opening balances of contract assets to trade receivables	**(5,922.07)**	(6,275.25)
Closing Balance	**364.30**	404.76

Movement of Contract Liabilities

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening Balance	**–**	–
Additions during the year	**11.74**	–
Closing Balance	**11.74**	–

Note No. 21 - Other Income

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Interest Income		
(i) Financial assets carried at amortised cost	**7.84**	–
(ii) Other Assets	**7.67**	–
b) Miscellaneous Income		
(i) Profit on disposal of property, plant and equipment	**3.09**	152.41
(ii) Other non operating income	**21.16**	16.76
Total	**39.76**	169.17

Notes:

1) Other non operating income pertains to scrap scale
2) The Company has not traded or invested in crypto currency during the current or previous year

Note No. 22 - Operating Expenses

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Freight & Other Related Expenses	**3,254.85**	2,256.78
Labour & Other Related Expenses	**332.31**	252.12
Rent	**51.72**	46.68
Power & Fuel	**3,783.08**	3,101.17
Repairs Machinery	**635.78**	438.16
Total	**8,057.74**	6,094.91

Note No. 23 - Employee Benefits Expense

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Salaries and wages, including bonus	**125.95**	97.57
b) Contribution to provident and other funds	**4.59**	4.40
c) Gratuity	**2.24**	2.08
d) Staff welfare expenses	**3.44**	3.25
Total	**136.22**	107.30

Notes:

i) Salaries and wages includes salaries, wages, bonus, compensated absences and all other amounts payable to employees in respect of services rendered as per their employment terms under a contract of service.

ii) Contribution to provident fund and other funds includes contributions to other funds like labour welfare fund, etc. pertaining to employees.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 24 - Finance costs

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Interest expense on financial instruments designated at amortised cost	**327.87**	340.43
b) Interest on delayed payment of statutory dues	**0.06**	–
c) Interest to MSME Vendors	**0.31**	–
d) Finance and Other Interest costs	**–**	0.36
Total	**328.24**	340.79

Note No. 25 - Depreciation and amortisation expense

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Depreciation on Property, Plant and Equipment	**608.76**	329.87
Total	**608.76**	329.87

Note No. 26 - Other Expenses

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Rent including lease rentals	**10.67**	9.00
b) Legal and Other professional costs	**17.12**	15.31
c) IT Expenses	**2.82**	**–**
d) Travelling and Conveyance expense	**2.99**	3.40
e) Bad debts	**10.25**	–
Less: Adjusted against Provision for bad & doubtful debts	**–**	–
f) Insurance	**1.06**	3.13
g) Contributions towards Corporate Social Responsibility (CSR) (refer note below)	**10.39**	–
h) Repairs and Maintenance:	**0.05**	–
i) Buildings	**–**	–
ii) Machinery	**–**	–
iii) Others	**0.05**	–
i) Payment to Statutory auditors	**2.44**	2.35
i) As Auditors	**1.87**	1.90
ii) For taxation matters	**0.45**	0.45
iii) For Reimbursement of expenses	**0.12**	–
j) Miscellaneous expense	**37.14**	16.09
Total	**94.93**	49.28

Note:

Contributions towards Corporate Social Responsibility (CSR) under section 135 of the Companies Act, 2013 Rs. 10.39 Lakhs (2025 : Rs. 0 Lakhs).

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(i) Amount required to be spent by the company during the year	**10.35**	–
(ii) Amount of expenditure incurred	**10.39**	–
(iii) Shortfall at the end of the year	**–**	**–**
(iv) Total of previous years shortfall	**–**	–
(v) Reason for shortfall	**NA**	NA
(vi) Nature of CSR activities		
a) Building Communities	**5.39**	–
b) Girl child education	**5.00**	–
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the company in relation	**5.00**	–
(viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	**NA**	NA

Note No. 27 - Exceptional Items

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Other exceptional item	**4.68**	–
Total	**4.68**	–

Note:

On 21 November 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively ""new Labour Codes"") - consolidating 29 existing labour laws.

In accordance with the new Labour Codes, the Company has estimated the incremental impact on retiral benefits to be Rs 4.68 lakhs. This has been presented under ""Exceptional Items"" in the Statement of Profit and Loss.

Note No. 28 - Current and Deferred Tax

(a) Income Tax recognised in Profit & Loss

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. Current Tax:		
a) In respect of current year	**322.78**	–
b) In respect of prior years	**–**	–
Total	**322.78**	–
B. Deferred Tax:		
a) In respect of current year	**165.78**	531.64
b) In respect change in tax rate	**–**	–
Total	165.78	531.64
Total (A+B)	**488.56**	531.64

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

(b) Income tax recognised in Other Comprehensive Income

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. Deferred Tax:	**(0.24)**	(0.17)
Total	**(0.24)**	(0.17)
Classification of income tax recognised in other comprehensive income		
Income taxes related to items that will not be reclassified to profit or loss	**(0.24)**	(0.17)
Total	**(0.24)**	(0.17)

(c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit Before tax	**1,929.79**	1,754.48
Applicable Income tax rate #	**25.168%**	25.168%
Expected Income tax expense	**485.69**	441.57
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of Change in tax rate compared to previous year	**–**	31.68
Effect of income exempt from tax / non taxable on compliance of conditions	**–**	
Effect of income chargeable at specified tax rates	**–**	–
Effect of expenses/provisions not deductible in determining taxable profit	**2.88**	58.40
Reversal of deferred tax asset/liabilities on impairment of investment	**–**	–
Effect of net addition / (reversal) of provision in respect of prior years	**–**	–
Effect of current year losses for which no deferred tax asset is recognised	**–**	–
Income tax expense recognised in profit or loss	**488.56**	531.64

Note:

The tax rate used in reconciliations above is the corporate tax rate of 22% (plus surcharge and cess as applicable) on taxable profits under Income Tax Act, 1961.

Note No. 29 - Earnings per share

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. Basic Earnings Per Share (in Rs.) (face value Rs. 10/- per share)	**16.00**	13.57
B. Diluted Earnings Per Share (in Rs.) (face value Rs. 10/- per share)	**16.00**	13.57

Note:

i) Earnings Per Share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit for the period attributable to owners of the Company	**1,441.23**	1,222.84
Profit for the period used in the calculation of basic earnings per share	**1,441.23**	1,222.84
Weighted average number of equity shares outstanding for Basic EPS	**90,10,000**	90,10,000
Weighted average number of equity shares outstanding for diluted EPS	**90,10,000**	90,10,000
Earnings per share from continuing operations - Basic (in ₹)	**16.00**	13.57
Earnings per share from continuing operations - Diluted (in ₹)	**16.00**	13.57

Note No. 30- Financial Instruments

i) Capital Management Policy

a) The Company's capital management objectives are:

– to ensure the Company's ability to continue as a going concern.

– to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

b) For the purpose of Company's capital management, capital includes issued share capital, equity, all other Equity reserves and Borrowings. The Company monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial position. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

c) Equity and Net debt is given in the table below:

Rs. in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
A. Equity	**2,690.27**	1,248.32
B. Borrowing	**5,076.30**	3,667.72
C. Cash and Cash Equivalents	**(1,313.72)**	(632.43)
Equity and Net debt	**6,452.85**	4,283.60

Note: The above capital management disclosures are based on the information provided internally to key management personnel.

ii) Categories of financial assets and financial liabilities

Rs. in Lakhs

Particulars	Amortised Costs	FVTPL	FVOCI	Total
	As at 31 March 2026			
A. Non-Current Assets				
a) Other Financial Assets	**9.77**	**–**	**–**	**9.77**
Total	**9.77**	**–**	**–**	**9.77**
B. Current Assets				
a) Trade Receivables	**706.31**	**–**	**–**	**706.31**
b) Cash and Bank Balances	**1,313.72**	**–**	**–**	**1,313.72**
c) Other Financial Assets	**365.24**	**–**	**–**	**365.24**
Total	**2,385.27**	**–**	**–**	**2,385.27**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 30- Financial Instruments (contd.)

Rs. in Lakhs
As at 31 March 2026

Particulars	Amortised Costs	FVTPL	FVOCI	Total
C. Non-current Liabilities				
a) Borrowings	**4,169.52**	**–**	**–**	**4,169.52**
Total	**4,169.52**	**–**	**–**	**4,169.52**
D. Current Liabilities				
a) Borrowings	**906.78**	**–**	**–**	**906.78**
b) Trade Payables	**425.58**	**–**	**–**	**425.58**
c) Other Financial Liabilities	**149.62**	**–**	**–**	**149.62**
Total	**1,481.98**	**–**	**–**	**1,481.98**

Rs. in Lakhs
As at 31 March 2025

Particulars	Amortised Costs	FVTPL	FVOCI	Total
A. Non-Current Assets				
a) Other Financial Assets	9.46	–	–	9.46
Total	9.46	–	–	9.46
B. Current Assets				
a) Trade Receivables	1,228.38	–	–	1,228.38
b) Cash and Bank Balances	632.43	–	–	632.43
c) Other Financial Assets	406.13	–	–	406.13
Total	2,266.94	–	–	2,266.94
C. Non-current Liabilities				
a) Borrowings	2,247.10	–	–	2,247.10
Total	2,247.10	–	–	2,247.10
D. Current Liabilities				
a) Borrowings	1,420.62	–	–	1,420.62
b) Trade Payables	404.76	–	–	404.76
c) Other Financial Liabilities	50.32	–	–	50.32
Total	1,875.70	–	–	1,875.70

III) Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk and liquidity risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

A) Credit risk management

Trade receivables and deposits

(i) Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties. The Compnay periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends and analysis of historical bad debts and ageing of accounts receivable. Credit exposure is controlled by counterparty credit period which is monitored through an approved policy.

(ii) Trade receivables consists of customers across transportation industries.

(iii) Apart from one large customer of the Company, the Company does not have significant credit risk exposure to any single customer.

(iv) There is no change in estimation techniques or significant assumptions during the reporting year.

(v) The loss allowance for trade receivables using expected credit loss for different ageing periods is as follows:

Particulars	Not Due	Less than 6 month past due	More than 6 month past due	Total
As at 31 March 2026				
a) Gross carrying amount	**587.44**	**118.87**	**–**	**706.31**
b) Loss allowance provision	**–**	**–**	**–**	**–**
As at 31 March 2025				
a) Gross carrying amount	828.08	400.29	–	1,228.38
b) Loss allowance provision	–	–	–	–

(vi) During the year, the Company has written off ₹ 10.25 Lakhs (Previous year ₹ 0 Lakhs) of trade receivables and ₹ 0 Lakhs (Previous year ₹ 0 Lakhs) advances given. These trade receivables and deposits are not subject to enforcement activity.

Cash and Cash equivalents

As at 31 March 2026,the Company holds cash and cash equivalents of ₹ 1313.72 Lakhs (₹ 632.43 Lakhs). The cash and cash equivalents are held with banks with good credit rating.

b) Liquidity risk management

(i) The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

(ii) Maturities of financial liabilities

Table showing maturity profile of financial liabilities

Rs. in Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2026				
Non-derivative financial liabilities				
a) Trade Payables	**425.58**	**–**	**–**	**–**
b) Borrowings	**906.78**	**3,929.66**	**239.86**	**–**
c) Creditors for capital supplies	**129.77**	**–**	**–**	**–**
d) Salary / wages payable	**19.85**	**–**	**–**	**–**
Total	**1,481.98**	**3,929.66**	**239.86**	**–**

Rs. in Lakhs

As at 31 March 2025

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2025				
Non-derivative financial liabilities				
a) Trade Payables	404.76	–	–	–
b) Borrowings	1,420.62	1,488.97	758.14	–
c) Interest Accrued but not due	36.78	–	–	–
d) Salary / wages payable	13.54	–	–	–
Total	1,875.70	1,488.97	758.14	–

The above table details the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows.

The contractual maturity is based on the earliest date on which the Company may be required to pay.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 30- Financial Instruments (contd.)

(iii) Maturities of financial assets

Table showing maturity profile of financial assets

Rs. in Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2026				
A. Non-derivative financial assets				
a) Trade Receivables	**706.31**	**–**	**–**	**–**
b) Security Deposits	**–**	**9.77**	**–**	**–**
c) Others	**365.24**	**–**	**–**	**–**
As at 31 March 2025				
A. Non-derivative financial assets				
a) Trade Receivables	1,228.38	–	–	–
b) Security Deposits	–	9.46	–	–
c) Others	406.13	–	–	–

The above table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

c) Market Risk Management

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Interest Risk

The following tables demonstrate the sensitivity to a reasonably possible change in interest rates, with all other variables held constant.

Rs. in Lakhs

Particulars	Name of borrowing	Type of Interest	Minimum rate of interest	Maximum rate of interest	Loan amount outstanding	Increase in Base Rate (p.a.)	Sensitivity Impact on P&L (pre-tax)	Decrease in Base Rate (p.a.)	Sensitivity Impact on P&L (pre-tax)
Year ended 31 March 2026	Inter corporate deposits from related parties	Floating Rate	8.05%	8.05%	1,316.00	1.00%	(13.16)	1.00%	13.16
Year ended 31 March 2026	Loans repayable on demand from Banks	Fixed Rate	8.05%	8.82%	3,760.30	1.00%	–	1.00%	–
Year ended 31 March 2025	Loans repayable on demand from Banks	Fixed Rate	8.82%	8.82%	2,867.72	1.00%	–	1.00%	–
Year ended 31 March 2025	Loans repayable on demand from Banks	Fixed Rate	8%	8%	800.00	1.00%	–	1.00%	–

Note No. 31 - Fair Value Measurement

a) Fair value of financial assets and financial liabilities that are measured at amortised cost:

Rs. In Lakhs

Particulars	Carrying amount	Fair value	Fair Value Level 1	Level 2	Level 3
As at 31 March 2026					
A) Financial assets					
a) Financial assets carried at Amortised Cost					
i) Trade and other receivables	706.31	706.31	–	706.31	–
ii) Deposits given	9.77	9.77	–	9.77	–
iii) Cash and cash equivalents	1,313.72	1,313.72	1,313.72	–	–
iv) Others	365.24	365.24	–	365.24	–
Total	**2,395.04**	**2,395.04**	**1,313.72**	**1,081.32**	**–**
B) Financial liabilities					
a) Financial liabilities held at Amortised cost					
i) Trade and other payables	425.58	425.58	–	425.58	–
ii) Creditors for capital supplies	129.77	129.77	–	129.77	–
iii) Borrowings	5,076.30	5,076.30	–	5,076.30	–
iv) Other Financial liabilities	19.85	19.85	–	19.85	–
Total	**5,651.50**	**5,651.50**	**–**	**5,651.50**	**–**

Rs. In Lakhs

Particulars	Carrying amount	Fair value	Fair Value Level 1	Level 2	Level 3
As at 31 March 2025					
A) Financial assets					
a) Financial assets carried at Amortised Cost					
i) Non current investment	–	–	–	–	–
ii) Loans to related parties	–	–	–	–	–
iii) Trade and other receivables	1,228.38	1,228.38	–	1,228.38	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 31 - Fair Value Measurement (contd.)

Rs. In Lakhs

Particulars	Carrying amount	Fair value	Fair Value Level 1	Fair Value Level 2	Fair Value Level 3
As at 31 March 2025					
iv) Deposits given	9.46	9.46	–	9.46	–
v) Cash and cash equivalents	632.43	632.43	632.43	–	–
vi) Others	406.13	406.13	–	406.13	–
Total	**2,276.40**	**2,276.40**	**632.43**	**1,643.97**	**–**
B) Financial liabilities					
a) Financial liabilities held at Amortised cost					
i) Trade and other payables	404.76	404.76	–	404.76	–
ii) Interest Accrued	36.78	36.78	–	36.78	–
iii) Borrowings	3,667.72	3,667.72	–	3,667.72	–
iv) Other Financial liabilities	13.54	13.54	–	13.54	–
Total	**4,122.80**	**4,122.80**	**–**	**4,122.80**	**–**

Note No. 32 - Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund, superannuation Fund and other funds aggregating ₹ 4.59 Lakhs (2025: ₹ 4.4 Lakhs) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

(b) Defined Benefit Plans:

Gratuity

a) The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

b) Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

(1) Asset volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bonds discount rate, this will create or increase a deficit. The funds of the defined benefit plans are held with LIC.

As the plans mature, the Company intends to reduce the level of investment risk by investing more in assets that better match the liabilities.

(2) Change in bond yields

A decrease in government bond yields will increase plan liabilities.

(3) Inflation risk

Defined benefit obligations are linked to inflation, and higher inflation will lead to higher liabilities (although caps on the level of inflationary increases are in place to protect the plan against extreme inflation).

(4) Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

c) Significant Actuarial Assumptions

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	Unfunded Plan - Gratuity As at 31 March 2026	As at 31 March 2025
a) Discount rate(s)	**6.85%**	6.50%
b) Expected rate(s) of salary increase	**7.00%**	7.00%
c) Mortality rate during employment	**100% of IALM 2012-14**	100% of IALM 2012-14

d) Defined benefit plans – as per actuarial valuation

Rs. in Lakhs

Particulars	Unfunded Plan - Gratuity As at 31 March 2026	As at 31 March 2025
I. Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
a) Current Service Cost	**1.70**	1.39
b) Past service cost and (gains)/losses from settlements	**4.38**	–
c) Net interest expense	**0.83**	0.69
Components of defined benefit costs recognised in profit or loss	**6.92**	2.08
Remeasurement on the net defined benefit liability		
a) Return on plan assets (excluding amount included in net interest expense)	**–**	–
b) Actuarial (gains)/loss arising form changes in financial assumptions	**(0.34)**	0.32
c) Actuarial (gains)/loss arising form changes in demographic assumptions	**–**	0.05
d) Actuarial (gains)/loss arising form experience adjustments	**(0.63)**	(1.04)
Components of defined benefit costs recognised in Other Comprehensive Income	**(0.96)**	(0.67)
Total	**5.95**	1.41

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 32 - Employee benefits (contd.)

Particulars	Rs. in Lakhs Unfunded Plan - Gratuity As at 31 March 2026	As at 31 March 2025
II. Net Asset/(Liability) recognised in the Balance Sheet as at 31 March		
a) Present value of defined benefit obligation	**16.14**	(11.01)
b) Fair value of plan assets	**–**	–
c) Surplus/(Deficit)	**16.14**	(11.01)
d) Current portion of the above	**2.94**	2.03
e) Non current portion of the above	**13.20**	8.98
III. Change in the obligation during the year ended 31 March		
a) Present value of defined benefit obligation at the beginning of the year	**11.01**	9.60
b) Transfer within group	**0.20**	–
c) Expenses Recognised in Profit and Loss Account		
- Current Service Cost	**1.70**	1.39
- Past Service Cost	**4.38**	–
- Interest Expense/(Income)	**0.83**	0.69
d) Recognised in Other Comprehensive Income		
Remeasurement gains/(losses)		
- Actuarial (Gains)/Loss arising from:		
i. Financial Assumptions	**(0.34)**	0.32
ii. Demographic Assumptions	**–**	0.05
iii. Experience Adjustments	**(0.63)**	(1.04)
e) Benefit payments	**(1.02)**	–
f) Present value of defined benefit obligation at the end of the period	**16.14**	11.01
IV. Change in fair value of assets during the year ended 31 March		
i) Fair value of plan assets at the beginning of the year	**–**	–
ii) *Expenses Recognised in Profit and Loss Account*		
- Expected return on plan assets	**–**	–
iii) *Recognised in Other Comprehensive Income*	**–**	–
Remeasurement (gains) / losses		
- Actual Return on plan assets in excess of the expected return	**–**	–
iv) Contributions by employer (including benefit payments recoverable)	**–**	–
v) Benefit payments	**–**	–
vi) Transfer within group	**–**	–
vii) Fair value of plan assets at the end of the year	**–**	–
V. The Major categories of plan assets		
- Insurance Funds	**–**	–
VI. Actuarial assumptions		
a) Discount rate	**6.85%**	7.15%
b) Expected rate of return on plan assets	**–**	–
c) Attrition rate	**18.00%**	20.00%

e) The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Rs. in Lakhs

Principal assumption	Changes in assumption	Impact on defined benefit obligation			
		As at 31 March 2026		As at 31 March 2025	
		Increase in assumption	Decrease in assumption	Increase in assumption	Decrease in assumption
a) Discount rate	1.00%	**(15.37)**	**16.99**	(10.47)	11.60
b) Salary growth rate	1.00%	**16.98**	**(15.36)**	11.59	(10.47)
c) Attrition rate	1.00%	**(15.90)**	**16.47**	(10.83)	11.34
d) Mortality rate	1.00%	**16.14**	**(16.14)**	11.01	(11.01)

Notes:

i) The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance Sheet.

ii) The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous year.

iii) The weighted average duration of the defined benefit obligation as at as at 31 March 2026 is 5 years.

f) Maturity profile of defined benefit obligation:

The tables include both discounted value as well as unwinding of interest.

Rs. in Lakhs

Particulars	2026	2025
Within 1 year	**2.94**	2.03
1-2 years	**–**	–
2-3 years	**–**	–
3-4 years	**9.09**	6.04
4-5 years	**–**	–
6-10 years	**7.17**	4.39
More than 10 years	**4.91**	3.82

g) Plan Assets

The fair value of Company's plan asset by category are as follows:

Rs. in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Asset category:		
Deposits with Insurance companies	**–**	–
	0%	0%

h) Experience Adjustments:

Rs. in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
	Gratuity				
1. Defined Benefit Obligation	**(16.14)**	(11.01)	(9.60)	(23.11)	(20.37)
2. Fair value of plan assets	**–**	–	–	18.02	16.41
3. Surplus/(Deficit)	**(16.14)**	(11.01)	(9.60)	(5.09)	(3.96)
4. Experience adjustment on plan liabilities [(Gain)/Loss]	**(0.63)**	(1.04)	(0.29)	1.69	0.77
5. Experience adjustment on plan assets [Gain/(Loss)]	**–**	–	–	(0.01)	0.16

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 32 - Employee benefits (contd.)

i) The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

j) The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

k) The current service cost and the net interest expense for the year are included in the employee benefits expense in profit or loss of the expense for the year.

Note No. 33 - Related Party Transactions

i) List of Related Parties

a) Holding Company	Mahindra Logistics Limited
b) Ultimate Holding Company	Mahindra & Mahindra Limited
c) Investor Company	IVC Logistics Limited

ii) Details of transaction between the Company and its related parties are disclosed below:

Particulars	Years	Holding Company	Ultimate Holding Company	Investor Company
Nature of transactions with Related Parties				
a) Purchase of property and other assets	31-03-2026	–	2,187.50	–
	31-03-2025	–	–	–
b) Rendering of services	31-03-2026	10,992.45	–	128.15
	31-03-2025	8,498.18	–	9.28
c) Receiving of services	31-03-2026	–	162.42	–
	31-03-2025	–	144.72	–
d) Reimbursements made to parties	31-03-2026	13.09	0.05	38.00
	31-03-2025	18.63	–	53.42
e) Reimbursements received From parties	31-03-2026	0.41	–	–
	31-03-2025	–	–	–
f) Loans/Deposits Taken	31-03-2026	724.00	–	592.00
	31-03-2025	–	–	–
g) Loans/Deposits paid	31-03-2026	440.00	–	360.00
	31-03-2025	–	–	–
h) Interest on ICD	31-03-2026	30.61	–	23.70
	31-03-2025	35.20	–	28.80

Nature of Balances with Related Parties	Years	Holding Company	Ultimate Holding Company	Investor Company
i) Trade payables	31-03-2026	1.05	1.36	–
	31-03-2025	0.94	0.11	9.70
j) Trade receivables & others	31-03-2026	1,019.85	–	50.76
	31-03-2025	1,213.58	–	2.74
k) Loan Payable (ICD payable)	31-03-2026	724.00	–	592.00
	31-03-2025	440.00	–	360.00
l) Interest accrued but not due	31-03-2026	–	–	–
	31-03-2025	20.44	–	16.34

Notes:

i) All the outstanding balances, whether receivables or payables are unsecured except for Loans taken from Holding and Investor Company

ii) Amount of all the transactions reported above are excluding GST and including unbilled income / accrued expenses, as applicable.

Note No. 34 - Ratios

S No.	Particulars	Numerator	Denominator	31-Mar-26	31-Mar-25	% Variance
1	Current Ratio	Current Assets	Current Liabilities	2.05	1.40	46.68%
2	Debt-equity Ratio	Borrowings	Total Equity	1.89	2.94	-35.78%
3	Debt service coverage Ratio	Profit before other income, interest, tax, depreciation, amortisation and impairments	Interest + outstanding current borrowing & current lease liability	2.29	1.28	78.72%
4	Return on equity	Profit After Tax	Average Shareholder's Equity	73.18%	192.08%	-61.90%
5	Inventory Turnover Ratio	NA	NA	NA	NA	NA
6	Trade receivables turnover ratio	Net Credit Sales	Average Trade Receivables and Accrued Sales	8.23	6.30	30.51%

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2026

Note No. 34 - Ratios (contd.)

S No.	Particulars	Numerator	Denominator	31-Mar-26	31-Mar-25	% Variance
7	Trade payables turnover ratio	Purchases of Services & Other Expenses	Average Trade payables	19.59	17.82	9.94%
8	Net capital turnover ratio	Revenue from Operations	Average Working Capital	9.51	(20.63)	-146.10%
9	Net profit ratio	Net Profit after tax	Revenue from Operations	12.96%	14.37%	-9.84%
10	Return on capital employed	Profit before interest and tax (excluding interest on leases)	Average (Total Equity + Total Debt)	35.68%	61.76%	-42.22%
11	Return on investment	NA	NA	**NA**	**NA**	**NA**

Explanation for change in the ratios by more than 25% :

(i) Current Ratio : The current ratio has improved from 1.40 to 2.05, primarily due to an higher cash & equivalents and a reduction in current liabilities compared to the previous year.

(ii) Debt-equity Ratio : The debt–equity ratio has changed from 2.94 in the previous year to 1.89 in the current year. This decrease is primarily due to a proportionately higher increase in equity compared to the increase in debt, despite the company taking a new loan during the year.

(iii) Debt service coverage Ratio : Debt Service ratio has changed from 1.28 to 2.29 in the current year. The reason for increase is addition of borrowings taken for purchase of PPE.

(iv) Return on Equity: Return on equity ratio has declined from 192.08% to 73.18% due to retention of higher profits during the year without corresponding increase in PAT

(v) Trade receivables turnover ratio : The trade receivables turnover ratio has increased from 6.30 to 8.23 because sales have grown significantly, while the average receivables have remained almost the same. Also, the closing receivables are lower than last year, which entailed the company to collect payments from customers faster.

(vi) Net capital turnover ratio : The net capital turnover ratio has improved from (-20.63) to 9.51. This change is mainly due to working capital turning positive during the year, driven by an increase in current assets and a reduction in current liabilities, along with higher revenue from operations.

(vii) Return on capital employed (ROCE) : ROCE has declined from 61.76% to 35.68% due increase in debt and other equity for around 58% as compared to previous year with corresponding increase in profit before interest and tax of only increase 8%

Note No. 35 - Contingent Liabilities and Commitments

Contingent Liabilities

Rs. in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Contingent liabilities (to the extent not provided for)		
Claims against the Company not acknowledged as debt		
a) GST	**37.72**	37.72

Notes:

i) The Company does not expect any payout in respect of the above contingent liabilities.

ii) It is not practicable to estimate the timings of cash outflows, if any, in respect of the matter at (a) above, pending resolution of appellate/court proceedings.

Note No. 36 - Additional Regulatory Information

i) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries") with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any parties (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

ii) Outstanding Balance with struck off Companies :

Rs. in Lakhs

Name of the Struck off Company	Nature of transaction	Relationship with the struck off company	As at 31 March 2026
NIL	**NIL**	**NIL**	–

iii) The Company did not have any charges or satisfaction which were yet to be registered with ROC beyond the statutory period.

iv) The Company did not have any transaction which had not been recorded in the books of account that had been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

v) Information with regards to other matters specified in schedule III to the Act, is either Nil or not applicable to the Company for the financial year ended March 31, 2026

vi) The Company is not having any Benami property as defined under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

Note No. 37

Previous year numbers have been regrouped wherever necessary.

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place : Mumbai
Date : 17 April 2026

For and on behalf of the Board of Directors

2 X 2 Logistics Private Limited

Isha Dalal
Non-Executive Director
DIN: 09247780

Place : Mumbai
Date : 17 April 2026

Nitin Kishan Singhal
Non-Executive Director
DIN: 00255702

Place : Mumbai
Date : 17 April 2026

INDEPENDENT AUDITORS' REPORT

To the Members of
LORDS FREIGHT (INDIA) PRIVATE LIMITED
Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **Lords Freight (India) Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing ("SA")specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon. This other information is expected to be made available to us after the date of this auditors' report.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the above information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee

that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) The Company has not paid/provided any remuneration to managerial personnel as defined in the Act. Accordingly, the provisions of Section 197 of the Act related to managerial remuneration are not applicable to the Company.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements – Refer Note 36 to the Financial Statements;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) above contain any material misstatement;

(v) The Company has not declared/paid/declared and paid any dividend during the year; and

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership Number: 104656
UDIN: 26104656WSJMFA1843
Place: Mumbai
Date: April 16, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   (B) According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

   (b) The Company has a regular programme for physical verification of its property, plant and equipment by which the property, plant and equipment are verified by the management annually. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. In accordance with the programme, the Company has physically verified its entire property, plant and equipment during the current year and no material discrepancies were noticed on such verification.

   (c) The Company does not hold any immovable property and hence reporting under Clause 3(i)(c) of the Order is not applicable to the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended) and rules made thereunder.

2. (a) The Company is in the business of rendering services and consequently, does not hold any inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of ₹ 5 crores, in aggregate, from banks on the basis of security of current assets. The Company has filed monthly returns or statements with such banks, which are in agreement with the unaudited books of account. Further, the Company is yet to submit the returns/statements for the March 2026 month to the bank and hence reporting under clause 3(ii)(b) of the Order to the extent it relates to the last month of the financial year is not applicable.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of undisputed statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other material statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute. The statutory dues in respect of Income-tax and Goods and Services Tax as at March 31, 2026, which have not been deposited with the appropriate authorities on account of a dispute, are as under:

Name of the statute	Nature of the dues	Amount (₹ in Lakhs)	Amount of Deposit (₹ in Lakhs)	Net Amount (₹ in Lakhs)	Period to which the amount relates	Forum where dispute is pending
The Income Tax Act, 1961	Income tax	23.00	23.00	Nil	Assessment Year 2017-2018	Commissioner of Income Tax
The Income Tax Act, 1961	Income tax	16.48	16.48	Nil	Assessment Year 2022-23	Commissioner of Income Tax

Name of the statute	Nature of the dues	Amount (₹ in Lakhs)	Amount of Deposit (₹ in Lakhs)	Net Amount (₹ in Lakhs)	Period to which the amount relates	Forum where dispute is pending
The Income Tax Act, 1961	Income tax	99.57	-	99.57	Assessment Year 2024-2025	Commissioner of Income Tax
The Goods and Service Tax, 2017	Tax, Interest and Penalty	860.05	43.00	817.05	Financial Year 2017-2018 to 2020-2021	Appellate Authorities in the sates of Delhi, Tamil Nadu and West Bengal

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any term loans during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

   (e) The Company does not have any subsidiaries, joint ventures or associates. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act.

14. (a) In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

    (b) We have considered the Internal Audit reports of the Company issued till date for the period under audit.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group has five Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. As at Balance Sheet date, the Company does not have any amount remaining unspent under Section 135(5) of the Act. Accordingly, reporting under clause 3(xx) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership Number: 104656
UDIN: 26104656WSJMFA1843
Place: Mumbai
Date: April 16, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **Lords Freight (India) Private Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership Number: 104656
UDIN: 26104656WSJMFA1843
Place: Mumbai
Date: April 16, 2026

BALANCE SHEET AS AT 31 MARCH 2026

₹ in Lakhs

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
ASSETS			
I **NON-CURRENT ASSETS**			
(a) Property, Plant and Equipment	4	**11.85**	11.51
(b) Right of Use Asset	4	**5.48**	17.19
(c) Other Intangible Assets	5	**0.26**	0.85
(d) Financial Assets			
(i) Other Financial Asset	6	**9.48**	20.11
(e) Deferred Tax Assets (Net)	7	**107.02**	83.23
(f) Income Tax Assets (Net)	8	**195.01**	231.37
(g) Other Non-Current Assets	9	**51.55**	16.50
TOTAL NON-CURRENT ASSETS		**380.65**	380.76
II **CURRENT ASSETS**			
(a) Financial Assets			
(i) Investments	10	**–**	500.56
(ii) Trade Receivables	11	**7,216.15**	5,757.21
(iii) Cash and Cash Equivalents	12	**429.89**	591.49
(iv) Other Financial Assets	6	**1,376.31**	903.08
(b) Other Current Assets	9	**848.35**	554.82
TOTAL CURRENT ASSETS		**9,870.70**	8,307.16
TOTAL ASSETS		**10,251.35**	8,687.92
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	13	**236.25**	236.25
(b) Other Equity	14	**5,721.90**	4,976.77
TOTAL EQUITY		**5,958.15**	5,213.02
LIABILITIES			
I **NON-CURRENT LIABILITIES**			
(a) Financial Liabilities			
(i) Lease Liabilities	32	**–**	6.51
(b) Provisions	17	**157.99**	118.80
TOTAL NON-CURRENT LIABILITIES		**157.99**	125.31
II **CURRENT LIABILITIES**			
(a) Financial Liabilities			
(i) Lease Liabilities	32	**6.56**	12.86
(ii) Trade Payables			
(a) Due to Micro and Small Enterprises	15	**33.70**	30.45
(b) Other then Micro and Small Enterprises	15	**3,830.42**	2,997.90
(iii) Other Financial Liabilities	16	**181.99**	247.60
(b) Provisions	17	**58.31**	47.04
(c) Other Current Liabilities	18	**24.23**	13.74
TOTAL CURRENT LIABILITIES		**4,135.21**	3,349.59
TOTAL EQUITY AND LIABILITIES		**10,251.35**	8,687.92

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

For and on behalf of Board of Directors
Lords Freight (India) Private Limited

Vikram Prahlad Kumtakar	**Hemant Sikka**	**Naveen Raju Kollaickal**	**Saurav Chakraborty**	**Amit Bohra**
Partner	Director	Director	Chief Executive Officer	Chief Financial Officer
Membership No: 104656	DIN : 00922281	DIN : 07653394		
Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai
Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

₹ in Lakhs

	Particulars	Note No.	Year Ended 31 March 2026	Year Ended 31 March 2025
I	Revenue from operations	19	**34,345.99**	29,872.98
II	Other Income	20	**93.38**	172.09
III	**Total Income (I + II)**		**34,439.37**	30,045.07
IV	**EXPENSES**			
	(a) Operating Expenses	21	**30,827.38**	26,953.10
	(b) Employee benefit expense	22	**1,600.61**	1,530.39
	(c) Finance costs	23	**65.66**	5.32
	(d) Depreciation and amortisation expense	24	**20.13**	48.46
	(e) Other expenses	25	**873.81**	644.87
	Total Expenses		**33,387.59**	29,182.14
V	**Profit/(loss) before exceptional items and tax (III - IV)**		**1,051.78**	862.93
VI	**Exceptional items**	**26**	**(63.75)**	**–**
VII	**Profit/(loss) before tax (V + VI)**		**988.03**	**862.93**
VIII	**Tax Expense**			
	(a) Current tax	27	**279.54**	211.39
	(b) Deferred tax	27	**(27.00)**	12.21
	Total Tax Expense		**252.54**	223.60
IX	**Profit After Tax (VII - VIII)**		**735.49**	639.33
X	**Other comprehensive income**			
	Items that will not be reclassified to profit or loss			
	(a) Remeasurements of the defined benefit plans		**12.88**	5.29
	(b) Income tax relating to items that will not be reclassified to profit or loss		**(3.24)**	(1.33)
	Total Other comprehensive income		**9.64**	3.96
XI	**Total comprehensive income for the year (IX + X)**		**745.13**	643.29
XII	**Earnings per equity share (face value ₹ 10/- per share)**			
	(a) Basic (in ₹)	28	**31.13**	27.06
	(b) Diluted (in ₹)	28	**31.13**	27.06

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

For and on behalf of Board of Directors
Lords Freight (India) Private Limited

Vikram Prahlad Kumtakar	**Hemant Sikka**	**Naveen Raju Kollaickal**	**Saurav Chakraborty**	**Amit Bohra**
Partner	Director	Director	Chief Executive Officer	Chief Financial Officer
Membership No: 104656	DIN : 00922281	DIN : 07653394		
Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai
Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(A) Equity Share Capital

Particulars	Number of Shares	₹ in Lakhs Equity share capital
Balance as at 1 April 2024	**2,362,509**	**236.25**
Changes in Equity Share Capital due to prior period errors	–	–
Restated balance at the beginning of the current reporting period	2,362,509	236.25
Changes in equity share capital during the year:		
Exercise of Employee Stock Options	–	–
Fresh Issue during the year	–	–
Other increase in shares	–	–
Other decrease in shares	–	–
Balance as at 31 March 2025	**2,362,509**	**236.25**
Balance as at 1 April 2025	**2,362,509**	**236.25**
Changes in Equity Share Capital due to prior period errors	–	–
Restated balance at the beginning of the current reporting period	2,362,509	236.25
Changes in equity share capital during the year:		
Exercise of Employee Stock Options	–	–
Fresh Issue during the year	–	–
Other increase in shares	–	–
Other decrease in shares	–	–
Balance as at 31 March 2026	**2,362,509**	**236.25**

(B) Other Equity

	Reserves & Surplus		₹ in Lakhs
Particulars	Securities Premium	Retained earnings	Total
Balance as at 1 April 2024	622.75	3,710.73	**4,333.48**
Changes in Equity Share Capital due to prior period errors	–	–	–
Restated balance at the beginning of the current reporting period	**622.75**	**3,710.73**	**4,333.48**
Total Comprehensive income for the year			
– Profit for the year	–	639.33	639.33
– Actuarial loss transferred to retained earnings	–	3.96	3.96
Balance as at 31 March 2025	**622.75**	**4,354.02**	**4,976.77**
Balance as at 1 April 2025	622.75	4,354.02	**4,976.77**
Changes in Equity Share Capital due to prior period errors	–	–	–
Restated balance at the beginning of the current reporting period	**622.75**	**4,354.02**	**4,976.77**
Total Comprehensive income for the year			
– Profit for the year	–	735.49	735.49
– Actuarial gain transferred to retained earnings	–	9.64	9.64
Balance as at 31 March 2026	**622.75**	**5,099.15**	**5,721.90**

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

For and on behalf of Board of Directors
Lords Freight (India) Private Limited

Vikram Prahlad Kumtakar	**Hemant Sikka**	**Naveen Raju Kollaickal**	**Saurav Chakraborty**	**Amit Bohra**
Partner	Director	Director	Chief Executive Officer	Chief Financial Officer
Membership No: 104656	DIN : 00922281	DIN : 07653394		
Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai
Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

₹ in Lakhs

	Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
A.	**CASH FLOWS FROM OPERATING ACTIVITIES**		
	Profit before tax	**988.03**	862.93
	Adjustments for:		
	Loss on disposal of property, plant and equipment	**(0.46)**	0.07
	Expected credit loss recognised on trade receivables/advances	**95.51**	(21.63)
	Provision no longer required written back	**(10.38)**	(19.68)
	Depreciation and amortisation expense	**20.13**	48.46
	Finance Charges	**62.89**	5.32
	Interest income	**(1.22)**	(6.01)
	Exceptional item (New labour code)	**63.75**	–
	Profit on sale of mutual funds	**(13.01)**	(23.49)
		217.21	(16.96)
	Operating profit before working capital changes	**1,205.24**	845.97
	Changes in:		
	Trade and other receivables	**(2,345.58)**	(1,547.17)
	Trade and other payables and provisions	**790.06**	485.98
	Cash (used in)/from from operations	**(350.28)**	(215.22)
	Income taxes paid (Net)	**(243.17)**	(144.97)
	Net cash flow (used in)/from operating activities	**(593.45)**	(360.19)
B.	**CASH FLOWS FROM INVESTING ACTIVITIES**		
	Payment to acquire current investments	**(1,989.90)**	(4,801.24)
	Proceeds from sale of current investments	**2,503.47**	4,779.76
	Bank Deposits Matured/(Placed)	**–**	1,007.00
	Interest income	**1.18**	8.26
	Payment to acquire property, plant and equipment & intangible assets including CWIP	**(8.84)**	(2.40)
	Proceeds from disposal of property, plant and equipment	**1.11**	0.42
	Net cash (used in)/from investing activities	**507.02**	991.80
C.	**CASH FLOWS FROM FINANCING ACTIVITIES:**		
	Interest paid	**(61.54)**	(2.26)
	Payment of leases	**(13.63)**	(43.23)
	Net cash (used in)/from financing activities	**(75.17)**	(45.49)
	Net increase in cash and cash equivalents (A + B + C)	**(161.60)**	586.12
	Cash and cash equivalents at the beginning of the year	**591.49**	5.37
	Cash and cash equivalents at the end of the year	**429.89**	591.49
	Components of cash and cash equivalents		
	Cash on hand	0.04	0.34
	With Banks - in Current account / Balance in Cash Credit Accounts / Bank deposits with original maturity of less than 3 months at inception / Checks or draft on hand	429.85	591.15
		429.89	**591.49**

Notes :

1 The above Cash Flow Statement has been prepared under the Indirect Method set out in IND AS 7 - Statement of Cash flows.

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

For and on behalf of Board of Directors
Lords Freight (India) Private Limited

Vikram Prahlad Kumtakar	**Hemant Sikka**	**Naveen Raju Kollaickal**	**Saurav Chakraborty**	**Amit Bohra**
Partner	Director	Director	Chief Executive Officer	Chief Financial Officer
Membership No: 104656	DIN : 00922281	DIN : 07653394		
Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai
Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026

Notes to the financial statements for the year ended 31 March 2026

1. Corporate information

LORDS Freight (India) Private Limited is a private limited company incorporated on 25th April, 2011 under the Companies Act, 1956. The address of its registered office is disclosed in the introduction to the Annual Report. The Company's main activities are freight forwarding including transportation of goods via sea & air.

The financial statements for the year ended 31 March 2026 are approved for issue in accordance with a resolution of the directors on 16th April, 2026.

2. Material accounting policies

2.1. Basis of Accounting

The financial statements have been prepared in accordance with the provisions of Companies Act, 2013 and the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016, specified under Section 133 of the Act. The financial statements are separate financial statements.

2.2. Basis of preparation and presentation

The financial statements have been prepared on accrual basis and the historical cost basis as a going concern except for certain financial instruments that are measured at fair values or at amortized cost, wherever applicable, at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in this financial statement is determined on such basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The financial statements are prepared in Indian Rupee (INR) and denominated in lakhs. The principal accounting policies are set out below.

2.3. Non-current assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

2.4. Revenue recognition

2.4.1. Rendering of services

Incomes from freight forwarding services rendered are recognised on the completion of the services as per the terms of contract. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts offered by the Company as part of the contract, to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

2.4.2. Dividend income

Dividend income from investments is recognized when the right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

2.4.3 Interest Income

Interest income from an asset is recognized when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.5. Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the lessor has a substantive substitution right, then the asset is not identified
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company as a lessee has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:
  a) the Company as a lessee has the right to operate the asset; or
  b) the Company as a lessee designed the asset in a way that pre-determines how and for what purpose it will be used.

This policy is applied to contracts entered into, or modified, on or after 1 April, 2019.

As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;

  The amount expected to be payable by the lessee under residual value guarantees; The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the balance sheet.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

It is re -measured whenever :

- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).

A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease, by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

The Company recognises lease payments received under operating leases as income on a straight- line basis over the lease term as part of 'other income'.

2.6. Foreign currencies

i. Initial recognition

In preparing the Financial Statements of the company, transactions in currencies other than the entity's functional currency of Indian Rupee (INR) (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.

ii. Conversion

a. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognized in the Statement of Profit and Loss.

b. Non-monetary items, if any are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

iii. Exchange differences

The Company accounts for exchange differences arising on translation/settlement of foreign currency monetary items as below:

a. Realized gains and losses on settlement of foreign currency transactions are recognized in the Statement of Profit and Loss.

b. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognized in the Statement of Profit and Loss.

2.7. Borrowing costs

Borrowing Cost that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are charged to revenue in the year of incurrence.

2.8. Employee benefits

2.8.1. Retirement benefit costs and termination benefits

i. Defined Contribution Plan :

Company's contributions paid/payable during the year to the Superannuation Fund, ESIC, Provident Fund and Labour Welfare Fund are recognized in the Statement of Profit and Loss.

ii. Defined Benefits Plan:

For defined retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognized in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorized as follows:

a. service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);

b. net interest expense or income; and

c. remeasurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognized in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any

economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

2.8.2. Short-term and other long-term employee benefits

A liability is recognized for benefits accruing to employees in respect of wages and salaries.

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

2.8.3. Exceptional item note relating to Labour code Amendments:

On 21 November 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes") - consolidating 29 existing labour laws.

In accordance with the new Labour Codes, the Company has currently estimated the incremental impact on retiral benefits to be ₹ 63,75,233. This has been presented under "Exceptional Items" in the Profit & Loss Account.

2.9. Share-based payment arrangements

Equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date.

2.10. Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.10.1. Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.10.2. Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognized to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

2.10.3. Current and deferred tax for the year

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively. Where current tax and deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

2.11. Property, plant and equipment

All items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition is inclusive of purchase price, levies and any directly attributable cost of bringing the assets to its working condition for the intended use. Subsequent costs are included in the assets carrying amount or recognized as separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the company and cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to Statement of profit and loss during the reporting period in which they are incurred.

Depreciation on tangible assets is charged by the Straight Line Method (SLM) in accordance with the useful lives specified in Part – C of Schedule II of the Companies Act, 2013 on a pro-rata basis except in the case of:

i. Certain items of Plant & Machinery individually costing more than ₹ 5,000 - over their useful lives ranging from 2 years to 10 years as estimated by the company and also based on the contractual arrangements wherever applicable.

ii. Certain items of Plant & Machinery individually costing less than ₹ 5,000 shall be depreciated over a period of 1 year.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

2.12. Intangible assets

2.12.1. Intangible assets acquired separately

The useful lives of intangible assets are assessed as either finite or infinite. Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortization is recognized on a straight-line basis over their estimated useful lives. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

2.12.2. Useful lives of intangible assets

The expenditure incurred is amortized over three financial years equally commencing from the year in which the expenditure is incurred.

2.13. Impairment of tangible and intangible assets

The management of the Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the management estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and recognized in the Statement of Profit and Loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. A reversal of an impairment loss is recognised immediately in profit or loss.

2.14. Provisions, Contingent Liabilities & Contingent assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent Assets

A contingent asset is disclosed where an inflow of economic benefits is probable.

2.15. Financial instruments

Financial assets and financial liabilities are recognized when a company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

2.16. Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a settlement date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

2.16.1. Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

i. the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and

ii. the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For the impairment policy on financial assets measured at amortised cost, refer note no 2.16.4

All other financial assets are subsequently measured at fair value.

2.16.2. Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

2.16.3. Financial assets at Fair value through Profit and Loss

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in Other Comprehensive Income for investments in equity instruments which are not held for trading.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other Income’ line item. Dividend on financial assets at FVTPL is recognised when the Company’s right to receive the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be measured reliably.

2.16.4. Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original

effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets).

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition.

Significant increase in credit risk

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

2.16.5. Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in Other Comprehensive Income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in Other Comprehensive Income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in Other Comprehensive Income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

2.16.6. Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.
- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognised in Other Comprehensive Income.
- For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in Other Comprehensive Income.

2.17. Financial liabilities and equity instruments

2.17.1. Classification as debt or equity

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

2.17.2. Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a company entity are recognized at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognized and deducted directly in equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.17.3. Financial liabilities

All financial liabilities are subsequently measured at amortized cost or at FVTPL.

i. Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

a. it has been incurred principally for the purpose of repurchasing it in the near term; or

b. on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or

c. it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

a. such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;

b. the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or

c. it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

ii. Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

2.18. Segment Accounting:

The Chief Operating Decision Maker ("CODM") monitors the operating results of the business segments separately for the purpose of making decisions about the allocation of resources and performance assessment. Segment performance is measured based on profit or loss and is measured consistently with profit or loss in financial statements.

2.19. Exceptional Items:

An item of income or expense which by its size, type or incidence is material & requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and disclosed as such in the financial statements.

2.20. Earnings per Share:

Basic and diluted earnings per share is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of Equity Shares outstanding during the year, in accordance with Ind AS 33.

3 (a). Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(i) Useful lives of Property, Plant and Equipment

As described in note 2.11 above, the Company reviews the estimated useful lives of Property, Plant and Equipment at the end of each annual reporting period.

(ii) Defined Benefit Plans

The cost of the defined benefit plans and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making assumptions that may differ from actual developments in the future. These include the determination of discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(iii) Fair Value of financial assets and liabilities and investments

The Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed for impairment. Fair value measurement that are based on significant unobservable inputs (Level 3) requires estimates of operating margin, discount rate, future growth rate, terminal values etc. based on management's best estimate about future developments.

(iv) Estimated Lead Time for determining completion of performance obligation

The company also determines completion of performance obligation with respect to transportation service based on Estimated Lead Time (ELT) to deliver based on standard past performance and to that extent it involves management judgments for estimating delivery time to destination.

(v) Leases

Ind AS 116 requires lessees to determine the lease term as the non- cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by lease basis and there by assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

(vi) Trade receivables

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company has considered subsequent recoveries, past trends, credit risk profiles of the customers based on their industry, macroeconomic forecasts and internal and external information available to estimate the probability of default in future.

3 (b) Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

Notes to the financial statements for the year ended 31 March 2026

Note No. 4 - Property, Plant and Equipment

As at 31 March 2026

₹ in Lakhs

Description of Assets	Plant and Equipment	Office Equipment	Computer	Furniture & Fixtures	Total	Right of Use Assets (Building)
A. Cost						
Balance as at 1 April 2025	0.16	2.07	62.85	0.21	**65.28**	91.52
a) Additions	–	0.40	8.44	–	**8.84**	–
b) Addition on business combination	–	–	–	–	**–**	–
c) Less: Disposals /adjustments	–	(0.72)	(12.58)	–	**(13.30)**	(75.09)
Balance as at 31 March 2026	**0.16**	**1.75**	**58.71**	**0.21**	**60.82**	**16.43**
B. Accumulated depreciation/amortisation						
Balance as at 1 April 2025	0.01	1.83	51.78	0.15	**53.77**	74.33
a) Depreciation/amortisation expense for the year	0.03	0.19	7.59	0.02	**7.83**	11.71
b) Add: Addition on business combination	–	–	–	–	**–**	–
c) Less: Disposals /adjustments	–	(0.68)	(11.95)	–	**(12.63)**	(75.09)
Balance as at 31 March 2026	**0.04**	**1.34**	**47.42**	**0.17**	**48.97**	**10.95**
C. Net carrying amount as at 31 March 2026 (A-B)	**0.12**	**0.41**	**11.29**	**0.04**	**11.85**	**5.48**

As at 31 March 2025

₹ in Lakhs

Description of Assets	Plant and Equipment	Office Equipment	Computer	Furniture & Fixtures	Total	Right of Use Assets (Building)
A. Cost						
Balance as at 1 April 2024	–	2.22	61.36	3.43	**67.01**	99.41
a) Additions	0.16	–	1.88	–	**2.04**	16.44
b) Addition on business combination	–	–	–	–	**–**	–
c) Less: Disposals /adjustments	–	(0.15)	(0.40)	(3.23)	**(3.78)**	(24.32)
Balance as at 31 March 2025	**0.16**	**2.07**	**62.85**	**0.21**	**65.27**	**91.52**
B. Accumulated depreciation/amortisation						
Balance as at 1 April 2024	–	1.92	41.81	2.82	**46.55**	60.56
a) Depreciation/amortisation expense for the year	0.01	0.05	10.31	0.14	**10.51**	37.44
b) Add: Addition on business combination	–	–	–	–	**–**	–
c) Less: Disposals /adjustments	–	(0.14)	(0.35)	(2.80)	**(3.29)**	(23.67)
Balance as at 31 March 2025	**0.01**	**1.83**	**51.78**	**0.15**	**53.77**	**74.33**
C. Net carrying amount as at 31 March 2025 (A-B)	**0.15**	**0.24**	**11.07**	**0.05**	**11.51**	**17.19**

Notes:

1)

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
The estimated amount of contracts remaining to be executed on capital account and not provided for	–	–

2) The Company has not revalued its property, plant and equipment (including right of use assets) during the current or previous year.

Note No. 5 - Other Intangible Assets

As at 31 March 2026

₹ in Lakhs

Particulars	Computer Software	Total
A. Cost		
a) Balance as at 1 April 2025	1.76	**1.76**
b) Additions	–	**–**
c) Less: Disposals/Adjustments	–	**–**
Balance as at 31 March 2026	**1.76**	**1.76**
B. Accumulated amortisation		
a) Balance as at 1 April 2025	0.91	**0.91**
b) Amortization expense for the year	0.59	**0.59**
c) Less: Disposals/Adjustments	–	**–**
Balance as at 31 March 2026	**1.50**	**1.49**
C. Net carrying amount as at the end of the period (A-B)	**0.26**	**0.26**

Notes to the financial statements for the year ended 31 March 2026

As at 31 March 2025

₹ in Lakhs

Particulars			Computer Software	Total
A.	**Cost**			
	a)	Balance as at 1 April 2024	1.40	**1.40**
	b)	Additions	0.36	**0.36**
	c)	Less: Disposals/Adjustments	–	**–**
	Balance as at 31 March 2025		**1.76**	**1.76**
B.	**Accumulated amortisation**			
	a)	Balance as at 1 April 2024	0.40	**0.40**
	b)	Amortisation expense for the year	0.51	**0.51**
	c)	Less: Disposals/Adjustments	–	**–**
	Balance as at 31 March 2025		**0.91**	**0.91**
C.	**Net carrying amount as at the end of the period (A-B)**		**0.85**	**0.85**

Notes:

1)

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
The estimated amount of contracts remaining to be executed on capital account and not provided for	–	–

2 The Company has not revalued its intangible assets during the current or previous year.

Note No. 6 - Other Financial Asset

₹ in Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Financial assets at amortised cost - considered good				
a) Security Deposits				
i. Secured	–	–	–	–
ii. Unsecured, considered good	24.83	3.77	23.96	14.40
iii. Doubtful	–	–	–	–
iv. Significant Increase in Credit Risk	–	–	–	–
Less: Allowance for Losses	–	–	–	–
Total	**24.83**	**3.77**	**23.96**	**14.40**
b) Bank Deposit				
Under lien for more than 12 months of original maturity	–	–	**–**	–
Other term deposits with banks	–	5.71	**–**	5.71
Total	**–**	**5.71**	**–**	**5.71**
c) Others				
i) Interest Accrued	0.42	–	0.37	–
ii) Accrued Sales	1,351.06	–	878.75	–
Total	**1,351.48**	**–**	**879.12**	**–**
Total (a+b+c)	**1,376.31**	**9.48**	**903.08**	**20.11**

Accrued Sales ageing from transaction date:

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
less than 6 Months	**1,351.06**	878.75
6 Months to 1 year	–	–
1 to 2 Year	–	–
2 to 3 Years	–	–
More than 3 Years	–	–
	1,351.06	**878.75**
Less: Allowance for Losses	**–**	**–**
Total	**1,351.06**	**878.75**

Notes to the financial statements for the year ended 31 March 2026

Note No. 7: Deferred Tax Assets (Net)

Movement in deferred tax balances

Year ended 31 March 2026

₹ in Lakhs

		Opening Balance	Acquired in Business Combination	Recognised in profit and Loss	Recognised in OCI	Closing Balance
A	**Tax effect of items constituting deferred tax liabilities**					
a)	Mutual Funds	0.23	–	(0.23)	–	–
Total		**0.23**	**–**	**(0.23)**	**–**	**–**
B	**Tax effect of items constituting deferred tax assets**					
a)	Allowances on Property, Plant and Equipment and Intangible Assets	6.50	–	(0.69)	–	**5.81**
b)	Provision for employee benefits	54.77	–	17.35	(3.24)	**68.88**
c)	Provisions and allowances for credit losses	21.64	–	10.41	–	**32.05**
d)	Leases	0.56	–	(0.28)	–	**0.28**
Total		**83.47**	**–**	**26.79**	**(3.24)**	**107.02**
Net Tax Asset/(Liabilities) (B-A)		**83.24**	**–**	**27.02**	**(3.24)**	**107.02**

Year ended 31 March 2025

₹ in Lakhs

		Opening Balance	Acquired in Business Combination	Recognised in profit and Loss	Recognised in OCI	Closing Balance
A	**Tax effect of items constituting deferred tax liabilities**					
a)	Mutual Funds	0.15	–	0.08	–	0.23
Total		**0.15**	**–**	**0.08**	**–**	**0.23**
B	**Tax effect of items constituting deferred tax assets**					
a)	Allowances on Property, Plant and Equipment and Intangible Assets	6.55	–	(0.05)	–	6.50
b)	Provision for employee benefits	39.90	–	16.20	(1.33)	54.77
c)	Provisions and allowances for credit losses	49.28	–	(27.64)	–	21.64
d)	Leases	1.19	–	(0.63)	–	0.56
Total		**96.92**	**–**	**(12.13)**	**(1.33)**	**83.47**
Net Tax Asset/(Liabilities) (B-A)		**96.77**	**–**	**(12.21)**	**(1.33)**	**83.23**

Note No. 8 - Income Tax Assets & Liabilities (Net)

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Non Current Income Tax Assets (Net)		
Advance Income Tax /TDS Receivable (Net)	**195.01**	231.37
Total	**195.01**	231.37
Current Tax Liabilities (net)		
Current Tax Liabilities (net)	**–**	–
Total	**–**	–

Notes to the financial statements for the year ended 31 March 2026

Note No. 9 - Other Assets

₹ in Lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-Current	As at 31 March 2025 Current	As at 31 March 2025 Non-Current
I **Advances other than capital advances**				
a) Advances to suppliers - considered good	**211.30**	**–**	109.84	–
b) Advances to suppliers - considered doubtful	**18.00**	**–**	0.27	–
c) Balances with government authorities (other than income taxes)	**614.74**	**45.60**	388.83	9.15
d) Prepaid Expenses	**15.54**	**5.95**	55.99	7.35
e) Advances to employees (refer note below)	**6.77**	**–**	0.16	–
f) Other receivables	**–**	**–**	–	–
Total	**866.35**	**51.55**	555.09	16.50
Total (A+B)	**866.35**	**51.55**	555.09	16.50
Less: Allowances for Credit Losses	**(18.00)**	**–**	(0.27)	–
Total	**(18.00)**	**–**	(0.27)	–
Total (A+B+C)	**848.35**	**51.55**	554.82	16.50

Note:

Advances given to employees are as per Company's policy and are not required to be disclosed u/s 186(4) of Companies Act 2013.

Note No. 10 - Investments

Particulars	As at 31 March 2026 Current	As at 31 March 2025 Current
I. Fair value through profit and loss (FVTPL)		
Quoted Investments (fully paid)		
Investments in Mutual Fund	**–**	500.56
Total Quoted Investments	**–**	500.56
Total investments carried at FVTPL	**–**	500.56
Of the above, investments designated at FVTPL	**–**	500.56
Of the above, investments held for trading	**–**	500.56
TOTAL INVESTMENTS	**–**	500.56
Total investments carrying value	**–**	500.56
Other disclosures		
Aggregate amount of quoted investments	**–**	500.56
Aggregate amount of Market value of investments	**–**	500.56

Note No. 11 - Trade Receivables

₹ in Lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2025 Current
a) Trade Receivables considered good - Secured	**–**	–
b) Trade Receivables considered good - Unsecured	**7,216.15**	5,757.22
c) Trade Receivable which have significant increase in credit risk	**–**	–
d) Undisputed Trade Receivable - Credit Impaired	**102.24**	60.07
e) Disputed Trade Receivable - Credit Impaired	**7.14**	18.39
	7,325.53	5,835.68

Notes to the financial statements for the year ended 31 March 2026

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Less: Allowance for Credit Losses	**(109.38)**	(78.47)
Total	**7,216.15**	5,757.21

Trade Receivable ageing as at 31 March 2026

₹ in Lakhs

Particulars	Not Due	Outstanding for following period from due date of payment: less than 6 Months	6 Months to 1 year	1 to 2 Year	2 to 3 Years	More than 3 Years	Total
a) Undisputed Trade Receivable - Considered Good	4,564.47	2,569.22	82.46	–	–	–	**7,216.15**
b) Undisputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	**–**
c) Undisputed Trade Receivable - Credit Impaired	–	–	95.70	3.87	2.67	–	**102.24**
d) Disputed Trade Receivable - Considered Good	–	–	–	–	–	–	**–**
e) Disputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	**–**
f) Disputed Trade Receivable - Credit Impaired	–	0.28	–	6.19	0.67	–	**7.14**
Total Trade Receivables							**7,325.53**
Less: Allowance for Expected Credit Losses							**(109.38)**
Total							**7,216.15**

Trade Receivable ageing as at 31 March 2025

₹ in Lakhs

Particulars	Not Due	Outstanding for following period from due date of payment: less than 6 Months	6 Months to 1 year	1 to 2 Year	2 to 3 Years	More than 3 Years	Total
a) Undisputed Trade Receivable - Considered Good	3,766.28	1,960.24	24.58	3.25	0.04	2.83	**5,757.22**
b) Undisputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	**–**
c) Undisputed Trade Receivable - Credit Impaired	–	58.77	0.68	0.22	–	0.40	**60.07**
d) Disputed Trade Receivable - Considered Good	–	–	–	–	–	–	**–**
e) Disputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	**–**
f) Disputed Trade Receivable - Credit Impaired	–	0.68	3.75	3.92	–	10.05	**18.39**
Total Trade Receivables							**5,835.68**
Less: Allowance for Expected Credit Losses							**(78.47)**
Total							**5,757.21**

Notes:

i) Refer Note 29 (iii) for disclosures related to credit risk, impairment of trade receivables under expected credit loss model and related disclosures.

ii) The Company applies the simplified approach to provide for expected credit losses prescribed by IND AS 109, which permits the use of the lifetime expected credit loss provision for all trade receivables. The Company has expected credit losses based on a provision matrix which uses historical credit loss experience of the Company.

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
iii) Trade Receivables hypothecated to Banks against working capital facility.	**7,216.15**	5,757.21

Notes to the financial statements for the year ended 31 March 2026

Note No. 12 - Cash and Bank Balances

₹ in Lakhs

Particulars		As at 31 March 2026	As at 31 March 2025
I	**Cash and cash equivalents**		
a)	Balances with banks	**392.52**	439.69
b)	Cheques, drafts on hand	**37.33**	61.46
c)	Cash on hand	**0.04**	0.34
d)	Bank deposits with original maturity of less than 3 months at inception	**–**	90.00
Total		**429.89**	591.49

Note No. 13 - Equity Share Capital

Particulars	As at 31 March 2026		As at 31 March 2025	
	No. of shares	**Amount**	No. of shares	Amount
I. **Authorised:**				
Equity shares of ₹ 10 each with voting rights	**2,500,000**	**250.00**	2,500,000	250.00
Total	**2,500,000**	**250.00**	2,500,000	250.00
II. **Issued, Subscribed and Fully Paid:**				
Equity shares of ₹ 10 each with voting rights	**2,362,509**	**236.25**	2,362,509	236.26
Total	**2,362,509**	**236.25**	2,362,509	236.26

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

Particulars	Opening Balance	Fresh Issue	Other Changes	Closing Balance
(A) **Equity Shares with Voting rights**				
Year Ended 31 March 2026				
No. of Shares	**2,362,509**	**–**	–	**2,362,509**
Amount (₹ in Lakhs)	**236.25**	**–**	–	**236.25**
Year Ended 31 March 2025				
No. of Shares	2,362,509	**–**	–	2,362,509
Amount (₹ in Lakhs)	236.25	**–**	–	236.25

(ii) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the board of directors and approved by the shareholders in the annual general meeting is paid in Indian rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shares held by Holding Company /and their Subsidiaries

Particulars	As at 31 March 2026	As at 31 March 2025
Holding Company		
– Mahindra Logistics Limited	**2,362,509**	2,340,009

(iv) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2026		As at 31 March 2025	
	Number of shares held	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
– Mahindra Logistics Limited	**2,362,509**	**100.00%**	2,340,009	99.05%

Notes to the financial statements for the year ended 31 March 2026

(v) Shareholding of Promoters / Promoter Group:

As at 31 March 2026

Promoter name	No. of Shares	% of total shares	% Change during the year
Mahindra Logistics Limited	**2,362,509**	**100.00%**	**0.95%**
Total	**2,362,509**	**100.00%**	**0.95%**

As at 31 March 2025

Promoter name	No. of Shares	% of total shares	% Change during the year
Mahindra Logistics Limited	23,40,009	99.05%	0.00%
Total	23,40,009	99.05%	0.00%

Note No. 14 - Other Equity

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Securities Premium reserve	**622.75**	622.75
Retained earnings	**5,099.15**	4,354.02
Total	**5,721.90**	4,976.76

Movement in Reserves

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
(A) Securities Premium reserve		
Balance as at the beginning of the year	**622.75**	622.75
Add: Additions during the year	**–**	–
Balance as at the end of the year	**622.75**	622.75
(B) Retained Earnings		
Balance as at the beginning of the year	**4,354.02**	3,710.73
Add: Profit for the year	**735.49**	639.33
Add: Actuarial gain/(loss) for the year	**9.64**	3.96
Less: Payment of dividend	**–**	–
Balance as at the end of the year	**5,099.15**	4,354.02

Nature and purpose of other reserves:

Securities Premium Reserve:

Securities premium account is created when shares are issued at premium. The reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

Retained earnings:

Retained earnings represents the accumulated surplus. The reserve can be distributed/utilised by the Company in accordance with the Companies Act, 2013.

Note No. 15 - Trade Payables

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
	Current	Current
Total outstanding dues of micro enterprises and small enterprises	**33.70**	30.45
Total outstanding dues other than micro enterprises and small enterprises:		
- Trade payable - Other than Micro and small enterprises (includes Outstanding dues of Medium enterprises)	**3,830.42**	2,997.90
Total	**3,864.12**	3,028.35

Notes to the financial statements for the year ended 31 March 2026

Trade Payables ageing as at 31 March 2026

₹ in Lakhs

Particulars	Outstanding for following periods from due date of payment					
	Not Due	**Less Than 1 year**	**1 to 2 years**	**2 to 3 years**	**More Than 3 years**	**Total**
(i) MSME	**33.70**	**–**	**–**	**–**	**–**	**33.70**
(ii) Others	**2.79**	**3,826.45**	**0.92**	**0.26**	**–**	**3,830.42**
(iii) Disputed Dues - MSME	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed Dues - Others	**–**	**–**	**–**	**–**	**–**	**–**
Total	**36.49**	**3,826.45**	**0.92**	**0.26**	**–**	**3,864.12**

Trade Payables ageing as at 31 March 2025

₹ in Lakhs

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less Than 1 year	1 to 2 years	2 to 3 years	More Than 3 years	Total
(i) MSME	30.45	–	–	–	–	30.45
(ii) Others	2,997.90	–	–	–	–	2,997.90
(iii) Disputed Dues - MSME	–	–	–	–	–	–
(iv) Disputed Dues - Others	–	–	–	–	–	–
Total	3,028.35	**–**	**–**	**–**	**–**	**3,028.35**

Notes:

i) Trade Payables are payables in respect of the amount due on account of goods purchased or services availed in the normal course of business.

ii) Micro, Small & Medium enterprises have been identified by the Company on the basis of the information available with the Company. Total outstanding dues of Micro and Small enterprises, which are outstanding and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the Act") are given below. This has been relied upon by the auditors.

Particulars	**As at 31 March 2026**	As at 31 March 2025
a) Dues remaining unpaid		
– Principal	**33.70**	30.45
– Interest on the above	**–**	–
b) Interest paid in terms of section 16 of the Act along with the amount of payment made to the supplier beyond appointed day during the year-		
– Principal paid beyond the appointed date	**–**	–
– Interest paid in terms of section 16 of the Act	**–**	–
c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**–**	–
d) Further interest due and payable even in succeeding years, until such date when the interest due as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under section 23 of the Act	**–**	–
e) Amount of interest accrued and remaining unpaid at the end of accounting year	**–**	–

Note No. 16 - Other Financials Liabilities

₹ in Lakhs

Particulars	**As at 31 March 2026**		As at 31 March 2025	
	Current	**Non–Current**	Current	Non–Current
a) Security Deposits	**1.40**	**–**	1.40	–
b) Creditors for Capital Supplies/Services	**–**	**–**	–	–
c) Deferred Revenue	**–**	**–**	–	–
d) Interest Accrued but not due	**0.56**	**–**	0.00	–
e) Unclaimed Dividend	**–**	**–**	–	–
f) Salary /wages payables	**180.03**	**–**	246.20	–
Total	**181.99**	**–**	247.60	–

Notes to the financial statements for the year ended 31 March 2026

Note No. 17 - Provisions

₹ in Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
Provision for employee benefits	**Current**	**Non–Current**	Current	Non–Current
Provision for Compensated absences	**25.75**	**86.01**	27.36	93.14
Post Employment Benefit - Gratuity Liability	**32.56**	**71.98**	19.68	25.66
Total	**58.31**	**157.99**	47.04	118.80

Notes:
The provision for employee benefits includes annual leave and vested long service leave entitlements accrued and gratuity liability for the employees. For other disclosures refer note no. 33 - employee benefits.

Note No. 18 - Other Liabilities

₹ in Lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non–Current**	Current	Non–Current
Statutory dues (other than income taxes)				
a) Taxes payable	**15.33**	**–**	4.69	–
b) Employee Liabilities	**8.90**	**–**	9.05	–
Total	**24.23**	**–**	13.74	–

Note No. 19 - Revenue from Operations

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Revenue from rendering of services	**34,345.99**	29,872.98
Total	**34,345.99**	**29,872.98**

A. Continent-wise break up of Revenue

Year ended 31 March 2026

₹ in Lakhs

Country	Revenue from contracts with customers	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
India	**31,129.83**	**–**	**31,129.83**	**93.38**	**31,223.21**
Africa	**–**	**–**	**–**	**–**	**–**
Asia (excluding India)	**21.41**	**–**	**21.41**	**–**	**21.41**
Oceania	**–**	**–**	**–**	**–**	**–**
Europe	**2,536.41**	**–**	**2,536.41**	**–**	**2,536.41**
North America	**589.11**	**–**	**589.11**	**–**	**589.11**
South America	**69.23**	**–**	**69.23**	**–**	**69.23**
Total	**34,345.99**	**–**	**34,345.99**	**93.38**	**34,439.38**

Year ended 31 March 2025

₹ in Lakhs

Country	Revenue from contracts with customers	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
India	28,482.54	–	28,482.54	172.09	28,654.63
Africa	7.69	–	7.69	–	7.69
Asia (excluding India)	29.07	–	29.07	–	29.07
Oceania	–	–	–	–	–
Europe	919.74	–	919.74	–	919.74
North America	333.44	–	333.44	–	333.44
South America	100.50	–	100.50	–	100.50
Total	29,872.98	–	29,872.98	172.09	30,045.08

B. Reconciliation of revenue from contract with customer

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from contract with customer as per the contract price	**34,345.99**	29,872.98
Adjustments made to contract price on account of :-		
a) Trade discounts, volume rebates, returns etc.	**–**	–
b) Sales Returns /Reversals	**–**	–
c) Deferment of revenue)	**–**	–
d) Changes in estimates of variable consideration	**–**	**–**
e) Recognition of revenue from contract liability out of opening balance	**–**	**–**
f) Any other adjustments	**–**	**–**
g) Trade discounts, volume rebates, returns etc.	**–**	**–**
Revenue from contract with customer as per the statement of Profit and Loss	**34,345.99**	29,872.98

Notes to the financial statements for the year ended 31 March 2026

C. Break-up of Provision for Expected Credit Losses recognised in P&L

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Expected Credit loss recognised during the year on trade receivables	**30.91**	(110.09)
Expected Credit loss recognised during the year on contract assets	**–**	–
Expected Credit loss recognised during the year on trade receivables & Contract Assets	**30.91**	(110.09)
Expected Credit loss recognised during the year on financial assets other than above	**10.44**	0.27

D. Movement of Contract Assets and Contract Liabilities

Movement of Contract Assets

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening Balance	**878.75**	734.42
Additions during the year	**1,351.06**	878.75
Reclassification Adjustments:		
- Reclass of opening balances of contract assets to trade receivables	**(878.75)**	(734.42)
Closing Balance	**1,351.06**	878.75

Note No. 20 - Other Income

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Interest Income		
(i) Financial assets carried at amortised cost	**1.22**	6.01
(ii) Finance Income on Net investment in Lease	**–**	–
(iii) Other Assets	**14.81**	25.90
b) Miscellaneous Income		
(i) Net gain arising on financial assets carried at FVTPL	**13.01**	23.50
(ii) Profit on disposal of property, plant and equipment	**0.46**	–
(iii) Provision no longer required written back	**10.38**	19.68
(iv) Gain on exchange fluctuation	**52.34**	97.00
(v) Other non operating income	**1.16**	–
Total	**93.38**	172.09

Notes:

1) Other non operating income mainly includes sale of scrap, etc.

2) The Company has not traded or invested in crypto currency during the current or previous year.

Note No. 21 - Operating Expenses

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Freight & Other related Expenses	**30,827.38**	26,953.10
Total	**30,827.38**	26,953.10

Note No. 22 - Employee Benefits Expense

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Salaries and wages, including bonus	**1,469.14**	1,371.90
b) Contribution to provident and other funds	**53.08**	55.36
c) Gratuity	**27.62**	18.88
d) Share based payment expenses (net of recovery)	**14.51**	21.39
e) Staff welfare expenses	**36.26**	62.86
Total	**1,600.61**	1,530.39

Notes:

i) Salaries and wages includes salaries, wages, bonus, compensated absences and all other amounts payable to employees in respect of services rendered as per their employment terms under a contract of service.

ii) Contribution to provident fund and other funds includes contributions to other funds like superannuation fund, ESIC, etc. pertaining to employees.

iii) **Share based payment**

Pursuant to the Employees Stock Options Scheme established by the holding Company (i.e. Mahindra Logitstics Limited), stock options was granted to the employee of the Company. Total cost incurred by the holding Company, in respect of the same is ₹ 67.95 Lakhs (31st March 2025: ₹ 64.68 Lakhs). The same is being recovered from the Company over the period of vesting by the holding Company. Accordingly, cost of ₹ 34.65 Lakhs (31st March 2025: ₹ 37.96 Lakhs) has been recovered by the holding Company upto current year, out of which, ₹ 14.51 Lakhs (31st March 2023: ₹ 21.39 Lakhs) was recovered during the year after considering lapse impact.

Note No. 23 - Finance Costs

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Interest expense on financial instruments designated at amortised cost	**62.07**	2.20
b) Interest expense on Lease liability	**0.82**	3.12
c) Finance and Other Interest costs	**2.77**	–
Total	**65.66**	5.32

Note No. 24 - Depreciation and Amortisation expense

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Depreciation on Property, Plant and Equipment	**7.83**	10.51
b) Amortisation on Right-of-use asset	**11.71**	37.44
c) Amortisation on Intangible Assets	**0.59**	0.51
Total	**20.13**	48.46

Note No. 25 - Other Expenses

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Rent including lease rentals	**197.24**	157.51
b) Legal and Other professional costs	**117.57**	113.91
c) IT Expenses	**181.06**	140.87
d) Hire and service charges	**72.71**	35.97
e) Travelling and Conveyance expense	**112.61**	98.24
f) Bad debts	**25.19**	57.44
Less: Adjusted against Provision for bad and doubtful debts	**(16.57)**	(56.04)
g) Impairment loss on Trade receivables	**47.48**	(54.05)

Notes to the financial statements for the year ended 31 March 2026

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
h) Advances written off	**28.97**	30.75
Less: Adjusted against provision for bad and doubtful advances	**(7.56)**	–
i) Impairment loss on Advances	**18.00**	0.27
j) Insurance	**2.30**	2.74
k) Power and Fuel	**2.47**	6.20
l) Contributions towards Corporate Social Responsibility (CSR) (refer note below)	**15.40**	25.50
m) Net loss on sale of property, plant and equipments	**–**	0.07
n) Repairs and Maintenance:	**10.74**	**11.96**
i) Buildings	**2.78**	1.38
ii) Machinery	**0.88**	1.03
iii) Others	**7.08**	9.55
o) Payment to Statutory auditors	**6.00**	**5.09**
i) As Auditors	**6.00**	5.09
ii) For taxation matters	**–**	–
iii) For Other services	**–**	–
iv) For Reimbursement of expenses	**–**	–
p) Miscellaneous expense	**60.20**	68.44
Total	**873.81**	644.87

Note:

Contributions towards Corporate Social Responsibility (CSR) under section 135 of the Companies Act, 2013 ₹ 15.4 Lakhs (2025 : ₹ 25.5 Lakhs).

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
(i) Amount required to be spent by the company during the year	**15.40**	25.50
(ii) Amount of expenditure incurred	**15.40**	25.50
(iii) Shortfall at the end of the year	**0**	0
(iv) Total of previous years shortfall	**0**	0
(v) Reason for shortfall	**NA**	NA
(vi) Nature of CSR activities		
a) Building Communities	**7.70**	4.25
b) Disaster Management	**–**	–
c) Nanhi Kali	**7.70**	12.25
d) Skill Development	**–**	–
e) Sustainability	**–**	9.00
f) Restoring Environment	**–**	–
(vii) Details of related party transactions, e.g., contribution to a trust controlled by the Company in relation	**7.70**	12.25
(viii) Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision during the year shall be shown separately.	**NA**	NA

Note No. 26 - Exceptional Items

On 21 November 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively 'new Labour Codes') - consolidating 29 existing labour laws.

In accordance with the new Labour Codes, the Company has currently estimated the incremental impact on retiral benefits to be ₹ 63.75 Lakhs. This has been presented under Exceptional Items in the Profit & Loss Account.

Note No. 27 - Current Tax and Deferred Tax **₹ in Lakhs**

(a) Income Tax recognized in profit or loss

Particulars	As at 31 March 2026	As at 31 March 2025
A. Current Tax:		
a) In respect of current year	**279.54**	211.39
b) In respect of prior years	**–**	(0.00)
Total	**279.54**	211.39
B. Deferred Tax:		
a) In respect of current year	**(27.00)**	12.21
b) In respect of change in tax rate	**–**	–
Total	**(27.00)**	12.21
Total (A+B)	**252.54**	223.60

(b) Income tax recognized in Other Comprehensive Income

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
A. Current Tax:		
Remeasurement of defined benefit obligations	**–**	–
Total	**–**	–
B. Deferred Tax:	**(3.24)**	(1.33)
Total	**(3.24)**	(1.33)
Classification of income tax recognized in other comprehensive income		
Income taxes related to items that will not be reclassified to profit or loss	**(3.24)**	(1.33)
Total	**(3.24)**	(1.33)

(c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Profit Before tax	**988.03**	862.93
Applicable Income tax rate #	**25.168%**	25.168%
Expected Income tax expense	**248.67**	217.18
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of income exempt from tax /non taxable on compliance of conditions	**–**	–
Effect of income chargeable at specified tax rates	**–**	–
Effect of expenses/provisions not deductible in determining taxable profit	**3.88**	6.42

Notes to the financial statements for the year ended 31 March 2026

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Reversal of deferred tax asset/liabilities on impairment of investment	–	–
Effect of net additional /(reversal) of provision in respect of prior years	–	(0.00)
Effect of current year losses for which no deferred tax asset is recognised	–	–
Income tax expense recognised In profit or loss	**252.54**	223.60

Note
The tax rate used in reconciliations above is the corporate tax rate of 22% (plus surcharge and cess as applicable) on taxable profits under Income Tax Act, 1961.

Note No. 28 - Earnings per Share

₹ in Lakhs

Particulars	Year ended 31 March 2026 Per Share	Year ended 31 March 2025 Per Share
A. Basic Earnings Per Share (in ₹) (face value ₹ 10/- per share)	**31.13**	27.06
B. Diluted Earnings Per Share (in ₹) (face value ₹ 10/- per share)	**31.13**	27.06

Notes:

i) Basic earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows:

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit /(loss) for the period attributable to equity shareholders	**735.49**	639.33
Profit /(loss) for the period used in the calculation of basic earnings per share	**735.49**	639.33
Weighted average number of equity shares outstanding for Basic EPS	**2,362,509**	2,362,509
Weighted average number of equity shares outstanding for diluted EPS	**2,362,509**	2,362,509
Earnings per share from continuing operations - Basic (in ₹)	**31.13**	27.06
Earnings per share from continuing operations - Diluted (in ₹)	**31.13**	27.06

Note No. 29 - Financial Instruments

I. Capital management Policy

a) The company's capital management objectives are:
- to ensure the company's ability to continue as a going concern.
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

b) For the purpose of Company's capital management, capital includes issued share capital, equity as well as preference, all other Equity reserves and Borrowings. The Company monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial position. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

The Capital structure is monitored on the basis of net debt to equity and maturity profile for debt portfolio of the Company.

c) Equity and Net debt is given in the table below:

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. Equity	**5,958.16**	5,213.02
B. Borrowing	**–**	–
C. Current Investments	**–**	(500.56)
D. Cash and Cash Equivalents	**(429.89)**	(591.49)
Equity with Net Debt	**5,528.27**	4,120.98

Notes: The above capital management disclosures are based on the information provided internally to key management personnel.

II. Categories of financial assets and financial liabilities

₹ in Lakhs

		As at 31 March 2026			
Particulars		**Amortised Costs**	**FVTPL**	**FVOCI**	**Total**
A.	**Non-current Assets**				
a)	Investments	**–**	**–**	**–**	**–**
b)	Loans	**–**	**–**	**–**	**–**
c)	Other Financial Assets	**9.48**	**–**	**–**	**9.48**
Total		**9.48**	**–**	**–**	**9.48**
B.	**Current Assets**				
a)	Investments	**–**	**–**	**–**	**–**
b)	Trade Receivables	**7,216.15**	**–**	**–**	**7,216.15**
c)	Cash and Bank Balances	**429.89**	**–**	**–**	**429.89**
d)	Other Financial Assets	**1,376.31**	**–**	**–**	**1,376.31**
Total		**9,022.35**	**–**	**–**	**9,022.35**
C.	**Non-current Liabilities**				
a)	Borrowings	**–**	**–**	**–**	**–**
b)	Lease Liabilities	**–**	**–**	**–**	**–**
Total		**–**	**–**	**–**	**–**
D.	**Current Liabilities**				
a)	Borrowings	**–**	**–**	**–**	**–**
b)	Lease Liabilities	**6.56**	**–**	**–**	**6.56**
c)	Trade Payables	**3,864.12**	**–**	**–**	**3,864.12**
d)	Other Financial Liabilities	**181.99**	**–**	**–**	**181.99**
Total		**4,052.66**	**–**	**–**	**4,052.66**

₹ in Lakhs

		As at 31 March 2025			
Particulars		**Amortised Costs**	**FVTPL**	**FVOCI**	**Total**
A.	**Non-current Assets**				
a)	Investments	–	–	–	–
b)	Loans	–	–	–	–
c)	Other Financial Assets	20.11	–	–	20.11
Total		20.11	–	–	20.11
B.	**Current Assets**				–
a)	Investments	–	500.56	–	500.56
b)	Trade Receivables	5,757.21	–	–	5,757.21
c)	Cash and Bank Balances	591.49	–	–	591.49

Notes to the financial statements for the year ended 31 March 2026

₹ in Lakhs

Particulars	As at 31 March 2025 Amortised Costs	FVTPL	FVOCI	Total
d) Other Financial Liabilities	903.08	-	-	903.08
Total	7,251.78	500.56	-	7,752.34
C. Non-current Liabilities				
a) Borrowings	-	-	-	-
b) Lease Liabilities	6.51	-	-	6.51
Total	6.51	-	-	6.51
D. Current Liabilities				
a) Borrowings	-	-	-	-
b) Lease Liabilities	12.86	-	-	12.86
c) Trade Payables	3,028.35	-	-	3,028.35
d) Other Financial Liabilities	247.60	-	-	247.60
Total	3,288.81	-	-	3,288.81

III. Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk and liquidity risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

a) Credit risk management

Trade receivables and deposits

(i) Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties. The Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends and analysis of historical bad debts and ageing of accounts receivable. Credit exposure is controlled by counterparty credit period which is monitored through an approved policy.

(ii) Trade receivables consist of a large number of customers, spread across diverse industries and places across India.

(iii) Apart from one large customer of the Company, the Company does not have significant credit risk exposure to any single customer. Concentration of credit risk other than this customer did not exceed 20% of trade receivables at the end of the year.

(iv) The Company applies the simplified approach to provide for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The Company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company and individual receivable specific provision where applicable.

(v) There is no change in estimation techniques or significant assumptions during the reporting year.

(vi) The loss allowance for trade receivables using expected credit loss for different ageing periods is as follows:

₹ in Lakhs

Particulars	Not due	Less than 6 months past due	More than 6 months past due	Total
As at 31 March 2026				
a) Gross carrying amount	**4,564.47**	**2,569.50**	**191.56**	**7,325.53**
b) Loss allowance provision	**–**	**–**	**–**	**109.38**

₹ in Lakhs

Particulars	Not due	Less than 6 months past due	More than 6 months past due	Total
As at 31 March 2025				
a) Gross carrying amount	3,766.28	2,019.69	49.71	5,835.68
b) Loss allowance provision	**–**	–	–	78.47

(vii) Reconciliation of loss allowance provision for Trade Receivables

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
a) Balance as at beginning of the year	**78.47**	188.56
b) Addition on business combination	**–**	–
c) Impairment losses recognised in the year based on lifetime expected credit losses	**49.30**	65.09
– On receivables originated in the year	**7.14**	3.39
– Other receivables	**42.17**	61.70
d) Amount written off during the year	**(16.57)**	–
e) Impairment losses reversed / written back	**(1.82)**	(56.04)
f) Netted Off to Trade Receivables	**–**	–
g) Balance at end of the year	**109.38**	78.47

(viii) During the year, the Company has written off ₹ 25.19 Lakhs (Previous year ₹ 57.44 Lakhs) of trade receivables and ₹ 28.97 Lakhs (Previous year ₹ 30.75 Lakhs) advances given. These trade receivables and deposits are not subject to enforcement activity.

Investment in Mutual Funds

The Company has Nil investments as at 31 March 2026 (₹ 500.56 Lakhs as at 31 March 2025) in growth oriented mutual funds which have not been impaired till date.

Cash and Cash equivalents

As at 31 March 2026, the Company holds cash and cash equivalents of ₹ 429.89 Lakhs (As at 31 March 2025 & ₹ 591.49 Lakhs).

The cash and cash equivalents are held with banks with good credit rating.

b) Liquidity risk management

(i) The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Company's net liquidity position through rolling forecasts on the basis of expected cash flows.

(ii) Maturities of financial liabilities

Table showing maturity profile of financial liabilities

₹ in Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2026				
Non-derivative financial liabilities				
a) Trade Payables	**3,864.12**	**–**	**–**	**–**
b) Borrowings	**–**	**–**	**–**	**–**
c) Lease Liabilities	**6.56**	**–**	**–**	**–**
d) Security Deposits	**1.40**	**–**	**–**	**–**

Notes to the financial statements for the year ended 31 March 2026

₹ in Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
e) Creditors for capital supplies	–	–	–	–
f) Deferred Revenue	–	–	–	–
g) Interest Accrued but not due	**0.56**	–	–	–
h) Unclaimed Dividend	–	–	–	–
i) Salary /wages payable	**180.03**	–	–	–
j) Other liabilities	–	–	–	–
Total	**4,052.66**	–	–	–
As at 31 March 2025				
Non-derivative financial liabilities				
a) Trade Payables	3,028.35	–	–	–
b) Borrowings	–	–	–	–
c) Lease Liabilities	13.77	6.82	–	–
d) Security Deposits	1.40	–	–	–
e) Creditors for capital supplies	–	–	–	–
f) Deferred Revenue	–	–	–	–
g) Interest Accrued but not due	–	–	–	–
h) Unclaimed Dividend	–	–	–	–
i) Salary /wages payable	246.20	–	–	–
j) Other liabilities	–	–	–	–
Total	3,289.72	6.82	–	–

The above table details the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows.

The contractual maturity is based on the earliest date on which the Company may be required to pay.

(iii) Financing arrangements

The Company has access to following undrawn borrowing facilities at the end of the reporting year:

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
a) Secured Cash Credit facility (Includes working capital demand loan, Short term loan and overdraft)		
– Expiring within one year	**5,000.00**	5,000.00
b) Unsecured Cash Credit facility (Includes working capital demand loan, Short term loan and overdraft, bank guarantee)		
– Expiring within one year	**–**	–
– Expiring beyond one year	**–**	–

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
b) Bank Guarantees*		
– Expiring within one year	**4,970.00**	4,940.00
– Expiring beyond one year	**–**	–
c) Unsecured Bank Overdraft facility		
– Expiring within one year	**–**	–

* This limit is sub-limit of cash credit facility.

Note: The quarterly statements of current assets filed by the Company with banks are in agreement with the books of accounts.

(iv) Maturities of financial assets

Table showing maturity profile of financial assets

₹ in Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2026				
A Non–derivative financial assets				
a) Trade Receivables	**7,216.15**	**–**	**–**	**–**
b) Security Deposits	**24.84**	**3.77**	**–**	**–**
c) Others	**1,351.47**	**–**	**–**	**5.71**
As at 31 March 2025				
A Non–derivative financial assets				
a) Trade Receivables	5,757.21	–	–	–
b) Security Deposits	23.96	14.40	–	–
c) Others	879.12	–	–	5.71

The above table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

C) Market Risk Management

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Currency Risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The Company's exposure to currency risk relates primarily to the Company's operating activities when transactions are denominated in a different currency from the Company's functional currency.

Notes to the financial statements for the year ended 31 March 2026

₹ in Lakhs

Particulars	Currency	As at 31 March 2026	As at 31 March 2025
Trade Receivables	USD	**122.86**	272.30
	EUR	**1.75**	20.97
	CAD	**–**	–
	SGD	**–**	–
	AED	**2.86**	–
	HKD	**–**	–
	CNY	**–**	–
	CHF	**–**	–
	AUD	**–**	–
	DKK	**–**	–
	JPY	**–**	–
	GBP	**6.53**	11.06
Trade Payables	USD	**985.55**	621.48
	EUR	**140.53**	140.08
	CAD	**–**	–
	SGD	**–**	0.40
	AED	**–**	–
	HKD	**1.21**	1.60
	CNY	**–**	0.04
	CHF	**–**	1.18
	AUD	**–**	–
	DKK	**–**	0.00
	JPY	**0.37**	3.76
	GBP	**7.35**	7.95

The following tables demonstrate the sensitivity to a reasonably possible change in major currencies' exchange rates, with all other variables held constant. The company's exposure to foreign currency changes for all other currencies is not material.

₹ in Lakhs

Particulars	Currency	Change in rate	Effect on profit before tax	Effect on pre-tax equity
Year ended 31 March 2026	**USD**	**+10%**	**(58.75)**	**(58.75)**
	USD	**-10%**	**58.75**	**58.75**
	EUR	**+10%**	**(13.88)**	**(13.88)**
	EUR	**-10%**	**13.88**	**13.88**
	CAD	**+10%**	**–**	**–**
	CAD	**-10%**	**–**	**–**
	SGD	**+10%**	**–**	**–**
	SGD	**-10%**	**–**	**–**
	AED	**+10%**	**0.29**	**0.29**
	AED	**-10%**	**(0.29)**	**(0.29)**
	HKD	**+10%**	**(0.12)**	**(0.12)**
	HKD	**-10%**	**0.12**	**0.12**
	CNY	**+10%**	**–**	**–**
	CNY	**-10%**	**–**	**–**
	CHF	**+10%**	**–**	**–**
	CHF	**-10%**	**–**	**–**
	AUD	**+10%**	**–**	**–**
	AUD	**-10%**	**–**	**–**
	DKK	**+10%**	**–**	**–**
	DKK	**-10%**	**–**	**–**
	JPY	**+10%**	**(0.04)**	**(0.04)**
	JPY	**-10%**	**0.04**	**0.04**
	GBP	**+10%**	**(0.08)**	**(0.08)**
	GBP	**-10%**	**0.08**	**0.08**

Notes to the financial statements for the year ended 31 March 2026

₹ in Lakhs

Particulars	Currency	Change in rate	Effect on profit before tax	Effect on pre-tax equity
Year ended 31 March 2025	USD	+10%	(18.60)	(18.60)
	USD	-10%	18.60	18.60
	EUR	+10%	(11.91)	(11.91)
	EUR	-10%	11.91	11.91
	CAD	+10%	–	–
	CAD	-10%	–	–
	SGD	+10%	(0.04)	(0.04)
	SGD	-10%	0.04	0.04
	AED	+10%	–	–
	AED	-10%	–	–
	HKD	+10%	(0.16)	(0.16)
	HKD	-10%	0.16	0.16
	CNY	+10%	(0.00)	(0.12)
	CNY	-10%	0.00	0.12
	CHF	+10%	(0.12)	–
	CHF	-10%	0.12	–
	AUD	+10%	–	–
	AUD	-10%	–	–
	DKK	+10%	(0.00)	–
	DKK	-10%	0.00	–
	JPY	+10%	(0.38)	(0.38)
	JPY	-10%	0.38	0.38
	GBP	+10%	0.31	0.31
	GBP	-10%	(0.31)	(0.31)

Interest Risk

The following tables demonstrate the sensitivity to a reasonably possible change in interest rates, with all other variables held constant.

Particulars	Name of borrowing	Type of Interest	Minimum rate of interest	Maximum rate of interest	Fixed Loan amount outstanding	Floating Loan amount outstanding	Increase in Base Rate (p.a.)	Sensitivity Impact on P&L (pre-tax)	Decrease in Base Rate (p.a.)	Sensitivity Impact on P&L (pre-tax)
As at 31 March 2026	**Loans repayable on demand from Banks**	**Floating**	**7.14%**	**9.40%**	**0.00**	**0.00**	**1.00%**	**–**	**1.00%**	**–**

Note No. 30 - Fair Value Measurement

a) Fair Valuation Techniques and Inputs used - recurring Items

₹ in Lakhs

Financial assets/financial liabilities measured at Fair value	Fair value: As at 31 March 2026	Fair value: As at 31 March 2025	Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship of unobservable inputs to fair value and sensitivity
Financial assets						
Investments						
Mutual Fund investments	**–**	500.56	Level 1	Quoted Market Prices	–	–

As at the reporting date, the Company does not have any financial liability measured at fair values.

Notes to the financial statements for the year ended 31 March 2026

b) Fair value of financial assets and financial liabilities that are measured at amortised cost:

₹ in Lakhs

Particulars	Carrying amount	Fair value	Fair Value Level 1	Fair Value Level 2	Fair Value Level 3
As at 31 March 2026					
A) Financial assets					
a) Financial assets carried at amortised Cost					
i) Non current investment	**–**	**–**	–	–	–
ii) Loans to related parties	**–**	**–**	–	–	–
iii) Trade and other receivables	**7,216.15**	**7,216.15**	–	7,216.15	–
iv) Deposits given	**28.61**	**28.61**	–	28.61	–
v) Fixed Deposits	**5.71**	**5.71**	–	5.71	–
vi) Cash and cash equivalents	**429.89**	**429.89**	–	429.89	–
vii) Bank Balances Other than above	**–**	**–**	–	–	–
viii) Receivables towards assets given on finance lease	**–**	**–**	–	–	–
ix) Others	**1,351.47**	**1,351.47**	–	1,351.47	–
Total	**9,031.83**	**9,031.83**	–	9,031.83	–
B) Financial liabilities					
a) Financial liabilities held at amortised cost					
i) Lease Liabilities	**6.56**	**6.56**	–	6.56	–
ii) Security deposits taken	**1.40**	**1.40**	–	1.40	–
iii) Trade and other payables	**3,864.12**	**3,864.12**	–	3,864.12	–
iv) Creditors for capital supplies	**–**	**–**	–	–	–
v) Deferred Revenue	**–**	**–**	–	–	–
vi) Interest Accrued	**0.56**	**0.56**	–	0.56	–
vii) Unclaimed Dividend	**–**	**–**	–	–	–
viii) Borrowings	**–**	**–**	–	–	–
ix) Other Financial liabilities	**180.03**	**180.03**	–	180.03	–
Total	**4,052.66**	**4,052.66**	–	4,052.66	–

₹ in Lakhs

Particulars	Carrying amount	Fair value	Fair Value Level 1	Fair Value Level 2	Fair Value Level 3
As at 31 March 2025					
A) Financial assets					
a) Financial assets carried at amortised Cost					
i) Non current investment	–	–	–	–	–
ii) Loans to related parties	–	–	–	–	–
iii) Trade and other receivables	5,757.21	5,757.21	–	5,757.21	–
iv) Deposits given	38.36	38.36	–	38.36	–
v) Fixed Deposits	5.71	5.71	–	5.71	–
vi) Cash and cash equivalents	591.49	591.49	–	591.49	–
vii) Bank Balances Other than above	–	–	–	–	–
viii) Receivables towards assets given on finance lease	–	–	–	–	–
ix) Others	879.12	879.12	–	879.12	–
Total	7,271.89	7,271.89	–	7,271.89	–
B) Financial liabilities					
a) Financial liabilities held at amortised cost					
i) Lease Liabilities	19.37	19.37	–	19.37	–
ii) Security deposits taken	1.40	1.40	–	1.40	–
iii) Trade and other payables	3,028.35	3,028.35	–	3,028.35	–
iv) Creditors for capital supplies	–	–	–	–	–
v) Deferred Revenue	(0.00)	(0.00)	–	(0.00)	–
vi) Interest Accrued	0.00	0.00	–	0.00	–
vii) Unclaimed Dividend	–	–	–	–	–
viii) Borrowings	–	–	–	–	–
ix) Other Financial liabilities	246.20	246.20	–	246.20	–
Total	3,295.32	3,295.32	–	3,295.32	–

Notes to the financial statements for the year ended 31 March 2026

Note No. 31 - Segment

i) The management of the Company has chosen to organise the Company on the basis of nature of services. No operating segments have been aggregated in arriving at the reportable segments of the Company.

ii) The Company has only one operating segment i.e. "Freight Forwarding".

iii) The Chief Operating Decision Maker ("CODM") monitors the operating results of the business segments separately for the purpose of making decisions about the allocation of resources and performance assessment.

The Segmental Disclosures are as follows:-

(iv) Geographic information

Particulars	Year Ended 31 March 2026	Year Ended 31 March 2025
		₹ in Lakhs
a) Revenue from external customers		
India	**31,129.84**	28,482.53
Outside India	**3,216.15**	1,390.45
Total revenue per statement of profit or loss	34,345.99	29,872.98
b) Segment assets		
India	**10,251.35**	8,687.92
Outside India	**–**	–
Total	**10,251.35**	8,687.92
c) Capital expenditure		
India	**8.84**	2.40
Outside India	**–**	–
Total	**8.84**	2.40

Note No. 32 - Leases

I) Operating Lease

Following are the changes in the carrying value of right of use assets:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
		₹ in Lakhs
Balance at 1st April	**17.19**	38.85
Addition	**–**	16.44
Deletion	**–**	(0.65)
Amortisation expense for the year	**(11.71)**	(37.44)
Balance at 31st March	**5.48**	17.19

The following is the movement in lease liabilities.

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
		₹ in Lakhs
Lease liabilities recognised at 1st April	**19.37**	43.55
Additions	**–**	16.44
Finance cost accrued during the period	**0.82**	3.12
Deletions	**–**	(0.50)
Payment of lease liabilities	**(13.63)**	(43.23)
Balance at 31st March	**6.56**	19.37

The following is the break-up of current and non-current lease liabilities:

Particulars	As at 31 March 2026	As at 31 March 2025
		₹ in Lakhs
Non-current lease liabilities	**–**	6.51
Current lease liabilities	**6.56**	12.86
Total	**6.56**	19.37

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
		₹ in Lakhs
Less than one year	**6.56**	13.77
One to Three years	**–**	6.82
Three to five years	**–**	–
More than five years	**–**	–
Total undiscounted lease liabilities at Balance sheet date	**6.56**	20.59

Rental expense recorded for short-term leases was ₹ 197.24 Lakhs (Previous Year: ₹ 157.51 Lakhs) for the year ended Year ended 31 March 2026.

The following is the movement in the net investment in sublease of ROU asset during the year:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
		₹ in Lakhs
Net investment in sublease in ROU recognised at 1 April	**–**	–
Additions	**–**	–
Finance Income on net investment in sublease in ROU	**–**	–
Deletions	**–**	–
Rental Income on net investment in sublease in ROU	**–**	–
Balance as at 31st March	**–**	–

The table below provides details regarding the contractual maturities of net investment in sublease of ROU asset on an undiscounted basis:

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
		₹ in Lakhs
Less than one year	**–**	–
One to Three years	**–**	–
Three to five years	**–**	–
More than five years	**–**	–
Total	**–**	–

Amounts recognised in Statement of Profit and Loss

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
		₹ in Lakhs
Interest on lease liabilities	**0.82**	3.12
Variable lease payments not included in measurement of lease liabilities	**–**	–
Expense on sub-leasing right of use asset	**–**	–
Expense relating to short term leases	**197.24**	157.51
Expense relating to low value leases	**–**	–
Amortisation on right of use asset	**11.71**	37.44
Total Expenses	**209.77**	198.07

Notes to the financial statements for the year ended 31 March 2026

Amounts recognised in Statement of cash flows

Particulars	As at 31 March 2026	₹ in Lakhs As at 31 March 2025
Total cash outflows for leases	**(13.63)**	(43.23)

Note No. 33 - Employee benefits

a) Defined Contribution Plan

The Company's contribution to Provident Fund, superannuation Fund and other funds aggregating ₹ 53.08 Lakhs (2025: ₹ 55.36 Lakhs) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

b) Defined Benefit Plans:

Gratuity

a) The group operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the group scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The group makes annual contribution to the Group Gratuity Scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund.

b) Through its defined benefit plans the group is exposed to a number of risks, the most significant of which are detailed below:

(1) Asset volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bonds discount rate, this will create or increase a deficit. The funds of the defined benefit plans are held with LIC.

As the plans mature, the Company intends to reduce the level of investment risk by investing more in assets that better match the liabilities.

(2) Change in bond yields

A decrease in government bond yields will increase plan liabilities.

(3) Inflation risk

Defined benefit obligations are linked to inflation, and higher inflation will lead to higher liabilities (although caps on the level of inflationary increases are in place to protect the plan against extreme inflation).

(4) Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the group's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

(c) Significant Actuarial Assumptions

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

Particulars		Funded Plan - Gratuity Year ended 31 March 2026	Year ended 31 March 2025
a)	Discount rate(s)	**6.85%**	6.65%
b)	Expected rate(s) of salary increase	**7%**	7%
c)	Mortality rate during employment	**100% of IALM 2012-14**	100% of IALM 2012-14

(d) Defined benefit plans – as per actuarial valuation

Particulars		Funded Plan – Gratuity Year ended 31 March 2026	Year ended 31 March 2025
I.	**Amounts recognised in comprehensive income in respect of these defined benefit plans are as**		
a)	Current Service Cost	**19.09**	15.54
b)	Past service cost and (gains)/ losses from settlements	**68.09**	–
c)	Net interest expense	**4.20**	3.34
	Components of defined benefit costs recognised in profit or loss	**91.38**	18.88
	Remeasurement on the net defined benefit liability		
a)	Return on plan assets (excluding amount included in net interest expense)	**–**	**–**
b)	Actuarial (gains)/loss arising from changes in financial assumptions	**(3.53)**	2.54
c)	Actuarial (gains)/loss arising from changes in demographic assumptions	**–**	–
d)	Actuarial (gains)/loss arising from experience adjustments	**(8.97)**	(7.27)
	Components of defined benefit costs recognised in other comprehensive income	**(12.50)**	(4.73)
	Total	**78.87**	14.15

Particulars		Funded Plan – Gratuity Year ended 31 March 2026	Year ended 31 March 2025
II.	**Net (Asset)/Liability recognised in the Balance Sheet as at 31 March**		
a)	Present value of defined benefit obligation	**(187.11)**	(109.46)
b)	Fair value of plan assets	**76.86**	64.11
c)	Surplus/(Deficit)	**(110.25)**	(45.35)
d)	Current portion of the above	**(32.56)**	(19.68)
e)	Non current portion of the above	**(71.98)**	(25.66)
III.	**Change in the obligation during the year ended 31 March**		
a)	Present value of defined benefit obligation at the beginning of the year	**109.46**	96.76
b)	Add/(Less) on account of Scheme of Arrangement/Business	**–**	–
c)	Transfer within group	**–**	–
d)	*Expenses Recognised in Profit and Loss Account*		
	– Current Service Cost	**19.09**	15.54
	– Past Service Cost	**68.09**	–
	– Interest Expense (Income)	**8.70**	6.91
e)	*Recognised in Other Comprehensive Income*		
	Remeasurement gains /(losses)		
	– Actuarial Gain (Loss) arising from:		
	i. Financial Assumptions	**(3.53)**	2.54
	ii. Demographic Assumption	**–**	–
	iii. Experience Adjustments	**(8.97)**	(7.27)

Notes to the financial statements for the year ended 31 March 2026

Particulars		Funded Plan – Gratuity Year ended 31 March 2026	Year ended 31 March 2025
f)	Benefit payments	**(5.72)**	(5.02)
g)	Present value of defined benefit obligation at the end of the year	**187.11**	109.46
IV.	**Change in fair value of assets during the year ended 31 March**		
i)	Fair value of plan assets at the beginning of the year	**64.11**	50.00
ii)	*Expenses Recognised in Profit and Loss Account*		
	– Expected return on plan assets	**4.50**	3.57
iii)	*Recognised in Other Comprehensive Income*		
Remeasurement gains /(losses)			
–	Actual Return on plan assets in excess of the expected return	**0.37**	0.56
–	Adjustment to recognise the effect of the asset ceiling	**–**	–

Particulars		Funded Plan – Gratuity Year ended 31 March 2026	Year ended 31 March 2025
iv)	Contributions by employer (including benefit payments recoverable)	**13.59**	15.01
v)	Benefit payments	**(5.72)**	(5.02)
vi)	Transfer within group	**–**	–
vi)	Fair value of plan assets at the end of the year	**76.86**	64.11
Actual return on Planned Assets		**–**	–
V.	**The Major categories of plan assets**		
	– Insurance Funds	**82.58**	64.11
VI.	**Actuarial assumptions**		
a)	Discount rate	**6.85%**	6.65%
b)	Expected rate of return on plan assets	**–**	–
c)	Attrition rate	**18%**	18%

e) The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

₹ in Lakhs

Principal assumption		Changes in assumption	Impact on defined benefit obligation Year ended 31 March 2026 Increase in assumption	Decrease in assumption	Year ended 31 March 2025 Increase in assumption	Decrease in assumption
a)	Discount rate	**1.00%**	**(178.51)**	**196.49**	**(104.48)**	**114.88**
b)	Salary growth rate	**1.00%**	**193.81**	**(178.58)**	**113.74**	**(105.42)**
c)	Attrition rate	**1.00%**	**(183.35)**	**191.25**	**(108.84)**	**109.02**
d)	Mortality rate	**1.00%**	**187.12**	**(187.10)**	**109.47**	**(109.45)**

Notes:

i) The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance Sheet.

ii) The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous year.

iii) The weighted average duration of the defined benefit obligation as at Year ended 31 March 2026 is 6 years.

f) Maturity profile of defined benefit obligation:

The tables include both discounted value as well as unwinding of interest.

₹ in Lakhs

Particulars	**2026**	2025
Within 1 year	**32.56**	19.68
1-2 years	**–**	–
2-3 years	**–**	–
3-4 years	**–**	–
4-5 years	**109.90**	64.62
6-10 years	**78.21**	44.34
More than 10 years	**52.41**	28.64

Notes to the financial statements for the year ended 31 March 2026

₹ in Lakhs

Particulars	2026	2025
Within 1 year	**32.56**	19.68
1-5 years	**109.90**	64.62
6-10 years	**78.21**	44.34
More than 10 years	**52.41**	28.64

g) Plan Assets

The fair value of Company's plan asset by category are as follows:

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Asset category:		
Deposits with Insurance companies	**76.86**	64.11
	100%	100%

h) Experience Adjustments:

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
	Gratuity				
1. Defined Benefit Obligation	**(187.11)**	(109.46)	(23.11)	(20.37)	(16.51)
2. Fair value of plan assets	**82.58**	64.11	18.02	16.41	13.00
3. Surplus/(Deficit)	**(110.25)**	(45.35)	(5.09)	(3.96)	(3.51)
4. Experience adjustment on plan liabilities [(Gain)/Loss]	**(8.97)**	(7.27)	1.69	0.77	(0.02)
5. Experience adjustment on plan assets [Gain/(Loss)]	**0.37**	0.56	(0.01)	0.16	0.05

i) The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

j) The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

k) The current service cost and the net interest expense for the year are included in the employee benefits expense in profit or loss of the expense for the year.

Note No. 34 - Related Party Transactions

i) List of Related Parties:

Ultimate Holding Company:	Mahindra & Mahindra Limited
Holding Company:	Mahindra Logistics Limited
Fellow Subsidiaries	
1	MLL Mobility Private Limited
2	V-Link Freight Services Private Limited
Other Related Parties:	
a)	**Subsidiaries of Ultimate Holding Company**
	1 Mahindra Electric AutoMobile Limited
	2 Mahindra Last Mile Mobility Limited
	3 Classic Legends Private Limited
	4 Mahindra Defence Systems Limited
	5 Mahindra Agri Solutions Limited
	6 Mahindra Two Wheelers Limited (Merged with Mahindra & Mahindra with effect from 06th June 2024)
	7 Mahindra Heavy Engines Limited (Merged with Mahindra & Mahindra with effect from 06th June 2024)
b)	**Associate/Joint venture of Ultimate Holding Company**
	1 Tech Mahindra Limited
c)	**Others**
	1 Lords Freight (India) Private Limited Employees Group Gratuity Scheme

Notes to the financial statements for the year ended 31 March 2026

Key management Personnel	Name of KMP	Designation
1	Mr. Hemant Sikka (Appointed wef 15th May 2025)	Non-Executive Director
2	Mr. Rampraveen Swaminathan (Resigned wef 15th May 2025)	Non-Executive Director
3	Mr. Naveen Raju kollaickal	Non-Executive Director
4	Ms. Malvika Sinha (Appointed wef 24th July 2024)	Independent Director
5	Mr. Ajay Mehta	Independent Director
6	Ms. Chandra Iyer (completion of term on 23rd July 2024)	Independent Director
7	Mr. Saurav Chakraborty	Chief Executive Officer
8	Mr. Amit Bohra	Chief Financial Officer

ii) Details of transactions between the Company and its related parties are disclosed below:

					₹ in Lakhs
Particulars	**Year**	**Ultimate Holding Company**	**Holding Company**	**Fellow Subsidiaries**	**Other related parties**
Nature of transactions with Related Parties					
a) Rendering of services	31-Mar-26	**1,523.89**	**–**	**–**	**427.91**
	31-Mar-25	1,203.29	–	–	419.80
b) Availment of services	31-Mar-26	**–**	**–**	**12.89**	**–**
	31-Mar-25	–	–	21.45	–
c) Reimbursements made to parties	31-Mar-26	**1.17**	**367.97**	**7.94**	**–**
	31-Mar-25	1.15	288.01	12.00	–
d) Reimbursements received from the parties	31-Mar-26	**0.46**	**21.00**	**–**	**–**
	31-Mar-25	2.28	5.84	–	–
e) Contribution to Gratuity Fund	31-Mar-26	**–**	**–**	**–**	**13.59**
	31-Mar-25	–	–	–	–
Balances Outstanding with Related Parties					
a) Trade payables	31-Mar-26	**–**	**189.86**	**2.79**	**–**
	31-Mar-25	0.16	28.41	0.51	9.29
b) Trade Receivable	31-Mar-26	**549.30**	**1.89**	**–**	**190.80**
	31-Mar-25	183.78	–	–	51.15

Notes:

a) All the outstanding balances, whether receivables or payables are unsecured.

b) Related party transactions were made on terms equivalent to those that prevail in arm's length transactions are made only if such terms can be substantiated.

iii) Details of transactions between Major parties

					₹ in Lakhs
Particulars	**Year**	**Ultimate Holding Company**	**Holding Company**	**Fellow Subsidiaries**	**Other related parties**
Nature of transactions with Related Parties					
a) Rendering of Services					
Mahindra & Mahindra Limited	31-Mar-26	**1,523.89**	–	–	–
	31-Mar-25	1,203.29	–	–	–
Mahindra Heavy Engines Limited	31-Mar-26	–	–	**–**	**–**
	31-Mar-25	–	–	–	1.54
Classic Legends Private Limited	31-Mar-26	–	–	**–**	**15.83**
	31-Mar-25	–	–	–	–
Tech Mahindra Limited	31-Mar-26	–	–	**–**	**–**
	31-Mar-25	–	–	–	35.55
Mahindra Two Wheelers Limited	31-Mar-26	–	–	**–**	**–**
	31-Mar-25	–	–	–	1.37
Mahindra Last Mile Mobility Limited	31-Mar-26	–	–	**–**	**2.44**
	31-Mar-25	–	–	–	4.73
Mahindra Defence Systems Limited	31-Mar-26	–	–	**–**	**30.19**
	31-Mar-25	–	–	**–**	**–**

Notes to the financial statements for the year ended 31 March 2026

					₹ in Lakhs
Particulars	**Year**	**Ultimate Holding Company**	**Holding Company**	**Fellow Subsidiaries**	**Other related parties**
Mahindra Electric Automobile Limited	31-Mar-26	–	–	**–**	**372.28**
	31-Mar-25	–	–	–	376.60
Mahindra Agri Solutions Limited	31-Mar-26	–	–	–	**7.18**
	31-Mar-25	–	–	–	–
b) Availment of services					
MLL Mobility Private Limited	31-Mar-26	–	–	**12.89**	–
	31-Mar-25	–	–	21.45	–
c) Reimbursements made to parties					
Mahindra & Mahindra Limited	31-Mar-26	**1.17**	–	–	–
	31-Mar-25	1.15	–	–	–
Mahindra Logistics Limited	31-Mar-26	–	**367.97**	–	–
	31-Mar-25	–	288.01	–	–
V-Link Freight Services Private Limited	31-Mar-26	–	–	**7.94**	–
	31-Mar-25	–	–	12.00	–
d) Reimbursements received from the parties					
Mahindra & Mahindra Limited	31-Mar-26	**0.46**	**–**	**–**	–
	31-Mar-25	2.28	–	–	–
Mahindra Logistics Limited	31-Mar-26	**–**	**21.00**	**–**	–
	31-Mar-25	–	5.84	–	–
e) Contribution to Gratuity Fund					
Lords Freight (India) Private Limited Employees Group Gratuity Scheme	31-Mar-26	–	–	–	**13.59**
	31-Mar-25	–	–	–	–

iv) Compensation of Key Managerial Personnel

The remuneration key managerial personnel during the year was as follows:

			₹ in Lakhs
Name of KMP	**Year**	**Remuneration and ESOP's**	**Sitting Fees**
Malvika Sinha	31-Mar-26	**–**	**2.40**
	31-Mar-25	–	1.30
Ajay Mehta	31-Mar-26	–	**2.40**
	31-Mar-25	–	2.70
Chandra Iyer	31-Mar-26	–	**–**
	31-Mar-25	–	1.40
Saurav C	31-Mar-26	**151.83**	–
	31-Mar-25	132.46	–
Amit B	31-Mar-26	**109.00**	–
	31-Mar-25	89.81	–

Note: Amount of all the transactions reported above are excluding GST and including unbilled income /accrued expenses, as applicable.

Notes to the financial statements for the year ended 31 March 2026

Note No. 35 - Ratios

S.No.	Ratio	Numerator	Denominator	31 March 2026	31 March 2025	% variance
1	Current Ratio	Current Assets	Current Liabilities	**2.39**	2.48	-3.75%
2	Debt-equity Ratio	Borrowings	Total Equity	**–**	–	–
3	Debt service coverage Ratio	Profit after tax + Depreciation + Interest + Non cash operating expenses + Loss on sale of assets	Interest + outstanding current borrowing and lease liability	**14.06**	36.86	-61.85%
4	Return on equity	Profit After Tax	Average Shareholder's Equity	**13.17%**	13.07%	0.74%
5	Inventory Turnover Ratio	Cost of material consumed	Average Inventory	**–**	–	–
6	Trade receivables turnover ratio	Net Credit Sales	Average Trade Receivables and Accrued Sales	**4.52**	4.96	-8.85%
7	Trade payables turnover ratio	Purchases of Services and Other Expenses	Average Trade payables	**9.18**	9.82	-6.51%
8	Net capital turnover ratio	Revenue from Operations	Average Working Capital	**6.42**	6.53	-1.61%
9	Net profit	Net Profit after tax	Revenue from Operations	**2.14%**	2.14%	0.06%
10	Return on capital employed	Profit before interest and tax (excluding interest on leases)	Average (Total Equity + Total Debt)	**19.94%**	17.69%	12.75%
11	Return on investment	NA	NA	**NA**	NA	NA

Explanation for change in the ratios by more than 25% :

(i) Debt service coverage Ratio : Debt service coverage Ratio has reduced from 36.86 times to 14.06 times due to increase in interest cost due to borrowings during the year due to stress on working capital.

Note No. 36 - Contingent Liabilities and Commitments

Contingent liabilities

₹ in Lakhs

Particulars		Year ended 31 March 2026	Year ended 31 March 2025
Contingent liabilities (to the extent not provided for)			
Claims against the Company not acknowledged as debt			
a)	Income Tax	**139.06**	54.64
b)	GST	**860.05**	860.05
c)	Other Matters	**12.17**	12.17

Notes:

i) The Company does not expect any payout in respect of the above contingent liabilities.

ii) It is not practicable to estimate the timings of cash outflows, if any, in respect of matters at (a) to (c) above, pending resolution of appellate/court proceedings.

Commitments

The Company has no capital commitments as on 31 March 2026. (31 March 2025: Nil)

Note No. 37 - Additional Regulatory Information

i) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities (“Intermediaries”) with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any parties (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company (“Ultimate Beneficiaries”) or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

Notes to the financial statements for the year ended 31 March 2026

ii) Outstanding Balance with struck off companies :

₹ in Lakhs

Name of the struck Off company	Nature of transaction	Relationship with the struck off company	Balance as on 31 March 2026
NIL			–
			–

Name of the struck Off company	Nature of transaction	Relationship with the struck off company	Balance as on 31 March 2025
NIL			–
			–

iii) The Company did not have any charges or satisfaction which were yet to be registered with ROC beyond the statutory period.

iv) The Company did not have any transaction which had not been recorded in the books of account that had been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

v) Information with regards to other matters specified in schedule III to Act, is either nil or not applicable to the Company for the financial year ended March 31, 2026.

vi) The Company is not having any Benami property as defined under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

Note No. 38
Previous year numbers have been regrouped wherever necessary.

In terms of our report attached.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

For and on behalf of Board of Directors
Lords Freight (India) Private Limited

Vikram Prahlad Kumtakar	**Hemant Sikka**	**Naveen Raju Kollaickal**	**Saurav Chakraborty**	**Amit Bohra**
Partner	Director	Director	Chief Executive Officer	Chief Financial Officer
Membership No: 104656	DIN : 00922281	DIN : 07653394		
Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai	Place : Mumbai
Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026	Date: 16.04.2026

INDEPENDENT AUDITORS' REPORT

To the Members of MLL Express Services Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **MLL Express Services Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (herein after referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon. This other information is expected to be made available to us after the date of this auditors' report

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the above information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than

for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in "Annexure B", a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) The Company has not paid/provided any remuneration to managerial personnel as defined in the Act. Accordingly, the provisions of Section 197 of the Act related to managerial remuneration are not applicable to the Company.

   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

      (i) The Company does not have any pending litigations which would impact its financial position;

      (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

      (iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented, that, to the best of its knowledge and belief, other than as disclosed in the notes to the accounts, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) above contain any material misstatement; and

(v) The Company has not declared /paid/declared and paid any dividend during the year.

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656MKNNGV4667

Place: Mumbai
Date: April 16, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **MLL Express Services Private Limited** ("the Company") as of March 31, 2026, in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656MKNNGV4667

Place: Mumbai
Date: April 16, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   (B) According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

   (b) The Company has a regular programme for physical verification of its property, plant and equipment by which the property, plant and equipment are verified by the management according to a programme designed to cover all the items annually. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. In accordance with the programme, the Company has physically verified property, plant and equipment during the year and no material discrepancies were noticed on such verification.

   (c) According to the information and explanations given to us, there are no immovable properties (other than properties where the Company is the lessee, and the lease agreements are duly executed in favour of the lessee) held in the name of the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended) and rules made thereunder.

2. (a) The Company is in the business of rendering services and consequently, does not hold any inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from bank on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the unaudited books of account. Further, the Company is yet to submit the returns/statements for the quarter ended March 31, 2026 to the bank and hence reporting under clause 3(ii)(b) of the Order to the extent it relates to the last quarter of the financial year is not applicable.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of undisputed statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Service tax, Duty of Customs and Duty of Excise as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not defaulted in repayment of loans or other borrowings or in the payment of interest thereon to any lender during the year.

   (b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

   (e) The Company does not have any subsidiaries, joint ventures or associates. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistleblower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act.

14. (a) In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

    (b) We have considered the Internal Audit reports of the Company issued till date for the year under audit.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

    (d) Based on the information and explanations given to us, we report that the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has five Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 4,350.19 Lakhs during the current financial year and Rs. 7,426.56 Lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the Financial Statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656MKNNGV4667

Place: Mumbai
Date: April 16, 2026

BALANCE SHEET AS AT 31 MARCH 2026

(₹ in Lakhs)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
Assets			
I Non-Current Assets			
a) Property, Plant and Equipment	3	**774.41**	427.87
b) Right of Use Asset	3	**4,498.44**	3,337.26
c) Goodwill	4	**17,649.15**	17,649.15
d) Other Intangible Assets	5	**2,283.37**	3,118.95
e) Financial Assets			
i) Other Financial Assets	6	**435.78**	305.70
f) Deferred Tax Assets (net)	7	**1,114.81**	1,114.81
g) Income Tax Assets (net)	10	**337.82**	273.14
Total Non-Current Assets		**27,093.78**	26,226.88
II Current Assets			
a) Financial Assets			
i) Trade Receivables	11	**7,952.34**	7,187.79
ii) Cash and Cash Equivalents	9 (I)	**274.70**	286.99
iii) Bank Balances other than (iii) above	9 (II)	**2.43**	2.27
iv) Other Financial assets	6	**4,864.84**	2,484.67
b) Other Current assets	8	**95.59**	205.57
Total Current Assets		**13,189.90**	10,167.29
Total Assets		**40,283.68**	36,394.17
Equity And Liabilities			
Equity			
a) Equity Share Capital	12	**59,683.00**	28,297.00
b) Other Equity	13	**(36,911.78)**	(30,091.52)
Total Equity		**22,771.22**	(1,794.52)
Liabilities:			
I Non-Current Liabilities:			
a) Financial Liabilities			
i) Borrowings	14	**–**	23,800.00
ii) Lease Liabilities	31	**3,219.64**	2,456.17
iii) Other Financial Liabilities	15	**–**	12.28
b) Provisions	16	**428.53**	342.89
Total Non-Current Liabilities		**3,648.17**	26,611.34
II Current Liabilities:			
a) Financial Liabilities			
i) Borrowings	14	**–**	200.00
ii) Lease Liabilities	31	**1,470.49**	990.38
iii) Trade Payables			
a) Due to Micro and Small Enterprises	18	**118.99**	279.70
b) Other than Micro and Small Enterprises	18	**10,971.46**	8,801.11
iv) Other financials liabilities	15	**890.42**	1,017.17
b) Provisions	16	**212.39**	151.17
c) Other liabilities	17	**200.54**	137.82
Total Current Liabilities		**13,864.29**	11,577.35
Total Equity And Liabilities		**40,283.68**	36,394.17

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

For and on behalf of the Board of Directors
MLL Express Services Private Limited

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place : Mumbai
Date : 16 April 2026

Hemant Sikka
Director
DIN: 00922281

Place : Mumbai
Date : 16 April 2026

Sreenivas Pamidimukkala
Director
DIN: 09447924

Place : Mumbai
Date : 16 April 2026

Gaurav Rustagi
Chief Financial Officer

Place : Mumbai
Date : 16 April 2026

Prasanna Pahade
Chief Executive Officer

Place : Mumbai
Date : 16 April 2026

Sheetal Jain
Company Secretary
Membership No: A40730

Place : Mumbai
Date : 16 April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

(₹ in Lakhs)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
I Revenue from operations	19	**45,915.58**	36,383.44
II Other income	20	**75.19**	154.77
III Total Income (I + II)		**45,990.77**	36,538.21
IV EXPENSES			
(a) Operating Expenses	21	**41,544.20**	33,954.66
(b) Employee benefits expense	22	**5,872.95**	6,126.27
(c) Finance costs	23	**1,235.01**	2,470.21
(d) Depreciation and amortisation expense	24	**2,476.50**	2,307.67
(e) Other expenses	25	**1,582.67**	1,413.63
Total Expenses		**52,711.33**	46,272.44
V Profit/(loss) before exceptional items and tax (V + VI)		**(6,720.56)**	(9,734.23)
VI Exceptional items	26	**(106.14)**	–
VII Profit/(loss) before tax (VII + VIII)		**(6,826.70)**	(9,734.23)
VIII Tax Expenses			
(a) Current tax	27	**–**	–
(b) Deferred tax	27	**–**	–
Total Tax Expense		**–**	–
IX Profit/(loss) for the year (IX - X)		**(6,826.70)**	(9,734.23)
X Other comprehensive income			
Items that will not be reclassified to profit or loss			
(a) Remeasurements of the defined benefit plans		**6.43**	2.34
(b) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
Total Other comprehensive income		**6.43**	2.34
XI Total comprehensive income for the year (IX + X)		**(6,820.27)**	(9,731.89)
XII Earnings per equity share (face value ₹ 10/- per share)			
(a) Basic (in ₹)	28	**(1.47)**	(4.43)
(b) Diluted (in ₹)	28	**(1.47)**	(4.43)

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place : Mumbai
Date : 16 April 2026

For and on behalf of the Board of Directors
MLL Express Services Private Limited

Hemant Sikka
Director
DIN: 00922281

Place : Mumbai
Date : 16 April 2026

Sreenivas Pamidimukkala
Director
DIN: 09447924

Place : Mumbai
Date : 16 April 2026

Gaurav Rustagi
Chief Financial Officer

Place : Mumbai
Date : 16 April 2026

Prasanna Pahade
Chief Executive Officer

Place : Mumbai
Date : 16 April 2026

Sheetal Jain
Company Secretary
Membership No: A40730

Place : Mumbai
Date : 16 April 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

(₹ in Lakhs)

Particulars	Notes	Year ended March 31, 2026	Year ended March 31, 2025
A. CASH FLOWS FROM OPERATING ACTIVITIES:			
Profit/(loss) before tax		**(6,826.70)**	(9,734.23)
Adjustments for:			
Loss on disposal of property, plant and equipment		**4.02**	4.10
Expected credit loss recognised on trade receivables/advances		**424.10**	237.37
Exceptional Items		**106.14**	–
Depreciation and amortisation expense		**2,476.50**	2,307.67
Finance Charges		**1,235.01**	2,470.21
Unrealised gain on reversal of Right of Use Assets		**4.18**	–
Interest income		**(36.05)**	(126.95)
Profit on sale of mutual funds		**(0.07)**	(0.95)
		4,213.83	4,891.45
Operating profit/ (loss) before working capital changes		**(2,612.87)**	(4,842.78)
Changes in:			
Trade and other receivables		**(3,622.22)**	1,028.49
Trade and other payables and provisions		**1,956.98**	(3,190.04)
Cash generated from/ (used in) operations		**(4,278.11)**	(7,004.33)
Income taxes paid (Net)		**(64.68)**	32.85
Net cash flow generated from / (used in) operating activities		**(4,342.79)**	(6,971.48)
B. CASH FLOWS FROM INVESTING ACTIVITIES:			
Payment to acquire current investments		**(10.00)**	–
Proceeds from sale of current investments		**10.07**	131.71
Bank Deposits Matured/(Placed)		**(0.16)**	2,499.73
Interest income		**0.22**	96.11
Payment to acquire property, plant and equipment & intangible assets including CWIP		**(564.49)**	(250.86)
Proceeds from disposal of property, plant and equipment		**9.01**	(0.00)
Net cash from / (used in) financing activities		**(555.35)**	2,476.69
C. CASH FLOW FROM FINANCING ACTIVITIES:			
Issue of Share Capital		**31,386.00**	8,500.00
Proceeds/ repayment of short term borrowings (Net)		**0.00**	(2,191.94)
Repayment of long term borrowings		**(24,000.00)**	(8,000.00)
Proceeds from long term borrowings		**–**	10,000.00
Interest paid		**(907.91)**	(2,240.98)
Payment of leases		**(1,592.25)**	(1,285.30)
Net cash from / (used in) financing activities		**4,885.84**	4,781.78
Net decrease in cash and cash equivalents (A + B + C)		**(12.30)**	286.99
Cash and cash equivalents at the beginning of the year		**286.99**	–
Cash and cash equivalents at the end of the year		**274.70**	286.99
Components of cash and cash equivalents			
Cash on hand		**2.64**	–
With Banks - in Current account / Balance in Cash Credit Accounts / Bank deposits with original maturity of less than 3 months at inception / Checks or draft on hand		**272.06**	286.99
		274.70	286.99

Notes:
The above Cash Flow Statement has been prepared under the Indirect Method set out in IND AS 7 - Statement of Cash flows.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W
Vikram Prahlad Kumtakar
Partner
Membership No: 104656
Place : Mumbai
Date : 16 April 2026

For and on behalf of the Board of Directors
MLL Express Services Private Limited

Hemant Sikka
Director
DIN: 00922281
Place : Mumbai
Date : 16 April 2026

Sreenivas Pamidimukkala
Director
DIN: 09447924
Place : Mumbai
Date : 16 April 2026

Gaurav Rustagi
Chief Financial Officer
Place : Mumbai
Date : 16 April 2026

Prasanna Pahade
Chief Executive Officer
Place : Mumbai
Date : 16 April 2026

Sheetal Jain
Company Secretary
Membership No: A40730
Place : Mumbai
Date : 16 April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(₹ in Lakhs)

A) Equity Share Capital

	No. of Shares	Equity Share Capital
Balance as at 1st April, 2024	**197,970,018**	**19,797.00**
Changes in equity share capital during the year:		
Fresh Issue during the year	85,000,000	8,500.00
Balance as at 31 March, 2025	**282,970,018**	**28,297.00**
Balance as at 1st April, 2025	**282,970,018**	**28,297.00**
Changes in equity share capital during the year:		
Fresh Issue during the year	313,860,000	31,386.00
Balance as at 31 March, 2026	**596,830,018**	**59,683.00**

B) Other Equity

		Reserves & Surplus			
Particulars	**Equity Component of preference shares**	**Capital reserve**	**Securities premium**	**Retained earnings**	**Total Other Equity**
Balance as at 1st April,2024	11,885.28	9,439.60	30,206.57	(71,891.08)	(20,359.63)
Total Comprehensive income for the year					
- Profit/(loss) for the year	–	–	–	(9,734.23)	(9,734.23)
- Actuarial loss transferred to retained earnings	**–**	**–**	**–**	**2.34**	**2.34**
Balance as at 31 March 2025	**11,885.28**	**9,439.60**	**30,206.57**	**(81,622.97)**	**(30,091.52)**
Balance as at 1st April, 2025	**11,885.28**	**9,439.60**	**30,206.57**	**(81,622.97)**	**(30,091.52)**
Total Comprehensive income for the year					
– Profit/(loss) for the year	–	–	–	(6,826.70)	(6,826.70)
– Actuarial gain transferred to retained earnings	–	–	–	6.43	6.43
Balance as at 31 March 2026	**11,885.28**	**9,439.60**	**30,206.57**	**(88,443.24)**	**(36,911.78)**

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

For and on behalf of the Board of Directors
MLL Express Services Private Limited

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place : Mumbai
Date : 16 April 2026

Hemant Sikka
Director
DIN: 00922281

Place : Mumbai
Date : 16 April 2026

Sreenivas Pamidimukkala
Director
DIN: 09447924

Place : Mumbai
Date : 16 April 2026

Gaurav Rustagi
Chief Financial Officer

Place : Mumbai
Date : 16 April 2026

Prasanna Pahade
Chief Executive Officer

Place : Mumbai
Date : 16 April 2026

Sheetal Jain
Company Secretary
Membership No: A40730

Place : Mumbai
Date : 16 April 2026

NOTES TO THE BALANCE SHEET FOR THE YEAR ENDED 31 MARCH 2026

1. Corporate information

MLL Express Services Private Limited ('the Company') is registered as a private limited company incorporated on December 4, 2006, under the Companies Act, 1956 and having its Registered Office: Mahindra Towers, P. K. Kurne Chowk, Worli Mumbai City MH 400018, India. The company is a service provider mainly engaged in the business of Transportation of goods, warehousing, Supply Chain Management.

These financial statements were authorized for issue in accordance with a Board resolution of April 16, 2026.

2A. Material accounting policies

2A.1 Basis of Accounting

The Financial Statements have been prepared in accordance with the Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013 (the 'Act').

These separate financial statements were approved by the Company's Board of Directors and authorized for issue on April 16, 2026.

2A.2 Basis of preparation and presentation

These financial statements have been prepared on accrual basis and the historical cost basis as a going concern except for certain financial instruments that are measured at fair values or at amortised cost, wherever applicable, at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company considers the characteristics of the asset or liability if market participants take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in this financial statement is determined on such basis, except for leasing transactions that are within the scope of Ind AS 116,

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The Financial Statements are prepared in Indian Rupee (INR) and denominated in Lakhs.

The principal accounting policies are set out below.

2A.3 Non-Current assets held for Sale

Non-current assets are classified as held for sale if their carrying amount is recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

2A.4. Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable.

Incomes from logistics services rendered are recognized on the completion of the services as per the terms of contract. Revenue is recognized at the fair value of consideration received or receivable, to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

2A.5 Dividend Income

Dividend income from investments is recognized when the right to receive payment has been established if it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

2A.6 Interest Income

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2A.7. Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly and should be physically distinct or represent substantially all the capacity of a physically distinct asset. If the lessor has a substantive substitution right, then the asset is not identified.
- the Company has the right to obtain substantially all the economic benefits from use of the asset throughout the period of use; and the Company as a lessee has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:

a) the Company as a lessee has the right to operate the asset; or

b) the Company as a lessee designed the asset in a way that predetermines how and for what purpose it will be used.

This policy is applied to contracts entered, or modified, on or after 1st April 2019.

As a lessee

The Company recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

NOTES TO THE BALANCE SHEET FOR THE YEAR ENDED 31 MARCH 2026

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability

The lease liability is initially measured at amortized cost at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable.
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date.

  The amount expected to be payable by the lessee under residual value guarantees; The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payment of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the balance sheet.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

It is re -measured whenever:

- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).

A lease contract is modified, and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease, by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognize right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

The Company recognizes lease payments received under operating leases as income on a straight- line basis over the lease term as part of 'other income'.

2A.8 Foreign currencies

i. Initial recognition

In preparing the Financial Statements of the company, transactions in currencies other than the entity's functional currency of Indian Rupee (INR) (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.

ii. Conversion

a. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognized in the Statement of Profit and Loss.

b. Non-monetary items, if any are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

iii. Exchange differences

The Company accounts for exchange differences arising on translation/ settlement of foreign currency monetary items as below:

a. Realized gains and losses on settlement of foreign currency transactions are recognized in the Statement of Profit and Loss.

b. foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognized in the Statement of Profit and Loss.

2A.9 Employee benefits

Retirement benefit costs and termination benefits

i. Defined Contribution Plan

Company's contributions paid/payable during the year to the ESIC, Provident Fund and labor Welfare Fund are recognized in the Statement of Profit and Loss.

ii. Defined Benefits Plan:

For defined retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income in the period in which they occur. Remeasurement recognised in Other Comprehensive Income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

a. Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements)

b. Net interest expense or income; and

c. Remeasurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

NOTES TO THE BALANCE SHEET FOR THE YEAR ENDED 31 MARCH 2026

The retirement benefit obligation recognised in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plan.

Short-term and other long-term employee benefits.

A liability is recognised for benefits accruing to employees in respect of wages and salaries. Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

2A.10 Borrowing Costs

Borrowing cost that are attributable to the acquisition or construction of qualifying assets are capitalised as a part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are charged to the revenue in the year of incurrence.

2A.11 Share-based payment arrangements

Equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date.

2A.12 Taxation

Income Tax expense represents the sum of tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'Profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference, and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the way the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively.

2A.12 Property, Plant and Equipment

All items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition is inclusive of purchase price, levies, and any directly attributable cost of bringing the assets to their working condition for the intended use. Subsequent costs are included in the asset's carrying amount or recognized as separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the company and cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged in the Statement of Profit and Loss during the reporting period in which they are incurred.

Depreciation on tangible assets is charged by the Straight-Line Method (SLM) in accordance with the useful lives specified in Part – C of Schedule II of the Companies Act, 2013 as mentioned below: -

Particular	Useful Life
Computer	3 Years
Server	6 Years
Furniture & Fixture	10 Years
Office Equipment	3-5 Years
Plant & Machinery	3-5 Years

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

2A.13 Goodwill

Goodwill arising on an acquisition of a business is carried at cost, less accumulated impairment losses, if any. For the purposes of impairment testing, goodwill is allocated to each of the Company's cash-generating units (or groups of cash-generating units) that is expected to benefit from the synergies of the combination. A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods. On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

NOTES TO THE BALANCE SHEET FOR THE YEAR ENDED 31 MARCH 2026

2A.14 Intangible assets

Intangible assets acquired separately.

The useful lives of intangible assets are assessed as either finite or infinite. Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortization is recognized on a straight-line basis over their estimated useful lives. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

Useful lives of intangible assets

Particulars	Life
Software	3 Years
Brand	8 Years
Customer relationship	8 Years

2A.15 Impairment of tangible and intangible assets

The management of the Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the management estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than it is carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and recognized in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed, and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. A reversal of an impairment loss is recognized immediately in profit or loss.

2A.16 Provisions, Contingent liability & Contingent assets

Provision is recognised when the Company has a present obligation (legal or constructive) as a result of past event; it is probable that the company will be required to settle the obligation, and a reliable estimate can be made of the amount of obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received, and the amount of the receivable can be measured reliably.

Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, considering the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent Liabilities

Contingent liabilities are disclosed when a possible obligation arising from past events the existence of which will be confirmed only by the occurrence or non- occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent Assets

A contingent asset is disclosed where an inflow of economic benefits is probable.

2A.17 Cash and cash equivalents

Cash and cash equivalents in the Balance Sheet comprise cash at banks and on hand and short-term deposits, if any, with a maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits as defined above.

2A.18 Financial instruments

Financial assets and financial liabilities are recognised when a company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a settlement date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

i. the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and

ii. the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For the impairment policy on financial assets measured at amortised cost.

Investments in subsidiaries: All investments in subsidiaries are valued at cost.

All other financial assets are subsequently measured at fair value.

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

NOTES TO THE BALANCE SHEET FOR THE YEAR ENDED 31 MARCH 2026

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

Financial assets at Fair value through Profit and Loss

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in Other Comprehensive Income for investments in equity instruments which are not held for trading.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other Income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be measured reliably.

Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets).

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition.

Significant increase in credit risk

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which considers historical credit loss experience and adjusted for forward-looking information.

Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other Comprehensive Income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in Other Comprehensive Income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in Other Comprehensive Income is allocated between the part that continues to be recognised and the part that is no longer recognised based on the relative fair values of those parts.

Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.
- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognised in Other Comprehensive Income.
- For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in Other Comprehensive Income.

Financial liabilities & Equity instruments

Classification as debt or equity

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. Equity instruments issued by a company entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss

NOTES TO THE BALANCE SHEET FOR THE YEAR ENDED 31 MARCH 2026

on the purchase, sale, issue, or cancellation of the Company's own equity instruments.

Financial liabilities

All financial liabilities are subsequently measured at amortised cost.

i. Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

Financial liability is classified as held for trading if:

a. it has been incurred principally for the purpose of repurchasing it in the near term; or

b. on initial recognition it is part of a portfolio of identified financial instruments that the company manages together and has a recent actual pattern of short-term profit-taking; or

c. it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognized by the company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

a. such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise.

b. the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed, and its performance is evaluated on a fair value basis, in accordance with the company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or

c. it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

ii. Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item. The effective interest method is a method of calculating the amortized cost of financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

2A.19 Exceptional Items:

An item of income or expense which by its size, type or incidence is material & requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and disclosed as such in financial statements.

2A.20 Earnings per share

Basic and diluted earnings per share is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of Equity Shares outstanding during the year, in accordance with Ind AS 33.

2B. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

i. Useful lives of Property, Plant and Equipment, Intangibles

As described in note 2.11 above, the Company reviews the estimated useful lives of Property, Plant and Equipment, Intangibles at the end of each annual reporting period.

ii. Defined Benefit Plans

The cost of defined benefit plans and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making assumptions that may differ from actual developments in the future. These include the determination of discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

iii. Fair Value of financial assets and liabilities and investments

The Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed for impairment. Fair value measurement that are based on significant unobservable inputs (Level 3) requires estimates of operating margin, discount rate, future growth rate, terminal values etc. based on management's best estimate about future developments.

iv. Estimated Lead Time for determining completion of performance obligation

The company also determines completion of performance obligation with respect to transportation service based on Estimated Lead Time (ELT) to deliver based on standard past performance and to that extent it involves management judgments for estimating delivery time to destination.

v. Leases

Ind AS 116 requires lessees to determine the lease term as the non- cancellable period of a lease adjusted with any option to extend or terminate the lease if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by lease basis and there by assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to operations considering the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

vi. Trade receivables

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company has considered subsequent recoveries, past trends, credit risk profiles of the customers based on their industry, macroeconomic forecasts, and internal and external information available to estimate the probability of default in future.

2C. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorization of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

Note No. 3 - Property, Plant and Equipment

As at 31 March 2026

₹ in Lakhs

Description of Assets	Plant and Equipment	Office Equipment	Furniture & Fixtures	Total	Right of Use Assets Building	Right of Use Assets Vehicles	Right of Use Assets Total
A. Cost							
Balance as at 1 April 2025	127.75	2,709.74	130.77	**2,968.25**	5,134.67	–	5,134.67
a) Additions	48.71	475.20	40.59	**564.49**	2,551.00	46.19	2,597.19
b) Addition on business combination	–	–	–	**–**	–	–	–
c) Less: Disposals / adjustments	(0.91)	(400.68)	(0.70)	**(402.29)**	(1,250.05)	–	(1,250.05)
Balance as at 31 March 2026	**175.54**	**2,784.25**	**170.66**	**3,130.45**	**6,435.61**	**46.19**	**6,481.80**
B. Accumulated depreciation/amortisation							
Balance as at 1 April 2025	50.10	2,417.50	72.78	**2,540.38**	1,797.41	–	1,797.41
a) Depreciation/amortisation expense for the year	33.08	153.36	18.49	**204.92**	1,428.73	7.27	1,436.00
b) Add: Addition on business combination	–	–	–	**–**	–	–	–
c) Less: Disposals / adjustments	(0.87)	(387.73)	(0.66)	**(389.26)**	(1,250.05)	–	(1,250.05)
Balance as at 31 March 2026	**82.31**	**2,183.12**	**90.60**	**2,356.04**	**1,976.09**	**7.27**	**1,983.36**
C. Net carrying amount as at 31 March 2026 (A-B)	**93.23**	**601.13**	**80.05**	**774.41**	**4,459.52**	**38.92**	**4,498.44**

As at 31 March 2025

₹ in Lakhs

Description of Assets	Plant and Equipment	Office Equipment	Furniture & Fixtures	Total	Right of Use Assets Building	Right of Use Assets Vehicles	Right of Use Assets Total
A. Cost							
Balance as at 1 April 2024	90.59	2,757.56	124.02	**2,972.17**	2,998.01	–	2,998.01
a) Additions	38.66	207.08	5.12	**250.86**	2,855.62	–	2,855.62
b) Addition on business combination	–	–	–	**–**	–	–	–
c) Less: Disposals / adjustments	(1.50)	(254.90)	1.63	**(254.77)**	(718.96)	–	(718.96)
Balance as at 31 March 2025	**127.75**	**2,709.74**	**130.77**	**2,968.25**	**5,134.67**	**–**	**5,134.67**
B. Accumulated depreciation/amortisation							
Balance as at 1 April 2024	26.02	2,609.62	55.01	**2,690.64**	1,288.48	–	1,288.48
a) Depreciation/amortisation expense for the year	27.16	58.71	14.54	**100.41**	1,152.26	–	1,152.26
b) Add: Addition on business combination	–	–	–	**–**	–	–	–
c) Less: Disposals / adjustments	(3.08)	(250.83)	3.24	**(250.67)**	(643.33)	–	(643.33)
Balance as at 31 March 2025	**50.10**	**2,417.50**	**72.78**	**2,540.38**	**1,797.41**	**–**	**1,797.41**
C. Net carrying amount as at 31 March 2025 (A-B)	**77.65**	**292.24**	**57.99**	**427.87**	**3,337.26**	**–**	**3,337.26**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Notes:
1) Carrying amount of assets pledged to secure borrowings (Refer note 14)

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
a) Office Equipment	–	131.57
b) Furniture and Fixtures	–	57.99
c) Plant and Equipment	–	77.65
d) Computer	–	160.67
Total	–	427.87

2) The Company has not revalued its property, plant and equipment (including right of use assets) during the current or previous year.

Note No. 4 Goodwill

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Balance at the beginning of the year	**17,649.15**	17,649.15
Additions on business combination	–	–
Balance at the end of the year	**17,649.15**	17,649.15

The Company tests goodwill on an annual basis and whenever there is an indication that the CGU to which the goodwill has been allocated may be impaired. The recoverable amount is determined based on higher of value in use and fair value less cost of disposal. The determination of recoverable amount involves significant judgements such as future projection of revenue, EBITDA (earnings before interest, taxes, depreciation, and amortisation), weighted average cost of capital and terminal growth. The current and anticipated market conditions along with the actions planned by the management and approved by the Audit Committee and the Board have been considered for this evaluation. Based on the above, no impairment was identified as of 31 March 2026 as the recoverable amount is higher than carrying value. The recoverable amount is significantly dependent on achievement of revenue growth and any change in revenue growth projection could have an impact on recoverable value.

Note No. 5 - Other Intangible Assets

₹ in Lakhs

Particulars	Brands/ Trademarks	Customer Relationship	Computer Software	Total
A. Cost				
a) Balance as at 1 April 2025	2,191.00	1,777.00	1,677.00	5,645.00
b) Additions	–	–	–	–
c) Less: Disposals / adjustments	–	–	–	–
Balance as at 31 March 2026	**2,191.00**	**1,777.00**	**1,677.00**	**5,645.00**
B. Accumulated amortisation				
a) Balance as at 1 April 2025	656.55	532.49	1,337.01	2,526.05
b) Amortisation expense for the year	273.65	221.94	339.99	835.58
c) Less: Disposals / adjustments	–	–	–	–
Balance as at 31 March 2026	**930.19**	**754.43**	**1,677.00**	**3,361.63**
C. Net carrying amount as at the end of the period (A-B)	**1,260.81**	**1,022.57**	**–**	**2,283.37**

As at 31 March 2025

₹ in Lakhs

Particulars	Brands/ Trademarks	Customer Relationship	Computer Software	Total
A. Cost				
a) Balance as at 1 April 2024	2,191.00	1,777.00	1,677.00	5,645.00
b) Additions	–	–	–	–
c) Less: Disposals / adjustments	–	–	–	–
Balance as at 31 March 2025	**2,191.00**	**1,777.00**	**1,677.00**	**5,645.00**
B. Accumulated amortisation				
a) Balance as at 1 April 2024	382.67	310.37	778.01	1,471.05
b) Amortisation expense for the year	273.88	222.13	559.00	1,055.00
c) Less: Disposals / adjustments	–	–	–	–
Balance as at 31 March 2025	**656.55**	**532.49**	**1,337.01**	**2,526.05**
C. Net carrying amount as at the end of the period (A-B)	**1,534.45**	**1,244.51**	**339.99**	**3,118.95**

Notes:

i) Carrying amount of assets pledged to secure borrowings (Refer note 14)

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
a) Brands / Trademarks	–	1,534.45
b) Customer Relationship	–	1,244.51
c) Computer software	–	339.99
d) Goodwill	–	17,649.15
Total	–	20,768.10

2) The Company has not revalued its other intangible assets during the current or previous year.

Note No. 6 - Other Financial Assets

₹ in Lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non– Current	As at 31 March 2025 Current	As at 31 March 2025 Non– Current
Financial assets at amortised cost - considered good				
a) Security Deposits				
i. Secured	–	–	–	–
ii. Unsecured, considered good	**439.09**	**435.78**	803.88	305.70
iii. Doubtful	–	–	–	–
iv. Significant Increase in Credit Risk	–	–	–	–
Less: Allowance for Losses	–	–	–	–
Total	**439.09**	**435.78**	803.88	305.70
b) Other items				
i. Interest Accrued	–	–	0.00	–
ii. Accrued Sales	**4,401.54**	–	1,680.79	–
iii. Other Receivables	**24.21**	–	–	–
Less: Allowance for Losses	–	–	–	–
Total	**4,425.75**	–	1,680.79	–
Total (a+c)	**4,864.84**	**435.78**	2,484.67	305.70

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Accrued Sales ageing from transaction date:

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
less than 6 Months	4,350.61	1,658.91
6 Months to 1 year	32.68	8.94
1 to 2 Year	10.75	12.93
2 to 3 Years	7.50	–
More than 3 Years	–	–
	4,401.54	1,680.79
Less: Allowance for Losses	–	–
Total	**4,401.54**	1,680.79

Note No. 7 - Deferred Tax Assets (Net)

Movement in deferred tax balances

Year ended 31 March 2026

₹ in Lakhs

Particulars	Opening Balance	Recognised in profit and Loss	Recognised in OCI	Closing Balance
A Tax effect of items constituting deferred tax assets				
a) Allowances on Property, Plant and Equipment and Intangible Assets	(183.97)	–	–	(183.97)
b) Provision for employee benefits	109.24	–	–	109.24
c) Provisions and allowances for credit losses	107.06	–	–	107.06
d) Income tax Loss	1,082.48	–	–	1,082.48
Total	**1,114.81**	**–**	**–**	**1,114.81**
Net Tax Asset/(Liabilities) (B-A)	**1,114.81**	**–**	**–**	**1,114.81**

Year ended 31 March 2025

₹ in Lakhs

Particulars	Opening Balance	Recognised in profit and Loss	Recognised in OCI	Closing Balance
A Tax effect of items constituting deferred tax assets				
a) Allowances on Property, Plant and Equipment and Intangible Assets	(183.97)	–	–	(183.97)
b) Provision for employee benefits	109.24	–	–	109.24
c) Provisions and allowances for credit losses	107.06	–	–	107.06
d) Income tax Loss	1,082.48	–	–	1,082.48
Total	**1,114.81**	**–**	**–**	**1,114.81**
Net Tax Asset/(Liabilities) (B-A)	**1,114.81**	**–**	**–**	**1,114.81**

Note No. 8 - Other Assets

₹ in Lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non–Current	As at 31 March 2025 Current	As at 31 March 2025 Non–Current
Advances other than capital advances				
a) Balances with government authorities (other than income taxes)	–	–	161.03	–
b) Prepaid Expenses	59.11	–	38.36	–
c) Advances to employees (refer note below)	36.48	–	6.17	–
Total	**95.59**	**–**	205.57	–

Notes:

Advances given to employees are as per Company's policy and are not required to be disclosed u/s 186(4) of Companies Act 2013.

Note No. 9 - Cash and Bank balances

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
I Cash and cash equivalents		
a) Balances with banks	272.06	286.99
b) Cash on hand	2.64	–
Total	**274.70**	286.99

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
II Other Bank Balances		
Fixed Deposits with original maturity greater than 3 months but less than 12 months.	2.43	2.27
Total	**2.43**	2.27

Note No. 10 - Income Tax Assets & Liabilities (Net)

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Non Current Income Tax Assets (Net)		
Advance Income Tax / TDS Receivable (Net)	337.82	273.14
Total	**337.82**	273.14

Note No. 11 - Trade Receivables

₹ in Lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2025 Current
a) Trade Receivables considered good - Unsecured	7,952.34	7,187.79
b) Undisputed Trade Receivable - Credit Impaired	869.27	858.71
	8,821.60	8,046.50
Less: Allowance for Credit Losses	(869.27)	(858.71)
Total	**7,952.34**	**7,187.79**

Trade Receivable ageing as at 31 March 2026

₹ in Lakhs

Particulars	Not Due	Outstanding for following period from due date of payment: less than 6 Months	6 Months to 1 year	1 to 2 Year	2 to 3 Years	More than 3 Years	Total
a) Undisputed Trade Receivable - Considered Good	3,219.49	2,917.99	613.37	1,118.08	83.40	–	7,952.34
b) Undisputed Trade Receivable - Credit Impaired	–	–	–	–	869.27	–	869.27
Total Trade Receivables							**8,821.60**
Less: Allowance for Expected Credit Losses							**(869.27)**
Total							**7,952.34**

Trade Receivable ageing as at 31 March 2025

₹ in Lakhs

Particulars	Not Due	Outstanding for following period from due date of payment: less than 6 Months	6 Months to 1 year	1 to 2 Year	2 to 3 Years	More than 3 Years	Total
a) Undisputed Trade Receivable - Considered Good	3,378.40	2,581.56	672.70	555.13	–	–	7,187.79
b) Undisputed Trade Receivable - Credit Impaired	–	–	–	707.08	151.62	–	858.71
Total Trade Receivables							**8,046.50**
Less: Allowance for Expected Credit Losses							(858.71)
Total							**7,187.79**

Particulars	As at 31 March 2026	As at 31 March 2025
i) Trade Receivables hypothecated to Banks against working capital facility.	**7,952.34**	7,187.79

Note No. 12 - Equity Share Capital

₹ in Lakhs

Particulars	As at 31 March 2026 No. of shares	As at 31 March 2026 Amount	As at 31 March 2025 No. of shares	As at 31 March 2025 Amount
I Authorised:				
Equity shares of ₹10 each with voting rights	**65,00,00,000**	**65,000.00**	30,00,00,000	30,000.00
Total	**65,00,00,000**	**65,000.00**	30,00,00,000	30,000.00

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars	As at 31 March 2026 No. of shares	As at 31 March 2026 Amount	As at 31 March 2025 No. of shares	As at 31 March 2025 Amount
II Issued, Subscribed and Fully Paid:				
Equity shares of ₹10 each with voting rights	**59,68,30,018**	**59,683.00**	28,29,70,018	28,297.00
Total	**59,68,30,018**	**59,683.00**	28,29,70,018	28,297.00

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year

Particulars	Opening Balance	Fresh Issue	Other Changes	Closing Balance
(A) Equity Shares with Voting rights				
Year Ended 31 March 2026				
No. of Shares	28,29,70,018	31,38,60,000	–	59,68,30,018
Amount (₹ in Lakhs)	28,297.00	31,386.00	–	59,683.00
Year Ended 31 March 2025				
No. of Shares	19,79,70,018	8,50,00,000	–	28,29,70,018
Amount (₹ in Lakhs)	19,797.00	8,500.00	–	28,297.00

(ii) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shares held by Holding Company / and their Subsidiaries

Particulars	As at 31 March 2026	As at 31 March 2025
Holding Company		
- Mahindra Logistics Limited	596,830,018	282,970,018

(iv) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2026 Number of shares held	As at 31 March 2026 % holding in that class of shares	As at 31 March 2025 Number of shares held	As at 31 March 2025 % holding in that class of shares
Equity shares with voting rights				
- Mahindra Logistics Limited	**596,830,018**	**100.00%**	282,970,018	100.00%

(v) Shareholding of Promoters / Promoter Group:

As at 31 March 2026

Promoter name	No. of Shares	% of total shares	% Change during the year
Mahindra Logistics Limited	596,830,018	100.00%	0.00%
Total	**596,830,018**	**100.00%**	**0.00%**

As at 31 March 2025

Promoter name	No. of Shares	% of total shares	% Change during the year
Mahindra Logistics Limited	282,970,018	100.00%	0.00%
Total	**282,970,018**	**100.00%**	**0.00%**

Notes:

i) Above list certified by Registrar and Share Transfer Agent.

Note No. 13 - Other Equity

₹ in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Equity Component of Preference Shares	**11,885.28**	11,885.28
Securities premium reserve	**30,206.57**	30,206.57
Retained earnings	**(88,443.24)**	(81,622.97)
Capital reserve	**9,439.60**	9,439.60
Total	**(36,911.78)**	(30,091.52)

Movement in Reserves

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
(A) Equity Component of Preference Shares		
Balance as at the beginning of the year	11,885.28	11,885.28
Add: Additions during the year	–	–
Balance as at the end of the year	**11,885.28**	11,885.28
(B) Securities Premium Reserve		
Balance as at the beginning of the year	30,206.57	30,206.57
Add: Additions during the year	–	–
Balance as at the end of the year	**30,206.57**	30,206.57
(C) Retained Earnings		
Balance as at the beginning of the year	(81,622.97)	(71,891.08)
Add: Profit for the period	(6,826.70)	(9,734.23)
Add: Actuarial gain/(loss) for the year	6.43	2.34
Less: Payment of dividend	–	–
Balance as at the end of the period	**(88,443.24)**	(81,622.97)
(D) Capital reserve		
Balance as at the beginning of the period	9,439.60	9,439.60
Add: Acquired through Purchase of Network Business of "MLL"	–	–
Balance as at the end of the period	**9,439.60**	9,439.60

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Nature and purpose of other reserves:

Securities Premium Reserve:

Securities premium account is created when shares are issued at premium. The reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

Retained Earnings:

Retained earnings represents the accumulated surplus. The reserve can be distributed/utilised by the Company in accordance with the Companies Act, 2013.

Note No. 14 - Borrowings

₹ in Lakhs

Particulars	As at 31 March 2026 Current	Non–Current	As at 31 March 2025 Current	Non–Current
I Secured Borrowings				
a) Term Loan				
From Banks	–	–	–	13,800.00
b) Current maturities of long-term debt -Secured		–		–
Term Loans from Banks	–	–	200.00	–
Total Secured Borrowings	**–**	**–**	**200.00**	**13,800.00**
II Unsecured Borrowings				
a) Loan from related party	–	–	–	10,000.00
Total Unsecured Borrowings	**–**	**–**	**–**	**10,000.00**
Total Borrowings	**–**	**–**	**200.00**	**23,800.00**

Notes:

i) Working capital facilities has been availed at the rate of interest ranging between 8.30% to 9.35%. NIL utilized as on 31 Mar 2026 and 31 Mar 2025.

ii) The Company had Secured Term Loan which are repayable over a period of maximum eight years from loan taken and upto 30th September 2030. These Loans are secured by hypothecation of tangible, Intangible and current assets of the Company. The rate of interest ranges between 7.50% to 8.25%. All the term Loans outstanding as on 31 Mar 2025 have been fully repaid in Aug-25 along with interest from proceeds of right issue.

iii) Unsecured borrowing from ultimate holding company was in the nature of inter corporate deposits repayable within a period of two years upto Mar 2027 and carries interest rate of 3 months T Bill + 185 bps (with Semi-Annual interest reset option) @8.30%

The maximum balance outstanding during the year was INR 10,000 Lakhs (Previous year INR 10,000 Lakhs)

This was repaid in Aug-25 along with interest from proceeds of right issue.

Note No. 15 - Other Financial Liabilities

₹ in Lakhs

Particulars	As at 31 March, 2026 Current	Non – Current	As at 31 March, 2025 Current	Non – Current
a) Security Deposits	**289.62**	**–**	277.76	–
b) Deferred Revenue	**304.97**	**–**	143.20	–
c) Interest Accrued but not due	**2.23**	**–**	10.44	12.28
d) Salary / wages payables	**293.60**	**–**	585.77	–
Total	**890.42**	**–**	1,017.17	12.28

Note No. 16 - Provisions

₹ in Lakhs

Particulars	As at 31 March, 2026 Current	Non - Current	As at 31 March, 2025 Current	Non - Current
Provision for employee benefits				
Provision for Compensated absences	**52.81**	**91.93**	52.48	96.03
Post- Employment Benefit -Gratuity Liability	**159.58**	**336.60**	98.69	246.86
Total	**212.39**	**428.53**	151.17	342.89

Notes:

The provision for employee benefits includes annual leave and vested long service leave entitlements accrued and gratuity liability for the employees. For other disclosures refer note no. 32 - employee benefits.

Note No. 17 - Other Liabilities

₹ in Lakhs

Particulars	As at 31 March, 2026 Current	Non – Current	As at 31 March, 2025 Current	Non – Current
Statutory dues (other than income taxes)				
a) Taxes Payable	**153.44**	**–**	94.92	–
b) Employee Liabilities	**47.10**	**–**	42.90	–
Total	**200.54**	**–**	137.82	–

Note No. 18 - Trade Payables

₹ in Lakhs

Particulars	As at 31 March, 2026 Current	As at 31 March, 2025 Current
Total outstanding dues of micro enterprises and small enterprises	**118.99**	279.70
Total outstanding dues other than micro enterprises and small enterprises:		
- Trade payable - Other than Micro and small enterprises (includes Outstanding dues of Medium enterprises)	**10,971.46**	8,801.11
Total	**11,090.45**	9,080.81

Trade Payable ageing as at 31 March 2026

	Outstanding for following periods from due date of payment					
Particulars	**Not Due**	**Less Than 1 year**	**1 to 2 years**	**2 to 3 years**	**More Than 3 years**	**Total**
(i) MSME	–	117.35	1.64	–	–	118.99
(ii) Others	6,884.91	3,859.70	25.18	67.16	134.51	10,971.46
Total	**6,884.91**	**3,977.05**	**26.82**	**67.16**	**134.51**	**11,090.45**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Trade Payable ageing as at 31 March 2025

₹ in Lakhs

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less Than 1 year	1 to 2 years	2 to 3 years	More Than 3 years	Total
(i) MSME	–	279.70	–	–	–	279.70
(ii) Others	4,547.69	4,020.38	83.56	138.39	11.09	8,801.11
Total	**4,547.69**	**4,300.08**	**83.56**	**138.39**	**11.09**	**9,080.81**

Notes:

i) Trade Payables are payables in respect of the amount due on account of goods purchased or services availed in the normal course of business.

ii) Micro, Small & Medium enterprises have been identified by the Company on the basis of the information available with the Company. Total outstanding dues of Micro and Small enterprises, which are outstanding and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the Act") are given below. This has been relied upon by the auditors.

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
a) Dues remaining unpaid		
- Principal	**118.99**	279.70
- Interest on the above	**–**	–
b) Interest paid in terms of section 16 of the Act along with the amount of payment made to the supplier beyond appointed day during the year-		
- Principal paid beyond the appointed date	**–**	–
- Interest paid in terms of section 16 of the Act	**–**	–
c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**–**	–
d) Further interest due and payable even in succeeding years, until such date when the interest due as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under section 23 of the Act	**–**	–
e) Amount of interest accrued and remaining unpaid at the end of accounting year	**–**	–

Note No. 19 - Revenue from operations

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Revenue from rendering of services	**45,915.58**	36,383.44
Total	**45,915.58**	36,383.44

A. Continent-wise break up of Revenue

Year ended 31 March 2026

₹ in Lakhs

Country	Revenue from contracts with customers	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
India	45,915.58	–	45,915.58	75.19	45,990.77
Total	**45,915.58**	**–**	**45,915.58**	**75.19**	**45,990.77**

Year ended 31 March 2025

₹ in Lakhs

Country	Revenue from contracts with customers	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
India	36,383.44	–	36,383.44	154.77	36,538.21
Total	**36,383.44**	**–**	**36,383.44**	**154.77**	**36,538.21**

B. Reconciliation of revenue from contract with customer

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from contract with customer as per the contract price	**45,915.58**	36,423.31
Adjustments made to contract price on account of :-		
a) Trade discounts, volume rebates, returns etc.	**–**	39.87
Revenue from contract with customer as per the Statement of Profit and Loss	**45,915.58**	36,383.43

C. Break-up of Provision for Expected Credit Losses recognised in P&L

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Expected Credit loss recognised during the year on trade receivables	**10.56**	237.37

D. Movement of Contract Assets and Contract Liabilities

Movement of Contract Assets

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening Balance	**1,680.79**	2,368.26
Additions during the year	**4,401.54**	1,680.79
Reclassification Adjustments:		
- Reclass of opening balances of contract assets to trade receivables	**(1,680.79)**	(2,368.26)
Closing Balance	**4,401.54**	1,680.79

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Movement of Contract Liabilities

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening Balance	**–**	39.87
Additions during the year	**–**	–
Reclassification Adjustments:		
- Reclass of opening balances of contract liabilities to revenue	**–**	(39.87)
Closing Balance	**–**	–

Note No. 20 - Other Income

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Interest Income		
(i) Financial assets carried at amortised cost	**36.05**	126.95
(iii) Other Assets	**22.44**	26.87
b) Miscellaneous Income		
(i) Net gain arising on financial assets carried at FVTPL	**0.07**	0.95
(ii) Other non operating income	**16.64**	–
Closing Balance	**75.19**	154.77

Note:

1) Other non operating income contains sale of scrap etc

Note No. 21 - Operating Expenses

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Freight and Other Related Expenses	**36,054.68**	30,012.82
Labour and Other Related Expenses	**2,340.06**	984.17
Rent	**2,309.71**	2,208.79
Warehouse and Other Related Expenses	**487.40**	423.73
Hire and Service Charges	**164.27**	125.62
Power and Fuel	**188.08**	199.53
Total	**41,544.20**	33,954.66

Note No. 22 - Employee Benefits Expense

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Salaries and wages, including bonus	**5,156.44**	5,530.26
b) Contribution to provident and other funds	**229.46**	230.61
c) Gratuity	**94.36**	87.19
d) Share based payment expenses (net of recovery)	**23.14**	22.69
e) Staff welfare expenses	**369.56**	255.52
Total	**5,872.95**	6,126.27

Notes:

i) Salaries and wages includes salaries, wages, bonus, compensated absences and all other amounts payable to employees in respect of services rendered as per their employment terms under a contract of service.

ii) Contribution to provident fund and other funds includes contributions to other funds like superannuation fund, ESIC, etc. pertaining to employees.

Note No. 23 - Finance costs

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Interest expense on financial instruments designated at amortised cost	**887.42**	2,245.12
b) Interest expense on lease liability	**347.59**	225.09
Total	**1,235.01**	2,470.21

Note No. 24 - Depreciation and amortisation expense

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Depreciation on Property, Plant and Equipment	**204.92**	100.41
b) Amortisation on Right-of-use asset	**1,436.00**	1,152.26
c) Amortisation on Intangible Assets	**835.58**	1,055.00
Total	**2,476.50**	2,307.67

Note No. 25 - Other expenses

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Rent including lease rentals	**194.16**	163.84
b) Legal and Other professional costs	**107.00**	117.26
c) IT Expenses	**427.50**	309.27
d) Hire and service charges	**71.72**	55.02
e) Travelling and Conveyance expense	**219.57**	171.66
f) Bad debts	**413.54**	–
Less: Adjusted against provision for bad and doubtful debts	**–**	–
g) Impairment loss on Trade receivables	**10.56**	237.37
h) Insurance	**–**	114.31
i) Net loss on sale of property, plant and equipments	**4.02**	4.10
j) Repairs and Maintenance:	**21.87**	56.37
i) Machinery	**21.87**	47.38
ii) Others	**–**	8.99
k) Payment to Statutory auditors	**6.89**	5.98
i) As Auditors	**4.26**	5.98
ii) For taxation matters	**2.08**	–
iii) For Other services	**0.50**	–
iv) For Reimbursement of expenses	**0.05**	–
l) Miscellaneous expense	**105.83**	178.46
Total	**1,582.67**	1,413.63

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 26 - Exceptional Items

On 21 November 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively ""new Labour Codes"") - consolidating 29 existing labour laws.

In accordance with the new Labour Codes, the company has estimated the incremental impact on retiral benefits to be ₹ 106.14 lakhs. This has been presented under ""Exceptional Items"" in the Statement of Profit and Loss.

Note No. 27 - Current and Deferred Tax

(a) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit Before tax	**(6,826.70)**	(9,734.23)
Applicable Income tax rate #	**25.168%**	25.168%
Expected Income tax expense	**(1,718.14)**	(2,449.91)
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of current year losses for which no deferred tax asset is recognised	**1,718.14**	2,449.91
Income tax expense recognised In profit or loss	**–**	–

Notes:

The tax rate used in reconciliations above is the corporate tax rate of 22% (plus surcharge and cess as applicable) on taxable profits under Income Tax Act, 1961.

(b) Amounts on which deferred tax asset has not been created and related expiry period

₹ in Lakhs

Particulars	As at 31 March 2026
i) Unused tax losses (revenue in nature)	
Expiry period	
Up to Five Years	**–**
More than Five Years	**24,960.04**
No Expiry Date	**3,463.98**
Total	**28,424.02**

(c) Deferred Tax not created in the books and Tax note for the disclosure purpose only

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Tax effect of items constituting deferred tax assets		
Difference in property, plant and equipment and intangibles as compared to tax base of respective assets	**(124.19)**	(161.21)
Provisions (Doubtful debts/Impairment/ Advances)	**218.78**	216.12
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	**162.92**	124.35
Carry forward Tax Loss (Unabsorbed depreciation)		
Unabsorbed depreciation	**1,086.60**	858.47
Unabsorbed business losses	**7,218.31**	5,943.92
	8,562.41	6,981.64
Net deferred tax assets/(liabilities)	**8,562.41**	6,981.64
Net deferred tax assets/(liabilities) recognised	**1,114.81**	1,114.81

Statement of Profit and Loss

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Tax effect of items constituting deferred tax assets		
Difference in property, plant and equipment and intangibles as compared to tax base of respective assets	**37.03**	21.24
Provisions (Doubtful debts/Impairment/ Advances)	**2.66**	(675.12)
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	**38.57**	9.89
Carry forward Tax Loss (Unabsorbed depreciation)		
Unabsorbed depreciation	**228.13**	270.58
Unabsorbed business losses	**1,274.39**	2,331.36
Provision for contingencies	**–**	–
Others	**–**	–
Deferred tax expense/(income)	**1,580.77**	1,957.95
Deferred tax expense/(income) recognised in profit and loss	**–**	–

The Comapany has a net deferred tax assets position as at March 2026, however, in terms of Ind AS 12, the company has not recognised the net deferred tax assets considering there is no reasonable certainty supported by convincing evidence that the company will have adequate taxable profit in the future against which the carried forward tax losses / unabsorbed depreciation may be offset.

Note No. 28 - Earnings per share

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Basic Earnings Per Share (in ₹) (face value ₹ 10/- per share)	**(1.47)**	(4.43)
b) Diluted Earnings Per Share (in ₹) (face value ₹ 10/- per share)	**(1.47)**	(4.43)

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Notes:

i) Basic and Diluted Earnings Per Share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit / (loss) for the period attributable to equity shareholders	**(6,826.70)**	(9,734.23)
Profit / (loss) for the period used in the calculation of basic earnings per share	**(6,826.70)**	(9,734.23)
Weighted average number of equity shares outstanding for Basic EPS	**46,38,65,689**	21,96,82,347
Add: adjustments on account of dilutive potential equity shares	**–**	–
Weighted average number of equity shares outstanding for diluted EPS	**46,38,65,689**	21,96,82,347
Earnings per share from continuing operations - Basic (in ₹)	**(1.47)**	(4.43)
Earnings per share from continuing operations - Diluted (in ₹)	**(1.47)**	(4.43)

Note 29: Financial instruments

i) Capital Management Policy

a) The Company's capital management objectives are:

– to ensure the company's ability to continue as a going concern.

– to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

b) For the purpose of companys's capital management, capital includes issued share capital, equity as well as preference, all other Equity reserves and Borrowings. The Company monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial position. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

The Capital structure is monitored on the basis of Equity and net debt and maturity profile for debt portfolio of the Company.

c) Net debt and Equity is given in the table below:

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
A. Equity	**22,771.22**	(1,794.52)
B. Borrowing	**–**	24,000.00
C. Cash and Cash Equivalents	**(274.70)**	(286.99)
Total	**22,496.52**	21,918.50

Notes: The above capital management disclosures are based on the information provided internally to key management personnel.

ii) Categories of financial assets and financial liabilities

₹ in Lakhs

Particulars			As at 31 March 2026 Amortised Costs	FVTPL	FVOCI	Total
A.	**Non-current Assets**					
	a)	Other Financial Assets	435.78	–	–	435.78
Total			**435.78**	**–**	**–**	**435.78**
B.	**Current Assets**					
	a)	Trade Receivables	7,952.34	–	–	7,952.34
	b)	Cash and Bank Balances	277.13	–	–	277.13
	c)	Other Financial Assets	4,864.84	–	–	4,864.84
Total			**13,094.30**	**–**	**–**	**13,094.30**
C.	**Non-current Liabilities**					
	a)	Borrowings	–	–	–	–
	b)	Lease Liabilities	3,219.64	–	–	3,219.64
Total			**3,219.64**	**–**	**–**	**3,219.64**
D.	**Current Liabilities**					
	a)	Borrowings	–	–	–	–
	b)	Lease Liabilities	1,470.49	–	–	1,470.49
	c)	Trade Payables	11,090.45	–	–	11,090.45
	d)	Other Financial Liabilities	890.42	–	–	890.42
Total			**13,451.36**	**–**	**–**	**13,451.36**

₹ in Lakhs

Particulars			As at 31 March 2025 Amortised Costs	FVTPL	FVOCI	Total
A.	**Non-current Assets**					
	a)	Other Financial Assets	305.70	–	–	305.70
Total			**305.70**	**–**	**–**	**305.70**
B.	**Current Assets**					
	a)	Investments	–	–	–	–
	b)	Trade Receivables	7,187.79	–	–	7,187.79
	c)	Cash and Bank Balances	289.26	–	–	289.26
	d)	Other Financial Assets	2,484.67	–	–	2,484.67
Total			**9,961.72**	**–**	**–**	**9,961.72**
C.	**Non-current Liabilities**					
	a)	Borrowings	23,800.00	–	–	23,800.00
	b)	Lease Liabilities	2,456.17	–	–	2,456.17
Total			**26,256.17**	**–**	**–**	**26,256.17**
D.	**Current Liabilities**					
	a)	Borrowings	200.00	–	–	200.00
	b)	Lease Liabilities	990.38	–	–	990.38
	c)	Trade Payables	9,080.81	–	–	9,080.81
	d)	Other Financial Liabilities	1,017.17	–	–	1,017.17
Total			**11,288.35**	**–**	**–**	**11,288.35**

iii) Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk and liquidity risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

a) Credit risk management

Trade receivables and deposits

(i) Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the company. The Company has adopted a policy of only dealing with creditworthy counterparties. The Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends and analysis of historical bad debts and ageing of accounts receivable. Credit exposure is controlled by counterparty credit period which is monitored through an approved policy.

(ii) Trade receivables consist of a large number of customers, spread across diverse industries and places across India.

(iii) Apart from one large customer of the company, the company does not have significant credit risk exposure to any single customer. Concentration of credit risk related to a single customer did not exceed 15% of trade receivables at the end of the year.

(iv) The Company applies the simplified approach to provide for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The Company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company and individual receivable specific provision where applicable.

(v) There is no change in estimation techniques or significant assumptions during the reporting year.

(vi) The loss allowance for trade receivables using expected credit loss for different ageing periods is as follows:

₹ in Lakhs

Particulars	Not Due	Less than 6 months past due	More than 6 months past due	Total
As at 31 March 2026				
a) Gross carrying amount	3,219.49	2,917.99	2,684.12	8,821.60
b) Loss allowance provision	–	–	–	869.27
As at 31 March 2025				
a) Gross carrying amount	3,378.40	2,581.56	2,086.54	8,046.50
b) Loss allowance provision	–	–	–	858.71

(vii) Reconciliation of loss allowance provision for Trade Receivables

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
a) Balance as at beginning of the year	**858.71**	3,636.23
b) Impairment losses recognised in the year based on lifetime expected credit losses		
– On receivables originated in the year	**424.10**	237.37
c) Amount written off during the year	**(413.54)**	–
d) Netted Off to Debtors	**–**	(3,014.90)
e) Balance at end of the year	**869.27**	858.71

(viii) During the year, the company has written off ₹ 0 Lakhs (Previous year ₹ 0 Lakhs) of trade receivables and ₹ 0 Lakhs (Previous year ₹ 0 Lakhs) advances given. These trade receivables and deposits are not subject to enforcement activity.

Cash and Cash equivalents

As at 31 March 2026, the Company holds cash and cash equivalents of ₹ 274.7 Lakhs (As at 31 March 2025 & ₹ 286.99 Lakhs).

The cash and cash equivalents are held with banks with good credit rating.

b) Liquidity risk management

(i) The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the company's net liquidity position through rolling forecasts on the basis of expected cash flows.

(ii) **Maturities of financial liabilities**

Table showing maturity profile of financial liabilities

₹ in Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2026				
Non-derivative financial liabilities				
a) Trade Payables	11,090.45	–	–	–
b) Borrowings	–	–	–	–
c) Lease Liabilities	1,807.81	2,640.35	960.22	–
d) Security Deposits	289.62	–	–	–
e) Other financial liabilities	304.97	–	–	–
f) Interest Accrued but not due	2.23	–	–	–
g) Salary / wages payable	293.60	–	–	–
Total	**13,788.68**	**2,640.35**	**960.22**	**–**
As at 31 March 2025				
Non-derivative financial liabilities				
a) Trade Payables	9,080.81	–	–	–
b) Borrowings	216.50	19,996.52	7,241.34	202.08
c) Lease Liabilities	1,238.83	1,793.17	1,002.27	21.31
d) Security Deposits	277.76	–	–	–
e) Other financial liabilities	143.20	–	–	–
f) Interest Accrued but not due	10.44	12.28	–	–
g) Salary / wages payable	585.77	–	–	–
Total	**11,553.30**	**21,801.98**	**8,243.60**	**223.39**

The above table details the company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the company can be required to pay. The table includes both interest and principal cash flows.

The contractual maturity is based on the earliest date on which the company may be required to pay.

(iii) Financing arrangements

The company has access to following undrawn borrowing facilities at the end of the reporting year:

₹ in Lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
a) Secured Cash Credit facility (Includes working capital demand loan, Short term loan and overdraft)		
– Expiring within one year	**4,456.00**	4,465.96

Note: The quarterly statements of current assets filed by the company with banks are in agreement with the books of accounts.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(iv) Maturities of financial assets

Table showing maturity profile of financial assets

₹ in Lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2026				
A. Non-derivative financial assets				
a) Trade Receivables	7,952.34	–	–	–
b) Security Deposits	439.09	260.83	291.94	–
c) Others	4,425.75	–	–	–
As at 31 March 2025				
A. Non-derivative financial assets				
a) Trade Receivables	7,187.79	–	–	–
b) Security Deposits	803.88	192.88	100.20	12.62
c) Others	1,680.79	–	–	–

The above table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

c) Market Risk Management

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Currency Risk

The Company does not undertake any transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations does not arise.

Interest Risk

The following tables demonstrate the sensitivity to a reasonably possible change in interest rates, with all other variables held constant.

Particulars	Name of borrowing	Type of Interest	Minimum rate of interest	Maximum rate of interest	Fixed Loan amount outstanding	Floating Loan amount outstanding	Increase in Base Rate (p.a.)	Sensitivity Impact on P&L (pre-tax)	Decrease in Base Rate (p.a.)	Sensitivity Impact on P&L (pre-tax)
Year ended 31 March 2026	Secured Cash Credit Limits from Banks	Floating	8.30%	9.35%	0.00	0.00	1.00%	–	1.00%	–
Year ended 31 March 2025	Secured Long Term Loans from Banks	Floating	7.76%	8.25%	0.00	14000.00	1.00%	(140.00)	1.00%	140.00
Year ended 31 March 2025	Unsecured long term loan from related parties	Floating	8.30%	8.30%	0.00	10000.00	1.00%	(100.00)	1.00%	100.00

Note 30: Fair Value Measurement

a) Fair value of financial assets and financial liabilities that are measured at amortised cost:

₹ in Lakhs

Particulars	Carrying amount	Fair value	Fair Value Level 1	Fair Value Level 2	Fair Value Level 3
As at 31 March 2026					
A) Financial assets					
a) Financial assets carried at Amortised Cost					
i) Trade and other receivables	7,952.34	7,952.34	–	7,952.34	–
ii) Deposits given	874.87	874.87	–	874.87	–
iii) Cash and cash equivalents	274.70	274.70	–	274.70	–
iv) Bank Balances Other than above	2.43	2.43	–	2.43	–
v) Others	4,425.75	4,425.75	–	4,425.75	–
Total	**13,530.08**	**13,530.08**	**–**	**13,530.08**	**–**
B) Financial liabilities					
a) Financial liabilities held at Amortised cost					
i) Lease Liabilities	4,690.12	4,690.12	–	4,690.12	–
ii) Security deposits taken	289.62	289.62	–	289.62	–
iii) Trade and other payables	11,090.45	11,090.45	–	11,090.45	–
iv) Other financial liabilities	304.97	304.97	–	304.97	–
v) Interest Accrued	2.23	2.23	–	2.23	–
vi) Borrowings	0.00	0.00	–	0.00	–
vii) Other Financial liabilities	293.60	293.60	–	293.60	–
Total	**16,671.00**	**16,671.00**	**–**	**16,671.00**	**–**

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars			Carrying amount	Fair value	Fair Value Level 1	Fair Value Level 2	Fair Value Level 3
As at 31 March 2025							
A)	**Financial assets**						
a)	Financial assets carried at Amortised Cost						
	i)	Trade and other receivables	7,187.79	7,187.79	–	7,187.79	–
	ii)	Deposits given	1,109.58	1,109.58	–	1,109.58	–
	iii)	Cash and cash equivalents	286.99	286.99	–	286.99	–
	iv)	Bank Balances Other than above	2.27	2.27	–	2.27	–
	iv)	Others	1,680.79	1,680.79	–	1,680.79	–
Total			**10,267.42**	**10,267.42**	**–**	**10,267.42**	**–**
B)	**Financial liabilities**						
a)	Financial liabilities held at Amortised cost						
	i)	Lease Liabilities	3,446.55	3,446.55	–	3,446.55	–
	ii)	Security deposits taken	277.76	277.76	–	277.76	–
	iii)	Trade and other payables	9,080.81	9,080.81	–	9,080.81	–
	iv)	Other financial liabilities	143.20	143.20	–	143.20	–
	v)	Interest Accrued	22.72	22.72	–	22.72	–
	vi)	Borrowings	24,000.00	24,000.00	–	24,000.00	–
	vii)	Other financial liabilities	585.77	585.77	–	585.77	–
Total			**37,556.80**	**37,556.80**	**–**	**37,556.80**	**–**

Note No. 31 - Leases

Operating Lease

Following are the changes in the carrying value of right of use assets:

Particulars	Year ended 31 March 2026	₹ in Lakhs Year ended 31 March 2025
Balance as at 1st April	**3,337.26**	1,709.53
Additions	**2,597.19**	2,855.62
Disposals	**–**	(75.63)
Amortisation expense for the year	**(1,436.00)**	(1,152.26)
Balance as at 31st March	**4,498.44**	3,337.26

The following is the movement in lease liabilities:

Particulars	Year ended 31 March 2026	₹ in Lakhs Year ended 31 March 2025
Lease liabilities recognised at 1 April	**3,446.55**	1,815.08
Additions	**2,488.23**	2,766.73
Finance cost accrued during the period	**347.59**	225.09
Deletions	**–**	(75.06)
Payment of lease liabilities	**(1,592.25)**	(1,285.30)
Balance as at 31st March	**4,690.12**	3,446.55

The following is the break-up of current and non-current lease liabilities:

Particulars	Year ended 31 March 2026	₹ in Lakhs Year ended 31 March 2025
Non-current lease liabilities	**3,219.64**	2,456.17
Current lease liabilities	**1,470.49**	990.38
Balance as at 31st March	**4,690.12**	3,446.55

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	Year ended 31 March 2026	₹ in Lakhs Year ended 31 March 2025
Less than one year	**1,807.81**	1,238.83
One to Three years	**2,640.35**	1,793.17
Three to five years	**960.22**	1,002.27
More than five years	**–**	21.31
Total undiscounted lease liabilities at Balance sheet date	**5,408.38**	4,055.58

Rental expense recorded for short-term leases was ₹ 2499.7 Lakhs (Previous Year: ₹ 2372.63 Lakhs) for the year ended Year ended 31 March 2026.

Amounts recognised in Statement of Profit and Loss

Particulars	Year ended 31 March 2026	₹ in Lakhs Year ended 31 March 2025
Interest on lease liabilities	**347.59**	225.09
Expense relating to short term leases	**2,499.70**	2,372.63
Amortisation on right of use asset	**1,436.00**	1,152.26
Total Expenses	**4,283.29**	3,749.98

Amounts recognised in Statement of cash flows

Particulars	Year ended 31 March 2026	₹ in Lakhs Year ended 31 March 2025
Total cash outflows for leases	**(1,592.25)**	(1,285.30)

Note No. 32 - Employee benefits

a) Defined Contribution Plan

The Company's contribution to Provident Fund, superannuation Fund and other funds aggregating ₹ 229.46 Lakhs (2025: ₹ 230.61 Lakhs) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

b) Defined Benefit Plans:

Gratuity

a) The Company operates a gratuity plan (unfunded) covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the Company Gratuity Scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund.

b) Through its defined benefit plans the company is exposed to a number of risks, the most significant of which are detailed below:

(1) Asset volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bonds discount rate, this will create or increase a deficit. The funds of the defined benefit plans are held with LIC.

As the plans mature, the Company intends to reduce the level of investment risk by investing more in assets that better match the liabilities.

(2) Change in bond yields

A decrease in government bond yields will increase plan liabilities.

(3) Inflation risk

Defined benefit obligations are linked to inflation, and higher inflation will lead to higher liabilities (although caps on the level of inflationary increases are in place to protect the plan against extreme inflation).

(4) Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

c) Significant Actuarial Assumptions

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

	Unfunded Plan - Gratuity	
	Year ended	Year ended
Particulars	**31 March 2026**	31 March 2025
a) Discount rate(s)	**6.50%**	6.65%
b) Expected rate(s) of salary increase	**7.00%**	7.00%
c) Mortality rate during employment	**100% of IALM 2012-14**	100% of IALM 2012-14

d) Defined benefit plans – as per actuarial valuation

₹ in Lakhs

	Unfunded Plan - Gratuity	
	Year ended	**Year ended**
Particulars	**31 March 2026**	**31 March 2025**
I. Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
a) Current Service Cost	75.42	63.91
b) Past service cost and (gains)/losses from settlements	100.31	–
c) Net interest expense	24.77	23.28
Components of defined benefit costs recognised in profit or loss	**200.50**	**87.19**
Remeasurement on the net defined benefit liability		
a) Actuarial (gains)/loss arising from changes in financial assumptions	(0.50)	5.12
b) Actuarial (gains)/loss arising from changes in demographic assumptions	–	(2.69)
c) Actuarial (gains)/loss arising from experience adjustments	(5.93)	(4.77)
Components of defined benefit costs recognised in Other Comprehensive Income	**(6.43)**	**(2.34)**
Total	**194.07**	**84.85**

₹ in Lakhs

	Unfunded Plan - Gratuity	
	Year ended	**Year ended**
Particulars	**31 March 2026**	**31 March 2025**
II. Net Asset/(Liability) recognised in the Balance Sheet as at 31st March		
a) Present value of defined benefit obligation	(502.58)	(345.55)
b) Fair value of plan assets	6.40	–
c) Surplus/(Deficit)	**(496.18)**	**(345.55)**
d) Current portion of the above	159.58	98.69
e) Non current portion of the above	336.60	246.86
III. Change in the obligation during the year ended 31st March		
a) Present value of defined benefit obligation at the beginning of the year	345.55	328.12
b) Transfer within company	(3.65)	(24.64)
c) Expenses Recognised in Profit and Loss Account		
— Current Service Cost	75.42	63.91
— Past Service Cost	100.31	–
— Interest Expense (Income)	24.77	23.28
d) Recognised in Other Comprehensive Income		
Remeasurement gains / (losses)		
- Actuarial Gain (Loss) arising from:		
i. Financial Assumptions	(0.50)	5.12
ii. Demographic Assumptions	–	(2.69)
iii. Experience Adjustments	(5.93)	(4.77)
e) Benefit payments	(33.39)	(42.77)
f) Present value of defined benefit obligation at the end of the year	**502.58**	**345.55**
IV. Change in fair value of assets during the year ended 31st March		
i) Contributions by employer (including benefit payments recoverable)	6.40	–
ii) Fair value of plan assets at the end of the year	6.40	–
V. The Major categories of plan assets		
– Insurance Funds	6.36	–
– Others	0.04	–
IV. Actuarial assumptions		
a) Discount rate	6.50%	6.65%
b) Attrition rate	32.00%	32.00%

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

e) The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

Principal assumption		Changes in assumption	Impact on defined benefit obligation			
			Year ended 31 March 2026		Year ended 31 March 2025	
			Increase in assumption	Decrease in assumption	Increase in assumption	Decrease in assumption
a)	Discount rate	1.00%	(14.86)	15.77	(335.10)	356.65
b)	Salary growth rate	1.00%	14.87	(14.76)	356.51	(335.04)
c)	Attrition rate	1.00%	(20.39)	30.05	(326.79)	370.48
d)	Mortality rate	1.00%	0.05	(0.05)	345.56	(345.54)

Notes:

i) The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance Sheet.

ii) The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous year.

iii) The weighted average duration of the defined benefit obligation as at Year ended 31 March 2026 is 3 years.

f) Maturity profile of defined benefit obligation:

The tables include both discounted value as well as unwinding of interest.

₹ in Lakhs

Particulars	2026	2025
Within 1 year	**159.58**	98.69
1-5 years	**332.36**	240.80
6-10 years	**108.81**	77.57
More than 10 years	**24.15**	17.66

g) Plan Assets

The fair value of Company's plan asset by category are as follows:

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Asset category:	**99.34%**	–
Deposits with Insurance companies	**0.66%**	–
Others	**100.00%**	–

Note No. 33 - Related party transactions

i) List of Related Parties:

Ultimate holding company	Mahindra & Mahindra Limited
Holding Company	Mahindra Logistics Limited

Other related parties with whom transactions have taken place during the year:

(i) Fellow Subsidiaries

1 MLL Mobility Private Limited
2 Zipzap Logistics Private Limited
3 Mahindra and Mahindra Financial Services Limited

(ii) Other Related Parties

a) Associate of Ultimate Holding Company
   1 Tech Mahindra Limited
b) Joint Venture of Holding Company
   1 Seino MLL Logistics Private Limited

(iii) Key Management Personnel (KMP):

Sr. No.	Name of KMP	Designation
1	Ms. Avani Davda	Independent Director
2	Mr. Gangadaran Chellakrishna	Independent Director
3	Mr. Gaurav Rustagi	Chief Financial Officer
4	Mr. Prasanna Pahade	Chief Executive Officer

ii) Details of transactions between the Company and its related parties are disclosed below:

₹ in Lakhs

	Particulars	Year	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Other related parties
	Nature of transactions with Related Parties					
a)	Purchase of PPE and other assets	31 March 2026	–	–	–	–
		31 March 2025	–	3.57	–	–
b)	Rendering of services	31 March 2026	13,178.87	967.38	–	–
		31 March 2025	8,254.61	501.11	–	–
c)	Availment of services	31 March 2026	1.00	65.67	55.48	253.28
		31 March 2025	1.00	–	17.02	171.20
d)	Reimbursements made to parties	31 March 2026	2.29	1,047.19	–	–
		31 March 2025	0.31	889.93	1.94	–
e)	Reimbursements received from parties	31 March 2026	–	58.48	–	0.75
		31 March 2025	–	58.24	–	–

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

	Particulars	Year	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Other related parties
f)	Intercompany Loan Taken/(Repayment)	31 March 2026	–	–	–	–
		31 March 2025	10,000.00	–	–	–
g)	Interest expense on loans/deposits taken	31 March 2026	325.18	–	–	–
		31 March 2025	13.64	–	–	–
h)	Corporate Guarantee Commission paid	31 March 2026	–	30.71	–	–
		31 March 2025	–	120.40	–	–
i)	Issue of Shares	31 March 2026	–	31,386.00	–	–
		31 March 2025	–	8,500.00	–	–

Balances Outstanding with Related Parties

₹ in Lakhs

a)	Trade payables	31 March 2026	2.24	981.56	10.51	43.75
		31 March 2025	–	84.12	4.40	17.88
b)	Trade receivables	31 March 2026	4,589.04	485.46	–	0.81
		31 March 2025	1,471.72	335.89	–	–
c)	Other Payables	31 March 2026	–	–	–	–
		31 March 2025	12.28	–	–	–
d)	Inter Corporate Deposits outstanding	31 March 2026	–	–	–	–
		31 March 2025	10,000.00	–	–	–

Notes:

a) All the outstanding balances, whether receivables or payables are unsecured.

b) Related party transactions were made on terms equivalent to those that prevail in arm's length transactions are made only if such terms can be substantiated.

c) The loans from related parties are not in the nature of repayable on demand or without specifying any terms or period of repayment.

iii) Details of transactions between Major parties

₹ in Lakhs

	Particulars	Year	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Other related parties
	Nature of transactions with Related Parties					
a)	**Purchase of PPE and other assets**					
	Mahindra Logistics Limited	31 March 2026	–	–	–	–
		31 March 2025	–	3.57	–	–
b)	**Rendering of services**					
	Mahindra & Mahindra Limited	31 March 2026	13,178.87	–	–	–
		31 March 2025	8,254.61	–	–	–
	Mahindra Logistics Limited	31 March 2026	–	967.38	–	–
		31 March 2025	–	501.11	–	–
c)	**Availment of services**					
	Mahindra & Mahindra Limited	31 March 2026	1.00	–	–	–
		31 March 2025	1.00	–	–	–
	Tech Mahindra Limited	31 March 2026	–	–	–	253.28
		31 March 2025	–	–	–	171.20

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

₹ in Lakhs

Particulars	Year	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Other related parties
Mahindra Logistics Limited	31 March 2026	–	65.67	–	–
	31 March 2025	–	–	–	–
Mahindra and Mahindra Financial Services Limited	31 March 2026	–	–	9.33	–
	31 March 2025	–	–	–	–
Zipzap Logistics Private Limited	31 March 2026	–	–	0.15	–
	31 March 2025	–	–	3.43	–
MLL Mobility Private Limited	31 March 2026	–	–	46.01	–
	31 March 2025	–	–	13.59	–
d) Reimbursements made to parties					
Mahindra & Mahindra Limited	31 March 2026	2.29	–	–	–
	31 March 2025	0.31	–	–	–
Mahindra Logistics Limited	31 March 2026	–	1,047.19	–	–
	31 March 2025	–	889.93	–	–
MLL Mobility Private Limited	31 March 2026	–	–	–	–
	31 March 2025	–	–	1.94	–
e) Reimbursements received from parties					
Mahindra Logistics Limited	31 March 2026	–	58.48	–	–
	31 March 2025	–	58.24	–	–
Seino MLL Logistics Private Limited	31 March 2026	–	–	–	0.75
	31 March 2025	–	–	–	–
f) Intercompany Loan Taken/(Repayment)					
Mahindra & Mahindra Limited	31 March 2026	–	–	–	–
	31 March 2025	10,000.00	–	–	–
g) Interest expense on loans/deposits taken					
Mahindra & Mahindra Limited	31 March 2026	325.18	–	–	–
	31 March 2025	13.64	–	–	–
h) Corporate Guarantee Commission paid					
Mahindra Logistics Limited	31 March 2026	–	30.71	–	–
	31 March 2025	–	120.40	–	–
i) Issue of Shares					
Mahindra & Mahindra Limited	31 March 2026	–	31,386.00	–	–
	31 March 2025	–	8,500.00	–	–

$ Major parties denote entities accounting for 10% or more of the aggregate for that category of transaction during respective year.

iv) Compensation of Key Managerial Personnel

The remuneration of directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends. The separate actuarial valuation figures are not available for key managerial personnel.

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

The remuneration key managerial personnel during the year was as follows:

₹ in Lakhs

Name of KMP	Year	Short–term employee benefits	Perquisite value of ESOPs exercised	Sitting Fees	Commission	Reimburse-ment of Expenses paid	Interest expense on loan/deposits taken
Avani Davda	31 March 2026	–	–	2.80	–	–	–
	31 March 2025	–	–	2.40	–	–	–
Gangadaran C	31 March 2026	–	–	2.80	–	–	–
	31 March 2025	–	–	2.40	–	–	–
Prasanna P	31 March 2026	159.07	–	–	–	–	–
	31 March 2025	129.24	–	–	–	2.50	–
Gaurav Rustagi	31 March 2026	59.48	–	–	–	–	–
	31 March 2025	41.10	–	–	–	–	–

The remuneration of directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends. The separate actuarial valuation figures are not available for key managerial personnel.

Note No. 34- Ratios

S No.	Particulars	Numerator	Denominator	31-Mar-26	31-Mar-25	% variance
1	Current Ratio	Current Assets	Current Liabilities	0.95	0.88	8.33%
2	Debt-equity Ratio	Borrowings	Total Equity	0.00	(13.37)	100.00%
3	Debt service coverage Ratio	Profit after tax + Depreciation + Interest + Non cash operating expenses + Loss on sale of assets	Interest + outstanding current borrowing and lease liability	(0.99)	(1.29)	22.89%
4	Return on equity	Profit After Tax	–	(65.09%)	(825.94%)	92.12%
5	Inventory Turnover Ratio	Cost of material consumed	Average Inventory	NA	NA	NA
6	Trade receivables turnover ratio	Net Credit Sales	Average Trade Receivables and Accrued Sales	4.33	3.92	10.42%
7	Trade payables turnover ratio	Purchases of Services and Other Expenses	Average Trade payables	4.23	3.30	28.33%
8	Net capital turnover ratio	Revenue from Operations	Average Working Capital	(44.06)	(12.72)	(246.34%)
9	Net profit	Net Profit after tax	Revenue from Operations	(14.87%)	(26.75%)	44.43%
10	Return on capital employed	Profit before interest and tax (excluding interest on leases)	Average (Total Equity + Total Debt)	(25.94%)	(32.68%)	20.63%
11	Return on investment	NA	NA	NA	NA	NA

Explanation for change in the ratios by more than 25% :

(i) Debt-equity Ratio : Debt equity ratio is 0 due to NIL borrowings as on 31-03-2026. Term loans and ICD were repaid in Aug-25 from proceeds of right issue and there is NIL CC limits utilized as on last working day of the year.

(ii) Return on Equity Ratio : Return on equity ratio has improved from (825.94%) in previous year to (65.09%) in current year due to infusion of equity capital for repayment of term loans and reduction in losses from last year

(iii) Trade Payable Turnover Ratio : Trade Payable Turnover Ratio has improved from 3.30 times in previous year to 4.23 times in current year indicating that better collections has resulted in better payments to suppiers effectively helping the company in better negotiations with its suppliers

NOTES TO THE STANDALONE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(iv) Net capital turnover ratio (times) : Net capital turnover ratio has changed from (12.72) times in previous year to (44.06) times in current year. Technically this has improved reason being, our average working capital in previous year was (28.60 Cr) and in current year is (10.42).

v) Net Profit ratio : Net profit ratio has improved from (26.75%) in previous year to (14.87%) in current year. This improvement is visible from our PAT loss which is reduced from (97.34 Cr) to (68.26 Cr).

Note No. 35 - Contingent Liabilities and Commitments

Contingent Liabilities

Company has no contingent liabilities as at 31 March 2026 (31 March 2025: NIL).

Commitments

Company has no Capital commttments as at 31 March 2026 (31 March 2025: NIL).

Note No. 36 - Segment Reporting

The management of the company has chosen to organise the Company on the basis of nature of services. No operating segments have been aggregated in arriving at the reportable segments of the Company.

Note No. 37 - Additional Regulatory Information

i) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries") with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any parties (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

ii) The Company has not transacted, during the current year or previous year, with any of the companies which have been struck off.

iii) The Company did not have any charges or satisfaction which were yet to be registered with ROC beyond the statutory period.

iv) The company did not have any transaction which had not been recorded in the books of account that had been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

Note No. 38

"Information with regard to other matters specified in Schedule III to Act, is either NIL or not applicable to the company for the financial year ended March 31, 2026."

Note No. 39

All amounts disclosed in the financial statements and notes has been rounded off to the nearest lakhs as per the requirement of Schedule III, unless otherwise stated.

Note No. 40

The figures for the previous year have been regrouped/rearranged wherever necessary to make them comparable with the current period's figures.

In terms of our report attached.

For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place : Mumbai
Date : 16 April 2026

For and on behalf of the Board of Directors
MLL Express Services Private Limited

Hemant Sikka
Director
DIN: 00922281

Place : Mumbai
Date : 16 April 2026

Sreenivas Pamidimukkala
Director
DIN: 09447924

Place : Mumbai
Date : 16 April 2026

Gaurav Rustagi
Chief Financial Officer

Place : Mumbai
Date : 16 April 2026

Prasanna Pahade
Chief Executive Officer

Place : Mumbai
Date : 16 April 2026

Sheetal Jain
Company Secretary
Membership No: A40730

Place : Mumbai
Date : 16 April 2026

INDEPENDENT AUDITORS REPORT

To the members of MLL Mobility Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **MLL Mobility Private Limited ("the Company")**, which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon. This other information is expected to be made available to us after the date of this auditors' report.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the above information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion,

forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) The Company has not paid/provided any remuneration to managerial personnel as defined in the Act. Accordingly, the provisions of Section 197 of the Act related to managerial remuneration are not applicable to the Company.

   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

      (i) The Company has disclosed the impact of pending litigations on its financial position in its Financial Statements – Refer Note 36 to the Financial Statements;

      (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

      (iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) above contain any material misstatement;

(v) The Company has not declared/paid/declared and paid any dividend during the year; and

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656JDNXZK6308

Place : Mumbai
Date : April 14, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   (B) According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

   (b) The Company has a regular programme of physical verification of its property, plant and equipment by which the property, plant and equipment are verified by the management according to a phased programme designed to cover all the items once in three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. In accordance with the programme, the Company physically verified the entire property, plant and equipment in the year 2025-2026 and no material discrepancies were noticed on such verification.

   (c) The Company does not hold any immovable property and hence reporting under Clause 3(i)(c) of the Order is not applicable to the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment or intangible assets or both during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as amended) and rules made thereunder.

2. (a) The Company is in the business of rendering services and consequently, does not hold any inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from bank on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the unaudited books of account. Further, the Company is yet to submit the returns/statements for the quarter ended March 31, 2026 to the bank and hence reporting under clause 3(ii)(b) of the Order to the extent it relates to the last quarter of the financial year is not applicable.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Employees' State Insurance, Income- tax, Provident Fund, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of undisputed statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

(b) Details of statutory dues referred to in sub clause (a) above which have not been deposited as on March 31, 2026 on account of disputes are given below:

Name of the statute	Nature of dues	Forum where dispute is pending	Period to which the amount relates	Amount Involved (in ₹ Lakhs	Amount of Deposit (in ₹ Lakhs	Net Amount (in ₹ Lakhs)*
Goods and Services Tax Act, 2017	Tax, Interest and Penalty	Appellate Authorities in the states of Maharashtra, Karnataka, Telangana, Delhi, Tamil Nadu, Andhra Pradesh and West Bengal	2017-18 to 2021-22	944	322	622
Service Tax Act, 1994	Tax, Interest and Penalty	Custom Excise and Service Tax Appellate Tribunal, Maharashtra	2014-15 to 2017-18	2,502.84	93.85	2,408.99

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us, the Company does not have any term loans. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long-term purposes as at the Balance Sheet date.

(e) The Company does not have any subsidiaries, joint ventures or associates. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT- 4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistleblower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act.

14. (a) In our opinion and according to the information and explanations given to us and based on our examination, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the Internal Audit reports of the Company issued till date for the period under audit.

15. According to the information and explanations given to us, the Company has not entered into any non- cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group has five Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656JDNXZK6308

Place : Mumbai
Date : April 14, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of **MLL Mobility Private Limited ("the Company")** as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B.K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656JDNXZK6308

Place : Mumbai
Date : April 14, 2026

BALANCE SHEET AS AT MARCH 31, 2026

₹ in lakhs

Particulars	Notes	As at March 31, 2026	As at March 31, 2025
Assets			
I Non-Current Assets			
(a) Property, Plant and Equipment	3	**1,392.93**	260.75
(b) Right of Use Asset	3	**12.44**	–
(c) Capital Work-in-Progress	4	**571.33**	–
(d) Other Intangible Assets	5	**–**	0.78
(e) Financial Assets			
(i) Other Financial Assets	6	**603.90**	518.09
(f) Income Tax Assets (Net)	7	**611.56**	418.66
(g) Other non-current assets	8	**525.80**	461.81
Total Non-Current Assets		**3,717.96**	1,660.09
II Current Assets			
(a) Financial Assets			
(i) Investments	9	**300.23**	1,563.75
(ii) Trade Receivables	10	**4,405.83**	3,481.14
(iii) Cash and Cash Equivalents	11	**1,320.04**	627.03
(iv) Other Financial Assets	6	**4,136.99**	2,362.74
(b) Other Current Assets	8	**1,208.01**	926.41
Total Current Assets		**11,371.10**	8,961.07
Total Assets		**15,089.06**	10,621.16
Equity and Liabilities			
Equity			
(a) Equity Share Capital	12	**64.04**	64.04
(b) Other Equity	13	**4,828.99**	3,816.70
Total Equity		**4,893.03**	3,880.74
Liabilities			
I Non-Current Liabilities			
(a) Financial Liabilities			
(i) Lease Liabilities	31	**9.08**	–
(b) Provisions	15	**534.62**	1,564.61
Total Non-Current Liabilities		**543.70**	1,564.61
II Current Liabilities			
(a) Financial Liabilities			
(i) Lease Liabilities	31	**3.69**	–
(ii) Trade Payables			
(a) Due to Micro and Small Enterprises	16	**1,364.54**	61.06
(b) Other than Micro and Small Enterprises	16	**6,569.88**	4,145.81
(ii) Other Financials Liabilities	14	**368.89**	510.12
(b) Provisions	15	**1,122.54**	197.45
(c) Other Current Liabilities	17	**222.79**	261.37
Total Current Liabilities		**9,652.33**	5,175.81
Total Equity and Liabilities		**15,089.06**	10,621.16

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place : Mumbai
Date : April 14, 2026

For and on behalf of the Board of Directors
MLL Mobility Private Limited

Isha Dalal
Director
DIN: 09247780

Place : Mumbai
Date : April 14, 2026

Sreenivas Pamidimukkala
Director
DIN: 09447924

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

₹ in lakhs

	Particulars	Notes	Year ended March 31, 2026	Year ended March 31, 2025
I	Revenue from operations	18	**40,016.91**	32,052.72
II	Other income	19	**388.36**	76.17
III	**Total Income (I+II)**		**40,405.27**	32,128.89
IV	**Expenses**			
	(a) Operating Expenses	20	**35,795.46**	27,787.86
	(b) Employee benefits expense	21	**2,196.70**	2,464.89
	(c) Finance costs	22	**7.53**	8.24
	(d) Depreciation and amortisation expense	23	**317.17**	209.36
	(e) Other expenses	24	**1,032.81**	1,116.69
	Total Expenses		**39,349.67**	31,587.04
V	**Profit before exceptional items and tax (III - IV)**		**1,055.60**	541.85
VI	**Exceptional items**	25	**(73.60)**	–
VII	**Profit before tax (V + VI)**		**982.00**	541.85
VIII	**Tax Expense**			
	(a) Current tax	26	**–**	–
	(b) Deferred tax	26	**–**	–
	Total Tax Expense		**–**	–
IX	**Profit after tax (VII-VIII)**		**982.00**	541.85
X	**Other comprehensive income**			
	Items that will not be reclassified to profit or loss			
	(a) Remeasurements of the defined benefit plans - Gain/(Losses)		**30.28**	(13.30)
	(b) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
	Total Other comprehensive income		**30.28**	(13.30)
XI	**Total comprehensive income for the year (IX + X)**		**1,012.28**	528.55
XII	**Earnings per equity share (face value ₹ 10/- per share)**			
	(a) Basic (in ₹)	27	**153.35**	85.60
	(b) Diluted (in ₹)	27	**153.35**	85.60

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place : Mumbai
Date : April 14, 2026

For and on behalf of the Board of Directors
MLL Mobility Private Limited

Isha Dalal
Director
DIN: 09247780

Place : Mumbai
Date : April 14, 2026

Sreenivas Pamidimukkala
Director
DIN: 09447924

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026

₹ in lakhs

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
A. CASH FLOWS FROM OPERATING ACTIVITIES:		
Profit before tax	**982.00**	541.85
Adjustments for:		
(Profit)/Loss on disposal of property, plant and equipment	**(129.65)**	3.94
Expected credit loss recognised on trade receivables/advances	**161.48**	224.33
Provision no longer required written back	**(181.32)**	(1.05)
Depreciation and amortisation expense	**317.17**	209.36
Finance Charges	**7.53**	8.20
Interest income	**(4.26)**	(3.84)
Exceptional Item (New labour Code)	**73.60**	–
Profit on sale of mutual funds	**(53.26)**	(37.17)
	191.29	403.77
Operating profit before working capital changes	**1,173.29**	945.62
Changes in:		
Trade and other receivables	**(3,130.84)**	784.64
Trade and other payables and provisions	**3,575.01**	(261.56)
Cash generated from operations	**1,617.46**	1,468.70
Income taxes paid (Net)	**(192.90)**	35.41
Net cash flow generated from operating activities	**1,424.56**	1,504.11
B. CASH FLOWS FROM INVESTING ACTIVITIES:		
Payment to acquire current investments	**(20,044.00)**	(7,354.79)
Proceeds from sale of current investments	**21,360.78**	5,828.22
Bank Deposits Matured/(Placed)	**–**	(0.46)
Interest income	**3.80**	3.65
Payment to acquire property, plant and equipment & intangible assets including CWIP	**(2,228.82)**	(97.67)
Proceeds from disposal of property, plant and equipment	**184.42**	4.03
Net cash used in investing activities	**(723.82)**	(1,617.02)

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED MARCH 31, 2026 (CONTD...)

₹ in lakhs

Particulars	Year ended March 31, 2026	Year ended March 31, 2025
C. CASH FLOWS FROM FINANCING ACTIVITIES:		
Interest paid	**(0.04)**	(0.03)
Payment of leases	**(7.69)**	–
Other Equity	**0.00**	(0.00)
Net cash used in financing activities	**(7.73)**	(0.03)
NET DECREASE IN CASH AND CASH EQUIVALENTS (A + B + C)	**693.01**	(112.94)
Cash and cash equivalents at the beginning of the year	**627.03**	739.97
Cash and cash equivalents at the end of the year	**1,320.04**	627.03
Components of cash and cash equivalents		
Cash on hand	**0.05**	0.80
With Banks - in Current account / Balance in Cash Credit Accounts / Bank deposits with original maturity of less than 3 months at inception / Checks or draft on hand	**1,319.99**	626.23
	1,320.04	627.03

The accompanying notes are an integral part of the Financial Statements.

Note:

1 The above Cash Flow Statement has been prepared under the Indirect Method set out in IND AS 7 - Statement of Cash flows.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place : Mumbai
Date : April 14, 2026

For and on behalf of the Board of Directors
MLL Mobility Private Limited

Isha Dalal
Director
DIN: 09247780

Place : Mumbai
Date : April 14, 2026

Sreenivas Pamidimukkala
Director
DIN: 09447924

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

₹ in lakhs

(A) Equity Share Capital

Particulars	Number of Shares	Equity share capital
Balance as at 1st April, 2024	460,899	46.09
Restated balance at the beginning of the current reporting period	460,899	46.09
Changes in equity share capital during the year:		
Other decrease in shares	179,470	17.95
Balance as at 31 March, 2025	**640,369**	**64.04**
Balance as at 1st April, 2025	**640,369**	**64.04**
Restated balance at the beginning of the current reporting period	640,369	64.04
Balance as at 31 March, 2026	**640,369**	**64.04**

(B) Other Equity

₹ in lakhs

		Reserves & Surplus					
Particulars	**Equity Component of preference shares**	**Capital reserve**	**Securities premium**	**General reserve**	**Retained earnings**	**Total**	**Total Other Equity**
Balance as at 1st April,2024	–	(247.71)	51,717.28	48.44	(48,229.85)	3,288.15	3,288.15
Changes in Equity Share Capital due to prior period errors	–	–	–	–	–	–	–
Restated balance at the beginning of the current reporting period	**–**	**(247.71)**	**51,717.28**	**48.44**	**(48,229.85)**	**3,288.15**	**3,288.15**
Total Comprehensive income for the year							
– Share based payment to employees	–	–	–	–	–	–	–
– Exercise of Employee stock options	–	–	–	–	–	–	–
– On Business combination	–	–	–	–	–	–	–
– Dividend paid on Equity Shares	–	–	–	–	–	–	–
Total Comprehensive income for the year							
– Profit for the year	–	–	–	–	541.85	541.85	541.85
– Actuarial loss transferred to retained earnings	–	–	–	–	(13.30)	(13.30)	(13.30)
Balance as at 31 March, 2025	–	(247.71)	51,717.28	48.44	(47,701.30)	3,816.70	3,816.70

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

Particulars	Equity Component of preference shares	Reserves & Surplus					Total Other Equity
		Capital reserve	Securities premium	General reserve	Retained earnings	Total	
Balance as at 1st April, 2025	–	(247.71)	51,717.28	48.44	(47,701.30)	3,816.70	3,816.70
Changes in Equity Share Capital due to prior period errors	–	–	–	–	–	–	–
Restated balance at the beginning of the current reporting period	–	(247.71)	51,717.28	48.44	(48,229.85)	3,288.15	3,288.15
– Share based payment to employees	–	–	–	–	–	–	–
– Exercise of Employee stock options	–	–	–	–	–	–	–
– On Business combination	–	–	–	–	–	–	–
– Dividend paid on Equity Shares	–	–	–	–	–	–	–
Total Comprehensive income for the year							
– Profit for the year	–	–	–	–	982.00	982.00	982.00
– Actuarial loss transferred to retained earnings	–	–	–	–	30.28	30.28	30.28
Balance as at 31 March, 2026	**–**	**(247.71)**	**51,717.28**	**48.44**	**(46,689.02)**	**4,828.99**	**4,828.99**

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place : Mumbai
Date : April 14, 2026

For and on behalf of the Board of Directors of
MLL Mobility Private Limited

Isha Dalal
Director
DIN: 09247780

Place : Mumbai
Date : April 14, 2026

Sreenivas Pamidimukkala
Director
DIN: 09447924

NOTES ACCOMPANYING FINANCIAL STATEMENTS

1. Corporate information

MLL Mobility Private Limited ('the Company') is registered as a private limited company incorporated on December 4, 2006 under the Companies Act, 1956 and having its registered office at Mahindra Towers, P. K. Kurne Chowk, Worli Mumbai 400018, India and corporate office at Arena Space, 10 & 11 Floor, Plot No. 20, Jogeshwari Vikhroli Link Road, Near Majas Bus Depot, Jogeshwari (E), Mumbai - 400060. The Company is a deemed public company as per definition of the Companies Act with effect from December 5, 2019. The Company is mainly engaged in the business of owning, operating and maintaining vehicle fleet for transportation of passengers in form of taxis, providing taxi aggregator services and to acquire and operate similar existing businesses.

These financial statements were authorized for issue in accordance with a Board resolution of April 14, 2026.

2A. Material accounting policies

2A.1 Basis of accounting

The Financial Statements have been prepared in accordance with the Indian Accounting Standards as per the Companies {Indian Accounting Standards) Rules, 2015 as amended and notified under section 133 of the Companies Act, 2013 {the 'Act'). The Financial Statements are separate Financial Statements.

2A.2 Basis of preparation and presentation

These financial statements have been prepared on accrual basis and the historical cost basis as a going concern except for certain financial instruments that are measured at fair values or at amortized cost, wherever applicable, at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair va lue of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in this financial statement is determined on such basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair va lue measurements are categorized into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices {unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The Financial Statements are prepared in Indian Rupee (INR) and denominated in lakhs.

The principal accounting policies are set out below.

2A.3 Non-current assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

2A.4 Revenue recognition

The Revenue is recognised when a customer obtains control of the goods or services. Determining the timing of the transfer of control – at a point in time or over time requires judgement.

Revenue includes only the gross inflows of economic benefits. It is measured based on the consideration specified in the contracts with customers. Amounts collected on behalf of third parties such as goods and services taxes and value added taxes are not economic benefits which flow to the entity and do not result in increases in equity. Therefore, they are excluded from revenue.

The Company assesses its revenue arrangements to determine if it is acting as principal or agent. The Company has concluded that it is acting as an agent in case of its revenue from taxi aggregator services arrangements.

Incomes is recognised on the completion of the services as per the terms of contract. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold, and services rendered is net of variable consideration on account of various discounts and schemes offered by the Company as part of the contract, to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

The following specific recognition criteria must also be met before revenue is recognized.

Income from services:

i. Revenue from taxi services, convenience fees, airport charges

Revenue from taxi services represents revenue earned from transportation of passengers as part of metered taxi operations. Revenue from taxi services is measured as per the contractual terms and is recognised on completion of each trip. Convenience fees are charged to customer for facilitating booking of taxi services through the Company. Convenience fees are recognised as revenue at completion of trip. Airport charges are recovered from customers towards the airport charges incurred at airports as per the contractual terms. Airport charges are recognised as revenue at completion of trip.

ii. Revenue from taxi aggregator services

Revenue from taxi aggregator services is recognised net of the share of revenue paid to drivers, as and when the services are rendered as per the terms of the contract. Taxi aggregator services involve the Company providing a platform to facilitate booking of taxi services by passengers with third party independent taxi service providers.

iii. Revenue from B2B Customers

Revenue from B2B Customers represents revenue earned from providing taxi services to corporates for their employee transportation. Revenue is measured as per the contractual terms and recognised as and when the service is rendered as per contract terms.

iv. Advertisement revenue

Revenue from advertisement contracts are recognised pro-rata over the period of contract as and when services are rendered. Revenue is measured as per the contractual terms

The Company generally does not offer a credit period in respect of its billing to drivers. In respect of corporate customers, the Company credit period offered generally ranged from 30 days to 90 days.

Dividend:

Dividend income from investments is recognised when the right to receive payment has been established (provided that it is

NOTES ACCOMPANYING FINANCIAL STATEMENTS

probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

Interest income:

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2A.5 Leases

At the inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of an identified asset - this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the lessor has a substantive substitution right, then the asset is not identified
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company as a lessee has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:
  a) the Company as a lessee has the right to operate the asset; or
  b) the Company as a lessee designed the asset in a way that predetermines how and for what purpose it will be used.

  This policy is applied to contracts entered into, or modified, on or after April 01, 2019.

As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The rightof-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

It is re-measured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a Lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

The Company recognises lease payments received under operating leases as income on a straight- line basis over the lease term as part of 'other income'.

2A.6 Foreign currencies

i. Initial recognition

In preparing the Financial Statements of the company, transactions in currencies other than the entity's functional currency of Indian Rupees (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.

ii. Conversion

a. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognised in the Statement of Profit and Loss.

b. Non-monetary items, if any are measured in terms of historical cost in a foreign currency are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

iii. Exchange differences

The Company accounts for exchange differences arising on translation/settlement of foreign currency monetary items as below:

a. Realized gains and losses on settlement of foreign currency transactions are recognised in the Statement of Profit and Loss.

b. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates and.the resultant exchange differences are recognised in the Statement of Profit and Loss.

2A.7 Borrowing costs

Borrowing cost that are attributable to the acquisition or construction of qualifying assets are capitalised as a part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are charged to the revenue in the year of incurrence.

2A.8 Employee benefits

2A.8.1. Retirement benefit costs and termination benefits

i. Defined Contribution Plan:

Company's contributions paid/payable during the year to the Superannuation Fund, ESIC, Provident Fund and Labour Welfare Fund are recognised in the Statement of Profit and Loss.

ii. Defined Benefits Plan:

For defined retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial

NOTES ACCOMPANYING FINANCIAL STATEMENTS

valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the Balance Sheet with a charge or credit recognised in Other Comprehensive Income in the period in which they occur. Remeasurement recognised in Other Comprehensive Income is reflected immediate! i retained earnings and is not reclassified to profit or loss. Past service cost is recognised in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorised as follows:

a. Service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);

b. Net interest expense or income; and

c. Remeasurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognised in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

2A.8.2 Short-term and other long-term employee benefits

A liability is recognised for benefits accruing to employees in respect of wages and salaries.

Liabilities recognised in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognised in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

2A.9 Share-based payment arrangements

Equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date.

2A.10 Taxation

Income Tax expense represents the sum of tax currently payable and deferred tax.

2A.10. 1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'Profit before tax' as reported in the Statement of Profit and Loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2A.10.2. Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the Financial Statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

2A.10.3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in Other Comprehensive Income or directly in equity, in which case, the current and deferred tax are also recognised in Other Comprehensive Income or directly in equity respectively.

2A.11 Property, plant and equipment

All items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition is inclusive of purchase price, levies and any directly attributable cost of bringing the asset to its working condition for the intended use. Subsequent costs are included in the asset's carrying amount or recognised as separate asset, as appropriate only when it is probable that the future economic benefits associated with the item will flow to the company and cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to Statement of Profit and Loss during the reporting period in which they are incurred.

Depreciation on tangible asset is charged on a Straight-Line Method (SLM) in accordance with the useful life specified in Part - C of Schedule II of the Companies Act, 2013 on a pro-rata basis except in the case of:

i. Certain items of Plant & Equipment individually costing more than Rs. 5,000 - over their useful lives ranging from 2 years to 10 years as estimated by the company and also based on the contractual arrangements wherever applicable.

ii. Certain items of Plant & Equipment individually costing less than Rs. 5,000 shall be depreciated over a period of 1 year.

iii. Mobile Phones (included in Office Equipment) in 1 - 2 years.

iv. Motor Cars (included in Vehicles) in 2 to 5 years as the case may be

v. Assets capitalised which are attached to the leasehold office premises shall be depreciated upto 75% of its value over the lease period assuming a realisable value of 25% after the end of original lease period.

The estimated useful lives, residual values, and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued

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use of the asset. Any gain and loss arising on disposal or retirement of an item of property, plant and equipment are determined as the difference between the sale proceeds and the carrying amount of the asset and is recognised in profit or loss

2A.12 Intangible assets

2A.12.1 Intangible assets acquired separately

The useful lives of intangible assets are assessed as either finite or indefinite. Intangible assets with finite lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognized on a straight-line basis over their estimated useful lives. The estimated useful life and amortisation method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

2A.12.2. Useful lives of intangible assets

Taxi permits (Leased):

Taxi permits are amortised using the straight-line method over a period of 8 years or contractual life whichever is lower.

Software:

ERP software is amortised using the straight-line method over a period of 5 years and other software are amortised using the straight-line method over a period of 3 years or contractual life, whichever is lower.

The residual values, useful lives and methods of amortisation of intangible assets are reviewed at each financial year end and adjusted prospectively, if appropriate.

2A.13 Impairment of tangible and intangible assets

The management of the Company assesses at each Balance Sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the management estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and recognised in the Statement of Profit and Loss. If at the Balance Sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed, and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. A reversal of an impairment loss is recognised immediately in profit or loss.

2A.14 Provisions, Contingent liability & Contingent assets

Provision are recognised when the Company has a present obligation (legal or constructive) as a result of past event; it is probable that the company will be required to settle the obligation, and a reliable estimate can be made of the amount of obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent liabilities are disclosed when a possible obligation arising from past events the existence of which will be confirmed only by the occurrence or non- occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

2A.15 Financial instruments

Financial assets and financial liabilities are recognised when a company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financia l assets and financial liabilities (other than financial assets and financia l liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

2A.16 Financial assets

All regular way purchases or sales of financial asets are recognized and dercognised on a settlement date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame estabIlished by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

2A.16.1 Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

i. the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and

ii. the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For the impairment policy on financial assets measured at amortised cost, refer note no

2A.15.4 Investments in subsidiaries: All investments in subsidiaries are valued at cost.

All other financial assets are subsequently measured at fair value.

2A.16.2 Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

2A.16.3 Financial assets at Fair value through Profit and Loss

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to

NOTES ACCOMPANYING FINANCIAL STATEMENTS

present subsequent changes in fair value in Other Comprehensive Income for investments in equity instruments which are not held for trading.

A financial asset that meets the amortised cost criteria or debt instruments that meet the MOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the 'Other Income' line item. Dividend on financial assets at FVTPL is recognised when the Company's right to receive the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be measured reliably.

2A.16.4 Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets).

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

2A.16.5 Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in other Comprehensive Income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in Other Comprehensive Income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in Other Comprehensive Income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

2A.16.6 Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.
- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognised in Other Comprehensive Income.
- For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in Other Comprehensive Income.

2A.17 Financial liabilities & Equity instruments

2A.17.1 Classification as debt or equity

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

2A.17.2 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a company entity are recognised at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognised and deducted directly in equity. No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2A.17.3 Compound financial instruments

The component parts of compound financial instruments (convertible notes) issued by the Company are classified separately as financial liabilities and equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument. A conversion option that will be settled by the exchange of a fixed amount of cash or

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another financial asset for a fixed number of the company's own equity instruments is an equity instrument.

At the date of issue, the fair value of the liability component is estimated using the prevailing market interest rate for similar non-convertible instruments. This amount is recognised as a liability on an amortised cost basis using the effective interest method until extinguished upon conversion or at the instrument's maturity date.

The conversion option classified as equity is determined by deducting the amount of the liability component from the fair value of the compound financial instrument as a whole. This is recognised and included in equity, net of income tax effects, and is not subsequently remeasured. In addition, the conversion option classified as equity will remain in equity until the conversion option is exercised, in which case, the balance recognised in equity will be transferred to other component of equity. When the conversion option remains unexercised at the maturity date of the convertible note, the balance recognised in equity will be transferred to retained earnings. No gain or loss is recognised in profit or loss upon conversion or expiration of the conversion option.

2A.17.4 Financial liabilities

All financial liabilities are subsequently measured at amortised cost.

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortised cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortised cost are determined based on the effective interest method. Interest expense that is not capitalised as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

2A.18 Segment reporting

The Chief Operating Decision Maker ("CODM") monitors the operating results of the business segments separately for the purpose of making decisions about the allocation of resources and performance assessment. Segment performance is measured based on profit or loss and is measured consistently with profit or loss in financial statements.

i} The management of the company has chosen to organise the company on the basis of nature of services. No operating segments have been aggregated in arriving at the reportable segments of the company.

ii} The Company has only one operating segment i.e. "People transportation".

iii} The Chief Operating Decision Maker ("CODM"} monitors the operating results of the business segments separately for the purpose of making decisions about the allocation of resources ,1nd performance assessment.

2A.19 Exceptional Items:

An item of income or expense which by its size, type or incidence is material & requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and disclosed as such in the financial statements.

2A.20 Earnings per share

Basic and diluted earnings per share is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of Equity Shares outstanding during the year, in accordance with Ind AS 33.

2A.21 Business Combination

The company accounts for its business combinations under acquisition method of accounting. The acquiree's identifiable assets including liabilities and contingent liabilities that meet the condition for recognition are recognized at their fair values at the acquisition date. The excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed is recognized as goodwill.

Before recognizing capital reserve in respect thereof, the company determines whether there exists clear evidence of underlying reasons for classifying the business combination as a bargain purchase. Thereafter, the company reassesses whether it has correctly identified all of the assets acquired and all of the liabilities assumed and recognizes any additional asset or liabilities that are identified in that reassessment. The company then reviews the procedures used to measure the amounts that Ind AS requires for the purposes of calculating the bargain purchase. If the gain remains after this reassessment and review, the company recognizes it directly in equity as capital reserve.

Non-controlling interest is initially measured at fair value or at the proportionate share of the acquiree's identifiable net assets. The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to initial acquisition, the carrying amount of noncontrolling interest is the amount of those interest in initial recognition plus the non-controlling interest's share of subsequent changes in equity of subsidiaries.

When the consideration transferred by the company in business combination includes assets or liabilities resulting in a contingent consideration arrangement, the contingent consideration is measured at its acquisition date fair value and included as a part of the consideration transferred in a business combination. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments, are adjusted retrospectively, with corresponding adjustments against goodwill or capital reserve as the case may be.

When a business combination is achieved in stages, the company's previously held equity interest in the acquiree is remeasured to its acquisition-date fair value and the resulting gain or loss, if any, is recognized in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognized in other comprehensive income are reclassified to profit or loss where such treatment would be appropriate if that interest were disposed off.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the company reports provisional amount for the items for which the accounting is incomplete. Those provisional amount are adjusted during the measurement period (which cannot exceed one year from the acquisition date), or additional assets or liabilities are recognized, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amount recognized at that date. In consolidated financial statements, acquisition of non-controlling interest is accounted as equity transaction. The carrying amount of the company interests and the noncontrolling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognized directly in equity and attributed to the owners of the Company. Business Combination under common control are accounted as per Appendix C in Ind AS 103 - Business combinations, at carrying amount of assets and liabilities acquired and any excess of consideration issued over the net assets acquired is recognized as capital reserve on common control business combination.

2B. Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2A, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in

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which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

i. Useful lives of intangibles and property, plant and equipment:

As described in note 2A.10 The Company reviews the estimated μseful lives of property, plant and equipment and intangible assets at the end of each annual reporting period.

ii. Defined benefit plans

The cost of the defined benefit plans and the present value of the defined benefit obligation are based on actuarial valuation using the projected unit credit method. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

iii. Fair Value of financial assets and liabilities and investments

The Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed for impairment. Fair value measurement that are based on significant unobservable inputs (level 3) requires estimates of operating margin, discount rate, future growth rate, terminal values etc. based on management's best estimate about future developments.

iv. Estimated lead Time for determining completion of performance obligation

The company also determines completion of performance obligation with respect to transportation service based on Estimated Lead Time (ELT) to deliver based on standard past performance and to that extent it involves management judgments for estimating delivery time to destination.

v. Contracts with Driver - Whether the arrangement with drivers contains a lease:

Significant judgement is required to apply lease accounting rules under Appendix C of Ind AS 17 - Determining whether an arrangement contains a lease. In assessing the applicability to arrangements entered into by the Company, management has exercised judgement to evaluate the right to use the underlying assets of the transaction including legally enforceable arrangements and other significant terms and conditions of the arrangements to conclude whether the arrangements meet the criteria under Appendix C.

vi. Leases

Ind AS 116 requires lessees to determine the lease term as the non- cancellable period of a lease adjusted with any option to extend or terminate the lease if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by lease basis and there by assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

vii. Trade Receivables

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company has considered subsequent recoveries, past trends, credit risk profiles of the customers based on their industry, macroeconomic forecasts and internal and external information available to estimate the probability of default in future.

2C. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

Note No. 3 - Property, Plant and Equipment

As at 31 March 2026 ₹ in lakhs

Description of Assets	Plant and Equipment	Office Equipment	Furniture & Fixtures	Vehicles	Total	ROU Asset (Car Lease)
A. Cost						
Balance as at 1 April 2025	**30.24**	**98.46**	**5.93**	**3,485.82**	**3,620.45**	**–**
a) Additions	**–**	**18.36**	**–**	**1,581.04**	**1,599.40**	**31.65**
b) Addition on business combination	**–**	**–**	**–**	**–**	**–**	**–**
c) Less: Disposals / adjustments	**(20.74)**	**(9.77)**	**–**	**(2,353.64)**	**(2,384.15)**	**(15.94)**
Balance as at 31 March 2026	**9.50**	**107.05**	**5.93**	**2,713.22**	**2,835.70**	**15.72**
B. Accumulated depreciation/amortisation						
Balance as at 1 April 2025	**25.82**	**56.33**	**5.70**	**3,271.85**	**3,359.70**	**–**
a) Depreciation/amortisation expense for the year	**1.32**	**27.51**	**0.23**	**280.59**	**309.65**	**6.74**
b) Add: Addition on business combination	**–**	**–**	**–**	**–**	**–**	**–**
c) Less: Disposals / adjustments	**(20.74)**	**(9.61)**	**–**	**(2,196.23)**	**(2,226.57)**	**(3.46)**
Balance as at 31 March 2026	**6.40**	**74.23**	**5.93**	**1,356.21**	**1,442.77**	**3.27**
C. Net carrying amount as at 31 March 2026 (A–B)	**3.10**	**32.81**	**0.00**	**1,357.01**	**1,392.93**	**12.44**

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As at 31 March 2025 ₹ in lakhs

Description of Assets	Plant and Equipment	Office Equipment	Furniture & Fixtures	Vehicles	Total	Right of Use Assets
A. Cost						
Balance as at 1 April 2024	–	112.74	5.93	3,619.36	3,738.03	–
a) Additions	–	15.96	–	81.71	97.67	–
b) Addition on business combination	–	–	–	–	–	–
c) Less: Disposals / adjustments	30.24	(30.24)	–	(215.25)	(215.25)	–
Balance as at 31 March 2025	30.24	98.46	5.93	3,485.82	3,620.45	–
B. Accumulated depreciation/amortisation						
Balance as at 1 April 2025	–	43.58	3.73	3,329.30	3,376.61	–
a) Depreciation/amortisation expense for the year	12.24	26.32	1.98	149.85	190.38	–
b) Add: Addition on business combination	–	–	–	–	–	–
c) Less: Disposals / adjustments	13.58	(13.58)	–	(207.30)	(207.30)	–
Balance as at 31 March 2025	25.82	56.33	5.70	3,271.85	3,359.70	–
C. Net carrying amount as at 31 March 2025 (A–B)	4.42	42.13	0.23	213.97	260.75	–

Notes:

1) ₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
i) The estimated amount of contracts remaining to be executed on capital account and not provided for	**58.09**	371.80
ii) Carrying amount of assets pledged to secure borrowings (Refer note)		
a) Vehicles	**–**	–
b) Office Equipment	**–**	–
c) Furniture and Fixtures	**–**	–
d) Plant and Equipment	**–**	–
e) Computer	**–**	–

2) The Company has not revalued its property, plant and equipment (including right of use assets) during the current or previous year.

Note No. 4 - Capital Work-in-Progress

(i) Capital Work-in-Progress Ageing

As at 31 March 2026 ₹ in lakhs

	Amount in Capital Work-in-Progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 Years**	**Total**
Projects in Progress	**571.33**	**–**	**–**	**–**	**571.33**

As at 31 March 2025 ₹ in lakhs

	Amount in Capital Work-in-Progress for a period of				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 Years**	**Total**
Projects in Progress	–	–	–	–	**–**

(ii) Projectwise breakup of Capital Work-in-Progress

As at 31 March 2026 ₹ in lakhs

	To be completed in				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 Years**	**Total**
Projects in Progress					
Enterprise Mobility Services	**571.33**	**–**	**–**	**–**	**571.33**
Total	**571.33**	**–**	**–**	**–**	**571.33**

As at 31 March 2025 ₹ in lakhs

	To be completed in				
Particulars	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 Years**	**Total**
Projects in Progress					
Enterprise Mobility Services	–	–	–	–	**–**
Total	**–**	**–**	**–**	**–**	**–**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 5 - Other Intangible Assets

₹ in lakhs

As at 31 March, 2026

Particulars	Computer Software	Total
A. Cost		
a) Balance as at 1 April 2025	609.04	609.04
b) Additions	–	–
c) Less: Disposals / adjustments	–	–
Balance as at 31 March 2026	**609.04**	**609.04**
B. Accumulated amortisation		
a) Balance as at 1 April 2025	**608.26**	**608.26**
b) Amortisation expense for the year	**0.78**	**0.78**
c) Less: Disposals / adjustments	–	–
Balance as at 31 March 2026	**609.04**	**609.04**
C. Net carrying amount as at 31 March 2026 (A-B)	–	–

As at 31 March 2025

Particulars	Computer Software	Total
A. Cost		
a) Balance as at 1 April 2024	609.04	609.04
b) Additions	–	–
c) Less: Disposals / adjustments	–	–
Balance as at 31 March, 2025	609.04	609.04
B. Accumulated amortisation		
a) Balance as at 1 April 2024	589.27	589.27
b) Amortisation expense for the year	18.98	18.98
c) Less: Disposals / adjustments	0.01	0.01
Balance as at 31 March 2025	608.26	608.26
C. Net carrying amount as at 31 March 2025 (A-B)	0.78	0.78

Note No. 6 - Other Financial Assets

₹ in lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-Current	As at 31 March 2025 Current	As at 31 March 2025 Non-Current
Financial assets at amortised cost - considered good				
a) Security Deposits				
i. Secured	–	–	–	–
ii. Unsecured, considered good	**96.52**	**505.19**	75.87	504.19
iii. Doubtful	–	–	–	–
iv. Significant Increase in Credit Risk	–	–	–	–
Less: Allowance for Losses	–	–	–	–
Total	**96.52**	**505.19**	75.87	504.19
b) Bank Deposit				
Under lien for more than 12 months of original maturity	–	**9.02**	–	8.56
Total	–	**9.02**	–	8.56
c) Other items				
i. Interest Accrued	**0.70**	–	0.70	–
ii. Accrued Sales	**3,991.82**	–	2,181.82	–
iii. National Saving Certificates *	–	–	–	–
v. Receivables towards assets given on finance lease Refer note no. 31 (II)	**44.13**	**89.69**	75.96	5.34
v. Premium receivable on financial guarantee contracts	–	–	–	–
vi. Other Receivables	**3.82**	–	31.05	–
Less: Allowance for Losses	–	–	(2.66)	–
Total	**4,040.47**	**89.69**	2,286.87	5.34
Total (a+b+c)	**4,136.99**	**603.90**	2,362.74	518.09

* Includes encumbered securities which is restricted on their use or sale of the securities.

Accrued Sales ageing from transaction date:

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
less than 6 Months	**3,988.30**	2,181.82
6 Months to 1 year	**3.52**	–
1 to 2 Year	–	–
2 to 3 Years	–	–
More than 3 Years	–	–
	3,991.82	2,181.82
Less: Allowance for Losses	–	–
Total	**3,991.82**	2,181.82

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 7 - Income Tax Assets & Liabilities (Net)

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Non-Current Income Tax Assets (Net)		
Advance Income Tax / TDS Receivable (Net)	**611.56**	418.66
Total	**611.56**	418.66

Note No. 8 - Other Assets

₹ in lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-Current	As at 31 March 2025 Current	As at 31 March 2025 Non-Current
II Capital advances				
a) Considered Good	–	58.09	–	–
b) Considered Doubtful	–	–	–	–
Less: Allowances for credit losses	–	–	–	–
Total (A)	–	58.09	–	–
II Advances other than capital advances				
a) Advances to suppliers - considered good	**525.99**	**–**	375.42	–
b) Advances to suppliers - considered doubtful	**–**	**–**	62.18	–
c) Balances with government authorities (other than income taxes)	**644.69**	**467.71**	471.46	461.81
d) Prepaid Expenses	**14.16**	**–**	69.90	–
e) Advances to employees (refer note below)	**23.17**	**–**	9.64	–
Total (B)	**1,208.01**	**467.71**	**988.60**	**461.81**
Total (A+B)	**1,208.01**	**525.80**	**988.60**	**461.81**
Less: Allowances for credit losses	**–**	**–**	(62.18)	–
Total (C)	**–**	**–**	**(62.18)**	**–**
Total (A-B+C)	**1,208.01**	**525.80**	**926.41**	**461.81**

Notes:

Advances given to employees are as per company's policy and are not required to be disclosed u/s 186(4) of Companies Act 2013.

Note No. 9 : Investments

₹ in lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non Current	As at 31 March 2025 Current	As at 31 March 2025 Non Current
I. Cost				
I. Fair value through profit and loss (FVTPL)				
Quoted Investments (fully paid)				
Investments in Mutual Funds	**300.23**	**–**	1,563.75	–
Total Quoted Investments	**300.23**	**–**	1,563.75	–
Total investments carried at FVTPL	**300.23**	**–**	1,563.75	–
Of the above, investments designated at FVTPL	**300.23**	**–**	1,563.75	–
Of the above, investments held for trading	**300.23**	**–**	1,563.75	–
Total investments carrying value	**300.23**	**–**	1,563.75	–
Other disclosures				
Aggregate amount of quoted investments	**300.23**	**–**	1,563.75	–
Aggregate amount of Market value of investments	**300.23**	**–**	1,563.75	–

Note 10 - Trade Receivables

₹ in lakhs

Particulars	As at March 31, 2026 Current	As at March 31, 2025 Current
a) Trade Receivables considered good - Secured	**57.09**	39.66
b) Trade Receivables considered good - Unsecured	**4,348.74**	3,441.48
c) Trade Receivable which have significant increase in credit risk	**–**	–
d) Undisputed Trade Receivable - Credit Impaired	**529.49**	759.08
e) Disputed Trade Receivable - Credit Impaired	**–**	–
	4,935.32	4,240.22
Less: Allowance for Credit Losses	**(529.49)**	(759.08)
Total	**4,405.83**	**3,481.14**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Trade Receivable ageing as at 31 March 2026

₹ in lakhs

Particulars	Outstanding for following period from due date of payment						
	Not Due	less than 6 Months	6 Months to 1 year	1 to 2 Year	2 to 3 Years	More than 3 Years	Total
a) Undisputed Trade Receivable - Considered Good	**3,292.46**	**1,113.36**	**0.00**	**–**	**–**	**–**	**4,405.83**
b) Undisputed Trade Receivable - which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**	**–**
c) Undisputed Trade Receivable - Credit Impaired	**–**	**41.93**	**54.14**	**19.90**	**210.52**	**203.00**	**529.49**
d) Disputed Trade Receivable - Considered Good	**–**	**–**	**–**	**–**	**–**	**–**	**–**
e) Disputed Trade Receivable - which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**	**–**
f) Disputed Trade Receivable - Credit Impaired	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Total Trade Receivables							**4,935.32**
Less: Allowance for Expected Credit Losses							**(529.49)**
Total							**4,405.83**

Trade Receivable ageing as at 31 March 2025

₹ in lakhs

Particulars	Outstanding for following period from due date of payment						
	Not Due	less than 6 Months	6 Months to 1 year	1 to 2 Year	2 to 3 Years	More than 3 Years	Total
a) Undisputed Trade Receivable - Considered Good	2,680.82	612.03	2.17	0.00	84.53	101.59	3,481.14
b) Undisputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	–
c) Undisputed Trade Receivable - Credit Impaired	–	–	–	740.81	–	18.26	759.08
d) Disputed Trade Receivable - Considered Good	–	–	–	–	–	–	–
e) Disputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	–
f) Disputed Trade Receivable - Credit Impaired	–	–	–	–	–	–	–
Total Trade Receivables							**4,240.22**
Less: Allowance for Expected Credit Losses							(759.08)
Total							**3,481.14**

Notes:

i) Refer Note 28 (iii) for disclosures related to credit risk, impairment of trade receivables under expected credit loss model and related disclosures.

ii) The Company applies the simplified approach to provide for expected credit losses prescribed by IND AS 109, which permits the use of the lifetime expected credit loss provision for all trade receivables. The Company has expected credit losses based on a provision matrix which uses historical credit loss experience of the company.

Particulars	As at 31 March 2026	As at 31 March 2025
iii) Trade Receivables hypothecated to Banks against working capital facility.	**4,405.83**	3,481.14

Note No. 11 - Cash and Bank balances

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Cash and cash equivalents		
a) Balances with banks	**643.10**	299.81
b) Cash on hand	**0.05**	0.80
c) Bank deposits with original maturity of less than 3 months at inception	**676.89**	326.42
Total	**1,320.04**	627.03

Note:

Cash Credit facilities are repayable on demand and carry interest based on applicable rate plus agreed spreads and/or negotiated rates. The rates of interest during the year ranged between 8.10 % to 8.55% p.a.

Note No. 12 - Equity Share Capital

₹ in lakhs

Particulars	As at March 31, 2026		As at March 31, 2025	
	No. of shares	Amount	No. of shares	Amount
I Authorised:				
Equity shares of ₹10 each with voting rights	**700,000**	**70.00**	700,000	70.00
Total	**700,000**	**70.00**	**700,000**	**70.00**
II Issued, Subscribed and Fully Paid:				
Equity shares of ₹10 each with voting rights	**640,369**	**64.04**	640,369	64.04
Total	**640,369**	**64.04**	**640,369**	**64.04**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

Particulars	Opening Balance	Fresh Issue	Other Changes	Closing Balance
(A) Equity Shares with Voting rights				
Year Ended 31 March 2026				
No. of Shares	**640,369**	**–**	**–**	**640,369**
Amount (₹ in Lakhs)	**64.04**	**–**	**–**	**64.04**
Year Ended 31 March 2025				
No. of Shares	460,899	179,470	–	640,369
Amount (₹ in Lakhs)	46.09	17.95	–	64.04

(ii) Rights, preferences and restrictions attached to equity shares

The company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the board of directors and approved by the shareholders in the annual general meeting is paid in Indian rupees. In the event of liquidation of the company, the holders of equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shares held by Holding Company / and their Subsidiaries

Particulars	As at 31 March 2026	As at 31 March 2025
Holding Company		
- Mahindra Logistics Limited	**640,369**	640,369

(iv) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at March 31, 2026		As at March 31, 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
- Mahindra Logistics Limited	**640,369**	**100.00%**	640,369	100.00%

(v) Shareholding of Promoters / Promoter Group:

As at 31 March 2026

Promoter name	No. of Shares	% of total shares	% Change during the year
Mahindra Logistics Limited	**640,369**	**100.00%**	**0.00%**
Total	**640,369**	**100.00%**	**0.00%**

As at 31 March 2025

Promoter name	No. of Shares	% of total shares	% Change during the year
Mahindra Logistics Limited	640,369	100.00%	0.00%
Total	640,369	100.00%	0.00%

Note No 13 - Other Equity

₹ in lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Securities premium reserve	**51,717.28**	51,717.28
General Reserve	**48.44**	48.44
Retained earnings	**(46,689.02)**	(47,701.31)
Capital reserve	**(247.71)**	(247.71)
Total	**4,828.99**	3,816.70

Movement in Reserves

₹ in lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
(A) Securities Premium Reserve		
Balance as at the beginning of the year	**51,717.28**	51,717.28
Balance as at the end of the year	**51,717.28**	51,717.28
(B) General reserve		
Balance as at the beginning of the period	**48.44**	48.44
Add: Additions during the period	**–**	–
Less: Deletion during the period	**–**	–
Balance as at the end of the period	**48.44**	48.44
(C) Retained Earnings		
Balance as at the beginning of the year	**(47,701.30)**	(48,229.86)
Add: Profit for the year	**982.00**	541.85
Add: Actuarial gain/(loss) for the year	**30.28**	(13.30)
Less: Payment of dividend	**–**	–
Balance as at the end of the period	**(46,689.02)**	(47,701.31)
(D) Capital reserve		
Balance as at the beginning of the year	**(247.71)**	(247.71)
Add: Acquired through Purchase of Network Business of "MLL"	**–**	–
Balance as at the end of the period	**(247.71)**	(247.71)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Nature and purpose of other reserves:

Securities Premium Reserve:

Securities premium comprise of (1) The amount received in excess of face value of the equity shares is recognised in Securities premium. (2) Securities premium standing in the books of "V-Link Automotive Services Private Limited" (VASPL) (Rs. 16,286 lakhs) and "V-Link Fleet Solutions Private Limited" (VFSPL) (Rs. 411 lakhs) transferred to MLL Mobility Private Limited (MMPL) books on account of merger. The securities premium can be utilized as per the provisions of the Companies Act, 2013.

Retained Earnings:

Retained earnings represents the amount of accumulated earnings at each Balance Sheet date of the Company and retained earnings standing in the books of "V-Link Automotive Services Private Limited" (VASPL) (Rs.13,688 lakhs) and "V-Link Fleet Solutions Private Limited" (VFSPL) (Rs. 1,757 lakhs) transferred to MMPL books on account of merger

General reserve:

General reserve is in the nature of a free reserve and can be utilised inter-alia for distribution of dividends subject to compliance of the provisions of the Companies Act, 2013.

Note No. 14 - Other Financial Liabilities

₹ in lakhs

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	**Non - Current**	Current	Non - Current
(a) Security Deposits	**157.82**	**–**	165.17	–
(b) Deferred Revenue	**14.00**	**–**	56.00	–
(d) Salary / wages payables	**197.07**	**–**	288.95	–
Total	**368.89**	**–**	**510.12**	**–**

Note:

There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund.

Note No 15 - Provisions

₹ in lakhs

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	**Non - Current**	Current	Non - Current
Provision for employee benefits				
Provision for Compensated absences	**134.91**	**–**	148.06	–
Post- Employment Benefit -Gratuity Liability	**45.59**	**68.98**	49.39	16.08
Provision for contingencies	**942.04**	**465.64**	–	1,548.53
Total	**1,122.54**	**534.62**	197.45	1,564.61

Notes:

The provision for employee benefits includes annual leave and vested long service leave entitlements accrued and gratuity liability for the employees. For other disclosures refer Note no. 32 - Employee Benefits.

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
At the beginning of the year	**1,548.53**	1,488.53
Arising during the year	**–**	60.00
Reversed during the year	**(140.85)**	–
At the end of the year	**1,407.68**	**1,548.53**

Note No. 16 - Trade Payables

Particulars	As at 31 March 2026	As at 31 March 2025
	Current	Current
Total outstanding dues of micro enterprises and small enterprises	**1,364.54**	61.06
Total outstanding dues other than micro enterprises and small enterprises:		
- Trade payable - Other than Micro and small enterprises (includes Outstanding dues of Medium enterprises)	**6,569.88**	4,145.81
Total	**7,934.42**	**4,206.87**

Trade Payable ageing as at 31 March 2026

₹ in lakhs

Particulars	Outstanding for following period from due date of payment					
	Not Due	**Less Than 1 year**	**1 to 2 years**	**2 to 3 years**	**More Than 3 years**	**Total**
(i) MSME	**1,364.54**	**–**	**–**	**–**	**–**	**1,364.54**
(ii) Others	**6,134.26**	**405.68**	**16.07**	**2.48**	**11.40**	**6,569.88**
(iii) Disputed Dues - MSME	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed Dues - Others	**–**	**–**	**–**	**–**	**–**	**–**
Total	**7,498.80**	**405.68**	**16.07**	**2.48**	**11.40**	**7,934.42**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Trade Payable ageing as at 31 March 2025

₹ in lakhs

Particulars	Outstanding for following period from due date of payment					
	Not Due	Less Than 1 year	1 to 2 years	2 to 3 years	More Than 3 years	Total
(i) MSME	11.82	49.25	–	–	–	61.06
(ii) Others	244.86	3,871.23	9.08	20.63	–	4,145.81
(iii) Disputed Dues - MSME	–	–	–	–	–	–
(iv) Disputed Dues - Others	–	–	–	–	–	–
Total	256.68	3,920.48	9.08	20.63	–	4,206.87

Notes:

i) Trade Payables are payables in respect of the amount due on account of goods purchased or services availed in the normal course of business.

ii) Micro, Small & Medium enterprises have been identified by the Company on the basis of the information available with the Company. Total outstanding dues of Micro and Small enterprises, which are outstanding and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the Act") are given below. This has been relied upon by the auditors.

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
a) Dues remaining unpaid		
- Principal	**1,364.54**	61.06
- Interest on the above	**–**	–
b) Interest paid in terms of section 16 of the Act along with the amount of payment made to the supplier beyond appointed day during the year-		
- Principal paid beyond the appointed date	**–**	–
- Interest paid in terms of section 16 of the Act	**–**	–
c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**1.74**	4.08
d) Further interest due and payable even in succeeding years, until such date when the interest due as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under section 23 of the Act	**–**	–
e) Amount of interest accrued and remaining unpaid at the end of accounting year	**7.05**	5.31

Note No. 17 - Other Liabilities

₹ in lakhs

Particulars	As at March 31, 2026		As at March 31, 2025	
	Current	Non - Current	Current	Non - Current
Advances received from customers	**146.84**	**–**	163.04	–
Statutory dues (other than income taxes)				
a) Taxes Payable	**62.44**	**–**	84.58	–
b) Employee Liabilities	**13.51**	**–**	13.75	–
Total	**222.79**	**–**	**261.37**	**–**

Note No .18 - Revenue from operations

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Revenue from rendering of services	**40,016.91**	32,052.72
Total	**40,016.91**	**32,052.72**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

A. Continent-wise break up of Revenue

Year ended 31 March 2026

₹ in lakhs

Country	Revenue from contracts with customers	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
India	**40,016.91**	**–**	**40,016.91**	**388.36**	**40,405.27**
Total	**40,016.91**	**–**	**40,016.91**	**388.36**	**40,405.27**

Year ended 31 March 2025

Country	Revenue from contracts with customers	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
India	32,052.72	–	32,052.72	76.18	32,128.90
Total	32,052.72	–	32,052.72	76.18	32,128.90

B. **Reconciliation of revenue from contract with customer**

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from contract with customer as per the contract price	**40,000.70**	32,052.72
Adjustments made to contract price on account of :-		
a) Recognition of revenue from contract liability out of opening balance	**16.21**	–
Revenue from contract with customer as per the Statement of Profit and Loss	**40,016.91**	32,052.72

C. **Break-up of Provision for Expected Credit Losses recognised in P&L**

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Expected Credit loss recognised during the year on trade receivables & Contract Assets	**(229.59)**	(75.63)

D. **Movement of Contract Assets and Contract Liabilities**

Movement of Contract Assets

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening Balance	**2,181.82**	–
Net Additions during the year	**1,810.00**	2,181.82
Reclassification Adjustments:		
Closing Balance	**3,991.82**	2,181.82

Movement of Contract Liabilities

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening Balance	**163.04**	152.71
Net Additions during the year	**(16.20)**	10.33
Closing Balance	**146.84**	163.04

Note No. 19 - Other Income

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Interest Income		
(i) Financial assets carried at amortised cost	**4.26**	3.84
(ii) Finance Income on Net investment in Lease	**18.47**	9.99
(iii) Other Assets	**–**	23.40
b) Miscellaneous Income		
(i) Net gain arising on financial assets carried at FVTPL	**53.26**	37.17
(ii) Profit on disposal of property, plant and equipment	**129.65**	–
(iii) Provision no longer required written back	**181.32**	1.05
(iv) Gain on exchange fluctuation	**–**	–
(v) Other non-operating income	**1.40**	0.72
Total	**388.36**	76.17

Notes:

1) Other non operating income mainly includes sale of scrap, etc.
2) The Company has not traded or invested in crypto currency during the current or previous year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 20 - Operating Expenses

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Freight and Other Related Expenses	**29,107.22**	22,282.27
Labour and Other Related Expenses	**1,174.38**	462.38
Rent	**1,715.30**	1,902.13
Hire and Service Charges	**3,714.79**	3,051.96
Repairs Machinery	**83.77**	89.12
Total	**35,795.46**	27,787.86

Note No. 21 - Employee Benefits Expense

₹ in Lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Salaries and wages, including bonus	**2,031.89**	2,324.13
b) Contribution to provident and other funds	**50.11**	47.67
c) Gratuity	**34.61**	25.74
d) Share based payment expenses (net of recovery)	**14.64**	2.76
e) Staff welfare expenses	**65.45**	64.59
Total	**2,196.70**	2,464.89

Notes:

i) Salaries and wages includes salaries, wages, bonus, compensated absences and all other amounts payable to employees in respect of services rendered as per their employment terms under a contract of service.

ii) Contribution to provident fund and other funds includes contributions to other funds like superannuation fund, ESIC, etc. pertaining to employees.

iii) Share based payment

Persuant to Employee Stock Option Scheme established by the holdong company (i.e Mahindra Logistics Limited), Stock option was granted to the employee of the company. Total cost incurred by the holding company, in respect of the same is Rs. 153.78 Lakhs (31st March 2025; Rs. 12.05 Lakhs). The same is being recovered from the company over the period of vesting by the holding company. Accordingly, cost of Rs. 17.38 Lakhs (31st March 2025; Rs.2.67 Lakhs) has been recovered by the holding company up to current year, Out of which Rs. 14.64 Lakhs (31st March 2025; Rs.2.76 Lakhs) was recovered during the year.

Note No. 22 - Finance costs

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Interest expense on financial instruments designated at amortised cost	**0.04**	0.03
b) Interest expense on lease liability	**1.70**	–
c) Interest on delayed payment of statutory dues	**4.05**	4.09
d) Interest to MSME Vendors	**1.74**	4.08
e) Finance and Other Interest costs	**–**	0.04
Total	**7.53**	8.24

Note No. 23 - Depreciation and amortisation expense

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Depreciation on Property, Plant and Equipment	**309.65**	190.38
b) Amortisation on Right-of-use asset	**6.74**	–
c) Amortisation on Intangible Assets	**0.78**	18.98
Total	**317.17**	209.36

Note No. 24 - Other expenses

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Rent including lease rentals	**237.78**	210.22
b) Legal and Other professional costs	**42.27**	100.86
c) IT Expenses	**293.84**	141.41
d) Hire and service charges	**99.96**	152.23
e) Travelling and Conveyance expense	**97.78**	98.13
f) Bad debts	**391.07**	299.95
Less: Adjusted against provision for bad and doubtful debts	**(65.12)**	(203.28)
g) Impairment loss on Trade receivables	**(164.46)**	127.65
h) Advances written off	**62.18**	–
Less: Adjusted against provision for bad and doubtful advances	**(62.18)**	–
i) Insurance	**2.88**	2.39
j) Power and Fuel	**7.19**	9.62
k) Contributions towards Corporate Social Responsibility (CSR) (refer note below)	**–**	0.95
l) Advertisement	**0.39**	2.72
m) Net loss on sale of property, plant and equipments	**–**	3.94
n) Repairs and Maintenance:	**11.09**	6.80
i) Buildings	**–**	–
ii) Machinery	**0.79**	0.30
iii) Others	**10.31**	6.50
o) Payment to Statutory auditors	**6.37**	7.30
i) As Auditors	**6.37**	5.64
ii) For Other services	**–**	1.66
p) Miscellaneous expense	**71.77**	155.80
Total	**1,032.81**	1,116.69

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 25 - Exceptional Items

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Other exceptional item	**73.60**	–
Total	**73.60**	–

Note: On 21 November 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes") - consolidating 29 existing labour laws.

In accordance with the new Labour Codes, the company has currently estimated the incremental impact on retiral benefits to be Rs 73.60 Lakhs. This has been presented under "Exceptional Items" in the Profit & Loss Account.

Note No. 26 - Current and Deferred Tax

(a) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit Before tax	**982.02**	541.86
Applicable Income tax rate #	**25.168%**	25.168%
Expected Income tax expense	**247.15**	136.37
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of income exempt from tax / non taxable on compliance of conditions	**–**	–
Effect of income chargeable at specified tax rates	**–**	–
Effect of expenses/provisions not deductible in determining taxable profit	**–**	–
Reversal of deferred tax asset/liabilities on impairment of investment	**–**	–
Effect of net additional / (reversal) of provision in respect of prior years	**–**	–
Effect of current year losses for which no deferred tax asset is recognised	**(247.15)**	(136.37)
Income tax expense recognised in profit and loss	**–**	–

Note:

The tax rate used in reconciliations above is the corporate tax rate of 22% (plus surcharge and cess as applicable) on taxable profits under Income Tax Act, 1961.

(b) Deferred Tax Asset / Liability not created in the books; Disclosure Provided Solely for Reporting Purposes

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Tax effect of items constituting deferred tax liabilities		
Difference in property, plant and equipment and intangibles as compared to tax base of respective assets	**–**	–
Other Temporary Differences (please specify)	**–**	–
	–	–
Tax effect of items constituting deferred tax assets		
Difference in property, plant and equipment and intangibles as compared to tax base of respective assets	**100.27**	320.50
Provisions (Doubtful debts/ Impairment/Advances)	**137.67**	197.36
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	**64.86**	55.52
Carry forward Tax Loss (Unabsorbed depreciation)		
Unabsorbed depreciation	**6,074.05**	6,012.22
Unabsorbed business losses	**395.22**	469.02
Provision for contingencies	**402.62**	402.62
Others	**–**	–
Net deferred tax assets/(liabilities) (A-B)	**7,174.69**	7,457.24
Net deferred tax assets/(liabilities) recognised	**–**	–

₹ in lakhs

	Statement of Profit and Loss	
Particulars	**Year ended 31 March 2026**	Year ended 31 March 2025
Tax effect of items constituting deferred tax liabilities		
Difference in property, plant and equipment and intangibles as compared to tax base of respective assets	**–**	–
Other Temporary Differences (please specify)	**–**	–
	–	–
Tax effect of items constituting deferred tax assets		
Difference in property, plant and equipment and intangibles as compared to tax base of respective assets	**(220.23)**	48.01
Provisions (Doubtful debts/ Impairment/Advances)	**(59.69)**	(50.92)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Particulars	Statement of Profit and Loss Year ended 31 March 2026	Year ended 31 March 2025
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	**9.35**	(2.08)
Carry forward Tax Loss (Unabsorbed depreciation)		
Unabsorbed depreciation	**61.83**	(586.36)
Unabsorbed business losses	**(73.80)**	(29.27)
Provision for contingencies	**–**	15.60
Others	**–**	–
Deferred tax expense/(income)	**(282.55)**	(605.01)
Deferred tax expense/(income) recognised in profit and loss		

The Company has following tax losses/unabsorbed depreciation which arose in India that are available for offsetting against future taxable profits.

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Losses that expire - Carry forward business losses as at March 31, 2018 expired in FY 2018-19		
Losses that expire - Carry forward business losses	**1,520.07**	1,803.92
Losses that never expire - Unabsorbed depreciation	**23,361.72**	23,123.92

The Comapany has a net deferred tax position as at March 2026, however, in terms of Ind AS 12, the company has not recognised the net deferred tax assets considering there is no reasonable certainty supported by convincing evidence that the company will have adequate taxable profit in the future against which the carried forward tax losses / unabsorbed depreciation may be offset.

Note No. 27 - Earnings per share

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. Basic Earnings Per Share (in ₹) (face value ₹ 10/- per share)	**153.35**	85.60
B. Diluted Earnings Per Share (in ₹) (face value ₹ 10/- per share)	**153.35**	85.60

Note:

i) Basic Earnings Per Share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit / (loss) for the period attributable to owners of the company (₹ in lakhs)	**982.00**	541.85
Profit / (loss) for the period used in the calculation of basic earnings per share (₹ in lakhs)	**982.02**	541.85
Weighted average number of equity shares outstanding for Basic EPS	**640,369**	632,994
Weighted average number of equity shares outstanding for diluted EPS	**640,369**	632,994
Earnings per share from continuing operations - Basic (in ₹)	**153.35**	85.60
Earnings per share from continuing operations - Diluted (in ₹)	**153.35**	85.60

Note No. 28 - Financial Instruments

i) Capital Management Policy

a) The Company's capital management objectives are:

– to ensure the company's ability to continue as a going concern.

– to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

b) For the purpose of company's capital management, capital includes issued share capital, equity as well as preference, all other Equity reserves and Borrowings. The company monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial position. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

The Capital structure is monitored on the basis of net debt to equity and maturity profile for debt portfolio of the company.

c) Net debt and Equity is given in the table below:

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
A. Equity	**4,893.02**	3,880.74
B. Borrowing	**–**	–
C. Current Investments	**(300.23)**	(1,563.75)
D. Cash and Cash Equivalents	**(1,320.04)**	(627.03)
Total	**3,272.75**	1,689.97

Note: The above capital management disclosures are based on the information provided internally to key management personnel.

ii) Categories of financial assets and financial liabilities

₹ in lakhs

	As at 31 March 2026			
Particulars	**Amortised Costs**	**FVTPL**	**FVOCI**	**Total**
A. Non-current Assets				
a) Other Financial Assets	**603.90**	**–**	**–**	**603.90**
Total	**603.90**	**–**	**–**	**603.90**
B. Current Assets				**–**
a) Investments	**–**	**300.23**	**–**	**300.23**
b) Trade Receivables	**4,405.83**	**–**	**–**	**4,405.83**
c) Cash and Bank Balances	**1,320.04**	**–**	**–**	**1,320.04**
d) Other Financial Assets	**4,136.99**	**–**	**–**	**4,136.99**
Total	**9,862.86**	**300.23**	**–**	**10,163.09**
C. Non-current Liabilities				
a) Lease Liabilities	**9.08**	**–**	**–**	**9.08**
Total	**9.08**	**–**	**–**	**9.08**
D. Current Liabilities				
a) Lease Liabilities	**3.69**	**–**	**–**	**3.69**
b) Trade Payables	**7,934.42**	**–**	**–**	**7,934.42**
c) Other Financial Liabilities	**368.89**	**–**	**–**	**368.89**
Total	**8,307.00**	**–**	**–**	**8,307.00**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

₹ in lakhs

Particulars	As at 31 March 2025 Amortised Costs	FVTPL	FVOCI	Total
A. Non-current Assets				
a) Other Financial Assets	518.09	–	–	518.09
Total	518.09	–	–	518.09
B. Current Assets				–
a) Investments	–	1,563.75	–	1,563.75
a) Trade Receivables	3,481.14	–	–	3,481.14
b) Cash and Bank Balances	627.03	–	–	627.03
c) Other Financial Assets	2,362.74	–	–	2,362.74
Total	6,470.90	1,563.75	–	8,034.65
C. Non- Current Liabilities				
a) Lease Liabilities	–	–	–	–
Total	–	–	–	–
C. Current Liabilities				
a) Trade Payables	4,206.87	–	–	4,206.87
b) Other Financial Liabilities	510.12	–	–	510.12
Total	4,716.99	–	–	4,716.99

iii) Financial Risk Management Framework

The company's activities expose it to a variety of financial risks: credit risk and liquidity risk. In order to manage the aforementioned risks, the company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

a) Credit risk management

Trade receivables and deposits

(i) Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties. The Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends and analysis of historical bad debts and ageing of accounts receivable. Credit exposure is controlled by counterparty credit period which is monitored through an approved policy.

(ii) Trade receivables consist of a large number of customers, spread across diverse industries and places across India.

(iii) Apart from one large customer of the Company, the Company does not have significant credit risk exposure to any single customer. Concentration of credit risk related to unrelated customers did not exceed 15% of trade receivables at the end of the year.

(iv) The Company applies the simplified approach to provide for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The Company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the Company and individual receivable specific provision where applicable.

(v) There is no change in estimation techniques or significant assumptions during the reporting year.

(vi) The loss allowance for trade receivables using expected credit loss for different ageing periods is as follows:

₹ in lakhs

Particulars	Not due	Less than 6 months past due	More than 6 months past due	Total
As at 31 March 2026				
a) Gross carrying amount	**3,292.46**	**1,155.30**	**487.56**	**4,935.32**
b) Loss allowance provision	**–**	**–**	**–**	**529.49**
As at 31 March 2025				
a) Gross carrying amount	**2,680.82**	**612.03**	**947.36**	**4,240.21**
b) Loss allowance provision	**–**	**–**	**–**	**759.08**

(vii) Reconciliation of loss allowance provision for Trade Receivables

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
a) Balance as at beginning of the year	**759.08**	834.70
b) Impairment losses recognised in the year based on lifetime expected credit losses		
– On receivables originated in the year	**162.30**	127.65
c) Amount written off during the year	**(391.88)**	(203.28)
d) Balance at end of the year	**529.49**	759.08

(viii) During the year, the Company has written off ₹ 391.07 Lakhs (Previous year ₹ 299.95 Lakhs) of trade receivables and ₹ 62.18 Lakhs (Previous year ₹ 0 Lakhs) advances given. These trade receivables and deposits are not subject to enforcement activity.

Investment in Mutual Funds

The Company has ₹ 300.23 Lakhs investments as at 31 March 2026 (₹ 1563.75 Lakhs as at 31 March 2025) in growth oriented mutual funds which have not been impaired till date

Cash and Cash equivalents

As at 31 March 2026, the company holds cash and cash equivalents of ₹ 1320.04 Lakhs (As at 31 March 2025: Rs. ₹ 627.03 Lakhs).

The cash and cash equivalents are held with banks with good credit rating.

b) Liquidity risk management

(i) The Companies treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the Companies net liquidity position through rolling forecasts on the basis of expected cash flows.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(ii) Maturities of financial liabilities

Table showing maturity profile of financial liabilities

₹ in lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2026				
Non-derivative financial liabilities				
a) Trade Payables	**7,934.42**	**–**	**–**	**–**
b) Lease Liabilities	**3.69**	**9.08**	**–**	**–**
c) Security Deposits	**157.82**	**–**	**–**	**–**
d) Deferred Revenue	**14.00**	**–**	**–**	**–**
e) Salary / wages payable	**197.07**	**–**	**–**	**–**
Total	**8,307.00**	**9.08**	**–**	**–**
As at 31 March 2025				
Non-derivative financial liabilities				
a) Trade Payables	4,206.87	–	–	–
b) Security Deposits	165.17	–	–	–
c) Deferred Revenue	56.00	–	–	–
d) Salary / wages payable	288.95	–	–	–
Total	4,717.00	–	–	–

The above table details the Companies remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The table includes both interest and principal cash flows.

The contractual maturity is based on the earliest date on which the company may be required to pay.

(iii) Financing arrangements

The company has access to following undrawn borrowing facilities at the end of the reporting year:

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
a) Secured Cash Credit facility		
(Includes working capital demand loan, Short term loan and overdraft)		
– Expiring within one year	**2,562.50**	2,562.50
b) Unsecured Cash Credit facility		
(Includes working capital demand loan, Short term loan and overdraft, bank guarantee)		
– Expiring within one year	**484.00**	484.00
– Expiring beyond one year	**–**	–

*This limit is sub-limit of cash credit facility.

Note: The quarterly statements of current assets filed by the company with banks are in agreement with the books of accounts.

(iv) Maturities of financial assets

Table showing maturity profile of financial assets

₹ in lakhs

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2026				
A. Non-derivative financial assets				
a) Trade Receivables	**4,405.83**	**–**	**–**	**–**
b) Security Deposits	**96.52**	**505.19**	**–**	**–**
c) FD > 12 months under lien	**–**	**9.02**	**–**	**–**
d) Others	**4,040.47**	**89.69**	**–**	**–**
As at 31 March 2025				
A. Non-derivative financial assets				
a) Trade Receivables	3,481.14	–	–	–
b) Security Deposits	75.87	504.19	–	–
c) FD > 12 months under lien	–	8.56		
d) Others	2,286.87	5.34	–	–

The above table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

c) Market Risk Management

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Note No. 29 - Fair Value Measurement

a) Fair Valuation Techniques and Inputs used - recurring items

₹ in lakhs

Financial assets/ financial liabilities measured at Fair value	Fair value		Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship of unobservable inputs to fair value and sensitivity
	As at 31 March 2026	As at 31 March 2025				
Financial assets						
Investments						
Mutual fund investments	**300.23**	**1,563.75**	**Level 1**	Quoted Market Prices	–	–

As at the reporting date, the Company does not have any financial liability measured at fair values.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

b) Fair value of financial assets and financial liabilities that are measured at amortised cost:

₹ in lakhs

Particulars	Carrying amount	Fair value	Fair Value Level 1	Fair Value Level 2	Fair Value Level 3
As at 31 March 2026					
A) Financial assets					
a) Financial assets carried at Amortized Cost					
i) Non current investment	**–**	**–**	**–**	**–**	**–**
ii) Loans to related parties	**–**	**–**	**–**	**–**	**–**
iii) Trade and other receivables	**4,405.83**	**4,405.83**	**–**	**4,405.83**	**–**
iv) Deposits given	**601.72**	**601.72**	**–**	**601.72**	**–**
v) Fixed Deposits	**9.02**	**9.02**	**–**	**9.02**	**–**
vi) Cash and cash equivalents	**1,320.04**	**1,320.04**	**–**	**1,320.04**	**–**
vii) Bank Balances Other than above	**–**	**–**	**–**	**–**	**–**
viii) Receivables towards assets given on finance lease	**133.82**	**133.82**	**–**	**133.82**	**–**
ix) Others	**3,996.34**	**3,996.34**	**–**	**3,996.34**	**–**
Total	**10,466.76**	**10,466.76**	**–**	**10,466.76**	**–**
B) Financial liabilities					
b) Financial liabilities held at Amortized cost					
i) Lease Liabilities	12.77	12.77	–	12.77	–
ii) Security deposits taken	157.82	157.82	–	157.82	–
iii) Trade and other payables	7,934.42	7,934.42	–	7,934.42	–
iv) Creditors for capital supplies	–	–	–	–	–
v) Deferred Revenue	14.00	14.00	–	14.00	–
vi) Interest Accrued	–	–	–	–	–
vii) Unclaimed Dividend	–	–	–	–	–
viii) Borrowings	–	–	–	–	–
ix) Other Financial liabilities	197.07	197.07	–	197.07	–
Total	**8,316.07**	**8,316.07**	**–**	**8,316.07**	**–**

₹ in lakhs

Particulars	Carrying amount	Fair value	Fair Value Level 1	Fair Value Level 2	Fair Value Level 3
As at 31 March 2025					
A) Financial assets					
a) Financial assets carried at Amortized Cost					
i) Trade and other receivables	3,481.14	3,481.14	–	3,481.14	–
ii) Deposits given	580.06	580.06	–	580.06	–
iii) Fixed Deposits	8.56	8.56	–	8.56	–
iv) Cash and cash equivalents	627.03	627.03	–	627.03	–
v) Receivables towards assets given on finance lease	81.30	81.30	–	81.30	–
vi) Others	2,210.91	2,210.91	–	2,210.91	–
Total	6,989.00	6,989.00	–	6,989.00	–
B) Financial liabilities					
b) Financial liabilities held at Amortized cost					
i) Security deposits taken	165.17	165.17	–	165.17	–
ii) Trade and other payables	4,206.87	4,206.87	–	4,206.87	–
iii) Interest Accrued	56.00	56.00	–	56.00	–
iv) Other financial Liabilities	288.95	288.95	–	288.95	–
Total	4,717.00	4,717.00	–	4,717.00	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 30 Segment

i) The management of the company has chosen to organise the company on the basis of nature of services. No operating segments have been aggregated in arriving at the reportable segments of the company.

ii) The company has only one operating segment i.e. "People Transportation".

iii) The Chief Operating Decision Maker ("CODM") monitors the operating results of the business segments separately for the purpose of making decisions about the allocation of resources and performance assessment.

Note No. 31 - Leases

Operating Lease

Following are the changes in the carrying value of right of use assets:

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Balance as at 1st April	**–**	–
Additions	**31.65**	–
Disposals	**(12.47)**	–
Amortisation expense for the year	**(6.74)**	–
Balance as at 31st March	**12.44**	–

The following is the movement in lease liabilities:

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Lease liabilities recognised at 1 April	**–**	–
Additions	**31.65**	–
Finance cost accrued during the period	**1.70**	–
Deletions	**(12.89)**	–
Payment of lease liabilities	**(7.69)**	–
Balance as at 31st March	**12.77**	–

The following is the break-up of current and non-current lease liabilities:

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Non-current lease liabilities	**9.08**	–
Current lease liabilities	**3.69**	–
Total	**12.77**	–

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Less than one year	**3.69**	–
One to Three years	**9.08**	–
Three to five years	**–**	–
More than five years	**–**	–
Total undiscounted lease liabilities at Balance sheet date	**12.77**	–

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Interest on lease liabilities	**1.70**	–
Variable lease payments not included in measurement of lease liabilities	**–**	–
Expense on sub-leasing right of use asset	**(18.47)**	(9.99)
Expense relating to short term leases	**–**	–
Expense relating to low value leases	**–**	–
Amortisation on right of use asset	**6.74**	–
Total Expenses	**(10.03)**	(9.99)

Amounts recognised in Statement of cash flows

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Total cash outflows for leases	**(7.69)**	–

ii) Finance lease - where the company is lessor

The Company has taken taxi permits on finance lease by paying the consideration upfront as a onetime payment.

The Company has leased out 12 vehicles (March 31, 2025 : 10) on finance lease. The lease term is for four years and is non-renewable, after which the legal title is passed to the lessee. There is no escalation clause in the lease agreement.

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Gross investments		
Within one year	**58.61**	35.09
After one year but not more than five years	**99.90**	58.48
More than five years	**–**	–
	158.52	93.57
Less: Unearned finance income	**(24.71)**	(12.27)
Present value of minimum lease payments	**133.80**	81.30
Present value of future rentals		
Within one year	**44.13**	75.96
After one year but not more than five years	**89.69**	5.34
More than five years	**–**	–
Present value of minimum lease payments	**133.82**	81.30
Movement for the receivables towards assets given on finance lease		
Opening balance	**81.30**	106.40
Add: Additions made during the year	**103.61**	–
Less: Adjustment on account of lease term modification	**–**	–
Less: Deletion made during the year	**–**	–
Less: amount recovered during the year	**(51.10)**	(25.10)
Closing balance	**133.82**	**81.30**
Amounts recognised in Statement of Profit and Loss		
Interest Income on asset given on finance lease	**18.47**	9.99

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 32 - Employee benefits

a) Defined Contribution Plan

The Company's contribution to Provident Fund, superannuation Fund and other funds aggregating ₹ 50.11 Lakhs (2025: ₹ 47.67 Lakhs) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

b) Defined Benefit Plans:

Gratuity

a) The company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The company makes annual contribution to the Gratuity Scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund.

b) Through its defined benefit plans the company is exposed to a number of risks, the most significant of which are detailed below:

(1) Asset volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform compared to the government bonds discount rate, this will create or increase a deficit. The funds of the defined benefit plans are held with LIC.

As the plans mature, the Company intends to reduce the level of investment risk by investing more in assets that better match the liabilities.

(2) Change in bond yields

A decrease in government bond yields will increase plan liabilities.

(3) Inflation risk

Defined benefit obligations are linked to inflation, and higher inflation will lead to higher liabilities (although caps on the level of inflationary increases are in place to protect the plan against extreme inflation).

(4) Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

c) Significant Actuarial Assumptions

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	Funded Plan - Gratuity	
	As at 31 March 2026	As at 31 March 2025
a) Discount rate(s)	**6.85%**	6.50%
b) Expected rate(s) of salary increase	**7%**	7%
c) Mortality rate during employment	**100% of IALM 2012-14**	100% of IALM 2012-14

d) Defined benefit plans – as per actuarial valuation

₹ in lakhs

Particulars	Funded Plan - Gratuity	
	Year ended 31 March 2026	Year ended 31 March 2025
I. Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
a) Current Service Cost	**27.45**	20.60
b) Past service cost and (gains)/losses from settlements	**75.31**	–
c) Net interest expense	**5.45**	5.14
Components of defined benefit costs recognised in profit or loss	**108.20**	25.74
Remeasurement on the net defined benefit liability		
a) Actuarial (gains)/loss arising from changes in financial assumptions	**(4.81)**	4.91
b) Actuarial (gains)/loss arising from changes in demographic assumptions	**–**	–
c) Actuarial (gains)/loss arising from experience adjustments	**(25.48)**	11.76
Components of defined benefit costs recognised in Other Comprehensive Income	**(30.28)**	16.66
Total	**77.92**	42.40

Particulars	Funded Plan - Gratuity	
	Year ended 31 March 2026	Year ended 31 March 2025
II. Net Asset/(Liability) recognised in the Balance Sheet as at 31st March		
a) Present value of defined benefit obligation	**(239.63)**	(183.02)
b) Fair value of plan assets	**125.06**	117.55
c) Surplus/(Deficit)	**(114.57)**	(65.47)
d) Current portion of the above	**(45.59)**	(49.39)
e) Non-current portion of the above	**(68.98)**	(16.08)
III. Change in the obligation during the year ended 31st March		
a) Present value of defined benefit obligation at the beginning of the year	**183.02**	178.50
b) Add/(Less) on account of Scheme of Arrangement/Business	**–**	–
c) Transfer within group	**2.44**	1.20
d) Expenses Recognised in Profit and Loss Account		
- Current Service Cost	**27.45**	20.60
- Past Service Cost	**75.31**	–
- Interest Expense (Income)	**12.96**	12.75
e) Recognised in Other Comprehensive Income		
Remeasurement gains / (losses)		
- Actuarial Gain (Loss) arising from:		
i. Financial Assumptions	**(4.81)**	4.91
ii. Demographic Assumptions	**–**	–
iii. Experience Adjustments	**(25.48)**	11.76
f) Benefit payments	**(31.26)**	(46.69)
g) Present value of defined benefit obligation at the end of the year	**239.63**	183.02
IV. Change in fair value of assets during the year ended 31st March		
i) Fair value of plan assets at the beginning of the year	**117.55**	106.57
ii) Expenses Recognised in Profit and Loss Account		
- Expected return on plan assets	**7.51**	7.61
iii) Recognised in Other Comprehensive Income		
Remeasurement gains / (losses)		
- Actual Return on plan assets in excess of the expected return	**–**	3.36
- Adjustment to recognise the effect of the asset ceiling	**–**	–
iv) Contributions by employer (including benefit payments recoverable)	**31.26**	46.69
v) Benefit payments	**(31.26)**	(46.69)
vi) Transfer within group	**–**	–
vii) Fair value of plan assets at the end of the year	**125.06**	117.55

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Particulars	Funded Plan - Gratuity Year ended 31 March 2026	Year ended 31 March 2025
Actual return on Planned Assets	–	–
V. The Major categories of plan assets		
- Insurance Funds	**125.06**	117.55
VI. Actuarial assumptions		
a) Discount rate	**6.85%**	6.50%
b) Expected rate of return on plan assets	–	–
c) Attrition rate	**20%**	20%

e) The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

₹ in lakhs

Principal assumption	Changes in assumption	Impact on defined benefit obligation Year ended 31 March 2026 Increase in assumption	Decrease in assumption	Year ended 31 March 2025 Increase in assumption	Decrease in assumption
a) Discount rate	1.00%	**(229.31)**	**250.82**	(175.59)	191.09
b) Salary growth rate	1.00%	**248.96**	**(229.86)**	190.55	(175.85)
c) Attrition rate	1.00%	**(233.95)**	**246.04**	(179.02)	188.34
d) Mortality rate	1.00%	**239.68**	**239.58**	183.02	(183.02)

Notes:

i) The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance Sheet.

ii) The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous year.

iii) The weighted average duration of the defined benefit obligation as at is 6 years.

f) Maturity profile of defined benefit obligation:

The tables include both discounted value as well as unwinding of interest.

₹ in lakhs

Particulars	2026	2025
Within 1 year	**45.59**	49.39
1-2 years	–	–
2-3 years	–	–
3-4 years	–	–
4-5 years	**151.18**	97.24
6-10 years	**91.45**	66.52
More than 10 years	**52.54**	36.83

Particulars	2026	2025
Within 1 year	**45.59**	49.39
1-5 years	**151.18**	97.24
6-10 years	**91.45**	66.52
More than 10 years	**52.54**	36.83

g) Plan Assets

The fair value of Company's plan asset by category are as follows:

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Asset category:	**125.06**	117.55
Deposits with Insurance companies	**100%**	100%

h) Experience Adjustments:

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
			Gratuity		
1. Defined Benefit Obligation	**(239.63)**	(183.02)	(23.11)	(20.37)	(16.51)
2. Fair value of plan assets	**125.06**	117.55	18.02	16.41	13.00
3. Surplus/(Deficit)	**(114.57)**	(65.47)	(5.09)	(3.96)	(3.51)
4. Experience adjustment on plan liabilities [(Gain)/Loss]	**(25.48)**	11.76	1.69	0.77	(0.02)
5. Experience adjustment on plan assets [Gain/(Loss)]	–	3.36	(0.01)	0.16	0.05

i) The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

j) The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

k) The current service cost and the net interest expense for the year are included in the employee benefits expense in profit or loss of the expense for the year.

Note 33 - Related party transactions

i) List of Related Parties:

Ultimate Holding Company **Mahindra & Mahindra Limited**

Holding Company **Mahindra Logistics Limited**

Related Parties with whom transactions have taken place during the year:

(a) Fellow Subsidiaries

MLL Express Services Private Limited
Lords Freight (India) Private Limited
NBS International Limited
Mahindra Integrated Business Solutions Private Limited
Mahindra & Mahindra Financial Services Limited.

(b) Other parties with whom transactions have taken place during the year:

Seino MLL Logistics Private Limited
Tech Mahindra Limited
Mahindra World City (Jaipur) Limited
Mahindra World City Developers Limited

(c) Key Management Personnel (KMP):

Hemat Sikka (w.e.f. 15 May 2025)	Director of the company
Gurjot Bhalla	COO

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

ii) Details of transactions between the Company and its related parties are disclosed below:

₹ in lakhs

Particulars	Year	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Joint Venture	Associate	Other related parties
Nature of transactions with Related Parties							
a) Purchase of PPE and other assets	31 March 2026	**642.86**	**–**	**745.48**	**–**	**–**	**–**
	31 March 2025	–	–	–	–	–	–
b) Rendering of services	31 March 2026	**9,233.51**	**1,330.69**	**58.90**	**–**	**–**	**1,890.11**
	31 March 2025	1,473.34	461.91	36.99	–	–	1,586.63
c) Availment of services	31 March 2026	**3.35**	**–**	**10.06**	**–**	**–**	**–**
	31 March 2025	–	–	15.10	–	–	–
d) Reimbursements made to parties	31 March 2026	**138.48**	**302.66**	**–**	**–**	**–**	**–**
	31 March 2025	61.08	187.39	–	–	–	–
e) Reimbursements received from parties	31 March 2026	**0.39**	**3.28**	**–**	**–**	**–**	**–**
	31 March 2025	–	–	1.94	–	–	–
f) Sale of property and other assets	31 March 2026	**–**	**–**	**–**	**–**	**–**	**–**
	31 March 2025	–	2.91	–	–	–	–
Balances Outstanding with Related Parties							
a) Trade payables	31 March 2026	**33.30**	**27.99**	**0.85**	**–**	**–**	**–**
	31 March 2025	3.14	11.67	0.60	–	–	–
b) Trade receivables	31 March 2026	**2,585.38**	**221.72**	**11.99**	**–**	**–**	**337.99**
	31 March 2025	207.24	33.00	–	–	–	210.18
a) Purchase of PPE and other assets							
Mahindra & Mahindra Limited	31 March 2026	**642.86**	**–**	**–**	**–**	**–**	**–**
	31 March 2025	–	–	–	–	–	–
Mahindra & Mahindra Financial Services Limited.	31 March 2026	**–**	**–**	**745.48**	**–**	**–**	**–**
	31 March 2025	–	–	–	–	–	–
b) Rendering of services							
Mahindra & Mahindra Limited	31 March 2026	**9,233.51**	**–**	**–**	**–**	**–**	**–**
	31 March 2025	1,473.34	–	–	–	–	–
Mahindra Logistics Limited	31 March 2026	**–**	**1,330.69**	**–**	**–**	**–**	**–**
	31 March 2025	–	461.91	–	–	–	–
Classic Legends Private Limited	31 March 2026	**–**	**–**	**–**	**–**	**–**	**–**
	31 March 2025	–	–	–	–	–	–
Lords Freight (India) Private Limited	31 March 2026	**–**	**–**	**12.89**	**–**	**–**	**–**
	31 March 2025	–	–	21.45	–	–	–
Tech Mahindra Limited	31 March 2026	**–**	**–**	**–**	**–**	**–**	**1,868.09**
	31 March 2025	–	–	–	–	–	1,586.63
Seino MLL Logistics Private Limited	31 March 2026	**–**	**–**	**–**	**–**	**–**	**9.11**
	31 March 2025	–	–	–	–	–	–
Mahindra World City Developers Limited	31 March 2026	**–**	**–**	**–**	**–**	**–**	**11.89**
	31 March 2025	–	–	–	–	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Particulars	Year	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Joint Venture	Associate	Other related parties
MLL Express Services Private Limited	31 March 2026	**–**	**–**	**46.01**	**–**	**–**	**–**
	31 March 2025	–	–	15.54	–	–	–
Hemant Sikka	31 March 2026	**–**		**–**	**–**	**–**	**1.02**
	31 March 2025	–		–	–	–	–
c) Availment of services							
Mahindra & Mahindra Limited	31 March 2026	**3.35**	**–**	**–**	**–**	**–**	**–**
	31 March 2025	–	–	–	–	–	–
NBS International Limited	31 March 2026	**–**	**–**	**3.16**	**–**	**–**	**–**
	31 March 2025	–	–	15.10	–	–	–
Mahindra & Mahindra Financial Services Limited.	31 March 2026	**–**	**–**	**6.91**	**–**	**–**	**–**
	31 March 2025	–	–	–	–	–	–
d) Reimbursements made to parties							
Mahindra & Mahindra Limited	31 March 2026	**138.48**	**–**	**–**	**–**	**–**	**–**
	31 March 2025	61.08	–	–	–	–	–
Mahindra Logistics Limited	31 March 2026	**–**	**302.66**	**–**	**–**	**–**	**–**
	31 March 2025	–	187.39	–	–	–	–
e) Reimbursements received from parties							
Mahindra Logistics Limited	31 March 2026	**–**	**3.28**	**–**	**–**	**–**	**–**
	31 March 2025	–	–	–	–	–	–
Mahindra & Mahindra Limited	31 March 2026	**0.39**	**–**	**–**	**–**	**–**	**–**
	31 March 2025	–	–	–	–	–	–
MLL Express Services Private Limited	31 March 2026	**–**	**–**	**–**	**–**	**–**	**–**
	31 March 2025	–	–	1.94	–	–	–
f) Sales of Property and other assets							
Mahindra Logistics Limited	31 March 2026	**–**	**–**	**–**	**–**	**–**	**–**
	31 March 2025	–	2.91	–	–	–	–

iii) Compensation of Key Managerial Personnel

The remuneration of key executives is determined by the remuneration committee having regard to the performance of individuals and market trends. The separate actuarial valuation figures are not available for key managerial personnel.

The remuneration key managerial personnel during the year was as follows:

₹ in lakhs

Name of KMP	Year	Short-term employee benefits	Perquisite value of ESOPs exercised	Sitting Fees	Commission	Reimbursement of Expenses paid	Interest expense on loan/deposits taken
Gurjot Bhalla	31 March 2026	**95.83**	**–**	**–**	**–**	**–**	**–**
	31 March 2025	71.01	–	–	–	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 34 - Ratios

Sr. No.	Particulars	Numerator	Denominator	31-Mar-26	31-Mar-25	% variance
1	Current Ratio	Current Assets	Current Liabilities	**1.18**	1.73	-31.96%
2	Return on equity	Profit After Tax	Average Shareholder's Equity	**22.39%**	14.98%	49.40%
3	Trade receivables turnover ratio	Net Credit Sales	Average Trade Receivables and Accrued Sales	**5.69**	5.32	7.08%
4	Trade payables turnover ratio	Purchases of Services and Other Expenses	Average Trade payables	**6.06**	6.85	-11.51%
5	Net capital turnover ratio	Purchases of Services and Other Expenses	Average Trade payables	**14.54**	9.19	58.31%
6	Net profit ratio	Net Profit after tax	Revenue from Operations	**2.45%**	1.69%	45.16%
7	Return on capital employed	Profit before interest and tax (excluding interest on leases)	Average (Total Equity + Total Debt)	**24.20%**	15.21%	59.08%

Explanation for change in the ratios by more than 25% :

(i) Current Ratio : Lower Current Ratio from 1.73 times in previous year to 1.18 times in current year due to increase in trade payablr by Rs 38 Cr.

(ii) Return on equity: Improvement in ROE is on account of increase in PAT by Rs. 4.40 Cr.

(iii) Net capital turnover ratio (times) : Net capital turnover ratio has improved from 9.19 times in previous year to 14.54 times in current year due to increase in revenue and current liabilities during the year.

(iv) Net Proft ratio : Net profit ratio has improved from 1.69% (PY) to 2.45% (CY) due to increase in PAT.

(v) Return on capital employed: ROCE has improved from 15.21% (PY) to 24.20 % (CY) due to increase in PAT.

Note No. 35 - Contingent Liabilities and Commitments

A - Contingent Liabilities

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Contingent liabilities (to the extent not provided for)		
Claims against the company not acknowledged as debt		
a) GST (Refer note "a" below)	**498.75**	498.75
b) Claims against the Company not acknowledged as debts (Refer note "b" below)	**19.86**	19.86
c) Advertisement tax (refer note "c" below)	**55.40**	55.40

Notes: :

a) Below GST matter is pending before appellate authority -

₹ in lakhs

Particulars	Amount
RCM Matter - MLMO	442.96
RCM Matter - VFSPL	55.79
	498.75

b) Claims against the Company pertain to various legal claims filed against the Company by customers/ third parties. The Company has contested these claims and the same are pending adjudication at various judicial forums. The timing of any possible cash outflows with regard to the aforesaid matters depends upon the final outcome of the respective litigations and exhaustion of remedies available to the Company under the law and hence the Company is not able to reasonably ascertain the timing of the possible outflow, if any.

c) Advertisement tax liability pertains to earlier years, where Muncipal Corporation of Delhi has demanded unproportionately higher Advertisement taxes, which are part of the on-going legal cases with MCD at High Court Delhi.

B - Commitments

i) The Company has entered into License Agreements/Contracts with Airport authorities at some locations. These agreements are for periods of 3 to 4 years and include non-cancellable period of 1 to 2 years. Under the contracts, the Company guarantees a certain minimum payment to the airports each month. Management believes that it would perform its obligations for the entire period of these contracts taking into account the past experience and management's intent and future business plans. Management has disclosed contractual commitments under these contracts below based on the total contractual period.

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Minimum commitment to Airports		
Delhi Airport Terminal 1	**161.82**	27.33
Delhi Airport Terminal 2	**244.35**	40.52
Delhi Airport Terminal 3	**475.02**	80.25
Hyderabad Airport	**675.14**	–
Mumbai Airport Terminal 1 & 2	**320.76**	552.96

Note No. 36 - Additional Regulatory Information

i) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries") with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any parties (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Outstanding Balance with struck off companies :

₹ in lakhs

Name of the Struck off Company	Nature of transaction	Relationship with the struck off company	Balance as on 31 March 2026
	NIL		

₹ in lakhs

Name of the Struck off Company	Nature of transaction	Relationship with the struck off company	Balance as on 31 March 2025
	NIL		

ii) The Company did not have any charges or satisfaction which were yet to be registered with ROC beyond the statutory period.

iii) The Company did not have any transaction which had not been recorded in the books of account that had been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

iv) Information with regards to other matters specified in schedule III to the Act, is either Nil or not applicable to the company for the financial year ended March 31, 2026

v) The Company is not having any Benami property as defined under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

Note No. 37 - Previous year numbers have been regrouped wherever necessary.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place : Mumbai
Date : April 14, 2026

For and on behalf of the Board of Directors
MLL Mobility Private Limited

Isha Dalal
Director
DIN: 09247780

Place : Mumbai
Date : April 14, 2026

Sreenivas Pamidimukkala
Director
DIN: 09447924

INDEPENDENT AUDITORS' REPORT

To the Members of

V-Link Freight Services Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **V-Link Freight Services Private Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon. This other information is expected to be made available to us after the date of this auditors' report.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon. This other information is expected to be made available to us after the date of this auditors' report.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material

misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) The Company has not paid/provided any remuneration to managerial personnel as defined in the Act. Accordingly, the provisions of Section 197 of the Act related to managerial remuneration are not applicable to the Company.
   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
      (i) The Company does not have any pending litigations which would impact its financial position;
      (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;
      (iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;
      (b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities

("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) above contain any material misstatement;

(v) The Company has not declared/paid/declared and paid any dividend during the year; and

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656ULFWZK5261

Place: Mumbai
Date: April 16, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   (B) According to the information and explanations given to us, the Company has maintained proper records showing full particulars of intangible assets.

   (b) The Company has a regular programme for physical verification of its property, plant and equipment by which the property, plant and equipment are verified by the management annually. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. In accordance with the programme, the Company has physically verified its entire property, plant and equipment during the current year and no material discrepancies were noticed on such verification.

   (c) The Company does not hold any immovable property and hence reporting under Clause 3(i)(c) of the Order is not applicable to the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) The Company is in the business of rendering services and consequently, does not hold any inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has been sanctioned unsecured working capital limits of five crore rupees from bank.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Service Tax, Provident Fund, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of undisputed statutory dues in respect of Goods and Services Tax, Provident Fund, Income-tax, Cess and other material statutory dues and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, the term loans taken in earlier years have been applied for the purpose for which the loans were obtained.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

   (e) The Company does not have any subsidiaries, joint ventures or associates. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistleblower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

    (d) Based on the information and explanations given to us, we report that the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has five Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs. 44.00 Lakhs during the current financial year and Rs. 76.28 Lakhs in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656ULFWZK5261

Place: Mumbai
Date: April 16, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of V-Link Freight Services Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656ULFWZK5261

Place: Mumbai
Date: April 16, 2026

BALANCE SHEET AS AT 31ST MARCH, 2026

₹ in lakhs

Particulars	Note No.	As at 31st March, 2026	As at 31st March, 2025
ASSETS			
I NON-CURRENT ASSETS			
(a) Property, Plant and Equipment	4	**0.05**	0.16
(b) Right of Use Assets	4	**–**	19.15
(c) Other Intangible Assets	5	**0.07**	0.24
(d) Financial Assets			
(i) Other Financial Asset	6	**0.20**	0.20
(e) Income Tax Assets (Net)	7	**0.16**	0.33
(f) Other non-current assets	8	**–**	–
TOTAL NON-CURRENT ASSETS		**0.48**	20.08
II CURRENT ASSETS			
(a) Financial assets			
(i) Cash and cash equivalents	9	**–**	14.41
(b) Other current assets	8	**4.25**	23.47
TOTAL CURRENT ASSETS		**4.25**	37.88
TOTAL ASSETS		**4.73**	57.96
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity share capital	10	**302.00**	100.00
(b) Other equity	11	**(318.29)**	(269.31)
TOTAL EQUITY		**(16.29)**	(169.31)
LIABILITIES			
I NON-CURRENT LIABILITIES			
(a) Provisions	15	**1.55**	2.26
TOTAL NON-CURRENT LIABILITIES		**1.55**	2.26
II CURRENT LIABILITIES			
(a) Financial liabilities			
(i) Borrowings	12	**12.60**	190.57
(ii) Lease Liabilities	17	**–**	16.80
(iii) Trade Payables			
a) Due to Micro and Small Enterprises	13	**–**	–
b) Other than Micro and Small Entreprises	13	**4.23**	7.08
(iv) Other Financials Liabilities	14	**1.95**	8.70
(b) Provisions	15	**0.21**	0.55
(c) Other Current Liabilities	16	**0.48**	1.31
TOTAL CURRENT LIABILITIES		**19.47**	225.01
TOTAL EQUITY AND LIABILITIES		**4.73**	57.96

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

For and on behalf of the Board of Directors
V-Link Freight Services Private Limited

Vikram Prahlad Kumtakar
Partner
Membership No: 104656
Place : Mumbai
Date : 16th April 2026

Hemant Sikka
Director
DIN: 00922281
Place : Mumbai
Date : 16th April 2026

Isha Dalal
Director
DIN: 09247780
Place : Mumbai
Date : 16th April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

₹ in lakhs

	Particulars	Note No.	Year ended 31st March, 2026	Year ended 31st March, 2025
I	Revenue from operations	17	**454.69**	680.00
II	Other Income	18	**0.02**	-
III	**Total Income (I + II)**		**454.71**	680.00
IV	**EXPENSES**			
	(a) Operating Expenses	19	**441.45**	671.17
	(b) Employee benefits expense	20	**23.25**	42.94
	(c) Finance costs	21	**7.25**	12.63
	(d) Depreciation and amortisation expense	22	**5.50**	21.26
	(e) Other expenses	23	**26.48**	29.54
	Total Expenses		**503.93**	777.54
V	**Profit/(loss) before exceptional items and tax (III - IV)**		**(49.22)**	(97.54)
VI	**Exceptional items**	24	**(0.28)**	–
VII	**Profit/(loss) before tax (V + VI)**		**(49.50)**	(97.54)
VIII	**Tax Expense**			
	(a) Current tax	25	**–**	–
	(b) Deferred tax	25	**–**	–
	Total tax expense		**–**	–
IX	**Profit/(loss) for the year (VII - VIII)**		**(49.50)**	(97.54)
X	**Other comprehensive income**			
	Items that will not be reclassified to profit or loss			
	(a) Remeasurements of the defined benefit plans		**0.52**	–
	(b) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
	Total Other comprehensive income		**0.52**	–
XI	**Earnings per equity share (face value ₹ 10/- per share)**			
	(a) Basic (in ₹)	26	**(3.05)**	(9.75)
	(b) Diluted (in ₹)	26	**(3.05)**	(9.75)

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

For and on behalf of the Board of Directors
V-Link Freight Services Private Limited

Vikram Prahlad Kumtakar
Partner
Membership No: 104656
Place : Mumbai
Date : 16th April 2026

Hemant Sikka
Director
DIN: 00922281
Place : Mumbai
Date : 16th April 2026

Isha Dalal
Director
DIN: 09247780
Place : Mumbai
Date : 16th April 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2026

₹ in lakhs

Particulars	Year ended 31st March, 2026	Year ended 31st March, 2025
A. CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	**(49.50)**	(97.54)
Adjustments for:		
Expected credit loss recognised on trade receivables/advances	**–**	0.00
Depreciation and amortisation expense	**5.50**	21.26
Finance Charges	**7.25**	12.63
Unrealised gain on reversal of Right of Use Assets	**2.63**	–
Exceptional item (New labour code)	**0.28**	–
	15.66	33.89
Operating profit before working capital changes	**(33.84)**	(63.65)
Changes in:		
Trade and other receivables	**19.22**	(16.98)
Inventories	**–**	–
Trade and other payables and provisions	**(11.25)**	(2.43)
Cash (used in)/from operations	**(25.87)**	(83.06)
Income taxes paid (Net)	**0.17**	(0.33)
Net cash flow (used in)/from operating activities	**(25.70)**	(83.39)
B. CASH FLOWS FROM INVESTING ACTIVITIES:		
Net cash (used in)/from investing activities	**–**	–
C. CASH FLOWS FROM FINANCING ACTIVITIES:		
Issue of Share Capital	**202.00**	–
Proceeds/ repayment of short term borrowings (Net)	**(177.97)**	131.46
Interest paid	**(6.97)**	(10.62)
Payment of leases	**(5.77)**	(23.06)
Net cash (used in)/from financing activities	**11.29**	97.78
Net decrease in cash and cash equivalents (A + B + C)	**(14.41)**	14.39
Cash and cash equivalents at the beginning of the year	**14.41**	0.02
Cash balance taken over on acquisition	**–**	–
Cash and cash equivalents at the end of the year	**–**	14.41
Components of cash and cash equivalents		
Cash on hand	**–**	–
With Banks - in Current account / Balance in Cash Credit Accounts / Bank deposits with original maturity of less than 3 months at inception / Checks or draft on hand	**–**	14.41
	–	14.41

Note:

1 The above Cash Flow Statement has been prepared under the Indirect Method set out in IND AS 7 - Statement of Cash flows.

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

For and on behalf of the Board of Directors
V-Link Freight Services Private Limited

Vikram Prahlad Kumtakar
Partner
Membership No: 104656
Place : Mumbai
Date : 16th April 2026

Hemant Sikka
Director
DIN: 00922281
Place : Mumbai
Date : 16th April 2026

Isha Dalal
Director
DIN: 09247780
Place : Mumbai
Date : 16th April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

(a) Equity Share Capital

₹ in lakhs

Particulars	Number of Shares	Equity share capital
Balance as at 1st April,2024	1,000,000	100.00
Changes in Equity Share Capital due to prior period errors	–	–
Restated balance at the beginning of the current reporting period	1,000,000	100.00
Balance as at 31 March 2025	1,000,000	100.00
Balance as at 1st April, 2025	1,000,000	100.00
Changes in Equity Share Capital due to prior period errors	–	–
Restated balance at the beginning of the current reporting period	1,000,000	100.00
Changes in equity share capital during the year:		
Fresh Issue during the year	2,020,000	202.00
Balance as at 31 March 2026	**3,020,000**	**302.00**

(b) Other Equity

₹ in lakhs

Particulars	Reserves & Surplus Retained earnings	Total
Balance as at 1st April, 2024	(171.77)	**(171.77)**
Changes in Equity Share Capital due to prior period errors	–	**–**
Restated balance at the beginning of the current reporting period	(171.77)	**(171.77)**
Total Comprehensive income for the year		
- Profit for the year	(97.54)	**(97.54)**
Balance as at 31 March 2025	**(269.31)**	**(269.31)**
Balance as at 1st April, 2025	(269.31)	**(269.31)**
Changes in Equity Share Capital due to prior period errors	–	**–**
Restated balance at the beginning of the current reporting period	(269.31)	**(269.31)**
Total Comprehensive income for the year		
- Profit for the year	(49.50)	**(49.50)**
- Actuarial gain transferred to retained earnings	0.52	**0.52**
Balance as at 31 March 2026	**(318.29)**	**(318.29)**

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

For and on behalf of the Board of Directors
V-Link Freight Services Private Limited

Vikram Prahlad Kumtakar
Partner
Membership No: 104656
Place : Mumbai
Date : 16th April 2026

Hemant Sikka
Director
DIN: 00922281
Place : Mumbai
Date : 16th April 2026

Isha Dalal
Director
DIN: 09247780
Place : Mumbai
Date : 16th April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

1. Corporate information

V-Link Freight Services Private Limited is a private limited company incorporated on 9th September, 2022 under the Companies Act, 2013. The address of its registered office is disclosed in the introduction to the Annual Report. The Company's main activities are freight forwarding including transportation of goods via sea & air.

The financial statements for the year ended 31st March, 2026 are approved for issue in accordance with a resolution of the directors on 16th April, 2026.

2. Material accounting policies

2.1. Basis of Accounting

The financial statements have been prepared in accordance with the provisions of Companies Act, 2013 and the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016, specified under Section 133 of the Act. The financial statements are separate financial statements.

2.2. Basis of preparation and presentation

The financial statements have been prepared on accrual basis and the historical cost basis as a going concern except for certain financial instruments that are measured at fair values or at amortized cost, wherever applicable, at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in this financial statement is determined on such basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The financial statements are prepared in Indian Rupee (INR) and denominated in lakhs. The principal accounting policies are set out below.

2.3. Non-current assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

2.4. Revenue recognition

2.4.1. Rendering of services

Incomes from freight forwarding services rendered are recognised on the completion of the services as per the terms of contract. Revenue towards satisfaction of a performance obligation is measured at the amount of transaction price (net of variable consideration) allocated to that performance obligation. The transaction price of goods sold and services rendered is net of variable consideration on account of various discounts offered by the Company as part of the contract, to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

2.4.2. Dividend income

Dividend income from investments is recognized when the right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

2.4.3. Interest income

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.5. Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the lessor has a substantive substitution right, then the asset is not identified
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company as a lessee has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:
  a) the Company as a lessee has the right to operate the asset; or
  b) the Company as a lessee designed the asset in a way that predetermines how and for what purpose it will be used.

<u>As a lessee</u>

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

The lease liability is initially measured at amortised cost at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;

  The amount expected to be payable by the lessee under residual value guarantees; The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the balance sheet.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

It is re -measured whenever :

- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).

A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease, by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

The Company recognises lease payments received under operating leases as income on a straight- line basis over the lease term as part of 'other income'.

2.6. Foreign currencies

i. Initial recognition

In preparing the Financial Statements of the company, transactions in currencies other than the entity's functional currency of Indian Rupee (INR) (foreign currencies) are recognised at the rates of exchange prevailing at the dates of the transactions.

ii. Conversion

a. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognized in the Statement of Profit and Loss.

b. Non-monetary items, if any are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non-monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.

iii. Exchange differences

The Company accounts for exchange differences arising on translation/settlement of foreign currency monetary items as below:

a. Realized gains and losses on settlement of foreign currency transactions are recognized in the Statement of Profit and Loss.

b. Foreign currency monetary assets and liabilities at the year-end are translated at the year-end exchange rates and the resultant exchange differences are recognized in the Statement of Profit and Loss.

2.7. Borrowing costs

Borrowing Cost that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are charged to revenue in the year of incurrence.

2.8. Employee benefits

2.8.1. Retirement benefit costs and termination benefits

i. Defined Contribution Plan :

Company's contributions paid/payable during the year to the Superannuation Fund, ESIC, Provident Fund and Labour Welfare Fund are recognized in the Statement of Profit and Loss.

ii. Defined Benefits Plan:

For defined retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognized in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorized as follows:

a. service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);

b. net interest expense or income; and

c. remeasurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognized in the Balance Sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

2.8.2. Short-term and other long-term employee benefits

A liability is recognized for benefits accruing to employees in respect of wages and salaries.

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service.

Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

2.8.3. Exceptional item note relating to Labour code Amendments:

On 21 November 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes") - consolidating 29 existing labour laws.

In accordance with the new Labour Codes, the Company has currently estimated the incremental impact on retiral benefits to be Rs. 28,400. This has been presented under "Exceptional Items" in the Profit & Loss Account.

2.9. Share-based payment arrangements

Equity-settled share-based payments to employees are measured at the fair value of the equity instruments at the grant date.

2.10. Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

2.10.1. Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2.10.2. Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognized to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax assets and liabilities on a net basis.

2.10.3. Current and deferred tax for the year

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively. Where current tax and deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

2.11. Property, plant and equipment

All items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition is inclusive of purchase price, levies and any directly attributable cost of bringing the assets to its working condition for the intended use. Subsequent costs are included in the assets carrying amount or recognized as separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the company and cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to Statement of profit and loss during the reporting period in which they are incurred.

Depreciation on tangible assets is charged by the Straight Line Method (SLM) in accordance with the useful lives specified in Part – C of Schedule II of the Companies Act, 2013 on a pro-rata basis except in the case of:

i. Certain items of Plant & Machinery individually costing more than Rs. 5,000 - over their useful lives ranging from 2 years to 10 years as estimated by the company and also based on the contractual arrangements wherever applicable.

ii. Certain items of Plant & Machinery individually costing less than Rs. 5,000 shall be depreciated over a period of 1 year.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

2.12. Intangible assets

2.12.1. Intangible assets acquired separately

The useful lives of intangible assets are assessed as either finite or infinite. Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortization is recognized on a straight-line basis over their estimated useful lives. The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

2.12.2. Useful lives of intangible assets

The expenditure incurred is amortized over three financial years equally commencing from the year in which the expenditure is incurred.

2.13. Impairment of tangible and intangible assets

The management of the Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the management estimates the recoverable amount of the asset. If such recoverable amount of the asset is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and recognized in the Statement of Profit and Loss. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciated historical cost. A reversal of an impairment loss is recognised immediately in profit or loss.

2.14. Provisions, Contingent Liabilities & Contingent assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Onerous contracts

Present obligations arising under onerous contracts are recognised and measured as provisions. An onerous contract is considered to exist where the company has a contract under which the unavoidable costs of meeting the obligations under the contract exceed the economic benefits expected to be received from the contract.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent Liabilities

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

Contingent Assets

A contingent asset is disclosed where an inflow of economic benefits is probable.

2.15. Financial instruments

Financial assets and financial liabilities are recognized when a company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value, plus in the case of financial assets not recorded at fair value through profit or loss (FVTPL), transaction costs that are attributable to the acquisition of the financial asset. However, trade receivables that do not contain a significant financing component are measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

2.16. Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a settlement date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

2.16.1. Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

i. the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and

ii. the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For the impairment policy on financial assets measured at amortised cost, refer note no 2.16.4

All other financial assets are subsequently measured at fair value.

2.16.2. Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the “Other income” line item.

2.16.3. Financial assets at Fair value through Profit and Loss

Investments in equity instruments are classified as at FVTPL, unless the Company irrevocably elects on initial recognition to present subsequent changes in fair value in Other Comprehensive Income for investments in equity instruments which are not held for trading.

A financial asset that meets the amortised cost criteria or debt instruments that meet the FVTOCI criteria may be designated as at FVTPL upon initial recognition if such designation eliminates or significantly reduces a measurement or recognition inconsistency that would arise from measuring assets or liabilities or recognising the gains and losses on them on different bases.

Financial assets at FVTPL are measured at fair value at the end of each reporting period, with any gains or losses arising on remeasurement recognised in profit or loss. The net gain or loss recognised in profit or loss incorporates any dividend or interest earned on the financial asset and is included in the ‘Other Income’ line item. Dividend on financial assets at FVTPL is recognised when the Company’s right to receive the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity and the amount of dividend can be measured reliably.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

2.16.4. Impairment of financial assets

The Company applies the expected credit loss model for recognising impairment loss on financial assets measured at amortised cost, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets).

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition.

Significant increase in credit risk

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 18, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

2.16.5. Derecognition of financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset's carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognised in Other Comprehensive Income and accumulated in equity is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognise under continuing involvement, and the part it no longer recognises on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognised and the sum of the consideration received for the part no longer recognised and any cumulative gain or loss allocated to it that had been recognised in Other Comprehensive Income is recognised in profit or loss if such gain or loss would have otherwise been recognised in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognised in Other Comprehensive Income is allocated between the part that continues to be recognised and the part that is no longer recognised on the basis of the relative fair values of those parts.

2.16.6. Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period.

- For foreign currency denominated financial assets measured at amortised cost and FVTPL, the exchange differences are recognised in profit or loss except for those which are designated as hedging instruments in a hedging relationship.
- Changes in the carrying amount of investments in equity instruments at FVTOCI relating to changes in foreign currency rates are recognised in Other Comprehensive Income.
- For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in Other Comprehensive Income.

2.17. Financial liabilities and equity instruments

2.17.1. Classification as debt or equity

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

2.17.2. Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a company entity are recognized at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognized and deducted directly in equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

2.17.3. Financial liabilities

All financial liabilities are subsequently measured at amortized cost or at FVTPL.

i. Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

a. it has been incurred principally for the purpose of repurchasing it in the near term; or

b. on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking; or

c. it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognized by

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

the Company as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

a. such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;

b. the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Company's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or

c. it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

ii. Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

2.18. Segment Accounting:

The Chief Operating Decision Maker ("CODM") monitors the operating results of the business segments separately for the purpose of making decisions about the allocation of resources and performance assessment. Segment performance is measured based on profit or loss and is measured consistently with profit or loss in financial statements.

2.19. Exceptional Items:

An item of income or expense which by its size, type or incidence is material & requires disclosure in order to improve an understanding of the performance of the Company is treated as an exceptional item and disclosed as such in the financial statements.

2.20. Earnings per Share:

Basic and diluted earnings per share is computed by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of Equity Shares outstanding during the year, in accordance with Ind AS 33.

3 (a). Critical accounting judgements and key sources of estimation uncertainty

In the application of the Company's accounting policies, which are described in note 2, the management is required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimate is revised if the revision affects only the period of the revision and future periods if the revision affects both current and future periods.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(i) Useful lives of Property, Plant and Equipment

As described in note 2.11 above, the Company reviews the estimated useful lives of Property, Plant and Equipment at the end of each annual reporting period.

(ii) Defined Benefit Plans

The cost of the defined benefit plans and other post-employment benefits and the present value of such obligation are determined using actuarial valuations. An actuarial valuation involves making assumptions that may differ from actual developments in the future. These include the determination of discount rate, future salary increases, mortality rates and attrition rate. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

(iii) Fair Value of financial assets and liabilities and investments

The Company measures certain financial assets and liabilities on fair value basis at each balance sheet date or at the time they are assessed for impairment. Fair value measurement that are based on significant unobservable inputs (Level 3) requires estimates of operating margin, discount rate, future growth rate, terminal values etc. based on management's best estimate about future developments.

(iv) Estimated Lead Time for determining completion of performance obligation

The company also determines completion of performance obligation with respect to transportation service based on Estimated Lead Time (ELT) to deliver based on standard past performance and to that extent it involves management judgments for estimating delivery time to destination.

(v) Leases

Ind AS 116 requires lessees to determine the lease term as the non- cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by lease basis and there by assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

(vi) Trade receivables

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company has considered subsequent recoveries, past trends, credit risk profiles of the customers based on their industry, macroeconomic forecasts and internal and external information available to estimate the probability of default in future.

3(b). Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 4 - Property, Plant and Equipment

₹ in lakhs

As at 31 March, 2026

Description of Assets	Computer	Total	Right of Use Assets (Building)
A. Cost			
Balance as at 1 April 2025	**0.35**	**0.35**	**62.87**
a) Additions	**–**	**–**	**–**
b) Addition on business combination	**–**	**–**	**–**
c) Less: Disposals / adjustments	**–**	**–**	**(62.87)**
Balance as at 31 March 2026	**0.35**	**0.35**	**–**
B. Accumulated depreciation/ amortisation			
Balance as at 1 April 2025	**0.19**	**0.19**	**43.72**
a) Depreciation/amortisation expense for the year	**0.11**	**0.11**	**5.22**
b) Add: Addition on business combination	**–**	**–**	**–**
c) Less: Disposals / adjustments	**–**	**–**	**(48.94)**
Balance as at 31 March 2026	**0.30**	**0.30**	**–**
C. Net carrying amount as at 31 March 2026 (A-B)	**0.05**	**0.05**	**–**

As at 31 March 2025

Description of Assets	Computer	Total	Right of Use Assets (Building)
A. Cost			
Balance as at 1 April 2024	0.35	0.35	62.87
a) Additions	–	–	–
b) Addition on business combination	–	–	–
c) Less: Disposals / adjustments	–	–	–
Balance as at 31 March, 2025	**0.35**	**0.35**	**62.87**
B. Accumulated depreciation/ amortisation			
Balance as at 1 April 2024	0.08	0.08	22.78
a) Depreciation/amortisation expense for the year	0.11	0.11	20.98
b) Add: Addition on business combination	–	–	–
c) Less: Disposals / adjustments	–	–	(0.04)
Balance as at 31 March 2025	0.19	0.19	43.72
C. Net carrying amount as at 31 March 2025 (A-B)	0.16	0.16	19.15

Notes:

1) The estimated amount of contracts remaining to be executed on capital account and not provided for as at 31st March 2026 is Rs. Nil (31st March 2025 Rs. Nil)

2) The Company has not revalued its property, plant and equipment (including right of use assets) during the current or previous year.

Note No. 5 - Other Intangible Assets

₹ in lakhs

As at 31 March 2026

Particulars	Computer Software	Total
A. Cost		
a) Balance as at 1 April 2025	**0.52**	**0.52**
b) Additions	**–**	**–**
c) Less: Disposals / adjustments	**–**	**–**
Balance as at 31 March 2026	**0.52**	**0.52**
B. Accumulated amortisation		
a) Balance as at 1 April 2025	**0.28**	**0.28**
b) Amortisation expense for the year	**0.17**	**0.17**
c) Less: Disposals / adjustments	**–**	**–**
Balance as at 31 March 2026	**0.45**	**0.45**
C. Net carrying amount as at the end of the period (A-B)	**0.07**	**0.07**

As at 31 March 2025

Particulars	Computer Software	Total
A. Cost		
a) Balance as at 1 April 2024	0.52	0.52
b) Additions	–	–
c) Less: Disposals / adjustments	–	–
Balance as at 31 March 2025	0.52	0.52
B. Accumulated amortisation		
a) Balance as at 1 April 2024	0.10	0.10
b) Amortisation expense for the year	0.18	0.18
c) Less: Disposals / adjustments	–	–
Balance as at 31 March 2025	0.28	0.28
C. Net carrying amount as at the end of the period (A-B)	0.24	0.24

Notes:

1) The estimated amount of contracts remaining to be executed on capital account and not provided for as at 31st March 2026 is Rs. Nil (31st March 2025 Rs. Nil)

2) The Company has not revalued its other intangible assets during the current or previous year.

Note No. 6 - Other Financial Assets

₹ in lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
Financial assets at amortised cost - considered good				
a) Security Deposits				
i. Unsecured, considered good	**–**	**0.20**	–	0.20
Less: Allowance for Losses	**–**	**–**	–	–
Total	**–**	**0.20**	–	0.20

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 7 - Income Tax Assets & Liabilities (Net)

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Non Current Income Tax Assets (Net)		
Advance Income Tax / TDS Receivable (Net)	**0.16**	0.33
Total	**0.16**	0.33
Current Tax Liabilities (net)		
Current Tax Liabilities (net)	–	–
Total	–	–

Note No. 8 - Other Assets

₹ in lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-Current	As at 31 March 2025 Current	As at 31 March 2025 Non-Current
I Advances other than capital advances				
a) Balances with government authorities (other than income taxes)	**4.20**	**–**	5.16	–
b) Prepaid Expenses	**0.05**	**–**	18.31	–
Total	**4.25**	**–**	23.47	–

Note No. 9 - Cash and Bank balances

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
I Cash and cash equivalents		
a) Balances with banks	**–**	14.41
Total	**–**	14.41

Note:

Unsecured borrowing from banks is in the nature of cash credit / overdraft. The rate of interest on unsecured working capital borrowings ranges between 7.14% to 8.35% p.a.

Note No. 10 - Equity Share Capital

₹ in lakhs

Particulars	As at 31 March 2026 No. of shares	As at 31 March 2026 Amount	As at 31 March 2025 No. of shares	As at 31 March 2025 Amount
I Authorised:				
Equity shares of ₹10 each with voting rights	**5,000,000**	**500.00**	5,000,000	500.00
Total	**5,000,000**	**500.00**	5,000,000	500.00
II Issued, Subscribed and Fully Paid:				
Equity shares of ₹10 each with voting rights	**3,020,000**	**302.00**	1,000,000	100.00
Total	**3,020,000**	**302.00**	1,000,000	100.00

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

Particulars	Opening Balance	Fresh Issue	Other Changes	Closing Balance
(A) Equity Shares with Voting rights				
Year Ended 31 March 2026				
No. of Shares	**1,000,000**	**2,020,000**	**–**	**3,020,000**
Amount (₹ in Lakhs)	**100.00**	**202.00**	**–**	**302.00**
Year Ended 31 March 2025				
No. of Shares	1,000,000	–	–	1,000,000
Amount (₹ in Lakhs)	100.00	–	–	100.00

(ii) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 10/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the board of directors and approved by the shareholders in the annual general meeting is paid in Indian rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(iii) Details of shares held by Holding Company / and their Subsidiaries

Particulars	As at 31 March 2026	As at 31 March 2025
Holding Company		
- Mahindra Logistics Limited	**3,020,000**	1,000,000

(iv) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2026 Number of shares held	As at 31 March 2026 % holding in that class of shares	As at 31 March 2025 Number of shares held	As at 31 March 2025 % holding in that class of shares
Equity shares with voting rights				
- Mahindra Logistics Limited	**3,020,000**	**100.00%**	1,000,000	100.00%

(v) Shareholding of Promoters / Promoter Group:

As at 31 March 2026

Promoter name	No. of Shares	% of total shares	% Change during the year
Mahindra Logistics Limited	**3,020,000**	**100.00%**	**0.00%**
Total	**3,020,000**	**100.00%**	**0.00%**

As at 31 March 2025

Promoter name	No. of Shares	% of total shares	% Change during the year
Mahindra Logistics Limited	1,000,000	100.00%	0.00%
Total	1,000,000	100.00%	0.00%

Note No. 11 - Other Equity

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
Retained earnings	**(318.29)**	(269.31)
Total	**(318.29)**	(269.31)

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Movement in Reserves

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
(A) Retained Earnings		
Balance as at the beginning of the year	**(269.31)**	(171.77)
Add: Profit for the year	**(49.50)**	(97.54)
Add: Actuarial gain/(loss) for the year	**0.52**	–
Balance as at the end of the year	**(318.29)**	(269.31)

Retained earnings:

Retained earnings represents the accumulated surplus. The reserve can be distributed/utilised by the Company in accordance with the Companies Act, 2013.

Note No. 12 - Borrowings

₹ in lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-Current	As at 31 March 2025 Current	As at 31 March 2025 Non-Current
I Unsecured Borrowings				
a) Loans repayable on demand				
From Banks	**12.60**	**–**	190.57	–
Total	**12.60**	**–**	190.57	–

Notes:

i) Unsecured borrowing from banks is in the nature of cash credit facility

ii) Unsecured borrowing from banks is in the nature of cash credit / overdraft. The rate of interest on unsecured working capital borrowings ranges between 7.14% to 8.35% p.a.

Note No. 13 - Trade Payables

₹ in lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2025 Current
Total outstanding dues of micro enterprises and small enterprises	**–**	–
Total outstanding dues other than micro enterprises and small enterprises:		
– Trade payable - Other than Micro and small enterprises (includes Outstanding dues of Medium enterprises)	**4.23**	7.08
Total	**4.23**	7.08

Trade Payable ageing as at 31 March 2026

₹ in lakhs

Particulars	Outstanding for following periods from due date of payment					
	Not Due	Less Than 1 year	1 to 2 years	2 to 3 years	More Than 3 years	
(i) MSME	**–**	**–**	**–**	**–**	**–**	**–**
(ii) Others	**4.23**	**–**	**–**	**–**	**–**	**4.23**
(iii) Disputed Dues - MSME	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed Dues - Others	**–**	**–**	**–**	**–**	**–**	**–**
Total	**4.23**	**–**	**–**	**–**	**–**	**4.23**

Trade Payable ageing as at 31 March 2025

₹ in lakhs

Particulars	Outstanding for following periods from due date of payment #					
	Not Due	Less Than 1 year	1 to 2 years	2 to 3 years	More Than 3 years	Total
(i) MSME	–	–	–	–	–	–
(ii) Others	7.08	–	–	–	–	7.08
(iii) Disputed Dues - MSME	–	–	–	–	–	–
(iv) Disputed Dues - Others	–	–	–	–	–	–
Total	–	7.08	–	–	–	7.08

Notes:

i) Trade Payables are payables in respect of the amount due on account of goods purchased or services availed in the normal course of business.

ii) Micro, Small & Medium enterprises have been identified by the Company on the basis of the information available with the Company. Total outstanding dues of Micro and Small enterprises, which are outstanding and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the Act") are given below. This has been relied upon by the auditors.

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
a) Dues remaining unpaid		
– Principal	**–**	–
– Interest on the above	**–**	–
b) Interest paid in terms of section 16 of the Act along with the amount of payment made to the supplier beyond appointed day during the year-		
– Principal paid beyond the appointed date	**–**	–
– Interest paid in terms of section 16 of the Act	**–**	–
c) Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**–**	–
d) Further interest due and payable even in succeeding years, until such date when the interest due as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under section 23 of the Act	**–**	–
e) Amount of interest accrued and remaining unpaid at the end of accounting year	**–**	–

Note No. 14 - Other Financial Liabilities

₹ in lakhs

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-Current	As at 31 March 2025 Current	As at 31 March 2025 Non-Current
a) Salary / wages payables	**1.95**	**–**	8.70	–
Total	**1.95**	**–**	8.70	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 15 - Provisions

₹ in lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
Provision for employee benefits				
Provision for Compensated absences	**0.21**	**0.54**	0.55	1.41
Post-Employment Benefit-Gratuity Liability	**0.00**	**1.01**	0.00	0.85
Provision for contingencies	**–**	**–**	–	–
Others	**–**	**–**	–	–
Total	**0.21**	**1.55**	0.55	2.26

Note:
The provision for employee benefits includes annual leave and vested long service leave entitlements accrued and gratuity liability for the employees. For other disclosures refer note no. 31 - employee benefits.

Note No. 16 - Other Liabilities

₹ in lakhs

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
Statutory dues (other than income taxes)				
a) Taxes Payable	**0.28**	**–**	0.90	–
b) Employee Liabilities	**0.20**	**–**	0.41	–
Total	**0.48**	**–**	1.31	–

Note:
For disclosures related to employee benefits, refer note 31.

Note No. 17 - Revenue from operations

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Revenue from rendering of services	**454.69**	680.00
Total	**454.69**	680.00

A. Continent-wise break up of Revenue

Year ended 31 March 2026

₹ in lakhs

Country	Revenue from contracts with customers	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
Asia (excluding India)	**454.69**	**–**	**454.69**	**–**	**454.69**
India	**–**	**–**	**–**	**0.02**	**0.02**
Total	**454.69**	**–**	**454.69**	**0.02**	**454.71**

Year ended 31 March 2025

₹ in lakhs

Country	Revenue from contracts with customers	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
Asia (excluding India)	680.00	–	680.00	–	680.00
Total	680.00	–	680.00	–	680.00

B. Reconciliation of revenue from contract with customer

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from contract with customer as per the contract price	**454.69**	680.00
Revenue from contract with customer as per the Statement of Profit and Loss	**454.69**	680.00

C. Movement of Contract Assets

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening Balance	**–**	–
Additions during the year	**–**	–
Reclassification Adjustments:		
- Reclass of opening balances of contract assets to trade receivables	**–**	–
Closing Balance	**–**	–

Note No. 18 - Other Income

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Interest Income		
i) Other Assets	**0.02**	–
Total	**0.02**	–

Note:
1) The Company has not traded or invested in crypto currency during the current or previous year.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 19 - Operating Expenses

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Freight and Other Related Expenses	**441.45**	671.17
Total	**441.45**	671.17

Note No. 20 - Employee Benefits Expense

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Salaries and wages, including bonus	**21.61**	40.01
b) Contribution to provident and other funds	**1.18**	2.08
c) Gratuity	**0.39**	0.85
d) Staff welfare expenses	**0.07**	–
Total	**23.25**	42.94

Notes:

i) Salaries and wages includes salaries, wages, bonus, compensated absences and all other amounts payable to employees in respect of services rendered as per their employment terms under a contract of service.

ii) Contribution to provident fund and other funds includes contributions to other funds like superannuation fund, ESIC, etc. pertaining to employees.

Note No. 21 - Finance costs

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Interest expense on financial instruments designated at amortised cost	**6.98**	10.62
b) Interest expense on lease liability	**0.27**	2.01
Total	**7.25**	12.63

Note No. 22 - Depreciation and amortisation expense

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Depreciation on Property, Plant and Equipment	**0.11**	0.11
b) Amortisation on Right-of-use asset	**5.22**	20.98
c) Amortisation on Intangible Assets	**0.17**	0.17
Total	**5.50**	21.26

Note No. 23 - Other expenses

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
a) Legal and Other professional costs	**22.22**	9.35
b) IT Expenses	**0.26**	0.48
c) Travelling and Conveyance expense	**–**	3.79
d) Bad debts	**–**	0.00
Less: Adjusted against provision for bad and doubtful debts	**–**	–
e) Insurance	**0.02**	0.16
f) Exchange Loss	**0.45**	1.25
g) Payment to Statutory auditors	**1.95**	1.60
i) As Auditors	**1.95**	1.45
ii) For taxation matters	**–**	0.15
h) Miscellaneous expense	**1.58**	12.91
Total	**26.48**	29.54

Note No. 24 - Exceptional Items

On 21 November 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively 'new Labour Codes') - consolidating 29 existing labour laws. In accordance with the new Labour Codes, the Company has currently estimated the incremental impact on retiral benefits to be Rs.0.28 Lakhs. This has been presented under Exceptional Items in the Profit & Loss Account.

Note No. 25 - Current and Deferred Tax

(a) Income Tax recognised in Profit and Loss

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. **Current Tax:**		
a) In respect of current year	**–**	–
b) In respect of prior years	**–**	–
Total	**–**	–
B. **Deferred Tax:**		
a) In respect of current year	**–**	–
b) In respect change in tax rate	**–**	–
Total	**–**	–
Total (A+B)	**–**	–

(b) Income tax recognised in Other Comprehensive Income

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. **Current Tax:**		
Remeasurement of defined benefit obligations	**–**	–
Total	**–**	–
B. **Deferred Tax:**		
Total	**–**	–
Classification of income tax recognised in other comprehensive income		
Income taxes related to items that will not be reclassified to profit or loss	**–**	–
Total	**–**	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(c) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit Before tax	**(49.50)**	(97.54)
Applicable Income tax rate #	**25.168%**	25.168%
Expected Income tax expense	**(12.46)**	(24.55)
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of income exempt from tax / non taxable on compliance of conditions	**–**	–
Effect of income chargeable at specified tax rates	**–**	–
Effect of expenses/provisions not deductible in determining taxable profit	**–**	–
Reversal of deferred tax asset/liabilities on impairment of investment	**–**	–
Effect of net additional / (reversal) of provision in respect of prior years	**–**	–
Effect of current year losses for which no deferred tax asset is recognised	**12.46**	24.55
Income tax expense recognised In profit or loss	**–**	–

Notes:

The tax rate used in reconciliations above is the corporate tax rate of 22% (plus surcharge and cess as applicable) on taxable profits under Income Tax Act, 1961.

(d) Amounts on which deferred tax asset has not been created and related expiry period

₹ in lakhs

Particulars	As at 31 March 2026
i) Unused tax losses (revenue in nature)	
Expiry period	
Up to Five Years	**–**
More than Five Years	**309.32**
No Expiry Date	**–**
Total	**309.32**

Note No. 26 - Earnings per share

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
A. Basic Earnings Per Share (in ₹) (face value ₹ 10/- per share)	**(3.05)**	(9.75)
B. Diluted Earnings Per Share (in ₹) (face value ₹ 10/- per share)	**(3.05)**	(9.75)

Note:

Basic and Diluted Earnings Per Share

The earnings and weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows:

₹ in lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit / (loss) for the period attributable to equity shareholders	**(49.50)**	(97.54)
Profit / (loss) for the period used in the calculation of basic earnings per share	**(49.50)**	(97.54)
Weighted average number of equity shares outstanding for Basic EPS	**1,620,384**	1,000,000
Weighted average number of equity shares outstanding for diluted EPS	**1,620,384**	1,000,000
Earnings per share from continuing operations - Basic (in ₹)	**(3.05)**	(9.75)
Earnings per share from continuing operations - Diluted (in ₹)	**(3.05)**	(9.75)

Note No. 27 - Financial Instruments

i) Capital Management Policy

a) The Company's capital management objectives are:

- to ensure the company's ability to continue as a going concern.
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

b) For the purpose of company's capital management, capital includes issued share capital, equity as well as preference, all other Equity reserves and Borrowings. The company monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial position. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

The Capital structure is monitored on the basis of net debt to equity and maturity profile for debt portfolio of the company.

c) Net debt and Equity is given in the table below:

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
A. Equity	**(16.29)**	(169.31)
B. Borrowing	**12.60**	190.57
C. Current Investments	**–**	–
D. Cash and Cash Equivalents	**–**	(14.41)
Total	**(3.69)**	6.86

Note: The above capital management disclosures are based on the information provided internally to key management personnel.

ii) Categories of financial assets and financial liabilities

₹ in lakhs

	As at 31 March 2026			
Particulars	Amortised Costs	FVTPL	FVOCI	Total
A. Non-current Assets				
a) Investments	**–**	**–**	**–**	**–**
b) Loans	**–**	**–**	**–**	**–**
c) Other Financial Assets	**0.20**	**–**	**–**	**0.20**
Total	**0.20**	**–**	**–**	**0.20**
B. Current Assets				**–**
a) Investments	**–**	**–**	**–**	**–**
b) Trade Receivables	**–**	**–**	**–**	**–**
c) Cash and Bank Balances	**–**	**–**	**–**	**–**
d) Other Financial Assets	**–**	**–**	**–**	**–**
Total	**–**	**–**	**–**	**–**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Particulars	As at 31 March 2026 Amortised Costs	FVTPL	FVOCI	Total
C. Non-current Liabilities				
a) Borrowings	–	–	–	–
b) Lease Liabilities	–	–	–	–
Total	–	–	–	–
D. Current Liabilities				
a) Borrowings	**12.60**	–	–	**12.60**
b) Lease Liabilities	–	–	–	–
c) Trade Payables	**4.23**	–	–	**4.23**
d) Other Financial Liabilities	**1.95**	–	–	**1.95**
Total	**18.78**	–	–	**18.78**

₹ in lakhs

Particulars	As at 31 March 2025 Amortised Costs	FVTPL	FVOCI	Total
A. Non-current Assets				
a) Investments	–	–	–	–
b) Loans	–	–	–	–
c) Other Financial Assets	**0.20**	–	–	**0.20**
Total	0.20	–	–	0.20
B. Current Assets				
a) Investments	–	–	–	–
b) Trade Receivables	–	–	–	–
c) Cash and Bank Balances	14.41	–	–	14.41
d) Other Financial Assets	–	–	–	–
Total	14.41	–	–	14.41
C. Non-current Liabilities				
a) Borrowings	–	–	–	–
b) Lease Liabilities	–	–	–	–
Total	–	–	–	–
D. Current Liabilities				
a) Borrowings	190.57	–	–	190.57
b) Lease Liabilities	16.80	–	–	16.80
c) Trade Payables	7.08	–	–	7.08
d) Other Financial Liabilities	8.70	–	–	8.70
Total	223.15	–	–	223.15

iii) Financial Risk Management Framework

The company's activities expose it to a variety of financial risks: credit risk and liquidity risk. In order to manage the aforementioned risks, the company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

a) Credit risk management

Trade receivables and deposits

(i) Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the company. The company has adopted a policy of only dealing with creditworthy counterparties. The company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends and analysis of historical bad debts and ageing of accounts receivable. Credit exposure is controlled by counterparty credit period which is monitored through an approved policy.

(ii) Trade receivables consist of a large number of customers, spread across diverse industries and places across India.

(iii) Apart from one large customer of the company, the company does not have significant credit risk exposure to any single customer. Concentration of credit risk related to a single company did not exceed 15% of trade receivables at the end of the year.

(iv) The company applies the simplified approach to provide for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the company and individual receivable specific provision where applicable.

(v) There is no change in estimation techniques or significant assumptions during the reporting year.

(vi) The loss allowance for trade receivables using expected credit loss for different ageing periods is as follows:

₹ in lakhs

Particulars	Not due	Less than 6 months past due	More than 6 months past due	Total
As at 31 March 2026				
a) Gross carrying amount	–	–	–	–
b) Loss allowance provision	–	–	–	–
As at 31 March 2025				
a) Gross carrying amount	–	–	–	–
b) Loss allowance provision	–	–	–	–

(vii) Reconciliation of loss allowance provision for Trade Receivables

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025
a) Balance as at beginning of the year	–	–
b) Addition on business combination	–	–
c) Impairment losses recognised in the year based on lifetime expected credit losses	–	–
– On receivables originated in the year	–	–
– Other receivables	–	–
d) Amount written off during the year	–	–
e) Impairment losses reversed / written back	–	–
f) Netted Off to Debtors	–	–
g) Balance at end of the year	–	–

(viii) During the year, the company has written off ₹ 0 Lakhs (Previous year ₹ 0 Lakhs) of trade receivables and ₹ 0 Lakhs (Previous year ₹ 0 Lakhs) advances given. These trade receivables and deposits are not subject to enforcement activity.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Investment in Mutual Funds

The company has Nil investments as at 31 March 2026 (Nil investments as at 31 March 2025) in growth oriented mutual funds which have not been impaired till date

Cash and Cash equivalents

As at 31 March 2026, the company holds cash and cash equivalents of ₹ 0 Lakhs (As at 31 March 2025 & ₹ 14.41 Lakhs). The cash and cash equivalents are held with banks with good credit rating.

b) Liquidity risk management

(i) The company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the company's net liquidity position through rolling forecasts on the basis of expected cash flows.

(ii) Maturities of financial liabilities

Table showing maturity profile of financial liabilities

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
				₹ in lakhs
As at 31 March 2026				
Non-derivative financial liabilities				
a) Trade Payables	**4.23**	**–**	**–**	**–**
b) Borrowings	**12.60**	**–**	**–**	**–**
c) Lease Liabilities	**–**	**–**	**–**	**–**
d) Security Deposits	**–**	**–**	**–**	**–**
e) Creditors for capital supplies	**–**	**–**	**–**	**–**
f) Deferred Revenue	**–**	**–**	**–**	**–**
g) Interest Accrued but not due	**–**	**–**	**–**	**–**
h) Unclaimed Dividend	**–**	**–**	**–**	**–**
i) Salary / wages payable	**1.96**	**–**	**–**	**–**
j) Other liabilities	**–**	**–**	**–**	**–**
Total	**18.79**	**–**	**–**	**–**

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
				₹ in lakhs
As at 31 March 2025				
Non-derivative financial liabilities				
a) Trade Payables	7.08	–	–	–
b) Borrowings	190.57	–	–	–
c) Lease Liabilities	23.06	–	–	–
d) Security Deposits	–	–	–	–
e) Creditors for capital supplies	–	–	–	–
f) Deferred Revenue	–	–	–	–
g) Interest Accrued but not due	–	–	–	–
h) Unclaimed Dividend	–	–	–	–
i) Salary / wages payable	8.70	–	–	–
j) Other liabilities	–	–	–	–
Total	**229.42**	**–**	**–**	**–**

The above table details the company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the company can be required to pay. The table includes both interest and principal cash flows.

The contractual maturity is based on the earliest date on which the company may be required to pay.

(iii) Financing arrangements

The company has access to following undrawn borrowing facilities at the end of the reporting year:

Particulars	As at 31 March 2026	As at 31 March 2025
		₹ in lakhs
a) Secured Cash Credit facility		
(Includes working capital demand loan, Short term loan and overdraft)		
– Expiring within one year	**–**	–
a) Unsecured Cash credit facility		
(Includes working capital demand loan, Short term loan and overdraft, bank guarantee)		
– Expiring within one year	**487.40**	309.43
– Expiring beyond one year	**–**	–
b) Bank Guarantees*		
– Expiring within one year	**–**	–
– Expiring beyond one year	**–**	–
c) Unsecured Bank Overdraft facility		
– Expiring within one year	**–**	–

* This limit is sub-limit of cash credit facility.

(iv) Maturities of financial assets

Table showing maturity profile of financial assets

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
				₹ in lakhs
As at 31 March 2026				
A. Non-derivative financial assets				
a) Trade Receivables	**–**	**–**	**–**	**–**
b) Security Deposits	**–**	**–**	**–**	**–**
c) Others	**–**	**–**	**–**	**–**

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
				₹ in lakhs
As at 31 March 2025				
A. Non-derivative financial assets				
a) Trade Receivables	–	–	–	–
b) Security Deposits	–	0.20	–	–
c) Others	–	–	–	–

The above table details the company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

c) Market Risk Management

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Interest Risk

The following tables demonstrate the sensitivity to a reasonably possible change in interest rates, with all other variables held constant.

Interest Risk

The following tables demonstrate the sensitivity to a reasonably possible change in interest rates, with all other variables held constant.

Particulars	Name of borrowing	Type of Interest	Minimum rate of interest	Maximum rate of interest	Fixed Loan amount outstanding	Floating Loan amount outstanding	Increase in Base Rate (p.a.)	Sensitivity Impact on P&L (pre-tax)	Decrease in Base Rate (p.a.)	Sensitivity Impact on P&L (pre-tax)
Year ended 31 March 2026	**Loans repayable on demand from Banks**	**Floating**	**7.14%**	**8.37%**	**0.00**	**12.60**	**1.00%**	**(0.13)**	**1.00%**	**0.13**
Year ended 31 March 2025	Loans repayable on demand from Banks	Floating	8.30%	8.45%	0.00	190.57	1.00%	(1.91)	1.00%	1.91

Note No. 28 - Fair Value Measurement

₹ in lakhs

a) Fair Valuation Techniques and Inputs used - recurring items

Financial assets/ financial liabilities measured at Fair value	As at 31 March 2026	As at 31 March 2025	Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship of unobservable inputs to fair value and sensitivity
Financial assets						
Investments						
Mutual fund investments	–	–	Level 1	Quoted Market Prices	–	–

As at the reporting date, the Company does not have any financial liability measured at fair values.

b) Fair value of financial assets and financial liabilities that are measured at amortised cost:

Particulars	Carrying amount	Fair value	Fair Value Level 1	Fair Value Level 2	Fair Value Level 3
As at 31 March 2026					
A) Financial assets					
a) Financial assets carried at Amortised Cost					
i) Deposits given	**0.20**	**0.20**	**–**	**0.20**	**–**
Total	**0.20**	**0.20**	**–**	**0.20**	**–**
B) Financial liabilities					
a) Financial liabilities held at Amortised cost					
i) Trade and other payables	**4.23**	**4.23**	**–**	**4.23**	**–**
ii) Borrowings	**12.60**	**12.60**	**–**	**12.60**	**–**
Total	**16.83**	**16.83**	**–**	**16.83**	**–**

Particulars	Carrying amount	Fair value	Fair Value Level 1	Fair Value Level 2	Fair Value Level 3
As at 31 March 2025					
A) Financial assets					
a) Financial assets carried at Amortised Cost					
i) Deposits given	0.20	0.20	–	0.20	–
ii) Cash and cash equivalents	14.41	14.41	–	14.41	–
Total	14.61	14.61	–	14.61	–
B) Financial liabilities					
b) Financial liabilities held at Amortised cost					
i) Lease Liabilities	16.80	16.80	–	16.80	–
ii) Trade and other payables	7.08	7.08	–	7.08	–
iii) Borrowings	190.57	190.57	–	190.57	–
iv) Other financial liabilities	8.70	8.70	–	8.70	–
Total	223.15	223.15	–	223.15	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 29 - Segment

i) The management of the company has chosen to organise the company on the basis of nature of services. No operating segments have been aggregated in arriving at the reportable segments of the company.

ii) The Chief Operating Decision Maker ("CODM") monitors the operating results of the business segments separately for the purpose of making decisions about the allocation of resources and performance assessment.

iii) Geographic information

Particulars	Year ended 31 March 2026	₹ in lakhs Year ended 31 March 2025
a) Revenue from external customers		
India	**–**	–
Outside India	**454.69**	680.00
Total Revenue as per statement of Profit or Loss	**454.69**	680.00
b) Segment assets		
India	**4.73**	57.96
Outside India	**–**	–
Total	**4.73**	57.96

Note No. 30 - Leases

I) Operating Lease

Following are the changes in the carrying value of right of use assets:

Particulars	Year ended 31 March 2026	₹ in lakhs Year ended 31 March 2025
Balance at 1st April	**19.15**	40.10
Addition	**–**	–
Disposals	**(13.93)**	0.03
Amortisation expense for the year	**(5.22)**	(20.98)
Balance at 31st March	**(0.00)**	19.15

The following is the movement in lease liabilities:

Particulars	Year ended 31 March 2026	₹ in lakhs Year ended 31 March 2025
Lease liabilities recognised at 1st April	**16.80**	37.83
Additions	**–**	–
Finance cost accrued during the period	**0.26**	2.01
Deletions	–	–
Payment of lease liabilities	**(17.06)**	(23.04)
Balance at 31st March	**(0.00)**	16.80

The following is the break-up of current and non-current lease liabilities:

Particulars	Year ended 31 March 2026	₹ in lakhs Year ended 31 March 2025
Non-current lease liabilities	**–**	–
Current lease liabilities	**–**	16.80
Total	**–**	16.80

The table below provides details regarding the contractual maturities of lease liabilities on an undiscounted basis:

Particulars	Year ended 31 March 2026	₹ in lakhs Year ended 31 March 2025
Less than one year	**–**	23.06
One to Three years	**–**	–
Three to five years	**–**	–
More than five years	**–**	–
Total undiscounted lease liabilities at Balance sheet date	**–**	23.06

Rental expense recorded for short-term leases was ₹ 0 Lakhs (Previous Year: ₹ 0 Lakhs) for the year ended Year ended 31 March 2026.

Amounts recognised in Statement of Profit and Loss

Particulars	Year ended 31 March 2026	₹ in lakhs Year ended 31 March 2025
Interest on lease liabilities	**0.27**	2.01
Variable lease payments not included in measurement of lease liabilities	**–**	–
Expense on sub-leasing right of use asset	**–**	–
Expense relating to short term leases	**–**	–
Expense relating to low value leases	**–**	–
Amortisation on right of use asset	**5.22**	20.98
Total Expenses	**5.49**	22.99

Amounts recognised in Statement of cash flows

Particulars	Year ended 31 March 2026	₹ in lakhs Year ended 31 March 2025
Total cash outflows for leases	**(5.77)**	(23.06)

Note No. 31 - Employee benefits

a) Defined Contribution Plan

The Company's contribution to Provident Fund, superannuation Fund and other funds aggregating ₹ 1.18 Lakhs (2025: ₹ 2.08 Lakhs) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

b) Defined Benefit Plans:

Gratuity

a) The company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the group scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

b) Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

(1) Asset volatility

The plan liabilities are calculated using a discount rate set with references to government bond yields; if plan assets under perform

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

compared to the government bonds discount rate, this will create or increase a deficit. The funds of the defined benefit plans are held with LIC.

As the plans mature, the Company intends to reduce the level of investment risk by investing more in assets that better match the liabilities.

(2) Change in bond yields

A decrease in government bond yields will increase plan liabilities.

(3) Inflation risk

Defined benefit obligations are linked to inflation, and higher inflation will lead to higher liabilities (although caps on the level of inflationary increases are in place to protect the plan against extreme inflation).

(4) Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the group's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

c) Significant Actuarial Assumptions

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	Unfunded Plan - Gratuity	
	Year ended 31 March 2026	Year ended 31 March 2025
a) Discount rate(s)	**6.65%**	6.5%
b) Expected rate(s) of salary increase	**7%**	7%
c) Mortality rate during employment	**100% of IALM 2012-14**	100% of IALM 2012-14

d) Defined benefit plans – as per actuarial valuation

₹ in lakhs

Particulars	Unfunded Plan - Gratuity	
	Year ended 31 March 2026	Year ended 31 March 2025
I. Amounts recognised in comprehensive income in respect of these defined benefit plans are as follows:		
a) Current Service Cost	**0.35**	0.43
b) Past service cost and (gains)/losses from settlements	**0.27**	0.43
c) Net interest expense	**0.05**	–
Components of defined benefit costs recognised in profit or loss	**0.67**	0.85
Remeasurement on the net defined benefit liability		
a) Return on plan assets (excluding amount included in net interest expense)	**–**	–
b) Actuarial (gains)/loss arising from changes in financial assumptions	**(0.03)**	–
c) Actuarial (gains)/loss arising from changes in demographic assumptions	**–**	–
d) Actuarial (gains)/loss arising from experience adjustments	**(0.49)**	–
Components of defined benefit costs recognised in Other Comprehensive Income	**(0.52)**	–
Total	**0.16**	0.85

₹ in lakhs

Particulars	Unfunded Plan - Gratuity	
	Year ended 31 March 2026	Year ended 31 March 2025
II. Net Asset/(Liability) recognised in the Balance Sheet as at 31st March		
a) Present value of defined benefit obligation	**(1.01)**	(0.85)
b) Fair value of plan assets	**–**	–
c) Surplus/(Deficit)	**(1.01)**	(0.85)
d) Current portion of the above	**0.00**	0.00
e) Non current portion of the above	**1.01**	0.85
III. Change in the obligation during the year ended 31st March		
a) Present value of defined benefit obligation at the beginning of the year	**0.85**	–
b) Add/(Less) on account of Scheme of Arrangement/ Business	**–**	–
c) Transfer within group	**–**	–
d) Expenses Recognised in Profit and Loss Account		
- Current Service Cost	**0.35**	0.43
- Past Service Cost	**0.27**	0.43
- Interest Expense (Income)	**0.05**	–
e) Recognised in Other Comprehensive Income		
Remeasurement gains / (losses)		
- Actuarial Gain (Loss) arising from:		
i. Financial Assumptions	**(0.03)**	–
ii. Demographic Assumptions	**–**	–
iii. Experience Adjustments	**(0.49)**	–
f) Benefit payments	**–**	–
g) Present value of defined benefit obligation at the end of the year	**1.01**	0.85
VI. Actuarial assumptions		
a) Discount rate	**6.65%**	6.5%
b) Expected rate of return on plan assets	**–**	–
c) Attrition rate	**25%**	25%

e) The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

₹ in lakhs

Particulars	Changes in assumption	Impact on defined benefit obligation			
		Year ended 31 March 2026		Year ended 31 March 2025	
		Increase in assumption	**Decrease in assumption**	Increase in assumption	Decrease in assumption
a) Discount rate	1.00%	**(0.96)**	**1.07**	0.81	0.91
b) Salary growth rate	1.00%	**1.07**	**(0.96)**	0.91	0.81
c) Attrition rate	1.00%	**(0.70)**	**1.39**	0.56	1.25
d) Mortality rate	1.00%	**1.01**	**(1.01)**	0.86	0.85

Notes:

i) The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance Sheet.

ii) The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous year.

iii) The weighted average duration of the defined benefit obligation as at Year ended 31 March 2026 is 6 years.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

f) Maturity profile of defined benefit obligation:

The tables include both discounted value as well as unwinding of interest.

₹ in lakhs

Particulars	2026	2025
Within 1 year	**0.00**	0.00
1-2 years	**–**	–
2-3 years	**–**	–
3-4 years	**–**	–
4-5 years	**0.74**	–
6-10 years	**0.53**	1.07
More than 10 years	**0.26**	0.22

Particulars	2026	2025
Within 1 year	**0.00**	0.00
1-5 years	**0.74**	–
6-10 years	**0.53**	1.07
More than 10 years	**0.26**	0.22

g) Experience Adjustments:

₹ in lakhs

Particulars	As at 31 March 2026	As at 31 March 2025	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022
			Gratuity		
1. Defined Benefit Obligation	**(1.01)**	(0.85)	(23.11)	(20.37)	(16.51)
2. Fair value of plan assets	**–**	–	18.02	16.41	13.00
3. Surplus/(Deficit)	**(1.01)**	(0.85)	(5.09)	(3.96)	(3.51)
4. Experience adjustment on plan liabilities [(Gain)/Loss]	**(0.49)**	–	1.69	0.77	(0.02)
5. Experience adjustment on plan assets [Gain/(Loss)]	**–**	–	(0.01)	0.16	0.05

h) The expected rate of return on plan assets is based on the average long term rate of return expected on investments of the fund during the estimated term of obligation.

i) The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

j) The current service cost and the net interest expense for the year are included in the employee benefits expense in profit or loss of the expense for the year.

Note No. 32 - Related party transactions

i) List of Related Parties:

Holding Company — **Mahindra Logistics Limited**

(a) Related Parties where control exists:

Fellow Subsidiaries:

1 **Lords Freight (India) Private Limited**

Key Management Personnel (KMP):

Sr. No.	Name of KMP	Designation
1	Mr. Hemant Sikka (Appointed wef 15th May 2025)	Non-Executive Director
2	Mr. Rampraveen Swaminathan (Resigned wef 15th May 2025)	Non-Executive Director
3	Ms. Isha Dalal (Appointed wef 06th October 2025)	Non-Executive Director
4	Mr. Naveen Raju	Non-Executive Director
5	Mr. Saurabh Taneja (Resigned wef 19th September 2025)	Non-Executive Director

ii) Details of transactions between the Company and its related parties are disclosed below:

₹ in lakhs

Particulars	Year	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Other related parties
Nature of transactions with Related Parties					
a) Reimbursements received from parties	**31 March 2026**	**–**	**–**	**7.94**	**–**
	31 March 2025	–	–	12.00	–
b) Issue of Shares	**31 March 2026**	**–**	**202.00**	**–**	**–**
	31 March 2025	–	–	–	–
Balances Outstanding with Related Parties					
a) Trade payables	**31 March 2026**	**–**	**–**	**–**	**–**
	31 March 2025	–	–	–	–
b) Trade receivables	**31 March 2026**	**–**	**–**	**–**	**–**
	31 March 2025	–	–	–	–

Notes:

a) All the outstanding balances, whether receivables or payables are unsecured.

b) Related party transactions were made on terms equivalent to those that prevail in arm's length transactions are made only if such terms can be substantiated.

c) The loans to related parties are not in the nature of repayable on demand or without specifying any terms or period of repayment.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

iii) Details of transactions between Major parties$

₹ in lakhs

Particulars	Year	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Other related parties
Nature of transactions with Related Parties					
a) Reimbursements received from parties					
Lords Freight (India) Private Limited	**31 March 2026**	**–**	**–**	**7.94**	**–**
	31 March 2025	–	–	12.00	–

$ Major parties denote entities accounting for 10% or more of the aggregate for that category of transaction during respective year.

Note: Amount of all the transactions reported above are excluding GST and including unbilled income / accrued expenses, as applicable.

Note No. 33 - Ratios

S. No.	Particulars	Numerator	Denominator	31-Mar-26	31-Mar-25	% variance
1	Current Ratio	Current Assets	Current Liabilities	**0.22**	0.17	29.70%
2	Debt-equity Ratio	Borrowings	Total Equity	**(0.77)**	(1.13)	-31.29%
3	Debt service coverage Ratio	Profit after tax + Depreciation + Interest + Non cash operating expenses + Loss on sale of assets	Interest + outstanding current borrowing and lease liability	**(1.85)**	(0.29)	540.36%
4	Return on equity	Profit After Tax	Average Shareholder's Equity	**53.34%**	80.92%	-34.09%
5	Inventory Turnover Ratio	Cost of material consumed	Average Inventory	**–**	–	–
6	Trade receivables turnover ratio	Net Credit Sales	Average Trade Receivables and Accrued Sales	**–**	–	–
7	Trade payables turnover ratio	Purchases of Services and Other Expenses	Average Trade payables	**82.76**	85.20	-2.86%
8	Net capital turnover ratio	Revenue from Operations	Average Working Capital	**(4.49)**	(4.80)	-6.45%
9	Net profit	Net Profit after tax	Revenue from Operations	**-10.89%**	-14.34%	-24.11%
10	Return on capital employed	Profit before interest and tax (excluding interest on leases)	Average (Total Equity + Total Debt)	**-480.66%**	-2018.97%	-76.19%
11	Return on investment	NA	NA	**NA**	NA	NA

Explanation for change in the ratios by more than 25%:

(i) Current Ratio : Current Ratio has improved from 0.17 times in previous year to 0.22 times in current year due to reduction in outstanding borrowings on account of repayments during the year by infusing capital by holding company.

(ii) Debt-equity Ratio : Debt-equity Ratio has improved by infusing capital and repaying borrowings.

(iii) Debt service coverage Ratio : Interest, debt and loses reduced in current FY due to majorly capital infusion

(iv) Return on Equity : Return on Equity has actually improved due to lesser loses.

(v) Return on capital employed : Return on Capital employed has improved due to lesser losses

Note No. 34 - Additional Regulatory Information

i) No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries") with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any parties (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

ii) Outstanding Balance with struck off companies :

₹ in lakhs

Name of the Struck off Company	Nature of transaction	Relationship with the struck off company	Balance as on 31 March 2026
Nil			–

₹ in lakhs

Name of the Struck off Company	Nature of transaction	Relationship with the struck off company	Balance as on 31 March 2025
Nil			–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

iii) The Company did not have any charges or satisfaction which were yet to be registered with ROC beyond the statutory period.

iv) The Company did not have any transaction which had not been recorded in the books of account that had been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

v) Information with regards to other matters specified in schedule III to Act, is either nil or not applicable to the Company for the financial year ended March 31, 2026.

vi) The Company is not having any Benami property as defined under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

Note No. 35

Previous year numbers have been regrouped wherever necessary.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No: 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656
Place : Mumbai
Date : 16th April 2026

For and on behalf of the Board of Directors
V-Link Freight Services Private Limited

Hemant Sikka
Director
DIN: 00922281
Place : Mumbai
Date : 16th April 2026

Isha Dalal
Director
DIN: 09247780
Place : Mumbai
Date : 16th April 2026

INDEPENDENT AUDITORS' REPORT

To the Members of Zipzap Logistics Private Limited

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Zipzap Logistics Private Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and notes to the financial statements, including a summary of material accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013, as amended ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon. This other information is expected to be made available to us after the date of this auditors' report.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements, or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

When we read the above information, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance as required under SA 720 'The Auditor's responsibilities Relating to Other Information.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.

- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.

   (g) In our opinion, the managerial remuneration for the year ended March 31, 2026 has been paid / provided by the Company to its directors in accordance with the provisions of Section 197 read with Schedule V to the Act.

   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

      (i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements. Refer Note 27 to the financial statements;

      (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

      (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clauses (a) and (b) above contain any material misstatement;

(v) The Company has not declared/paid/declared and paid any dividend during the year; and

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656DGJWEL6621

Place: Mumbai
Date: April 16, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

1. (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment.

   (B) According to the information and explanations given to us, the Company does not have any intangible assets. Hence, the provisions of Clause 1 (a) (B) are not applicable to the Company.

   (b) The Company has a regular programme of physical verification of its property, plant and equipment and investment properties by which the property, plant and equipment are verified by the management according to a phased programme designed to cover all the items over a period of three years. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment. In accordance with the programme, the Company has physically verified certain property, plant and equipment during the year and no material discrepancies were noticed on such verification.

   (c) The Company does not hold any immovable property and hence reporting under Clause 3(i)(c) of the Order is not applicable to the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (as ammended) and rules made thereunder.

2. (a) The Company is in the business of rendering services and consequently, does not hold any inventory.

   Accordingly, the reporting under Clause 3(ii) (a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has been sanctioned working capital limits in excess of Rs. 5 crores, in aggregate, from bank on the basis of security of current assets. The Company has filed quarterly returns or statements with such banks, which are in agreement with the unaudited books of account. Further, the Company is yet to submit the returns/statements for the quarter ended March 31, 2026 to the bank and hence reporting under clause 3(ii)(b) of the Order to the extent it relates to the last quarter of the financial year is not applicable.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of undisputed statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) According to the information and explanations given to us, the Company does not have any term loans. Accordingly, the reporting under Clause 3(ix) (c) of the Order is not applicable to the Company.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

   (e) The Company does not have any subsidiaries, joint ventures or associates. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistleblower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(x\vi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

    (d) Based on the information and explanations given to us, we report that the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016) has five Core Investment Companies

17. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses during the current and previous financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656DGJWEL6621

Place: Mumbai
Date: April 16, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Zipzap Logistics Private Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No. 104656
UDIN: 26104656DGJWEL6621

Place: Mumbai
Date: April 16, 2026

BALANCE SHEET AS AT 31 MARCH 2026

₹ in Crores

Particulars	Note No.	As at 31 March 2026	As at 31 March 2025
ASSETS			
I Non-Current Assets			
(a) Property, Plant and Equipment	3	**3.09**	3.45
(b) Financial Assets			
(i) Other Financial Assets	4	**0.13**	–
(c) Deferred Tax Assets (Net)	5	**0.56**	0.56
(d) Income Tax Assets (Net)	6	**6.34**	3.50
Total Non-Current Assets		**10.12**	7.51
II Current Assets			
(a) Financial Assets			
(i) Trade Receivables	8	**8.31**	4.70
(ii) Cash and Cash Equivalents	9	**11.83**	0.21
(iii) Bank Balances other than (iii) above	9	**2.50**	10.83
(iv) Other Financial Assets	4	**17.48**	21.53
(b) Other Current Assets	7	**1.40**	0.51
Total Current Assets		**41.52**	37.78
Total Assets		**51.64**	45.29
Equity And Liabilities			
Equity			
(a) Equity Share Capital	10	**0.64**	0.64
(b) Other Equity	11	**33.84**	28.80
Total Equity		**34.48**	29.44
Liabilities			
I Non-Current Liabilities			
(a) Provisions	14	**0.70**	0.48
Total Non-Current Liabilities		**0.70**	0.48
II Current Liabilities			
(a) Financial Liabilities			
(i) Borrowings	12	**0.00**	0.00
(ii) Trade Payables			
a) Due to Micro and Small Enterprises	16	**1.76**	0.39
b) Other than Micro and Small Enterprises	16	**13.29**	12.84
(iii) Other Financial Liabilities	13	**0.28**	0.17
(b) Provisions	14	**0.84**	0.69
(c) Current Tax Liabilities (Net)	6	**–**	0.09
(d) Other Current Liabilities	15	**0.29**	1.18
Total Current Liabilities		**16.46**	15.36
Total Equity And Liabilities		**51.64**	45.29

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place: Mumbai
Date: 16th April 2026

For and on behalf of the Board of Directors
Zipzap Logistics Private Limited

Ankit Mandhania
Non-Executive Director
DIN: 08343799

Place: Mumbai
Date: 16th April 2026

Isha Dalal
Non-Executive Director
DIN: 09247780

Place: Mumbai
Date: 16th April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31 MARCH 2026

₹ in Crores

	Particulars	Note No.	Year Ended 31 March, 2026	Year Ended 31 March, 2025
I	Revenue from operations	17	**219.71**	172.97
II	Other Income	18	**0.28**	0.36
III	**Total Income (I + II)**		**219.99**	173.33
IV	**EXPENSES**			
	(a) Operating Expenses	19	**202.12**	159.36
	(b) Employee benefits expense	20	**7.74**	8.08
	(c) Finance costs	21	**0.06**	0.09
	(d) Depreciation and amortisation expense	22	**1.25**	1.10
	(e) Other expenses	23	**3.79**	3.83
	Total Expenses		**214.96**	172.46
V	**Profit/(loss) before exceptional items and tax (III-IV)**		**5.03**	0.87
VI	**Exceptional items**	24	**(0.12)**	–
VII	**Profit/(loss) before tax (V+ VI)**		**4.91**	0.87
VIII	**Tax Expense**			
	(a) Current Tax	25	**–**	0.09
	(b) Deferred Tax	25	**–**	–
	Total Tax Expense		**–**	0.09
IX	**Profit/(loss) for the year (VII - VIII)**		**4.91**	0.78
X	**Other comprehensive income**			
	Items that will not be reclassified to profit or loss			
	(a) Remeasurements of the defined benefit plans		**0.13**	(0.22)
	(b) Income tax relating to items that will not be reclassified to profit or loss		**–**	–
	Total Other comprehensive income		**0.13**	(0.22)
XI	**Total comprehensive income for the year (IX + X)**		**5.03**	0.57
XII	**Earnings per equity share (face value ₹ 1/- per share)**			
	(a) Basic (in ₹)	26	**471.89**	75.45
	(b) Diluted (in ₹)	26	**293.52**	46.93

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place: Mumbai
Date: 16th April 2026

For and on behalf of the Board of Directors
Zipzap Logistics Private Limited

Ankit Mandhania
Non-Executive Director
DIN: 08343799

Place: Mumbai
Date: 16th April 2026

Isha Dalal
Non-Executive Director
DIN: 09247780

Place: Mumbai
Date: 16th April 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

₹ in Crores

Particulars		Year Ended 31 March, 2026	Year Ended 31 March, 2025
A	**CASH FLOWS FROM OPERATING ACTIVITIES:**		
	Profit before tax	**4.91**	0.87
	Adjustments for:		
	Loss on disposal of property, plant and equipment	**0.03**	(0.01)
	Expected credit loss recognised on trade receivables/advances	**0.12**	0.05
	Depreciation and amortisation expense	**1.25**	1.10
	Finance Charges	**0.06**	0.09
	Interest income	**(0.28)**	(0.28)
	Exceptional items due to Labour code	**0.12**	–
		1.30	0.95
	Operating profit before working capital changes	**6.20**	1.83
	Changes in:		
	Trade and other receivables	**(0.58)**	(4.26)
	Trade and other payables and provisions	**1.41**	3.91
	Cash generated from operations	**7.03**	1.47
	Income taxes paid (Net)	**(2.93)**	(2.12)
	Net cash flow (used in) / from operating activities	**4.10**	(0.65)
B	**CASH FLOWS FROM INVESTING ACTIVITIES:**		
	Bank Deposits Matured/(Placed)	**8.20**	0.74
	Interest income	**0.29**	0.28
	Payment to acquire property, plant and equipment & intangible assets including CWIP	**(0.91)**	(1.76)
	Proceeds from disposal of property, plant and equipment	**(0.00)**	0.08
	Net cash flow (used in) / from investing activities	**7.58**	(0.67)
C	**CASH FLOWS FROM FINANCING ACTIVITIES:**		
	Proceeds/ repayment of short term borrowings (Net)	**0.00**	(0.01)
	Interest paid	**(0.06)**	(0.09)
	Other Equity	**0.00**	(0.00)
	Net cash flow (used in) / from financing activities	**(0.06)**	(0.09)
	Net decrease in cash and cash equivalents (A + B + C)	**11.62**	(1.41)
	Cash and cash equivalents at the beginning of the year	**0.21**	1.63
	Cash and cash equivalents at the end of the year	**11.83**	0.21
	Components of cash and cash equivalents		
	Cash on hand	**–**	–
	With Banks - in Current account / Balance in Cash Credit Accounts / Bank deposits with original maturity of less than 3 months at inception / Checks or draft on hand	**11.83**	0.21
		11.83	0.21

Note:

1 The above Cash Flow Statement has been prepared under the Indirect Method set out in IND AS 7 - Statement of Cash flows.

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place: Mumbai
Date: 16th April 2026

For and on behalf of the Board of Directors
Zipzap Logistics Private Limited

Ankit Mandhania
Non-Executive Director
DIN: 08343799

Place: Mumbai
Date: 16th April 2026

Isha Dalal
Non-Executive Director
DIN: 09247780

Place: Mumbai
Date: 16th April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(A) Equity Share Capital

₹ in Crores

Particulars	Number of Shares	Equity share capital
Balance as at 1 April, 2024	103,994	0.01
Changes in Equity Share Capital due to prior period errors	–	–
Restated balance at the beginning of the current reporting period	103,994	0.01
Changes in equity share capital during the year:		
Exercise of Employee Stock Options	–	–
Fresh Issue during the year	–	–
Other increase in shares	–	–
Other decrease in shares	–	–
Balance as at 31 March 2025	103,994	0.01
Balance as at 1 April, 2025	103,994	0.01
Changes in Equity Share Capital due to prior period errors	–	–
Restated balance at the beginning of the current reporting period	1,03,994	0.01
Changes in equity share capital during the year:	–	–
Exercise of Employee Stock Options	–	–
Fresh Issue during the year	–	–
Other increase in shares	–	–
Other decrease in shares	–	–
Balance as at 31 March 2026	103,994	0.01

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MARCH 2026

(B) Other Equity

₹ in Crores

Particulars	Reserves & Surplus			Total
	Securities premium	Equity-settled employee benefits reserve	Retained earnings	
Balance as at 1st April, 2024	41.67	0.03	(13.46)	28.23
Changes in Equity Share Capital due to prior period errors	–	–	–	–
Restated balance at the beginning of the current reporting period	41.67	0.03	(13.46)	28.23
– Share based payment to employees	–	–	–	–
– Exercise of Employee stock options	–	–	–	–
– On Business combination	–	–	–	–
– Dividend paid on Equity Shares	–	–	–	–
Total Comprehensive income for the year				
– Profit for the year	–	–	0.78	0.78
– Actuarial loss transferred to retained earnings	–	–	(0.22)	(0.22)
Balance as at 31st March 2025	41.67	0.03	(12.90)	28.80
Balance as at 1st April 2025	41.67	0.03	(12.90)	28.80
Changes in Equity Share Capital due to prior period errors	–	–	–	–
Restated balance at the beginning of the current reporting period	41.67	0.03	(12.90)	28.80
– Share based payment to employees	–	–	–	–
– Exercise of Employee stock options	–	–	–	–
– On Business combination	–	–	–	–
– Dividend paid on Equity Shares	–	–	–	–
Total Comprehensive income for the year				
– Profit for the year	–	–	4.91	4.91
– Actuarial gain transferred to retained earnings	–	–	0.13	0.13
Balance as at 31st March 2026	**41.67**	**0.03**	**(7.86)**	**33.84**

The accompanying notes are an integral part of the Financial Statements.

In terms of our report attached.
For B. K. Khare and Co.
Chartered Accountants
Firm Registration No: 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place: Mumbai
Date: 16th April 2026

For and on behalf of the Board of Directors
Zipzap Logistics Private Limited

Ankit Mandhania
Non-Executive Director
DIN: 08343799

Place: Mumbai
Date: 16th April 2026

Isha Dalal
Non-Executive Director
DIN: 09247780

Place: Mumbai
Date: 16th April 2026

NOTES TO THE STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 1

Corporate information

Zipzap Logistics Private Limited is incorporated in India on 27th July 2018 under Companies Act,2013 engaged in carry on the businesses of provider of transportation logistics services to any person, firm, company, body corporate or association of persons in India or abroad in relation to transport of persons and goods, of all kind and description, including but not limited to planning, design, documentation management and co-ordination in relation to transportation, physical transport by all means of transportation by land, sea, inland waterways, air and multimodal transport, etc. The Company is a deemed public company head quartered in Hyderabad, India.

Note No. 2

Material Accounting Policies:

2.1 Statement of compliance

The financial statements have been prepared in accordance with the provisions of Companies Act, 2013 and the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016, specified under Section 133 of the Act. The financial statements are separate financial statements.

2.2 Basis of Accounting

The financial statements have been prepared in accordance with the provisions of Companies Act, 2013 and the Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016, specified under Section 133 of the Act. The financial statements are separate financial statements.

2.3 Basis of preparation of financial Statements:

The financial statements have been prepared on accrual basis and the historical cost basis as a going concern except for certain financial instruments that are measured at fair values or at amortized cost, wherever applicable, at the end of each reporting period, as explained in the accounting policies below.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Company takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in this financial statement is determined on such basis, except for share-based payment transactions that are within the scope of Ind AS 102, leasing transactions that are within the scope of Ind AS 116, and measurements that have some similarities to fair value but are not fair value, such as net realizable value in Ind AS 2 or value in use in Ind AS 36.

In addition, for financial reporting purposes, fair value measurements are categorized into Level 1, 2, or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The financial statements are prepared in Indian Rupee (INR) and denominated in crores. The principal accounting policies are set out below.

2.4 Non-current assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the asset is available for immediate sale in its present condition subject only to terms that are usual and customary for sales of such asset and its sale is highly probable. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets classified as held for sale are measured at the lower of their carrying amount and fair value less costs to sell.

2.5 Revenue Recognition:

a) Revenue from Services:

Incomes from logistics services rendered are recognised on the completion of the services as per the terms of contract. Revenue is measured by the charges made to customers or clients for the services rendered to them as per terms & conditions of contract and by the charges and rewards arising from the use of resources by them.

b) Dividend income:

Dividend income from investments is recognized when the right to receive payment has been established (provided that it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably).

c) Interest income:

Interest income from a financial asset is recognized when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.6 Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether:

- the contract involves the use of an identified asset – this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the lessor has a substantive substitution right, then the asset is not identified
- the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Company as a lessee has the right to direct the use of the asset. The Company has this right when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Company has the right to direct the use of the asset if either:

a) the Company as a lessee has the right to operate the asset; or

b) the Company as a lessee designed the asset in a way that predetermines how and for what purpose it will be used.

This policy is applied to contracts entered into, or modified, on or after 1st April, 2019.

As a lessee

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and

NOTES TO THE STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use assets are subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain re-measurements of the lease liability.

The lease liability is initially measured at amortised cost at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, using the incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;

  The amount expected to be payable by the lessee under residual value guarantees; The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

  The lease liability is presented as a separate line in the balance sheet.

  The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

  It is re-measured whenever :
- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).

A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease, by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

As a lessor

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

The Company recognises lease payments received under operating leases as income on a straight- line basis over the lease term as part of 'other income'.

2.7 Borrowing Costs:

Borrowing Costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use or sale. All other borrowing costs are charged to revenue in the year of incurrence

2.8 Employee Benefits:

Short term Employee Benefits:

Retirement benefit costs and termination benefits

i. Defined Contribution Plan :

Company's contributions paid/payable during the year to the Superannuation Fund, ESIC, Provident Fund and Labour Welfare Fund are recognized in the Statement of Profit and Loss.

ii. Defined Benefits Plan:

For defined retirement benefit plans, the cost of providing benefits is determined using the projected unit credit method, with actuarial valuations being carried out at the end of each annual reporting period. Remeasurement, comprising actuarial gains and losses, the effect of the changes to the asset ceiling (if applicable) and the return on plan assets (excluding net interest), is reflected immediately in the balance sheet with a charge or credit recognized in other comprehensive income in the period in which they occur. Remeasurement recognized in other comprehensive income is reflected immediately in retained earnings and is not reclassified to profit or loss. Past service cost is recognized in profit or loss in the period of a plan amendment. Net interest is calculated by applying the discount rate at the beginning of the period to the net defined benefit liability or asset. Defined benefit costs are categorized as follows:

a. service cost (including current service cost, past service cost, as well as gains and losses on curtailments and settlements);

b. net interest expense or income; and

c. re measurement

The Company presents the first two components of defined benefit costs in profit or loss in the line item 'Employee benefits expense'. Curtailment gains and losses are accounted for as past service costs.

The retirement benefit obligation recognized in the balance sheet represents the actual deficit or surplus in the Company's defined benefit plans. Any surplus resulting from this calculation is limited to the present value of any economic benefits available in the form of refunds from the plans or reductions in future contributions to the plans.

Short-term and other long-term employee benefits

A liability is recognized for benefits accruing to employees in respect of wages and salaries.

Liabilities recognized in respect of short-term employee benefits are measured at the undiscounted amount of the benefits expected to be paid in exchange for the related service. Liabilities recognized in respect of other long-term employee benefits are measured at the present value of the estimated future cash outflows expected to be made by the Company in respect of services provided by employees up to the reporting date.

2.9 Share-based payment arrangements

Equity-settled share-based payments to employees and others are measured at the fair value of the equity instruments at the grant date.

NOTES TO THE STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

2.10 Taxation:

Income tax expense represents the sum of the tax currently payable and deferred tax.

a. Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

b. Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are generally recognized for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognized if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognized for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognized to the extent that it is probable that there will be sufficient taxable profits against which to utilize the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

c. Current and deferred tax for the year

Current and deferred tax are recognized in profit or loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognized in other comprehensive income or directly in equity respectively.

2.11 Property, Plant & Equipment:

All items of property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, if any. Cost of acquisition is inclusive of purchase price, levies and any directly attributable cost of bringing the assets to its working condition for the intended use. Subsequent costs are included in the assets carrying amount or recognized as separate asset, as appropriate, only when it is probable that the future economic benefits associated with the item will flow to the company and cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to Statement of profit and loss during the reporting period in which they are incurred. Depreciation on tangible assets is charged by the Straight Line Method (SLM) in accordance with the useful lives specified in Part – C of Schedule II of the Companies Act, 2013 on a pro-rata basis in case of :

i. Certain items of Plant & Machinery individually costing more than Rs. 5,000 - over their useful lives ranging from 2 years to 10 years as estimated by the company and also based on the contractual arrangements wherever applicable.

ii. Certain items of Plant & Machinery individually costing less than Rs. 5,000 shall be depreciated over a period of 1 year.

The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in profit or loss.

2.12 Intangible assets

12.1. Intangible assets acquired separately

The useful lives of intangible assets are assessed as either finite or infinite. Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortization and accumulated impairment losses. Amortization is recognized on a straight-line basis over their estimated useful lives.

The estimated useful life and amortization method are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

12.2. Useful lives of intangible assets

The expenditure incurred is amortized over three financial years equally commencing from the year in which the expenditure is incurred.

2.13 Provisions, Contingent Liabilities & Contingent assets

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent liabilities are disclosed when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount cannot be made.

A contingent asset is disclosed where an inflow of economic benefits is probable.

2.14 Financial instruments

Financial assets and financial liabilities are recognized when a company becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to

NOTES TO THE STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognized immediately in profit or loss.

2.15 Financial assets

All regular way purchases or sales of financial assets are recognized and derecognized on a settlement date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognized financial assets are subsequently measured in their entirety at either amortized cost or fair value, depending on the classification of the financial assets.

a. Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortized cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

i. the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and

ii. the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For the impairment policy on financial assets measured at amortized cost. Refer note 12.3 below Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

i. the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and

ii. the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognized in profit or loss for FVTOCI debt instruments.

All other financial assets are subsequently measured at fair value.

b. Effective interest method

The effective interest method is a method of calculating the amortized cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognized on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognized in profit or loss and is included in the “Other income” line item.

c. Impairment of financial assets

The Company applies the expected credit loss model for recognizing impairment loss on financial assets measured at amortized cost, trade receivables, other contractual rights to receive cash or other financial asset, and financial guarantees not designated as at FVTPL.

Expected credit losses are the weighted average of credit losses with the respective risks of default occurring as the weights. Credit loss is the difference between all contractual cash flows that are due to the Company in accordance with the contract and all the cash flows that the Company expects to receive (i.e. all cash shortfalls), discounted at the original effective interest rate (or credit-adjusted effective interest rate for purchased or originated credit-impaired financial assets).

The Company measures the loss allowance for a financial instrument at an amount equal to the lifetime expected credit losses if the credit risk on that financial instrument has increased significantly since initial recognition.

When making the assessment of whether there has been a significant increase in credit risk since initial recognition, the Company uses the change in the risk of a default occurring over the expected life of the financial instrument instead of the change in the amount of expected credit losses. To make that assessment, the Company compares the risk of a default occurring on the financial instrument as at the reporting date with the risk of a default occurring on the financial instrument as at the date of initial recognition and considers reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition.

For trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115, the Company always measures the loss allowance at an amount equal to lifetime expected credit losses.

Further, for the purpose of measuring lifetime expected credit loss allowance for trade receivables, the Company has used a practical expedient as permitted under Ind AS 109. This expected credit loss allowance is computed based on a provision matrix which takes into account historical credit loss experience and adjusted for forward-looking information.

d. Derecognition of financial assets

The Company derecognizes a financial asset when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another party. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and also recognizes a collateralized borrowing for the proceeds received.

On derecognition of a financial asset in its entirety, the difference between the asset’s carrying amount and the sum of the consideration received and receivable and the cumulative gain or loss that had been recognized in other comprehensive income and accumulated in equity is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset.

On derecognition of a financial asset other than in its entirety (e.g. when the Company retains an option to repurchase part of a transferred asset), the Company allocates the previous carrying amount of the financial asset between the part it continues to recognize under continuing involvement, and the part it no longer recognizes on the basis of the relative fair values of those parts on the date of the transfer. The difference between the carrying amount allocated to the part that is no longer recognized and the sum of the consideration received for the part no longer recognized and any cumulative gain or loss allocated to it that had been recognized in other comprehensive income is recognized in profit or loss if such gain or loss would have otherwise been recognized in profit or loss on disposal of that financial asset. A cumulative gain or loss that had been recognized in other comprehensive income is allocated between the part that continues to be recognized and the part that is no longer recognized on the basis of the relative fair values of those parts.

e. Derivative financial instruments classified as fair value through profit or loss:

The Company believes that these derivatives constitute hedges from an economic perspective, they may not qualify for hedge accounting under Ind AS 109, Financial Instruments. Any derivative that is either not designated as hedge or is so designated but is ineffective as per Ind AS 109, is categorized as a financial asset or financial liability, at fair value through profit or loss. Derivatives not designated as hedges

NOTES TO THE STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

are recognized initially at fair value and attributable transaction costs are recognized in the profit or loss when incurred. Subsequent to initial recognition, these derivatives are measured at fair value through profit or loss and the resulting exchange gains or losses are included in other income. Assets / liabilities in this category are presented as current assets / current liabilities if they are either held for trading or are expected to be realized within 12 months after the balance sheet date.

2.16 Financial liabilities and equity instruments

a. Classification as debt or equity

Debt and equity instruments issued by a company are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

b. Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by a company entity are recognized at the proceeds received, net of direct issue costs.

Repurchase of the Company's own equity instruments is recognized and deducted directly in equity. No gain or loss is recognized in profit or loss on the purchase, sale, issue or cancellation of the Company's own equity instruments.

c. Financial liabilities

All financial liabilities are subsequently measured at amortized cost or at FVTPL.

1. Financial liabilities at FVTPL

Financial liabilities are classified as at FVTPL when the financial liability is either contingent consideration recognized by the Company as an acquirer in a business combination to which Ind AS 103 applies or is held for trading or it is designated as at FVTPL.

A financial liability is classified as held for trading if:

i. it has been incurred principally for the purpose of repurchasing it in the near term; or

ii. on initial recognition it is part of a portfolio of identified financial instruments that the Group manages together and has a recent actual pattern of short-term profit-taking; or

iii. it is a derivative that is not designated and effective as a hedging instrument.

A financial liability other than a financial liability held for trading or contingent consideration recognized by the Group as an acquirer in a business combination to which Ind AS 103 applies, may be designated as at FVTPL upon initial recognition if:

i. such designation eliminates or significantly reduces a measurement or recognition inconsistency that would otherwise arise;

ii. the financial liability forms part of a group of financial assets or financial liabilities or both, which is managed and its performance is evaluated on a fair value basis, in accordance with the Group's documented risk management or investment strategy, and information about the grouping is provided internally on that basis; or

iii. it forms part of a contract containing one or more embedded derivatives, and Ind AS 109 permits the entire combined contract to be designated as at FVTPL in accordance with Ind AS 109.

2. Financial liabilities subsequently measured at amortized cost

Financial liabilities that are not held-for-trading and are not designated as at FVTPL are measured at amortized cost at the end of subsequent accounting periods. The carrying amounts of financial liabilities that are subsequently measured at amortized cost are determined based on the effective interest method. Interest expense that is not capitalized as part of costs of an asset is included in the 'Finance costs' line item.

The effective interest method is a method of calculating the amortized cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability, or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

2.17 Earnings per Share

a. Basic Earnings per Share:

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity share holders by the weighted average number of equity shares outstanding during the year.

b. Diluted Earnings per share:

The diluted earnings per share has been computed by dividing the Net profit after tax available for Equity shareholders by the weighted average number of equity shares, after giving the effect of the dilutive potential ordinary shares for the respective year.

2.18 Ind AS 116 – Leases:-

Ind AS 116 requires lessees to determine the lease term as the non-cancellable period of a lease adjusted with any option to extend or terminate the lease, if the use of such option is reasonably certain. The Company makes an assessment on the expected lease term on a lease-by lease basis and there by assesses whether it is reasonably certain that any options to extend or terminate the contract will be exercised. In evaluating the lease term, the Company considers factors such as any significant leasehold improvements undertaken over the lease term, costs relating to the termination of the lease and the importance of the underlying asset to operations taking into account the location of the underlying asset and the availability of suitable alternatives. The lease term in future periods is reassessed to ensure that the lease term reflects the current economic circumstances.

2.19 Trade receivables

The Company determines the allowance for credit losses based on historical loss experience adjusted to reflect current and estimated future economic conditions. The Company has considered subsequent recoveries, past trends, credit risk profiles of the customers based on their industry, macroeconomic forecasts and internal and external information available to estimate the probability of default in future.

2.20 Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standard or amendments to the existing standards. There is no such notification which is applicable from April 1, 2024.

2.21 Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. As at the date of authorisation of these financial statements, the Company has not applied the following new amendment to Ind AS that has been issued but is not yet effective:

Amendment to Ind AS 1 Presentation of Financial Statements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

NOTES TO THE STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 3 - Property, Plant and Equipment

As at 31 March 2026

₹ in Crores

Description of Assets	Office Equipment	Furniture & Fixtures	Vehicles	Total	Right of Use Assets (Building)
A. Cost					
Balance as at 1 April 2025	6.30	0.62	0.08	7.00	–
a) Additions	0.87	0.04	–	0.91	–
b) Less: Disposals / adjustments	(0.01)	(0.06)	(0.05)	(0.12)	–
Balance as at 31 March 2026	**7.19**	**0.59**	**0.30**	**7.79**	**–**
B. Accumulated depreciation/amortisation					
Balance as at 1 April 2025	3.39	0.13	0.03	3.55	–
a) Depreciation/amortisation expense for the year	1.18	0.06	0.01	1.25	–
b) Less: Disposals / adjustments	(0.01)	(0.04)	(0.05)	(0.10)	–
Balance as at 31 March 2026	**4.59**	**0.14**	**0.26**	**4.70**	**–**
C. Net carrying amount as at 31 March 2026 (A-B)	**2.60**	**0.45**	**0.04**	**3.09**	**–**

As at 31 March 2025

Description of Assets	Office Equipment	Furniture & Fixtures	Vehicles	Total	Right of Use Assets (Building)
A. Cost					
Balance as at 1 April 2024	5.99	0.25	0.39	6.63	**0.32**
a) Additions	1.41	0.36	–	1.76	**–**
b) Less: Disposals / adjustments	(1.07)	(0.00)	(0.04)	(1.10)	**(0.32)**
Balance as at 31 March 2025	**6.33**	**0.61**	**0.35**	**7.29**	**–**
B. Accumulated depreciation/amortisation					**–**
Balance as at 1 April 2024	3.39	0.07	0.31	3.77	**0.32**
a) Depreciation/amortisation expense for the year	1.03	0.04	0.02	1.10	**–**
b) Less: Disposals / adjustments	(1.01)	–	(0.02)	(1.04)	**(0.32)**
Balance as at 31 March 2025	**3.42**	**0.12**	**0.30**	**3.84**	**–**
C. Net carrying amount as at 31 March 2025 (A-B)	**2.91**	**0.49**	**0.05**	**3.45**	**–**

Note:

The Company has not revalued its property, plant and equipment (including right of use assets) during the current or previous year.

NOTES TO THE STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 4 - Other Financial Assets

₹ in Crores

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Financial assets at amortised cost - considered good				
a) Security Deposits				
i. Secured	**–**	**–**	–	–
ii. Unsecured, considered good	**3.04**	**–**	3.92	–
iii. Doubtful	**–**	**–**	–	–
iv. Significant Increase in Credit Risk	**–**	**–**	–	–
Less: Allowance for Losses	**–**	**–**	–	–
Total	**3.04**	**–**	3.92	–
b) Bank Deposit *				
Under lien for more than 12 months of original maturity	**–**	**0.13**	–	–
Other term deposits with banks	**–**	**–**	–	–
Total	**–**	**0.13**	–	–
c) Other items				
i. Interest Accrued	**–**	**–**	–	–
ii. Accrued Sales	**14.44**	**–**	17.61	–
Less: Allowance for Losses	**–**	**–**	–	–
Total	**14.44**	**–**	17.61	–
Total (a+b+c)	**17.48**	**0.13**	21.53	–

* Deposits under lien with bank are FD backed BGs given to customers in the ordinary course of business

Accrued Sales ageing from transaction date:

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March, 2025
less than 6 Months	**14.44**	17.61
6 Months to 1 year	**–**	–
1 to 2 Year	**–**	–
2 to 3 Years	**–**	–
More than 3 Years	**–**	–
	14.44	17.61
Less: Allowance for Losses	**–**	–
Total	**14.44**	17.61

NOTES TO THE STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 5 - Deferred Tax Assets (Net)

Movement in deferred tax balances

Year ended 31 March 2026

₹ in Crores

Particulars		Opening Balance	Recognised in profit and Loss	Recognised in OCI	Closing Balance
A	**Tax effect of items constituting deferred tax assets**				
	a) Income tax Loss	0.56	–	–	0.56
	Total	**0.56**	**–**	**–**	**0.56**
	Net Tax Asset/(Liabilities)	**0.56**	**–**	**–**	**0.56**

Year ended 31 March 2025

₹ in Crores

Particulars		Opening Balance	Recognised in profit and Loss	Recognised in OCI	Closing Balance
A	**Tax effect of items constituting deferred tax assets**				
	a) Income tax Loss	0.56	–	–	0.56
	Total	**0.56**	**–**	**–**	**0.56**
	Net Tax Asset/(Liabilities)	**0.56**	**–**	**–**	**0.56**

Note No. 6 - Income Tax Assets

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
Non Current Income Tax Assets (Net)		
Advance Income Tax/TDS Receivable (Net)	**6.34**	3.50
Total	**6.34**	3.50
Current Tax Liabilities (net)		
Current Tax Liabilities (net)	**–**	0.09
Total	**–**	0.09

Note No. 7 - Other assets

₹ in Crores

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	Non-Current	Current	Non-Current
I Capital advances				
a) Considered Good	**–**	**–**	–	–
b) Considered Doubtful	**–**	**–**	–	–
Less: Allowances for credit losses	**–**	**–**	–	–
Total (A)	**–**	**–**	–	–
II Advances other than capital advances				
a) Balances with government authorities (other than income taxes)	**0.91**	**–**	–	–
b) Prepaid Expenses	**0.40**	**–**	0.38	–
c) Advances to employees (refer note below)	**0.10**	**–**	0.14	–
TOTAL (B)	**1.40**	**–**	0.51	–
TOTAL (A+B)	**1.40**	**–**	0.51	–
Less: Allowances for credit losses	**–**	**–**	–	–
Total (C)	**–**	**–**	–	–
Total (A+B+C)	**1.40**	**–**	0.51	–

Note:

Advances given to employees are as per Company's policy and are not required to be disclosed u/s 186(4) of Companies Act 2013.

NOTES TO THE STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 8 - Trade receivables

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March, 2025
	Current	Current
a) Trade Receivables considered good - Secured	**–**	–
b) Trade Receivables considered good - Unsecured	**8.31**	4.70
c) Trade Receivable which have significant increase in credit risk	**–**	–
d) Undisputed Trade Receivable - Credit Impaired	**0.23**	0.14
e) Disputed Trade Receivable - Credit Impaired	**–**	–
	8.54	4.84
Less: Allowance for Credit Losses	**(0.23)**	(0.14)
TOTAL	**8.31**	4.70

Trade Receivable ageing as at 31 March 2026

₹ in Crores

Particulars	Outstanding for following period from due date of payment						
	Not Due	**less than 6 Months**	**6 Months to 1 year**	**1 to 2 Year**	**2 to 3 Years**	**More than 3 Years**	**Total**
a) Undisputed Trade Receivable - Considered Good	7.77	0.46	0.07	–	–	–	8.31
b) Undisputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	–
c) Undisputed Trade Receivable - Credit Impaired	–	–	0.15	–	0.07	–	0.23
d) Disputed Trade Receivable - Considered Good	–	–	–	–	–	–	–
e) Disputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	–
f) Disputed Trade Receivable - Credit Impaired	–	–	–	–	–	–	–
Total Trade Receivables							**8.54**
Less: Allowance for Expected Credit Losses							(0.23)
Total							**8.31**

Trade Receivable ageing as at 31 March 2025

₹ in Crores

Particulars	Outstanding for following period from due date of payment						
	Not Due	**less than 6 Months**	**6 Months to 1 year**	**1 to 2 Year**	**2 to 3 Years**	**More than 3 Years**	**Total**
a) Undisputed Trade Receivable - Considered Good	3.33	1.18	0.16	0.01	0.01	–	4.70
b) Undisputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	–
c) Undisputed Trade Receivable - Credit Impaired	–	–	–	0.01	0.06	0.07	0.14
d) Disputed Trade Receivable - Considered Good	–	–	–	–	–	–	–
e) Disputed Trade Receivable - which have significant increase in credit risk	–	–	–	–	–	–	–
f) Disputed Trade Receivable - Credit Impaired	–	–	–	–	–	–	–
Total Trade Receivables							**4.84**
Less: Allowance for Expected Credit Losses							(0.14)
Total							**4.70**

Notes:

i) Refer Note 31 (iii) for disclosures related to credit risk, impairment of trade receivables under expected credit loss model and related disclosures.

ii) The Company applies the simplified approach to provide for expected credit losses prescribed by IND AS 109, which permits the use of the lifetime expected credit loss provision for all trade receivables. The Company has expected credit losses based on a provision matrix which uses historical credit loss experience of the Company.

	Particulars	**As at 31 March 2026**	As at 31 March, 2025
iii)	Trade Receivables hypothecated to Banks against working capital facility.	**8.31**	4.70

NOTES TO THE STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 9 - Cash and Bank balances

₹ in Crores

Particulars		As at 31 March 2026	As at 31 March, 2025
I	**Cash and cash equivalents**		
	a) Balances with banks	**1.13**	0.21
	b) Cheques, drafts on hand	**–**	–
	c) Cash on hand	**–**	–
	d) Bank deposits with original maturity of less than 3 months at inception	**10.70**	–
TOTAL		**11.83**	0.21
II	**Other Bank Balances**		
	Earmarked balances with banks - unpaid dividend accounts	**–**	–
	Fixed Deposits with original maturity greater than 3 months but less than 12 months	**2.50**	10.83
Total		**2.50**	10.83

Note:

i. Deposits under lien with bank amounting to are FD backed BGs given to customers in the ordinary course of business

Note No. 10 - Equity Share Capital

₹ in Crores

Particulars		As at 31 March 2026		As at 31 March, 2025	
		No. of shares	Amount	No. of shares	Amount
I	**Authorised:**				
	Equity Shares of ₹ 1 each with voting rights	**10,00,000**	**0.10**	10,00,000	0.10
	Issue of 0.0001% Compulsorily Convertible Preference of ₹ 100 each ("CCPS")	**4,90,000**	**4.90**	4,90,000	4.90
	Total	**14,90,000**	**5.00**	14,90,000	5.00
II	**Issued, Subscribed and Fully Paid:**				
	Equity shares of ₹ 1 each with voting rights	**1,03,994**	**0.01**	1,03,994	0.01
	Preference Share Capital				
	Issue of 0.0001% Compulsorily Convertible Preference of ₹ 100 each ("CCPS")	**63,200**	**0.63**	63,200	0.63
	Total	**1,67,194**	**0.64**	1,67,194	0.64

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year.

Particulars		Opening Balance	Fresh Issue	Other Changes	Closing Balance
(A)	**Equity Shares with Voting rights**				
	Year Ended 31 March 2026				
	No. of Shares	**1,03,994**	**–**	–	1,03,994
	Amount (₹ in Crores)	**0.01**	**–**	–	0.01
	Year Ended 31 March 2025				
	No. of Shares	**1,03,994**	**–**	–	1,03,994
	Amount (₹ in Crores)	**0.01**	**–**	–	0.01
(B)	**Preference Share capital**				
	Year Ended 31 March 2026				
	No. of Shares	**63,200**	**–**	–	63,200
	Amount (₹ in Crores)	**0.06**	**–**	–	0.06
	Year Ended 31 March 2025				
	No. of Shares	**63,200**	**–**	–	63,200
	Amount (₹ in Crores)	**0.06**	**–**	–	0.06

(ii) Rights, preferences and restrictions attached to equity shares

The Company has only one class of equity shares having a par value of ₹ 1/- per share. Each holder of equity shares is entitled to one vote per share. The dividend proposed by the board of directors and approved by the shareholders in the annual general meeting is paid in Indian rupees. In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

The holders of the Series A CCPS have right to convert whole or part of their holdings into Equity Shares at any time before 19 (nineteen) years from the date of issuance of the same based on specific events as prescried in the Investment Agreement. In any event, CCPS would be compulsory convertible into equity shares post the completion of specified period or any such event whichever earlier.

(iii) Details of shares held by Holding Company / and their Subsidiaries

Particulars	As at 31 March 2026	As at 31 March 2025
Holding Company		
- Mahindra Logistics Limited	**43,972**	43,972

(iv) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2026		As at 31 March, 2025	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
- Mahindra Logistics Limited	**43,972**	**42.28%**	43,972	42.28%
- Ankit Mandhania	**25,208**	**24.24%**	25,208	24.24%

NOTES TO THE STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Class of shares / Name of shareholder	As at 31 March 2026 Number of shares held	As at 31 March 2026 % holding in that class of shares	As at 31 March, 2025 Number of shares held	As at 31 March, 2025 % holding in that class of shares
- Arun Kumar Mendu	**2,400**	**2.31%**	2,400	2.31%
- Arun Venkatramani Rao	**32,414**	**31.17%**	32,414	31.17%
Preference Share Capital				
- Mahindra Logistics Limited	**63,200**	**100.00%**	63,200	100.00%

Note No. 11 - Other Equity

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March, 2025
Securities premium reserve	**41.67**	41.67
Equity-settled employee benefits reserve	**0.03**	0.03
Retained earnings	**(7.86)**	(12.90)
Total	**33.84**	28.80

Movement in Reserves

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March, 2025
(A) Securities Premium Reserve		
Balance as at the beginning of the year	**41.67**	41.67
Add: Additions during the year	**–**	–
Balance as at the end of the year	**41.67**	41.67
(B) Equity-settled Employee benefits reserve		
Balance as at the beginning of the year	**0.03**	0.03
Add: Additions during the year	**–**	–
Less: Deletion during the year	**–**	–
Balance as at the end of the year	**0.03**	0.03
(C) Retained Earnings		
Balance as at the beginning of the year	**(12.89)**	(13.46)
Add: Profit for the year	**4.91**	0.78
Add: Actuarial gain/(loss) for the year	**0.13**	(0.22)
Less: Payment of dividend	**–**	–
Balance as at the end of the year	**(7.86)**	(12.89)

Nature and purpose of other reserves:

Securities Premium Reserve:

Securities premium account is created when shares are issued at premium. The reserve can be utilized in accordance with the provisions of the Companies Act, 2013.

Equity-settled employee benefits reserve:

Equity settled employee benefit reserve represents reserve towards the premium for the equity shares to be issued against the options granted.

Retained Earnings:

Retained earnings represents the accumulated surplus. The reserve can be distributed/utilised by the Company in accordance with the Companies Act, 2013.

Note No. 12 - Borrowings

₹ in Crores

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-Current	As at 31 March 2025 Current	As at 31 March 2025 Non-Current
I Secured Borrowings				
a) Loans repayable on demand				
From Banks*	0.00	–	–	–
Total Unsecured Borrowings	**0.00**	**–**	–	–
Total Borrowings	**0.00**	**–**	–	–

Note:

i) Loans repayable on demand under secured borrowings consist of cash credit taken from ICICI bank at an interest rate ranging between 7% to 9% secured by way of first pari-passu charge on the current assets of the Company.

* Denotes amount less than ₹ 50,000

Note No. 13 - Other Financial Liabilities

₹ in Crores

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-Current	As at 31 March 2025 Current	As at 31 March 2025 Non-Current
a) Security Deposits	**0.11**	**–**	0.13	–
b) Interest Accrued but not due	**–**	**–**	0.00	–
c) Salary / wages payables	**0.17**	**–**	0.04	–
Total	**0.28**	**–**	0.17	–

Note:

There are no amounts due and outstanding to be credited to the Investor Education and Protection Fund.

Note No. 14 - Provisions

₹ in Crores

Particulars	As at 31 March 2026 Current	As at 31 March 2026 Non-Current	As at 31 March 2025 Current	As at 31 March 2025 Non-Current
Provision for employee benefits				
Provision for Compensated absences	**0.03**	**0.17**	–	–
Post Employment Benefit - Gratuity Liability	**0.05**	**0.53**	0.05	0.48
Others	**0.76**	**–**	0.64	–
Total	**0.84**	**0.70**	0.69	0.48

NOTES TO THE STATEMENT FOR THE YEAR ENDED 31 MARCH 2026

Note No. 15 - Other Liabilities
₹ in Crores

Particulars	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non- Current
Statutory dues (other than income taxes)				
a) Taxes Payable	**0.26**	**–**	1.14	–
b) Employee Liabilities	**0.03**	**–**	0.04	–
Total	**0.29**	**–**	1.18	–

Note:
For disclosures related to employee benefits, refer note 28.

Note No. 16 - Trade Payables

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March, 2025
	Current	Current
Total outstanding dues of micro enterprises and small enterprises	**1.76**	0.39
Total outstanding dues other than micro enterprises and small enterprises:		
– Trade payable - Other than Micro and small enterprises (includes Outstanding dues of Medium enterprises)	**13.29**	12.84
Total	**15.05**	13.23

Trade payable Ageing as at 31 March 2026

₹ in Crores

Particulars	Outstanding for following periods from due date of payment					
	Not Due	**Less than 1 year**	**1 to 2 Year**	**2 to 3 Years**	**More than 3 Years**	**Total**
(i) MSME	0.94	0.82	–	–	–	1.76
(ii) Others	11.41	1.87	–	–	**–**	**13.29**
(iii) Disputed Dues - MSME	–	–	–	–	–	–
(iv) Disputed Dues - Others	–	–	–	–	–	**–**
Total	**12.35**	**2.69**	**–**	**–**	**–**	**15.05**

Trade Payable Ageing as at 31 March 2025

₹ in Crores

Particulars	Outstanding for following periods from due date of payment					
	Not Due	**Less than 1 year**	**1 to 2 Year**	**2 to 3 Years**	**More than 3 Years**	**Total**
(i) MSME	–	0.39	–	–	–	0.39
(ii) Others	–	12.84	–	–	**–**	**12.84**
(iii) Disputed Dues - MSME	–	–	–	–	–	–
(iv) Disputed Dues - Others	–	–	–	–	–	**–**
Total	**–**	**13.23**	**–**	**–**	**–**	**13.23**

Notes:
i) Trade Payables are payables in respect of the amount due on account of goods purchased or services availed in the normal course of business.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31 MARCH 2026

ii) Micro, Small & Medium enterprises have been identified by the Company on the basis of the information available with the Company. Total outstanding dues of Micro and Small enterprises, which are outstanding and other disclosures as per the Micro, Small and Medium Enterprises Development Act, 2006 (hereinafter referred to as "the Act") are given below. This has been relied upon by the auditors.

₹ in Crores

Particulars		As at 31 March 2026	As at 31 March, 2025
a)	Dues remaining unpaid		
	– Principal	**1.76**	0.39
	– Interest on the above	**–**	–
b)	Interest paid in terms of section 16 of the Act along with the amount of payment made to the supplier beyond appointed day during the year-		
	– Principal paid beyond the appointed date	**–**	–
	– Interest paid in terms of section 16 of the Act	**–**	–
c)	Amount of interest due and payable for the period of delay on payments made beyond the appointed day during the year	**–**	**–**
d)	Further interest due and payable even in succeeding years, until such date when the interest due as above are actually paid to the small enterprises for the purpose of disallowance as a deductible expenditure under section 23 of the Act	**–**	–
e)	Amount of interest accrued and remaining unpaid at the end of accounting year	**–**	**–**

Note No. 17 - Revenue from Operations

₹ in Crores

Particulars		As at 31 March 2026	As at 31 March, 2025
a)	Revenue from rendering of services	**219.71**	172.97
b)	Other operating revenue (Sale of Traded and Manufactured Goods)	**–**	–
Total		**219.71**	172.97

A. Continent-wise break up of Revenue

Year ended 31 March 2026

₹ in Crores

Country	Revenue from contracts with customers	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
India	**219.71**	**–**	**219.71**	**0.28**	**219.99**
Total	**219.71**	**–**	**219.71**	**0.28**	**219.99**

Year ended 31 March 2025

₹ in Crores

Country	Revenue from contracts with customers	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
India	172.97	–	172.97	0.36	173.33
Total	172.97	–	172.97	0.36	173.33

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31 MARCH 2026

B. Reconciliation of revenue from contract with customer

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Revenue from contract with customer as per the contract price	**219.71**	172.97
Adjustments made to contract price on account of :-		
a) Trade discounts, volume rebates, returns etc.	**–**	–
Revenue from contract with customer as per the Statement of Profit and Loss	**219.71**	172.97

C. Break-up of Provision for Expected Credit Losses recognised in P&L

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Expected Credit loss recognised during the year on trade receivables & Contract Assets	**0.09**	0.03

D Movement of Contract Assets and Contract Liabilities

Movement of Contract Assets

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening Balance	**17.61**	15.13
Additions during the year	**14.44**	17.61
Reclassification Adjustments:		
- Reclass of opening balances of contract assets to trade receivables	**(17.61)**	(15.13)
Closing Balance	**14.44**	17.61

Movement of Contract Liabilities

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Opening Balance	**–**	–
Additions during the year	**–**	–
Reclassification Adjustments:		
- Reclass of opening balances of contract liabilities to revenue	**–**	–
Closing Balance	**–**	–

Note No. 18 - Other Income

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March, 2025
a) Interest Income		
(i) Financial assets carried at amortised cost	**0.28**	0.28
(ii) Other Assets	**–**	0.06
b) Miscellaneous Income		
(i) Profit on disposal of property, plant and equipment	**–**	0.01
(ii) Other non operating income	**–**	0.01
Total	**0.28**	0.36

Note:

1. The Company has not traded or invested in crypto currency during the current or previous year.

Note No. 19 - Operating Expenses

₹ in Crores

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
Freight and Other Related Expenses	**170.98**	139.97
Labour and Other Related Expenses	**19.52**	0.30
Rent	**7.02**	5.99
Warehouse and Other Related Expenses	**0.57**	12.12
Hire and Service Charges	**2.54**	–
Power and Fuel	**0.96**	0.70
Repairs Machinery	**0.54**	0.28
Repairs Building*	**–**	–
Total	**202.12**	159.36

* Denotes amount less than Rs. 50,000

Note No. 20 - Employee Benefits Expense

₹ in Crores

Particulars	Year ended 31 March, 2026	Year ended 31 March, 2025
a) Salaries and wages, including bonus	**6.67**	7.14
b) Contribution to provident and other funds	**0.19**	0.23
c) Gratuity	**0.14**	0.11
d) Share based payment expenses (net of recovery)	**–**	–
e) Staff welfare expenses	**0.74**	0.60
Total	**7.74**	8.08

Note:

i) Salaries and wages includes salaries, wages, bonus, compensated absences and all other amounts payable to employees in respect of services rendered as per their employment terms under a contract of service.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31 MARCH 2026

Note No. 21 - Finance Costs

₹ in Crores

Particulars	Year Ended 31 March, 2026	Year Ended 31 March, 2025
Interest expense on financial instruments designated at amortised cost	**0.06**	0.09
Total	**0.06**	0.09

Note No. 22 - Depreciation and amortisation expense

₹ in Crores

Particulars	Year Ended 31 March, 2026	Year Ended 31 March, 2025
Depreciation on Property, Plant and Equipment	**1.25**	1.10
Total	**1.25**	1.10

Note No. 23 - Other Expenses

₹ in Crores

Particulars		Year Ended 31 March, 2026	Year Ended 31 March, 2025
a)	Rent including lease rentals	**0.30**	0.21
b)	Legal and Other professional costs	**1.05**	0.96
c)	IT Expenses	**0.47**	0.21
d)	Hire and service charges	**0.21**	0.75
e)	Travelling and Conveyance expense	**0.45**	0.53
f)	Bad debts	**0.03**	0.02
	Less: Adjusted against Provision for bad and doubtful debts	**–**	–
g)	Impairment loss on Trade receivables	**0.09**	0.03
h)	Net loss on sale of property, plant and equipments	**0.03**	–
i)	Loss on sale of investment	**–**	–
j)	Repairs and Maintenance:	**0.08**	0.47
	i) Buildings	**–**	–
	ii) Machinery	**0.03**	–
	iii) Others	**0.06**	0.47
k)	Payment to Statutory auditors	**0.05**	0.05
	i) As Auditors	**0.05**	0.05
	ii) For taxation matters	**–**	–
	iii) For Other services	**–**	–
	iv) For Reimbursement of expenses	**0.00**	0.00
l)	Miscellaneous expense	**1.02**	0.60
Total		**3.79**	3.83

Note No. 24 - Exceptional Items

₹ in Crores

Particulars	Year Ended 31 March, 2026	Year Ended 31 March, 2025
Other exceptional item	**0.12**	–
Total	**0.12**	–

On 21 November 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively "new Labour Codes") - consolidating 29 existing labour laws.

In accordance with the new Labour Codes, the company has estimated the incremental impact on retiral benefits to be Rs 0.12 Crores. This has been presented under "Exceptional Items" in the Statement of Profit and Loss.

Note No. 25 - Current and Deferred Tax

(a) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March, 2025
Profit Before tax	4.91	0.87
Applicable Income tax rate *	25.168%	25.168%
Expected Income tax expense	1.24	0.22
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of income exempt from tax / non taxable on compliance of conditions	–	–
Effect of income chargeable at specified tax rates	–	–
Effect of expenses/provisions not deductible in determining taxable profit	–	(0.13)
Reversal of deferred tax asset/liabilities on impairment of investment	–	–
Effect of net additional / (reversal) of provision in respect of prior years	–	–
Effect of current year losses for which no deferred tax asset is recognised	(1.24)	–
Income tax expense recognised In profit or loss	**–**	0.09

Note:

* The tax rate used in reconciliations above is the corporate tax rate of 22% (plus surcharge and cess as applicable) on taxable profits under Income Tax Act, 1961.

(b) Deferred Tax not created in the books and Tax note for the disclosure purpose only

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Tax effect of items constituting deferred tax liabilities		
Difference in property, plant and equipment and intangibles as compared to tax base of respective assets	**–**	–
Other Temporary Differences (please specify)	**–**	–
	–	–
Tax effect of items constituting deferred tax assets		
Difference in property, plant and equipment and intangibles as compared to tax base of respective assets	**–**	–
Provisions (Doubtful debts/Impairment/Advances)	**–**	–
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	**–**	–

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31 MARCH 2026

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Carry forward Tax Loss (Unabsorbed depreciation)		
Unabsorbed depreciation	**–**	–
Unabsorbed business losses	**0.56**	0.56
Provision for contingencies	**–**	–
Others	**–**	–
	0.56	0.56
Net deferred tax Assets/(Liabilities)	**0.56**	0.56
Net deferred tax Assets/(Liabilities) recognised in books	**–**	–

Note No. 25 - Current and Deferred Tax

(a) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March, 2025
Profit Before tax	4.91	0.87
Applicable Income tax rate *	25.168%	25.168%
Expected Income tax expense	1.24	0.22
Tax effect of adjustments to reconcile expected income tax expense to reported income tax expense:		
Effect of income exempt from tax / non taxable on compliance of conditions	–	–
Effect of income chargeable at specified tax rates	–	–
Effect of expenses/provisions not deductible in determining taxable profit	–	(0.13)
Reversal of deferred tax asset/liabilities on impairment of investment	–	–
Effect of net additional / (reversal) of provision in respect of prior years	–	–
Effect of current year losses for which no deferred tax asset is recognised	(1.24)	–
Income tax expense recognised In profit or loss	**–**	0.09

Note:

* The tax rate used in reconciliations above is the corporate tax rate of 22% (plus surcharge and cess as applicable) on taxable profits under Income Tax Act, 1961.

(b) Deferred Tax not created in the books and Tax note for the disclosure purpose only

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Tax effect of items constituting deferred tax liabilities		
Difference in property, plant and equipment and intangibles as compared to tax base of respective assets	**–**	–
Other Temporary Differences (please specify)	**(0.03)**	(0.15)
	(0.03)	(0.15)
Tax effect of items constituting deferred tax assets		
Difference in property, plant and equipment and intangibles as compared to tax base of respective assets	**0.29**	–
Provisions (Doubtful debts/Impairment/Advances)	**0.06**	0.03
Impact of expenditure charged to the statement of profit and loss in the current year but allowed for tax purposes on payment basis	**0.25**	0.20
Carry forward Tax Loss (Unabsorbed depreciation)		
Unabsorbed depreciation	**0.57**	0.61
Unabsorbed business losses	**2.47**	2.47
Provision for contingencies	**–**	–
Others	**0.17**	0.85
Net deferred tax Assets/(Liabilities)	**3.80**	4.15
Net deferred tax Assets/(Liabilities) recognised in books	**0.56**	0.56

The Company has following tax losses/unabsorbed depreciation which arose in India that are available for offsetting against future taxable profits.

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Losses that expire - Carry forward business losses	**9.80**	9.80
Losses that never expire - Unabsorbed depreciation	**2.26**	2.42

The Company has a net deferred tax asset position as at March 2026, however, in terms of Ind AS 12, the company has not recognised the net deferred tax assets considering that the Company has turned considerably profitable this year after posting marginal profit in the previous year, the Company will re-assess the sustainability of profits in the coming periods and start recognizing deferred tax on carried forward losses and unabsorbed depreciation.

Note: Notes to the statement for the year ended 31 March 2026.

Note No. 26 - Earnings Per Share

₹ in Crores

Particulars	Year ended 31 March 2026	Year Ended 31 March 2025
A. Basic Earnings Per Share (in ₹) (face value ₹ 1/- per share)	**471.89**	75.45
B. Diluted Earnings Per Share (in ₹) (face value ₹ 1/- per share)	**293.52**	46.93

Note:

i) Basic and Diluted Earnings Per Share

The earnings and weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows:

₹ in Crores

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Profit / (loss) for the period attributable to Equity shareholders	**4.91**	0.78
Profit / (loss) for the period used in the calculation of basic earnings per share	**4.91**	0.78

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31 MARCH 2026

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
		₹ in Crores
Weighted average number of equity shares outstanding for Basic EPS	**1,03,994**	1,03,994
Weighted average number of equity shares outstanding for diluted EPS	**1,67,194**	1,67,194
Earnings per share from continuing operations - Basic (in ₹)	**471.89**	75.45
Earnings per share from continuing operations - Diluted (in ₹)	**293.52**	46.93

ii) Reconciliation of weighted average number of equity shares

The weighted average number of equity shares for the purpose of diluted earnings per share reconciles to the weighted average number of equity shares used in the calculation of basic earnings per share as follows:

Particulars	Year ended 31 March 2026	Year Ended 31 March 2025
		₹ in Crores
a) Weighted average number of equity shares used in the calculation of Basic EPS	**103,994.00**	103,994.00
b) Add: Dilutive impact of potential equity shares on account of CCPS	**63,200.00**	63,200.00
Weighted average number of equity shares used in the calculation of Diluted EPS	**167,194**	167,194
Earnings per share from continuing operations - Diluted (in ₹)	**293.52**	46.93

Note:

Note No. 27 - Contingent Liabilities and Commitments

Contingent Liabilities

Particulars	Year ended 31 March 2026	Year ended 31 March, 2025
		₹ in Crores
Contingent liabilities (to the extent not provided for)		
Claims against the Company not acknowledged as debt		
a) VAT	**–**	–
b) Service Tax	**–**	–
c) Income Tax	**–**	–
d) GST	**–**	–
e) Corporate Guarantee for Subsidiary	**–**	–
f) Other Matters	**0.82**	0.77

Commitments:

The Company has no capital commitments as at 31 March 2026 (31 March 2025: NIL)

Notes:

i) The Company does not expect any payout in respect of the above contingent liabilities.

ii) Other Matters includes Rs. 0.78 crores of Performance Bank Guarantees given to Customers in the ordinary course of Business.

Note No. 28 - Employee benefits

a) Defined Contribution Plan

The Company's contribution to Provident Fund and other funds aggregating ₹ 0.19 Crores (2025: ₹ 0.23 Crores) has been recognised in the Statement of Profit or Loss under the head Employee Benefits Expense.

b) Defined Benefit Plans:

Gratuity

a) The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting.

b) Through its defined benefit plans the Company is exposed to a number of risks, the most significant of which are detailed below:

(1) Change in bond yields

A decrease in government bond yields will increase plan liabilities.

(2) Inflation risk

Defined benefit obligations are linked to inflation, and higher inflation will lead to higher liabilities (although caps on the level of inflationary increases are in place to protect the plan against extreme inflation).

(3) Life expectancy

The majority of the plan's obligations are to provide benefits for the life of the member, so increases in life expectancy will result in an increase in the plan's liabilities. This is particularly significant in the Company's defined benefit plans, where inflationary increases result in higher sensitivity to changes in life expectancy.

c) Significant Actuarial Assumptions

The significant actuarial assumptions used for the purposes of the actuarial valuations were as follows:

Particulars	Unfunded Plan - Gratuity	
	Year ended 31 March 2026	Year ended 31 March 2025
a) Discount rate(s)	**7.00%**	6.65%
b) Expected rate(s) of salary increase	**7.00%**	7.00%
c) Mortality rate during employment	**–**	–

d) Defined benefit plans – as per actuarial valuation

Particulars	Unfunded Plan - Gratuity	
	Year ended 31 March 2026	Year ended 31 March 2025
		₹ in Crores
I. Amounts recognised in comprehensive income in respect of these defined benefit plans are as:		
a) Current Service Cost	**0.11**	0.09
b) Past service cost and (gains)/losses from settlements	**0.12**	–
c) Net interest expense	**0.03**	0.01
Components of defined benefit costs recognised in profit or loss	**0.26**	0.11

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31 MARCH 2026

₹ in Crores

Particulars	Unfunded Plan - Gratuity	
	Year ended 31 March 2026	Year ended 31 March 2025
Remeasurement on the net defined benefit liability		
a) Return on plan assets (excluding amount included in net interest expense)	**–**	–
b) Actuarial (gains)/loss arising from changes in financial assumptions	**(0.02)**	0.14
c) Actuarial (gains)/loss arising from changes in demographic assumptions	**–**	(0.01)
d) Actuarial (gains)/loss arising from experience adjustments	**(0.11)**	0.09
Components of defined benefit costs recognised in Other Comprehensive Income	**(0.13)**	0.22
Total	**0.14**	0.32
II. Net Asset/(Liability) recognised in the Balance Sheet as at 31 March		
a) Present value of defined benefit obligation	**(0.58)**	(0.53)
b) Fair value of plan assets	**–**	–
c) Surplus/(Deficit)	**(0.58)**	(0.53)
d) Current portion of the above	**0.05**	0.05
e) Non current portion of the above	**0.53**	0.48
III. Change in the obligation during the year ended 31 March		
a) Present value of defined benefit obligation at the beginning of the year	**0.53**	0.21
b) Add/(Less) on account of Scheme of Arrangement/Business	**–**	–
c) Transfer within group	**(0.03)**	–
d) Expenses Recognised in Profit and Loss Account		
- Current Service Cost	**0.11**	0.09
- Past Service Cost	**0.12**	–
- Interest Expense (Income)	**0.03**	0.01
e) Recognised in Other Comprehensive Income		
Remeasurement gains / (losses)		
- Actuarial Gain (Loss) arising from:		
i. Financial Assumptions	**(0.02)**	0.14
ii. Demographic Assumptions	**–**	(0.01)
iii. Experience Adjustments	**(0.11)**	0.09
f) Benefit payments	**(0.06)**	(0.01)
g) Present value of defined benefit obligation at the end of the year	**0.58**	0.53

₹ in Crores

Particulars	Unfunded Plan - Gratuity	
	Year ended 31 March 2026	Year ended 31 March 2025
IV. Change in fair value of assets during the year ended 31 March		
i) Fair value of plan assets at the beginning of the year	–	–
ii) Expenses Recognised in Profit and Loss Account		
- Expected return on plan assets	–	–
iii) Recognised in Other Comprehensive Income		
Remeasurement gains / (losses)		
- Actual Return on plan assets in excess of the expected return	–	–
- Adjustment to recognise the effect of the asset ceiling	–	–
iv) Contributions by employer (including benefit payments recoverable)	–	–
v) Benefit payments	–	–
vi) Transfer within group	–	–
vii) Fair value of plan assets at the end of the year	–	–
Actual return on Planned Assets	–	–
V. The Major categories of plan assets		
- Insurance Funds	–	–
VI. Actuarial assumptions		
a) Discount rate	**7.00%**	6.65%
b) Expected rate of return on plan assets	–	–
c) Attrition rate	**10.00%**	10.00%

e) The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

₹ in Crores

Principal assumption		Impact on defined benefit obligation			
		Year Ended 31 March 2026		Year Ended 31 March 2025	
	Changes in assumption	**Increase in assumption**	**Decrease in assumption**	Increase in assumption	Decrease in assumption
a) Discount rate	1.00%	**0.53**	**0.63**	(0.48)	0.58
b) Salary growth rate	1.00%	**0.63**	**0.53**	0.57	(0.48)
c) Attrition rate	50.00%	**0.56**	**0.59**	(0.51)	0.54
d) Mortality Rate	50.00%	**0.58**	**0.58**	0.53	(0.53)

Notes:

i) The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the defined benefit liability recognised in the Balance Sheet.

ii) The methods and types of assumptions used in preparing the sensitivity analyses did not change compared to previous year.

iii) The weighted average duration of the defined benefit obligation as at Year ended 31 March 2026 is 9 years.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31 MARCH 2026

f) Maturity profile of defined benefit obligation:

The tables include both discounted value as well as unwinding of interest.

₹ in Crores

Particulars	**2026**	2025
1 year	**0.05**	0.05
2-5 years	**0.22**	0.20
6-10 years	**0.25**	0.22
More than 10 years	**0.71**	0.61

g) Plan Assets

The fair value of Company's plan asset by category are as follows:

₹ in Crores

Particulars	**Year ended 31 March 2026**	Year ended 31 March 2025
Asset category:		
Deposits with Insurance companies	**–**	–
	–	–

h) The estimate of future salary increases, considered in actuarial valuation, takes account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

i) The current service cost and the net interest expense for the year are included in the employee benefits expense in profit or loss of the expense for the year.

Note No. 29 - Related Party Transactions

i) List of Related Parties:

a)	**Ultimate Holding Company**	Mahindra & Mahindra Limited
b)	**Holding Company**	Mahindra Logistics Limited
c)	**Key Managerial Personnel**	**Ankit Mandhania** (ceased to be executive director w.e.f. 31 May 2025 and appointed as additional non-executive director w.e.f. 1 June 2025)
		Arun Venkatramani Rao (ceased to be executive director w.e.f. 31 August 2025 and appointed as additional non-executive director w.e.f.1 September 2025)
		Rampraveen Swaminathan (ceased to be non-executive director w.e.f. 15 May 2025)
		Hemant Sikka (appointed as additional non-executive director w.e.f. 15 May 2025)
		Isha Dalal (appointed as additional non-executive director w.e.f. 6 October 2025)
		Naveen Raju Kollaickal
		Gangadaran Chellakrishna
		Chandra Lakshminarayan Iyer
		Ashay Subhash Shah (ceased to be non-executive director w.e.f. 30 September 2025)
		Saurabh Taneja (ceased to be non-executive director w.e.f. 19 September 2025)
		Sanjay Chandrakant Gawde (appointed as additional non-executive director w.e.f. 6 October 2025)
d)	**Others - Firm in Which Director is Interested**	Chlorophyll Consulting

ii) Details of transactions between the Company and its related parties are disclosed below:

₹ in Crores

	Particulars	Year	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Joint Venture	Associate	Other related parties
Nature of transactions with Related Parties								
a)	Purchase of PPE and other assets	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
b)	Rendering of services	31 March 2026	–	73.90	0.00	–	–	–
		31 March 2025	–	46.70	0.02	–	–	–
c)	Availment of services	31 March 2026	–	2.88	–	–	–	0.04
		31 March 2025	–	6.63	–	–	–	0.09
d)	Reimbursements made to parties	31 March 2026	0.00	0.58	–	–	–	–
		31 March 2025	–	0.49	–	–	–	–
e)	Reimbursements received from parties	31 March 2026	–	0.36	–	–	–	–
		31 March 2025	–	0.62	–	–	–	–
f)	Sale of property and other assets	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
g)	Loans/Deposits given	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31 MARCH 2026

₹ in Crores

	Particulars	Year	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Joint Venture	Associate	Other related parties
h)	Loan/deposit taken	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
i)	Loan/deposit refunded	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
j)	Interest income on loans/deposits given	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
k)	Interest expense on loans/deposits taken	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
l)	Dividend Paid	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
m)	Purchase of Investment in Subsidiaries	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
n)	Corporate Guarantee Given	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
o)	Corporate Guarantee Commission received	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
p)	Corporate Guarantee Commission paid	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
q)	Business Transferred	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
r)	Redemption/sale of investment	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
s)	Issue of Shares	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–

Balances Outstanding with Related Parties

₹ in Crores

	Particulars	Year	Ultimate Holding Company	Holding Company	Fellow Subsidiaries	Joint Venture	Associate	Other related parties
a)	Trade payables	31 March 2026	0.00	1.87	–	–	–	–
		31 March 2025	–	0.42	–	–	–	0.01
b)	Trade receivables	31 March 2026	–	8.07	–	–	–	–
		31 March 2025	–	8.96	0.02	–	–	–
c)	Other receivables	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
d)	Other Payables	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
e)	Inter Corporate Deposits outstanding	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–
f)	Provision of bad & doubtful debts related to amount due from related parties	31 March 2026	–	–	–	–	–	–
		31 March 2025	–	–	–	–	–	–

Notes:

a) All the outstanding balances, whether receivables or payables are unsecured.

b) Related party transactions were made on terms equivalent to those that prevail in arm's length transactions are made only if such terms can be substantiated.

c) The loans to related parties are not in the nature of repayable on demand or without specifying any terms or period of repayment.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31 MARCH 2026

iii) Compensation of Key Managerial Personnel

The remuneration of directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends. The separate actuarial valuation figures are not available for key managerial personnel.

The remuneration key managerial personnel during the year was as follows:

₹ in Crores

Name of KMP	Year	Short-term employee benefits	Perquisite value of ESOPs exercised	Sitting Fees	Commission	Reimburse-ment of Expenses paid	Interest expense on loan/depos-its taken
Chandra Iyer	**31 March 2026**	**–**	**–**	**0.02**	**–**	**–**	**–**
	31 March 2025	–	–	0.02	–	–	–
Gangadaran C	**31 March 2026**	**–**	**–**	**0.02**	**–**	**–**	**–**
	31 March 2025	–	–	0.01	–	–	–
Arun Rao	**31 March 2026**	**0.24**	**–**	**–**	**–**	**–**	**–**
	31 March 2025	0.42	–	–	–	0.03	–
Ankit M	**31 March 2026**	**0.08**	**–**	**–**	**–**	**0.02**	**–**
	31 March 2025	0.48	–	–	–	0.03	–

The remuneration of directors and key executives is determined by the remuneration committee having regard to the performance of individuals and market trends. The separate actuarial valuation figures are not available for key managerial personnel.

Note: Amount of all the transactions reported above are excluding GST and including unbilled income / accrued expenses, as applicable.

Note No. 30 - Fair Value Measurement

a) Fair Valuation Techniques and Inputs used - recurring items

₹ in Crores

Financial assets/ financial liabilities measured at Fair value	Fair value		Fair value hierarchy	Valuation technique(s) and key input(s)	Significant unobservable input(s)	Relationship of unobservable inputs to fair value and sensitivity
	As at 31 March 2026	As at 31 March 2025				
Financial assets						
Investments						
Mutual fund investments	**–**	–	Level 1	Quoted Market Prices	–	–

As at the reporting date, the Company does not have any financial liability measured at fair values.

b) Fair value of financial assets and financial liabilities that are measured at amortised cost:

₹ in Crores

Particulars	Carrying amount	Fair value	Fair Value		
			Level 1	Level 2	Level 3
As at 31 March 2026					
A) Financial assets					
a) Financial assets carried at Amortised Cost					
i) Trade and other receivables	**8.31**	**8.31**	**–**	**8.31**	**–**
ii) Deposits given	**3.04**	**3.04**	**–**	**3.04**	**–**
iii) Fixed Deposits	**0.13**	**0.13**	**–**	**0.13**	**–**
iv) Cash and cash equivalents	**11.83**	**11.83**	**–**	**11.83**	**–**
v) Bank Balances Other than above	**2.50**	**2.50**	**–**	**2.50**	**–**
vi) Others	**14.44**	**14.44**	**–**	**14.44**	**–**
Total	**40.25**	**40.25**	**–**	**40.25**	**–**
B) Financial liabilities					
a) Financial liabilities held at Amortised cost					
i) Security deposits taken	**0.11**	**0.11**	**–**	**0.11**	**–**
ii) Trade and other payables	**15.05**	**15.05**	**–**	**15.05**	**–**
iii) Borrowings	**0.00**	**0.00**	**–**	**0.00**	**–**
iv) Other Financial liabilities	**0.17**	**0.17**	**–**	**0.17**	**–**
Total	**15.33**	**15.33**	**–**	**15.33**	**–**

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31 MARCH 2026

₹ in Crores

Particulars	Carrying amount	Fair value	Fair Value Level 1	Fair Value Level 2	Fair Value Level 3
As at 31 March 2025					
A) Financial assets					
a) Financial assets carried at Amortised Cost					
i) Trade and other receivables	4.70	4.70	–	4.70	–
ii) Deposits given	3.92	3.92	–	3.92	–
iii) Fixed Deposits	–	–	–	–	–
iv) Cash and cash equivalents	0.21	0.21	–	0.21	–
v) Bank Balances Other than above	10.83	10.83	–	10.83	–
vi) Others	17.61	17.61	–	17.61	–
Total	37.27	37.27	–	37.27	–
B) Financial liabilities					
a) Financial liabilities held at Amortised cost					
i) Security deposits taken	0.12	0.12	–	0.12	–
ii) Trade and other payables	13.24	13.24	–	13.24	–
iii) Interest Accrued	0.00	0.00	–	0.00	–
iv) Borrowings	0.00	0.00	–	0.00	–
v) Other Financial liabilities	0.04	0.04	–	0.04	–
Total	13.40	13.40	–	13.40	–

Note No. 31 - Financial Instruments

I. Capital Management Policy

a) The Company's capital management objectives are:
- to ensure the company's ability to continue as a going concern.
- to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

b) For the purpose of Company's capital management, capital includes issued share capital, equity as well as preference, all other Equity reserves and Borrowings. The Company monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial position. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

c) Equity and Net Debt is given in the table below:

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
A. Equity	**34.48**	29.44
B. Borrowing	**0.00**	0.00
C. Current Investments	**–**	–
D. Cash and Cash Equivalents	**(11.83)**	(0.21)
Equity and Net Debt	**22.65**	29.23

Note:

The above capital management disclosures are based on the information provided internally to key management personnel.

II. Categories of financial assets and financial liabilities

₹ in Crores

Particulars	As at 31 March 2026 Amortised Costs	FVTPL	FVOCI	Total
A. Non-current Assets				
a) Investments	–	–	–	–
b) Loans	–	–	–	–
c) Other Financial Assets	0.13	–	–	0.13
Total	**0.13**	**–**	**–**	**0.13**
B. Current Assets				
a) Investments	–	–	–	–
b) Trade Receivables	8.31	–	–	8.31
c) Cash and Bank Balances	14.33	–	–	14.33
d) Other Financial Assets	17.48	–	–	17.48
Total	**40.12**	**–**	**–**	**40.12**
C. Non-current Liabilities				
a) Borrowings	–	–	–	–
b) Lease Liabilities	–	–	–	–
Total	–	–	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31 MARCH 2026

Particulars	Amortised Costs	FVTPL	FVOCI	Total
	As at 31 March 2026			
D. Current Liabilities				
a) Borrowings	0.00	–	–	0.00
b) Lease Liabilities	–	–	–	–
c) Trade Payables	15.05	–	–	15.05
d) Other Financial Liabilities	0.28	–	–	0.28
Total	**15.33**	**–**	**–**	**15.33**

₹ in Crores

Particulars	Amortised Costs	FVTPL	FVOCI	Total
	As at 31 March 2025			
A. Non-current Assets				
a) Investments	–	–	–	–
b) Loans	–	–	–	–
c) Other Financial Assets	–	–	–	–
Total	**–**	**–**	**–**	**–**
B. Current Assets				
a) Investments	–	–	–	–
b) Trade Receivables	4.70	–	–	4.70
c) Cash and Bank Balances	11.05	–	–	11.05
d) Other Financial Assets	21.53	–	–	21.53
Total	**37.27**	**–**	**–**	**37.27**
C. Non-current Liabilities				
a) Borrowings	–	–	–	–
b) Lease Liabilities	–	–	–	–
Total	**–**	**–**	**–**	**–**
D. Current Liabilities				
a) Borrowings	0.00	–	–	0.00
b) Lease Liabilities	–	–	–	–
c) Trade Payables	13.24	–	–	13.24
d) Other Financial Liabilities	0.17	–	–	0.17
Total	**13.40**	**–**	**–**	**13.40**

III. Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk and liquidity risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

a) Credit risk management

Trade receivables and deposits

(i) Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy counterparties. The Company periodically assesses the financial reliability of customers, taking into account the financial condition, current economic trends and analysis of historical bad debts and ageing of accounts receivable. Credit exposure is controlled by counterparty credit period which is monitored through an approved policy.

(ii) Trade receivables consist of a large number of customers, spread across diverse industries and places across India.

(iii) Apart from one large customer of the Company, the Company does not have significant credit risk exposure to any single customer. Concentration of credit risk related to unrelated customers did not exceed 20% of trade receivables at the end of the year.

(iv) The Company applies the simplified approach to provide for expected credit losses prescribed by Ind AS 109, which permits the use of the lifetime expected loss provision for all trade receivables. The company has computed expected credit losses based on a provision matrix which uses historical credit loss experience of the company and individual receivable specific provision where applicable.

(v) There is no change in estimation techniques or significant assumptions during the reporting year.

(vi) The loss allowance for trade receivables using expected credit loss for different ageing periods is as follows:

₹ in Crores

Particulars	Not due	Less than 6 months past due	More than 6 months past due	Total
As at 31 March 2026				
a) Gross carrying amount	7.77	0.46	0.30	8.54
b) Loss allowance provision	–	–	–	0.23
As at 31 March 2025				
a) Gross carrying amount	3.33	1.18	0.32	4.84
b) Loss allowance provision	–	–	–	0.14

(vii) Reconciliation of loss allowance provision for Trade Receivables

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
a) Balance as at beginning of the year	**0.14**	0.10
b) Addition on business combination	**–**	–
c) Impairment losses recognised in the year based on lifetime expected credit losses	**0.09**	0.03
d) Amount written off during the year	**–**	–
e) Impairment losses reversed/written back	**–**	–
d) Netted Off to Debtors	**–**	–
e) Balance at end of the year	**0.23**	0.14

(viii) During the year, the Company has written off ₹ 0.03 Crores (Previous year ₹ 0.02 Crores) of trade receivables and ₹ 0 Crores (Previous year ₹ 0 Crores) advances given. These trade receivables and deposits are not subject to enforcement activity.

Investment in Mutual Funds

The Company has Nil investments as at 31 March 2026 (Nil investments as at 31 March 2025) in growth oriented mutual funds which have not been impaired till date

Cash and Cash equivalents

As at 31 March 2026, the group holds cash and cash equivalents of ₹ 11.83 Crores (As at 31 March 2025 & ₹ 0.21 Crores).

The cash and cash equivalents are held with banks with good credit rating.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31 MARCH 2026

b) Liquidity risk management

(i) The Company's treasury department is responsible for liquidity, funding as well as settlement management. In addition, processes and policies related to such risks are overseen by senior management. Management monitors the company's net liquidity position through rolling forecasts on the basis of expected cash flows.

(ii) Maturities of financial liabilities

Table showing maturity profile of financial liabilities

₹ in Crores

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2026				
Non-derivative financial liabilities				
a) Trade Payables	15.05	–	–	–
b) Borrowings	–	–	–	–
c) Lease Liabilities	–	–	–	–
d) Security Deposits	0.12	–	–	–
e) Creditors for capital supplies	–	–	–	–
f) Deferred Revenue	–	–	–	–
g) Interest Accrued but not due	–	–	–	–
h) Unclaimed Dividend	–	–	–	–
i) Salary / wages payable	0.17	–	–	–
j) Other liabilities	–	–	–	–
Total	**15.34**	**–**	**–**	**–**
As at 31 March 2025				
Non-derivative financial liabilities				
a) Trade Payables	13.24	–	–	–
b) Borrowings	–	–	–	–
c) Lease Liabilities	–	–	–	–
d) Security Deposits	0.12	–	–	–
e) Creditors for capital supplies	–	–	–	–
f) Deferred Revenue	–	–	–	–
g) Interest Accrued but not due	–	–	–	–
h) Unclaimed Dividend	–	–	–	–
i) Salary / wages payable	0.04	–	–	–
j) Other liabilities	–	–	–	–
Total	**13.40**	**–**	**–**	**–**

The above table details the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the company can be required to pay. The table includes both interest and principal cash flows.

The contractual maturity is based on the earliest date on which the Company may be required to pay.

(iii) Financing arrangements

The Company has access to following undrawn borrowing facilities at the end of the reporting year:

₹ in Crores

Particulars	As at 31 March 2026	As at 31 March 2025
a) Secured Cash Credit facility (Includes working capital demand loan, Short term loan and overdraft)		
- Expiring within one year	**10.00**	5.00
b) Unsecured Cash Credit facility (Includes working capital demand loan, Short term loan and overdraft, bank guarantee)	**–**	–
- Expiring within one year	**–**	–
- Expiring beyond one year	**–**	–
c) Bank Guarantees*		
- Expiring within one year	**–**	–
- Expiring beyond one year	**–**	–
d) Unsecured Bank Overdraft facility		
- Expiring within one year	**–**	–

* This limit is sub-limit of cash credit facility.

Note: The quarterly statements of current assets filed by the Company with banks are in agreement with the books of accounts.

(iv) Maturities of financial assets

Table showing maturity profile of financial assets

₹ in Crores

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years	5 years and above
As at 31 March 2026				
A. Non-derivative financial assets				
a) Trade Receivables	8.31	–	–	–
b) Security Deposits	3.04	–	–	–
c) Others	14.44	–	–	–
As at 31 March 2025				
A. Non-derivative financial assets				
a) Trade Receivables	4.70	–	–	–
b) Security Deposits	3.92	–	–	–
c) Others	17.61	–	–	–

The above table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

C) Market Risk Management

Market Risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of currency risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. All such transactions are carried out within the guidelines set by the Board of Directors.

There has been no significant changes to the Company's exposure to market risk or the methods in which they are managed or measured.

Currency Risk

The Company undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuations arise. The company's exposure to currency risk relates primarily to the Company's operating activities when transactions are denominated in a different currency from the Company's functional currency.

NOTES TO THE FINANCIAL STATEMENTS FOR YEAR ENDED 31 MARCH 2026

Note No. 32 - Struck off companies

i) Outstanding Balance with struck off companies :

There are no balances and transactions with Struck off Companies during the year.

Note No. 33 Segment Analysis

i) Disclosure on Segment reporting is not applicable as the Company does not have any segments to report.

Note No. 34 - Ratios

S No.	Particulars	Numerator	Denominator	31-Mar-26	31-Mar-25	% variance
1	Current Ratio	Current Assets	Current Liabilities	2.52	2.46	2.58%
2	Debt-equity Ratio	Borrowings	Total Equity	0.00	34.48	-100.00%
3	Debt service coverage Ratio	Profit after tax + Depreciation + Interest + Non cash operating expenses + Loss on sale of assets	Interest + outstanding current borrowing and lease liability	94.74	18.75	405.41%
4	Return on equity	Profit After Tax	Average Shareholder's Equity	15.35%	2.69%	470.63%
5	Trade receivables turnover ratio	Net Credit Sales	Average Trade Receivables and Accrued Sales	9.75	8.32	17.16%
6	Trade payables turnover ratio	Purchases of Services and Other Expenses	Average Trade payables	14.55	13.94	4.38%
7	Net capital turnover ratio	Revenue from Operations	Average Working Capital	9.26	7.44	24.42%
8	Net profit	Net Profit after tax	Revenue from Operations	2.23%	0.45%	392.41%
9	Return on capital employed	Profit before interest and tax (excluding interest on leases)	Average (Total Equity + Total Debt)	15.93%	3.31%	381.58%

Explanation for change in the ratios by more than 25% :

(i) Debt-equity Ratio : Debt-equity Ratio for the current year is Nil as there are no borrowings at the year end.

(ii) Debt service coverage Ratio : Debt service coverage Ratio has improved from 18.75 to 94.74 in current year due to increase in profits and reduction in borrowings at year end.

(iii) Return on Equity: Return on Equity increased from 2.69% to 15.35% due to increase in profits for the same shareholding.

(iv) Net profit: Increase in net profit ratio from 0.45% to 2.23% is on account of increase in operating profits.

(v) Return on Capital employed: Return on Capital employed increased from 3.31% to 15.93% on account of increase in profits during the year.

Note No. 35 Additional Information as required by Schedule III to the Companies Act, 2013:

i. Information with regards to other matters specified in schedule III to Act, is either nil or not applicable to the Company for the financial year ended March 31, 2026.

ii. The Company is not having any Benami property as defined under the Benami Transactions (Prohibition) Act, 1988 and rules made thereunder.

iii. The Company did not have any transaction which had not been recorded in the books of account that had been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

iv. No funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other persons or entities, including foreign entities ("Intermediaries") with the understanding that the Intermediary shall lend or invest in party identified by or on behalf of the Company (Ultimate Beneficiaries). The Company has not received any fund from any parties (Funding Party) with the understanding that the Company shall whether, directly or indirectly lend or invest in other persons or entities identified by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

v. The Company did not have any charges or satisfaction which were yet to be registered with ROC beyond the statutory period.

Note No. 36 Additional Information as required by Schedule III to the Companies Act, 2013:

Previous year numbers have been regrouped wherever necessary.

In terms of our report attached.
For B. K. Khare & Co.
Chartered Accountants
Firm Registration No. 105102W

Vikram Prahlad Kumtakar
Partner
Membership No: 104656

Place: Mumbai
Date: 16th April 2026

For and on behalf of the Board of Directors
Zipzap Logistics Private Limited

Ankit Mandhania
Non-Executive Director
DIN: 08343799

Place: Mumbai
Date: 16th April 2026

Isha Dalal
Non-Executive Director
DIN: 09247780

Place: Mumbai
Date: 16th April 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Mahindra Aerospace Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Mahindra Aerospace Private Limited (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Management's and Board of Directors'/Board of Trustees' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material

uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors as on 01 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company does not have any pending litigations which would impact its financial position.

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 32 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 33 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. In our opinion and according to the information and explanations given to us, the Company has not paid remuneration to any of its directors during the current year. The Ministry of corporate affairs has not prescribed other details under section 197(16) of The Act which are required to be commented by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Praveen Kumar Jain
Partner
Membership No.: 079893

ICAI UDIN:26079893RIVBSF6677

Place: Bengaluru
Date: 21 April 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA AEROSPACE PRIVATE LIMITED FOR THE YEAR ENDED 31 MARCH 2026

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any Property, Plant and Equipment. Accordingly, clause 3(i)(a)(A) of the Order is not applicable

(B) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any intangible assets. Accordingly, clause 3(i)(a)(B) of the Order is not applicable.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any Property, Plant and Equipment. Accordingly, clause 3(i)(b) of the Order is not applicable

(c) The Company does not have any immovable property (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee). Accordingly, clause 3(i)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have Property, Plant and Equipment or intangible assets or both during the year.The company has not revalued its Rights of Use assets during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The Company did not hold any physical inventories during the year. Accordingly, clause 3(ii)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been sanctioned any working capital limits in excess of five crore rupees in aggregate from banks and financial institutions on the basis of security of current assets at any point of time of the year. Accordingly, clause 3(ii)(b) of the Order is not applicable to the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided guarantee or security, granted loans and advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership and other parties during the year. The Company has made investment in a company and other parties (mutual funds), in respect of which the requisite information is as below. The Company has not made any investments in firms or limited liability partnership. Accordingly, provisions of clauses 3(iii)(a), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order are not applicable to the Company.

(a) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made are not prejudicial to the interest of the Company. The Company has not provided guarantees or given security or granted loans and advances in the nature of loans during the year.

(iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made by the Company, in our opinion the provisions of Section 186 of the Act are not applicable as the Company is an investment company.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Section 148(1) of the Act for the activities carried out by the Company. Accordingly, clause 3(vi) of the Order is not applicable.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Income-Tax or other statutory dues have been regularly deposited by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of Provident Fund, Employee State Insurance, Duty of Customs or Cess.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Income-Tax or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no statutory dues relating to

Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues, which have not been deposited with the appropriate authorities on account of any dispute.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company did not have any loans or borrowings from any lender during the year. Accordingly, clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, the Company has not obtained any term loans. Accordingly, clause 3(ix)(c) of the Order is not applicable.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiary as defined under the Act. The Company does not hold any investment in any associate or joint venture (as defined under the Act) during the year.

(f) According to the information and explanations given to us and procedures performed by us, we report that the Company has not raised loans during the year on the pledge of securities held in its subsidiaries (as defined under the Act). The Company does not hold any investment in any associate or joint venture (as defined under the Act) during the year.

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) The Company is a private limited company and accordingly the requirements as stipulated by the provisions of Section 177 of the Act are not applicable to the Company. In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. However, the Company is exempted from

registration as CIC and continues to meet the criteria for such exemption.

(d) According to the information and explanations provided to us, the Group (as defined in the regulations made by the Reserve Bank of India) has more than one CIC as part of the Group. The Group has 5 CICs as part of the Group

(xvi) The Company did not incur any cash losses in the current financial year. However, cash losses of Rs. 30.12 lakhs were incurred in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Praveen Kumar Jain
Partner
Membership No.: 079893

ICAI UDIN:26079893RIVBSF6677

Place: Bengaluru
Date: 21 April 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA AEROSPACE PRIVATE LIMITED FOR THE YEAR ENDED 31 MARCH 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(g) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Aerospace Private Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.: 101248W/W-100022

Praveen Kumar Jain
Partner
Membership No.: 079893
ICAI UDIN:26079893RIVBSF6677

Place: Bengaluru
Date: 21 April 2026

BALANCE SHEET AS AT MARCH 31, 2026

Rs in Lakhs

Particulars	Note	As at March 31, 2026	As at March 31, 2025
ASSETS			
Financial assets			
(a) Cash and cash equivalents	0	**3.21**	8.03
(b) Bank balances other than (a) above	0	**322.59**	153.00
(c) Investments	0	**48,533.80**	37,200.00
(d) Other financial assets	0	**10.91**	12.45
Total financial assets		**48,870.51**	37,373.48
Non-Financial assets			
(a) Income tax assets (net)	0	**1.41**	1.13
(b) Right of use asset	0	**3.91**	5.95
(c) Other non-financial assets	0	**–**	–
Total non-financial assets		**5.32**	7.08
TOTAL ASSETS		**48,875.83**	37,380.56
LIABILITES AND EQUITY			
LIABILITIES			
Financial Liabilities			
(a) Lease liabilities	0	**4.80**	6.84
(a) Trade payables	0		
(i) Total outstanding dues of micro enterprises and small enterprises		**–**	0.12
(ii) Total outstanding dues of creditors other than micro enterprises and small enterprises		**17.02**	13.72
Total financial liabilities		**21.82**	20.68
Non-Financial Liabilities			
(a) Other non-financial liabilities	0	**0.24**	0.30
Total non-financial liabilities		**0.24**	0.30
EQUITY			
(a) Equity share capital	0	**101,092.77**	91,238.96
(b) Other equity	0	**(52,239.00)**	(53,879.38)
Total equity		**48,853.77**	37,359.58
TOTAL LIABILITIES AND EQUITY		**48,875.83**	37,380.56
Material accounting policies	2		

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For *B S R & Co. LLP*
Chartered Accountants
(Firm's registration No. 101248W/W-100022)

Praveen Kumar Jain
Partner
Membership No. 079893

Place: Bengaluru
Date: April 21, 2026

For and on behalf of the Board of Directors of
Mahindra Aerospace Private Limited
CIN No. U63033MH2008PTC179520

Ms. Divya Gulati
Director
DIN 10210021

Mr. Vinod Kumar Sahay
Director
DIN 07884268

Mr. T. Subrahmanya Sarma
Chief Financial Officer
PAN: AAWPT5805A

Mr. V.S. Ramesh
Company Secretary
Membership No. A 5769

Place: Mumbai
Date: April 21, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

Rs in Lakhs

Particulars	Note	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from Operations	0	**25.26**	11.30
Income from investments related to subsidiaries	0	**1,711.77**	–
Total income		**1,737.03**	11.30
Expenses			
Finance costs	0	**0.51**	0.67
Depreciation	0	**2.04**	2.04
Other expenses	0	**94.10**	43.57
Total expenses		**96.65**	46.28
Profit /(Loss) before tax		**1,640.38**	(34.98)
Tax expense:			
Current tax		**–**	–
Deferred tax		**–**	–
Income tax expense		**–**	–
Profit / (Loss) for the year		**1,640.38**	(34.98)
Other comprehensive income			
Items that will not be reclassified subsequently to profit or loss:			
Re-measurement (loss)/gain on defined benefit plans		**–**	–
Income tax effect		**–**	–
Other comprehensive income for the year, net of tax		**–**	–
Total comprehensive income / (loss) for the year		**1,640.38**	(34.98)
Earnings per equity share:	23		
(Nominal value of Rs. 10 per share)			
Basic		**0.17**	(0.00)
Diluted		**0.17**	(0.00)
Material accounting policies	2		

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For *B S R & Co. LLP*
Chartered Accountants
(Firm's registration No. 101248W/W-100022)

Praveen Kumar Jain
Partner
Membership No. 079893

Place: Bengaluru
Date: April 21, 2026

For and on behalf of the Board of Directors of
Mahindra Aerospace Private Limited
CIN No. U63033MH2008PTC179520

Ms. Divya Gulati
Director
DIN 10210021

Mr. Vinod Kumar Sahay
Director
DIN 07884268

Mr. T. Subrahmanya Sarma
Chief Financial Officer
PAN: AAWPT5805A

Mr. V.S. Ramesh
Company Secretary
Membership No. A 5769

Place: Mumbai
Date: April 21, 2026

STATEMENT OF CASHFLOW FOR THE YEAR ENDED MARCH 31, 2026

Rs in Lakhs

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
A. Cash flow from operating activities:				
Profit / (Loss) before tax		**1,640.38**		(34.98)
Adjustments for:				
Depreciation	**2.04**		2.04	
Finance costs	**0.51**		0.67	
Provision for diminution of long term Investments	**–**		0.27	
Distribution proceeds received from subsidiary (Refer note 26)	**(1,711.77)**		–	
Provision for doubtful Goods service tax credit receivable	**11.51**		2.55	
Profit on sale of mutual funds	**(12.62)**		–	
Interest income	**(12.58)**		(11.14)	
		(1,722.91)		(5.61)
Operating loss before working capital changes		**(82.53)**		(40.59)
Changes in working capital:				
Adjustments for (increase)/decrease in operating assets:				
Financial assets	**1.10**		4.26	
Adjustments for increase/(decrease) in operating liabilities:				
Trade payables	**3.18**		9.84	
Other non-financial liabilities	**(11.57)**		(1.64)	
		(7.29)		12.46
Cash used in operations		**(89.82)**		(28.13)
Net income tax (paid) / refund		**(0.28)**		1.35
Net Cash used in operating activities (A)		**(90.10)**		(26.78)
B. Cash flow from investing activities:				
Investment in bank deposits	**(450.00)**		–	
Proceeds from maturity of bank deposits	**281.00**		20.00	
Interest income received	**12.43**		10.70	
Investment in mutual funds	**(1,700.00)**		–	
Proceeds from redemption of mutual funds	**1,712.62**		–	
Distribution proceeds received from subsidiary	**1,711.77**		–	
Investment in subsidiary	**(11,333.80)**		(0.27)	
Net cash (used in) / generated from investing activities (B)		**(9,765.98)**		30.43

STATEMENT OF CASHFLOW FOR THE YEAR ENDED MARCH 31, 2026 (CONTINUED)

Rs in Lakhs

Particulars	For the year ended March 31, 2026		For the year ended March 31, 2025	
C. Cash flow from financing activities				
Proceeds from issue of equity shares	**9,853.81**		–	
Repayment of lease liabilities	**(2.55)**		(2.42)	
Finance costs	**–**		–	
Net cash generate/ (used in) financing activities (C)		**9,851.26**		(2.42)
Net (decrease) / increase in cash and cash equivalents (A+B+C)		**(4.82)**		1.23
Cash and cash equivalents at the beginning of the year		**8.03**		6.80
Cash and cash equivalents at the end of the year		**3.21**		8.03
Components of cash and cash equivalents (Refer Note 3)				
Balance with banks				
– On Current Accounts		**3.21**		8.03

Material accounting policies (Refer Note 2)

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For *B S R & Co. LLP*
Chartered Accountants
(Firm's registration No. 101248W/W-100022)

Praveen Kumar Jain
Partner
Membership No. 079893

Place: Bengaluru
Date: April 21, 2026

For and on behalf of the Board of Directors of
Mahindra Aerospace Private Limited
CIN No. U63033MH2008PTC179520

Ms. Divya Gulati
Director
DIN 10210021

Mr. Vinod Kumar Sahay
Director
DIN 07884268

Mr. T. Subrahmanya Sarma
Chief Financial Officer
PAN: AAWPT5805A

Mr. V.S. Ramesh
Company Secretary
Membership No. A 5769

Place: Mumbai
Date: April 21, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

a. Equity share capital:

	Rs in Lakhs
At April 1, 2024	**91,238.96**
Add: Issued during the year	–
At March 31, 2025	**91,238.96**
Add: Issued during the year	9,853.81
At March 31, 2026	**101,092.77**

b. Other equity **Rs in Lakhs**

Particulars	Equity component of financial instruments	Reserves and surplus		Other comprehensive income	Total
		Securities premium	Retained earnings		
At April 1, 2024	153.47	31,243.98	(85,242.44)	0.59	(53,844.40)
Loss for the year	–	–	(34.98)	–	(34.98)
Re-measurement (loss)/gain on defined benefit plans	–	–	–	–	–
Total comprehensive income	**–**	**–**	**(34.98)**	**–**	**(34.98)**
At March 31, 2025	**153.47**	**31,243.98**	**(85,277.42)**	**0.59**	**(53,879.38)**

Particulars	Equity component of financial instruments	Reserves and surplus		Other comprehensive income	Total
		Securities premium	Retained earnings		
At April 1, 2025	153.47	31,243.98	(85,277.42)	0.59	(53,879.38)
Profit for the year	–	–	1,640.38	–	1,640.38
Re-measurement (loss)/gain on defined benefit plans	–	–	–	–	–
Total comprehensive income	**–**	**–**	**1,640.38**	**–**	**1,640.38**
At March 31, 2026	**153.47**	**31,243.98**	**(83,637.04)**	**0.59**	**(52,239.00)**

Material accounting policies (Refer Note 2)

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For *B S R & Co. LLP*
Chartered Accountants
(Firm's registration No. 101248W/W-100022)

Praveen Kumar Jain
Partner
Membership No. 079893

Place: Bengaluru
Date: April 21, 2026

For and on behalf of the Board of Directors of
Mahindra Aerospace Private Limited
CIN No. U63033MH2008PTC179520

Ms. Divya Gulati
Director
DIN 10210021

Mr. Vinod Kumar Sahay
Director
DIN 07884268

Mr. T. Subrahmanya Sarma
Chief Financial Officer
PAN: AAWPT5805A

Mr. V.S. Ramesh
Company Secretary
Membership No. A 5769

Place: Mumbai
Date: April 21, 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR MARCH 31, 2026

1. Corporate Information

Mahindra Aerospace Private Limited (the 'Company') is a company domiciled in India, with its registered office situated at Mahindra Towers, P.K Kurne Chowk, Worli, Mumbai - 400018. The Company was incorporated on February 28, 2008, under the provisions of the Indian Companies Act, 1956. Presently the Company is holding investments in subsidiaries engaged in the business of manufacturing aircrafts and Aerostructures and design and development of 5 seat aircraft.

2. Basis of preparation and Material accounting policies:

2.1 Basis of preparation

A. Statement of compliance

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as specified under section 133 of the Companies Act, 2013 (The 'Act') read with Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time), presentation requirement of Division III of Schedule III to the Act, as applicable to the financial statements and other relevant provisions of the Act.

The financial statements were authorised for issue by the Company's Board of Directors on 21 April 2026.

Details of the Company's accounting policies are included in Note 2.2

B. Functional and presentation currency

These financial statements are presented in Indian Rupees (Rs.), which is also the Company's functional currency. All amounts have been rounded-off to two decimal places to the nearest lakhs, unless otherwise indicated.

C. Basis of measurement

The financial statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Certain financial assets and liabilities	Fair value

D. Use of estimates and judgements

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

Note 9 leases: whether an arrangement contains a lease and lease classification.

Assumptions and estimation uncertainties:

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending March 31, 2026 is included in the following notes:

Note 22 - recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources.

Note 28 - recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used;

Notes 3, 4, and 5 - impairment of financial assets.

E. Measurement of fair values

Certain accounting policies and disclosures of the Company require the measurement of fair values, for both financial and non-financial assets and liabilities. The Company has an established control framework with respect to the measurement of fair values.

The valuation team regularly reviews significant unobservable inputs and valuation adjustments.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into a different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Further information about the assumptions made in the measuring fair values is included in the following notes:

- Note 21 - financial instruments.

2.2 Material accounting policies

a) Impairment of assets

i. Financial Assets

The company accounts for its investment in subsidiaries at cost less accumulated impairment, if any.

Investment in subsidiaries is evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognised in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years.

b) Revenue recognition :

i) Dividend income is accounted for when the right to receive payment is established.

ii) Interest income from financial asset is recognised when it is probable that the economic benefits will flow to the Company and the amount of income can be measured reliably.

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

c) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight line method from the commencement date over the shorter of lease term or useful life of right of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

d) Financial Instruments

A. Recognition and initial measurement

The Company initially recognises financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are measured at fair value on initial recognition. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition.

B. Classification and subsequent measurement

i. Financial assets carried at amortized cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

ii. Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

iii. Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

iv. Financial liabilities

Financial liabilities are subsequently carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

v. Investment in subsidiaries, joint venture and associates

The Company accounts for its investments in subsidiaries at cost less accumulated impairment, if any.

C. De-recognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the right to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial assets are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and a new financial liability with modified terms is recognised in the Statement of Profit and Loss.

D. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or realise the asset and settle the liability simultaneously.

e) Income tax

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

i. Current tax:

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

ii. Deferred tax:

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits.

Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of transaction.
- temporary differences related to investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used.

Deferred tax assets recognised or unrecognised are reviewed at each reporting date and are recognised / reduced to the extent that it is probable / no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

The Company offsets, the current tax assets and liabilities (on a year on year basis) and deferred tax assets and liabilities, where it has a legally enforceable right and where it intends to settle such assets and liabilities on a net basis.

f) Foreign currencies:

Transactions in foreign currencies are initially recorded by the Company at their functional currency spot rates at the date of the transaction. Monetary assets and liabilities denominated in foreign currency are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rates are recognised as income or expenses in the period in which they arise. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rates at the date of transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

g) Business combination

Business combinations arising from transfers of interest in entities that are under the control of the shareholder that controls the Company are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date that common control was established; for this purpose comparatives are revised. The assets and liabilities acquired are recognised at their carrying amounts. The identity of the reserves is preserved and they appear in the financial statements of the Company in the same form in which they appeared in the financial statements of the acquired entity. The difference, if any, between the value of net assets and the consequent reduction in value of investment held by the Company is transferred to the capital reserve or to the accumulated balance of profit and loss.

h) Provisions and contingent liabilities

i. General:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

ii. Contingent liabilities:

A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources. When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made.

(iii) Onerous contracts:

Provision for onerous contracts. i.e. contracts where the expected unavoidable cost of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event based on a reliable estimate of such obligation.

i) Segment reporting

The Company is primarily engaged in the business of acquisition of shares and other securities in group companies. The Company's business activity falls within a single segment and accordingly there is no separate reportable segment as per Ind AS 108.

j) Cash and cash equivalents

Cash and cash equivalents includes cash on hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

k) Earnings per share

Basic Earnings Per Share ('EPS') is computed by dividing the net profit / (loss) attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit / (loss) by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the year, unless issued at a later date. In computing diluted earnings per share, only potential equity

shares that are dilutive and that either reduces earnings per share or increases loss per share are included. The number of shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented in case of share splits.

l) Cash flow statement

Cash flows are reported using indirect method, whereby net profits before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from regular revenue generating (operating activities), investing and financing activities of the Company are segregated.

m) Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets (other than biological assets, investment property, inventories, contract assets and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of an individual asset or CGU is the greater of its value in use and its fair value less costs of disposal. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognized in profit or loss. They are allocated to reduce the carrying amounts of the other assets in the CGU.

An impairment loss in respect of other assets for which impairment loss has been recognized in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

n) Recent accounting pronouncement

Recent pronouncements Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.
2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.
3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively.

Note 3: Cash and cash equivalents

Rs in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with banks :		
In current accounts	**3.21**	8.03
Other bank balance :		
Deposits with banks with the original maturity of more than 3 months but less than 12 months	**322.59**	153.00
(Includes interest accrued but not due Rs. 0.59 lakhs (2025: Nil)		
	325.80	161.03

Note 4: Investments

Rs in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current		
At cost less provision for other than temporary impairment		
Unquoted equity shares		
Investment in wholly owned subsidiaries		
Mahindra Aerospace Australia PTY Ltd (Refer note 28)	**–**	71,924.55
[NIL (2025: 102,238,500) Equity Shares of AU $ 1 each, NIL (2025: 18,100,000) Equity Shares of AU $ 0.58 each & NIL (2025: 15,116,000) Equity Shares of AU $ 0.43 each & NIL (2025: 15,266,000,000) Equity Shares of AU $ 0.0015 each]		
Less: Provision for diminution in value of investment	**–**	(71,924.55)
	–	–
Mahindra Aerostructures Pvt Ltd	**57,783.80**	46,450.00
[577,837,998 (2025: 464,500,000) Equity Shares of Rs.10 each]		
Less: Provision for diminution in value of investment	**(9,250.00)**	(9,250.00)
	48,533.80	37,200.00
	48,533.80	37,200.00
Total unquoted non-current investments	**57,783.80**	118,374.55
Aggregate provision for impairment in value of investments	**(9,250.00)**	(81,174.55)

Note 5: Other financial assets

Particulars	As at March 31, 2026	Rs in Lakhs As at March 31, 2025
Unsecured, considered good unless otherwise stated		
Current		
Security deposits to related party (Refer note 20)	**2.30**	2.30
Interest Income accrued but not due	**–**	0.44
Amounts recoverable from related parties (Refer note 20)	**–**	1.10
Others	**8.61**	8.61
	10.91	12.45

Note 6: Income tax assets (net)

Particulars	As at March 31, 2026	Rs in Lakhs As at March 31, 2025
TDS receivable (net of provision for taxation Rs. Nil (2025: Rs. Nil))	**1.41**	1.13
	1.41	1.13

Note 7: Right of use assets

Particulars	As at March 31, 2026	Rs in Lakhs As at March 31, 2025
Right-of-use-assets	**3.91**	5.95
	3.91	5.95

Interest on lease liabilities for the year ended on March 31, 2026 is Rs. 0.51 lakhs (2025: Rs. 0.67 lakhs)

Gross carrying amounts of lease assets and recognised and the movements during the year:

Particulars	As at March 31, 2026	Rs in Lakhs As at March 31, 2025
Gross Carrying Value	**10.20**	10.20
Additions	**–**	–
Derecognisation during the year	**–**	–
Gross carrying amount	**10.20**	10.20

Accumulated depreciation

Particulars	As at March 31, 2026	Rs in Lakhs As at March 31, 2025
Opening balance	**4.25**	2.21
Charge for the year	**2.04**	2.04
Derecognisation during the year	**–**	–
Accumulated depreciation amount	**6.29**	4.25

Net carrying value

Particulars	As at March 31, 2026	Rs in Lakhs As at March 31, 2025
Net carrying value	**3.91**	5.95

Note 8: Other non-financial assets

Particulars	As at March 31, 2026	Rs in Lakhs As at March 31, 2025
Unsecured, considered good unless otherwise stated		
Balances with government authorities		
GST Credit receivable	**178.90**	167.39
Less: Provision	**(178.90)**	(167.39)
	–	–

Note 9 - Lease liablilties

Particulars	As at March 31, 2026	Rs in Lakhs As at March 31, 2025
Lease Liabilities	**4.80**	6.84
	4.80	6.84

Carrying amounts of lease liabilities recognised and the movements during the year:

Particulars	As at March 31, 2026	Rs in Lakhs As at March 31, 2025
Opening balance	**6.84**	8.59
Additions	**–**	–
Interest on lease liability	**0.51**	0.67
Payments	**(2.55)**	(2.42)
Closing balance	**4.80**	6.84

Particulars	As at March 31, 2026	Rs in Lakhs As at March 31, 2025
The Following are the amounts recognised in Profit or Loss		
Depreciation expense of right-of-use assets	**2.04**	2.04
Interest expense on lease liabilities	**0.51**	0.67
Total amount recongnised in statement of Profit and loss	**2.55**	2.71

Particulars	As at March 31, 2026	Rs in Lakhs As at March 31, 2025
The amounts recognised in statement of cash flows		
Payment of principal portion of lease liabilities	**2.04**	1.75
Payment of interest portion of lease liabilities	**0.51**	0.67
Total	**2.55**	2.42

Contractual maturities of lease liabilities on an undiscounted basis:

Particulars	As at March 31, 2026	Rs in Lakhs As at March 31, 2025
Not later than one year	2.67	2.55
Later than one year and not later than five years	**2.56**	5.23
More than five years	**–**	–
Total	**5.23**	7.78

Note 10: Trade payable

Rs in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Undisputed		
Total outstanding dues of micro enterprises and small enterprises (Refer note 24)	**–**	0.12
Total outstanding dues of creditors other than micro enterprises and small enterprises	**17.02**	13.72
	17.02	13.84

Note: there are no disputed Trade payables

Undisputed trade payables outstanding for the following periods from the due date of payment:

As at March 31, 2026 — Rs in Lakhs

Particulars	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	–	–	–	–	–	–
Others	–	–	–	–	–	–
						–
Accrued expenses						
MSME						–
Others						17.02
						17.02

As at March 31, 2025 — Rs in Lakhs

Particulars	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
MSME	0.12	–	–	–	–	0.12
Others	–	–	–	–	–	–
						0.12
Accrued expenses						
MSME						–
Others						13.72
						13.84

Note 11: Other non-financial liabilities

Rs in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory dues	**0.03**	0.09
Others	**0.21**	0.21
	0.24	0.30

Note 12 - Share Capital

Rs in Lakhs

Particulars	As at March 31, 2026 No. of shares	As at March 31, 2026 Amount	As at March 31, 2025 No of shares	As at March 31, 2025 Amount
1 Authorised:				
Equity shares of Rs.10 each	**1,395,000,000**	**139,500.00**	1,000,000,000	100,000.00
5% Non-Cumulative Compulsorily Convertible Preference shares of Rs.10 each	**15,000,000**	**1,500.00**	15,000,000	1,500.00
0.10% Cumulative Compulsorily Convertible Preference shares of Rs.10 each	**190,000,000**	**19,000.00**	190,000,000	19,000.00
Total	**1,600,000,000**	**160,000.00**	1,205,000,000	120,500.00
2 Issued, Subscribed and fully paid up:				
Equity shares of Rs 10 each :				
Opening balance	**912,389,607**	**91,238.96**	912,389,607	91,238.96
Add: Issued during the year (Refer note 5 below)	**98,538,077**	**9,853.81**	–	–
Closing balance	**1,010,927,684**	**101,092.77**	912,389,607	91,238.96

Notes:

1) Out of the total equity shares, 101,09,27,684 (2025: 91,23,89,607) equity shares are held by Mahindra & Mahindra Limited, the holding company, Including shares held jointly with nominees.

2) Details of shareholders holding more than 5% equity shares in the Company:

Rs in Lakhs

Name of the Shareholder	As at March 31, 2026 No of shares	As at March 31, 2026 %	As at March 31, 2025 No of shares	As at March 31, 2025 %
Mahindra & Mahindra Limited and its nominees*	**1,010,927,684**	**100.00%**	912,389,607	100.00%

*Includes 8 shares (2025: 8 shares) held by nominees jointly with Mahindra & Mahindra Limited

3) Shareholding of Promoters

As at March 31, 2026

Rs in Lakhs

Promoter Name	No of shares at the begining of the year	Change during the year	No of Shares at the end of year	% of total shares	% of change during the year
Mahindra & Mahindra Limited and its nominees*	912,389,607	98,538,077	1,010,927,684	100.00%	0.00%

*Includes 8 shares held by nominees jointly with Mahindra & Mahindra Limited

As at March 31, 2025

Rs in Lakhs

Promoter Name	No of shares at the begining of the year	Change during the year	No of Shares at the end of year	% of total shares	% of change during the year
Mahindra & Mahindra Limited and its nominees*	912,389,607	–	912,389,607	100.00%	0.00%

*Includes 8 shares held by nominees jointly with Mahindra & Mahindra Limited

4) Rights, preferences and restrictions attached to shares:

The company has one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

5) During current year the company has made a rights issue offer of 9,85,38,077 equity shares of Rs. 10 each for cash at par. The offer period was from September 13, 2025 to September 29, 2025 (both days inclusive). Upon subscription of the said offer, the Board of Directors through circular resolution dated September 23, 2025, approved for allotment of 9,85,38,077 equity shares of Rs. 10 each for cash at par.

6) The Company has not allotted any fully paid equity shares by way of bonus shares nor has bought back any class of equity shares during the period of five years immediately preceding the balance sheet date nor has issued shares for consideration other than cash.

Note 13: Other equity

A) Securities premium

Rs in Lakhs

Particulars	Amount
At April 1, 2024	31,243.98
Additions during the year	–
At March 31, 2025	31,243.98
Additions during the year	–
At March 31, 2026	31,243.98

B) Retained earnings

Rs in Lakhs

Particulars	Amount
At April 1, 2024	(85,242.44)
Additions during the year	(34.98)
At March 31, 2025	(85,277.42)
Additions during the year	1,640.38
At March 31, 2026	(83,637.04)

C) Other comprehensive income

Rs in Lakhs

Particulars	Amount
At April 1, 2024	0.59
Additions during the year	–
At March 31, 2025	0.59
Additions during the year	–
At March 31, 2026	0.59

D) Equity components of 5% Non-Cumulative Compulsorily Convertible Preference shares (NCCPS)

Rs in Lakhs

Particulars	Amount
At April 1, 2024	153.47
Additions during the year	–
At March 31, 2025	153.47
Additions during the year	–
At March 31, 2026	153.47

Total other equity

Rs in Lakhs

At March 31, 2025	(53,879.38)
At March 31, 2026	(52,239.00)

Securities premium reserve:

Securities premium reserve is used to record the premium received on issue of shares. The reserve is utilized in accordance with the provisions of the Companies Act, 2013.

Retained earnings:

The cumulative gain or loss arising from the operations which is retained by the Company is recognized and accumulated under the heading of retained earnings. At the end of the year, the profit / (loss) after tax is transferred from the Statement of profit and loss to retained earnings.

Other comprehensive income:

Differences between the interest income on plan assets and return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognized in 'Other equity' and subsequently not reclassified to the Statement of profit and loss.

Equity component of 5% Non-Cumulative Compulsorily Convertible Preference shares (NCCPS):

This represents fair valuation of equity portion of the NCCPS which is routed through other comprehensive income.

Note 14: Revenue from operations

Rs in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest income on		
Bank deposits	**12.58**	11.14
Income tax refund	**0.06**	0.16
Profit on sale of Mutual Funds	**12.62**	–
	25.26	11.30

Note 15: Income from investments related to subsidiaries

Rs in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Distribution proceeds received from subsidiary (Refer Note 26)	**1,711.77**	–
	1,711.77	–

Note 16: Finance costs

Rs in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on lease liabilities	**0.51**	0.67
	0.51	0.67

Note 17: Depreciation

Rs in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation on right-of-use asset (Refer Note 7)	**2.04**	2.04
	2.04	2.04

Note 18: Other expenses

Rs in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Rates and taxes	**2.08**	1.87
Insurance	**–**	7.91
Legal and other professional charges*	**68.43**	14.39
Auditors' remuneration (refer note below)	**4.66**	13.75
Provision for doubtful Goods and service tax credit receivable	**11.51**	2.55
Provision for impairment of investments	**–**	0.27
Bank charges	**0.60**	0.18
Exchange loss	**0.26**	–
Other miscellaneous expenses	**6.56**	2.65
	94.10	43.57

* Includes transactions with Related parties 4.80 Lakhs (2025 : Rs. 4.39 Lakhs) (Refer Note 20)

Note:

Rs in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Auditors' remuneration (excluding GST) includes:		
Statutory audit	**4.00**	4.00
Other services and certifications	**–**	8.00
Reimbursement of expenses	**0.66**	1.75
	4.66	13.75

Note 19: Employee benefits

(a) Defined Contribution Plan:

The Company's contribution to Provident Fund and others aggregating Rs. NIL (2025: Rs. NIL) has been recognised in the Statement of Profit or Loss under the head employee benefits expense.

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is calculated as per the Payment of Gratuity Act, 1972. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund. However, during the year, the company did not had any eligible employees to whom the gratuity was payable and accordingly, no actuarial valuation was carried out. The receivable from the Gratuity trust of the Company has been recognised in these financial statements under Note 9, as the Company has right to recover the surplus available in the trust.

Rs in Lakhs

Particulars	Funded Plan Gratuity	
	31-Mar-26	31-Mar-25
I. Expense recognised in the Statement of Profit and Loss for the year		
Current service cost	**–**	–
Net Interest cost	**–**	–
	–	–
II. Recognised in comprehensive income for the year		
Return on plan assets	**–**	–
Actuarial (Gain)/Loss on account of :		
– Demographic Assumptions	**–**	–
– Financial Assumptions	**–**	–
– Experience Adjustments	**–**	–
	–	–
III. Change in the obligation during the year ended		
1. Present value of defined benefit obligation at the beginning of the year	**–**	–
2. Acquisitions/Divestures/Transfer (transfer of employees to MASPL)	**–**	–
3. Current Service Cost	**–**	–
4. Interest cost	**–**	–
5. Recognised in Other Comprehensive Income		
– Actuarial Gain (Loss)	**–**	–
6. Benefit paid	**–**	–
Present value of defined benefit obligation at the end of the year	**–**	–

Rs in Lakhs

Particulars	Funded Plan Gratuity 31-Mar-26	31-Mar-25
IV. Change in fair value of assets during the year ended		
1. Fair value of plan assets at the beginning of the year	**7.13**	7.13
2. Interest income	**–**	–
3. Recognised in Other Comprehensive Income		
– Return on plan assets	**–**	–
4. Contributions by employer	**–**	–
5. Benefit paid	**–**	–
Fair value of plan assets at the end of the year	**7.13**	**7.13**
V. Net (Asset)/Liability recognised in the Balance Sheet		
– Present value of defined benefit obligation	**–**	–
– Fair value of plan assets	**7.13**	7.13
Net (Asset)/ liability	**(7.13)**	(7.13)
Current portion of the above	**(7.13)**	(7.13)
Non current portion of the above	**–**	–

Plan assets:

The details with respect to the investment made by Fund manager (Life Insurance Corporation) into major categories of plan assets have not been disclosed, as the same has not been provided by the Fund manager to the Company.

Actuarial assumptions:

Since the company has NIL employees on rolls (2025: NIL) sensitivity analysis and other related disclosures are not provided.

Note 20: Related Party Information

i) Related parties where control exists along with nature of relationship

Name of the party	Nature of Relationship
Mahindra & Mahindra Limited	Holding Company
Mahindra Aerostructures Private Limited	Subsidiary
Mahindra Aerospace Australia Pty Ltd	Subsidiary (until October 30, 2025)
Mahindra Aerospace Private Limited Employees Group Gratuity Assurance Scheme	Employee Gratuity Trust

Other parties with whom transaction have taken place during the year: NIL

ii) Related parties under Ind AS 24 and as per Companies Act, 2013

Key management personnel

Mr. Vinod Kumar Sahay	Director
Ms. Abanti Sankaranarayanan	Director
Ms. Divya Gulati	Director (w.e.f. June 20, 2024)
Mr. Sanjay Suresh Gupta	Director (w.e.f January 20, 2026)
Mr. Arvind Kumar Mehra	Wholetime Director & CEO (until March 31, 2026)
Mr. S. P. Shukla	Director (until October 22, 2024)
Mr. S Durgashankar	Director (until July 16, 2024)
Mr. T. Subrahmanya Sarma	Chief Financial Officer
Mr. V.S. Ramesh	Company Secretary (until May 22, 2024) & Company Secretary (w.e.f. July 16 ,2024)

iii) Details of the transactions with the related parties

Rs in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
I. Transactions with Group entities		
Services received (included under legal and other professional charges in note 18)		
Mahindra & Mahindra Limited	**4.80**	4.39
	4.80	4.39
Rent paid		
Mahindra Aerostructures Private Limited	**2.54**	2.42
	2.54	2.42
Investment in equity (Refer note 4)		
Mahindra Aerostructures Private Limited	11,333.80	–
Shares issued (Refer note 12)		
Mahindra & Mahindra Limited	9,853.81	–
Distribution proceeds received (Refer note 26)		
Mahindra Aerospace Australia Pty Ltd	1,711.77	–
II. Transactions with key managerial personnel		
Salary and perquisites		
Mr. Arvind Kumar Mehra	**–**	–
Mr. T. Subrahmanya Sarma	**–**	–

(iv) Details of balances receivable from and payable to related parties are as follows:

Rs in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Security deposits to related party		
Mahindra Aerostructures Private Limited	**2.30**	2.30
	2.30	2.30
Amounts recoverable from related parties		
Mahindra & Mahindra Limited	**–**	1.10
	–	1.10

Terms and conditions of transactions with related parties:

The transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end, if any, are unsecured and interest free and settlement occurs in cash.

Note 21: Financial instruments - fair values and risk management

Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities as at March 31, 2026, including their levels in the fair value hierarchy.

Rs in Lakhs

Particulars	Note	Carrying amount					Fair value			
		FVTPL	FVOCI	Other financial assets - amortised cost	Other financial liabilities	Total carrying amount	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value										
Investments	4	48,533.80	–	–	–	48,533.80	–	48,533.80	–	48,533.80
		48,533.80	–	–	–	48,533.80	–	48,533.80	–	48,533.80
Financial assets not measured at fair value										
Cash and cash equivalents	3	–	–	3.21	–	3.21	–	–	–	–
Bank balances other than above	3	–	–	322.59	–	322.59	–	–	–	–
Other financial assets	5	–	–	10.91	–	10.91	–	–	–	–
		–	–	336.71	–	336.71	–	–	–	–
Financial liabilities not measured at fair value										
Trade payables	10	–	–	–	17.02	17.02	–	–	–	–
		–	–	–	17.02	17.02	–	–	–	–

The following table shows the carrying amounts and fair values of financial assets and financial liabilities as at March 31, 2025, including their levels in the fair value hierarchy.

Rs in Lakhs

Particulars	Note	Carrying amount					Fair value			
		FVTPL	FVOCI	Other financial assets - amortised cost	Other financial liabilities	Total carrying amount	Level 1	Level 2	Level 3	Total
Financial assets measured at fair value										
Investments	4	37,200.00	–	–	–	37,200.00	–	37,200.00	–	37,200.00
		37,200.00	–	–	–	37,200.00	–	37,200.00	–	37,200.00
Financial assets not measured at fair value										
Cash and cash equivalents	3	–	–	8.03	–	8.03	–	–	–	–
Bank balances other than above	3	–	–	153.00	–	153.00	–	–	–	–
Other financial assets	5	–	–	12.45		12.45	–	–	–	–
		–	–	173.48	–	173.48	–	–	–	–
Financial liabilities not measured at fair value										
Trade payables	10	–	–	–	13.84	13.84	–	–	–	–
		–	–	–	13.84	13.84	–	–	–	–

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 - Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The fair value of cash and cash equivalents, bank balance other than cash and cash equivalents, borrowings, trade payables, other current financial assets and liabilities approximate their carrying amount largely due to the short-term nature of these instruments. The Company's long-term debt has been contracted at market rates of interest. Accordingly, the carrying value of such long-term debt approximates fair value.

Investment in equity shares of subsidiaries are not appearing as financial asset in the table above being investment in subsidiaries accounted under Ind AS 27, Separate Financial Statements which is scoped out under Ind AS 109.

There have been no transfers among Level 1, Level 2 and Level 3 during the year.

B Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the risk management framework. The Company's management oversees how management monitors compliance with the risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

C Financial risk management objectives and policies

The Company's principal financial liabilities comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include investments, other receivables, deposits and cash and cash equivalents that derive directly from its operations.

The Company is exposed to the following risks from its use of financial instruments:

– Market risk

– Credit risk

– Liquidity risk

(i) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings. The sensitivity analyses in the following sections relate to the position as at March 31, 2026 and March 31, 2025. The sensitivity analyses have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt and derivatives and the proportion of financial instruments in foreign currencies. The analyses exclude the impact of movement in market variables on: the carrying values of gratuity and other post retirement obligations and provisions.

The following assumptions have been made in calculating the sensitivity analyses:

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2026 and March 31, 2025.

a. Interest rate risk

The company doesn't have borrowings. Hence interest rate risk is not applicable.

b. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's does not have any exposure to the risk of changes in foreign exchange rates as there are no operations being carried out (revenue or expense is denominated in a foreign currency) by the company.

c. Foreign currency sensitivity

The company doesn't have any foreign currency exposure outstanding as at balance sheet date. Hence foreign currency sensitivity risk is not applicable.

(ii) Credit risk

Company does not have any operations and hence credit risk is not applicable.

Financial Instrument and Cash Deposit

Credit risk from balances with banks and financial institutions is managed by the Company's operation department in accordance with the Company's policy. Investments of surplus funds are made only with approved Banks within the limits assigned. These limits are reviewed by the Company's Board of Directors as and when required. The limits are set to minimise the concentration of risks and therefore mitigate financial loss and potential failure to make payments. The Company's maximum exposure to credit risk for the components of the statement of financial position at March 31, 2026 and March 31, 2025 is the carrying amounts.

(iii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company has an appropriate liquidity risk management framework for the management of short, medium and long term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate cash reserves, banking facilities and reserve borrowing facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The table below summarises the maturity profile of the company's financial liabilities based on contractual undiscounted payments and include contractual interest payments.

Rs in lakhs

	On demand	Less than 1 year	1 to 2 Year	2 to 5 year	More than 5 Years	Total
Year ended 31 March 2026						
Trade payables	**–**	**17.02**	**–**	**–**	**–**	**17.02**
Lease liabilities	**–**	**2.67**	**2.56**	**–**	**–**	**5.23**
	–	**19.69**	**2.56**	**–**	**–**	**22.25**
Year ended 31 March 2025						
Trade payables	–	13.84	–	–	–	13.84
Lease liabilities	–	2.55	2.68	2.56	–	7.79
	–	**16.39**	**2.68**	**2.56**	**–**	**21.63**

(iv) Maturity analysis of assets and liabilities

The below Table shows the maturity analysis of assets and liabilities according to when they are expected to be recovered or settled:

Rs in Lakhs

	As at March 31, 2026		As at March 31, 2025	
Particulars	**Within 12 months**	**After 12 months**	Within 12 months	After 12 months
Assets				
Cash and cash equivalents	**3.21**	**–**	8.03	–
Bank balances other than cash and cash equivalents	**322.59**	**–**	153.00	–
Investments	**–**	**48,533.80**	–	37,200.00
Income tax assets (net)	**1.41**		1.13	
Other financial assets	**8.61**	**2.30**	1.54	10.91
Total Assets	**335.82**	**48,536.10**	**163.70**	**37,210.91**

Rs in Lakhs

Particulars	As at March 31, 2026 Within 12 months	As at March 31, 2026 After 12 months	As at March 31, 2025 Within 12 months	As at March 31, 2025 After 12 months
Liabilities				
Lease liabilities *	2.67	2.56	2.55	5.24
Trade payable : Total outstanding dues of micro enterprises and small enterprises	–	–	0.12	–
Trade payable : Total outstanding dues of creditors other than micro enterprises and small enterprises	17.02	–	13.72	–
Other non financial liabilities	**0.03**	**0.21**	0.09	0.21
Total Liabilities	**19.72**	**2.77**	**16.48**	**5.45**

* Maturity profile is based on contractual undiscounted payments and include contractual interest payments.

D Capital management:

The Company's capital management objectives are:

– to ensure the Company's ability to continue as a going concern.

– to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The Company monitors capital on the basis of the carrying amount of equity and profit and loss account as presented on the face of the statement of financial position.

The Company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The Company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets. The Company is not subject to externally enforced capital regulation. The Company's capital requirements are substantially met through the issue of equity to the holding companies.

There is no change in the overall capital risk management strategy of the Company compared to last year.

22. Contingent liabilities:

(a) There are no claims against the company not acknoweledged as debt during the year (2025: Rs. Nil)

(b) The estimated amount of contracts remaining to be executed on Capital account and not provided for Rs.Nil (2025: Rs. Nil)

23. Earnings per share

Basic earnings per share amounts are calculated by dividing the profit/(loss) for the year attributable to equity holders by the weighted average number of Equity Shares outstanding during the year.

Rs in Lakhs

Sr. No.	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	Earnings attributable to equity shareholders	**1,640.38**	(34.98)
(b)	Weighted average number of equity shares outstanding during the year	**96,36,83,401**	91,23,89,607
(c)	Basic Earnings per share (Rs.)	**0.17**	(0.00)
(d)	Diluted Earnings per share (Rs.)	**0.17**	(0.00)

Weighted average no of shares (basic & diluted)

Rs in Lakhs

Sr. No.	Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
(a)	Opening Balance	**91,23,89,607**	91,23,89,607
(b)	Effect of fresh issue of shares	**5,12,93,794**	–
(c)	Weighted average no of shares	**96,36,83,401**	91,23,89,607

The weighted average number of ordinary shares for the purpose of diluted earnings per share reconciles to the weighted average number of equity shares used in the calculation of basic earnings/(loss) per share as follows:

Rs in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Weighted average number of equity shares used in the calculation of Basic EPS	**96,36,83,401**	91,23,89,607
Add: Effect of potential equity shares	**–**	–
Weighted average number of equity shares used in the calculation of Diluted EPS	**96,36,83,401**	91,23,89,607

24. Dues to micro and small enterprises

The information as required under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company. This information has been relied upon by the Auditors. The disclosures relating to Micro and Small Enterprises as at the year ends are as under: -

Rs in Lakhs

Sr. No.	Particulars	As at March 31, 2026	As at March 31, 2025
A	The principal amount remaining unpaid to supplier as at the end of the year	**–**	0.12
B	The interest due thereon remaining unpaid to supplier as at the end of the year	**–**	–
C	Interest paid in terms of Section 16 of the Act along with the amount of payment made to the supplier beyond the appointed day during the year	**–**	–
	- Principal paid beyond the appointed date	**–**	–
	- Interest paid in terms of the Section 16 of the Act	**–**	–
D	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	**–**	–
E	Further interest due and payable even in the succeeding year, until such date when the interest due as above are actually paid to the small enterprises	**–**	–
F	The amount of interest accrued during the year and remaining unpaid at the end of the year	**–**	–

25. NM5 Project

During November 2006, erstwhile M/S. Plexion Technologies India Pvt. Ltd., which was later on merged with Mahindra Engineering Services Limited (MESL), had entered into a Collaboration Agreement with Council of Scientific Industrial Research (CSIR), represented by National Aerospace Laboratories (NAL) for Joint Development, Commercial Production and Marketing of a 4-Seater Aircraft (NM 5 Project). By virtue of a Deed of Assignment dated 28th May, 2008, signed between MESL, the Company and Council of Scientific Industrial Research (CSIR), the rights, obligations and benefits of MESL under the said Collaboration Agreement was assigned to the Company by MESL and duly affirmed by CSIR. As per the Collaboration Agreement, the Company jointly owns the Intellectual Property Rights arising from joint development of the aircraft. Such Intellectual Property Rights arising from joint development of the aircraft will be a jointly held intangible asset. The Company has built a prototype of the aircraft which has carried out a successful test flight.

The Company had so far incurred an expenditure of Rs. 274.63 Lakhs (2025 : Rs. 274.63 Lakhs) on tools and jigs and Rs. 2,098.63 Lakhs (2025 : Rs. 2,098.63 Lakhs) towards the design & development and building one prototype aircraft and these were included under 'Capital work in progress' and 'Intangible assets under development' respectively.

The Management had evaluated the carrying value of above mentioned assets based on the projections of the project and recognized a cumulative impairment of Rs. 2,375.26 lakhs during the previous years. Such impairment has been adjusted with the carrying value of the assets in the current year.

26. Company's subsidiary, Mahindra Aerospace Australia Pty Ltd (MAAPL), has applied for 'Voluntary Liquidation' in July 2024 and the same is concluded in July 2025 and the Liquidator paid Rs. 1,711.77 lakhs towards 'Return of Capital'. Subsequently the MAAPL was de-registered by the Australian Securities & Invest Commission (ASIC) on October 30, 2025

27. Segment Reporting:

The Company is primarily engaged in the business of acquisition of shares and other securities in group companies. The Company's business activity falls within a single segment and accordingly there is no separate reportable segment as per Ind AS 108.

Note 28 - Income taxes

The Company has carried out its deferred tax computation in accordance with Ind AS 12 'Income Taxes' notified under the Companies (Indian Accounting Standards) Rules, 2015.

(a) Significant components & classification of deferred tax assets and liabilities are as follows:

Rs in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Deferred tax liabilities		
Related to depreciation of fixed assets	–	–
Total deferred tax liability (a)	–	–
Deferred tax assets		
Provision for diminution of Investments	2,328.04	20,430.01
Provision for GST credit	45.03	42.13
Carry forward losses	17,678.96	8.32
Others	0.30	0.76
Total deferred tax assets (b)	20,052.33	20,481.22
Net deferred tax assets/ (liabilities) (b-a)	20,052.33	20,481.22

The Company has carry forward losses under tax laws and accordingly, net deferred tax assets would be recognized only on achieving continued / sustained profitability, when such future taxable income will be available against which such deferred tax assets which can be realized. Since the Company has not yet achieved sustained profitability, as at March 31, 2026 and March 31, 2025, deferred tax assets have not been recognised

(b) Amount reocognised in statement of profit and loss

Rs in Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Current Tax	–	–
Deferred tax	–	–

(c) Reconciliation of effective tax rate

Rs in Lakhs

Particulars	As at March 31, 2026		As at March 31, 2025	
Profit / (loss) before tax		**1,640.38**		(34.98)
Income tax expense calculated at domestic tax rates applicable to profits	**25.17%**	**412.85**	25.17%	(8.80)
Tax effects of:				
Permanent difference		**20.36**		6.23
Timing differences		**(0.00)**		1.07
Carry forward losses		**(433.21)**		1.50
Change in tax rate		**–**		(677.00)
Deferred tax asset not recognised in statement of profit and loss		**412.85**		668.20
		–		–
Income tax expense		**–**		–
Effective tax rate		**0.00%**		0.00%

(d) Tax losses

Rs in Lakhs

Particulars	As at March 31, 2026	Expiry date	As at March 31, 2025	Expiry date
Loss from business	**43.63**	**March 31, 2030 to March 31, 2034**	33.07	March 31, 2030 to March 31, 2033
Capital Loss	**70,200.16**	**March 31, 2034**	–	
Total	**70,243.79**		33.07	
Potential tax benefit	**17,678.96**		8.32	

Note 29- Impairment

The Company has long-term investments in subsidiaries which are measured at cost less impairment or at fair value through profit or loss. The management assesses the performance of these entities including the future projections and relevant economic and market conditions in which they operate to identify if there is any indicator of impairment / reversal impairment, in the carrying value of the investments. For this purpose, business operations of each subsidiary is treated as a Cash Generating Unit (CGU).

In case indicators of impairment exist, the impairment loss is measured by estimating the recoverable amounts based on the higher of (i) 'fair value less cost of disposal' determined using market price information, where available, and (ii) 'value-in-use' estimates determined using discounted cash flow projections, where available.

The fair value less costs of disposal is determined using the market approach. The future cash flow projections are specific to the entity based on its business plan and may not be the same as those of market participants. The future cash flows consider key assumptions such as volume projections, margins, terminal growth rates, etc. with due consideration for the potential risks given the current economic environment in which the entity operates. The discount rates used are pre-tax rates based on weighted average cost of capital and reflects market's assessment of the risks specific to the asset as well as time value of money.

The Company has performed impairment analysis on Investment in Subsidiaries as at the year end. The recoverable amount of the CGU was estimated based on the present value of the future cash flows expected to be derived by the CGU itself (value in use), using a post-tax discount rate of 15.04% and a high growth rate of 10.20% from FY 2036 – FY 2040 and terminal value growth rate of 5% thereafter. The recoverable amount of the CGU was estimated to be higher than its carrying amount and no impairment was required. Further, no impairment loss recognised in the earlier periods was considered for reversal given that, sensitivities on the key assumptions could have resulted in situation where, no reversal was warranted during the current year. (2025: Impairment reversal of Nil)

The estimate of value in use was determined using a post-tax discount rate of 15.04% (Pre-tax discount rate 2025: 20.09%)(2025: Post-tax discount rate 14.62%, Pre-tax discount rate: 19.54%) and a terminal value growth rate of 10.20% from FY 2036 – FY 2040 (2025: 14.70% from FY 2035-FY 2039)

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Provision / (reversal) for diminution in value of investment	**–**	–
(Reversal of)/Impairment loss	**–**	–

Recoverable amount as follows:

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Investment in subsidiaries	**48,533.80**	37,200.00

During the year, the Company reassessed its estimates and no impairment loss or reversal of impairment recognized (2025: Rs. Nil)

The recoverable amount of this CGU was based on fair value less costs of disposal, estimated using discounted cash flows.

The key assumptions used in the estimation of the recoverable amount are set out below. The values assigned to the key assumptions represent management's assessment of future trends in the relevant industries and have been based on historical data from both external and internal sources.

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Discount rate	**15.04%**	14.62%
High Growth rate	**10.20%**	14.70%
Terminal value growth rate	**5.00%**	5.00%
Budgeted Average EBIDTA growth rate	**20.74%**	22.26%

The discount rate was a post-tax measure based on the rate of 10-year government bonds issued by the government in the relevant market and in the same currency as the cash flows, with possible debt leveraging of 12% at a market interest rate of 7.25%

The cash flow projections included specific estimates for nine years and a terminal growth rate thereafter. The terminal growth rate was determined based on management's estimate of the long term compound annual EBITDA growth rate, consistent with the assumptions that a market participant would make Budgeted EBITDA was estimated taking into account past experience, adjusted as follows Revenue growth was projected taking into account the average growth levels experienced over the past nine years and the estimated sales volume and price growth for the next nine years. It was assumed that the sales price and sales volume would increase in line with forecast inflation over the next nine years.

The estimated recoverable amount of the CGU exceeded its carrying amount by Rs. 9,415.00 Lakhs (2025: Rs. 33,365.00 Lakhs). Management has identified that a reasonably possible change in three key assumptions could cause the carrying amount to exceed the recoverable amount and therefore, in the current year, impairment loss recorded in the earlier periods was not reversed. The following table shows the amount by which these three assumptions would need to change individually for the estimated recoverable amount to be equal to the carrying amount.

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Discount rate	**0.82%**	5.75%
High Growth rate	**(7.28%)**	–
Budgeted Average EBIDTA growth rate	**(0.94%)**	(3.84%)

30 The Company does not have transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.

31 During the year ended March 31, 2026, no material foreseeable loss (2025: Nil) was incurred for any long-term contract including derivative contracts.

32 The Company has not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

33 The Company has not received any funds from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

34 The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property

35 The Company has not traded or invested in Crypto currency or virtual currency during the current year.

36 The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

37 There are no immovable properties (other than properties where the Company is a lessee) whose title deeds are not in the name of the Company.

38 The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets).

39 The Company has complied with the number of layers prescribed under the Companies Act, 2013.

40 The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

41 The Company has no borrowings from banks and financial institutions.

42 Information with regard to other matters specified in part II of Schedule III to the Act is either nil or not applicable to the company.

43 Subsequent events :

There are no subsequent events that have occurred after the reporting period till the date of approval of the financial statements.

As per our report of even date attached
For *B S R & Co. LLP*
Chartered Accountants
(Firm's registration No. 101248W/W-100022)

Praveen Kumar Jain
Partner
Membership No. 079893

Place: Bengaluru
Date: April 21, 2026

For and on behalf of the Board of Directors of
Mahindra Aerospace Private Limited
CIN No. U63033MH2008PTC179520

Ms. Divya Gulati
Director
DIN 10210021

Mr. Vinod Kumar Sahay
Director
DIN 07884268

Mr. T. Subrahmanya Sarma
Chief Financial Officer
PAN: AAWPT5805A
Place: Mumbai
Date: April 21, 2026

Mr. V.S. Ramesh
Company Secretary
Membership No. A 5769

Mahindra Aerospace Private Limited

Form AOC 1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

PART A - SUBSIDIARIES

Rs. in Lakhs

Name of the subsidiary	**Mahindra Aerostructures Private Limited**
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31st Mar '26
Reporting currency	Rupees
Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	1
Share capital	57,783.80
Reserves & Surplus	(30,303.03)
Total assets	47,098.23
Total Liabilities	19,617.46
Investments	104.97
Turnover	32,847.97
Profit /(loss) before taxation	159.39
Provision for taxation	–
Profit after taxation	159.39
Other comprehensive income	–
Total comprehensive income for the year	159.39
Proposed Dividend	–
% of shareholding	100%

Additional Information:

1) Names of subsidiaries which are yet to commence operations: Nil
2) Names of subsidiaries which have been liquidated during the year: Mahindra Aerospace Australia Pty Ltd

PART B - ASSOCIATES & JOINT VENTURES:

1) Names of associates or joint ventures which are yet to commence operations: Nil
2) Names of associates or joint ventures which have been liquidated or sold during the year: Nil

For and on behalf of the Board of Directors
For Mahindra Aerospace Private Limited

Ms. Divya Gulati
Director
DIN 10210021

Mr. Vinod Kumar Sahay
Director
DIN 07884268

Mr. T. Subrahmanya Sarma
Chief Financial Officer
PAN: AAWPT5805A

Mr. V.S. Ramesh
Company Secretary
Membership No. A 5769

Mumbai, April 21, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Mahindra Aerostructures Private Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Mahindra Aerostructures Private Limited (the "Company") which comprise the balance sheet as at 31 March 2026, and the statement of profit and loss (including other comprehensive income), statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act, 2013 ("Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its profit and other comprehensive income, changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on the financial statements.

Management's and Board of Directors' Responsibilities for the Financial Statements

The Company's Management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the state of affairs, profit/ loss and other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the Management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting in preparation of financial statements and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2 A. As required by Section 143(3) of the Act, we report that:

a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c. The balance sheet, the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows dealt with by this Report are in agreement with the books of account.

d. In our opinion, the aforesaid financial statements comply with the Ind AS specified under Section 133 of the Act.

e. On the basis of the written representations received from the directors as on 01 April 2026 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2026 from being appointed as a director in terms of Section 164(2) of the Act.

f. With respect to the adequacy of the internal financial controls with reference to financial statements of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".

B. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

a. The Company has disclosed the impact of pending litigations as at 31 March 2026 on its financial position in its financial statements - Refer Note 31 and Note 38 to the financial statements.

b. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

c. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

d (i) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 45 to the financial statements, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(ii) The management has represented that, to the best of its knowledge and belief, as disclosed in the Note 46 to the financial statements, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(iii) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (i) and (ii) above, contain any material misstatement.

e. The Company has neither declared nor paid any dividend during the year.

f. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not

come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

C. In our opinion and according to the information and explanation given to us, the remuneration paid by the Company to its director during the year is in accordance with the provision of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) of the Act which are required to be commented upon by us.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Praveen Kumar Jain
Partner
Membership No.: 079893
ICAI UDIN:26079893FZECVI3268
Place: Bengaluru
Date: 21 April 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA AEROSTRUCTURES PRIVATE LIMITED FOR THE YEAR ENDED 31 MARCH 2026

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

(i) (a) (A) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.

(B) The Company has maintained proper records showing full particulars of intangible assets.

(i) (b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has a regular programme of physical verification of its Property, Plant and Equipment by which all property, plant and equipment are verified every year. In accordance with this programme, all property, plant and equipment were verified during the year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets. No discrepancy was noticed on such verification.

(c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties (other than immovable properties where the Company is the lessee and the leases agreements are duly executed in favour of the lessee) disclosed in the financial statements are held in the name of the Company.

(d) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not revalued its Property, Plant and Equipment (including Right of Use assets) or intangible assets or both during the year.

(e) According to the information and explanations given to us and on the basis of our examination of the records of the Company, there are no proceedings initiated or pending against the Company for holding any benami property under the Prohibition of Benami Property Transactions Act, 1988 and rules made thereunder.

(ii) (a) The inventory, except goods-in-transit and stocks lying with third parties, has been physically verified by the management during the year.For stocks lying with third parties at the year-end, written confirmations have been obtained and for goods-in-transit, relevant documents (including evidence of receipts, where goods have been received subsequently) have been linked with inventory records. In our opinion, the frequency of such verification is reasonable and procedures and coverage as followed by management were appropriate. No discrepancies were noticed on verification between the physical stocks and the book records that were more than 10% in the aggregate of each class of inventory

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. In our opinion, the quarterly returns or statements filed by the Company with such banks or financial institutions are in agreement with the books of account of the Company.

(iii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not provided guarantee or security, granted loans and advances in the nature of loans, secured or unsecured to companies, firms, limited liability partnership and other parties during the year. The Company has made investment in a company and other parties (mutual funds), in respect of which the requisite information is as below. The Company has not made any investments in firms or limited liability partnership. Accordingly, provisions of clauses 3(iii)(a), 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order are not applicable to the Company.

(b) According to the information and explanations given to us and based on the audit procedures conducted by us, in our opinion the investments made during the year are not prejudicial to the interest of the Company. The Company has not provided guarantee or security, granted loans and advances in the nature of loans during the year.

(iv) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not given any loans, or provided any guarantee or security as specified under Section 185 and 186 of the Companies Act, 2013 ("the Act"). In respect of the investments made by the Company, in our opinion the provisions of Section 186 of the Act have been complied with.

(v) The Company has not accepted any deposits or amounts which are deemed to be deposits from the public. Accordingly, clause 3(v) of the Order is not applicable.

(vi) We have broadly reviewed the books of accounts maintained by the Company pursuant to the rules prescribed by the Central Government for maintenance of cost records under Section 148(1) of the Act in respect of its manufactured goods and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not carried out a detailed examination of the records with a view to determine whether these are accurate or complete.

(vii) (a) The Company does not have liability in respect of Service tax, Duty of excise, Sales tax and Value added tax during the year since effective 1 July 2017, these statutory dues has been subsumed into GST.

According to the information and explanations given to us and on the basis of our examination of the

records of the Company, in our opinion, the undisputed statutory dues including Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues have been regularly deposited by the Company with the appropriate authorities.

According to the information and explanations given to us and on the basis of our examination of the records of the Company, no undisputed amounts payable in respect of Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues were in arrears as at 31 March 2026 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, statutory dues relating to Goods and Service Tax, Provident Fund, Employees State Insurance, Income-Tax, Duty of Customs or Cess or other statutory dues which have not been deposited on account of any dispute are as follows:

Name of the statute	Custom Act, 1962	Custom Act, 1962
Nature of the dues	Custom duty and penalty (including interest)	Custom duty and penalty (including interest)
Amount (Rs. in Lakhs)	1,661.66 (539.80)*	86.69 (45.33)*
Period to which the amount relates	FY 2012-13	FY 2012-13
Forum where dispute is pending	Supreme Court of India	Joint Commissioner of Customs, Chennai
Remarks	None	None

* figures in bracket represent amounts paid under protest.

(viii) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not surrendered or disclosed any transactions, previously unrecorded as income in the books of account, in the tax assessments under the Income Tax Act, 1961 as income during the year.

(ix) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not defaulted in repayment of loans and borrowing or in the payment of interest thereon to any lender.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not been declared a wilful defaulter by any bank or financial institution or government or government authority.

(c) In our opinion and according to the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained.

(d) According to the information and explanations given to us and on an overall examination of the financial statements of the Company, we report that no funds raised on short-term basis have been used for long-term purposes by the Company.

(e) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(e) is not applicable.

(f) The Company does not hold any investment in any subsidiaries, associates or joint ventures (as defined under the Act) during the year ended 31 March 2026. Accordingly, clause 3(ix)(f) is not applicable.

(x) (a) The Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). Accordingly, clause 3(x)(a) of the Order is not applicable.

(b) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year. Accordingly, clause 3(x)(b) of the Order is not applicable.

(xi) (a) During the course of our examination of the books and records of the Company and according to the information and explanations given to us, no fraud by the Company or on the Company has been noticed or reported during the year.

(b) According to the information and explanations given to us, no report under sub-section (12) of Section 143 of the Act has been filed by the auditors in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government.

(c) As represented to us by the management, there are no whistle blower complaints received by the Company during the year.

(xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3(xii) of the Order is not applicable.

(xiii) The Company is a private limited company and accordingly the requirements as stipulated by the provisions of Section 177 of the Act are not applicable to the Company. In our opinion and according to the information and explanations given to us and on the basis of our examination of records of the Company, transactions with the related parties are in compliance with Section 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

(xiv) (a) Based on information and explanations provided to us and our audit procedures, in our opinion, the Company has an internal audit system commensurate with the size and nature of its business.

(b) We have considered the internal audit reports of the Company issued till date for the period under audit.

(xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or

persons connected to its directors and hence, provisions of Section 192 of the Act are not applicable to the Company.

(xvi) (a) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(a) of the Order is not applicable.

(b) The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, clause 3(xvi)(b) of the Order is not applicable.

(c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, clause 3(xvi)(c) of the Order is not applicable.

(d) According to the information and explanations provided to us, the Group (as defined in the regulations made by the Reserve Bank of India) has more than one CIC as part of the Group. The Group has 5 CICs as part of the Group

(xvii) The Company has not incurred cash losses in the current and in the immediately preceding financial year.

(xviii) There has been no resignation of the statutory auditors during the year. Accordingly, clause 3(xviii) of the Order is not applicable.

(xix) According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

(xx) The requirements as stipulated by the provisions of Section 135 are not applicable to the Company. Accordingly, clauses 3(xx)(a) and 3(xx)(b) of the Order are not applicable.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Praveen Kumar Jain
Partner
Membership No.: 079893
ICAI UDIN:26079893FZECVI3268

Place: Bengaluru
Date: 21 April 2026

ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS OF MAHINDRA AEROSTRUCTURES PRIVATE LIMITED FOR THE YEAR ENDED 31 MARCH 2026

Report on the internal financial controls with reference to the aforesaid financial statements under Clause (i) of Sub-section 3 of Section 143 of the Act

(Referred to in paragraph 2(A)(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Opinion

We have audited the internal financial controls with reference to financial statements of Mahindra Aerostructures Private Limited ("the Company") as of 31 March 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, the Company has, in all material respects, adequate internal financial controls with reference to financial statements and such internal financial controls were operating effectively as at 31 March 2026, based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (the "Guidance Note").

Management's and Board of Directors' Responsibilities for Internal Financial Controls

The Company's Management and the Board of Directors are responsible for establishing and maintaining internal financial controls based on the internal financial controls with reference to financial statements criteria established by the Company considering the essential components of internal control stated in the Guidance Note. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements based on our audit. We conducted our audit in accordance with the Guidance Note and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls with reference to financial statements. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls with reference to financial statements.

Meaning of Internal Financial Controls with Reference to Financial Statements

A company's internal financial controls with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial controls with reference to financial statements include those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with Reference to Financial Statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial controls with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B S R & Co. LLP**
Chartered Accountants
Firm's Registration No.:101248W/W-100022

Praveen Kumar Jain
Partner
Membership No.: 079893
ICAI UDIN:26079893FZECVI3268

Place: Bengaluru
Date: 21 April 2026

BALANCE SHEET AS AT MARCH 31, 2026

Rs. In lakhs

Particulars	Note	As at March 31, 2026	As at March 31, 2025
Assets			
Non-current assets			
Property, plant and equipment	3	**18,139.54**	17,467.37
Capital work in progress	3	**1,710.91**	216.64
Intangible assets	3	**315.57**	157.29
Right of use assets	3A	**14.49**	15.27
Financial assets			
Investments	7	**104.97**	–
Other financial assets	10	**36.81**	36.21
Other tax assets (net)	4	**8.60**	2.22
Other non-current assets	5	**1,436.55**	1,734.66
Total non-current assets		**21,767.44**	19,629.66
Current assets			
Inventories	6	**8,887.01**	7,587.97
Financial assets			
Trade receivables	8	**12,214.87**	9,755.84
Cash and cash equivalents	9	**21.88**	28.19
Other financial assets	10	**121.59**	43.55
Other current assets	11	**4,085.44**	3,018.38
Total current assets		**25,330.79**	20,433.93
Total assets		**47,098.23**	40,063.59
Equity and liabilities			
Equity			
Equity share capital	12	**57,783.80**	46,450.00
Other equity	13	**(30,303.03)**	(30,495.71)
Total equity		**27,480.77**	15,954.29
Non-current liabilities			
Financial liabilities			
Borrowings	14	**2,309.45**	10,249.22
Lease liabilities	15	**8.37**	14.05
Provisions	17	**430.44**	100.86
Other non-current liabilities	19	**75.38**	–
Total non-current liabilities		**2,823.64**	10,364.13

BALANCE SHEET AS AT MARCH 31, 2026 (CONTINUED)

Rs. In lakhs

Particulars	Note	As at March 31, 2026	As at March 31, 2025
Current liabilities			
Financial liabilities			
Borrowings	14	**7,784.09**	10,453.08
Lease liabilities	15	**9.71**	5.22
Trade payable	18		
Total outstanding dues of Micro Enterprises and Small Enterprises		**766.42**	56.08
Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises		**3,404.63**	1,095.64
Other financial liabilities	16	**125.66**	124.43
Other current liabilities	19	**4,592.92**	1,905.97
Provisions	17	**110.39**	104.75
Total current liabilities		**16,793.82**	13,745.17
Total equity and liabilities		**47,098.23**	40,063.59
Material accounting policies	**2**		

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
(Firm's registration No. 101248W/W-100022)

Praveen Kumar Jain
Partner
Membership No. 079893

Place: Bengaluru
Date: April 21, 2026

For and on behalf of the Board of Directors of
Mahindra Aerostructures Private Limited
CIN No. U35122MH2011PTC212744

Dr. Karthik Krishnamurthy
Wholetime Director
DIN No.07130799

Mr. Arvind Kumar Mehra
Managing Director & CEO
DIN No.01039769

Mr. T. Subrahmanya Sarma
Chief Financial Officer
PAN: AAWPT5805A

Mr. V. S. Ramesh
Company Secretary
Membership No. ACS5769

Place: Mumbai
Date: April 21, 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

Rs. In lakhs

Particulars	Note	For the year ended March 31, 2026	For the year ended March 31, 2025
Revenue from operations	20	**32,118.80**	25,805.50
Other income	21	**729.17**	2.52
Total income		**32,847.97**	25,808.02
Expenses			
Cost of materials consumed	22	**12,987.17**	10,975.86
Changes in inventories of finished goods and work-in-progress	23	**46.68**	(26.22)
Employee benefits expense	24	**7,552.47**	6,804.57
Finance costs	25	**1,275.09**	1,178.69
Depreciation and amortization expense	26	**2,367.01**	1,781.40
Other expenses	27	**8,141.90**	5,873.54
Total expenses		**32,370.32**	26,587.84
Profit / (Loss) before exceptional items and tax		**477.65**	(779.82)
Exceptional items			
Statutory impact of new Labour Codes	39	**318.26**	–
Profit / (Loss) before tax		**159.39**	(779.82)
Tax expense:			
Current tax		**–**	–
Deferred tax		**–**	–
Profit/(Loss) for the year		**159.39**	(779.82)
Other comprehensive income			
Items that will not be reclassified subsequently to profit or loss:			
Re-measurement (loss)/gain on defined benefit plans (net of tax)		**33.29**	(50.39)
Other comprehensive income for the year, net of tax		**33.29**	(50.39)
Total comprehensive income/(loss) for the year		**192.68**	(830.21)
Earnings per equity share: (Nominal value of Rs. 10 per share)	33		
Basic earnings per share		**0.03**	(0.17)
Diluted earnings per share		**0.03**	(0.17)
Material accounting policies	2		

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For B S R & Co. LLP
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Mr. V. S. Ramesh
Company Secretary
Membership No. ACS5769

Place: Mumbai
Date: April 21, 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026

Rs. In lakhs

Particulars		For the year ended March 31, 2026		For the year ended March 31, 2025
A. Cash flow from operating activities:				
Profit / (Loss) before tax		**159.39**		(779.82)
Adjustments for:				
Depreciation and amortisation expense	**2,367.01**		1,781.40	
Finance costs	**1,275.09**		1,178.69	
Customs duty provision (Refer Note 38)	**1,163.22**		–	
Property plant and equipment written off	**1.05**		16.46	
Loss / (Profit) on sale of property plant and equipment (net)	**(5.72)**		–	
Interest income	**(7.98)**		(0.10)	
Profit on sale of mutual funds	**(16.64)**		–	
Deferred Government Grant	**(13.05)**		–	
Net unrealised exchange gain	**(372.09)**	**4,390.89**	49.62	3,026.07
Operating gain before working capital changes		**4,550.28**		2,246.25
Changes in working capital:				
Adjustments for (increase)/decrease in operating assets:				
Inventories	**(1,299.04)**		(641.81)	
Trade receivables	**(2,061.15)**		(1,052.40)	
Current financial and other current assets	**(1,145.10)**		(724.06)	
Non-current financial and other non-current assets	**968.22**		(10.01)	
Adjustments for increase/(decrease) in operating liabilities:				
Trade payables	**2,995.65**		(497.93)	
Current financial and other current liabilities	**1,508.16**		1,036.25	
Provisions	**368.51**	**1,335.25**	(9.96)	(1,899.92)
Cash generated from operations		**5,885.53**		346.33
Net income tax refunds/(paid)		**(6.38)**		0.23
Net cash generated from operating activities (A)		**5,879.15**		346.56
B. Cash flow from investing activities:				
Payment to acquire property, plant and equipment, including capital advances	**(5,358.50)**		(5,700.24)	
Proceeds from sale of property, plant and equipment	**9.47**		–	
Investment in bank deposits	**(6,120.00)**		–	
Proceeds from maturity of bank deposits	**6,125.49**		–	
Investment in mutual funds	**(4,252.00)**		–	
Proceeds from redemption of mutual funds	**4,268.64**		–	
Investment in Equity Shares	**(104.97)**		–	
Receipt of asset-related government grant	**104.00**			
Interest income received	**2.49**		0.10	

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2026 (CONTINUED)

Rs. In lakhs

Particulars		For the year ended March 31, 2026		For the year ended March 31, 2025
Net cash used in investing activities (B)		**(5,325.38)**		(5,700.14)
C. Cash flow from financing activities:				
Proceeds from issue of equity shares	**11,333.80**		–	
Proceeds from short term loans from related parties	**7,700.00**		20,150.00	
Repayment of short term loans from related parties	**(10,300.00)**		(10,100.00)	
Working capital borrowings (net)	**(50.05)**		15.25	
Proceeds from Long term borrowings from related parties	**2,300.00**		–	
Repayment of Long term borrowings from related parties	**(9,850.00)**		–	
Repayment of Long term borrowings	**–**		(4,143.19)	
Repayment of lease liabilities	**(12.08)**		(6.66)	
Finance costs	**(1,681.79)**		(938.79)	
Net cash (used in) / generated from financing activities (C)		**(560.12)**		4,976.61
Net increase in cash and cash equivalents (A+B+C)		**(6.35)**		(376.97)
Effect of exchange differences on restatement of foreign currency cash and cash equivalent		**0.04**		(0.07)
Cash and cash equivalents at the beginning of the year		**28.19**		405.23
Cash and cash equivalents at the end of the year		**21.88**		28.19
Components of Cash and cash equivalents (Refer Note 9)				
Balance with banks				
– On current accounts		**11.35**		–
– On EEFC accounts		**10.53**		28.19
Cash on hand		**–**		–

Material accounting policies (Refer note 2)

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
(Firm's registration No. 101248W/W-100022)

Praveen Kumar Jain
Partner
Membership No. 079893

Place: Bengaluru
Date: April 21, 2026

For and on behalf of the Board of Directors of
Mahindra Aerostructures Private Limited
CIN No. U35122MH2011PTC212744

Dr. Karthik Krishnamurthy
Wholetime Director
DIN No.07130799

Mr. Arvind Kumar Mehra
Managing Director & CEO
DIN No.01039769

Mr. T. Subrahmanya Sarma
Chief Financial Officer
PAN: AAWPT5805A

Mr. V. S. Ramesh
Company Secretary
Membership No. ACS5769

Place: Mumbai
Date: April 21, 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

a. Equity share capital:

	Rs. In lakhs
As at April 1, 2024	**46,450.00**
Add: changes in equity shares	–
As at March 31, 2025	**46,450.00**
Add: changes in equity shares	11,333.80
As at March 31, 2026	**57,783.80**

b. Other equity

Rs. In lakhs

Particulars	Retained Earnings	Other comprehensive income	Total
As at April 1, 2024	**(29,667.77)**	**2.27**	**(29,665.50)**
Loss for the year	(779.82)	–	(779.82)
Re-measurement gain on defined benefit plans	–	(50.39)	(50.39)
Total comprehensive income	**(779.82)**	**(50.39)**	**(830.21)**
As at March 31, 2025	**(30,447.59)**	**(48.12)**	**(30,495.71)**
As at April 1, 2025	(30,447.59)	(48.12)	(30,495.71)
Loss for the year	159.39	–	159.39
Re-measurement gain/(loss) on defined benefit plans	–	33.29	33.29
Total comprehensive income	**159.39**	**33.29**	**192.68**
As at March 31, 2026	**(30,288.20)**	**(14.83)**	**(30,303.03)**

Material accounting policies (Refer note 2)

The accompanying notes form an integral part of the financial statements

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
(Firm's registration No. 101248W/W-100022)

Praveen Kumar Jain
Partner
Membership No. 079893

Place: Bengaluru
Date: April 21, 2026

For and on behalf of the Board of Directors of
Mahindra Aerostructures Private Limited
CIN No. U35122MH2011PTC212744

Dr. Karthik Krishnamurthy
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DIN No.01039769

Mr. T. Subrahmanya Sarma
Chief Financial Officer
PAN: AAWPT5805A

Mr. V. S. Ramesh
Company Secretary
Membership No. ACS5769

Place: Mumbai
Date: April 21, 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

1. Corporate Information

Mahindra Aerostructures Private Limited (the 'Company') is a company domiciled in India, with its registered office situated at Mahindra Towers, P.K Kurne Chowk, Worli, Mumbai – 400 018. The Company was incorporated on January 27, 2011 under the provisions of the Indian Companies Act, 1956. The Company is primarily involved in the business of manufacture and sale of aircraft components, assemblies and Aerostructures.

2. Basis of preparation and Material accounting policies:

2.1 Basis of preparation

A. Statement of compliance

The Financial Statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) as per the Companies (Indian Accounting Standards) Rules, 2015, as amended and notified under section 133 of the Companies Act, 2013 (The 'Act') and other relevant provisions of the Act.

The Financial Statements were authorised for issue by the Company's Board of Directors on 21 April 2026.

Details of the Company's accounting policies are included in Note 2.2

B. Functional and presentation currency

These Financial Statements are presented in Indian Rupees (Rs.), which is also the Company's functional currency. All amounts have been rounded-off to two decimal places to the nearest lakhs, unless otherwise indicated.

C. Basis of measurement

The Financial Statements have been prepared on the historical cost basis except for the following items:

Items	Measurement basis
Net defined benefit (asset)/ liability	Fair value of plan assets less present value of defined benefit obligations

D. Use of estimates and judgements

In preparing these Financial Statements, management has made judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

Judgements

Information about judgements made in applying accounting policies that have the most significant effects on the amounts recognised in the financial statements is included in the following notes:

Note 3A - leases: whether an arrangement contains a lease and lease classification

Assumptions and estimation uncertainties:

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending 31 March 2026 is included in the following notes:

Note 28 – measurement of defined benefit obligations: key actuarial assumptions; key actuarial assumptions;

Note 31.1 - recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources;

Note 36 - recognition of deferred tax assets: availability of future taxable profit against which tax losses carried forward can be used;

Note 3 - useful life of Property, Plant and Equipment

Notes 7, 8, 9 and 10 - impairment of Financial Assets.

E. Measurement of fair values

Certain accounting policies and disclosures of the Company require the measurement of fair values, for both Financial and Non-Financial Assets and liabilities. The Company has an established control framework with respect to the measurement of fair values.

The valuation team regularly reviews significant unobservable inputs and valuation adjustments.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

– Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
– Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
– Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. If the inputs used to measure the fair value of an asset or a liability fall into a different levels of the fair value hierarchy, then the fair value measurement is categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement.

Further information about the assumptions made in the measuring fair values is included in the following notes:

- Note 30 - financial instruments.

2.2 Material accounting policies

a) Property Plant and Equipment

i. Recognition and measurement

Items of property, plant and equipment, are measured at cost (which includes capitalised borrowing costs, if any) less accumulated depreciation and accumulated impairment losses, if any.

Cost of an item of property, plant and equipment includes its purchase price, duties, taxes, after deducting trade discounts and rebates, any directly attributable cost of bringing the item to its working condition for its intended use and estimated costs of dismantling and removing the item and restoring the site on which it is located.

The cost of a self-constructed item of property, plant and equipment comprises the cost of materials, direct labour and any other costs directly attributable to bringing the item to its intended working condition and estimated costs of dismantling, removing and restoring the site on which it is located, wherever applicable.

If significant parts of an item of property, plant and equipment have different useful lives, then they are accounted for as separate items (major components) of property, plant and equipment.

Any gain or loss on disposal of an item of property, plant and equipment is recognised in profit or loss.

ii. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Company.

iii. Depreciation

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual value using straight line method over the useful lives of assets estimated by the Company based on an internal technical evaluation performed by the management and is recognised in the statement of profit and loss. Depreciation for assets purchased / sold during the period is proportionately charged.

The range of estimated useful lives of items of property, plant and equipment are as follows:

Asset	Useful life as per Management estimate	Useful life as per Schedule II of Companies Act, 2013
Factory Buildings – Roads, Compound Wall*	5 years to 30 years	3 years to 30 years
Plant and Machinery*	2 years to 25 years	15 years
Electrical Installations	3 years to 10 years	10 years
Office Equipment's *	1 years to 10 years	5 years
Computers	3 years to 6 years	3 years to 6 years
Furniture and Fixtures	3 years to 10 years	8 years to 10 years
Vehicles	5 years	5 years

* The Company believes the useful lives as given above best represent the useful lives of these assets based on internal assessment where necessary, which is different from the useful lives as prescribed under Part C of Schedule II of the Companies Act, 2013.

The residual values, useful lives and methods of depreciation of property, plant and equipment are reviewed at each financial year-end and adjusted prospectively, if appropriate.

b) Intangible Assets

Internally generated: Research and development

Expenditure on research activities is recognised in the Statement of Profit and Loss as incurred.

Development expenditure is capitalised as part of the cost of the resulting intangible asset only if the expenditure can be measured reliably, the product or process is technically and commercially feasible, future economic benefits are probable, and the Company intends to and has sufficient resources to complete development and to use or sell the asset. Otherwise, it is recognised in profit or loss as incurred. Subsequent to initial recognition, the asset is measured at cost less accumulated amortisation and any accumulated impairment losses.

Others:

Other intangible assets including those acquired by the Company in a business combination are initially measured at cost. Such intangible assets are subsequently measured at cost less accumulated amortisation and any accumulated impairment losses.

Amortisation:

Amortisation is calculated to write off the cost of intangible assets less their estimated residual values over their estimated useful lives using the straight - line method and is included in depreciation and amortisation in Statement of Profit and Loss.

The estimated useful lives are as follows:

Asset	Useful life as per Management estimate
Computer software	1-5 years

Amortisation method, useful lives and residual values are reviewed at the end of each financial year and adjusted if appropriate.

c) Impairment of assets

i. Financial Assets

The Company recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss. Loss allowance for trade receivables with no significant financing component is measured at an amount equal to lifetime ECL. For all other financial assets, expected credit losses are measured at an amount equal to the 12- month ECL, unless there has been a significant increase in credit risk from initial recognition in which case those are measured at lifetime ECL. The amount of expected credit losses (or reversal) that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognized is recognized as an impairment gain or loss in profit or loss.

ii. Non-financial assets

Intangible assets and property, plant and equipment are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the CGU to which the asset belongs. If such assets are considered to be impaired, the impairment to be recognised in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset. An impairment loss is reversed in the Statement of Profit and Loss if there has been a change in the estimates used to determine the recoverable amount. The carrying amount of the asset is increased to its revised recoverable amount, provided that this amount does not exceed the carrying amount that would have been determined (net of any accumulated amortisation or depreciation) had no impairment loss been recognised for the asset in prior years.

d) Leases

A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company accounts for each lease component within the contract as a lease separately from non-lease components of the contract and allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

The Company recognises right-of-use asset representing its right to use the underlying asset for the lease term at the lease commencement date. The cost of the right-of-use asset measured at inception shall comprise of the amount of the initial measurement of the lease liability adjusted for any lease payments made at or before the commencement date less any lease incentives received, plus any initial direct costs incurred and an estimate of costs to be incurred by the lessee in dismantling and removing the underlying asset or restoring the underlying asset or site on which it is located. The right-of-use assets is subsequently measured at cost less any accumulated depreciation, accumulated impairment losses, if any and adjusted for any remeasurement of the lease liability. The right-of-use assets is depreciated using the straight line method from the commencement date over the shorter of lease term or useful life of right of-use asset. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. Right-of-use assets are tested for impairment whenever there is any indication that their carrying amounts may not be recoverable. Impairment loss, if any, is recognised in the statement of profit and loss.

The Company measures the lease liability at the present value of the lease payments that are not paid at the commencement date of the lease. The lease payments are discounted using the interest rate implicit in the lease, if that rate can be readily determined. If that rate cannot be readily determined, the Company uses incremental borrowing rate. The lease payments shall include fixed payments, variable lease payments, residual value guarantees, exercise price of a purchase option where the Company is reasonably certain to exercise that option and payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease. The lease liability is subsequently remeasured by increasing the carrying amount to reflect interest on the lease liability, reducing the carrying amount to reflect the lease payments made

and remeasuring the carrying amount to reflect any reassessment or lease modifications or to reflect revised in-substance fixed lease payments.

The Company recognises the amount of the re-measurement of lease liability as an adjustment to the right-of-use asset. Where the carrying amount of the right-of-use asset is reduced to zero and there is a further reduction in the measurement of the lease liability, the Company recognises any remaining amount of the re-measurement in statement of profit and loss.

e) Inventories

Inventories are valued at the lower of cost (including prime cost, non-refundable taxes and duties and other overheads incurred in bringing the inventories to their present location and condition) and estimated net realisable value, after providing for obsolescence, where appropriate. The comparison of cost and net realisable value is made on an item-by-item basis. The net realisable value of materials in process is determined with reference to the selling prices of related finished goods. Raw materials, packing materials and other supplies held for use in production of inventories are not written down below cost except in cases where material prices have declined, and it is estimated that the cost of the finished products will exceed their net realisable value.

The provision for inventory obsolescence is assessed regularly based on estimated usage and shelf life of products.

Raw materials and stores and spares are valued at cost computed on moving weighted average basis. The cost includes purchase price, inward freight and other incidental expenses net of refundable duties, levies and taxes, where applicable.

Tools purchased for manufacture of 'First Articles', which are yet to be approved by Customers are included in Stores and Spares and are valued at actual cost incurred net of refundable duties, levies and taxes, where applicable.

Stock-in-trade is valued at the lower of net realisable value and cost (including prime cost, non-refundable taxes and duties and other overheads incurred in bringing the inventories to their present location and condition), computed on a moving weighted average basis.

Finished goods and work in progress: cost includes cost of direct materials and labour and a proportion of manufacturing overheads based on the normal operating capacity. Finished goods are valued at cost or net realisable value whichever is lower.

f) Financial Instruments

A. Recognition and initial measurement

The Company initially recognises financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument. All financial assets and liabilities are measured at fair value on initial recognition. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities that are not at fair value through profit or loss are added to the fair value on initial recognition. However, trade receivables that do not contain a significant financing component are measured at transaction price.

B. Classification and subsequent measurement

i. Financial assets carried at amortized cost

A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

ii. Financial assets at fair value through other comprehensive income

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

iii. Financial assets at fair value through profit or loss

A financial asset which is not classified in any of the above categories are subsequently fair valued through profit or loss.

iv. Financial liabilities

Financial liabilities are subsequently carried at amortised cost using the effective interest method. For trade and other payables maturing within one year from the balance sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

C. De-recognition

Financial assets

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the right to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial assets are transferred or in which the Company neither transfers nor retains substantially all of the risks and rewards of ownership and does not retain control of the financial asset.

If the Company enters into transactions whereby it transfers assets recognised on its balance sheet, but retains either all or substantially all of the risks and rewards of the transferred assets, the transferred assets are not derecognised.

Financial liabilities

The Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire.

The Company also derecognises a financial liability when its terms are modified and the cash flows under the modified terms are substantially different. In this case, a new financial liability based on the modified terms is recognised at fair value. The difference between the carrying amount of the financial liability extinguished and a new financial liability with modified terms is recognised in the Statement of Profit and Loss.

D. Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the balance sheet when, and only when, the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or realise the asset and settle the liability simultaneously.

g) Revenue Recognition

The Company has applied Ind AS 115 which establishes a comprehensive framework for determining whether, how much and when revenue is to be recognised.

Revenue is recognised upon transfer of control of promised products or services to customers in an amount that reflects the consideration which the Company expects to receive in exchange for those products or services.

Revenue is measured based on the transaction price, which is the consideration, adjusted for volume discounts, service level credits, performance bonuses, price concessions and incentives, if any, as specified in the contract with the customer. Revenue also excludes taxes collected from customers.

Contract assets are recognised when there is excess of revenue earned over billings on contracts. Contract assets are classified as unbilled receivables (only act of invoicing is pending) when there is unconditional right to receive cash, and only passage of time is required, as per contractual terms.

Unearned and deferred revenue ("contract liability") is recognised when there is billings in excess of revenues.

In accordance with Ind AS 37, the Company recognises an onerous contract provision when the unavoidable costs of meeting the obligations under a contract exceed the economic benefits to be received.

Contracts are subject to modification to account for changes in contract specification and requirements. The Company reviews modification to contract in conjunction with the original contract, basis which the transaction price could be allocated to a new performance obligation, or transaction price of an existing obligation could undergo a change. In the event transaction price is revised for existing obligation a cumulative adjustment is accounted for.

Product development income is recognized once the first articles are approved by the customers or achievement of mile stones as per customer contract.

Job work Income: Revenue from the rendering of services is recognised upon the delivery of service to the customers. In contracts involving the rendering of services, revenue is recognised pro-rata over the period contract as and when services are rendered.

Contract liability is recognised where the company has an obligation to transfer goods or services to a customer for which the entity has received consideration from customer. Contract liabilities are recognized as revenue when the company performs under the contract. (i.e., transfer of the goods or services to the customer).

Export incentives: Duty drawback and other incentives are recognized on accrual basis in the Statement of Profit and Loss.

h) Other Income

For all financial instruments measured at amortised cost, interest income is recorded using the effective interest rate (EIR), which is the rate that exactly discounts the estimated future cash payments or receipts over the expected life of the financial instrument or a shorter period, where appropriate, to the net carrying amount of the financial asset. Interest income is included in other income in the Statement of Profit and Loss.

i) Income tax

Income tax comprises current and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination or to an item recognised directly in equity or in other comprehensive income.

i. Current tax:

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

ii. Deferred tax:

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred tax is not recognised for:

- temporary differences arising on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss at the time of transaction.
- temporary differences related to investments in subsidiaries, associates and interests in joint ventures, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which they can be used.

Deferred tax assets recognised or unrecognised are reviewed at each reporting date and are recognised / reduced to the extent that it is probable / no longer probable respectively that the related tax benefit will be realised.

Deferred tax is measured at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled, based on the laws that have been enacted or substantively enacted by the reporting date.

The measurement of deferred tax reflects the tax consequences that would follow from the manner in which the Company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

The Company offsets, the current tax assets and liabilities (on a year on year basis) and deferred tax assets and liabilities, where it has a legally enforceable right and where it intends to settle such assets and liabilities on a net basis.

j) Foreign currencies:

Transactions in foreign currencies are initially recorded by the Company at their functional currency spot rates at the date of the transaction. Monetary assets and liabilities denominated in foreign currency are translated at the functional currency spot rates of exchange at the reporting date. Exchange differences that arise on settlement of monetary items or on reporting at each balance sheet date of the Company's monetary items at the closing rates are recognised as income or expenses in the period in which they arise. Non-monetary items which are carried at historical cost denominated in a foreign currency are reported using the exchange rates at the date of transaction. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

k) Government Grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to revenue, it is recognised in the statement of profit and loss on a systematic basis over the periods to which they relate.

Other government grants related to assets, including non-monetary grants, are initially recognised as deferred income at fair value if there is reasonable assurance that they will be received, and the Company will comply with the conditions associated with the grant. Grants related to the acquisition of assets are recognised in profit or loss as other income on a systematic basis over the useful life of the asset.

l) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalization.

All other borrowing costs are recognized in Statement of profit or loss in the period in which they are incurred.

m) Provisions and contingent liabilities

i. General:

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed, the expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

ii. Contingent liabilities:

A disclosure for contingent liabilities is made where there is a possible obligation or a present obligation that may probably not require an outflow of resources. When there is a possible or a present obligation where the likelihood of outflow of resources is remote, no provision or disclosure is made.

iii. Onerous contracts:

Provision for onerous contracts. i.e. contracts where the expected unavoidable cost of meeting the obligations under the contract exceed the economic benefits expected to be received under it, are recognised when it is probable that an outflow of resources embodying economic benefits will be required to settle a present obligation as a result of an obligating event based on a reliable estimate of such obligation.

n) Segment reporting

Operating segments are defined as components of an enterprise for which discrete financial information is available that is evaluated regularly by the chief operating decision maker, in deciding how to allocate resources and assessing performance. The Company's chief operating decision maker is the Director - Operations.

Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment. Inter segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors. Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on a reasonable basis have been included under "unallocated revenue / expenses / assets / liabilities".

o) Employee benefits

i. Short-term employee benefits

All employee benefits falling due wholly within twelve months of rendering the services are classified as short-term employee benefits, which include benefits like salaries, wages, short-term compensated absences and performance incentives and are recognised as expenses in the period in which the employee renders the related service.

ii. Post-employment benefits

Contributions to defined contribution schemes such as Provident Fund, employee state insurance scheme, Pension Fund, etc., are considered as defined contribution plans and are recognised as expenses in the period in which the employee renders the related service.

The Company also provides for post-employment defined benefit in the form of gratuity and medical benefits. The cost of providing benefit is determined using the projected unit credit method, with actuarial valuation being carried out at each balance sheet date. Remeasurement of the net benefit liability, which comprise actuarial gains and losses, the return on plan assets (excluding interests) and the effect of the assets ceiling (if any, excluding interest) are recognised in other comprehensive income. The effect of any plan amendments are recognised in net profit in the Statement of Profit and Loss.

iii. Other long-term employee benefits

All employee benefits (other than post-employment benefits and termination benefits) which do not fall due wholly within twelve months after the end of the period in which the employees render the related services are determined based on actuarial valuation or discounted present value method carried out at each balance sheet date. The expected cost of accumulating compensated absences is determined by actuarial valuation performed by an independent actuary as at 31 March every year using projected unit credit method on the additional amount expected to be paid / availed as a result of the unused entitlement that has accumulated at the balance sheet date. Expense on non-accumulating compensated absences is recognised in the period in which the absences occur.

p) Cash and cash equivalents

Cash and cash equivalents includes cash on hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less.

q) Earnings Per Share

Basic Earnings Per Share ('EPS') is computed by dividing the net profit / (loss) attributable to the equity shareholders by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the net profit / (loss) by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. Dilutive potential equity shares are deemed converted as of the beginning of the year, unless issued at a later date. In computing diluted earnings per share, only potential equity shares that are dilutive and that either reduces earnings per share or increases loss per share are included. The number of shares and potentially dilutive equity shares are adjusted retrospectively for all periods presented in case of share splits.

r) Cash flow statement

Cash flows are reported using indirect method, whereby net profits before tax is adjusted for the effects of transactions of a non-cash nature and any deferrals or accruals of past or future cash receipts or payments and items of income or expenses associated with investing or financing cash flows. The cash flows from regular revenue generating (operating activities), investing and financing activities of the Company are segregated.

s) Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets (other than biological assets, investment property, inventories, contract assets and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or CGUs.

The recoverable amount of an individual asset or CGU is the greater of its value in use and its fair value less costs of disposal. Value in use is based on the estimated future cash flows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU.

An impairment loss is recognized if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognized in profit or loss. They are allocated to reduce the carrying amounts of the other assets in the CGU.

An impairment loss in respect of other assets for which impairment loss has been recognized in prior periods, the Company reviews at each reporting date whether there is any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Such a reversal is made only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortization, if no impairment loss had been recognized.

t) Recent accounting pronouncement

Recent pronouncements Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time.

In May 2025, MCA notified amendments to Ind AS 21 - The Effects of Changes in Foreign Exchange Rates, applicable w.e.f. April 1, 2025. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.

In August 2025, MCA notified the following amendments to:

1. Ind AS 1, Presentation of Financial Statements, applicable w.e.f. April 1, 2025 – The amendment relates to classification of liabilities as current or non-current and non-current liabilities with covenants. In the context of classifying a liability as current, it removes the requirement of existence of a right to defer settlement for at least 12 months after the reporting date and instead requires that the said right should exist on the reporting date and have substance. The amendment also introduces guidance on classification of liabilities with covenants. The Company has no impact of these amendments in its classification criteria of current and non-current liabilities.
2. Ind AS 7, Statement of Cash Flows and Ind AS 107, Financial Instruments: Disclosures, applicable w.e.f. April 1, 2025 – The amendment in Ind AS 7 requires to inform users of financial statements of the existence of supplier finance arrangements and explain the nature of the arrangements, the carrying amount of liabilities and the range of payment due dates. Ind AS 107 has been amended to add supplier finance arrangements as a factor that may cause concentration of liquidity risk. The Company has reviewed the amendment and based on its evaluation has determined that it does not have any significant impact in its financial statements.
3. Ind AS 12, International Tax Reform – Pillar Two Model Rules applicable immediately - The amendments provide a temporary mandatory relief from deferred tax accounting for top-up tax and disclose that they have applied the relief. This relief is immediate and applies retrospectively.

Note 3: Property, plant and equipment

Rs. In lakhs

	Tangible assets								Intangible assets	
Particulars	**Freehold Land**	**Factory Buildings**	**Plant & Machinery**	**Electrical Installations**	**Office Equipments**	**Computers**	**Furniture and Fixtures**	**Total**	**Computer software**	**Total**
Cost										
As at April 1, 2024	–	6,729.55	15,123.39	1,468.72	504.75	245.31	472.93	24,544.65	790.10	790.10
Additions	–	79.09	7,474.04	–	95.31	100.23	11.01	7,759.68	85.31	85.31
Disposals	–	8.69	78.58	–	44.41	52.71	12.70	197.09	2.36	2.36
As at March 31, 2025	**–**	**6,799.95**	**22,518.85**	**1,468.72**	**555.65**	**292.83**	**471.24**	**32,107.24**	**873.05**	**873.05**
Additions	1,144.64	14.44	1,527.67	2.09	103.73	95.07	23.89	2,911.53	281.07	281.07
Disposals	–	–	28.22	–	4.64	0.35	38.41	71.62	–	–
As at March 31, 2026	**1,144.64**	**6,814.39**	**24,018.30**	**1,470.81**	**654.74**	**387.55**	**456.72**	**34,947.15**	**1,154.12**	**1,154.12**
Accumulated Depreciation and Amortisation										
As at April 1, 2024	–	2,487.14	8,587.71	1,306.64	301.49	165.99	294.37	13,143.34	618.64	618.64
Charge for the year	–	207.12	1,299.48	19.75	64.80	55.64	30.36	1,677.15	99.48	99.48
Disposals	–	4.64	70.35	–	43.52	51.25	10.86	180.62	2.36	2.36
As at March 31, 2025	**–**	**2,689.62**	**9,816.84**	**1,326.39**	**322.77**	**170.38**	**313.87**	**14,639.87**	**715.76**	**715.76**
Charge for the year	–	207.04	1,840.09	17.14	70.73	71.01	28.55	2,234.56	122.79	122.79
Disposals	–	–	26.32	–	2.30	0.33	37.87	66.82	–	–
As at March 31, 2026	**–**	**2,896.66**	**11,630.61**	**1,343.53**	**391.20**	**241.06**	**304.55**	**16,807.61**	**838.55**	**838.55**
Net block										
As at March 31, 2025	–	4,110.33	12,702.01	142.33	232.88	122.45	157.37	17,467.37	157.29	157.29
As at March 31, 2026	**1,144.64**	**3,917.73**	**12,387.69**	**127.28**	**263.54**	**146.49**	**152.17**	**18,139.54**	**315.57**	**315.57**

Rs. In lakhs

Net block	As at March 31, 2026	As at March 31, 2025
Property, plant and equipment	**18,139.54**	17,467.37
Capital work in progress	**1,710.91**	216.64
Intangible assets	**315.57**	157.29

Note:

1. Plant and machinery includes certain equipment covered under a 'technical seizure order' issued by the Directorate of Revenue Intelligence (DRI). Gross block and net block value of these equipment as on March 31 2026 are Rs. 2,579.05 lakhs and Rs. 15.85 lakhs respectively (2025: Rs. 2,579.05 lakhs and Rs. 17.16 lakhs Gross block and net block respectively).
2. As at March 31, 2026, the Company had first pari-passu charge on all movable fixed assets (both present and future) in favour of Axis Bank Limited for the Credit facilities availed by the Company.
3. The factory buildings are self-constructed and situated on owned land (consideration for which is paid and the leased land is transferred in the name of the Company). Also refer note 31 (2)(b).

Capital work in progress

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	**216.64**	139.10
Additions	**3,261.16**	7,837.22
Capitalised during the year	**(1,766.89)**	(7,759.68)
Closing balance	**1,710.91**	216.64

Ageing of Capital work in progress

Rs. In lakhs

Particulars	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
As at March 31, 2026	**1,697.81**	**13.10**	**–**	**–**	**1,710.91**
As at March 31, 2025	216.64	–	**–**	**–**	**216.64**

Capital work in progress does not contain any projects, which are temporarily suspended or whose completion is overdue or has exceeded its cost compared to its original plan.

Note 3A: Right of use assets

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Right-of-use-assets	**14.49**	15.27
	14.49	15.27

Interest on lease liabilities for the year ended on March 31, 2026 is Rs. 2.01 lakhs (2025: Rs. 1.86 lakhs)

Gross carrying amounts of lease assets and recognised and the movements during the year:

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Gross Carrying Value	**42.81**	42.81
Additions	**8.88**	–
Derecognisation during the year	**–**	–
Gross carrying amount	**51.69**	42.81

Accumulated depreciation

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Opening balance	**27.54**	22.77
Charge for the year	**9.66**	4.77
Derecognisation during the year	**–**	–
Accumulated depreciation amount	**37.20**	27.54

Net carrying value

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Net carrying value	**14.49**	15.27

Note 4: Other tax assets (net)

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
TDS receivable (net of provision for taxation Rs. Nil (2025: Rs. Nil))	**8.60**	2.22
	8.60	2.22

Note 5: Other non-current assets

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good unless otherwise stated		
Balances with government authorities		
GST credit receivable	**1,244.30**	1,244.30
Less: Provision	**(1,244.30)**	(1,244.30)
	–	–
Customs deposit [Refer Note 38]	**–**	277.47
Capital advances	**1,000.76**	330.05
Consideration paid for lease land [Refer Note 31 (2) (b)]	**–**	1,127.14
Contract assets	**435.79**	–
	1,436.55	1,734.66

Note 6: Inventories

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
(at the lower of cost and net realisable value)		
Raw materials [Net of provision Rs. 142.46 lakhs (2025: Rs.164.60 lakhs)] [Includes in transit Rs. 793.08 lakhs; (2025: Nil)]	**5,386.48**	4,114.08
Work in progress [Net of provision Rs. 10.95 lakhs (2025: Rs. 18.78 lakhs)]	**1,443.00**	1,382.73
Finished goods [Net of provision Rs.63.25 lakhs (2025: Rs.60.69 lakhs)] [Includes in transit Rs. 123.30 lakhs; (2025: Rs.30.60 lakhs)]	**1,320.19**	1,427.14
Stores and spares [Net of provision - Rs. Nil (2025: Nil)]	**737.34**	664.02
	8,887.01	7,587.97

Inventories of Finished goods and Work in progress have been reduced by Rs. 43.31 lakhs (2025: Rs. 28.22 lakhs) and Rs. 50.41 lakhs (2025: Rs. 69.32 lakhs) respectively as a result of the write-down to net realisable value

The movement in provision on inventory during the year is as under:

Particulars	For the year ended March 31, 2026	Rs. In lakhs For the year ended March 31, 2025
Opening balance	**244.07**	168.39
Add: Provision during the year	**21.17**	80.83
Less: Utilised during the year	**(48.58)**	(5.15)
Closing balance	**216.66**	244.07

The provision on inventory is recorded as 'Cost of materials consumed' and 'Changes in inventories of finished goods and work-in-progress'

Note 7: Investments

Particulars	As at March 31, 2026	Rs. In lakhs As at March 31, 2025
Non Current Investments		
Unquoted investments at amortised cost		
Clean Renewable Energy KK 1B Private Limited [3,87,920 (2025: Nil) Equity Shares of Rs.10 each, fully paid-up]	**104.97**	–
Aggregate value of unquoted investments	**104.97**	–

Note 8: Trade receivables

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, undisputed trade receivables considered good	**12,214.87**	9,755.84
	12,214.87	9,755.84
Less: Loss allowance	**–**	–
	12,214.87	9,755.84

Notes:

1. There are no trade receivables which are disputed or having significant increase in credit risk or credit impaired
2. No trade or other receivables are due from directors or other officers of the company either severally or jointly with any other person. Nor any trade or other receivable are due from firms or private companies respectively in which any director is a partner, a director or a member.
3. The carrying amount of trade receivables approximates their fair value. The Company's exposure to credit and currency risks, and impairment allowances related to trade receivables is disclosed in Note 30
4. There are no unbilled trade receivables

Ageing of unsecured, Trade receivables outstanding for the following periods from the due date of payment:

As at March 31, 2026 — **Rs. In lakhs**

	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	**11,619.82**	**595.05**	**–**	**–**	**–**	**–**	**12,214.87**
(ii) Undisputed Trade receivables – which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(iii) Undisputed Trade receivables – credit impaired	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(iv) Disputed Trade receivables–considered good	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(v) Disputed Trade receivables – which have significant increase in credit risk	**–**	**–**	**–**	**–**	**–**	**–**	**–**
(vi) Disputed Trade receivables – credit impaired	**–**	**–**	**–**	**–**	**–**	**–**	**–**
Total	**11,619.82**	**595.05**	**–**	**–**	**–**	**–**	**12,214.87**

As at March 31, 2025 — **Rs. In lakhs**

	Not due	Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	Total
(i) Undisputed Trade receivables – considered good	8,610.48	1,144.85	0.51	–	–	–	9,755.84
(ii) Undisputed Trade receivables – which have significant increase in credit risk	–	–	–	–	–	–	–
(iii) Undisputed Trade receivables – credit impaired	–	–	–	–	–	–	–
(iv) Disputed Trade receivables–considered good	–	–	–	–	–	–	–
(v) Disputed Trade receivables – which have significant increase in credit risk	–	–	–	–	–	–	–
(vi) Disputed Trade receivables – credit impaired	–	–	–	–	–	–	–
Total	**8,610.48**	**1,144.85**	**0.51**	**–**	**–**	**–**	**9,755.84**

Note 9: Cash and cash equivalents

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents		
Balances with banks		
On EEFC accounts	**10.53**	28.19
On Current Accounts	**11.35**	–
Cash on hand	**–**	–
	21.88	28.19

Note 10: Other financial assets

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good unless and otherwise stated		
Non - current		
Security deposits	**36.81**	36.21
	36.81	36.21
Current		
Duty drawback receivable	**121.59**	43.55
	121.59	43.55

Security deposit are carried at amortised cost

The Company's exposure to currency and liquidity risk are disclosed in Note 30

Note 11: Other current assets

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Unsecured, considered good unless and otherwise stated		
Balances with government authorities:		
GST credit receivable	**2,883.11**	2,647.37
RoDTEP benefit receivable	**95.25**	76.94
	2,978.36	2,724.31
Advance to suppliers	**894.76**	90.39
Advances to employees	**6.78**	8.08
Other Receivable	**7.67**	–
Prepaid expenses	**197.87**	195.60
	4,085.44	3,018.38

Note 12 - Equity share capital

Rs. In lakhs

	Particulars	As at March 31, 2026 No of shares	As at March 31, 2026 Amount	As at March 31, 2025 No of shares	As at March 31, 2025 Amount
1	Authorised: (Equity shares of Rs 10 each)	**85,00,00,000**	**85,000.00**	47,00,00,000	47,000.00
	Total	**85,00,00,000**	**85,000.00**	47,00,00,000	47,000.00
2	Issued, Subscribed and fully paid up: Equity: (Equity shares of Rs 10 each)				
	Opening balance	**46,45,00,000**	**46,450.00**	46,45,00,000	46,450.00
	Add: Issued during the year (Refer below note 4)	**11,33,37,998**	**11,333.80**	–	–
	Closing balance	**57,78,37,998**	**57,783.80**	46,45,00,000	46,450.00
	Total	**57,78,37,998**	**57,783.80**	46,45,00,000	46,450.00

Notes:

1) Out of the total equity shares, 577,837,998 (2025: 464,500,000) shares are held by Mahindra Aerospace Private Limited, the holding company, Including shares held jointly with nominees.

2) Details of shareholders holding more than 5% shares in the Company:

Name of the shareholder	As at March 31, 2026 No of shares	As at March 31, 2026 %	As at March 31, 2025 No of shares	As at March 31, 2025 %
Mahindra Aerospace Private Limited and its nominees*	**57,78,37,998**	**100.00%**	46,45,00,000	100.00%

* Includes 8 shares (2025: 8 shares) held by nominees jointly with Mahindra Aerospace Private Limited

3) Shareholding of Promoters

As at 31 March 2026

Promoter Name	No of shares at the beginning of the year	Change during the year	No of Shares at the end of year	% of total shares	% of change during the year
Mahindra Aerospace Private Limited and its nominees*	**46,45,00,000**	**11,33,37,998**	**57,78,37,998**	**100.00%**	**0.00%**

* Includes 8 shares (2025: 8 shares) held by nominees jointly with Mahindra Aerospace Private Limited

As at 31 March 2025

Promoter Name	No of shares at the beginning of the year	Change during the year	No of Shares at the end of year	% of total shares	% of change during the year
Mahindra Aerospace Private Limited and its nominees*	46,45,00,000	–	46,45,00,000	100.00%	0.00%

* Includes 8 shares (2025: 8 shares) held by nominees jointly with Mahindra Aerospace Private Limited

3) Rights, preferences and restrictions attached to equity shares:

The company has one class of equity shares having a par value of Rs.10 per share. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

4) During current year, the Company has made a rights issue offer of 11,33,37,998 equity shares of Rs. 10 each for cash at par. The offer period was from September 13, 2025 to September 29, 2025 (both days inclusive). Upon subscription of the said offer, the Board of Directors through circular resolution dated September 20, 2025, approved for allotment of 11,33,37,998 equity shares of Rs. 10 each for cash at par.

5) The Company has not allotted any fully paid equity shares by way of bonus shares nor has bought back any class of equity shares during the period of five years immediately preceding the balance sheet date nor has issued shares for consideration other than cash.

Note 13: Other equity

Rs. In lakhs

Particulars	Retained earnings	Other comprehensive income	Total
As at April 1, 2024	**(29,667.77)**	**2.27**	**(29,665.50)**
Re-measurement gain/(loss) on defined benefit plans	–	(50.39)	(50.39)
Loss for the year	(779.82)	–	(779.82)
As at March 31, 2025	**(30,447.59)**	**(48.12)**	**(30,495.71)**
Re-measurement gain/(loss) on defined benefit plans	–	33.29	33.29
Profit for the year	159.39	–	159.39
As at March 31, 2025	**(30,288.20)**	**(14.83)**	**(30,303.03)**
Total other equity			
As at March 31, 2025	(30,447.59)	(48.12)	(30,495.71)
As at March 31, 2026	**(30,288.20)**	**(14.83)**	**(30,303.03)**

Retained earnings :

The cumulative gain or loss arising from the operations which is retained by the Company is recognized and accumulated under the heading of retained earnings. At the end of the year, the profit / (loss) after tax is transferred from the Statement of profit and loss to retained earnings.

Other comprehensive income :

Differences between the interest income on plan assets and return actually achieved, and any changes in the liabilities over the year due to changes in actuarial assumptions or experience adjustments within the plans, are recognized in 'Other equity' and subsequently not reclassified to the Statement of profit and loss.

Note 14: Borrowings

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Carried at Amortised Cost		
Non-current		
Unsecured		
Loan from related party (Refer note 28) #	**2,309.45**	10,249.22
	2,309.45	10,249.22
Carried at Amortised Cost		
Current (Refer note 1 below)]		
Secured		
Working capital loan from banks##	**47.02**	96.45
Unsecured		
Loan from related party (Refer note 29) ###	**7,737.07**	10,356.63
	7,784.09	10,453.08

includes interest accrued but not due Rs. 9.45 lakhs (2025: Rs. 399.22 lakhs)

Includes Interest accrues but not due Rs. 0.62 lakhs (2025: Rs. Nil)

Includes interest accrued but not due Rs. 37.07 lakhs (2025: Rs. 56.63 lakhs)

Note 1: Terms and repayment schedule

Terms and condition of outstanding borrowings are as follows

Rs. In lakhs

Name of Bank/Party	Nominal interest rate %	Year of maturity	Carrying amount As at March 31, 2026	Carrying amount As at March 31, 2025
Axis Bank - Working capital loan**	1M MCLR	On demand	**–**	25.18
HDFC Bank - Working capital loan**	Repo 3M + 3.95%	On demand	**47.02**	71.27
Mahindra & Mahindra Limited	3M T Bill + 1.75%	1 year	**7,737.07**	10,356.63
Mahindra & Mahindra Limited	3M T Bill + 2.00%	2 year	**2,309.45**	10,249.22

** The Company has availed working capital facilities and other non-fund based facilities viz. bank guarantees and letters of credit, which are secured by charge on all current assests (both present and future)

Note 2: Borrowings are used for the specific purpose for which it was taken. Monthly stock statements submitted to banks are in agreement with books of account.

Net debt reconciliation:

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Cash and cash equivalents	**21.88**	28.19
Current borrowings	**(7,784.09)**	(10,453.08)
Non-Current borrowings	**(2,309.45)**	(10,249.22)
Current maturities of long-term loans	**–**	–
Net Surplus/ (debt)	**(10,071.66)**	(20,674.11)

Reconciliation of movement in borrowings to cash flows from financing activities

	Long term borrowings		Short term borrowings	
Particulars	As at March 31, 2026	As at March 31, 2025	As at March 31, 2026	As at March 31, 2025
Opening balance				
Principal	**9,850.00**	4,143.19	**10,396.45**	10,181.20
Interest accrued but not due	**399.22**	-	**56.63**	-
	10,249.22	4,143.19	**10,453.08**	10,181.20
Cash flow movements				
Proceeds from borrowings	**2,300.00**	9,850.00	**7,700.00**	10,315.25
Repayment of borrowings	**(9,850.00)**	(4,143.19)	**(10,350.05)**	(10,100.00)
Interest expenses	**334.71**	481.71	**607.65**	827.25
Interest paid	**(724.48)**	(82.49)	**(626.59)**	(770.62)
Interest accrued	**–**	–	**–**	–
	(7,939.77)	6,106.03	**(2,668.99)**	271.88
Closing balance				
Principal	**2,300.00**	9,850.00	**7,746.40**	10,396.45
Interest accrued but not due	**9.45**	399.22	**37.69**	56.63
	2,309.45	10,249.22	**7,784.09**	10,453.08

Note 15 - Lease liablilties

The Company has entered into lease contracts of equipment and CTC vehicles. The lease is non-cancellable for a period of 1 - 10 years and may be renewed, if applicable, based on mutual agreement between the parties.

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Non-current		
Lease liabilities	**8.37**	14.05
	8.37	14.05
Current		
Lease liabilities	**9.71**	5.22
	9.71	5.22

Carrying amounts of lease liabilities recognised and the movements during the year:

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Opening balance	**19.27**	24.07
Additions	**8.88**	–
Interest on lease liability	**2.01**	1.86
Payments	**(12.08)**	(6.66)
Closing balance	**18.08**	19.27
Current	**9.71**	5.22
Non-Current	**8.37**	14.05

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
The Following are the amounts recognised in Profit or Loss		
Depreciation expense of right-of-use assets	**9.66**	4.77
Interest expense on lease liabilities	**2.01**	1.86
Total amount recognised in statement of Profit and loss	**11.67**	6.63

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
The amounts recognised in statement of cash flows		
Payment of principal portion of lease liabilities	**10.07**	4.80
Payment of interest portion of lease liabilities	**2.01**	1.86
Total	**12.08**	6.66

Contractual maturities of lease liabilities on an undiscounted basis:

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Not later than one year	**10.83**	6.66
Later than one year and not later than five years	**8.88**	15.54
More than five years	**–**	–
	19.71	22.20

Other Disclosure:

When measuring lease liabilities, the Company discounted lease payments using its incremental borrowing rate at date of commencement of lease. The incremental borrowing rate of 8.50% (31 March 2025: 8.50% p.a) has been applied to lease liabilities recognised.

Note 16: Other financial liabilities

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Current		
Security deposits from related party (Refer Note 29)	**2.30**	2.30
Derivatives - MTM loss on foreign currency forward contract**	**2.15**	–
Capital creditors*	**121.21**	122.13
	125.66	124.43

* Includes Dues to micro and small enterprises Rs. 8.79 lakhs (2025: Rs. 6.52 lakhs) (Refer Note 32)

** Derivatives are carried at fair value

Note 17: Provisions

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Provision for employee benefits		
Non-current		
Gratuity (Refer Note 28b)	**240.04**	7.13
Compensated absences	**190.40**	93.73
	430.44	100.86
Current		
Gratuity (Refer Note 28b)	**73.48**	79.60
Compensated absences	**36.91**	25.15
	110.39	104.75

Note 18: Trade Payables

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Current, undisputed		
Total outstanding dues of micro enterprises and small enterprises (Refer Note 32)	**766.42**	56.08
Total outstanding dues of creditors other than micro enterprises and small enterprises *	**3,404.63**	1,095.64
	4,171.05	1,151.72

* Includes oustanding dues to related parties Rs. 128.45 lakhs (2025. Rs 155.88 lakhs) (Refer Note 29)

Note: there are no disputed trade payables

Ageing of Undisputed trade payables outstanding for the following periods from the due date of payment:

As at March 31, 2026

Rs. In lakhs

	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Dues of micro and small enterprises	**352.59**	**0.20**	**-**	**-**	**-**	**352.79**
Others	**1,756.86**	**461.75**	**-**	**-**	**-**	**2,218.61**
						2,571.40
Accrued expenses						
Micro and small enterprises						**413.63**
Others						**1,186.02**
						4,171.05

As at March 31, 2025

Rs. In lakhs

	Not due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Dues to micro and small enterprises	8.95	4.72	-	-	-	13.67
Others	816.21	135.22	-	-	-	951.43
						965.10
Accrued expenses						
Micro and small enterprises						42.41
Others						144.21
						1,151.72

Note 19: Other liabilities

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Non-Curent		
Deferred Revenue - Government Grant	**75.38**	–
	75.38	–
Curent		
Customs duty provision (Refer note 38)	**1,163.22**	–
Statutory dues	**141.85**	232.67
Deferred Revenue - Government Grant	**15.57**	–
Payables to employees	**782.81**	703.47
Advances from Customers	**2,462.67**	944.70
Interest Payable to Micro and Small enterprises (Refer Note 32 (E))	**18.42**	19.28
Others	**8.38**	5.85
	4,592.92	1,905.97

Note 20: Revenue from operations

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Sale of products		
– Manufactured products	**28,239.31**	23,497.70
Sale of services		
– Job work income	**39.89**	54.79
– Product development income	**2,994.45**	1,666.11
Other operating revenues		
Export incentives	**497.88**	386.53
Scrap sales	**347.27**	200.37
	32,118.80	25,805.50

a) Disaggregation of the Company's revenue from contracts with customers:

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Timing of revenue recognition		
Goods transferred at a point of time (including scrap sales)	**28,586.58**	23,698.07
Service rendered at a point of time	**2,598.55**	1,720.90
Service rendered over a period of time	**435.79**	–
	31,620.92	25,418.97

b) Contract balances :
The following table provides information about trade receivables, advance from customers and contract assets

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Trade receivables *	**12,214.87**	9,755.84
Advance from customers **	**2,462.67**	944.70
Contract assets ***	**435.79**	–

Notes:

* Trade receivables are non-interest bearing and generally carry credit period of 30 to 120 days.

** Advance from customers relates to payments received in advance of performance against which amount has been received from customer but services are yet to be rendered on the reporting date.

*** Contract assets primarily relate to the Company's performance obligations that are completely or partially satisfied at the reporting date as the billing is conditional upon completion of project.

c) Changes in advance from customers during the year ended 31 March, 2026 and March 31, 2025 are as follows:

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	**944.70**	151.96
Add: Advances received during the period	**1,595.88**	846.87
Less: Revenue recognised during the period	**(77.91)**	(54.13)
Balance at the end of the period	**2,462.67**	944.70

d) Changes in contract assets during the year ended 31 March, 2026 and March 31, 2025 are as follows:

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Balance at the beginning of the year	**–**	–
Add: Increase due to revenue recognised during the year, excluding amounts billed during the year	**435.79**	–
Less: Invoices raised that were included in the contract assets balance at the beginning of the year	**–**	–
Balance at the end of the period	**435.79**	–

During the year ended March 31, 2026, the Company recognised revenue of Rs. 435.79 Lakhs, equivelant to approximately 12 % of the total aggregate value of performance obligations.

Remaining performance obligations

The remaining performance obligation disclosure provides the aggregate amount of the transaction price yet to be recognised as at the end of the reporting period and an explanation as to when the Company expects to recognise these amounts in revenue. Remaining performance obligation estimates are subject to change and are affected by several factors, including terminations, changes in the scope of contracts, periodic revalidations, adjustment for revenue that has not materialised and adjustments for currency.

The aggregate value of performance obligations that are completely or partially unsatisfied as of March 31, 2026 is Rs. 3,305.10 lakhs (March 31, 2025: Nil). Out of this, the Company expects to recognise revenue of approximately 68% (March 31, 2025:Nil) within the next one year and the remaining thereafter. This includes contracts that can be terminated for convenience without a substantive penalty since, based on current assessment, the occurrence of the same is expected to be remote.

Note 21: Other income

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Operating lease rental income	**2.54**	2.42
Gain on foreign exchange translation (net)	**659.06**	–
Profit on sale of mutual funds	**16.64**	–
Interest income		
- From Banks	**5.49**	–
- On Income tax refund	**0.12**	0.10
- Others	**2.37**	–
Insurance claim received	**23.73**	–
Profit on sale of property, plant and equipment (net)	**5.72**	–
Deferred Government Grant	**13.05**	–
Other miscellaneous income	**0.45**	–
	729.17	2.52

Note 22: Cost of materials consumed

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Inventory at the beginning of the year	**4,114.08**	3,619.65
Add: Purchases	**14,259.57**	11,470.29
Less: Inventory at the end of the year	**5,386.48**	4,114.08
	12,987.17	10,975.86

Note 23: Changes in Inventories of finished goods and work-in-progress

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
At the beginning of the year		
Work-in progress	**1,382.73**	1,664.32
Finished progress	**1,427.14**	1,119.33
	2,809.87	2,783.65
At the end of the year		
Work-in progress	**1,443.00**	1,382.73
Finished goods	**1,320.19**	1,427.14
	2,763.19	2,809.87
Net (increase)/decrease	**46.68**	(26.22)

Note 24: Employee benefits expenses

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Salaries, wages and bonus	**6,466.42**	5,736.22
Contribution to provident and other funds *	**360.43**	370.63
Staff welfare expenses	**725.62**	697.72
	7,552.47	6,804.57

* Includes Gratuity expense of Rs. 89.86 lakhs (2025: Rs. 64.19 lakhs)

Note 25: Finance costs

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Interest expense on financial liabilities measured at amortised costs		
On Term loans*	**334.71**	320.41
(Net of interest capitalized 2026 : NIL (2025: Rs. 161.30 lakhs)		
On Working capital Loan**	**607.65**	827.25
On lease liabilities	**2.01**	1.86
Guarantee Commission	**315.82**	–
On others	**14.90**	29.17
	1,275.09	1,178.69

* Includes interest paid to related party Rs. 334.71 lakhs (2025: Rs. 299.31 lakhs) [Net of interest capitalised Rs. Nil (2025: Rs. 144.27 lakhs)] (Refer Note 29)

** Interest paid to related party Rs. 575.81 lakhs (2025: Rs. 789.22 lakhs) (Refer Note 29)

Note 26: Depreciation and amortisation expense

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Depreciation of tangible assets (Refer note 3)	**2,234.56**	1,677.15
Amortisation of intangible assets (Refer note 3)	**122.79**	99.48
Depreciation on right-of-use asset (Refer note 3A)	**9.66**	4.77
	2,367.01	1,781.40

Note 27: Other expenses

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Consumption of stores and spares	**1,563.06**	1,422.56
Power and fuel	**644.84**	602.84
Repairs and maintenance:		
- Plant and equipment	**351.57**	306.13
- Buildings	**–**	15.07
- Others	**82.20**	70.19
Insurance	**248.91**	255.49
Rates and taxes (refer Note 38)	**2,017.91**	192.04
Auditors remuneration (refer note below)	**27.14**	18.67
Legal and other professional charges	**896.98**	1,002.92
Travelling and conveyance	**370.20**	318.55
Bank charges	**32.67**	29.14
Business promotion expenses	**40.98**	38.38
Freight outwards	**240.32**	185.90
Information technology expenses	**465.51**	376.36
Manpower hiring expenses	**51.52**	188.94
Property, plant and equipment written off	**1.05**	16.46
Office and administrative expenses	**247.43**	198.35
Testing and calibration charges	**171.23**	180.09
Loss on foreign exchange translation (net)	**–**	15.47
Other miscellaneous expenses	**688.38**	439.99
	8,141.90	5,873.54

Note:

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Auditors' remuneration (excluding GST) includes:		
Statutory audit	**18.00**	14.00
Other services and certifications	**6.00**	2.00
Reimbursement of expenses	**3.14**	2.67
	27.14	18.67

Note 28: Employee benefits

(a) Defined Contribution Plan

The Company's contribution to Provident Fund and others aggregating Rs.270.57 lakhs (2025 : Rs. 306.44 lakhs) has been recognised in the Statement of Profit or Loss under the head employee benefits expense.

(b) Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit is payable as per the Payment of Gratuity Act, 1972. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund.

Rs. In lakhs

	Funded Plan Gratuity	
Particulars	**31-Mar-26**	31-Mar-25
I. Expense recognised in the Statement of Profit and Loss for the year		
Current service cost	**87.29**	63.74
Net interest cost	**2.57**	0.45
	89.86	64.19
II. Recognised in other comprehensive income for the year		
Return on Plan Assets	**4.68**	3.88
Actuarial (Gain)/Loss on account of :		
– Demographic Assumptions	**–**	–
– Financial Assumptions	**(24.00)**	13.60
– Experience Adjustments	**(13.97)**	32.91
	(33.29)	50.39
Total	**56.57**	114.58
III. Change in the obligation during the year ended		
1. Present value of defined benefit obligation at the beginning of the year	**366.58**	296.44
2. Acquisitions/Divestures/Transfer (transfer of employees from Mahindra & Mahindra Limited)	**30.65**	–
3. Current Service Cost	**87.29**	63.74
4. Plan Amendment	**238.82**	–
4. Interest Cost	**23.85**	19.41
5. Recognised in Other Comprehensive Income		
– Actuarial (Gain) / Loss	**(37.97)**	46.51
6. Benefit paid	**(45.00)**	(59.52)
Present value of defined benefit obligation at the end of the year	**664.22**	366.58

Rs. In lakhs

	Funded Plan Gratuity	
Particulars	**31-Mar-26**	31-Mar-25
IV. Change in fair value of assets during the year ended		
1. Fair value of plan assets at the beginning of the year	**279.85**	256.35
2. Interest income	**21.27**	18.97
3. Recognised in Other Comprehensive Income		
– Return on plan assets	**(4.68)**	(3.88)
4. Contributions by employer	**99.26**	67.93
5. Benefit paid	**(45.00)**	(59.52)
Fair value of plan assets at the end of the year	**350.70**	279.85
V. Net Liability/(Asset) recognised in the Balance Sheet		
– Present value of defined benefit obligation	**664.22**	366.58
– Fair value of plan assets	**(350.70)**	(279.85)
Net liability	**313.52**	86.73
Current portion of the above	**73.48**	79.60
Non current portion of the above	**240.04**	7.13

Plan Assets:

The details with respect to the investment made by Fund manager (Life Insurance Corporation) into major categories of plan assets have not been disclosed, as the same has not been provided by the Fund manager to the Company.

Actuarial Assumptions:

The principal assumptions used in determining defined benefit obligations and fair value of asset for gratuity and leave encashment are:

Particulars	**31-Mar-26**	31-Mar-25
Discount rate	**7.36%**	6.93%
Future salary increases	**6.00%**	6.00%
Attrition rate	**11.12%**	11.12%
Estimated rate of return on plan assets	**6.93%**	7.28%
Mortality	Indian Assured Lives Mortality (2012-14) (Ultimate)	Indian Assured Lives Mortality (2012-14) (Ultimate)

A quantitative sensitivity analysis for significant assumption are as below

Assumptions	Year ended	Changes in assumption	Impact on defined benefit obligation - Gratuity (Rs.in lakhs)		Percentage change	
			Increase in assumption	Decrease in assumption	Increase in assumption	Decrease in assumption
Discount Rate	As at March 31, 2026	1% / -1%	(57.27)	67.41	(8.62%)	10.15%
	As at March 31, 2025	1% / -1%	(32.95)	38.88	(8.99%)	10.61%
Further Salary Increase	As at March 31, 2026	1% / -1%	60.67	(52.87)	9.13%	(7.96%)
	As at March 31, 2025	1% / -1%	37.35	(32.05)	10.19%	(8.74%)
Attrition	As at March 31, 2026	1% / -1%	(0.85)	0.84	(0.13%)	0.13%
	As at March 31, 2025	1% / -1%	(0.29)	0.14	(0.08%)	0.04%
Mortality	As at March 31, 2026	10% Up	0.12	NA	0.00%	NA
	As at March 31, 2025	10% Up	0.01	NA	0.00%	NA

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period.

The following is the maturity profile of defined benefit obligation:

Rs. In lakhs

	Gratuity	
Particulars	**31-Mar-26**	31-Mar-25
Within the next 12 months	**45.84**	23.04
Between 2 and 5 years	**187.95**	93.28
Between 6 and 10 years	**109.39**	65.24
Above 10 years	**321.04**	185.03

Note 29: Related Party transactions

i) Related parties where control exists along with nature of relationship

Name of Related Party Company	Nature of Relationship
Mahindra & Mahindra Limited	Ultimate holding company
Mahindra Aerospace Private Limited	Holding company
Mahindra Aerostructures Private Limited Employees Group Gratuity Assurance Scheme	Employees Gratuity Trust

Other related parties with whom transaction have taken place during the year:

Name of Related Party	Nature of Relationship
Mahindra Integrated Business Solutions Private Limited	Fellow subsidiary
Bristlecone India Limited	Fellow subsidiary
Mahindra Defence Systems Limited	Fellow subsidiary
Tech Mahindra Limited	Associate of ultimate holding company
Mahindra & Mahindra Financial Services Limited	Fellow subsidiary

ii) Related parties under Ind AS 24 and as per Companies Act, 2013

Key management personnel (KMP)

Mr. S. P. Shukla	Director (until October 22, 2024)
Mr. Vinod Kumar Sahay	Director
Mr. Arvind Kumar Mehra	Managing Director & CEO
Dr. Karthik Krishnamurthy	Wholetime Director
Mr. Mukul Verma	Director
Mrs. Abanti Sankaranarayanan	Director (w.e.f April 22, 2024)
Mrs. Manaswini Goel	Director (w.e.f February 14, 2025)
Mr. T Subrahmanya Sarma	Chief Financial Officer
Mr. V.S. Ramesh	Company Secretary (Untill May 22, 2024) & Company Secretary (w.e.f July 17, 2024)

iii) Details of the transactions with the related parties during the year:

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
I. Transactions with Group entities		
Services received		
Mahindra & Mahindra Limited		
Staff welfare (Training expenses)	**13.68**	10.47
Professional Services	**548.51**	652.56
Information technology expenses	**323.90**	286.72
Guarantee commission	**315.82**	119.54
Mahindra Integrated Business Solutions Private Limited		
Legal and other professional charges	**6.23**	5.23
Tech Mahindra Limited		
Professional Services	**9.84**	3.71
Mahindra & Mahindra Financial Services Limited		
Lease rent paid	**4.70**	2.45
Mahindra Defence Systems Limited		
Other services	**6.55**	–
Bristlecone India Limited		
Professional Services	**–**	18.00
	1,229.23	1,098.68

Rs. In lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Reimbursement of expenses received		
Mahindra and Mahindra Limited	**20.81**	–
	20.81	–
Transfer-in of past service obligations		
Mahindra and Mahindra Limited	**37.92**	–
	37.92	–
Unsecured Loan taken		
Mahindra and Mahindra Limited	**10,000.00**	20,150.00
	10,000.00	20,150.00
Unsecured Loan taken		
Mahindra & Mahindra Limited	**20,150.00**	10,100.00
	20,150.00	10,100.00
Interest on Loan (included under Note 25 Finance costs)		
Mahindra & Mahindra Limited	**910.52**	1,232.80
	910.52	1,232.80
Guarantee given by Mahindra & Mahindra Limited to the Customers of the Company	**25,100.00**	39,130.78
	25,100.00	39,130.78
Rent received from Mahindra Aerospace Private Limited	**2.54**	2.42
	2.54	2.42
Equity shares issued		
Mahindra & Mahindra Limited	**11,333.80**	–
	11,333.80	–
II. Transactions with key managerial personnel		
Salary and perquisites*		
Mr. Arvind Kumar Mehra	**–**	3.25
Dr. Karthik Krishnamurthy	**121.06**	107.75
Mr. T. Subrahmanya Sarma	**80.20**	74.13
	201.26	**185.13**
Sale of Asset		
Mr. Arvind Kumar Mehra	**0.05**	–
	0.05	–

* Compensation of key managerial personnel does not include post employment defined benefit plan and compensated absences as the same has been provided based on the actuarial valuation determined for the Company as a whole.

(iv) Details of balances receivable from and payable to related parties are:

Rs. In lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Loan outstanding		
Mahindra & Mahindra Limited	**10,000.00**	20,150.00
	10,000.00	20,150.00
Guarantee given to customers of the Company		
Mahindra & Mahindra Limited	**84,472.95**	52,167.20
	84,472.95	52,167.20
Trade payables		
Mahindra & Mahindra Limited	**117.19**	155.37
Mahindra Integrated Business Solutions Private Limited	**0.64**	0.51
Tech Mahindra Limited	**10.62**	–
	128.45	155.88
Interest payable on loan		
Mahindra & Mahindra Limited	**46.52**	455.85
	46.52	455.85
Security deposit received		
Mahindra Aerospace Private Limited	**2.30**	2.30
	2.30	2.30

Terms and conditions of transactions with related parties:

The transactions with related parties are done on terms equivalent to those that prevail in arm's length transactions. Outstanding balances at the year-end are unsecured and interest free (except loans) and settlement occurs in cash. Guarantees received from related parties will be revoked upon fulfilment of the contracts for which such guarantees have been provided.

Note 30: Financial instruments - Fair values and risk management

A Accounting classification and fair values

The following table shows the carrying amounts and fair values of financial assets and financial liabilities as at March 31, 2026, including their levels in the fair value hierarchy.

Rs. In lakhs

		Carrying amount					Fair value			
	Note	FVTPL	FVOCI	Other financial assets -amortised cost	Other financial liabilities	Total carrying amount	Level 1	Level 2	Level 3	Total
Financial assets not measured at fair value										
Investments	**7**			104.97	–	104.97				
Trade receivables	**8**	**–**	–	12,214.87	–	12,214.87	–	–	–	–
Cash and cash equivalents	**9**	**–**	–	21.88	–	21.88	–	–	–	–
Other financial assets	**10**			158.40	–	158.40				
		–	**–**	**12,500.12**	**–**	**12,500.12**	**–**	**–**	**–**	**–**

Rs. In lakhs

		Carrying amount					Fair value			
	Note	FVTPL	FVOCI	Other financial assets -amortised cost	Other financial liabilities	Total carrying amount	Level 1	Level 2	Level 3	Total
Financial liabilities not measured at fair value										
Derivatives - MTM loss on foreign currency forward contract	**16**	**2.15**	–	–	–	2.15	–	2.15	–	2.15
		2.15	–	**–**	**–**	**2.15**	**–**	**2.15**	**–**	**2.15**
Financial liabilities not measured at fair value										
Borrowings	**14**	**–**	–	–	10,093.54	10,093.54	–	–	–	–
Trade payables	**18**	**–**	–	–	4,171.05	4,171.05	–	–	–	–
Other financial liabilities	**16**	**–**	–	–	123.51	123.51				
Lease liabilities	**15**	**–**	–	–	18.08	18.08				
		–	–	**–**	**14,406.18**	**14,406.18**	**–**	**–**	**–**	**–**

The following table shows the carrying amounts and fair values of financial assets and financial liabilities as at March 31, 2025, including their levels in the fair value hierarchy.

Rs. In lakhs

		Carrying amount					Fair value			
	Note	FVTPL	FVOCI	Other financial assets -amortised cost	Other financial liabilities	Total carrying amount	Level 1	Level 2	Level 3	Total
Financial assets not measured at fair value										
Trade receivables	**8**	**–**	–	9,755.84	–	9,755.84	–	–	–	–
Cash and cash equivalents and other bank balances	**9**	**–**	–	28.19	–	28.19	–	–	–	–
Security deposits	**10**			79.76		79.76				
		–	**–**	**9,863.79**	**–**	**9,863.79**	**–**	**–**	**–**	**–**
Financial liabilities not measured at fair value										
Borrowings	**14**	**–**	–	–	20,702.30	20,702.30	–	–	–	–
Trade payables	**18**	**–**	–	–	1,151.72	1,151.72	–	–	–	–
Other financial liabilities	**16**	**–**	–	–	124.43	124.43				
Lease liabilities	**15**	**–**	–	–	19.27	19.27				
		–	**–**	**–**	**21,997.72**	**21,997.72**	**–**	**–**	**–**	**–**

Fair value hierarchy

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2 – Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Level 3 - Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

The fair value of cash and cash equivalents, trade receivables, loans, investment, bank balance other than cash and cash equivalents, borrowings, trade payables, other current financial assets and liabilities approximate their carrying amount largely due to the short-term nature of these instruments. The Company's long-term debt has been contracted at market rates of interest. Accordingly, the carrying value of such long-term debt approximates fair value. Based on this evaluation, the Company records allowance for estimated losses on these receivables. As of March 31, 2026 and March 31, 2025, the carrying value of such receivables, net of allowances approximates the fair value.

There have been no transfers among Level 1, Level 2 and Level 3 during the period.

B Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the risk management framework. The Company's management oversees how management monitors compliance with the risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Company.

C Financial risk management objectives and policies

The Company's principal financial liabilities comprise loans and borrowings, trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include loans, trade and other receivables, and cash and cash equivalents that derive directly from its operations.

The Company is exposed to the following risks from its use of financial instruments:

– Market risk
– Credit risk
– Liquidity risk

The note presents information about the Company's exposure to each of the above risks, the Company's objectives, policies and processes for measuring and managing risk, and the Company's management of capital. Further quantitative disclosures are included throughout these financial statements.

(i) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings. The sensitivity analyses in the following sections relate to the position as at March 31, 2026 and March 31, 2025. The sensitivity analyses have been prepared on the basis that the amount of net debt, the ratio of fixed to floating interest rates of the debt and derivatives and the proportion of financial instruments in foreign currencies. The analyses exclude the impact of movement in market variables on: the carrying values of gratuity and other post retirement obligations and provisions.

The following assumptions have been made in calculating the sensitivity analyses:

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at March 31, 2026 and March 31, 2025.

a. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with floating interest rates.

b. Interest rate sensitivity

The following table demonstrates the sensitivity to a reasonably possible change in interest rates on that portion of loans and borrowings affected. With all other variables held constant, the company's profit before tax is affected through the impact on floating rate borrowings, as follows:

Particulars	Average Interest Rate	Increase/ decrease in basis points	Effect on profit before tax
March 31, 2026			
Interest rates increased by 50 bps	7.30%	+50	Increase in interest by Rs. 64.52 lakhs
Interest rates reduced by 50 bps	7.30%	-50	Reduction in interest by Rs. 64.52 lakhs
March 31, 2025			
Interest rates increased by 50 bps	8.06%	+50	Increase in interest by Rs. 81.24 lakhs
Interest rates reduced by 50 bps	8.06%	-50	Reduction in interest by Rs. 81.24 lakhs

The assumed movement in basis points for the interest rate sensitivity analysis is based on the currently observable market environment, showing a significantly higher volatility than in prior years.

c. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency).

d. Derivative financial instruments

The Company is exposed to foreign currency fluctuations on foreign currency assets/ liabilities and forecasted cash flows denominated in foreign currency. The Company follows established risk management policies, including the use of derivatives to hedge foreign currency assets/ liabilities and foreign currency forecasted cash flows. The counter party in these derivative instruments is a bank and the Company considers the risks of non-performance by the counterparty as non-material.

The following table presents the aggregate contracted principal amounts of the Company's derivative contracts outstanding

	As at March 31, 2026		As at March 31, 2025		
Particulars	**in Foreign Currency in lakhs**	**Rs. In lakhs**	in Foreign Currency in lakhs	Rs. In lakhs	Currency
Forward contract (Sell)	42.00	4,041.71	–	–	USD/INR

The foreign exchange forward contracts mature within 12 months. The table below analyzes the derivative financial instruments into relevant maturity groupings based on the remaining period as at the reporting date

Rs. In lakhs

Particulars	**As at March 31, 2026**	As at March 31, 2025
Not later than one month	**760.46**	–
Later than 1 Month but not later than 3 months	**954.05**	–
Later than 3 Months but not later than 1 Year	**2,327.20**	–
Total	**4,041.71**	–

d. Foreign currency sensitivity

The following tables demonstrate the sensitivity to a reasonably possible change in USD and EUR exchange rates, with all other variables held constant. The impact on the Company's profit before tax is due to changes in the fair value of monetary assets and liabilities including non-designated foreign currency derivatives and embedded derivatives. The Company's exposure to foreign currency changes for all other currencies are not material.

Rs. In lakhs

	31-Mar-26		31-Mar-25	
Particulars	**Increase / decrease in basis points**	**Effect on profit before tax**	Increase / decrease in basis points	Effect on profit before tax
USD	**+50**	**56.54**	+50	54.16
EUR	**+50**	**0.55**	+50	0.53
USD	**-50**	**(56.54)**	-50	(54.16)
EUR	**-50**	**(0.55)**	-50	(0.53)

The movement in the pre-tax effect is a result of a change in the fair value of monetary assets and liabilities denominated in foreign currency, where the functional currency of the entity is other than that foreign currency.

(ii) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The company is exposed to credit risk from its operating activities (primarily trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions and other financial instruments.

a. Trade Receivable

Trade Receivables: The credit period on sales ranges between 30 to 120 days. No interest is charged on trade receivables. The company's customers are reputed Aerospace industry companies having good financial position and there is no past default experience of the counter parties. Trade receivables disclosed below includes the amounts that are past due at the end of the reporting period for which the company has not recognised an allowance for doubtful debts because there has not been a significant change in credit quality and amounts are still considered recoverable.

The Company has used practical expedient by computing expected credit loss allowance based on provision matrix. The provision matrix takes into account historical credit loss experience and adjusted for forward looking information. The expected credit loss allowance is based on the ageing of the days the receivables are due and the rates as given in the provision matrix. The provision matrix at the end of reporting period as follows

31 March 2026

Rs. In lakhs

Age of Receivables	Expected Credit loss	Gross carrying amount	Loss Allowance	Credit Impaired
Not Due	**0%**	**11,619.82**	**–**	**No**
< 90 Days	**0%**	**588.54**	**–**	**No**
90-180 days due	**0%**	**6.51**	**–**	**No**
180-270 days due	**0%**	**–**	**–**	**No**
270-360 days due	**0%**	**–**	**–**	**No**
> 360 days due	**0%**	**–**	**–**	**No**
Total		**12,214.87**	**–**	

31 March 2025

Rs. In lakhs

Age of Receivables	Expected Credit loss	Gross carrying amount	Loss Allowance	Credit Impaired
Not Due	0%	8,610.48	-	No
< 90 Days	0%	1,128.85	-	No
90-180 days due	0%	16.00	-	No
180-270 days due	0%	0.51	-	No
270-360 days due	0%	-	-	No
> 360 days due	0%	-	-	No
Total		9,755.84	-	

Information about major customers:

Customers contributing 10% or more of Company's revenue (Four customers amounting to Rs 22,654.80 lakhs in 2025-26 and Five customers amounting to Rs 19,232.54 lakhs in 2024-25) constitute 72% and 76% for the current year and previous year respectively. Receivables from these external customers is Rs.9,638.76 lakhs (2025: Rs. 8,349.54 lakhs) representing 79% (2025: 86%) of Company's total receivables as at March 31, 2026. Apart from the aforesaid customers, the Company does not have a significant credit risk exposure to any other single counterparty.

iii Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The Company has an appropriate liquidity risk management framework for the management of short, medium and long term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate cash reserves, banking facilities and reserve borrowing facilities by continuously monitoring forecast and actual cash flows and matching the maturity profiles of financial assets and liabilities.

The table below summarises the maturity profile of the company's financial liabilities based on contractual undiscounted payments and include contractual interest payments.

Rs. In lakhs

	On demand	Less than 1 year	1 to 2 Year	2 to 5 year	More than 5 Years	Total
Year ended 31 March 2026						
Borrowings #	**47.02**	**8,260.37**	**2,665.75**	**–**	**–**	**10,973.14**
Trade payables	**–**	**4,171.05**	**–**	**–**	**–**	**4,171.05**
Other financial liabilities	**–**	**123.36**	**2.30**	**–**	**–**	**125.66**
Lease liabilities	**–**	**10.83**	**6.66**	**2.22**	**–**	**19.71**
	47.02	**12,565.61**	**2,674.71**	**2.22**	**–**	**15,289.56**
Year ended 31 March 2025						
Borrowings #	96.45	11,110.25	11,376.64	–	–	22,583.34
Trade payables	–	1,151.72	–	–	–	1,151.72
Other financial liabilities	–	124.43	–	–	–	124.43
Lease liabilities	–	6.66	6.66	8.88	–	22.20
	96.45	12,393.06	11,383.30	8.88	–	23,881.69

 # includes both the interest and principal cashflows

Financial assets carried at amortised cost as at March 31, 2026 is Rs. 12,500.12 lakhs (2025: Rs. 9,820.84 lakhs) carried at amortised cost is in the form of cash and cash equivalents, bank deposits, earmarked balances with banks, security deposits, investments etc. where the Company has assessed the counterparty credit risk. Trade receivables of Rs. 12,214.87 lakhs as at March 31, 2026 forms a significant part of the financial assets carried at amortised cost which is valued considering provision for allowance using expected credit loss method (if any).

Basis this assessment, the Management believes Company is not required to provide for doubtful trade receivables as at March 31, 2026.

D Capital management

For the purpose of the company's capital management, capital includes issued equity capital and all other equity reserves attributable to the equity holders of the parent. The primary objective of the company's capital management is to maximise the shareholder value.

Rs. In lakhs

	As at March 31, 2026	As at March 31, 2025	% change
Total equity (A)	**27,480.77**	15,954.29	72.25
Current borrowings	**7,784.09**	10,453.08	
Non current borrowings	**2,309.45**	10,249.22	
Current maturities of long-term loans	**–**	–	
Total borrowings (B)	**10,093.54**	20,702.30	(51.24)
Total capital (borrowings and equity) (C)	**37,574.31**	36,656.59	
As percentage of total capital (B/C)	**26.86**	56.48	
Total loans borrowings as percentage of Total equity (B/A)	**36.73**	129.76	

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements.

No changes were made in the objectives, policies or processes for managing capital during the years ended March 31, 2026 and March 31, 2025.

31. Commitments and contingent liabilities

1. Contingent Liabilities

There are no claims against the company not acknoweledged as debt during the year (Refer Note 38)

2 Commitment

a) The estimated amount of contracts remaining to be executed on 'Property Plant and Equipment' and not provided for Rs. 9,714.53 lakhs (2025: Rs. 1,380.36 lakhs)

b) During the year 2011, the Company entered into a lease-cum-sale agreement ('Agreement') for a period of 10 years with KIADB for 20 acres of land allotted in Narasapura Industrial area, Kolar District, Karnataka, for the setting up of aerospace component manufacturing facility. The title of the land will be transferred to the Company during the lease term or at the end of 10 year or extended period, if any, after fulfilling all conditions stipulated in the said Agreement. Till March 31, 2025, the Company had incurred an amount of Rs. 1,127.14 lakhs towards allotment consideration and other related expenses in connection with the said lease-cum-sale agreement and the said amount was disclosed under non-current assets.

During the current year the Company incurred an additional amount of Rs. 17.50 lakhs towards expenses related to transfer of title of the land. Upon transfer of the title of the land in the name of the Company, the total amount incurred of Rs. 1,144.64 lakhs was disclosed under 'Freehold Land' Note 3.

32. Dues to micro and small enterprises

The information as required under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company. This information has been relied upon by the Auditors. The disclosures relating to Micro and Small Enterprises as at the year ends are as under: -

			Rs. in Lakhs
Sr. No.	**Particulars**	**For the year ended March 31, 2026**	For the year ended March 31, 2025
A	The principal amount remaining unpaid to supplier as at the end of the year	775.21	62.60
B	The interest due thereon remaining unpaid to supplier as at the end of the year	**–**	–
C	Interest paid in terms of Section 16 of the Act along with the amount of payment made to the supplier beyond the appointed day during the year		
	- Principal paid beyond the appointed date	2,149.83	1,798.97
	- Interest paid in terms of the Section 16 of the Act	13.49	15.22
D	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under this Act	–	–
E	Further interest due and payable even in the succeeding year, until such date when the interest due as above are actually paid to the small enterprises	18.42	19.28
F	The amount of interest accrued during the year and remaining unpaid at the end of the year	12.64	14.09

33. Earnings Per Share:

Basic earnings per share amounts are calculated by dividing the profit/loss for the year attributable to equity holders by the weighted average number of Equity Shares outstanding during the year.

Sr. No.	**Particulars**	**For the year ended March 31, 2026**	For the year ended March 31, 2025
(a)	Earnings attributable to equity shareholders	**159.39**	(779.82)
(b)	Weighted average number of equity shares outstanding during the year	**524,429,407**	464,500,000
(c)	Basic Earnings per share (Rs. In absolute)	**0.03**	(0.17)
(d)	Dilutive Earnings per share (Rs. In absolute)	**0.03**	(0.17)

Weighted average no of shares (basic & diluted)

Sr. No.	**Particulars**	**For the year ended 31 March 2026**	For the year ended 31 March 2025
(a)	Opening Balance	**46,45,00,000**	46,45,00,000
(b)	Effect of fresh issue of shares	**59,929,407**	–
(c)	Weighted average no. of shares	**52,44,29,407**	46,45,00,000

The weighted average number of ordinary shares for the purpose of diluted earnings per share reconciles to the weighted average number of equity shares used in the calculation of basic earnings/(loss) per share as follows:

Particulars	**For the year ended 31 March 2026**	For the year ended 31 March 2025
Weighted average number of equity shares used in the calculation of Basic EPS	**52,44,29,407**	46,45,00,000
Add: Effect of potential equity shares	**–**	–
Weighted average number of equity shares used in the calculation of Diluted EPS	**52,44,29,407**	46,45,00,000

34. Segment Reporting:

The Company primarily operates in the aerospace segment. The Activities of the Company includes "Sale of aircraft components and sub assemblies".

The Managing Director & CEO of the Company, who has been identified as being the chief operating decision maker (CODM), evaluates the Company's performance, allocate resources based on the analysis of the various performance indicator of the Company as a single unit.

Therefore, based on the guiding principles given in Ind AS 108 on 'Operating Segments', the Company's business activity fall within a single operating segment, namely aerospace segment. Accordingly, the disclosure requirements of Ind AS 108 are not applicable.

Entity wide disclosure details as per Ind AS 108 on Operating segments are given below:

Revenue from operations (other than "Other operating revenues")

	Domestic	**Overseas**	**Total**
2025-26	**958.42**	**30,315.23**	**31,273.65**
2024-25	709.23	24,509.37	25,218.60

a) Domestic & Overseas segments include Component sales, job work services and product development income to customers located in India & Out side India

b) There are no assets located outside India, other than trade receivables of Rs. 11,945.83 lakhs (2025: Rs. 9,636.57 lakhs)

c) Customers contributing 10% or more of Company's revenue (Four customers amounting to Rs. 22,654.80 Lakhs in 2025-26 and Five customers amounting to Rs. 19,232.54 Lakhs in 2024-25)

d) All the Other operating revenues are domestic revenues.

Geographic information

Particulars	**For the year ended March 31, 2026**	For the year ended March 31, 2025
India	**958.42**	709.23
All foreign countries		
USA	**15,644.72**	10,827.65
France	**7,112.92**	5,239.89
Germany	**3,778.83**	3,057.86
Sweden	**940.43**	2,451.36
UK	**2,131.25**	2,020.28
Other Foreign countries	**707.08**	912.33
Total	**31,273.65**	25,218.60

35. The Company has profit before tax in current year. The Company expects growth in its operations in coming years and is taking measures to improve its operational efficiency. Based on approved business plans, undrawn borrowing facilities from the banks and cash flow projections, the manangement of the Company believes that the use of going concern assumption is appropriate in the preparation of these financial statements of the Company. The Company's current assets exceed its current liabilities as at March 31, 2026, in addition to generating cash profit during the year.

Note 36 Income taxes

The Company has carried out its deferred tax computation in accordance with Ind AS 12 'Income Taxes' notified under the Companies (Indian Accounting Standards) Rules, 2015.

Deferred tax

Deferred tax assets/(Liabilities) as at March 31, 2026 are as follows

Particulars	April 1, 2025	To be recognised in Profit and Loss	To be recognised in OCI	**March 31, 2026**
Difference between book and tax depreciation	(587.91)	(366.81)	–	**(954.72)**
Provision for employee benefits	51.75	84.37	8.38	**136.12**
Provision for inventory	61.43	(6.90)	–	**54.53**
Provision for receivables and other financial assets	313.17	–	–	**313.17**
Unabsorbed Depreciation	2,785.06	151.54	–	**2,936.60**
Carry forward losses	1,595.87	(1,458.66)	–	**137.21**
Others	67.48	(67.48)	–	**–**

Deferred tax assets/(Liabilities) as at March 31, 2025 are as follows

Particulars	April 1, 2024	To be recognised in Profit and Loss	To be recognised in OCI	March 31, 2025
Difference between book and tax depreciation	(661.86)	73.95	–	(587.91)
Provision for employee benefits	42.95	21.48	(12.68)	51.75
Provision for inventory	43.78	(17.65)	–	61.43
Provision for receivables and other financial assets	323.52	10.35	–	313.17
Unabsorbed Depreciation	3,349.11	564.05	–	2,785.06
Carry forward losses	2,636.22	1,040.35	–	1,595.87
Others	14.74	(52.74)	–	67.48

The Company has carry forward losses under tax laws and accordingly, net deferred tax assets would be recognized only on achieving continued / sustained profitability, when such future taxable income will be available against which such deferred tax assets which can be realized. Since the Company has not yet achieved sustained profitability, as at March 31, 2026 and March 31, 2025, deferred tax assets have not been recognised.

(b) Amount recognised in statement of profit and loss

Rs. in Lakhs

Particulars	**For the year ended March 31, 2026**	For the year ended March 31, 2025
Current Tax	**–**	–
Deferred tax	**–**	–

(c) Reconciliation of effective tax rate:

Particulars	**For the year ended March 31, 2026**		For the year ended March 31, 2025	
Profit/(loss) before tax		**159.39**		(779.82)
Income tax expense calculated at domestic tax rates applicable to profits	**25.17%**	**40.12**	25.17%	(196.27)
Tax effects of:				
Permanent differences		**26.24**		52.42
Timing differences		**497.35**		35.93
Carry forward losses		**(563.71)**		107.92
Change in tax rate		**-**		(183.82)
Deferred tax asset not recognised in statement of profit and loss		**(40.12)**		(12.45)
Income tax expense		–		–
Effective tax rate		**0.00%**		0.00%

(d) Tax losses

Particulars	**For the year ended March 31, 2026**	**Expiry date**	For the year ended March 31, 2025	Expiry date
Loss from business	**545.17**	March 31, 2027 to March 31, 2029	6,340.87	March 31, 2026 to March 31, 2029
Unabsorbed depreciation	**11,668.01**	Carried forward indefinitely	11,065.89	Carried forward indefinitely
Total	**12,213.18**		17,406.76	
Potential tax benefit	**3,073.81**		4,380.93	

37. The Company does not have any transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961).

38. Other matters

a) In the matter relating to certain pre-owned equipment imported by the Company during 2012-13, Commissioner of Customs passed an order demanding Rs. 2,598.85 lakhs towards duty and penalty along with applicable interest. Against the said order, the Company filed an appeal with CESTAT.

Till March 31, 2024, the Company paid an amount of Rs. 264.17 Lakhs under protest. Out of this, an amount of Rs. 32.03 lakhs was debited to Statement of Profit and Loss during the year ended March 31, 2013 and the balance amount of Rs. 232.14 lakhs was included in Note No. 5 as ""Customs deposit"".

During the year, CESTAT rejected the appeal partially resulting in a potential exposure of Rs. 1,661.66 lakhs (including penalty and interest). The Company has filed an appeal before the Supreme Court and paid an additional amount of Rs. 275.63 lakhs under protest, taking the total amount paid under protest to Rs. 539.80 lakhs.

In view of the current status of the matter, a provision of Rs.1,629.63 lakhs (2025: NIL) is recorded in the financial statements under 'Rates and taxes' in note 27 and such provision (net of amounts paid under protest of Rs. 507.77 lakhs) is included under "Current liabilities" in note 19.

b) In the matter of certain imports made by the Company during 2012-13 relating to installation of certain equipment, Directorate of Revenue Intelligence issued show-cause notice demanding Rs. 41.36 lakhs along with applicable penalty and interest. The company has submitted reply with Joint Commissioner of Customs and the same is pending adjudication.

Till March 31, 2024, the Company paid an amount of Rs. 45.33 Lakhs under protest and the same was included in Note No. 5 as ""Customs deposit"".

In the current year, in view of the current status of the case, the company estimated the potential exposure as Rs. 86.69 lakhs (including penalty and interest) and a provision for the same amount is recorded in the financial statements under 'Rates and taxes' in note 27 and such provision (net of amounts paid under protest of Rs. 45.33 lakhs) is included under "Current liabilities" in note 19."

39. Exceptional items

On November 21, 2025, the Government of India notified the four Labour Codes - the Code on Wages, 2019, the Industrial Relations Code, 2020, the Code on Social Security, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 - consolidating 29 existing labour laws. The Ministry of Labour & Employment published draft Central Rules and FAQs to enable assessment of the financial impact due to changes in regulations. The Company has considered restructured compensation of its employees with effect from April 1, 2026, and assessed the impact of the changes, consistent with the Labour Codes, draft rules and FAQs. Considering the materiality and regulatory-driven, non-recurring nature of this impact, the Company has presented such incremental impact as "Statutory impact of new Labour Codes" under "Exceptional Items" in the statement of profit and loss for the year ended March 31, 2026. The Company continues to monitor the finalisation of Central / State Rules and clarifications from the Government on other aspects of the Labour Code and would provide appropriate accounting effect on the basis of such developments as needed.

Note 40 - Key Ratios

Ratio	Numerator	Denominator	Current period	Previous period	% Variance	Reason for Variance
Current ratio	25,330.79	16,793.82	1.51	1.49	1%	Variance less than 25%
Debt-Equity ratio	10,093.54	27,480.77	0.37	1.30	-72%	Equity infusion and repayment of borrowings during the current year have resulted in an improved debt-equity ratio.
Debt Service Coverage ratio	3,802.54	1,275.09	2.98	1.86	60%	The favourable movement in the debt service ratio is attributable to higher operating cash flows during the year.
Return on Equity ratio	159.39	21,717.53	0.7%	-4.8%	115%	Due to increase in operating profit
Inventory Turnover ratio	31,273.65	8,237.49	3.80	3.47	9%	Variance less than 25%
Trade Receivables Turnover ratio	31,273.65	10,985.36	2.85	2.72	5%	Variance less than 25%
Trade Payables Turnover ratio	14,259.57	2,661.39	5.36	8.17	-34%	Due to increase in purchases towards the end of the year to meet subsequent year requirements
Net capital turnover ratio	31,273.65	8,536.97	3.66	3.77	-3%	Variance less than 25%
Net profit ratio	159.39	31,273.65	0.5%	-3.1%	116%	Due to increase in operating profit
Return on capital employed	1,434.48	37,574.31	3.8%	1.1%	251%	Due to increase in operating profit
Return on investment	1,434.48	47,098.23	3.0%	1.0%	206%	Due to increase in operating profit

Ratio	Formula
Current ratio	Current Assets/Current Liabilites
Debt-Equity ratio	Total debt/ Share holders equity
Debt Service Coverage ratio	(Net Profit after taxes + Non-cash operating expenses like depreciation and other amortizations + Interest + other adjustments like loss on sale of Fixed assets etc.)/(Interest+payables)
Return on Equity ratio	(Net Profits after taxes – Preference Dividend)/Average share holder's equity
Inventory Turnover ratio	Sales/Average inventory
Trade Receivables Turnover ratio	Net Credit Sales / Avg trade receivables
Trade Payables Turnover ratio	Net Credit purchases / Avg trade payables
Net capital turnover ratio	Net Sales / working capital
Net profit ratio	Net Profit / Net Sales
Return on capital employed	(Net profit after taxes+finance cost)/(Tangible Net Worth + Total Debt + Deferred Tax liability)
Return on investment	(Net profit after taxes+finance cost)/(Total assets)

Note 41 - Impairment

The management assesses the performance of the Company including the future projections and relevant economic and market conditions in which it operates to identify if there is any indicator of impairment / reversal impairment, in the carrying value of the net assets of the Company. For this purpose, entire business operations of the Company is treated as a single Cash Generating Unit (CGU)

In case indicators of impairment exist, the impairment loss is measured by estimating the recoverable amounts based on the higher of (i) 'fair value less cost of disposal' determined using market price information, where available, and (ii) 'value-in-use' estimates determined using discounted cash flow projections, where available.

The recoverable amount of the CGU was estimated based on the present value of the future cash flows expected to be derived from the CGU (value in use), using a post-tax discount rate of 15.04% and a high growth rate of 10.20 % from FY 2036 – FY 2040 and terminal value growth rate of 5% thereafter. The recoverable amount of the CGU was estimated to be higher than its carrying amount and no impairment was required.

The estimate of value in use was determined using a post-tax discount rate of 15.04 % (Pre-tax discount of 20.09%) (2025: Pre-tax discount rate, 2025: 14.62% Pre-tax discount rate 19.54%)and a terminal value growth rate of 10.20 % from FY 2036 – FY 2040 (2025: 14.70% from FY 2035-FY 2039)

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Provision for diminution in value of net assets	–	–
(Reversal of)/Impairment loss	**–**	–

Recoverable amount as follows:

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Net assets	**27,480.77**	15,954.29

During the year, the Company reassessed its estimates and no impairment loss or reversal of impairment recognized (2025: Nil)

The recoverable amount of this CGU was based on fair value less costs of disposal, estimated using discounted cash flows.

The key assumptions used in the estimation of the recoverable amount are set out below. The values assigned to the key assumptions represent management's assessment of future trends in the relevant industries and have been based on historical data from both external and internal sources.

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Discount rate	**15.04%**	14.62%
High Growth rate	**10.20%**	14.70%
Terminal value growth rate	**5.00%**	5.00%
Budgeted Average EBIDTA growth rate	**20.74%**	22.26%

The discount rate was a post-tax measure based on the rate of 10-year government bonds issued by the government in the relevant market and in the same currency as the cash flows, with possible debt leveraging of 12% at a market interest rate of 7.25%

The cash flow projections included specific estimates for nine years and a terminal growth rate thereafter. The terminal growth rate was determined based on management's estimate of the long term compound annual EBITDA growth rate, consistent with the assumptions that a market participant would make Budgeted EBITDA was estimated taking into account past experience, adjusted as follows

Revenue growth was projected taking into account the average growth levels experienced over the past nine years and the estimated sales volume and price growth for the next nine years. It was assumed that the sales price and sales volume would increase in line with forecast inflation over the next nine years.

The estimated recoverable amount of the CGU exceeded its carrying amount by approximately Rs.30,552.00 lakhs (2025:Rs. 54,656.00). Management has identified that a reasonably possible change in two key assumptions could cause the carrying amount to exceed the recoverable amount. The following table shows the amount by which these two assumptions would need to change individually for the estimated recoverable amount to be equal to the carrying amount.

Rs. in Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Discount rate	**3.34%**	13.94%
Budgeted Average EBIDTA growth rate	**-3.06%**	-6.29%

42. As the Company has losses in the earlier years provision of corporate social responsibility as per Companies Act, 2013 was not applicable.

43. The Company does not have transactions with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.

44. During the year ended March 31, 2026, no material foreseeable loss (2025: Nil) was incurred for any long-term contract including derivative contracts.

45. The Company has not advanced or loaned or invested funds (either from borrowed funds or share premium or any other sources or kind of funds) to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

46. The Company has not received any funds from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Parties ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

47. The Company does not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property

48. The Company has not traded or invested in Crypto currency or virtual currency during the current year.

49. The Company does not have any charges or satisfaction which is yet to be registered with Registrar of Companies (ROC) beyond statutory period.

50. There are no immovable properties (other than properties where the Company is a lessee) whose title deeds are not in the name of the Company.

51. The Company has not revalued its Property, Plant and Equipment (including Right-of-Use Assets).

52. The Company has not been declared wilful defaulter by any bank or financial institution or government or any government authority.

53. **Subsequent events :**

There are no subsequent events that have occurred after the reporting period till the date of approval of the financial statements..

As per our report of even date attached
For B S R & Co. LLP
Chartered Accountants
(Firm's registration No. 101248W/W-100022)

Praveen Kumar Jain
Partner
Membership No. 079893

Place: Bengaluru
Date: April 21, 2026

For and on behalf of the Board of Directors of
Mahindra Aerostructures Private Limited
CIN No. U35122MH2011PTC212744

Dr. Karthik Krishnamurthy
Wholetime Director
DIN No.07130799

Mr. Arvind Kumar Mehra
Managing Director & CEO
DIN No.01039769

Mr. T. Subrahmanya Sarma
Chief Financial Officer
PAN: AAWPT5805A

Mr. V. S. Ramesh
Company Secretary
Membership No. ACS5769

Place: Mumbai
Date: April 21, 2026

INDEPENDENT AUDITOR'S REPORT

To the Members of Mahindra Sustainable Energy Private Limited (formerly known as Mahindra Telecom Energy Management Services Private Limited)

Report on the Audit of Ind AS Financial Statements

1. Opinion

We have audited the accompanying Ind AS financial statements of Mahindra Sustainable Energy Private Limited ("the Company") (formerly know as Mahindra Telecom Energy Management Services Private Limited), which comprise the Balance Sheet as at 31st March 2026, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and a summary of material accounting policies information and other explanatory information (hereinafter referred to as 'Ind AS financial statements').

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Ind AS financial statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules 2015, as amended of the state of affairs of the Company as at March 31, 2026, its loss, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

2. Basis for Opinion

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing, as prescribed under Section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Ind AS financial statements under the provisions of the Companies Act, 2013 ("the Act") and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on Ind AS financial statements.

3. Information other than the Ind AS financial statements and Auditor's report thereon

The Company's Board of Directors is responsible for the preparation of other information. The other information comprises the information included in the Annual Report but does not include the Ind AS financial statements and our auditor's report thereon. The Other information is expected to be made available to us after the date of our auditor's report.

Our opinion on the Ind AS financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.

In connection with our audit of the Ind AS financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the Ind AS financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the other information included in the above reports, if we conclude that there is material misstatement therein, we are required to communicate the matter to those charged with governance and determine the actions under the applicable laws and regulations.

4. Responsibilities of Management and those charged with Governance for the Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS accounting Standards specified under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Ind AS financial statements, Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

5. Auditor's Responsibilities for the Audit of the Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Ind AS financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standards on auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Ind AS financial statements.

As part of an audit in accordance with Standards on auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

i. Identify and assess the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

ii. Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. In making risk assessments, we consider internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. but not for the purpose of expressing an opinion on whether the Company has an adequate internal financial control system over financial reporting in place and the operating effectiveness of such controls.

iii. Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

iv. Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Ind AS financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

v. Evaluate the overall presentation, structure and content of the Ind AS financial statements, including the disclosures, and whether the Ind AS financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

6. Report on Other Legal and Regulatory Requirements

i) As required by the Companies (Auditor's report) Order, 2020 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

ii) As required by section 143 (3) of the Act, based on our audit we report that:

a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

c) The Balance Sheet, Statement of Profit and Loss including Other comprehensive income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.

d) In our opinion, the aforesaid Ind AS financial statements comply with section 133 of the Act read with rule 7 of Companies (Accounts) Rules 2015, as amended.

e) On the basis of written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026, from being appointed as a director in terms of section 164 (2) of the Act.

f) Reporting on adequacy of internal financial control over financial reporting of the Company and the operating effectiveness of such controls is not applicable as per the notification No. G.S.R 583 (E) issued by Ministry of Corporate Affairs, Government of India, dated June 13, 2017.

g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the provisions of said section are not applicable to the Company for the year ended March 31, 2026;

h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would have an impact on its financial position.

ii. The Company does not have any long-term contracts including derivative contracts for which there are any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The Management has represented that, to the best of its knowledge and belief, other than as disclosed in the Note 28 to the Financial Statements no funds (which are material either individually or in the aggregate) have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

(b) The Management has represented, that, to the best of its knowledge and belief, no funds (which are material either individually or in the aggregate) have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

v. No dividend has been declared or paid during the year by the company in compliance with section 123 of the Companies Act, 2013.

vi. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account for the financial year ended March 31, 2026 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software.

Further, during the course of our audit we did not come across any instance of audit trail feature being tampered with.

Based on our examination, which included test checks, the audit trail for the previous financial years has been preserved by the Company as per statutory requirements for record retention.

For Mukund M. Chitale & Co.
Chartered Accountants
Firm Regn. No. 106655W

(S. M. Chitale)
Partner
M. No. 111383
UDIN: 26111383FNUGRV6021

Place: Mumbai
Date: April 17, 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

Annexure A to the Independent Auditor's Report of even date on the Ind AS financial statements of Mahindra Sustainable Energy Private Limited (formerly know as Mahindra Telecom Energy Management Services Private Limited)

Referred to in paragraph [6(i)] under Report on Other Legal and Regulatory Requirements of our report of even date

(i) (a) (A) As per the information and explanations given to us and the records of the Company examined by us, the company does not have any Property, Plant and Equipment and accordingly, reporting under this Clause is not applicable.

(B) According to the information and explanations given to us and the records of the Company examined by us, the Company does not have any Intangible assets and accordingly, reporting under this Clause is not applicable.

(b) As per the information and explanations given to us and the records of the Company examined by us, the company does not have any Property, Plant and Equipment and accordingly reporting under this Clause is not applicable.

(c) According to information and explanations given to us, the Company does not have any immovable property (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee). Accordingly, reporting under clause 3(i)(c) of the Order is not applicable.

(d) As per the information and explanations given to us and the records of the Company examined by us, the company does not have any Property, Plant and Equipment and accordingly, reporting under this Clause is not applicable.

(e) No proceedings have been initiated or are pending against the company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

(ii) (a) As per the information and explanations given to us, the company does not have any inventory during the year. Hence, reporting under this Clause is not applicable.

(b) Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets. Hence, reporting under this Clause is not applicable.

(iii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the Company has not granted any loans or advances in the nature of loans, or given guarantee, or provided security to companies, firms, limited liability partnership or any other parties during the year.

(b) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not provided loans or advances and guarantees or security to subsidiaries during the year.

(c) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not provided loans or advances and guarantees or security to parties other than subsidiaries, joint ventures and associates.

(d) According to the information and explanations given to us, and on the basis of our verification of records of the Company, investment made are not prejudicial to the company's interest.

(e) The Company has not granted loans and advances in the nature of loans to companies, firms, Limited Liability Partnerships or any other parties. Accordingly, the requirement to report on clause 3(iii)(c), 3(iii)(d), 3(iii)(e) and 3(iii)(f) of the Order is not applicable to the Company.

(iv) In our opinion and according to the information and explanations given to us by the management, there are no loans, investments, guarantees and securities granted in respect of which provisions of section 185 and section 186 of the Act are applicable. Accordingly, reporting under clause 3(iv) of the Order is not applicable.

(v) As informed, the Company has not accepted any deposits during the year from public within the meaning of the directives issued by Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and rules framed thereunder and thus the provisions of Clause 3(v) of the Order are not applicable.

(vi) According to information and explanations given to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act to the Company.

(vii) a) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Cess. There were no undisputed amounts of statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Cess which were due for more than six months from the date they become payable as at the year end.

b) According to the records examined by us and as per the information and explanations given to us, there are no statutory dues outstanding as at March 31, 2026 which have not been deposited on account of disputes.

(viii) According to the information and explanations given to us, and on the basis of our verification of records of the Company, there are no transactions which are not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).

(ix) a) The Company has not taken any term loan, hence reporting under clause ix (a) of the order is not applicable.

b) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not been declared wilful defaulter by any bank or financial institution or other lender.

c) The Company has not taken any term loan, hence reporting under clause ix (c) of the order is not applicable.

d) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not raised loans during the year, hence reporting under clause ix (d) of the order is not applicable to the Company.

e) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not taken any funds from any entity or person on account of or to meet the obligation of its subsidiary, associates or joint ventures, hence reporting under clause ix (e) of the order is not applicable to the Company.

f) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the company has not raised loans during the year on the pledge of securities held in its subsidiaries, joint ventures or associate companies, hence reporting under clause ix (f) of the order is not applicable to the Company.

(x) (a) According to the information and explanations given to us, and on the basis of our verification of records of the Company, the Company has not raised any money by way of initial public offer, further public offer (including debt instruments) during the year, hence reporting under clause (x) (a) of order is not applicable.

(b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.

(xi) (a) Based upon the audit procedure performed for the purpose of reporting the true and fair view of the Ind AS financial statements and according to the information and explanation given by the management, we report that no fraud by the company and no material fraud on the company has been noticed or reported during the year.

(b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government during the year and upto the date of this report.

(c) According to the information and explanations given to us, and on the basis of our verification of records of the Company, there were no whistle blower complaints received by the company during the year and up to the date of this report.

(xii) In our opinion and according to the information and explanation given to us, the Company is not a nidhi Company. Accordingly, provision of clause 3 (xii) (a) to (c) of the order is not applicable.

(xiii) According to the information and explanation given to us and based on our verification of the records of the Company and on the basis of review and approvals by the Board of Directors, the transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and the details have been disclosed in the Ind AS financial statements as required by applicable accounting standard.

(xiv) a) In our opinion, the Company has an adequate internal audit system commensurate with the size and the nature of its business, though not mandated under section 138 of the Companies Act 2013.

b) We have considered, the internal audit reports for the year under audit issued to the Company during the year and till date of our audit report, in determining the nature, timing and extent of our audit procedures.

(xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or person connected with them. Accordingly, paragraph 3 (xv) of the Order is not applicable.

(xvi) a) According to the information and explanations given to us and based on our examination of the records of the Company, the Company is not required to be registered under Section 45 IA of the Reserve Bank of India At, 1934. Accordingly, provisions of Clause 3 (xvi) (a) and (b) of the Order are not applicable to the Company.

b) The company has not conducted any Non- Banking Financial or Housing Finance activities and hence reporting under clause 3 (xvi)(b) is not applicable to the Company.

c) In Our opinion and according to the information and explanation given to us, the Company is not Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under clause 3(xvi) (c) of the Order is not applicable to the Company.

d) According to the information and explanation given to us by the management, the Group has five CIC.

(xvii) According to the information and explanations given to us and based on our examination of the records of the Company, the company has incurred cash losses during the financial year of Rs. 10,48,621/- and Rs. 20,47,860/- in the immediately preceding financial year.

(xviii) There has been no resignation of the Statutory Auditors of the Company during the year.

(xix) According to the information and explanation given to us and on the basis of the financial ratios, aging and expected dates of realisation of financial assets and payment to financial liabilities, other information accompanying the Ind AS financial statements, our knowledge of the board of directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention which causes us to believe that any material uncertainty exists as on the date of the audit report that the company is not capable of meeting its liabilities existing as at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the balance sheet date, will get discharged by the company as and when they fall due.

(xx) The Provision of Section 135 of the Companies Act, 2013 are not applicable. hence, reporting under clause (xx) (a) and (b) not applicable to the Company as on reporting date.

For Mukund M. Chitale & Co.
Chartered Accountants
Firm Regn. No. 106655W

(S. M. Chitale)
Partner
M. No. 111383
UDIN: 26111383FNUGRV6021

Place: Mumbai
Date: April 17, 2026

BALANCE SHEET AS AT MARCH 31, 2026

INR (₹) Lakhs

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
I ASSETS			
1 NON-CURRENT ASSETS			
(i) Financial Assets			
(i) Investments	3	**12,701.29**	12,219.29
(ii) Other Non Current Financial Assets	4	**0.15**	0.15
Sub-Total		**12,701.44**	12,219.44
2 CURRENT ASSETS			
(a) Financial Assets			
(i) Trade Receivables	5	**17.37**	25.10
(ii) Cash and Cash Equivalents	6	**1.62**	55.75
(iii) Bank balance other than cash and cash equivalents	7	**87.30**	35.00
(iv) Other Current Financial Assets	8	**0.21**	0.28
(b) Current Tax Assets (Net)	9	**0.52**	0.15
SUB-TOTAL		**107.02**	116.28
TOTAL ASSETS		**12,808.46**	12,335.72
II EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share capital	10	**12,825.52**	12,343.52
(b) Other Equity	11	**(23.47)**	(12.98)
SUB-TOTAL		**12,802.05**	12,330.54
2 CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Trade Payables:	12		
(A) Total outstanding dues to Micro & small enterprises		**–**	0.21
(B) Total outstanding dues to creditors other than Micro & small enterprises		**6.00**	4.39
(b) Other Current Liabilities	13	**0.41**	0.58
Sub-Total		**6.41**	5.18
Total Equity and Liabilites		**12,808.46**	12,335.72

The above Balance Sheet should be read in conjunction with the accompanying notes

As per our report of even date
For Mukund M. Chitale & Co.
Chartered Accountants
Firm reg. No: 106655W

(S. M. Chitale)
Partner
Membership No. 111383

Place : Mumbai
Date : 17-04-2026

For and on behalf of the Board of Directors

Manaswini Goel
Director
DIN: 08142619

Avinash Rao
Director
DIN: 08249182

Rakesh Sharma
Chief Financial Officer
PAN: CUWPS4109L

Pramod Kalyanshetti
Manager
PAN: AFOPK5669N

Nitika Rathi
Company Secretary
Membership No. A44048

Place : Mumbai
Date : 17-04-2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2026

INR (₹) Lakhs

Particulars	Note No.	For the year ended March 31, 2026	For the year ended March 31, 2025
I Revenue from operations	**15**	**14.70**	21.17
II Other Income	**16**	**5.18**	1.53
III **Total Income (I + II)**		**19.88**	22.70
IV **EXPENSES**			
(a) Cost of materials consumed	**17**	**14.00**	20.16
(b) Other expenses	**18**	**16.37**	23.01
		30.37	43.17
V Profit/(loss) before exceptional Items (III-IV)		**(10.49)**	(20.48)
VI Exceptional Items		**–**	**–**
VII Profit/(loss) before tax (V-VI)		**(10.49)**	(20.48)
VIII Tax Expense	**14**		
(1) Current tax		**–**	–
(2) Deferred tax		–	–
(3) Income Tax for earlier year		**–**	–
Total tax expense		**–**	2.55
IX Profit/(loss) for the year (VII-VIII)		**(10.49)**	(20.48)
X Other comprehensive income			
A (i) Items that will not be reclassified to profit or loss		**–**	**–**
(ii) Income tax relating to items		**–**	**–**
B (i) that will not be reclassified to profit or loss		**–**	**–**
(ii) Items that will be reclassified to profit or loss income tax relating to items that will be reclassified to profit or loss		**–**	**–**
XI Total Comprehensive Income for the period (IX+X) (Comprising Profit (Loss) and other comprehensive in-come for the period)		**(10.49)**	**(20.48)**
XII Earnings per equity share:	**19**		
(1) Basic		**(0.01)**	(0.02)
(2) Diluted		**(0.01)**	(0.02)

The above statement of profit and loss should be read in conjunction with the accompanying notes

As per our report of even date
For Mukund M. Chitale & Co.
Chartered Accountants
Firm reg. No: 106655W

(S. M. Chitale)
Partner
Membership No. 111383

Place : Mumbai
Date : 17-04-2026

For and on behalf of the Board of Directors

Manaswini Goel
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Manager
PAN: AFOPK5669N

Nitika Rathi
Company Secretary
Membership No. A44048

Place : Mumbai
Date : 17-04-2026

STATEMENT OF CASH FLOW FOR THE YEAR ENDED MARCH 31, 2026

INR (₹) Lakhs

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
Cash flows from operating activities		
Profit/(Loss) before tax for the year	**(10.49)**	(20.48)
Adjustments for:		
Investment Income recognised in Profit or Loss	**(5.18)**	(1.53)
Movements in working capital:		
(Increase) in Assets	**7.80**	5.77
Increase in Other Current Liabilities	**1.25**	(5.30)
Cash generated/(used) from operations	**(6.62)**	(21.54)
Income taxes paid	**(0.37)**	1.01
Net cash generated / (used) by operating activities	**(6.99)**	(20.53)
Cash flows from investing activities		
Investment in Subsidiary	**(482.00)**	–
Investment in Fixed deposit	**(52.30)**	(35.00)
Income from Interest on ICD	**5.17**	1.48
Net cash used in investing activities	**(529.14)**	(33.52)
Cash flows from financing activities		
Proceeds from issue of equity instruments of the company	**482.00**	–
Net cash generated from financing activities	**482.00**	–
Net increase in cash and cash equivalents	**(54.13)**	(54.05)
Cash and cash equivalents at the beginning of the year	**55.75**	109.80
Cash and cash equivalents at the end of the year	**1.62**	55.75

The above statement of cash flow should be read in conjunction with the accompanying notes

As per our report of even date
For Mukund M. Chitale & Co.
Chartered Accountants
Firm reg. No: 106655W

(S. M. Chitale)
Partner
Membership No. 111383

Place : Mumbai
Date : 17-04-2026

For and on behalf of the Board of Directors

Manaswini Goel
Director
DIN: 08142619

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Pramod Kalyanshetti
Manager
PAN: AFOPK5669N

Nitika Rathi
Company Secretary
Membership No. A44048

Place : Mumbai
Date : 17-04-2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31, 2026

A - Equity Share Capital

(i) Current Reporting Year **INR (₹) Lakhs**

Balance at the beginning of the year	Changes in equity share capital during the current year	Balance at the end of the year
12,343.52	482.00	12,825.52

(ii) Previous Reporting Year **INR (₹) Lakhs**

Balance at the beginning of the year	Changes in equity share capital during the current year	Balance at the end of the year
12,343.52	–	12,343.52

B. Other Equity

(1) Current Reporting Year **INR (₹) Lakhs**

	Reserves and Surplus		
Particulars	**Securities Premium**	**Retained Earnings**	**Total**
Balance at the beginning of the year	**–**	(12.98)	**(12.98)**
Profit for the year	**–**	(10.49)	**(10.49)**
Balance at the end of the year	**–**	(23.47)	**(23.47)**

(2) Previous Reporting Year **INR (₹) Lakhs**

	Reserves and Surplus		
Particulars	**Securities Premium**	**Retained Earnings**	**Total**
Balance at the beginning of the year	**–**	7.50	**7.50**
Profit for the year	**–**	(20.48)	**(20.48)**
Balance at the end of the year	**–**	(12.98)	**(12.98)**

The above statement of changes in equity should be read in conjunction with the accompanying notes

As per our report of even date
For Mukund M. Chitale & Co.
Chartered Accountants
Firm reg. No: 106655W

(S. M. Chitale)
Partner
Membership No. 111383

Place : Mumbai
Date : 17-04-2026

For and on behalf of the Board of Directors

Manaswini Goel
Director
DIN: 08142619

Avinash Rao
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DIN: 08249182

Rakesh Sharma
Chief Financial Officer

Pramod Kalyanshetti
Manager
PAN: AFOPK5669N

Nitika Rathi
Company Secretary
Membership No. A44048

Place : Mumbai
Date : 17-04-2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Company Overview and Material Accounting Policies Information

1. Company Overview

Mahindra Sustainable Energy Private Limited (Formerly known as 'Mahindra Telecom Energy Management Services Private Limited') (the 'company') is domiciled in India. The Company has been incorporated under the provisions of the Companies Act, 2013.

The name of the Company was changed from Mahindra Telecom Energy Management Services Private Limited to Mahindra Sustainable Energy Private Limited with effect from May 8, 2023.

The Company is engaged in the business of providing services in the areas of Engineering, Procurement and Construction of power plants in renewable energy, operations and maintenance, analytics, energy management services, sale of power and sale of solar water pump.

2. Material Accounting Policies and Information

2.1. Basis of Preparation

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) as notified by Ministry of Corporate Affairs under section 133 of the Companies Act, 2013 read with Rule 3 of Companies (Indian Accounting Standards) Rules, 2015] and Companies (Indian Accounting Standards) Amendment Rules 2017.

The Company has investment in Subsidiaries, Associates and Joint Venture, however in view of the provisions of para 4 of the IND AS 110- Consolidated Financial Statements and Rule 9.1.6 Companies (Accounts) Rules, 2014, Company has not prepared Consolidated Financial Statements.

The Financial statements of the Company for the year ended 31 March 2026 were approved for issue in accordance with the resolution of the Board of Directors on April 17, 2026.

2.2. Basis of accounting

The Company maintains its accounts on accrual basis following the historical cost convention, except for certain financial instruments that are measured at fair values in accordance with Ind AS. Further, the guidance notes/ announcements issued by the Institute of Chartered Accountants of India (ICAI) are also considered, wherever applicable except to the extent where compliance with other statutory promulgations override the same requiring a different treatment.

2.3. Presentation of Financial Statements

The Balance Sheet, Statement of Profit and Loss, Statement of Cash Flow and Statement of Changes in equity are prepared and presented in the format prescribed in the Schedule III to the Companies Act, 2013 ("the Act"). The disclosure requirements with respect to items in the Balance Sheet and Statement of Profit and Loss, as prescribed in the Schedule III to the Act, are presented by way of notes forming part of the financial statements along with the other notes required to be disclosed under the notified Accounting Standards.

2.4. Current / Non-Current classification

An asset or liability is classified as 'current' when it satisfies any of the following criteria:

(i) it is expected to be realized or settled, or is intended for sale or consumption in, the company's normal operating cycle;

(ii) it is held primarily for the purpose of being traded;

(iii) it is expected to be realized or settled within twelve months from the reporting date; or

(iv) an asset is cash or a cash equivalent unless it is restricted from being exchanged or used to settle a liability for atleast twelve months from the reporting date

(v) in case of liability, the Company does not have the right at the end of the reporting date to defer settlement of the liability for at least twelve months after the reporting date.

All other assets and liabilities are classified as non-current.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out above which are in accordance with Schedule III to the Act.

Operating Cycle

Based on the nature of products and services of the Company and the normal time between acquisition of assets and their realization in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

2.5. Use of estimates

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

This note provides an overview of the areas that involved a higher degree of judgement or complexity and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed. Detailed information about each of these estimates and judgements is included in the relevant note.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised prospectively.

A. Judgements in applying accounting policies

The judgements, apart from those involving estimations (see note below) that the Company has made in the process of applying its accounting policies and that have a significant effect on the amounts recognised in these financial statements pertain to useful life of assets. The Company is required to determine whether its intangible assets have indefinite or finite life which is a subject matter of judgement.

B. Key source of estimation uncertainty

The following are the key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the reporting period that may have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

a) Property, Plant and Equipment

Determination of the estimated useful lives of tangible assets and the assessment as to which components of the cost may be capitalized. Useful lives of tangible assets are based on the life prescribed in Schedule II of the Companies Act, 2013. In cases, where the useful lives are different from that prescribed in Schedule II, they are based on technical advice, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers' warranties and maintenance support.

b) Recognition and measurement of defined benefit obligations

The obligation arising from defined benefit plan is determined on the basis of actuarial assumptions. Key actuarial assumptions include discount rate, trends in salary escalation and vested future benefits and life expectancy. The discount rate is determined based on the prevailing market yields of Indian Government Securities as at the Balance Sheet Date for the estimated term of the obligations.

c) Recognition of deferred tax assets

A deferred tax asset is recognised for all the deductible temporary differences to the extent that it is probable that taxable profit will be available against which the deductible temporary difference can be utilised.

d) Recognition and measurement of other provision

The recognition and measurement of other provisions are based on the assessment of the probability of an outflow of resources, and on past experience and circumstances known at the balance sheet date. The actual outflow of resources at a future date may therefore vary from the figure included in other provisions.

e) Discounting of long-term financial instruments

All financial instruments are required to be measured at fair value on initial recognition. In case of financial instruments which are required to be subsequently measured at amortised cost, interest is accrued using the effective interest method.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

2.6. Functional and presentation currency

These financial statements are presented in Indian Rupees (INR), which is the Company's functional currency. All financial information is presented in INR rounded to the nearest lakhs, except share and per share data, unless otherwise stated.

2.7. Investments in Subsidiaries, Associates and Joint ventures

Investments in Subsidiaries, Associates and Joint Ventures are carried at cost less accumulated impairment losses, if any. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount.

On disposal of investments in subsidiaries, associates and joint venture, the difference between net disposal proceeds and the carrying amounts are recognized in the Statement of Profit and Loss.

2.8. Impairment of non-financial assets

The Company assesses at each balance sheet date whether there is any indication that an asset or cash generating unit (CGU) may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. The recoverable amount is the higher of an asset's or CGU's net selling price or its value in use. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount.

Impairment losses are recognised in the statement of profit and loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

2.9. Financial Instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial Assets

Initial Recognition

The Company recognizes financial assets when it becomes a party to the contractual provisions of the instrument. All financial assets are recognized at fair value on initial recognition, except for trade receivables which are initially measured at transaction price. Transaction costs that are directly attributable to the acquisition or issue of financial assets that are not at fair value through profit or loss are added to the fair value on initial recognition.

Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in two broad categories:- i] Financial assets at fair value and ii] Financial assets at amortised cost. Where assets are measured at fair value, gains and losses are either recognised entirely in the statement of profit and loss [i.e fair value through profit or loss], or recognised in other comprehensive income [i.e. fair value through other comprehensive income]. A financial asset is subsequently measured at amortised cost if it is held within a business model whose objective is to hold the asset in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Derecognition

The company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the company neither transfers nor retain substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

Impairment of financial asset

For impairment of financial assets, Company applies expected credit loss (ECL) model. Following financial assets and credit risk exposure are covered within the ECL model:

a. Financial assets that are debt instruments, and are measured at amortised cost e.g. loans, debt securities, deposits, trade receivables and bank balance

b. Trade receivables or any contractual right to receive cash or another financial asset that result from transactions that are within the scope of Ind AS 115.

The company follows 'simplified approach' for recognition of impairment loss allowance on trade receivables including receivables recognised under service concession arrangements.

The application of simplified approach does not require the company to track changes in credit risk. Rather, it recognises impairment loss allowance based on lifetime ECLs at each reporting date, right from its initial recognition. For recognition of impairment loss on other financial assets and risk exposure, the company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss. However, if credit risk has increased significantly, then the impairment loss is provided based on lifetime ECL.

Financial liabilities

Initial recognition

The company initially recognises borrowings, trade payables and related financial liabilities on the date on which they are originated.

All other financial instruments (including regular-way purchases and sales of financial assets) are recognised on the trade date, which is the date on which the company becomes a party to the contractual provisions of the instrument.

Non-derivative financial liabilities are initially recognised at fair value, net of transaction costs incurred.

Subsequent measurement

Financial liabilities are subsequently carried at amortized cost using the effective interest method, except for contingent consideration recognized in a business combination which is subsequently measured at fair value through profit and loss. For trade and other payables maturing within one year from the Balance Sheet date, the carrying amounts approximate fair value due to the short maturity of these instruments.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the balance sheet if there is a currently enforceable legal right to offset the recognised amounts and there is an intention either to settle on a net basis or to realise the assets and settle the liabilities simultaneously.

2.10. Provisions and Contingencies

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events, it is probable that there will be an outflow of resources and a reliable estimate can be made of the amount of the obligation. These are reviewed at each balance sheet date and adjusted to reflect the current best estimate. Contingent liabilities are not provided for and are disclosed by way of notes unless the possibility of outflow of resources embodying economic benefits is remote.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost in the statement of profit and loss.

2.11. Revenue recognition

Contract revenue includes the initial amount agreed in the contract plus any variations in contract work, claims and incentive payments, to the extent that

it is probable that they will result in revenue and can be measured reliably.

Revenue related to upgrade services provided under a service concession arrangement is recognised based on the stage of completion of the work performed. Operation or service revenue is recognised in the period in which the services are provided by the company.

Interest income is recognised in the Statement of Profit and Loss using the effective interest method.

2.12. Earnings per equity share

Basic earnings per equity share is computed by dividing the net profit or loss attributable to the equity holders of the company by the weighted average number of equity shares outstanding during the period. Diluted earnings per equity share is computed by dividing the net profit or loss attributable to the equity holders of the company by the weighted average number of equity shares considered for deriving basic earnings per equity share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The dilutive potential equity shares are adjusted for the proceeds receivable had the equity shares been actually issued at fair value (i.e. the average market value of the outstanding equity shares). Dilutive potential equity shares are deemed to have been converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period.

2.13. Statement of Cash Flow

The cash flows from operating, investing and financing activities of the Company are segregated. Cash flows from operating activities are reported using the indirect method, whereby profit or loss for the period is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows.

2.14. Income Taxes

Current Tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. The amount of current tax reflects the best estimate of the tax amount expected to be paid or received after considering the uncertainty, if any, related to income taxes. It is measured using tax rates (and tax laws) enacted or substantively enacted by the reporting date.

Current tax assets and current tax liabilities are offset only if there is a legally enforceable right to set off the recognised amounts, and it is intended to realise the asset and settle the liability on a net basis or simultaneously.

Minimum alternative tax (MAT) credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay income tax higher than that computed under MAT, during the year that MAT is permitted to be set off under the Income Tax Act, 1961 (specified year). In the year, in which the MAT credit becomes eligible to be recognized as an asset the said asset is created by way of a credit to the Statement of profit and loss and shown as MAT credit entitlement.

The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT credit entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay income tax higher than MAT during the specified year.

Deferred Tax

Deferred tax is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding amounts used for taxation purposes. Deferred tax is also recognised in respect of carried forward tax losses and tax credits. Deferred income tax assets and liabilities are measured using tax rates and tax laws that have been enacted or substantively enacted by the balance sheet date and are expected to apply to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect of changes in tax rates on deferred income tax assets and liabilities is recognized as income or expense in the period that includes the enactment or the substantive enactment date. A deferred income tax asset is recognized to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilized. The company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis, or to realize the asset and settle the liability simultaneously. The income tax provision for the interim period is made based on the best estimate of the annual average tax rate expected to be applicable for the full financial year.

2.15. Assets Held for Sale

Non-current assets are classified as held for sale when their carrying amount will be recovered principally through a sale transaction rather than continuing use and a sale is highly probable.

Assets designated as held for sale are measured at the lower of carrying amount at designation and fair value less costs to sell.

2.16. Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability

The principal or the most advantageous market must be accessible by the company. The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

For cash and other liquid assets, the fair value is assumed to approximate to book value, given the short term nature of these instruments. For those items with a stated maturity exceeding twelve months, fair value is calculated using a discounted cash flow methodology.

A fair value measurement of a non-financial asset considers a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another.

The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximizing the use of relevant observable inputs and minimizing the use of unobservable inputs.

- Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities
- Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable
- Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

For assets and liabilities that are recognised in the financial statements on a recurring basis, the company determines whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

For the purpose of fair value disclosures, the company has determined classes of assets and liabilities based on the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.17. Recent Accounting Pronouncements

Ministry of Corporate Affairs ("MCA") notifies new standards or amendments to the existing standards under Companies (Indian Accounting Standards) Rules as issued from time to time. For the year ended March 31, 2026, MCA has notified new amendment related to classification of liability into current & non-current in the case of a covenant breach exits on or before reporting date, but it is effective from 01st April 2026.

As per this "Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment."

The Group has reviewed the new pronouncements and based on its evaluation has determined that it does not have any significant impact in its financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 3 - Investment

INR (₹) Lakhs

Particulars	As at March 31, 2026 Amount	As at March 31, 2026 Quantity Nos.	As at March 31, 2025 Amount	As at March 31, 2025 Quantity Nos.
Non - Current Investments:				
Investment in Equity Instruments (Unquoted):				
A. Investment in Subsidiaries in equity instrument				
Marvel Solren Private Limited (Equity shares of face value Rs. 10 each)	**5,497.41**	**2,78,16,000**	5,497.41	2,78,16,000
Mahindra Solarize Private Limited (Equity shares of face value Rs. 10 each)	**4,020.52**	**4,02,05,200**	3,538.52	3,53,85,200
Total (A)	**9,517.93**	**68,021,200**	9,035.93	6,32,01,200
B. Investment in Associates in equity instrument				
Sustainable Energy Infra Investment Managers Private Limited (Equity shares of face value Rs. 10 each)	**500.00**	**50,00,000**	500.00	50,00,000
Green Energy Infra Project Managers Private Limited (Equity shares of face value Rs. 10 each)	**0.40**	**4,000**	0.40	4,000
Total (B)	**500.40**	**50,04,000**	500.40	50,04,000
C. Investment in Joint Venture in equity instrument				
Mahindra Teqo Private Limited (Equity shares of face value Rs. 10 each)	**2,682.96**	**1,00,000**	2,682.96	1,00,000
Total (C)	**2,682.96**	**1,00,000**	2,682.96	1,00,000
Total Non-Current Investments (A+B+C)	**12,701.29**	**7,31,25,200**	12,219.29	6,83,05,200

Other Disclosures:

INR (₹) Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
(i) Aggregate amount of quoted investments Market Value of quoted investments	**–**	–
(ii) Aggregate amount of unquoted investments	**12,701.29**	12,219.29
(iii) Aggregate amount of impairment in value of investments	**–**	–

Events During the Year:

During the current year Company had purchased 48,20,000 shares of Mahindra Solarize Private Limited at face value Rs. 10/- at par, amounting to Rs. 482.00 Lakhs on August 28, 2025.

Note:

The Company has pledged 30% of its Equity shares held in Marvel Solren Private Limited as collateral for the loan taken by Marvel Solren Private Limited with its project lenders (Bank) as per Loan financing arrangements.

Note No. 4 - Other Non Current Financial Assets

INR (₹) Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Security Deposits (Unsecured, considered good)	**0.15**	0.15
Total	**0.15**	0.15

Note No. 5 - Trade Receivables

INR (₹) Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Trade receivables		
Trade receivables – Considered Good Secured	**–**	–
Trade receivables – Considered Good Unsecured	**17.37**	25.10
Allowance for bad and doubtful debts	**–**	–
Total	**17.37**	25.10
Of the above, trade receivables from:		
– Related Party (Refer Note 21)	**17.37**	25.10
– Others	**–**	–
Total	**17.37**	25.10

Trade Receivables ageing schedule:

INR (₹) Lakhs

Particulars	Outstanding for following periods from due date of payment					
As at March 31, 2026	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	**17.37**	**–**	**–**	**–**	**–**	**17.37**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

INR (₹) Lakhs

Particulars	Outstanding for following periods from due date of payment					
As at March 31, 2026	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Total
Undisputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–
Undisputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–

Trade Receivables ageing schedule:

INR (₹) Lakhs

Particulars	Outstanding for following periods from due date of payment					
As at March 31, 2025	Less than 6 months	6 months -1 year	1-2 Years	2-3 years	More than 3 years	Total
Undisputed Trade receivables – considered good	25.10	–	–	–	–	25.10
Undisputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–
Undisputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–

Note No. 6 - Cash and cash equivalents

INR (₹) Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Balance with bank		
- In Current Accounts	**1.62**	5.75
- In Deposit Accounts with original maturity of 3 months or less	**–**	50.00
Total	**1.62**	55.75

Note No. 7 - Other Bank balances

INR (₹) Lakhs

Particular	As at March 31, 2026	As at March 31, 2025
Fixed Deposit		
- with original maturity more than 3 months and less than 12 months	**87.30**	35.00
Total	**87.30**	35.00

Note No. 8 - Other current financial assets

INR (₹) Lakhs

Particular	As at March 31, 2026	As at March 31, 2025
Interest accrued on fixed deposit	**0.21**	0.28
Total	**0.21**	0.28

Note No. 9 - Current Tax Assets

INR (₹) Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Advance income tax (net off provision for tax)	**0.52**	0.15
Total	**0.52**	0.15

Note No. 10 - Equity Share Capital

INR (₹) Lakhs

	As at March 31, 2026		As at March 31, 2025	
Particulars	No. of shares	Amount	No. of shares	Amount
Authorised:				
Equity shares of Rs. 10 each with voting rights	**13,00,00,000**	**13,000.00**	13,00,00,000	13,000.00
Issued:				
Equity shares of Rs. 10 each with voting rights (Refer note 10.1 and 10.2)	**12,82,60,200**	**12,826.02**	12,62,50,000	12,625.00
Subscribed and fully paid:				
Equity shares of Rs. 10 each with voting rights	**12,82,55,200**	**12,825.52**	12,34,35,200	12,343.52
Total	**12,82,55,200**	**12,825.52**	12,34,35,200	12,343.52

Note:

10.1 Pursuant to Section 61(1)(e) and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification or re-enactment thereof for the time being in force) and Rules made thereunder, during the current year the Company has cancelled issued capital of 28,14,800 equity shares of Rs. 10/- each aggregating to Rs. 2,81,48,000/- which was issued in March 2023 and September 2023, which have not been taken or agreed to be taken by any person to whom so offered from Issued Equity share Capital of the Company and that the issued equity share capital of the Company, would stand diminished from Rs. 126,25,00,000/- divided into 12,62,50,000 Shares of Rs. 10/- each to Rs. 123,43,52,000/- divided into 12,34,35,200 Shares of Rs. 10/- each. (Refer note 10.3(ii) below)

10.2 During the current year Company has issued 48,25,000 shares of Rs. 10 each out of which 48,20,000 shares of Rs. 10 each i.e. Rs. 482.00 lakhs was subscribed and fully paid up.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

(i) Reconciliation of the number of shares outstanding at the beginning and at the end of the year

INR (₹) Lakhs

Particulars	As at March 31, 2026 No. of shares	As at March 31, 2026 Amount	As at March 31, 2025 No. of shares	As at March 31, 2025 Amount
At the begining of the year	**12,34,35,200**	**12,343.52**	6,94,35,200	6,943.52
New shares Issued and subscribed during the year	**48,20,000**	**482.00**	5,40,00,000	5,400.00
At the end of year	**12,82,55,200**	**12,825.52**	12,34,35,200	12,343.52

(ii) Reconciliation of the number of shares (issued) outstanding at the beginning and at the end of the year

Particulars	As at March 31, 2026 No. of shares	As at March 31, 2025 No. of shares
At the begining of the year	**12,62,50,000**	12,62,50,000
New shares issued during the year	**48,25,000**	–
Cancelled during the year (refer note 10.1)	**(28,14,800)**	–
Total	**12,82,60,200**	12,62,50,000

(iii) Terms/Rights attached to equity shares

The company has only one class of shares referred to as equity shares having par value of Rs. 10/-. Each holder of equity shares is entitled to one vote per share. The company declares and pays dividend in Indian Rupees. The dividend proposed by Board of Directors is subject to the approval of the shareholders in the ensuring Annual General Meeting. In the event of liquidation of company the holders of equity shares will be entitled to receive any of the remaining assets of the company after distribution of all preferential amount. However no such preferential amounts exist currently. The distribution will be in proportion to number of equity shares held by shareholders.

(iv) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/Name of shareholder	As at March 31, 2026 Number of shares held	As at March 31, 2026 % holding in that class of shares	As at March 31, 2025 Number of shares held	As at March 31, 2025 % holding in that class of shares
Equity shares with voting rights				
Mahindra and Mahindra Limited	**12,82,55,200**	**100%**	12,34,35,200	100%

(v) Details of shares held by the holding company, the ultimate holding company, their subsidiaries and associates:

Particulars	Number of Shares As at March 31, 2026	Number of Shares As at March 31, 2025
Mahindra & Mahindra Ltd	**12,82,55,200**	12,34,35,200

(vi) Details of shares held by Promoters as under:

Shares held by promoters As at 31 March 2026

Promoter name	No. of Shares	% of total shares	% Change during the year 31 March 2025
Mahindra and Mahindra Limited	12,82,55,200	100%	4%

Shares held by promoters As at 31 March 2025

Promoter name	No. of Shares	% of total shares	% Change during the year 31 March 2025
Mahindra and Mahindra Limited	12,34,35,200	100%	78%

(vii) Information on equity shares alloted without receipt of cash or alloted as bonus shares or shares bought back :

The Company has neither alloted equity shares wthout receipt of cash or as bonus shares nor bought back any equity shares during the current and previous financial year.

Note No. 11 - Other Equity

INR (₹) Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Retained Earnings (Refer Note 11 (i))		
Balance at the beginning of the year	**(12.98)**	7.50
Add: Loss for the year	**(10.49)**	(20.48)
Add: Other Comprehensive Income	**–**	–
Balance at the end of the year	**(23.47)**	(12.98)
Total Other Equity	**(23.47)**	(12.98)

i) Retained Earnings

Retained earnings are the profits that the Company has earned till date, less any transfers to general reserve, dividends distributions paid to shareholders and dividend distribution tax thereon.

Note No. 12 - Trade Payables

INR (₹) Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Trade Payable		
Total outstanding dues to Micro & small enterprises	**–**	0.21
Total outstanding dues to creditors other than Micro & small enterprises*.....	**6.00**	4.39
Total	**6.00**	4.60

* includes amount of Rs. 1.63 lakhs payable to Related Party (Previous Year Rs. 1.51 Lakhs)

INR (₹) Lakhs

Ageing of Trade Payables as on March 31, 2026	Outstanding for following periods from due date of payment					
Particulars	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues – MSME	–	–	–	–	–	–
Undisputed dues – Others	**3.28**	**2.72**	–	–	–	**6.00**
Disputed dues – MSME	–	–	–	–	–	–
Disputed dues – Others	–	–	–	–	–	–
Total	**3.28**	**2.72**	–	–	–	**6.00**

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

INR (₹) Lakhs

Ageing of Trade Payables as on March 31, 2025	Outstanding for following periods from due date of payment					
Particulars	Not Due	Less than 1 year	1-2 years	2-3 years	More than 3 years	Total
Undisputed dues – MSME	–	0.21	–	–	–	0.21
Undisputed dues – Others	2.88	1.51	–	–	–	4.39
Disputed dues – MSME	–	–	–	–	–	–
Disputed dues – Others	–	–	–	–	–	–
Total	2.88	1.72	–	–	–	4.60

Note No. 13 - Other Current Liabilities

INR (₹) Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Statutory Dues Payable	**0.41**	0.58
Total	**0.41**	0.58

Note No. 14 - Income and Deferred Taxes

(i) Income Tax recognised in profit or loss

INR (₹) Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Current Tax:		
Current Year	**–**	–
Previous Year	**–**	–
Deferred Tax:		
Current Year	**–**	–
Total income tax expense	**–**	–

(ii) Income tax recognised in other Comprehensive income

INR (₹) Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Current Tax:		
Remeasurement of defined benefit obligations not reclassified to profit or loss	**–**	–
Total	**–**	–

(iii) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

INR (₹) Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
i) Profit/(Loss) Before Tax.....	**(10.49)**	(20.48)
ii) Corporate Tax Rate As Per Income tax Act, 1961	**25.17%**	25.17%
iii) Tax on accounting profit (iii) = (i) X (ii)	**–**	–
Tax effect of amounts which are not deductible/(taxable) in calculating taxable income		
iv) Total effect of Tax adjustment	**–**	–
v) Adjustments recognised in the current year in relation to the current tax of prior years	**–**	–
vi) Tax expense recognised during the year (vi)=(iv)+(v)	**–**	–
vii) Effective tax rate during the year (vii)=(vi)/(i)	**0.00%**	0.00%

(iv) Deferred Tax Asset/ Liabilites

There are no temporary differences due to which deferred tax assets/liability is required to be recognised.

Note No. 15 - Revenue from Operations

INR (₹) Lakhs

Particulars	For the year ended March 31 2026	For the year ended March 31 2025
Income from sale of Solar Power Generating Systems.....	**14.70**	21.17
Total	**14.70**	21.17

Note:

A. Disaggregated Revenue Information:

The Company's revenue is from only one segment i.e Sale of Solar Power Generating Systems

B. Reconciliation of revenue as per Ind AS 115:

INR (₹) Lakhs

Particulars	For the year ended March 31 2026	For the year ended March 31 2025
Revenue as per contracted prices.....	**14.70**	21.17
Less: Adjustment of revenue pertaining to Revenue from sale	**–**	–
Revenue from contract with customers	**14.70**	21.17

Note No. 16 - Other Income

INR (₹) Lakhs

Particulars	For the year ended March 31,2026	For the year ended March 31,2025
Interest Income on Fixed Deposit.....	**5.17**	1.48
Interest on Income Tax Refund.....	**0.01**	0.05
Total	**5.18**	1.53

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 17 - Cost of Materials consumed

INR (₹) Lakhs

Particulars	For the year ended March 31,2026	For the year ended March 31,2025
Opening stock	**–**	–
Add: Purchases	**14.00**	20.16
Less: Closing stock	**–**	–
Total	**14.00**	20.16

Note No. 18 - Other Expenses

INR (₹) Lakhs

Particulars	For the year ended March 31,2026	For the year ended March 31,2025
Auditors remuneration		
(i) Audit Fees	**0.75**	0.75
Professional charges	**14.74**	17.52
Bank Charges	**0.00**	0.00
Rates & Taxes	**0.53**	3.76
Membersip & Subscription Charges	**0.25**	0.25
Miscellaneous Expenses	**0.10**	0.73
Total	**16.37**	23.01

Note No. 19 - Earning Per Share (Disclosures under Ind AS 33)

Amount in Lakhs [except per share data]

Particulars	For the year ended March 31, 2026	For the year ended March 31, 2025
For the purpose of calculation of basic and diluted earning per share the following amount are considered		
Profit/(Loss) attributable to equity share holder (Rs in Lakhs)	**(10.49)**	(20.48)
Total	**(10.49)**	(20.48)
a) Weighted average no of equity share outstanding during the year		
- For basic earning per share	**12,62,87,584**	12,34,35,200
- For diluted per share	**12,62,87,584**	12,34,35,200
b) Earning per share		
- Basic earning per share	**(0.01)**	(0.02)
- Diluted per share	**(0.01)**	(0.02)
- Face value per share (in Rs.)	**10.00**	10.00
No of shares used for calculating basic earning per share	**12,62,87,584**	12,34,35,200
Add : Potential equity shares	**–**	–
No of shares used for calculating diluted earning per share	**12,62,87,584**	12,34,35,200

Note No. 20 - Fair Value Measurement

Fair Value of Financial assets and financial liabilities.

INR (₹) Lakhs

Particulars	As at March 31, 2026		As at March 31, 2025	
	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets				
Financial assets carried at Amortised Cost				
Investments	**12,701.29**	**12,701.29**	12,219.29	12,219.29
Trade Receivables	**17.37**	**17.37**	25.10	25.10
Cash and cash equivalents	**1.62**	**1.62**	55.75	55.75
Other Bank Balances	**87.30**	**87.30**	35.00	35.00
Security Deposits	**0.15**	**0.15**	0.15	0.15
Other Financial Assets	**0.21**	**0.21**	0.28	0.28
Total	**12,807.94**	**12,807.94**	12,335.57	12,335.57
Financial liabilities				
Financial liabilities held at amortised cost				
Current				
– Trade and other payables	**6.00**	**6.00**	4.60	4.60
Total	**6.00**	**6.00**	4.60	4.60

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note No. 21 - Related Party Transactions

Relationship:	**Name:**
Parent	Mahindra & Mahindra Limited
Subsidiaries	Mahindra Solarize Private Limited Marvel Solren Private Limited Resurgence Solarize Urja Private Limited (Sub-subsidiary)
Fellow Subsidiaries	Mahindra Susten Private Limited
Joint Venture	Mahindra Teqo Private Limited
Associate	Sustainable Energy Infra Investment Managers Private Limited ("SEIIMPL") Green Energy Infra Project Managers Private Limited ("GEIPMPL")

Details of transaction between the Company and its related parties are disclosed below:

INR (₹) Lakhs

Particulars	For the year ended	Mahindra & Mahindra Limited	Mahindra Solarize Private Limited	Mahindra Teqo Private Limited	Marvel Solren Private Limited	Mahindra Susten Private Limited	SEIIMPL	GEIPMPL	Total
Related Party Transactions during the year									
Expenses									
Reimbursement	March 31, 2026	–	–	–	0.13	6.58	–	–	6.71
	March 31, 2025	4.47	–	–	–	3.29	–	–	7.76
Income									
Interest income	March 31, 2026	–	–	–	–	–	–	–	–
	March 31, 2025	–	–	–	–	–	–	–	–
Sale of goods	March 31, 2026	–	–	14.70	–	–	–	–	14.70
	March 31, 2025	–	–	21.17	–	–	–	–	21.17
Assets									
Investment (Closing)	March 31, 2026	–	4,020.52	2,682.96	5,497.41	–	500.00	0.40	12,701.29
	March 31, 2025	–	3,538.52	2,682.96	5,497.41	–	500.00	0.40	12,218.89
Trade receivables	March 31, 2026	–	–	17.37	–	–	–	–	17.37
	March 31, 2025	–	–	25.10	–	–	–	–	25.10
Liabilities									
Trade payables	March 31, 2026	–	–	–	0.13	1.51	–	–	1.64
	March 31, 2025	–	–	–	–	1.51	–	–	1.51
Nature of transactions with Related Parties									
Issue of Equity Shares	March 31, 2026	482.00	–	–	–	–	–	–	482.00
	March 31, 2025	–	–	–	–	–	–	–	–
Investment made during the year	March 31, 2026	–	482.00	–	–	–	–	–	482.00
	March 31, 2025	–	–	–	–	–	–	–	–
Inter Company Deposit Given, Repaid	March 31, 2026	–	–	–	–	–	–	–	–
	March 31, 2025	–	–	–	–	–	–	–	–

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note 22 - Fair Valuation techniques used to determine fair value

The Company maintains procedures to value financial assets or financial liabilities using the best and most relevant data available. The fair values of the financial assets and liabilities are included at the amount that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date

The following methods and assumptions were used to estimate the fair values :

I) Fair value of cash and cash equivalents, trade payables, borrowings and other financial assets and liabilities are approximate at their carrying amounts largely due to the short-term maturities of these instruments

II) The fair values of trade receivables and current loans are calculated based on expected credit loss method and discounted cash flow using a current lending rate respectively. They are classified as level 3 fair values in the fair value hierarchy due to the inclusion of unobservable inputs including credit risk. The fair values of non-current loan are approximate at their carrying amount due to interest bearing features of these instruments.

III) The Company uses valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

IV) Fair values of quoted financial instruments are derived from quoted market prices in active markets.

V) The fair value of investments in unlisted equity shares is determined using a combination of direct sales comparison and income approach

VI) he fair value of the remaining financial instruments is determined using discounted cash flow analysis and/or direct sales comparison approach.

Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation techniques:

Level 1 : Quoted prices / published NAV [unadjusted] in active markets for identical assets or liabilities. It includes fair value of financial instruments traded in active markets and are based on quoted market prices at the balance sheet date and financial instruments like mutual funds for which net assets value [NAV] is published by mutual fund operators at the balance sheet date.

Level 2 : Inputs, other than quoted prices included within level 1, that are observable for the asset or liability, either directly [that is, as prices] or indirectly [that is, derived from prices]. It includes fair value of the financial instruments that are not traded in an active market [for example, over-the-counter derivatives] is determined by using valuation techniques. These valuation techniques maximise the use of observable market data where it is available and rely as little as possible on the Company specific estimates. If all significant inputs required to fair value an instrument are observable then instrument is included in level 2.

Level 3 : Inputs for the asset or liability that are not based on observable market data [that is, unobservable inputs]. If one or more of the significant inputs is not based on observable market data, the instrument is included in level 3.

Cash and Cash Equivalents, Other Financial Assets, Long Term and Short Term Borrowings, Trade Payables and Other financial liabilities are shown at amortised cost. The following table provides hierarchy of the fair value measurement of Company's asset and liabilities, grouped into Level 1 [Quoted prices in active markets], Level 2 [Significant observable inputs] and Level 3 [Significant unobservable inputs] as described below:

INR (₹) Lakhs

March 31, 2026

Particulars	Level-1	Level-2	Level-3
Security Deposits	–	0.15	–
Other Financial Assets	–	0.21	–

There were no transfers between level 1 and level 2 during the year

INR (₹) Lakhs

March 31, 2025

Particulars	Level-1	Level-2	Level-3
Security Deposits	–	0.15	–
Other Financial Assets	–	0.28	–

'There were no transfers between level 1 and level 2 during the year

Financial Risk Management - Objectives and Policies

The Company is exposed to market risk, credit risk and liquidity risk. Risk management is carried out by the company under policies approved by the board of directors. This Risk management plan defines how risks associated with the Company will be identified, analysed, and managed. It outlines how risk management activities will be performed, recorded, and monitored by the Company. The basic objective of risk management plan is to implement an integrated risk management approach to ensure all significant areas of risks are identified, understood and effectively managed, to promote a shared vision of risk management and encourage discussion on risks at all levels of the organization to provide a clear understanding of risk/benefit trade-offs, to deploy appropriate risk management methodologies and tools for use in identifying, assessing, managing and reporting on risks, and to determine the appropriate balance between cost and control of risk and deploy appropriate resources to manage/optimize key risks. Activities are developed to provide feedback to management and other interested parties [e.g. Audit committee, Board etc.]. The results of these activities ensure that risk management plan is effective in the long term.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise of three types of risk: foreign currency rate risk, interest rate risk and other price risks, such as equity price risk and commodity risk. Financial instruments affected by market risk include loans and borrowings, deposits and investments. The sensitivity analysis is given relating to the position as at March 31, 2026 and March 31, 2025. The sensitivity analysis excludes the impact of movements in market variables on the carrying value of post-employment benefit obligations, provisions and on the non-financial assets and liabilities. The sensitivity of the relevant statement of profit and loss item is the effect of the assumed changes in the respective market risks. The Company's activities expose it to a variety of financial risks, including the effects of changes in foreign currency exchange rates and interest rates. This is based on the financial assets and financial liabilities held as at March 31, 2026 and March 31, 2025.

Foreign exchange risk and sensitivity

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities. The Company transacts business primarily in USD and Euro. The Company has foreign currency trade payables and receivables and is therefore, exposed to foreign exchange risk. The Company regularly reviews and evaluates exchange rate exposure arising from foreign currency transactions.

Interest rate risk and sensitivity:

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Commodity price risk:

The Company is exposed to the movement in price of key traded materials in domestic and international markets. The Company has entered into contracts for procurement of material. However the Company is not exposed to significant risk.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Equity price risk:

The Company has decided to fair value its equity instruments through Other Comprehensive Income and carry investment in jointly controlled entities at Cost. Therefore neither profit or loss nor equity will be affected by the equity price risk of those instruments. Accordingly, no sensitivity analysis is required.

Credit Risk

Credit risk is the risk that a counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its operating activities [primarily trade receivables] and from its financing activities, including deposits with banks, foreign exchange transactions and other financial instruments.

Liquidity Risk

Liquidity risk is the risk that the Company may not be able to meet its present and future cash and collateral obligations without incurring unacceptable losses. The Company's objective is to, at all times, maintain optimum levels of liquidity to meet its cash and collateral requirements. The Company relies on operating cash flows and short term borrowings in the form of Working Capital Loan & Export Packing Credit to meet its needs for funds. Company does not breach any covenants [where applicable]

Competition and price risk

The Company faces competition from local and foreign competitors. Nevertheless, it believes that it has competitive advantage in terms of high quality products and by continuously upgrading its expertise and range of products to meet the needs of its customers.

Note No 23 - Capital Management

For the purpose of Company's capital management, capital includes issued capital, all other equity reserves and debts. The primary objective of the Company's capital management is to maximise shareholders value. The Company manages its capital structure and makes adjustments in the light of changes in economic environment and the requirements of the financial covenants.

The Company monitors capital using gearing ratio, which is net debt divided by total capital [equity plus net debt]. Net debt are noncurrent and current debts as reduced by cash and cash equivalents, other bank balances and current investments. Equity comprises all components including other comprehensive income.

INR (₹) Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
Total Debt	**–**	–
Less : Cash & Cash Equivalents (Including other Bank Balances)	**88.91**	90.75
Net Debt	**(88.91)**	(90.75)
Total Equity (Equity Share Capital plus Other Equity)	**12,802.05**	12,330.54
Gearing ratio	**(0.01)**	(0.01)

The Company has only one Operating Segment as per IND-AS 108 "Operating Segment" i.e. trading of solar power generating systems. Hence, information in accordance with the Ind AS issued by the Institute of Chartered Accountants of India on 'Segment Reporting' is not given.

Note 24. Sundry Creditors, Other Liabilities and Provisions

Disclosure of sundry creditors under current liabilities is based on the information available with the Company regarding the status of the suppliers as defined under the "Micro, Small and Medium Enterprises Development Act, 2006" (the Act). There are no delays in payment made to such suppliers and there is no overdue amount outstanding as at the Balance sheet date. Relevant disclosures as required under the Act are as follows:

INR (₹) Lakhs

Particulars	As at March 31, 2026	As at March 31, 2025
i) Principal amount remaining unpaid to supplier under the MSMED Act 2006	**–**	0.21
ii) Interest on a) (i) above	**–**	–
i) Amount of Principal paid beyond the appointed Date	**–**	–
ii) Amount of interest paid beyond the appointed date (as per Section 16 of the said Act)	**–**	–
Amount of Interest due and payable for the year of delay in making payment, but without adding the interest specified under section 16 of the said Act	**–**	–
Amount of Interest accrued and due	**–**	–
Amount of further interest remaining due and payable Even in succeeding years	**–**	–

Note No. 25 - Contingent Liability

The Company has issued Sponsor support undertaking in respect of loans availed by a Marvel Solren Private Limited aggregating to ₹ 43.72 Crores, outstanding Loan as at 31st March 2026 of ₹ 15.53 Crores (Previous year ₹ 20.41 Crores)

Note 26 : The disclosure on the following matters required under Schedule III as amended not being relevant or applicable in case of the Company, same are not covered:

i) During the financial year ended 31 March 2026, the Company has not granted any loans to the related parties.

ii) There is no benami property held by the Company and no proceedings have been initiated or pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

iii) The Company has not entered in to any transactions during the year with the companies struck off under section 248 of Companies Act, 2013 or section 560 of Companies Act, 1956.

iv) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with Companies (Restriction on number of Layers) Rules, 2017.

v) Utilisation of Borrowed funds and share premium:

A) The Company has not advanced or loaned or invested funds other than as disclosed in Note 28 (either borrowed funds or share premium or any other sources or kind of funds) to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding (whether recorded in writing or otherwise) that the Intermediary shall -

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries;"

B) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the company shall -

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or

(ii) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

vi) The Company has not traded or invested in crypto currency or virtual currency during the financial year

vii) The Company has not borrowed any funds by any bank, any financial institution or other lender on the basis of security of current assets.

viii) The Company has not borrowed any funds from the lender and thus there is no pending satisfaction of charge in relation to borrowings which is yet to be registered with Registrar of Companies beyond the statutory period.

ix) There are no transactions which have not been recorded in the books of accounts and has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961. Also, there are no previously unrecorded income and related assets.

x) The Company has never been declared as wilful defaulter by any bank, any financial institution or other lender.

Note No 27 - Disclosure of Ratios

Particulars	Numerator	Denominator	March 31, 2026	March 31, 2025	Variance	Reason for variance if greater than 25%
Current ratio	Total current assets	Total current liabilities	**16.69**	22.50	-26%	Decrease in Trade receivable
Debt equity ratio	Total Debts	Total Equity	**NA**	NA	NA	NA
Debt Service coverage ratio	Earning for Debt Service = Net Profit after taxes + Non-cash operating expenses + Interest + Other non-cash adjustments	Debt Service= Interest +principal payments	**NA**	NA	NA	NA
Return on equity ratio	Profit for the year less preference dividend	Average total equity	**-0.08%**	-0.17%	-51%	Increase in Toal Equity due to issue of Share Capital
Inventory turnover ratio	Cost of goods sold	Average value of inventory	**NA**	NA	NA	NA
Trade receivable turnover ratio	Revenue from operation	Average trade receivables	**0.69**	0.79	-12%	NA
Trade payable turnover ratio	Total Net Purchases	Average Trade Payables	**2.64**	2.74	-4%	NA
Net capital turnover ratio	Revenue from operation	Average working capital (i.e. Total current assets less Total current liabilities)	**0.15**	0.19	-23%	NA
Net profit ratio	Profit for the year	Revenue from operation	**-71.33%**	-96.74%	-26%	Decrease in loss due to decrease in expense as compared to last year
Return on capital employed	Profit before tax and finance cost	Capital Employed =Net worth	**-0.08%**	-0.17%	-52%	Increase in Net Worth due to issue of Share Capital
Return on investment	Income generated from invested funds	Average invested funds in treasury investments	**NA**	NA	NA	NA

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED MARCH 31, 2026

Note 28. Details of Investments made to intermediaries:

A. Details of Investments made or Inter Corporate Deposits / Loans given to Intermediaries:

INR (₹) Lakhs

Name of Company	Date of Transaction	Amount
Subsidiary Companies:		
Mahindra Solarize Private Limited	28th August, 2025	482.00

B. Details of further Investments made by Intermediary to Ultimate Beneficiary: **INR (₹) Lakhs**

Name of intermediary	Name of ultimate beneficiary	Date of Transaction	Amount
Mahindra Solarize Private Limited	Resurgence Solarize Urja Private Limited	28th August, 2025	482.00

C. Details of each Intermediary / Ultimate beneficiary: **INR (₹) Lakhs**

Name of Company	Relationship as per Companies Act, 2013	Registered address	Identification number (CIN / Others)
Mahindra Solarize Private Limited	Subsidiary	Mahindra Tower, Pandurang Budhkar Marg, Nr. Doordarshan Kendra, Worli, Mumbai City, Mumbai, Maharashtra, India, 400018	U40106MH2021PTC358435
Resurgence Solarize Urja Private Limited	Sub-subsidiary	Mahindra Tower, Pandurang Budhkar Marg, Nr. Doordarshan Kendra, Worli, Mumbai City, Mumbai, Maharashtra, India, 400018	U40106MH2022PTC389552

Note 29. The figures for previous year have been regrouped, reclassified and rearranged wherever necessary to make them comparable with that of current year's figures.

As per our report of even date
For Mukund M. Chitale & Co.
Chartered Accountants
Firm reg. No: 106655W

(S. M. Chitale)
Partner
Membership No. 111383

Place : Mumbai
Date : 17-04-2026

For and on behalf of the Board of Directors

Manaswini Goel
Director
DIN: 08142619

Avinash Rao
Director
DIN: 08249182

Rakesh Sharma
Chief Financial Officer
PAN: CUWPS4109L

Pramod Kalyanshetti
Manager
PAN: AFOPK5669N

Nitika Rathi
Company Secretary
Membership No. A44048

Place : Mumbai
Date : 17-04-2026

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF MAHINDRA AND MAHINDRA CONTECH LIMITED

Report on the audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of Mahindra and Mahindra Contech Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information (herein after referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.
   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.
   (e) On the basis of the written representations received from the directors as on March 31, 2026, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.
   (f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure B. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to Financial Statements.
   (g) The Company has not paid/provided any remuneration to managerial personnel as defined in the Act. Accordingly, the provisions of Section 197 of the Act related to the managerial remuneration are not applicable to the Company.
   (h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors)

Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement; and

(v) The Company has not declared/paid/declared and paid any dividend during the year.

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403EOVKBS3144

Mumbai, April 13th, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

1. (a) (A) According to the information and explanations given to us, the Company has maintained proper records showing full particulars, including quantitative details and situation of property, plant and equipment and investment property.

   (B) According to the information and explanations given to us, the Company does not have any intangible assets and hence the provisions of this clause are not applicable.

   (b) The Company has a regular programme for physical verification of its property, plant and equipment by which the property, plant and equipment and investment property are verified by the management according to a programme designed to cover all the items every year. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its property, plant and equipment and investment property. In accordance with the programme, the Company has physically verified all of its property, plant and equipment and investment property during the year and no material discrepancies were noticed on such verification.

   (c) According to the information and explanations given to us, there are no immovable properties (other than properties where the Company is the lessee and the lease agreements are duly executed in favour of the lessee) held in the name of the Company.

   (d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) during the year.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company does not hold any inventory at the end of the year. Accordingly, the reporting under Clause 3(ii) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Goods and Services tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Sales tax, Service tax, Duty of Customs, Duty of Excise and Value Added Tax.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of undisputed statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees'

State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at 31 March 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

   (c) In our opinion and according to the information and explanations given to us, no term loans were raised during the year and hence reporting under clause 9(c) is not applicable.

   (d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

   (e) The Company does not have any subsidiaries, joint ventures or associates. Accordingly, the reporting under Clauses 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

    (b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of material fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

    (b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

    (c) As represented to us by the management, no whistleblower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Section 188 of the Act. The details of such related party transactions have been disclosed in the financial statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures, specified under Section 133 of the Act. Further, the Company is not required to constitute an Audit Committee under Section 177 of the Act, and accordingly, to this extent, the reporting under Clause 3(xiii) of the Order is not applicable to the Company.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi)(a) of the Order is not applicable to the Company.

    (b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

    (c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the

regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group has four Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has not incurred cash losses in the current financial year as well as in the immediately preceding financial year. Accordingly, the reporting under Clause 3(xvii) of the Order is not applicable to the Company.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial year. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403EOVKBS3144

Mumbai, April 13th, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to financial statements of Mahindra AND Mahindra Contech Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Chaitanya Vinay Joshi
Partner
Membership No. 131403
UDIN: 26131403EOVKBS3144

Mumbai, April 13th, 2026

BALANCE SHEET AS AT 31ST MARCH, 2026

Rupees lakhs

	Note No.	As at 31st March, 2026	As at 31st March, 2025
ASSETS			
NON-CURRENT ASSETS			
(a) Property, Plant and Equipment	2	**–**	–
(b) Investment Property	3	**90.24**	92.34
(c) Financial Assets			
(i) Investments	4	**2.10**	2.10
(ii) Other Financial assets	9	**–**	–
(d) Deferred Tax Assets (Net)	13	**–**	–
(e) Other Non-current Assets	5	**44.16**	39.47
SUB-TOTAL		**136.50**	133.91
CURRENT ASSETS			
(a) Financial Assets			
(i) Investments	6	**787.82**	728.51
(ii) Trade receivables	7	**48.29**	40.54
(iii) Cash and Cash Equivalents	8	**1.79**	1.62
(iv) Other Bank Balances	8	**1,357.75**	1274.25
(v) Other Finacial Assets	9	**3.50**	0.00
SUB-TOTAL		**2199.15**	2044.92
TOTAL ASSETS		**2335.65**	2178.83
EQUITY AND LIABILITIES			
EQUITY			
(a) Equity Share Capital	10	**15.00**	15.00
(b) Other Equity	11	**2226.74**	2077.81
SUB-TOTAL		**2241.74**	2092.81
LIABILITIES			
NON-CURRENT LIABILITIES			
(a) Lease Liabilities	12	**–**	–
(b) Provisions	12 (a)	**27.03**	20.95
(c) Deferred Tax Liabilities (Net)	13	**33.29**	24.87
SUB-TOTAL		**60.32**	45.82
CURRENT LIABILITIES			
(a) Financial Liabilities			
(i) Lease Liabilities	12	**–**	–
(ii) Trade Payables	14		
(A) Micro and Small Enterprises		**–**	–
(B) Other than Micro and Small Enterprises		**24.32**	32.06
(b) Provisions	12 (a)	**1.32**	2.23
(c) Other Current Liabilities	15	**7.95**	5.91
SUB-TOTAL		**33.59**	40.20
TOTAL		**2335.65**	2178.83

The accompanying notes 1 to 29 are an integral part of the Financial Statements

In terms of our report attached
For B. K. Khare & Co.
Chartered Accountants

For and behalf of the Board of Director of
Mahindra & Mahindra Contech Limited

Chaitanya Vinay Joshi
Partner
Membership No.131403

Nozar Bharucha
Director
DIN-03315303

Abhaya Mahajan
Director
DIN-08322044

Mumbai, Date: 13th April 2026

Mumbai, Date: 13th April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

Rupees lakhs

Particulars		Note No.	For the year ended 31st March, 2026	For the year ended 31st March, 2025
I	Revenue from operations	16	**389.31**	377.15
II	Other Income	17	**160.24**	167.55
III	**Total Revenue (I + II)**		**549.55**	544.70
IV	**EXPENSES**			
	(a) Employee benefits expense	18	**200.85**	209.16
	(b) Finance Cost		**–**	–
	(c) Depreciation and amortisation expense		**2.10**	2.10
	(d) Other expenses	19	**147.08**	139.03
	Total Expenses		**350.03**	350.29
V	**Profit before Exceptional Item (III - IV)**		**199.52**	194.41
VI	**Exceptional Item**	19 (a)	**5.99**	–
VII	**Profit before tax (V - VI)**		**193.53**	194.41
VIII	**Tax Expense**			
	(a) Current tax	13 (a)	**38.83**	35.38
	(b) Short/(Excess) provision for tax relating to prior year (net)		**–**	–
	(c) Deferred tax	13	**8.43**	13.54
	Total tax expense		**47.26**	48.92
IX	**Profit for the year (V - VI)**		**146.27**	145.49
X	**Other comprehensive income**			
	(i) Items that will not be reclassified to profit or loss			
	(a) Remeasurements of the defined benefit plans		**2.67**	1.70
	(b) Equity instruments through other comprehensive income		**–**	–
	(ii) Income tax relating to items that will not be reclassified to profit or loss		**(0.67)**	(0.43)
XI	**Earnings per equity share:**			
	Basic	20	**97.51**	96.99

The accompanying notes 1 to 29 are an integral part of the Financial Statements

In terms of our report attached
For B. K. Khare & Co.
Chartered Accountants

For and behalf of the Board of Director of
Mahindra & Mahindra Contech Limited

Chaitanya Vinay Joshi
Partner
Membership No.131403

Nozar Bharucha
Director
DIN-03315303

Abhaya Mahajan
Director
DIN-08322044

Mumbai, Date: 13th April 2026

Mumbai, Date: 13th April 2026

STATEMENT OF CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2026

Rupees lakhs

		For the year ended 31st March, 2026	For the year ended 31st March, 2025
A	**Cash Flow from Operating Activities:**		
	Profit before tax	**193.53**	194.41
	Adjustments for:		
	Depreciation & Amortisation	**2.10**	2.10
	Finance cost	**–**	–
	Remeasurements of the defined benefit plans through OCI	**2.67**	1.27
	Dividend	**–**	–
	Unrealized gain on mutual fund	**(41.31)**	(59.16)
	Interest Income	**(92.77)**	(83.55)
	Operating Profit before Working capital changes	**64.22**	55.07
	Changes in Working Capital:		
	Adjustments for (increase) / decrease in operating assets:		
	Trade receivable and other assets	**0.67**	27.81
	Adjustments for increase / (decrease) in operating Liabilities:		
	Trade and other payables	**(0.54)**	(11.99)
		0.13	15.82
	Cash generated from operations	**64.35**	70.89
	Income taxes paid (net of refunds)	**(51.95)**	(43.63)
	NET CASH FLOW FROM OPERATING ACTIVITIES (A)	**12.40**	27.26
B	**Cash Flow from Investing Activities:**		
	Sale / (purchase) of investments (Net)	**(105.00)**	(110.79)
	Dividends received	**–**	-
	Interest received	**92.77**	83.55
	NET CASH FLOW USED IN INVESTING ACTIVITIES (B)	**(12.23)**	(27.24)
C	**Cash Flow from Financing Activities:**		
	Payment of lease liability	**–**	–
	NET CASH FLOW USED IN FINANCING ACTIVITIES (C)	**–**	–
	NET INCREASE/ (DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	**0.17**	0.02
	Cash and cash equivalents at the beginning of the year	**1.62**	1.60
	Cash and cash equivalents at the end of the year	**1.79**	1.62
	Reconciliation of Cash and cash equivalents with the Balance Sheet:		
	Cash and cash equivalents as per Balance Sheet (Refer Note 8)	**1.79**	1.62
	Net Cash and cash equivalents (as defined in AS 3 Cash Flow Statements) included in Note 8	**1.79**	1.62
	Cash and cash equivalents at the end of the year:		
	In current account	**1.79**	1.62
		1.79	1.62

In terms of our report attached
For B. K. Khare & Co.
Chartered Accountants

For and behalf of the Board of Director of
Mahindra & Mahindra Contech Limited

Chaitanya Vinay Joshi
Partner
Membership No.131403

Nozar Bharucha
Director
DIN-03315303

Abhaya Mahajan
Director
DIN-08322044

Mumbai, Date: 13th April 2026

Mumbai, Date: 13th April 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

1 Company overview

Mahindra & Mahindra Contech Limited is a Limited Company incorporated and domiciled in India. The Company's registered office is at Mahindra Towers, P K Kurne Chowk, Worli, Mumbai, Maharashra, India. These financial statements correspond to the stand alone financial statements of the Company. The Company is primarily involved in Manpower Recrurtment Agency.

The immediate parent Company is Prudential Management & Services Private Limited. and ultimate parent Company is Mahindra & Mahindra Limited, a company incorporated in India.

1A Basis of preparation

a. Statement of compliance and basis of preparation

These financial statements have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

The Company's financial statements upto and for the year ended 31 March 2016 were prepared in accordance with the Standards as per Companies (Accounting Standards) Rules, 2006, notified under Section 133 of the Act and other relevant provisions of the Act which was the previous GAAP (IGAAP).

These are the Company's first financial statements prepared in accordance with Indian Accounting Standards (Ind AS). The Company has applied Ind AS 101, *First-time Adoption of Indian Accounting Standards* for transition from IGAAP to Ind AS.

The financial statements were approved by the Company's Board of Directors and authorised.

b. Functional and presentation currency

These financial statements are presented in Indian Rupees ('INR' or 'Rs.') which is also the Company's functional currency. All amounts are rounded-off to the nearest lakhs, unless otherwise indicated.

c. Basis of measurement

The financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair values.

d. Use of judgements and estimates

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income, expenses and the disclosures of contingent assets and liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Following are areas that involved a higher degree of estimate and judgement or complexity in determining the carrying amount of some assets and liabilities.

- useful life of property, plant and equipment
- estimation of defined benefit obligation
- income taxes - current and deferred taxes
- fair value of unlisted securities

Detailed information about each of these estimates and judgements that have a significant risk of resulting in material adjustment within the next financial year is included in relevant notes for the above items.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

e. Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The management has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values and assessments that these valuations meet the requirements of Ind AS. The methods used to determine fair value include discounted cashflow analysis, available quoted market prices. All methods of assessing fair value result in general approximation of value, and such value may never actually be realised.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs).

f Cash and cash equivalents

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

g Cash Flow statement

Cash flows are reported using the indirect method, whereby profit/ (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

h Tangible Assets / Intangible Assets

Fixed Assets are stated on cost less accumulated depreciation. The total cost of assets comprises its purchase price, freight, duties, taxes and any other incidental expenses directly attributable to bringing the asset to the working condition for its intended use.

Intangible assets are recognized if it is probable that the future economic benefits that are attributable to the assets will flow to the Company and cost of the assets can be measured reliably.

i Depreciation

Leasehold Improvements are amortized over the period of lease or estimated period of useful life of such improvement, whichever is lower.

Depreciation on other tangible/ intangible assets thus is provided on Straight Line Method on a pro rata basis over useful lives prescribed under Schedule II of the Act.

Fixed Assets	Useful Lives
Building	60 years
Furniture & Fixtures	10 years
Electrical Fittings	10 years

Assets costing less than or equal to Rs. 5,000 are depreciated fully in the year of purchase.

j Impairment of Assets

The Company assesses at each Balance Sheet date whether there is any indication that an asset or a group of assets (cash generating

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

unit) may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset or a group of assets. The recoverable amount of the asset (or where applicable, that of the cash generating unit to which the asset belongs) is estimated as the higher of its net selling price and its value in use. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life.

Value in use is the present value of estimated future cash flow expected to arise from the continuing use of the assets and from its disposal at the end of its useful life.

If at the Balance Sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.

k Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured.

- *Service Income*

  Service income is recognized as per the terms of the contract when the related services are rendered. It is stated net of Goods & Service Tax.

- *Interest income*

  Interest income is recognized on time proportion basis.

- *Other Income*

  Income from investment is recognized when the right to receive is established and other service income is accounted on accrual basis.

l Investments

Investments are classified under Non-current and current categories.

Non-current Investments' are carried at acquisition /amortized cost. A provision is made for diminution other than temporary on an individual basis.

'Current Investments' are carried at fair value on an individual basis

m Retirement and Other Employee Benefits

- *Short term employee benefit*

  All employee benefits payable wholly within twelve months of rendering the service are classified as short-term employee benefits. These benefits include short term compensated absences such as paid annual leave. The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees is recognized as an expense during the period. Benefits such as salaries and wages, etc. and the expected cost of the bonus / ex-gratia are recognized in the period in which the employee renders the related service.

- *Post employment employee benefits*

Defined Contribution schemes

Company's contributions to the Provident Fund and Employee's State Insurance Fund are charged to the Statement of Profit and Loss of the year when the contributions to the respective funds are due.

Defined benefits plans

The Company's gratuity benefit scheme is a defined benefit plan. The Company's net obligation in respect of the gratuity benefit scheme is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any plan assets is deducted.

The present value of the obligation under such defined benefit plan is determined based on actuarial valuation, carried out by an independent actuary at each Balance Sheet date, using the Projected Unit Credit Method, which recognizes each period of service as giving rise to an additional unit of employee benefit entitlement and measures each unit separately to build up the final obligation.

The obligation is measured at the present value of the estimated future cash flows. The discount rates used for determining the present value of the obligation under defined benefit plan are based on the market yields on Government Securities as at the Balance Sheet date.

Actuarial gains and losses are recognized immediately in the Statement of Other Comprehensive Income.

Other long term employee benefits

Company's liabilities towards compensated absences to employees are accrued on the basis of valuations, as at the Balance Sheet date, carried out by an independent actuary using Projected Unit Credit Method. Actuarial gains and losses comprise experience adjustments and the effects of changes in actuarial assumptions and are recognized immediately in the Statement of Other Comprehensive Income.

n Taxation

Income-tax expense comprises current tax, deferred tax charge or credit.

Current tax

Provision for current tax is made for the tax liability payable on taxable income after considering tax allowances, deductions and exemptions determined in accordance with the prevailing tax laws.

Deferred tax

Deferred tax liability or asset is recognized for timing differences between the profits/losses offered for income tax and profits/losses as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and tax laws that have been enacted or substantively enacted at the Balance Sheet date.

Deferred tax asset is recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax asset is recognized only if there is a virtual certainty of realization of such asset. Deferred tax asset is reviewed as at each Balance Sheet date and written down or written up to reflect the amount that is reasonably/virtually certain to be realized.

o Investment property

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured in accordance with requirements under Ind AS 16 for cost model.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

p Financial instruments

Financial assets and financial liabilities are recognised when a group entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

q Investments in equity instruments at FVTOCI

On initial recognition, the Group can make an irrevocable election (on an instrument-by-instrument basis) to present the subsequent changes in fair value in other comprehensive income pertaining to investments in equity instruments. This election is not permitted if the equity investment is held for trading. These elected investments are initially measured at fair value plus transaction costs. Subsequently, they are measured at fair value with gains and losses arising from changes in fair value recognised in other comprehensive income and accumulated in the 'Reserve for equity instruments through other comprehensive income'. The cumulative gain or loss is not reclassified to profit or loss on disposal of the investments.

A financial asset is held for trading if:

-it has been acquired principally for the purpose of selling it in the near term; or

-on initial recognition it is part of a portfolio of identified financial instruments that the Company manages together and has a recent actual pattern of short-term profit-taking.

The Company has equity investments which are not held for trading. The Company has elected the FVTOCI irrevocable option for these investments.

Dividend on these investments in equity instruments are recognised in profit or loss when the Company right to receive the dividend is established, it is probable that the economic benefits associated with the dividend will flow to the entity, the dividend does not represent a recovery of part of cost of the investment and the amount of dividend can be measured reliably. Dividends recognised in profit or loss are included in the 'Other income' line item.

r Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

Diluted earnings per share are calculated after adjusting effects of potential equity shares (PES).PES are those shares which will convert into equity shares at a later stage. Profit / loss is adjusted by the expenses incurred on such PES. Adjusted profit/loss is divided by the weighted average number of ordinary plus potential equity shares.

s Provisions and Contingencies

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present values and are determined based on management estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimates.

Contingent liabilities are disclosed in respect of possible obligations that have arisen from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of future events not wholly within the control of the Company.

Note No. 2 - Property, Plant and Equipment

Rupees lakhs

Description of Assets	Plant and Equipment	Furniture and Fixtures	Computer	Total
I. Gross Carrying Amount				
Balance as at 1 April 2025	0.50	0.50	0.49	1.49
Additions				
Disposals				
Balance as at 31 March 2026	**0.50**	**0.50**	**0.49**	**1.49**
II. Accumulated depreciation and impairment				
Balance as at 1 April 2025	0.50	0.50	0.49	1.40
Depreciation expense for the year				
Eliminated on disposal of assets				
Impairment losses recognised in profit or loss				
Balance as at 31 March 2026	**0.50**	**0.50**	**0.49**	**1.49**
III. Net carrying amount (I-II)	–	–	–	–

Rupees lakhs

Description of Assets	Plant and Equipment	Furniture and Fixtures	Computer	Total
I. Gross Carrying Amount				
Balance as at 1 April 2024	0.50	0.50	0.49	1.49
Additions				
Disposals				
Balance as at 31 Mar 2025	**0.50**	**0.50**	**0.49**	**1.49**
II. Accumulated depreciation and impairment				
Balance as at 1 April 2024	0.50	0.50	0.49	1.40
Depreciation expense for the year				
Eliminated on disposal of assets				
Impairment losses recognised in profit or loss				
Balance as at 31 Mar 2025	**0.50**	**0.50**	**0.49**	**1.49**
III. Net carrying amount (I-II)	–	–	–	–

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 3 - Investment Property

	Rupees lakhs
Description of Assets	**Buildings**
I. Gross Carrying Amount	
Balance as at 1 April 2025	126.23
Addition	
Balance as at 31 March 2026	**126.23**
II. Accumulated depreciation and impairment	
Balance as at 1 April 2025	33.89
Addition	2.10
Balance as at 31 March 2026	**35.99**
III. Net carrying amount (I-II)	**90.24**

Description of Assets	**Buildings**
I. Gross Carrying Amount	
Balance as at 1 April 2024	126.23
Addition	
Balance as at 31 March 2025	**126.23**
II. Accumulated depreciation and impairment	
Balance as at 1 April 2024	31.79
Addition	2.10
Balance as at 31 March 2025	**33.89**
III. Net carrying amount (I-II)	**92.34**

Note No. 4 - Investments - Non Current

Particular	As at 31 March 2026		As at 31 March 2025	
	QTY (Nos)	**Non Current Amount**	QTY (Nos)	Non Current Amount
Investments in Equity Instruments				
Unquoted Investments (all fully paid)				
A. COST				
- In Associate				
New Democratic Electroal Trust	**19,826**	**1.98**	19,826	1.98
Mahindra eMarket Limited	**2,47,907**	**–**	2,47,907	–
B. Designated and measured at FVTOCI in Other Companies				
PSL Media & Communications Limited	**4,250**	**0.12**	4,250	0.12
Kota Farm Services Limited	**36,580**	**–**	36,580	–
Total Unquoted Investments		**2.10**		2.10
Other disclosures				
Aggregate amount of quoted investments		**–**		–
Aggregate amount of unquoted investments		**2.10**		2.10
Aggregate amount of Market value of quoted investments		**–**		–

Note No. 5 - Other Non-current assets

Particular	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
Advance Income-tax (Net of Provision)	–	44.16	–	39.47
Advance to employee	–		–	
	–	**44.16**	–	39.47

Note No. 6 - Investments -Current

Particular	As at 31 March 2026		As at 31 March 2025	
	QTY (Nos)	**Amount Current**	QTY (Nos)	Amount Current
Quoted : carried at FVTPL				
Investments in Mutual Funds				
UTI Money Market-Daily Dividend				
ICICI Prudential Banking and PSU Debt Fund	20,91,886	707.69	20,91,886	670.35
Mahindra Mutual Fund-Daily Dividend				
Aditya Birla Sun Life Mutual Fund	17,415	80.12	14,052	58.16
Total Current Investments		**787.82**		728.51
Quoted		–		–
TOTAL INVESTMENTS CARRYING VALUE		**787.82**		728.51
Other disclosures				
Aggregate amount of quoted investments (Gross)		**787.82**		728.51
Aggregate amount of unquoted investments		**–**		–
Market value of quoted investments		**787.82**		728.51

Note No. 7 - Trade receivables

Particular	As at 31 March 2026		As at 31 March 2025	
	Current	**Non-Current**	Current	Non-Current
- Unsecured, considered good	48.29	–	40.54	–
- Doubtful	–	–	–	–
TOTAL	**48.29**	–	40.54	–

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Ageing of trade receivables

Rupees lakhs

Particulars	Outstanding for following periods from due date of payment						
	Not due	Less than 6 months	6 months -1 year	1-2 years	2-3 years	More than 3 years	Total
As at 31st March 2026							
Undisputed trade receivables — considered good	–	48.29	–	–	–	–	48.29
Undisputed trade receivables - credit impaired	–	–	–	–	–	–	–
Disputed Trade Receivables — considered good	–	–	–	–	–	–	–
Disputed trade receivables - credit impaired	–	–	–	–	–	–	–
Total							48.29
As at 31st March, 2025							
Undisputed trade receivables — considered good	–	40.54	–	–	–	–	40.54
Undisputed trade receivables - credit impaired	–	–	–	–	–	–	–
Disputed Trade Receivables — considered good	–	–	–	–	–	–	–
Disputed trade receivables - credit impaired	–	–	–	–	–	–	–
Total							40.54

Note No. 8 - Cash and Bank Balances

Rupees lakhs

Particular	As at 31 March 2026	As at 31 March 2025
Cash and cash equivalents		
Balances with banks in current account	1.79	1.62
Total Cash and cash equivalent	**1.79**	**1.62**
Other Bank Balances		
Balances with Banks:		
Fixed Deposits with maturity less than 3 months	1,283.69	1200.00
Interest accrued on fixed deposits.	74.05	74.25
Total Other Bank balances	**1,357.75**	**1,274.25**

Note No. 9 - Other Financial Asset

Rupees lakhs

Particular	As at 31 March 2026	As at 31 March 2025
Other Finacial asset		
Advance for Investment (Mutual fund)	3.50	0.00
Other financial Asset	**3.50**	**0.00**

Note No. 10 - SHARE CAPITAL

a. Details of authorised, issued and subscribed share capital

Rupees lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Authorised Capital		
2,50,000 Equity Shares of Rs.10/- each	25.00	25.00
Issued,subscribed and paid up		
1,50,008 Equity Shares of Rs.10/- each, fully paid up	**15.00**	**15.00**
	15.00	**15.00**

a. The Equity Shares have rights, preferences and restrictions which are in accordance with the provisions of the Companies Act, 2013

b. Details of shares held by the holding company, its subsidiaries and associates:

Name of Shareholder	Relationship	As at 31st March 2026	As at 31st March 2025
		No of Equity shares held	No of Equity shares held
Mahindra Holdings Limited	Holding Company	1,15,000	35,000
Prudential Management & Services Private Limited	Holding Company	–	80,000

c. Details of shares held by shareholders holding more than 5% of the aggregate shares of the Company.

Name of Shareholder	As at 31st March, 2026		As at 31st March 2025	
	No of Equity shares held	Percentage holding	No of Equity shares held	Percentage holding
Mahindra & Mahindra Limited	35,000	23.33	35,000	23.33
Mahindra Holdings Limited	1,15,000	76.66	35,000	23.33
Prudential Management & Services Private Limited	–	–	80,000	53.33

d. Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particluars	Equity Shares		Preference Shares	
	Number	Rupees lakhs	Number	Rupees lakhs
Balance as at the beginning of the year	1,50,008	15.00	–	–
Shares Issued during the year	–	–	–	–
Shares bought back during the year	–	–	–	–
Shares issued and subscribed at the end of the year	1,50,008	15.00	–	–

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 11 - Other Equity

Rupees lakhs

	Reserves and Surplus	Items of other comprehensive income		
	Retained Earnings	Equity instrument through Other Comprehensive Income	Other items of Other Comprehensive Income	Total
As at 1 April 2025	**1737.57**	338.95	**1.28**	**2077.80**
Profit for the period	**146.27**	–	**–**	**146.27**
Actuarial Gain/Loss	**–**	**–**	**2.67**	**2.67**
Other Comprehensive Income	**–**	–	**–**	**0.00**
As at 31st Mar 2026	**1883.84**	**338.95**	**3.95**	**2,226.74**

Rupees lakhs

	Reserves and Surplus	Items of other comprehensive		
	Retained Earnings	Equity instrument through Other Comprehensive Income	Other items of Other Comprehensive Income	Total
As at 1 April 2024	**1592.09**	338.95	**0.01**	**1931.05**
Profit for the period	**145.49**	–	**–**	**145.49**
Actuarial Gain/Loss	**–**	**–**	**1.27**	**1.27**
As at 31st Mar 2025	**1737.58**	**338.95**	**1.28**	**2,077.81**

Note No. 12 (a) - Provisions

Rupees lakhs

	As at 31st March, 2026		As at 31st March, 2025	
Name of Shareholder	**Current**	**Non- Current**	Current	Non- Current
(a) Provision for employee benefits				
(1) Provision for Gratuity		**12.84**		8.70
(b) Other Provisions				
(1) Provision for Leave Encashment	**1.32**	**14.19**	2.23	12.25
Total Provisions	**1.32**	**27.03**	2.23	20.95

Note No. 13: Deferred Tax Liabilities (Net)

(i) Movement in deferred tax balances

Rupees lakhs

	As at 31st March, 2026			
Particulars	**Opening Balance**	**Charge/(credit) in profit and Loss**	**Charge/ (credit) in OCI**	**Closing Balance**
Tax effect of items constituting deferred tax assets				
Employee Benefits	**7.56**		**(0.67)**	**6.89**
Investment Mark to Market	**(32.43)**	**(7.75)**		**(40.18)**
Net Tax Asset (Liabilities)	**(24.87)**	**(7.75)**	**(0.67)**	**(33.29)**

Rupees lakhs

	As at 31st March, 2025			
Name of Shareholder	**Opening Balance**	**Charge/(credit) in profit and Loss**	**Charge/ (credit) in OCI**	**Closing Balance**
Tax effect of items constituting deferred tax assets				
Employee Benefits	7.98		(0.43)	7.56
Investment Mark to Market	(18.89)	(13.54)		(32.43)
Net Tax Asset (Liabilities)	(10.90)	(13.54)	0.43	(24.87)

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 13 (a) - Current Tax and Deferred Tax

(a) Income Tax recognised in profit or loss

Rupees lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Current Tax:		
In respect of current year	**38.83**	35.38
Deferred Tax:		
In respect of current year origination and reversal of temporary differences	**8.43**	13.54
Total income tax expense on continuing operations	**47.26**	48.92

(b) Income tax recognised in other Comprehensive income

Rupees lakhs

Particulars	Year ended 31 March 2026	Year ended 31 March 2025
Deferred tax related to items recognised in other comprehensive income during the year:		
Other Temporary Differences	**2.00**	1.27
Total	**2.00**	1.27

Note No. 14 - Trade Payables

Rupees lakhs

	As at 31st March 2026		As at 31st March 2025	
	Current	**Non-Current**	Current	Non-Current
(i) Total outstanding dues of micro and small enterprises	**–**	**–**	–	–
(ii) Total outstanding dues Less than six Months of creditors other than micro and small enterprises	**24.32**	**–**	32.06	–
Total trade payables	**24.32**	**–**	**32.06**	**–**

Ageing of trade payables

Rupees lakhs

Particulars	Outstanding for following periods from due date of payment					
	Not due	**Less than 1 year**	**1-2 years**	**2-3 years**	**More than 3 years**	**Total**
As at 31st March, 2026						
Trade Payables						
MSME						
Others		**24.32**				24.32
Disputed dues — MSME						
Disputed dues — Others						
Total		**24.32**				**24.32**
As at 31st March, 2025						
Trade Payables						
MSME	–	–	–	–	–	–
Others	–	32.06	–	–	–	32.06
Disputed dues — MSME	–	–	–	–	–	–
Disputed dues — Others	–	–	–	–	–	–
Total		**32.06**				**32.06**

Note No. 15 - Other Current Liabilities

Rupees lakhs

Particulars	As at 31st March 2026		As at 31st March 2025	
	Current	**Non-Current**	Current	Non-Current
Statutory dues				
- taxes payable	**7.95**	**–**	5.91	–
TOTAL OTHER LIABILITIES	**7.95**	**–**	5.91	–

Note No. 16 - Revenue from Operations

Rupees lakhs

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Revenue from rendering of services	**389.31**	377.15
Total Revenue from Operations	**389.31**	377.15

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 17 - Other Income

Rupees lakhs

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Interest Income		
(1) On Financial Assets measured at Amortised Cost	**92.77**	83.55
(2) Interest income (tax refund)	**–**	–
(b) *Dividend income on mutual fund*		
(c) *Mark to Market gain on fair valuation of mutual fund.*	**41.31**	59.16
(d) Operating lease rental income	**26.16**	24.84
Total Other Income	**160.24**	167.55

Note No. 18 - Employee Benefits Expense

Rupees lakhs

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Salaries and wages, including bonus	**177.43**	191.66
(b) Contribution to provident and other funds	**9.45**	**9.36**
(c) Gratuity Expense	**11.46**	**5.44**
(d) Staff welfare expenses	**2.51**	**2.70**
Total Employee Benefits Expense	**200.85**	**209.16**

Note No. 19 - Other Expenses

Rupees lakhs

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Rates and taxes		
(b) Legal and other professional costs	**132.82**	126.59
(c) Others	**13.48**	11.74
(d) Amounts paid/payable to Statutory Auditors		
(i) Audit Fees	**0.50**	0.50
(ii) Taxation matters	**0.28**	0.20
Total Other Expenses	**147.08**	**139.03**

Note No. 19 (a) - Exceptional Item

Rupees lakhs

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
(a) Exceptional Item one time effect due to wages act	**5.99**	–
Total Employee Benefits Expense	**5.99**	**–**

Pursuant to the notification by the Ministry of Labour and Employment of the Government of India, four new Labour Codes viz the Code on Wages, 2019, the Code on Social Security, 2020, the Industrial Relations Code, 2020, and the Occupational Safety, Health and Working Conditions Code, 2020 (collectively referred to as the "New Labour Codes") became effective with effect from 21 November 2025.The Company has reassessed its employee benefit obligations based on the revised definition of wages and expanded eligibility criteria under the New Labour Codes. Accordingly, an incremental liability of Rs 5.99 Lakhs on account gratuity & leave encashment as past service costs has been charged to the Rs Nil in accordance with the requirements of Indian Accounting Standard 15 – Employee Benefits. The Government is in the process of notifying the related rules under the New Labour Codes. The impact of these rules will be evaluated and accounted for in accordance with the applicable accounting standards in the period in which they are notified.

Note No.20 - Earnings per Share (EPS)

Rupees lakhs

Particulars	For the year ended 31st March, 2026	For the year ended 31st March, 2025
Profit for the year	**146.27**	145.49
Weighted Average number of equity shares for Basic Earnings per share	**150,008**	**150,008**
Basic Earnings per share	**97.51**	**96.99**

Note No. 21 - Financial Instruments

Capital management

The company's capital management objectives is to ensure the company's ability to continue as a going concern

The company monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial position.

The company sets the amount of capital in proportion to its overall financing structure, i.e. equity and financial liabilities. The company manages the capital structure and makes adjustments to it in the light of changes in economic conditions and the risk characteristics of the underlying assets.

Particulars	31-Mar-26	31-Mar-25
Equity	**15.00**	15.00
	15.00	15.00

Categories of financial assets and financial liabilities

(Rupees lakhs)

	At cost	Amortised Costs	FVTPL	FVOCI	As at 31st March 2026 Total
Non-current Assets					
Investments	**2.10**				**2.10**
FD with HDFC Ltd.	**–**				**0.00**
Other Receivables	**0.00**	**–**			**0.00**
Advance- Imcome Tax (Net of provision)	**44.16**				**44.16**
Current Assets					
Investments			**787.82**		**787.82**
Trade Receivables		**48.29**			**48.29**
Other Bank Balances		**1359.54**			**1359.54**
Current Liabilities					**–**
Trade Payables		**24.32**			**24.32**

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk and market risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

CREDIT RISK

(i) *Credit risk management*

Credit risk arises when a counterparty defaults on its contractual obligations to pay, resulting in financial loss to the Company. The Company has adopted a policy of only dealing with creditworthy group companies. However company continuosly monitors the outstanding receivable from these companies.

The credit risk on liquid funds is limited because the counterparties are Mutual Funds and banks with high credit-ratings assigned by credit-agencies.

The Company deals with one major customer which is also its holding Company. Hence, company does not expect any credit risk.

LIQUIDITY RISK

(i) *Liquidity risk management*

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short, medium and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves and banking facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

Note No. 22 - Fair Value Measurement

Fair Valuation Techniques and Inputs used - recurring Items

(Rupees lakhs)

Financial assets/ financial liabilities measured at Fair value	Fair value as at 31-Mar-26	Fair value as at 31-Mar-25	Fair value hierarchy	Valuation technique(s) and key input(s)	Key unobservable input(s)	Relationship of unobservable inputs to fair value and sensitivity
Financial assets						
Investments						
1) Equity investments	**2.10**	**2.10**		**Comparable Companies Method**		
2) Mutual fund investments	**787.82**	**728.51**	**level 1**	**NAV published by fund house**		
Total financial liabilities	**789.92**	**730.61**				

Note No. 23 - Employee benefits

Defined Benefit Plans:

Gratuity

The Company operates a gratuity plan covering qualifying employees. The benefit payable is the greater of the amount calculated as per the Payment of Gratuity Act, 1972 or the Company scheme applicable to the employee. The benefit vests upon completion of five years of continuous service and once vested it is payable to employees on retirement or on termination of employment. In case of death while in service, the gratuity is payable irrespective of vesting. The Company makes annual contribution to the group gratuity scheme administered by the Life Insurance Corporation of India through its Gratuity Trust Fund.

Defined benefit plans – as per actuarial valuation on 31st March, 2026

(Rupees lakhs)

	Funded Plan – Gratuity	
Particulars	**2026**	2025
Amounts recognised in Profit or Loss in respect of these defined benefit plans are as follows:		
Current Service Cost	**4.68**	4.32
Past service cost and (gains)/losses from settlements	**5.99**	–
Net interest expense	**0.78**	0.41
Components of defined benefit costs reconised in profit or loss	**11.46**	4.73
Recognised in other comprehensive income for the year		
Return on plan assets (excluding amunt included in net interest expense)	**(1.16)**	(1.29)
Actuarial gains and loss arising form changes in financial assumptions	**(0.32)**	1.54
Actuarial gains and loss arising form experience adjustments	**(1.19)**	(1.95)
Changes in demographic assumptions		–
	(2.67)	(1.70)
Total	**8.79**	3.03
I. Net Asset/(Liability) recognised in the Balance Sheet as at 31st March		
1. Present value of defined benefit obligation as at 31st March	**54.89**	47.07
2. Fair value of plan assets as at 31st March	**42.04**	38.37
3. Surplus/(Deficit)	**(12.84)**	(8.70)
4. Current portion of the above		–
5. Non current portion of the above	**(12.84)**	(8.70)
II. Change in the obligation during the year ended 31st March		
1. Present value of defined benefit obligation at the beginning of the year	**47.07**	40.38
2. Add/(Less) on account of Scheme of Arrangement/Business Transfer		
3. Expenses Recognised in Profit and Loss Account		
- Current Service Cost	**4.68**	4.32
- Past Service Cost	**5.99**	
- Interest Expense (Income)	**3.29**	2.77

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(Rupees lakhs)

Particulars	Funded Plan Gratuity 2026	2025
4. Recognised in Other Comprehensive Income		
Remeasurement gains / (losses)		
- Actuarial Gain (Loss) arising from:		
i. Demographic Assumptions		
ii. Financial Assumptions	**(0.32)**	1.54
iii. Experience Adjustments	**(1.19)**	(1.95)
5. Benefit payments	**(4.64)**	–
6. Others (Specify)		
7. Present value of defined benefit obligation at the end of the year	**54.89**	47.07
III. Change in fair value of assets during the year ended 31st March		
1. Fair value of plan assets at the beginning of the year	**38.37**	34.72
2. Add/(Less) on account of Scheme of Arrangement/Business Transfer	**–**	–
3. Expenses Recognised in Profit and Loss Account		
- Expected return on plan assets	**2.51**	2.36
4. Recognised in Other Comprehensive Income		
Remeasurement gains / (losses)		
- Actual Return on plan assets in excess of the expected return	**1.16**	1.29
- Others (specify)		
5. Contributions by employer (including benefit payments recoverable)	**4.64**	
6. Benefit payments	**–4.64**	
7. Fair value of plan assets at the end of the year	**42.04**	38.37
IV. The Major categories of plan assets		
- List the plan assets by category here		
V. Actuarial assumptions		
1. Discount rate	**7.00%**	7.00%
2. Expected rate of return on plan assets		
3. Attrition rate		
4. Medical premium inflation		

Maturity profile of defined benefit obligation:

(Rupees lakhs)

Particulars	2026	2025
Within 1 year	**0.94**	5.12
1 - 2 year	**1.67**	0.76
2 - 3 year	**1.03**	1.40
3 - 4 year	**1.10**	0.83
4 - 5 year	**3.53**	0.89
5 - 10 years	**129.49**	106.57

The weighted average duration to the payment of these cashflows is 11.73 (2025 : 11.16) years.

Sensitivity Analysis:

Data in %

Particulars	31st March, 2026 Discount Rate	Salary Escalation Rate
Impact of increase in 100 bps on DBO	**-10.9%**	12.5%
Impact of decrease in 100 bps on DBO	**12.6%**	-11.0%

Note No. 24 - Related Party Transactions

(Rupees lakhs)

Name of related party	Relationship	Nature & Brief Description of transaction	RPT Transaction F26
Mahindra & Mahindra Limited	Holding Company	Deputation of Manpower	389
Mahindra & Mahindra Limited	Holding Company	Rental Income	26
Mahindra & Mahindra Limited	Holding Company	Trademark services received	1
Mahindra & Mahindra Limited	Holding Company	Secretarial & accounting Services received	13
Mahindra Intergrated Business Solutions Ltd	Fellow Subsidiary	Payroll processing services received	1

Balance as on 31st March 2026

(Rupees lakhs)

Name of related party	Relationship	Nature & Brief Description of transaction	Balances as on 31st march 2026
Mahindra & Mahindra Limited	Holding Company	Trade Receivable	48
Mahindra Integrated Business Solution	Fellow Subsidiary	Trade Payable	0

Note No. 25 - INDAS 115

A. Country-wise break up of Revenue for the year ended 31st March 2026

(Rupees lakhs)

Country	Revenue from contracts with customers (IndAS 115)	Revenue from operations from other than customers	Total Revenue from Operations	Other Income	Total Income
India	389.31	–	389.31	160.24	549.55
Total	**389.31**	**–**	**389.31**	**160.24**	**549.55**

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 26

Additional Regulatory Information:-

a. Ratios :

(Rupees lakhs)

Particulars	2026	2025	% Variance	Reason for Variance greater than 25%
Debt-Equity Ratio (times) (Long term Borrowings + Short term Borrowings (including current maturities of long term borrowings) / (Total Equity)	**–**	–	0%	
Debt Service Coverage Ratio (times) (Profit before interest, tax, depreciation, amortisation, impairments and exceptional items) / (Gross interest for the period + Principal repayments within a year)	**–**	–	0%	
Return on Equity (Net Profit for the period / Average Total Equity for the period)	**9.75**	9.70	1%	
Inventory Turnover (times) (Cost of materials consumed / Average Inventories for the period)	**–**	–	0%	
Trade Receivables Turnover (times) (Revenue from sale of goods and services) / (Average Trade Receivable for the period)	**8.77**	7.95	10%	
Trade Payables Turnover (times) (Purchase of goods and services + Other Expenses) / (Average Trade Payable for the period)	**5.22**	3.91	33%	Higher trade Payable in L.Y Paid in current year.
Net Capital Turnover (times) (Revenue from operations) / [Average working capital (Current assets less Current liabilities) for the period]	**0.18**	0.19	-4%	
Net Profit margin (%) (Net Profit for the period / Revenue from operations)	**0.38**	0.39	-3%	
Return on Capital Employed (%) (Profit before interest and tax / (Average Total Equity + Average Total Debt for the period)	**0.09**	0.10	-7%	
Return on Investment (%) (Income earned on investments / Average Investment for the period)	**0.07**	0.08	-11%	

Explanatory notes:

(i) Cost of materials consumed for the purpose of Inventory turnover ratio includes Purchases of stock-in-trade and Changes in inventories of finished goods, stock-in-trade and work-in-progress.

(ii) Investments includes current and non-current investments including Fixed deposits, Mutual funds, Corporate deposits, Inter corporate deposits excluding investments in Equity instruments.

Explanation for change in the ratios by more than 25%:

(i) Trade Payables Turnover (times) : The Trade payable Turnover ratio is healthier at 5.22 in current year as against 3.91 in previous year primarily due to decrease in trade payable, resulting from repayment during the year.

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

Associate Companies		
		(Rupees lakhs)
Sl.No.	**Particulars**	**Mahindra eMarket Limited**
1	The Date Since when Associate was aquired	20th March 2003
2	Latest audited Balance Sheet Date	31st Mar 2026
3	Reporting Currency	INR
4	**Share of associates companies held by the company on the year end**	
	No of Equity Share held	247907
	Amount of Investment in associate companies	2479070
	Extent of Holding %	31.00%
5	Description of how there is significant influence	Percentage of holding
6	Reason why the associate companies is not consolidated	Refer to explanation provided in Board's report
7	Net worth attributable to shareholding as per latest audited Balance Sheet	-116.51
8	**Profit/(Loss) for the year**	
	Considered in Consolidation	
	Not Considered in Consolidation	-3.03

Mahindra & Mahindra Contech Limited

Nozar Bharucha
Director
DIN-03315303

Abhaya Mahajan
Director
DIN-08322044

Place: Mumbai
Date : 13th April 2026

NOTES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 28 - Segment information

1. **Revenue from major products and service**
   The company operates in a single segment of Manpower Recruitment Agency.
2. **Geographical information**
   The company operates only in india.
3. **Information about major customers**
   Major revenues from operation of the company are from a single customer.

Note No. 29 - Additional Regulatory Information

1. The company does not have any benami property, where any proceeding has been initiated or pending against the company for holding any benami property.
2. The Company does not hold any immovable property where the title deeds are not registered in the name of the Company.
3. The company has not traded or invested in Crypto currency or Virtual currency during the year.
4. The company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:
   (i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or
   (ii) Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
5. The company has not received any funds from any other person(s) or entity(ies), including foreign entities (Funding Party) with the understanding(Whether recorded in writing or otherwise) that the Group shall:
   (i) Directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or
   (ii) Provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.
6. The company does not have any such transactions which is not recorded in the books of accounts that has been surrendered or disclosed as income during the period/year in the tax assessments under the Income Tax Act, 1961 (such as search or survey or any other relevant provisions of the Income Tax Act, 1961)
7. The company is not declared wilful defaulter by any bank or financial institutions or lender during the period/year.
8. The company does not have any transactions with any of the struck – off entities.
9. Previous figures have been regrouped/reclassified wherever necessary.

In terms of our report attached

For B. K. Khare & Co.
Chartered Accountants

Chaitanya Vinay Joshi
Partner
Membership No.131403

Mumbai
Date : 13th April 2026

Mahindra & Mahindra Contech Limited

Abhaya Mahajan
Director
DIN-08322044

Nozar Bharucha
Director
DIN-03315303

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF

NEW DEMOCRATIC ELECTORAL TRUST

Report on the Audit of Financial Statements

Opinion

We have audited the financial statements of **New Democratic Electoral Trust** ("the Company"), which comprise the balance sheet as at 31st March 2026, and the statement of Income and Expenditure, and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2026, and its deficit for the year then ended.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Other Information

The Company's Board of Directors is responsible for the other information. The other information comprises the Board report.

Our opinion on financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance, (changes in equity) and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the accounting Standards specified under section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with Standard on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken based on these financial statements.

As part of an audit in accordance with Standard on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that are sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3) (i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

The Company is licensed to operate under Section 8 of the Act. Therefore, on facts, the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, is not applicable to the Company.

As required by Section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

(b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Income and Expenditure, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

(d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

(e) On the basis of the written representations received from the directors as on 31st March 2025 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2025 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure A"

(g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197 of the Act, as amended. In our opinion and to the best of our information and according to the explanations given to us, the Company has not paid any remuneration to its directors during the year.

With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The company does not have any pending litigations which will impact on its financial position.

ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

iii. there were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

V. The Company has not declared or paid any dividend during the year.

VI. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B.K. Khare & Co.**
Chartered Accountants
(Firm's Registration No. 105102W)

Shirish Rahalkar
Partner
ICAI Membership No. 111212
UDIN: 26111212DXPELS6820

Mumbai, April 13, 2026

ANNEXURE "A" TO INDEPENDENT AUDITORS' REPORT

Report on the Internal Financial Controls with reference to the aforesaid Financial Statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ('the Act').

Opinion

We have audited the internal financial controls over financial reporting of **New Democratic Electoral Trust** ("the Company") as of March 31, 2026 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2026 based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing whether the risk of a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting. Meaning of Internal Financial Controls over Financial Reporting

Meaning of Internal Financial Controls with reference to the Financial Statements

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that: (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected, Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

For **B.K. Khare & Co.**
Chartered Accountants
(Firm's Registration No. 105102W)

Shirish Rahalkar
Partner
ICAI Membership No. 111212
UDIN: 26111212DXPELS6820

Mumbai, April 13, 2026

NOTE 1: Material Accounting Policies

Nature of Operations

New Democratic Electoral Trust was incorporated in India as a section 8 Company under the Companies Act, 2013 on 26th September 2014. The main object of the company is to distribute, allocate or solely utilize the contributions, payments, funds or donations received or gathered by the company to/for the use of the political parties which are registered under section 29A of the Representation of People Act, 1951.

The Central Board of Direct Taxes (CBDT) has, vide its order dated 28th April 2022 granted approval to New Democratic Electoral Trust (NDET), as an electoral trust for the purpose of clause (22AAA) of Section 2 of Income Tax Act read with the Electoral Trust Scheme 2013 for Assessment Year 2023 -24 to 2025 -26.

1. Significant Accounting Policies

a) Basis of Preparation of Financial Statements

The financial statements are prepared and presented under the historical cost convention, on the accrual basis of accounting and in accordance with the provisions of the **Companies Act, 2013** ('the Act'), and the accounting principles generally accepted in India and comply with the accounting standards prescribed in the Companies (Accounting Standards) Rules, 2006 issued by the Central Government, in consultation with the National Advisory Committee on Accounting Standards, to the extent applicable.

The financial statements are prepared and presented in the form set out in Schedule III of the Companies Act, 2013 so far as they are applicable thereto.

b) Use of estimates

The preparation of financial statements in conformity with generally accepted accounting principles in India (Indian GAAP) requires management to make estimates and assumptions that affect the reported amount of assets, liabilities, revenues and expenses and disclosure of contingent liabilities on the date of the financial statements. The estimates and assumptions used in the accompanying financial statements are based upon management's evaluation of the relevant facts and circumstances as of the date of financial statements which in management's opinion are prudent and reasonable. Actual results may differ from the estimates used in preparing the accompanying financial Statements. Any revision to accounting estimates is recognised prospectively in current and future periods.

c) Revenue Recognition

Donations / Contributions are recognized as and when received. During Financial Year 2025-26, no amount of Contributions were received from companies and no amount of Donations were made to Political parties.

d) Provision is recognized when an enterprise has a present obligation because of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to their present values and are determined based on the management estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current management estimates.

Contingent liabilities are disclosed in respect of possible obligations that have arisen from past events and the existence of which will be confirmed only by the occurrence or non-occurrence of future events not wholly within the control of the Company. When there is an obligation in respect of which the likelihood of an outflow of resources is remote, no provision or disclosure is made.

e) The New Democratic Electoral Trust has presented its Financial Statements in full rupees as required under clause (I) of Sub-rule 11 of Section 17CA of the Income Tax Rules,1962.

For and on behalf of the Board
For **New Democratic Electoral Trust**

Haigreve Khaitan
Director

Amarjyoti Barua
Director

Date: April 13, 2026
Mumbai.

BALANCE SHEET AS AT 31ST MARCH, 2026

(Currency: Indian Rupees)

Particulars	Note No.	As at March 31, 2026	As at March 31, 2025
I. EQUITY AND LIABILITIES			
Shareholders' Funds			
(a) Share capital	2	**10,00,000**	10,00,000
(b) Other Equity	3	**(9,89,706)**	(6,90,245)
		10,294	3,09,755
Current liabilities			
(a) Other Current Liabilities	4	**11,800**	5,900
		11,800	5,900
TOTAL		**22,094**	3,15,655
II. ASSETS			
Current assets			
(a) Cash and cash equivalents	5	**22,094**	3,15,655
		22,094	3,15,655
TOTAL		**22,094**	3,15,655

In terms of our report of even date

For B K KHARE & CO
Chartered Accountants
Firm Registration No.105102W

For and on behalf of the Board of Directors
New Democratic Electoral Trust

Shirish Rahalkar
Partner
Member Registration No. 111212

Haigreve Khaitan
DIN 00005290
Director

Amarjyoti Barua
DIN 09202472
Director

Place: Mumbai
Date: April 13, 2026

INCOME AND EXPENDITURE ACCOUNT FOR THE YEAR ENDED 31ST MARCH, 2026

(Currency: Indian Rupees)

Particulars	Note No.	Year ended March 31, 2026	Year ended March 31, 2025
I. Other Income	6	**–**	1,60,00,11,503
II. **Total Income (I)**		**–**	1,60,00,11,503
III. Expenses:			
Other expenses	7	**2,92,071**	9,940
Donation given	8	**–**	1,60,00,00,000
Total Expenses		**2,92,071**	1,60,00,09,940
IV. **Surplus/(Deficit) before tax (II-III)**		**(2,92,071)**	1,563
V Tax Expenses		**7,390**	960
VI **Surplus/(Deficit) for the year (IV - V)**		**(2,99,461)**	603
VII **Other comprehensive income :-**			
(i) Items that will not be reclassified to profit or loss		**–**	**–**
(ii) Income tax relating to items that will not be reclassified to profit or loss		**–**	**–**
		–	**–**
VIII Earnings per equity share:			
Basic/Diluted		**(0.30)**	0.00

In terms of our report of even date

For B K KHARE & CO
Chartered Accountants
Firm Registration No.105102W

For and on behalf of the Board of Directors
New Democratic Electoral Trust

Shirish Rahalkar
Partner
Member Registration No. 111212

Haigreve Khaitan
DIN 00005290
Director

Amarjyoti Barua
DIN 09202472
Director

Place: Mumbai
Date: April 13, 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2026

(Currency: Indian Rupees)

	Year ended March 31, 2026	Year ended March 31, 2025
A. Cash Flow from Operating Activities		
Surplus/(Deficit) before taxation	**(2,92,071)**	1,563
Adjustments for:		
Less : Dividend on current investment	–	–
Operating Surplus/(Deficit) before Working Capital changes	**(2,92,071)**	1,563
Adjustments for :		
Add : Increase/(Decrease) in liabilities	**5,900**	(47,200)
CASH GENERATED FROM OPERATIONS	**(2,86,171)**	(45,637)
Income tax Paid	**(7,390)**	(960)
Net Cash inflow from/ (outflow) from Operating activities	**(2,93,561)**	(46,597)
B. Cash Flow from Investing Activities		
Current investment in Mutual Funds	**–**	(11,503)
Net Cash inflow from/ (outflow) from Investing activities	**–**	(11,503)
C. Cash Flow from Financing Activities		
Redemption of Mutual fund units	**–**	3,31,478
Net Cash inflow from/ (outflow) from Financing activities	**–**	3,31,478
Net increase / (decrease) in cash and cash equivalents	**(2,93,561)**	2,73,379
Opening Cash and Cash Equivalents		
Cash in hand	**–**	–
Bank balances	**3,15,655**	42,277
	22,094	3,15,655
Closing Cash and Cash Equivalents		
Cash in hand	**–**	–
Bank balances	**22,094**	3,15,655
	22,094	3,15,655

In terms of our report of even date

For B K KHARE & CO
Chartered Accountants
Firm Registration No.105102W

For and on behalf of the Board of Directors
New Democratic Electoral Trust

Shirish Rahalkar
Partner
Member Registration No. 111212

Haigreve Khaitan
DIN 00005290
Director

Amarjyoti Barua
DIN 09202472
Director

Place: Mumbai
Date: April 13, 2026

Notes to the Financial Statements for the year ended 31st March, 2026

2 - Share Capital

a. Details of authorised, issued and subscribed share capital

(Currency: Indian Rupees)

Particulars	As at March 31, 2026	As at March 31, 2025
Authorised Capital		
21,00,000 **(2025: 1,00,000)** Equity Shares of Rs 10/- each	**2,10,00,000**	10,00,000
Issued Subscribed and Paid up		
1,00,000 Equity Shares of Rs 10/- each	**10,00,000**	10,00,000
	10,00,000	10,00,000

b. Information on shareholders

Name of Shareholder	As at March 31, 2026		As at March 31, 2025	
	No of Equity shares held	Percentage	No of Equity shares held	Percentage
Mahindra & Mahindra Ltd	**15,031**	**15.03%**	15,031	15.03%
Mahindra & Mahindra Contech Ltd	**19,826**	**19.83%**	19,826	19.83%
Mahindra & Mahindra Financial Services Limited	**17,391**	**17.39%**	17,391	17.39%
PSL Media & Communications Limited	**19,826**	**19.83%**	19,826	19.83%
Tech Mahindra Limited	**19,826**	**19.83%**	19,826	19.83%
Empire Products Ltd	**8,100**	**8.10%**	8,100	8.10%
	1,00,000	**100.00%**	1,00,000	100.00%

c. Reconciliation of number of shares

Particulars	As at March 31, 2026 Equity Shares		As at March 31, 2025 Equity Shares	
	Number	Rs.	Number	Rs.
Shares outstanding at the beginning of the year	**1,00,000**	**10,00,000**	1,00,000	10,00,000
Rights shares issued during the year	**–**	**–**	–	–
Shares bought back during the year	**–**	**–**	–	–
Shares outstanding at the end of the year	**1,00,000**	**10,00,000**	1,00,000	10,00,000

3 - Reserves and surplus

(Currency: Indian Rupees)

Particulars	As at March 31, 2026	As at March 31, 2025
Other Equity:	**(6,90,245)**	(6,90,848)
Balance as per last Balance Sheet		
Add:Surplus/(Deficit) for the Current year	**(2,99,461)**	603
	(9,89,706)	(6,90,245)

4 - Other Current Liabilities

(Currency: Indian Rupees)

Particulars	As at March 31, 2026	As at March 31, 2025
Sundry Creditors	**11,800**	5,900
	11,800	5,900

Notes to the Financial Statements for the year ended 31st March, 2026

5 - CASH AND CASH EQUIVALENT

(Currency: Indian Rupees)

Particulars	As at March 31, 2026	As at March 31, 2025
Balances with banks		
On Current account	**22,094**	3,15,655
	22,094	3,15,655

6 - Other Income

(Currency: Indian Rupees)

Particulars	As at March 31, 2026	As at March 31, 2025
Profit On Sale Of Investments - Others	**–**	11,503
Contribution received :-		
Mahindra & Mahindra Limited	**–**	50,00,00,000
Mahindra & Mahindra Limited	**–**	14,00,00,000
Mahindra & Mahindra Limited	**–**	5,00,00,000
Mahindra & Mahindra Financial Services Ltd	**–**	10,50,00,000
Tech Mahindra Ltd	**–**	25,50,00,000
Mahindra & Mahindra Limited	**–**	5,00,00,000
Mahindra & Mahindra Limited	**–**	14,00,00,000
Mahindra & Mahindra Financial Services Ltd	**–**	10,50,00,000
Tech Mahindra Ltd	**–**	25,50,00,000
	–	1,60,00,11,503

7- Other Expenses

(Currency: Indian Rupees)

Particulars	As at March 31, 2026	As at March 31, 2025
Auditor's remuneration	**5,900**	5,900
ROC Filling Fees	**2,55,700**	9,250
Professional Fees	**21,240**	25,925
General & Misc Expenses	**9,204**	(31,270)
Bank Charges	**27**	135
	2,92,071	9,940

8 - Donations Given to Political Parties

(Currency: Indian Rupees)

Particulars	As at March 31, 2026	As at March 31, 2025
Donation given:-		
Bhartiya Janata Party	**–**	30,00,00,000
Bhartiya Janata Party	**–**	20,00,00,000
Bhartiya Janata Party	**–**	30,00,00,000
Bhartiya Janata Party	**–**	20,00,00,000
ShivSena (Uddhav Balasheb Thackeray)	**–**	5,00,00,000
All India Congress Committee	**–**	5,00,00,000
Bhartiya Janata Party	**–**	50,00,00,000
	–	1,60,00,00,000

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF

PSL MEDIA & COMMUNICATIONS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the accompanying Financial Statements of **PSL Media & Communications Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policy information and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards as prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its profit and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditor's Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ('the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors' Report and the related annexures, but does not include the Financial Statements and our auditors' report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements

can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and contents of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

2. As required by Section 143(3) of the Act, we report that:

   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.

   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive income, the Statement of Changes in Equity and the Cash Flow Statement dealt with by this report are in agreement with the books of account.

   (d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

   (e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls with reference to Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure B. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the Financial Statements.

(g) The Company has not paid / provided any remuneration to managerial personnel as defined in the Act.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

(i) The Company does not have any pending litigations which would impact its financial position;

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company;

(iv) (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

(v) The Company has not declared and / or paid any dividend during the year;

(vi) Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Shirish Rahalkar
Partner
Membership No.111212
UDIN: 26111212YDESKU7457

Mumbai, April 13, 2026

ANNEXURE A TO THE INDEPENDENT AUDITOR'S REPORT

[Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

1. (a) According to the information and explanations given to us, the Company does not have any property, plant and equipment and intangible assets and hence the provisions of clause 3(a), 3(b), 3(c) and 3(d) are not applicable.

   (e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

2. (a) According to the information and explanations given to us, the Company is in the business of rendering services and consequently does not hold any inventory at the end of the year. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

   (b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

3. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

4. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

5. According to the information and explanations given to us, the Company has not accepted deposits under the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed thereunder. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

6. The Central Government has not specified the maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the products of / services rendered by the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

7. (a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues of Income-tax and Cess have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Goods and Services tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax Cess and other material statutory dues.

   According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of outstanding statutory dues in respect of Goods and Services tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

   (b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and any other statutory dues as at March 31, 2026, which have not been deposited with the appropriate authorities on account of any dispute.

8. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

9. (a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company does not have any loan or borrowing. Hence reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

(c) According to the information and explanations given to us, the Company does not have any term loans during the year and hence the reporting under reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

(d) According to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, the Company has not raised any short-term advances during the year. Hence the provisions of these clause are not applicable.

(e) and (f) The Company does not have any subsidiaries or associates and hence the reporting under Clause 3(ix)(e) and 3(ix)(f) of the Order is not applicable to the Company.

10. (a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

(b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

11. (a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

(b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

(c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

12. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

13. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

14. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act. Accordingly, the reporting under Clauses 3(xiv)(a) and 3(xiv)(b) of the Order is not applicable to the Company.

15. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding, or subsidiary company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

16. (a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi) of the Order is not applicable to the Company.

(b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

(c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

(d) Based on the information and explanations given to us, we report that the Group has 5 Core Investment Companies.

17. In our opinion and according to the information and explanations given to us, the Company has incurred no cash losses during the current financial year and in the immediately preceding financial year.

18. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

19. According to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report that the Company is not capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling due within a period of one year from the Balance Sheet date, will get discharged by the Company as and when they fall due.

20. According to the information and explanations given to us, the provisions of Section 135 of the Act relating to expenditure on corporate social responsibility are not applicable to the Company for the current financial period. Accordingly, the reporting under Clauses 3(xx)(a) and 3(xx)(b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Shirish Rahalkar
Partner
Membership No. 111212
UDIN: 26111212YDESKU7457

Mumbai, April 13, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date]

Report on the Internal Financial Controls with reference to Financial Statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls with reference to Financial Statements of **PSL Media & Communications Limited** ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to Financial Statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to Financial Statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to Financial Statements and their operating effectiveness. Our audit of internal financial controls with reference to Financial Statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to Financial Statements

A company's internal financial control with reference to Financial Statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to Financial Statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to Financial Statements to future periods are subject to the risk that the internal financial control with reference to Financial Statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to Financial Statements and such internal financial controls with reference to Financial Statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to Financial Statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm Registration No. 105102W

Shirish Rahalkar
Partner
Membership No. 111212
UDIN: 26111212YDESKU7457

Mumbai, April 13, 2026

BALANCE SHEET AS AT 31ST MARCH 2026

Rupees in '000

Particulars	Note No.	As at 31st March 2026	As at 31st March 2025
A ASSETS			
1 Non-Current Assets			
(a) Financial Assets			
(i) Investments	3	**198**	198
(b) Income Tax Assets (Net)	4	**454**	345
Total Non-Current Assets		**652**	543
2 Current Assets			
(a) Financial Assets			
(i) Investments	3	**8,599**	8,599
(ii) Cash and Cash Equivalents	5	**1,277**	1,199
(iii) Other bank balances	5	**17,409**	16,731
(iv) Other Financial Assets	6	**381**	460
(b) Income Tax Assets (Net)	4	**31**	109
Total Current Assets		**27,697**	27,097
Total Assets (1+2)		**28,349**	27,640
B EQUITY AND LIABILITIES			
1 EQUITY			
(a) Equity Share Capital	7	**547**	547
(b) Other Equity		**27,646**	26,915
Total Equity		**28,193**	27,462
2.1 Non-Current Liabilities			
(a) Financial Liabilities			
(i) Trade Payables	8		
(A) Total outstanding dues of micro enterprises and small enterprises		**–**	–
(B) Total outstanding dues of creditors other than micro enterprises		**–**	–
Total Non-Current Liabilities		**–**	**–**
2 Current Liabilities			
(a) Financial Liabilities			
(i) Trade Payables			
(A) Total outstanding dues of micro enterprises and small enterprises			
(B) Total outstanding dues of creditors other than micro enterprises	8	**157**	173
(b) Other Current Liabilities	9	**–**	5
Total Current Liabilities		**157**	**178**
Total Equity and Liabilities (1+2)		**28,349**	**27,640**

See accompanying notes forming part of the Financial Statements

In terms of our reports attached

For B. K. Khare & Co.
FRN : 105102W
Chartered Accountants

Shirish Rahalkar
Partner
M.No. 111212

Place : Mumbai
Date : April 13, 2026

For and on behalf of the Board of Directors

Parag Shah
DIN: 00374944
Director

Manoj Harlalka
DIN: 10711633
Director

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2026

Rupees in '000

	Particulars	Note No.	For the year ended 31st March 2026	For the year ended 31st March 2025
I	Revenue from operations			
II	Other Income	11	**1,798**	1,716
III	**Total Revenue (I + II)**		**1,798**	1,716
IV	**EXPENSES**			
	(a) Other expenses	12	**724**	407
	Total Expenses (IV)		**724**	407
V	**Profit/(loss) before tax (I - IV)**		**1,074**	1,309
VI	**Tax Expense**			
	(1) Current tax	13	**343**	330
	(2) Income Tax adjustments for earlier years		**–**	–
	Total tax expense		**343**	330
VII	**Profit/(loss) after tax from continuing operations for the period (V - VI)**		**731**	979
VIII	**Profit/(Loss) from continuing operations for the period attributable to:**			
	Owners of the Company		**731**	979
IX	**Earnings per equity share (for continuing operation):**			
	(1) Basic and diluted	14	**6.68**	8.95

See accompanying notes forming part of the Financial Statements

In terms of our report attached

For B. K. Khare & Co
FRN : 105102W
Chartered Accountants

Shirish Rahalkar
Partner
M.No. 111212

Place : Mumbai
Date : April 13, 2026

For and on behalf of the Board of Directors

Parag Shah
DIN: 00374944
Director

Manoj Harlalka
DIN: 10711633
Director

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST MARCH 2026

Particulars	Year ended March 31, 2026		Year ended March 31, 2025	
Cash flows from operating activities				
Profit before tax for the year		**1074**		1,309.00
Less : Interest Income		**(1798)**		(1,716.00)
		(724)		(407.00)
Movements in working capital:				
Increase/(Decrease) in trade payables	**(16)**		9.00	
Increase/(Decrease) in other Current Liabilities	**(5)**		(2.00)	
(Increase)/Decrease in other current assets				
(Increase)/Decrease in income tax assets	**162**		(184.35)	
		141		(177.35)
Cash generated from operations		**(583)**		(584.35)
Income taxes paid		**(267)**		(254.67)
Net cash (used in)/generated by operating activities		**(850)**		(839.02)
Cash flows from investing activities				
(Increase)/Decrease in other financial assets	**(192)**		672.00	
(Increase)/Decrease in investments	**0**		–	
Changes in margin accounts with bank	**0**		–	
Bank Deposits (placed) / matured (net)	**(677)**		(1,825.00)	
Corporate Deposits Given				
Corporate Deposits Refunded	**0**		–	
Interest Income	**1798**		1,716.00	
Net cash (used in)/generated by investing activities		**929**		563.50
Cash flows from financing activities		**0**		–
Net increase in cash and cash equivalents		**79**		(275.52)
Cash and cash equivalents at the beginning of the year		1199		1,474.02
Cash and cash equivalents at the end of the year		**1277**		**1,198.50**

The above cash flow statement has been prepared under the Indirect method as set out in IND AS 7 - Cash Flow Statement
See accompanying notes forming part of the Financial Statements

In terms of our report attached

For B. K. Khare & Co
FRN : 105102W
Chartered Accountants

Shirish Rahalkar
Partner
M.No. 111212

Place : Mumbai
Date : April 13, 2026

For and on behalf of the Board of Directors

Parag Shah
DIN: 00374944
Director

Manoj Harlalka
DIN: 10711633
Director

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED MARCH 31,2026

Rupees in '000

A) Equity share capital

Year	Number of shares	Balance at the beginning of the reporting period	Changes in equity share capital during the year	Balance at the end of the reporting period
2025-26	1,09,375	547		547
2024-25	1,09,375	547		547

Company has only one class of Equity Shares having par value of Rs. 5 each.

B) Other Equity

For the year ended June 30.2025

Particulars	General Reserve	Retained Earnings	Total
Balance as on 1st April 2025	9,168	17,748	26,916
Profit for the year	–	731	731
Balance as on 31st March 2026	**9,168**	**18,479**	**27,646**

For the year ended March 31, 2025

Particulars	General Reserve	Retained Earnings	Total
Balance as on 1st April 2024	9,168	16,769	25,937
Profit for the year	–	979	979
Balance as on 31st March 2025	**9,168**	**17,748**	**26,915**

See accompanying notes forming part of the Financial Statements

In terms of our report attached

For B. K. Khare & Co.
FRN : 105102W
Chartered Accountants

Shirish Rahalkar
Partner
M.No. 111212

Place : Mumbai
Date : April 13, 2026

For and on behalf of the Board of Directors

Parag Shah
DIN: 00374944
Director

Manoj Harlalka
DIN: 10711633
Director

NOTES FORMING PART OF FINANCIAL STATEMENTS

1 Company overview

PSL Media Communications Limited is a public limited company incorporated in Mumbai, India on 6th February, 1939 under the Companies Act 1913. The registered office of the company is located at Gateway House, Apollo Bunder, Mumbai.

2 Material Accounting Policies followed by the Company.

2.1 Statement of compliance and basis of preparation and presentation of financial statements:

The financial statements of the Company have been prepared in accordance with Indian Accounting Standards (Ind AS) notified under the Companies (Indian Accounting Standards) Rules, 2015 as amended by Companies (Indian Accounting Standards) Rules 2016. For all period upto and including the financial year ended 31st March 2016, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013 (Previous GAAP) which includes standards notified under the Companies (Accounting Standards) Rules, 2006.

All assets and liabilities are classified as current if it is expected to realise or settle within 12 months after the Balance Sheet date.

The financial statements are presented in Indian Rupees (INR) which is also the Company's functional currency.

2.2 Financial Assets and Financial Liabilities:

Financial Instruments:

Financial assets and financial liabilities are recognised when the company becomes a party to the contractual provisions of the instruments.

Financial Assets:

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis.

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis.

Financial Liabilities and Equity Instruments:

Equity Instrument:

Equity instruments issued by the Company are classified as equity in accordance with the substance of the contractual agreements and the definitions of an equity instrument.

Financial Liabilities:

All the financial liabilities are subsequently measured at either amortised cost using the effective interest method or at fair value through profit and loss, depending on the classification of the financial liabilities.

2.3 Revenue Recognition:

Interest income:

Interest income is accounted on accrual basis.

2.4 Taxes on Income:

Income tax expense represents the sum of the tax currently payable and deferred tax.

Current Tax is determined as the amount of tax payable in respect of taxable income for the year using the applicable tax rates and tax laws. Deferred tax is recognized, subject to consideration of prudence, on timing differences, being the difference between taxable income and accounting income, that originate in one period and are capable of reversal in one or more subsequent periods and is measured using tax rates enacted or subsequently enacted as at the Balance Sheet date. Deferred tax assets arising on account of unabsorbed depreciation or carry forward of losses are recognized only to the extent there is a virtual certainty supported by convincing evidence that sufficient future tax income will be available against which such deferred tax assets can be realized. The Carrying amount of deferred tax assets and liabilities are reviewed at each Balance Sheet date.

2.5 Cash and cash equivalents:

Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances, highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

2.6 Earnings Per Share:

Basic earnings per share is computed by dividing the profit / (loss) after tax by the weighted average number of equity shares outstanding during the year.

2.7 Use of estimates and judgements:

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, income, expenses etc. at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

In particular,]nformation about significant areas of estimation uncertainty and critical judgments in applying accounting policies that have the most significant effect on the amounts recognized in the financial statements are included in the following notes.

2.8 Recent Accounting Pronouncements

Where a covenant breach exists on or before the reporting date and, as a result, the liability becomes payable on demand on that date, the liability must be classified as current, even if the lender subsequently (i.e. after the reporting date but before approval of the financial statements) agrees not to demand payment.

The Company does not expect that the adoption of this amendment to have any impact on the financial statements of the Company in future periods.

Note No. 3 - Investments **Rupees in '000**

	As at 31st March 2026			As at 31st March 2025		
Particulars	**QTY**	**Amounts Current**	**Amounts Non Current**	QTY	Amounts Current	Amounts Non Current
Unquoted						
Carried at amortised cost						
i) Investment in New Democratic Electoral Trust	**19,826**		**198**	19,826		198
ii) Investment in Corporate Fixed Deposits		**8,599**	–		8,599	–
Total	**19,826**	**8,599**	**198**	19,826	8,599	198
Aggregate amount of unquoted investments		**8,599**	**198**		8,599	198

New Democratic Electoral Trust is a Company registered under Section 8 of the Companies Act, 2013. The Investment in the Company represents a 19.83% stake in the Share Capital of the Company as on 31st March, 2026

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note No. 4 - Income Tax Assets (Net)

Rupees in '000

Particulars	As at 31st March 2026		As at 31st March 2025	
	Current	Non-Current	Current	Non-Current
Income Tax Assets (Net)				
Advance Taxes (Net of Provisions)	**31**	**454**	109	345
Total	**31**	**454**	109	345

Note No. 5 : Cash and Cash Equivalents

Rupees in '000

Particulars	As at 31st March 2026		As at 31st March 2025	
Cash and Cash Equivalents	Current	Non-Current		
Balances with banks				
– In current accounts	**808**		730	
– Fixed Deposits with original maturity less than 3 months	**469**		469	
Total Cash and Cash Equivalents	**1,277**	**–**	1,199	–
Bank Balances other than Cash and Cash Equivalents				
In Fixed Deposit Receipts				
Balances with banks on margin accounts	**479**		479	
Fixed Deposits	**16,929**		16,252	
Total	**17,409**	**–**	16,731	

Note No. 6 - Other financial assets

Particulars	As at 31st March 2026		As at 31st March 2025	
	Current	Non-Current	Current	Non-Current
Financial assets carried at Amortized Cost				
Interest receivable on bank & corporate deposits	**381**		460	345
Total	**381**	**–**	460	**–**

Note No. 7 - Equity Share Capital

Rupees in '000

Particulars	As at 31st March 2026		As at 31st March 2025	
	No. of shares	Amount	No. of shares	Amount
Authorised:				
Equity shares of Rs.5/- each with voting rights	**20,00,000**	**10,000**	20,00,000	10,000
Issued, Subscribed and Fully Paid:				
Equity shares of Rs.5/- each with voting rights	**109,375**	**547**	109,375	547
Total	**1,09,375**	**547**	1,09,375	547

Rupees in '000

Particulars	As at 31st March 2026		As at 31st March 2025	
	No. of shares	Amount	No. of shares	Amount
Reconciliation of the equity shares outstanding at the beginning and at the end of the reporting period				
Opening Balance	**1,09,375**	**547**	1,09,375	547
Add: Issued during the year				
Less: Buy back during the year				
Closing Balance	**1,09,375**	**547**	1,09,375	547

Terms/ rights attached to equity shares

The Company is having only one class of equity shares having par value of Rs. 5 each. Each holder of equity share is entitled to one vote per share. In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company. The distribution will be in proportion to the number of equity shares held by the shareholders.

(ii) Details of shares held by each shareholder holding more than 5% shares

Particulars	As at 31st March 2026		As at 31st March 2025	
	No. of shares	%	No. of shares	%
Mahindra & Mahindra Limited	**19,750**	**18.06%**	19,750	18.06%
Prudential Management & Services Private Limited	**–**	**–**	34,992	31.99%
Mahindra Holdings Limited	**54,740**	**50.05%**	19,748	18.06%
Mrs. Leena Labroo jointly with Mr. S.Labroo.	**21,165**	**19.35%**	21,165	19.35%

Rupees in '000

Other equity

For the year ended June 30.2025

Particulars	As at 31st March 2026		
	General reserve	Retained earnings	Total
Balance as on 1st April 2025	**9,168**	**17,748**	**26,916**
Profit for the year	**–**	**731**	**731**
Balance as on 31st March 2026	**9,168**	**18,479**	**27,646**

Particulars	As at 31st March 2025		
	General reserve	Retained earnings	Total
Balance as on 1st April 2024	9,168	16,769	25,937
Profit for the year	–	979	979
Balance as on 31st March 2025	9,168	17,748	26,915

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note No. 8 - Trade Payables

Rupees in '000

Particulars	As at 31st March 2026 Current	Non Current	As at 31st March 2025 Current	Non Current
- Micro and small enterprises	–			
- Other than micro and small enterprises	157		173	
Total	**157**		173	

The identification of vendors as a "Supplier" under the Micro, Small and Medium Enterprises Development Act, 2006 (The Act) has been done on the basis of the information to the extent provided by the vendors to the Company.

Note 8.1: Trade Payable Ageing

Trade Payables ageing schedule as at June 30, 2025

Rupees in '000

Particulars	Unbilled	Outstanding for the following period from due date of payment: Less than 1 year	1-2 years	2-3 years	Total
(i) MSME		–	–	–	–
(ii) Others					–
(iii) Disputed dues — MSME					–
(iv) Disputed dues - Others					–
Total		–		–	

Trade Payables ageing schedule as at March 31, 2025

Rupees in '000

Particulars	Unbilled	Outstanding for the following period from due date of payment: Less than 1 year	1-2 years	2-3 years	Total
(i) MSME		–	–	–	–
(ii) Others		15	88		102
(iii) Disputed dues — MSME					–
(iv) Disputed dues - Others					–
Total	**–**	**15**	**88**	–	102

Classification of creditors into Current & Non Current

Name of Creditors	1 yr and less	1 yr and more	1 yr and less	1 yr and more
B. K. Khare & Co	–		–	
Expenses Payable	157	–	–	
FCB Interface Communications Limited				
MAHINDRA & MAHINDRA LIMITED	–	–	–	
Lodestar	–		–	
Link Intime Pvt Ltd	–		–	
Martinho Ferrao & Associates				
Mahindra Integrated Business Solutions Ltd	–	–	–	
National Security Depository Limited	–			
Parikh & Associates-CS	–		–	
Dhruti Kesaria & Associates-CS	–			
Sandeep Parekh & Associates-CS	–			
S P Advisors	–			
Total	**157**	**–**	–	–

Note No. 9 - Other Liabilities

Rupees in '000

Particulars	As at 31st March 2026 Current	Non Current	As at 31st March 2025 Current	Non Current
a) Statutory dues				
- taxes payable (other than income taxes)	–		5	
Total	**–**	**–**	5	–

Note No. 10 - Other Income

Rupees in '000

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Interest Income		
(1) Interest income on Bank Deposits	**1,123**	1,047
(2) Interest income on Corporate Deposits	**675**	670
(3) Interest on IT Refund	**–**	
Other Income		
(1) Sundry Balances written back	**–**	
Total	**1,798**	1,716

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note No. 11 - Other Expenses

Particulars			Rupees in '000 For the year ended 31st March 2026	For the year ended 31st March 2025
(1)	Payment to Auditors towards Audit Fees		**30**	30
(2)	Other expenses			
	(i)	Professional Fees	**399**	364
	(ii)	NSDL Charges	**6**	12
	(iii)	Bank Charges	**–**	
	(iv)	Provision for Accrued Interest	**290**	
	(v)	Other Expenses	**–**	1
Total			**724**	407

Note No. 12 - Current Tax

(a) Income Tax recognised in profit or loss

Particulars	Rupees in '000 For the year ended 31st March 2026	For the year ended 31st March 2025
Current Tax:		
In respect of current year	**343**	329
In respect of earlier years	**–**	
Total	**343**	329

(b) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Particulars	Rupees in '000 For the year ended 31st March 2026	For the year ended 31st March 2025
Profit before tax	**1,074**	1,309
Income tax expense calculated at 25.17% (2020: 25.17%)	**343**	329
Income tax expense recognised In profit or loss from continuing operations	**343**	329

The tax rate is the corporate tax rate of 22% (including surcharge 10% & education and higher education cess of 4%) payable by corporate entities in India on taxable profits under Indian Income Tax Laws.

Note No. 13 - Earnings per Share

Particulars	Rupees in '000 For the year ended 31st March 2026	For the year ended 31st March 2025
	Per Share	
Basic Earnings per share		
From continuing operations	**6.68**	8.95
Total basic and diluted earnings per share	**6.68**	8.95

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

Particulars	Rupees in '000 For the year ended 31st March 2026	For the year ended 31st March 2025
	Per Share	
Net Profit after tax available for equity shareholders (Rs.)	**731**	979
Weighted average number of equity shares (No.)	**109**	109
Basic and Diluted Earnings per share (Rs.)	**6.68**	8.95

Note No. 14 - Financial Instruments

Capital management

The company's capital management objectives are:

- to ensure the company's ability to continue as a going concern
- to provide an adequate return to shareholders

The company monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial.

	Rupees in '000	
	31-Mar-26	31-Mar-25
Equity	**28,193**	27,463
	28,193	27,463

Categories of financial assets and financial liabilities

	Rupees in '000 As at 31st March 26	
	Amortised Costs	**Total**
Non-current Assets		
Investments	**198**	**198**
Current Assets		
Investments	**8,599**	**8,599**
Cash and Cash Equivalents	**1,474**	**1,474**
Other bank balances	**14,906**	**14,906**
Other Financial Assets - Interest receivable	**1,132**	**1,132**
Non Current Liabilities		
Trade Payables	**–**	**–**
Current Liabilities		
Trade Payables	**164**	**164**

NOTES FORMING PART OF FINANCIAL STATEMENTS

Rupees in '000

	Amortised Costs	As at 31st March 25 Total
Non-current Assets		
Investments	198	198
Current Assets		
Investments	8,599	8,599
Cash and Cash Equivalents	1,474	1,474
Other bank balances	14,906	14,906
Other Financial Assets - Interest receivable	1,132	1,132
Non Current Liabilities		
Trade Payables	–	–
Current Liabilities		
Trade Payables	164	164

LIQUIDITY RISK

(i) Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) Maturities of financial liabilities

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

Rupees in '000

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years
	INR	INR	INR
Non-derivative financial liabilities			
31-Mar-26			
Non-interest bearing - Trade payables	**157**		
	157	**–**	–
Non-derivative financial liabilities			
31-Mar-25			
Non-interest bearing - Trade payables	157		
	157	**–**	**–**

(iii) Maturities of financial assets

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Rupees in '000

Particulars	Less than 1 Year	1-3 Years	3 Years to 5 Years
	INR	INR	INR
Non-derivative financial assets			
31-Mar-26			
Non-interest bearing	**1,189**	**–**	–
Fixed interest rate instruments	**26,477**	**198**	–
Total	**27,666**	**198**	–
31-Mar-25			
Non-interest bearing	2,137	–	–
Fixed interest rate instruments	23,974	198	–
	26,111	**198**	–

MARKET RISK

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk such as equity price risk and commodity price risk. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

There has been no significant changes to the company's exposure to market risk or the methods in which they are managed or measured.

Note No. 15 - Fair Value Measurement

Fair value of financial assets and financial liabilities that are measured at Amorized Cost (Level 2)

Rupees in '000

	31-Mar-26		31-Mar-25	
Particulars	Carrying amount	Fair value	Carrying amount	Fair value
Financial assets				
Financial assets carried at Amortised Cost				
– investments in equity instruments	**26,008**	**26,008**	23,505	23,505
– cash & cash equivalents	**1,277**	**1,277**	1,474	1,474
– other bank balances	**17,409**	**17,409**	14,906	14,906
– Other Financial Assets	**381**	**381**	1,132	1,132
Total	**45,075**	**45,075**	41,017	41,017
Financial liabilities				
Financial liabilities held at amortised cost				
– trade and other payables	**–**	**0**	164	164
Total	**0**	**0**	164	164

NOTES FORMING PART OF FINANCIAL STATEMENTS

Note No. 16 - Related Party Transactions

Description of Related Party	Name of Related Party
Entities having significant influence over Company	Mahindra & Mahindra Limited Mahindra Integrated Business Solutions Pvt Ltd
Other Group Entities	

Details of transaction between the Company and its related parties are disclosed below:

Particulars	For the year ended	Rupees in '000 Entities having significant influence over Company
Nature of transactions with Related Parties		
Reimbursement of expenses (including goods & service tax)	**31-Mar-26**	147
Shared Services (including goods & service tax)	**31-Mar-26**	106
Reimbursement of expenses (including goods & service tax)	**31-Mar-25**	196
Shared Services (including goods & service tax)	**31-Mar-25**	142

Nature of Balances with Related Parties	Balance as on	Rupees in '000 Entities having significant influence over Company
Trade payables	**31-Mar-26**	–
	31-Mar-25	122

Note 17 :

In July 2002, the company had substantially suspended its operations, all employees of the company were separated and the company was not perceived to be a going concern. However, on reassesment of the situation and in light of the totality of the circumstances presently existing, the company is considered as a going concern. The management has however not yet pursued any new business in the current financial year.

Note 18 Other Statutory Informations:

(a) The Company does not have any benami property, where any proceeding has been initiated or pending against the Company for holding any benami property.

(b) The Company has not traded or invested in Crypto currency or Virtual Currency during the financial year.

(c) The Company has not advanced or loaned or invested funds to any other person(s) or entity(ies), including foreign entities (Intermediaries) with the understanding that the Intermediary shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(d) The Company has not received any fund from any person(s) or entity(ies), including foreign entities (funding party) with the understanding (whether recorded in writing or otherwise) that the Group shall:

(i) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the funding party (ultimate beneficiaries) or

(ii) provide any guarantee, security or the like to or on behalf of the ultimate beneficiaries.

(e) The Company does not have any such transaction which is not recorded in the books of accounts that has been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961.

(f) The Company has complied with the number of layers prescribed under clause (87) of section 2 of the Act read with the Companies (Restriction on number of Layers) Rules, 2017.

(g) The Company is not declared wilful defaulter by and bank or financials institution or lender during the year.

(h) The Company has used the borrowings from banks and financial institutions for the specific purpose for which it was obtained.

(i) The Company does not have transactions with any struck off entity.

(j) The Company has not raised loans during the year on the pledge of securities held in its subsidiaries or joint ventures or associate companies.

Note 19 :

Previous year's figures have been regrouped/restated wherever necessary to confirm to this year's classification

For B. K. Khare & Co
FRN : 105102W
Chartered Accountants

Shirish Rahalkar
Partner
M.No. 111212

Place : Mumbai
Date : April 13, 2026

For and on behalf of the Board of Directors

Parag Shah
DIN: 00374944
Director

Manoj Harlalka
DIN: 10711633
Director

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF

MAHINDRA CONSTRUCTION COMPANY LIMITED

Report on the Audit of Financial Statements

Opinion

We have audited the accompanying Financial Statements of Mahindra Construction Company Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2026, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Cash Flows and the Statement of Changes in Equity for the year then ended, and a summary of material accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2026, its loss and total comprehensive income, its changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the Financial Statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the 'Auditors' Responsibilities for the Audit of the Financial Statements' section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("the ICAI") together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Financial Statements.

Materiality Uncertainty Related to Going Concern

We draw attention to Note 28 in the financial statements which describes the conditions and event that indicate material uncertainty relating to the Company's ability to continue as going concern and management plan to mitigate the same. Our opinion is not modified in respect of this matter.

Information Other than the Financial Statements and Auditors' Report thereon

The Company's Board of Directors is responsible for the other information. The other information comprises the Directors Report and the related annexures but does not include the Financial Statements and our Auditors' Report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of Management for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Financial Statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to

issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other Legal and Regulatory requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Act and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in Annexure B, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
   (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
   (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.

(c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this report are in agreement with the books of account.

(d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards specified under Section 133 of the Act.

(e) On the basis of the written representations received from the directors as on March 31, 2026 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2026 from being appointed as a director in terms of Section 164(2) of the Act.

(f) With respect to the adequacy of the internal financial controls with reference to the Financial Statements of the Company and the operating effectiveness of such controls, refer to our separate report in Annexure A. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls with reference to the Financial Statements.

(g) The Company has not paid/provided any remuneration to managerial personnel as defined in the Act. Accordingly, the provisions of Section 197 of the Act related to the managerial remuneration are not applicable to the Company.

(h) With respect to the other matters to be included in the Auditors' Report in accordance with the requirements of Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position;

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses and

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv. (a) The management has represented that, to the best of its knowledge and belief, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person(s) or entity(ies), including foreign entities ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, whether, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Company ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries;

(b) The management has represented that, to the best of its knowledge and belief, no funds have been received by the Company from any person(s) or entity(ies), including foreign entities ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries; and

(c) Based on such audit procedures that we considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (a) and (b) contain any material misstatement.

v. The Company has not declared or paid any dividend during the year.

vi. Based on our examination which included test checks, the Company has used an accounting software for maintaining its books of account which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit, we did not come across any instance of audit trail feature being tampered with. Additionally, the audit trail has been preserved by the Company as per the statutory requirements for record retention.

For **B. K. Khare & Co.**
Chartered Accountants
Firm's Registration No. 105102W

Shirish Rahalkar
Partner
Membership No.111212
UDIN: 26111212JLSINA1974

Mumbai, April 10, 2026

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

Referred to in paragraph 2 (f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date.

Report on the Internal Financial Controls with reference to financial statements under Clause (i) of sub-section (3) of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of Mahindra Construction Company Limited ("the Company") as of March 31, 2026 in conjunction with our audit of the Financial Statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business including adherence to the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls with reference to financial statements of the Company based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting ("the Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls with reference to financial statements was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system with reference to financial statements and their operating effectiveness. Our audit of internal financial controls with reference to financial statements included obtaining an understanding of internal financial controls with reference to financial statements, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system with reference to financial statements.

Meaning of Internal Financial Controls with reference to financial statements

A company's internal financial control with reference to financial statements is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control with reference to financial statements includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorisations of management and directors of the Company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls with reference to financial statements

Because of the inherent limitations of internal financial controls with reference to financial statements, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls with reference to financial statements to future periods are subject to the risk that the internal financial control with reference to financial statements may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system with reference to financial statements and such internal financial controls with reference to financial statements were operating effectively as at March 31, 2026, based on the criteria for internal financial control with reference to financial statements established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **B. K. Khare & Co.**
Chartered Accountants
Firm's Registration No. 105102W

Shirish Rahalkar
Partner
Membership No. 111212
UDIN: 26111212JLSINA1974

Mumbai, April 10, 2026

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date]

i. a) According to the information and explanations given to us, the Company does not hold any property, plant and equipment. Accordingly, the reporting under Clause 3(i)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us, the Company does not hold any property, plant and equipment. Accordingly, the reporting under Clause 3(i)(b) of the Order is not applicable to the Company.

c) According to the information and explanations given to us, the Company has no immoveable properties registered in its name. Accordingly, the reporting under Clause 3(i)(c) of the Order is not applicable to the Company.

d) According to the information and explanations given to us, the Company has not revalued any of its Property, Plant and Equipment (including Right of Use assets) during the year.

e) Based on the audit procedures performed by us and according to the information, explanations and representations given to us, no proceedings have been initiated or are pending against the Company for holding any Benami property under the Benami Transactions (Prohibition) Act, 1988 (45 of 1988) and rules made thereunder.

ii. a) The Company is in the business of rendering services and consequently, does not hold any inventory. Accordingly, the reporting under Clause 3(ii)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us, the Company has not been sanctioned working capital limits in excess of five crore rupees, in aggregate, from banks or financial institutions on the basis of security of current assets at any point of time during the year.

iii. According to the information and explanations given to us, the Company has not made investments in or provided any guarantee or security or granted any loans or advances in the nature of loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or any other parties during the year. Accordingly, the reporting under Clauses 3(iii)(a) to 3(iii)(f) of the Order is not applicable to the Company.

iv. According to the information and explanations given to us, the Company has not granted any loans or made any investments or provided any guarantees or security to the parties covered under Sections 185 and 186 of the Act. Accordingly, the reporting under Clause 3(iv) of the Order is not applicable to the Company.

v. According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of Sections 73 to 76 or any other relevant provisions of the Act and the rules framed there under, where applicable. Accordingly, the reporting under Clause 3(v) of the Order is not applicable to the Company.

vi. The Central Government has not prescribed the maintenance of cost records under subsection (1) of Section 148 of the Act for any of the products of the Company. Accordingly, the reporting under Clause 3(vi) of the Order is not applicable to the Company.

vii. a) According to the information and explanations given to us and on the basis of our examination of records of the Company, the amounts deducted / accrued in the books of account in respect of undisputed statutory dues including Income-tax, and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no undisputed statutory dues payable in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Sales tax, Service tax, Duty of Customs, Duty of Excise, Cess and Value Added Tax.

According to the information and explanations given to us and on the basis of our examination of records of the Company, there were no arrears of undisputed statutory dues in respect of Goods and Services Tax, Provident fund, Employees' State Insurance, Income-tax, Sales tax, Service tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues as on the last day of the financial year for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us and on the basis of our examination of records of the Company, there are no statutory dues in respect of Goods and Services Tax, Provident Fund, Employees' State Insurance, Income-tax, Cess and any other material statutory dues as at 31 March 2026, which have not been deposited with the appropriate authorities on account of any dispute.

viii. According to the information and explanations given to us, there are no transactions not recorded in the books of account which have been surrendered or disclosed as income during the year in the tax assessments under the Income-tax Act, 1961. Accordingly, the reporting under Clause 3(viii) of the Order is not applicable to the Company.

ix. a) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any loans or other borrowings during the year. Accordingly, the reporting under Clause 3(ix)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us, the Company has not been declared a wilful defaulter by any bank or financial institution or any other lender till the date of our audit report.

c) According to the information and explanations given to us and based on the audit procedures performed by us, the Company has not availed any term loans during the year. Accordingly, the reporting under Clause 3(ix)(c) of the Order is not applicable to the Company.

d) In our opinion and according to the information and explanations given to us and on an overall examination of the Balance Sheet of the Company, we report that funds raised on short-term basis have not been utilised for long- term purposes as at the Balance Sheet date.

e) The Company does not have any subsidiaries or associates and hence the reporting under Clause (ix) (e) of the Order is not applicable to the Company.

f) The Company does not have any subsidiaries or associates and hence the reporting under Clause (ix) (f) of the Order is not applicable to the Company.

x. a) According to the information and explanations given to us, the Company has not raised any moneys by way of initial public offer or further public offer (including debt instruments) during the year. Accordingly, the reporting under Clause 3(x)(a) of the Order is not applicable to the Company.

b) According to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully, partially or optionally convertible) during the year. Accordingly, the reporting under Clause 3(x)(b) of the Order is not applicable to the Company.

xi. a) During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India and according to the information and explanations given to us, we have neither come across any instance of fraud by the Company or on the Company noticed or reported during the year, nor have we been informed of any such case by the management.

b) There has been no report filed by us under sub-section (12) of Section 143 of the Act in Form ADT-4 as prescribed under Rule 13 of the Companies (Audit and Auditors) Rules, 2014 with the Central Government. Accordingly, the reporting under Clause 3(xi)(b) of the Order is not applicable to the Company.

c) As represented to us by the management, no whistle blower complaints were received by the Company during the year.

xii. According to the information and explanations given to us, the Company is not a Nidhi company and the Nidhi Rules, 2014 are not applicable to it. Accordingly, the reporting under Clause 3(xii) of the Order is not applicable to the Company.

xiii. In our opinion and according to the information and explanations given to us, the Company has entered into transactions with related parties in compliance with the provisions of Sections 177 and 188 of the Act. The details of such related party transactions have been disclosed in the Financial Statements as required by Indian Accounting Standard (Ind AS) 24, Related Party Disclosures specified under Section 133 of the Act.

xiv. In our opinion and based on our examination, the Company does not have an internal audit system and is not required to have an internal audit system as per the provisions of the Act.

xv. According to the information and explanations given to us, the Company has not entered into any non-cash transactions with its directors or directors of its holding, or subsidiary company or persons connected with them during the year and hence, the provisions of Section 192 of the Act are not applicable to the Company. Accordingly, the reporting under Clause 3(xv) of the Order is not applicable to the Company.

xvi. a) According to the information and explanations given to us, the Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the reporting under Clause 3(xvi) of the Order is not applicable to the Company.

b) In our opinion and according to the information and explanations given to us, the Company has not conducted any Non-Banking Financial or Housing Finance activities. Accordingly, the reporting under Clause 3(xvi)(b) of the Order is not applicable to the Company.

c) In our opinion and according to the information and explanations given to us, the Company is not a Core Investment Company (CIC) as defined in the

regulations made by the Reserve Bank of India. Accordingly, the reporting under Clauses 3(xvi)(c) of the Order is not applicable to the Company.

d) Based on the information and explanations given to us, we report that the Group has four Core Investment Companies.

xvii. In our opinion and according to the information and explanations given to us, the Company has incurred cash losses of Rs 6.42 lakhs in the current financial year. The Company had incurred cash losses of Rs. 15.17 Lakhs in the immediately preceding financial year.

xviii. There has been no resignation of the statutory auditors during the year. Accordingly, the reporting under Clause 3(xviii) of the Order is not applicable to the Company.

xix. As more fully explained in Note 28 to the financial statements and according to the information and explanations given to us and on the basis of the financial ratios, ageing and expected dates of realisation of financial assets and payment of financial liabilities, other information accompanying the financial statements, our knowledge of the Board of Directors and management plans, we are of the opinion that a material uncertainty exists as on the date of the audit report that the Company would be capable of meeting its liabilities existing at the date of Balance Sheet as and when they fall due within a period of one year from the Balance Sheet date.

xx. According to the information and explanations given to us, the provisions of section 135 of the Act is not applicable to the company and hence reporting under the provisions of clause (XX) (a) and (b) of the Order is not applicable to the Company.

For **B. K. Khare & Co.**
Chartered Accountants
Firm's Registration No. 105102W

Shirish Rahalkar
Partner
Membership No. 111212
UDIN: 26111212JLSINA1974

Mumbai, April 10, 2026

BALANCE SHEET AS AT 31ST MARCH, 2026

Amount in Rs. Lakhs

		Note No.	As at 31st March, 2026	As at 31st March, 2025
I	**ASSETS**			
	1 NON-CURRENT ASSETS			
	(a) Financials Assets	3	**–**	–
	(b) Non current investment	4	**–**	–
	(c) Other Non-current Tax Assets	5	**0.99**	44.55
	SUB-TOTAL		**0.99**	44.55
	2 CURRENT ASSETS			
	(a) Financial Assets			
	(i) Cash and Cash Equivalents	6	**10.50**	16.40
	(iii) Bank balances other than (ii) above	6	**77.23**	68.11
	(iv) Other financial Assets	7	**2.05**	7.70
	SUB-TOTAL		**89.78**	92.21
	TOTAL ASSETS		**90.77**	136.76
II	**EQUITY AND LIABILITIES**			
	1 EQUITY			
	(a) Equity Share Capital	8	**240.05**	240.05
	(b) Other Equity	9	**(2,446.25)**	(2,403.44)
	SUB-TOTAL		**(2,206.20)**	(2,163.39)
	LIABILITIES			
	2 NON-CURRENT LIABILITIES			
	(a) Provisions	10	**–**	–
	SUB-TOTAL		**–**	–
	3 CURRENT LIABILITIES			
	(a) Financial Liabilities			
	(i) Borrowings	11	**1,673.26**	1,673.26
	(ii) Trade Payables	12	**622.78**	622.59
	(iii) Other Financial Liabilities	13	**0.01**	0.01
	(b) Provisions	14	**0.81**	0.81
	(c) Other Current Liabilities	15	**0.11**	3.48
	SUB-TOTAL		**2,296.97**	2,300.15
	TOTAL		**90.77**	136.76

For M/s. B K Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Shirish Rahalkar
Partner
Member Registration No. 111212

Mumbai, Date: 10th April 2026

For and on behalf of the Board of Directors

Manoj Harlalka (DIN: 10711633)
Director

Parveen Mahtani (DIN: 05189797)
Director

Mumbai, Date: 10th April 2026

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2026

Amount in Rs. Lakhs

	Particulars	Note No.	For the year ended 31st March 2026	For the year ended 31st March 2025
I	Revenue from operations		**–**	–
II	Other Income	16	**3.99**	38.63
III	**Total Revenue (I + II)**		**3.99**	38.63
IV	**EXPENSES**			
	(i) Employee Benefit Expenses	17	**0.08**	0.08
	(ii) Finance Costs	18	**–**	0.48
	(iii) Other expenses	19	**2.65**	42.88
	Total Expenses (IV)		**2.73**	43.44
V	**Profit before tax (III - IV)**		**1.26**	(4.81)
VI	**Tax Expense**			
	(1) Current tax		**0.26**	–
	(2) Tax receivable written off		**43.81**	–
	(3) Deferred tax		**–**	–
	Total tax expense		**44.07**	–
VII	**Profit for the period (V - VI)**		**(42.81)**	(4.81)
VIII	**Profit for the period attributable to:**			
	Owners of the Company		**(42.81)**	(4.81)
	Non controlling interests		**–**	–
IX	**Total comprehensive income for the period attributable to:**			
	Owners of the Company		**(42.81)**	(4.81)
	Non controlling interests		**–**	**–**
X	**Earnings per equity share**			
	(1) Basic	20	**(1.78)**	(0.20)
	(2) Diluted	20	**(1.78)**	(0.20)

For M/s. B K Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Shirish Rahalkar
Partner
Member Registration No. 111212

Mumbai, Date: 10th April 2026

For and on behalf of the Board of Directors

Manoj Harlalka (DIN: 10711633)
Director

Parveen Mahtani (DIN: 05189797)
Director

Mumbai, Date: 10th April 2026

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2026

(Indirect Method)

		For the year ended 31st March 2026	For the year ended 31st March 2025
		Amount in Rs. Lakhs	Amount in Rs. Lakhs
A.	**CASH FLOW FROM OPERATING ACTIVITIES:**		
	Profit before taxation	**1.26**	(4.81)
	Adjustments for:		
	Depreciation		
	Interest on bank deposits	**(3.99)**	(5.32)
		(3.99)	(5.32)
	Operating Profit/(Loss) before Working capital changes	**(2.73)**	(10.13)
	Changes in:		
	Trade and other receivables	**(5.65)**	1.60
	Trade and other payables	**2.46**	(6.18)
		(3.18)	(4.58)
	Cash generated from operations	**(5.91)**	(14.71)
	Income taxes paid	**(0.51)**	(0.46)
	NET CASH USED IN OPERATING ACTIVITIES	**(6.42)**	(15.17)
B.	**CASH FLOW FROM INVESTING ACTIVITIES:**		
	Investment in Bank deposits (Net)	**(9.12)**	18.95
	Interest received	**9.64**	3.72
	NET CASH FROM INVESTING ACTIVITIES	**0.51**	22.67
C.	**CASH FLOW FROM FINANCING ACTIVITIES:**		
	Proceeds from the issue of share capital (including share premium)		
	NET CASH FROM FINANCING ACTIVITIES	**–**	–
	NET INCREASE IN CASH AND CASH EQUIVALENTS	**(5.90)**	7.51
	CASH AND CASH EQUIVALENTS (see Note below)		
	Opening balance	**16.40**	8.89
	Closing balance	**10.50**	16.40

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2026 (Contd.)

	For the year ended 31st March 2026 Amount in Rs. Lakhs	For the year ended 31st March 2025 Amount in Rs. Lakhs
Note:		
Cash and cash equivalents includes:		
Cash on hand	–	–
Balances with Scheduled Banks:		
(I) on Current Accounts	**10.50**	16.40
	10.50	16.40

In terms of our report attached

For M/s. B K Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Shirish Rahalkar
Partner
Member Registration No. 111212

Mumbai, Date: 10th April 2026

For and on behalf of the Board of Directors

Manoj Harlalka (DIN: 10711633)
Director

Parveen Mahtani (DIN: 05189797)
Director

Mumbai, Date: 10th April 2026

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2026

Amount in Rs. Lakhs

A. Equity share capital

As at 31st March, 2024	240.05
Changes in equity share capital during the year	–
As at 31st March, 2025	240.05
Changes in equity share capital during the year	–
As at 31st March, 2026	240.05

B. Other Equity

	Reserves & Surplus	
	General Reserve	**Total**
As at 31st March, 2024	(2,398.63)	(2,398.63)
Profit / (Loss) for the period	(4.81)	(4.81)
Other Comprehensive Income / (Loss)		–
Total Comprehensive Income for the year	(2,403.44)	(2,403.44)
Transfers to Reserves		–
As at 31st March, 2025	(2,403.44)	(2,403.44)
Profit / (Loss) for the period	(42.81)	(42.81)
Other Comprehensive Income / (Loss)		–
Total Comprehensive Income for the year	(2,446.25)	(2,446.25)
Transfers to Reserves		–
As at 31st March, 2026	**(2,446.25)**	**(2,446.25)**

For M/s. B K Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Shirish Rahalkar
Partner
Member Registration No. 111212

Mumbai, Date: 10th April 2026

For and on behalf of the Board of Directors

Manoj Harlalka (DIN: 10711633)
Director

Parveen Mahtani (DIN: 05189797)
Director

Mumbai, Date: 10th April 2026

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

1 Company overview

Mahindra Construction Company Limited is a Limited Company incorporated and domiciled in India. The Company's registered office is at Mumbai, Maharashra, India. These financial statements correspond to the stand alone financial statments of the Company.

2 Basis of preparation

a. Statement of compliance and basis of preparation

These financial statements have been prepared in accordance with Indian Accounting Standards as per the Companies (Indian Accounting Standards) Rules, 2015 as amended and notified under Section 133 of the Companies Act, 2013 (the 'Act') and other relevant provisions of the Act.

The Company's financial statements upto and for the year ended 31st March 2016 were prepared in accordance with the Standards as per Companies (Accounting Standards) Rules, 2006, notified under Section 133 of the Act and other relevant provisions of the Act which was the previous GAAP (IGAAP).

The financial statements were approved by the Company's Board of Directors and authorised for issue on 10th April 2026

b. Functional and presentation currency

These financial statements are presented in Indian Rupees ('INR' or 'Rs.') which is also the Company's functional currency. All amounts are rounded-off to the nearest lakhs, unless otherwise indicated.

c. Basis of measurement

The financial statements have been prepared on the historical cost basis except for certain financial instruments which are measured at fair values.

d. Use of judgements and estimates

In preparing these financial statements, management has made judgements, estimates and assumptions that affect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income, expenses and the disclosures of contingent assets and liabilities. Actual results may differ from these estimates. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Following are areas that involved a higher degree of estimate and judgement or complexity in determining the carrying amount of some assets and liabilities.

- useful life of property, plant and equipment and intangible assets
- estimation of define benefit obligation
- provision for warranty claims
- income taxes - current and deferred taxes
- fair value of unlisted securities
- impairment of trade receivables

Detailed information about each of these estimates and judgements that have a significant risk of resulting in material adjustment within the next financial year is included in relevant notes for the above items.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances.

e. Measurement of fair values

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

In determining the fair value of its financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each reporting date. The Chief Financial Officer and persons entrusted have overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values and assessments that these valuations meet the requirements of Ind AS. The methods used to determine fair value include discounted cashflow analysis, available quoted market prices and dealer quotes. All methods of assessing fair value result in general approximation of value, and such value may never actually be realised.

Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets and liabilties.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: inputs for the asset ot liability that are not based on observable market data (unobservable inputs).

f. Significant accounting policies

a. Revenue Recognition

– Dividend and interest income

Dividend income from investments is recognised when the shareholder's right to receive payment has been established (provided that it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably).

Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the Group and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

b. Taxation

Income tax expense represents the sum of the tax currently payable and deferred tax.

1 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from 'profit before tax' as reported in the consolidated statement of profit and loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Group's current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

2 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from the initial recognition (other than in a business combination) of assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Group expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

3 Current and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the current and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where current tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

Financial instruments

Financial assets and financial liabilities are recognised when a group entity becomes a party to the contractual provisions of the instruments.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

Financial assets

All regular way purchases or sales of financial assets are recognised and derecognised on a trade date basis. Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the time frame established by regulation or convention in the marketplace.

All recognised financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

Classification of financial assets

Debt instruments that meet the following conditions are subsequently measured at amortised cost (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is to hold assets in order to collect contractual cash flows; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

For the impairment policy on financial assets measured at amortised cost

Debt instruments that meet the following conditions are subsequently measured at fair value through other comprehensive income (except for debt instruments that are designated as at fair value through profit or loss on initial recognition):

- the asset is held within a business model whose objective is achieved both by collecting contractual cash flows and selling financial assets; and
- the contractual terms of the instrument give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Interest income is recognised in profit or loss for FVTOCI debt instruments. For the purposes of recognising foreign exchange gains and losses, FVTOCI debt instruments are treated as financial assets measured at amortised cost. Thus, the exchange differences on the amortised cost are recognised in profit or loss and other changes in the fair value of FVTOCI financial assets are recognised in other comprehensive income and accumulated under the heading of 'Reserve for debt instruments through other comprehensive income'. When the investment is disposed of, the cumulative gain or loss previously accumulated in this reserve is reclassified to profit or loss.

For the impairment policy on debt instruments at FVTOCI

All other financial assets are subsequently measured at fair value

Effective interest method

The effective interest method is a method of calculating the amortised cost of a debt instrument and of allocating interest income over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the debt instrument, or, where appropriate, a shorter period, to the net carrying amount on initial recognition.

Income is recognised on an effective interest basis for debt instruments other than those financial assets classified as at FVTPL. Interest income is recognised in profit or loss and is included in the "Other income" line item.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 3 - Financial Assets

Amount in Rs. Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
	Amounts	Amounts
	Non-Current	Non-Current
Security deposits		
Unsecured, considered good	**1.05**	1.05
Less: Provision for Doubtful Debts	**(1.05)**	(1.05)
	(0.00)	–

Note No. 4 - Non current investment

Amount in Rs. Lakhs

Particulars	As at 31st March 2026		As at 31st March 2025	
	Number of shares	Rupees	Number of shares	Rupees
Investments (At cost, unless otherwise specified):				
Unquoted shares (Non-trade and fully paid-up unless otherwise specified)				
a) Investment in others				
In New Tirupur Area Development Corporation Ltd Rs.10 per share	**70,00,000**	**700**	70,00,000	700
Less: Provision for diminution in value of investment		**(700)**		(700)
Total		**–**		–

Note No. 5 - Other Non-current Tax Assets

Amount in Rs. Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
	Amounts	Amounts
	Non-Current	Non-Current
Advance income tax (net of provision)	**0.99**	44.55
Fringe Benefit Tax [Net of provisions]	**–**	–
	0.99	44.55

Note No. 6 - Cash and Bank Balances

Amount in Rs. Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Cash and cash equivalents		
(a) Balances with banks	**10.50**	16.40
(b) Cash on hand	**–**	–
Total Cash and cash equivalent	**10.50**	16.40

Amount in Rs. Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Other Bank Balances		
(a) Balances with Banks:		
(i) Fixed Deposits with maturity greater than 3 months	**77.23**	68.11
Total Other Bank balances	**77.23**	68.11

Note No. 7 - Other Financial Assets

Amount in Rs. Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
	Current	Current
a) Other Current Assets		
– Interest accrued but not due on term deposits	**2.05**	7.70
Total Other Financial Assets	**2.05**	7.70

Note No. 8 - Equity Share Capital

Amount in Rs. Lakhs

	As at 31st March 2026		As at 31st March 2025	
	Nos	Rupees	Nos	Rupees
Authorised shares:				
Equity Shares of Rs. 10 each	**45,00,000**	**450.00**	45,00,000	450.00
	45,00,000	**450.00**	45,00,000	450.00
Issued, subscribed and fully paid-up shares:				
Equity Shares of Rs.10 each	**24,00,520**	**240.05**	24,00,520	240.05
	24,00,520	**240.05**	24,00,520	240.05
a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period Equity:				
Opening Balance	**24,00,520**	**240.05**	24,00,520	240.05
Add: Issued during the year	**–**	**–**	**–**	**–**
Closing Balance	**24,00,520**	**240.05**	24,00,520	240.05

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

(iii) Details of shares held by the parent company, the ultimate parent company, their subsidiaries and associates

Particulars	Amount in Rs. Lakhs No. of Shares Equity Shares with Voting rights
As at 31st March 2026	
Mahindra & Mahindra Limited	**9,00,000**
Mahindra World City (Maharashtra) Limited	**10,00,380**
Deep Mangal Developers Pvt. Ltd	**3,00,000**
As at 31st March 2025	
Mahindra & Mahindra Limited	9,00,000
Mahindra World City (Maharashtra) Limited	10,00,380
Deep Mangal Developers Pvt. Ltd	3,00,000

(iv) Details of shares held by each shareholder holding more than 5% shares:

Class of shares/Name of shareholder	Amount in Rs. Lakhs As at 31st March 2026		As at 31st March 2025	
	Number of shares held	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra & Mahindra Limited	**9,00,000**	**37.49%**	9,00,000	37.49%
Mahindra World City (Maharashtra) Limited*	**10,00,380**	**41.67%**	10,00,380	41.67%
Deep Mangal Developers Pvt. Ltd	**3,00,000**	**12.50%**	3,00,000	12.50%
Zeus International Trade Agency Ltd.	**2,00,000**	**8.33%**	2,00,000	8.33%

(v) Details of shareholdings by the Promoter's of the Company:

Class of shares/Name of shareholder	Amount in Rs. Lakhs As at 31st March 2026		As at 31st March 2025	
	Number of shares held	**% holding in that class of shares**	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Mahindra & Mahindra Limited	**9,00,000**	**37.49%**	9,00,000	37.49%
Mahindra World City (Maharashtra) Limited*	**10,00,380**	**41.67%**	10,00,380	41.67%
Deep Mangal Developers Pvt. Ltd	**3,00,000**	**12.50%**	3,00,000	12.50%
Zeus International Trade Agency Ltd.	**2,00,000**	**8.33%**	2,00,000	8.33%

Terms/rights attached to equity shares

The Company is having only one class of equity shares having par value of Rs. 10 each. Each holder of equity share is entitled to one vote per share

In the event of liquidation of the Company, the holders of the equity shares will be entitled to receive remaining assets of the Company, after the distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

* These are shares transfer to Mahindra World City (Maharashtra) Limited in repect of scheme of merger between Mahindra World City (Maharashtra) Limited, Topical Builders Pvt. Ltd., Raigad Industrial and Business Park Limited and Kismat Developers Pvt. Ltd.

Note No. 9 - Other Equity

	Amount in Rs. Lakhs Reserves & Surplus	
	General Reserve	**Total**
As at 31st March, 2024	**(2,398.63)**	**(2,398.63)**
Profit / (Loss) for the period	(4.81)	(4.81)
Other Comprehensive Income / (Loss)		–
Total Comprehensive Income for the year	(2,403.44)	(2,403.44)
Transfers to Reserves		**–**
As at 31st March, 2025	**(2,403.44)**	**(2,403.44)**
Profit / (Loss) for the period	(42.81)	(42.81)
Other Comprehensive Income / (Loss)		–
Total Comprehensive Income for the year	(2,446.25)	(2,446.25)
Transfers to Reserves		**–**
As at 31st March, 2026	**(2,446.25)**	**(2,446.25)**

Note No. 10 - Provisions

Particulars	Amount in Rs. Lakhs As at 31st March 2026	As at 31st March 2025
	Current	Current
Provision for compensated absences	**–**	–
	–	–

Note No. 11 - Borrowings

Particulars	Amount in Rs. Lakhs As at 31st March 2026	As at 31st March 2025
	Current	Current
Inter corporate Deposits	**1,133.26**	1,133.26
Loan-Others:		
10% Non-Cumulative Redeemable Participating Preference Shares	**540.00**	540.00
	1,673.26	1,673.26

Note No. 12 - Trade Payables

Particulars	Amount in Rs. Lakhs As at 31st March 2026	As at 31st March 2025
	Current	Current
Trade payable - Micro and small enterprises	**–**	–
Trade payable - Other than micro ans small enterprises	**622.78**	622.60
	622.78	622.60

Ageing for trade payable from the due date of payment for each of the category is as follows

Particulars	Amount in Rs. Lakhs As at 31st March 2026	As at 31st March 2025
Undisputed dues of creditors other than micro enterprises and small enterprises		
Unbilled	**–**	–
Not Due	**–**	–
0 months - 1 year	**36.79**	0.18
1-2 Years	**–**	–
2-3 years	**–**	–
More than 3 years	**585.99**	585.99
Total	**622.78**	586.17

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note No. 13 - Other Financial Liabilities

Amount in Rs. Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
	Current	Current
Other Financial Liabilities	**0.01**	0.01
	0.01	0.01

Note No. 14 - Provisions

Amount in Rs. Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
	Current	Current
Provisions	**0.81**	0.81
	0.81	0.81

Note No. 15 - Other Current Liabilities

Amount in Rs. Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
	Current	Current
TDS payable	**0.11**	3.48
	0.11	3.48

Note No. 16 - Other Income

Amount in Rs. Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
(a) Interest Income		
(1) Interest on Bank Deposits (at amortised cost)	**3.99**	5.31
(b) Other non-operating income (net)	**–**	33.32
	3.99	38.63

Note No. 17 - Employee Benefit Expenses

Amount in Rs. Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
(a) Salaries, Wages and Bonus	**–**	–
(b) Contribution to provident and other funds	**0.08**	0.08
(c) Staff welfare	**–**	–
	0.08	0.08

Note No. 18 - Finance Cost

Amount in Rs. Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
(a) Interest on Inter Corporate Deposits	**–**	0.48
	–	0.48

Note No. 19 - Other Expenses

Amount in Rs. Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
(a) Auditors remuneration and out-of-pocket expenses		
(i) As Auditors (including GST)	**0.89**	0.89
(ii) For Taxation matters	**–**	–
(b) Other expenses		
(1) Legal & Professional Fees	**1.51**	41.47
(2) Others	**0.25**	0.52
	2.65	42.88

Note No. 20 - Earnings per Share

Amount in Rs. Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
	Per Share	Per Share
Basic Earnings per share	**(1.78)**	(0.20)
Diluted Earnings per share	**(1.78)**	(0.20)

Basic & Diluted earnings per share

The earnings and weighted average number of ordinary shares used in the calculation of basic earnings per share are as follows:

Amount in Rs. Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
A. Net Profit after tax available for equity shareholders (Rs. in Lakhs)	**(42.81)**	(4.81)
B. Nominal value per Share (Rs.)	**10.00**	10.00
C. Weighted Average number of Equity Shares (No.)	**24,00,520.00**	24,00,520.00
D. Basic & Diluted Earnings per share (Re.)	**(1.78)**	(0.20)

Note No. 21 - Financial Instruments

Capital management

The company's capital management objectives are:

– to ensure the company's ability to continue as a going concern

– to provide an adequate return to shareholders by pricing products and services commensurately with the level of risk.

The company monitors capital on the basis of the carrying amount of equity as presented on the face of the statement of financial position.

Amount in Rs. Lakhs

Particulars	As at 31st March 2026	As at 31st March 2025
Equity	**(2,206.20)**	(2,163.39)

The Company is not subject to externally enforced capital regulation.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Categories of financial assets and financial liabilities

Amount in Rs. Lakhs

	As at 31st March 2026			
	Amortised Costs	**FVTPL**	**FVOCI**	**Total**
Current Assets				
Other Bank Balances	**77.23**	**–**	**–**	**77.23**
Other Current Assets	**2.05**	**–**	**–**	**2.05**
Current Liabilities				
Trade Payables	**622.78**	**–**	**–**	**622.78**

	As at 31st March 2025			
	Amortised Costs	FVTPL	FVOCI	Total
Current Assets				
Other Bank Balances	68.11	–	–	68.11
Other Current Assets	7.70	–	–	7.70
Current Liabilities				
Trade Payables	622.60	–	–	622.60

Financial Risk Management Framework

The Company's activities expose it to a variety of financial risks: credit risk, liquidity risk. In order to manage the aforementioned risks, the Company operates a risk management policy and a program that performs close monitoring of and responding to each risk factors.

CREDIT RISK

(i) *Credit risk management*

Credit risk arises when a counterparty defaults on its contractual obligations to pay resulting in financial loss to the Company.

The credit risk on liquid funds is limited because the counterparties are banks with high credit-ratings assigned.

LIQUIDITY RISK

(i) *Liquidity risk management*

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manages liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities.

(ii) *Maturities of financial liabilities*

The following tables detail the Company's remaining contractual maturity for its non-derivative financial liabilities with agreed repayment periods. The amount disclosed in the tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Company can be required to pay. The tables include both interest and principal cash flows.

The contractual maturity is based on the earliest date on which the Company may be required to pay.

Particulars	**Less than 1 Year**	**1-3 Years**	**3 Years to 5 Years**	**5 years and above**
	INR	**INR**	**INR**	**INR**
Non-derivative financial liabilities				
31st March 2026				
Non-interest bearing	**622.78**	**–**	**–**	**–**
Total	**622.78**	**–**	**–**	**–**
31st March 2025				
Non-interest bearing	622.60	–	–	–
Total	622.60	–	–	–

(iii) *Financing arrangements*

The company does not have any undrawn borrowing facility as at year end

(iv) *Maturities of financial assets*

The following table details the Company's expected maturity for its non-derivative financial assets. The table has been drawn up based on the undiscounted contractual maturities of the financial assets including interest that will be earned on those assets. The inclusion of information on non-derivative financial assets is necessary in order to understand the Company's liquidity risk management as the liquidity is managed on a net asset and liability basis.

Particulars	**Less than 1 Year**	**1-3 Years**	**3 Years to 5 Years**	**5 years and above**
	INR	**INR**	**INR**	**INR**
Non-derivative financial assets				
31st March 2026				
Non-interest bearing	**10.50**	**–**	**–**	**–**
Fixed interest rate instruments	**77.23**	**–**	**–**	**–**
Total	**87.73**	**–**	**–**	**–**
31st March 2025				
Non-interest bearing	16.40			
Fixed interest rate instruments	68.11			
Total	84.51	–	–	–

Note No. 22 - Fair Value Measurement

Fair Valuation Techniques and Inputs used - recurring Items

Amount in Rs. Lakhs

Financial assets/ financial liabilities measured at Fair value	**Fair value as at**			**Fair value hierarchy**	**Valuation technique(s) and key input(s)**
	31-Mar-26	**31-Mar-25**	**31-Mar-24**		
Financial assets					
Investments					
1) Equity investments	**–**	**–**	**–**	**–**	**–**
Total financial liabilities	**–**	**–**	**–**	**–**	**–**

Fair value of financial assets and financial liabilities that are not measured at fair value

Amount in Rs. Lakhs

Particulars	**31st March 2026**		31st March 2025	
	Carrying amount	**Fair value**	Carrying amount	Fair value
Financial assets				
Financial assets carried at Amortised Cost				
– Other Current Assets	**2.05**	**2.05**	7.70	7.70
– fixed deposits	**77.23**	**77.23**	68.11	68.11
Total	**79.28**	**79.28**	75.81	75.81
Financial liabilities				
Financial liabilities held at amortised cost				
– trade and other payables	**622.78**	**622.78**	622.59	622.59
Total	**622.78**	**622.78**	622.59	622.59

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Amount in Rs. Lakhs

	Fair value hierarchy as at 31st March 2026			
	Level 1	Level 2	Level 3	Total
Financial assets				
Financial assets carried at Amortised Cost				
– Loans & Advances		**2.05**		**2.05**
– fixed deposits		**77.23**		**77.23**
Total	**–**	**79.28**	**–**	**79.28**
Financial liabilities held at amortised cost				
– trade and other payables		**622.78**		**622.78**
Total	**–**	**622.78**	**–**	**622.78**

Note No. 23 - Related Party Transactions

Related parties where control exists:

Mahindra & Mahindra Limited

Mahindra & Mahindra Financial Services Limited

Mahindra Infrastructure Developers Limited

Transactions with related parties during the year

	Enterprises controlling the Company		
Nature of transactions	**Mahindra & Mahindra Limited**	Mahindra & Mahindra Financial Services Limited	**Mahindra Infrastructure Developers Limited**
Expenses	**1.18**	**–**	–
	(35.18)	**–**	(0.48)

Balance as on 31st March 2026

	Enterprises controlling the Company		
Nature of transactions	**Mahindra & Mahindra Limited**	Mahindra & Mahindra Financial Services Limited	**Mahindra Infrastructure Developers Limited**
Payables	**226.40**	334.33	–
	(225.32)	(334.33)	–
Borrowings	**1,558.80**	**113.38**	–
	(1,559.88)	**(113.38)**	–

Figures in bracket pertains to previous year

Note No. 24 - Events after the reporting period

There are no material events occurred after the balance sheet date but before the approval of financial statements by board of directors.

Note No. 25 - Current Tax and Deferred Tax

(a) Income Tax recognised in profit or loss

Amount in Rs. Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Current Tax:		
In respect of current year	**0.26**	–
Deferred Tax:		
In respect of current year	**–**	–
Total income tax expense on continuing operations	**0.26**	–

(b) Reconciliation of income tax expense and the accounting profit multiplied by Company's domestic tax rate:

Amount in Rs. Lakhs

Particulars	For the year ended 31st March 2026	For the year ended 31st March 2025
Profit before tax from continuing operations	**1.26**	(4.81)
Income tax expense calculated at 30.90% (2025: 30.90%)	**–**	–
Effect of income that is exempt from taxation	**–**	–
Interest under section 234(B) and 234(C)	**–**	–
Income tax expense recognised In profit or loss from continuing operations	**–**	–

The tax rate used for the 31st March 2026 and 31st March 2025 reconciliations above is the corporate tax rate of 30.90% payable by corporate entities in India on taxable profits under Indian Income Tax Laws.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2026

Note 26: Financial Ratios

	Particulars	Numerator	Denominator	For the year ended 31st March 2026	For the year ended 31st March 2025	% Variance
a)	Current Ratio	Current Assets	Current Liablities	0.0391	0.0401	-2.50%
b)	Debt Equity Ratio	Net Debt	Equity	(1.0411)	(1.0632)	-2.08%
c)	Debt Service Coverage Ratio (DSCR)	EBDITA	Total Debt	0.0011	(0.0038)	-129.10%
d)	Return on Equity	PAT	Networth	0.0194	0.0022	772.75%
e)	Inventory Turnover Ratio	COGS	Average Inventory	NA	NA	NA
f)	Trade Receivable Turnover Ratio	Turnover	Trade Receivable (Average)	NA	NA	NA
g)	Trade payable Turnover Ratio	COGS	Average Trade Payable	NA	NA	NA
h)	Net Capital Turnover Ratio	Average Networth	Turnover	(547.57)	(55.94)	878.84%
i)	Net Profit Ratio	PAT	Revenue	(10.73)	(0.12)	8516.92%
j)	Return on Capital Employed	PAT	Networth	NA	NA	NA
k)	Return on Investment	PAT	Capital Employed	NA	NA	NA

Note 27: Investment in New Tirupur Development Corporation Limited

The Capital of New Tirupur Area Development Corporation Limited (NTADCL) as on 31st March 2021 has been almost fully eroded by past losses. It was exploring the option of supplying substantial volume of industrial water to a textile park proposed to be set up by the State Government which would have contributed substantially to its topline. Information forthcoming in the last few months suggest that there are likely to be delays and the possibility of NTADCL recovering its past losses does not seem very promising. In view of this, the Company has provided for its entire investment of Rs.7,00,00,000 in the equity shares of NTADCL during the year.

Note 28:

Accumulated losses of the company as on 31st March 2026 exceeds the paid up share capital of the company. Though the Company has made a provision in respect of its investment in NTADCL, there is no intention of disposing off these investments. Presently, the company is actively pursuing claims and litigations in respect of projects completed and is hopeful of recovering the claims made by it against the parties, which will be recognised as revenue in the year of receipt. The Company is exploring various business opportunities including restructuring. Supported by its Parent Company, in the opinion of the management, the company will be able to continue as going conern for the foreseeable future.

Having regard to the above factors, the accounts are prepared on going concern basis.

Note 29:

The 10% Non-Cumulative Redeemable Participating Preference Shares ("The Shares") were redeemable at par on 13th March 2015. The Company has continued to incur losses during the year and, as on 31st March 2026, its accumulated losses exceeded the paid up share capital and free reserves of the Company. The Company is not in a position to redeem The Shares.

Note 30:

The Company had taken unsecured loans of Rs.994.42 lakhs in earlier years. Based on the Letters for waiver of interest issued by the lenders from year to year, since 2005 the Company was not for interest payable on these loans. On 1st April 2014 the lenders of the aforesaid unsecured loans opted to call for repayment of the principal amount. Further, the lenders are not agreeable to renew the unsecured loans, despite the Company expressing its inability to repay the same because of its financial situation. Since the unsecured loans have not been renewed, no provision has been made in the accounts for interest of Rs.84.14 lakhs for the year payable on these loans.

For M/s. B K Khare & Co.
Chartered Accountants
Firm Registration No.105102W

Shirish Rahalkar
Partner
Member Registration No. 111212

Mumbai, Date: 10th April 2026

For and on behalf of the Board of Directors

Manoj Harlalka (DIN: 10711633)
Director

Parveen Mahtani (DIN: 05189797)
Director

Mumbai, Date: 10th April 2026

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